

**HUDSON DEVELOPMENT CORPORATION
BOARD OF DIRECTORS MEETING
SEPTEMBER 25, 2013
1 NORTH FRONT STREET, HUDSON, NY**

PRESENT

Carmine Pierro
William Hallenbeck, Mayor
Chris Jones, Secretary
Seth Rapport, President
Perry Lasher, Vice President
Duncan Calhoun, Treasurer
Victor Mendolia
Don Moore
Ohrine Stewart

ABSENT

Lori Selden

ALSO PRESENT

Duke Duchessi, TGW Consulting
Sheena Salvino, Executive Director
Madeline Marvar, Executive Assistant

Sheena Salvino called the meeting to order at 12:04 pm.

READING OF THE MINUTES

The minutes of the June 2013 and July 2013 meeting minutes had been sent to Board members prior to the meeting for review.

Ohrine noted that she was in attendance for the June Board meeting, contrary to what was recorded in the notes. Pending this edit, **MOTION** by Carmine Pierro, seconded by Victor Mendolia to accept the June 26, 2013 minutes as written. All in favor. **MOTION passed.**

MOTION by Seth Rapport, seconded by Chris Jones to accept the July 24, 2013 minutes as written. All in favor. **MOTION passed.**

FINANCIAL STATEMENTS

The profit and loss statement for the months since the July meeting, June through August 31, 2013, and for the fiscal year through August 31, 2013 as well as the balance sheet for August 31, 2013 had been sent to Board members for review prior to the meeting. Sheena asked if there were any questions or comments regarding the financial statements? There were none.

MOTION by Duncan Calhoun, seconded by William Hallenbeck to accept the financial statements. All in favor. **MOTION passed.**

EXECUTIVE DIRECTOR'S REPORT

Sheena shared the HDC and HCDP&A Project Status Summary Report matrix. She informed the Board that she is instituting a project management tool for the office. This is in progress – information is currently being migrated.

Sheena reminded Board Members to take the required yearly ABO Training. The only remaining meeting that is not full is the November 6th session.

HDC is currently employing an intern from Columbia Greene Community College named Naomi. She is doing a fantastic job.

Sheena wanted to discuss the various Board Committees and set up meetings for each committee. Seth suggested that the Executive Committee should be made up of the President, Vice President, the mayor, and the Common Council President. He said that it did not need to be 5 members because there is no voting, per se, and that the committee should function as a “big picture committee”. Chris, William and Duncan agreed. William will be taken off of the Planning Committee so as not to sit on both boards, and Perry will be moved from the Budget Committee to the Planning Committee to fill William’s seat. The Marketing Committee will be Duncan and Chris. Seth suggested that Duke attend the Planning Committee meetings. It is agreed that the monthly Board meetings should not be used to discuss ongoing projects – but that the discussions will happen in committee and individual committees will report during the monthly meetings of the Board. Sheena will correspond with individual committees to arrange meetings for the month of October prior to the October Board meeting.

Sheena updated the Board on ongoing projects: The Department of Environmental Justice Grant was not funded. The Daycare project and the Main Streets Grants are both in process. William asked about the remaining funds for the Charles Williams Park project. He said he has spoken with residents on the street and that the majority expressed a need for lighting, even if it wasn’t done to completion and just where the pavilion is. William asked that HDC to take this into consideration when making final decisions on how to best allocate the remaining funds, and Sheena confirmed that she has three requests for lighting quotes in currently in process as part of due diligence.

Sheena feels that the Marketing & Sponsorship Committee’s first priority should be to allocate a budget. There is an opportunity for a large marketing spread in a new magazine “Destination Hudson”.

TGW CONSULTING REPORT

Duke stated that the Project Status Summary Report matrix shared by Sheena covers everything that HDC and TGW are currently collaborating on.

He reported that the amended agreement for multi-use waterfront project has been forwarded to the Mayor and the Council for review and signature.

Duke has not received any direct feedback as to why we did not receive the Department of Environmental Justice Grant. He said many garden projects were funded, and that if you look at the DEJ website they appear to be showcasing large glamorous projects. However, Duke stated that he believes our projects are competitive and that they fit the criteria for the types of projects that get funded. He suggested we should focus on funding the projects that we have, as opposed to chasing funding.

OLD BUSINESS

Sheena first wanted to update the Board on the resolution of the Youth Grant issue. HDC paid for the windows at the youth center in 2008. Funds were received, documented and deposited into the HRBTF account and therefore paid back the loan. It has been determined after extensive research that in fact HDC was loaned the funds of \$32K from HRBTF funds. The City of Hudson has given to HDC the funds for the window purchase and paid back on behalf of HDC the loan of \$32K to HRBTF. There is no longer any outstanding loan between HDC and HRBTF. The funds were given from the City to reimburse for the costs of the window, therefore these funds will also not need to be paid back to the City.

Seth asked if our financial statements will show a separate line item for this issue. Sheena said yes. Seth also asked if the funds are being held in a separate bank account, which was confirmed by Sheena. Seth requested that to avoid any future issue, HDC should send HRBTF a monthly statement informing them of the balance of their bank account. All agreed.

Seth opened up discussion as to whether the Board should remain at 9 members or if we should add to the Board. He pointed out that as Lori is done and her tenure is up, the Board is now back to 9 members, which has historically been the number of members. No disagreements. Carmine will not be running for re-election, but Ohrine is. As they are the majority and minority leaders, regardless of who is elected, those two seats will be replaced.

NEW BUSINESS

Sheena reminded everyone that it is time for us to renew our membership with the Chamber of Commerce, asked if anyone had any objections to the membership renewal. There were none.

Sheena informed everyone that at the request of the Board, she is pursuing site planning for the KAZ warehouse property. Scenic Hudson group is interested in coming to view the site and offer ideas. Sheena has also been working with Duncan Barrett of Omni Development who is teaching an urban planning class at SUNY Albany. He wishes for his students to use KAZ warehouse as a planning project.

The Gift Acceptance Policy draft document was discussed. The document is in draft form and was sent to all members of the Board prior to the meeting. It is also being circulated for approval and feedback from several other individuals, including Cheryl Roberts and other local attorneys. Victor is concerned about the confidentiality clause in regards to our status as a governmental organization – since deeds and other documents are publically available, how can we legally promise confidentiality? Given that the document is still in draft, Sheena stated that she will be sending everyone an online draft that they can make edits on and asks that we revisit the document at the October meeting.

ADJOURNMENT

With no more business to discuss a **MOTION** was made by Perry Lasher, seconded by Seth Rapport to adjourn. All in favor. The meeting was adjourned at 1:03 pm.