

HUDSON DEVELOPMENT CORPORATION



Special Board Meeting Minutes

June 9, 2020

11:00 AM

1 North Front Street, Hudson, NY 12534

PRESENT:

Mayor Kamal Johnson
Bob Rasner
Tom DePietro
Carolyn Lawrence
Seth Rogovoy
Nick Haddad
Paul Barrett
Steve Dunn

ABSENT:

Kristan Keck
Martha Lane
Paul Colarusso
Phil Forman

STAFF:

Branda Maholtz

I. Bob calls the meeting to order at 12:03

He announces that the full number of the board will be 15, and we are currently at 13. We are discussing the candidates. He reminds the board that we are discussing friends and neighbors in an open forum. We will have the committee give an overview and then if there is a nomination we will discuss and then vote.

Seth asks if there was a discussion of having a zoom meeting with the candidates so that everyone can meet and ask questions. Nick states that the committee met with the candidates, but they are not at this current meeting. Bob states that we scheduled the meeting to be able to discuss the candidates without asking them to leave the room.

Nick states that we started the process about 6 months ago with a list of maybe 25 people. As they reached out, some were not interested. He says that he tried to gather a group of diverse candidates. It was surprisingly difficult.

II. Nominating Committee Discussion for potential board members:

A. Caitie Hilverman: Chris is the daughter Lisa Dolan who is a pillar of the community. She is the founder of the children's book festival. Cavities is accomplished woman, grew up in Hudson. She has a degree in brain and cognitive psychology. She has a PhD from Iowa, she has been a post-doctoral fellow. She has a long list of publications. She is collaborative. Currently she works as a data scientist. She moved back to Hudson to raise her family. She believes in Hudson and the school system. She recounted a story to us when she returned to Hudson about speaking with old classmates about getting jobs in Hudson. This woman reported that some businesses wouldn't hire anyone local because they didn't find them to be experienced enough and this drives her to bring together ideas about business in Hudson, research, with a scientific. Chris feels that she is anxious to make a bridge between old and new Hudson, she can be the future of Hudson.

Chris NOMINATES Caitlin. Seth SECONDS. Discussion below.

B. Peter Schram: Nick nominates Peter Schram from the Homestead Tree farm. Their family has been around here for a long time. He is in his 60s. He has done real estate development in Hudson. Nick states that Peter has "long legs" in Hudson with experience and history. He is chairman of Hudson Powerboat Association. He also owns a mortgage company in Hudson. He has interest in joining the board with his business in Hudson.

Nick NOMINATES Paul SECONDS. Discussion

Seth thanks the nominating committee for finding good candidates. He has a question about Schram and real estate development. Nick states that he has owned over 60 properties in Columbia County and develops them. Seth asks for an example. Schram used to own what is now Wm. Farmer and Sons. He owned the Taconic Diner, his son is now the chef there. He owned a lot of Front Street. He has many historic properties in his portfolio.

Steve requested written statements to understand their place on the board. He also asked for potential time commitment. Steve expresses concern over not disposing of the Kaz. He feels that Schram is cursory. and Caitlin is intelligent, and he wants to be able to interview. He intends to vote no because he can't vote.

Seth states that he is sympathetic to Steve's concern.

Seth MOTIONS to postpone the voting until we can meet the candidates at the next meeting. Steve SECONDS.

The board discusses the quorum rules. As some members of the board have departed the meeting. "When a quorum is once present. It is not broken by departure..." The board can vote and proceed, but we need to make sure that more members of the board participate. Chris states that she doesn't feel that the hour commitment of the candidate is necessary. She also feels that we need to have more discussion from more members of the board. She wants to have a clear process for the candidates.

Nick feels that the process needs to be civil and realistic for the candidates. Steve wants to be fair to the candidates, and not blindsides them. Steve volunteers to put his questions in writing.

Seth wants to be clear that he didn't intend to ask for the interviews to be "grilled," he just wanted to be logical and meet them. As he hasn't met them. Plus we don't have many board members present now. He also feels that if someone withdraws at this point, it is a good thing to know now before we invite them to the board.

Paul adds that this is why we have committees and the board needs to trust that committee is acting on behalf of the board.

Carolyn adds that she came into the board and answered questions when she joined the board. She agrees that we need to be as transparent as possible. Bob points out that it's not the candidates' fault that the board didn't show up.

Vote: Chris: Aye, Paul: Nay, Seth: Aye. Nick: Nay, Carolyn: Aye. Steve, Aye, Bob: Nay. Ayes majority. MOTION PASSED.

We will discuss at the next meeting and interview candidates at the next meeting.

Steve MOTIONS to adjourn at 12:41 PM. Carolyn SECONDS. MOTION PASSED.