

# HUDSON DEVELOPMENT CORPORATION



Board Meeting Minutes

February 22, 2022

12:00 PM

1 North Front Street, Hudson, NY 12534

PRESENT:

Mayor Kamal Johnson  
Bob Rasner  
Tom DePietro  
Nick Haddad  
Phil Forman  
Seth Rogovoy  
Steve Dunn  
Martha Lane  
Chris Jones  
Kristan Keck  
Pete Schram  
John Friedman

ABSENT:

Paul Colarusso  
Susan Knauss  
Paul Barrett

STAFF:

Branda Maholtz

- i. **Call Meeting to Order:** Bob Rasner calls the meeting to order at 12:04 PM. Bob 's opening remarks: Opening Remarks are brief today. In our by-laws there is a sentence that the board president shall keep the board of directors fully informed and shall freely consult with them concerning activities of the corporation. I should have read this prior to taking the position as there has been a lot of calls, and a lot of work being done through communication. It is evidence to me that our board is fully committed with persons taking calls from vacation, before breakfast, late at night,

whenever it is necessary. We have a good group of people who are committing the same time and I am thankful for the hard work of the group.

- II. Minutes: January Meeting – Nick MOTIONS to accept the minutes. Steve Dunn  
SECONDS. ALL IN FAVOR. MOTION PASSED.
- III. Finance: Phil Forman
  - a. Monthly Finance Report—Phil MOTIONS to accept the monthly finances. Chris  
SECONDS. ALL IN FAVOR. MOTION PASSED.
  - b. Audit completed and the draft will be sent to Branda this week.. UHY will attend  
March Meeting.
- IV. Old Business
  - a. Disposition of Montgomery Street Property: Update – The close date is set for March  
4<sup>th</sup>, 2022. This has been confirmed with the buyer. We are all enthusiastic and  
pleased. It was no small accomplishment, Bob thanks everyone for their assistance.  
Steve asks what we are doing with our funds when we receive them. He feels that it  
should be in a money-market account, a vanguard account. Phil addresses the board-  
there are options and we will seek advice for a diversified platform. We will look for  
a return. We have a lot of money coming in with the intention of moving it out over  
time, our key concern is to protect them. He will report again in more detail as we  
progress. Steve responds that he has an MBA in addition to his law degree. Steve was  
being more narrow, and thinking short term before we get to the longer term  
decisions. We can put the money in a bank or a vanguard and may be better.
  - b. Strategic Plan for the Future of HDC—Bob states that he’s been an advocate for a  
committee-driven operation. He also feels that non-board members could be on  
committees as well. This also allows us to onboard potential new board members.  
Nick addresses the board about the Transportation committee. Currently they are  
populating the board and considering different elements of transportation. He has  
potentially three members of the community to start discussing and coordination.  
There are other topics here as well. John mentions parking as another issue. Steve  
Dunn will communicate some of the research and ideas that he has done previously.
  - c. Mission Statement: Phil addresses the board with the editing process. It was  
suggested that the date be removed, Phil wants to establish long-standing credibility.

There is a conversation about “partnering” or using the work “collaboration” with the city, as well as whether it is just “city “government or “local” government. Tom suggests “supporting” and removing the “planning” from the sentence. Tom doesn’t want HDC to do anything to jeopardize 501c3 status and recommends caution moving forward. The board agrees that this is a good observation. The board works together to further edit the language that was compiled. “Support” seems more of a financial promise. They decided on collaboration. Steve MOTIONS to accept the HDC Mission developed by the board (below). Chris SECONDS. Eleven (11) IN FAVOR. One (1) against. MAJORITY IN FAVOR. MOTION PASSED.

### Mission

The Hudson Development Corporation is a private non-profit established in 1976 as a Local Development Corporation for the purposes of sustaining, promoting, and enabling business investment and employment opportunities, as well as strengthening the City of Hudson’s tax base to help secure its future as a desirable place to live work and invest.

To accomplish its mission the HDC shall:

- Engage with existing businesses in the areas of business retention, expansion, and job creation.
- Seek out and advocate for new businesses that add market diversity and job skills to our local economy.
- Collaborate with local government to strengthen Hudson’s tax base and to plan for the future.

d. Nominating Committee: Interviews, Board Executive Officer Nominations – Martha reports that the nominating committee has been seeking and interviewing candidates for the one open spot in March. She adds that we can also bring on candidates to serve on committees. She suggests that we add another board member to the committee as it is important to have more input for the selection process. Branda has asked the board if there is additional interest from board members about serving as an officer. At this time we have interest from Chris Jones and the remainder of the board officer positions would like to remain. The slate is shared with the board. Steve would like to serve on the finance committee.

V. New Business

- a. Updates from City: Mayor Kamal Johnson attempts to update the board about Charles Williams Park meeting in the evening but his connection is poor. Branda will share this information with the board after the meeting. No report from Council President.
  - b. Washington Hose Lease Renewal: The Mayor and Counsel President need to recuse themselves from this discussion. It is also in Executive Session as it pertains to real estate. Chris MOTIONS to go into executive Session at 12:40 PM. Steve SECONDS. ALL IN FAVOR. MOTION PASSED.  
Steve MOTIONS to return from executive session at 1 PM Chris SECONDS. ALL IN FAVOR.  
Phil MOTIONS to renew lease with the city for our space at 1 North Front Street/Washington Hose. John Friedman SECONDS. ALL IN FAVOR. MOTION PASSED.
  - c. March Meeting: Regular Monthly and Annual Meeting Set for 3/22/2022, Board discussion on in-person or continued zoom meetings. We will zoom, but seek options for in-person meeting. The governor has extended the option for zoom until mid March. Kristal will keep up updated on the legality of continuing zoom or not.
  - d. Public Comment: Matt McGee and Ronald Kopnicki ask the board about our status as a public authority. He refers to a CBS news report on Public Authorities. The reporting confirms that HDC is a “creature of New York State doing government business.” He states that ABO and State comptroller has authority over HDC so it is a public authority and he feels that the public is being mis-informed to the contrary. The board discusses the status of HDC as they both have oversight and are regulated by ABO but we are also a 501c3, private non-profit charitable organization. Branda will gather the information to share with the public, as HDC’s status as private, non profit is confusing to the public.
- VI. Adjournment: Nick 2:00 Motion to Adjourn Chris SECONDS. ALL IN FAVOR. MOTION PASSED.