

APPROVED Minutes
Hudson Development Corporation
Tuesday, February 27th, 2024
One North Front Street
Hudson, NY 12534

A regularly scheduled meeting of the Hudson Development Corporation (HDC) Board of Directors was held at the offices of the Columbia County Chamber of Commerce located at One North Front Street, Hudson, NY 12534 on Tuesday, February 27th, 2024.

Meeting was called to order at 12:02 PM by Christine Jones, President.

- President Jones welcomed Board and members of the public and confirmed that we are conducting a hybrid meeting via Zoom.

Name	Title	Status	Arrived/Departed
Paul Barrett	Secretary	Present	
Paul Colarusso	Board Member	Present	
Tom DePietro	Board Member (Ex-Officio)	Present P/T	
Phil Forman	Treasurer	Present	
John Friedman	Board Member	Present	
Nicholas Haddad	Vice President	Present	
Mayor Kamal Johnson	Board Member (Ex-Officio)	Absent	
Christine Jones	President	Present	
Kristan Keck	Board Member	Present	
Martha Lane	Board Member	Present	
Seth Rogovoy	Board Member	Present	
Peter Schram	Board Member	Absent	
Britt Zuckerman	Board Member	Present	
Kristal Heinz	HDC Attorney	Absent	
Jan Egan	Scribe	Present	

• Minutes: Request for Ratification of January 23rd, 2024 Regular Meeting.

- President Jones asked for a motion to approve January 23rd, 2024, Minutes as submitted.
- Member Lane so motioned, seconded by Member Barrett.
- Motion unanimously approved and carried.

• Minutes: Request for Ratification February 12th, 2024, Special Zoom Meeting.

- President Jones asked for a motion to approve February 12th, 2024, Minutes as submitted.
- Member Barrett so motioned, Member Forman seconded.
- Motion unanimously carried, with Member Lane abstaining.

• **Board Chair Report**

- President Jones reminded all present that March 19th is HDC Annual Meeting: review mission statement, any documents that need revisions, review accomplishments, and any concerns/areas we need to address.
- Please plan 2 hours and lunch will be served. Photographer will be present to take photos of Board members.
- ABO, filing of Audit is due 3.29.24.
- Reviewed last year briefly: Business Roundtables began, helped re-state/remind community of HDC's purpose and goals.
- Collaborated with Hudson Hall for Winter Walk, HBC collaboration.
- Hospitality Committee has been formed as a result of Hudson Roundtables.
- Announced Pete Schram resignation from HDC; HDC wishes him well.

• **Treasurer's Report**

- Monthly Financial Report
- Moved \$\$ from cash account into our banking account to pay for consulting, day to day operations, etc.
- Audit process included a number of compliance questions; a very thorough audit.
- Finished a month ahead of delivery date; credit to UHY, thanked them on behalf of HDC.
- Will call a meeting of Audit Committee (Executive Committee + John Friedman and Martha Lane.)
- Presenting full Audit on 3.19.24 for review and approval.
- No significant changes in strategy, process or investments.
- Asked the Board for a motion to approve the Financial Statements as of 2.23.24.
- Member Barrett so motioned, Member Friedman seconded, and motion unanimously carried.
- ABO/Paris (Julie Marshall) overview of what we accomplished last year will be reviewed by Jones this week, including all updated policies.

• **Board Terms/Officers Annual Meeting Board votes**

- President Jones spoke about rules/policies of how board works and passed around term sheet.
- Candidates for Board Members: looking to add to our Board. Please bring names, ideas to Nominating Committee: Rogovoy, Haddad and Keck.
- Member Lane made a motion to nominate Christine Jones for another 3-year term on the HDC. Member Colarusso seconded; motion unanimously carried.
- Member Lane made a motion for Christine Jones to continue as HDC President until her replacement is elected. Motion unanimously carried.
- One of the roles of Annual Meeting is to review current officers/roles, and to see if current ones are willing to continue and/or if other Board member would like to be considered.
- Officers/roles are year to year.
- Staggered terms were discussed; President Jones will ask Julie Marshall about how to stagger terms to maximize effectiveness.

• **HDC Website Update**

- Clerk Egan updated new site status; looking to have it reviewed by Executive Board before 3.19.24
- Consolidating/streamlining WIFI access, accounts, etc. for HDC.
- Treasurer Forman asked about documents that he would like to have uploaded and secured for HDC members.
- Housekeeping upstairs will include shredding documents.

• **JLE Update**

JLE Review:

- President Jones informed all that HDC presented offer to HCSB (Hudson City School Board) to purchase the John L. Edwards School on 2.12.24.
- HCSB returned with some questions and requests for more information.
- Request that the terms are kept private currently.
- HCSB requests: how much would we put down, escrow monies, statement of proof of funds, are we re-zoning, what due diligence includes.
- 6-month period of Due Diligence.
- Zoning status was discussed.
- Jones informed HDC that HCSB would be meeting that evening to review the offer.

Denham Wolf Progress:

- Work with Denham Wolf is going well, Zoom calls have been productive and ongoing.
- Saw first pro forma for the building from DW last week; a picture of the financial expectations and use and costs to remediate JLE.
- Building Committee will be reviewing construction costs.
- Danda Construction spec will be refined and focused.
- HDC is focusing on remediation costs and getting the building outfitted to be used as a rental space for various organizations and business.
- Tenant part of the purchase is a huge piece of this transaction; Hudson City Government consolidated in JLE space is critical.
- Don't yet have Mayor's thoughts on this idea. Taking JLE off the HCSB is critical aspect for taxpayers and community.
- CGCC (Columbia Greene Community College) would be a tenant: re-skilling workforce and Hudson students for living wage jobs.
- Childcare connection as day-care tenant: would they consider/explore putting a private day-care center as opposed to a city-owned space?
- Need for affordable day-care center is huge.
- CMH, Bard College, CIA, Buffalo hospitality program: meetings are coming up.

Grant Report (Jess Waller):

- President Jones read a report from Jess; some good thinking around the JLE Narrative.

- Restore NY Grant must be submitted by Mayor's office.
- Kubota Hometown Proud grant (due end of March).
- The particulars of various other grants were discussed.
- Member Zuckerman volunteered to complete the JLE Site Map.
- Grant writing should continue and HDC will need more grantwriters to be working on various grants as we move forward, including the JLE project.
- HDC will serve as a "clearinghouse" for grant information and specific grants.

Danda Construction Estimate

- Building Committee will review budget as they are going through the building.
- Liz York (Youth Center) will attend the next JLE tour.
- Member Forman spoke about how to market the JLE building, looking at events/tours that are open to as many people as safely/comfortably possible to see the building and understand the vision.
- Member Haddad spoke about how critical it is that City of Hudson be a partner with the HDC; JLE would ultimately be a powerful city asset.
- Common Council President Tom DiPietro agreed that HDC presenting idea to Common Council would be possible.
- President Jones stated that HDC will be putting together a marketing calendar as we move forward.

• March Business Roundtable

- "Let's Talk Business" end of March. Roundtable theme: job creation and job training.
- Chris Nardone will speak.
- 60 jobs will be required at the Pocketbook Factory.
-

Next Regular and Annual HDC Meeting is Tuesday March 19th at noon.

With no other business to be conducted, and no further public comment, President Jones asked for motion to adjourn meeting. Member Friedman so motioned, Member Haddad seconded, and motion to adjourn unanimously carried.

- February meeting adjourned @ 1:00 PM.

Respectfully submitted by Jan Egan.