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Victoria Storrs
Vice Chair

Richard Kotlow
Secretary

Catherine M. Hedgeman, Esq.
Assistant Secretary

Tim Maniccia
Member

David Kidera
Member

Jared Finke
Member

TOWN OF BETHLEHEM

Albany County - New York

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MINUTES GOVERNANCE COMMITTEE MEETING

April 23, 2021 Remote

A meeting of the Town of Bethlehem Industrial Development Agency Governance Committee Meeting met via Zoom at 8am on Friday, April 23, 2021.

Attendance was recorded as follows:

David Kidera, Chair
Richard Kotlow
Kate Hedgeman
Tom Connolly
Robin Nagengast

Chair Kidera called the meeting to order at 8am.

Approval of Minutes

Upon motion by Mr. Kotlow, seconded by Mr. Kidera, the members approved the minutes of the Governance Committee Meeting held on April 24, 2020.

Review 2020 Evaluation of Board Performance by BIDA Members

The 2020 evaluation was reviewed and compared to the 2019 evaluation. The 2020 evaluation will be presented to the full board at the next regular meeting.

Review BIDA Bylaws

(a) Mr. Kotlow proposed that Article II of the agency bylaws be revised as follows:

“Members have a responsibility to attend and participate at Board meetings. A member who has not attended 50% of annual scheduled meetings shall retire from the Board. However the Town Board may if deemed appropriate reappoint such retired member.” No action was taken as further language revision seems likely.

(b) A discussion took place about the CFO having the responsibilities of the Treasurer and about the role of the Assistant Secretaries.

(c) The Committee unanimously agreed to propose to the full Board of the Agency that Bylaws Article VI General Provision should be amended as follows:

1. Section 3. Replace the first sentence with the following: “Regular meetings of the Agency shall take place at the time and in the manner approved at the Agency’s annual meeting.” The second sentence is unchanged.

2. Section 4. In the first sentence, delete “written” so that a request for a special meeting can be verbal. The rest of Section 4 is unchanged.

Ethics Policy

Members discussed the Ethics Policy.

Review Responsibilities of Members

The Committee reviewed the “Responsibilities of Members” which call for an annual review of the Executive Director. Ms. Hedgeman will circulate an evaluation form.

Advise Town Board on Skills and Experiences required of Potential Agency Members

The Committee approved the use of the 1/19/2021 letter to the Supervisor and Town Board on skills and experiences required of potential Agency members.

Review Training of New Members and Staff

The Committee discussed additional training after three years of initial training. Chair Kidera will take the ABO training and report to the Committee.

Fees for Project Transfers

The issue of the fee schedule when transferring benefits to a new owner was referred to the Finance Committee.

Discuss Best Governance Practices/Review Committee Charter

The Committee discussed the Charter, ABO Model Charter and ABO Advice on Understanding Corporate Government Concepts. The Committee approved the Governance Committee Charter with no changes.

Motion to Adjourn

The meeting was adjourned at 9:41am on a motion by Ms. Hedgeman, seconded by Mr. Kotlow.

Respectfully submitted,
Robin Nagengast