

# LAKE CHAMPLAIN – LAKE GEORGE REGIONAL DEVELOPMENT CORPORATION

## GOVERNANCE COMMITTEE MEETING

March 30, 2021 11:00 am

VIDEOCONFERENCE (per Executive Order 202.1 and 202.96)

### AGENDA

1. Approval of November 13, 2020 minutes
2. Director Paperwork – Fiduciary duties, financial disclosures, Independent Director, and training
3. Recommendation of new Board Member from Clinton County
4. Other

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### TRANSCRIPT

John Strough: All the committee members are present for the governance committee?

Beth Gilles: Yes, we can do a quick roll call if you'd like to.

John Strough: Here.

Al Nolette: I'm here.

Dave O'Brien: How come I'm last?

Beth Gilles: Alphabetical.

John Strough: I'm going to call together the Lake Champlain Lake George Regional Development Corporation Governance Committee meeting. And the first item on the agenda is to consider approval of the November 13, 2020 minutes as presented for this meeting.

Dave O'Brien: So moved.

John Strough: Motion may be by Dave O'Brien, seconded by John Strough. I don't know if the chair can second, but I don't see any rules that prohibit them from seconding. Alright, so we have a motion and second on approval of the minutes. Any comments before we go to a vote? The only comment I had is when you do the Zoom meeting minutes, everything gets in there. It's unforgiving.

Beth Gilles: We do a transcript. Yeah.

John Strough: Even the "ums". Alright. Well, hearing no comments. Let's take a vote on approving the minutes as presented today. Those in favor of the minutes as presented, please signify by saying aye.

Dave O'Brien: Aye.

John Strough: Put your finger up or thumb up Al. That's an aye and my aye. So the three of us vote an aye, that's unanimous. The minutes are approved as presented today. Alright, Beth, yours is the next item, is to go over some paperwork?

Beth Gilles: Yeah, I just wanted to remind everybody that if you haven't given me your paperwork for 2021, please do so. We have to do it every year, even if you've been on RDC for several years. If you need copies, let me know. Shoot me an email and I'll send them to you.

John Strough: Yeah. Did I submit mine?

Beth Gilles: Yes. I have yours, John.

John Strough: Okay. Alright. Well, you belong to so many of these you lose track. Okay. The next, unless there's any comment from any of the committee members, we'll go to the next agenda item. Okay. So, everyone realizes that they have to submit their paperwork for fiduciary duties, financial disclosures, being independent and do the necessary training or show that you've had that training. So we have a recommendation of a new board member. Now, this is the Governance Committee and I know that one of our purposes of the Governance Committee is to advise those responsible for appointing directors to the board on skills, qualities, professional or educational experiences necessary to be an effective member. So is that what we're supposed to review according, you know, I'm just reading the Governance Committee charter. Is that the purpose of that agenda item Beth?

Beth Gilles: Yes. So Patty Waldron was the Clinton County representative for 2020. She was reappointed by the board in January 2021 for this year, but after that, she ended up being removed from the Regional Planning Board and replaced by a different member of the Clinton County legislature on the RPB board meaning she's no longer an RDC member. Meaning she's no longer able to hold an RDC board position. And so of the remaining Clinton County members, Glenn Cutter who's the Director of Planning in Clinton County, he is an active member of the RPB board, has graciously volunteered to be the Clinton County representative for 2021 replacing Patty Waldron. So I'm asking that Governance Committee to move that to the full board for approval, so that the Clinton County seat is not vacant any longer.

John Strough: Okay, and I am reading the regional membership. The only thing we need to do, Beth, is we need to change it to 2021, I think.

Beth Gilles: We did that. Yeah, I noticed that too.

John Strough: Okay. So, based on what Beth told us, is there a recommendation. Is it for Patty Waldron, Beth, or Patty Waldron is making the move?

Beth Gilles: No, it's for, it's for Glen Cutter.

John Strough: It's for Glen Cutter to...

Beth Gilles: Become the Clinton County rep.

John Strough: For the Regional Planning Board, right?

Beth Gilles: The Regional Development Corp.

John Strough: The Regional Development Corp, alright. Well, I wasn't sure because it just said board. And there's some people (inaudible). So is there a motion to approve sending this on to the board? A motion made by Al, seconded by Dave. All those in favor of moving this recommendation to the board for consideration, please signify by saying aye or raise your hand.

Al Nolette: Aye.

John Strough: Al, I'm hearing you! Alright, the ayes have it. So a recommendation is made, Beth.

Al Nolette: Chairman I would like to note to that the executive director plays pretty fast and loose with that word "volunteer".

John Strough: I like your sense of humor, Al. Is there anything else to come before the Governance Committee at this time?

Beth Gilles: I don't have anything else.

John Strough: The only other thing that I noticed was that at some point in time in 2021, Beth, we need to do a committee self-evaluation.

Beth Gilles: Yeah, we usually do those at the end of the year. So we'll do those, I think October, October, or November.

John Strough: Okay. I just saw it and I wanted to make note of it. Anything else to be brought before the Governance Committee? Alright. I'll entertain a motion to adjourn.

Dave O'Brien: I'll move.

John Strough: Moved by Dave O'Brien seconded by John Strough or Al. All those in favor of adjourning, please signify by saying aye.

Multiple people: Aye.

John Strough: We're adjourned.

Beth Gilles: Great. Thank you, John.

John Strough: I have to note that for the sake of the minutes, because I know that some people through zoom, force the vote from each individual, so that the zoom minutes can take place. But so I'll mention that it was unanimous just to know that all members voted in favor. Alright.

Beth Gilles: Thank you.

*Respectfully submitted by Carrie Yakush, Senior Account Clerk, LCLGRP.*