

Essex County Capital Resource Corporation
March 21, 2018 Annual Meeting
10:30 AM
7566 Court Street, Elizabethtown, NY 12932

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|-----------------|---|----------------------|--|
| Present: | Darren Darrah Jamie Rogers James Bowen (via conference call) Gerald Morrow Joseph Kusalonis Matthew Courtright | Also Present: | Jody Olcott Carol Calabrese Jen Briggs |
|-----------------|---|----------------------|--|

Absent: John Boyea

Open of Annual Meeting

Chairman Darren Darrah opened the meeting at 10:32 AM.

Approval of Minutes

1. Approval of March 23, 2017 Meeting Minutes
2. Approval of August 31, 2017 Meeting Minutes
3. Approval of September 18, 2017 Meeting Minutes
4. Approval of September 27, 2017 Meeting Minutes

Motion #2018-1: A motion to approve the March 23, 2017 Meeting Minutes, August 31, 2017 Meeting Minutes, September 18, 2017 Meeting and Minutes and September 27, 2017 Meeting Minutes was made by Gerald Morrow and seconded by Jamie Rogers for all minutes he was in attendance for. Darren Darrah seconded for remaining minutes. All members were in favor.

Public Accountability Act Reform (PAAA) Compliance:

1. Adoption of 2017 Annual Report

Motion #2018-2: A motion to approve the 2017 Essex County IDA/CRC/Empire Zone Annual Report was made by Matthew Courtright and seconded by Darren Darrah. All members were in favor.

2. 2017 OSC Report

Motion #2018-3: A motion to approve the 2017 NYS Comptroller's Annual Report was made by Jamie Rogers and seconded by Gerald Morrow. All members were in favor.

3. Review & Adoption of all CRC Policies
 - a. Property Disposal Policy
 - b. CRC By-Laws
 - c. Code of Conduct Policy
 - d. Audit & Payment Procedures
 - e. Investment Policy
 - f. Procurement Policy

Motion #2018-4: A motion to re-adopt the Property Disposal Policy, CRC By-Laws, Audit & Payment Procedures, Purchasing Policy, Code of Conduct, Investment Policy and Procurement Policy was made by Jamie Rogers and seconded by Darren Darrah. All members were in favor.

4. Designate Briggs Norfolk as Records Access Officer (FOIL)

Motion #2018-5: A motion to designate Jen Briggs of Briggs Norfolk as the Records Access Officer (FOIL) was made by Jamie Rogers and seconded by Matthew Courtright. All members were in favor.

5. Designate Champlain National Bank as Official Bank
6. Designate Press Republican and Denton Publications as Official Newspapers

Motion #2018-6: A motion to designate Champlain National Bank as official Bank and to designate Press Republican and Denton Publications as official newspapers was made by Darren Darrah and seconded by Matthew Courtright. All members were in favor.

7. Independent Board Member Checklist & Form
8. Acknowledgement of Fiduciary Duty Form
9. Annual Mission Statement and Measurement Report for 2017

Motion #2018-7: A motion to approve the 2017 Mission Statement & Performance Measurement Report was made by Jamie Rogers and seconded by Matthew Courtright. All members were in favor.

10. Elect Committees
 - a. Governance Committee – Matthew Courtright, Darren Darrah, Jamie Rogers
 - b. Audit Committee – Joseph Kusalonis, John Boyea, James Bowen
 - c. **Motion #2018-8:** A motion to approve the election of committee officers as Governance Committee - Matthew Courtright, Darren Darrah, Jamie Rogers and Audit Committee – Joseph Kusalonis, John Boyea, James Bowen was made by Jamie Rogers and seconded by Matthew Courtright. All members were in favor.

Adjourn

Motion #2018-9: A motion to adjourn the meeting at 10:38 AM was made by Jamie Rogers and seconded by Matthew Courtright. All members were in favor.