



CAPITALIZE ALBANY
CORPORATION

Tuesday, July 28, 2015

21 Lodge St.

9:30 a.m.

Capitalize Albany Corporation
Governance/Nominating Committee

Agenda

1. Review of minutes from May 13, 2015 meeting
2. Executive Session
3. Other Business

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**Capitalize Albany Corporation
Governance Committee Meeting
MINUTES
Wednesday, May 13, 2015**

The meeting of the Capitalize Albany Corporation Governance Committee was held at 2:30 p.m., Wednesday, May 13, 2015 at 21 Lodge Street, Albany, NY.

The following were in attendance:

Committee Members:

Mark Sullivan, John Harris & David Parente

Other:

Thomas M. Owens, Esq.

Staff:

Sarah Reginelli and Chantel Burnash

Chairman Mark Sullivan called the meeting of the Capitalize Albany Corporation Governance Committee to order at 2:35 p.m.

Approval of Minutes for December 12, 2014 Governance Committee Meeting

The Committee reviewed the minutes of the December 12, 2014 meeting. John Harris made a motion for approval. David Parente seconded. The Committee agreed unanimously to approve the minutes.

Conference call with John Andrews, D. Hilton Associates, Inc.

John Andrews from D. Hilton Associates, Inc. was tele-conferenced to discuss his RFP response to conduct a compensation review for the Corporation. Mr. Andrews explained his approach of gathering information on comparable salaries. He also discussed how he would quantify Staff's activity and workload in order for it to be appropriately reflected in the review. The Committee agreed that Ms. Reginelli and Mr. Owens would have a separate conference call with Mr. Andrews to give him the appropriate background concerning the missions, tasks, and functions of the Corporation and to answer any other questions that would be beneficial for their review.

After Mr. Andrews hung up from the conference call, the Committee agreed unanimously to draft a resolution for Board consideration which would authorize the Corporation to enter into an agreement for services with D. Hilton Associates, Inc. A motion to draft, and recommend that the Board adopt, the resolution was made by John Harris and seconded by Mark Sullivan. A vote being taken, the motion passed unanimously.

Review of Property Acquisition and Disposition Policies

Counsel reviewed the current real property acquisition policy with the Committee. Counsel informed the Committee that he had reviewed the existing policy against legal requirements, and

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no change was recommended. A motion to recommend that the Board approve the current policy was made by John Harris and seconded by David Parente. A vote being taken, the motion passed unanimously.

Counsel reviewed the current property disposition policy with the Committee. Counsel informed the Committee that he had reviewed the existing policy against legal requirements, and no change was recommended. A motion to recommend that the Board approve the current policy was made by John Harris and seconded by David Parente. A vote being taken, the motion passed unanimously.

Verify Current Public Documents on Website

Staff advised the Committee that Michael Bohne has been refreshing and updating the Corporation's website, which has tremendously increased its visibility. The staff informed that Committee that it had verified current public documents postings on the Corporation's website.

There being no further business the Capitalize Albany Corporation Governance Committee meeting was adjourned at 3:25 p.m.