



CAPITALIZE ALBANY
CORPORATION

Thursday, May 18, 2017
21 Lodge Street, 9:00 a.m.

Capitalize Albany Corporation
Governance/Nominating Committee

Agenda

1. Review of minutes from April 21, 2017 meeting
2. Review of Board and Committee Appointments
3. Personnel Policies
4. Other Business
5. Executive Session

**Capitalize Albany Corporation
Governance Committee Meeting
MINUTES
Friday, April 21, 2017**

The meeting of the Capitalize Albany Corporation Governance Committee was held at 9:00 a.m., Friday, April 21, 2017 at 21 Lodge Street, Albany, NY.

The following were in attendance:

Committee Members:

Mark Sullivan, Jeff Sperry, Anders Tomson, John Harris, and 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 9:00 a.m.

Approval of Minutes for November 21, 2016 Governance Committee Meeting

The Committee reviewed the minutes of the November 21, 2016 meeting. Anders Tomson made a motion for approval. John Harris seconded. The Committee agreed unanimously to approve the minutes.

Annual Review of Policies

Review of Property Acquisition and Disposition Policy

Counsel reviewed the current property acquisition 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 Mark Sullivan and seconded by John Harris. 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 Mark Sullivan and seconded by John Harris. A vote being taken, the motion passed unanimously.

Review Procurement Policy

Counsel reviewed the current procurement policy with the Committee and recommended amending the goods and services threshold to \$5,000 instead of \$7,500, to make it consistent with municipal law. A motion to recommend that the Board approve the policy with the

amendment was made by Mark Sullivan and seconded by John Harris. A vote being taken, the motion passed unanimously.

Annual Administrative Matters

Review Committee Charter

Counsel reviewed the current Committee Charter with the Committee and recommended a minor amendment to specify the number of required Committee members to 3 or more. A motion to recommend that the Board approve the Committee Charter with the amendment was made by Mark Sullivan and seconded by John Harris. A vote being taken, the motion passed unanimously.

Review Confidential Board Evaluation Summary

Staff advised the Committee that the Confidential Evaluations of Board Performance have all been collected. The Committee reviewed the summary results of the evaluations, which were all positive.

Verify Current Public Documents on Website

Staff advised the Committee that Staff has been refreshing and updating the Corporation's website. Staff informed that Committee that it had verified current public documents postings on the Corporation's website.

Review ABO Board Member Training Status

Staff reviewed the ABO Board Member Training status with the Committee and informed the Committee that Staff has been working on the coordination of upcoming training session dates with Dr. Stellar's assistant.

Review Board & Committee Appointments

The Committee reviewed the Board members with terms expiring at the end of 2017. The Committee also discussed the Board resignation of Jim Linnan and the upcoming resignation of Chancellor Zimpher. The Committee discussed the composition of Board members, emphasizing diversity for recommended appointments.

The Committee also reviewed the membership of the committees and discussed recommendations for the Audit Committee.

Review Mission Statement & Annual Performance Metrics

The Committee reviewed the current mission statement and the annual performance metrics.

The Committee reviewed the proposed revised mission statements received from the Board and Staff. After lengthy discussion, the Committee agreed to propose the following mission statement to the Board for discussion and revisions:

The mission of the Capitalize Albany Corporation is to facilitate transformational economic development and stimulate investment throughout the City of Albany, making New York's Capital a vibrant place to live, work and play.

Other Business

None.

Executive Session

None.

There being no further business the Capitalize Albany Corporation Governance Committee meeting was adjourned at 10:10 a.m.