



HVADC  
507 Warren St – 2<sup>nd</sup> Floor  
Hudson, NY 12534  
518.432.5360  
888.317.5556 fax  
www.HVADC.org

## Board Meeting Notes March 31, 2014

### *Item 1:*

*National Food Hub Conference in North Carolina (attended by Todd)*

TME presented his experience at National Food Hub Conference. HVADC was part of plenary session titled “Cutting Edge State Level Incentives for Food Hub Development.” HVADC presentation focused on regional councils and Farm to Table Co-packers. Very well-received. Opened door for HVADC to be recognized as a national leader in working on these issues. Potential for hosting groups in the region, but no revenue model in place for this yet.

*TME moves on to meeting minutes.*

*Motion made to approve meeting minutes.*

*Dave Colby seconds motion.*

*Motion passed.*

### *Item 2: Financials*

*(Packets distributed included year-end, year to date and a P/L and balance sheet for 2013)*

TME reviews financials and everything as expected for 2013 budget and beginning 2014. \$9,000 left on New World line—going to zero that out this quarter. Strong financial performance for 2013. 1<sup>st</sup> quarter balance got stronger as HVADC was able to draw down on some year-end distribution from New World.

Note: light on income during 1<sup>st</sup> quarter as contributions come in mid-year. Budget increases in gross significantly for 2014, but majority of that is pass through because of reimbursement of CFA and other grants.

### *Item 3: Resignation of Jim Mackerer, former treasurer*

Executive Committee held discussion prior to Jim’s resignation, suggesting Dave Colby assume treasurer position for 2014. Treasurer and secretary generally combined position. TME opens floor for a motion to approve Dave Colby’s transition to secretary/treasurer position.



HVADC  
507 Warren St – 2<sup>nd</sup> Floor  
Hudson, NY 12534  
518.432.5360  
888.317.5556 fax  
www.HVADC.org

*Dave Church makes a motion to instate Dave Colby as treasurer.  
Mark Doyle seconds motion.  
Motion passed.*

TME reminds Board of signature procedures for checks totaling over \$1000. Highlights need for second co-signer.

Mark Doyle recommends Eric Ooms as second co-signer.

*Dave Church makes motion to approve Eric as second signature.  
Mark Doyle second motion.  
Motion passed, unanimously.*

#### *Item 4: Additional Board Members*

TME discusses nomination of Dean Casey by Rensselaer County IDA. Dean previously was manager of large dairy farm and regional staffer for Farm Bureau. Currently works for Casella Organics. TME confirms he has spoken with Dean regarding Board position and there is interest from Dean.

Dave Church expresses concern over expectations of new board members. Worried about seriousness of commitment. TME offers to convey this concern to Dean. Walter offers to speak with Dean as well because of his connection to his workplace superiors. Mark Doyle suggests to speak with him through Casella connection because it might establish that he may be away from work once in a while to attend meetings.

TME and Dave Church agree that Casella would be happy with Dean joining HVADC board because of community-mindedness of business as well as HVADC's role in their CFA application.

*Unanimous selection of Dean contingent on communication that he can make the commitment.*

TME reviews credentials of second candidate, Anne Finnigan, Jim Mackerer's suggestion for his replacement. Anne is VP of commercial lending at Kinderhook Bank and has been significant in connecting with some of the projects HVADC has gotten financing for.



HVADC  
507 Warren St – 2<sup>nd</sup> Floor  
Hudson, NY 12534  
518.432.5360  
888.317.5556 fax  
www.HVADC.org

TME confirms he has spoken with Anne regarding position.

Dave Church expresses concern over conflict of interest between serving on HVADC board and moving projects along at the bank.

TME reassures board that there is a disclosure policy and issue will be addressed through appropriate recusal and transparency.

Dave Church suggests Anne should not serve as loan officer on HVADC matters, and that she not be present for discussion of these matters during board meetings. Agreement from Board.

TME confirms that Dean Casey would be the Rensselaer County representative and Ann would be the at large representative.

TME addresses issue of Washington County not yet nominating representative. Recommends Laura Oswald, but confirms nothing can be done to push this forward without something in writing from Washington County.

*Dave Church makes motion to approve Anne.*

*Dave Colby seconded motion.*

*Motion passed.*

#### *Item 5: Authorities Budget Office*

TME explains HVADC is now legally required to work within Authorities Budget Office guidelines. HVADC staff created annual report template and fulfilled online posting requirements. Board may have to undergo member training online.

TME agrees to send a reminder and a link to the training.

Annual report is distributed. TME suggests publishing an official program update.

Mark Doyle suggests adding a list of counties that have a contractual relationship with HVADC—TME agrees to add that in.

Colby suggests getting Focus Media to do annual report.

Mark suggests putting budget summary at end of report.

Church expresses that it would be helpful to have an 8-10 page polished report.



**HVADC**  
**507 Warren St – 2<sup>nd</sup> Floor**  
**Hudson, NY 12534**  
**518.432.5360**  
**888.317.5556 fax**  
**www.HVADC.org**

*Item 6: Good Food Business Accelerator*

TME provides background on FamilyFarmed.org and Jim Slama. Curriculum designed to assist famers in meeting GAP standards and federal food safety requirements to ready farm for the institutional market. HVADC is natural East Coast partner because of proximity and connections to NYC funding circles and being asked to lead project in region. HVADC will work with FamilyFarmed.org to carry out project in Northeast. Will need to create new staff positions within HVADC to facilitate this.

Walter expresses concern about not being able to operate confidentially when subject to ABO regulations. Concerned that farms will be deterred from participating if their participation is public knowledge.

Dave Church recommends HVADC to refrain from participating. Concerns about the structure of project and effectiveness.

TME has had many candid discussions with Red Tomato, Grow NYC and Dave Church's wife about participating in project. Feels overall positive about HVADC's role.

Board members discuss HVADC's status as a 501(c)6 and original desire to be 501(c)3.

Dave Church agrees that HVADC should participate. General approval from board pending additional information.

*Item 7: Hudson Valley Bounty*

Dave Church wants HVADC to have stronger focus on HVB program.

TME identifies challenge of HVB identity. Ordering market versus access to information? Feels that HVB is better as an information clearinghouse and matchmaker than for farmer transactions.

Mark Doyle stresses importance of retaining education component of HVB and the limitations of an operation component.

*Eric leaves meeting.*



HVADC  
507 Warren St – 2<sup>nd</sup> Floor  
Hudson, NY 12534  
518.432.5360  
888.317.5556 fax  
www.HVADC.org

TME introduces concept of Asset Mapping. Creation of more robust database.

General agreement from board.

*Item 8: Food Hub*

Walter addresses issue of \$110,000 gap on LTL project for Sullivan node. Problem with legislature.

TME and Walter will pitch to legislature to see if they will fund extra money. TME expresses concern for urgency in order secure future CFA funding.

Walter suggests borrowing missing funds from 2 banks. Can Ginsberg's and John Brusie pay enough rent to cover that? Will find out at vote on Thursday.

Dave Church agrees to call Alan regarding funding gap.

Walter expresses that they must come in with a compromise for Sullivan legislature. Idea of splitting funds between County IDAs is discussed. If other IDAs contribute funding, it will make it difficult for Sullivan to say no. Ulster and Orange could put up a quarter of the money and Sullivan could put up half.

*Board enters into an executive session to discuss compensation and adjourns the meeting after the executive session ended.*