

**HVADC Board Retreat  
September 24, 2015, Hudson, NY  
DRAFT MINUTES**

Present: Todd Erling, Mary Ann Johnson, Iyla Shornstein, David Colby, David Church, Dennis Doyle, Mark Doyle, March Gallagher, Anne Finnegan

March Gallagher requests to add a 'new business' section at the end of the agenda.

Minutes were reviewed. Mark makes motion to approve July 2015 minutes. Dave Church second. Board approves minutes unanimously.

**Current Programming and Future Funding Opportunities**

Discussion about HVADC footprint and possible expansion to additional counties as well as cost of County buy-in.

**REDC**

Todd updates Board on Regional Council work and status of the Capital Region URI. Proposed loan fund of \$20-30 million dedicated to food, agriculture and tourism.

**AG NAVIGATOR**

Dennis Doyle brings up issue of Agriculture Navigator position. Board discusses definition and possibilities for this position. March Gallagher suggests adding a navigation function to HVADC whereby partner Counties would increase contributions by \$15,000.

**IWW**

Mary Ann and Todd provide background on Vermont Housing and Conservation Board and their agricultural technical assistance program. Good inspiration and structure to draw upon.

Mary Ann goes over project history. Have worked with over 140 businesses to date. Discussion of IWW program versus Vermont program. Board is given infographic of Vermont's program structure.

**Board Committees and ABO Requirements**

Todd briefs Board on the ABO. Mary Ann will send out ABO training requirements for Board members.

Need for an audit committee that is separate from the finance committee as well as a governance committee. Board approves David Colby, Ann Finnegan, and Mark Doyle will serve on the audit committee. Board also approves David Church, March Gallagher, and Walter Garigliano will serve on the governance committee.

Mary Ann introduces model language for code of ethics as suggested by the ABO. The governance committee will be tasked with reviewing the new language. Mary Ann will send Conflict of Interest policy to governance committee.

**Budget**

Mary Ann goes over proposed budget for 2016.

There was a board discussion about the proposed budget. March Gallagher makes a motion to increase marketing line to \$15,000. Dennis Doyle seconds motion. Motion passes unanimously.

**Board Structure**

Discussion of Board structure. Governance committee will come up with a Board change mechanism and/or terms.

March Gallagher requests to have calendar dates for Board meeting well in advance.

Meeting adjourned.