

ONONDAGA CIVIC DEVELOPMENT CORPORATION
Organizational Meeting Minutes
January 17, 2023

The Organizational meeting of the Onondaga Civic Development Corporation convened on Tuesday, January 17, 2023 at 335 Montgomery Street, Floor 2M, Syracuse, New York in the large conference room.

Kimberly Townsend called the meeting to order at 8:37 am with the following:

PRESENT:

Kimberly Townsend
Mitch Latimer
Virginia Biesiada O'Neill
Vincent Cioci

ABSENT:

Michael LaFlair
Alison Miller

ALSO PRESENT:

Robert M. Petrovich, President/CEO
Nancy Lowery, Secretary
Nate Stevens, Treasurer
Karen Doster, Recording Secretary
Christopher Andreucci, Harris Beach PLLC
Alexis Rodriguez, Assistant Treasurer, OCDC
Matthew Pelligra, Office of Economic Development

APPROVAL OF ORGANIZATIONAL MEETING MINUTES JANUARY 15, 2022

Upon a motion by Virginia Biesiada O'Neill, seconded by Mitch Latimer, the OCDC Board approved the organizational meeting minutes of January 15, 2022. Motion was carried unanimously.

CONFIRMATION OF OCDC BOARD AND APPOINTMENT OF OFFICERS

Nancy Lowery stated Kevin Kuehner has resigned from the Board and that is reflected in the list of appointments on the agenda.

Upon a motion by Virginia Biesiada O'Neill, seconded by Mitch Latimer, the OCDC Board approved a resolution appointing Michael LaFlair, Kimberly Townsend, Alison Miller, Mitchell Latimer, Kevin Kuehner and Virginia Biesiada O'Neill to the OCDC Board; Chairperson –

Michael LaFlair; President & CEO – Robert Petrovich; Treasurer – Nathaniel Stevens; Assistant Treasurer – Alexis Rodriguez; Secretary – Nancy Lowery; Recording Secretary – Karen Doster; Governance Committee Members-Mitch Latimer, Virginia Biesiada O’Neill; Finance Committee Members-Alison Miller, Kimberly Townsend, Mitch Latimer; Audit Committee Members-Michael LaFlair, Alison Miller; Public Hearing Officer – Nancy Lowery; Procurement Officer – Nathaniel Stevens. Motion was carried unanimously.

NOMINATE NEW MEMBER TO THE GOVERNANCE COMMITTEE

Nancy Lowery stated as mentioned Kevin Kuehner has resigned and was a member of the Governance Committee so staff would like to nominate Vincent Cioci.

Upon a motion by Mitch Latimer, seconded by Virginia Biesiada O’Neill, the OCDC Board approved the appointment of Vincent Cioci to the Governance Committee. Motion was carried unanimously.

NOMINATE NEW MEMBER TO THE AUDIT COMMITTEE

Nancy Lowery stated Kevin Kuehner was also a member of the Audit Committee and since he has resigned staff is nominating Virginia Biesiada O’Neill to the Audit Committee.

Upon a motion by Mitch Latimer, seconded by Vincent Cioci, the OCDC Board approved the appointment of Virginia Biesiada O’Neill to the Audit Committee. Motion was carried unanimously.

APPOINTMENT OF VENDORS

OCDC COUNSEL LEGAL CONTRACTORS

Robert Petrovich stated consistent with past practice this is the time of year where the Board appoints the law firms that are used during the course of the year. He stated this particular activity is such that the Board would appoint Harris Beach as the primary OCDC counsel and the other

firms listed as conflict counsel should the need arise through the course regular OCDC business throughout the year.

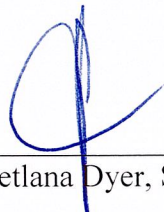
Upon a motion by Virginia Biesiada O'Neill, seconded by Mitch Latimer, the OCDC Board approved a resolution reappointing Harris Beach as primary counsel and Bond, Schoeneck & King, Hancock & Estabrook, Trespasz & Marquardt, Barclay Damon and Nixon Peabody as conflict counsel. Motion was carried unanimously.

OCDC AUDIT SERVICES

Robert Petrovich stated as mentioned to be -consistent with past practice we are looking to name Grossman St. Amour as auditor for OCDC and also the Bonadio Group as special auditor as business and financial review OCDC warrants throughout the course of the year.

Upon a motion by Virginia Biesiada O'Neill, seconded by Mitch Latimer, the OCDC Board approved a resolution reappointing Grossman St. Amour, CPAs, PLLC as primary auditing firm and Bonadio & Co., LLP as conflict auditing firm. Motion was carried unanimously.

Upon a motion by Mitch Latimer, seconded by Vincent Cioci, the OCDC Board adjourned the meeting at 8:42 am. Motion was carried unanimously.



Svetlana Dyer, Secretary