



Meeting of the Board of Directors  
March 28<sup>th</sup>, 2022, at 4:00pm

Zoom Virtual Meeting  
Live Stream via YouTube:

<https://www.youtube.com/channel/UCGz5wUJ7DLrOhKQLNzrtnpA/featured>

## Minutes

### **Board Members Present:**

Phil Barrett, Steve Bulger, Eric Butler, Rocco Ferraro, Mark Hammond, David Karpinski, Todd Kusnierz, Maria Moran, Scott Ostrander

**Board Members Absent:** Justin Baker, Jeremy Connors, Jake DeVito, Jeff Jones, Timothy Szczepaniak, David Wood

**Saratoga Partnership Staff & Guests:** Consultant Tim Dunn, Matthew Rose, Amy Pedrick – West & Company

Chair Maria Moran called the meeting to order at 4:05pm

### **Adoption of Minutes**

#### **February 28<sup>th</sup>, 2022, Board Meeting**

Steve Bulger made a motion to accept the February 28<sup>th</sup>, 2022 minutes. Seconded by Mark Hammond. On a voice vote the motion passed unanimously.

### **Treasurer's Report – Rocco Ferraro**

#### **Financial Report**

Mr. Ferraro reviewed recent expenses and activity for the Partnership over the last month. Payments labeled VISA on the bill payment report are related to automatic payments for zoom and quickbooks. There was also an expense to a vendor for services related to the 2021 Malta Works project. It was determined that the vendor was only partially paid in 2021 and this remaining payment rectified the remaining balance that was due. Mr. Ferraro also noted that credit card expenses still show the former Presidnet's name however that would only need adjustment in quickbooks. A new card had already been opened in 2021 and the previous card was closed out.

A motion was made by Mark Hammond to approve the Treasurer's Report, seconded by Steve Bulger. On a voice vote the motion passed unanimously.

### **Audit Presentation – Amy Pedrick (West & Company)**

Ms. Pedrick thanked Chairwoman Moran and Mr. Rose for their assistance during the audit process. Ms. Pedrick then reviewed the schedule of investments, financial statement and the

990. Ms. Pedrick stated these documents are all required by the ABO for all authorities. The Partnership currently has no investments. Ms. Pedrick noted that West & Company's letter of opinion stated that the Partnership's audit has received a clean and unmodified opinion. Ms. Pedrick also noted some new format changes to the opinion letter. Ms. Pedrick then reviewed various account balances and noted any significant expenditures throughout 2021.

Ms. Pedrick reviewed the 990 form attached in the audit. Ms. Pedrick stated this form is for the Partnership's federal tax return and includes some other notable information that would be found in the financial statements. Mr. Rose noted that the 990 was not included in the agenda for today's meeting. A digital copy was then displayed on the monitors within the meeting room for Board members to review. Ms. Pedrick stated this form is not required for submission to the ABO and only has a May deadline for filing purposes. The board determined that the 990 would be distributed for review and voted on at the next Partnership meeting in April. Ms. Pedrick thanked the board for their time and is free to answer any further questions board members may have.

A motion was made by Phil Barrett and seconded by Todd Kusnierz to approve the audited financial statements, not including the 990. On a voice vote, the motion passed unanimously.

### **Approval of Annual Report**

Ms. Moran discussed the annual report that Mr. Rose had drafted for the board. This report is required by the ABO on a yearly basis. This year's draft was formatted in a month by month overview in order to give a high level synopsis of the Partnership's 2021 operations.

A motion was made by Steve Bulger to approve the Annual Report, seconded by Mark Hammond.

### **Election of Board Officers**

Ms. Moran presented the slate of board officers for 2022 that would need to be voted on.

Chair – Maria Moran

Vice Chair – Tim Szczepaniak

Treasurer – Steve Bulger

Secretary – Todd Kusnierz

Steve Bulger made a motion to approve the slate of board officers presented by Ms. Moran. Seconded by Eric Butler. On a voice vote the motion passed unanimously.

### **CEO & CFO Appointment**

Ms. Moran offered to appoint Jason Kemper as the CEO now that operations will be moving under the Saratoga County Planning and Economic Development Department. Mr. Rose would continue to assist operations in the same capacity as CFO. Mr. Bulger noted that these appointments are uncompensated positions. On a voice vote the motion passed unanimously.

### **Management Update – Tim Dunn**

Mr. Dunn shared with the board that this would be his last management report now that operations are moving under the County. Mr. Dunn shared that a review of the by laws was completed by he and Justin Miller. It was determined that no changes were needed in order for operations to continue under the County. Mr. Dunn thanked County staff for all their

assistance during the current transition. Mr. Dunn discussed the current status of the USDA grant and other ongoing projects. Ms. Moran thanked Mr. Dunn for stepping into his current role and assisting the Partnership overall the prior months.

Mr. Bulger provided the board with an update on the current status of the partnership office space. Discussions with Chamber staff are ongoing related to moving out of the space. Another update will be available for the board at next months meeting.

### **Discussion - Future Meetings**

Ms. Moran discussed that there is no long term meeting schedule at this point in time. A meeting next month will be need to approve the 990 Tax Form along with a few other items. The meeting schedule could be moved to quarterly meetings after that point. The board can discuss this in further detail at the next meeting in April.

### **Adjournment**

Phil Barrett made a motion to adjourn the meeting, seconded by Todd Kusnierz. On a voice vote, the motion passed unanimously.