

To: *WCLDC Board Members*

Re: *Minutes of January 19, 2022, SPECIAL (Governance Committee) Meeting of the Board of Directors*

Present: Peter McDevitt – Chair
Craig Leggett – Treasurer
Gene Merlino – Assistant Treasurer
Michael Wild – Director
Robert Landry – Director
Travis Whitehead – Director

Absent: Brad Magowan – Secretary

Guests: Rachel Seeber – Warren County Chairwoman
Jack – Member of the Public

Staff: Jim Siplon – EDC President
Linda Oldenburg - Economic Development Coordinator

On January 19, 2022, the Board of Directors for Warren County Local Development Corporation met in person at Warren County Board Room (the meeting was also available via zoom and live on Warren County’s LDC YouTube Channel.) The following items of business were discussed:

I. **Welcome & Call to Order:** WCLDC Chair, Peter McDevitt welcomed the board newest Director Robert Landry and everyone and called the meeting to order at 11:05 a.m. with a roll call.

II. **By-Laws Review:** Chairman McDevitt turned the meeting over to Governance Chair Leggett. Chair Leggett asked if there were any changes to the red-lined by-laws that were provided from previous meeting. Governance Chair Leggett discussed the one section that still needed to be defined it was (Article 4 Section 17 Rules of the Board), and the board developed a proposed wording that was eventually acceptable to all:

- **ARTICLE IV – Section 17 Conduct of Meetings:** Meetings shall be governed by the Chairman and shall proceed as published in the notice of meeting. Standard meeting processes and decorum is expected of all members. If there is a need to restore order to a meeting, Robert's Rules will guide what to do. All resolutions to be made available in writing three days prior to their consideration. Rules may be waived with a two third majority vote.

A motion is made by Director Wild to accept Record of Meeting as Minutes from December 1, 2021 Special Board Meeting on Bylaws seconded by Assistant Treasurer Merlino carried unanimously with a roll call vote.

III. **Executive Session:**

IV. **Approved Resolutions:** A motion was then made by Governance Committee Chair Leggett to adopt the revised bylaws as presented to be acted upon, for adoption by the full board at this time seconded by Assistant Treasurer Merlino carried unanimously with a roll call vote.

V. **Other Business:**

IX: **Adjournment:** Upon no further business to come before the board, a motion is made by Director Wild and seconded by Assistant Treasurer Merlino and carried unanimously to adjourn the meeting at 1:01 p.m.