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Troy Community Land Bank Corporation  
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Minutes

Troy Community Land Bank Corporation

BOARD OF DIRECTORS MEETING

Wednesday, January 21, 2015 8:30 a.m.

Main Conference Room, 433 River Street, Suite 5000, Troy, NY 12180

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**I. Call to Order:** Heather King, Chairman, called this second meeting of the Troy Community Land Bank Corporation Board of Directors meeting to order at 8:33 a.m.

**II. Roll Call:** Diane Cubit, Secretary noted the Board members that were present – Brian Barker, Diane Cubit, Cynthia DeDominic, Heather King, Patrick Madden, Frank Sarratori, Dylan Turek, Suzanne Spellen. Those absent were John Carmello. Those arriving late were Richard Herrick (arriving at 8:36am).

**Agent and Support:** Monica Kurzejeski, Chris Brown.

**Public Guests:** Paul Gentz-Saks BST, Lauren Halligan-Troy Record, John Cubit-TSAD, Nina Nichols-Unity House.

**III. Minutes:** Approval of minutes from December 16, 2014 Board of Directors Meeting.

**IV. Treasures Report:**

**Explanation of the ABO Budget reporting:** Acknowledgement of the Authorities Budget Office. Monica and Frank will be attending training. Knowing that we have 2 years of funding and commitments we must also submit to the ABO as well as the PARIS a projected 5 year budget. Each year the projections can be amended.

**PARIS reporting update:** Due at the end of March all encompassing, does not include just financials but also mission statements, and organizational program aside from Joe Mozzarella has offered guidance, on filing the paperwork. The TCLB Bank account has been opened. Will be working with the Attorney general to determine when and how the payments will be disbursed whether quarterly or otherwise. Patrick asked Monica when the training was, January 27<sup>th</sup>. Frank advised they will go through it first and see if it is necessary for the rest of the board to attend. Patrick asked when the 5 year budget needed to be submitted, Monica indicated that she would like to get it submitted as soon as possible. She worked off of the already approved budget from 2014. Patrick also asked if it needed our approval, and Monica replied it did not since the budget was already approved. Monica suggested everyone review the budget and offered to take question by Friday 01/23/15.

**V. New Business:**

1. **Resolution 1 of 2015- 2015 Performance Objectives-** Monica read the resolution aloud and Cynthia DeDominic made a motion to accept and Frank Sarratori seconded it. All board members voted and it was unanimously adopted as edited in Resolution 01 of 2015.
2. **Resolution 2 of 2015- RFQ for Legal Services-** Monica read the resolution. aloud and Patrick Madden made a motion to accept and Frank Sarratori seconded it. All board members voted and it was unanimously adopted as edited in Resolution 02 of 2015.

3. **Resolution 3 of 2015- Real Property Acquisition Guidelines-** Monica read the resolution aloud and Patrick Madden stated that the resolution has not gone through the acquisition committee indicated that there were changes to the non-profit laws. Richard indicated the wording was taken from best practices used in other Land Banks. Patrick asked if they were needed immediately. Monica suggested that between this meeting and the possible property acquisition, there is some time to have reviewed them by legal council before adopting them. Patrick made a motion to accept and Brian Barker seconded it. All board members voted and this resolution was unanimously agreed to table Resolution 03.
4. **Resolution 4 of 2015- Policy Governing Acceptance of Donated Real Property-** Monica read the resolution aloud Patrick made a motion to accept and Brian Barker seconded it. All board members voted and this resolution was unanimously agreed to table Resolution 04.
5. **Resolution 5 of 2015- Privacy Policy-** Monica read the resolution aloud and Cynthia DeDominic made a motion to accept and Brian Barker seconded it. All board members voted and it was unanimously adopted as edited in Resolution 05 of 2015.
6. **Resolution 6 of 2015- Defense and Indemnification Policy-** Monica read the resolution aloud. Patrick indicated that he has read the resolution and feel it is too broad. Suggests we have legal counsel under contract to the Land bank, review it. Dylan Turek made a motion to accept and Patrick Madden seconded it. All board members voted and this resolution was unanimously agreed to table Resolution 06.
7. **Resolution 7 of 2015- Conflict of Interest-** Monica read the resolution aloud and Heather clarified that this policy compliments resolution 6 and more in depth from 2014 conflict of Interest. Brian Barker asked what constitutes a conflict using his example of participating with Habitat for Humanity. Monica clarified those details are within this resolution on how to handle those situations. Further conversation included bring any questionable issues up to the executive committee or future council, or recusing ones self from involved voting. Richard Herrick made a motion to accept and Cynthia DeDominic seconded it. All board members voted and it was unanimously adopted as edited in Resolution 07 of 2015.
8. **Resolution 8 of 2015- Whistleblower Policy-** Monica read the resolution aloud and Patrick Madden definition should include advisory committee members, and volunteers, 2nd page paragraph 5 change 'public authority' to 'land bank' employees Cynthia DeDominic made a motion to accept and Frank Sarratori seconded it. All board members voted and it was unanimously adopted as edited in Resolution 08 of 2015.
9. **Resolution 9 of 2015- Procurement Policy-** Monica read the resolution aloud. Monica indicated that procurements were in line with the previous procurement clerk's amounts. Cynthia DeDominic made a motion to accept and Dylan Turek seconded it. All board members voted and it was unanimously adopted as edited in Resolution 09 of 2015.
10. **Resolution 10 of 2015- Non-Discrimination Policy-** Monica read the resolution aloud, this is a standalone policy from the same policy include with the bylaws. Cynthia DeDominic made a motion to accept and Richard seconded it. All board members voted and it was unanimously adopted as edited in Resolution 02 of 2015.

## **VI. Old Business:**

- a. **Citizen Advisory Board:** Open for consideration and discussion on Agenda for February 2015 meeting. Roles and responsibilities of the Citizen advisory boards were part of the Land Bank by-laws. Monica suggested we adopt a by law. Richard indicated that it is already on the governance committees list, and will develop a committee structure. Monica suggested we get this completed to be adopted by February. Indicated that there were 2 small paragraphs used by Syracuse that best represent a future by law. Heather indicated that she would like to see community members from the entire city not just the targeted area. Dylan mentioned we need to identify what it is we want them to do, process and procedure first. Richard suggested a press release for resumes, Heather asked who would be appointing or approving the committee, and mentioned our mission statement is much needed. Patrick also asked what the outcome of committee and how will it advance the land bank and also define the length of terms served. Diane suggested a community structure already exists perhaps we make contact with the point person within those areas, to choose their own representatives. Heather suggested we be present within the community as we are partnering with the community. Monica indicated that she has a copy of the community meetings she will send to us.
- b. **NYS Attorney General funding update:** 2 attempts at a press release with the attorney general to announce the contracts. Certificate of Incumbency is ready to go waiting for city for review and copy back..
- c. **Application for IRS 501(c) 3 tax exempt status: Information:** After we have procured council we will be able to have them review the application to submit. Registered as a non for profit listing.
- d. **Annual meeting date:** Heather will offer the state of the Land Bank, and adopt any policy from the year prior, it is a public meeting, and will be after our 11<sup>th</sup> board member is official. February 18<sup>th</sup>, after our regular meeting.
- e. **Website and social media:** Ms. Kurzejeski reports that we have purchased the domain name and is currently working on creating the website in house.
- f. **Wells Fargo property:** Code has approved the visits to the there are 3 still available; one property has already been sold. Monica reiterated that there are other organizations out there that are also offered these properties and it is prudent in our quest to further the land bank to act as fast as possible in making those procurements. Richard wanted to thank Monica to for being proactive; Heather indicated that banks are required to reach out to local administrations, and Land banks.
- g. **CITY MOU:** Richard states the city is currently reviewing the paperwork, in respect to the hiring committee would like more assistance. Heather volunteered, and Monica already is assisting on the hiring committee. Richard has said they are trying to simplify the Memorandum that includes duplicates in other policy.
- h. **Schedule of committee meetings:** Monica suggested we post outlook invites for other to attend. Committee can advertise with our website once completed.
- i. **Board Training:** ABO board training, webinar. PARIS training is not required at this time by everyone. We will collect records of the ABO board training.
- j. **Mission Statement:** Property and Acquisition committee, met with Joe Fama and Vacant Property work group, paying attention to vacant property. Indicates that no two land banks are the same, and this committee is working to define the purpose.
- k. **Website and social media & Drop Box:** Dylan and Chris have set up the website began the home page, and will be up and running for the front page. Would like to address marketing and PR to talk on agenda. Suggests we take a group photo, or if we want can do individual photo. Required to have the website up once the property has been closed on. All documentation will be up, policy, agenda, and meeting minutes once approved would be posted. Drop box will give us the ability to pass and store paperwork. Suggested a Marketing Committee.

## **VII. Adjournment:**

There being no further business to discuss, Ms. King motioned to adjourn the meeting. Mr. Barker seconded the motion. All board members present unanimously agreed to adjourn the meeting at 10:07 a.m.