



**ENERGY IMPROVEMENT CORPORATION (EIC)
Local Development Corporation**

Annual Member Meeting Minutes: April 5, 2012

The Annual Member Meeting and the Board of Directors of EIC was held on Thursday, April 5, 2012, at 425 Cherry Street, Bedford Hills, NY10507.

The meeting was called to order at 6:25pm by Mr. Thielking who acted as chair of the meeting.

PRESENT:

Andrew Chintz	Kathryn Hoenig	Mark Thielking
Olivia Farr	Mary Beth Kass	Leo Wiegman
Mike Gordon	Tom Kelly	

Absent: Neil Alexander, Lee Roberts

Others Present:

T. Bregman	P. Hauptman	H. Rae
Joe DeSindaco	J. Liao	L. Whitehead

MINUTES:

On a motion by Mike Gordon and seconded by Mary Beth Kass, it was unanimously agreed to approve the minutes of the March 1, 2012, EIC Board meeting. All in favor, so be it

RESOLVED that the EIC Board of Directors Meeting Minutes of 3/1/12 are approved and accepted by the Board of Directors.

Mark Thielking restated unanimous vote authorizing Tom Bregman to sign the RFP 2228 Subcontractor Agreement with the Town of Bedford which was approved via conference call with the Board of Director's on March 5th. On a motion by Mike Gordon and seconded by Olivia Farr, it was unanimously agreed to uphold this approval and to approve the said minutes of the conference call. All in favor for the resolution to stand and approve said minutes, so be it

RESOLVED that the EIC Board of Directors grant authorization to Tom Bregman to sign RPF 2228 Subcontractor Agreement with the EIC and Town of Bedford and to approve and accept minutes of 3/5/12 Board of Directors meeting.

PRESENTATION: ENERGIZE NY

Tom Bregman gave a PowerPoint presentation outlining Energize's progress and updates on "Thinking Nationally and Acting Locally." Tom described mission, grant funds source, expenditures, and energy efficiency definition. Patrice Hauptman provided an update of upcoming municipality launches and Heather Rae gave a demonstration of the website used for upgrades.

ABO ANNUAL REPORT DOCUMENT SUBMISSION

AUDIT COMMITTEE: Leo Wiegman, Chair of Audit Committee stated the committee met on 3/30/12 and reviewed the 12/31/11 Financial Report. The committee has accepted and refers the report to the full Board for approval and submission to the ABO Annual Report with a Special Note: All future financial reports shall include a variance report.

The Audit Committee also reviewed and accepted the Independent Auditor's Report dated 12/31/11 and recommends the full Board review and approve the said report.

- ANNUAL REPORT ON PROGRESS AND ACCOMPLISHMENTS – 2011 authored by Tom Bregman
- INDEPENDENT AUDITOR’S REPORT, 2011 note: Kathryn Hoenig recommends an explanation of revenue and operation description be included in report.
- ASSESSMENT OF INTERNAL CONTROLS from annual audit
- MEASUREMENT REPORT (note: updates to wording of section 4)
- SUMMARY OF FINANCIAL INFORMATION presented by Jim Liao. Recommendation made to have presentation and full review at next Board meeting.
- PERFORMANCE EVALUATION OF THE BOARD, Board to provide completed evaluations to Kim Kowalski, secretary, by week ending 4/13/12.
- INVESTMENT REPORT memo
- EIC PERSONNEL EXPENSE REIMBURSEMENT POLICY

On a motion by Tom Kelly and seconded by Leo Wiegman and all in favor, so be it

RESOLVED that the Board accepts the Independent Auditor’s Report of 2011, Assessment of Internal Controls, Measurement Report, Summary of Financial Information, Investment Report, and Personnel Expense and Reimbursement Policy which all are subject to approval of Counsel as to form.

On a motion by Mark Thielking and seconded by Leo Wiegman, the Board ended the regular meeting at 9:38pm and reconvened in Executive Session for the purpose of discussion of Personnel issues.

There being no other business before the Board, the meeting was adjourned at 10:26pm.

The next meeting of the EIC Board of Directors and EIC Annual Meeting will be held on May 3, 2012, at 6:15pm at the Town of Bedford’s Offices at 425 Cherry Street.