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SENECA COUNTY
ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE COMMITTEE
MEETING MINUTES

Monday November 14, 2019
1:00 pm
Heroes Conference Room
Seneca County Office Bldg.
Waterloo, New York

Attendance:

Members Present: Thomas Macinski, Steven Brusso Thomas Kime
Members Absent: None
Others Attending: Robert J. Aronson, IDA Executive Director; Kelly Kline, IDA Office Manager, Patricia Jones, Deputy Director, Valerie Bassett, EDC Board Member and Robert Kernan, CFO

Call to Order:

Chairman Brusso called the meeting to order at 1:00 pm. A quorum of committee members was present.

Approval of Meeting Minutes of November 28, 2018:

The meeting minutes of November 28, 2018 were distributed and reviewed by the Committee. After discussion, a motion was made by Mr. Macinski to approve the minutes. Seconded by Mr. Kime. Motion carried

Annual Review of EDC Policies:

1. New Proposed Policy: Sexual Harassment Policy:

A copy of the proposed policy was provided to Committee members prior to the meeting. Mr. Aronson advised committee members A copy of the proposed policy was provided to board members prior to the meeting. New York State now requires every employer to have a Sexual Harassment Policy in place, with training provided to employees annually A motion was made by Mr. Kime recommending approval of the Sexual Harassment Policy to the full board. Seconded by Mr. Macinski. Motion carried.

2. Annual Review of EDC Policies:

Copies of the following Policies were provided to Committee members prior to the meeting. Audit Committee Charter Capitalization Policy, Code of Ethics, Disposition of Property policy, Conflict of Interest Policy, Equal Opportunity Policy, Finance Committee Charter, Governance Committee Charter, Investment Policy, Procurement Policy, Records and Retention Policy, Supplies and Equipment Policy, Whistleblower Policy and Mission Statement. A motion was made by Mr. Macinski approving all polices listed above. Seconded by Mr. Kime. Motion carried.

Nominations of 2020 EDC Officers:

The Governance Committee serves as the Nominating Committee for the Slate of EDC Officers for 2018. Committee members gave their recommendations for 2019 slate of officers as follows:

Valerie Bassett - Chairman

Steve Brusso - Vice Chairman
Erica Paolicelli - Secretary and Treasurer

These recommendations will be brought before the full EDC Board at their next scheduled meeting.

EDC Governance Self Evaluation:

According to the EDC Governance Committee Charter, the committee must report annually any proposed changes to the governance charter and governance guidelines. It is also recommended that a review of procedures is made in accordance with PAAA. A Draft Evaluation was provided to Committee Members prior to the meeting for their review. Committee members request the Evaluation be provided to the full EDC Board at their next meeting

Approval of Contract between EDC And Seneca County CBDG Grant:

Mr. Aronson advised board members that earlier this year the board approved the EDC to be the subgrantee for a Community Development Block Grant ("CDBG") to Seneca Dairy Systems, with the EDC administering the grant on behalf of the county Staff submitted an RFP seeking the services of a firm or individual to assist in the administration, management, and implementation of the Grant. Only one bid was received from Harry Sicherman of Harrison Place Studio up to \$ 16,000 to be paid out of the grant. A motion was made by Mr. Macinski approving the contract. Seconded by Mr. Kime. Motion carried

Contract Renewals for Professional Services to the SVMC for 2020:

There are five contracts up for renewal:

1. Humphrey Memorials; no change
2. David Harrington; no change
3. Dermody Burke & Brown; no change
4. Robert E. Kernan, Jr., CFO; no change
5. William Yale, SVMC Directory; no change

A motion was made by Mr. Macinski to recommend approval of all five contracts to the full board. Seconded by Mr. Brusso. Motion carried

Other Business: None

Executive Session: None

Adjournment:

A motion to adjourn the meeting was made by Mr. Macinski and seconded by Mr. Kime. Motion carried. The meeting adjourned at 1:45 pm

Respectfully submitted,

Patricia Jones
Deputy Director