

One DiPronio Drive, Waterloo, New York 13165

Fax (315) 539-4340

SENECA COUNTY  
ECONOMIC DEVELOPMENT CORPORATION  
ANNUAL MEETING

February 2, 2023

1:00 pm.

(or immediately following IDA meeting scheduled for 12 noon)

Heroes Conference Room

Agenda

1. Election of EDC Officers for 2023 V \_\_\_\_\_
2. Approval of EDC Meeting Minutes of November 3, 2022 V \_\_\_\_\_
3. Review of un-audited EDC Financial Statements thru December 31, 2022
4. Announcement of EDC Committee Appointments for 2023
5. Approval of EDC Resolutions:
  - Group 1..... R \_\_\_\_\_
    - 2023-01 Designation of Banking Institutions
  - Group 2..... R \_\_\_\_\_
    - 2023-02 Check Signatures
    - 2023-03 Legal Counsel
    - 2023-04 Corporation Auditors
    - 2023-05 CEO
    - 2023-06 CFO
6. EDC Board Annual Disclosure Forms
7. Other Business
8. Consideration of Executive Session
9. Adjournment

SENECA COUNTY  
ECONOMIC DEVELOPMENT CORPORATION  
Regular Meeting

MEETING MINUTES

Thursday, November 3, 2022  
12:50 pm  
Heroes Conference Room  
One DiPronio Dr Waterloo NY

Attendance:

Members Present: Jeff Shipley and Tom Kime  
Member Absent: Steve Brusso  
Others Attending: Sarah Davis, Kelly Kline, Dave Hewitt, Robert Kernan

Call to Order:

Mr. Shipley called the meeting to order at 12:49 p.m. A quorum of the Corporation's Members were present.

Approval of EDC Meeting Minutes / October 6, 2022

The meeting minutes had been sent to members prior to the meeting. A motion was made by Mr. Kime approving the minutes. Seconded by Mr. Shipley. Motion carried.

Approval of EDC Financial Statements thru September 2022:

The Financial Statements had been mailed to Board members prior to the meeting. Mr. Kernan presented the Financial Statements to the Board. A motion was made by Mr. Kime approving the Financial Statements. Seconded by Ms. Shipley Motion carried.

Governance Committee Report:

The Governance Committee met , reviewed the following policies, and are recommending approval by the full Board. Copies of all the policies were provided to board members prior to the meeting.

Audit Committee Charter	Governance Committee Charter
Bylaws	Investment Policy
Capitalization Policy	Mission Statement
Code of Ethics	Procurement Policy
Conflict of Interest	Records and Retention Policy
Disposition of Property Policy	Sexual Harassment Policy
Equal Opportunity Policy	Supplies and Equipment Policy
Finance Committee Charter	Whistleblower Policy
FOIL Policy	

A motion was made by Mr. Kime approving all polices listed above with no changes. Seconded by Mr. Shipley. Members, Kime and Shipley voted "yea". Mr. Brusso was absent. Motion carried

Nominations of 2023 EDC Officers:

The Governance Committee serves as the nominating committee and presented their nominations as follows with the official action to take place at the Annual EDC Meeting in February of 2023

Steve Brusso	-	Chairman
Jeff Shipley	-	Vice Chairman
Thomas Kime	-	Secretary / Treasurer

**EDC Governance Self Evaluation:**

The EDC Governance Committee Charter requires that they report to the full EDC Board, at least annually, any proposed changes to the Governance Charter or the Governance Guidelines. A copy of the evaluation was provided to board members prior to the meeting, and no changes were noted. No action required.

**Contract Renewal for Professional Services to the EDC for 2023:**

Approving contract renewal with Robert E. Kernan, Jr., as CFO for the EDC in the amount of \$250 a month

A motion was made by Mr. Kime approving the contract. Seconded by Mr. Shipley. Members, Kime and Shipley voted "yea". Mr. Brusso was absent. Motion carried

**Items to be disposed of per Supplies and Equipment Policy:**

In accordance with the EDCs Supplies and Equipment Policy, a list of obsolete office items was be presented to the board for disposal. The list is updated annually. There are no items for disposal.

**Adjournment:**

A motion to adjourn the meeting was made by Mr. Kime and seconded by Mr. Shipley. Motion carried. The meeting adjourned at 1:10 P.M.

Respectfully submitted,

Sarah R. Davis  
Executive Director

**Resolution # 2023 – 1**

**Seneca County Economic Development Corporation  
Designation of Banking Institution**

RESOLVED, that the Seneca County Economic Development Corporation does hereby designate the following banks as the institutions to be used for banking purposes during year 2023:

Chemung Canal Trust Company	Community Bank, NA
M&T Bank	Five Star Bank
Generations Bank	Lyons National Bank
Generations Commercial Bank	Savannah Bank, NA

The above resolution was approved by the Seneca County Economic Development Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]

**Resolution # 2023– 2**

**Seneca County Economic Development Corporation  
Designation of Persons Authorized to Sign Corporation Checks**

RESOLVED, that the following individuals be authorized to sign checks issued by the Seneca County Economic Development Corporation during year 2023:

- Chairman
- Vice Chairman
- Secretary
- Treasurer
- Executive Director
- CFO

Checks over \$5,000 require two signatures and shall be signed by two of the above individuals.

The above resolution was approved by the Seneca County Economic Development Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]

**Resolution # 2023-3**

**Seneca County Economic Development Corporation  
Designation of Legal Counsel**

RESOLVED, that the Seneca County Economic Development Corporation will utilize the following attorneys for the year 2023:

**The Halpin Law Firm**

The above resolution was approved by the Seneca County Economic Development Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]

**Resolution # 2023-4**

**Seneca County Economic Development Corporation  
Designation of Auditor**

RESOLVED, that the Seneca County Economic Development Corporation will utilize the following audit firm for the year 2023:

**Raymond F. Wager, CPA, P.C., a division of Mengel Metzger Barr & Co. LLP**

The above resolution was approved by the Seneca County Economic Development Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]

]

**Resolution # 2023-5**

**Seneca County Economic Development Corporation  
Appointment of Chief Financial Officer**

RESOLVED, that the Seneca County Economic Development Corporation hereby appoints as Chief Financial Officer for the year 2023:

**Robert E. Kernan, Jr.**

The above resolution was approved by the Seneca County Economic Development Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]



**Resolution # 2023-6**

**Seneca County Economic Development Corporation**

**Appointment of Chief Executive Officer**

RESOLVED, that the Seneca County Economic Development Corporation hereby appoints as Chief Executive Officer for the year 2023

Sarah R. Davis

The above resolution was approved by the Seneca County Economic Development Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]