



Meeting Agenda – Governance & Nominating Committee
 Genesee Gateway Local Development Corp.
 Thursday, May 4, 2023, 3:00 p.m.
 Location: 99 MedTech Drive, Innovation Zone

Page #	Topic	Discussion Leader	Desired Outcome
	1. Call to Order – Enter Public Session	S. Noble-Moag	
	2. Chairman’s Report & Activities	S. Noble-Moag	
	2a. Agenda Additions / Other Business		
2-3	2b. Minutes: March 2, 2023		Vote
	3. Discussions / Official Recommendations to the Board:		
4	3a. Officer Appointments	L. Farrell	Disc / Vote
4	3b. Authorized to Request Information Regarding Bank Accounts	L. Farrell	Disc / Vote
4	3c. Authorized Signers of Agreements, Contracts, etc.	L. Farrell	Disc / Vote
4	3d. Authorized Bank Signers	L. Farrell	Disc / Vote
5-6	3e. Board Member Attendance	L. Farrell	Discussion
7	3f. Board Member Evaluation	L. Farrell	Discussion
	4. Adjournment	S. Noble-Moag	Vote



GGLDC Governance & Nominating Committee Meeting

Thursday, March 2, 2023

Location – 99 MedTech Drive, Innovation Zone

3:00 p.m.

MINUTES

ATTENDANCE

Committee Members: S. Noble-Moag, G. Torrey, D. Cunningham, C. Yunker
Staff: S. Hyde, L. Farrell (Video Conference), M. Masse, P. Kennett, L. Casey, J. Krencik
Guests: P. Zeliff (GCEDC/GGLDC Board Member), M. Gray (GCEDC Board Member)
Absent:

1. CALL TO ORDER / ENTER PUBLIC SESSION

S. Noble-Moag called the meeting to order at 3:01 p.m. in the Innovation Zone.

2. CHAIRMAN'S REPORT & ACTIVITIES

2a. Agenda Additions / Other Business – Nothing at this time.

2b. Minutes: May 31, 2022

D. Cunningham made a motion to approve the May 31, 2022 meeting minutes as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:

D. Cunningham - Yes
G. Torrey - Yes
C. Yunker - Yes
S. Noble-Moag - Yes

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3a. Board Self Evaluation Process / Questionnaire - L. Farrell provided a copy of the confidential evaluation of board performance questionnaire to the Committee via email. Responses should be submitted to the Board Chair. The Board Chair will then compose a summary report, which will be submitted to the ABO by March 31, 2023.

3b. Authority Self Evaluation of Prior Year Performance - Public Authorities are required to perform a self-evaluation of prior year's goals/measurements annually. M. Masse reviewed the results against the goals and measurements that were set for 2022. Last year, the Committee added a fourth measurement, which was to "Act as good stewards on behalf of the County and its Stakeholders, promoting collaborative efforts, accountability and communication". This report will be submitted into PARIS.

C. Yunker made a motion to recommend to the full Board approval of the Authority Self-Evaluation of Prior Year Performance as presented; the motion was seconded by D. Cunningham. Roll call resulted as follows:

D. Cunningham - Yes
G. Torrey - Yes
C. Yunker - Yes
S. Noble-Moag - Yes

The item was approved as presented.

M. Gray joined the meeting at 3:13 p.m.

3c. Mission Statement and Measurement Report – The Authority's Board must annually review the Authority's mission statement and performance goals to ensure that its mission has not changed and that the authority's performance goals continue to support its mission. This report will be posted to the website and submitted into PARIS.

G. Torrey made a motion to recommend to the full Board approval of the Mission Statement and Measurement Report as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

D. Cunningham - Yes
G. Torrey - Yes
C. Yunker - Yes
S. Noble-Moag - Yes

The item was approved as presented.

4. ADJOURNMENT

As there was no further business, C. Yunker made a motion to adjourn at 3:15 p.m., seconded by D. Cunningham, and passed unanimously.

Genesee Gateway Local Development Corp.

Current Officers

Don Cunningham, Chairman / President & CEO
T. Felton, Vice Chairman
S. Noble-Moag, Secretary
G. Torrey, Treasurer

Authorized to request information regarding all bank accounts and transfer funds between like accounts for the GGLDC and GABLLC

L. Farrell
P. Kennett

The following are authorized signers of agreements, contracts, deeds and any other instruments as approved by the board or operational items within the approved budget limits.

Chairman (per by-laws)
Vice Chairman (per by-laws)

Bank Account Authorized Signers

Audit & Finance Committee members are authorized bank signers.

All GCEDC checks and / or Line of Credit withdrawals must be signed by two authorized signors.

GGLDC is the sole member of the GAB, LLC. The above approvals apply to the GAB, LLC as well.

3a, 3b, 3c, 3d

2022 Board Member Meeting List X-Attended

Board	Member	Jan 1/13/2022	Feb 2/3/2022	Mar 3/3/2022	Mar 3/29/2022	April No Meeting	May 5/5/2022	Jun 6/2/2022	Jul 7/7/2022	Aug 8/4/2022	Sep 9/1/2022	Oct 10/6/2022	Nov 11/1/2022	Dec 12/15/2022	Notes
LDC	Thomas Felton	X	X	X	X		X			X	X	X	X	X	
	Sarah Noble-Moag	X	X	X	X		X		X	X	X	X	X	X	
	Gregg Torrey	X	X	X	X		X		X	X	X	X	X	X	
	Don Cunningham	X	X	X	X		X		X	X	X	X	X	X	
	Paul Battaglia	X	X	X	X		X		X	X	X	X	X	X	
	Todd Bender	X	X	X	X		X		X	X	X	X	X	X	
	Craig Yunker	X	X	X	X		X		X	X	X	X	X	X	
	Peter Zelliff	X	X	X	X		X		X	X	X	X	X	X	
	Jonathan Tretter	X	X	X	X		X		X	X	X	X	X	X	

2023 Board Member Meeting List X=Attended

Board	Member	Jan 1/13/2023	Feb 2/2/2023	Mar 3/2/2023	3/30/2023	Mar	April No Meeting	May 5/4/2023	Jun 6/1/2023	6/29/2023	July No Meeting	Aug 8/3/2023	Sep 9/7/2023	10/5/2023	Oct 10/26/2023	Nov No Meeting	Dec 12/7/2023	12/21/2023	Notes
LDC	Thomas Felton		X	X	X	X													
	Sarah Noble-Moag		X	X	X	X													
	Gregg Torrey	X		X	X	X													
	Don Cunningham	X	X	X	X	X													
	Paul Battaglia	X		X	X	X													
	Todd Bender		X		X	X													
	Craig Yunker			X	X	X													
	Peter Zelliff	X		X	X	X													
	Jonathan Tretter	X	X	X	X	X													

Confidential Evaluation of Board Performance

Criteria	Confidential Evaluation of Board Performance				Comments:
	Agree	Somewhat Agree	Somewhat Disagree	Disagree	
1 Board members have a shared understanding of the mission and purpose of the authority.	7	2	0	0	
2 The policies, practices and decisions of the Board are always consistent with this mission.	5	4	0	0	
3 Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	8	1	0	0	
4 The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	9	0	0	0	
5 The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	6	3	0	0	
6 The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	9	0	0	0	
7 Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	8	1	0	0	
8 Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	6	3	0	0	Board members are comprised of financial, accounting, and business professionals who are reliant on third party agencies, management, and staff members to compile statements, provide reports, and offer explanation for audit & review.
9 The Board meets to review and approval all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	7	2	0	0	
10 The Board knows that statutory obligations of the Authority and if the Authority is in compliance with state law.	7	2	0	0	
11 Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	9	0	0	0	
12 Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	8	1	0	0	
13 Individual Board members feel empowered to delay votes, defer agenda items, or table actions they feel additional information or discussion is required.	8	1	0	0	
14 The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	7	2	0	0	I am not involved in the process, so unable to speak to it.
15 The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	7	2	0	0	We should revisit this and its complexity as a board.
16 Board members demonstrate leadership and vision and work respectfully with each other.	8	1	0	0	absolutely
Additional Comments:					
-Staff does an incredible job making itself available to answer questions and involve those with interest/expertise in any given industry area.					
Date Completed: 03/09/2023		Entity: GCEDC / GGLDC / GCFC (circle one)			