



Meeting Agenda – Governance & Nominating Committee
 Genesee County Economic Development Center
 Thursday, March 7, 2024, 3:00pm
 Location: 99 MedTech Drive, Innovation Zone

Page #s	Topic	Discussion Leader	Desired Outcome
	1. Call to Order – Enter Public Session	C. Yunker	
	2. Chairman’s Report & Activities 2a. Agenda Additions / Other Business	C. Yunker	
2-4	2b. Minutes: June 1, 2023		Vote
	3. Discussions / Official Recommendations to the Board:		
5-6	3a. Board Self-Evaluation Process	L. Farrell	Discussion
7-10	3b. Authority Self-Evaluation of Prior Year Performance	L. Farrell / M. Masse	Disc / Vote
11-12	3c. Mission Statement & Measurement Report	L. Farrell / M. Masse	Disc / Vote
	4. Adjournment	C. Yunker	Vote

Governance & Nominating Committee



GCEDC Governance & Nominating Committee Meeting
Thursday, June 1, 2023
Location – 99 MedTech Drive, Innovation Zone
3:00 p.m.

MINUTES

ATTENDANCE

Committee Members: P. Zelif, M. Gray, C. Yunker, T. Bender
Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, L. Casey, C. Suozzi, J. Krencik
Guests: D. Cunningham (GGLDC Board Member), S. Noble-Moag (GGLDC Board Member), G. Torrey (GGLDC Board Member)
Absent:

1. CALL TO ORDER / ENTER PUBLIC SESSION

C. Yunker called the meeting to order at 3:01 p.m. in the Innovation Zone.

1a. Enter Executive Session

M. Gray made a motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105, at 3:01 p.m. for the following reasons:

- 1. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation.

The motion was seconded by T. Bender and approved by all members present.

1b. Enter Public Session

P. Zelif made a motion to enter back into public session at 3:04 p.m., seconded by M. Gray and approved by all members present.

2. CHAIRMAN’S REPORT & ACTIVITIES

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

2b. Minutes: March 4, 2023

M. Gray made a motion to approve the May 4, 2023 meeting minutes as presented; the motion was seconded by P. Zelif. Roll call resulted as follows:

P. Zelif - Yes
M. Gray- Yes
C. Yunker - Yes
T. Bender - Yes

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3a. Code of Ethics – L. Farrell stated that the Committee reviews this policy annually. No changes are being recommended; therefore no vote is required. L. Farrell reminded the Committee that on page 2 of the Code of Ethics (page 7 of the meeting materials) there are Procedures for Disclosure. In the event that a Director has a conflict, he/she must verbally disclose the conflict at the meeting and state the reason for abstaining. The reason must be included in the meeting minutes and made part of the public record.

3b. Procurement Policies & Procedures- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

P. Zeff made a motion to recommend to the full Board the approval of the Procurement Policies & Procedures as presented; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Zeff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

3c. Investment Policy- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

T. Bender made a motion to recommend to the full Board the approval of the Investment Policy as presented; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Zeff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

3d. Disposition of Property Guidelines- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

M. Gray made a motion to recommend to the full Board the approval of the Disposition of Property Guidelines as presented; the motion was seconded by T. Bender. Roll call resulted as follows:

P. Zeff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Yes

The item was approved as presented.

2b

3

3e. Governance & Nominating Committee Charter- L. Farrell shared that this charter is required to be reviewed annually. No changes are being recommended; therefore no vote is required.

3f. Committee Self-Evaluation- The Committee evaluated its' responsibilities and ability to carry out those responsibilities during Executive Session. The Committee feels as if it is carrying out its' duties and is in line with the Committee Charter.

3g. UTEP Review – The GCEDC's current UTEP and project criteria checklist was included with the meeting materials for review and comment. The UTEP is a requirement under General Municipal Law.

Fund Commitment: None.

Board Action Request: None unless there are revisions.

No changes are being recommended; therefore no vote is required.

4. ADJOURNMENT

As there was no further business, T. Bender made a motion to adjourn at 3:13 p.m., seconded by P. Zelif, and passed unanimously.

Authorities Budget Office Policy Guidance



No. 10-05

Date Issued: October 26, 2010

Supersedes: New

Subject: Annual Board of Directors Evaluation

Statutory Citation: Public Authorities Law sections 2800(1)(a)(15) and 2800(2)(a)(15) and Section 2824(7)

Provision: The 2009 Public Authorities Reform Act requires that the board of every state and local public authority conduct an annual evaluation of its performance. Board member comments are protected from disclosure under Article 6 of Public Officers Law, but the results of the assessment are to be provided to the ABO.

Authorities Budget Office Policy Guidance: Board members must be committed to the highest standards of corporate governance. The board must hold itself accountable to the mission of the authority and the public interest. This annual assessment is a reminder to each board member of his or her duties, why those responsibilities are important, and whether they are performing those duties appropriately. The evaluation provides an opportunity for board members to measure their individual and collective effectiveness, determine if they are following their own policies and procedures, identify areas for board improvement, and to compare how their evaluation of the board's performance compares to that of other board members. This annual evaluation can be a learning tool to educate board members and build a well functioning board.

The Authorities Budget Office recommends that each board member annually perform his/her own evaluation of the whole board. The evaluation should be conducted confidentially with the results compiled by the governance committee. Furthermore, the ABO consulted with the Committee on Open Government, which advised that a board discussion of its performance "would constitute a matter made confidential, by state law that, therefore, could be conducted in private."

To the extent that the results of this evaluation demonstrate the need for the board to improve its performance, amend its practices or procedures, or clarify its expectations of board members, the board is expected to implement suitable corrective actions immediately.

The Authorities Budget Office has developed the following model board evaluation tool that can be adopted by public authorities to meet the needs of their boards of directors. This document should be completed by each board member.

Confidential Evaluation of Board Performance

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree	Comments:
1 Board members have a shared understanding of the mission and purpose of the authority.					
2 The policies, practices and decisions of the Board are always consistent with this mission.					
3 Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.					
4 The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.					
5 The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.					
6 The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.					
7 Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.					
8 Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.					
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.					
10 The Board knows that statutory obligations of the Authority and if the Authority is in compliance with state law.					
11 Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.					
12 Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.					
13 Individual Board members feel empowered to delay votes, defer agenda items, or table actions they feel additional information or discussion is required.					
14 The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.					
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.					
16 Board members demonstrate leadership and vision and work respectfully with each other.					
Additional Comments:					
Date Completed:		Entity: GCEDC / GGLDC / GCFC			
		(circle one)			

Authority Self-Evaluation of Prior Year Performance

Local Public Authority Name: Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (GCEDC)

2023 Measurements and results:

1. Secure capital / business investment commitments of \$47 million (not including any project over \$50 million in capital investment).
 - A. **2023 result was \$29 million (the total for the year was \$257 million if the over \$50 million in capital investments, Nexgistics and Atlas Copco, are included).**
2. Secure pledges to create 93 jobs.
 - A. **2023 result was 2 pledged jobs to be created (the total for the year was 348 if the over \$50 million in capital investments, Nexgistics and Atlas Copco, are included).**
3. Achieve the GCEDC 2023 budget from a bottom-line financial operation performance (EBITDA) standpoint.
 - A. **The GCEDC will exceed the 2023 operating budget from a bottom-line standpoint. For the Operating Fund, Project Origination Fee Revenue collected exceeded the budgeted amount. The GCEDC collected \$1.6M in Project Origination Fee Revenue as compared to the \$450K budgeted for 2023. Several operating expenditure line items will come in under budget as well.**
4. Continue an active outreach campaign. Continue engagements with state, federal, regional, local and educational partners focused on advancing the GCEDC's development strategy enabling local/regional economic growth and quality job opportunities for our residents and children.
 - A. **The GCEDC continued its efforts in 2023 to provide enhanced communications and outreach with federal, state and local government officials and staff on various economic development issues. This has been accomplished through direct communications with these officials, but also through our activities with and appointments to various civic, government and private sector entities which allows for constant interaction with our federal, state and local government representatives and staff.**

1. Federal:

- Provided guidance on market conditions and needs during the implementation of the CHIPS and Science Act with Senate Majority Leader Schumer's regional and economic development policy staff, as well as Rep. Morelle's regional and economic development policy staff. This added a critical focus on the supporting shovel-readiness for strategic sites, including STAMP, and connections with potential industry supporters.
- Provided guidance on market conditions and needs during the implementation of the Inflation Reduction Act with Senate Majority Leader's regional and economic development policy staff. This added a critical focus on the policies regarding renewable energy and green hydrogen production.
- Made requests to our congressional delegation to make outreach to key federal agencies regarding support at STAMP, including federal reviews and approvals of required site and infrastructure development.

2. State/Regional:

- Coordinated state and local support enabling Plug Power’s investments into a green hydrogen project, Edwards Genesee’s permitting and site planning, and construction of a campus-wide substation at STAMP.
- Continued to explore funding opportunities at STAMP through discussions with the Governor’s office, including Empire State Development, and members from the Rochester and Finger Lakes delegation to the New York State Legislature following the approval and deployment of grants for infrastructure to support active and future projects at STAMP. This resulted in a \$56 million FAST-NY award to support infrastructure construction at STAMP.
- Continued to financially support the economic development initiatives of the Greater Rochester Enterprise (GRE) and Invest Buffalo Niagara (IBN). These investments include a seat on the board of directors of both organizations and active support for sales and marketing outreach.
- The GCEDC’s CEO serves on Finger Lakes Regional Economic Development Council (FLREDC). Several members of the GCEDC staff also serve on workgroups for the FLREDC.
- Members of the GCEDC staff also serve on Invest Buffalo Niagara’s Industrial Real Estate Strategy Taskforce, including site readiness and marketing workgroups.

3. Local (County, City and Town):

- Continued to increase outreach and dialogue with local municipalities. In 2023, these conversations included updates on activities at STAMP and the status of renewable energy projects and the Ellicott Station project. Municipalities where projects under consideration of the GCEDC board are contacted before and after board actions, and before and after public hearings, including project applications, public hearing minutes, and project summaries.
- The GCEDC has engaged with towns, villages, and the city of Batavia to identify areas that have zoning, utilities and local support for housing developments in conjunction with the GCEDC’s targeted housing development initiative. This includes the development of an 8-acre area in the City of Batavia for future housing development and the launch of the Batavia Home Fund to generate housing stock improvements.
- In addition to project communications, the GCEDC engages with municipalities and local government officials through participation in local board meetings and discussions on potential projects, long-term developments, and properties and buildings that can be marketed for investment.
- The GCEDC staff also participates on many community boards relevant to economic development, business, and community development across the County.

4. Educational Institutions:

- Our workforce partners included K-12 Schools, GV BOCES/BEA, GLOW WIB and Genesee County Career Center, Genesee Community College, and regional institutions. All are critical partners to our economic development initiatives, especially our efforts to bring new businesses to our shovel-ready parks and enable the growth of existing businesses.
- Superintendents, teachers, counselors, and students across the Genesee Valley BOCES(GV BOCES) districts have been working with the GCEDC to increase STEM programming in the classroom and gaining awareness of skill-based career choices.
- Building on the launch of The GLOW With Your Hands program, the GCEDC and partners launched the GLOW With Your Hands: Healthcare program in March.
- 11th and 12th grade Electro-mechanical, or “Mechatronics” has been an asset. The youth apprenticeship and pre-apprenticeship bootcamp have given students connections to

local companies. Both programs have leveraged the \$800,000 of new equipment sponsored by GCEDC/GGLDC for the mechatronics lab at GV BOCES.

- This workforce development effort is intended to provide employers with a skilled workforce, as well as build a worker pipeline for the future companies attracted to our region, including businesses we are recruiting to bring to the STAMP Campus.

5. Continue site development activities at the tech and industrial parks which facilitates achievement of our jobs and investment goals.

A. **2023 results for the STAMP site are that the power line reroute completed construction, and the 345 kV to 115 kV substation continued construction. The construction of the forcemain through the wildlife refuge was started. We continue to work with Niagara County Water District on the final design and bid packet preparation of the 1.5 MGD potable water for the STAMP site. The NYSDEC has issued the SPDES permit for the WWTF and the final design and bidding package will be completed in 2024. The STAMP site is now at a market ready status for the large-scale infrastructure needed for large and mega sized projects.**

6. Continue active participation with the City of Batavia, Batavia Development Corp., County, School districts, Finger Lakes REDC, New York State and related community partners with respect to revitalization activities and projects in the City of Batavia to include development and implementation of the Batavia DRI Strategic Investment Plan. This will include the importance of the development and support of Placemaking.

A. **The GCEDC built on placemaking initiatives including engagement with local stakeholders and project managers for strategic Downtown Revitalization Initiative projects at the Healthy Living Campus, Ellicott Station, Ellicott Place and others. The GCEDC provided active guidance in the redevelopment of BOA sites at the City Center/mall and Creek Park, as well as the deployment of the DRI's Building Improvement Fund.**

7. Continue active sales and marketing efforts focused on company attractions, expansions and retentions to achieve our investment and jobs goals and continued focus on economic expansion.

A. **In 2023, the GCEDC had 10 wins, 348 jobs committed, and \$257 million in capital investment committed. The results exceeded the GCEDC's goals. The GCEDC had 9 company attraction projects which included Atlas Copco's manufacturing facility at STAMP and Nexgistics distribution and warehousing project in Pembroke. The selling activity continued to be robust, and the sales funnel remains very active. The GCEDC sales and business development team responded to 96 leads in 2023. Eleven of those leads converted to projects and were approved for incentives/funding support from either the boards of GCEDC/GGLDC/GCFC and/or New York State.**

8. Continue workforce development activities with our education partners focused on worker pipeline enhancement enabling growth by our existing base of businesses and supporting company attractions to the community/region.

A. **Throughout 2023 our efforts have focused on both Higher Education and especially K-12 with the goal to influence students' interest in STEM careers and career paths in the skilled trades.**

- Managed the "Genesee --> F.A.S.T." (Food Processing, Advanced Manufacturing, Skilled Trades & Technicians) Workforce Development team in the region.
- Continued to fine tune workforce programs. Coach's Corner column with the Batavia Daily News, Video News Service, and The Batavian. Articles were published three times throughout 2023. Also, "Coach Swazz" appeared on the Batavia Daily News online streaming of high school sports. The goal is to reach parents/students on careers in their backyard.

- As Co-Chairman of “GLOW with Hands”, the GCEDC’s VP of Business and Workforce Development was instrumental in the coordination of the event to include 3 regional IDA’s and workforce support teams, 30 school districts. As the sponsorship committee leader, the GCEDC’s VP of Business and Workforce Development led the way to raise over \$150k in the first four years. This year (2023), we were successful with 1200 students and 65+ vendors in attendance.

Continue GV BOCES Involvement:

- Advisor of WNY Tech Academy, Computer Graphics, Mechatronics, Metal Trades, & Building Trades
- Led the setup of a Pre-Apprenticeship bootcamp program for youth ages 18-24 with 10 students completing a combined 960 hours of mechatronics lab training and 1,000 hours of on-the-job training at participating companies.
- Youth Apprenticeship Program – Led the charge to coordinate the program along with Finger Lakes Youth Apprenticeship www.fingerlakesyouthapprenticeship.com team. The program established 11th grade CTE students to job shadow and in 12th grade a paid internship at local manufacturing companies. In 2023, 40 students participated in youth apprenticeships.
- As an active executive board member of the Business Education Alliance, Chris was instrumental in the Genesee County Premier Workforce Membership Program. The program is an up-selling technique to dramatically increase the membership dues to strategic organizations. The highlights of the program include an easy one payment sponsorship for all workforce related events including participating in a Senior Job Fair, Lunch N Learn, GLOW with Your Hands Gold Level Sponsorship and Video recording. Nine companies for the Premiere Membership were secured raising \$42,000 in total.
- The “Cornell in High School” fall class had 27 students graduate the 3-day bootcamp. We recruited students from a combination of GV BOCES Culinary program and local and regional schools. The GCEDC was successful in grants to support the overall cost of the program and funding directly to students following completion of the program.

9. Commence strategic planning and related advocacy/communications activities regarding the need for additional investment to implement STAMP Phase II site and infrastructure development helping to make the 1,250-acre site globally competitive by better aligning infrastructure readiness timelines with market needs (market ready/shovel-ready).

The GCEDC has utilized the additional \$8M for STAMP Track 2 infrastructure and has completed the design, engineering and permitting that was needed to bring the main manufacturing portion of the STAMP campus to a Market Ready state that has significantly reduced the timelines as it relates to large infrastructure deployment. The GCEDC was awarded a \$56 million FAST NY grant to support the Atlas Copco project as well as build additional capacities in water for future projects.

Local Public Authority Name: Genesee County Industrial Development Agency d/b/a Genesee County Economic Development Center (GCEDC)

Fiscal Year: January 1, 2024 – December 31, 2024

Enabling Legislation (enables Local Public Authority Mission Statement): Industrial development agencies (“IDAs”) are formed under Article 18-A of New York State General Municipal Law, as public benefit corporations. IDAs were created to actively promote, encourage, attract and develop job and recreational opportunities and economically-sound commerce and industry in cities, towns, villages and counties throughout New York State (the “State”). IDAs are empowered to provide financial assistance to private entities through tax incentives in order to promote the economic welfare, prosperity and recreational opportunities for residents of a municipality (“Benefited Municipality”).

Mission Statement: The GCEDC is the primary economic development agency in Genesee County, NY. The GCEDC’s mission is to facilitate local economic growth and development which fosters investment and job creation for the benefit of our residents and children. We do this by offering financial assistance, real estate solutions, workforce development programming and placemaking options in order to build back local and regional manufacturing and by supporting the continued growth and success of our local businesses all across Genesee County.

2024 Measurements:

1. Secure capital / business investment commitments of \$47 million (not including any project over \$50 million in capital investment).
2. Secure pledges to create 93 jobs.
3. Achieve the GCEDC 2024 budget from a bottom-line financial operation performance standpoint.
4. Continue an active outreach campaign. Continue engagements with state, federal, regional, local, and educational partners focused on advancing the GCEDC’s development strategy enabling local/regional economic growth and quality job opportunities for our residents and children.
5. Continue site development activities at the tech and industrial parks which facilitates achievement of our jobs and investment goals. Initiate environmental scan for potential next generation shovel ready park development.
6. Continue active participation with the City of Batavia, Batavia Development Corp., County, School districts, Finger Lakes REDC, New York State and related community partners with respect to revitalization activities and projects in the City of Batavia to include development and implementation of the Batavia DRI Strategic Investment Plan. This will include the importance of the development and support of Placemaking activities/housing.
7. Continue active sales and marketing efforts focused on company attractions, expansions, and retentions to achieve our investment and jobs goals and continued focus on economic expansion.
8. Continue workforce development activities with our education partners focused on worker pipeline enhancement enabling growth by our existing base of businesses and supporting company attractions to the community/region.

Authority Stakeholder(s): Genesee County Legislature

Authority Beneficiaries: The residents and taxing jurisdictions of Genesee County

Authority Customers: The Business Community of Genesee County

Authority self-evaluation of prior year performance (based upon established measurements): To Be provided by March 31, 2024 related to 2023 performance.

Governance Certification:

1. Have the board members acknowledged that they have read and understood the mission of the public authority?

Board of Directors Response: Yes

2. Who has the power to appoint management of the public authority?

Board of Directors Response: The Board of Directors

3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority.

Board of Directors Response: The Board has not adopted a final, written policy; however, the Board follows the prudent and reasonable past practice of appointing responsible individuals.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

Board of Directors Response: The role of the Board regarding the implementation of the public authority's mission is to provide strategic input, guidance, oversight, mission authorization, policy setting and validation of the authority's mission, measurements and results. The role of management is to collaborate with the Board in strategy development / strategy authorization and to implement established programs, processes, activities and policies to achieve the public authority's mission.

5. Has the Board acknowledged that they have read and understood the response to each of these questions?

Board of Directors Response: Yes