



GCEDC Governance & Nominating Committee Meeting
Thursday, September 9, 2021
Location: Innovation Zone
3:00 p.m.

MINUTES

ATTENDANCE

Committee Members: C. Yunker, P. Zeliff, M. Gray
Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, L. Casey, J. Krencik, C. Suozzi
Guests:
Absent: T. Bender

1. CALL TO ORDER / ENTER PUBLIC SESSION

C. Yunker called the meeting to order at 3:05 p.m. in the Innovation Zone.

2. CHAIRMAN'S REPORT & ACTIVITIES

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

2b. Minutes: July 1, 2021

P. Zeliff made a motion to approve the July 1, 2021 meeting minutes as presented; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Zeliff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Absent

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3a. GGLDC Board Member Appointment – C. Yunker stated that there is a vacancy on the GGLDC Board due to Phil Call's resignation. C. Yunker recommended that Jonathan Tretter, Director and CPA at Freed Maxick, is appointed to the GGLDC Board to replace Phil Call.

P. Zeliff made a motion to recommend to the full Board the appointment of Jonathan Tretter to the GGLDC Board to replace P. Call as an independent member; the motion was seconded by M. Gray. Roll call resulted as follows:

P. Zeliff -	Yes
M. Gray-	Yes
C. Yunker -	Yes
T. Bender -	Absent

The item was approved as presented.

3b. Travel & Discretionary Funds Policy – The Travel & Discretionary Funds Policy was brought forward at the July 1, 2021, Governance meeting, but no action was taken. The Committee asked that the desired policy changes be brought back to the Committee for consideration at a subsequent meeting.

L. Farrell stated that the policy has been redlined to denote the recommended changes. Section 4C - Appropriate Expenditure Guidance as it relates to Food and Beverage and Special Events / Employee Recognition has been amended. Currently, per policy, the Agency’s food and beverage purchases are limited to business travel and during the conduct of Agency Board and Committee meetings. The recommended changes will allow the Agency to provide food & beverages to board members, officers, employees, guests, or visitors to support the mission of the Agency in addition to travel and meetings. Authorized officials must continue to exercise prudent business judgement when reviewing and approving expenditures for food and beverages.

P. Zeliff made a motion to recommend to the full Board the amended Travel & Discretionary Funds Policy as presented; the motion was seconded by M. Gray. Roll call resulted as follows:

- P. Zeliff - Yes
- M. Gray- Yes
- C. Yunker - Yes
- T. Bender - Absent

The item was approved as presented.

3c. Audit & Finance Self – Evaluation Report – The Governance Committee reviewed the Audit and Finance Self – Evaluation Report that was provided with meeting materials. M. Gray, Chair of the Audit & Finance Committee, stated that he concurs with the memo.

3d. Pricing Policy – PILOT Assignment – There is language within the Pricing Policy that allows the GCEDC to charge a fee for the transfer of a PILOT. Staff seeks guidance as to when the fee should be charged and how the fee should be calculated. After some discussion related to how the fee should be calculated, the Committee agreed to table this agenda item. The Committee would like staff to bring the Pricing Policy – Pilot Assignment discussion directly to the full Board at a future meeting for discussion and vote. M. Masse stated that he would provide an example of the calculated fee using the standard PILOT schedule at the next Board meeting.

P. Zeliff made a motion to recommend to the full Board that the agenda item “Pricing Policy – PILOT Assignment” is removed from September’s Board agenda; the motion was seconded by M. Gray. Roll call resulted as follows:

- P. Zeliff - Yes
- M. Gray- Yes
- C. Yunker - Yes
- T. Bender - Absent

The item was approved as presented.

4. ADJOURNMENT

As there was no further business, M. Gray made a motion to adjourn at 3:17 p.m., seconded by P. Zeliff, and passed unanimously.