



**Meeting Agenda – Governance & Nominating Committee**  
 Genesee County Economic Development Center  
 Thursday, May 7, 2020, 3:00pm  
 Location: Electronically

Page #s	Topic	Discussion Leader	Desired Outcome
	<b>1. Call to Order – Enter Public Session</b>  Because of the Novel Coronavirus (COVID-19) Emergency and State and Federal bans on large meetings or gatherings and pursuant to Governor Cuomo's Executive Order 220.1 issued on March 12, 2020 suspending the Open Meetings Law, this Meeting is being held electronically via conference call instead of a public meeting open for the public to attend in person.	C. Yunker	
	1a. Executive Session: Motion to enter executive session under the Public Officers Law, Article 7, Open Meetings Law Section 105 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.  1b. Enter Public Session		
	<b>2. Chairman's Report &amp; Activities</b> 2a. Agenda Additions / Other Business	C. Yunker	
2-4	2b. Minutes: March 5, 2020		Vote
	<b>3. Discussions / Official Recommendations to the Board:</b>		
5	3a. GGLDC Board Member Appointment	L. Farrell	Discussion
6	3b. Officer Appointments	L. Farrell	Disc / Vote
6	3c. Authorized to Request Information Regarding Bank Accounts	L. Farrell	Disc / Vote
6	3d. Authorized Signers of Agreements, Contracts, etc.	L. Farrell	Disc / Vote
	3e. Annual Project Performance Review	M. Masse	Discussion
	4. Adjournment	C. Yunker	Vote

**GCEDC Governance & Nominating Committee Meeting  
Thursday, March 5, 2020  
Innovation Zone Conference Room  
3:00 p.m.**

**MINUTES**

**ATTENDANCE**

Committee Members: P. Battaglia, P. Zeliff, C. Yunker, A. Young  
Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, L. Casey  
Guests: S. Noble-Moag (GGLDC Board Member), D. Cunningham (GGLDC Board Member)  
Absent:

**1. CALL TO ORDER / ENTER PUBLIC SESSION**

C. Yunker called the meeting to order at 3:00 p.m. in the Upstate MedTech Centre Innovation Zone conference room.

**2. CHAIRMAN'S REPORT & ACTIVITIES**

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

**2b. Minutes: June 3, 2019**

**P. Zeliff made a motion to approve the June 3, 2019 meeting minutes as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:**

P. Zeliff -	Yes
A. Young-	Yes
C. Yunker -	Yes
P. Battaglia -	Yes

**The item was approved as presented.**

**3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD**

**3a. Board Self Evaluation Process** – L. Farrell provided a copy of the confidential evaluation of board performance questionnaire to the Committee via email. There were no changes to the questionnaire from the previous year. Responses should be submitted to the Board Chair. The Board Chair will then compose a summary report, which will be submitted to PARIS by March 31, 2020.

**3b. Authority Self-Evaluation of Prior Year Performance** – L. Farrell shared that Public Authorities are required to perform a self-evaluation of prior year's goals/measurements annually. This report shows the results against the goals and measurements that were set for 2019. This report will be submitted into PARIS.

M. Masse stated that the Agency set a goal of capital investment commitment of \$32 million for 2019. The actual result from projects was over \$61M for 2019. The Agency also pledged to create 90 jobs from projects in 2019. These projects resulted in over 200 jobs pledged in 2019. All other goals and results are listed in the documentation provided in the Board packet.

**A. Young 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 P. Zelif. Roll call resulted as follows:**

P. Zelif -	Yes
A. Young-	Yes
C. Yunker -	Yes
P. Battaglia -	Yes

**The item was approved as presented.**

**3c. Mission Statement & Measurement Report** – L. Farrell shared that 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.

M. Masse added that the capital investment and job creation goals are based on an average of the last four years of actual pledged capital investment and job creation. Mega projects and one-time larger projects were removed from this average. The other suggested goals are over-arching goals that the entire staff can work towards achieving and are still consistent with the Agency's mission.

**P. Battaglia made a motion to recommend approval of the Mission Statement & Measurement Report as presented; the motion was seconded by P. Zelif. Roll call resulted as follows:**

P. Zelif -	Yes
A. Young-	Yes
C. Yunker -	Yes
P. Battaglia -	Yes

**The item was approved as presented.**

**3d. Pricing Policy Revision** – The GCEDC has a standard pricing policy that charges either a \$500 or \$1,000 administration fee for each year of benefit. The GCEDC staff has proposed changes to the pricing policy that would exempt solar farm projects of 5mW DC or less from this administrative fee.

The Committee did not support the revised pricing policy as presented. No motion was made.

**3e. GGLDC Board Member – Term End Date**–The Committee recommends reappointing S. Noble-Moag to the GGLDC Board for another 6-year term beginning June 2020.

**P. Battaglia made a motion to recommend reappointing S. Noble-Moag to the GGLDC Board for another 6-year term beginning June 2020; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Zelif -	Yes
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A. Young- Yes  
C. Yunker - Yes  
P. Battaglia - Yes

**The item was approved as presented.**

**4. ADJOURNMENT**

As there was no further business, P. Battaglia made a motion to adjourn at 3:24 p.m., seconded by P. Zelif, and passed unanimously.

2b

4

GCEDC										GGLDC						
Name	GCEDC Board Member	GCEDC STAMP Committee	GCEDC Employment & Comp Committee	GCEDC Governance & Nominating Committee	GCEDC Audit & Finance Committee (Bank Signers)	GCEDC Officers	GCEDC Start Date	Term End Date	GCEDC Board Training	GGLDC Board Members	GGLDC Governance & Nominating Committee	GGLDC Audit & Finance Committee (Bank Signers)	GGLDC Officers	GGLDC Start Date	Term End Date	GGLDC Board Training
Amy Vanderhoof	1	1	1				7/11/2018	6/30/2024	3/13/2019							
Paul J. Battaglia	1	1	1	1	1	Chairman	6/30/2013	6/30/2025	12/23/2014	1		1		3/6/2014	6/30/2025	12/23/2014
Todd Bender	1		Chair		1		8/9/2017	6/30/2023	9/22/2017	1		1		8/9/2017	6/30/2023	9/22/2017
Craig Yunker	1	1		Chair			7/1/2014	6/30/2020	11/7/2014	1	1			6/4/2015	6/30/2020	11/7/2014
Peter Zeliff	1	Chair		1		Vice Chair	2/28/2014	6/30/2022	2/6/2013	1				2/7/2019	6/30/2022	2/6/2013
Matthew Gray	1		1		Chair		7/1/2015	6/30/2021	3/23/2016							
Andrew Young	1			1	1		1/1/2018	12/31/2021	2/20/2019							
Thomas Felton										1		1	Vice Chairman	8/4/2011	6/30/2025	6/22/2012
Mary Ann Wiater										1				8/2/2013	6/30/2021	3/27/2013
Sarah Noble-Moag										1	Chair		Secretary	8/12/2014	6/30/2020	11/7/2014
Gregg Torrey										1	1		Treasurer	1/19/2017	6/30/2021	1/19/2017
Don Cunningham										1	1	Chair	President & CEO / Chairman	9/1/2017	6/30/2023	4/11/2018
	7	4	4	4	4					9	4	4				
NEED	7	4	4	4	4					9	4	4				
4 People are required for a quorum in the GCEDC										5 people are required for a quorum in the GGLDC						
GCEDC Board Members are appointed by the County Legislature.										6 people are required if it involves capital improvements, sale, purchase, mortgage, or lease of property (Majority plus 1)						
The Audit & Finance Committee members, the President & CEO and the VP of Operations are authorized bank signers. All checks (line of credit withdrawals) require two signatures and must be co-signed by at least one board member.										The Audit & Finance Committee members are authorized bank signers. Two Bank account signers are required to sign every check and line of credit withdrawals.						
** Andrew Young is verbally assigned to the GCEDC Board by the Legislative Chair.										1/16/14 - GGLDC Board Member Term Limits (as recommended by the Governance Committee) - - Nine GGLDC board members are appointed via majority vote by the GCEDC board of directors. - Four of the nine board positions will be independent of the GCEDC board; 6 year terms. - Five of the nine board positions will be held by GCEDC board members; coterminous with GCEDC appointments. - These five board positions should be filled with the four most senior members of the GCEDC board and the Legislative Liaison OR the four most senior members of the GCEDC board and any member that is chosen based on current circumstances at the time of vacancy.						
Secretary: Penny Kennett Treasurer: Lezlie Farrell										GGLDC Board Members are appointed by the GCEDC						
Committees are made up of the Board Chair plus three board members.										Committees are made up of the Board Chair plus three board members.						

# **Genesee County Economic Development Center**

## **Current Officers**

Paul Battaglia, Chair  
Pete Zeliff, Vice Chair  
P. Kennett, Secretary  
L. Farrell, Treasurer  
S. Hyde, President & CEO

## **Authorized to request information regarding all bank accounts for the GCEDC**

L. Farrell  
P. Kennett

## **The following are authorized signors 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)  
S. Hyde (per by-laws)  
M. Masse  
C. Suozzi

3b, 3c, 3d