



**Thursday, June 1 2017**  
**Governance & Nominating Committee Meeting – GGLDC**  
**Innovation Zone Conference Room – Suite 107**  
**3:00 pm**

**MINUTES**

**ATTENDANCE**

Committee Members: T. Felton, S. Noble-Moag, C. Yunker, H. Upson  
 GCEDC/GGLDC Board Members: P. Battaglia, J. Rizzo, M. Wiater, P. Zelif  
 Staff: S. Hyde, L. Farrell, M. Masse, E. Richardson, P. Kennett  
 Guests:  
 Absent:

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

T. Felton called the meeting to order at 3:38 p.m. in the Innovation Zone Conference Room.

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

**2a. Agenda Additions / Other Business – None.**

**2b. Minutes: May 4, 2017**

**H. Upson made a motion to approve the May 4, 2017 meeting minutes as presented; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

**The item was approved as presented.**

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

**3a. Board of Directors Duties and Responsibilities – Board Member Training –** L. Farrell brought forward the Board of Directors Duties and Responsibilities Policy with changes that were recommended at the last Governance & Nominating Committee meeting. She added language to require training be done within one year of a member's appointment or reappointment to the GGLDC Board.

T. Felton: Suggested following suit with the GCEDC and making no changes to the 'Training' section of the policy.

L. Farrell: We are suggesting removing the 'Separation of Board and Management' section of this policy. This deletion is to remain consistent with what is allowed in the by-laws.

**H. Upson made a motion to recommend approval of the Board of Directors Duties and Responsibilities as presented; the motion was seconded by S. Noble-Moag. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

**The item was approved as presented.**

**3b. Officer Appointments –** The current slate of officers is set to expire on June 30<sup>th</sup>. It is suggested to reappoint the current slate of officers, with the notion that vacancies may occur and will be dealt with as they arise. The current slate of officers are as follows:

Chair / President / CEO - T. Felton

Vice-Chair -	H. Upson
Treasurer -	Vacant
Secretary -	S. Noble-Moag

The appointed officers shall hold office for one year or until their successors are appointed.

**S. Noble-Moag made a motion to recommend approval of Officer Appointments as presented; the motion was seconded by H. Upson. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

**The item was approved as presented.**

**3c. Procurement Policies and Procedures –** L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

**S. Noble-Moag made a motion to recommend approval of the Procurement Policies and Procedures as presented; the motion was seconded by H. Upson. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

**The item was approved as presented.**

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

**S. Noble-Moag made a motion to recommend approval of the Investment Policy as presented; the motion was seconded by H. Upson. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

**The item was approved as presented.**

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

**S. Noble-Moag made a motion to recommend approval of the Disposition of Property Guidelines as present; the motion was seconded by H. Upson. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

**The item was approved as presented.**

**3f. Governance & Nominating Committee Charter -** L. Farrell shared that this charter is required to be reviewed annually. There are no changes being recommended.

**S. Noble-Moag made a motion to recommend approval of the Governance & Nominating Committee Charter as presented; the motion was seconded by H. Upson. Roll call resulted as follows:**

T. Felton -	Yes
H. Upson -	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 3:44 p.m., seconded by H. Upson, and passed unanimously.