

**Meeting Agenda – Governance & Nominating Committee**  
Genesee Gateway Local Development Corp.  
Thursday, February 1, 2018  
Location: Innovation Zone, Suite 107; 3:30 p.m.

<b>Page #</b>	<b>Topic</b>	<b>Discussion Leader</b>	<b>Desired Outcome</b>
	1. Call To Order – Enter Public Session	T. Felton	
2-3	<b>2. Chairman's Report &amp; Activities</b> 2a. Agenda Additions / Other Business 2b. Minutes: September 7, 2017	T. Felton	Vote
4 5 6-7	<b>3. Discussions / Official Recommendations to the Board:</b> 3a. Board Self-Evaluation Process/Questionnaire 3b. Authority Self-Evaluation of Prior Year Performance 3c. Mission Statement & Measurement Report	L. Farrell L. Farrell/ M. Masse L. Farrell/ M. Masse	Discussion Disc / Vote Disc / Vote
	4. Adjournment	T. Felton	Vote



**Thursday, September 7, 2017**  
**Governance & Nominating Committee Meeting – GGLDC**  
**Innovation Zone Conference Room – Suite 107**  
**3:45 pm**

**MINUTES**

**ATTENDANCE**

Committee Members: T. Felton, S. Noble-Moag, C. Yunker, G. Torrey  
GCEDC/GGLDC Board Members: P. Zeliff  
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 3:45 p.m. in the Innovation Zone Conference Room.

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

**2a. Agenda Additions / Other Business** – T. Felton shared that he has appointed G. Torrey to the Governance & Nominating Committee and D. Cunningham to the Audit & Finance Committee.

**2b. Minutes: June 1, 2017**

**S. Noble-Moag made a motion to approve the June 1, 2017 meeting minutes as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:**

T. Felton -	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. Officer Appointments** – T. Felton suggested appointing C. Yunker as Vice Chair and G. Torrey as Treasurer of the GGLDC.

**S. Noble-Moag made a motion to recommend approval of the Officer Appointments for Vice Chair and Treasurer as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:**

T. Felton -	Yes
G. Torrey -	Yes
C. Yunker -	Yes
S. Noble-Moag -	Yes

The item was approved as presented.

**3b. Code of Ethics** – T. Felton shared that the GCEDC has recently reviewed and approved an updated Code of Ethics policy. The policy before the Committee today mirrors the GCEDC's policy.

**S. Noble-Moag made a motion to recommend approval of the Code of Ethics as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:**

T. Felton -	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 3:51 p.m., seconded by G. Torrey, and passed unanimously.

2b

3

**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.					

<b>Date Completed:</b>	<b>Entity: GCEDC / GGLDC / GCFC (circle one)</b>	<b>Board / Committee ( circle one): if Committee please specify</b> _____
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## **Authority Self-Evaluation of Prior Year Performance**

**Local Public Authority Name:** Genesee Gateway Local Development Corporation (GGLDC)

### **2017 Measurements:**

1. Actively maintain and enhance other shovel-ready and high-tech commercialization assets owned by GGLDC in Genesee County.
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.

### **2017 Budgeted goals versus actual results:**

1. In 2017, the GGLDC continued to actively market and promote all of its shovel-ready and high-tech commercialization assets, while performing normal maintenance such as mowing, building maintenance and sign care. The GGLDC is also constantly reviewing the industry requirements of companies to ensure that our corporate business parks have the necessary infrastructure to be competitive and meet those potential companies' needs.
2. Supported the GCEDC economic development and selling processes, helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.

**New York State Local Public Authority Mission Statement and Measurement Report**

**Local Public Authority Name:** Genesee Gateway Local Development Corporation (GGLDC)

**Fiscal Year:** January 1, 2018 – December 31, 2018

**Enabling Legislation** (enables Local Public Authority Mission Statement): LDCs are formed and empowered to conduct certain projects pursuant to Not-For-Profit Corporation Law § 1411. Distinguished from IDAs (which exist as public benefit corporations), LDCs are established as charitable corporations that are empowered to construct, acquire, rehabilitate and improve for use by others, industrial or manufacturing plants in the territory in which its operations are principally to be conducted (“Benefited Territory”) and to make loans. LDCs can provide financial assistance for the construction, acquisition, rehabilitation, improvement, and maintenance of facilities for others in its Benefited Territory. Specific LDC powers include the ability to: (i) disseminate information and furnish advice, technical assistance and liaison services to Federal, State and local authorities; (ii) to acquire by purchase, lease, gift, bequest, devise or otherwise, real or personal property; and (iii) to borrow money and to issue negotiable bonds, notes and other obligations. LDCs are empowered to sell, lease, mortgage or otherwise dispose of or encumber facilities or any real or personal property or any interest therein.

**Mission Statement:** GGLDC's mission is to assist local economic development efforts by making real estate development investments to bolster shovel-ready tech and industrial park development and to provide tax and other related financial assistance to commercially viable projects in Genesee County thereby enabling the continued development of a sustainable long-term economy.

**2018 Measurements:**

1. Actively maintain and enhance other shovel-ready and high-tech commercialization assets owned by GGLDC in Genesee County.
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.

**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, 2019 related to 2018 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