



**Tuesday, September 4, 2018
 Governance & Nominating Committee Meeting
 GCEDC Conference Room
 11:30 a.m.**

MINUTES

ATTENDANCE

Committee Members: P. Battaglia, P. Zeliff, C. Yunker
 GCEDC/GGLDC Board Members:
 Staff: S. Hyde, L. Farrell, M. Masse, E. Richardson, J. Krencik
 Guests:
 Absent: A. Young

1. CALL TO ORDER / ENTER PUBLIC SESSION

P. Zeliff called the meeting to order at 11:34 a.m. in the Andrews Conference Room.

2. CHAIRMAN'S REPORT & ACTIVITIES

2a. Agenda Additions / Other Business –

2b. Minutes: May 3, 2018

P. Zeliff made a motion to approve the May 3, 2018 meeting minutes as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:

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

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

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

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

3c. Disposition of property Guidelines – L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

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

P. Zeliff made a motion to recommend to the full board items 3a – 3d; the motion was seconded by P. Battaglia. Roll call resulted as follows:

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

The item was approved as presented.

3e. Code of Ethics – L. Farrell shared that the Committee requested this policy be reviewed annually. No changes are being recommended. The Committee is comfortable with the policy in place.

3f. Whistle Blower Policy – L. Farrell shared that there is one change suggested for this policy. It is recommended to change the policy to state that reports of any violation of the Code of Ethics policy be reported to the Audit & Finance Committee Chair (not the President & CEO).

C. Yunker thought that the suggested change reflects what other organizations have in their policies.

P. Battaglia made a motion to recommend approval of the Whistle Blower Policy as presented; the motion was seconded by P. Zeliff. Roll call resulted as follows:

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

The item was approved as presented.

3g. GGLDC Board Member Appointment – P. Battaglia suggested waiting until next month to see if P. Zeliff’s conflict resolves. At that point, the GCEDC would appoint P. Zeliff to the GGLDC Board and then when T. Felton’s term ends, a fifth GCEDC Board member would be appointed to the GGLDC. This would bring the GGLDC Board back to being made up of a majority of GCEDC Board members.

4. ADJOURNMENT

As there was no further business, P. Zeliff made a motion to adjourn at 11:45 a.m., seconded by P. Battaglia, and passed unanimously.