



**Meeting Agenda – Governance & Nominating Committee**  
 Genesee County Economic Development Center  
 Thursday, May 2, 2024, 3:30pm  
 Location: 99 MedTech Drive, Innovation Zone

Page #s	Topic	Discussion Leader	Desired Outcome
	<b>1. Call to Order – Enter Public Session</b> 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	C. Yunker	
	<b>2. Chairman’s Report &amp; Activities</b> 2a. Agenda Additions / Other Business 2b. Minutes: March 28, 2024	C. Yunker	Vote
2-3	<b>3. Discussions / Official Recommendations to the Board:</b>		
4	3a. Officer Appointments	M. Masse	Disc / Vote
4	3b. Authorized to Request Information Regarding Bank Accounts	L. Farrell	Disc / Vote
4	3c. Authorized Signers of Agreements, Contracts, etc.	L. Farrell	Disc / Vote
4	3d. Authorized Bank signers	L. Farrell	Disc / Vote
5	3e. Board Member Attendance	L. Farrell	Discussion
6	3f. Board Member Evaluation	L. Farrell	Discussion
	3d. Annual Project Performance Review	L. Farrell	Discussion
	4. Adjournment	C. Yunker	Vote



GCEDC Governance & Nominating Committee Meeting  
Thursday, March 28, 2024  
Location – 99 MedTech Drive, Innovation Zone  
3:45 p.m.

MINUTES

ATTENDANCE

Committee Members: P. Zelif, M. Clattenburg, C. Yunker, K. Manne  
Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, C. Suozzi, J. Krencik, E. Finch  
Guests: D. Cunningham (GGLDC Board Member), J. Tretter (GGLDC Board Member), M. Brooks (GGLDC Board Member), M. Gray (GCEDC Board Member), S. Noble-Moag (GGLDC Board Member)  
Absent:

1. CALL TO ORDER / ENTER PUBLIC SESSION

C. Yunker called the meeting to order at 3:46 p.m. in the Innovation Zone.

2. CHAIRMAN’S REPORT & ACTIVITIES

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

*(The vote to approve the minutes was inadvertently missed as outlined on the agenda. However, the Committee voted on this agenda item after approving agenda item 3a.)*

2b. **Minutes: March 7, 2024**

**P. Zelif made a motion to approve the March 7, 2024 meeting minutes as presented; the motion was seconded by K. Manne. Roll call resulted as follows:**

- P. Zelif - Yes
- M. Clattenburg- Yes
- C. Yunker - Yes
- K. Manne - Yes

**The item was approved as presented.**

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

**3a. Mission Statement and Measurement Report** – This agenda item was tabled at the March 7<sup>th</sup> Governance & Nominating Committee meeting. The Committee recommended that the goals should be analyzed and revised to include an inflation factor.

Included with the meeting materials are the proposed goals for 2024 and a spreadsheet that tracks data from 2007 to current for job creation, pledges by year, capital investment by year, and number of projects by year. In the past, the capital investment and job creation goals were based on an average of actual pledged capital investment and job creation. Mega projects are removed from this average. The 8-year

2b

2

rolling average is 66 jobs and \$39.5M capital investment. The 4-year rolling average is 50 jobs and \$51M capital investment.

M. Masse recommends that the Agency set a goal of capital investment commitment of \$48.4M for 2024, which does not include any Mega projects (over \$50M capital investment commitment) and accounts for 3% cost inflation for 2024. M. Masse also recommends the Agency set a job creation goal of 93 jobs from projects in 2024, which doesn't include any mega projects. 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.

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 to PARIS.

**P. Zelif made a motion to recommend to the full Board the approval of Mission Statement and Measurement Report as presented; the motion was seconded by K. Manne. Roll call resulted as follows:**

P. Zelif -	Yes
M. Clattenburg-	Yes
C. Yunker -	Yes
K. Manne -	Yes

**The item was approved as presented.**

**4. ADJOURNMENT**

As there was no further business, M. Clattenburg made a motion to adjourn at 3:48 p.m., seconded by K. Manne, and passed unanimously.

# Genesee County Economic Development Center

## Current Officers

Pete Zelif, Chair  
Matthew Gray, Vice Chair  
P. Kennett, Secretary  
L. Farrell, Treasurer  
S. Hyde, President & CEO

## Authorized to request information regarding all bank accounts and transfer funds between 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

## Bank Account Authorized Signers

Audit & Finance Committee members are authorized bank signers, along with two staff members:

Staff: S. Hyde  
M. Masse

All GCEDC checks must be signed by two authorized signors. All checks must be signed by at least one board member.

Line of Credit withdrawals must be signed by two authorized signors. All line of credit withdrawals must be signed by at least one board member.

3a/3b/3c/3d

2023 Board Member Meeting List X=Attended

Board	Member	Jan 1/12/2023	Feb 2/2/2023	Mar 3/2/2023 3/30/2023	April No Meeting	May 5/4/2023	Jun 6/1/2023 6/29/2023	July No Meeting	Aug 8/3/2023	Sep 9/7/2023	Oct 10/5/2023 10/26/2023	Nov No Meeting	Dec 12/7/2023	Notes
EDC														
	Paul Battaglia	X		X	X		X	X	X		X	X	X	
	Todd Bender		X		X			X	X				X	
	Craig Yunker			X	X		X	X	X				X	Term ended 6/30/23
	Peter Zeff	X		X	X		X	X	X		X	X	X	
	Matthew Gray	X	X	X	X		X	X	X		X	X	X	
	Marianne Clattenburg	X	X	X	X		X	X	X		X	X	X	
	Chandy Kemp	X	X	X	X		X	X	X		X	X	X	
	Kathleen Manne								X	X	X	X	X	Term started 7/1/23

**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.	7				
2 The policies, practices and decisions of the Board are always consistent with this mission.	7				
3 Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	7				
4 The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	7				
5 The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	7				
6 The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	7				
7 Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	7				
8 Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	7				
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.	6	1			
10 The Board knows that statutory obligations of the Authority and if the Authority is in compliance with state law.	6	1			
11 Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	6	1			
12 Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	7				
13 Individual Board members feel empowered to delay votes, defer agenda items, or table actions they feel additional information or discussion is required.	6	1			
14 The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	6	1			
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.	6	1			
16 Board members demonstrate leadership and vision and work respectfully with each other.	7				
<b>Additional Comments:</b>					
Date Completed: 3/22/24		Entity <u>GCEDC</u> / GGLDC / GCFC (circle one)			