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<th>Discussion Leader</th>
<th>Desired Outcome</th>
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<td>1</td>
<td>Call to Order – Enter Public Session</td>
<td>S. Noble-Moag</td>
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<td>2-3</td>
<td>Chairman’s Report &amp; Activities</td>
<td>S. Noble-Moag</td>
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<td>2a. Agenda Additions / Other Business</td>
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<td>2b. Minutes: March 2, 2023</td>
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<td>3</td>
<td>Discussions / Official Recommendations to the Board:</td>
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<td>4</td>
<td>3a. Officer Appointments</td>
<td>L. Farrell</td>
<td>Disc / Vote</td>
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<td>4</td>
<td>3b. Authorized to Request Information Regarding Bank Accounts</td>
<td>L. Farrell</td>
<td>Disc / Vote</td>
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<td>4</td>
<td>3c. Authorized Signers of Agreements, Contracts, etc.</td>
<td>L. Farrell</td>
<td>Disc / Vote</td>
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<td>3d. Authorized Bank Signers</td>
<td>L. Farrell</td>
<td>Disc / Vote</td>
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<td>5-6</td>
<td>3e. Board Member Attendance</td>
<td>L. Farrell</td>
<td>Discussion</td>
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<td>7</td>
<td>3f. Board Member Evaluation</td>
<td>L. Farrell</td>
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<td>Adjournment</td>
<td>S. Noble-Moag</td>
<td>Vote</td>
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GGLDC Governance & Nominating Committee Meeting
Thursday, March 2, 2023
Location – 99 MedTech Drive, Innovation Zone
3:00 p.m.

MINUTES

ATTENDANCE
Committee Members:  S. Noble-Moag, G. Torrey, D. Cunningham, C. Yunker
Staff:  S. Hyde, L. Farrell (Video Conference), M. Masse, P. Kennett, L. Casey, J. Krencik
Guests:  P. Zeliff (GCEDC/GGLDC Board Member), M. Gray (GCEDC Board Member)
Absent:

1. CALL TO ORDER / ENTER PUBLIC SESSION

S. Noble-Moag called the meeting to order at 3:01 p.m. in the Innovation Zone.

2. CHAIRMAN'S REPORT & ACTIVITIES

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

2b. Minutes: May 31, 2022

D. Cunningham made a motion to approve the May 31, 2022 meeting minutes as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:

D. Cunningham - 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. Board Self Evaluation Process / Questionnaire - L. Farrell provided a copy of the confidential evaluation of board performance questionnaire to the Committee via email. Responses should be submitted to the Board Chair. The Board Chair will then compose a summary report, which will be submitted to the ABO by March 31, 2023.

3b. Authority Self Evaluation of Prior Year Performance - Public Authorities are required to perform a self-evaluation of prior year’s goals/measurements annually. M. Masse reviewed the results against the goals and measurements that were set for 2022. Last year, the Committee added a fourth measurement, which was to “Act as good stewards on behalf of the County and its Stakeholders, promoting collaborative efforts, accountability and communication”. This report will be submitted into PARIS.
D. Cunningham - Yes
G. Torrey - Yes
C. Yunker - Yes
S. Noble-Moag - Yes

The item was approved as presented.

M. Gray joined the meeting at 3:13 p.m.

3c. Mission Statement and Measurement Report – 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.

G. Torrey made a motion to recommend to the full Board approval of the Mission Statement and Measurement Report as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

D. Cunningham - 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 3:15 p.m., seconded by D. Cunningham, and passed unanimously.
Genesee Gateway Local Development Corp.

Current Officers
Don Cunningham, Chairman / President & CEO
T. Felton, Vice Chairman
S. Noble-Moag, Secretary
G. Torrey, Treasurer

**Authorized to request information regarding all bank accounts and transfer funds between like accounts for the GGLDC and GABLLC**

L. Farrell
P. Kennett

**The following are authorized signers 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)

**Bank Account Authorized Signers**
Audit & Finance Committee members are authorized bank signers.

All GCEDC checks and / or Line of Credit withdrawals must be signed by two authorized signors.

GGLDC is the sole member of the GAB, LLC. The above approvals apply to the GAB, LLC as well.
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<th>Board</th>
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<td>Board members have a shared understanding of the mission and purpose of the authority.</td>
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<td>The policies, practices and decisions of the Board are always consistent with this mission.</td>
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<td>Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.</td>
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<td>The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.</td>
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<td>The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.</td>
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<td>The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.</td>
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<td>Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.</td>
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<td>Board members are comprised of financial, accounting, and business professionals who are reliant on third-party agencies, management, and staff members to compile statements, provide reports, and offer explanation for audit &amp; review.</td>
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<td>Board members are knowledgeable about the Authority’s programs, financial statements, reporting requirements, and other transactions.</td>
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<td>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.</td>
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<td>The Board knows that statutory obligations of the Authority and if the Authority is in compliance with state law.</td>
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<td>Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.</td>
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<td>Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.</td>
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<td>Individual Board members feel empowered to delay votes, defer agenda items, or table actions they feel additional information or discussion is required.</td>
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<td>The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.</td>
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<td>I am not involved in the process, so unable to speak to it.</td>
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<td>The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.</td>
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<td>We should revisit this and its complexity as a board.</td>
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<td>Board members demonstrate leadership and vision and work respectfully with each other.</td>
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Additional Comments:
- Staff does an incredible job making itself available to answer questions and involve those with interest/expertise in any given industry area.

Date Completed: 03/09/2023

Entity: GCEDC/GGLDC/GFCF (circle one)