

**Tuesday, February 5, 2019  
Innovation Zone Conference Room  
GCEDC Governance & Nominating Committee Meeting  
11:30 a.m.**

**MINUTES**

**ATTENDANCE**

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

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

P. Zeliff called the meeting to order at 11:28 a.m. in the Andrews Conference Room.

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

**2a. Agenda Additions / Other Business –**

**2b. Minutes: September 4, 2018**

**P. Zeliff made a motion to approve the September 4, 2018 meeting minutes as presented; the motion was seconded by P. Battaglia. Roll call resulted as follows:**

P. Zeliff -	Yes
A. Young-	Yes
C. Yunker -	Yes
P. Battaglia -	Yes (Video Conference)

**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 and asked the Committee to review. If there are no changes to the questionnaire, the staff will send these out to each Board member requesting that they be submitted to the Board Chair. The Board Chair will then tally the results to be submitted to PARIS and reviewed by the Board.

The Committee believed that no changes are necessary to the questionnaire and that the process should remain the same as last year.

**3b. Committee Self Evaluation Process / Questionnaire** - L. Farrell shared that when the Committee had last reviewed and approved the Committee Charter it was pointed out that the Charter states that the Committee will do an annual self-evaluation. The Committee recommended that the staff develop a short checklist for Committee Evaluations for the Committee to review. The Governance & Nominating Committee will be the one that facilitates this process; reminding all other committees that this should be done and reviewing all other committees' results.

L. Farrell presented the checklist for the Committee to review.

P. Battaglia shared that other boards he's been on perform their annual self-assessment as more of a discussion and narrative summary than a checklist.

C. Yunker shared that the most important part of this process is the actual discussion around whether the members feel they are performing all of their duties on the Committee.

The Committee recommended that the Governance & Nominating Committee, Audit & Finance Committee and maybe the Employment & Compensation Committee have a discussion, using the checklist that L. Farrell created as a guideline, about their performance and create a memo that will be reported to the Governance Committee that they have completed their self-assessment and the outcome of the discussion. This should be done at the same time the Charters are being reviewed by the Committee.

**3c. Authority Self-Evaluation of Prior Year Performance** – M. Masse shared that Public Authorities are required to perform a self-evaluation of prior year's goals/measurements annually. This report will be submitted to the ABO. In previous years the Committee/Board has reviewed the Agency's results separately. To streamline the process, the Agency's results are presented using this form.

The Agency had 16 project wins in 2018, with a total pledged capital investment of almost \$34 million and 99 pledged jobs. These projects resulted in a combined \$61 million economic impact.

**P. Zeliff made a motion to recommend approval of the Authority Self-Evaluation of Prior Year Performance as presented; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Zeliff -	Yes
A. Young-	Yes
C. Yunker -	Yes
P. Battaglia -	Yes (Video Conference)

**The item was approved as presented.**

**3d. Mission Statement & Measurement Report** – M. Masse shared that 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 submitted to the ABO.

M. Masse added that the capital investment and job creation goals are based on an average of the last four years of actual pledged capital investment and job creation. Mega projects and one-time larger projects were removed from this average as shown in a spreadsheet provided to the Committee. The other suggested goals are somewhat over-arching goals that the entire staff can work towards achieving.

**P. Zeliff made a motion to recommend approval of the Mission Statement & Measurement Report as presented; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Zeliff - Yes  
A. Young- Yes  
C. Yunker - Yes  
P. Battaglia - Yes (Video Conference)

**The item was approved as presented.**

**3e. GGLDC Board Member Appointment –** The Committee recommends adding P. Zeliff (GCEDC Board Member) to the GGLDC Board, coterminous with his GCEDC appointment, effective immediately upon approval by the full Board.

**P. Battaglia made a motion to recommend adding P. Zeliff to the GGLDC Board, coterminous with his GCEDC appointment; the motion was seconded by A. Young. Roll call resulted as follows:**

P. Zeliff - Yes  
A. Young- Yes  
C. Yunker - Yes  
P. Battaglia - Yes (Video Conference)

**The item was approved as presented.**

**4. ADJOURNMENT**

As there was no further business, P. Zeliff made a motion to adjourn at 12:01 p.m., seconded by P. Battaglia, and passed unanimously.