



Meeting Agenda – Governance & Nominating Committee

Genesee Gateway Local Development Corp.

Thursday, May 2, 2024, 3:00 p.m.

Location: 99 MedTech Drive, Innovation Zone

Page #	Topic	Discussion Leader	Desired Outcome
	1. Call to Order – Enter Public Session	S. Noble-Moag	
2-3	2. Chairman’s Report & Activities 2a. Agenda Additions / Other Business 2b. Minutes: March 7, 2024	S. Noble-Moag	Vote
	3. Discussions / Official Recommendations to the Board:		
4	3a. Officer Appointments	L. Farrell	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
	4. Adjournment	S. Noble-Moag	Vote



GGLDC Governance & Nominating Committee Meeting

Thursday, March 7, 2024

Location – 99 MedTech Drive, Innovation Zone

3:00 p.m.

MINUTES

ATTENDANCE

Committee Members: S. Noble-Moag, D. Cunningham, C. Yunker (Video Conference*)
 Staff: S. Hyde, L. Farrell, M. Masse, P. Kennett, L. Casey, C. Suozzi, J. Krencik, E. Finch
 Guests: M. Clattenburg (GCEDC Board Member), P. Zelif (GCEDC/GGLDC Board Member),
 K. Manne (GCEDC/GGLDC Board Member)
 Absent: G. Torrey

*Attending from a physical location identified in the meeting notice as open to the public.

1. CALL TO ORDER / ENTER PUBLIC SESSION

S. Noble-Moag called the meeting to order at 3:11 p.m. in the Innovation Zone.

2. CHAIRMAN’S REPORT & ACTIVITIES

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

2b. Minutes: June 1, 2023

D. Cunningham made a motion to approve the June 1, 2023 meeting minutes as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

D. Cunningham - Yes
 G. Torrey - Absent
 C. Yunker - Yes (Video Conference*)
 S. Noble-Moag - Yes

The item was approved as presented.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3a. Board Self-Evaluation Process – 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, 2024.

3b. Authority Self-Evaluation of Prior Year Performance - Public Authorities are required to perform a self-evaluation of prior year’s goals/measurements annually. This report shows the results against the goals and measurements that were set for 2023. This report will be posted to the website.

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D. Cunningham made a motion to recommend to the full Board the approval of the Authority Self-Evaluation of Prior Year Performance as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

D. Cunningham - Yes
G. Torrey - Absent
C. Yunker - Yes (Video Conference*)
S. Noble-Moag - Yes

The item was approved as presented.

3c. Mission Statement & 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 to PARIS.

S. Noble-Moag requested that the Mission Statement and Measurement report is presented sooner next year so that the Committee can have more time to strategically review and have intentional discussions regarding this report.

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

D. Cunningham - Yes
G. Torrey - Absent
C. Yunker - Yes (Video Conference*)
S. Noble-Moag - Yes

The item was approved as presented.

4. ADJOURNMENT

As there was no further business, D. Cunningham made a motion to adjourn at 3:16 p.m., seconded by C. Yunker, and passed unanimously.

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Genesee Gateway Local Development Corp.

Current Officers

Don Cunningham, Chairman / President & CEO
J. Tretter, Vice Chairman
S. Noble-Moag, Secretary
G. Torrey, Treasurer

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

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
LDC	Thomas Felton		X	X X										
	Sarah Noble-Moag		X	X X		X X	X X			X X	X X		X	Resigned May 2023
	Gregg Torrey	X		X X		X X	X X		X X		X X		X	
	Don Cunningham	X	X	X X		X X	X X		X X		X X		X	
	Paul Battaglia	X		X X		X X	X X		X X		X X		X	
	Todd Bender		X	X X		X X	X X						X	Term ended 6/30/23
	Craig Yunker			X X		X X	X X			X X	X X		X	
	Peter Zelif	X		X X		X X	X X		X X		X X		X	
	Jonathan Tretter	X	X	X X		X X	X X			X X	X X		X	
	Mark Brooks					X X	X X		X X		X X		X	Term started 5/4/23
	Marianne Clattenburg									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.	9	0	0	0	
2 The policies, practices and decisions of the Board are always consistent with this mission.	7	2	0	0	
3 Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	9	0	0	0	
4 The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	9	0	0	0	
5 The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	8	1	0	0	
6 The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	9	0	0	0	
7 Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	8	1	0	0	
8 Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	7	2	0	0	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 & review.
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.	5	4	0	0	
10 The Board knows that statutory obligations of the Authority and if the Authority is in compliance with state law.	6	3	0	0	Legal counsel is retained and utilized to assure compliance with the law.
11 Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	9	0	0	0	
12 Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	9	0	0	0	
13 Individual Board members feel empowered to delay votes, defer agenda items, or table actions they feel additional information or discussion is required.	9	0	0	0	
14 The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	9	0	0	0	
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.	7	2	0	0	
16 Board members demonstrate leadership and vision and work respectfully with each other.	8	1	0	0	
Additional Comments:					
-Overall the board is engaged and informed on their roles and responsibilities as well as procedures and policies. They have a good working relationship with the CEO and other officers and members of the board.					
Date Completed: 03/20/2024		Entity: GCEDC / GGLDC / GCFC (circle one)			