



GGLDC Governance & Nominating Committee Meeting

Thursday, May 1, 2025

Location – 99 MedTech Drive, Innovation Zone

3:00 p.m.

MINUTES

ATTENDANCE

Committee Members: S. Noble-Moag, C. Yunker, D. Cunningham

Staff: L. Farrell, M. Masse, P. Kennett, C. Suozzi, E. Finch, J. Krencik

Guests: P. Zelif (GCEDC/GGLDC Board Member), K. Manne (GCEDC Board Member), M. Brooks (GGLDC Board Member), R. Crossen (Alabama Town Supervisor), R. Gaenzle (Harris Beach)

Absent: G. Torrey

1. CALL TO ORDER / ENTER PUBLIC SESSION

S. Noble-Moag called the meeting to order at 3:44 p.m. in the Innovation Zone.

2. CHAIRMAN'S REPORT & ACTIVITIES

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

2b. Minutes: February 6, 2024

C. Yunker made a motion to approve the February 6, 2024, meeting minutes as presented; the motion was seconded by D. Cunningham. Roll call resulted as follows:

D. Cunningham -	Yes
G. Torrey -	Absent
C. Yunker -	Yes
S. Noble-Moag -	Yes

The item was approved as presented.

K. Manne left the meeting at 3:45 p.m.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3a. Videoconferencing – This agenda item was discussed during the GCEDC Governance and Nominating Committee Meeting. The details of that discussion are included for ease of reference.

R. Gaenzle stated that participation and quorum counting from a Board member that is not present can occur via videoconference for extraordinary circumstances only. Extraordinary circumstances include things like health issues and family care but do not include vacations or business travel. This is allowable after the Board holds a public hearing related to this matter and adopts a related policy. Other IDAs have adopted similar policies.

The Governance Committee will update the Board on the videoconferencing discussion at the Board meeting. The Governance Committee will advise the Board that staff and counsel are instructed to conduct a public hearing to comply with extraordinary circumstances for videoconferencing purposes. Additionally, staff will contact the Agency's lobbyists and local politicians to seek a change in the law to allow for a quorum vote by videoconferencing.

The Committee voted on agenda items 3b through 3e collectively. The approval for these items follows agenda item 3e.

3b. Officer Appointments – The current slate of officers is set to expire on June 30th.

Chair / President / CEO -	D. Cunningham
Vice-Chair -	J. Tretter
Treasurer -	G. Torrey
Secretary -	S. Noble-Moag

3c. Authorized to Request Information Regarding Bank Accounts - L. Farrell shared that she and P. Kennett need to be authorized to request information regarding the bank accounts and transfer funds between like accounts for the GGLDC and GAB, LLC.

3d. Authorized Signers of Agreements, Contracts, etc. - L. Farrell shared that, per the Bylaws, the Chair and the Vice-Chair are authorized signers of agreements, contracts, etc.

3e. Authorized Bank Signers - Audit & Finance Committee members are authorized bank signers. All checks and/or line of credit withdrawals must be signed by two authorized signers.

D. Cunningham made a motion to recommend to the full Board the approval of the agenda items 3b-3e as presented; the motion was seconded by C. Yunker. Roll call resulted as follows:

D. Cunningham -	Yes
G. Torrey -	Absent
C. Yunker -	Yes
S. Noble-Moag -	Yes

The item was approved as presented.

3f. Board Member Attendance – GGLDC Board member attendance for 2024 was provided with meeting materials for review by the Committee.

3g. Board Member Evaluation - Evaluations have been completed and received by the Board Chair. Discussion took place during Executive Session. There are no concerns currently.

M. Brooks, R. Crossen and R. Gaenzle entered the meeting at 3:47 p.m.

3h. Board Member Appointment – STAMP Water Works Inc. – This was last discussed at the February Governance meeting. S. Mountain resigned from the Water and Sewer Works Boards so there is a vacancy on each Board. M. Masse stated that he had previously suggested that it may be beneficial to have a member from the Village of Oakfield Board join the Water and Sewer Works Boards. The Committee was in favor of M. Masse reaching out to see if there would be interest in filling the vacant position.

3i. Board Member Appointment - STAMP Sewer Works Inc. - This was last discussed at the February Governance meeting. S. Mountain resigned from the Water and Sewer Works Boards so there is a vacancy on each Board. M. Masse stated that he had previously suggested that it may be beneficial to have a member from the Village of Oakfield Board join the Water and Sewer Works Boards. The Committee was in favor of M. Masse reaching out to see if there would be interest in filling the vacant position.

4. ADJOURNMENT

As there was no further business, C. Yunker made a motion to adjourn at 3:48 p.m., seconded by D. Cunningham, and passed unanimously.