

**SENECA COUNTY  
INDUSTRIAL DEVELOPMENT AGENCY  
GOVERNANCE COMMITTEE  
MEETING MINUTES**

October 21, 2022  
12:40 PM  
Heroes Conference Room  
Waterloo, NY 13165

**Attendance:**

Members Present: Steve Brusso– Chair Thomas Kime and Tom Murray  
Members Absent: Bruce Murray  
Staff Attending: Sarah Davis, Kelly Kline, Dave Hewitt and Robert Kernan

**Call to Order:**

Chairman Brusso called the meeting to order at 12:40 pm. A quorum of committee members were present.

**Approval of Meeting Minutes of October 22, 2021:**

The meeting minutes were provided to members before the meeting. A motion was made by Mr. Murray to approve the minutes. Seconded by Mr. Kime. Motion Carried

**Review of IDA Policies:**

**New Proposed Policy**

**Project Fee Schedule:** A copy of the proposed policy was provided to board members prior to the meeting. The proposed project fee schedule is intended to be a part of the IDA Financial Assistance Application and is to provide transparency and clarity to businesses considering potential IDA projects moving forward.

A motion was made by Mr. Kime recommending approval of the project fee schedule to the full board. Seconded by Mr. Murray. Members Brusso, Kime and Murray voted “yea.” Mr. Bruce Murray was absent. Motion carried

**Established Policies with No Modification:**

The following policies were provided to Board members prior to the meeting and were presented as follows with no changes: Administrative Guidelines Policies and Procedures, Audit Committee Charter, Conflict of Interest, Capitalization Policy, Code of Ethics, Disposition of Property Policy, Equal Opportunity Policy, Finance Committee Charter, FOIL Policy, Governance Committee Charter, Investment Policy, Local Labor Policy, Prevailing Wage Policy, Procurement Policy, Records and Retention Policy, Sexual Harassment Policy, Supplies and Equipment Policy, UTEP Policy, Whistleblower Policy and Mission Statement.

A motion was made by Mr. Murray approving all established policies listed above with no modifications and recommending approval to full board. Seconded by Mr. Kime. Members Brusso, Murray, and Kime voted “yea.” Mr. Bruce Murray was absent. Motion carried.

### **Nominations of 2023 Officers / Committees:**

The Governance Committee serves as the Nominating Committee for the Slate of IDA Officers for 2023. Committee members gave their recommendations for 2023 slate of officers as follows:

Steven Brusso	-	Chairman
Bruce Murray	-	Vice Chairman
Ben Guthrie	-	Treasurer
Ralph Lott	-	Secretary

These recommendations will be brought before the full IDA Board at their next scheduled meeting.

### **Self-Evaluation of Governance Committee:**

According to the IDA Governance Committee Charter, the Governance Committee must report annually any proposed changes to the governance charter and governance guidelines. It is also recommended that a review of procedures is made in accordance with PAAA. A Draft Evaluation was provided to Committee Members prior to the meeting for their review. No changes were noted. Committee members requested that the Evaluation be provided to the full IDA Board at their next meeting.

### **Contract Renewals for Professional Services / 2023:**

Six contracts for Professional Services for the 2023 calendar year are up for renewal.

1. **Fisher Associates** offers professional engineering services. Their annual contract fee is for up to \$10,000 and would be billed on an as-needed basis. No increase from prior year.
2. **Dermody Burke and Brown** provides accounting services to the IDA monthly. The proposed charge is as follows: an increase in their monthly services, from \$900 to \$950 a month.
3. **Eleanor Beattie** is an independent contractor who currently performs bookkeeping duties for the IDA/EDC/SVMC at a price of \$675 a month for a maximum of 20 hours monthly. No increase from prior year.
4. **Jim Armstrong** is a business expansion and retention specialist. His services are not to exceed \$15,000 for 2022. No increase from prior year.
5. **Finger Lakes TV** for livestreaming services of the agency's meetings with an annual flat rate of \$10,000 per year to stream up to 15 meetings and \$700 per meeting for any additional meetings.
6. **Robert E. Kernan, Jr.**, as CFO with a monthly service fee of \$1,000.

A motion was made by Mr. Murray recommending approval of the above 2023 contracts to the full IDA Board. Seconded by Mr. Kime. Members Brusso, Murray, and Kime voted "yea." Mr. Bruce Murray was absent. Motion carried.

**Executive Session:** None

### **Adjournment:**

A motion to adjourn the meeting was made by Mr. Murray. Seconded by Mr. Kime. Motion carried. The meeting adjourned at 12:50 pm.

Respectfully submitted,

Sarah R. Davis  
Executive Director