

SENECA COUNTY
ECONOMIC DEVELOPMENT CORPORATION
GOVERNANCE COMMITTEE
MEETING MINUTES

Thursday, November 19, 2020
1:30 pm
Via Livestream due to COVID-19

Attendance:

Members Present: Valerie Bassett, Steven Brusso Thomas Kime
Others Attending: Sarah Davis, IDA Executive Director; Kelly Kline, IDA Office Manager, Patricia Jones, IDA Deputy Director

Call to Order:

Chairwoman Bassett called the meeting to order at 1:30 pm. A quorum of committee members was present.

Approval of Meeting Minutes of November 14, 2019:

The meeting minutes of November 14, 2019 were distributed and reviewed by the Committee. A motion was made by Mr. Brusso to approve the minutes. Seconded by Mr. Kime. Members, Kime, Brusso and Bassett voted "yea" Motion carried

Annual Review of EDC Policies:

Copies of all the policies were provided to board members prior to the meeting.

Review and Recommend Approval of New FOIL Policy

The Seneca County Economic Development Corporation (SCEDC) is subject to New York State's Freedom of Information Law (FOIL). The purpose of this law is to allow the public access to records used in establishing public policy or decision-making. A motion to recommend approval to the full Board was made by Mr. Kime. Seconded by Ms. Bassett. Members, Brusso, Kime and Bassett vote "yea". Motion carried

Review and Recommend Approval of Established Sexual Harassment Policy w. modification:

The modified policy includes clarification that the policy applies to board members in addition to staff and volunteers. A clause is also added that allows individuals who've received the training elsewhere to supply proof of completion instead of needing to retake the training. A motion to recommend approval to the full Board was made by Mr. Brusso. Seconded by Ms. Bassett. Members, Brusso, Kime and Bassett vote "yea". Motion carried

Review and Recommend Approval of EDC Policies w. no modifications: Audit Committee Charter, Bylaws, Capitalization Policy, Code of Ethics, Disposition of Property policy, Conflict of Interest Policy, Equal Opportunity Policy, Finance Committee Charter; Governance Committee Charter, Investment Policy, Procurement Policy, Records and Retention Policy, Supplies and Equipment Policy, Whistleblower Policy and Mission Statement. A motion was made by Mr. Brusso recommending approval to the full Board of all policies listed above with no changes. Seconded by Ms. Bassett. Members, Brusso, Kime and Bassett vote "yea". Motion carried

EDC Governance Self Evaluation:

According to the EDC Governance Committee Charter, the 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. Committee members request the Evaluation be provided to the full EDC Board at their next meeting

Review and Recommend Approval of the following contracts to the full EDC Board:

Contract Renewals for Professional Services to the SVMC for 2021:

- **Contract with Humphrey Memorials, no change;**

- **Contract with David Harrington; no change**
- **Contract with William Yale, SVMC Directory; no change**
- **Contract with Fred's Flags; increase of \$100 with the EDC to pay \$1,025 thru June 2021.**

A motion was made by Mr. Brusso recommending approval to the full Board of the above listed contracts as they relate to cemetery operations with the EDC being responsible for payment on these contracts thru June 30, 2021; at which time the operations of the Cemetery will be turned over to Seneca County per contract agreement. Seconded by Mr. Kime. Members, Brusso, Kime and Bassett vote "yea". Motion carried

Contract Renewals for Professional Services to the EDC for 2021:

- **Contract with Accountants, Dermody Burke & Brown; an annual increase of \$150 from 2020**

A motion was made by Mr. Brusso recommending approval to the full Board of the 2021 contact with Dermody Burke and Brown. Seconded by Mr. Kime. Members Brusso, Kime and Basset voted "yea". Motion carried

- **Contract with Robert E. Kernan, Jr., as CFO for EDC ; no change**

A motion was made by Mr. Kime recommending approval to the full Board of the 2021 contact with Robert E. Kernan Jr. as CFO for the EDC. Seconded by Mr. Brusso. Members Brusso, Kime and Basset voted "yea". Motion carried

Other Business: None

Executive Session: None

Adjournment:

A motion to adjourn the meeting was made by Mr. Brusso and seconded by Mr. Kime. Motion carried. The meeting adjourned at 2:00 pm

Respectfully submitted,

Sarah R. Davis
Executive Director