

Seneca County Funding Corporation
c/o Seneca County IDA
One DiPronio Drive
Waterloo, NY 13165

Phone (315) 539-1725
Fax (315) 539-4340

SENECA COUNTY FUNDING CORPORATION (SCFC)

Annual Meeting
Thursday, February 2, 2023
1:30 pm
Heroes Conference Room

Agenda

1. Approval of SCFC Meeting Minutes of October 6, 2022 V_____

2. Governance Committee Report

a) Approval of SCFC Policies

<ul style="list-style-type: none">• Audit Committee Charter• By-laws• Code of Ethics• Compensation, Reimbursement and Attendance Policy• Conflict of Interest• Defense and Indemnification Policy• Disposition of Property Guidelines• Finance Committee Charter	<ul style="list-style-type: none">• FOIL Policy• Investment Policy• Mission Statement• Procurement Policy• Records and Retention Policy• Sexual Harassment Policy• Travel Policy• Whistleblower Policy
---	---

b) Governance Committee Self Evaluation

c) Nominations of SCFC Officers for 2023

3. Election of SCFC Officers for 2023 V_____

4. Committee Appointments for 2023 V_____

5. Approval of SCFC Resolutions:

Group 1

- 2023- 01 Designation of Banking Institutions R_____
- 2023- 02 Check Signatures
- 2023 -03 Legal Counsel
- 2023 -04 Corporation Auditors
- 2023 -05 CEO / CFO R_____

6. SCFC Board Member Annual Disclosures Forms

7. Other Business

8. Consideration of Executive Session

9. Adjournment

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA

One DiPronio Drive

Waterloo, NY 13165

Phone (315) 539-1725

Fax (315) 539-4340

Seneca County Funding Corporation

Regular Meeting

Meeting Minutes

Thursday, October 6, 2022

12:10 pm

Heroes Conference Room

One DiPronio Dr

Waterloo, NY 13165

Attendance:

Members Present: Steven Brusso and Robert Kernan

Others Attending: Sarah Davis, Kelly Kline, Dave Hewitt; Robert Kernan, CFO; Robert Halpin, Legal Counsel; Ben Guthrie, IDA; Tom Murray, IDA; Mitch Rowe, County Manager; Marie Weiss, Carpenters Union; Tom Bouchard, Town of Romulus; Matt Horn, MRB Group; Leah Ntuala, First Presbyterian Church, Seneca Falls

Call to Order:

Chairman Brusso called the meeting to order at 12:10 p.m. A quorum of the Corporation's members was present.

Approval of SCFC Meeting Minutes / March 24, 2022:

The meeting minutes had been sent to Members prior to the meeting. A motion was made by Mr. Kernan to approve the minutes. Seconded by Mr. Brusso. Motion carried.

Approval of Engagement Letter / Mengel Metzger and Barr, Raymond F. Wager, CPA.PC for 2022 SCFC Audit:

A copy of the 2022 SCFC Audit Engagement Letter from the office of Mengel Metzger and Barr, Raymond F. Wager, CPA, P.C. was provided to Board members prior to the meeting. Mrs. Davis advised board members that the Audit Committee met and is recommending approval by the full board. A motion was made by Mr. Kernan approving the 2022 SCFC Audit Engagement Letter and authorizing the Executive Director to sign the agreement. Seconded by Mr. Brusso. Members Kernan, and Brusso voted "yea". Motion carried.

Approval of Proposed 2023 SCFC Budget and Posting to PARIS:

A copy of the proposed 2023 budget had been provided to members prior to the meeting. Mrs. Davis gave an overview of the budget to the board members. A motion was made by Mr. Kernan to approve the proposed 2023 budget and to post on PARIS. Seconded by Mr. Brusso. Members, Brusso and Kernan voted "Yea". Motion carried.

Adjournment:

A motion to adjourn the meeting was made by Mr. Kernan and seconded by Mr. Brusso. Motion carried. The meeting adjourned at 1:50 P.M.

Respectfully submitted,

Robert E. Kernan, Jr. Secretary

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA

One DiPronio Drive

Waterloo, NY 13165

Phone (315) 539-1725

Fax (315) 539-4340

SCFC Governance Committee's 2022 Evaluation

The SCFC Governance Committee is required to report to the SCFC Board, at least annually, any proposed changes to the Governance Charter or the Governance guidelines.

There are no proposed changes to the Governance Charter or the Governance Guidelines at this time.

There were no documents disposed of, other than valueless records, per the Records and Retention Policy. All records are disposed of via paper shredding.

The Governance Committee had one meeting in 2022 which they completed the following and provided their recommendations to the full board

- Review of Established Policies
- Nominations of Officers for 2023

Submitted:

SCFC Governance Committee

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA

One DiPronio Drive

Waterloo, NY 13165

Phone (315) 539-1725

Fax (315) 539-4340

Resolution # 2023 – 1**Seneca County Funding Corporation****Designation of Banking Institution**

RESOLVED, that the Seneca County Funding Corporation does hereby designate the following banks as the institutions to be used for banking purposes during year 2023 :

Chemung Canal Trust Company

Community Bank, NA

M&T Bank

Five Star Bank

Generations Bank

Lyons National Bank

Generations Commercial Bank

Savannah Bank, NA

The above resolution was approved by the Seneca County Funding Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[]	[]	[]	[]
Robert Kernan	[]	[]	[]	[]

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA
One DiPronio Drive
Waterloo, NY 13165

Phone (315) 539-1725
Fax (315) 539-4340

Resolution # 2023 – 2

Seneca County Funding Corporation

Designation of Persons Authorized to Sign Corporation Checks

RESOLVED, that the following individuals be authorized to sign checks issued by the Seneca County Funding Corporation during year 2023 :

- Chairman
- Vice Chairman
- Secretary
- Treasurer
- Executive Director
- CEO

Checks over \$5,000 require two signatures and shall be signed by the Executive Director and one officer

The above resolution was approved by the Seneca County Funding Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[]	[]	[]	[]
Robert Kernan	[]	[]	[]	[]

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA

One DiPronio Drive

Waterloo, NY 13165

Phone (315) 539-1725

Fax (315) 539-4340

Resolution # 2023 -3

Seneca County Funding Corporation

Designation of Legal Counsel

RESOLVED, that the Seneca County Funding Corporation will utilize the following attorneys
for the year 2023 :

The Halpin Law Firm

The above resolution was approved by the Seneca County Funding Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[]	[]	[]	[]
Robert Kernan	[]	[]	[]	[]

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA

One DiPronio Drive

Waterloo, NY 13165

Phone (315) 539-1725

Fax (315) 539-4340

Resolution # 2023 -4

Seneca County Funding Corporation

Designation of Auditor

RESOLVED, that the Seneca County Funding Corporation will utilize the following audit firm for the year 2023 :

Raymond F. Wager, CPA, P.C., a division of Mengel Metzger Barr & Co. LLP

The above resolution was approved by the Seneca County Funding Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[]	[]	[]	[]
Robert Kernan	[]	[]	[]	[]

SENECA COUNTY FUNDING CORPORATION

c/o Seneca County IDA

One DiPronio Drive

Waterloo, NY 13165

Phone (315) 539-1725

Fax (315) 539-4340

Resolution # 2023-5**Seneca County Funding Corporation****Appointment of Chief Executive Officer / Chief Financial Officer**

RESOLVED, that the Seneca County Funding Corporation hereby appoints the Chief Executive Officer / Chief Financial Officer as

Sarah R. Davis

The above resolution was approved by the Seneca County Funding Corporation on February 2, 2023

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[]	[]	[]	[]
Robert Kernan	[]	[]	[]	[]