



Meeting Agenda – Governance & Nominating Committee

Genesee Gateway Local Development Corp.

Thursday, March 2, 2023, 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	
2-5	2. Chairman’s Report & Activities 2a. Agenda Additions / Other Business 2b. Minutes: May 31, 2022	S. Noble-Moag	Vote
6	3. Discussions / Official Recommendations to the Board: 3a. Board Self-Evaluation Process/Questionnaire	L. Farrell	Discussion
	3b. Authority Self-Evaluation of Prior Year Performance	L. Farrell / M. Masse	Disc / Vote
7-8	3c. Mission Statement & Measurement Report	L. Farrell / M. Masse	Disc / Vote
	4. Adjournment	S. Noble-Moag	Vote



GGLDC Governance & Nominating Committee Meeting

Tuesday, May 31, 2022

Location: Electronically

10:30 a.m.

MINUTES

ATTENDANCE

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

1. CALL TO ORDER / ENTER PUBLIC SESSION

S. Noble-Moag called the meeting to order at 10:38 a.m. via conference call / video conference.

Governor Kathy Hochul signed legislation (S.50001 / A.40001) on September 2, 2021 extending virtual access to public meetings under NYS's Open Meetings Law, which allows virtual participation in local government meetings during the COVID-19 pandemic. This meeting is being held electronically via conference call / video conference instead of a public meeting open for the public to attend in person.

2. CHAIRMAN'S REPORT & ACTIVITIES

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

2b. Minutes: February 3, 2022

C. Yunker made a motion to approve the February 3, 2022 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.

3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD

3a. Officer Appointments – The current slate of officers is set to expire on June 30th. It is suggested to appoint the following slate of officers:

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

2b

2

C. Yunker made a motion to recommend approval to the full Board the reapproval of the current slate of officers; 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.

3b. 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. No changes to this authorization are being suggested at this time.

D. Cunningham made a motion to recommend to the full Board the approval of the authorized individuals to obtain bank account information 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.

3c. 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.

D. Cunningham made a motion to recommend to the full Board the approval of the authorized signers of contracts, agreements, etc. 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.

3d. 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.

C. Yunker made a motion to recommend to the full Board the approval of the Authorized Bank Signers 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.

P. Zeliff joined the meeting at 10:40.

3e. Board Member Attendance –GGLDC Board member attendance for 2021 and 2022 year to date was provided with meeting materials for review and discussion by the Committee. No discussion took place.

3f. Code of Ethics – L. Farrell stated that the Committee reviews this policy annually. No changes are being recommended; therefore no vote is required. S. Noble-Moag concurred with the importance of reviewing this policy annually to ensure that the Agency, along with the officers and staff, comply and adhere to the Code of Ethics.

3g. Board Member Evaluation - Evaluations have been completed and received by the Board Chair. The evaluation results were provided with meeting materials. All members completed the evaluation and there are no concerns for discussion.

3h. Procurement Policies & Procedures - L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

C. Yunker made a motion to recommend to the full Board the approval of the Procurement Policies & Procedures 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.

3i. Investment Policy- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

C. Yunker made a motion to recommend to the full Board the approval of the Investment Policy 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.

3j. Disposition of Property Guidelines- L. Farrell shared that this policy is required to be reviewed annually. There are no changes being recommended.

C. Yunker made a motion to recommend to the full Board the approval of the Disposition of Property Guidelines as presented; the motion was seconded by D. Cunningham. Roll call resulted as follows:

- D. Cunningham - Yes
- G. Torrey - Absent
- C. Yunker - Yes

2b

4

S. Noble-Moag - Yes

The item was approved as presented.

3k. Governance & Nominating Committee Charter - L. Farrell shared that this charter is required to be reviewed annually. There has been a change in the Charter that has not been approved by the full Board. Therefore, a vote is required. The change was highlighted in yellow on page 35 of the meeting materials.

D. Cunningham made a motion to recommend to the full Board the approval of the Governance & Nominating Committee Charter with the above-mentioned change; 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.

3l. Committee Self-Evaluation- The Committee evaluated its responsibilities and ability to carry out those responsibilities. The Committee is carrying out its duties in line with the Committee Charter.

4. ADJOURNMENT

As there was no further business, C. Yunker made a motion to adjourn at 10:56 a.m., seconded by D. Cunningham, and passed unanimously.

2b

5

Authority Self-Evaluation of Prior Year Performance

Local Public Authority Name: Genesee Gateway Local Development Corporation (GGLDC)

2022 Measurements:

1. Actively maintain and enhance shovel-ready and high-tech commercialization assets owned by GGLDC in Genesee County.
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.
3. Support the GCEDC's efforts in workforce training and development and innovation/entrepreneurship.
4. Act as good stewards on behalf of the County and its Stakeholders, promoting collaborative efforts, accountability and communication.

2022 Budgeted goals versus actual results:

1. In 2022, the GGLDC continued to actively market and promote all of its shovel-ready and high-tech commercialization assets, while performing normal maintenance such as mowing, building maintenance and sign care. The GGLDC is also constantly reviewing the industry requirements of companies to ensure that our corporate business parks have the necessary infrastructure to be competitive and meet those potential companies' needs.
2. Supported the GCEDC economic development and selling processes, helping to facilitate capital investment and job creation commitments and tax base enhancement in the community. Proposed land sales for projects at the Genesee Valley Agri-Business Park and the MedTech Park.
3. Supported the GCEDC's efforts in workforce training and development and innovation/entrepreneurship by utilizing the revenue received from solar projects to fund workforce training initiatives.
4. The GGLDC continues to communicate with all stakeholders in the County. The GGLDC also looks for opportunities to partner with local organizations on potential workforce projects that support our current manufacturing base while planning for the workforce for future projects at STAMP that do not exist yet.

Local Public Authority Name: Genesee Gateway Local Development Corporation (GGLDC)

Fiscal Year: January 1, 2023 – December 31, 2023

Enabling Legislation (enables Local Public Authority Mission Statement): LDCs are formed and empowered to conduct certain projects pursuant to Not-For-Profit Corporation Law § 1411. Distinguished from IDAs (which exist as public benefit corporations), LDCs are established as charitable corporations that are empowered to construct, acquire, rehabilitate and improve for use by others, industrial or manufacturing plants in the territory in which its operations are principally to be conducted (“Benefited Territory”) and to make loans. LDCs can provide financial assistance for the construction, acquisition, rehabilitation, improvement, and maintenance of facilities for others in its Benefited Territory. Specific LDC powers include the ability to: (i) disseminate information and furnish advice, technical assistance and liaison services to Federal, State and local authorities; (ii) to acquire by purchase, lease, gift, bequest, devise or otherwise, real or personal property; and (iii) to borrow money and to issue negotiable bonds, notes and other obligations. LDCs are empowered to sell, lease, mortgage or otherwise dispose of or encumber facilities or any real or personal property or any interest therein.

Mission Statement: GGLDC's mission is to assist local economic development efforts by making real estate development investments to bolster shovel-ready tech and industrial park development and to provide tax and other related financial assistance to commercially viable projects in Genesee County thereby enabling the continued development of a sustainable long-term economy.

2023 Measurements:

1. Actively maintain and enhance shovel-ready and high-tech commercialization assets owned by GGLDC in Genesee County.
2. Support the GCEDC economic development and selling process helping to facilitate capital investment and job creation commitments and tax base enhancement in the community.
3. Support the GCEDC’s efforts in workforce training and development and innovation/entrepreneurship.
4. Act as good stewards on behalf of the County and its Stakeholders, promoting collaborative efforts, accountability and communication.

Authority Stakeholder(s): Genesee County Legislature

Authority Beneficiaries: The residents and taxing jurisdictions of Genesee County

Authority Customers: The Business Community of Genesee County

Authority self-evaluation of prior year performance (based upon established measurements): To Be provided by March 31, 2024 related to 2023 performance.

Governance Certification:

1. Have the Board members acknowledged that they have read and understood the mission of the public authority?

Board of Directors Response: Yes

2. Who has the power to appoint management of the public authority?

Board of Directors Response: The Board of Directors

3. If the Board appoints management, do you have a policy you follow when appointing the management of the public authority.

Board of Directors Response: The Board has not adopted a final, written policy; however, the Board follows the prudent and reasonable past practice of appointing responsible individuals.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

Board of Directors Response: The role of the Board regarding the implementation of the public authority's mission is to provide strategic input, guidance, oversight, mission authorization, policy setting and validation of the authority's mission, measurements and results. The role of management is to collaborate with the Board in strategy development / strategy authorization and to implement established programs, processes, activities and policies to achieve the public authority's mission.

5. Has the Board acknowledged that they have read and understood the response to each of these questions?

Board of Directors Response: Yes