



**Meeting Agenda – Governance & Nominating Committee**  
 Genesee Gateway Local Development Corp.  
 Thursday, March 7, 2024, 3:00 p.m.  
 Location: 99 MedTech Drive, Innovation Zone

Page #	Topic	Discussion Leader	Desired Outcome
	<b>1. Call to Order – Enter Public Session</b>	S. Noble-Moag	
2-3	<b>2. Chairman’s Report &amp; Activities</b> 2a. Agenda Additions / Other Business 2b. Minutes: June 1, 2023	S. Noble-Moag	Vote
4-5	<b>3. Discussions / Official Recommendations to the Board:</b> 3a. Board Self-Evaluation Process	L. Farrell	Discussion
6	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  
Thursday, June 1, 2023  
Location – 99 MedTech Drive, Innovation Zone  
3:00 p.m.**

**MINUTES**

**ATTENDANCE**

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

**1. CALL TO ORDER / ENTER PUBLIC SESSION**

S. Noble-Moag called the meeting to order at 3:13 p.m. in the Innovation Zone.

**2. CHAIRMAN'S REPORT & ACTIVITIES**

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

**2b. Minutes: May 4, 2023**

**D. Cunningham made a motion to approve the May 4, 2023 meeting minutes as presented; the motion was seconded by G. Torrey. Roll call resulted as follows:**

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

**The item was approved as presented.**

**3. DISCUSSIONS / OFFICIAL RECOMMENDATIONS TO THE BOARD**

**3a. Code of Ethics** – L. Farrell stated that the Committee reviews this policy annually. No changes are being recommended; therefore no vote is required.

**3b. Procurement Policies & Procedures**- 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 G. Torrey. Roll call resulted as follows:**

D. Cunningham - Yes

G. Torrey - Yes  
C. Yunker - Yes  
S. Noble-Moag - Yes

The item was approved as presented.

**3c. Investment Policy-** 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 G. Torrey. Roll call resulted as follows:**

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

The item was approved as presented.

**3d. Disposition of Property Guidelines-** 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 G. Torrey. Roll call resulted as follows:**

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

The item was approved as presented.

**3e. Governance & Nominating Committee Charter-** This charter is required to be reviewed annually. No changes are being recommended; therefore no vote is required.

**3f. Committee Self-Evaluation-** The Committee evaluated its' responsibilities and ability to carry out those responsibilities during Executive Session. The Committee feels as if it is carrying out its' duties and is in line with the Committee Charter.

**4. ADJOURNMENT**

As there was no further business, D. Cunningham made a motion to adjourn at 3:18 p.m., seconded by C. Yunker, and passed unanimously.

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## Authorities Budget Office Policy Guidance



**No.** 10-05

**Date Issued:** October 26, 2010

**Supersedes:** New

**Subject:** Annual Board of Directors Evaluation

**Statutory Citation:** Public Authorities Law sections 2800(1)(a)(15) and 2800(2)(a)(15) and Section 2824(7)

**Provision:** The 2009 Public Authorities Reform Act requires that the board of every state and local public authority conduct an annual evaluation of its performance. Board member comments are protected from disclosure under Article 6 of Public Officers Law, but the results of the assessment are to be provided to the ABO.

**Authorities Budget Office Policy Guidance:** Board members must be committed to the highest standards of corporate governance. The board must hold itself accountable to the mission of the authority and the public interest. This annual assessment is a reminder to each board member of his or her duties, why those responsibilities are important, and whether they are performing those duties appropriately. The evaluation provides an opportunity for board members to measure their individual and collective effectiveness, determine if they are following their own policies and procedures, identify areas for board improvement, and to compare how their evaluation of the board's performance compares to that of other board members. This annual evaluation can be a learning tool to educate board members and build a well functioning board.

The Authorities Budget Office recommends that each board member annually perform his/her own evaluation of the whole board. The evaluation should be conducted confidentially with the results compiled by the governance committee. Furthermore, the ABO consulted with the Committee on Open Government, which advised that a board discussion of its performance "would constitute a matter made confidential, by state law that, therefore, could be conducted in private."

To the extent that the results of this evaluation demonstrate the need for the board to improve its performance, amend its practices or procedures, or clarify its expectations of board members, the board is expected to implement suitable corrective actions immediately.

The Authorities Budget Office has developed the following model board evaluation tool that can be adopted by public authorities to meet the needs of their boards of directors. This document should be completed by each board member.

**Confidential Evaluation of Board Performance**

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree	Comments:
1 Board members have a shared understanding of the mission and purpose of the authority.					
2 The policies, practices and decisions of the Board are always consistent with this mission.					
3 Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.					
4 The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.					
5 The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.					
6 The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.					
7 Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.					
8 Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.					
9 The Board meets to review and approval all documents and reports prior to public release and is confident that the information being presented is accurate and complete.					
10 The Board knows that statutory obligations of the Authority and if the Authority is in compliance with state law.					
11 Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.					
12 Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.					
13 Individual Board members feel empowered to delay votes, defer agenda items, or table actions they feel additional information or discussion is required.					
14 The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.					
15 The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.					
16 Board members demonstrate leadership and vision and work respectfully with each other.					
<b>Additional Comments:</b>					
<b>Date Completed:</b>		<b>Entity: GCEDC / GGLDC / GCFC</b>			
		<b>(circle one)</b>			

## Authority Self-Evaluation of Prior Year Performance

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

### **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.

### **2023 Budgeted goals versus actual results:**

1. In 2023, 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, 2024 – December 31, 2024

**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.

**2024 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, 2025 related to 2024 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