

**Jefferson County Industrial Development Agency
Governance Committee Meeting Minutes
October 15, 2021**

The JCIDA governance committee meeting was in the board room at 800 Starbuck Avenue, Watertown, NY on Friday, October 15, 2021.

Present: W. Edward Walldroff, William Johnson
Zoom: Paul Warneck

Excused: None

Absent: None

Also Present: David Zembiec, Peggy Sampson, Marshall Weir

- I. **Call to Order:** Mr. Walldroff called the meeting to order at 8:19 a.m.
- II. **Proposed Bylaws:** Committee members reviewed the proposed bylaws. The proposed change is to add the immediate past chairman to the executive committee as suggested at the last board meeting.

A motion was made by Mr. Warneck to move the proposed bylaws to the full board of directors, seconded by Mr. Johnson. All in favor.

- III. **Review Mission Statement/Performance Measurements:** Committee members reviewed the current mission statement. There were no updates/changes made. Staff is currently gathering the results from the previous year's goals and will update the performance measurement form when employment numbers are received.
- IV. **Review Current/Proposed Policies and Procedures:** It was noted that there were no changes made to the Disposition of Real Property Guidelines nor the Procurement Policy. The Financial Internal Controls were updated to reflect a title change for a staff member (Office Assistant to Finance Assistant).

After review and discussion, a motion was made by Mr. Warneck to recommend approval of the Investment Policy with Financial Internal Controls to the full board of directors, seconded by Mr. Johnson. All in favor.

- V. **Annual Confidential Board Evaluations:** Committee members reviewed the summary results of confidential evaluation of board performance. Mr. Walldroff commented on the improvement and said it looks good. Mr. Warneck commented on #3 (Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles) by saying that the board has shown that they know it and referenced work on the YMCA and Convalt projects. He said that there is clear improvement from everyone from the previous year. He said he particularly likes the sharing of information.

Mr. Walldroff said that the results are not lopsided even though there are a lot of varying opinions. He said that it shows give and take and makes it more realistic and credible.

After review and discussion, a motion was made by Mr. Johnson to send the results to the full board of directors, seconded by Mr. Warneck. All in favor.

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VI. Other

- a. Local Labor Policy** – Mr. Zembiec said that he took a few examples from Clinton and Cayuga IDAs and merged them together to create a starting point for our proposed policy. He said that he has been communicating with local labor reps and Cheryl Mayforth and is waiting for language from a union rep regarding apprenticeships.

Mr. Warneck asked if the policy will deal with local construction companies that have out of town employees (i.e., Bette Cring). Mr. Zembiec said the policy will include adjacent counties as local. He said that he will keep everyone informed while we continue to develop the policy.

- VII. Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Mr. Johnson, seconded by Mr. Warneck. The meeting adjourned at 8:37 a.m.