

**Jefferson County Local Development Corporation
Governance Committee Meeting Minutes
October 15, 2021**

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

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

Excused: None

Also Present: David Zembiec, Peggy Sampson, Marshall Weir

- I. **Call to Order:** Mr. Walldroff called the meeting to order at 8:05 a.m.
- II. **Proposed Bylaws:** Committee members reviewed the proposed bylaws. Mr. Zembiec said that the Executive Committee has been defined and includes adding the immediate past chairman to the 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. Ms. Sampson said that 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. Gardner to recommend approval of the proposed Investment Policy with Financial Internal Controls to the full board of directors, seconded by Mr. Warneck. All in favor.

- V. **Annual Confidential Board Evaluations:** Committee members reviewed the summary results of confidential evaluation of board performance. Mr. Warneck said that there is significant improvement over last year. He said that improvement came from Mr. Zembiec for the way he interacts with the board about what is going on. Mr. Johnson agreed that the summary results look good.

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.

- VI. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Mr. Warneck, seconded by Mr. Gardner. The meeting adjourned at 8:17 a.m.