

**ST. LAWRENCE COUNTY IDA
CIVIC DEVELOPMENT CORPORATION**

GOVERNANCE COMMITTEE MEETING

MARCH 22, 2019

1. Call to Order
The Committee meeting is called to order at 1:34 PM, with Committee members Lynn Blevins and Mark Hall. Also present are IDA Staff Patrick Kelly and Lori Sibley.
2. Governance Documents
 - i. Review of the Compensation, Reimbursement and Attendance Policy.
Mr. Hall suggests the word “pleasure” be replaced with “discretion” in paragraphs 1 and 2 and add the word “Board” after Authority in paragraph 2. Mr. Blevins agrees to the revisions. The recommended changes will be brought to the full board for review.
 - ii. Review of the Whistleblower Policy & Procedures.
No changes noted.
 - iii. Review of Code of Ethics
No changes noted.
 - iv. Review of Defense & Indemnification Policy.
No changes noted.
 - v. Review of Disposition of Real Property Guidelines.
No changes noted.
3. Current Policies
 - i. Financial Disclosure
Ms. Sibley reviews the FY2018 Statement of Financial Disclosure with the committee members. The form is modeled after the questionnaire provided by the St. Lawrence County Ethics Board. No changes noted. As required by Public Authorities Law, Board Members, Executives and Staff will complete the forms again this year and forward them to the St. Lawrence County Board of Ethics before the March 31st deadline.
4. Executive Session
 - i. *The Committee moves to Executive Session at 1:49 PM to discuss the Board Self-Evaluation forms. The Committee returns to Regular Session at 2:00 PM.*
5. General Discussion
 - i. Mission and Performance Review

Mr. Kelly reviews the current mission statement and performance goals with the committee. As a guide, he references the policy provided by the Authorities Budget Office pertaining to Public Authority Mission Statements and Measurement Reports. After review and discussion, the committee decides there are no changes needed at this time. However, Mr. Hall notes that the guidelines are written as such that they are used as a “guide” and can be altered from time-to-time, based on Board approval. The committee adds that they are pleased with the performance review for 2018.

FY2018 annual audit is complete. The Audit and Finance committee will meet on March 26th to discuss the audit in further detail and will be brought to the full board for review and approval at the next scheduled meeting.

6. Adjournment

Meeting adjourns at 2:12 PM.