

**GOVERNANCE COMMITTEE MEETING
OF THE
ST. LAWRENCE COUNTY IDA
IDA OFFICE, MAIN CONFERENCE ROOM
OCTOBER 25, 2019**

1. Call to Order

The Committee Meeting is called to order at 12:03 PM, with Committee members Blevins (Chair), LaBaff, and Hall present. Patrick Kelly and Lori Sibley are also present.

2. Governance Documents

i. 2019 Review of Conflicts of Interest Policy.

The Committee members review the existing Policy and the ABO model Conflicts of Interest and determine there are no recommended changes at this time. Mr. Hall and Mr. LaBaff motion to move the resolution for full board consideration.

ii. 2019 Review of Assessment of Internal Controls.

The Committee reviews the current policy and the provided ABO Guidance. Ms. Sibley notes a change in payroll companies that occurred over the past year that should be modified and reflected in the 2019 policy. Mr. Hall and Mr. LaBaff motion to accept the modification to the Internal Controls Assessment. Committee members agree the structure appears to be sufficient to meet internal control objectives and unanimously agree to move these revisions to the full board for consideration.

iii. 2019 Review of Procurement Policy.

Committee members review the current Procurement Policy and the current ABO guidelines. While reviewing the current policy, discussion ensues regarding the thresholds for expenditures and the various steps that need to be taken at each expenditure level. As amounts have not changed much over the years and it might be time to re-evaluate the current threshold limits. Mr. Hall mentions that the Town of Fine recently raised their amounts. The Committee requests time for additional research to be conducted before considering an amendment of the guidelines to the current procurement policy. At this time there are no recommended changes to the current policy. Mr. Hall and Mr. LaBaff motion to move the resolution, as is, to the full board for consideration.

3. Current Policies

2019 Review of Sexual Harassment Policy.

While reviewing the current policy and new mandates required by New York State Law, the committee determines there are no recommended changes to the current policy at this time. Mr. Kelly adds that all staff participated in the required annual training on September 19, 2019. Committee members unanimously accept and move this resolution to the full board for consideration.

4. Executive Session

The Committee moves to Executive Session at 12:29 PM to discuss the financial and credit history of a particular corporation, upon the motion of Hall/LaBaff. The Committee returns to Regular Session at 12:40 PM, upon the motion of LaBaff/Hall.

5. General Discussion

Mr. Kelly reviews the ABO guidelines, issued June 3, 2019, relative to IDA Project's Website Posting Regulations and shows the level of detail that will be provided on the site as he shows an example of a completed project with all of the forms attached. The committee reviews the project example and discusses the steps necessary to be in compliance with the regulations. The staff is currently working on updating each of the IDA project activity reports to include all of the required documents for website posting.

The committee discusses a recent request by a board member to delay the regular board meeting start time by 30 minutes to allow more time for travel in the morning, particularly in the winter months. Discussion ensues and the members agree that a recommendation to begin the regular board meetings at 9:00 AM, rather than 8:30, should be forwarded to the full board for approval.

6. Adjournment

Hall/LaBaff motion to adjourn at 1:03 PM.