

ST. LAWRENCE COUNTY IDA

GOVERNANCE COMMITTEE MEETING

MARCH 22, 2022

1. Call to Order

The Committee meeting is called to order at 12:01 PM, with Committee members Lynn Blevins- Chair (teleconference), Ernest LaBaff (teleconference, and Mark Hall (present). Patrick Kelly, Kimberly Gilbert, and Lori Sibley are also present.

2. Governance Documents : *Mr. LaBaff/Mr. Hall motion/second, all in favor of the below reviews*

i. Review of the Compensation, Reimbursement, and Attendance Policy

No major changes noted, however, on the “Therefore be it resolved,” the word “Agency” has been inadvertently left off. This will be corrected in the resolution to go to the full board. At the end of the first paragraph it states approval of the “Board.” Mr. Hall recommends changing “Board” to “Authority” to make clear that it is the IDA board to which the statement refers. The other members agree.

ii. Review of the Whistleblower Policy & Procedures

No major changes noted, however, on the “Therefore be it resolved,” the word “Agency” has been inadvertently left off. This will be corrected in the resolution to go to the full board. Mr. Hall recommends that the document have page breaks inserted before and after sections to have a better flow for the reader. Members agree, formats will be amended to eliminate “orphaned” paragraphs.

iii. Review of Code of Ethics

No major changes noted, however, on the “Therefore be it resolved,” the word “Agency” has been inadvertently left off. This will be corrected in the resolution to go to the full board. Mr. Hall recommends again that the document have page breaks inserted before and after sections to have a better flow for the reader. Members agree, and the formats will be amended.

iv. Review of Defense & Indemnification Policy

No changes noted.

v. Review of Disposition of Real Property Guidelines.

No changes noted.

3. Current Policies

Financial Disclosure

Mr. Kelly reviews the FY2021 Statement of Financial Disclosure with the committee. No changes noted. As required by Public Authorities Law, IDA Board Members, Executives and Staff are required to complete the forms again this year to be forwarded to the St. Lawrence County Board of Ethics.

4. Executive Session

Mr. LaBaff/Mr. Hall motion/second to move to Executive Session at 12:09 PM. Mr. LaBaff/Mr. Hall motion/second for the Committee to return to Regular Session at 12:24 PM.

5. General Discussion

Mission and Performance Review

Mr. Kelly reviews the current mission statement and performance goals with the committee. After review and discussion, the committee decides there are no changes needed to the Mission and Performance Review at this time. LaBaff/Hall accept the report. An official review and discussion period will be made available at the full board meeting.

The IDA Employee Handbook is reviewed and updated to define employees to be exempt and non-exempt employees. All current employees will be categorized as exempt or salaried positions eliminating compensatory time earned. Also changed are the methodology for time accruals. These will now be represented in days that are earned on the employee's anniversary date instead of being calculated as bi-weekly accruals. The overall amounts of time off will remain the same. An additional change to the handbook adds a stipend to be paid to employees for the work they perform for the affiliated entities above and beyond the standard 7-hour IDA workday. It now states that IDA employees will work a standard 35-hour work week with an additional stipend to be paid by an affiliated agency for 2.5 hours of additional work to be performed each week.

Mr. LaBaff makes a motion, seconded by Mr. Hall to bring the revised handbook and all other policies reviewed at the meeting to the IDA board for review and approval at the next IDA meeting.

Corrective Action Plan for the Comptroller's office. Mr. Kelly reviews the following recommendations from the OSC review and the proposed corrective actions to be taken:

The Board and SLCIDA officials should:

1. Develop procedures to ensure current employment information provided in project applications is supported by adequate documentation.

2. Ensure that reported employment levels are verified and supported by NYS-45 forms or other documentation.
3. Develop procedures to ensure capital investment information is reported in annual certification reports and is verified and supported. This information should be provided to the Board for evaluation and compared to project goals as stated in applications.

St. Lawrence County Industrial Development Agency Corrective Action Plan:

1. In cases where current employment information is not otherwise available, the SLCIDA will add request in project application for verification of employment information. This request has been added to our current application.
2. In cases where NYS-45 information is not suitable as verification for employment levels (as was the case in only one of the ten projects reviewed in the report) seek additional verification or certification of the job numbers reported.
3. The SLCIDA erroneously removed the certification of capital expenditure from its Annual Certification Statement and has reinserted the certification back into the Statement. The SLCIDA will also continue with its efforts of site visits, project documentation, and ongoing contact management to verify project development and completion activities.

Mr. LaBaff makes a motion, seconded by Mr. Hall to approve sending the Corrective Action Plan for the Comptroller's office forward.

4. Adjournment

Mr. LaBaff makes a motion, seconded by Mr. Blevins, to adjourn. The meeting adjourns at 12:34 PM.