

**ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY
CIVIC DEVELOPMENT CORPORATION
~ Meeting of March 28, 2017**

CALL TO ORDER: Chairman Staples called the meeting to order at 10:38 AM at the IDA office, Ernest J. LaBaff Industrial Building, Canton.

ROLL CALL:

Blevins	Present	Hooper	Present
Hall.....	Present	LaBaff.....	Present
McMahon	Absent	Staples.....	Present
Weekes	Absent		

SLCIDA-CDC Chairman Mr. Staples announces there is a quorum.

Others: SLCIDA Staff (Patrick Kelly, Thomas Plastino, Kimberly Gilbert, Richard Williams and Lori Sibley); SLCIDA-CDC Counsel (Andrew W. Silver, Esq.)

PUBLIC NOTICE: Public notifications sent March 22, 2017 to, at a minimum: newspapers designated for the publication of local laws and other matters required by law to be published; additional local media sources and websites.

PUBLIC COMMENT: None

APPROVAL OF MINUTES: Motion to accept the minutes of the February 16, 2017 meeting by Mr. Blevins, seconded by Mr. LaBaff. Carried unanimously.

FINANCIAL REPORTS: Motion to accept the December 2016 financial reports by Mr. Hall, seconded by Mr. Blevins. Mrs. Gilbert notes that the financials match back to the audit. Carried unanimously.

COMMITTEE REPORTS:

Chairman of the Audit & Finance Committee, Mr. Hall reports that the committee met with the Lead Auditor of Pinto, Mucenski, Hooper, VanHouse & Company this morning and reviewed the details of the FY2016 audit. In summary, the audit for the St. Lawrence County IDA-CDC was a clean report.

Chairman of the Governance Committee, Lynn Blevins, reports the committee met earlier this month and among many items for review included the initial policy resolutions and board member evaluations. Many of the materials in today's meeting packet were brought forward for full board action by this Committee.

STAFF REPORT: Mr. Kelly reports the following:

Clarkson University: The St. Lawrence County Finance Committee unanimously approved the bond resolution to be presented to the Board of Legislators at their April 3rd Board Meeting. At the Finance Committee Meeting Mr. Kelly was asked a few questions by the Board. One question pertained to the fee structure and how much flexibility we have in adjusting the fee charged our clients. A Public Hearing is scheduled for Thursday, March 30th at the Civic Center in Potsdam. Mr. LaBaff reminds the CDC Board Members of the amount of money generated by the colleges and universities into our area and our local businesses.

St. Lawrence County Chamber of Commerce: Mr. Kelly invites the board to attend a breakfast meeting with the Chamber on Thursday, March 30th as the St. Lawrence County IDA – Civic Development Corporation will be presented an award by the Chamber as a thank you for the CDC's efforts to assist the Chamber.

OLD BUSINESS: None

NEW BUSINESS:

Resolution CDC-17-03-04: Annual Review of Compensation, Reimbursement and Attendance. Mr. Kelly notes that the Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-17-03-04, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution CDC-17-03-05: Annual Review of Whistleblower Policy and Procedures. Mr. Blevins, Chairman of the Governance Committee, reports that the policy was reviewed by the committee and notes inadvertent inconsistency within the ABO's model policy guidance, particularly where terms used to reference the board of directors are used interchangeably, rather than consistently. Since the Authority is urged to follow the model ABO guidelines, there are no changes recommended. Mr. LaBaff motions to approve Resolution CDC-17-03-05, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution CDC-17-03-06: Annual Review of Defense and Indemnification Policy. Mr. Kelly notes the Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-17-03-06, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution CDC-17-03-07: Annual Review of Code of Ethics: Mr. Blevins reports that the policy was reviewed by the committee and notes inadvertent inconsistency within the ABO's model policy guidance (as referenced above in the Whistleblower Policy and Procedures). There are no changes recommended at this time. Mr. LaBaff motions to approve Resolution CDC-17-03-07, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution CDC-17-03-08: Accepting FY2016 Audit: Mrs. Gilbert provides a brief overview of the audit. Mr. LaBaff motions to approve Resolution CDC-17-03-08, seconded by Mr. Hall. The motion is approved by unanimous vote.

2016 Mission and Performance Report: Mr. Kelly reviews the 2016 Mission and Performance Report, noting the report is sent annually to the Board of Legislators and is included in PARIS reporting to the Authorities Budget Office. Mr. LaBaff and Mr. Hall motion to accept the report. The motion is approved by unanimous vote.

2016 Annual Report: Mr. Kelly reviews the Annual Report document. Mr. LaBaff and Mr. Hall motion to accept the report. The motion is approved by unanimous vote. Mr. Kelly adds that with this board approval, the Annual Report, Investment Report and Procurement Report will be certified with the Authorities Budget Office prior to the March 31st deadline.

Resolution CDC-17-03-09: Authorizing Modifications to the St. Lawrence County IDA-CDC FY 2016 Budget. Mr. Kelly notes that the numbers are reconciled with the audit. Mr. LaBaff motions to accept Resolution CDC-17-03-09, seconded by Mr. Blevins. The motion is approved by unanimous vote.

ADJOURNMENT: A motion to adjourn is made by Mr. Blevins, seconded by Mr. Hall. The meeting adjourns at 10:48 AM by unanimous vote.

(Mr.) Lynn Blevins, Secretary