

**GOVERNANCE COMMITTEE MEETING
OF THE
ST. LAWRENCE COUNTY IDA
LOCAL DEVELOPMENT CORPORATION**

IDA OFFICE, MAIN CONFERENCE ROOM

OCTOBER 15, 2018

1. Call to Order
 - i. *The Committee Meeting is called to order at 1:03 PM, with Committee members Blevins (Chair), LaBaff, and Hall present. Patrick Kelly and Lori Sibley are also present.*

2. Governance Documents
 - i. 2018 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. 2018 Review of Procurement Policy.
Committee members thoroughly review the current Procurement Policy and the ABO recommendations provided on their website. Mr. Kelly suggests modifying the section of the policy which references local, state and federal government entities qualifying to meet local authority requirements. The Committee agrees to amend the current procurement policy to provide better clarity. Mr. LaBaff and Mr. Hall motion to accept the modifications to the procurement policy and motion to move the amended resolution to the full board for consideration.

 - iii. 2018 Review of Assessment of Internal Controls.
The Committee reviews the current policy and the provided ABO Guidance. Ms. Sibley notes a minor grammatical change to the 2017 policy. Mr. LaBaff and Mr. Hall 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 motion to move these revisions to the full board for consideration.

3. Current Policies
 - i. (Adopt) Sexual Harassment Policy.
With recent State mandates concerning Sexual Harassment Prevention in the workplace, a policy which mirrors the model policy issued by the State, has been structured to meet the requirements established under New York State Law. The committee unanimously motions to approve the Sexual Harassment Policy and authorizes the addition of a Complaint Form as an exhibit to the policy. The resolution will go to the full board for consideration.

ii. (Adopt) Cellular Phone Usage Policy.

Since employees typically carry either a private cellphone or company issued cellphone (or both), a policy is recommended for the proper use of cellphones and other electronic devices while at the workplace. Suggestions are offered by Mr. Hall and all agree to the policy structure. Committee members unanimously motion to bring forward the resolution to the full board for consideration.

4. General Discussion

5. Executive Session

6. Adjournment

Hall/LaBaff motion to adjourn at 1:32 PM.