

**ST. LAWRENCE COUNTY
PROPERTY DEVELOPMENT CORPORATION
~ Meeting of March 26, 2019**

CALL TO ORDER: Chairman Staples called the meeting to order at 10:50 AM at the IDA office, Ernest J. LaBaff Industrial Building, Canton.

ROLL CALL:

Blevins	Absent	Hooper	Present
Hall	Present	LaBaff	Present
McMahon	Absent	Staples	Present
Morrill	Present		

SLC-PDC Chairman Staples announces there is a quorum.

Others: IDA Staff (Patrick Kelly, Kimberly Gilbert, Richard Williams, and Lori Sibley); and IDA-LDC Staff (Thomas Plastino)

PUBLIC NOTICE: Public notifications sent March 18, 2019 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 December 7, 2018 meeting by Mr. LaBaff, seconded by Mr. Reagen. Carried unanimously.

FINANCIAL REPORTS: Motion to accept the November and December 2018 financials by Mr. LaBaff, seconded by Mr. Reagen.

COMMITTEE REPORTS: *Audit Committee:* Mr. Staples references an audit committee meeting held this morning with the audit firm of Pinto, Mucenski, Hooper, VanHouse, & Co. and adds that the audit was clean and complete with no issues. *Governance Committee:* In the absence of Mr. Blevins (Chairman of the Audit Committee), Mr. Hall reports that the committee met March 22nd and reviewed the policies contained in today's meeting packet.

STAFF REPORT:

Mr. Kelly reports that the SLCPCDC is working on registering as a charitable organization. This may be of value should any taxable entities wish to donate property to the Corporation.

Mr. LaBaff notices the Walmart truck parked out behind the building. Mr. Kelly states that Parker Maple, a tenant in the building, has started distributing product to Walmart. Mr. LaBaff notes this is a positive venture for Parker Maple.

OLD BUSINESS: None

NEW BUSINESS:

Resolution PDC-19-03-01: Annual Review of Compensation, Reimbursement and Attendance Policy: Mr. Kelly notes that based on the report issued by Mr. Hall on behalf of the Governance Committee, the policy has been reviewed and minimal grammatical changes are recommended. Mr. LaBaff motions to approve the revised Compensation, Reimbursement and Attendance Policy Resolution PDC-19-03-01, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-19-03-02: Annual Review of Whistleblower Policy and Procedures Mr. Kelly notes the Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution PDC-19-03-02, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-19-03-03: 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 PDC-19-03-03, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-19-03-04: Annual Review of Code of Ethics: Mr. Kelly notes the Governance Committee has reviewed the policy and recommends no changes. Mr. LaBaff motions to approve Resolution PDC-19-03-04, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-19-03-05: 2019 Review of Disposition of Real Property Guidelines and 2018 Report of Property: Mr. LaBaff motions to approve Resolution PDC-19-03-05, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-19-03-06: Accepting FY2018 SLCPDC Audit: Mrs. Gilbert reviews the audit and asks if there are any additional questions. With no further questions or comments, Mr. LaBaff motions to approve Resolution PDC-19-03-06, seconded by Mr. Hall. The motion is approved by unanimous vote.

Resolution PDC-19-03-07: Adopting Independence Certification Policy: The Directors of the Corporation have adopted certain guidelines as they pertain to the Independence Certification policy, and each member will execute, a Certificate of Independence in accordance with Not-for-Profit Corporation Law. Mr. LaBaff motions to approve Resolution PDC-19-03-07, seconded by Mr. Hall. The motion is approved by unanimous vote.

2018 Mission and Performance Report: Mr. Kelly reviews the 2018 Mission and Performance Report, which has been provided to the board, 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.

ADJOURNMENT: A motion to adjourn is made by Mr. LaBaff, seconded by Mr. Reagen. The meeting adjourns at 11:10 AM by unanimous vote.

(Mr.) Lynn Blevins, Secretary