

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

NOVEMBER 6, 2020

1. Call to Order

The Committee Meeting is called to order at 12:01 PM, with Committee members Blevins (Chair), LaBaff, and Hall present. Patrick Kelly and Lori Sibley are also present.

2. Governance Documents

i. 2020 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. LaBaff and Mr. Hall motion to move the resolution for full board consideration.

ii. 2020 Review of Assessment of Internal Controls.

The Committee reviews the current policy and the provided ABO Guidance. Each member agrees that the guidelines appear to meet internal control objectives. A determination is made that there are no recommended changes at this time. Mr. Hall and Mr. LaBaff motion to move the resolution for full board consideration.

iii. 2020 Review of Procurement Policy.

Members review the current Procurement Policy and the current ABO guidelines. Discussion ensues regarding the threshold limits and the fact that the amounts have remained the same over the years. To ensure the agency is consistent with current expenditure levels, the committee reviews the limits set by other Agencies and finds that the SLCIDA is lower. The committee suggests an amendment to the guidelines that would reflect levels more consistent with increasing purchase amounts. Mr. Hall and Mr. LaBaff motion to amend the guidelines to the current procurement policy and bring the suggested changes to the full board for consideration.

iv. Review of FOIL Policy

While reviewing the current policy, it was noted that the contact information needs to be updated. Mr. LaBaff and Mr. Hall motion to amend the current FOIL policy and bring the suggested changes to the full board for consideration.

3. Current Policies

i. 2020 Review of Sexual Harassment Policy.

As part of the annual review procedures, the committee reviews the requirements established by New York State Law and 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 in October. Committee members unanimously accept and move this resolution to the full board for consideration.

ii. Records Retention and Disposition Policy & Schedule

To ensure compliance with the policies of the New York State Archives, Ms. Sibley recommends that the Agency establish a records management policy that provides a basis for the maintenance, retention, and storage of official records. In addition to the policy, Ms. Sibley recommends that the Agency provide a summary of the more detailed LGS-1 schedule that was adopted as guidance to the retention and disposition of records for New York Local Government. Mr. Hall and Mr. LaBaff motion to move the resolution for full board consideration.

iii. Review of the Uniform Tax Exemption Policy (“UTEP”)

With several on-going discussions related to renewable energy (particularly solar), and our current UTEP policy being over 20 years old, Mr. Kelly suggests a more thorough review of the current policy to determine if the existing policy meets our current standards. Mr. LaBaff suggests further research with other Agency’s policies to ensure our policy is in line. The committee decides not to make any revisions to the Policy at this time and suggests further review and discussion.

4. Executive Session

The Committee moves to Executive Session at 12:15 PM to discuss the employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal, or removal of a particular person or corporation upon the motion of Hall/LaBaff. The Committee returns to Regular Session at 12:30 PM, upon the motion of LaBaff/Hall.

5. General Discussion

Mr. Kelly reviews the IDA State Disaster Emergency Loan Program Reporting Guidelines and Form and notes that the program is a resource for IDA’s to utilize during the pandemic. After review of the program guidelines, the committee determines that other loan programs available in our region are satisfying the current needs of our loan customers and the aforementioned program will be considered if the need arises.

6. Adjournment

Hall/LaBaff motion to adjourn at 12:35 PM.