

ST. LAWRENCE COUNTY PDC

GOVERNANCE COMMITTEE MEETING

MARCH 22, 2022

1. Call to Order

The Committee meeting is called to order at 12:50 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.

ii. Review of the Whistleblower Policy & Procedures.

No major changes noted, however, 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, 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.

iv. Review of Defense & Indemnification Policy.

No changes noted.

v. Review of Disposition of Real Property Guidelines.

Mr. Kelly notes that the Newell building is now listed as property of the PDC. He points out that the assessed value will be changed to \$100,000. The Book Value figure is much more difficult to determine. We will have a discussion with our Auditors at Pinto, Mucenski, Hooper and VanHouse as to what they believe the accurate book value should be. Mr. Kelly also informs that committee that the building is very close to being complete and there is a possible tenant that is extremely interested in occupying approximately 35,000 sq ft of the building. The tenant will need specific buildouts to make the space suitable for their operations.

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, SLCPDC 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. 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.

5. Adjournment

Mr. LaBaff makes a motion, seconded by Mr. Blevins to adjourn. The meeting adjourns at 12:58 PM.