

**ST. LAWRENCE COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
CIVIC DEVELOPMENT CORPORATION  
Meeting of March 29, 2022**

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**CALL TO ORDER:** Chairman Staples calls the meeting to order at 10:15 AM in the main conference room at the Ernest J. LaBaff Industrial Building, Canton.

**ROLL CALL:**

Staples .....	Present (via Zoom)	McMahon .....	Present (via Zoom)
LaBaff .....	Present (via Zoom)	Morrill .....	Present (via Zoom)
Blevins .....	Present (via Zoom)	Reagen.....	Present (via Zoom)
Hall.....	Present (via Zoom)		

Mr. Staples announces there is a quorum.

Others: IDA Staff present: Patrick Kelly, Richard Williams, Kimberly Gilbert, and Lori Sibley.

**PUBLIC NOTICE:** Public notifications sent March 24, 2022 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:** Andy Gardner, Reporter with the Watertown Daily Times is in attendance and has no comment.

**APPROVAL OF MINUTES:** Motion to accept the minutes of the December 21, 2021 meeting by Mr. LaBaff seconded by Mr. Blevins. Motion carried unanimously.

**FINANCIAL REPORTS:** Mrs. Gilbert reports that the *November* highlights include interest income and the *December* highlights contain end-of-year adjusting journal entries. Motion to accept the November and December 2021 financial reports by Mr. LaBaff, seconded by Mr. Hall. Motion carried unanimously.

**COMMITTEE REPORTS:** *Governance Committee:* Mr. Blevins (Chair of the Audit Committee) mentions that the committee met March 22, 2022 and reviewed the policies contained in today’s meeting packet and notes there were no substantial changes to the policies. Mr. Blevins mentions one suggested change in the Code of Ethics by changing the word “Director” to “Board Member” to be consistent with other policies. Also, the committee reviewed the Employee Handbook and suggested a change to include both exempt and non-exempt classifications and to modify paid leave time to reflect accruals in days versus hours. *Audit Committee:* Mr. Hall reports for Mr. McMahon (Chair of the Audit Committee) and notes an audit exit committee meeting was held today, prior to this board meeting with the audit firm of Pinto, Mucenski, Hooper, VanHouse, & Co. and adds that there were no difficulties. It was a clean and positive audit. Mr. Hall then defers to Mrs. Gilbert (IDA Chief Financial Officer) and she adds that there were no issues. There were typical year end adjusting journal entries. Mr. LaBaff motions to accept the Committee Reports, seconded by Mr. Blevins. Motion carried unanimously.

**STAFF REPORT:** Mr. Kelly explains that the information will be covered in the annual report discussion.

**OLD BUSINESS:** None

**NEW BUSINESS:**

Resolution CDC-22-03-01: **Annual Review of Code of Ethics:** As mentioned earlier, the Governance Committee reviewed the policy and suggests that the word “director” be changed to “board member” to keep the

terminology consistent among policies. Mr. LaBaff motions to approve Resolution CDC-22-03-01, seconded by Mr. Morrill. Motion is approved by unanimous vote.

Resolution CDC-22-03-02: Annual Review of Compensation, Reimbursement, and Attendance Policy: Mr. Blevins, on behalf of the Governance Committee, notes the policy has been reviewed and no changes are recommended. Mr. LaBaff motions to approve Resolution CDC-22-03-02, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-22-03-03: Annual Review of Whistleblower Policy: The Governance Committee has reviewed this policy and recommends no changes. Mr. LaBaff motions to approve Resolution CDC-22-03-03, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-22-03-04: Annual Review of Defense and Indemnification Policy: After review by the Governance Committee, there are no recommended changes to this policy. Mr. LaBaff motions to approve Resolution CDC-22-03-04, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-22-03-05: 2022 Review of Disposition of Real Property Guidelines and 2021 Report of Property: Upon review, the Governance Committee has determined no need for revisions at this time. Mr. LaBaff motions to approve Resolution CDC-22-03-05, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Resolution CDC-22-03-06: Accepting the FY2021 Audit: Mrs. Gilbert provides a brief summary of the audit. Mr. LaBaff motions to approve Resolution CDC-22-03-06, seconded by Mr. Morrill. The motion is approved by unanimous vote.

Mission and Performance Report and FY2021 Annual Report for PARIS: Mr. Kelly reviews the highlights contained with the reports, including the outstanding bonds, and adds that St. Lawrence Health Systems is seeking another bond in 2022. He adds that each of these reports reviewed today will be forwarded to the St. Lawrence County Board of Legislators. The report is ready to be certified in PARIS. Mr. LaBaff motions to accept the Mission and Performance Report and the FY2021 Annual Report for PARIS, seconded by Mr. Hall. The motion is approved by unanimous vote.

St. Lawrence Health Systems: We are working with St. Lawrence Health Systems as well as Genesee and Monroe counties on a multi-jurisdictional bond financing for SLHS and the Rochester Regional Health System (of which SLHS is now affiliated). One of the county-level bond financing entities will take the lead and the other entities will work collectively so there will be one overall bond issue as opposed to multiple bonds for projects in each county. These will be tax-exempt bonds, so each county will also have to approve. Mr. McMahan asks how our bond fees compare to those in other counties. Mr. Kelly points out that our range is similar to others.

EXECUTIVE SESSION: None

ADJOURNMENT: A motion to adjourn is made by Mr. LaBaff, seconded by Mr. Morrill. The meeting adjourns at 10:25 AM by unanimous vote.

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(Mr.) Lynn Blevins, Secretary