

Jefferson County Civic Facility Development Corporation
800 Starbuck Avenue, Suite 800
Watertown, New York 13601
Telephone: (315) 782-5865 or (800) 553-4111 Facsimile (315) 782-7915

Notice of Board Meeting

Date: September 20, 2018

To: Chairman David Converse
John Jennings
Robert Aliasso
W. Edward Walldroff
Paul Warneck
William Johnson
Lisa L'Huillier

From: Donald C. Alexander

Re: Notice of Annual Board of Directors Meeting

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The Jefferson County Civic Facility Development Corporation will hold their annual board meeting on **Thursday, October 4, 2018 at 9:00 a.m.** in the board room at 800 Starbuck Avenue, Watertown, NY.

Please confirm your attendance with Peggy Sampson pssampson@jcida.com at your earliest convenience.

pss

c: David Zembiec
Lyle V. Eaton
Joseph Russell, Esq.
Media

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ANNUAL BOARD MEETING AGENDA
Thursday, October 4, 2018
9 a.m.

- I. Call to Order**
- II. Minutes of the Meeting of July 12, 2018**
- III. Treasurer's Report – July 31, 2018, August 31, 2018 and September 30, 2018**
- IV. Committee Reports**
 - a. Governance Committee**
 - i. Consider Resolution Number 10.04.2018.01 for Annual Internal Policy and Procedure Review**
 - b. Nominating Committee**
 - i. Consider Resolution Number 10.04.2018.02 for Election of Officers for 2018-2019 FY**
- V. Unfinished Business**
- VI. New Business**
- VII. Adjournment**

**Jefferson County Civic Facility Development Corporation
Board Meeting Minutes
July 12, 2018**

The Jefferson County Civic Facility Development Corporation held a board meeting on Thursday, July 12, 2018 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: David Converse, Chair, John Jennings, Robert E. Aliasso, Jr., William Johnson, Lisa L’Huillier, W. Edward Walldroff, Paul Warneck

Also Present: Don Alexander, David Zembiec, Lyle Eaton, Peggy Sampson, Marshall Weir, Joseph Russell, Esq., and Marcus Wolf from the Watertown Daily Times

Excused: None

Absent: None

- I. **Call to Order:** Mr. Converse called the meeting to order at 10:27 a.m.
- II. **Minutes:** Minutes of the regular meeting held June 7, 2018 were presented. A motion to approve the minutes as presented was made by Mr. Aliasso, seconded by Mr. Johnson. All in favor. Carried.
- III. **Treasurer’s Report:** Mr. Aliasso reviewed the financials for the income statement and balance sheet for the period ending June 30, 2018. A motion was made by Mr. Aliasso to accept the financial report as presented, seconded by Mr. Jennings. All in favor. Carried.
- IV. **Committee Reports:** None.
- V. **Unfinished Business:** None.
- VI. **New Business:**
 - 1. **Resolution Number 07.12.2018.01 to adopt Records Retention and Disposition Schedule MI-1** – After review and a brief discussion, a motion was made by Mr. Warneck to adopt the attached resolution as presented, seconded by Ms. L’Huillier. All in favor. Carried.
 - 2. **Resolution Number 07.12.2018.02 to appoint Records Management Officer** – After review and a brief discussion, a motion was made by Mr. Walldroff to approve the attached resolution as presented, seconded by Mr. Aliasso. All in favor. Carried.
- VII. **Adjournment:** With no further business before the board, a motion to adjourn was made by Mr. Warneck, seconded by Mr. Aliasso. All in favor. The meeting adjourned at 10:29 a.m.

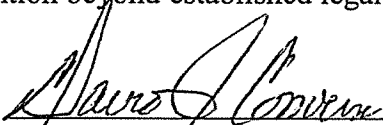
JEFFERSON COUNTY CIVIC FACILITY DEVELOPMENT CORPORATION
Resolution Number 07.12.2018.01

RESOLUTION TO ADOPT RECORDS RETENTION AND DISPOSITION SCHEDULE
MI-1

RESOLVED, By the Board of Directors of the Jefferson County Civic Facility Development Corporation that Records Retention and Disposition Schedule MI-1, issued pursuant to Article 57-A of the Arts and Cultural Affairs Law, and containing legal minimum retention periods for local government records, is hereby adopted for use by all officers in legally disposing of valueless records listed therein.

FURTHER RESOLVED, that in accordance with Article 57-A:

- a) Only those records will be disposed of that are described in Records Retention and Disposition Schedule MI-1 after they have met the minimum retention periods described therein;
- b) Only those records will be disposed of that do not have sufficient administrative, fiscal, legal, or historical value to merit retention beyond established legal minimum periods.

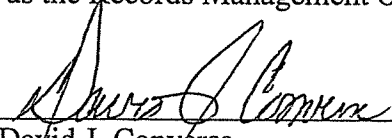


David J. Converse
Chairman

JEFFERSON COUNTY CIVIC FACILITY DEVELOPMENT CORPORATION
Resolution Number 07.12.2018.02

RESOLUTION TO APPOINT RECORDS MANAGEMENT OFFICER

RESOLVED, By the Board of Directors of the Jefferson County Civic Facility Development Corporation that Peggy Sampson is appointed as the Records Management Officer.



David J. Converse
Chairman

**JEFFERSON COUNTY CIVIC FACILITY DEVELOPMENT CORP.
Resolution Number 10.04.2018.01
For Annual Internal Policy and Procedure Review**

WHEREAS, on September 13, 2018 the JCCFDC Governance Committee met to review the current policies and procedures. After review and discussion, they recommended the following internal policies for the Board's consideration:

- Bylaws
- Proposed Mission Statement & Performance Measurements
- Acknowledgment of Fiduciary Duties & Responsibilities
- Audit and Finance Committee Charter
- CEO and CFO Annual Report Certification
- Certification of No Conflict of Interest & Jeff Co Financial Disclosure Form
- Code of Ethics
- Compensation, Reimbursement and Attendance Policy
- Defense and Indemnification Policy
- Discretionary Funds Policy
- Disposition of Real Property Guidelines
- Equal Employment Opportunity Policy
- Extension of Credit to Board Members and Officers
- Governance Committee Charter
- Independent Director Certification
- Investment Policy with Internal Controls
- Post Issuance Compliance Procedures
- Procurement Policy
- Real Property Acquisition Guidelines
- Records Retention and Disposition Schedule MI-1
- Travel Policy
- Whistleblower Policy

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Civic Facility Development Corporation that it herein approves the above internal policies and procedures as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary, and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

Donald C. Alexander
CEO

DRAFT

**JEFFERSON COUNTY CIVIC FACILITY DEVELOPMENT CORP.
Resolution Number 10.04.2018.02
For Election of Officers**

WHEREAS, the Nominating Committee met on September 13, 2018 and recommended the current slate of officers for the 2018-2019 fiscal year:

Chairman	David J. Converse
Vice Chairman	John Jennings
Treasurer	Robert E. Aliasso, Jr.
Secretary	W. Edward Walldroff, and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Jefferson County Civic Facility Development Corporation that it herein approves the slate of officers as set forth in this Resolution, and be it further,

RESOLVED, that the Chairman, Vice Chairman, Secretary, and/or Chief Executive Officer are authorized and directed to execute any and all documents necessary to carry out the purposes of this Resolution.

This resolution shall take effect immediately.

Donald C. Alexander
CEO