

**Jefferson County Industrial Development Agency
Governance Committee Meeting Minutes
October 11, 2018**

The JCIDA Governance Committee meeting was held on Thursday, October 11, 2018 in the board room at 800 Starbuck Avenue, Watertown, NY.

Present: W. Edward Walldroff, Chair, Paul Warneck, and Bill Johnson

Excused: None

Absent: None

Also Present: Donald Alexander, David Zembiec, Peggy Sampson, John Jennings, and Rob Aliasso

- I. Call to Order:** Mr. Walldroff called the meeting to order at 9:01 a.m.
- II. Annual Board of Directors Evaluation for 2017-2018:** The completed 2017-2018 Confidential Evaluation of Board Performance forms were distributed to committee members prior to the meeting. Six out of seven board members returned the forms.

Mr. Walldroff identified the areas that need addressing and committee members discussed them. They also specifically identified and commented on the following:

#5 The Board sets clear and measureable performance goals for the Authority that contribute to accomplishing its mission. Two board members "agree" while four "somewhat agree". Committee members hope to do a better job.

#9 The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete. Three board members "agree", two board members "somewhat agree" and 1 board member "somewhat disagrees". Mr. Warneck pointed out that they only see the information that is included in the board packets before the meeting. Mr. Alexander said that he worries about sending certain information in e-mails because it can be sent to the public before the board discusses it. Committee members acknowledged that there is room for improvement in disseminating information.

Mr. Warneck said that this year's evaluation was better than last year's.

A motion was made by Mr. Warneck to include the summary results in the upcoming board packet for all of the board members to review, seconded by Mr. Johnson. All in favor.

It was noted that Ms. Sampson will submit the results to the Authorities Budget Office pending board approval.

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III. Recapture Policy: Mr. Alexander sent out a proposed recapture policy that was provided to him by Erie County IDA. Mr. Aliasso suggested some changes to clean it up (i.e. JCIDA and Agency interchanged, changed Policy Committee since we don't have one to Audit Committee, and removed some inconsistencies). Mr. Aliasso pointed out That the biggest change was on page two where he defined the material factors using information found in previous drafts. The redline and clean copy versions were included in the packet for comparison. Mr. Walldroff said that he wouldn't pick it apart because Attorney Russell is not present.

Mr. Alexander said that he attended the NYS EDC conference in Syracuse recently and learned that some IDAs have two policies, one for the policy and the second for collecting sales tax. Mr. Alexander said that he will check with Attorney Russell to get his opinion on whether or not we need two policies. Mr. Warneck indicated that he wouldn't want to approve another policy based on one attorney, but rather wait to be told we need a new policy. Mr. Alexander said that Gabe Deyo from the Comptroller's Office will take a look at the ABO's recent audits for sales tax and about the IDAs being enforcement agencies to collect the sales tax and return it to the state.

Mr. Alexander made a suggestion to have Attorney Russell vet the draft before board consideration. He wondered if the Audit Committee is the proper committee listed in the policy. Mr. Walldroff thought that a committee may not be needed since it would go directly to the full board for action.

Mr. Jennings left the meeting at 9:43 a.m.

Mr. Warneck suggested using the Long Falls Paperboard project to monitor sales tax to see if we need to adjust our fee schedule.

A motion was made by Mr. Warneck to present the proposed policy as presented to Attorney Russell before board consideration, seconded by Mr. Johnson. All in favor.

IV. Application: Mr. Aliasso said that he reorganized parts of the application, removed duplications, and defined full time jobs as 40-hour week for 48 weeks and part time jobs as 20-hour week for 24 weeks.

Committee Members instructed Staff to include the clean copy version to the full board of directors for their consideration.

V. Other business: None.

VI. Adjournment: With no further business before the committee, a motion was made by Mr. Johnson, seconded by Mr. Warneck to adjourn the meeting. The meeting adjourned at 9:57 a.m.