

**Jefferson County Civic Facility Development Corporation  
Governance Committee Meeting Minutes  
October 15, 2021**

The JCCFDC held a governance committee meeting in the board room at 800 Starbuck Avenue, Watertown, NY on Friday, October 15, 2021.

**Present:** W. Edward Walldroff, William Johnson  
Zoom: Paul Warneck

**Excused:** None

**Absent:** None

**Also Present:** David Zembiec, Peggy Sampson, Marshall Weir

- I. **Call to Order:** Mr. Walldroff called the meeting to order at 8:38 a.m.
- II. **Proposed Bylaws** – Committee members reviewed the proposed bylaws. Mr. Walldroff pointed out that the Executive Committee has been defined and includes adding the immediate past chairman to the committee as suggested at the last board meeting.

A motion was made by Mr. Warneck to move the proposed bylaws to the full board of directors, seconded by Mr. Johnson. All in favor.

- III. **Review Mission Statement/Performance Measurements** – Committee members reviewed the current mission statement. There were no updates/changes made. Staff is currently gathering the results from the previous year's goals and will update the performance measurement form within the next month.
- IV. **Review Current/Proposed Policies and Procedures** – It was noted that there were no changes made to the Disposition of Real Property Guidelines nor the Procurement Policy. Mr. Zembiec said that the Financial Internal Controls were updated to reflect a title change for a staff member (Office Assistant to Finance Assistant).

After review and discussion, a motion was made by Mr. Warneck to recommend approval of the proposed Investment Policy with Financial Internal Controls to the full board of directors, seconded by Mr. Johnson. All in favor.

- V. **Annual Confidential Board Evaluations:** Committee members reviewed the summary results of confidential evaluation of board performance. Mr. Walldroff said the results are favorable. Mr. Warneck commented on #5 (The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission) by saying that it may be scored differently if there was more going on. Mr. Zembiec indicated that it is hard to set clear and specific goals for economic development because so much of the economic environment is beyond our control.

After review and discussion, a motion was made by Mr. Johnson to send the results to the full board of directors, seconded by Mr. Warneck. All in favor.

- VI. **Adjournment:** With no further business before the committee, a motion to adjourn the meeting was made by Mr. Warneck, seconded by Mr. Johnson. The meeting adjourned at 8:47 a.m.