

**Jefferson County Civic Facility Development Corporation
Annual Board Meeting Minutes
January 5, 2023**

The Jefferson County Civic Facility Development Corporation held their annual board meeting on Thursday, January 5, 2023 in the board room at 800 Starbuck Avenue, Watertown, NY.

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

Excused: William Johnson

Absent: None

Also Present: David Zembiec, Marshall Weir, Lyle Eaton, Peggy Sampson, Joy Nuffer, Robin Stephenson, Rob Aiken, Christine Powers, Justin Miller, Esq. (Zoom), and Craig Fox from the Watertown Daily Times (Zoom)

- I. Call to Order:** Chairman Aliasso called the meeting to order at 9:01 a.m.
- II. Minutes:** Minutes of the regular meeting held October 6, 2022 were presented. A motion to approve the minutes as presented was made by Mr. Converse, seconded by Mr. Warneck. All in favor. Carried.
- III. Treasurer’s Report:** Mr. Warneck reviewed the financials for the income statement and balance sheet for the periods ending October 31, 2022, November 30, 2022 and December 31, 2022. A motion was made by Ms. L’Huillier to accept the financial reports as presented, seconded by Mr. Warneck. All in favor. Carried.
- IV. Committee Reports:**
 - a. Audit Committee** – The JCCFDC will be included in the 15-month (10/1/21 – 12/31/22) JCIDA Audit.
 - b. Governance Committee**
 - i. Resolution No. 01.05.2023.01 for Annual Internal Policy and Procedure Review** – The Governance Committee met on November 15, 2022 to review the policies and is recommended changes to the mission statement which removed all of the background information. A motion was made by Mr. Walldroff to approve the resolution, seconded by Mr. Warneck. All in favor. Carried.
 - ii. Summary Results of Confidential Evaluation of Board Performance** – A motion was made by Mr. Converse to accept the evaluations, seconded by Mr. Walldroff. All in favor. Carried.
 - c. Nominating Committee**
 - i. Resolution No. 01.05.2023.02 to Elect Officers** – The Nominating Committee met on November 23, 2022 to nominate officers for the 2023 calendar year. They recommended the following officers: Chairman – Robert E. Aliasso, Jr., Vice Chairman – William Johnson, Treasurer – Paul Warneck, and Secretary – W. Edward Walldroff. A motion was made by Ms. L’Huillier to approve the resolution, seconded by Mr. Warneck. All in favor. Carried.

**Jefferson County Civic Facility Development Corporation
Annual Board Meeting Minutes
January 5, 2023**

V. Unfinished Business: None.

VI. New Business:

1. Proposed Committee Structure – A motion was made by Mr. Converse to approve the proposed committee structure, seconded by Mr. Walldroff. All in favor. Carried.

VII. Adjournment: With no further business before the board, a motion to adjourn was made by Mr. Warneck, seconded by Ms. L'Huillier. All in favor. The meeting adjourned at 9:07 a.m.

Respectfully submitted,

Peggy Sampson

JEFFERSON COUNTY CIVIC FACILITY DEVELOPMENT CORP.
Resolution Number 01.05.2023.01
For Annual Internal Policy and Procedure Review

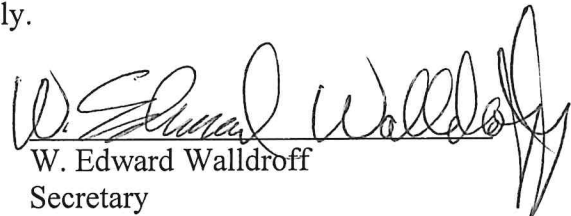
WHEREAS, on November 15, 2022 the JCCFDC Governance Committee met to review the listed policies and procedures. After review and discussion, they recommended the following internal policies for the Board's consideration:

- Bylaws
- Proposed Mission Statement & Performance Measurements
- Disposition of Real Property Guidelines
- Investment Policy with Internal Controls
- Procurement 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.


W. Edward Walldroff
Secretary

JEFFERSON COUNTY CIVIC FACILITY DEVELOPMENT CORP.
Resolution Number 01.05.2023.02
For Election of Officers

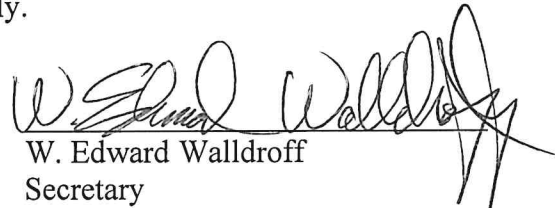
WHEREAS, the Nominating Committee met on November 23, 2022 and recommended the following slate of officers for the 2023 calendar year:

Chairman	Robert E. Aliasso, Jr.
Vice Chairman	William Johnson
Treasurer	Paul Warneck
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.


W. Edward Walldroff
Secretary