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Tioga County Industrial Development Agency
January 4, 2017 • 4:30 p.m. • Ronald E. Dougherty County Office Building
56 Main Street, Owego, NY 13827

Annual Meeting Minutes

- I. **Call to Order and Introductions** – Chairperson R. Kelsey called the meeting to order at 4:30 p.m.
- II. **Attendance**
- A. IDA Board Members: A. Gowan, R. Kelsey, K. Dougherty, T. Monell, K. Gillette, M. Sauerbrey
 - B. Absent: None
 - C. Guests: B. Myers, L. Tinney, Z. Baker, B. Holden, M. Freeze
- III. **New Business**
- A. Monthly Meeting Designation
 - 1. Date- first Wednesday of each month
 - 2. Time- 4:30 p.m.
 - 3. Location- Ronald E. Dougherty County Office Building, 56 Main Street, Owego, Legislative Conference Room, 1st Floor

Motion to set the regular monthly meetings for the first Wednesday of each month at 4:30 p.m. to be held in the County Office Building, 56 Main Street, Owego, NY, Legislative Conference Room (M. Sauerbrey, K. Gillette)

Aye – 5 Abstain - 0
No – 0 Carried

- B. Media Designation
 - 1. Press & Sun Bulletin
 - 2. News Radio WEBO

Motion to designate the Press and Sun Bulletin and News Radio WEBO as the official media sources for the purposes of publishing all notices and other matters as required by law (T. Monell, K. Gillette)

Aye – 5 Abstain – 0
No – 0 Carried

- C. Governance Committee Recommendations

1. [Slate of Officers 2017 Proposed List of TCIDA Committee Members](#)
 - a. Chair- R. Kelsey
 - b. Vice Chair- K. Dougherty
 - c. Secretary- M. Sauerbrey
 - d. Treasurer- A. Gowan
2. Committee Appointments
 - a. Governance- R. Kelsey, K. Dougherty
 - b. Audit- K. Dougherty, R. Kelsey, A. Gowan
 - c. Railroad- T. Monell, K. Gillette, M. Sauerbrey
 - d. Finance- R. Kelsey, A. Gowan, K. Gillette
 - e. Loan- A. Gowan, R. Kelsey, K. Dougherty, S. Thomas, D. Barton
3. Other Appointments
 - a. Designee (per Employee Handbook) – L. Tinney
 - b. Compliance Officer- B. Myers
 - c. Contracting Officer- B. Myers
 - d. Freedom of Information Officer- B. Myers
 - e. Code of Ethics Officer- J. Meagher
 - f. Internal Controls Officer- J. Nolis
4. Annual Policy Review
 - a. Mission Statement
 - b. By-Laws
 - c. Code of Ethics
 - d. Assessment of Internal Controls
 - e. Procurement Policy
 - f. Property Disposition Policy
 - g. Whistle Blowers Policy
 - h. Employee Handbook
 - i. Governance Committee Charter
 - j. Procedure Manual
5. Other Annual Review
 - a. Compensation and Benefits of Business Administrator
 - b. Report on Conflict of Interest Incidents
 - c. [Self-Evaluation of Performance 2016 Governance Committee Self-Evaluation Report](#)

Motion to approve:

- 1) **The appointment of the slate of officers as recommended by the Governance Committee**
- 2) **The appointment of committee members as recommended by the Governance Committee**
- 3) **The other appointments as recommended by the Governance Committee**
- 4) **The reviewed policies as recommended by the Governance Committee
(T. Monell, R. Kelsey)**

Aye – 5	Abstain – 0
No – 0	Carried

K. Dougherty arrived at 4:35 p.m.

Motion to accept no conflict of interest incidents noted for 2016 (M. Sauerbrey, T. Monell)

Aye – 6 **Abstain – 0**
No – 0 **Carried**

D. Audit Committee Recommendations

1. Appointments
 - a. Audit Firm- Piaker & Lyons
 - b. Financial Expert- J. Nolis
2. Annual Policy Review
 - a. Audit Committee Charter TCIDA Audit Committee Charter
 - b. [Self-Evaluation of Performance 2016 Audit Committee Self-Evaluation Report](#)

Motion to approve:

- 1) The appointments as recommended by the Audit Committee**
- 2) The reviewed policies and Self-Evaluation of Performance as recommended by the Audit Committee (A. Gown, K. Gillette)**

Aye – 6 **Abstain – 0**
No – 0 **Carried**

E. Finance Committee Recommendations

1. Official Depositories
 - a. Chemung Canal Trust Company
 - b. Community Bank
 - c. Tioga State Bank

Motion to accept Chemung Canal Trust Company, Community Bank, and Tioga State Bank as depositories as recommended by the Finance Committee (K. Gillette, K. Dougherty)

Aye – 5 **Abstain – 1 (R. Kelsey)**
No – 0 **Carried**

2. Annual Policy Review
 - a. Investment Policy
 - b. Finance Committee Charter
 - c. Investment Annual Report
 - d. Self-Evaluation of Performance 2016 Finance Committee Self-Evaluation Report
3. Annual Designation of Signors on bank accounts
 - a. R. Kelsey, K. Dougherty, A. Gowan, B. Myers

Motion to accept the reviewed policies and Self-Evaluation of Performance and designate R. Kelsey, K. Dougherty, A. Gowan, and B. Myers as signors on bank accounts (T. Monell, K. Dougherty)

Aye – 6 **Abstain – 0**
No – 0 **Carried**

F. Annual Certifications

1. Internal Controls Certification TCIDA Internal Control Certification
2. Annual Evaluation of Board Performance
3. Fiduciary Responsibilities Certification
4. [2016 TCIDA Operations and Accomplishments](#)

Motion to authorize internal controls certification and acknowledge fiduciary responsibilities (M. Sauerbrey, K. Dougherty)

Aye – 6 Abstain – 0
No – 0 Carried

G. Miscellaneous

1. [Contact information 2017 TCIDA Board of Directors & Staff](#)
2. [Listing of IDA properties – 2016](#)

IV. Adjournment

Motion to adjourn the Annual Meeting (A. Gowan, K. Dougherty)

Aye – 6 Abstain – 0
No – 0 Carried

R. Kelsey adjourned the meeting at 4:45 p.m.