



**MONROE COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

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**Draft Minutes**

**GOVERNANCE COMMITTEE MEETING**

**March 7, 2017 Meeting**

Committee Members in Attendance: Hanif Abdul-Wahid, Clint Campbell, Peter Hin, Diane Mendick, Sid Strassenburgh

Others: Executive Director Jeffrey Adair, Mark Geise, Mary Beth Doyle, Randy Shepard of The Bonadio Group

The meeting of the Governance Committee of the Monroe County Industrial Development Corporation was called to order by Sid Strassenburgh as Chair.

**Minutes:** The draft minutes of the December 13, 2016 Meeting of the Governance Committee were presented. Upon motion made by C. Campbell and second by D. Mendick, the minutes were unanimously approved with one noted revision.

**Mission Statement:** Proposed revisions to the Mission Statement were reviewed. After discussion, proposed changes were approved on motion by C. Campbell and second by H. Abdul-Wahid. Approval of the revised Mission Statement and submission to the ABO (in accordance with PAL) will be recommended to the Board at the March 8, 2017 meeting.

**Measurement Report:** The 2017 Measurement Report and customer survey were reviewed. After discussion, these reports were approved on motion by C. Campbell and second by D. Mendick. The Committee will recommend Board approval of the reports and submission to the ABO.

**Governance Committee Charter:** A review was made of the ABO's Model Finance Committee Charter and upon motion by C. Campbell and second by H. Abdul-Wahid, the Committee approved incorporating into their existing Charter all statutory requirements and current best practices of the ABO. Approval of the revised Charter will be recommended to the Board.

**Board Reporting and Disclosures:** The Committee acknowledged that each Board Member executed Fiduciary Duty forms, and this will be certified as part of the PARIS Report submission in compliance with Section 2824 of PAL. The Committee acknowledged that each Board Member completed the Financial Disclosure forms for filing with the Board of Ethics pursuant to Article 18 of GML.

**Annual Self Evaluation:** The Committee reviewed its self evaluation and upon motion by H. Abdul-Wahid and second by C. Campbell, the Committee approved reporting to the Board that the Committee has performed and effectively discharged its duties and met its responsibilities as outlined in its Charter.

**Annual Board Self Evaluation:** The Committee reviewed the confidential Board self evaluation for Year 2016. Upon motion by H. Abdul-Wahid and second by D. Mendick, the Committee approved recommending Board approval of the self evaluation, and providing the results to the ABO by March 31, 2017, in compliance with PAL.

**Annual Review of Policies and Procedures:** An annual review was conducted of the written policies of MCIDC. Upon motion by H. Abdul-Wahid and second by D. Mendick, the Committee approved recommending Board approval of all policies excepting those being reviewed by the Audit and Finance Committees.

**PARIS Report:** Upon motion by H. Abdul-Wahid and second by C. Campbell, the Committee approved the certification and submission of the PARIS Report to the ABO by March 31, 2017.

**Fee Schedules:** In accordance with its Charter, the Committee reviewed fee schedules. No changes were recommended.

There being no further business, the meeting was adjourned.

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Hanif Abdul-Wahid, Secretary