



**MONROE COUNTY INDUSTRIAL DEVELOPMENT CORPORATION**

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**Draft Minutes**

**GOVERNANCE COMMITTEE MEETING**

**March 6, 2018**

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

Others: Executive Director Jeffrey Adair, Mary Beth Doyle

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 October 3, 2017 meeting of the Governance Committee were presented. Upon motion made by H. Abdul-Wahid and second by D. Mendick, the minutes were unanimously approved.

**Mission Statement and Measurement Report:** The existing Mission Statement and 2017 Measurement Report was reviewed, and approved on motion by P. Hin and second by D. Mendick. The Committee will recommend Board approvals and submission to the ABO.

**Governance Committee Charter:** Upon motion by C. Campbell and second by P. Hin, the Committee approved the existing Charter for recommendation to the Board.

**By-Laws:** Upon motion by H. Abdul-Wahid and second by D. Mendick, the Committee approved the existing by-laws for recommendation to the Board.

**Board Reporting and Disclosures:** The Committee acknowledged that each Board Member executed the required Fiduciary Duty forms, and these 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 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 evaluation for Year 2017. Upon motion by H. Abdul-Wahid and second by D. Mendick, the Committee approved recommending Board approval of the evaluation, and providing the results to the ABO by March 31, 2018.

**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, reserving consideration to those policies 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, 2018.

**Fee Schedule:** 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