

**JOINT MEETINGS OF THE NOMINATING, GOVERNANCE, AND
AUDIT COMMITTEES OF THE GLENS FALLS CIVIC DEVELOPMENT
CORPORATION, INDUSTRIAL DEVELOPMENT AGENCY, AND
GREATER GLENS FALLS LOCAL DEVELOPMENT CORPORATION**

**42 Ridge Street
Glens Falls, NY 12801
AGENDA
Thursday, March 9, 2017**

**MEETING TIME -7:30 a.m.
CITY HALL -MAYOR'S CONFERENCE ROOM**

- I. Meetings of the IDA/LDC/CDC audit committees, the governance committees, and the nominating committees of these Agencies at 7:30 a.m.**

**A. NOMINATING COMMITTEE:
OFFICERS:**

a. Slate of officers for election:

IDA: - Chair & Member, Judy Calogero, Vice-Chair & Treasurer, Lois Robinson, Secretary, Todd Feigenbaum, Assistant Treasurer, Dan Hall, CEO, Ed Bartholomew, CFO, Michael McCarthy, Counsel Kara Lais

CDC: - Chair & Member, Judy Calogero, Vice-Chair & Treasurer, Lois Robinson, Secretary, Todd Feigenbaum, Assistant Treasurer, Dan Hall, CEO, Ed Bartholomew, CFO, Michael McCarthy, Counsel Kara Lais

LDC: - Chair, Mayor Diamond, Vice-Chair, Todd Feigenbaum, Treasurer, Lois Robinson, Secretary, Judy Calogero, CEO, Ed Bartholomew, CFO, Michael McCarthy, Counsel Kara Lais

b. Slate of committee members and chairs for appointment

IDA, LDC, and CDC

NOMINATING -Dan Hall, Lois Robinson, Roy Thomas

AUDIT -Judy Calogero, Chair, Dan Hall, Lois Robinson, Michael McCarthy

GOVERNANCE - Todd Feigenbaum, Dan Hall, Judith Calogero

II.2

B. GOVERNANCE COMMITTEE: THE GOVERNANCE COMMITTEE OF THE IDA REPORTED THAT IT HAD REVIEWED THE FOLLOWING POLICIES AND PROCEDURES AND FOUND THEM TO BE ACCEPTABLE AND RECOMMENDED THEIR AFFIRMATIVE APPROVAL WITH NO CHANGES FOR 2017:

a. IDA Policies and Procedures:

1. Resolution adopting Policies, standards and Procedures required by New York Public Authorities Accountability Act (the Act)
2. Bylaws
3. Certificate of Independence for Members
4. Financial Disclosure Statements
5. Certification of the Chief Executive Office & Chief Fiscal Officer
6. Compensation, Reimbursement and Attendance Policy
7. Code of Ethics
8. Whistleblower Policy
9. Investment Policy
10. Travel Policy
11. Disposition of Real Property Guidelines-REVISED POLICY
ADOPTED ON 9/11/14 BY RESOLUTION #36
12. Procurement Policy
13. Defense & Indemnification Policy
14. Bond Financing Policy
15. Applications for Non-Manufacturing Facilities
16. Tax Relief Policy
17. Recapture of Benefits Policy
18. Project Sponsor Annual Reporters Policy
19. Agency Financial Reporting Policy
20. Environmental Requirements
21. Employment Opportunities Policy
22. Tax & User Fee Policy
23. Records Retention and Destruction of Documents Policy
24. Mission Statement and Performance Measures
25. Acknowledgement of Duties and Responsibilities
26. Annual Board of Directors Evaluations
27. Rules and Regulations Governing Public Access to Records of the IDA
28. Accounting Resolution
29. Audit Committee Charter
30. Governance Committee Charter
31. Project Sponsor Guidebook
32. Organizational Chart
33. Conflicts of Interest Policy
34. Discretionary Funds Policy

GOVERNANCE COMMITTEE: THE GOVERNANCE COMMITTEE OF THE LOCAL DEVELOPMENT CORPORATION REPORTED THAT IT HAD REVIEWED THE FOLLOWING POLICIES AND PROCEDURES AND FOUND THEM TO BE ACCEPTABLE AND RECOMMENDED THEIR AFFIRMATIVE APPROVAL WITH NO CHANGES FOR 2017:

a. LDC Policies and Procedures

1. Bylaws

2. Authority Mission Statement and Performance Measurements

3. Organizational Chart

4. Financial Disclosure

5. Form of Orientation Letter

6. Audit Committee Charter

7. Governance Committee Charter

8. Procurement Policy

9. Investment Policy

10. Code of Ethics

11. Compensation, Reimbursement & Attendance Policy

12. Defense & Indemnification Policy

13. Conflicts of Interest Policy

14. Whistleblower Policy

15. Travel Policy

16. Discretionary Funds Policy -AMENDED

17. Disposition of Real Property Guidelines

18. Statement re: Lobbying

19. Statement re: Bonuses

20. FOIL Policy

21. Records Retention Policy

22. Accounting Resolution

23. Certificate of Independence for Members

24. Tax & Users Fee Policy

25. Confidential Evaluation of Board Performance Forms

26. Acknowledgement of Fiduciary Duties and Responsibilities

GOVERNANCE COMMITTEE: THE GOVERNANCE COMMITTEE OF THE CDC REPORTED THAT IT HAD REVIEWED THE FOLLOWING POLICIES AND PROCEDURES AND FOUND THEM TO BE ACCEPTABLE AND RECOMMENDED THEIR AFFIRMATIVE APPROVAL WITH NO CHANGES IN 2017:

GOVERNANCE COMMITTEE; THE GOVERNANCE COMMITTEE OF THE CIVIC DEVELOPMENT CORPORATION REPORTED THAT IT HAS REVIEWED THE FOLLOWING POLICIES AND PROCEDURES AND FOUND THEM TO BE ACCEPTABLE AND RECOMMENDED THEIR AFFIRMATIVE APPROVAL WITH NO CHANGES FOR 2017:

a. CDC Policies and Procedures

1. Resolution adopting Policies, Standards, and Procedures required by New York Public Authorities Accountability act (the act)
2. By-laws
3. Code of ethics
4. Investment policy
5. Disposition of the property policy
6. Compensation, reimbursement and attendance
7. Procurement
8. Travel Policy
9. Defense and Indemnification Policy
10. Whistle Blower Policy
11. Certificate Of Independence of Board members
12. Records Retention and Destruction policy
13. Mission statement
14. Organization Chart

15. Acknowledgement of Fiduciary Duties & Responsibilities
16. Financial Disclosure Form
17. Confidential Evaluation Board Performance Form
18. FOIL Policy
19. Tax & User Fees Policy
20. Conflict of Interest Policy
21. Discretionary Funds Policy
22. Audit and Finance Committee Charter
23. Governance Committee Charter

III.

AUDIT COMMITTEE:

Industrial Development Agency (IDA) – The Committee reviewed the 2016 Audit Report of the IDA undertaken by Whittemore Downen and Riccardelli with no findings and recommended its approval.

Local Development Corporation (LDC) – The Committee reviewed the 2016 Audit Report undertaken by Whittemore Downen & Riccardelli with no findings and recommended its approval.

Civic Development Corporation (DCD) – The Committee reviewed the 2016 Audit Report undertaken by Whittemore Downen & Riccardelli with no findings and recommended its approval.