



**Tioga County Industrial Development Agency
January 5, 2022 – 4:15 pm
Ronald E Dougherty County Office Building
56 Main Street, Owego, NY 13827
Annual Meeting Minutes via Zoom**

I. Call to Order and Introductions-Ms. Ceccherelli called the meeting to order at 4:16 pm.

II. Attendance

IDA Board Members

Roll Call: J. Ceccherelli, K. Gillette (attended via Zoom), J. Ward, E. Knolles, A. Gowan, T. Monell

Excused: M. Sauerbrey

Guests: C. Curtis, M. Schnabl, J. Meagher, L. Tinney

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, Hubbard Auditorium, 1st Floor

B. Media Designation

1. Press & Sun Bulletin

Motion to set the regular monthly meetings for the first Wednesday of each month at 4:30 pm in the Ronald E. Dougherty County Office Building, Hubbard Auditorium, 1st Floor, 56 Main St, Owego, NY, and to designate the Press & Sun Bulletin as the official media source for the purposes of publishing all notices and other matters as required by law. (A. Gowan, J. Ward)

**Aye-6 Abstain-0
No-0 Carried**

C. Governance Committee Recommendations

1. Slate of Officers 2021 Proposed List of TCIDA Committee Members
 - a. Chair- Jenny Ceccherelli
 - b. Vice Chair- Kevin Gillette
 - c. Secretary- M. Sauerbrey
 - d. Treasurer- A. Gowan
2. Committee Appointments
 - a. Governance- J. Ceccherelli, A. Gowan, E. Knolles
 - b. Audit- E. Knolles, A. Gowan, J. Ward
 - c. Railroad- T. Monell, K. Gillette, M. Sauerbrey
 - d. Finance- J. Ceccherelli, A. Gowan, J. Ward
 - e. Loan- R. Kelsey, K. Dougherty, D. Barton. A. Gowan, J. Ward, E. Knolles
 - f. Public Relations- J. Ceccherelli, L. Tinney, C. Curtis



- 3. Other Appointments
 - a. Designee (per Employee Handbook) – L. Tinney
 - b. Compliance Officer- C. Curtis
 - c. Contracting Officer- C. Curtis
 - d. Freedom of Information Officer- C. Curtis
 - e. Code of Ethics Officer- J. Meagher
 - f. Internal Controls Officer- J. Nolis

Motion to approve 2022 Slate of Officers, Committee Appointments, and Other Appointments, as recommended by the Governance Committee. (E. Knolles, J. Ward)

Aye-6 **Abstain-0**
No-0 **Carried**

- 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
 - k. TCIDA Sexual Harassment Policy

- 5. Other Annual Review
 - a. Compensation and Benefits of Executive Administrator
 - b. Report on Conflict of Interest Incidents
 - c. Self-Evaluation of Performance 2020 Governance Committee Self-Evaluation Report

Motion to approve the annual policy review as recommended by the Governance Committee and to approve the annual compensation and benefits, acceptance of Report on Conflict of Interest Incidents, and Self-evaluation of Performance 2021 Governance Committee Self-Evaluation Report as recommended by the Governance Committee. (A. Gowan, T. Monell)

Aye-6 **Abstain-0**
No-0 **Carried**

- D. Audit Committee Recommendations
 - 1. Appointments
 - a. Audit Firm- inzero&co
 - b. Financial Expert- J. Nolis
 - 2. Annual Policy Review



- a. Audit Committee Charter TCIDA Audit Committee Charter
- b. Self-Evaluation of Performance 2021 Audit Committee Self-Evaluation Report

Motion to approve Inero&Co as the audit firm and J. Nolis as financial expert as recommended by the audit committee and to accept the review IDA Audit Committee Charter and Self-Evaluation of Performance 2021 Audit Committee Self-Evaluation Report. (E. Knolles, J. Ward)

**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
 - 2. Annual Policy Review
 - a. Investment Policy
 - b. Finance Committee Charter
 - c. Investment Annual Report
 - d. Self-Evaluation of Performance 2020 Finance Committee Self-Evaluation Report
 - 3. Annual Designation of Signors on Bank Accounts
 - a. J. Ceccherelli, M. Sauerbrey, A. Gowan, C. Curtis

Motion to approve Chemung Canal Trust Company, Community Bank, and Tioga State Bank as official depositories for Tioga County IDA as recommended by the Finance Committee, to accept the reviewed policies and Self-evaluation of Performance 2021 Finance Committee Self-evaluation Report as recommended by the Finance Committee, to approve the designated signors on the accounts as M. Sauerbrey, J. Ceccherelli, A. Gowan, and C. Curtis, to authorize the Internal Controls Certification, Annual Evaluation of Board Performance, and Fiduciary Responsibilities Certification for the year. (E. Knolles, A. Gowan)

**Aye-5 Abstain-1 (J. Ward)
No-0 Carried**

- F. Annual Certifications
 - 1. Internal Controls Certification
 - 2. Annual Evaluation of Board Performance
 - 3. Fiduciary Responsibilities Certification
 - 4. 2021 TCIDA Operations and Accomplishments
- G. Miscellaneous
 - 1. Contact information 2022 TCIDA Board of Directors & Staff
 - 2. Listing of IDA properties – 2021

IV. Adjourned-Mr. Ward motioned to adjourn the meeting at 4:24 pm.