

BATAVIA DEVELOPMENT CORPORATION (BDC)
Governance Committee Meeting
Meeting Minutes December 19, 2018

Attendance

BDC Attendees: Pier Cipollone, Marty Moore, Lori Aratari, Peter Casey, Rebecca Cohen and Rachael Tabelski (Director of Economic Development)

Excused:

Guest/Media:

Call to Order

The meeting was called to order at 8:36 a.m. at City Hall.

Agenda Additions

The September 13, 2018 meeting minutes were added to the agenda for approval. A motion to add the minutes to the agenda was made by M. Moore, the motion was seconded by L. Aratari and approved by all members present.

Peter Casey made a motion to approve the September 13, 2018 Governance Committee Meeting Minutes, the motion was seconded by L. Aratari and was approved by all members present. M. Moore abstained.

Governance Topics:

Master Schedule of 2019 Meeting Dates- a schedule of meeting dated for 2019 was presented to the committee. Adding the start time of the meetings to the document was recommended. M. Moore made a motion to recommend the schedule to the full board, the motion was seconded by P. Cipollone and it was approved by all members present.

Board and Committee Nominations- the Governance Committee reviewed the list of officers, board members, committee nominations. Minor corrections were made to the listing adding clarification that the ex-officio member is a voting member and adding the Creek Park Workgroup to the list. M. Moore made a motion to recommend the Board and Committee Nominations to the full board, the motion was seconded by P. Casey and it was approved by all members present.

Distribution of Confidential Board Evaluation- P. Cipollone will be distributing the Annual Board of Directors Evaluation. Per Public Authorities Law section 2800 (1)(a)(15) and 2800 (2)(a)(15) and section 2824(7) The Public Authorities 2009 Reform Act requires that the board of every state and local public authority conduct an annual evaluation of its performance. The board holds itself accountable to the mission of the authority and the public interest.

BDC Draft Bylaws Review- R. Tabelski reviewed the draft bylaws. Minor changes recommended by the committee will be made prior to sending the document to the BDC's attorney for review. M. Moore made a motion to recommended the bylaws to the full board, subject to attorney review, the motion was seconded by P. Cipollone and it was approved by all members present.

Procurement Policy-R. Tabelski reviewed the changes recommended to the BDC's Procurement Policy. She noted that the policy changes clarified when quotes were required and how many while setting threshold spending levels. The Director of Economic Development has the ability to make purchases with professional discretion up to \$1,000, with no quotes required. If the costs of goods are between \$1,000 and \$5,000 a written description will be required along with two quotes. If the cost of goods exceeds \$5,000 a written description will be required along with three quotes. Exceptions to the policy were also added to clarify goods procurement from state agencies, federal agencies, and surplus government goods. Special exceptions also include professional services and sole source goods and services. These can be procured at the professional discretion of the Director of Economic Development and the Board of Directors. P. Cipollone made a motion to recommend the Procurement Policy to the full board, M. Moore seconded the motion and it was approved by all members present.

Investment Policy- R. Tabelski presented the Investment Policy. After review, no changes were recommended to the policy. M. Moore mad a motion to recommend the policy to the full board, P. Cipollone seconded the motion and it was approved by all members present.

Disposition of Property Policy- R. Tabelski presented the Disposition of Property Policy. After review, no changes were recommended to the policy. P. Cipollone made a motion to recommend the policy to the full board, L. Aratari seconded the motion and it was approved by all members present.

Conflict of Interest Policy- R. Tabelski presented the Conflict of Interest Policy. After review, no changes were recommended to the policy. P. Cipollone made a motion to recommend the policy to the full board, M. Moore seconded and it was approved by all members present.

NYS Local Public Authority Evaluation of Prior Year Performance- R. Tabelski presented the NYS Local Public Authority Evaluation of Prior Year Performance. The evaluation was based on the 2012 Mission and Measurement Report for the Authority. She discussed that moving forward the agency would complete an annual Mission and Measurement Report, giving the board a basis for the Evaluation of Prior Year Performance Report. Overall in 2018 the BDC helped foster \$3.8 million private capital investment in the City. These projects pledged 38 jobs. \$120,000 in loans were granted to start new businesses in the city. The Governor's \$10 million Downtown Revitalization Initiative (DRI) award winning projects were getting started and that BDC is playing a critical role assisting projects. Other positive momentum surrounded partnerships with local to state organizations, management of a \$600,000 building improvement fund, and efforts to advance the city's Brownfield Opportunity Area. L. Aratari made a motion to recommend the report to the full board, seconded by R. Cohen and it was approved by all members present.

NYS Local Public Authority Mission & Measurement Report- R. Tabelski presented the agency with the 2019 Local Public Authority Mission & Measurement Report. The following goals were set for 2019.

2019 Measurements:

1. Secure capital/ business commitments of \$5 million.
2. Secure business pledges to create 25 jobs.
3. Secure a micro-enterprise grant/ loan program for the City of Batavia to foster new start-up businesses.
4. Achieve the BDC's 2019-2020 budget from a bottom line financial operation performance (EBITDA) standpoint.
5. Successfully administer and implement the Batavia DRI Building Improvement program.
6. Encourage, enable and incentivize downtown building owners to add new upper floor apartments and new residential living in the City of Batavia.
7. Participate in the City's environmental investigation and planning around the BOA Creek Park site.
8. Continue to enhance the BDC's value and build strong relationships with the City of Batavia government, schools, businesses and residents, and other economic development organizations.

P. Cipollone made a motion to recommend the 2019 measurements, seconded by L. Aratari and it was approved by all members present.

Adjournment

The meeting stood adjourned at 9:45 a.m.