

MINUTES
GOVERNANCE COMMITTEE
Thursday, February 23, 2023 – 9:30 AM
Northern New York Community Foundation
Conference Room One and Zoom Videoconference
131 Washington Street, Watertown, New York

The Development Authority of the North Country Governance Committee met in regular session in person and via Zoom Videoconference at the Northern New York Community Foundation, 131 Washington Street,, Watertown, New York on Thursday, February 23, 2023 at 9:30 AM.

Members Present

Margaret Murray – Board Chairperson
Thomas Hefferon – Vice Chair
Alex MacKinnon, Treasurer *
Dennis Mastascusa – Secretary *
Mary Doheny
Steve Hunt

Staff Present

Carl E. Farone, Jr., Executive Director
Stephen Bohmer, Director of
Information Technology
Angela Marra, Executive Assistant

*Attended via videoconferencing.

Committee Members – Absent

Guests Present

Other Board Members Present

1. Chairperson Murray called the meeting to order at 9:32 AM.
2. Roll Call – A quorum of committee members was established.
3. Resolution No 2023-02-01, approving the Disposition of Real Property Policy, as attached to and incorporated in the resolution.

Upon a motion by T. Hefferon and seconded by M. Doheny, Resolution No. 2023-02-01, approving the Disposition of Real Property Policy, was unanimously approved by the Governance Committee.

4. Resolution No 2023-02-02, approving the Investment Policy, as attached to and incorporated in the resolution.

Upon a motion by T. Hefferon and seconded by M. Doheny, Resolution No. 2023-02-02, Approving Investment Policy, was unanimously approved by the Governance Committee.

D. Mastascusa joined the meeting via Zoom at 9:35 am.

5. Resolution No 2023-02-03, approving the Procurement Policy, as attached to and incorporated in the resolution.

Upon a motion by T. Hefferon and seconded by S. Hunt, Resolution No. 2023-02-03, Approving Procurement Policy, was unanimously approved by the Governance Committee.

6. Resolution No 2023-02-04, approving the adoption of the NYS Public Employer Health Emergency Plan and authorizes the Executive Director to make updates to the Plan as necessary to comply with federal, state, and local guidelines.

C. Farone stated the updates include job descriptions, CDC protocols based upon their website, and the plan being more general to not only apply to COVID but to any future infectious disease. This plan further outlines essential positions, functions, procedures, and PPE that has already been tested and proven to work well.

M. Doheny commented that while it is good to have a plan, she recalls everything running seamlessly during the actual pandemic. C. Farone expressed his appreciation that this process appeared seamless, but further stated that there was much going on behind the scenes that has helped in the development of this plan.

Upon a motion by T. Hefferon and seconded by S. Hunt, Resolution No. 2023-02-04, Adoption of the NYS Public Employer Health Emergency Plan, was unanimously approved by the Governance Committee.

7. Resolution No 2023-02-05, authorizes the Executive Director to approve compensation adjustments, effective for the Fiscal Year 2023-2024, commencing April 2, 2023 within the budgetary authorizations and consistent with Authority personnel policies authorized by the Board.

C. Farone stated that the wage pool indicated within the budget was 5%.

Upon a motion by T. Hefferon and seconded by M. Doheny, Resolution No. 2023-02-05, Authorizing Executive Director to Implement Compensation Plan, was unanimously approved by the Governance Committee.

8. Review Annual Board Evaluation and Executive Director Performance:

C. Farone presented the current evaluations forms and asked the committee members for any suggestions or comments.

M. Murray stated that it had been the common consensus that this process had been confusing, but it was reviewed and modified last year resulting in a more seamless process.

S. Hunt suggested that if someone is going to indicate that a category "needs action", they should use the additional comment section to explain or clarify their choice to ensure the selection was not misconstrued. C. Farone stated that there will be space for additional comments on both forms this year. M. Doheny agreed by saying that if

there is criticism it would be most helpful if it were explained. C. Farone stated that the form will now read if "needs action" is selected to please provide additional comments in the section below. He further commented that this information could then be best used to serve the Board, and asked if these items are being discussed by the Board during the executive session to review these evaluations. S. Hunt stated that it was discussed when everything was flipped and they weren't sure if it was intentional or a misunderstanding. S. Hunt further stated that requesting additional comments can hold people accountable and that he has seen this done on other Boards and does not see a down side to asking for an explanation.

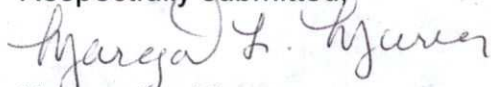
T. Hefferon stated that the current Board does not seem to be receiving much negativity. He further stated that the chairperson can control this by listening to other Board members, and that this does not appear to be a current issue as there is a better relationship with the Board now. M. Murray confirmed that the communication appears to be improved.

T. Hefferon commented that newer members may not feel as comfortable openly responding. M. Murray agreed and stated there were a few who indicated this last year. C. Farone stated that we do offer a thorough orientation to new members, but the comfort in commenting on these evaluations will only come with experience. T. Hefferon stated this orientation is also offered to newly elected officials. S. Hunt suggested a refresher orientation for those who have been on the Board for a while.

C. Farone stated the forms will be modified and it will be announced at the March Board meeting that these will be mailed out to each Board member. Each mailing will include a postage paid envelope so they can be returned anonymously. Once received, the evaluations will be reviewed and scored, and the compiled results will be presented to the full Board.

9. Upon a motion by T. Hefferon, and seconded by S. Hunt, the committee moved to adjourn at 9:59 AM.

Respectfully submitted,



Margaret L. Murray
Chairperson, Governance Committee