

There will be a Joint Meeting

of

The Seneca County IDA  
and  
The Seneca County EDC

as follows:

Thursday, February 3, 2022

@

12:00 P.M.

\*The Meeting will be held Virtually via ZOOM\*

Due to COVID-19 risks, in  
person attendance is NOT PERMITTED

The Meeting will be livestreamed on our website at:  
<https://www.senecacountyida.org/livestream>

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One DiPronio Drive, Waterloo, New York 13165

Fax (315) 539-4340

SENECA COUNTY  
ECONOMIC DEVELOPMENT CORPORATION  
ANNUAL MEETING

February 3, 2022

1:00 pm.

(or immediately following IDA meeting scheduled for 12 noon)

Held Via Livestream

Agenda

1. Election of EDC Officers for 2022 R \_\_\_\_\_
2. Approval of EDC Meeting Minutes of December 2, 2021 R \_\_\_\_\_
3. Review of un-audited EDC Financial Statements thru December 31, 2021
4. Announcement of EDC Committee Appointments for 2022
5. Approval of EDC Resolutions:
  - Group 1..... R \_\_\_\_\_
    - 2022-01 Designation of Banking Institutions
  - Group 2..... R \_\_\_\_\_
    - 2022-02 Check Signatures
    - 2022-03 Legal Counsel
    - 2022-04 Corporation Auditors
    - 2022-05 CEO
    - 2022-06 CFO
    - 2022-07 Accountant / Bookkeeper
6. EDC Board Annual Disclosure Forms
7. Other Business
8. Consideration of Executive Session
9. Adjournment

SENECA COUNTY  
ECONOMIC DEVELOPMENT CORPORATION  
Regular Meeting

MEETING MINUTES

Thursday, December 2, 2021  
1:30 pm  
Heroes Conference Room  
One DiPronio Dr Waterloo NY

Attendance:

Members Present: Steven Brusso, Chair and Jeff Shipley  
Member Absent: Thomas Kime  
Others Attending: Sarah Davis, IDA Executive Director; Patricia Jones, IDA Deputy Director; Kelly Kline, IDA Office Manager; Robert Kernan, CFO

Call to Order:

Chairman Brusso called the meeting to order at 1:30 p.m. A quorum of the Corporation's Members were present.

Approval of EDC Meeting Minutes / October 7, 2021:

The meeting minutes of October 7, 2021 had been sent to members prior to the meeting. A motion was made by Mr. Shipley to approve the minutes. Seconded by Mr. Brusso. Motion carried.

Approval of EDC Financial Statements thru October 2020:

The October 2021 Financial Statements had been mailed to Board members prior to the meeting. Mr. Brusso presented the Financial Statements to the Board. A motion was made by Mr. Shipley to approve the Financial Statements thru October 2021. Seconded by Ms. Brusso. Motion carried.

Governance Committee Report:

The Governance Committee met on October 19<sup>th</sup> of this year, reviewed the following policies, and are recommending approval by the full Board. Copies of all the policies were provided to board members prior to the meeting.

Audit Committee Charter  
Bylaws  
Capitalization Policy  
Code of Ethics  
Conflict of Interest  
Disposition of Property Policy  
Equal Opportunity Policy  
Finance Committee Charter  
FOIL Policy

Governance Committee Charter  
Investment Policy  
Mission Statement  
Procurement Policy  
Records and Retention Policy  
Sexual Harassment Policy  
Supplies and Equipment Policy  
Whistleblower Policy

A motion was made by Mr. Shipley approving all polices listed above with no changes. Seconded by Mr. Brusso. Members, Brusso and Shipley voted "yea". Mr. Kime was absent. Motion carried

Nominations of 2022 EDC Officers:

The Governance Committee serves as the nominating committee and presented their nominations as follows with the official action to take place at the Annual EDC Meeting in February of 2022

Steve Brusso - Chairman  
Jeff Shipley - Vice Chairman  
Thomas Kime - Secretary / Treasurer

**EDC Governance Self Evaluation:**

The EDC Governance Committee Charter requires that they report to the full EDC Board, at least annually, any proposed changes to the Governance Charter or the Governance Guidelines. A copy of the evaluation was provided to board members prior to the meeting, and no changes were noted. No action required.

**Contract Renewals for Professional Services to the EDC for 2022:**

There are two contracts up for renewal:

1. Dermody Burke & Brown; Accountants for EDC with a decrease in their monthly fee due to the transfer of the Sampson Veterans Memorial Cemetery
2. Robert E. Kernan, Jr., CFO; decrease from \$500 a month to \$250a month due to the transfer of the Sampson Veterans Memorial Cemetery.

A motion was made by Mr. Shipley approving the above contracts for 2022. Seconded by Mr. Brusso. Members, Brusso and Shipley voted "yea". Mr. Kime was absent. Motion carried

**Items to be disposed of per Supplies and Equipment Policy:**

In accordance with the EDCs Supplies and Equipment Policy, a list of obsolete office items was be presented to the board for disposal. The list is updated annually. There are no items for disposal.

**Adjournment:**

A motion to adjourn the meeting was made by Mr. Shipley and seconded by Mr. Brusso. Motion carried. The meeting adjourned at 1:46 P.M.

Respectfully submitted,

Sarah R. Davis  
Executive Director

# EDC RESOLUTIONS 2022

\* \* \* \* \*

## Group 1

- 2022 -01 Designation of Banking Institutions

## Group 2

- 2022-02 Check Signatures
- 2022-03 Legal Counsel
- 2022-04 Agency Accountant/Bookkeeper
- 2022-05 Agency Auditor
- 2022-06 Chief Executive Officer
- 2022-07 Chief Financial Officer

**Resolution # 2022 – 1**

**Seneca County Economic Development Corporation  
Designation of Banking Institution**

RESOLVED, that the Seneca County Economic Development Corporation does hereby designate the following banks as the institutions to be used for banking purposes during year 2022:

Chemung Canal Trust Company	Community Bank, NA
M&T Bank	Five Star Bank
Generations Bank	Lyons National Bank
Generations Commercial Bank	Savannah Bank, NA

The above resolution was approved by the Seneca County Economic Development Corporation on February 3, 2022

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[    ]	[    ]	[    ]	[    ]
Thomas Kime	[    ]	[    ]	[    ]	[    ]
Jeffery Shipley	[    ]	[    ]	[    ]	[    ]

**Resolution # 2022- 2**

**Seneca County Economic Development Corporation  
Designation of Persons Authorized to Sign Corporation Checks**

RESOLVED, that the following individuals be authorized to sign checks issued by the Seneca County Economic Development Corporation during year 2022:

- Chairman
- Vice Chairman
- Secretary
- Treasurer
- Executive Director
- Deputy Director
- CFO

Checks over \$5,000 require two signatures and shall be signed by two of the above individuals.

The above resolution was approved by the Seneca County Economic Development Corporation on February 3, 2022

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[    ]	[    ]	[    ]	[    ]
Thomas Kime	[    ]	[    ]	[    ]	[    ]
Jeffery Shipley	[    ]	[    ]	[    ]	[    ]

**Resolution # 2022-3**

**Seneca County Economic Development Corporation**

**Designation of Legal Counsel**

RESOLVED, that the Seneca County Economic Development Corporation will utilize the following attorneys for the year 2022:

**The Halpin Law Firm**

The above resolution was approved by the Seneca County Economic Development Corporation on February 3, 2022

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[    ]	[    ]	[    ]	[    ]
Thomas Kime	[    ]	[    ]	[    ]	[    ]
Jeffery Shipley	[    ]	[    ]	[    ]	[    ]



**Resolution # 2022-4**

**Seneca County Economic Development Corporation  
Designation of Auditor**

RESOLVED, that the Seneca County Economic Development Corporation will utilize the following audit firm for the year 2022:

**Raymond F. Wager, CPA, P.C., a division of  
Mengel Metzger Barr & Co. LLP**

The above resolution was approved by the Seneca County Economic Development Corporation on February 3, 2022

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[    ]	[    ]	[    ]	[    ]
Thomas Kime	[    ]	[    ]	[    ]	[    ]
Jeffery Shipley	[    ]	[    ]	[    ]	[    ]

]

**Resolution # 2022-5**

**Seneca County Economic Development Corporation  
Appointment of Chief Financial Officer**

RESOLVED, that the Seneca County Economic Development Corporation hereby appoints as Chief Financial Officer for the year 2022:

**Robert E. Kernan, Jr.**

The above resolution was approved by the Seneca County Economic Development Corporation on February 3, 2022

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[     ]	[     ]	[     ]	[     ]
Thomas Kime	[     ]	[     ]	[     ]	[     ]
Jeffery Shipley	[     ]	[     ]	[     ]	[     ]

**Resolution # 2022-6**

**Seneca County Economic Development Corporation**

**Appointment of Chief Executive Officer**

RESOLVED, that the Seneca County Economic Development Corporation hereby appoints as Chief Executive Officer for the year 2022

Sarah R. Davis

The above resolution was approved by the Seneca County Economic Development Corporation on February 3, 2022

	<i>Yea</i>	<i>Nay</i>	<i>Abstain</i>	<i>Absent</i>
Steven Brusso	[    ]	[    ]	[    ]	[    ]
Thomas Kime	[    ]	[    ]	[    ]	[    ]
Jeffery Shipley	[    ]	[    ]	[    ]	[    ]