

**MINUTES OF A MEETING OF THE
JOINT GOVERNANCE COMMITTEE OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (ECIDA),
BUFFALO & ERIE COUNTY REGIONAL DEVELOPMENT CORP. (RDC)
AND
BUFFALO & ERIE COUNTY INDUSTRIAL LAND DEVELOPMENT CORP. (ILDC)**

- DATE:** March 20, 2024 at the Erie County Industrial Development Agency, 95 Perry Street, 4th Floor Conference Room, Buffalo, New York 14203
- PRESENT:** Thomas Baines, Zachary Evans, Hon. Brian Kulpa, Brenda McDuffie, Tyra Johnson and David State
- EXCUSED:** Michael Hughes, Hon. Howard Johnson and Kenneth Schoetz
- OTHERS PRESENT:** John Cappellino, President & CEO; Beth O’Keefe, Vice President of Operations; Mollie Profic, Chief Financial Officer; Atiq Abidi, Accounting Manager; Brian Krygier, Director of Information Technology; Carrie Hocieniec, Operations Assistant/Assistant Secretary; Soma Hawramee, Compliance Portfolio Manager; Michelle Moore, Compliance Associate; and Robert Murray, Esq., General Counsel/Harris Beach PLLC
- GUESTS:** None.

There being a quorum present at 12:09 p.m., the Meeting of the Members of the Joint Governance Committee of the Erie County Industrial Development Agency (ECIDA), Buffalo and Erie County Regional Development Corporation (RDC) and the Buffalo and Erie County Industrial Land Development Corporation (ILDC) was called to order by its Chair, Ms. McDuffie.

MINUTES

The January 31, 2024 minutes of the joint meeting of the Governance Committee of the ECIDA, RDC and ILDC were presented. Upon motion made by Mr. Kulpa and seconded by Mr. State, the approval of the January 31, 2024 meeting minutes was unanimously carried.

2023 PAAA ANNUAL REPORT

Ms. Profic reviewed the report. General discussion ensued. Mr. State moved, and Ms. Johnson seconded, to recommend the 2022 PAAA Annual Report to the Board. Ms. McDuffie called for the vote and the motion was unanimously carried.

RESULTS OF ECIDA’S 2023 PERFORMANCE MEASURES

Ms. O’Keefe reviewed this report. General discussion ensued. Upon motion made by Ms. Johnson and seconded by Mr. Kulpa, the Committee resolved to recommend the ECIDA’s 2023 Performance Measures to the Board.

ECIDA MISSION STATEMENT & 2024 PERFORMANCE MEASURES

Ms. O’Keefe reviewed the ECIDA’s Mission Statement and the 2024 Performance Measures. Mr. Kulpa commented on business outreach efforts and Mr. Cappellino discussed ECIDA and RDC outreach and marketing efforts. General discussion ensued about other outreach efforts targeting small and mid-size businesses.

Upon motion to approve the ECIDA’s Mission Statement and the 2024 Performance Measures made by Mr. Kulpa and seconded by Mr. State, Ms. McDuffie called for the vote, and the motion was unanimously carried.

2023 BOARD OF DIRECTORS EVALUATION/SURVEY

Ms. Profic reviewed the Board of Directors 2023 self-evaluation and survey. General discussion ensued.

Upon motion to approve the ECIDA’s Board of Directors 2023 Self-Evaluation/Survey made by Mr. Kulpa and seconded by Mr. State, Ms. McDuffie called for the vote, and the motion was unanimously carried.

GOVERNANCE COMMITTEE 2023 SELF-EVALUATION

Ms. Profic reviewed the 2023 Governance Committee self-evaluation. Upon motion to approve the Governance Committees 2023 Self-Evaluation made by Ms. Johnson and seconded by Mr. State, Ms. McDuffie called for the vote, and the motion was unanimously carried.

RE-ADOPTION OF ECIDA/RDC/ILDC POLICIES

Ms. Profic reviewed the following ECIDA/RDC/ILDC Policies for re-adoption:

- a. Airborne Infectious Disease Policy
- b. Board Member Compensation, Reimbursement & Attendance Policy
- c. Code of Ethics & Conflict of Interest Policy
- d. Defense & Indemnification Policy
- e. ECIDA Employee Compensation Program
- f. Fee Structure Policy (ECIDA & ILDC only)
- g. Governance Committee charter
- h. Procurement Policy
- i. Professional Services RFP Process and Policy
- j. Property Disposition Guidelines

- k. Real Property Acquisition Policy
- l. Sexual Harassment Policy
- m. Statement of Duties & Responsibilities of the Board of Directors
- n. Statement of the Competencies & Personal Attributes Required of Board Members
- o. Travel, Conferences, Meals & Entertainment Policy
- p. Whistleblower Policy

Upon motion made by Mr. Evans and seconded by Ms. Johnson, the Committee unanimously resolved to re-adopt all of the policies as identified in a-p, above.

PARIS REPORT UPDATE

Ms. Profic reviewed the PARIS Report with the Committee. Ms. McDuffie directed that the report be received and filed.

BOARD MEMBER PAAA TRAINING UPDATE

Ms. Hawramee updated members on ABO best-practices training.

There being no further business to discuss, Ms. McDuffie adjourned the meeting at 1:00 p.m.

Dated: March 20, 2024



Elizabeth A. O'Keefe, Secretary