



TCPDC

TIOGA COUNTY PROPERTY DEVELOPMENT CORPORATION

607.687.8260 | www.tiogacountyny.com | 56 Main St. Owego NY 13827

**Tioga County Property Development Corporation
Wednesday, January 31, 2024, at 3:30 p.m.
Ronald E. Dougherty County Office Building
56 Main Street, Owego, NY 13827
Economic Development Conference Room #109**

ANNUAL BOARD OF DIRECTORS MEETING MINUTES

1. Call to Order – Chair R. Kelsey called the meeting to order at 3:38 PM.
2. Attendance
 - a. Present: R. Kelsey, H. Murray, M. Sauerbrey (arrived at 3:52), S. Yetter, L. Pelotte, J. Whitmore Absent/Excused: M. Baratta, D. Astorina
 - b. Invited Guests: B. Woodburn, K. Warfle
3. New Business
 - a. Bi-monthly 2024 regular meeting designation: Set bi-monthly meetings for the last Wednesday of each month at 4:00 p.m. in the Economic Development Conference Room #109
 - January 31, 2024
 - March 27, 2024
 - May 29, 2024
 - July 31, 2024
 - September 25, 2024
 - November 27, 2024

Motion to set the regular bi-monthly meetings for the last Wednesday of each month at 4:00 p.m. in the Ronald E. Dougherty County Office Building, 56 Main Street, Owego, Economic Development Conference Room #109:

**S. Yetter/L. Pelotte/Carried
None Opposed
No Abstentions**

- b. Governance Committee acknowledged and nominated the following Slate of Officers.
 - i. Slate of Officers 2024 and Proposed List of TCPDC Committee Members:
 1. Chair – R. Kelsey
 2. Vice Chair – H. Murray
 3. Treasurer – M. Baratta
 4. Secretary – L. Pelotte

A PARTNER OF

TEAM TIOGA

- c. Committee Appointments
 - i. Governance – S. Yetter (Chair), D. Astorina, J. Whitmore
 - ii. Audit – R. Kelsey (Chair), H. Murray, L. Pelotte
 - iii. Finance – M. Baratta (Chair), R. Kelsey, L. Pelotte
- d. Special Committee Appointments
 - i. Project Review Committee – H. Murray (Chair), R. Kelsey, J. Whitmore
- e. Other Appointments
 - i. Freedom of Information Officer – B. Woodburn
 - ii. Code of Ethics Officer – J. Meagher
 - iii. Internal Controls Officer – Bowers & Company

Chair Kelsey brought up discussion regarding adding a municipal representative, perhaps the Code Enforcement Officer, or if the CEO is not available, then an ad hoc representative from that community to the Project Review Committee when a project in that municipality is under consideration by the committee. Ms. Woodburn is checking with J. Meagher about this. There being no additional discussion, Chair Kelsey requested a motion regarding the nominations:

Motion to approve the 2024 slate of officers, committee appointments, special committee appointments, and other appointments, as presented:

**S. Yetter/L. Pelotte/Carried
None Opposed
No Abstentions**

- f. Annual Policy and Guidelines Review
 - i. Annual Renewal of TCPDC Mission Statement found no changes upon renewal.
 - ii. Governance, Finance and Audit Charters have been reviewed and no changes indicated at this time, however the Governance committee recommended all policies and charters be reviewed and updated, if necessary, throughout the coming year.

The board discussed the various board representation and Chair Kelsey noted that clarification is needed regarding the categories of board members. The board agreed that this will be reviewed again during the coming year. Ms. Woodburn confirmed that any and all changes to the by-laws, charters, and policies must be approved by the Tioga County Legislature.

Motion to approve the Annual Policy and Guidelines Review as recommended by the Governance committee:

**L. Pelotte/H. Murray/Carried
None Opposed
No Abstentions**

- g. TCPDC Board of Directors are up to date with mandatory NYS Authorities Budget Office Board Member Training, Annual Tioga County Sexual Harassment Training, Policy Review and Attestation and Oaths of Office for 2023. They have also submitted Annual Statement of Financial Disclosures.
 - i. The TCPDC Board of Directors are not aware of any Conflict-of-Interest Incidents in 2023. Three Board Members and Ms. Woodburn will need to complete ABO training in 2024.

Ms. Woodburn noted that Tioga County will no longer be tracking Sexual Harassment Training completed by board members, but the board will still need to complete it for 2024. A link to the video training will be sent, along with an attestation of completion form to be returned to Ms. Woodburn. Proof of completion through another agency or municipality is acceptable and should also be sent to Ms. Woodburn.

h. Professional Service Appointments

- i. Audit Firm – The Bonadio Group, LLC contract is in place for 2024, and an option to renew for 2025.
- ii. Accounting services – Bowers & Company contract in process for 2024, Ms. Woodburn noted a \$300 increase in their fee.
- iii. Preparation of 990 – Jan Nolis
- iv. Legal Services – Proposal from Joe Meagher for continued legal services for 2024/2025
- v. Administrative Support Services – Karen Warfle to continue for 2024/2025

Motion to approve Professional Service Appointments, as presented:

H. Murray/S. Yetter/Carried

None Opposed

No Abstentions

i. Finance Committee Recommendations

i. Official Depository

1. Tioga State Bank

- ii. Annual Designation of Signors on Bank Accounts – M. Baratta, M. Sauerbrey, B. Woodburn

Motion to approve Tioga State Bank as official depository for TCPDC and M. Baratta, M. Sauerbrey, and B. Woodburn as official signors on bank accounts for TCPDC in 2024:

S. Yetter/M. Sauerbrey /Carried

None Opposed

Abstention: R. Kelsey

j. Annual Evaluation of Board Performance – Completed 2023

Board members completed the Annual Board Performance Evaluation form for YE 2023 and a summary of the results were included in the meeting packets. Ms. Woodburn noted that overall, the Board mostly “Agreed” with the statements/criteria, in addition to a handful of “Somewhat Agreed.” The board discussed the areas that had “somewhat agree” responses.

k. Annual Report

A draft of the report was included in the meeting packet provided to all members for review and approval prior to being sent to the ABO and being publicized. The board approved the Annual Report with one minor grammatical change.

l. Miscellaneous

- i. Contact information 2024 TCPDC Board of Directors and Staff was distributed. Send any corrections or updates to Ms. Woodburn. Positions and terms of office will be updated to reflect the elections of this meeting.
- ii. The 2023 Board Attendance Record was distributed and reviewed.

4. Adjournment – No additional business was brought up for discussion by the board.
Motion to adjourn the Annual Meeting of the TCPDC Board of Directors: L. Pelotte
Meeting adjourned at 4:04 PM.

Respectfully submitted,

Karen Warfle, OSII
Tioga County ED&P