

## COIDA Governance Committee Meeting Minutes

March 3, 2023

121 N Main Street 2<sup>nd</sup> Floor Albion NY  
Board Room  
8:00 a.m.

### Draft

#### Committee Members Present:

John Misiti, Chairman  
Skip Draper, Treasurer  
Carol D'Agostino, Member  
John Fitzak, Member  
Craig Tuohey, Member

#### Committee Members Absent:

Ed Urbanik

#### Also Present:

Michael Dobell, CEO/CFO  
Gabrielle Barone, Vice President Development  
Kevin Zanner, OEDA Legal Counsel (via Zoom)

**I. Roll Call----** The meeting was called to order by John Misiti at 8:00 a.m. Michael called the roll. Committee members John Misiti, John Fitzak, Craig Tuohey and Carol D'Agostino were present, constituting a quorum of the Committee.

**II. Approval of Previous Governance Meeting Minutes (Electronic)**  
(None)

**III. Legal---**No report.

**IV. Old Business--**

None

**V. New Business**

Board evaluations are due back from Board members by March 15<sup>th</sup>.

#### **Recommend or not Recommend the Approval of Guidelines and Policies.**

The following policies and guidelines were presented to the Committee for review:

**Investment Policy:**

Skip Draper made a motion to recommend that the Board approve the Investment Policy without any changes to the current policy. The motion was seconded by Craig Tuohey and unanimously carried (5-0-0) **M0323-01**.

**Real Property Acquisition Policy:**

Craig Tuohey made a motion to recommend that the Board approve the Real Property Acquisition Policy without any changes to the current policy. The motion was seconded by John Fitzak and unanimously carried (5-0-0) **M0323-02**.

**Property Disposal Guidelines:**

John Fitzak made a motion to recommend that the Board approve the Property Disposal Guidelines without any changes to the current guidelines. The motion was seconded by Carol D'Agostino and unanimously carried (5-0-0) **M0323-03**.

**Procurement Policy:**

Craig Tuohey made a motion to recommend that the Board approve the Procurement Policy without any changes to the current policy. The motion was seconded by Skip Draper and unanimously carried (5-0-0). **M0323-04**.

**Recommend or not recommend the approval of the Governance Committee Charter**

Skip Draper made a motion to recommend that the Board approve the Governance Committee Charter without any changes to the current charter. The motion was seconded by John Fitzak and unanimously carried (5-0-0). **M0323-05**

**VI. Executive Session-None.**

**VII. Adjournment**

John Fitzak made a motion to adjourn the meeting subject to Chairman's recall, seconded by Skip Draper. Motion Passed. (5-0-0).

Respectfully Submitted,

Michael Dobell