



TCPDC

TIOGA COUNTY PROPERTY DEVELOPMENT CORPORATION

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

**Tioga County Property Development Corporation
Wednesday, February 8, 2023, at 4:00 p.m.
Ronald E. Dougherty County Office Building
56 Main Street, Owego, NY 13827
Economic Development Conference Room #201**

ANNUAL BOARD OF DIRECTORS MEETING MINUTES

1. Call to Order – P. Ayres called the meeting to order at 4:02 PM.
2. Attendance
 - a. Present: P. Ayres, M. Baratta, H. Murray, M. Sauerbrey, S. Yetter, L. Pelotte, S. Zubalsky-Peer
Absent/Excused: R. Kelsey, D. Astorina
 - b. Invited Guests: B. Woodburn, K. Warfle
3. New Business
 - a. Bi-monthly 2023 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 25, 2023
March 29, 2023
May 31, 2023
July 26, 2023
September 27, 2023
November 29, 2023

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/S. Zubalsky-Peer/Carried
None Opposed
No Abstentions**

- b. Governance Committee acknowledged and nominated the following Slate of Officers.
 - i. Slate of Officers 2023 Proposed List of TCPDC Committee Members
 1. Chair – R. Kelsey
 2. Vice Chair – P. Ayres
 3. Treasurer – M. Baratta
 4. Secretary – H. Murray

A PARTNER OF

TEAM TIOGA

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

P. Ayres noted that as of March 31, 2023, his term as Mayor of the Village of Wavery will be completed.

Motion to approve the 2023 slate of officers, committee appointments, and other appointments, as presented:

**M. Sauerbrey/L. Pelotte/Carried
None Opposed
No Abstentions**

- e. 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.

Motion to approve the policy review and guidelines as recommended by the Governance committee:

**S. Yetter/M. Sauerbrey/Carried
None Opposed
No Abstentions**

- f. 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. 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 2022. Two Board Members will need to complete ABO training in 2023.
- g. Professional Service Appointments
 - i. Audit Firm – The Bonadio Group, LLC contract in place for 2022, and an option to renew for 2023.
 - ii. Accounting services – Bowers & Company contract in place for 2023.
 - iii. Preparation of 990 – Jan Nolis
 - iv. Legal Services – Proposal from Joe Meagher for continued legal services for 2023/2024
 - v. Administrative Support Services – Karen Warfle to continue for 2023/2024

Motion to approve Professional Service Appointments, as presented:

**S. Zubalsky-Peer/H. Murray/Carried
None Opposed, No Abstentions**

- h. Finance Committee Recommendations

- i. Official Depositories
 - 1. Tioga State Bank

Motion to approve Tioga State Bank as official depository for TCPDC in 2023:

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

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

Motion to approve M. Baratta, M. Sauerbrey, and B. Woodburn as official signors for TCPDC in 2023:

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

- i. Annual Evaluation of Board Performance – Completed 2022

Board members completed the Annual Board Performance Evaluation form for YE 2022 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.” There were three criteria where one vote of “somewhat disagree” was given. Two of those criteria will be addressed by holding bi-monthly meetings in 2023. Discussion of various ways to properly address the short turnaround time for some decisions that are needed sooner than anticipated. Ms. Woodburn offered scheduling a special meeting in these situations. L. Pelotte inquired whether members could vote by proxy. Ms. Woodburn will ask J. Meagher. M. Baratta noted that some members can participate via Zoom, the meeting must be recorded, but that there must still be a quorum present in the room in order to vote on the matter.

- j. Annual Report - The report was included in the meeting packet to all members. L. Pelotte suggested it be available to more people so they can see the work done in their communities by the Land Bank. Ms. Woodburn noted it will be posted on the TCPDC website and a press release with a link to the report will be sent to the media. L. Pelotte will share with her board. P. Ayres complimented the work of the Land Bank and the quality of the Annual Report.

- k. Miscellaneous

- i. Contact information 2023 TCPDC Board of Directors and Staff was distributed. Send any corrections or updates to K. Warfle or Ms. Woodburn.

- 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:

**M. Sauerbrey/H. Murray/Carried
None Opposed
No Abstentions**

Meeting adjourned at 4:25 PM.

Respectfully submitted,

Karen Warfle, OSII
Tioga County ED&P