



**TCPDC**

**TIOGA COUNTY PROPERTY DEVELOPMENT CORPORATION**

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

**Tioga County Property Development Corporation  
Governance Committee Meeting  
Wednesday, February 8, 2023, at 3:45 p.m.  
Ronald E. Dougherty County Office Building  
56 Main Street, Owego, NY 13827  
Economic Development Conference Room #201**

**GOVERNANCE COMMITTEE MEETING MINUTES**

**1. Call to Order**

Mr. Ayres called the meeting to order at 3:46 pm.

**2. Attendance**

- a. Present: S. Yetter, P. Ayres, L. Pelotte
- b. Excused: R. Kelsey, D. Astorina
- c. Invited Guests: B. Woodburn, K. Warfle

**3. Old Business**

- a. Approval of Minutes of Governance Committee Meeting, January 26, 2022 and October 26, 2022.

**Motion to Approve January 26, 2022 Minutes as amended for spelling correction and the October 26, 2022, Governance Committee Meeting Minutes as presented:**

**L. Pelotte/P. Ayres/Carried**

**None Opposed**

**No Abstentions**

**4. New Business**

- a. Nominations for Slate of Officers for 2023:
  - Chair – R. Kelsey
  - Vice Chair - P. Ayres
  - Treasurer – M. Baratta
  - Secretary – H. Murray
- b. Nominations for Finance, Governance, and Audit Committees
  - Governance – S. Yetter (Chair), P. Ayres, D. Astorina, S. Zubalsky-Peer
  - Audit – P. Ayres (Chair), R. Kelsey, M. Baratta, H. Murray
  - Finance – M Baratta (Chair), R. Kelsey, P. Ayres, L. Pelotte
- c. Other appointments – None

**A PARTNER OF**

**TEAM TIOGA**

**Motion to recommend nominations for the 2023 Slate of Officers and Finance, Governance, and Audit committees and other appointments to the TCPDC Board, as proposed:**

**L. Pelotte/P. Ayres/Carried  
None Opposed  
No Abstentions**

- d. Annual Board Performance Evaluation – Ms. Woodburn reviewed the Summary Results of the confidential Annual Board Performance Evaluation for fiscal year 2022. Overall, the Board “agreed” or “somewhat agreed” with the statements, and three criteria had one response of “somewhat disagree.” Ms. Woodburn noted that two of those criteria will be addressed by holding bi-monthly meetings. P. Ayres affirmed the difficulty of holding votes via email and that face-to-face meetings allow for adequate discussion of subjects prior to voting on them. S. Yetter noted that some decisions had short deadlines that precluded being able to get together in person, but that these changes should help mitigate such circumstances. Committee members agreed.
- e. Review of Annual Financial Disclosure, Policy Review Attestation, and ABO Board of Directors Training – Ms. Woodburn summarized that all board members completed the required 2022 forms and trainings. The 2023 forms, trainings and disclosures will be sent out soon and all Board members will need to complete them. Two board members will need to complete the ABO training in 2023.
- f. Review and Reaffirm Recommendation of TCPDC Policies and Guidelines – links to all policies and guidelines were sent to all committee members for review prior to this meeting.

**Motion to reaffirm and recommend the TCPDC policies and guidelines to the TCPDC Board:**

**P. Ayres/L. Pelotte/Carried  
None Opposed  
No Abstentions**

- 5. Adjournment – Mr. Ayres adjourned the meeting at 3:57 PM.

Respectfully submitted,

Karen Warfle, OSII  
Tioga County Economic Development & Planning