

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

**MEETING:** March 16, 2011, at Erie County Industrial Development Agency, 143 Genesee Street, Buffalo, New York 14203 at 10:00 a.m.

**PRESENT:** Philip C. Ackerman, Barry Brandon, Philip Corwin, and Hon. Mary F. Holtz

**ABSENT:** Hon. Bryon Brown, Hon. Chris Collins, Lawrence M. Meckler and Frank B. Mesiah

Also present at the meeting were Al Culliton, Chief Operating Officer, John Cappellino, Executive Vice President, Andrew Schoepich, Treasurer and Robert G. Murray, Assistant Secretary.

There being a quorum present at 10:05 a.m., the meeting was called to order by Mr. Ackerman.

**MINUTES**

The minutes of the meeting of February 16, 2010, were presented. Upon motion made by Ms. Holtz, seconded by Mr. Brandon, the approval of the minutes of the February 16, 2010 meeting was unanimously carried.

**PARIS REPORT**

Ms. Dawn Boudreau reviewed the status of the 2010 PARIS Report noting it will be completed and filed in a timely manner.

**CODE OF ETHICS (READOPT); GOVERNANCE COMMITTEE CHARTER (READOPT); PROCUREMENT POLICY (READOPT); AND DISPOSITION GUIDELINES (READOPT)**

Mr. Ackerman reviewed agenda items 6, 7, 8, and 9, as referenced above, noting that these policies and guidelines are required to be reviewed and readopted on an annual basis, and further noting that no changes have been made since the same were approved last year. Upon motion made by Ms. Holtz, seconded by Mr. Ackerman, and unanimously carried, it was

**RESOLVED**, that the Committee hereby approves the readopted Code of Ethics, Governance Committee Charter, Procurement Policy and Disposition Guidelines, a true and complete copy of

which is attached to the minutes of this meeting and made a part hereof, were unanimously adopted.

### **GOVERNANCE COMMITTEE SELF-EVALUATION**

The Committee reviewed the self-evaluations and noted no issues. Mr. Ackerman directed that the Governance Committee self-evaluations be received and filed.

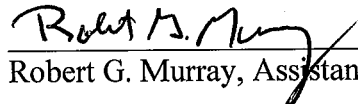
### **ABO BOARD SELF-EVALUATIONS**

The Committee reviewed the survey of the above required Board self-evaluation. Ms. Boudreau noted that the Committee should consider if the survey warrants additional discussion. General discussion then followed regarding that the ECIDA has a large board membership, with 14 seats dictated by statute, often leading to a variety of conclusions with respect to the survey items. The surveys were reviewed, discussed, received and filed.

### **ABO MISSION STATEMENT & PERFORMANCE MEASUREMENTS INCLUDING ABO GUIDELINES AND ECIDA'S MISSION STATEMENT AND 2011 PERFORMAMNCE MEASUREMENTS**

The Committee reviewed the mission statement and performance measurements. A general discussion ensued and the Committee revised the mission statement. Upon motion made by Mr. Brandon to accept the mission statement with certain changes so noted, seconded by Mr. Ackerman, the revised mission statement was unanimously approved.

There being no further business to come before the committee, upon motion made by Mr. Corwin, seconded by Mr. Brandon, and unanimously carried, the meeting was adjourned at 10:30 a.m.

  
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Robert G. Murray, Assistant Secretary