

**MINUTES**  
**County of Oswego Industrial Development Agency**  
**Governance Committee**  
**December 19, 2013**  
**County of Oswego IDA Office**

**PRESENT:** Schick and Rush

**Absent:** Kunzwiler

**Also Present:** Kevin C. Caraccioli and L. Michael Treadwell

Chair Rush called the meeting to order at 1:45 p.m. at the offices of the County of Oswego IDA in Oswego, NY.

**Annual Board of Directors Evaluation**

Mr. Treadwell reviewed the guidelines of the NYS ABO that requires the Governance Committee to review the Evaluations and to file a summary report to the ABO.

Following a review of the Evaluations, the Summary Results of Confidential Evaluation of Board Performance was finalized and authorized to be reported to the Agency and filed as required by the ABO. A copy of the Summary Results is attached and made an official part of the minutes.

Based on the response to the following "The Board sets clear and measurable performance goals," it was acknowledged that goals are included in the Annual Report. The Committee agreed that the goals should be reviewed annually in advance of the preparation of the Annual Report.

On a motion by Mr. Schick, seconded by Ms. Rush, the meeting was adjourned at 1:55 p.m.

Respectfully Submitted,



L. Michael Treadwell  
CEO

**Summary Results of Confidential Evaluation of Board Performance**

<b>Criteria</b>	<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	#	#	#	#
Board members have a shared understanding of the mission and purpose of the Authority.	5			
The policies, practices and decisions of the Board are always consistent with this mission.	5			
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	5			
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	4	1		
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	2	3		
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence or self-interest.	5			
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	5			
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	3	2		
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	5			
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	3	2		
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	5			
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	3	2		
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	5			
The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.	5			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	3	2		
Board members demonstrate leadership and vision and work respectfully with each other.	5			

Name of Authority: County of Oswego IDA

Date Completed: 12/19/13