

**MINUTES  
GOVERNANCE COMMITTEE MEETING  
November 20, 2012**

Time & Place: 12:45PM, Ebenezer Watts Conference Center,  
49 S. Fitzhugh Street, Rochester, New York

Board Present: H. Stuart (Chair), C. Campbell,

Also Present: J. Seil (Executive Director), M. Malone

Governance Committee Chair Stuart called the meeting to order.

Governance Committee members reviewed the Governance Committee charter and established the 2013 meeting dates as February 19, 2012 and September 17, 2013.

Executive Director Seil noted that she has received several inquiries from other IDA Directors regarding COMIDA's policies and processes for Local Labor.

There were no pending contracts to review.

The Executive Director and Committee members reviewed the Compliance Risk Assessment Report prepared by Bollam, Sheedy, Torani & Co., LLP. The assessment was based on the "IDA Recommended Practices" developed by the New York State Economic Development Council's, Public Authorities Law, General Municipal Law and New York State Authorities Budget Office recommended practices.

Of note, COMIDA received an Overall Risk Rating of LOW in all categories:

- Governance, Contract, Personnel and Organization Requirements
- Budgeting, Accounting, Reporting and Audit Requirements
- Project Selection Criteria and Process
- PILOT Agreement Process
- Project Monitoring Process

The report noted areas of strength, in particular commending COMIDA for the documented Annual PILOT Compliance Review process, which they stated "could be considered a model for other IDAs." Recommendations for improvement were limited to improving the documentation of the selection and review process.

There being no further business, the meeting was adjourned.