ONONDAGA CIVIC DEVELOPMENT CORPORATION Governance Committee Meeting Minutes December 4, 2014

A Governance Committee meeting of the Onondaga Civic Development Corporation was held on Thursday, December 4, 2014 at 333 West Washington Street, Syracuse, New York, 13202, in the large conference room on the first floor.

Matt McAnaney called the meeting to order at 8:20am with the following:

PRESENT:

Matt McAnaney Cydney Johnson

ABSENT:

James Farrell

ALSO PRESENT:

Julie A. Cerio, President/CEO Honora Spillane, Secretary Kristi Smiley, Treasurer Linda McShane, Office of Economic Development Karen Doster, Office of Economic Development

APPROVAL OF GOVERNANCE COMMITTEE MINUTES - SEPTEMBER 4, 2014

Upon a motion by Cydney Johnson, seconded by Matt McAnaney, the OCDC Governance Committee approved the governance committee minutes of September 4, 2014. Motion was carried unanimously.

SELF-EVALUATION OF THE GOVERNANCE COMMITTEE

Honora Spillane stated that there was unanimous agreement.

Upon a motion by Cydney Johnson, seconded by Matt McAnaney, the OCDC Governance Committee approved a resolution accepting the summary evaluation without comment. Motion was carried unanimously.

REVIEW STAFF AND BOARD SELF-EVALUATIONS

Upon a motion by Cydney Johnson, seconded by Matt McAnaney, the OCDC Governance Committee approved a resolution accepting the staff and board self-evaluations and recommending approval to the full board. Motion was carried unanimously.

REVIEW OF COMMITTEE CHARTERS

Upon a motion by Cydney Johnson, seconded by Matt McAnaney, the OCDC Governance Committee approved a resolution to transmit the Audit and Finance Committees' Charters without comment to the Board for review and acceptance. Motion was carried unanimously.

REVIEW ANNUAL REPORTS OF OCDC COMMITTEES

Upon a motion by Cydney Johnson, seconded by Matt McAnaney, the OCDC Governance Committee approved a resolution accepting the Audit and Finance Committee's Annual Reports and recommending approval to the full Board. Motion was carried unanimously.

REVIEW GOVERNANCE COMMITTEE ANNUAL REPORT

Upon a motion by Cydney Johnson, seconded by Matt McAnaney, the OCDC Governance Committee approved a resolution accepting its Annual Report without comment and recommending approval to the full board. Motion was carried unanimously.

Upon a motion by Matt McAnaney, seconded by Cydney Johnson, the OCDC Governance Committee adjourned the meeting at 8:23 am. Motion was carried unanimously.

Honora Spillane, Secretary