

**A meeting of the Board of Directors of the Cayuga Economic Development Agency Inc., (“CEDA”) was brought to order at the Hilton Garden Inn at 74 State Street, Auburn, NY at 11:00 am, Thursday January 25, 2018. The following Board Members were in attendance:**

<b>Present</b>	<b>Absent/Excused</b>	<b>Proxy Voting</b>	
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Kevin Miles, Chair</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>Sue Edinger, Vice-Chair</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Cynthia Aikman, Treasurer</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Kelley Gridley, Secretary</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Ray Lockwood, At Large Executive Committee</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Jim Dacey</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Jeff Dygert</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Tom Herbert</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Susan Higgins</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Grant Kyle</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>Tom Lewis</b>
<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<b>Patrick Mahunick</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Tom Minicucci</b>
<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<b>Monika Salvage</b>

**Other Attendees:**

- Tracy Verrier, CEDA

**Guests:**

- Justin Woods, Steve Lynch, Charlie Ripley, Elane Daley; Cayuga County

**1. Quorum Call:**

Mr. Miles, Chair, called the meeting to order at 11:00 a.m. noting that there was a quorum present.

**2. Consent Items:**

Mr. Dacey made a motion to approve the consent agenda items as distributed. Mr. Lockwood seconded. Ms. Verrier noted that there would be some additional adjustments to the December financials as there were some sizeable adjustments made to the 401k contributions for 2017. All present voted in favor motion carried.

**3. 2018 Welcome**

Mr. Miles moved the discussion item up on the agenda. Board members and guests introduced themselves. Ms. Verrier then provided an overview of CEDA’s mission and purpose to ensure a consistent understanding among the board. She then recommended instituting an attendance policy, noting that the Chamber’s policy is that a board member may be dismissed if for missing three consecutive meetings or six meetings in a single year. She explained this had not been a problem with the CEDA board, but that it is good to have clear expectations. Mr. Lockwood asked whether this would apply to ex officio members, and Ms. Verrier replied no. Mr. Minicucci asked if a member could keep their seat if there are extenuating circumstances, and Ms. Verrier stated that dismissal would be at the board’s discretion so exceptions could be made for special situations. Mr. Dacey made a motion to add this attendance policy to the organization’s bylaws, Mr. Lockwood seconded. The board discussed whether it should be in the bylaws or just a standing policy. Mr. Dacey felt it would be more helpful for future boards if it were in the bylaws, which there was general agreement about. Ms. Verrier stated she would put a bylaw amendment on the February meeting agenda. She added that the County had requested to change their ex officio seat from the chief elected official (Chair of the Legislature) to the chief administrative official (County Administrator) as the City had done recently. Ms. Verrier asked that board members provide feedback ahead of the February meeting, but that she would include that amendment to the bylaws as well.

Ms. Verrier went on to explain that it is expected that all board members participate on a committee. She referred to the committee listing included in the packet and asked for volunteers. In addition to existing members, Mr. Lockwood and Mr. Herbert volunteered for the Audit Committee, Mr. Minicucci and Mr. Kyle volunteered for the Nominating Committee, Ms. Higgins and Mr. Kyle volunteered for the Long Range Planning Committee, and Ms. Salvage volunteered for the ad hoc Marketing Committee. Ms. Verrier will distribute an updated list of committees.

**4. Activities Update:**

Ms. Verrier reported on a variety of projects and initiatives that are progressing, including follow up with companies that were awarded funding through the Consolidated Funding Application process. She also provided an update on replacing Mr. Joseph Sheppard, who was still working a few hours per week until a replacement is secured.

**4. Committee Reports:**

No committee reports.

**6. CSS Updates:**

Ms. Verrier explained that the recent CSS meeting had been an organizing meeting, setting officers and policies. Ms. Aikman suggested that Ms. Verrier explain the purpose and structure of CSS, which she did.

Motion to adjourn at 11:37am by Ms. Aikman, seconded by Ms. Higgins. All present voted in favor, motion passed.

**The next CEDA meeting will take place on March 1, 2018 at 8:00 am at 2 State Street.**