

YONKERS INDUSTRIAL DEVELOPMENT AGENCY GOVERNANCE MEETING
October 15, 2009

A meeting of the Governance Committee for the City of Yonkers Industrial Development Agency was held on October 15, 2009 at 8:52 a.m. A roll call was taken and Committee Chairperson Peter Kischak, Committee Member Joy Lawrence and Chief Fiscal Officer Melvina Carter were noted as present. A quorum was established for the conduct of business. Dennis E.A. Lynch General Counsel was also noted as being present.

The first order of business was the approval of the Meeting Minutes from the December 3, 2008 meeting. The Committee Members were provided with time to review those minutes.

A motion to approve the minutes was made by Committee Member Joy Lawrence and seconded by Committee Chairperson Peter Kischak. The motion was approved unanimously.

The next order of business was the approval of the Meeting Minutes from April 20, 2009 Joint Committee Meeting. The Committee Meeting were provided ample time to review those minutes.

A motion to approve the minutes was made by Committee Chairperson Peter Kischak and seconded by Joy Lawrence. The motion was approved unanimously.

The next order of business was a review of the Agency Policies. Counsel Lynch noted the record should reflect packets were distributed to the Committee Members which included essential Policy documents; By-laws, Guidelines and Procedures, and Personnel Policy and Procedures. Mr. Lynch gave a background review on the By-laws and Guideline Procedures. The only change that was done regarding to the by-laws appears on page 6 to reflect that the Public Authorities Accountability Act require that there should be an Audit and a Governance Committee added to the by-laws.

A motion to approve the change to the By-laws was made by Committee Chairperson Peter Kischak and seconded by Joy Lawrence. The motion was approved unanimously.

The next issue for consideration was the Guidelines and Procedures, changes are recommended on page 26, items A through D. Counsel Lynch provided a detailed review of the changes which coincide with PAAA procurement regulations. Committee members posed questions about the authorized contact person. All questions were answered to committees' satisfaction

A motion to approve the changes to the Guidelines and Procedures was made by Joy Lawrence seconded by Committee Chairperson Peter Kischak. The motion was approved unanimously.

The last order of business was the Personnel Policy and Procedures. Mr. Lynch noted that the changes are on Personnel Policy on how we govern the conduct relationships within the IDA. Mr. Lynch noted that the changes appeared on page 2 .CFO Melvina Carter explained to the Committee that the Agencies attempt is to match up with what the City offers its employees to the best of our ability. However due to limited resources and man power an exact match is not always feasible.. Melvina Carter outlined the similar in leave time and explained the changes were needed to clarify where differences from City policy occur. CFO Melvina Carter noted that the personal days are the same as the City, for the regular employees they get 2 personal days and the executive get 4 personal days. As for the sick days, they are the same as the City 12 sick days per calendar year. Melvina Carter explains vacation time to the Board Members. Melvina states, our employees are non-union employees when we referred to the City policy regarding vacation time it referred to the management Policy. When Fiona and the rest of the staff were hired we had one line that stated that it would be the same as the city, the city gets 4 hours accrued each pay period. We told the staff that they get 2 weeks vacation, because of the line that is in the Policy they would get the same as the City. I would like to clarify that 2 weeks is equivalent to 10 days. Our employees will be accruing 2.7 every pay period. We will not take back any accrued days up to date. Peter Kischak asked if anything is taking away from them that they already had. Counsel Lynch explains that it would be yes and no answer. What we are taken away from them what was written in the policy but we are not taken away what explaining to them. Melvina Carter wanted to clarify the language and going forward we have to accrue based on the two weeks that they were told and not give them according to the City because the City Policy is based on a Management Policy. Ellen and Melvina were the only management staff. Counsel Lynch noted that on page 4 the language should be changed regarding the 25 days that the CEO receives in December Counsel Lynch asked Melvina Carter to change it where it reads that the Yonkers IDA President/CEO gets a allocation of 25 days in December we add of each year.

The Committee Members indicated no objection to that recommendation. Mr. Lynch observed that such a proposed change in the procedures would be presented for consideration possibly at the next regular YIDA Board meeting. Counsel Lynch stated that the Policies and Procedures should be reviewed at least annually and sooner whenever circumstances dictated such reconsideration.

A motion to approve the changes to the Personnel Policy and Procedures was made by Chairman Peter Kischak and seconded by Joy Lawrence. The motion was approved unanimously.

Other Business: Melvina Carter emphasized the Ribbon cutting ceremony at Residence Inn by Marriot was at 11am today in South West Executive Park. IDA expects a full board meeting by the end of the month. IDA staff will provide notification of scheduled date soon.

Adjournment. A motion to adjourn the Governance Committee Meeting was at 9:16am and was made by Chairman Peter Kischak and seconded by Joy Lawrence.