



Erie County Industrial Development Agency (ECIDA)
Buffalo & Erie County Regional Development Corporation (RDC)
Buffalo & Erie County Industrial Land Development Corporation (ILDC)

Joint Nominating Committee Meeting
Tuesday, May 18, 2021
at 10:00 a.m.

1. Approval of Minutes – March 25, 2020
2. Proposed Committee Assignments and Officers
3. Adjournment

**MINUTES OF A JOINT MEETING OF THE NOMINATING COMMITTEES OF THE
ERIE COUNTY INDUSTRIAL DEVELOPMENT AGENCY (ECIDA)
BUFFALO AND ERIE COUNTY REGIONAL
DEVELOPMENT CORPORATION (RDC)
AND
BUFFALO AND ERIE COUNTY
INDUSTRIAL LAND DEVELOPMENT CORPORATION (ILDC)**

DATE AND PLACE: March 25, 2020, at Erie County Industrial Development Agency (the “ECIDA” or “Agency”), and held via phone conference

PRESENT: Dottie Gallagher, Richard Lipsitz, Jr. and Brenda W. McDuffie

ABSENT: Rev. Mark E. Blue and Hon. Mark C. Poloncarz

OTHERS PRESENT: Steve Weathers, Chief Executive Officer; John Cappellino, Executive Vice President; and Robert G. Murray, Esq., General Counsel/Harris Beach PLLC

GUESTS: None.

There being a quorum present at 11:31 a.m., the Meeting of the Members of the Joint Nominating Committee of the Erie County Industrial Development Agency, Buffalo and Erie County Regional Development Corporation and the Buffalo and Erie County Industrial Land Development Corporation was called to order by Mr. Weathers who presided over the meeting in the absence of Chair Poloncarz.

MINUTES

The minutes of the May 21, 2019 Meeting of the Joint Nominating Committee were presented, and upon motion made by Ms. McDuffie, and seconded by Mr. Lipsitz, approval of the minutes was unanimously carried.

PROPOSED COMMITTEE ASSIGNMENTS AND OFFICERS

Mr. Weathers reviewed the draft/proposed 2020-2021 ECIDA/RDC/ILDC board committees and officers.

Ms. Gallagher moved and Ms. McDuffie seconded, to approve of the proposed 2020-2021 ECIDA/RDC/ILDC board committees and officers as presented by Mr. Weathers. Mr. Weathers called for the vote and the motion was unanimously approved.

Draft
Subject to Committee Approval

Upon motion made by Mr. Lipsitz and seconded by Ms. McDuffie, and unanimously approved, the meeting was adjourned at 11:36 a.m.

Robert G. Murray, Secretary

2021-2022 Draft ECIDA/RDC/ILDC Board Committees & Officers

| Executive Committee ECIDA/RDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|---|--|--|
| 7 Board members, President & CEO, as specified in By-Laws | Chair - Brenda McDuffie (Chair) | Chair - Brenda McDuffie (Chair) |
| | Vice Chair - Richard Lipsitz | Vice Chair - Richard Lipsitz |
| | County Executive - Hon Mark Poloncarz | County Executive - Hon Mark Poloncarz |
| | Mayor Buffalo – Hon. Byron Brown | Mayor Buffalo – Hon. Byron Brown |
| | Hon. Joseph Emminger (Chair, RDC Loan Committee) | Hon. Joseph Emminger (Chair, RDC Loan Committee) |
| | Glenn Nellis - (Representing the Finance & Audit Committee) | Glenn Nellis - (Representing the Finance & Audit Committee) |
| | Hon. Darius Pridgen (Chair, Loan Write- Off) | Hon. Darius Pridgen (Chair, Loan Write- Off) |
| | President & CEO John Cappellino [non- voting] | President & CEO – John Cappellino [non-voting] |

| Nominating Committee ECIDA/RDC/ILDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|--|---|--|
| Number of members not specified in By-Laws 1 Meeting a Year | Hon. Mark Poloncarz (Chair) | Hon. Mark Poloncarz (Chair) |
| | Rev. Mark Blue | Rev. Mark Blue |
| | Dottie Gallagher | Dottie Gallagher |
| | Hon. Howard Johnson | Howard Johnson |
| | Richard Lipsitz | Richard Lipsitz |
| | Brenda McDuffie | Sister Denise Roche |
| | Sister Denise Roche | Ken Schoetz |
| | Ken Schoetz | Renee Wilson |

| Compensation Committee ECIDA | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|---|---|--|
| No by-law requirement 1-2 Meetings a Year | Hon. Mark Poloncarz (Chair) | Hon. Mark Poloncarz (Chair) |
| | Denise Abbott | Rev. Mark Blue |
| | Rev. Mark Blue | Dottie Gallagher |
| | Dottie Gallagher | Richard Lipsitz |
| | Richard Lipsitz | Sister Denise Roche |
| | Sister Denise Roche | Ken Schoetz |
| | Ken Schoetz | Paul Vukelic |

| Finance & Audit Committee ECIDA/RDC/ILDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|--|---|--|
| At least 3 Board members specified in By-Laws. Not less than 3 independent members per PAL. 3-4 Meetings a Year | Michael Szukala (Chair) | Michael Szukala (Chair) |
| | Penny Beckwith (M&T) | Penny Beckwith |
| | Hon. Joseph Emminger* | Brian Kulpa* |
| | Glenn Nellis* | Glenn Nellis * |
| | Paul Vukelic* | Paul Vukelic* |
| | William Witzleben (M&T) | William Witzleben |
| | (Vacant) | Allison DeHonney |

*=Board members who fill seats required by By-laws
Nominating Committee Approved Date –
Board Approved Date –

2021-2022 Draft ECIDA/RDC/ILDC Board Committees & Officers

| Governance Committee ECIDA/RDC/ILDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|---|---|--|
| At least 3 Board members specified in By-Laws. Not less than 3 independent members per PAL. 1-2 Meetings a Year | Brenda McDuffie* (Chair) | Brenda McDuffie* (Chair) |
| | Howard Johnson* | Howard Johnson* |
| | Tyra Johnson* | Tyra Johnson* |
| | Hon. Brian Kulpa | Mark Poloncarz |
| | Ken Schoetz | Ken Schoetz |
| | David State | David State |
| | Maria Whyte | Maria Whyte |

| Loan Committee ECIDA/RDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|---|--|--|
| By-Laws specify no more than 5 members of the Policy Committee plus 2 City members and 1 County member 6-12 Meetings a Year | Hon. Joseph Emminger (Chair) | Hon. Joseph Emminger (Chair) |
| | Denise Abbott | Denise Abbott |
| | [City 2] Rebecca Gandour | [City 2] Rebecca Gandour |
| | [Other] Nancy LaTulip | [Other] Nancy LaTulip |
| | [County 1] David McKinley (Community Bank N.A.) | [County 1] David McKinley (Community Bank N.A.) |
| | [Other] Michael Taylor (NYBDC) | [Other] Michael Taylor (NYBDC) |
| | [City 1] Royce Woods (Beverly Gray Business Exchange Center) | [City 1] Royce Woods (Beverly Gray Business Exchange Center) |

| Loan Write-off Committee ECIDA/RDC/ILDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|--|---|--|
| At least 3 Board members specified in By-Laws 1 Meeting a Year | Pridgen* (Chair) | Pridgen* (Chair) |
| | Penny Beckwith (M&T) | Penny Beckwith (M&T) |
| | Hon. Diane Benczkowski | Hon. Diane Benczkowski* |
| | Tyra Johnson* | Tyra Johnson |
| | Ken Schoetz* | Ken Schoetz* |
| | William Witzleben (M&T) | William Witzleben (M&T) |

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2021-2022 Draft ECIDA/RDC/ILDC Board Committees & Officers

| Policy Committee ECIDA/RDC | <u>Current Committee Members</u> | <u>Proposed Committee Members</u> |
|--|----------------------------------|-----------------------------------|
| At least 3 Board members specified in By-Laws 10-12 Meetings a year | Richard Lipsitz* (Chair) | Richard Lipsitz* (Chair) |
| | Denise Abbott | Denise Abbott |
| | Hon. April Baskin | Hon. April Baskin |
| | Rev. Mark Blue* | Rev. Mark Blue* |
| | Hon. Byron Brown | Hon. Byron Brown |
| | Johanna Coleman | Johanna Coleman |
| | Richard Cummings | Richard Cummings |
| | Colleen DiPirro | Colleen DiPirro |
| | Hon. William Krebs | Hon. William Krebs |
| | Brenda McDuffie* | Brenda McDuffie* |
| | Glenn Nellis | Glenn Nellis |
| | Laura Smith | Laura Smith |
| | David State | David State |
| Maria Whyte | Maria Whyte | |

| <u>OFFICERS</u> | <u>Current Officers</u> | | | <u>Proposed Officers</u> | | |
|------------------------------|---|------------|---------------------|--|------------|---------------------|
| | <u>ECIDA</u> | <u>RDC</u> | <u>ILDC</u> | <u>ECIDA</u> | <u>RDC</u> | <u>ILDC</u> |
| Chair | Brenda McDuffie | | Hon. Mark Poloncarz | Brenda McDuffie | | Hon. Mark Poloncarz |
| Vice Chair | Richard Lipsitz | | | Richard Lipsitz | | |
| President & CEO | John Cappellino | | | John Cappellino | | |
| Vice President | Mollie Profic, Karen Fiala | | | Mollie Profic, Karen Fiala | | |
| Treasurer | Mollie Profic | | | Mollie Profic | | |
| Assistant Treasurers | Karen Fiala, Jerry Manhard, Atiqa Abidi | | | Karen Fiala, Jerry Manhard, Atiqa Abidi, Daryl Spulecki | | |
| Secretary | Karen Fiala | | | Karen Fiala | | |
| Assistant Secretaries | Jerry Manhard, Dawn Boudreau | | | Jerry Manhard, Jamee Lanthier | | |

| <u>OTHER DESIGNATED POSITIONS</u> | <u>Current Designated Positions</u> | <u>Proposed Designated Positions</u> |
|--|-------------------------------------|--------------------------------------|
| Chief Financial Officer | Mollie Profic | Mollie Profic |
| Senior Accountant | Atiqa Abidi | Atiqa Abidi |
| Chief Lending Officer | Jerry Manhard | Jerry Manhard |
| Contracting Officer (required in Property Disposition Policy) | Mollie Profic | Mollie Profic |
| Electronic Records Retention Officer | Brian Krygier | Brian Krygier |
| Ethics Officer (required in Conflict of Interest Policy) | John Cappellino | John Cappellino |
| FOIL Officer | Karen Fiala | Karen Fiala |
| FOIL Appeals Officer | John Cappellino | John Cappellino |
| Human Resources Officers | Mollie Profic, Pat Smith | Mollie Profic, Pat Smith |
| Non-electronic Records Retention Officer | Carrie Hocieniec | Carrie Hocieniec |

*=Board members who fill seats required by By-laws
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