

OPERATION OSWEGO COUNTY, INC.
BOARD OF DIRECTORS MEETING
Lake Ontario Event and Conference Center
26 East First Street, Oswego, New York
September 12, 2016

PRESENT:

ANDERSON
BATEMAN
BEHLING
EGAN
GRECO

GRIMSHAW
HOLST
JOYCE
KING
MERVINE
PHELPS

QUENVILLE
SOLAZZO
TOTH
TURNER
WEBER

Ex-Officio: Reehil

Staff: Treadwell, Dano, Wheelock, Woolson, Perwitz

Guests: None

President Bateman called the meeting to order at 3:06 p.m. at 26 East First Street in Oswego. President Bateman welcomed Roy Reehil, Ex-Officio Board Member and new Directors, Michael Egan and M.C. King. President Bateman asked if there were any reports in the Consent Agenda that anyone would like pulled out for further discussion.

CONSENT AGENDA

On a motion by Mr. Phelps, seconded by Mr. Mervine, the Consent Agenda Items were approved, as follows: March 7 and June 2, 2016, Minutes of Board of Directors; April 12 and August 2, 2016, Minutes of Executive Committee; April 5, 2016, Minutes of Business Outreach Committee; April 17, 2016, Minutes of Real Estate Development Committee; Operation Oswego County Foundation Financial Reports for January through June 2016; and Operation Oswego County Financial Reports for January through June 2016.

SBA 504 Loans

Mr. Dano gave an overview of the Off Broadway Dance Center Project and the Finger Lakes Stairs and Cabinets Project. **On a motion by Mr. Grimshaw, seconded by Mr. Turner, ratification of the Executive Committee action was approved for both projects, Mr. Greco and Mr. Phelps abstained.**

By-Law Amendments

Mr. Treadwell reported on the required amendments to the By-Laws for the US SBA. **On a motion by Ms. Weber, seconded by Mr. Anderson, it was approved to amend the By-Laws as presented.**

SBA Annual Certification for 120.830

Mr. Treadwell distributed certification forms, required by the US Small Business Administration, for each board member to sign on an annual basis.

ABO Requirements

Mr. Treadwell distributed forms for Board Members to individually sign, to acknowledge their Fiduciary Duties and Responsibilities. Mr. Turner suggested writing a statement such as “to the best of my knowledge” after signature.

Mr. Treadwell provided survey forms for board members to fill out and return with their confidential evaluation of board performance. A summary of the confidential evaluation must be provided to the State.

Code of Ethics

On a motion by Mr. Phelps, seconded by Mr. Behling, a resolution was approved to adopt the Code of Ethics Policy as recommended by the Executive Committee.

Awards and Recognitions

Mr. Treadwell noted that Ms. LiVoti was attending the NEDA Conference in Connecticut. Ms. LiVoti will be accepting two marketing awards, Outstanding Branding of an Economic Development Organization – for OOC’s new website and Outstanding Content for Economic Development Topics for the UEJ Video. In addition, the NYSEDC awarded OOC two Best of Class awards for UEJ Website and the UEJ video. OOC E-News received Honorable Mention. Business Facilities identified Oswego County in the Top 10 in the Country for Logistic Leaders.

Consolidated Funding Applications Round 6

Mr. Treadwell reviewed a general summary of applications from Oswego County, no specific project names were identified. He noted that the State ruled our largest project ineligible. Assisted Living projects are being defined by the state as housing. This is being challenged with written communications. Oswego County has 7 projects applying for ESD funding and CFA projects will be considered for inclusion on the CNY REDC priority list for ESD projects. There were 21 non-ESD applications from Oswego County.

Spec Building Expansion Project

Mr. Wheelock reported that CNY TDO provided a study for Northland Filter to expand and reconfigure. The company has purchased equipment that can’t yet be used. Total project cost is \$600,000. OOC has a CFA Application for \$125,000. **On a motion by Mr. Behling, seconded by Mr. Mervine, ratification of the CFA Application was approved.**

Economic Development Projects

Mr. Treadwell reported on the following projects: Oswego Lodging, LLC, Serenity on the Salmon Assistive Living; FitzPatrick, Miller WWTP Initiative, Project Forge, OCIP Water Tower Project, Oswego Speedway – Super Dirt Week, and Incubator/Price Chopper.

Other Business

Mr. Toth reported on the PSC goal, including nuclear, moving forward. He noted a UEJ meeting was held about the outdated transmission. Mr. King noted the bottleneck from Scriba to Volney. Mr. Toth discussed expanding along the thruway and Erie Canal as possibilities.

ADJOURNMENT

On a motion by Ms. Grimshaw, seconded by Mr. Quenville, the meeting was adjourned at 4:30 p.m.

Respectfully submitted,

Eric Behling
Secretary

OPERATION OSWEGO COUNTY, INC.

CODE OF ETHICS

This Code of Ethics shall apply to all officers and employees of the OPERATION OSWEGO COUNTY, INC. (the Company). These policies shall serve as a guide for official conduct and are intended to enhance the ethical and professional performance of the Company's directors and employees and to preserve public confidence in the Company's mission.

Responsibility of Directors and Employees

1. Directors and employees shall perform their duties with transparency, without favor and refrain from engaging in outside matters of financial or personal interest, including other employment, that could impair independence of judgment, or prevent the proper exercise of one's official duties.
2. Directors and employees shall not directly or indirectly, make, advise, or assist any person to make any financial investment based upon information available through the director's or employee's official position that could create any conflict between their public duties and interests and their private interests.
3. Directors and employees shall not accept or receive any gift or gratuities where the circumstances would permit the inference that: (a) the gift is intended to influence the individual in the performance of official business or (b) the gift constitutes a tip, reward, or sign of appreciation for any official act by the individual. Gifts could be presented in the form of financial payments, services, loans, travel reimbursement, entertainment, hospitality, thing or promise from any entity doing business with or before the Company.
4. Directors and employees shall not use or attempt to use their official position with the Company to secure unwarranted privileges for themselves, members of their family or others, including employment with the Company or contracts for materials or services with the Company.
5. Directors and employees must conduct themselves at all times in a manner that avoids any appearance that they can be improperly or unduly influenced, that they could be affected by the position of or relationship with any other party, or that they are acting in violation of their public trust.
6. Directors and employees may not engage in any official transaction with an outside entity in which they have a direct or indirect financial interest that may reasonably conflict with the proper discharge of their official duties.

7. Directors and employees shall manage all matters within the scope of the Company's mission independent of any other affiliations or employment. Directors, including ex officio board members, and employees employed by more than one government shall strive to fulfill their professional responsibility to the Company without bias and shall support the Company's mission to the fullest.
8. Directors and employees shall not use Company property or resources or disclose information acquired in the course of their official duties in a manner inconsistent with State or local law and the Company's mission and goals.

Implementation of Code of Ethics

This Code of Ethics shall be provided to all directors and employees upon commencement of employment or appointment and shall be reviewed annually by the Governance Committee.

The board may designate an Ethics Officer, who shall report to the board and shall have the following duties:

- Counsel in confidence Company directors and employees who seek advice about ethical behavior.
- Receive and investigate complaints about possible ethics violations.
- Dismiss complaints found to be without substance.
- Prepare an investigative report of their findings for action by the Executive Director or the board.
- Record the receipt of gifts or gratuities of any kind received by a director or employee, who shall notify the Ethics Officer within 48 hours of receipt of such gifts and gratuities.

Compliance with the Oswego County Board of Ethics

All Company directors shall be required to comply with the policies prescribed by the Oswego County Board of Ethics and provide the OOC written proof that all disclosures have been filed.

Penalties

In addition to any penalty contained in any other provision of law, a Company director or employee who knowingly and intentionally violates any of the provisions of this code may be removed in the manner provided for in law, rules or regulations.

Reporting Unethical Behavior

Employees and directors are required to report possible unethical behavior by a director or employee of the Company to the Ethics Officer. Employees and directors may file ethics complaints anonymously and are protected from retaliation by the policies adopted by the Company.

This Policy is ratified the 12th day of September, 2016, by action of the OOC Board

Barbara Bateman
President

[END OF POLICY]