



MONROE COUNTY
MCIDC
INDUSTRIAL DEVELOPMENT CORP.

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GOVERNANCE COMMITTEE MINUTES
November 5, 2021

Time & Place: 9:00 a.m. via Zoom

Present: H. Abdul-Wahid, E. Krzanowicz, Z. Phillip

Others Present: R. Baranello, L. Birr, B. Carrigan, A. Clark, R. Finnerty, A. Liss

There being a quorum present, the Governance Committee was called to order by Chair Phillips at 9:01 a.m.

The draft minutes of July 20, 2021 were presented. On motion by H. Abdul-Wahid, second by E. Krzanowicz, all aye, the minutes were unanimously approved.

L. Birr reviewed the proposed SBA Conflict of Interest Policy. The proposed policy is an enhancement to the current policy which is SBA specific. After review and discussion, upon motion by H. Abdul-Wahid, second by E. Krzanowicz, all aye, the committee approved the proposed SBA Conflict of Interest Policy, pending updates in #5 and #7, and recommends the full board adopt the policy.

L. Birr reviewed the proposed Succession Plan. The plan outlines the chain in command in the event a long-term absence occurred, how would the Agency continue. After review and discussion, upon motion by E. Krzanowicz, second by H. Abdul-Wahid, all aye, the committee approved the proposed Succession Plan and recommends the full board adopt the policy.

L. Birr reviewed the updated Internal Control Risk Rating Policy. After review and discussion, upon motion by E. Krzanowicz, second by H. Abdul-Wahid, all aye, the committee approved the updated Control Risk Rating Policy and recommends the full board adopt the policy.

L. Birr discussed the Loan Review report and responses. There were no findings, just recommendations. After review and discussion, upon motion by E. Krzanowicz, second by H. Abdul-Wahid, all aye, the committee accepted the loan review report and staff responses and recommends the full board accept the report.

L. Birr discussed the SmartAudit Report and response. This is a summary and response to all of the recommendations from the Loan Review report and responses. After review and discussion, upon motion by E. Krzanowicz, second by H. Abdul-Wahid, all aye, the committee accepted the SmartAudit Report and response to the SBA as appropriate and recommends the full board accept the report and response.

There being no further business, on motion by H. Abdul-Wahid, second by E. Krzanowicz, all aye, the meeting was adjourned at 9:25 a.m.

Minutes submitted by R. Finnerty