

WASHINGTON COUNTY LOCAL DEVELOPMENT CORPORATION

Governance Committee Meeting

Monday, December 13, 2021

10:00 a.m. Meeting

*(Meeting held via zoom – recording available)*

**Board Members Present:** Jared Humiston, Sam Hall and Dave O'Brien

**Staff Present:** Deanna Derway – WCLDC President

**Guests:** None

**I. Call to Order**

Chairman O'Brien called the meeting to order at 10:07 AM.

**II. Approval of Meeting Minutes**

After reviewing the meeting minutes from June meeting, Sam Hall made a motion to approve as presented. Jared Humiston seconded, and it was approved unanimously.

**III. Old Business - None**

**IV. New Business**

Next, the Committee reviewed the following Resolution:

**A. Resolution 21-11 – Execution of 2022 Contract with Washington County**

*Jared Humiston made a motion to approve. Sam Hall seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**B. Next, the Committee discussed the Officers and Committee members for 2022/2023 - The Committee discussed the fact that the 2-year terms for the Committees and Officers are coming to an end at the end of 2021. We discussed the committee interests lists that were received back from some members and put together the following recommendations based on this information:**

- a. Resolution 21-12 - Appointment of Officers for 2022/2023:** The Committee discussed that Jared Humiston will be stepping down as Chairman at the end of 2021. Dave O'Brien has offered to step into this role and James Griffith to assume the Vice-Chairman Position with Sue Clary and Brian Campbell remaining in their roles as Secretary and Treasurer respectively.

*Sam Hall made a motion to approve. Jared Humiston seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**b. Resolution 21-14 - Appointment of Signatories 2022/2023:**

*Jared Humiston made a motion to approve. Sam Hall seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**c. Resolution 21-15 - Appointment of Loan Review Committee 2022/2023:**

*Dave O'Brien made a motion to approve. Sam Hall seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**d. Resolution 21-16 - Appointment of Audit & Finance Committee 2022/2023:**

*Jared Humiston made a motion to approve. Sam Hall seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**e. Resolution 21-17 - Appointment of Governance Committee 2022/2023:**

*Jared Humiston made a motion to approve. Sam Hall seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**C. Resolution 21-13 - Authorization of 2022 Contract with Bolton LDC ("BLDC")**

The Bolton LDC wishes to once again contract with the WCLDC, for Deanna to enter their required 2021 PARIS reporting which is due 3/31/2022. Deanna let the Committee know that we are proposing for the contract to remain the same as last year with the cost of \$4,000 and the stipend to Deanna of \$3,000 from the BLDC payment.

*Jared Humiston made a motion to approve. Sam Hall seconded, and it was approved unanimously. This resolution will be sent on to the Full Board of Directors for approval.*

**D. Discuss Employee Handbook** – Deanna and the Committee discussed the fact that the employee handbook was written in house before Deanna started here 14 years ago, and it is extremely outdated. For the cost of \$60/month (\$720 for the year) our current payroll company GTM Payroll offers their HR Central On-Demand. With this program, Deanna would work with the professionals (and our current handbook) to create an updated version that makes sure we are covered, protected & most importantly compliant! The Committee highly agreed with this. *Jared Humiston made a motion to approve. Sam Hall seconded, and it was approved unanimously. This will be sent to the Full Board of Directors for approval as resolution 21-18.*

**E. Miscellaneous** – None

**V. Adjournment**

The meeting was adjourned at 10:42 am.



Dave O'Brien, Chairman

6/16/22  
Date

*Submitted by Deanna Derway, Executive Director/President*