

**FULTON COUNTY  
INDUSTRIAL DEVELOPMENT  
AGENCY**

**POLICY MANUAL**

**September 30, 2008  
September 3, 2010 (Amended)  
December 7, 2010 (Amended)  
February 11, 2011 (Amended)**

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**FULTON COUNTY**  
**INDUSTRIAL DEVELOPMENT**  
**AGENCY**

**POLICIES**

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 01: COMPENSATION & REIMBURSEMENT**

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Pursuant to and in accordance with Section 856 of the General Municipal Law (GML) of the State of New York, the members of the Board of the Fulton County Industrial Development Agency (the “Agency”) shall serve, without salary, at the pleasure of the Fulton County Board of Supervisors. Agency Board members may be reimbursed for reasonable expenses incurred in the performance of Agency duties with the prior approval of the Board.

Employees and agents of the Agency shall serve at the pleasure of the Board at such compensation levels as shall be approved by the Board from time to time. Employees and agents may be reimbursed for reasonable expenses incurred in the performance of Agency duties with the prior approval of the Board.

Board members shall not be compensated for rendering any service to the Agency in any capacity other than as a Board member unless such other compensation is reasonable and allowable under provision of Section 856 of the Act.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 02: ATTENDANCE**

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Fulton County Industrial Development Agency (Agency) Board members shall be available, as required, to perform the functions and duties of the Agency and as set forth in the Agency's Bylaws as may be amended from time to time by the Agency.

Agency Board members are expected to attend Board and Committee meetings. A violation of this Policy shall occur if:

1. A Board member has three (3) unexcused absences in a row. Unexcused means the Board member did not call/e-mail the Executive Director or Chairman reasonably ahead of a meeting to verify that the Board member could not attend the meeting.
2. A Board member misses one-third of the Agency meetings in a twelve (12) month period.

If a violation occurs, the Agency Chairman shall contact the Agency Board member to discuss the violation. The Chairman shall then present the information gathered at this meeting with the entire Agency Board. The Agency Board shall then determine the appropriate action to take.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 03: TRAVEL**

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1. Applicability:

This policy shall apply to all Agency Board members, officers and employees.

2. Approval of Travel:

All official travel by Agency Board members for which reimbursement shall be requested shall be approved by the Executive Director prior to said travel occurring.

All official travel by the Executive Director for which reimbursement shall be requested shall be approved by the Agency Chairman prior to said travel occurring.

3. Travel Expenses:

Agency Board members and the Executive Director may use their private vehicle for Agency business purposes if it is less expensive than renting a car, taking a taxi, using alternative transportation or if it saves time. The traveler will be reimbursed at a standard mileage reimbursement rate equal to the mileage rate promulgated by the Internal Revenue Service for business purposes.

Meals will be reimbursed at actual expense or a per diem rate, whichever is less. Lodging will be reimbursed at actual expenses.

Reimbursement for miscellaneous expenses shall be determined on a case by case basis. Mileage rates, per diem allowances and lodging caps will be established and from time to time amended by the Board. All determinations made pursuant to this section shall be made by the Executive Director. In the instance where such determinations regard the travel of the Executive Director, the Chairman shall make such determinations.

4. Reimbursement Procedure:

A travel expense voucher reporting all expenses pertaining to a particular trip shall be submitted to the Executive Director within 45 days of the end of the trip.

(a) Substantiation: The travel expense voucher shall include:

- (i) Date and time of departure from and return to the Agency or traveler's residence;
- (ii) Purpose of the travel or the nature of the Agency business benefit derived as a result of the travel;
- (iii) Whether or not the expenses incurred during the travel were pre-approved; and
- (iv) The amount of each expenditure, listed by date and location.

(b) Receipts: The original of the following receipts must be submitted along with the travel expense voucher:

- (i) All travel tickets (i.e. airline tickets, train tickets, rental car agreement, tolls, etc.);
- (ii) All meal receipts (i.e. signed credit card slips or payment stubs);  
and
- (iii) All lodging receipts (i.e. hotel, motel receipts).

5. Final Approval:

The Executive Director or Agency Chairman shall review each travel expense voucher in order to ensure that the traveler has provided adequate substantiation and to determine whether the expenses listed therein are reasonable. The Executive Director or Agency Chairman may require additional substantiation and, if the Executive Director or Agency Chairman finds a particular expense to be unreasonably (either as to amount or purpose), the Executive Director or Agency Chairman may deny reimbursement of the expense or reduce the amount of the reimbursement for such expense.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**  
**TRAVEL REQUEST FORM**

*All travel requests shall be submitted to the Executive Director at least five (5) business days prior to the date(s) of travel.*

**Name:** \_\_\_\_\_ **Date:** \_\_\_\_\_

**Title:** \_\_\_\_\_

**Purpose/Justification for Travel:** \_\_\_\_\_  
\_\_\_\_\_

**Place (City & State):** \_\_\_\_\_

**Date(s) of Travel:** \_\_\_\_\_

**Mode of Transportation:** \_\_\_\_\_

**ANTICIPATED EXPENSES:**

**MILEAGE:**

**Personal Auto:** \_\_\_\_\_ **Miles @ 58.5 cents per mile.....\$** \_\_\_\_\_

**LODGING:**

**Number of Nights:** \_\_\_\_\_ **@ Single Room Rate** \_\_\_\_\_ **.....\$** \_\_\_\_\_

**MEALS:**

**Total Amount:** \_\_\_\_\_ **\$** \_\_\_\_\_

**REGISTRATION FEES:**

**\$** \_\_\_\_\_

**OTHER EXPENSES:**

**\$** \_\_\_\_\_

**TOTAL ANTICIPATED EXPENSES:**

**\$** \_\_\_\_\_

**It is understood that, in order to obtain reimbursements, receipts for all eligible expenditures must be turned in to the Executive Director.**

\_\_\_\_\_  
**Agency Member**

\_\_\_\_\_  
**Date**

\_\_\_\_\_  
**Executive Director**

\_\_\_\_\_  
**Date**

\_\_\_\_\_  
**Chairman of the Board**

\_\_\_\_\_  
**Date**

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 04: CODE OF ETHICS**

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1. Introduction:

This Code of Ethics shall apply to all members, staff and other employees of the Fulton County Industrial Development Agency (AGENCY). These policies shall serve as a guide for official conduct and are intended to enhance the ethical and professional performance of the AGENCY's directors and employees and to preserve public confidence in the AGENCY's mission.

2. Responsibility of Members, Staff and Employees:

(i) Members, staff 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.

(ii) Members, staff 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.

(iii) Members, staff and employees shall not accept or receive any gift in excess of seventy-five dollars (\$75), whether it be in the form of financial payments, services, loans, travel reimbursement, entertainment, hospitality, thing or promise from any entity doing business with or before the AGENCY.

(iv) Members, staff and employees shall not use or attempt to use their official position with the AGENCY to secure unwarranted privileges for themselves, members of their family or others, including employment with the AGENCY or contracts for materials or services with the AGENCY.

(v) Members, staff 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.

- (vi) Members, staff 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.
- (vii) Members, staff and employees shall manage all matters within the scope of the AGENCY's mission independent of any other affiliations or employment. Members, staff and employees employed by more than one government shall strive to fulfill their professional responsibility to the AGENCY without bias and shall support the AGENCY's mission to the fullest.
- (viii) Members, staff and employees shall not use AGENCY 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 AGENCY's mission and goals.

3. Implementation of Code of Ethics:

- (a) This Code of Ethics shall be provided to all members, staff and employees upon commencement of employment or appointment and shall be reviewed annually by the Governance Committee.
- (b) The AGENCY may designate an Ethics Officer, who shall report to the AGENCY and shall have the following duties:
  - i. Counsel in confidence AGENCY members, staff and employees who seek advice about ethical behavior.
  - ii. Receive and investigate complaints about possible ethics violations.
  - iii. Dismiss complaints found to be without substance.
  - iv. Prepare an investigative report of their findings for action by the Executive Director or the board.
  - v. Record the receipt of gifts or gratuities of any kind received by the director or employee, who shall notify the Ethics Officer within 48 hours of receipt of such gifts and gratuities.

4. Penalties:

- (a) In addition to any penalty contained in any other provision of law, an AGENCY, members, staff 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.

5. Reporting Unethical Behavior:

- (a) AGENCY members, staff and employees are required to report possible unethical behavior by a member, staff or employee of the AGENCY to the Ethics Officer. Ethics complaints may be filed anonymously and are protected from retaliation by the policies adopted by the AGENCY.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 05: PROCUREMENT**

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**SECTION 1. PURPOSE AND AUTHORITY.** This Procurement Policy shall govern the procurement of goods and services paid for by the Agency for its own use and benefit. Goods and services shall be procured by the Agency in such a manner so as to assure the prudent and economic use of funds, to facilitate the acquisition of goods and services of maximum quality at the lowest possible cost under the circumstances, and to guard against favoritism, improvidence, extravagance, fraud and corruption.

**SECTION 2. PROCUREMENT OF GOODS AND SERVICES.** Each procurement by the Agency shall be supported by documentation. When an award is made to other than the lowest responsible party, the determination to make the award must be supported by documentation that justifies the award and documents how the award complies with this Policy and the provisions of Section 104-b of the New York General Municipal Law.

**SECTION 3. PROCUREMENT METHOD.** The following method of procurement shall be used when required by this Policy in order to achieve the highest quality and savings:

<u>Estimated Amount of Purchase</u>	<u>Method Required</u>
\$1,000 - \$1,999	3 verbal or written quotations
\$2,000 and above	3 written/fax quotations

Number of Proposals or Quotations. A good faith effort shall be made to obtain the required number of quotations. If the Agency is unable to obtain the required number of quotations, the Agency will document the attempt made at obtaining the quotations. In no event shall the failure to obtain the quotations prohibit the procurement.

Documentation. Documentation is required for each action taken in connection with each procurement. Documentation and an explanation are required whenever a contract is awarded to other than the lowest responsible bidder. This documentation will include an explanation of how the award will achieve savings or how the bidder was not acceptable. A determination that the bidder is not acceptable shall be made by Executive Director and Agency Counsel.

**SECTION 4. CIRCUMSTANCES WHERE SOLICITATION OF ALTERNATIVE PROPOSALS AND QUOTATIONS ARE NOT IN THE BEST INTEREST OF THE AGENCY.** Pursuant to Section 104-b(2)(f) of the General Municipal Law, this policy may contain circumstances when, or types of procurement for which, in the sole discretion of the members of the Agency, the solicitation of quotations will not be in the best interest of the Agency. In the following circumstances, it may not be in the best interest of the Agency to solicit quotations or document the basis for not accepting the lowest bid:

- (A) Professional and Contracted Services: Professional services or services requiring special or technical skill, training or expertise. The individual, company or firm must be chosen based on accountability, reliability, responsibility, skill, conflict of interests, reputation, education and training, judgment, integrity, continuity of service and moral worth. Furthermore, certain professional services to be provided to the Agency, e.g., legal and accounting services, impact liability issues of the Agency and its members, including securities liability in circumstances where the Agency is issuing bonds. These qualifications and the concerns of the Agency regarding its liability and the liability of its members are not necessarily found or addressed in the individual, company or firm that offers the lowest price and the nature of these services are such that they do not readily lend themselves to competitive procurement procedures.

In determining whether a service fits into this category, the Agency shall take into consideration the following guidelines:

- (a) whether the services are subject to state licensing or testing requirements;
- (b) whether substantial formal education or training and experience is a necessary prerequisite to the performance of the services.

Professional or technical services shall include but not be limited to the following: services of an attorney (including bond counsel); service of a physician; technical services of an architect, engineer or land surveyor; securing insurance coverage and/or services of an insurance broker; services of a certified public accountant; investment management services; printing services involving extensive writing, editing, or art work; management of Agency-owned property; and computer software or programming services for customized programs, or services involved in substantial modification and customizing or pre-package software.

- (B) Emergency Purchases pursuant to Section 103(4) of the General Municipal Law: Due to the nature of this exception, these goods or services must be purchased immediately and a delay in order to seek alternate proposals may threaten the life, health, safety or welfare of the public. This section does not preclude alternate quotations if time permits.

(C) Goods or Services Under \$1,000. The time and documentation required to purchase through this Policy may be more costly than the item itself and would therefore not be in the best interests of the Agency. In addition, is it not likely that such minimal contracts would be awarded based on favoritism.

(D) Buy Local. Reasonable preference will be given to making purchase from Fulton County businesses.

**SECTION 5. POLICY REVIEW.** The statute requires that the Policy must be reviewed by the Agency annually. Any amendments will be approved by the Agency's Board of Directors.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 06: PROPERTY DISPOSITION**

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**SECTION 1. DEFINITIONS**

- A. “Dispose” or “disposal” shall mean transfer of title or any other beneficial interest in personal or real property in accordance with Section 2897 of the Public Authorities Law.
  
- B. “Property” shall mean personal property in excess of five thousand dollars (\$5,000) in value, and real property, and any inchoate or other interest in such property, to the extent that such interest may be conveyed to another person for any purpose, excluding an interest securing a loan or other financial obligation of another party.

**SECTION 2. DUTIES**

- A. The Agency shall:
  - i. Maintain adequate inventory controls and accountability systems for all property owned by the Agency and under its control;
  - ii. periodically inventory such property to determine which property shall be disposed of;
  - iii. Produce a written report of such property in accordance with subsection B herewith; and
  - iv. Transfer or dispose of such property as promptly and practicably as possible in accordance with Section 3.
  
- B. The Agency shall:
  - i. Publish, not less frequently than annually, a report listing all real property owned in fee by the Agency. Such report shall consist of a list and full description of all real and personal property disposed of during such period. The report shall contain the price received by the Agency and the name of the purchaser for all such property sold by the Agency during such period; and
  - ii. Shall deliver copies of such report to the Comptroller of the State of New York, the Director of the Budget of State of New York, the Commissioner of the New York State Office of General Services, and the New York State Legislature (via distribution to the majority leader of the senate and the speaker of the assembly).

### **SECTION 3. TRANSFER OR DISPOSITION OF PROPERTY**

- A. Supervision and Direction. Except as otherwise provided herein, the Executive Director shall have supervision and direction over the disposition and sale of property of the Agency. The Agency shall have the right to dispose of its property for any valid corporate purpose.
- B. Custody and Control. The custody and control of Agency property, pending its disposition, and the disposal of such property, shall be performed by the Agency.
- C. Method of Disposition. Unless otherwise permitted, the Agency shall dispose of property for not less than its fair market value by sale, exchange, or transfer, for cash, credit, or other property, with or without warranty, and upon such other terms and conditions as the Agency and/or contracting officer deems proper. The Agency may execute such documents for the transfer of title or other interest in property and take such other action as it deems necessary or proper to dispose of such property under the provisions of this section. Provided, however, except in compliance with all applicable law, no disposition of real property, any interest in real property, or any other property which because of its unique nature is not subject to fair market pricing shall be made unless an appraisal of the value of such property has been made by an independent appraiser and included in the record of the transaction.
- D. Validity of Deed, Bill of Sale, Lease, or Other Instrument. A deed, bill of sale, lease, or other instrument executed by or on behalf of the Agency, purporting to transfer title or any other interest in property of the Agency in accordance herewith shall be conclusive evidence of compliance with the provisions of these guidelines and all applicable law insofar as concerns title or other interest of any bona fide grantee or transferee who has given valuable consideration for such title or other interest and has not received actual or constructive notice of lack of such compliance prior to the closing.
- E. Bids for Disposal; Advertising; Procedure; Disposal by Negotiation; Explanatory Statement.
- i. Except as permitted by all applicable law, all disposals or contracts for disposal of property made or authorized by the Agency shall be made after publicly advertising for bids except as provided in subsection (iii) of this Section E.
  - ii. Whenever public advertising for bids is required under subsection (i) of this Section E:
    - (a) The advertisement for bids shall be made at such time prior to the disposal or contract, through such methods, and on such terms and conditions as shall permit full and free competition consistent with the value and nature of the property proposed for disposition;

- (b) All bids shall be publicly disclosed at the time and place stated in the advertisement; and
  - (c) The award shall be made with reasonable promptness by notice to the responsible bidder whose bid, conforming to the invitation for bids, will be most advantageous to the Agency, price and other factors considered; provided, that all bids may be rejected at the Agency's discretion.
- iii. Disposals and contracts for disposal of property may be negotiated or made by public auction without regard to subsections (i) and (ii) of this Section E but subject to obtaining such competition as is feasible under the circumstances, if:
  - (a) The personal property involved is of a nature and quantity which, if disposed of under subsections (i) and (ii) of this Section E, would adversely affect the state or local market for such property, and the estimated fair market value of such property and other satisfactory terms of disposal can be obtained by negotiation;
  - (b) The fair market value of the property does not exceed fifteen thousand dollars;
  - (c) Bid prices after advertising therefore are not reasonable, either as to all or some part of the property, or have not been independently arrived at in open competition;
  - (d) The disposal will be to the state or any political subdivision, and the estimated fair market value of the property and other satisfactory terms of disposal are obtained by negotiation;
  - (e) The disposal is for an amount less than the estimated fair market value of the property, the terms of such disposal are obtained by public auction or negotiation, the disposal of the property is intended to further the public health, safety or welfare or an economic development interest of the Agency, the state or a political subdivision (to include but not limited to, the prevention or remediation of a substantial threat to public health or safety, the creation or retention of a substantial number of job opportunities, or the creation or retention of a substantial source of revenues, or where the authority's enabling legislation permits or other economic development initiatives), the purpose and the terms of such disposal are documented in writing and approved by resolution of the board of the Agency; or
  - (f) Such action is otherwise authorized by law.

- iv. (a) An explanatory statement shall be prepared of the circumstances of each disposal by negotiation of:
  - (i) Any personal property which has an estimated fair market value in excess of fifteen thousand dollars;
  - (ii) Any real property that has an estimated fair market value in excess of one hundred thousand dollars, except that any real property disposed of by lease or exchange shall only be subject to clauses (3) through (5) of this subparagraph;
  - (iii) Any real property disposed of by lease for a term of five years or less, if the estimated fair annual rent is in excess of one hundred thousand dollars for any of such years;
  - (iv) Any real property disposed of by lease for a term of more than five (5) years, if the total estimated rent over the term of the lease is in excess of one hundred thousand dollars;  
or
  - (v) Any real property or real and related personal property disposed of by exchange, regardless of value, or any property any part of the consideration for which is real property.
- (b) Each such statement shall be transmitted to the persons entitled to receive copies of the report required under all applicable law not less than ninety (90) days in advance of such disposal, and a copy thereof shall be preserved in the files of the Agency making such disposal.

The Guidelines are subject to modification and amendment at the discretion of the Agency board and shall be filed annually with all local and state agencies as required under all applicable law.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 07: WHISTLEBLOWER PROTECTION**  
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**SECTION 1. PURPOSE**

The Fulton County Industrial Development Agency (Agency) shall operate with the highest standards of conduct and ethics. The Agency shall investigate any suspected or alleged improper conduct by any Agency employee, agent or Board member.

**SECTION 2. DEFINITIONS**

Baseless Allegations: Allegations made with reckless disregard for their truth or falsity. Persons making such allegations may be subject to disciplinary action by the Agency, and/or legal claims by individuals accused of such conduct.

Improper Conduct: The act of wrongdoing, misconduct, malfeasance or other improper behavior by an employee, board member or agent of the Agency, including a deliberate act or failure to act with the intention of obtaining an unauthorized benefit. Examples of improper conduct include, but are not limited to:

- Forgery or alteration of documents;
- Unauthorized alteration or manipulation of computer files;
- Fraudulent financial reporting;
- Pursuit of a benefit or advantage in violation of the Agency’s Code of Ethics Policy;
- Misappropriation or misuse of the Agency’s resources, such as funds, supplies, or other assets;
- Authorizing or receiving compensation for goods not received or services not performed;
- Authorizing or receiving compensation for hours not worked; and
- The violation of any Law, Rule or Regulation.

Law, Rule or Regulation: Any duly enacted statute, or ordinance or any rule or regulation promulgated pursuant to any federal, state or local statute or ordinance.

Public Body: includes the following:

- The United States Congress, any state legislature, or any popularly-elected local governmental body, or any member or employee thereof;
- Any federal, state, or local judiciary, or any member or employee thereof, or any grand or petit jury; and
- Any federal, state, or local law enforcement agency, prosecutorial office, or police or peach office.

Retaliatory Personnel Action: The discharge, suspension or demotion of an employee, or other adverse employment action taken against the employee in the terms and conditions of employment, including but not limited to, threats of physical harm, loss of job, punitive work assignments, or impact on salary or fees.

Whistle-Blower: An employee, consultant or agent who informs the Executive Director or any Agency Board member, pursuant to the provisions of this policy about an alleged activity relating to the Agency which that person believes to be Improper Conduct.

### **SECTION 3. REPORTING IMPROPER CONDUCT**

A person's concern of improper conduct by an Agency Board member, staff or agent shall be reported to the Executive Director. The Executive Director shall immediately report the alleged improper conduct to the Agency Chairman and Agency Counsel.

A person's concern of improper conduct by the Executive Director shall be reported to the Agency Chairman. The Agency Chairman shall immediately report the alleged improper conduct to Agency Counsel.

If a person determines that it will be difficult to report a concern of improper conduct to the Executive Director, the person should report said concern to a member of the Agency Board. The Board member receiving said concern shall immediately notify the Executive Director and Agency Counsel.

### **SECTION 4. INVESTIGATION**

The Agency's Counsel shall conduct all investigations of improper conduct unless otherwise determined by the Agency Board. In such instance, the Agency Board shall, within forty-five (45) days of the receipt of a concern of improper conduct designate the person, entity or firm to conduct the investigation.

### **SECTION 5. WHISTLEBLOWER PROTECTION**

The Agency will protect Whistle-Blowers pursuant to the guidelines set forth below.

- The Agency will use its best efforts to protect Whistle-Blowers against all Retaliatory Personnel Actions. Whistle-Blowing complaints will be handled with sensitivity, discretion and confidentiality to the extent allowed by the circumstances and the law. Generally, this means that Whistle-Blower complaints will only be shared with those who have a need to know so that the Agency can conduct an effective investigation, determine what action to take based on the results of any such investigation, and in appropriate cases, with law enforcement personnel. (Should disciplinary or legal action be taken against a person or persons as a result of a Whistle-Blower complain, such persons may also have right to know the identity of the Whistle-Blower.);

- Employees, board members, consultants and agents of the Agency may not engage in any Retaliatory Personnel Action against a Whistle-Blower for (i) disclosing or threatening to disclose to the Executive Officer or Board member, as applicable, any activity which that person believes to be Improper Conduct. Whistleblowers who believe that they have been the victim of a Retaliatory Personnel Action may file a written complaint with the Executive Director or Board member, as applicable. Any complaint of a Retaliatory Personnel Action will be promptly investigated and appropriate corrective measures taken if such allegations are substantiated. This protection from Retaliatory Personnel Action is not intended to prohibit supervisors from taking action, including disciplinary action, in the usual scope of their duties and based on valid performance-related factors;
- Agency Employees, Agency Board members, and agents of the Agency may not engage in any Retaliatory Personnel Action against a Whistle-Blower for (i) disclosing, or threatening to disclose to a Public Body any activity which that person believes to be Improper Conduct, or (ii) providing information to, or testifying before, any Public Body conducting an investigation, hearing or inquiry into any such Improper Conduct. Provided, however, that Whistle-Blowers who disclose or threaten to disclose any Improper Conduct to a Public Body are not covered under this policy unless he or she first brings the allegation of Improper Conduct to the attention of the Executive Director or Board member, as applicable, and has afforded the Agency a reasonable opportunity to correct and/or remedy such Improper Conduct; and
- Whistle-Blowers must be cautious to avoid Baseless Allegations.

## **SECTION 6. ACTIONS TO BE TAKEN**

All relevant matters, including suspected but unproved allegations of Improper Conduct, will be reviewed and analyzed, with documentation of the receipt, retention, investigation and treatment of the complaint. Appropriate corrective action will be taken, if necessary, and findings will be communicated back to the reporting person, if appropriate. Investigations may warrant as determined by the Agency Board investigation by an independent person such as auditors and/or attorneys.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 08: EXTENSION OF CREDIT TO BOARD MEMBERS  
AND STAFF**

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No Fulton County Industrial Development Agency (Agency) Board member or staff shall directly or indirectly, including through any subsidiary, extend to maintain credit, arrange for the extension of credit or renew an extension of credit in the form of a personal loan to or for any Board member or staff of the Agency.

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Adopted: September 30, 2008

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 09: CHECK WRITING**

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All checks issued by the Agency shall have two (2) signatories. One shall be by the Chief Financial Officer. The second shall be by a member of the Audit Committee or Treasurer if the Treasurer is not a member of the Audit Committee.

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Adopted: September 3, 2010

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 10: CREDIT CARD**

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No Fulton County Industrial Development Agency (Agency) Board member or staff shall be provided an Agency Credit Card.

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Adopted: September 3, 2010

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 11: ANNUAL ASSESSMENT OF THE EFFECTIVENESS OF  
INTERNAL CONTROLS**

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**1. BACKGROUND:**

Section 2800(1)(a)(9) and Section 2800(2)(a)(8) of Public Authorities Law require all public authorities to complete an annual assessment of the effectiveness of their internal control structures and procedures.

**2. INTENT:**

The intent of the Fulton County Industrial Development Agency's (IDA) system of internal control shall be to:

- a) Promote effective and efficient operations so as to help the IDA carry out its mission.
- b) Provide reasonable assurance that the IDA's assets are safeguarded against inappropriate or unauthorized use.
- c) Promote the accuracy and reliability of accounting data and financial reporting to ensure transactions are executed in accordance with the IDA' Board's authorization and recorded properly in accounting records.
- d) Encourage adherence to the IDA Board's policies and procedures for conducting programs and operations.
- e) Ensure compliance with applicable laws and regulations.

This system of internal control includes performing an annual assessment to identify potential weaknesses in policies or procedures and to implement corrective actions.

This assessment shall identify significant weaknesses in controls, recognize emerging or inherent risks, and to enable early detection of existing or potential problems. If an internal control system is working effectively, the IDA Board will have a reasonable indication of the reliability of its operating practices and the accuracy of the information it is using to measure its activities and performance. Any deficiencies identified as a result of the assessment shall be addressed by the IDA Board.

### **3. IDA'S INTERNAL CONTROLS ASSESSMENT PLAN:**

#### **A. Define the IDA's Primary Functions:**

1. Annually review the mission of the IDA and verify that its primary operating responsibilities, operations and functions that will help fulfill its mission.
2. Annually evaluate the IDA's written mission statement to ensure that it clearly defines the IDA's purpose.
3. Define IDA's objectives and ensure they are understood by IDA staff.
4. Review policies, procedures and guidelines to ensure that they guide IDA staff in the operations of the IDA and provide methods and procedures to assess the effectiveness of those functions.

#### **B. Determine Risks:**

1. Assess the internal and external risk exposure and associated vulnerability of each function of the IDA and assign a corresponding risk level (i.e. high, medium, or low).
2. If a risk is identified, the IDA Board shall determine how to best handle it by evaluating its significance, likelihood, and cause.
3. Based on the assigned risk levels, the IDA Board shall determine how frequently to review the controls in place for each function.

#### **C. Review Existing Internal Control Systems in Place:**

1. The IDA Board and staff shall annually review and be aware of the policies and practices in place to ensure that the IDA is effective and to address the risks that are relevant to the operation.

#### **D. Assess the Extent to Which the Internal Control System is Effective:**

1. The assessment of internal controls should be a structured and monitored process to identify and report any weaknesses of the internal control structure to the IDA Board.
2. This process should determine if the existing control structure and procedures are adequate, to then mitigate risk, minimize ineffectiveness and deter opportunities that could lead to the abuse of assets.
3. The assessment should provide the IDA Board with information as to whether the IDA's policies and operating practices were understood and executed properly, and whether they are adequate to protect the organization from waste, abuse, misconduct, or inefficiency.
4. This assessment shall be completed through a combination of inquiry and observation, a review of documents and records and by replicating transactions to test the sufficiency of the control system.

#### **E. Take Corrective Action:**

1. When a weakness is identified, a corrective action plan should be developed, adopted by the IDA Board and then monitored by the IDA Board to ensure that the vulnerability is addressed.

#### **4. INTERNAL CONTROL CERTIFICATION:**

##### **A. Section 2800(2)(a)(8) of the Public Authorities Law:**

1. To satisfy the requirement of Section 2800(2)(a)(8) of Public Authorities Law, the IDA shall incorporate, either within its annual report or as a separate document, a statement explaining that the authority has conducted a formal, documented process to assess the effectiveness of their internal control structure and procedures, and indicating whether or not the internal controls are adequate.
2. This statement should eventually be posted to the IDA's website.
3. The statement shall state:

*The IDA Board of Directors has documented and assessed the internal control structure and procedures of the Fulton County Industrial Development Agency for the year ending [Month, Date, Year]. This assessment found the IDA's internal controls were determined to be adequate, and to the extent that deficiencies were identified, the IDA has developed corrective action plans to reduce any corresponding risk.*

4. The IDA shall retain documentation to support the assessment of its internal controls.
5. If the IDA finds any deficiencies with the internal controls over its functions or operations, additional documentation should be maintained to demonstrate that the IDA has adopted corrective action plans to address these weaknesses.
6. This documentation should be made available upon request to the IDA's independent auditor or to ABO compliance review staff.

##### **B. Public Authorities Reporting Information System (PARIS):**

1. As part of the PARIS Annual Report tab, the IDA will be required to indicate whether or not they have prepared this assessment and to provide the URL link to the statement, if available.

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Adopted: December 7, 2010

**FULTON COUNTY INDUSTRIAL DEVELOPMENT AGENCY**

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**POLICY 12: APPROVAL OF SUBLEASES**

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1. The IDA shall review and approve all subleases.
2. If a company leasing a building from the IDA desires to execute a sublease with a prospective tenant desiring to occupy a building or a portion of a building leased by the IDA to the Company, the Company shall obtain the IDA's approval prior to executing any sublease.
3. The Company shall file an Application for Sublease Approval and the required fee per the IDA's Fee Schedule with the IDA for all subleases the Company desires to enter into with a prospective tenant in a building or a portion of a building leased by the IDA to the Company.
4. The IDA shall review and approve all Applications for Sublease Approval prior to the Company executing all subleases.
5. The IDA shall sign all subleases to acknowledge and approve the form of the sublease but shall not be a signatory or party to the sublease.
6. The Company shall provide the IDA with a copy of all executed subleases.

**N.Y.S.  
AUTHORITY BUDGET OFFICE  
POLICIES**