

**CIVIC CENTER  
MONROE COUNTY**



**LOCAL DEVELOPMENT CORPORATION**

**2011  
ANNUAL REPORT**

# **CIVIC CENTER MONROE COUNTY LOCAL DEVELOPMENT CORPORATION ANNUAL REPORT – 2011**

## **CORPORATION HISTORY**

Civic Center Monroe County Local Development Corporation (“Civic Center”) is a Not-for-Profit Local Development Corporation pursuant to Sections 402 and 1411 of the Not-for-Profit Corporation Law of the State of New York. It was established in November 2002 and is governed by a Board of Directors.

Civic Center purchased the Civic Center Garage in 2003 and contracts with a service provider for its day to day operations. In addition, Civic Center manages the operation of several surface lots. Thirty five (35) percent of all garage revenue in excess of \$1,000,000 is returned to Civic Center.

Civic Center’s mailing address is 8100 CityPlace, 50 West Main Street, Rochester, New York. Its website can be viewed at [www.civiccenterldc.com](http://www.civiccenterldc.com).

## **DESCRIPTION OF CORPORATION AND BOARD**

Civic Center has a Board of Directors comprised of the County Executive (Designee) and three (3) members appointed by the County Executive of Monroe County. Regular meetings are held quarterly with the annual meeting in March. Special Meetings are conducted on an as needed basis. Standing Committees include an Audit Committee, Governance Committee, and Finance Committee. Meeting minutes and attendance can be found on the Corporation’s website. A summary of the Board’s annual self evaluation can be found in Exhibit A.

Civic Center had no employees during 2011.

## **MISSION**

Civic Center Monroe County LDC operates and manages parking facilities in downtown Rochester, New York. Our mission is to provide public parking to customers and to manage our operations efficiently in accordance with all legal requirements.

The performance measure report is attached to this report as Exhibit B.

## **OPERATIONS AND ACCOMPLISHMENTS**

A summary of key activities and accomplishments in 2011 are listed below:

1. Total revenue from garage operations rose approximately 3% resulting in a 5.3% or \$25,446 increase in revenue to Civic Center.
2. Adopted or re-adopted all policies and procedures including:
  - Business and Travel Expense
  - Code of Ethics
  - Credit Card
  - Freedom of Information
  - Internal Controls and Financial Accountability
  - Investment
  - Non Collusion
  - Public Comment Period
  - Purchasing
  - Responsibility of Members and Officers
  - Tracking Inventory and Disposal of Assets
  - Whistleblower
3. A contractor was selected to complete repairs to the Civic Center Garage and repairs to the drainage system commenced.
4. Repairs to fans were completed
5. Updated the Corporation's website.

## **FINANCIAL REPORTS**

The audited financials and Independent Auditors' Report are attached to this report.

## **SCHEDULE OF BONDS AND NOTES**

Civic Center had no Bonds or Notes payable as of December 31, 2011.

## **FINANCIAL PLAN**

A multi-year operating budget is submitted to the Board each year for adoption. The most recent adopted budget is presented in Exhibit C.

**LISTING OF REAL ASSETS AND REAL ASSETS DISPOSED OF OR INTENDED TO BE DISPOSED OF**

Civic Center owns the Civic Center Parking Garage in Rochester, New York. The Garage and related land was valued at \$5,716,482 net of depreciation as of December 31, 2011. Civic Center did not dispose of any real property in 2011.

**CODE OF ETHICS**

The Code of Ethics for Civic Center is attached as Exhibit D to this report.

**PROCUREMENT REPORT**

The Procurement Report for 2011 is included in this report as Exhibit E.

**ASSESSMENT OF THE EFFECTIVENESS OF INTERNAL CONTROL STRUCTURE AND PROCEDURES**

Exhibit F to this report assesses the effectiveness of the internal control structure and procedures of Civic Center as of December 31, 2011.

**EXHIBIT A**

**CIVIC CENTER MONROE COUNTY**

**Summary Results of Confidential Evaluation of Board Performance - 2011**

<b>Criteria</b>	<b>Agree</b>	<b>Some what Agree</b>	<b>Some what Disagree</b>	<b>Disagree</b>
	#	#	#	#
Board members have a shared understanding of the mission and purpose of the Authority .	4			
The policies, practices and decisions of the Board are always consistent with this mission.	4			
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	4			
The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority and reviews these annually.	4			
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	4			
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence or self-interest.	4			
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	4			
Board members are knowledgeable about the Authority’s programs, financial statements, reporting requirements, and other transactions.	4			
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	4			
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	4			
Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	4			
Board members have the opportunity to research, discuss, question and prepare before decisions are made and votes taken.	4			
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	4			
The Board exercises appropriate oversight of the operation.	4			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	4			
Board members demonstrate leadership and vision and work respectfully with each other.	4			

Date Completed: March 28, 2012

**EXHIBIT B**

**CIVIC CENTER MONROE COUNTY  
PERFORMANCE MEASURES REPORT**

**Performance Measures Rating Sheet  
2011**

**Civic Center Mission Statement:** “Civic Center Monroe County LDC operates and manages parking facilities in downtown Rochester, New York. Our mission is to provide public parking to customers and to manage our operations efficiently in accordance with all legal requirements.”

<b>Items Evaluated:</b>	<b>Possible Points</b>	<b>Rating</b>
1. Regular Budgetary Review and Reporting (“manage our operations efficiently”)		
• Regular Budget Update Reports submitted to Board	10	10
• Quality of Reports	10	9
• Performance to Budget	15	14
2. Approvals of Policies and Procedures (“in accordance with all legal requirements.”)		
• Written Policies and Procedures	10	10
• Board Approval and Annual Review	10	10
3. Operational Policy Analysis (“in accordance with all legal requirements.”)		
• Procurements, Checks, Invoices	10	10
• Audit Results	15	15
4. Required Reporting (“in accordance with all legal requirements.”)		
• Board approvals and timely submission of the following: Annual Report; Procurement Report; Investment Report; Budget and Audit.	<u>20</u>	<u>20</u>
TOTAL	100	98

**EXHIBIT C**  
**CIVIC CENTER MONROE COUNTY LOCAL DEVELOPMENT CORPORATION**  
**FINANCIAL PLAN**

<b>REVENUE &amp; FINANCIAL SOURCES</b>	<b>Adopted Budget 2011</b>	<b>Actual 2011</b>	<b>Adopted Budget 2012</b>	<b>Proposed 2013</b>	<b>Proposed 2014</b>	<b>Proposed 2015</b>
<b>Operating Revenues</b>						
Charges for services	672,000	704,993	695,000	695,000	905,000	905,000
Rental & financing income	0	0	0	0	0	0
Other operating revenues	340,000	340,000	340,000	340,000	340,000	340,000
<b>Total Operating Revenues</b>	<b>1,012,000</b>	<b>1,044,993</b>	<b>1,035,000</b>	<b>1,035,000</b>	<b>1,245,000</b>	<b>1,245,000</b>
<b>Nonoperating Revenues</b>						
Investment Earnings	1,800	2,403	1,200	1,200	1,200	1,200
State subsidies/grants	0	0	0	0	0	0
Federal subsidies/grants	0	0	0	0	0	0
Municipal subsidies/grants	0	0	0	0	0	0
Public authority subsidies	0	0	0	0	0	0
Other nonoperating revenues	0	0	0	0	0	0
<b>Total Nonoperating Revenues</b>	<b>1,800</b>	<b>2,403</b>	<b>1,200</b>	<b>1,200</b>	<b>1,200</b>	<b>1,200</b>
<b>Proceeds from the issuance of debt</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Revenues &amp; Financing Sources</b>	<b>1,013,800</b>	<b>1,047,396</b>	<b>1,036,200</b>	<b>1,036,200</b>	<b>1,246,200</b>	<b>1,246,200</b>
<b>EXPENDITURES</b>						
<b>Operating Expenditures</b>						
Salaries and wages	0	0	0	0	0	0
Other employee benefits	0	0	0	0	0	0
Professional Service contracts	37,300	37,805	34,500	34,500	34,500	34,500
Supplies and materials	0	0	0	0	0	0
Other operating expenditures	976,500	836,175	1,001,700	1,001,700	1,211,700	1,211,700
<b>Total Operating Expenditures</b>	<b>1,013,800</b>	<b>873,980</b>	<b>1,036,200</b>	<b>1,036,200</b>	<b>1,246,200</b>	<b>1,246,200</b>
<b>Nonoperating Expenditures</b>						
Payment of principal on bonds and financing arrangements	0	0	0	0	0	0
Interest and other financing charges	0	0	0	0	0	0
Subsidies to other public authorities	0	0	0	0	0	0
Capital asset outlay	0	0	0	0	0	0
Grants and donations	0	0	0	0	0	0
Other nonoperating expenditures	0	0	0	0	0	0
<b>Total Nonoperating Expenditures</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Total Expenditures</b>	<b>1,013,800</b>	<b>873,980</b>	<b>1,036,200</b>	<b>1,036,200</b>	<b>1,246,200</b>	<b>1,246,200</b>
<b>Capital Contributions</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Excess (deficiency) of revenues and capital contributions over expenditures</b>	<b>0</b>	<b>173,416</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**EXHIBIT D**

**CIVIC CENTER MONROE COUNTY  
LOCAL DEVELOPMENT CORPORATION**

Code of Ethics Policy

**ARTICLE I**

**Purpose**

Civic Center Monroe County Local Development Corporation (“Corporation”) must conduct its operations in a manner that best serves the interest of its customers and the general public. The Corporation expects all members, officers and employees to observe high ethical standards of conduct in the performance of their duties, comply and cause the Corporation to comply with all laws and regulations governing business transactions, and use and cause the Corporation to use its funds and assets only for legal and appropriate purposes.

**ARTICLE II**

**Policies**

1. Incorporation of Public Officers Law Section 74. As required by Public Authorities Law Section 2594 the provisions of Public Officers Law Section 74 (code of ethics) are incorporated herein, and each member, officer and employee shall fully comply with the provisions set forth therein. A copy of Section 74 is attached hereto.

2. Gifts and Favors. No member, officer or employee shall, directly or indirectly solicit or accept any gifts, entertainment, discounts, services, loans or anything of value totaling \$75 or more in any calendar year from suppliers, significant commercial customers, or other persons with whom the Corporation does business or from any other person or entity under circumstances in which it could reasonably be inferred that the gift was intended to influence said member, officer, or employee or could reasonably be expected to influence said member, officer or employee in the performance of his or her official duties or was intended as a reward for any official action on his or her part.

3. Borrowing Funds. No member, officer or employee shall borrow money from the Corporation, suppliers, significant commercial customers, or individuals of a firm with whom the Corporation does business (loans or mortgages from banks or individuals doing business with the Corporation are exempted if the terms are at current rates and the customary collateral for such transactions is provided).



4. Acquiring Interest in Real Estate. No member, officer or employee shall acquire an interest in real estate in which it is known that the Corporation has a current or anticipated future interest.

5. Soliciting Funds. No member, officer or employee shall solicit funds or other items of value from Corporation vendors, suppliers or consultants for oneself or to benefit any organization, club or person, whether such other persons or entities are charitable, religious or profit making.

6. Designation of Bank as Depository. The provisions of this code shall not apply to the designation of a bank or trust company as a depository, paying agent, registration agent, or other investment in funds of the Corporation in which a member, officer or employee has an interest by reason of ownership or employment.

### **ARTICLE III Conflict of Interest Policy**

1. In the event any member, officer or employee has a financial interest (ownership or investment interest, or compensation arrangement) directly or indirectly through a relative (spouse, child, step-child, brother, sister, parent, step-parent or a person claimed as a dependant on the latest income tax return) with any entity or individual in which the Corporation has a business transaction, said interest shall be disclosed in writing or verbally at a duly called Board meeting and said disclosure shall be disclosed in the minutes.

2. The remaining members of the Board shall determine, after due deliberation and in the absence of the member with the financial interest, whether a conflict of interest exists.

3. If a conflict of interest is determined to exist the disinterested Board Members shall determine by majority vote, in the absence of the member with the conflict, whether the transaction or arrangement is in the Corporation's best interest and whether the transaction is fair and reasonable to the Corporation, and shall make its decision as to whether to enter into the transaction or arrangement in conformity with such determination.

### **ARTICLE IV Disclosure Statements**

On an annual basis, the Corporation shall obtain a completed financial disclosure statement (in the form set forth as Exhibit A attached hereto, "disclosure statement") from each member and employee having management responsibility of the Corporation. Said disclosure statement shall be filed on or before April 15 in each year and any new Board Member or employee appointed to the Corporation shall file a disclosure statement within 30 days of said appointment. All disclosure statements shall be filed with the Chairman who shall cause said statements to be reviewed on an independent basis and shall file said

statements with the Monroe County Board of Ethics as required by the Public Authorities Accountability Act of 2005 Section 2825(3).

**ARTICLE V**  
**Violation**

Any person who knowingly and intentionally violates any of the provisions of this Code may be fined, suspended or removed from office or employment as the case may be in the manner provided by law.

**ARTICLE VI**  
**Distribution of Code**

The Chairman of the Board shall cause a copy of this Code of Ethics to be distributed to every member, officer and employee of the Corporation within thirty (30) days after its adoption. Each member or employee appointed thereafter shall be furnished with a copy before entering upon the duties of his or her office or employment.

Re-Adopted: March 29, 2012  
Re-Adopted: March 30, 2011  
Re-Adopted: October 28, 2010  
Re-Adopted: October 22, 2009  
Revised: May 28, 2009  
Re-Adopted: October 23, 2008  
Re-Adopted: October 16, 2007  
Adopted: April 6, 2006

**EXHIBIT E**

**CIVIC CENTER MONROE COUNTY  
SUMMARY PROCUREMENT REPORT  
(Purchases over \$5,000)**

		Award	Award	End	Amount
Vendor Name	Procurement Description	Process	Date	Date	Expensed FY 2011
Monroe County Finance	Management Agreement	Contract/Competitive Bid	11/1/2003	10/31/2023	198,566
Harris Beach PLLC	Legal services	Contract/Competitive Bid	1/1/2010	12/31/2012	10,460
Bonadio & Co., LLP	Accounting/Audit services	Contract/Competitive Bid	1/1/2011	12/31/2013	13,500
Brown & Brown Insurance	Insurance coverage	Contract/Competitive Bid	2/1/2011	2/1/2012	19,358
M.G.M.T. Services, LLC	Consultant management services	Contract/Competitive Bid	1/1/2010	12/31/2012	13,845
County of Monroe Industrial Development Agency (COMIDA)	Payment in lieu of taxes (Monroe County)	Non-Contract/Purchase Order	12/1/2003	12/31/2013	49,581
County of Monroe Industrial Development Agency (COMIDA)	Payment in lieu of taxes (City of Rochester)	Non-Contract/Purchase Order	12/1/2003	12/31/2013	167,745
Monroe County Dir. Of Finance	Garage - reimbursement for electric usage	Contract/Non-Competitive Bid	12/30/2003	12/30/2023	142,266
Infrasense Inc.	Ground penetrating radar scan/analysis	Contract/Competitive Bid	1/20/2011	12/31/2011	14,250
T.Y. Lin International	Engineering svcs. related to garage repairs	Contract/Competitive Bid	1/1/2011	12/31/2011	7,600
John W. Danforth Company	Garage supply and exhaust fan repair	Contract/Competitive Bid	12/4/2007	4/30/2012	40,004
Crane-Hogan Structural Systems Inc.	Garage repairs and renovations	Contract/Competitive Bid	10/28/2011	TBD	41,848
<b>Total</b>					<b>719,023</b>

**EXHIBIT F**

**CIVIC CENTER MONROE COUNTY.**  
**ASSESSMENT OF THE EFFECTIVENESS OF INTERNAL CONTROL**  
**STRUCTURE AND PROCEDURES**

This statement certifies that the internal control structure and procedures of the Civic Center Monroe County LDC have been documented and assessed for the year ending December 31, 2011. This assessment found the Corporation's internal controls to be adequate, and to the extent that deficiencies were identified, the Corporation has developed corrective action plans to reduce any corresponding risk.

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Charles H. Stuart  
*President*  
*Civic Center Monroe County*