

MINUTES of the **GOVERNANCE COMMITTEE MEETING** of the **ERIE COUNTY WATER AUTHORITY** held in the office, 295 Main Street, Room 350, Buffalo, New York, on the 21st day of January 2021.

PRESENT: **Jerome D. Schad, Chairman**
Mark S. Carney, Vice Chairman
Peggy A. LaGree, Treasurer
Terrence D. McCracken, Secretary to the Authority
Margaret A. Murphy, General Counsel (via teleconference)
Karen A. Prendergast, Chief Financial Officer (via teleconference)
Russell J. Stoll, Chief Operating Officer (via teleconference)
Leonard F. Kowalski, Executive Engineer (via teleconference)
Daniel J. NeMoyer, Director of Human Resources (via teleconference)
Joyce A. Tomaka, Comptroller (via teleconference)
Lavonya C. Lester, Director of Administration (via teleconference)
Sabrina A. Figler, Director of Water Quality (via teleconference)
Matthew W. Barrett, Security Officer (via teleconference)
Jeffrey C. Schlierf, Acting Manager of Information Technology (via teleconference)

ATTENDEES:

PLEDGE TO THE FLAG

I. CALL TO ORDER/ROLL CALL

The meeting was called to order at 9:30 a.m. A quorum was present with three Commissioners.

II. READING OF MINUTES

Motion by Mr. Carney seconded by Ms. LaGree and carried to waive the reading of the Minutes of the Meeting held on April 30, 2020.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, Carney and LaGree

Noes: None

III. APPROVAL OF MINUTES

Motion by Mr. Carney seconded by Mr. Schad and carried to approve the Minutes of the Meeting held on April 30, 2020.

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney; Commissioner LaGree abstained

Noes: None

IV. – REPORTS

V. - UNFINISHED BUSINESS

I. NEW BUSINESS

A. Policy No. 94.1 Fleet Management Policy

Karen Prendergast reported that the Fleet Management Policy (Policy No. 94.1) was previously presented to the Board, and at the Commissioners' request, some changes have been made to the Policy with respect to the definition of "under the influence of drugs or alcohol". There was some discussion relative to legally prescribed drugs possibly having an adverse effect to a person's driving skills. Therefore, the definition has been added and expanded specifically to define the misuse of drugs to include the misuse of legally prescribed drugs and also to indicate that under the CDL rule if you're not misusing a legally prescribed drug, that you have an obligation to make sure that you're able to operate machinery or to notify your employer that you're on this legally prescribed drug that affects your ability to operate.

The other change in the Policy is due to technological advancements in enforcement of traffic and non-traffic laws, owners of vehicles are receiving summons and notices relating to parking, toll and moving violations. In the past, summons and notices were given to the driver of such vehicles. It has been the past practice that an employee driving an Authority vehicle would be responsible for such violations. The Executive Staff is now recommending these past practices formally be made part of the Fleet Management Policy.

**B. Open Meetings Law Policy and Code of Ethics
and Conflicts of Interest Policy**

Margaret Murphy reported that at the last meeting it was brought to everyone's attention that there had been Committee minutes from two years ago that had not been approved. Ms. Murphy believes that it certainly would be the best practices, and in keeping with what the ABO requires from the Authority, to have those minutes reviewed at a time that every person who participates in that meeting, with their memory fresh, can approve those minutes. Therefore, Ms. Murphy proposed that the Open Meetings Law be amended saying that if there are items on a Committee agenda, other than the approval of minutes, those minutes from that meeting have to be approved within one month of the meeting.

Ms. Murphy also informed the Board that pursuant to the Code of Ethics and Conflicts of Interest Policy, the Code of Ethics shall be reviewed annually by the Ethics Committee and the Board of Commissioners. However, the Governance Committee has been reviewing the Code of Ethics along with the Board. Therefore, General Counsel Murphy recommends omitting that the Ethics Committee review the Code of Ethics.

Motion by Mr. Carney, seconded by Ms. LaGree and carried to recommend that the Board approve the authorization to adopt the amended versions of Policy 94.1 Fleet Management Policy and Policy 11.8 Code of Ethics and Conflicts of Interest Policy.

VOTE

Ayes: Three; Commrs. Schad, Carney and LaGree

Noes: None

VIII. - ADJOURNMENT

Motion by Mr. Carney seconded by Ms. LaGree and carried that the meeting adjourn at 9:37 a.m.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, Carney and LaGree

Noes: None



Terrence D. McCracken
Secretary to the Authority

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