

**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 20th day of March 2025.

PRESENT: Jerome D. Schad, Chair
Peggy A. LaGree, Vice Chair
Michele M. Iannello, Treasurer
Terrence D. McCracken, Secretary to the Authority
Joyce A. Tomaka, Chief Financial Officer
Mark S. Carney, General Counsel
Charles E. Eaton, Chief Operating Officer
Leonard F. Kowalski, Executive Engineer
Jessica R. Brown, Comptroller
Lavonya C. Lester, Director of Administration
Sabrina A. Figler, Director of Drinking Water Quality
Katherine A. Gillette, Senior Associate Attorney
Daniel J. Seider, Director of Production (Water System)
David W. Aubertine, Director of Cybersecurity and Information Technology
Matthew W. Barrett, Security Officer

ATTENDEES: Vic Martucci, Masiello, Martucci, Hughes
Matthew Nasca, Erie Painting & Maintenance, Inc.

PLEDGE TO THE FLAG

I. CALL TO ORDER/ROLL CALL

The meeting was called to order at 10:05 a.m. A quorum was present with three Commissioners.

II. READING OF MINUTES

III. APPROVAL OF MINUTES

IV. REPORTS

V. UNFINISHED BUSINESS

VI. NEW BUSINESS

A. 2024 Paris Filing

Joyce Tomaka advised the Commissioners that in accordance with the Public Authorities Law, the Authority is required to annually file an Annual Report which summarizes the financial statements; the Certified Financial Audit report, the Investment Report, the Procurement Report, and additional required documents which include 2024 Accomplishments for each Division, Performance Measurements

relative to the Authority's Mission Statement, and Investment Guidelines.

A conversation was held to address how to respond to a question regarding the Authority's Mission Statement. The Board requested Ms. Tomaka contact the Authorities Budget Office to receive clarification before submitting the report.

Motion by Ms. LaGree, seconded by Ms. Iannello and carried to recommend that the Board approve the filing of the Public Authority Reporting Information System (PARIS) 2024 Reports to the NYS Authorities Budget Office.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

- A. Annual Review of ECWA Financial Disclosure Statement, Vendor List, Related Policies and Procedures and Employee Communications

General Counsel Carney reported that the Independent Ethics Panel (the "IEP") held a meeting on February 6, 2025 to review the following:

- i. ECWA Financial Disclosure Form for Calendar Year 2024;
- ii. Proposed Amended Policy No. 11 Code of Ethics & Conflict of Interest Policy;
- iii. Policy No. 16 Whistleblower Protection Policy;
- iv. 2024 Vendor List;
- v. Proposed employee letter sent via regular mail; and
- vi. Proposed employee mail.

Mr. Carney reviewed IEP's recommendations based on their review to the Board. A discussion was then held regarding the proposed changes.

Motion by Ms. LaGree, seconded by Ms. Iannello and carried to recommend the adoption of the revisions proposed by the Independent Ethics Panel.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

VIII. - ADJOURNMENT

Motion by Ms. LaGree seconded by Ms. Iannello and carried that the meeting adjourn at 10:14 a.m.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

A handwritten signature in black ink, appearing to read 'TDM', with a long horizontal flourish extending to the right.

Terrence D. McCracken
Secretary to the Authority

ALH