

ITEM 1 - TEMPORARY SECRETARY

Motion by seconded by and carried to appoint Robert
J. Lichtenthal, Jr. as Temporary Secretary for the Annual Meeting.

Ayes:

Noes:

05/06/19-pjf

ITEM 2 - TEMPORARY CHAIRMAN

 Motion by seconded by and carried to appoint Mark
S. Carney as Temporary Chairman for the Annual Meeting.

 Ayes:

 Noes:

05/06/19-pjf

ITEM 3 - CHAIRMAN

Motion by seconded by and carried to nominate
Jerome D. Schad as Chairman of the Erie County Water Authority for the ensuing
year.

Ayes:

Noes:

05/06/19-pjf

ITEM 4 - VICE CHAIRMAN

Motion by seconded by and carried to nominate Mark S. Carney as Vice Chairman of the Erie County Water Authority for the ensuing year.

Ayes:

Noes:

05/06/19-pjf

ITEM 5 - TREASURER

 Motion by seconded by and carried to nominate E.
Thomas Jones as Treasurer of the Erie County Water Authority for the ensuing
year.

 Ayes:

 Noes:

05/06/19-pjf

ITEM 6 - SECRETARY

Motion by seconded by and carried to nominate
Terrence D. McCracken as Secretary to the Erie County Water Authority for the
ensuing year.

Ayes:

Noes:

05/06/19-pjf

ITEM 7 - ASSISTANT TREASURER

Motion by seconded by and carried to nominate
Daniel J. NeMoyer as Assistant Treasurer of the Erie County Water Authority for
the ensuing year.

Ayes:

Noes:

05/06/19-pjf

ITEM 8 - ASSISTANT SECRETARY

Motion by seconded by and carried to nominate
Karen A. Prendergast as Assistant Secretary to the Erie County Water Authority
for the ensuing year.

Ayes:

Noes:

05/06/19-pjf

ITEM 9 - RENEWAL OF COMMERCIAL CRIME POLICY

Motion by seconded by and carried that the Erie County Water Authority ratify the continuation of Public Employee Dishonesty coverage in the amount of \$250,000 for the scheduled positions of Treasurer and Bill Collector and \$500,000 for all other employees.

Ayes:

Noes:

05/06/19-pjf

ITEM 10 - AUTHORIZATION TO DESIGNATE DEPOSITORIES FOR FUNDS

Motion by seconded by and carried that the Erie County Water Authority designate the financial institutions listed below as depositories for funds collected by the Treasurer:

EVANS BANK, N.A.
JP MORGAN CHASE BANK, N.A.
JP MORGAN SECURITIES LLC
KEY BANK OF NEW YORK
M&T BANK
MANUFACTURERS & TRADERS TRUST COMPANY/
WILMINGTON TRUST, N.A.
UBS FINANCIAL SERVICES, INC.

And furthermore, the Treasurer is hereby authorized and directed to execute all necessary signature cards and other financial institution documents necessary for funds collected by the Treasurer to be deposited in the named institutions. This resolution incorporates by reference any resolution required by a financial institution to be adopted by the governing board of a depositor.

Ayes:

Noes:

05/06/19-pjf

**ITEM 11 - AUTHORIZATION TO APPROVE THE FOLLOWING TO
EXECUTE ERIE COUNTY WATER AUTHORITY
CHECKS ON BEHALF OF THE ERIE COUNTY WATER
AUTHORITY**

Motion by seconded by and carried to authorize the
following to execute Erie County Water Authority checks on behalf of the

Authority:

Assistant Treasurer
Attorney
Executive Director
Secretary to the Authority
Treasurer

Ayes:

Noes:

05/06/19-pjf

**ITEM 12 - AUTHORIZATION TO APPROVE THE FOLLOWING TO
MAKE WIRE TRANSFERS ON BEHALF OF THE ERIE
COUNTY WATER AUTHORITY**

Motion by seconded by and carried to authorize the
following to make wire transfers on behalf of the Erie County Water Authority:

Assistant Manager of Accounting Services
Cash Manager
Manager of Accounting Services

Ayes:
Noes:

05/06/19-pjf

**ITEM 13 - AUTHORIZATION FOR THE FOLLOWING TO APPROVE
WIRE TRANSFERS VIA BANK CALL BACKS ON
BEHALF OF THE ERIE COUNTY WATER AUTHORITY**

Motion by seconded by and carried to authorize the
following to approve wire transfers via bank call backs on behalf of the Erie
County Water Authority:

Business Office Manager
Chief Account Clerk
Chief Customer Service Representative
Sr. Account Clerk

Ayes:

Noes:

05/06/19-pjf

**ITEM 14 - AUTHORIZATION TO APPROVE THE FOLLOWING TO
MAKE AUTOMATED CLEARING HOUSE (ACH)
TRANSFERS ON BEHALF OF THE ERIE COUNTY
WATER AUTHORITY**

Motion by seconded by and carried to authorize the
following to make payroll ACH transfers on behalf of the Erie County Water
Authority:

See attached list

Ayes:

Noes:

05/06/19-pjf

APPROVED STAFF FOR ACH TRANSFERS

	NYS Retirement	Payroll Direct Deposit	Payroll Withholding Taxes	Accounts Payable
Asst. Mgr. of Accounting Services	X	X	X	X
Cash Manager		X	X	X
Comptroller	X	X	X	X
Manager of Accounting Services	X	X	X	X

**ITEM 15 - AUTHORIZATION TO APPROVE THE FOLLOWING TO
VIEW ALL DEPOSITORY, COLLATERAL AND
INVESTMENT ACTIVITY ON THE INTERNET ON
BEHALF OF THE ERIE COUNTY WATER AUTHORITY**

Motion by seconded by and carried to authorize the
following to view all depository, collateral and investment activity on the Internet
on behalf of the Erie County Water Authority:

Assistant Manager of Accounting Services
Business Office Manager
Cash Manager
Chief Account Clerk
Comptroller
Deputy Director
Manager of Accounting Services

Ayes:

Noes:

05/06/19-pjf

**ITEM 16 - AUTHORIZATION TO APPROVE THE FOLLOWING TO
EXECUTE ALL FEDERAL AND STATE TAX RETURNS
ON BEHALF OF THE ERIE COUNTY WATER
AUTHORITY**

Motion by seconded by and carried to authorize the
following to execute all Federal and State Tax Returns on behalf of the Erie
County Water Authority:

Assistant Manager of Accounting Services
Cash Manager
Comptroller
Manager of Accounting Services

Ayes:

Noes:

05/06/19-pjf

**ITEM 17 - AUTHORIZATION TO APPROVE AND EXECUTE
PURCHASE ORDERS AFTER DEPARTMENTAL AND
BOARD APPROVAL**

Motion by seconded by and carried to approve the
Director of Administration and, in the absence of the Director of Administration
the Comptroller to authorize and execute purchase orders after departmental and
Board approval.

Ayes:

Noes:

05/06/19-pjf

**ITEM 18 - AUTHORIZATION TO APPROVE AND EXECUTE
ASSOCIATED PURCHASING AGREEMENTS,
WARRANTEES AND MAINTENANCE AGREEMENTS ON
DEPARTMENTAL BOARD APPROVED PURCHASE
ORDERS NOT TO EXCEED AN AGGREGATE OF \$20,000
PER CALENDAR YEAR PER VENDOR**

Motion by seconded by and carried to approve the
Director of Administration to authorize and execute associated purchasing
agreements, warrantees and maintenance agreements on departmental and Board
approved purchase orders not to exceed an aggregate of \$20,000 per calendar year
per vendor.

Ayes:

Noes:

05/06/19-pjf

**ITEM 19 - AUTHORIZATION TO APPROVE ECWA MEMEBERSHIP
AND PARTICIPATION IN JOINT PURCHASING
ALLIANCES AS PERMITTED BY LAW**

Motion by seconded by and carried to approve the
Director of Administration to authorize and execute membership agreements, and
other documents as needed, to enter into joint purchasing associations and
alliances as deemed appropriate and permitted by law, and for the Director of
Administration to have supervisory capacity to manage these procurement
relationships.

Ayes:

Noes:

05/06/19-pjf

**ITEM 20 - AUTHORIZATION TO APPOINT A LABOR-MANAGEMENT
HEALTHCARE COALITION REPRESENTATIVE**

Motion by seconded by and carried to appoint Karen
A. Prendergast, Comptroller as the Authority's representative for the Labor-
Management Healthcare Coalition, Inc. for the ensuing year.

Ayes:

Noes:

05/06/19-pjf

ITEM 21 - COMMITTEES AND BOARDS

Motion by seconded by and carried to approve that the following committee and board assignments for the coming year be made and that the Chairman of the Erie County Water Authority will continue to be empowered to name new committees and assign members.

	Finance Committee	Audit Committee	Governance Committee	Ethics Board
Jerome D. Schad, Chairman	X	X	X	X
Mark Carney, Vice Chairman	X	X	X	X
E. Thomas Jones, Treasurer	X	X	X	X

Ayes:

Noes:

05/06/19-pjf

ITEM 22 - RULES OF ORDER

Motion by seconded by and carried to approve that
the Board of Commissioners adopt parliamentary Rules of Procedure using the
publication based Robert's "Rules of Order,": Jones, O.G., (1990) *Parliamentary
Procedure at a Glance*. New York, Penguin Books.

Ayes:

Noes:

05/06/19-pjf

**ITEM 23 ADOPTION OF THE DEFENSE AND INDEMNIFICATION
OF BOARD MEMBERS, OFFICERS AND EMPLOYEES
POLICY**

Motion by seconded by and carried to approve that the Board
of Commissioners continue to adopt the attached Defense and Indemnification

Policy No. 94 adopted on March 26, 2019.

Ayes:

Noes:

05/06/19-pjf

ERIE COUNTY WATER AUTHORITY
HR Policies/Procedures

Re: DEFENSE & INDEMNIFICATION

Policy No.: 94.0

Application: Authority Wide

Adopted: 03/26/19

PURPOSE

To establish the policy for the defense and indemnification of members, officers and employees of the Erie County Water Authority.

POLICY

Pursuant to Public Authorities Law § 1071, neither members of the Erie County Water Authority (the “Authority”) nor any person or persons acting in its behalf, while acting within the scope of its authority shall be subject to any personal liability resulting from the erection, construction, reconstruction, maintenance or operation of the properties or any of the improvements or from carrying out any of the powers expressly given to the Authority in Article 5, Title 3 of the Public Authorities Law. Although § 1071 gives statutory immunity to Authority members and employees, the section sets forth no provision relating to defense.

Public Authorities Law § 2824(1)(f) direct board members of any state or local public authority to “adopt a defense and indemnification policy and disclosure such plan to any and all prospective board members.”

Public Officers Law § 18 established a comprehensive defense and indemnification policy for any public authority whose governing body has agreed by resolution, rule or regulation to confer the benefits of that section upon its members, officers and employees and to be held responsible for the costs incurred under the provisions of Public Officers Law § 18.

Consistent with the provisions of the Public Authorities Law, the Authority elects to make the provisions of Public Officers Law § 18 applicable to its members, officers, and employees. Nothing in contained in this policy or within the general provisions of state law shall be deemed to extend the provisions of Public Officers Law § 18 to any independent contractor with whom the Authority may have contracted.

For purposes of this policy, the term “members” means the Commissioners, duly appointed pursuant to Public Authorities Law § 1053(1). The term “members” also include “ad hoc members” who are appointed to serve as non-voting committee members pursuant to the Authority’s Amended and Restated By-Laws.

ITEM 24 - ADJOURNMENT

Motion by seconded by and carried to adjourn this
annual organization meeting until the next organization meeting to be held on the
first regularly scheduled board meeting after the 27th day of April 2020.

Ayes:

Noes:

05/06/19-pjf