

MINUTES of the **ANNUAL MEETING** of the **ERIE COUNTY WATER AUTHORITY** held in the office, 295 Main Street, Room 350, Buffalo, New York, on the 28th day of April 2023.

PRESENT: Jerome D. Schad, Commissioner
 Peggy A. LaGree, Commissioner
 Michele M. Iannello, Commissioner
 Terrence D. McCracken, Secretary to the Authority
 Joyce A. Tomaka, Chief Financial Officer
 Mark S. Carney, General Counsel
 Leonard F. Kowalski, Executive Engineer
 Jennifer Hibt, Director of Human Resources
 Sabrina A. Figler, Director of Water Quality
 Jessica R. Brown, Comptroller
 Lavonya C. Lester, Director of Administration
 David W. Aubertine, Director of Cybersecurity and Information Technology
 Matthew W. Barrett, Security Officer

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.

ITEM 1 - NOMINATION OF TEMPORARY SECRETARY

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to appoint Joyce A. Tomaka as Temporary Secretary for the Annual Meeting.

Ayes: Three; Commrs. Schad, LaGree and Iannello
 Noes: None

ITEM 2 - NOMINATION OF TEMPORARY CHAIR

Motion by Mr. Jerome Schad seconded by Ms. Michele Iannello and carried to appoint Peggy A. LaGree as Temporary Chair for the Annual Meeting.

Ayes: Three; Commrs., LaGree and Iannello
Noes: None

ITEM 3 - NOMINATION OF CHAIR

Nominations were opened for the office of Chair.

Motion by Ms. Peggy LaGree seconded by Ms. Michele Iannello and carried to nominate Jerome D. Schad as Chair of the Erie County Water Authority for the ensuing year.

Motion by Ms. Peggy LaGree seconded by Ms. Michele Iannello and carried to move that nominations be closed.

Ayes: Three; Commrs. Schad, LaGree and Iannello
Noes: None

Motion carried to elect Jerome D. Schad as Chair.

At this point, Ms. Peggy LaGree turned the meeting over to the newly elected Chair.

ITEM 4 - NOMINATION OF VICE CHAIR

Nominations were opened for the office of Vice Chair.

Motion by Ms. Michele Iannello seconded by Mr. Jerome Schad and carried to nominate Peggy A. LaGree as Vice Chair of the Erie County Water Authority for the ensuing year.

Motion by Ms. Michele Iannello seconded by Mr. Jerome Schad and carried to move that nominations be closed.

Ayes: Three; Commrs. Schad, LaGree and Iannello
Noes: None

Motion carried to elect Peggy A. LaGree as Vice Chair.

ITEM 5 - TREASURER

Nominations were opened for the office of Treasurer.

Motion by Ms. Peggy LaGree seconded by Mr. Jerome Schad and carried to nominate Michele M. Iannello as Treasurer of the Erie County Water Authority for the ensuing year.

Motion by Ms. Peggy LaGree seconded by Mr. Jerome Schad and carried to move that nominations be closed.

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

Motion carried to elect Michele M. Iannello as Treasurer.

ITEM 6 - SECRETARY

Nominations were opened for the office of Secretary.

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

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to move that nominations be closed.

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

Motion carried to elect Terrence D. McCracken as Secretary to the Erie County Water Authority.

ITEM 7 - ASSISTANT TREASURER

Nominations are open for the office of Assistant Treasurer.

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to nominate Lavonya C. Lester as Assistant Treasurer to the Erie County Water Authority for the ensuing year.

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to move that nominations be closed.

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

Motion carried to elect Lavonya C. Lester as Assistant Treasurer to the Authority.

ITEM 8 - ASSISTANT SECRETARY

Nominations are open for the office of Assistant Secretary.

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to nominate Joyce A. Tomaka as Assistant Secretary to the Erie County Water Authority for the ensuing year.

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to move that nominations be closed.

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

Motion carried to elect Joyce A. Tomaka as Assistant Secretary to the Authority.

ITEM 9 - AUTHORIZATION TO DESIGNATE DEPOSITORIES FOR FUNDS Motion

by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried that the Erie County Water Authority designate the financial institutions listed below as depositories for funds collected by the Treasurer:

BANK OF AMERICA
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: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 10 - AUTHORIZATION TO APPROVE THE FOLLOWING TO EXECUTE ERIE COUNTY WATER AUTHORITY CHECKS ON BEHALF OF THE ERIE COUNTY WATER AUTHORITY

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to authorize the following to execute Erie County Water Authority checks on behalf of the Authority:

Director of Administration
Chief Operating Officer
Secretary to the Authority
Treasurer

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 11 - AUTHORIZATION TO APPROVE THE FOLLOWING TO ORIGINATE WIRE TRANSFERS OR TRANSFERS BETWEEN ACCOUNTS ON BEHALF OF THE ERIE COUNTY WATER AUTHORITY

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to authorize the following to originate wire transfers or transfers between accounts on behalf of the Erie County Water Authority:

Cash Manager
Comptroller
Manager of Accounting Services

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 12 - AUTHORIZATION FOR THE FOLLOWING TO APPROVE ORIGINATED WIRE TRANSFERS BY TELEPHONE OR ONLINE ON BEHALF OF THE ERIE COUNTY WATER AUTHORITY

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to authorize the following to approve originated wire transfers by telephone or online on behalf of the Erie County Water Authority:

Assistant Business Office Manager
Business Office Manager

Sr. Account Clerks

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 13 - AUTHORIZATION TO APPROVE THE FOLLOWING TO ORIGINATE DIRECT DEPOSITS AND APPROVE DIRECT PAYMENTS THROUGH THE AUTOMATED CLEARING HOUSE (ACH) ON BEHALF OF THE ERIE COUNTY WATER AUTHORITY

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to authorize the following to originate direct deposits and approve direct payments through the Automated Clearing house (ACH) on behalf of the Erie County Water Authority:

Cash Manager
Comptroller
Manager of Accounting Services

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 14 - AUTHORIZATION FOR THE CASH MANAGER TO MANAGE ONLINE INQUIRY ACCESS TO AUTHORITY BANK ACCOUNTS FOR THE PURPOSE OF VIEWING DEPOSITORY, COLLATERAL AND INVESTMENT ACTIVITY AND RESEARCHING AND REFUNDING CUSTOMER PAYMENTS

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to approve the authorization for the Cash Manager to manage and permit others inquiry access to depository, collateral and investment activity and to research and refund customer payments online on behalf of the Erie County Water Authority.

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 15 - AUTHORIZATION TO APPROVE THE FOLLOWING TO EXECUTE ALL FEDERAL AND STATE TAX RETURNS ON BEHALF OF THE ERIE COUNTY WATER AUTHORITY

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to authorize the following to execute all Federal and State Tax Returns on behalf of the Erie County Water Authority:

Cash Manager
 Chief Financial Officer
 Comptroller
 Manager of Accounting Services

Ayes: Three; Commrs. Schad, LaGree and Iannello
 Noes: None

**ITEM 16 - AUTHORIZATION TO ISSUE AND FORWARD PURCHASE ORDERS
 AFTER DEPARTMENTAL AND BOARD APPROVAL**

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to approve the Director of Administration and, in the absence of the Director of Administration, the Comptroller, to issue and forward purchase orders after departmental and Board approval.

Ayes: Three; Commrs. Schad, LaGree and Iannello
 Noes: None

**ITEM 17 - AUTHORIZATION TO APPOINT A LABOR-MANAGEMENT
 HEALTHCARE COALITION REPRESENTATIVE**

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to appoint Jessica R. Brown, Comptroller as the Authority's representative for the Labor-Management Healthcare Coalition, Inc. for the ensuing year.

Ayes: Three; Commrs. Schad, LaGree and Iannello
 Noes: None

ITEM 18 - COMMITTEES AND BOARDS

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to approve that the following committee and board assignments for the coming year be made and that the Chair 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, Chair	X	X	X	X
Peggy A. LaGree, Vice Chair	X	X	X	X
Michele M. Iannello, Treasurer	X	X	X	X

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 19 - RULES OF ORDER

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree 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: Three; Commrs. Schad, LaGree and Iannello

Noes: None

ITEM 20 - REAUTHORIZATION OF THE DEFENSE AND INDEMNIFICATION POLICY (POLICY NO. 94)

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to approve that the Board of Commissioners reauthorize and continue the Defense and Indemnification Policy No. 94.0, adopted on March 26, 2019, and re-adopted as Policy No. 94 on October 20, 2022, without amendment.

Ayes: Three; Commrs. Schad, LaGree and Iannello

Noes: None

**ITEM 21 - REAUTHORIZATION OF THE TRAVEL AND TRAINING POLICY
(POLICY NO. 8)**

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to approve that the Board of Commissioners reauthorize and continue the Travel and Training Policy No. 8.0, adopted on February 7, 2019, and re-adopted as Policy No. 8 on October 20 , 2022, without amendment.

Ayes: Three; Commrs. Schad, LaGree and Iannello
Noes: None

ITEM 22 - REAUTHORIZATION OF THE TIMEKEEPING POLICY (POLICY NO. 29)

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to approve that the Board of Commissioners reauthorize and continue the Timekeeping Policy No. 29.0, adopted on February 7, 2019, and re-adopted as Policy No. 29 on October 20, 2022, without amendment.

Ayes: Three; Commrs. Schad, LaGree and Iannello
Noes: None

**ITEM 23 - AUTHORIZATION TO SIGN THE AUTOMOBILE TITLES AND
REGISTRATION DOCUMENTS**

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree and carried to authorize the Director of Administration, or in her absence the Comptroller or CFO, to transfer ownership of sold vehicles by signing the title after confirming receipt of payment and signing necessary Department of Motor Vehicles' documents to register new Erie County Water Authority vehicles.

Ayes: Three; Commrs. Schad, LaGree and Iannello
Noes: None

ITEM 24 - ADJOURNMENT

Motion by Ms. Michele Iannello seconded by Ms. Peggy LaGree 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 2024.

Ayes: Three; Commrs. Schad, LaGree and Iannello
Noes: None



Terrence D. McCracken
Secretary to the Authority

ALH