

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 December 2018.

PRESENT: Jerome D. Schad, Chairman
 Mark S. Carney, Vice Chairman
 E. Thomas Jones, Treasurer
 Terrence D. McCracken, Secretary to the Authority
 Margaret A. Murphy, Attorney
 Robert J. Lichtenthal, Jr. Deputy Director
 Russell J. Stoll, Executive Engineer
 John J. Mogavero, Chemist/Chief WTPO
 Joseph T. Burns, Deputy Administrative Director
 Karen A. Prendergast, Comptroller
 Daniel J. NeMoyer, Director of Human Resources
 Jacqueline Mattina, Deputy Associate Attorney
 Sabrina Figler, Director of Water Quality
 Steven V. D'Amico, Business Office Manager
 Anthony Alessi, Claims Rep/Risk Manager
 Matthew Barrett, Security Officer

ATTENDEES: Brendon Hoare, e3 Communications
 Craig Yokopenic, EMA
 James P. Domagalski, Esq.
 Joseph Murry, Ingenious, Inc.
 Eric Frick, Ingenious, Inc.
 Paul Powell, Lawley Services
 Patrick Quinn, Lawley Services

CALL TO ORDER AT 9:30 A.M.

PLEDGE TO THE FLAG

I. - ROLL CALL

II. - READING OF MINUTES

Motion by Mr. Carney seconded by Mr. Jones and carried to waive the reading of the Minutes of the Governance Committee Meeting held on October 4, 2018.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, Carney and Jones

Noes: None

III. - APPROVAL OF MINUTES

Motion by Mr. Carney seconded by Mr. Jones and carried to approve the Minutes of the Governance Committee Meeting held on October 4, 2018.

DISCUSSION

VOTE

Ayes: Three; Commrs. Schad, Carney and Jones

Noes: None

IV. – REPORTS

V. - COMMUNICATIONS AND BILLS

VI. - UNFINISHED BUSINESS

T-2 ADOPTION OF POLICY NO. 96.0 (ITEM NO. 15 4/19/18)

**T-11 AMENDMENT TO THE AUTHORITY’S CODE OF ETHICS RELATING
TO CONDUCT OF COMMISSIONERS AND FORMER COMMISSIONERS
ITEM NO. 7 6/28/18)**

VII. - NEW BUSINESS

1. Policy No. 41.0 Vacations

Motion made by Mr. Carney to recommend to the Board to approve the changes to Policy No. 41.0 Vacations with the amendment to remove the word “highly” and seconded by Mr. Schad

DISCUSSION

Karen Prendergast, Comptroller, distributed proposed changes to Policy No. 41 pertaining to vacations for the non-represented employees. She advised the policy was modified in 2009 for the non-represented employees to begin accruing vacation versus getting a lump sum at the beginning of each year. She advised that this has been problematic as it would take a full year

for a new hire to earn their vacation.

Ms. Prendergast advised this amendment would allow, at the Authority's discretion, to grant individuals applying for an upper management position a one-time lump sum that would range up to the maximum of ten (10) vacation days.

Mr. Schad agreed that the current policy is an impediment to individuals applying for positions. Mr. Carney agreed but stated that the word "highly" should be removed from the proposed changes. Mr. Jones agreed to remove the word "highly".

VOTE

Ayes: Three; Commrs. Schad, Carney and Jones

Noes: None

2. Policy No. 85.0 Rules and Regulations

Motion made by Carney seconded by Mr. Jones to recommend to the Board the amendment of Policy No. 85.0 Rules and Regulations

DISCUSSION

Mr. Schad stated that in the 65 years of existence of the Authority no one has come to the Authority with a gun. Mr. Schad further indicated although the officer in question that this pertains to is well qualified, he does not see the benefit from adding a gun to a worksite for a problem that hasn't presented itself yet. Mr. Schad said that he is not inclined to vote for this item. Mr. Carney stated that times have changed and most public buildings have armed security as a precaution versus afterthought. Mr. Carney is in favor of added security. Mr. Jones agreed with Mr. Carney that the Authority provides a critical service and that the Authority should have increased security.

VOTE

Ayes: Two; Commrs. Carney and Jones

Noes: One; Commr. Schad

3. Amendment of By-Laws

Motion made by Carney seconded by Mr. Schad to recommend to the Board the Amended By-laws

DISCUSSION

Mr. Jones would like more time to discuss this with the Legal Department, particularly the Ethics portion. He advised that the interaction between the County and the Authority needs to be reviewed. Mr. Jones also feels the amendment process should be at the

annual meeting.

Mr. Schad advised there are a few grammatical changes that need to be made. There was discussion with Ms. Murphy regarding “ad hoc” members. Mr. Schad would like some sections reviewed. He is also inclined to change the language to adopt any changes after two consecutive meetings of the Board. Ms. Murphy indicated that since by-laws are not resolutions are usually made by a super majority, which does not exist with the Authority. She advised that anything changed would have to be unanimous. She added that an amendment of the by-laws would not be affected by the term limit doctrine. Mr. Jones would like more time to review the proposed amendment.

Motion made by Mr. Jones to table the matter and seconded by Mr. Carney

VOTE

Ayes: Three; Commrs. Schad, Carney and Jones

Noes: None

4. Salary Grade 37E

Motion made by Carney seconded by Mr. Jones to recommend to the Board the creation of Salary Grade 37E

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, Carney and Jones

Noes: None

VIII. – ADJOURNMENT

Motion made by Carney seconded by Mr. Jones and carried that the meeting adjourns at 9:46 a.m.

DISCUSSION

None

VOTE

Ayes: Three; Commrs. Schad, Carney and Jones

Noes: None

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'T. D. McCracken', written in a cursive style.

Terrence D. McCracken
Secretary to the Authority

SLZ