

**HUDSON RIVER-BLACK RIVER REGULATING DISTRICT
GOVERNANCE COMMITTEE MEETING**

Sacandaga Field Office Conference Room

737 Bunker Hill Road

Mayfield, NY 12117

March 9, 2021

10 AM

Remote Conference-In Information:

As per continued COVID-19 social distancing restrictions, walk-in public access was limited.

Participants were invited to join the meeting via computer, tablet or smartphone.

<https://global.gotomeeting.com/join/876867541> or via phone.

United States: [+1 \(312\) 757-3121](tel:+13127573121) Access Code: 876-867-541

CALL TO ORDER

Board Chair and ex-officio Committee Member Mark Finkle called the meeting to order at 10:01 A.M.

PLEDGE OF ALLEGIANCE

ROLL CALL

Board Chair Mark Finkle introduced new Board Member Alfred J. Candido, Jr.

Present: Board Chairman Mark M. Finkle; Committee Member Albert J. Hayes; Executive Director John C. Callaghan; Area Administrator John Hodgson; and Compliance Officer Stephanie Ruzicky.

Video Feed: Committee Members Kenneth DeWitt; Richard Bird; Board Member Alfred J. Candido, Jr.; General Counsel Robert P. Leslie; Chief Engineer Robert S. Foltan; and Chief Fiscal Officer Timothy Maniccia.

Excused: Committee Chair Jeffrey Rosenthal

MOTION TO ADOPT COMMITTEE MEETING AGENDA

Mr. Finkle called for a motion to adopt the meeting agenda. Mr. DeWitt made a motion to adopt the meeting agenda. Mr. Bird seconded it and the Board approved the motion by unanimous vote.

MOTION TO APPROVE APRIL 14, 2020 COMMITTEE MEETING MINUTES

Mr. Finkle called for a motion to approve the April 14, 2020 committee meeting minutes. Mr. Bird made a motion to approve the Minutes of the Committee's April 14, 2020 Meeting. Mr. DeWitt seconded it and the motion was unanimously approved.

COMMITTEE BUSINESS

A. New Business

(1) Discussion of Annual Review and Approval of Investment Policy - Mr. Maniccia

Mr. Maniccia noted that pursuant to Public Authorities Law §2925(1) the Board is required to annually review the Regulating District's Investment Policy. Mr. Maniccia recommended the Board make no changes to the policy. Mr. Maniccia also presented the Independent Investment Audit to be made part of the investment report to be submitted to the Division of Budget, the State Comptroller, the Senate Finance Committee & the Assembly Ways & Means Committee as part of the annual report in accordance with PAL §2925(7).

Mr. Finkle called for a motion to advance the resolution. Mr. Hayes made a motion to advance to the full Board & recommend approval of a resolution to satisfy annual review and approval of the Regulating District's Investment Policy. Mr. DeWitt seconded and the Committee unanimously approved the motion.

(2) Discussion of Annual Review and Approval of Procurement Policy - Mr. Maniccia

Mr. Maniccia noted that pursuant to Public Authorities Law §2879(1), the Board is to annually review the Regulating District's Procurement Policy. Mr. Maniccia recommended a minor edit to the policy to streamline payment from petty cash for more than one discretionary purchase from a single vendor.

Mr. Finkle called for a motion to advance the resolution. Mr. Bird made a motion to advance to the full Board & recommend approval of a resolution to satisfy annual review and approval of the Regulating District's Procurement Policy. Mr. Hayes seconded and the committee unanimously approved the motion.

(3) Discussion of Annual Review and Approval of the Disposition of Property Guidelines Policy - Mr. Maniccia

Mr. Maniccia noted that pursuant to Public Authorities Law §2896(1) the Board is to annually review the Regulating District's Disposition of Property Guidelines. Mr. Maniccia recommended a change to eliminate language in section 3(c) of the policy as such language is duplicative of language residing in the governing

statute and noted that the policy had been amended to designate the Chief Fiscal Officer, rather than the Executive Director, as the contracting officer.

Mr. Finkle called for a motion to advance the resolution. Mr. DeWitt made a motion to advance to the full Board & recommend approval of a resolution to annually review and approve the Regulating District's revised Disposition of Property Guidelines pursuant to section 2896(1) of the Public Authorities Law. Mr. Hayes seconded and the committee unanimously approved the motion.

**(4) Discussion of the Authority Mission Statement and Performance Measures
– Mr. Leslie**

Mr. Leslie asked Mr. Callaghan to recite the Regulating District's Mission Statement and then reviewed with the Committee the performance measurements against which the Board measures the Regulating District's performance.

Mr. Finkle called for a motion to advance the mission statement & performance measures to the full board for their consideration. Mr. Hayes made a motion to advance to the full Board & recommend approval of the Mission Statement and Performance Measures without revision. Mr. DeWitt seconded and the committee unanimously approved the motion.

ADJOURNMENT

There being no further business to come before the Governance Committee, Mr. Finkle called for a motion to adjourn. Mr. Hayes moved to adjourn the meeting. Mr. Bird seconded the motion. The Board approved the motion by unanimous vote. The Governance Committee meeting adjourned at 10:22 A.M.

Respectfully submitted,

Robert P. Leslie
Secretary

Mark M. Finkle
Board Chairman