

ALBANY CSO POOL COMMUNITIES CORPORATION

Selection, Appointment, and Review of Officers Policy Adopted by the Board of Directors July 9, 2015

Section 1 - Purpose and Scope

- A. This Selection, Appointment, and Review of Officers Policy provides the Corporation's policy and procedures concerning selection, appointment, and review of its officers.

Section 2 – Selection of Officers

- A. The Governance Committee shall develop and provide recommendations to the Board on potential candidates for officers of the Corporation.

Appointment of the Officers

- A. The Corporation's Board of Directors shall elect the officers of the Corporation and such officers shall have such authority and perform such duties as may be prescribed by the Board of Directors.
- B. The officers shall be appointed by a supermajority vote of the Board of Directors, consistent with voting requirements in the Corporation's By-Laws.
- C. The officers shall hold office for a three year term effective upon date of election and until their respective successors shall be elected and qualified, or until the officer's prior resignation or removal.
- D. The Board shall hold elections of the officers at the Annual Meeting preceding the end of each officer's term.

Section 3 – Review of Officers

- A. The Governance Committee shall develop and provide recommendations to the Board on performance evaluations, including coordination and oversight of such evaluations of the board, its committees and senior management in the Corporation's governance process – including Officers of the Board. In doing so, the Governance Committee shall be guided by relevant standards and guidance in the Corporation's Mission Statement, the Corporation's By-Laws, standards applicable to officers under the New York Not-for-Profit Corporation Law and the New York Public Authorities Law, and relevant guidance of the New York State Authorities Budget Office.