

ALBANY CSO POOL COMMUNITIES CORPORATION

**CAPITAL DISTRICT REGIONAL PLANNING COMMISSION
ONE PARK PLACE, SUITE 102,
ALBANY NY 12205
TEL: (518) 453-0850**

MINUTES OF GOVERNANCE COMMITTEE MEETING THURSDAY, JULY 9, 2015 9:30AM

Committee Members Present

Garry Nathan – City of Cohoes

Bill Simcoe – City of Albany

Rich Lyons – Albany County Sewer District

I. Call to Order/Roll Call

II. Revision of the Procurement Policy

The Procurement Policy was passed at the June 11 LDC Board Meeting. The Board requested the policy be amended to include an MWBE policy and an amended threshold amount for receiving quotes. The draft MWBE policy was modeled upon the Albany County Sewer District and the threshold requiring three written quotes for the procurement of supplies, materials, services or equipment, and professional service contracts was raised from \$500 to \$1500.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Bill Simcoe seconded.

A vote being taken the motion passed unanimously.

III. Revision of the Fiscal Policy

The Fiscal Policy was passed at the June 11 LDC Board Meeting. The Board requested the policy be amended to include a threshold for payment approval under contracts for professional services, payment under contracts for the implementation of LTCP projects and payment for supplies, materials, non-professional services, or equipment. The proposed policy revision establishes a \$1500 threshold for board approval of a disbursal.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Bill Simcoe seconded.

A vote being taken the motion passed unanimously.

IV. Salary and Compensation of Officers Policy

The Salary and Compensation Policy establishes there is no salary or compensation for officers of the Board.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Bill Simcoe seconded.

A vote being taken the motion passed unanimously.

V. Guidelines for Selection, Appointment, and Review of Officers Policy

In accordance with the Committee Charter, 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. The Governance Committee shall be guided by 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 NYS Authorities Budget Office.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Bill Simcoe seconded.

A vote being taken the motion passed unanimously.

VI. Open Meetings Law Notice and Posting Policy

A draft Open Meetings Law Notice and Posting Policy was distributed to the board. Official meetings of the LDC Board are for the purpose of conducting public business and are open to the public. All meeting notices will be posted by CDRPC on their website. CDRPC will distribute meeting notices to each of the IMA Board members. CDRPC will send meeting announcements via email to the Times Union and Troy Record.

Each of the board members shall post notices of all meetings in a location that is accessible and visible to the public and in an appropriate place on their websites. These postings should be posted no less than 3 business days in advance of a scheduled meeting. The policy is consistent with the requirements established by the Authority Budget Office. With the exception of the entity name, the Open Meetings Law Notice and Posting Policy is exactly as the policy the IMA Board passed.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Bill Simcoe seconded.

A vote being taken the motion passed unanimously.

VII. Investment Policy and Procedures

Investments shall conform to all applicable Federal, State, City, local contractual and other legal requirements. The policy was drafted by the legal team and reviewed by the financial advisor. The policy establishes a limited scope of investments: insured cash deposits and certificates of deposit only, in effort to simplify deposits, disbursements, and management of the Corporation's finances and maintain liquidity.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Garry Nathan seconded.

A vote being taken the motion passed unanimously.

VIII. FOIL, Procurement, and Ethics Officers

The Records Officer is responsible for insuring that the Corporation responds appropriately to public requests for access to records.

The Ethics Officer is designated to receive reports of violations of the Corporation's Code of Ethics or other instances of potential wrongdoing within the Corporation under the Corporation's Whistleblower Policy and under the Corporation's Code of Ethics and Conflict of Interest Policy.

The Procurement Officer shall assist the Corporation in its compliance with the Corporation's adopted Procurement Policy.

The Project Manager from CDRPC will be named as designated FOIL, Procurement, and Ethics Officer.

Richard Lyons made a motion to recommend to the board that the policy be adopted and Garry Nathan seconded.

A vote being taken the motion passed unanimously.

IX. Other Business

There was no other business at this time.

X. Adjournment

Bill Simcoe made a motion to adjourn the meeting and Rich Lyons seconded. The motion was approved unanimously.

The meeting adjourned at 9:50am.