

GOVERNANCE COMMITTEE MEETING MINUTES NOVEMBER 21, 2022

Committee Members Present: Committee Chair Barbara Freeman, Nancy Novak and Jim Williams

Staff Present: Executive Director William Rabbia and Deputy Executive Director Joshua Olbrys

The November 21, 2022, Governance Committee meeting began at 3:30 PM.

The Committee followed the Chair's agenda of October 20, 2022, reviewing each of the Board Policies.

The Committee meeting began with a discussion related to the annual review of the Procurement Policy, Procedure for Disposition of Property, "Whistleblowers" Report of Fraud Policy, Ethics Policy, Board of Directors' Evaluation and Board of Directors' Annual Evaluation.

Related to the Authority's current Procurement Policy, Messrs. Rabbia and Olbrys relayed to the Committee that the new threshold for "open market" purchases of \$1,000.00 is working well and staff recommended no changes.

Related to the Authority's Ethics and "Whistleblowers" Report of Fraud Policies, there were no reports of fraud in the past year, nor violations of the Ethics Policy. The Committee emphasized the importance of annual posting and delivery of each policy with employee paychecks. Mr. Rabbia gave the Committee an update on employee "suggestion" boxes that continue to be used at each Authority location. He noted that all suggestions received are reviewed. Many of the suggestions received have been useful and many have been acted upon. The use of "suggestion" boxes for reporting fraudulent activities was discussed.

The Committee discussed the Ethics Policy related to the dollar threshold of \$75 or less indicated in the Gifts section and whether the receipt of an award or plaque could conflict with the threshold limit. Staff will research limits and statutes and report back to the Committee.

Based upon discussion, the Committee will recommend to the full Board approval of current policies without modifications, except for further discussion and possible modifications to the Ethics Policy.

The Committee finally discussed the Authorities Budget Office (ABO) Guidance and Board Member continuing education recommendation. ABO recommends that Board Members/Directors participate in refresher training upon re-appointment to the Board, or at least every three years. The Committee asked that the Authority Secretary send the recommendation and links to training classes to the full Board.

The meeting adjourned at 4:05 PM.

Meeting minutes prepared by:

William A. Rabbia
Executive Director

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