

GOVERNANCE COMMITTEE MEETING MINUTES DECEMBER 17, 2018

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

Others Present: Board Member Neil Angell, Executive Director William Rabbia and Comptroller Joseph Artessa

The December 17, 2018 Governance Committee meeting began at 3:30 PM.

The Committee followed the Chair's agenda of December 17, 2018, reviewing each of the Board Policies.

The Committee began with a discussion related to the Procurement Policy. The initial discussion was focused on market purchase dollar limit of \$750. Executive Director Rabbia and Comptroller Artessa thought the limit was still adequate. They always encourage managers to get (3) prices when time allows for items under \$750. Executive Director Bill Rabbia reported that there had been no instances of unauthorized purchases during the last year. No modifications to the Procurement Policy were discussed. The Committee will recommend to the full board approval of current policy.

The Committee next discussed the Procedure for Disposition of Property and the Authority's successful use of Oneida County's eBay site and other public auction sites (i.e. Auctions International) for sale of surplus equipment, as authorized in the policy.

Discussion continued related to the Authority's "Whistleblowers" Report of Fraud Policy, Ethics Policy, Board of Directors Evaluation, and Authority Mission Statement and Performance Measures. No modifications were recommended by staff or Committee members. The Committee will recommend approval of the Board's current "whistleblower" report of fraud, Board of Directors Evaluation, and Authority Mission Statement and Performance Measures and Ethics Policy without modifications.

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. The Executive Director 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 Board member training which requires "continuing training". As a best practice, the ABO recommends that directors participate in refresher training upon re-appointment for the Board, or at least every three years. The Committee agreed that the Board Secretary send the Board members a schedule for ABO training and information on how to sign up for online training.

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The Committee finally discussed recent regulatory updates added to the Employee handbook. A recent update discussed was the changes to New York State Sexual Harassment regulation and the Authority's policy changes and training. The Committee also discussed potential changes for working management employees related to current collective bargaining. Committee members were given copies of the handbook to review. The Committee discussed having the full Board approve the latest handbook at its March 2019 meeting.

The meeting adjourned at 4:25 p.m.

Meeting minutes prepared by:

William A. Rabbia
Executive Director