

**MINUTES of the GOVERNANCE COMMITTEE MEETING of the ERIE COUNTY WATER AUTHORITY held in the office, 295 Main Street, Room 350, Buffalo, New York, on the 31st day of May, 2018 as amended August 16, 2018**

**PRESENT:** Jerome D. Schad, Chairman  
 Mark S. Carney, Vice Chairman  
 Terrence D. McCracken, Secretary to the Authority and Ad Hoc Member  
 Margaret A. Murphy, Associate Attorney and Ad Hoc Member  
 Robert J. Lichtenthal, Jr. Deputy Director  
 Russell J. Stoll, Executive Engineer  
 Karen A. Prendergast, Comptroller  
 Earl L. Jann, Executive Director  
 John J. Mogavero, Chemist/Chief WTPO  
 Joseph T. Burns, Deputy Administrative Director  
 Steven V. D'Amico, Business Office Manager  
 Darlene Sikorski-Petritz, Deputy Associate Attorney

**ATTENDEES:** Sandra Tan, Buffalo News

#### **CALL TO ORDER**

#### **PLEDGE TO THE FLAG**

#### **I. - ROLL CALL**

#### **II. - READING OF MINUTES**

Motion by Mr. Carney seconded by Mr. Schad and carried to waive the reading of the Minutes of the Governance Committee Meeting held on May 23, 2018.

#### **DISCUSSION**

None

#### **VOTE**

Ayes: Two; Commrs. Schad and Carney

Noes: None

#### **III. - APPROVAL OF MINUTES**

Motion by Mr. Carney seconded by Mr. Schad and carried to approve the Minutes of the Governance Committee Meeting held on May 23, 2018.

**DISCUSSION**

None

**VOTE**

Ayes: Two; Commrs. Schad and Carney

Noes: None

**IV. - REPORTS****V. - COMMUNICATIONS AND BILLS****VI. - UNFINISHED BUSINESS****T-1            APPROVAL OF THE AMENDMENT TO THE PROPOSED POLICY NO.  
94.0 (ITEM NO. 4 4/19/18)****T-2            ADOPTION OF POLICY NO. 96.0 (ITEM NO. 15 4/19/18)****VII. - NEW BUSINESS****1. Response Letter to ABO relative to the ABO Report****Discussion:**

Associate Attorney Margaret A. Murphy distributes the draft of the response to the ABO which was prepared by herself and Secretary Terrence D. McCracken. Ms. Murphy states for the record that there was no violation of the open meetings law as Chairman Schad received a version and Vice Chairman Carney received a version and both were instructed to make sure any comments be made directly to Ms. Murphy or McCracken. After receiving all comments, Ms. Murphy provides the response to the Committee for final review.

Chairman Schad, Vice Chairman Carney and Ms. Murphy discuss the comments that were made to the draft. The changes were agreed to and Ms. Murphy was advised to finalize the response and send out on May 31, 2018.

Discussion as to whether or not to post this response on the website -- Vice Chair Carney advises it should not be posted until the final report from the ABO is on the website. Ms. Murphy advises that the ABO draft report is a confidential as it is a deliberative work product, therefore, not subject to FOIL. Ms. Murphy further advises that ECWA's response should be posted as it is the action that ECWA is taking today and this is subject to FOIL. It was written in a way to protect the ABO's privilege but at the same time, ECWA would have to provide this response if requested.

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Vice Chair Schad advises Ms. Murphy to contact Ms. Parslow at the ABO and ask whether this response should be posted.

Ms. Murphy suggests that when the Committee goes to full Board with this, it can be conditioned upon no objections from the ABO, then this response can be posted on the ECWA website.

Vice Chairman Carney stands by his response that it makes no sense to put a response on before the report is posted.

Chairman Schad reiterates to error on the side of caution and requests Ms. Murphy to ask ABO about this and report to the Commissioners at the next meeting. Vice Chair Carney concurs.

Vice Chairman Carney moves that the May 31, 2018 response to the ABO review of the Erie County Water Authority for approval by the general Board be adopted, Chairman Schad seconds the motion.

**VOTE**

Ayes: Two; Commrs. Schad and Carney

Noes: None

Ms. Murphy requests permission to reach out to Robert Freedman, New York State Committee on Open Government to see if he would be willing to come to meet with ECWA and get his input. Chairman Schad advises to reach out to him.

**VIII. - ADJOURNMENT**

Motion by Mr. Carney seconded by Mr. Schad and carried that the meeting adjourn.

**DISCUSSION**

None

**VOTE**

Ayes: Two; Commrs. Schad and Carney

Noes: None

Respectfully submitted,

Terrence D. McCracken  
Secretary to the Authority

TDM:slz

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