

**MINUTES of the GOVERNANCE COMMITTEE MEETING of the ERIE COUNTY WATER AUTHORITY held in the office, 295 Main Street, Rm. 350, Buffalo, New York, on the 3<sup>rd</sup> day of May 2018 as amended August 16, 2018**

**PRESENT:** Jerome D. Schad, Chairman  
 Mark S. Carney, Vice Chairman  
 Karl J. Simmeth, Jr., Treasurer  
 Terrence D. McCracken, Secretary to the Authority  
 Robert J. Lichtenthal, Jr., Deputy Director  
 Earl Jann, Executive Director  
 Russell J. Stoll, Executive Engineer  
 Karen A. Prendergast, Comptroller  
 Daniel J. NeMoyer, Director of Human Resources  
 Jacqueline Mattina, Deputy Associate Attorney  
 Darlene Sikorski-Petritz, Deputy Associate Attorney  
 Richard Planavsky, Chief Business Officer Manager/Budget Director  
 John J. Mogavero, Chemist/Chief WTPO  
 Paul J. Whittam, Director of Water Quality  
 Susan L. Rinaldo, Cash Manager  
 Joseph T. Burns, Deputy Administrative Director  
 Anthony Alessi, Claims Representative/Risk Manager  
 Steven V. D'Amico, Business Office Manager

**ATTENDEES:** Sean Dwyer  
 Mike Wymer

**CALL TO ORDER**

**PLEDGE TO THE FLAG**

**I. - ROLL CALL**

**II. - READING OF MINUTES**

Motion by Mr. Simmeth seconded by Mr. Carney and carried to waive the reading of the Minutes of the Governance Committee Meeting held on March 22, 2018.

**DISCUSSION**

None

**VOTE**

Ayes: Three; Commrs. Schad, Carney and Simmeth

Noes: None

**III. - APPROVAL OF MINUTES**

Motion by Mr. Simmeth seconded by Mr. Carney and carried to approve the Minutes of the Governance Committee Meeting held on March 22, 2018.

**DISCUSSION**

None

**VOTE**

Ayes: Three; Commrs. Schad, Carney and Simmeth

Noes: None

**IV. - REPORTS**

**V. - COMMUNICATIONS AND BILLS**

**VI. - UNFINISHED BUSINESS**

**VII. - NEW BUSINESS**

A. Status of ABO Review

Mr. Lichenthal reported that the ABO report is forthcoming, and he has not seen it. Commissioner Carney reported that the draft report is in and May 24<sup>th</sup> is the date proposed by the ABO for the Authority to respond. Mr. Carney requested that the Executive Director, former Secretary and the Deputy Director to review the report and have a draft response to the Commissioners within seven days of today's date. He expects that those draft responses will address each of the 31 pages not only factually but how you would propose to cure the defects and to move forward. Chairman Schad and Commissioner Simmeth, Jr. concurred and so directed staff. Mr. Lichenthal responded that due to a prior commitment he will not be back in the office until Tuesday the 8<sup>th</sup> but will work on this in the meantime to try and hit that deadline. Mr. Burns noted that he has not seen a copy. He was told it will be provided today. The Commissioners expect the staff responses to be thorough. Chairman Schad asked that the draft responses emailed and given a hard copy provided as well.

## B. Work Sessions

Chairman Schad would like to align the concept of what is a real “work session” to actual practice that matches the concept. He noted that the Authority has gotten into the practice of calling the “staff meetings” a work session because of the possibility that if two of the Commissioners show up for a staff meeting, it is a meeting under the Open Meetings Law. He feels that a “work session” is a meeting of the Board to obtain information from and to discuss information with staff for a specific purpose. He suggested to the Commissioners stop the process of calling the “staff meeting” a work session but that it be done with clear understanding of the three Commissioners that they are not going to just show up at the staff meeting which will then create a problem with the Open Meetings Law. If a Commissioner thinks that it is important for Commissioners to be at a staff meeting, then the Commissioner(s) need to provide a week’s notice so that the Authority can give proper notice of a public meeting. Chairman Schad suggested that the Commissioners further consider how to structure “work sessions” and suggested that they be incident to a regular Board meeting. He asked if there is any disagreement with the notion that we should stop the practice of calling the staff meeting a work session when we are not really there for that purpose. Commissioners Carney and Simmeth, Jr. agreed. Chairman Schad asked that the Executive Director and Secretary start to implement the change.

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

### **DISCUSSION**

None

### **VOTE**

Ayes: Three; Commrs. Schad, Carney and Simmeth

Noes: None



Terrence D. McCracken  
Secretary to the Authority

TF