

MONROE COUNTY WATER AUTHORITY

Governance Committee Meeting

Thursday, December 7, 2023

8:30 a.m.

Attendees:

Committee:

Sheryl A. Volpe, Chairperson
Marcia Van Vechten

Staff:

Nicholas Noce
Diane Hendrickson
Amy Molinari

Other:

Megan Dorritie, Esq.,

Absent: Sheila R. Mason

The meeting of the Governance Committee was called to order by Chairperson Volpe at 8:30 a.m.

1. REVIEW AND RE-ADOPT THE CODE OF ETHICS POLICY

Mr. Nicholas Noce informed the Committee that based upon its annual review of the *Code of Ethics Policy*, Executive Staff recommended no revisions. The Governance Committee proceeded as follows:

Motion was made by Mrs. Van Vechten seconded by Volpe and passed unanimously, to re-adopt the *Code of Ethics Policy* as presented and to forward to the full Board for its approval.

2. REVIEW AND RE-ADOPT THE CONFLICTS OF INTEREST POLICY Mr. Noce informed the Committee that based upon its annual review of the *Conflicts of Interest Policy*, Executive Staff recommended no revisions. The Governance Committee proceeded as follows:

Motion was made by Mrs. Van Vechten, seconded by Mrs. Volpe and passed unanimously, to re-adopt the *Conflicts of Interest Policy*, as presented and to forward to the full Board for its approval.

3. REVIEW AND RE-ADOPT OF THE SOFTWARE CODE OF ETHICS POLICY

Mr. Noce informed the Committee that based upon its annual review of the *Software Code of Ethics Policy*, Executive Staff recommended no revisions. The Governance Committee proceeded as follows:

Motion was made by Mrs. Van Vechten seconded by Mrs. Volpe, and passed unanimously, to re-adopt the *Software Code of Ethics Policy*, as presented and to forward to the full Board for its approval.

4. REVIEW AND RE-ADOPT THE WHISTLEBLOWER POLICY

Mr. Noce informed the Committee that based upon its annual review of the *Whistleblower Policy*, the Executive Staff recommended no revisions. The Governance Committee proceeded as follows:

Motion was made by Mrs. Van Vechten seconded by Mrs. Volpe and passed unanimously, to re-adopt the *Whistleblower Policy*, as presented and to forward to the full Board for its approval.

5. REVIEW AND RE-ADOPT THE DISPOSAL GUIDELINES

Mr. Noce informed the Committee that based upon its annual review of the *Disposal Guidelines*, Executive Staff recommended no revisions. The Governance Committee proceeded as follows:

Motion was made by Mrs. Van Vechten seconded by Mrs. Volpe and passed unanimously, to re-adopt the *Disposal Guidelines* as presented and to forward to the full Board for its approval.

6. REVIEW AND ADOPT REVISED PURCHASING AND PROCUREMENT GUIDELINES

Ms. Molinari discussed the recommended revisions to the Guidelines, explaining that the revisions would streamline the required PARIS reporting. The revised language to Emergency Purchase Orders would create better communication to the Board. The Procurement Disclosure Policy and the Professional Services Policy & Procedures have been added to the Purchasing and Procurement Guidelines.

Motion was made by Mrs. Van Vechten seconded by Mrs. Volpe and passed unanimously, to adopt the revised *Purchasing and Procurement Guidelines* as presented and to forward to the full Board for its approval.

7. DISCUSS AND SCHEDULE POTENTIAL DATES FOR 2024 GOVERNANCE COMMITTEE MEETINGS.

The meetings for 2024 have been scheduled for February 22, and November 7.

There being no further business to come before the Committee, a motion was made by Mrs. Van Vechten and seconded by Mrs. Volpe and approved unanimously, to adjourn the meeting at 8:50 a.m.



Diane Hendrickson, Recording Secretary