

MONROE COUNTY WATER AUTHORITY

Governance Committee Meeting
Thursday, December 7, 2017
8:30 a.m.

Attending:

Committee:

Wendy Bleier-Mervis, Chairperson
Scott A. Nasca
Sheryal A. Volpe

Staff:

Nicholas Noce
Kathleen Prestidge
Richard Metzger
Kathleen Eisenmann

Others:

Raymond Miller, Esq. of HS&E

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

1. **Review and Readopt Disposal Guidelines Policy** – Mr. Nicholas Noce informed the Committee that staff has performed their review of the Disposal Guidelines and no revisions are recommended at this time. The Governance Committee proceeded as follows:

Motion was made by Mr. Nasca, seconded by Ms. Volpe, and passed unanimously to approve the Disposal Guidelines as presented and to forward to the full Board for its approval.

2. **Review and Readopt Policy for Tracking and Disposal of Fixed Assets** – Mr. Noce informed the Committee that staff performed their annual review of this policy and there were no revisions recommended. The Governance Committee proceeded as follows:

Motion was made by Mrs. Volpe, seconded by Mr. Nasca, and passed unanimously to approve the Policy for Tracking and Disposal of Fixed Assets as presented and to forward to the full Board for its approval.

3. **Review and Approve Revised Procurement Disclosure Policy** – Mr. Noce gave a detailed review and explained the mostly housekeeping changes recommended for this policy, indicating these revisions pertain to the Appendices and Forms. The Governance Committee proceeded as follows:

Motion was made by Mr. Nasca, seconded by Ms. Volpe, and passed unanimously to approve the revised Procurement Disclosure Policy as presented and to forward to the full Board for its approval.

4. **Review and Readopt Internal Controls & Financial Accountability Policy** – Mr. Noce informed the Committee that staff performed their annual review and there were no revisions recommended. The Governance Committee proceeded as follows:

Motion was made by Ms. Volpe, seconded by Mr. Nasca, and passed unanimously to approve the Internal Controls & Financial Accountability Policy as presented and to forward to the full Board for its approval.

5. **Review and Readopt Professional Services Policy and Procedures** – Mr. Noce informed the Committee that staff performed their review and he stated that there were no revisions recommended for the policy and procedures at this time. The Governance Committee proceeded as follows:

Motion was made by Mr. Nasca, seconded by Mrs. Volpe, and passed unanimously to approve the Professional Services Policy and Procedures as presented and to forward to the full Board for its approval.
6. **Review and Readopt Responsibilities of Members and Officers** – Mr. Noce reviewed these with the Committee, mentioning they were last updated in 2016, and no further changes were recommended at this time. After review, the Governance Committee proceeded as follows:

Motion was made by Ms. Volpe, seconded by Mr. Nasca, and passed unanimously to approve the Responsibilities of Members and Officers as presented and to forward to the full Board for its approval.
7. **Review and Approve Revised Purchasing and Procurement Guidelines** – Ms. Kathleen Prestidge gave a detailed review of the recommended revisions. Following some discussion, the Governance Committee proceeded as follows:

Motion was made by Mr. Nasca, seconded by Mrs. Volpe, and passed unanimously to approve the revised Purchasing and Procurement Guidelines as presented and to forward to the full Board for its approval.
8. **Review Performance Appraisal of Executive Director** – This was accomplished earlier this same morning, conducted during the Audit Committee meeting, in that Members from both the Audit Committee and Governance Committee were able to be present at that earlier time to review the Executive Director's Annual Performance Appraisal. No formal action was taken on this item.
9. **Approve the Governance Committee Meeting Schedule for 2018** – The Governance Committee unanimously approved the proposed Governance Committee Meeting Schedule for 2018. The next scheduled meeting of the Governance Committee will be Thursday, March 1, 2018 at 8:30 a.m.

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There being no further business to come before the Governance Committee, motion was made by Ms. Volpe, seconded by Mr. Nasca, and approved unanimously to adjourn the meeting at 8:40 a.m.

Kathleen Eisenmann, Secretary to the Authority