

**WAYNE COUNTY WATER AND SEWER AUTHORITY
GOVERNANCE COMMITTEE MEETING MINUTES**

Meeting of: Tuesday, May 24, 2022

Location: Wayne County Water & Sewer Authority Operations Center, Walworth, New York

Present: Dan LaGasse, LaVerne Blied, Robert Hutteman, Mark Humbert

Absent: David Scudder

Advisors Present: Michael Howard, General Counsel

Staff Present: Martin J. Aman, Executive Director
Sheryl LaDelfa, Accounting Manager
Demaris Verzulli, Secretary of the Meeting

In the absence of Chairman David Scudder, LaVerne Blied called the meeting to order at 3:30 p.m.

Adoption of Minutes

After due discussion and deliberation, Mr. Hutteman moved, Mr. LaGasse seconded and all members present unanimously approved the following resolution:

RESOLVED, that the minutes of the May 25, 2021 meeting of the Governance Committee of the Wayne County Water and Sewer Authority be accepted with no changes.

Mr. Blied turned the meeting over to Mr. Howard.

Review/Discuss Governance Committee Charter

Mr. Howard reported that he had reviewed the Governance Committee Charter and he does not see any need to revise it at this time. He reminded the members of the precepts of the charter and the purpose of the committee. During this discussion, Mr. Humbert entered the meeting. Given that the charter states that the Committee should meet twice a year, Mr. LaGasse suggested a second meeting be held later in the year. Discussion of subjects to address ensued. After due discussion and deliberation, Mr. LaGasse moved, Mr. Humbert seconded and all members present unanimously approved the following resolution:

RESOLVED, the next meeting of the Governance Committee will be held on November 22, 2022 prior to the regular meeting of the full board.

Discuss Financial Disclosure

Mr. Howard referred to ABO Guidance 07-02 regarding financial disclosure by public authority board members. Such disclosure is required by statute. He reminded Authority Board members of the need to annually submit the form, which is now a simple two-page form as promulgated and adopted by Wayne County. Discussion ensued. Ms. Verzulli will be responsible for distributing and collecting the forms.

Governance Trends

Mr. Howard reported that there had not been any new policy guidance or recommended practices published by the ABO. He briefly reviewed the new State statute regarding remote meetings via videoconferencing. Effective April 9, 2022, to officially hold such meetings, the Authority would have to adopt a set of complicated procedures and only use such meetings for limited purposes. Under the statute, absent "extraordinary circumstances", a Board member participating from a remote location that is not open to the public may not be counted toward a quorum. He did not recommend this course of action.

There being no further business to come before it, upon the motion of Mr. LaGasse, seconded by Mr. Humbert, the meeting was adjourned at 3:51 p.m.

Respectfully submitted: 
Demaris Verzulli, Secretary of the Meeting