

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

Meeting of: Tuesday, November 22, 2022

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

Present: David Scudder, Dan LaGasse, LaVerne Bliet, Robert Hutteman, Mark Humbert

Board Members Present: Jean Johnson, William Hammond, Lori Furguson, Donald Ross

Advisors Present: Michael Howard, General Counsel

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

Chairman David Scudder called the meeting to order at 3:30 p.m.

Adoption of Minutes

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

RESOLVED, that the minutes of the May 24, 2022 meeting of the Governance Committee of the Wayne County Water and Sewer Authority be accepted with no changes.

Discuss Results of 2022 Evaluation of Board Performance

Mr. LaGasse remarked that he would like to address some of the items in the evaluation involving performance goals for the Authority, knowledge of statutory obligations of the Authority, and identifying areas of the most risk to the Authority. Discussion ensued. The consensus of the Committee was to include discussion of the evaluation annually at the spring meeting, generally in May.

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

Governance Trends

Mr. Howard reported that there had not been any new policy guidance or recommended practices published by the ABO.

Discuss the need for ongoing training

Mr. Howard reminded the Committee members that although the Board members had all completed training when they were first appointed, the ABO recommends as a "best practice" that members participate in refresher training upon their re-appointment, which is every three years on a rotational basis. Ms. Verzulli will send an email to all Board members with a link to the ABO training schedule, and remind the three members re-appointed by the County Board of Supervisors in December that they should participate in a training session.

Mr. Hammond entered the meeting.

Discuss Resolutions to be Made Available to the Public in Advance of a Meeting

Mr. Howard reminded the Committee and Board members in attendance that Subdivision (e) of §103 of the Public Officers Law had been amended in 2021 to outline the requirements under which any proposed resolution, policy or amendment that is scheduled to be the subject of discussion be made available to the public prior to the meeting. The law requires that such information shall be made available, "upon request, to the extent practicable" at least 24 hours prior to the meeting, and if the Authority maintains a web site, such records shall be posted there, "to the extent practicable", at least 24 hours prior to the meeting. Discussion ensued.

Ms. Furguson entered the meeting.

Discuss Climate Leadership Requirements

Mr. Howard advised the Committee about how § 7 of the NYS Climate Leadership and Community Protection Act passed in 2019 could impact the Authority. Section 7(2) requires that in considering decisions, issuing permits and executing contracts, public authorities are required to consider whether such decisions are inconsistent with or will interfere with the attainment of increasingly stringent stateside greenhouse gas emission limits and where inconsistent, such authority must provide a detailed statement of justification as to why such limits may not be met. Further, in taking such actions, Section 7(3) requires authorities to not disproportionately burden disadvantaged communities and obligates such authorities to prioritize reductions of greenhouse gas emissions and co-pollutants in disadvantaged communities. A final "scoping plan" is due in late December and the DEC will then begin promulgating regulations to implement such greenhouse gas reduction limits that could affect future Authority operations. Mr. Howard also advised that in certain recent cases, courts have recognized a New York State citizen's recently enacted constitutional right to "a healthful environment" and have stopped otherwise fully permitted public infrastructure projects that have been determined to impinge on such rights.

Mr. Ross entered the meeting.

Discuss Financial Disclosure requirement

Mr. Howard reminded the Committee and Board members present of the need to annually submit the Annual Financial Disclosure form, which is a simple two-page form as promulgated and adopted by Wayne County. Ms. Verzulli will distribute the forms at the following Board meeting and will collect them when completed.

Set a Date for Next Meeting

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

RESOLVED, the next meeting of the Governance Committee will be held on May 23, 2023 at 3:30 p.m. prior to the regular meeting of the full board.

There being no further business to come before it, upon the motion of Mr. Hutteman, seconded by Mr. Blik, the meeting was adjourned at 4:04 p.m.

Respectfully submitted: 
Demaris Verzulli, Secretary of the Meeting