

**HUDSON RIVER-BLACK RIVER REGULATING DISTRICT  
GOVERNANCE COMMITTEE MEETING**

Sacandaga Field Office Conference Room

737 Bunker Hill Road

Mayfield, NY 12117

**April 14, 2020**

**10 AM**

**Remote Conference-In Information:**

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**CALL TO ORDER**

Committee Chairman Rosenthal called the meeting to order at 10:08 A.M.

**PLEDGE OF ALLEGIANCE**

**ROLL CALL**

**Video Feed:** Committee Chair Jeffrey Rosenthal, Committee Members Albert J. Hayes, Richard Bird & Kenneth DeWitt; Board Chairman as Ex Officio Committee Member Mark M. Finkle; Executive Director John C. Callaghan; General Counsel Robert P. Leslie; Chief Engineer Robert S. Foltan; Chief Fiscal Officer Timothy Maniccia; Area Administrator John Hodgson; and Compliance Officer Stephanie Ruzycky.

**MOTION TO ADOPT COMMITTEE MEETING AGENDA**

Mr. DeWitt made a motion to adopt the meeting agenda. Mr. Bird seconded it and the Board approved the motion by unanimous vote.

**MOTION TO APPROVE SEPTEMBER 13, 2019 COMMITTEE MEETING MINUTES**

Mr. DeWitt made a motion to approve the Minutes of the Committee's September 13, 2019 Meeting. Mr. Rosenthal seconded it and the motion was unanimously approved.

**COMMITTEE BUSINESS**

**A. New Business**

- (1) Discussion of Annual Review and Approval of Investment Policy - Mr. Maniccia

Mr. Maniccia noted that pursuant to Public Authorities Law §2925(1) the Board is required to annually review the Regulating District's Investment Policy. Mr. Maniccia recommended the Board make no

changes to the policy. Mr. Maniccia noted that Bank of America provided appropriate assurance that the District's deposits, which are beyond the FDIC limits, are properly collateralized.

Mr. DeWitt made a motion to advance to the full Board & recommend approval of a Resolution to satisfy annual review and approval of the Regulating District's Investment Policy. Mr. Rosenthal seconded and the Committee unanimously approved the motion.

**(2)** Discussion of Annual Review and Approval of Procurement Policy - Mr. Maniccia

Mr. Maniccia noted that pursuant to Public Authorities Law §2879(1), the Board is to annually review the Regulating District's Procurement Policy. Mr. Maniccia recommended several edits to the policy; including a revision from \$200k to \$500k for the MWBE/SDVOB threshold and a clarification conforming the policy to HRBRRD practice of sending contracts over \$50k for approval by OSC.

Mr. DeWitt made a motion to advance to the full Board & recommend approval of a Resolution to satisfy annual review and approval of the Regulating District's Procurement Policy. Mr. Rosenthal seconded and the committee unanimously approved the motion.

**(3)** Discussion of Annual Review and Approval of the Disposition of Property Guidelines Policy - Mr. Maniccia

Mr. Maniccia noted that pursuant to Public Authorities Law §2896(1) the Board is to annually review the Regulating District's Disposition of Property Guidelines.

Mr. DeWitt made a motion to advance to the full Board & recommend approval of a Resolution to annually review and approve the Regulating District's revised Disposition of Property Guidelines pursuant to section 2896(1) of the Public Authorities Law. Mr. Rosenthal seconded and the committee unanimously approved the motion.

**B. Old Business**

**(1)** Second Reading of Amendments to the Regulating District's By-Laws – Mr. Leslie

Mr. Leslie reminded the Board of the Regulating District's Policy on Policymaking and reviewed the changes to the by-laws proposed at the March meeting.

## **ADJOURNMENT**

There being no further business to come before the Governance Committee, Mr. DeWitt moved to adjourn the meeting. Mr. Rosenthal seconded the motion. The Board approved the motion by unanimous vote. The Governance Committee meeting adjourned at 10:24 A.M.  
Respectfully submitted,

Robert P. Leslie  
Secretary

Mark M. Finkle  
Board Chairman