

Saratoga County Water Authority
Minutes of the March 22, 2012 Meeting of the
Saratoga County Water Authority Governance Subcommittee

Chairman Lawler called the meeting to order at 2:15 p.m. The meeting was held in the board room at the Saratoga County Municipal Complex, Building One. Also in attendance were Subcommittee Members Supervisor Art Johnson, Treasurer Kevin King, Acting Executive Director Edward Hernandez and SCWA Special Counsel Craig Crist. Charles Wait, Subcommittee Member was absent.

The first matter discussed was the review of the Procurement Policy. Hernandez read the Procedure Section of the policy aloud. Kevin King, SCWA Treasurer, interjected that he now had information that the Public Works bidding thresholds had changed under Section I and II-B. of the policy to “Less than \$35,000 but greater than \$10,000”. He made a recommendation that the policy should be amended. The following recommendations were made by King:

Section 1: “...which will exceed \$20,000 in the fiscal year or public works contracts over \$35,000...”

Section II.A.(1): “Less than \$20,000 but greater than \$5,000....”

Section II.B.(1): “Less than \$35,000 but greater than \$10,000....”

Mr. Lawler recommended that the language in the policy change from the termed usage “purchaser” to specifically state “Executive Director”. Mr. Lawler requested comments from the Board. Mr. King brought up the possible complication for employees who are in the midst of a project and may need to make emergency purchases. He noted this may hamper production to which Mr. Hernandez responded that employees may be pre-approved for estimated costs associated with projects they may be working on. Discussions continued regarding the availability of Mr. Hernandez to approve emergency purchases. Mr. Hernandez stated that he had instituted pre-approval on all purchases when he became Acting Director and that employees have become accustomed to contacting him via phone or email for emergency purchases and thus far, it did not hamper operations in any way. Mr. Johnson asked if Mr. Hernandez was available to respond in a timely manner to which Mr. Hernandez replied affirmatively. He noted that he was at the facility twice a week to approve all other purchases.

Mr. King made a motion to present the Resolution to the Board for the changes to the Procurement Policy. Mr. Johnson seconded the motion. Motion passed unanimously.

Mr. Crist confirmed that the changes as noted would be recommended to the Board for Resolution.

The next matter that was discussed was the Board Performance Summary Evaluation. Mr. Crist commented that all seven Board members submitted their anonymous evaluations and the compilation of the results were reflected in the Summary. Mr. Crist reviewed the results and Mr.

Lawler commented on the unanimous items and then discussed those items that the Board may wish to improve upon. Mr. Lawler expressed that he hoped that the four items that Board members marked as needing improvement would be openly discussed. Mr. Crist and Mr. King stated they had already seen recent improvements in the communication between SCWA management and Board members, as well as information for meeting preparation had also improved substantially.

Mr. Johnson made a motion to adopt the Summary Evaluation for submission to the Public Authorities Office. Mr. King seconded the motion. Motion was unanimously approved.

The next matter was the Performance Measurement Report for 2011. Mr. Hernandez reviewed the 2011 Performance Measures that had been compiled according to the Board's Goals. The first item being the Annual Budget. Mr. King stated that he would recommend more specific detail on the measure. The Committee decided to further elaborate this section of the measures with a breakout of budgeted expenses vs. actual expenses. Hernandez read through the remaining sections of the Report highlighting Water Quality, Audit, Safety and O & M. Mr. Johnson and Mr. Lawler discussed future municipalities that have expressed interest in connecting to the SCWA.

Mr. King made a motion to accept the Performance Measurement Report with the proposed changes discussed. Mr. Johnson seconded the motion. Motion passed unanimously.

Mr. King recommended that the Audit Committee be the next subcommittee to meet in April to review the draft audit of the financial statements.

Motion was made by Mr. Lawler to adjourn the meeting at 2:55 p.m. Seconded by Mr. King. Motion carried.

Meeting was adjourned at 2:55 p.m.

Respectfully Submitted,

Carol A. Alden, Confidential Secretary