

**Saratoga County Water Authority  
Official Minutes of the September 24, 2015 Meeting of the  
Saratoga County Water Authority Governance Committee**

SCWA Governance Committee member Chairman John Lawler called the meeting to order at 2:25 p.m. The meeting was held in the board room at the Saratoga County Municipal Complex, Building One. In attendance were Chairman Jack Lawler, Treasurer Kevin King, SCWA Board Member Jim Smith, Executive Director Ed Hernandez, Confidential Secretary Carol Alden and SCWA General Counsel Mark Schachner.

Mr. Hernandez discussed the annual Readoption of the following SCWA policies: Code of Ethics, Whistleblower, Discretionary Funds, Equal Opportunity, Affirmative Action, Disposition of Real and Personal Property. Chairman Lawler stated he wanted a moment to review the Code of Ethics Policy. Also presented was the newly recommended Conflict of Interest Policy, what was recently released from the Authorities Budget Office. Attorney Mark Schachner requested that the new policy be tabled pending legal review. The Conflict of Interest Policy was tabled at this time.

Mr. King inquired about the Whistleblower Policy, and to whom should complaints be submitted to. He requested that all Whistleblower complaints should go directly to General Counsel. Chairman Lawler stated that it would be prudent for this to occur in order to insulate the Board and Executive Director from any knowledge of complaints before they have been fully investigated by Counsel for validity. It would also protect the Board and Executive Director from any retaliation claims as well. Mr. King requested to recommend to the Board to amend the Whistleblower Policy in Section 1, "Reporting Wrongdoing", Subsection A: "The Public Authority Employee shall disclose any information concerning wrongdoing either orally or in a written report to general counsel."

Mr. King mentioned also that an annual report be prepared which documented any disposals of personal property assets and how they were disposed of (Section 2H). He requested that the Executive Director be sure to file this report annually.

**At this time, Mr. King made a motion to readopt all policies as amended and table the Conflict of Interest Policy pending legal review. Motion was seconded by Chairman Lawler. Unanimous.**

**At 2:37 p.m. motion was made to adjourn by Mr. Lawler. Mr. Smith seconded and the meeting was adjourned.**

**Respectfully Submitted,**

**Carol A. Alden, Confidential Secretary**