

**CENTRAL NEW YORK REGIONAL MARKET AUTHORITY
GOVERNANCE COMMITTEE MEETING**

Tuesday, June 5th, 2023

5:30 PM

PRESENT: J.A. Delaney, J. Berenguer, A. Emmi, T. Kerr

ABSENT: M. Mahar

OTHERS: A. Vitale

The meeting was called to order at 5:40 PM by Committee Chair, J.A. Delaney.

APPROVAL OF AGENDA

Resolved: a motion was made by TK and seconded by AE to approve the agenda. All in favor; no one opposed; no abstentions.

APPROVAL OF PRIOR MINUTES

Resolved: a motion was made by TK and seconded by AE to approve the prior minutes. all in favor; no one opposed; no abstentions.

ANNUAL REVIEW OF THE EXECUTIVE DIRECTOR

J.A. Delany shared that everyone had a list of the accomplishments and goals for the Executive Director, and that the committee could choose how they best wanted to review those accomplishments and discuss the Executive Director's performance. All committee members shared that they had all taken time prior to the meeting to review the provided documents. (The document has been attached to this document for reference.) The committee members agreed that it has been a heavy year that was filled with a lot of positive progress for the Authority. Some highlights include the progress made with the website, employee retention, quality and performance of the staff – attributed to successful leadership, and the cultivation of successful relationships with local political representatives and community partners. Additionally, a key highlight of the year is that there have been huge forward strides made in creating and implementing updated policies, procedures, and internal controls that have been created, implemented, and retained/ presented in a clear and organized manner. It was noted that this all took place in a year that the Authority was also faced with its fair share of setbacks as well.

When discussing goals, committee members shared that the goals appear to be in line with the vision that has been discussed, and appear to be on point. It was recommended that an additional goal be to increase transparency and communication with the goals, and accomplishments of the Authority and to keep political representatives and community partners in the loop with what is going on, and to keep our activity and goals on their radar.

After some discussion,

Resolved: a motion was made by AE and seconded by JB, to recommend to raise the salary for the Executive Director by 6% effective in July of 2023. All in favor, no one opposed, no abstentions.

POLICY DISCUSSION

Cell Phone Use Policy:

Current:

- Executive Director \$75 per month
- Market Manager \$60 per month
- Maintenance. \$40 per month

Recommended to adjust to:

- Executive Director \$75 per month
- Market Manager \$60 per month
- Facilities Manager \$60 per month
- Security Supervisor \$40 per month

Am. Vitale shared the above current set rates as well as thoughts on recommended adjustments. Additionally, an issue was found that when Frank became the Market Manager, his stipend was never increased to \$60. As a result Frank, Rachael, and Taylor were all paid at \$40 monthly. Frank also kept his when moved to security as he is required to utilize his phone in the supervisor role. However, since security was never an internal position, security was never listed in the policy. Additionally, most of the employees of the Authority currently use their cell phones for work. A. Vitale has done her best to provide alternative options for employees to utilize equipment provided by the Authority rather than their personal cell phones. At this time, A. Vitale feels as though all other

employees have been provided with sufficient alternative options to the use of their personal cell phones. The committee recommended that A. Vitale look into determining if the rates are still relevant – given that the cost of cell phone plans have increased significantly since the policy was developed in 2014 – and that the positions receiving the stipend are suitable. This policy will then be discussed in conjunction with additional policies for review at the next committee meeting.

Records Retention Policy:

Am. Vitale presented that the records retention policy had been received, but that it simply stated that the Authority would be adopting the retention guidelines that have been set for New York State. Upon review of the State's Guidelines, they are found to be listed in a 400+ page document with several other documents with updates to the recommended guidelines. The committee agreed that prior to adopting the policy, it was important that the staff and Board of Directors have a solid understanding of the retention guidelines before adopting the policy. These guidelines will be investigated further, and discussed with the committee prior to adopting the policy.

Sexual Harassment Prevention Policy:

Am. Vitale informed the committee that just about a week after adopting the updated slate of policies, New York State made adjustments to their Sexual Harassment Preventio Policy requirements. As a result, A. Vitale had the policy re-reviewed to ensure that it remained in compliance with the updated requirements. However, there is a missing attachment that A. Vitale will be adding to the policy

DISCUSSION OF BYLAWS AND COMMITTEE CHARTERS

Am. Vitale presented that bylaws had been reviewed and updated by A. Vitale and J.A. Delaney, and that the paralegal who has been working with us has reviewed them and believes them to be up to date and in compliance. However, she has sent them over to another attorney for a final review. A. Vitale will notify the committee once they are ready to be reviewed. Additionally, the committee will be creating a framework for the committee charters for each committee, and then ask that each committee take the time to review and adopt an updated charter for each of the committees.

COMMITTEE DISCUSSION

It was discussed that some committee would like to have an updated job description for the Executive Director, and that this was reviewed last year. It was decided that A. Vitale and committee members would review the job description and that the committee would review it at the next meeting with any recommended changes in order to recommend an up to date job description for adoption by the Board of Directors.

NEXT MEETING

The next meeting of the Governance Committee will be to be determined.

ADJOURNMENT

Resolved: a motion was made by TK and seconded by AE to adjourn at 7:36 PM. all in favor; no one opposed; no abstentions.