

**CWC GOVERNANCE COMMITTEE  
MINUTES  
JULY 5, 2017**

Present: Thomas Hynes, Innes Kasanof, Wayne Marshfield, Tina Molé, James Sofranko, Anthony Van Glad, Michael Meyer (NYCDEP), Alan Rosa

Excused: Thomas Snow (NYSDEC), Robert Pelham

Others Present: Tim Cox (CWC), Jim Martin (CWC), Rich Parete, Dean Frazier (Delaware County Watershed Affairs), David Warne (NYCDEP), Bruce Dolph (Coalition of Watershed Towns)

- I. Call to Order at 10:18 am
- II. Election of Chairperson – upon motion of Wayne Marshfield and second by Innes Kasanof, Tina Molé was unanimously reelected chairperson
- III. March, 2017 Minutes unanimously approved upon motion of Wayne Marshfield and second by Thomas Hynes
- IV. ABO Guidance – Procurement Policy

Tim Cox explained the creation and purpose of the Authorities Budget Office and the rules that were applicable to CWC as a local development corporation. Tim Cox continued that the Public Authorities Law required CWC, and all local development corporations, to have a procurement policy. Alan Rosa noted that CWC's Fiscal Policies and Procedures, including procurement, were drafted with the assistance of the NYC Comptroller's Office in 1997-1998. Tim explained that in June, 2017, ABO issued guidance for their expectations for what should be in an "authority's" procurement policy. Tim then reviewed a memo that CWC prepared with the Committee noting CWC compliance with ABO's guidance. Tim concluded that except for logging improper contact during an RFP process, CWC policies explicitly complied with all other ABO guidance.

Committee discussed whether or not amending rules for RFP process was required. Alan Rosa explained that CWC RFP's already designate a single contact person and other staff, except Tim Cox, are not allowed to answer questions about an outstanding RFP. Tim Cox explained the process for answering questions regarding an RFP, including that any additional clarifications to an RFP or answers to questions, are emailed to everyone at the same time. Tim Cox suggested that CWC staff could review CWC Personnel Policy to address the final ABO guidance point. Committee requested that CWC staff review CWC Personnel Policy and suggest amendments at the next meeting

- V. Other

Tim Cox noted that on June 29, 2017, the Appellate Division, Third Department issued a ruling in the case Madison County IDA vs. Authorities Development Office. Tim explained that

Madison County IDA had formed a local development corporation (LDC) to administer grants. When ABO required the LDC to also file annual reports, in addition to Madison County IDA, the IDA challenged the requirement. The Appellate Division ruled that Madison County IDA did not have the power to form the LDC. Tim stressed that as a result, IDA's around the State may now have to wind up the affairs and close any LDC's they formed. Several committee members and audience members asked for copies of the decision. Tony VanGlad asked if this decision would affect CWC. Tim responded that CWC was formed as a not for profit corporation. A not for profit has broader powers than an IDA and the Court decision was limited to review of IDA laws passed by the State legislature.

VI. Next Meeting scheduled for August 1, 2017

VII. Adjourned at 11:25 am