

## Minutes of a Meeting of the Governance Committee Onondaga County Water Authority

A meeting of the Governance Committee of the Board of the Onondaga County Water Authority was convened on November 14, 2012 at 2:00 pm at the offices of the Authority located at 200 Northern Concourse, Town of Salina, New York. Ferdinand L. Picardi, Chairperson of the Governance Committee, presided. Present were the following Committee Members:

Ferdinand L. Picardi, Chairperson  
John V. Bianchini  
Robert F. Tomeny  
Dr. Eileen Gilligan  
Susan A. Miller

Also in attendance were the following staff persons:

Michael E. Hooker, Executive Director  
Anthony J. Geiss, Jr., Deputy Executive Director  
Terry R. Pickard, Legal Counsel  
Laurie Khanzadian, HR Administrator  
Geoffrey G. Miller, Executive Engineer

Laurie Khanzadian served as Secretary for the Committee.

### 1. Appointment of Ethics Board

Mr. Pickard referred the Board's attention to Article 3 of the OCWA Code of Ethics Policy which requires the Board to appoint three members of the Ethics Board on an annual basis. Mr. Tomeny and Ms. Gilligan nominated Mr. Hooker, Executive Director, Mr. Pickard, Legal Counsel and Ms. Miller, Board Member. On motion duly made and seconded, the nominations of said individuals were approved and referred to the full Board for election.

### 2. Whistleblowers Policy

Mr. Pickard indicated that the Board is required to adopt and review a Whistleblower Policy on an annual basis. A copy of the proposed Whistleblower Policy was distributed to the Board, together with the ABO Recommended Guidelines.

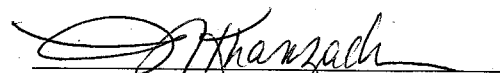
Thereupon, after review of the Whistleblower Policy and ABO Recommended Guidelines, on motion duly made by Mr. Bianchini and seconded by Ms. Miller, it was

RESOLVED, that the Whistleblower Policy be approved and referred to the full Board for adoption.

There being no further business to come before the Governance Committee, the meeting adjourned at 2:10 pm.

Respectfully submitted

November 14, 2012

  
Laurie J. Khanzadian  
Secretary