

MINUTES
ALBANY PARKING AUTHORITY
GOVERNANCE COMMITTEE MEETING
February 23, 2024

1. Call to Order.

The meeting of the Governance Committee was called to order at 9:30am, Friday, February 23, 2024 at the APA offices. Committee members in attendance were Committee Chairperson, Jordine Jones, Board Vice Chairperson, Christopher Burke, and Jennifer Ceponis. Board Chairperson, Jeff Sperry, was also in attendance. Present were Acting Executive Director, Sean Palladino, General Counsel, Allan O'Brien, Legal Counsel, Thomas Owens and Special Assistant, Stephanie Wright.

2. Acceptance of Minutes of Friday, January 19, 2024.

Following review/discussion, a motion was made to accept the minutes of the January 19, 2024 Governance Committee meeting, motioned by Christopher Burke, seconded by Jennifer Ceponis; passed 3-0.

3. New Business.

General Counsel, Allan O'Brien, reviewed with the Committee the Albany Parking Authority's Public Document Postings on the APA website. Under guidance from the ABO, public authorities are to make specific information available to the public through their website. After reviewing the information currently on the APA's website, staff found that all required items are up to date.

The Committee reviewed the summary of the Confidential Board Evaluation all the majority of the answers were marked "agree" but the following were marked "somewhat agree":

- Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.
- Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.
- The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.

The Committee recommends that further Board discussion is necessary, to address the above stated items, during the next Board meeting.

Additionally, the Committee reviewed the Property Disposition and Acquisition Policies and Investment Policy. No changes have been made to the policies. Committee Chair, Jordine Jones, inquired about the Authority's guidelines for MWBE requirements when seeking project proposals. The Authority includes MWBE requirements in all RFP's as a scoring criteria for awarding under its procurement policy. The Committee reviewed the Procurement Policy and recommends to the board that sole source procurement language be added to it. Further discussion will be had at the February Board meeting.

4. Old Business.

None.

5. Executive Session.

On a motion by Jennifer Ceponis, seconded by Christopher Burke and unanimously approved, the Committee entered Executive Session at 9:39am to discuss the medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation. On a motion by Christopher Burke, seconded by Jennifer Ceponis and

unanimously approved, the Executive Session adjourned at 9:43am and returned to the open meeting. No action was taken.

6. Adjournment.

There being no further business, a motion to adjourn was made by Jennifer Ceponis, seconded by Christopher Burke and passed unanimously at 9:44am.