

Minutes of the ECFSA Governance Committee meeting held September 28, 2006

Note: the following is a draft copy of summary minutes of a meeting of the Governance Committee of the Erie County Fiscal Stability Authority ("ECFSA"), which was held September 28, 2006. These minutes will not become final until approved at a subsequent meeting of committee directors, and may be amended before approval.)

Governance Committee Chair Stanley Jay Keysa convened a meeting of the committee in the upper conference room of the Main Library of the Buffalo and Erie County Library in downtown Buffalo at 1:40 p.m. on Thursday, September 28, 2006. Chair Keysa noted that notice of the meeting had been made orally during the preceding meeting of the full ECFSA board in the presence of representatives of many of the local electronic and printed media, and that other ECFSA Directors, the public, and the media had been invited to stay for this meeting.

Directors present included: Committee chair Keysa, Sheila Kee, Kenneth Kruly, ECFSA Chair Anthony Baynes and Vice Chair William E. Joyce. Others present included Kenneth Vetter and Shawn Hennessy, Mylous Hairston (of WIVB-TV), and others.

Chair Keysa said the committee meeting was called to determine if the various drafts of revisions to the By-Laws had advanced sufficiently to share with other Directors for comment before recommending to the full body for adoption. He noted three specific areas of concern.

The first concern regarded the charge to the Human Resources Committee. An earlier draft had the HR Committee involved in interviewing and recommending senior administrative staff to the full board. Executive Director Vetter had responded saying he felt he should have more control over hiring and firing of all staff members. Both Sheila Kee and Ken Kruly felt HR should be involved with the approval of senior staff. After discussion, it was felt appropriate to circulate two alternative paragraphs to the full board for comments.

The second area of concern was that the New York Public Authorities Accountability Act of 2005 seems to cast doubt on whether a director can serve as treasurer. Consensus was that the committee needs legal counsel before deciding whether it is necessary to either hire someone, assign the task to an existing staff member, or seek a non-director volunteer to serve in that role. Shawn Hennessy said he would research the question.

The third question, like the second, derives from the mandates imposed by PAAA of 2005. Shawn offered to specifically review the full draft to be circulated and compare it against the requirements of the PAAA of 2005, noting any concerns he noted.

Ken Kruly moved to authorize circulation of the draft (see attached) for comments; Shelia Kee seconded, and the resolution was unanimously approved. Ken Kruly then moved to adjourn; his motion was seconded by Sheila Kee and unanimously approved (at 12:52 p.m.).

Respectfully submitted,

Stanley Jay Keysa,
ECFSA Secretary & committee chair