



ALBANY PORT DISTRICT COMMISSION
MINUTES OF THE
GOVERNANCE COMMITTEE MEETING
JANUARY 29, 2025

Chairperson Tagliento called the meeting to order. In attendance were Commissioners, Coffey and Abriel. Also present were CEO Hendrick, General Counsel Jordan, CCO Daly, CFO Stuto, DSI Schneidawin, DEA Vavura, SCM Yagan, Security Director Stock and Administrative Assistant DiLillo.

Counsel Jordan introduced the minutes of the November 25, 2024 Governance Committee meeting and called for a motion for their approval. A motion was made by Commissioner Coffey, seconded by Commissioner Abriel and passed unanimously.

2025 NOMINATION OF APDC OFFICERS

Counsel Jordan presented a list of the proposed 2025 Nominations of APDC Officers, which was previously discussed. After a brief discussion, Counsel Jordan called for a motion to approve to keep the list of officer positions as presented. A motion was made by Commissioner Coffey, seconded by Commissioner Tagliento and passed unanimously.

Counsel Jordan noted that the recommend nominations for the APDC Officers will be forwarded to the full Board for approval.

ANNUAL POLICY REVIEW

Counsel Jordan presented and reviewed the list of APDC policies for annual review. He reported that Port staff presently recommend no changes. Counsel Jordan noted that staff is currently working on creating a workplace violence prevention policy, which when complete will be presented to the Board for approval. Commissioner Coffey asked if the Sexual Harassment

training was provided to staff annually. Counsel Jordan responded that Sexual Harassment training was given every year as well as Ethics training. He also noted that all staff are now required to attend the Ethics training. Counsel Jordan called for a motion to approve the annual APDC policies and forward to the full Board for approval. A motion was made by Commissioner Abriel, seconded by Commissioner Tagliento and passed unanimously.

Counsel Jordan noted that the CFO Stuto will include on the PARIS report that the Board reviewed the APDC policies as required.

CONFLICT OF INTEREST DECLARATIONS

Counsel Jordan reported that he received the Conflict of Interest Declarations from Commissioners and Port staff, with the exception of a few part-time security staff. He noted that the declarations will remain on file and will be included in the Paris report. He also thanked everyone for submitting them.

CONFIDENTIAL EVALUATION OF BOARD PERFORMANCE FOR 2024

Counsel Jordan reported that he received the Confidential Evaluation of Board Performance from all Board members. He shared with the members two result forms; one showing the summary of results and the other comparing the results from year to year. Counsel Jordan mentioned if the Commissioners preferred to discuss the results further when all Board members were present, then they could postpone meeting to a later time. Commissioner Coffey noted that he would be fine discussing the results when all Board members were present, however, he wanted to bring to management's attention the need to address the criteria that the majority of the Board members somewhat agree as opposed to totally agree on setting clear and measurable performance goals for the Authority that contribute to accomplishing its mission.

OTHER BUSINESS

There was no other business for discussion.

EXECUTIVE SESSION

There were no items for discussion in Executive Session.

Counsel Jordan called for a motion to adjourn the meeting. A motion was made by Commissioner Coffey, seconded by Commissioner Tagliento and passed unanimously. The meeting was adjourned.