PORT OF ALBANY

ALBANY PORT DISTRICT COMMISSION
MINUTES OF THE GOVERNANCE COMMITTEE MEETING
JANUARY 23, 2026

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

Chairperson Steffens introduced the minutes of the November 24, 2025 Governance Committee meeting and called for a motion for their approval. A motion was made by Commissioner Coffey, seconded by Commissioner Cinquanti and passed unanimously.

2026 NOMINATION OF APDC OFFICERS

Chairperson Steffens presented a list of the proposed 2026 Nominations of APDC Officers. However, due to the fact that Commissioner Coffey informed those present that he would be resigning his position as a Board member Counsel Jordan recommended that the Governance Committee change the proposed positions as follows:

Chairperson:	Georgette Steffens
Treasurer:	Michael Cinquanti
Secretary:	Dominic Tagliento
Asst. Secretary:	Vacant

Counsel Jordan noted that once the vacant Board positions are filled, the Governance Committee can either discuss the positions at that time or during the organizational meeting next year. Chairperson Steffens called for a motion to approve the APDC officer positions as recommended. A motion was made by Commissioner Coffey, seconded by Commissioner Cinquanti and passed unanimously.

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

ANNUAL POLICY REVIEW

Chairperson Steffens presented and reviewed the list of APDC policies for annual review. She reported that Port staff did not recommend any changes. Chairperson Steffens called for a motion to approve the annual APDC policies that will then be forwarded to the full Board for acceptance. A motion was made by Commissioner Coffey, seconded by Commissioner Cinquanti and passed unanimously.

CONFLICT OF INTEREST DECLARATIONS

Counsel Jordan reported that he received the Conflict of Interest Declarations from most of the Commissioners and Port staff. He noted that if a Commissioner had not completed their Conflict of Interest Declaration, a copy of the form would be included in their agenda packet. Counsel Jordan also noted that the remainder of the security staff would be completing their Conflict of Interest Declarations at their training session taking place within the next few days.

CONFIDENTIAL EVALUATION OF BOARD PERFORMANCE FOR 2025

Counsel Jordan reported that he received the Confidential Evaluations 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 those results from year to year. Counsel Jordan mentioned that the leadership team reviewed and discussed the results. The team felt that they had improved significantly from last year but noted that there is always room for improvement. Commissioner Coffey commented that he has always somewhat agreed or somewhat disagreed on what he believes to be the two most important items listed; the Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission and the Board exercises appropriate oversight of the CEO and other executive staff. He noted that while on the Board for at least 10 years he has not seen any improvement in migration that would address those issues which are an essential element in running a business. He also noted that he has decided to leave his position as a Board member because he does not feel that all Board members, himself included, and staff were aligned with the organization's mission, vision and operations. He commented that everyone has been professional and honest and has done great work but can do better and hopes that these items are addressed in the future. Chairperson Steffens noted that she was excited to see a significant number of items moving in the right direction from last year but also did agree with Commissioner Coffey that as new members come onto the Board there is a need for discussions and planning sessions on a new strategic plan for the next five years. Commissioner Cinquanti noted that he agreed that there have been a lot of changes and feels that there is a need for discussions on moving forward.

OTHER BUSINESS

There was no other business for discussion.

EXECUTIVE SESSION

There were no items for discussion in Executive Session.

Chairperson Steffens called for a motion to adjourn the meeting. A motion was made by Commissioner Coffey, seconded by Commissioner Cinquanti and passed unanimously. The meeting was adjourned.