



**ALBANY PORT DISTRICT COMMISSION  
GOVERNANCE COMMITTEE  
JANUARY 26, 2022  
12:00 P.M.**

**AGENDA**

- 1) Approval of Minutes from the November 17, 2021 Governance Committee Meeting (Attached)**
- 2) 2022 Nomination of APDC Officers**
- 3) Annual Policy Review:**
  - Code of Ethics
  - Extension of Credit Prohibition
  - Indemnification
  - Personnel Handbook
  - Prompt Payment
  - Property Disposition
  - Property Acquisition
  - Procurement Policy
  - Sexual Harassment
  - Whistleblower
- 4) Overview of Conflict of Interest Declarations**
- 5) Review Summary Results of Confidential Evaluation of Board Performance for 2021**
- 6) Enter Executive Session<sup>1</sup>**
- 7) Exit Executive Session**
- 8) Next Meeting: November 21, 2022**

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<sup>1</sup> Only if necessary (and if approved by a majority vote of the Commission), to discuss

- a. matters which will imperil the public safety if disclosed;
- b. any matter which may disclose the identity of a law enforcement agent or informer;
- c. information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
- d. discussions regarding proposed, pending or current litigation;
- e. collective negotiations pursuant to article fourteen of the civil service law;
- f. 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;
- g. the preparation, grading or administration of examinations; and
- h. the proposed acquisition, sale or lease of real property or the proposed acquisition of securities, or sale or exchange of securities held by such public body, but only when publicity would substantially affect the value thereof.



ALBANY PORT DISTRICT COMMISSION  
MINUTES OF THE  
GOVERNANCE COMMITTEE MEETING  
NOVEMBER 17, 2021

Commissioner Steffens called the meeting to order. In attendance were Commissioners Cinquanti, Coffey and Abriel. Also present were CEO Hendrick, General Counsel Jordan, CCO Daly, CFO Stuto, DSI Skubon, Maritime Business Development Manager Vasil, Director of Security Williams, Deputy Director of Security Teller and Administrative Assistant DiLillo.

Commissioner Steffens introduced the minutes of the March 24, 2021 meeting. No changes were made to the minutes. Commissioner Steffens called for a motion to approve the minutes. A motion was made by Commissioner Coffey, seconded by Commissioner Cinquanti and passed unanimously.

**REVIEW OF COMMITTEE CHARTER**

Commissioner Steffens presented the Governance Committee Charter. Counsel Jordan informed the Committee that management recommends no changes to the Governance Committee Charter. The Committee concurred with management's recommendation.

**PROPOSED 2022 MEETING DATES**

Commissioner Steffens presented a proposed schedule for the 2022 APDC Board and Committee meetings. After review, the Governance Committee accepted the schedule as presented.

**RECOMMENDATIONS FOR 2022 COMMITTEE ASSIGNMENTS**

Commissioner Steffens presented and reviewed with the Committee the proposed APDC committee membership for 2022. After some discussion, the Committee agreed to recommend that the Board approve the committee membership for 2022 as presented.

Counsel Jordan stated that a resolution for the 2022 APDC committee membership will be presented for approval at the December Board meeting.

Counsel Jordan mentioned to the Board that within the next few weeks he will be emailing the Board members the Evaluations of the Board's Performance and the Conflict of Interest Declarations to the Board and staff for review and completion.

**EXECUTIVE SESSION**

There were no items for discussion in Executive Session.

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

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**Proposed Nomination of**  
**Albany Port District Commission Officers for 2022**

**Chairperson:** Georgette Steffens

**Treasurer:** Joseph Coffey

**Secretary:** Dominic Tagliento

**Assistant Secretary:** Michael Cinquanti