



Governance Committee Meeting Minutes

July 19, 2013

These minutes outline the activities of the Syracuse Regional Airport Authority Governance Committee from the meeting held on July 19, 2013 in the Department of Aviation Conference Room at Syracuse Hancock International Airport.

The meeting was called to order at 12:17 p.m. by Ms. Irene Scruton, Chair of the Governance Committee

In attendance: Ms. Irene Scruton, Mr. William Fisher, Ms. Beth Rougeux, Mr. Don Thompson, Ms. Eleanor Ware, Ms. Christina Callahan, Ms. Jennifer McIntyre, Ms. Cheryl Herzog, Mr. Tim Frateschi and Mr. Andrew Serota

Absent: Mr. Khalid Bey

A motion was made by Mr. Thompson and seconded by Ms. Rougeux to accept the June 21, 2013 meeting minutes. The minutes were unanimously approved.

Ms. Scruton reviewed the proposed amendments to the SRAA By-Laws with the Committee. Ms. Scruton stated that the red lined amended by-laws were distributed to the Committee via email. Comments were sent back and the changes were made to the by-laws for the Committee to review. The Committee discussed the proposed changes and it was agreed that the changes would be made to the by-laws and redistributed to the Committee for final review.

The Committee discussed best practices regarding Robert's Rules of Orders. Mr. Frateschi suggested that the Committee create a document and attach it to the By-Laws and then change them as need be.

Ms. Callahan reviewed the Annual Report with the Committee. Ms. Rougeux suggested listing the staff names separately on the Established Committee page, not under the Committees. Mr. Fisher should be listed under all Committees and as Ex-Officio where he holds this title. On page 6 under the name of Ms. Ware add Human Resources Committee.

The focus for the Annual Report will be Security, the Terminal Project, Air Service, Terminal Concessions and the new Website. Ms. Scruton stated the percentage on page 10 will need to be changed after the evaluations are returned by the Authority Members.

The Committee reviewed the Mission Statement and indicated that it was not necessary to revise at this time.

The Performance Measures were discussed and it was agreed that they are currently in a general form, and can be more specific in the future. Mr. Fisher stated that there could be a performance measure added for the transfer of the operating certificate. The Committee agreed to add a measure stating: A seamless transition of the Airport Operating Certificate from the City of Syracuse to the Syracuse Regional Airport Authority.

The Authority Member Evaluation was distributed to the Committee for review. This document includes individual Board performance, rating of the overall Board and open ended questions for Board members. The Committee discussed the length of the document and some of the questions. It was agreed Section III would be made optional.

Ms. Scruton will contact Ms. Flanagan, Chair of the Finance Committee regarding the Investment Guidelines.

The meeting was adjourned at 1:23 p.m.

Respectfully submitted,

Irene Scruton, Governance Committee Chair