



Regular Meeting

Friday, September 9, 2016

12:30 p.m.

Syracuse Hancock International Airport

Syracuse Regional Airport Authority

Board Room

**Syracuse Regional Airport Authority
Regular Meeting Agenda
Friday, September 9, 2016, 12:30 p.m. – 2:30 p.m.
Syracuse Hancock International Airport**

1. Roll Call
2. Reading and Approval of Minutes from the July 1, 2016 Regular Meeting
3. Executive Director's Report
 - Strategic Plan Update
4. CFO's Report
5. New Business
 - Resolution Creating the Position of HR Manager
 - Resolution Appointing the Chair of the Governance Committee as Ethics Officer
 - Resolution Approving the SRAA's Participation the Upstate Airport Revitalization Grant Application
 - Review 2016 Board Member Evaluations
6. Standing Committee Reports/Supporting Materials/Correspondence
7. Adjournment

The mission of the Syracuse Regional Airport Authority is to provide safe, secure, efficient and low-cost air transportation service to the 12-county region that Syracuse Hancock International Airport currently serves. The Authority seeks to stimulate air service, economic development, trade and tourism by focusing on the shared goals of its stakeholders: more service to more destinations, lower operating costs and increased non-aeronautical revenue. The Authority recognizes that the Syracuse Hancock International Airport is a gateway to the central New York region and beyond and seeks to optimize customer service and exceed customer expectations with continuous improvements to the terminal building and public-use facilities.

Minutes of the Regular Meeting of the Syracuse Regional Airport Authority July 1, 2016

Pursuant to notice duly given and posted, the regular meeting of the Syracuse Regional Airport Authority was called to order on Friday, July 1, 2016 @ 11:10 a.m. in the Syracuse Regional Airport Authority Board Room located in the Syracuse Hancock International Airport by Chair, Mr. William Fisher.

Members Present:

Mr. William Fisher-Chair
Hon. Khalid Bey (11:20 a.m.)
Dr. Shiu-Kai Chin
Mr. Patrick Mannion
Mr. Bill Simmons
Ms. Irene Scruton
Mr. Michael Shusda
Mr. Michael Quill

Members Absent:

Dr. Donna DeSiato
Mr. John B. Johnson, Jr.
Ms. Beth Rougeux

Also Present:

Ms. Christina Callahan
Mr. Trent Amond
Ms. Cheryl Herzog
Ms. Patty Jeschke
Ms. Linda Ryan
Mr. R. John Clark
Mr. Scott Lewis

Roll Call

As noted, all Board members were present, except for Dr. DeSiato, Mr. Johnson and Ms. Rougeux.

Reading and Approval of the Minutes

A motion was made by Ms. Scruton and seconded by Mr. Quill and was unanimously approved to accept the minutes from the May 6, 2016 meeting.

The motion was approved 7 ayes, 0 nays.

Executive Session: The members in attendance went in to Executive Session to discuss proposed, pending or current litigation; financial credit and employment history of a particular person or corporations; and a proposed standard lease of real property by the Authority. The motion was made by Chair Fisher and seconded by Dr. Chin. Board members, Ms. Callahan, Mr. Amond, Mr. R. John Clark and Mr. Scott Lewis went into executive session at 11:13 a.m.

Mr. Bey arrived at 11:20.

Executive session ended at 12:45. No action was taken.

Mr. Mannion, Mr. Bey and Mr. Simmons were excused after Executive Session.

New Business

Mr. Mannion asked about the \$40 million dollar grant money that the state will award. Ms. Callahan shared that only 5 airports will be selected. The Port Authority is excluded. Mr. Mannion asked about ancillary airports. It doesn't appear that the smaller airports will be able to come up with projects that will reach the value of dollars that the state is looking for.

Ms. Callahan shared the Parking Garage analysis and study has begun. There was a kick off meeting last week with C & S and staff from Carl Walker. Should have preliminary information later this summer or early this fall.

Ms. Callahan shared we are now receiving a number of grants from FAA for various equipment and general airport improvement program funded projects.

Chair Fisher shared he is sending letter to the Mayor asking her to consider his resignation and naming Mr. Mannion as successor. The Board Development Committee discussed the process and feel this is appropriate way to move forward. Mr. Fisher would suggest he Chair annual meeting in September and Mr. Mannion would take over moving forward.

Resolutions:

- **Resolution Adopting the 2016/2017 Operating Budget** was moved by Dr. Chin and seconded by Mr. Shusda. Mr. Amond explained that it is a balanced budget that includes a transfer of some monies to a PRRSM account and also some to a discretionary fund. It is similar to what the board has seen the past couple months.

There was no further discussion regarding the resolution.
The resolution was adopted: 8 ayes, 0 nays

- **Resolution Authorizing the Executive Director to Negotiate and Enter into an Airport Use Agreement with Signatory and Passenger Carriers** was moved by Ms. Scruton and seconded by Dr. Chin. Chair Fisher explained this was discussed at length during the Executive Session. He feels that Mr. Lewis, Mr. Amond and Ms. Callahan have done a thorough job.

There was no further discussion regarding the resolution.
The resolution was adopted: 8 ayes, 0 nays

Chair Fisher asked if there was any new/old business or anything to discuss. Ms. Scruton thanked the entire team at the airport for putting in the effort and time for an amazing job, producing the 2016 Air Show - especially under the difficult situation. It was a great show! Ms. Callahan explained that she would share Ms. Scruton's feedback with all those that worked so hard. Chair Fisher shared that he felt the benefits outweigh the fact that we did not break even as hoped. Mr. Mannion asked about the funds being donated to Capt. Kuss' family. Mr. Amond explained that the accountant assured them it is fine to do as long as they donate to a 501C organization.

Adjournment

A motion was made by Ms. Scruton and seconded by Mr. Simmons to adjourn the meeting.
The motion was approved: 8 ayes, 0 nays
The meeting was adjourned at 12:59 p.m.

RESOLUTION

2016

**Resolution Authorizing the
Creation of the Position of
Human Resource Manager
for the Syracuse Regional
Airport Authority**

**RESOLUTION AUTHORIZING THE CREATION OF THE POSITION
OF HUMAN RESOURCES MANAGER
FOR THE SYRACUSE REGIONAL AIRPORT AUTHORITY**

WHEREAS, the Syracuse Regional Airport Authority (the "**Authority**") is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 (the "**Enabling Act**") and Article 8, Title 34 of the New York Public Authorities Law, as amended; and

WHEREAS, Section 2799-ggg (12) of the Enabling Act authorizes the Authority to appoint such officers, employees and agents as the Authority may require for the performance of its duties, and to fix and determine their qualifications, duties and compensation; and

WHEREAS, the Authority desires to create the position of Human Resources Manager, which position the Authority believes is necessary to assist the Authority in performing its obligations and duties under the Enabling Act, and its responsibilities to keep, maintain and operate the Syracuse Hancock International Airport; and

WHEREAS, the creation of this position is a necessary step required by the Onondaga County Personnel Department and the New York State Civil Service Commission.

NOW, THEREFORE, after due deliberation having been had thereon, it is hereby

RESOLVED, that the Board of the Syracuse Regional Airport Authority hereby creates the position of Human Resources Manager, and it is further

RESOLVED, that the Executive Director of the Authority shall take any and all actions necessary to ensure this position is properly designated by the Onondaga County Civil Service Department or any similar governmental entity.

RESOLUTION ADOPTED DATE: September ____, 2016

VOTE: Ayes ____ Nays ____ Abstentions ____

SIGNED: _____
Secretary

RESOLUTION

2016

**Resolution Appointing Chair
of Governance Committee as
Ethics Officer for the
Syracuse Regional Airport
Authority**

**RESOLUTION APPOINTING CHAIR OF
GOVERNANCE COMMITTEE AS ETHICS OFFICER FOR
THE SYRACUSE REGIONAL AIRPORT AUTHORITY**

WHEREAS, the Syracuse Regional Airport Authority (the “Authority”) is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 (the “Enabling Act”) and Article 8, Title 34 of the New York public Authorities Law, as amended; and

WHEREAS, the Authority has duly adopted a Code of Ethics applicable to each officer, member and employee of the Authority pursuant to Section 2824(1) of the New York Public Authorities Law, as amended; and

WHEREAS, by Resolution No. 38 of 2011 the Authority previously appointed a specific individual as the Authority’s Ethics Officer, which individual is no longer associated with the Authority; and

WHEREAS, at its August 4, 2016 meeting the Authority’s Governance Committee discussed the Ethics Officer vacancy and voted to recommend to the Board, that rather than appointing another specific individual to hold the position, that the Board consider designating the Chair of the Governance Committee at any given time as holding the additional position as Ethics Officer for the Authority.

NOW, THEREFORE, after due deliberation having been had thereon, it is hereby

RESOLVED, by the Board of the Syracuse Regional Airport Authority that the Chair of the Authority’s Governance Committee shall also hold the additional position of Ethics Officer for the Authority.

Resolution No. __

2016

Resolution Adopted Date: September __, 2016

Vote: Ayes ____ Nays: ____ Abstentions: ____

Signed: _____
Christina R. Callahan

RESOLUTION

2016

**Resolution Authorizing the
Syracuse Regional Airport
Authority's Participation in
the Upstate Airport
Revitalization Grant Program**

**RESOLUTION AUTHORIZING THE SYRACUSE REGIONAL AIRPORT
AUTHORITY’S PARTICIPATION IN THE UPSTATE AIRPORT REVITALIZATION
GRANT PROGRAM**

WHEREAS, the Syracuse Regional Airport Authority (the “Authority”) is a public benefit corporation, formed and operating pursuant to Chapter 463 of the Laws of New York 2011 (the “Enabling Act”) and Article 8, Title 34 of the New York public Authorities Law, as amended; and

WHEREAS, Authority is responsible for the operation and management of the Syracuse Hancock International Airport (the “Airport”); and

WHEREAS, the Authority’s purposes under the Enabling Act include the fostering and promotion of safe, secure, efficient and economical air transportation by preserving and enhancing airport capacity; and

WHEREAS, the New York State Department of Transportation (“NYS DOT”) has implemented an Upstate Airport Economic Development and Revitalization Grant Program (“Revitalization Program”) which the Airport is eligible to participate in; and

WHEREAS, if selected the Authority could be the recipient of up to \$40 million in grant funding for Airport projects under the Revitalization Program; and

WHEREAS, Authority management has advise the Board of prior actions taken and applications submitted to the NYS DOT in connection with the Revitalization Program.

NOW, THEREFORE, after due deliberation having been had thereon, it is hereby

RESOLVED, by the Board of the Syracuse Regional Airport Authority, that the Authority is fully authorized to participate in the Revitalization Program and that all prior applications submitted and actions taken by Authority management in connection with the Authority’s participation in the Revitalization Program are hereby ratified and approved.

Resolution No. __

2016

Resolution Adopted Date: September __, 2016

Vote: Ayes ____ Nays: ____ Abstentions: ____

**Signed: _____
Christina R. Callahan**

Return to Agenda

Review of Completed Board Evaluations

**SYRACUSE REGIONAL AIRPORT AUTHORITY
Confidential Evaluation of Board Performance**

Year 2015-2016

Section I. Board Performance Evaluation	Agree	Somewhat Agree	Somewhat Disagree	Disagree
Board members have a shared understanding of the mission and purpose of the Authority.	12			
The policies, practices and decisions of the Board are always consistent with this mission.	12			
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	12			
The Board has adopted policies, by-laws and practices for the effective governance, management and operations of the Authority and review these annually.	12			
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	11	1		
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	12			
Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.	12			
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements and other transactions.	12			
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	11	1		
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	12			
Board and committee meetings facilitate open, deliberate and thorough discussion and the active participation of members.	12			
Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.	12			
Individual Board members feel empowered to delay votes, defer agenda items or table actions if they feel additional information or discussion is required.	12			
The Board exercises appropriate oversight of executive staff, including setting performance expectations and reviewing performance annually.	12			
The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	11	1		
Board members demonstrate leadership and vision and work respectfully with each other.	12			

Section II. Individual Board Member Evaluation	Yes	No	Comments
Are you reasonably familiar with the Authority's			
Enabling legislation?	12		
By-laws?	12		
Are you familiar with the Authority's obligations for transparency and openness under the Open Meetings Law and the Freedom of Information Law?	12		
Have you taken public authority member training as required under the Public Authorities Accountability Act?	12		
Have you filed your annual financial disclosure statement as required by the Public Authorities Law?	12		
Do you have a good understanding of the Authority's			
Mission statement?	12		Too long in my opinion
Performance goals submitted to ABO?	12		
Code of Ethics?	12		
Other approved policies?	12		
Have you reviewed and considered the Authority's Governance Principles and its operating practices?	12		
Do you understand your fiduciary obligations and duties relative to the Authority?	12		
Did you review and participate in the Authority's finance and budgeting process?	12		<ul style="list-style-type: none"> • Based on recommendation of Finance • I am on the Finance Committee
Have you reviewed and considered the Authority's			
Capital plan?	12		
Long term budget plan?	12		
Are you aware of the Authority's financial risks?	12		
Are you familiar with the Authority's major contractual obligations?	12		
Are you familiar with your committee's charter and responsibilities?	12		
Are you made aware of upcoming Board and committee meetings sufficiently in advance to attend and participate?	12		Posted months in advance
Do you carefully review meeting materials prior to attending an Authority or committee meeting?	12		
Have you been able to actively participate in Authority and committee meetings?	12		2015-16 was a challenge for some meetings due to conflicts.
Have you been able to provide any strategic input to the Authority?	11	?	I am not sure that my input is "strategic".
Have you examined the Authority's website in the last year?	10	2	
Have you seen the airport operation, terminal and airside?	11	1	Not this year, have in previous years

Section III. Board Member Suggestions for Improvement (OPTIONAL)

1. Are there any ways the Authority Board can help you to be a more productive Board member?
 - No
 - Staff/Executive Director reports at meetings on specialized topics should continue. They are excellent.
 - Once a year chairs of all committees should meet with Board Chair and Executive Director to review/discuss initiatives and strategic direction for the year – creates alignment.
 - This is a very productive board, compared to most. I think the SRAA board could routinely take time once a year to assess its performance and think about what changes to make. If we decide to do this then it should be the sole item of business, to provide focus.
 - Continue the timely and effective communication.
 - My seat is rotated thru four municipalities, one year at a time. By the time a one year member is “productive”, the year term is over.
 - Not that I can think of.
 - No

2. Are there any ways management and staff can assist you in becoming a more productive Board member?
 - Schedule information sessions on airport related topics.
 - Management does a good job keeping us informed on the issues. We are informed on a timely basis with accurate information, which allows us to be proactive.
 - The continuous updates are very beneficial.
 - Christina, Trent and the other staff have been very helpful.
 - No, they are already doing this.
 - No

3. Are there any seminars or training programs the Authority can provide to help you become a better Board member?
 - None that I can think of but I am open and enthusiastic to do both seminars and training programs, if needed.
 - Ongoing - Reports of other airports in our size class/reports of trends in industry.
 - Not at this time.
 - I serve on a local Board of Education, and receive a lot of training in that role.
 - No
 - No

4. Do you wish to suggest any changes to the Authority's Governance Principles which set out the guidelines of how we operate as a Board?
 - No
 - I would like to see the return of some type of committee reports at the Board meetings. Not in depth, but bullet points reporting new issues or critical issues being handled in the committee – creates awareness and helps to prepare for issues down the road.
 - Not at this time.
 - None
 - No
 - No

5. Are there any other comments or suggestions you wish to make?

- I believe that the Authority is very well organized, staffed and operated. My experience was positive and if asked again to serve, I would embrace the opportunity.
- Board works well
- We need a more comprehensive discussion about capital needs
- Hear more about what the Advisory Board is doing. It seems like they should be more engaged.
- Thank you to the leadership of Christina and the team.
- I have really enjoyed my term. I wish that I could continue.
- Not at this time.
- None

Overall Attendance	2015-16			
Members	Mtgs. Held	# Attended	# Missed	% Attendance
William Fisher	19	18	1	95%
Patrick Mannion	10	9	1	90%
Michael Quill	14	7	7	50%
Beth Rougeux	17	16	1	94%
Bill Simmons	5	4	1	80%
Irene Scruton	11	9	2	82%
Dr. Donna DeSiato	8	4	4	50%
John B. Johnson, Jr.	11	7	4	64%
Khalid Bey	11	8	3	73%
Michael Shusda**	8	7	1	88%
Shiu-Kai Chin	18	16	2	89%
Damian Ulatowski*	7	2	5	29%
*Term Ended 12/31/15				
**Term began 01/01/16				
Overall Board Attendance Total				80%

STANDING COMMITTEE REPORTS

SUPPORTING MATERIALS

CORRESPONDANCE



Governance Committee Meeting Minutes

August 4, 2016

These minutes outline the activities of the Syracuse Regional Airport Authority (SRAA) Governance Committee from the meeting held on August 4, 2016 in the Department of Aviation Conference Room located at Syracuse Hancock International Airport.

The meeting was called to order at 12:21 p.m. by Ms. Scruton.

I. Roll Call

In attendance: Ms. Irene Scruton, Dr. Shiu-Kai Chin, Mr. Michael Quill, Ms. Beth Rougeux, Ms. Christina Callahan, Mr. Trent Amond, Ms. Cheryl Herzog, Ms. Linda Ryan and Mr. John Clark.

Absent: Mr. Khalid Bey, Mr. William Fisher

II. Approval of Minutes from the Previous Meeting

Ms. Callahan informed the committee members that the February 25, 2016 minutes will be included in the October 20th meeting packet.

III. New Business

A. Review Draft 2016 Annual Report

Ms. Callahan informed the Committee that we will be writing the message for Bill Fisher. Mr. Fisher had turned in his resignation to Mayor Miner and due to the August 12th meeting cancellation, Mr. Fisher has chaired his last meeting. The message for Mr. Fisher will include an overview his past 5 years. Ms. Callahan reviewed the remaining parts of the report with the committee. Ms. Callahan stated we will focus on the airshow, and will be doing an interview with John Walsh, Station Manager with American Airlines. Ms. Callahan explained that Mr. Walsh has had 3 generations of Walsh's at the Airport and thought this would be interesting to the community. Ms. Callahan indicated the Military Courtesy Room approached her and asked if they could be included in the report this year. Ms. Callahan stated there will be several pages that will be dedicated to our new and past projects for the past year. We will have the standard committee information, and the other reports that the

ABO requires. Ms. Callahan reviewed the table of contents of the remaining parts of the report to the committee. Ms. Scruton asked the committee to look the report over and send any feedback to Ms. Callahan by Friday, August 12th. Ms. Callahan informed the committee that since there is no Governance meeting scheduled prior to the September 9th Board meeting all materials will be sent via email for final review.

Ms. Callahan requested to take the agenda out of order, the next discussion will be regarding Ethics Officer.

Discuss update to Ethics Officer (new appointment)

Ms. Callahan reviewed with the committee that in December of 2011 the Board adopted a resolution establishing and appointing an Ethics Officer for the Authority. At the time the Board appointed Joseph Bergh. Ms. Callahan, Mr. Amond and John Clark discussed and decided to bring this to the Governance Committees with two recommendations. Rather than naming a specific person it was decided it should be the chair of either Governance or HR Committee. Ms. Scruton recommended it be the chair of Governance since that is what the committee is charged with, putting forth operational requirements, and also has a good representation of Board members. The Governance committee agreed with Ms. Scruton's recommendation. Ms. Scruton also stated that Governance is a required committee of the Authority and it would ensure there will be a chair in the future where HR was an established committee by our Authority and is not a required committee. Ms. Callahan asked John Clark to update the resolution and ask the committee to make a recommendation at the September 9th, Board meeting that the Board will appoint the Chair of the Governance Committee as the Ethics Officer.

2016 Board Evaluation/Attendance

Ms. Callahan stated the 2016 Board Evaluations have been sent out and asked for them to be returned as soon as possible. Once all the evaluations have been received they will be sent out to the Governance Committee via email for review.

Review Draft Airport Rules and Regulations

Mr. Amond explained that this document will be similar to the Employee Handbook, where we will ask the Board for a Resolution stating there be Rules and Regulations for the Airport, but not ask the Board to approve a specific document. Mr. Amond stated that he would like to have the resolution at the September 9th Board meeting. Mr. Amond clarified that the Resolution at the Board meeting will be to adopt the Rules and Regulations and role of the Governance Committee would be to state that the committee reviewed the proposed Rules and Regulations and concur with them.

Mr. Amond informed the committee that this came up during an airline discussion because one of the clauses in the airline agreement states that the airlines will abide by the Airport's Rules and Regulations. Mr. Amond stated these were drafted based on Jacksonville's Rules

and Regulations, and then revised based on our needs and cross checked with existing City of Syracuse Ordinances relating to the Airport Operations, and then cross checked with the Port of New York/New Jersey rules and regulations governing their airports. Mr. Amond stated that with all this review this is a suitable document for our Airport.

Ms. Scruton asked how difficult would it be to make revisions to this document? Mr. John Clark stated that management could amend the document to address any revisions. Mr. Amond explained that there are three parts that make up the Airport Rules and Regulations the majority are General Topics, and Ground Transportation Rules and Regulations which have been to the Board previously and the Minimum Standards for Aeronautical Services which have also been to the Board.

Ms. Scruton suggested under accidents change the wording to reflect; call for emergency 911 first prior to stating, accidents report to Airport at number specified. After discussion it was agreed to change the order to indicate in an emergency call 911 the second will state for airport accidents.

Ms. Scruton reviewed there will be a resolution at the September 9th Board meeting which will state that Governance Committee has reviewed and recommends the policies and procedures. She asked if anyone has any changes or revisions please email management by next Friday, August 12th.

Executive Session

A motion was made by Ms. Scruton to go into Executive Session to discuss the employment history in a particular situation with an employee at the airport. The motion was approved by Ms. Rougeux and seconded by Mr. Quill.

The Committee Members, Ms. Callahan and Mr. Amond went into executive session at 1:25 p.m.

Executive session ended at 1:55 p.m. No action taken.

IV. Adjournment

There was no other business to be discussed.

A motion was made by Ms. Rougeux and seconded by Mr. Quill to adjourn. The meeting was adjourned at 1:56 p.m.

Respectfully submitted,

Ms. Irene Scruton



Human Resources Committee Meeting Minutes

August 4, 2016

These minutes reflect the activities of the Syracuse Regional Airport Authority Human Resources Committee during the meeting held at Syracuse Hancock International Airport in the Department of Aviation Conference Room on August 4, 2016.

The meeting was called to order at 11:10 a.m. by Ms. Beth Rougeux.

I. Roll Call

In attendance: Ms. Beth Rougeux, Mr. William Fisher, Dr. Shiu-Kai Chin, Mr. Michael Quill
Ms. Christina Callahan, Mr. Trent Amond, Mr. John Clark, Ms. Laurie Sabel
Not present: Mr. William Simmons

II. Approval of Minutes from Previous Meeting

A motion to accept the minutes from the meeting of the Human Resources Committee on February 25, 2016 was made by Mr. Fisher, seconded by Mr. Quill, and unanimously approved.

III. Old Business

Ms. Rougeux stated that there was no old business to discuss.

IV. New Business

Ms. Rougeux proceeded to bring up the first item of new business, updates to the employee handbook. Changes proposed included:

Including a part-time employment category

It was understood that, although the current part-time employee does not receive benefits, it remains to be determined if benefits may be offered to other permanent part-time employees.

Retiree Healthcare – Spousal Benefits

Discussion of eligibility for retirement from the SRAA identified the need to clarify what were the requirements for retirement from the City of Syracuse. It was decided that the differences between the tiers within the NYSLRS should be identified and noted and that the plan offered to City employees should be matched by the SRAA for employees who are transferred. Additionally, regarding spousal benefits, it was suggested that employed spouses should be required to carry their own employers insurance. The goal was defined as establishing spousal coverage to mirror the City's coverage for all transferees, while allowing flexibility to alter these terms for employees hired after January 1, 2017.

Sick Leave

Regarding a change to require a doctor's note for Sick Time in excess of 3 consecutive or 6 non-consecutive Sick days. After discussion, it was decided to examine the issue further and withdraw the change for the time being.

Whistleblower Policy

Ms. Rougeux had reservations about the proposed language which she felt narrowed the scope of wrongdoing too far. Mr. Fisher concurred. He proposed a "good faith" test to create a threshold that would limit frivolous complaints. Dr. Chin stated his understanding to be the intent of the policy to be that, "if there is wrongdoing, if it can be handled through the chain of command, it is acceptable." The policy therefore, applies only to complaints of wrongdoing which cannot be handled through the ordinary complaint procedures. Mr. Amond expressed the need to define "wrongdoing". Mr. Fisher proposed the Wikipedia definition as a starting point. Further discussion of the topic was deferred to the next meeting.

The Committee then heard a motion from Mr. Fisher to go into Executive Session, which was seconded by Dr. Chin, for the purpose of discussing the employment history of a particular person. The Committee entered Executive Session at 11:57.

Adjournment

The Committee emerged from Executive Session at 12:24, with no action taken. There being no further business, the meeting adjourned at 12:24 p.m.