

# New York State Environmental Facilities Corporation

Meeting of the Board of Directors  
Thursday, May 23, 2024

## Minutes

(Approved at the June 20, 2024 meeting of the Board of Directors)

A meeting of the Board of Directors was held on May 23, 2024, in the Board Room of the Corporation's office located at 625 Broadway, Albany, New York and by videoconference, in accordance with the Corporation's By-Laws and the Open Meetings Law, at 340 South Bedford Road, Bedford Corners, New York; 99 Washington Avenue, Suite 1100, Albany, New York; and 169 Hudson Street, New York, New York. A quorum was present as indicated:

### Ex Officio Members and their Designees:

Jeffrey Stefanko, Chair, Designee for the Interim Commissioner of Environmental Conservation  
Christine A. Westerman, Designee for the Commissioner of Health  
James Leary, Designee for the Secretary of State (*via videoconference*)

### Independent Members:

Francis T. Corcoran (*via videoconference*)  
Vita DeMarchi  
Adam Zurofsky (*via videoconference*) (*Director Zurofsky left the meeting at 12:52 p.m. Therefore, Director Zurofsky did not participate in the meeting after conclusion of the Executive Session and was not present to vote on Resolution Nos. 3026-3031*).

### Absent:

Charles Kruzansky

### EFC Staff:

Maureen A. Coleman, President and CEO  
Michael P. Hale, Executive Vice President  
Henrik Westin, General Counsel  
Emily A. Jamieson, Chief Financial Officer  
Kate S. Howard, Secretary to the Corporation and Associate Counsel  
William Brizzell, Director of Engineering  
Maureen McGrath, Director of Administration and Corporate Operations  
Brian McClintock, Director of Public Finance  
Rebecca Walker, Senior Finance Manager  
Albert Schnide, Controller  
Kevin Boomhower, Public Finance Manager  
Derek Sellman, Deputy General Counsel  
Kaitlin Penner, Deputy Director of Engineering  
Michael Jane Alexander, Assistant Counsel  
Máire Cunningham, Program Manager  
Adnan Mirza, Systems Administrator II  
Bernadette Futia, Information Technology Coordinator III

### Other Attendees:

Ashley Dougherty, Assistant Secretary for Environment, Office of Governor Kathy Hochul  
Brock Rogers, P.E., Center for Environmental Health, DOH

1. Roll call and declaration of quorum  
The meeting was called to order by the Chair at 12:12 p.m. Roll call was taken and a quorum declared present.
2. Approval of Proxy Designation Appointing Jeffrey Stefanko as Designee for Interim Commissioner of Environmental Conservation Mahar  
Upon motion by Director DeMarchi and seconded by Director Westerman, the proxy designation was unanimously approved by the voting Directors. Chair Stefanko recused himself from the discussion and abstained from the vote.
3. Approval of Proxy Designation Appointing James Leary as Designee for Secretary of State Mosley  
Upon motion by Director Corcoran and seconded by Director Corcoran, the proxy designation was unanimously approved by the voting Directors. Director Leary recused himself from the discussion and abstained from the vote.
4. Approval of the April 11, 2024 Draft Board Meeting Minutes  
Upon motion by Director DeMarchi and seconded by Director Corcoran, the minutes were unanimously approved.

3. Report of the Chair

Chair called for a motion to enter Executive Session to discuss 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 in accordance with Section 105 (1) (f) of the Open Meetings Law. Upon motion by Director Corcoran and seconded by Director Zurofsky, the Board voted unanimously to enter executive session. The Board entered executive session, with President Coleman, Executive Vice President Hale, General Counsel Westin, CFO Jamieson, Director of Engineering Brizzell, and Director of Administration and Corporate Operations McGrath at 12:14 p.m.

The public Board meeting resumed at 12:54 p.m. Upon return to public session, the Chair stated that no action was taken in Executive Session, including but not limited to, the appropriation of public funds.

CFO Jamieson noted for the record that Director Zurofsky had to leave after executive session due to a scheduling conflict.

4. President's Report

- Walter Mosley was confirmed by the Senate as Secretary of State on May 22, 2024. President Coleman welcomed him to the Board.
- The Corporation is establishing a Project Impact Dashboard in conjunction with the Governor's Transparency Initiative. The Dashboard will be publicly accessible and show Clean Water and Drinking Water projects funded by the SRF and/or State Grants.
- WIIA/IMG Applications and SRF Listing Forms are due by June 14, 2024.
- The Green Resiliency Grant Program Application period is open until August 16, 2024.

5. Committee Reports

The Governance Committee and Finance Committee both met on May 23, 2024 prior to the Board meeting.

**Governance Committee Report**

Director DeMarchi, the Chair of the Governance Committee provided a report to the Board on matters discussed at the meeting.

a. The Governance Committee approved the minutes from the May 11, 2023 meeting.

b. The Governance Committee conducted a review of the following:

i. By-Laws of the Corporation

The Governance Committee received and reviewed a copy of the Corporation's By-Laws. There were no proposed changes. It was the recommendation of the Governance Committee that the By-Laws be readopted. Upon motion by Director Corcoran and seconded by Director Leary, the Board voted unanimously to readopt the By-Laws.

ii. Governance Committee Charter

The Governance Committee reviewed the Governance Committee Charter. There were no proposed changes. It was the recommendation of the Governance Committee that the Charter be readopted. Upon motion by Director Westerman and seconded by Director Leary, the Board voted unanimously to readopt the Governance Committee Charter.

iii. The Governance Committee reviewed the following Policies and Documents pursuant to the Committee's authority and responsibilities as specified in the Governance Committee Charter

**1. Procurement Contract Guidelines**

There were minor changes proposed to the Corporation's Procurement Contract Guidelines. The changes ensure continued legal compliance and implementation of best practices. It was the recommendation of the Governance Committee that the guidelines be approved by the full Board upon presentation of I.D. No.2 on the Board meeting agenda.

**2. a. Fundamental Policies and Procedures**

- No substantive changes were proposed for any Fundamental Policy and/or procedure.
- Minor updates in procedures and titles were proposed for the Workplace Violence Prevention Policy.
- No other changes were proposed.

**b. Qualifications of Appointed Board Members**

- There were no proposed changes.

**c. Compiled Results of the Confidential Evaluations of Board Performance**

**d. Defense and Indemnification Statute**

- There were no changes to the statute since it was last reviewed.

It was the recommendation of the Governance Committee that the aforementioned policies and documents be approved, with the recommended changes, by the Board. Upon motion by Director Leary and seconded by Director Corcoran, the policies and other required documents developed in accordance with the Governance Committee's authority and responsibilities were unanimously approved.

iv. Mission Statement and Performance Measurements

There were no proposed changes to the Corporation's Mission Statement or Performance Goals.

It was the recommendation of the Governance Committee that the Board re-approve the Corporation's Performance Goals and re-adopt the Mission Statement.

Upon motion by Director Westerman and seconded by Director Corcoran, the Mission Statement and the Performance Goals were unanimously approved.

- v. Performance Measurements Report for the period April 1, 2023 - March 31, 2024  
(No Board action was required for this item)

**Finance Committee Report**

Director Corcoran, the Chair of the Finance Committee provided a report to the Board on matters discussed at the meeting.

- a. The Finance Committee approved the minutes from the January 18, 2024 meeting.
- b. The Finance Committee reviewed an authorization request for the issuance of New York State Environmental Facilities Corporation State Clean Water and Drinking Water Revolving Funds Revenue Bonds, Series 2024 B. It was the recommendation of the Finance Committee that the Bond Resolution for Series 2024 B, be approved by the full Board upon the presentation of I.D. No. 1 on the Board agenda.

6. Unfinished Business – There was no unfinished business discussed.

7. Resolutions

**Resolution No. 3026**

Following its introduction by the Secretary, Director DeMarchi moved for adoption of the resolution and the motion was seconded by Director Leary. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

AUTHORIZING THE ISSUANCE OF UP TO \$254,500,000 NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION STATE CLEAN WATER AND DRINKING WATER REVOLVING FUNDS REVENUE BONDS OR ALTERNATIVELY AUTHORIZING LONG-TERM DIRECT FINANCINGS

**Resolution No. 3027**

Following its introduction by the Secretary, Director Corcoran moved for adoption of the resolution and the motion was seconded by Director Westerman. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION WITH RESPECT TO THE ANNUAL REVIEW AND APPROVAL OF THE PROCUREMENT CONTRACT GUIDELINES OF THE CORPORATION

**Resolution No. 3028**

Following its introduction by the Secretary, Director Leary moved for adoption of the resolution and the motion was seconded by Director Westerman. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AMENDING PRIOR AUTHORIZATIONS FOR FINANCIAL ASSISTANCE TO BE PROVIDED BY THE CORPORATION TO CERTAIN RECIPIENTS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING FUND

**Resolution No. 3029**

Following its introduction by the Secretary, Director DeMarchi moved for adoption of the resolution and the motion was seconded by Director Leary. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION MAKING CERTAIN DETERMINATIONS AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION WITH THE DRINKING WATER STATE REVOLVING FUND AND AUTHORIZING FINANCIAL ASSISTANCE PAYMENTS TO CERTAIN MUNICIPALITIES TO FUND ELIGIBLE DRINKING WATER PROJECTS FROM FUNDS APPROPRIATED FOR WATER INFRASTRUCTURE IMPROVEMENT GRANTS

**Resolution No. 3030**

Following its introduction by the Secretary, Director Leary moved for adoption of the resolution and the motion was seconded by Director Corcoran. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION AMENDING PRIOR AUTHORIZATIONS FOR FINANCIAL ASSISTANCE TO BE PROVIDED BY THE CORPORATION TO CERTAIN RECIPIENTS IN CONNECTION WITH THE CLEAN WATER STATE REVOLVING FUND

**Resolution No. 3031**

Following its introduction by the Secretary, Director DeMarchi moved for adoption of the resolution and the motion was seconded by Director Westerman. Discussion ensued and the following resolution was adopted unanimously and made part of the minutes:

A RESOLUTION OF THE NEW YORK STATE ENVIRONMENTAL FACILITIES CORPORATION MAKING CERTAIN DETERMINATIONS AND AUTHORIZING CERTAIN ACTIONS IN CONNECTION WITH THE CLEAN WATER STATE REVOLVING FUND AND AUTHORIZING FINANCIAL ASSISTANCE PAYMENTS TO CERTAIN MUNICIPALITIES TO FUND ELIGIBLE CLEAN WATER PROJECTS FROM FUNDS APPROPRIATED FOR WATER INFRASTRUCTURE IMPROVEMENT PROJECTS

8. New Business

No new business

9. Adjournment

With no further business to discuss and upon a motion made by Director Corcoran and seconded by Director Leary, the meeting adjourned at 1:47p.m.

BY:           /s/  Kate Siobhan Howard            
SECRETARY TO THE CORPORATION