

A Video Conference Meeting of the Governance Committee of the Dormitory Authority of the State of New York (“DASNY”) was held among DASNY’s Offices in New York City, 28 Liberty Plaza, New York, New York; 6047 Transit Road, Suite 103, East Amherst, New York and 515 Broadway, Albany, New York on Wednesday, March 12, 2025 at 9:57 a.m.

CALL TO ORDER / ROLL CALL

The Meeting was called to order by Beryl Snyder, Governance Committee Chair at 9:57 a.m. Ms. Richards called the roll and a quorum was then declared present.

Governance Committee Members Present

Beryl Snyder – Committee Chair (New York City Office)
Alfonso Carney – Committee Member (Via Zoom per permission-section 3.7 of bylaws)
Joan M. Sullivan – Committee Member (Albany Office)

Other Board Members Present

Lisa Gomez – Board Chair (New York City Office)
Gerard Ronski, Esq., Board Member, Vice Chair (New York City Office)
Wellington Chen, Board Member (New York City Office)
Janice McKinnie, Board Member (Buffalo Office)
Christina Coughlin, Designated Representative of the Commissioner of Education, Board Member (*ex officio*) (Albany Office)
Ken Evans, Designated Representative of the Commissioner of Health, Board Member (*ex officio*) (Albany Office))

Other Board Members Absent

Kent Syverud – Board Member (NYCO)
Adrian Swierczewski, Designated Representative of the Director of Budget, Board Member (*ex officio*) (Albany Office)

Senior and Presenting Staff Members

Robert J. Rodriguez, President & CEO
Charlie Williams, Vice President
Stephen Curro, Managing Director, Construction (Via Zoom)
Kimberly Ellis, Chief Financial Officer
Portia Lee, Managing Director, Public Finance & Portfolio Monitoring
Sara Potter Richards, Managing Director, Executive Direction
Jennifer Maglienti, General Counsel
Matthew Moore, Deputy General Counsel
Ricardo Salaman, Deputy General Counsel
Matthew Bergin, Director, Public Finance
Craig Schreivogl, Director, Portfolio Monitoring
David Ostrander, Assistant Director, Public Finance & Portfolio Monitoring

Stephen Kosier, Assistant Director, Public Finance & Portfolio Monitoring
Alex Sirdine, Senior Financial Analyst

Various Staff Members of the Dormitory Authority of the State of New York and Members of the Public also joined via Zoom.

PUBLIC SESSION

Approval of October 9, 2024 Governance Committee Meeting Minutes

The minutes of the October 9, 2024 Governance Committee Meeting were unanimously approved. Ms. Sullivan abstained as she was not in attendance at the meeting.

Annual Review of Existing Policies

Committee Chair Snyder reported that in accordance with customary practice, the Committee Members will undertake the Annual Review of certain policy documents as required pursuant to the Public Authorities Law and consistent with DASNY's Governing Principles and Governance Committee Charter: the DASNY By-Laws; the Policy Regarding Payment of Compensation and Reimbursements to and Time and Attendance of Senior Management; the Whistleblower Protection Policy and Procedure; and the Code of Ethical Conduct for Board Members.

Committee Chair Snyder stated that these materials were included in the Board Materials. She further stated that staff is not recommending any changes to these documents at this time. Ms. Snyder asked the Members to state whether they have any questions or comments regarding these documents.

By-Laws – Annual Review

Chair Snyder confirmed that the Committee Members had reviewed the By-laws and agree that no changes are recommended at this time. The Members agreed, and unanimously recommended that the full Board approve the By-laws in their current form.

Policy Regarding Payment of Compensation and Reimbursement To and Time and Attendance of Senior Management – Annual Review

Chair Snyder confirmed that the Committee Members had reviewed the Policy Regarding Payment of Compensation and Reimbursement to and Time and Attendance of Senior Management and agree that no changes are recommended at this time. The Members agreed, and the Annual Review was complete.

Whistleblower Policy – Annual Review

Chair Snyder confirmed that the Committee Members had reviewed the Whistleblower Policy and agree that no changes are recommended at this time. The Members agreed, and the Annual Review was complete.

Code of Ethical Conduct for Board Members – Annual Review

Chair Snyder confirmed that the Committee Members had reviewed the Code of Ethical Conduct for Board Members and agree that no changes are recommended at this time. The Members agreed, and the Annual Review was complete.

EXECUTIVE SESSION

Mr. Carney moved that the Members go into Executive Session to discuss the financial and credit history of a particular corporation, matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal, or removal of a particular person or corporation and proposed, pending or current litigation.

Ms. Sullivan seconded the motion and the Members went into Executive Session.

PUBLIC SESSION

While in Executive Session, no decisions were made other than that to return to the Public Session.

Mr. Carney moved that the meeting adjourn. Ms. Sullivan seconded the motion and the Governance Committee meeting was adjourned at approximately 10:29 a.m.

Respectfully submitted,

Sara P. Richards
Assistant Secretary