



NORTHEAST OHIO AREAWIDE COORDINATING AGENCY

MEMORANDUM

TO: NOACA Board of Directors

FROM: Grace Gallucci, Executive Director

DATE: October 3, 2014

RE: Resolution 2014-037 - Finance and Audit Committee Membership

ACTION REQUESTED

The Board of Directors is asked to approve Resolution 2014-037 which nominates additional members to serve on the Finance and Audit Committee. The Finance and Audit Committee recommends this action.

BACKGROUND/JUSTIFICATION

The NOACA Code of Regulations, as revised August 2014, created the Finance and Audit Committee with the purpose of ensuring that the agency follows sound financial planning, accounting and administrative practices. The Code of Regulations (Code) originally set the membership of the Committee at a minimum of three members. The Committee Chair, Mayor Cervenik, noted that the low minimum membership made achieving a quorum for meetings challenging. He recommended expanding the minimum membership to seven. This recommendation was made to the Governance Committee which concurred and recommended a revision to the COR to the Executive Committee for placement on the Board agenda. In July, the Board adopted the change via Resolution 2014-032.

Based on the Code of Regulations, additional membership is determined by the Board president in consultation with the Committee Chair. As a starting point, priority was given to ensuring that NOACA's treasurers and assistant treasurers were on the committee. Thus, NOACA's Treasurer, County Executive Edward FitzGerald should be added to the committee. Similarly, the Cleveland-Cuyahoga County Port Authority would add value to the committee because of its role in local public finance. Additionally, Mayor Ann Marie Donegan, who was appointed to the Board after initial committee assignments were made, has expressed interest in serving on the committee. With the addition of these three members the committee will achieve the minimum of seven members now required by the Code.

FINANCIAL IMPACT

There is no financial impact.

CONCLUSION/NEXT STEPS

Following Board approval, staff will work with the Committee to orient the newly appointed members.

GG/bd/2787b

**RESOLUTION NO. 2014-037
(FINANCE AND AUDIT COMMITTEE
MEMBERSHIP)**

**RESOLUTION OF THE BOARD OF DIRECTORS
OF THE
NORTHEAST OHIO AREAWIDE COORDINATING AGENCY**

WHEREAS, the Northeast Ohio Areawide Coordinating Agency (NOACA) is the Metropolitan Planning Organization (MPO) for the counties of Cuyahoga, Geauga, Lake, Lorain and Medina, and the federally designated water quality areawide for the same region; and

WHEREAS, Resolution 2014-032 made revisions to the NOACA Code of Regulations which included expanding the minimum membership of the Finance and Audit Committee to seven members; and

WHEREAS, the Finance and Audit Committee recommends this increase in committee size; and

WHEREAS, the Board President has worked with the Committee chair to nominate additional members per the new requirement.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Northeast Ohio Areawide Coordinating Agency, consisting of forty-five principal officials serving general purpose local governments throughout and within the Counties of Cuyahoga, Geauga, Lake, Lorain and Medina Counties that:

Section 1. The following additions are made to the membership of the Finance and Audit Committee:

- 1) Ann Marie Donegan, Mayor of Olmsted Falls
- 2) Edward O. FitzGerald, Cuyahoga County Executive
- 3) William D. Friedman, Cleveland-Cuyahoga County Port Authority

Certified to be a true copy of a Resolution of the Board of Directors of the Northeast Ohio Areawide Coordinating Agency adopted this 10th day of October 2014.

Secretary: 

Date Signed: 10 OCT 14