

Lehigh County Authority Board of Directors

Governance Committee

Meeting Agenda

Meeting Date & Time: Monday, January 12, 2026 at 10:45 a.m.

Meeting Location: Lehigh County Authority, 1053 Spruce Road, Allentown, PA 18106

Agenda:

1. Call to Order
2. Roll Call
Committee Chair – Peter Dent
LCA Board Chair – Amir Famili
Linda Rosenfeld
Ted Lyons
LCA Staff: Liesel Gross, CEO (non-voting)
3. Approval of Minutes – October 27, 2025 meeting minutes (attached)
4. Board Vacancies
5. Peer Authority Benchmarking (report from CEO)
6. Finance Committee – Draft Charter
7. CEO Review Process
8. Board of Directors Efficacy
 - a. 2026 Off-Site Meeting / Tour
9. New Business
10. Public Comment
11. Committee Meeting Schedule
 - April 13, 2026
 - July 13, 2026
 - October 12, 2026
12. Adjourn

Lehigh County Authority Board of Directors

Governance Committee

Meeting Minutes

Meeting Date & Time: Monday, October 27, 2025 at 10:45 a.m.

Meeting Location: Lehigh County Authority, 1053 Spruce Road, Allentown, PA 18106

Agenda:

1. Call to Order

Committee Chair Peter Dent called the meeting to order at 10:45 a.m.

2. Roll Call

Committee members present:

Committee Chair – Peter Dent

LCA Board Chair – Amir Famili

Linda Rosenfeld

Ted Lyons

Committee members absent: None

LCA Staff: Liesel Gross, CEO (non-voting)

3. Approval of Minutes

On a motion by Linda Rosenfeld, seconded by Ted Lyons, the Committee approved the minutes of the August 25, 2025 Governance Committee meeting (4-0).

4. Board Vacancies

The Committee discussed the two vacancies on the Authority's Board of Directors and how to get them filled with candidates who will provide value to the Authority's operation. Two possible candidates have been shared with the Authority, and the Committee would like to learn more about them and possibly meet them. There was also some discussion about more proactive outreach to potential candidates that have appropriate background. Action steps discussed include the following:

- Liesel Gross will send the Board Member Expectations document to the County, along with an outline of Authority Board responsibilities and time commitments.
- Liesel Gross will ask the County to coordinate a visit or phone call with the two possible candidates. If the candidates can meet in person with the Governance

Committee, that would be idea. As an alternative, Amir Famili would talk with the candidates individually.

- Ted Lyons would conduct outreach with specific community members who may be well suited to serve on the Authority's Board.

5. Additional Board Committees

The Committee discussed the need for a Finance Committee, with more research required to determine the appropriate duties of a Finance Committee. There was some discussion about the need for greater oversight of the audit process as well as financial policy and decision-making.

Ted Lyons will prepare for the next Committee meeting by developing a draft charter for a Finance Committee after completing some preliminary review of other organizations' committee structures.

6. CEO Review Process & 2026 Schedule

The Committee discussed the timing and informal process of the CEO's annual review. It would be beneficial for the Committee to understand more about what other municipal authorities do for this function. Liesel Gross stated that she has good connections with several municipal authorities of a similar size in Pennsylvania and can ask for their process information to share with the Committee.

7. Board of Directors Efficacy

The Committee discussed conducting a survey or poll of the Board members to determine perceptions about Board performance and effectiveness. The Board completed a review earlier in 2025 that may provide some insights on what the Board members view as the primary duties and responsibilities of the Board. Liesel Gross will send out a summary of that review to the Committee for further discussion.

8. New Business

The Committee would like to consider some form of off-site meeting or system tour after the two Board vacancies have been filled. This kind of event would provide for team-building within the Board, allow for more discussion of Board member roles and responsibilities, and allow for in-person visits with key staff.

9. Public Comment

None.

10. Committee Meeting Schedule

Liesel Gross noted that the following schedule for the 2026 Governance Committee meetings has been advertised:

- January 12, 2026
- April 13, 2026
- July 13, 2026
- October 12, 2026

11. Adjourn

Peter Dent adjourned the meeting at 11:35 a.m.