

**WAYNE COUNTY WATER AND SEWER AUTHORITY
BOARD MEETING MINUTES**

Meeting of: May 26, 2015

Location: Wayne County Water & Sewer Authority Operations Center, Walworth, New York

Present: David Lyon, Raymond Walvoord, LaVerne Blied, Mark Graf, Robert Hutteman, David Scudder

Absent: Jean Johnson, Rick Stevens, Gerald Fremouw

Advisors Present: Michael Howard, Boylan Code

Staff Present: Martin J. Aman, Executive Director
Jason Monroe, Director of Operations
Demaris Verzulli, Secretary of the Meeting
Sheryl LaDelfa, Accounting Manager (Financials portion only)

Visitors: None

Chairman David Lyon called the meeting to order at 4:00 p.m.

I. Chairman's Report

Adoption of Minutes: Mr. Blied moved, Mr. Walvoord seconded and all members present unanimously approved the following resolution:

RESOLVED, that the minutes of the April 28, 2015 meeting of the Wayne County Water and Sewer Authority be accepted with no changes.

Correspondence: None

II. Treasurer's Report

Ms. LaDelfa presented the warrant and bills.

After due discussion and deliberation, Mr. Hutteman moved, Mr. Graf seconded and all members present unanimously approved the following resolution:

RESOLVED, that the following statements are hereby authorized and directed to the Treasurer for payment: Water Authority Operational – (includes all) vouchers 15-432 to 15-554 totaling \$359,678.11.

Ms. LaDelfa presented the Financial Statements for the month of April. After due discussion and deliberation, Mr. Walvoord moved, Mr. Scudder seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Wayne County Water and Sewer Authority's Monthly Financial Statements for April 2015 be approved and accepted.

III. Agenda Items

Banking Update

Ms. LaDelfa reported that some accounts have been set up and money transferred into Lyons National Bank. Still to be transferred are the Paymentus online payments and online banking. She intends to keep one Chase account open because DOCS direct deposits into that account.

Review of Dental Insurance Options

Mr. Aman and Ms. LaDelfa reported that they have investigated three or four alternative dental insurance providers to Guardian, the current provider. The best alternative is the Excellus DBOC-2 plan, which will save the Authority several thousand dollars per year, and it is more widely accepted by dental practices in the area. After due discussion and deliberation, Mr. Blied moved, Mr. Scudder seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Authority switch its dental insurance plan to Excellus DBOC-2 effective July 1, 2015.

Ms. LaDelfa left the meeting.

Solar Discussion

Mr. Aman introduced Ram Shivastava of Larsen Engineers to the board. Mr. Shrivastava described new large scale solar programs in which all applicants will be funded. With net metering, a system can be installed anywhere and supply electricity to the grid, taking it out elsewhere. It would still be necessary to install two systems since both NYSEG and RG&E serve various Authority properties and installations. A private party, a developer, installs the system and owns it, selling power to the Authority at a price lower than the utility company. When the project reaches the payback point, the developer could sell it to the Authority. The upfront cost for Larsen to analyze the Authority's electrical use, find a developer and a site or sites and check the electrical superstructure would be \$2,500. After due discussion and deliberation, Mr. Scudder moved, Mr. Blied seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Executive Director be authorized to sign a contract with Larsen Engineers to explore the feasibility of solar power for the Authority including analyzing the Authority's electrical use, finding a developer and a site or sites and checking the electrical superstructure, at a cost not to exceed \$2,500.

Mr. Scudder, Mr. Walvoord and Mr. Blied volunteered to be on a committee including Mr. Monroe and Ms. Verzulli to review the information and report to the board.

Governance Committee Report

Mr. Scudder, Chairman of the Governance Committee, reported that the committee had met before the board meeting and discussed the Whistleblower policy, Code of Ethics and Governance Committee Charter, and recommended that the Board approve and file these policies. Mr. Howard had reviewed for the committee current ABO Policy Guidance including the need for board training. The next meeting of the committee will be May 24, 2016. After due discussion and deliberation, Mr. Blied moved, Mr. Hutteman seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Board accept the recommendation of the Governance Committee and approve and file the Wayne County Water and Sewer Authority Wrongful Conduct, Disclosure

of Wrongful Conduct (Whistle Blowing) and Protection from Reprisal Policy as adopted November 23, 2010; the Wayne County Water and Sewer Authority Code of Ethics and Standards of Conduct as adopted September 26, 2006; and the Wayne County Water and Sewer Authority's Governance Committee Charter as adopted November 23, 2010, all effective as of May 26, 2015; and it is further

RESOLVED, that the Authority Staff are hereby authorized and directed to implement these Policies, as applicable, in accordance with their terms.

Town/Village of Lyons Update

Mr. Aman reported that the Finance Committee had met on Friday, May 15 and gone over the Lyons situation and the terms of the agreement being negotiated between the Authority and the Town of Lyons. The board members had received a copy of the agreement for review the previous week. Mr. Aman feels Mr. Howard did a good job including language to protect the Authority. Mr. Aman summarized some main points of the agreement: the Authority will lease the town's water and sewer facilities; the town will pay for expensive repairs and replacements above a \$10,000 annual maximum for each of water and sewer; if the town doesn't adhere to its part of the contract or pay the Authority as agreed, the Authority can be released from the agreement. Mr. Aman outlined the water and sewer rates for the Lyons customers; there will be a base water charge, a water use charge, a town capital water charge, a sewer charge and a town capital sewer charge. The Authority will bill and collect the town capital charges and turn them over to the town. Mr. Aman reviewed the situation with hiring of former village employees. The Authority has already hired a new operator, Brett Cottrell. There will be three Lyons Village employees joining the Authority: the Chief Water Plant Operator Tom Gowan, the Wastewater Plant Operator Mark Chadwick, and the billing clerk Karen DeSain. Ms. DeSain will continue to work for the village part time for the balance of 2015, closing the village books. She will continue for a period of time to bill and collect the water and sewer bills there with the village's software. After due discussion and deliberation, Mr. Lyon called for a motion to authorize Mr. Aman to sign the agreement, and Mr. Blied requested a roll call vote. Mr. Scudder moved, Mr. Walvoord seconded the following Resolution:

RESOLVED, that the Executive Director be authorized to sign the Amended and Restated Agreement between the Wayne County Water and Sewer Authority and the Town of Lyons, subject to attorney Michael Howard's approval.

The adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Mr. Hutteman	VOTING	Aye
Mr. Blied	VOTING	Aye
Mr. Graf	VOTING	Aye
Mr. Walvoord	VOTING	Aye
Mr. Scudder	VOTING	Aye
Mr. Lyon	VOTING	Aye

The Resolution was thereupon declared duly adopted.

Mr. Aman described the agreement with the town in regard to Karen DeSain. She will be an Authority employee but will work for the village as well for seven months to close their books. The village will pay half her wages and benefits. After due discussion and deliberation, Mr. Blied moved, Mr. Graf seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Executive Director be authorized to sign an agreement with the Village of Lyons to share employee Karen DeSain, who will be an Authority employee, each party paying half of her wages and benefits, until December 31, 2015.

At 5:30 p.m., Mr. Scudder moved, Mr. Hutteman seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Board enter into Executive Session to discuss with counsel in regard to salaries of particular persons.

The Board returned to open session at 5:35 p.m. Mr. Hutteman moved, Mr. Walvoord seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Board adopt the revised Schedule A, the Authority salary schedule for 2015, a copy of which shall be placed on file in the office of the Executive Director.

Insurance Renewal

Mr. Aman informed the Board that the insurance policy is up for its annual renewal and also needs to be updated because of assuming responsibility for the Lyons facilities, including the water and wastewater plants, eleven pump stations and vehicles. This policy does not include an increased cost for general liability, because that is based on the current year budget but that will be increased next year. After due discussion and deliberation, Mr. Bliet moved, Mr. Walvoord seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Board authorize the Executive Director to renew the Authority's expanded insurance contract with NYMIR and Liberty Mutual, through Eastern Shore Associates Insurance Agency, for the total amount of \$74,290.95 for the policy term of June 1, 2015 to May 31, 2016.

Butler Correctional Update

Mr. Aman reported that DOCS continues to pay the contractual Operating Charge.

Village of Wolcott Sewers Update

Mr. Aman reported that the Regional Plant has been receiving full flows from the Village of Wolcott for the month of May. In dry conditions the average day is 140,000 to 150,000 gallons.

Blind Sodus Bay Sewers Update

Mr. Monroe reported that 12,100 feet of directional drilling has been done and one grinder pump installed as part of the required E-One installation training.

Port Bay Sewers Update

Mr. Aman reported that the project continues to move forward with use laws being formulated.

Marion Water Projects

Mr. Monroe reported that the Northeast Quadrant Phase 3 project has been closed. The Owls Nest Area project has started with 2,740 feet of main already installed on Russell Road. There has been positive feedback from area residents.

Town of Macedon Miscellaneous

Mr. Aman reported that the Macedon Town Board was to have approved the contract with the Authority at their May meeting but it was omitted from the agenda. It will be on the June agenda and will be approved at that meeting.

Monthly Report

Mr. Monroe presented his monthly report. Operations crews have completed spring cleanup of repairs, service installations and the Marion Phase 3 project. The summer hydrant maintenance program has started; this year's focus is Macedon. Village of Palmyra water and wastewater operations were normal. Authority crews assisted the village in a water main break on Route 31. Five water services were repaired; three were caused by holes in copper water pipe, one was a leaking corporation stop and one a bad saddle complicated by a split 4-inch water main. There were seven new residential services installed, five in the western area and two in the eastern area. One broken hydrant was replaced in Walworth.

Municipal Auction Report

Mr. Monroe reported that the auction results came in within several hundred dollars of what was budgeted. One truck was held back because of the new Lyons service area.

Mr. Howard reported that the request to Rural Development regarding excluding village populations when towns apply for funding has moved forward. The necessary administrators have been briefed and the next level is to brief the under secretary. Mr. Monroe reported that he had also heard at the Rural Water conference that this effort is moving forward as well.

There being no further business to come before it, upon a motion by Mr. Hutteman, seconded by Mr. Walvoord, the meeting was adjourned at 5:50 p.m.

Respectfully submitted:

Demaris Verzulli, Secretary of the Meeting