

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

**Meeting of:** January 27, 2015

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

**Present:** David Lyon, Jean Johnson, LaVerne Blied, Robert Hutteman, Mark Graf, Rick Stevens, David Scudder

**Absent:** Raymond Walvoord

**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

Prior to the call to order, Mr. Aman introduced David Scudder, the new board member. Mr. Scudder reviewed his experience with the Town of Huron and several local non-profit organizations. The board welcomed the new member.

Chairman David Lyon called the meeting to order at 4:06 p.m.

- I. Election of Officers:** Mr. Lyon turned the meeting over to Mr. Howard for the annual election of officers.

Mr. Howard asked for a motion to extend the terms of office of the current officers for one year. Mr. Hutteman moved, Mr. Stevens seconded, and all members present unanimously approved the following resolution:

RESOLVED, that the terms of office of the current officers David Lyon, Chairman; Raymond Walvoord, Vice Chairman; Jean Johnson, Treasurer; Laverne Blied, Secretary be extended for one year.

Mr. Howard then turned the meeting over to the Chairman, Mr. Lyon.

**II. Chairman's Report**

**Adoption of Minutes:** Mr. Blied moved, Mr. Graf seconded and all members present, except Mr. Scudder, who abstained, approved the following resolution:

RESOLVED, that the minutes of the December 22, 2014 meeting of the Wayne County Water and Sewer Authority be accepted with no changes.

**Correspondence:** None

**Designate WA Official Newspapers for 2015**

It was agreed that the Authority will continue in 2015 to use The Times of Wayne County and Lakeshore News as the legal papers for the Authority. Mr. Blied moved, Mr. Hutteman seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Wayne County Water & Sewer Authority is directed to designate the legal papers as the Times of Wayne County and the Lakeshore News for the year 2015. Ms. VanDame is to be directed to notify the papers and place an ad to notify the public.

### **2015 Meeting Schedule**

Mr. Lyon asked all members what their preference was for the regular Board meetings for the upcoming year. All members present agreed to keep the 4<sup>th</sup> Tuesday of each month at 4:00 p.m. for the scheduled meetings. Mr. Stevens moved, Mr. Graf seconded and all members present unanimously approved the following resolution:

RESOLVED, that the regular Board meetings of the Wayne County Water & Sewer Authority will take place on the 4<sup>th</sup> Tuesday of each month at 4:00 p.m. Ms. VanDame is to be directed to notify the public with an ad in the legal papers.

### **Discuss Committees & Committee Assignments**

Mr. Lyon reviewed the committees of the Authority for Mr. Scudder. Mr. Aman reminded the board that with the retirement of Mr. Jenkins and Mr. Fabino, there are two vacancies on the Governance Committee. After due discussion and deliberation, Mr. Hutteman moved, Ms. Johnson seconded and all members present unanimously approved the following resolution:

RESOLVED, that David Scudder be appointed to the Governance Committee.

### **Review/Adopt Engineering Services Rate Schedule**

Mr. Aman presented to the Board the Standard Hourly Rate Schedule from MRB Group, the Authority's engineering firm. After reviewing the schedule, Mr. Hutteman moved, Mr. Stevens seconded and all members present unanimously approved the following resolution:

WHEREAS, the Authority has determined that it is in the best interest of the Authority to continue its engagement of the firm of MRB | group, Engineering, Architectural, Surveying, P.C. ("MRB Group") for engineering consulting it is therefore

RESOLVED, that the Executive Director of the Authority is hereby authorized and directed to accept the Standard Hourly Rate Schedule (a copy of which is attached hereto) providing for engineering services for 2015 with MRB Group as engineering consultants to the Authority.

### **Review/Adopt Legal Services Agreement**

Mr. Aman presented the board with a letter clarifying and confirming the terms and conditions of Boylan Code's engagement as legal counsel to the Authority. After due discussion and deliberation, Mr. Blied moved, Mr. Graf seconded and all members present unanimously approved the following resolution:

WHEREAS, the Authority recognizes the need to enter into written agreements for professional services including those of its legal counsel in order to determine the applicable contract period, the services to be provided and the basis for compensation of those services; and

WHEREAS, the Authority has determined that it is in the best interest of the Authority to continue and renew its contract with the firm of Boylan Code, LLP on the terms set forth in the Retainer Agreement (a copy of which is attached hereto); it is therefore

RESOLVED, that the Executive Director of the Authority is hereby authorized and directed to execute the Retainer Agreement providing for legal services for 2015 with Boylan Code, LLP as General Counsel to the Authority.

### **Review/Adopt Electrical Contractor and Systems Integrator Services Proposal**

Mr. Aman presented to the Board a Services Proposal from Colacino Industries (Newark Electric), the Authority's designated professional SCADA/control system service provider, for related maintenance services. After due discussion and deliberation, Mr. Stevens moved, Ms. Johnson seconded and all members present unanimously approved the following resolution:

WHEREAS, the Authority has determined that it is in the best interest of the Authority to continue its engagement of the firm of Colacino Industries as SCADA/control system service provider, including related maintenance services, it is therefore

RESOLVED, that the Executive Director of the Authority is hereby authorized and directed to accept the 2015 Services Proposal, including hourly rates (a copy of which is attached hereto) from Colacino Industries for miscellaneous SCADA maintenance services.

### **III. Treasurer's Report**

Ms. Johnson presented the warrant and bills.

After due discussion and deliberation, Mr. Stevens moved, Mr. Hutteman 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 15-01 to 15-105 totaling \$342,178.86.

Ms. Johnson presented the Financial Statements for the month of December. After due discussion and deliberation, Mr. Bliet moved, Ms. Johnson seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Wayne County Water and Sewer Authority's Monthly Financial Statements for December 2014 be approved and accepted.

### **Banking Discussion**

Mr. Aman reported that Chase Bank, the Authority's primary bank for the past four years, will be raising its fees to municipal clients since this type of account is costly to maintain. Four years ago, Lyons National Bank was considered as a possible bank, and is being considered again. He has asked Lyons National for a proposal for taking on the Authority as a client.

### **Adopt Schedule A**

At 4:51 p.m., after due discussion and deliberation, Mr. Bliet moved, Mr. Stevens seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Board adjourn into Executive Session for discussion with counsel in regard to salaries of particular persons.

The Board returned to open session at 5:24 p.m. Mr. Blik and Mr. Stevens left the meeting. Mr. Hutteman moved, Mr. Graf seconded and all members present unanimously approved the following resolution:

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

Mr. Blik and Mr. Stevens re-entered the meeting.

#### **IV. Agenda Items**

##### **Finance Committee Report**

Mr. Lyon, Chairman of the Finance Committee, reported on the meeting of the Committee and described the resolution the Committee recommends that the Board make for the Investment Guidelines, to which no changes were necessary at this time. After due discussion and deliberation, Ms. Johnson moved, Mr. Graf seconded and all members present unanimously approved the following resolution:

WHEREAS, the Authority is required by Public Authorities Law §2925 to adopt and annually review and approve comprehensive investment guidelines which detail the Authority's operative policy and instructions to officers and staff regarding the investing, monitoring and reporting of funds of the Authority; and

WHEREAS, the Authority has adopted comprehensive investment guidelines ("Investment Guidelines") and has reviewed the Investment Guidelines as required by statute; it is therefore

RESOLVED, that the Guidelines are hereby ratified and approved in their current form attached hereto; and it is further

RESOLVED, that a copy of the Authority's Investment Guidelines adopted pursuant to Public Authorities Law §2925 be distributed to the Authority's officers, members and administrative staff as required by statute; and it is further

RESOLVED, that the Authority Staff are hereby authorized and directed to implement the Guidelines in accordance with their terms.

A copy of the Investment Guidelines is attached to these minutes.

Mr. Howard reported that the only change necessary to the Procurement Guidelines is to update the list of vendors who are issued a blanket purchase order. After due discussion and deliberation, Mr. Hutteman moved, Ms. Johnson seconded and all members present unanimously approved the following resolution:

WHEREAS, the Authority is required by General Municipal Law §104b to adopt policies and procedures for purchases for which competitive bidding is not required by statute and to annually review such policies and procedures; and

WHEREAS, the Authority has adopted a Procurement Policy in conformance with the state finance law ("Policy") and has reviewed the Policy as required by statute; it is therefore

RESOLVED, that the Policy is hereby ratified and approved in its revised form; and it is further

RESOLVED, that a copy of the Authority's Procurement Policy adopted pursuant to State Finance Law §§ 139-j and 139-k be distributed to the Authority's officers, members and administrative staff as required by statute; and it is further

RESOLVED, that the Authority Staff are hereby authorized and directed to implement the Policy in accordance with its terms.

A copy of the Procurement Policy is attached to these minutes.

### **Audit Committee Report**

Mr. Blik, Chairman of the Audit Committee, reported on the meeting of the Committee wherein Michael DeBadts from the office of Raymond F. Wager, CPA described the procedures that will be used for the Authority's 2014 audit.

### **Update Existing Contracts**

Cayuga County Water & Sewer Authority: Mr. Aman reported that the Intermunicipal Cooperation Agreement with the Cayuga County Water & Sewer Authority and Village of Fair Haven for sharing of equipment and resources from time to time on various projects was only in effect for one year, and expired at the end of 2014. He is expecting Michelle Baines of CCWSA to bring an updated agreement to a meeting the next day with a new term, probably five years. He requested the authority to sign the updated agreement. After due discussion and deliberation, Mr. Stevens moved, Mr. Hutteman seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Executive Director be authorized to sign an Intermunicipal Cooperation Agreement with the Cayuga County Water & Sewer Authority and Village of Fair Haven for sharing of equipment and resources from time to time on various public works projects.

Village of Palmyra: Mr. Aman reminded the board that the original contract with the Village of Palmyra for operation of the Water and Wastewater Plants was for two years; the contract was extended for an additional two years by Addendum No.1, and now Addendum No. 2 would extend the contract for another two years. After due discussion and deliberation, Mr. Blik moved, Ms. Johnson seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Executive Director be authorized to renew and extend the existing Water and Wastewater Operation & Maintenance Agreement with the Village of Palmyra for two years with a 3% per year escalation clause for the administrative fee (above and beyond actual expenses) by signing Addendum No. 2.

Town of Lyons: Mr. Aman reported that the agreement with the Town of Lyons to provide emergency services for the E-One sewer pumps on Route 31 must be extended to the end of 2015. After due discussion and deliberation, Mr. Stevens moved, Mr. Blik seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Executive Director be authorized to extend to the end of 2015 the Sewer Service Agreement with the Town of Lyons to provide emergency services for the E-One sewer pumps on Route 31.

Town of Williamson: Mr. Aman reported that although the Agreement for the Sale of Water from the Town of Williamson is not due to expire for many years, it was prudent to update the contract and set the pricing for a five year period and include the provision that under emergency conditions the Authority can move water from west to east through the town without transmission fees being paid. After due discussion and deliberation, Mr. Stevens moved, Mr. Hutteman seconded and all members present unanimously approved the following resolution:

RESOLVED, that the Executive Director be authorized to sign the Agreement for the Sale of Water from the Town of Williamson.

### **Village of Wolcott Sewers**

Mr. Aman reported that he heard from the chief operator that the contractor has been working every day and will soon need to make some improvements requiring the bypassing of flows. The contractor has made the suggestion to install temporary pumps and pump the flows to the Regional Plant through the new forcemain. Hopefully the flows will be full time by later in the spring.

### **Blind Sodus Bay Sewers Update**

Mr. Aman reported that the Town of Wolcott will soon award the bid for construction and it will begin as soon as weather permits. The town is still in the process of preparing a sewer use ordinance.

### **Port Bay Sewers Update**

Mr. Aman reported that MRB has been working with the Towns of Wolcott and Huron to finalize the scope of the project. Wolcott has agreed to be the administrative lead. The two districts were flown to better ascertain the environmental details that have to be worked around. This project may begin in late 2016 but more probably 2017.

### **Marion Water Projects**

Marion Northeast Quadrant Phase 3: Mr. Aman reminded the board that settling is occurring over the winter and restoration will be addressed in the spring.

Mr. Graf left the meeting.

Marion-Sodus Joint Owls Nest Area Project: Mr. Aman reported that the preconstruction meeting will be scheduled about May 1. Mr. Monroe reported that he had put out a bid for pipe for this project, including mostly 8-inch but some 6-inch and 12-inch. Pipe prices were consistent with last year's bid price of \$6.65. Bids for the 8-inch pipe came in from \$6.264 to \$6.81, with Martisco Corp. being the apparent low bidder. Mr. Monroe would like to exercise the clause in the bid allowing purchase of up to 20% more than the bid quantity and purchase 38,400 linear feet of the 8-inch pipe. Blair Supply was the apparent low bidder for the 6-inch and 12-inch pipe. After due discussion and deliberation, Mr. Stevens moved, Mr. Blik seconded and all members present unanimously approved the following resolution:

WHEREAS, the Members of the Authority, in accordance with Article 8 of the Authority's Procurement Policy, make the following determinations: (i) the proposed awardees have been found to be responsible; (ii) the proposed awardees have complied with the Authority's Procurement Policy; (iii) the proposed awardees have disclosed all information required by the Authority's Procurement Policy; and (iv) the procurement process did not involve conduct that is prohibited by the Public Officers Law and the Authority's Procurement Policy.

THEREFORE, BE IT RESOLVED, that the Director of Operations be authorized to exercise the clause in the bid allowing purchase of up to 20% more than the bid quantity and award the bids to the lowest responsible bidder as follows: 8" SDR-18 PVC Water main at \$6.264/lf to Martisco Corp.; 6" SDR-18 PVC water main at \$3.80/lf and 12" SDR-18 PVC water main at \$13.90/lf to Blair Supply Corp.

### **Town/Village of Lyons Update**

Mr. Aman reported that he would be having a meeting with Town representatives this coming Friday. Last Friday he met to discuss legal issues for districts to pick up water and sewer debt. The town suggested that the Authority draft an interim contract with the village to give the employees some assurance of job continuity. This might be an hourly manpower agreement for emergency conditions. It will be discussed at the Friday meeting.

### **Energy Audit**

Mr. Aman reported that a company explored energy savings related to replacing lighting at the Operations Center. This would create a savings of approximately \$1,400 per year, but would cost over \$12,000 to do it with an 8-year payback. The consensus of the Board was to not pursue this idea.

### **Update on Miscellaneous Meetings and Projects**

Mr. Aman reported that he and Mr. Lyon attended a meeting with Cayuga County Water & Sewer Authority to wish the outgoing director, Warren Albrecht, good luck and welcome the new director, Michelle Baines. He has confidence that she will be a good successor and provide excellent continuity of leadership.

Mr. Hutteman left the meeting.

### **Monthly Report**

Mr. Monroe presented his monthly report. The operations crews are in winter maintenance mode. There were two service leaks caused by holes in copper before the curb stop. Five new water services were installed, two in the west and three in the new Wadsworth Road service area. At the Regional Plant, the operators are preparing for the inclusion of Wolcott flows and dual ditch mode. The last of Fleischmann's Vinegar settling pond wastewater was delivered to the plant on January 14. This was a very successful project. In the Village of Palmyra, the focus has been on maintenance. The operators are working with MRB on the corrosion control necessitated by the high corrosiveness of Canandaigua Lake water. Newark and Canandaigua are also faced with this problem.

There being no further business, upon a motion by Mr. Stevens, seconded by Mr. Blik, the meeting was adjourned at 6:09 p.m.

Attachments to these minutes:

1. Investment Guidelines
2. Procurement Policy
3. MRB Group Standard Hourly Rate Schedule for 2015
4. Letter from Boylan Code clarifying and confirming the terms and conditions of Boylan Code's engagement as legal counsel to the Authority for 2015
5. Colacino Industries Services Proposal for 2015

Action Items:

1. Publish notice of Authority's legal newspapers
2. Publish notice of Authority's meeting schedule

Respectfully submitted by: \_\_\_\_\_  
Demaris Verzulli, Secretary of the Meeting