

MINUTES

**MONROE COUNTY WATER AUTHORITY
REGULAR MEETING
THURSDAY, DECEMBER 12, 2019
9:30 a.m.**

Board Room, General Offices, 475 Norris Drive, Rochester, New York

9:30 a.m. The Chairman called this Regular Meeting to order.

Roll Call of the membership of the Board and determination that a quorum was present.

Members present (6): S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison

Members absent (1): A. Bernstein

Staff present: N. Noce, Executive Director; L. Magguilli, Assistant to the Executive Director; D. Hendrickson, Director of Human Resources; S. Savage, P.E., Director of Engineering; R. Benschhoff, Executive Director of Operations; C. LaManna, P.E., Director of Production; A. Molinari, Director of Finance & Business Services

General Counsel present: E. Hebert, Attorney – Harter, Secrest & Emery

Packets containing detailed information on Agenda items were distributed in advance of the meeting date to each Member, Executive Staff, and Counsel for their prior review.

Pledge of Allegiance – Lead by Chairman Nasca

#19-229 Approve minutes of the Authority's Regular Meeting held on November 14, 2019.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-229 was put to a voice vote and unanimously carried. AYES: 6; NAYS: 0

#19-230 Approve list of disbursements on check registers November 6, November 13, November 20, and November 26, 2019, which were forwarded to the Authority Members for their review.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Rulison, the foregoing resolution #19-230 was put to a voice vote and unanimously carried. AYES: 6; NAYS: 0

#19-231 Accept Purchase Order List of materials and supplies for the period November 7 through December 4, 2019 in the amount of \$318,199.11.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #19-231 was put to a voice vote and unanimously carried. AYES: 6; NAYS: 0

COMMUNICATIONS/NOTIFICATIONS

Mr. Noce notified the Board of an upcoming Request for Qualifications for professional environmental engineering services to fulfill the Authority's ongoing need for consultation on individual projects or compliance issues, as necessary. There is also an upcoming Request for Proposals to solicit marketing firms to collaborate with the Water Authority in the design, production, printing, and distribution of the 2019 Annual Report.

For Item #19-232, Ms. Hendrickson went over the revisions to the MCWA Compensation Philosophy. This document was thoroughly reviewed at a previous meeting by the Compensation Committee. Ms. Hendrickson fielded several questions from Board Members pertaining to the revisions.

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#19-232 Upon recommendation of the Monroe County Water Authority's Compensation Committee, the Board hereby approves MCWA's Compensation Philosophy, as revised and presented.

Move to Take from Table by: R. Hurlbut

Seconded by: J. Rulison

Roll Call Vote: AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

Vote to Take from Table: Unanimously carried

And thereafter:

Moved By: M. Fero

Seconded By: W. Bleier-Mervis

Roll Call Vote: AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

Vote: Unanimously carried

#19-233 Confirm the following promotional appointment pending approval and pursuant to the Rules and Regulations of the Monroe County Civil Service Commission:

Promotional appointment of Jessica Pugsley to the title of Office Clerk II, effective December 16, 2019, at Salary Schedule 5, Group 3.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-233 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Items #19-234 through #19-239, Mr. Savage addressed the Board regarding resolutions for agreements with the NYSDOT for three of their highway rehabilitation projects: Route 96 from Mitchell Road to Garnsey Road in the Towns of Perinton and Pittsford; Route 252 from Lowenthal Road to Marketplace Drive in the Town of Henrietta; and Route 941B (Empire Blvd) from Culver Road to Helendale Road in the Town of Irondequoit & City of Rochester. He provided a detailed overview of the scope of each project and explained that all work will be performed by NYSDOT contractors (in coordination with MCWA Engineering) at NYSDOT cost.

#19-234 Authorize the Executive Director to enter into any and all agreements with the New York State Department of Transportation for the **Route 96 MbC from Mitchell Road to Garnsey Road, Towns of Perinton and Pittsford, Monroe County, P.I.N. 4096.68.321.**

On a motion made by Mr. Rulison, seconded by Mr. Hurlbut, the foregoing resolution #19-234 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-235 WHEREAS, the New York State Department of Transportation proposes the **Route 96 MbC from Mitchell Road to Garnsey Road, Towns of Perinton and Pittsford, Monroe County, P.I.N. 4096.68.321,** and

WHEREAS, the State will include as part of the construction, reconstruction, or improvement of the above-mentioned project the elevation adjustments of approximately six (6) water valve boxes, one (1) manhole and (3) water main relocations pursuant to Section 10, Subdivision 24, of the State Highway Law, as shown on the contract plans and Utility Special Notes relating to the project and meeting the requirements of the owner, and

WHEREAS, the service life of the adjusted and/or replaced utilities has not been extended, and

WHEREAS, the State will provide for the reconstruction of the above-mentioned work, as shown on the contract plans and Utility Special Notes, relating to the above mentioned project.

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NOW, THEREFORE,

BE IT RESOLVED: That the **Monroe County Water Authority** approves of the adjustments to water line valve boxes and the above-mentioned work performed on the project and shown on the contract plans relating to the project and that the **Monroe County Water Authority** will maintain, or cause to be maintained, the adjusted facilities performed as above stated and as shown on the contract plans.

BE IT FURTHER RESOLVED that the **Executive Director** has the authority to sign, with the concurrence of the **Monroe County Water Authority Board of Directors**, any and all documentation that may become necessary as a result of this project as it relates to the **Monroe County Water Authority**, and

BE IT FURTHER RESOLVED: That the **Monroe County Water Authority** is hereby directed to transmit five (5) certified copies of the foregoing resolution to the New York State Department of Transportation.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-235 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-236 Authorize the Executive Director to enter into any and all agreements with the New York State Department of Transportation for the **NY-252 MbC from Lowenthal Road to Marketplace Drive, Town of Henrietta, Monroe County, P.I.N. 4252.12.321.**

On a motion made by Mr. Hurlbut, seconded by Mr. Fero, the foregoing resolution #19-236 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-237 WHEREAS, the New York State Department of Transportation proposes the **NY-252 MbC from Lowenthal Road to Marketplace Drive, Town of Henrietta, Monroe County, P.I.N. 4252.12.321**, and

WHEREAS, the State will include as part of the construction, reconstruction, or improvement of the above-mentioned project **the verification of location and depth or relocation of approximately (9) sections of water main** pursuant to Section 10, Subdivision 24, of the State Highway Law, as shown on the contract plans and Utility Special Notes relating to the project and meeting the requirements of the owner, and

WHEREAS, the service life of the adjusted and/or replaced utilities has not been extended, and

WHEREAS, the State will provide for the reconstruction of the above mentioned work, as shown on the contract plans and Utility Special Notes, relating to the above mentioned project.

NOW, THEREFORE,

BE IT RESOLVED: That the **Monroe County Water Authority** approves of the adjustment to water line valve boxes and the above-mentioned work performed on the project and shown on the contract plans relating to the project and that the **Monroe County Water Authority** will maintain, or cause to be maintained, the adjusted facilities performed as above stated and as shown on the contract plans.

BE IT FURTHER RESOLVED that the **Executive Director** has the authority to sign, with the concurrence of the **Monroe County Water Authority Board of Directors**, any and all documentation that may become necessary as a result of this project as it relates to the **Monroe County Water Authority**, and

BE IT FURTHER RESOLVED: That the **Monroe County Water Authority** is hereby directed to transmit five (5) certified copies of the foregoing resolution to the New York State Department of Transportation.

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On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-237 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-238 Authorize the Executive Director to enter into any and all agreements with the New York State Department of Transportation for the **NY-941B (Empire Blvd) Rehabilitation from Culver Road to Helendale Road, Town of Irondequoit, City of Rochester, Monroe County, P.I.N. 4404.19.321.**

On a motion made by Mr. Hurlbut, seconded by Mr. Rulison, the foregoing resolution #19-238 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-239 WHEREAS, the New York State Department of Transportation proposes the **NY-941B (Empire Blvd) Rehabilitation, from Culver Road to Helendale Road, Town of Irondequoit, City of Rochester, Monroe County, P.I.N. 4404.19.321,** and

WHEREAS, the State will include as part of the construction, reconstruction, or improvement of the above-mentioned project **the relocation of (4) hydrants, elevation adjustments of approximately (28) water valve boxes, and verify location, depth or relocate (8) services** pursuant to Section 10, Subdivision 24, of the State Highway Law, as shown on the contract plans and Utility Special Notes relating to the project and meeting the requirements of the owner, and

WHEREAS, the service life of the adjusted and/or replaced utilities has not been extended, and

WHEREAS, the State will provide for the reconstruction of the above-mentioned work, as shown on the contract plans and Utility Special Notes, relating to the above-mentioned project.

NOW, THEREFORE,

BE IT RESOLVED: That the **Monroe County Water Authority** approves of the adjustment to water line valve boxes and the above-mentioned work performed on the project and shown on the contract plans relating to the project and that the **Monroe County Water Authority** will maintain, or cause to be maintained, the adjusted facilities performed as above stated and as shown on the contract plans.

BE IT FURTHER RESOLVED that the **Executive Director** has the authority to sign, with the concurrence of the **Monroe County Water Authority Board of Directors**, any and all documentation that may become necessary as a result of this project as it relates to the **Monroe County Water Authority**, and

BE IT FURTHER RESOLVED: That the **Monroe County Water Authority** is hereby directed to transmit five (5) certified copies of the foregoing resolution to the New York State Department of Transportation.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-239 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-240, Mr. Savage addressed the Board regarding utilization of the Monroe County Contract for rental of traffic control devices. This equipment is rented on an as-needed basis and used for maintenance and protection of traffic for work performed by Authority Operations Crews in our Engineering and FFO Departments.

#19-240 Authorize the use of Monroe County Contract #BP-0917-19 (4700007552) for **Rental of Traffic Control Devices**, as needed, from vendor awarded **Comet Flasher, Inc.** through the current term ending August 31, 2020, for an amount not to exceed \$150,000.

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On a motion made by Mr. Hurlbut, seconded by Mr. Rulison, the foregoing resolution #19-240 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-241, Mr. Savage addressed the Board regarding the award of a contract for the installation of carbon monoxide detection alarm systems in several of our Operations buildings and pump stations to bring them into compliance with building code. The detection equipment will be integrated into our existing fire alarm systems, and some of the work will be performed by Water Authority staff. Mr. Savage answered several follow-up questions from Board members pertaining to the project.

#19-241 Authorize the award of a unit price contract for the **Carbon Monoxide Detection Installation Project to Technical Systems Group, Inc.**, in the estimated amount of \$82,968.

On a motion made by Mr. Rulison, seconded by Ms. Bleier-Mervis, the foregoing resolution #19-241 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-242, Mr. Savage spoke to the Board regarding the award of a contract to purchase a trailer-mounted portable pump to be used to support the water system hydraulically during an emergency. The majority of the pump system will be paid for by the Town of Byron Water District No. 7. The Authority stipulated this requirement for its approval of the water district.

#19-242 Authorize the award of a unit price contract for the **Trailer-Mounted Portable Pump** to the low responsive, responsible bidder, **Xylem Dewatering Solutions, Inc.** in the bid amount of \$67,372.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-242 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Items #19-243, #19-244, and #19-245, Mr. Benshoff addressed the Board for authorization in purchasing various parts and/or supplies as indicated throughout year 2020, each from their only authorized dealership serving our area. He explained that these parts are original factory equipment that cannot be obtained through other vendors.

#19-243 Authorize the purchase of **various parts and/or supplies**, as needed, for maintenance and repair of Water Authority **Dump Trucks and Crew Trucks** throughout year 2020 from **Kenworth Northeast Group** for an estimated total cost of \$40,000.

On a motion made by Mr. Hurlbut, seconded by Mr. Rulison, the foregoing resolution #19-243 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-244 Authorize the purchase of **various parts and/or supplies**, as needed, for maintenance and repair of the Authority's **John Deere Backhoes and Loaders** throughout year 2020 from **Five Star Equipment, Inc.**, for an estimated total cost of \$20,000.

On a motion made by Mr. Rulison, seconded by Ms. Bleier-Mervis, the foregoing resolution #19-244 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

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#19-245 Authorize the purchase of various parts and/or supplies, as needed, for maintenance and repair of the Authority's **Caterpillar Backhoes** throughout year 2020, from **Milton CAT**, for an estimated total cost of \$30,000.

On a motion made by Mr. Hurlbut, seconded by Mr. Rulison, the foregoing resolution #19-245 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-246, Mr. Benshoff addressed the Board for this unit price purchase contract authorization. He recapped the bid results, indicating bid amount is based on estimated quantities and that we have done business with this vendor for many years.

#19-246 Authorize a unit price contract for **Valve Box Risers**, purchased as needed from **T. Mina Supply, East, Inc.**, the low responsive, responsible bidder, in the bid amount of \$19,418.60 for an initial term of one year with the option to extend, upon mutual consent, for up to four additional one-year terms. The bid amount is based on estimated quantities, and the contract includes the option of a 5% increase in pricing per year of extension.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-246 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-247, Mr. Magguilli addressed the Board for authorization of a support and maintenance agreement for Cisco SmartNet switches. He summarized the bid results, stating that this will provide support in resolving issues that may arise with our Cisco switches, and it also includes hardware replacements and operating system software updates.

#19-247 Authorize the purchase of a **Cisco SmartNet Maintenance and Support Agreement** for existing MCWA devices from **ComSource, Inc.**, in the total bid amount of \$22,268.69. This Agreement is for an initial term of one year, renewable up to four additional one-year terms upon mutual consent. There is also an option of a 5% increase in pricing per year of extension.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-247 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-248, Mr. Magguilli addressed the Board for authorization of the purchase of Dell Latitude Laptop Computers under NYS Contract for year 2020. Microsoft has ceased support of the Windows 7 operating system, requiring their equipment run on Windows 10. A number of our laptops do not support Windows 10 and must be replaced.

#19-248 Authorize the purchase of **Dell Latitude Laptop Computers** under NYS OGS Contract Group 73600, Award 22802 – Information Technology Umbrella Contract #PM20820 – Manufacturer Based, **Dell Marketing LP**, Lot 2, for an estimated total cost of \$82,500 for year 2020.

On a motion made by Mr. Hurlbut, seconded by Mr. Fero, the foregoing resolution #19-248 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Items #19-249, #19-250, and #19-251, Mr. Magguilli briefed the Board regarding contracts for business telephone and internet services for the East Side Operations Center and Shoremont Water Treatment Plant. He indicated we received several responses to a Request for Proposals for these services, and it was agreed the best strategy for the internet component was to retain the

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services of two separate providers, thereby creating a redundancy in coverage. Mr. Magguilli fielded several follow-up questions from Board members.

#19-249 Authorize the Executive Director to execute a two year service contract with **Frontier Communications Corporation** for an estimated \$25,440 (\$12,720 annually). This contract includes analog and SIP trunks for voice communications for all local and long distance **business telephone service** for the East Side Operations Center and Shoremont Water Treatment Plant. This contract will have the option to extend up to three additional one-year terms upon mutual consent.

On a motion made by Mr. Rulison, seconded by Mr. Hurlbut, the foregoing resolution #19-249 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-250 Authorize the Executive Director to execute a two year contract with **Frontier Communications Corporation** for an estimated \$19,200 (\$9,600 annually) to provide 100 MB **internet service** for the East Side Operations Center. This contract will have the option to extend up to three additional one-year terms upon mutual consent.

On a motion made by Mr. Hurlbut, seconded by Mrs. Volpe, the foregoing resolution #19-250 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-251 Authorize the Executive Director to execute a two year contract with **Charter Communications Operating, LLC**, a subsidiary of Charter Communications, Inc., for an estimated \$19,008 (\$9,504 annually) to provide 100 MB **internet service** for the Shoremont Water Treatment Plant. This contract will have the option to extend up to three additional one-year terms upon mutual consent.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Rulison, the foregoing resolution #19-251 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-252, Mr. LaManna addressed the Board for authorization of a unit price contract for inspection, maintenance and repair services for the Authority's cranes and hoists. He summarized the bid results, and indicated we have had a positive experience with this local firm in the past.

#19-252 Authorize the award of a unit price contract for **Crane and Hoist Services** to the low responsive, responsible bidder, **Han-Tek, Inc.**, for the bid amount of \$59,645 for an initial term of one year with the option to extend the contract up to four additional one-year terms upon mutual consent and at a maximum increase in price of three (3%) percent annually.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-252 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-253, Mr. LaManna again addressed the Board for authorization in purchasing materials and services for implementation of upgrades to the medium voltage variable frequency drive equipment located at the Webster Water Treatment Plant and Lake Water Pump Station. Upgrades to this proprietary equipment must be performed by its manufacturer, and are necessary to improve equipment performance and reliability.

#19-253 Authorize the purchase of materials and services for implementation of upgrades to the medium voltage variable frequency drive equipment located at the Webster

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Water Treatment Plant and the Lake Water Pump Station by the equipment manufacturer, ABB Inc., for an estimated amount of \$85,000.

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #19-253 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Items #19-254 and #19-255, Mr. Noce addressed the Board regarding proposals received from law firms in response to a Request for Qualifications and Proposals for legal services pertaining to corporate, litigation and state regulatory matters *and* property and real estate matters. He recapped the RFQ process and indicated that both incumbent firms selected to provide their respective services have done an outstanding job for the Authority.

#19-254 WHEREAS, the Authority desires to retain qualified and competent attorneys to advise and represent the Authority on **corporate, litigation, and state regulatory matters**; and

WHEREAS, the Authority issued a Request for Qualifications and Proposals for **Legal Services** on October 1, 2019; and

WHEREAS, the Authority received six (6) proposals; and

WHEREAS, the Selection Committee has carefully reviewed all the proposals submitted and has recommended it is in the best interest of the Authority to award the Legal Services contract to Harter, Secrest & Emery LLP as the most qualified proposer.

NOW, THEREFORE, it is

RESOLVED, that the Executive Director is authorized to enter into a Professional Services Agreement for corporate, litigation, and state regulatory legal services with Harter, Secrest & Emery LLP, attorneys and counselors, with principal offices at 1600 Bausch & Lomb Place, Rochester, NY 14604-2711, all in accordance with a *Proposal to Provide Legal Services to the Monroe County Water Authority and Statement of Qualifications*, dated November 13, 2019, submitted by Harter, Secrest & Emery LLP. Fees for legal services shall be based upon the hourly rates set forth in the separate Cost Proposal. The Agreement is for a two (2) year term commencing January 1, 2020 through December 31, 2021.

FURTHER RESOLVED, that the Executive Director is authorized to extend the Agreement for an additional one-year term upon hourly rates to be agreed upon, but any increase in rates shall not exceed 3% from the previous year.

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #19-254 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-255 WHEREAS, the Authority desires to retain qualified and competent attorneys to advise and represent the Authority on **property and real estate matters**; and

WHEREAS, the Authority issued a Request for Qualifications and Proposals for **Legal Services** on October 1, 2019; and

WHEREAS, the Authority received six (6) proposals; and

WHEREAS, the Selection Committee has carefully reviewed all the proposals submitted and has recommended it is in the best interest of the Authority to award the Legal Services contract to Boylan Code LLP as the most qualified proposer.

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NOW THEREFORE, it is

RESOLVED, that the Executive Director, or his designee, is authorized to enter into a Professional Services Agreement for real estate and property services with Boylan Code LLP, attorneys and counselors, with principal offices at the Culver Road Armory, 145 Culver Road, Suite 100, Rochester, NY 14620, all in accordance with a *Statement of Qualifications for the Provision of Legal Services Pertaining to Real Estate & Property Interests to the Monroe County Water Authority*, submitted by Boylan Code LLP dated November 14, 2019. Fees for legal services shall be based upon the hourly rates set forth in the separate Cost Proposal. The Agreement is for a two (2) year term commencing January 1, 2020 through December 31, 2021.

FURTHER RESOLVED, that the Executive Director is authorized to extend the Agreement for one additional term upon hourly rates to be agreed upon, but any increase in rates shall not exceed 3% from the previous year.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-255 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

AUDIT COMMITTEE REPORT – Presented by Mr. Rulison, Committee Chair

Mr. Rulison gave a briefing on the Audit Committee meeting held December 5, 2019. He reported that the first item on the agenda was a presentation by Randy Shepard of Bonadio & Co. on the scope of services, timetable, and detailed plan for conducting their audit of the Authority's financial statements for the year ending December 31, 2019. This report was for informational purposes only and did not require any further action by the Committee.

Mr. Rulison reported that the second item on the agenda was the review and approval of Excess Workers' Compensation Insurance and that Ms. Diane Hendrickson addressed this item with the Committee. He stated that Ms. Hendrickson indicated that NCAComp, our Broker of Record for this insurance, presented the Authority with a proposal for Workers' Compensation Insurance through Star Insurance Company and that after some discussion and based on NCAComp's recommendation, the Audit Committee unanimously approved purchasing of this insurance through Star Insurance Company, as proposed, for the period January 1, 2020 through December 31, 2020 in the estimated amount of \$67,323 and to pass this item on to the full Board for its approval.

Mr. Rulison reported the next item on the agenda was the review and approval of Property and Liability Risk Management and Insurance Consulting Services. Ms. Amy Molinari recapped the RFQ process and indicated the Selection Committee made a recommendation to accept the proposal received from Arthur J. Gallagher & Company. Following some discussion, the Audit Committee unanimously approved the acceptance of the proposal received from Arthur J. Gallagher & Company for a term of two years with the option of two additional two-year renewal terms for an annual estimated amount of \$30,000 and to forward to the full Board for approval.

Mr. Rulison reported that the fourth item on the agenda was the review and approval of a Broker of Record for General Insurance. Ms. Molinari again addressed the Committee, indicating proposals were received in response to the RFQ from Alliant Insurance Services, Inc., Brown & Brown of New York, Inc., and M&T Insurance Agency, Inc. After review and scoring of the proposals, the Selection Committee determined that all three firms possess the qualifications necessary to perform the services outlined in the RFQ and recommended the Audit Committee accept all three proposals to establish a stable of firms for these services. Following some discussion, the Audit Committee unanimously agreed to accept all three proposals received for a term of three years with the option of two additional one-year renewal terms and to forward to the full Board for approval.

Mr. Rulison concluded his report, stating the last item on the Agenda was confirmation of the 2020 Audit Committee meeting schedule, that the next meeting will convene Tuesday, March 3, 2020, and that minutes of the December 5, 2019 meeting are posted on the MCWA website.

#19-256 Authorize the Executive Director to enter into an agreement for the purchase of **Excess Workers' Compensation Insurance** through **Star Insurance Company** as brokered through NCAComp, Inc. in accordance with the terms of such firm's written proposal for the period of January 1, 2020, through December 31, 2020, in the estimated amount of \$67,323.

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On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-256 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-257 Authorize the Executive Director to enter into an agreement with **Arthur J. Gallagher & Company** to provide **Property and Liability Risk Management & Insurance Consulting Services**, as proposed, for a two year term at an annual estimated cost of \$30,000, with an option to renew for two additional one-year terms upon mutual consent.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #19-257 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-258 WHEREAS, in November, 2019, the Monroe County Water Authority (the "Authority") sent a Request for Qualifications ("RFQ") to numerous insurance brokerage firms; and

WHEREAS, the Authority formed a Selection Committee to choose one or more firms as a **Broker of Record** for one or more of the Authority's insurance coverages; and

WHEREAS, three firms responded to the RFQ; and

WHEREAS, the Selection Committee reviewed the responses and found all of the firms qualified to serve as Broker of Record.

NOW THEREFORE, it is

RESOLVED, the Authority hereby appoints Alliant Insurance Services, Inc., Brown & Brown of New York, Inc., and M&T Insurance Agency, Inc. to serve as **Brokers of Record** for the following types of insurance maintained by the Authority: General Liability, Public Officials Liability, Employment Practices Liability, Property, Equipment Breakdown, Inland Marine, Automobile, Crime, DIC-Excess Flood & Earthquake, Pollution, Owners & Contractors Protective (OCP), Employee Protection – Travel Accident (AD&D), Cyber, Umbrella/Excess Liability.

FURTHER RESOLVED, all appointments for Broker of Record shall be for an initial term of three years with the option for the Authority to extend any of such appointments for up to two additional one-year renewal terms.

FURTHER RESOLVED, regardless of the initial Broker of Record appointments, the Authority reserves the right to modify at any time during an initial term or any renewal term, in its sole discretion, one or all of the appointments (including, but not limited to, adding additional firms).

FURTHER RESOLVED, the Members and staff of the Authority are hereby authorized and directed for and on behalf of the Authority and in its name to do all such further acts and things as may be necessary, or in the opinion of the person so acting, desirable and proper to effect the purposes of the foregoing resolutions.

On a motion made by Mr. Rulison, seconded by Mr. Hurlbut, the foregoing resolution #19-258 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

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#19-259 The Members of the Authority expressly make the following determination for all awards of Procurement Contracts made during this meeting: (i) the proposed awardee has been found to be responsible; (ii) the proposed awardee complied with the State Finance Law provisions regarding Permissible Contacts (as defined in the Authority's Procurement Disclosure Policy); (iii) the proposed awardee has (or will prior to the final award being effective) complied with the State Finance Law provisions that require disclosure of all information required to be in the Authority's Solicitation Materials (as such term is defined in the Authority's Procurement Disclosure Policy); and (iv) the procurement process did not involve conduct that is prohibited by the Public Officers Law, the Authority's Procurement Disclosure Policy, and the Authority's Code of Ethics and Conflict of Interest Policies.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #19-259 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

GOVERNANCE COMMITTEE REPORT – Presented by Ms. Bleier-Mervis, Committee Chair

Ms. Bleier-Mervis gave a briefing on the Governance Committee meeting held December 5, 2019. She reported that there were a number of policies before the Committee for annual review. Mr. Noce addressed the Committee, giving a brief description of the following policies, which were previously reviewed by Executive Staff and recommended for re-adoption without revisions: Procurement Disclosure Policy; Professional Services Policy & Procedures; Policy Regarding Time & Attendance for Executive Staff; Policy Regarding Compensation & Reimbursement for Executive Staff; and Responsibilities of Members. Ms. Bleier-Mervis reported that, after some discussion, the Committee voted unanimously to re-adopt these policies and to forward them to the full Board for approval.

Ms. Bleier-Mervis stated that Mr. Noce again addressed the Committee regarding the following policies, giving a detailed summary of recommended revisions which were reviewed by Executive Staff and recommended for approval as revised: Purchasing & Procurement Guidelines; Internal Controls & Financial Accountability Policy; and Policy for Tracking & Disposal of Fixed Assets. After some discussion, the Committee voted unanimously to approve these policies, as revised and presented, and to forward them to the full Board for approval.

Ms. Bleier-Mervis concluded her report by stating that the last item on the agenda was confirmation of the 2020 Governance Committee meeting schedule, that the next meeting will convene March 3, 2020, and that minutes of the December 5, 2019 meeting are posted on the MCWA website.

#19-260 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby approves the **Authority's Purchasing and Procurement Guidelines**, as revised and presented.

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #19-260 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-261 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby readopts the **Procurement Disclosure Policy**, as presented.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-261 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-262 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby readopts the **Professional Services Policy and Procedures**, as presented.

On a motion made by Mr. Hurlbut, seconded by Mr. Fero, the foregoing resolution #19-262 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

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#19-263 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby approves the **Internal Controls and Financial Accountability Policy**, as revised and presented.

On a motion made by Mr. Hurlbut, seconded by Ms. Bleier-Mervis, the foregoing resolution #19-263 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-264 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby approves the **Policy for Tracking and Disposal of Fixed Assets**, as revised and presented.

On a motion made by Mr. Hurlbut, seconded by Mr. Rulison, the foregoing resolution #19-264 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-265 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby readopts the **Policy Regarding Time and Attendance for Executive Staff**, as presented.

On a motion made by Mr. Hurlbut, seconded by Mr. Fero, the foregoing resolution #19-265 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-266 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby readopts the **Policy Regarding Compensation and Reimbursement for Executive Staff**, as presented.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-266 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-267 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby readopts the **Responsibilities of Members**, as presented.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #19-267 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-268, Ms. Molinari notified the Board that requirements have been satisfied with respect to changes to the water rates and charges effective January 1, 2020. She reported that the requisite Public Information Meeting was held December 4, 2019, and that no one from the public attended the meeting.

#19-268 RESOLVED: That the Authority hereby ratifies and confirms in every respect the change in the Authority's Rules for the Sale of Water and the Collection of Rents and Charges as presented to this meeting and made a part of the minutes hereof, which change is effective January 1, 2020 and is subject of a Resolution of the Authority adopted at its November 14, 2019 meeting; and the Authority hereby finds and determines that the requirements of Section 1096-a of the Public Authorities Law in connection therewith have been accomplished.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-268 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

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#19-269 Approve **travel for selected Board Members and Staff** to attend the AWWA National Convention and AWWA Conferences, NY Section – AWWA Meetings, GFOA Annual Conference, NYS-WA Meeting, NYS Department of State Educational Unit training programs, NPERLA, AMWA, and other **mission-related training seminars, conferences and meetings during 2020**. The Authority will pay for expenses in accordance with its Travel and Reimbursement Policy.

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #19-269 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

#19-270 IT IS HEREBY RESOLVED: That the Monroe County Water Authority Board Meeting dates for **2020** be as follows:

JANUARY	THURSDAY	09	9:30 A.M. – REGULAR MEETING
FEBRUARY	TUESDAY	04	9:30 A.M. – REGULAR MEETING
MARCH	THURSDAY	12	9:30 A.M. – REGULAR MEETING
APRIL	THURSDAY	02	9:30 A.M. – REGULAR & ANNUAL MEETING
MAY	THURSDAY	14	9:30 A.M. – REGULAR MEETING
JUNE	THURSDAY	11	9:30 A.M. – REGULAR MEETING
JULY	THURSDAY	09	9:30 A.M. – REGULAR MEETING
AUGUST	THURSDAY	13	9:30 A.M. – REGULAR MEETING
SEPTEMBER	THURSDAY	03	9:30 A.M. – REGULAR MEETING
OCTOBER	THURSDAY	08	9:30 A.M. – REGULAR MEETING
NOVEMBER	THURSDAY	12	9:30 A.M. – REGULAR MEETING
DECEMBER	THURSDAY	10	9:30 A.M. – REGULAR MEETING

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #19-270 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

For Item #19-271, Mr. Magguilli addressed the Board for authorization of a contract for I.T. Services to provide an extra layer of support for our I.T. Staff, including cyber security network maintenance and software compliance. Mr. Magguilli responded to questions posed by the Board pertaining to these services and the anticipated length of the contract.

#19-271 Authorize the Executive Director to enter into a contract for **I.T. Services with Just Solutions, Inc.**, for an initial period of three months, with one mutually-agreeable three-month extension at an approximate cost of \$24,000 per month, plus an approximate one-time cost of \$24,000 for initial on-boarding and set up.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #19-271 was put to a roll call and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

EXECUTIVE SESSION

#19-ES 10:29 a.m. Chairman Nasca requested a motion to enter Executive Session pursuant to Section 105(l)(f) of the New York Public Officers Law in order for the full Board to discuss the employment performance histories and performance evaluations of the Executive Director and Executive Staff.

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Moved by Mr. Rulison, seconded by Mr. Fero, and put to a roll call vote, the Board unanimously agreed to enter Executive Session. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

11:10 a.m. Motion to conclude Executive Session: Moved by Mr. Rulison, seconded by Mr. Fero, the Board upon voice vote unanimously agreed to conclude Executive Session.

Chairman Nasca called this Regular Meeting back in open session with formal action taken in adding Resolution ES#19-272 to the Agenda in open session.

ES#19-272 WHEREAS, pursuant to the MCWA By-Laws, the Board has completed its annual review of the Executive Director and the Executive Staff; and

WHEREAS, the Board has reviewed the MCWA Compensation Philosophy, which was revised and approved by Resolution #19-232.

NOW, THEREFORE, BE IT RESOLVED, that the Authority approves and adopts the recommendations submitted to the Board regarding compensation of the Authority's Executive Director and Executive Staff for 2020.

On a motion made by Mr. Fero, seconded by Ms. Bleier-Mervis, the foregoing resolution ES#19-272 was put to a roll call vote and unanimously carried. AYES: 6 (S. Nasca, S. Volpe, M. Fero, R. Hurlbut, W. Bleier-Mervis, J. Rulison); NAYS: 0

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In Board folders for review:

- Notification of proposed recipients of Requests for Qualifications for 2020 Environmental Engineering Services
- Notification of proposed recipients of Requests for Proposals for Design and Production of the Water Authority's 2019 Annual Report
- Minutes of December 4, 2019 Public Information Meeting
- Human Resources Notifications
- Routine monthly informational reports and/or updates.

* * *

There being no further business to come before the Authority, Chairman Nasca adjourned the meeting at 11:15 a.m.


Diane L. Hendrickson, Recording Secretary


Scott D. Nasca, Chairman