

MINUTES**MONROE COUNTY WATER AUTHORITY  
REGULAR MEETING****TUESDAY, February 4, 2020****9:30 a.m.****Board Room, General Offices, 475 Norris Drive, Rochester, New York**

9:34 a.m. As Chairman Nasca was briefly detained, Vice-Chairman Fero called this Regular Meeting to order.

**Roll Call of the membership of the Board and determination that a quorum was present.****Members present (5):** S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison**Members absent (2):** A. Bernstein, R. Hurlbut

**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

**Monroe County Legislative Liaison present:** Hon. Frank X. Allkofer

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 Vice-Chairman Fero**

**#20-011** Approve minutes of the Authority's Regular Meeting held on January 9, 2020.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Rulison, the foregoing resolution #20-011 was put to a voice vote and unanimously carried. AYES: 4; NAYS: 0

**#20-012** Approve list of disbursements on check registers January 8, January 15, and January 22, 2020, which were forwarded to the Authority Members for their review.

On a motion made by Mrs. Volpe, seconded by Mr. Rulison, the foregoing resolution #20-012 was put to a voice vote and unanimously carried. AYES: 4; NAYS: 0

**#20-013** Accept Purchase Order List of materials and supplies for the period January 1 through January 28, 2020 in the amount of \$899,989.01.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-013 was put to a voice vote and unanimously carried. AYES: 4; NAYS: 0

**COMMUNICATIONS/NOTIFICATIONS**

Mr. Noce directed the Board members to a memorandum in their folders acknowledging 31 Water Authority employees who used no sick time during 2019. He wished to commend these employees for their dedication to the organization.

Also in the Board folders was a draft letter from the Water Authority to the EPA regarding the EPA's proposed revisions to the lead and copper rule. Mr. LaManna and Mr. Savage briefed the Board with a general overview of this rule and the proposed revisions, and advised the Board regarding potential impacts this new rule may have on the Water Authority. They fielded follow-up questions from several Board members.

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9:50 a.m. – Chairman Nasca arrived and took over administration of this Regular Meeting.

**For Item 20-014**, Vice-Chairman Fero and Treasurer Rulison offered the following resolution and moved its adoption:

**#20-014**

**RESOLUTION #20-014**

**EXPRESSING APPRECIATION FOR YEARS OF SERVICE AND  
BEST WISHES OF THE MONROE COUNTY WATER AUTHORITY BOARD  
TO LEONARD J. ALMEKINDER UPON HIS RETIREMENT**

*WHEREAS, Leonard J. Almekinder, a longtime employee of the Water Authority,  
has retired as of January 24, 2020; and*

*WHEREAS, Leonard J. Almekinder is a highly skilled and knowledgeable 14 year  
veteran of the Water Authority; and*

*WHEREAS, Leonard J. Almekinder will be remembered for his dedicated service  
by his fellow employees and management of the Water Authority.*

**NOW, THEREFORE, BE IT RESOLVED**, MCWA extends its appreciation  
and best wishes for a happy, fulfilling retirement; and

**BE IT FURTHER RESOLVED**, the Recording Secretary of the Board is  
hereby requested to forward a copy of this Resolution to  
Leonard J. Almekinder, MCWA Retiree.

~ This resolution adopted unanimously. ~

**#20-015** Confirm the following personnel appointment pending approval and pursuant to the Rules and Regulations of the Monroe County Civil Service Commission:

Promotional appointment of Steven Leyland to the title of Labor Foreman effective February 10, 2020, at Salary Schedule 4, Group 6.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-015 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-016** Confirm the following personnel appointment pending approval and pursuant to the Rules and Regulations of the Monroe County Civil Service Commission:

Promotional appointment of Jeanne Suveges to the title of Payroll Systems Specialist effective February 10, 2020, at Salary Schedule 7, Group 4.

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #20-016 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-017** Confirm the following personnel appointment pending approval and pursuant to the Rules and Regulations of the Monroe County Civil Service Commission:

Promotional appointment of Roger Moran to the title of Utility Worker effective February 10, 2020, at Salary Schedule 4, Group 3.

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On a motion made by Mr. Rulison, seconded by Ms. Bleier-Mervis, the foregoing resolution #20-017 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-018**, Mr. Benschoff briefed the Board for authorization in utilizing the Monroe County Contract for as-needed rental of heavy equipment not owned by the Water Authority. Mr. Benschoff indicated we have used this contract for many years, and this amount will be divided among the Engineering, Production & Transmission, and Facilities, Fleet Maintenance & Operations departments.

**#20-018** Authorize the use of the **Monroe County Contract for Heavy Equipment Rental** under the terms of **Contract No. BP #0809-17 (4700007419)** to vendor-awarded **C.P. Ward, Inc.**, through its current term ending September 30, 2020, in an estimated amount of \$300,000. All equipment will be rented as needed.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #20-018 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Items #20-019, #20-020, and 20-021**, Mr. LaManna addressed the Board for authorization for blanket purchase orders for miscellaneous electrical materials and equipment used throughout the year for maintenance and repair of Water Authority facilities. Mr. LaManna responded to a follow-up question from Chairman Nasca regarding the quoting process.

**#20-019** Authorize a Blanket Purchase Order for the purchase of **various Electrical Materials and Equipment** for maintenance and repair of the Authority's equipment and facilities, to be ordered as needed from **Kovalsky-Carr Electrical Supply Company, Inc.**, for an estimated total cost of \$50,000 for the term ending December 31, 2020.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-019 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-020** Authorize a Blanket Purchase Order for the purchase of **various Electrical Materials and Equipment** for maintenance and repair of the Authority's equipment and facilities, to be ordered as needed from **Graybar Electric Company, Inc.** for an estimated total cost of \$50,000 for the term ending December 31, 2020.

On a motion made by Mr. Rulison, seconded by Ms. Bleier-Mervis, the foregoing resolution #20-020 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-021** Authorize a Blanket Purchase Order for the purchase of **various Electrical Materials and Equipment** for maintenance and repair of the Authority's equipment and facilities, to be ordered as needed from **Horizon Solutions, LLC** for an estimated total cost of \$50,000 for the term ending December 31, 2020.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #20-021 was put to a roll call vote and unanimously carried. (AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

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**For Items #20-022 and #20-023**, Mr. LaManna again addressed the Board regarding authorization for the purchase of industrial and commercial supplies from MSC Industrial Supply Company, utilizing New York State Contract, as well as an additional blanket purchase order to procure items not included in the New York State Contract.

**#20-022** Authorize the purchase of **Industrial and Commercial Supplies and Equipment**, to be ordered as needed utilizing **New York State Contract Group #39000, Award #22918, Contract #PC67234**, from **MSC Industrial Supply Company**, for an estimated total cost of \$12,000 through the contract period ending September 30, 2020.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-022 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-023** Authorize a Blanket Purchase Order for the purchase of **Industrial and Commercial Supplies and Equipment not included on New York State Contract**, to be ordered as needed from **MSC Industrial Supply Company** for an estimated total cost of \$8,000 for the term ending December 31, 2020.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-023 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-024**, Mr. LaManna briefed the Board for authorization for the purchase of four new chemical metering pumps related to Phase 2 of a project started in Fall at our Denise Reservoir to replace a 20 year old disinfection chemical system. He noted the Water Authority has standardized on Watson Marlow chemical pumps.

**#20-024** Authorize the purchase of four new **Watson Marlow chemical metering pumps** from **Falleson Associates, Inc.**, for an amount not to exceed \$35,000. Falleson Associates, Inc. is the sole authorized vendor of Watson Marlow chemical pumps in Monroe County.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-024 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-025**, Mr. LaManna addressed the Board for authorization to utilize the Monroe County Contract for the purchase of Square D variable frequency drive equipment from vendor-awarded Kaman Automation. The Authority will be replacing several drives this year and installing some new ones at stations where we need them for operational flexibility.

**#20-025** Authorize the purchase of **Variable Frequency Drive (VFD)** equipment from **Kaman Automation** under the terms of **Monroe County Contract BP #0417-16 for Square D Products**, for an estimated total amount of \$50,000 through the current term ending May 31, 2020.

On a motion made by Mrs. Volpe, seconded by Mr. Rulison, the foregoing resolution #20-025 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-026**, Mr. Savage briefed the Board regarding authorization for the award of a unit price contract for a water main replacement project at Manitou Beach Road and Salmon Creek Drive in the Town of Greece. He summarized the bid results and provided detail on the scope of the project. He also noted we have worked with Nardoizzi Paving & Construction in the past.

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**#20-026** Authorize the award of a unit price contract for **the Manitou Beach Road & Salmon Creek Drive Water Main Replacements Project** to the low responsive, responsible bidder, **Nardozzi Paving & Construction, LLC** in the bid amount of \$2,125,023.25.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-026 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-027**, Mr. Magguilli briefed the Board regarding authorization to enter into a Professional Services Agreement to provide assistance to our Information Technology Department in maintaining the Oracle data base system. He recapped the results of the Request for Proposals.

**#20-027** Authorize a Professional Services Agreement with **RENAPS Technology, Inc.** for **Oracle Data Base Administration and related consulting services** for a one year term with the option to renew for four additional one-year terms upon mutual consent, for an estimated annual cost of \$24,999.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #20-027 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For item 20-028**, Mr. Magguilli addressed the Board regarding authorization to enter into an Agreement for NYS Legislative and Advocacy Services on behalf of the Water Authority. He summarized the results of the proposals received and noted that after the initial one year term, the pay structure may be adjusted up or down based upon the performance of O'Donnell & Associates.

**#20-028** Authorize the Executive Director to enter into an Agreement with **O'Donnell & Associates** to provide **NYS Legislative and Advocacy Services** on behalf of the Monroe County Water Authority. The scope of work will include regulatory and legislative representation, program funding, outreach, and updates from The Drinking Water Quality Institute as well as appropriate State agencies and departments. The Agreement is for one year with two optional one-year renewals, which cost may be adjusted plus or minus 25 percent based upon the Authority's review.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-028 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-029**, Mr. Magguilli spoke to the Board regarding authorization for the leasing of six printers/large copiers to be used by various departments. These are replacements for printers/large copiers whose leases are ready to expire.

**#20-029** Authorize the leasing of **six printers/large copiers** from **United Business Systems** through De Lage Landen Financial Services, utilizing the PEPPM MPS cooperative contract #528897-044. Total cost for the three year lease to be an estimated \$71,000.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-029 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-030**, Mr. Magguilli addressed the Board for authorization to enter into a Professional Services Agreement for design and production of the Water Authority's annual reports. He recapped the responses received to our Request for Proposals and noted that Metrix Marketing has done an excellent job on our annual reports in the past.

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**#20-030** Authorize the execution of a Professional Services Agreement with **Metrix Marketing, Inc.** to provide **Design & Production Services** for the Monroe County Water Authority's Annual Reports. The initial Agreement term is for one year with the option to extend up to two additional one-year terms upon mutual consent.

On a motion made by Mr. Fero, seconded by Mr. Rulison, the foregoing resolution #20-030 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-031**, Mr. Magguilli sought Board authorization to enter into a Professional Services Agreement for third party credit card processing. He recapped results of the proposals received. In addition, he noted that customer payments will be processed at no cost to the Water Authority and that Speedpay, Inc. offers 24/7 customer service with a live representative available every day until midnight. This firm is also used by other municipalities. Mr. Magguilli expects to coordinate this function with the launch of the new MCWA website, with a target implementation date of June 1, 2020.

**#20-031** WHEREAS, the Monroe County Water Authority (the "Authority") solicited Requests for Proposals ("RFP") to numerous firms regarding **Credit Card Processing and Related Services** (the "Services") in connection with billing the Authority's ratepayers; and

WHEREAS, twelve firms responded to the RFP; and

WHEREAS, an Evaluation Committee comprised of various Authority personnel reviewed all proposals and determined that **Speedpay, Inc.** (the "Vendor") offers the best qualifications and capabilities to perform the services; and

WHEREAS, the Evaluation Committee hereby recommends that the Authority enter into a Professional Services Agreement with the Vendor upon the general terms set forth below.

NOW, THEREFORE, BE IT:

RESOLVED: The Assistant to the Executive Director of the Authority is hereby authorized to enter into an Agreement with the Vendor for an initial term of two years with three optional one-year extensions, and execute and deliver said Agreement, his signature being conclusive evidence of such Agreement.

On a motion made by Mr. Rulison, seconded by Mr. Fero, the foregoing resolution #20-031 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**For Item #20-032**, Ms. Molinari addressed the Board for authorization to renew our Water Exchange Agreement with the Town of Ontario, New York. This renewal agreement will expire 12/31/2021. Ms. Molinari discussed projected revenues from this Agreement based upon the Town's purchase of an average of 4.2 million gallons per year for the last 5 years.

**#20-032** Authorize the execution of a **Water Exchange Renewal Agreement with the Town of Ontario, New York**, for the purchase of water at the existing meter vaults on Boston and Whitney Roads. The Agreement will be for a term of two (2) years.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-032 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

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**FINANCE COMMITTEE REPORT** – Presented by Mrs. Volpe for Mr. Hurlbut, Committee Chair

Mrs. Volpe gave a briefing on the Finance Committee meeting held January 29, 2020. She reported that the first item on the Agenda was the review and recommendation of the Water System Revenue Bonds, Series 2020. Ms. Molinari, MCWA's Director of Finance & Business Services, summarized the details of the bond issue, stating the Authority plans to close in March of 2020. Mr. Savage, MCWA's Director of Engineering, provided a written description of each project receiving Series 2020 financing. After some discussion, the Finance Committee unanimously approved the Water System Revenue Bonds, Series 2020, and recommended this item be forwarded to the full Board for its approval.

Mrs. Volpe reported that the second item on the Agenda was the review and recommendation for authorization to pay expenses in connection with the issuance of the Series 2020 Bonds. Mr. Hebert of Harter, Secrest & Emery, Water Authority Counsel, described each of the expenses and verified that they were in line with a standard bond issue. Ms. Molinari discussed the estimated amounts of each expense and indicated the expenses will be paid out of the Bond proceeds. After some discussion, the Finance Committee unanimously approved the authorization to pay expenses in connection with the issuance of the Series 2020 Bonds and to forward this item to the full Board for its approval.

Mrs. Volpe concluded her reporting by noting the last item on the Agenda was the confirmation of the 2020 Finance Committee Meeting Schedule, the next set to convene Thursday, June 4, 2020, and that minutes of the January 29, 2020 meeting are posted on the Water Authority's website.

**For Items #20-033 & #20-034**, Ms. Molinari and Mr. Savage provided the Board with additional details pertaining to the Water System Revenue Bonds, Series 2020, and the projects they will fund. Mr. Hebert also addressed the Board, providing an overview of the Bond structure and defining the roles each party plays in the Bond process. He assured the Board that everything relating to payment of expenses is consistent with standard Bond issue. He fielded questions posed by various Board Members relating to the 2020 Series Bonds. Mr. Rulison and Mr. Noce commended all involved in the upcoming projects on a job well done.

**#20-033**

**RESOLUTIONS REGARDING ISSUANCE OF WATER SYSTEM  
REVENUE BONDS BY MONROE COUNTY WATER AUTHORITY**

WHEREAS, the Monroe County Water Authority (the "Authority") intends to issue its Water System Revenue Bonds, Series 2020 (the "Series 2020 Bonds") for the purpose of financing the costs of the Series 2020 Projects (as defined below); and

WHEREAS, the Authority intends to set forth the terms under which it will issue the Series 2020 Bonds.

NOW THEREFORE, BE IT:

**RESOLVED:** The Members and staff of the Authority are authorized to cause to be issued the Series 2020 Bonds in a principal amount not to exceed Twenty-Five Million Five Hundred and Eighty Thousand Dollars (\$25,580,000) for the purpose of (a) financing the costs of certain capital improvements within Monroe County and Genesee County including (i) the construction of new pump stations, (ii) upgrades to existing pump stations, (iii) installation of new water main; (b) financing the costs of certain other capital improvements of the Authority including (i) replacing certain existing hydrants, (ii) replacing or upgrading certain existing residential meters, (iii) replacing or upgrading certain existing large meters, (iv) rehabilitating certain storage facilities, and (v) any incidental improvements related thereto; (c) paying costs of issuance of the Series 2020 Bonds, and (d) if necessary, funding a Debt Service Reserve Account for the Series 2020 Bonds either through bond proceeds or the purchase of a surety bond (collectively, the "Series 2020 Projects").

**RESOLVED:** The Executive Director, the Director of Finance and Business Services, and the Director of Engineering, or any one of them, with the advice of counsel, be and hereby are authorized and directed to approve the form and substance of all documents to be executed and delivered by the Authority to implement the Series 2020 Projects, including the Fifteenth Supplemental

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Indenture between the Authority and The Bank of New York Mellon, as trustee, the Series 2020 Bonds (specifically, the financial terms thereof, including, but not limited to, the application of bond proceeds, interest rates, maturities, sinking fund redemption amounts, purchase prices and redemption prices), a Preliminary Official Statement of the Authority (the "Preliminary Official Statement"), a final Official Statement of the Authority (the "Official Statement"), a Bond Purchase Agreement between the Authority and Piper Sandler & Co., as underwriter (the "Underwriter"), a Continuing Disclosure Agreement by and between the Authority and the Trustee, an Arbitrage and Use of Proceeds Certificate of the Authority, and any other document or instrument to be executed by the Authority in connection with the issuance and sale of the Series 2020 Bonds, including but not limited to, various closing certificates. All such documents and instruments approved by the Authorized Officers, or either of them (their signature thereon being conclusive evidence of such approval), are authorized and approved and the same (collectively referred to as the "Authority's Documents") shall be filed with the records of the Authority as soon as available after the execution and delivery thereof.

RESOLVED: The Executive Director, the Director of Finance and Business Services, the Director of Engineering, or any one of them, are hereby authorized, in the name and on behalf of the Authority, to execute and deliver the Authority's Documents, to affix the seal of the Authority thereto, and to attest the same, and the Authority's Documents so executed and delivered shall be valid and binding obligations of the Authority.

RESOLVED: The Authority hereby approves the use and distribution of the Preliminary Official Statement and the Official Statement by the Underwriter for purposes of marketing and selling the Series 2020 Bonds.

RESOLVED: The Members and staff of the Authority are hereby authorized, in the name of and on behalf of the Authority, to take any and all action for and on behalf of the Authority in connection with the proposed issuance of the Series 2020 Bonds, which they deem necessary or appropriate to obtain licenses or permits or to register, qualify, or notice the Series 2020 Bonds for offering, issuance or sale under the securities or Blue Sky laws of such of the various states as such officers deem advisable.

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 acts and things required or provided by the provisions of the Authority's Documents, and to execute and deliver all such additional certificates, and to do all such further acts and things as may be necessary, or in the opinion of the officer so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Authority with all of the terms, covenants, and provisions thereof binding upon the Authority.

RESOLVED: These resolutions shall take effect immediately.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-033 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-034**

WHEREAS, the Monroe County Water Authority (the "Authority") intends to issue a series of bonds (the "Series 2020 Bonds") for the purpose of financing the costs of the Series 2020 Projects as described in the Authority's Resolution of February 4, 2020; and

WHEREAS, the expenses to be paid include:

(i) An estimated amount of \$118,000 to Piper Sandler ("Piper") described in the proposal letter from Piper dated January 14, 2020, which the estimated amount



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includes (a) takedown (sales compensation) of \$87,000; (b) \$25,000 for the fees of Underwriter's Counsel, and (c) other underwriting expenses estimated at \$6,000; and

(ii) An estimated amount of \$82,000 to Harter Secrest & Emery LLP ("HSE") described in the proposal letter from HSE dated January 7, 2020, which estimated amount includes fees of (a) Authority's Bond Counsel of \$39,000; (b) Authority's General Counsel of \$25,000; and (c) Authority's Special Tax Counsel of \$18,000; and

(iii) An estimated amount of \$45,000 to Capital Market Advisors, LLC ("CMA") for financial advisory services, as described in the proposal letter from CMA dated January 13, 2020; and

(iv) An estimated amount of \$8,500 to Bonadio & Co., LLP ("Bonadio") for certain accounting services as described in the proposal letter from Bonadio dated January 16, 2020; and

(v) An estimated amount of \$2,000 to O'Brien & Gere Engineers, Inc., part of Ramboll ("OBG") for certain consulting engineer services as described in the proposal letter from OBG dated January 22, 2020; and

(vi) Amounts payable to the Bank of New York Mellon of \$2,000 as a one-time acceptance fee, \$2,000 as an annual trustee administration fee, and \$5,000 as a capped fee for counsel services, all as described in the fee proposal from the Bank of New York Mellon dated January 24, 2020; and

(vii) Certain other miscellaneous expenses, including but not limited to, fees of Moody's Investors Services, Inc. (estimated to be \$27,000) and S&P Global Ratings (estimated to be \$25,000) for providing ratings on the Series 2020 Bonds, fees for printing the Official Statement, fees of the Depository Trust Company, if any, and any other similar fees and expenses necessary to issue the Series 2020 Bonds, the amount thereof to be determined by the Executive Director in his discretion.

Items (i) through (vii) being collectively referred to as the "Approved Expenses".

NOW, THEREFORE, BE IT RESOLVED:

1. The Officers of the Authority are hereby authorized to pay the Approved Expenses.

2. The Executive Director and/or the Director of Finance and Business Services are hereby authorized to make such changes to the amounts and other terms of the expenses payable as part of the Approved Expenses.

3. 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 acts and things required or as may be necessary, or in the opinion of the officer so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Authority with all of the provisions of the foregoing resolutions.

On a motion made by Mr. Rulison, seconded by Mrs. Volpe, the foregoing resolution #20-034 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis, J. Rulison); NAYS: 0

**#20-035**

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

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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 Mrs. Volpe, seconded by Mr. Rulison, the foregoing resolution #20-035 was put to a roll call vote and unanimously carried. AYES: 5 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis; J. Rulison); NAYS: 0

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**In Board folders for review:**

- MCWA Employees with Perfect Attendance for 2019
- Draft Letter to EPA Regarding Proposed Revisions to Lead & Copper Rule
- Routine monthly informational reports and/or updates.

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There being no further business to come before the Authority, Chairman Nasca adjourned the meeting at 10:20 a.m.



Diane L. Hendrickson, Recording Secretary



Scott D. Nasca, Chairman