

MINUTES

**MONROE COUNTY WATER AUTHORITY
REGULAR MEETING**

THURSDAY, March 12, 2020

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 (4): S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis

Members absent (3): A. Bernstein, R. Hurlbut, J. Rulison

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. Benshoff, 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

Others in Attendance: Randall Shepard of Bonadio & Company

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

#20-036 Approve minutes of the Authority's Regular Meeting held on February 4, 2020.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-036 was put to a voice vote and unanimously carried. AYES: 4; NAYS: 0

#20-037 Approve list of disbursements on check registers dated January 29, February 5, February 12, February 20, and February 26, 2020, which were forwarded to the Authority Members for their review.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-037 was put to a voice vote and unanimously carried. AYES: 4; NAYS: 0

#20-038 Accept Purchase Order List of materials and supplies for the period January 29 through March 4, 2020 in the amount of \$1,159,323.84.

On a motion made by Mrs. Volpe, seconded by Ms. Bleier-Mervis, the foregoing resolution #20-038 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 that was recently distributed to all Water Authority personnel regarding Coronavirus, or COVID-19. The memo outlined steps employees can follow to minimize the spread of germs in the workplace. It also described practices the Water Authority has implemented to guard the well-being of its employees. Mr. Noce stated that Executive Staff has been in meetings the past several weeks (including meetings with other New York State Water Authorities) to design a plan to protect employee health while continuing to provide uninterrupted water service to the community in the event of an area-wide outbreak.

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For Item 20-039, Board Members Bleier-Mervis and Volpe offered the following resolution and moved its adoption:

#20-039

RESOLUTION #20-039
EXPRESSING APPRECIATION FOR YEARS OF SERVICE AND
BEST WISHES OF THE MONROE COUNTY WATER AUTHORITY BOARD
TO JOHN B. HODGETTS UPON HIS RETIREMENT

*WHEREAS, John B. Hodgetts, a longtime employee of the Water Authority,
has retired as of January 30, 2020; and*

*WHEREAS, John B. Hodgetts is a highly skilled and knowledgeable 34 year
veteran of the Water Authority; and*

*WHEREAS, John B. Hodgetts 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

John B. Hodgetts, MCWA Retiree.

~ This resolution adopted unanimously. ~

#20-040 Confirm the following personnel appointment pending approval and pursuant to the Rules and Regulations of the Monroe County Civil Service Commission:

Promotional appointment of Ethan Davidson to the title of Programmer Analyst effective March 16, 2020, at Salary Schedule 3, Group 4.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-040 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

#20-041 Confirm the following personnel appointment pending approval and pursuant to the Rules and Regulations of the Monroe County Civil Service Commission:

Promotional appointment of Chad Adams to the title of Dispatcher effective March 16, 2020, at Salary Schedule 5, Group 3.

On a motion made by Ms. Bleier-Mervis, seconded by Mrs. Volpe, the foregoing resolution #20-041 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-042, Mr. Benshoff briefed the Board for authorization for the purchase of Clow/Eddy hydrant parts. He recapped the bid results and stated that the Water Authority has done business with this vendor for many years.

#20-042 Authorize the purchase of **Clow/Eddy Hydrant Parts** from low responsive, responsible bidder, **T. Mina Supply, East, Inc.** in the bid amount of \$25,104.60. This is a unit price contract based on estimated quantities and renewable for four one-year terms at the mutual, written consent of the Authority and the vendor.

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On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-042 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-043, Mr. Savage addressed the Board for authorization to execute Professional Services Agreements for Environmental Engineering Services with 10 firms. These services will fulfill ongoing needs for consultation on individual projects or compliance issues. He stated Staff has determined these firms are well-qualified to perform the work, noting that the Water Authority has previously conducted business with all but one. He responded to a follow-up question from Chairman Nasca.

#20-043 Authorize the execution of Professional Services Agreements with the following firms for **Environmental Engineering Services: ARCADIS US, Inc.; Barton & Loguidice, P.C.; Bergmann & Associates; CHA Consulting, Inc.; Fisher Associates, P.E., L.S., L.A., D.P.C.; La Bella Associates, P.C.; Passero Associates; O'Brien & Gere Engineers, Inc., a part of Ramboll; Ravi Engineering & Land Surveying, P.C.; and Wendel.**

On a motion made by Mr. Fero, seconded by Ms. Bleier-Mervis, the foregoing resolution #20-043 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-044, Mr. Savage addressed the Board seeking authorization for the Executive Director to execute Amendment No. 1 to the November 4, 2019 Water District Main Extension Agreement with the Town of Pavilion. He gave an overview of the project including the cost to the Water Authority, stating it involves replacing the existing water storage tank at the same site with a similar tank.

#20-044 Authorize the Executive Director to execute **Amendment 1 to the November 4, 2019 Water District Main Extension Agreement with the Town of Pavilion.**

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-044 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-045, Mr. LaManna addressed the Board for authorization to purchase laboratory supplies and equipment utilizing New York State Contract. He informed the Board that the State awarded this new contract to multiple vendors.

#20-045 Authorize the purchase of **Laboratory Supplies and Equipment**, to be ordered as needed utilizing New York State Office of General Services (NYSOGS) Contract, Group #12000, Award #23154, from **multiple vendors authorized by the Contract**, for an estimated amount of \$30,000 per term. This will be for an initial term through July 17, 2020, with an option to extend up to four additional 12-month terms through the contract period ending July 17, 2024.

On a motion made by Mrs. Volpe, seconded by Mr. Fero, the foregoing resolution #20-045 was put to a roll call vote and unanimously carried. (AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-046, Mr. LaManna again addressed the Board regarding authorization for the purchase of intelligent facility and security systems and solutions materials and services utilizing New York State Contract. The Water Authority employs these services for maintenance and repairs to our HVAC systems.

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#20-046 Authorize the purchase of **Intelligent Facility and Security Systems and Solutions materials and services**, to be ordered as needed utilizing New York State Office of General Services (NYSOGS), Group #77201, Award #23150, Contract #PT68817, from **Johnson Controls, Inc.**, for an estimated amount of \$25,000 per contract term. This will be for an initial term through August 26, 2020, with an option to extend up to four additional 12-month terms through the contract period ending August 26, 2024.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-046 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-047, Mr. LaManna requested the Board authorize a commodity purchase order for microbiological testing products from IDEXX Distribution, Inc. This firm is the sole source for these products, on which the Authority has standardized. He explained that our current contract is set to expire, and we received new pricing from IDEXX, which has held the same as, or close to, the pricing on the current contract.

#20-047 Authorize a commodity purchase order for the purchase of **Microbiological Testing Products** from **IDEXX Distribution, Inc.**, to be ordered as needed at the unit prices proposed for an estimated amount of \$120,000 for a term not to exceed two years beginning April 1, 2020 through March 31, 2022.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-047 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-048, Mr. LaManna briefed the Board for authorization to award a unit price contract for the purchase of two new fiberglass shelters to replace existing, deficient shelters located at a PRV Station and a Booster Pump Station. He recapped the bid results and noted that the new shelters will be of better quality than those they are replacing.

#20-048 Authorize the award of a unit price contract for **Fiberglass Shelters** to the low responsive, responsible bidder, **MEKCO, a Division of ConceptWorks**, for the bid amount of \$25,188.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-048 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-049, Mr. LaManna addressed the Board for authorization to purchase materials and services for the rehabilitation and repair of Kreag Road Booster Pump Station Pump No. 3. He summarized the work needed, noting that this vendor is the sole authorized representative and distributor for this brand of pump.

#20-049 Authorize the purchase of **materials and services** for the **rehabilitation and repair of Kreag Road Booster Pump Station No. 3** by **Siewert Equipment, a Division of Cummins-Wagner**, for an amount not to exceed \$18,000.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-049 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

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AUDIT COMMITTEE REPORT – Presented by Mrs. Volpe, Committee Member

Mrs. Volpe gave a briefing on the Audit Committee meeting held March 3, 2020 at 8:00 a.m., at which the first item on the agenda was the review of the 2019 Audited Financial Statements. Mrs. Volpe reported that Mr. Randall Shepard of Bonadio & Co. was present at this meeting, and he reviewed Bonadio's letter of findings and stated there were no sensitive disclosures or misstatements affecting the financial statements and, therefore, no Management Letter is being issued as a result of the audit. Mr. Shepard further stated it was a clean audit, and he commended Amy Molinari and the Authority's Accounting staff.

Mrs. Volpe continued, reporting that Mr. Shepard then presented a complete review of the Financial Statements for the year ended December 31, 2019 and, following the review and discussion, the Committee voted unanimously to approve the Financial Statements and to forward to the full Board for its approval.

The next item on the Agenda was the review of the 2019 Annual Investment Report, for which Mr. Shepard informed the Committee that Bonadio had also performed an audit of the Authority's investments for 2019 as required by the State Comptroller's Office for compliance with New York State laws and the Authority's own investment policies, and stated the Authority was in compliance with all material aspects. The Committee voted unanimously to approve the Investment Audit, as presented, and forward to the full Board for approval.

Mrs. Volpe stated the next item discussed was a review of the 2019 Annual Investment Report, for which Ms. Molinari gave an in-depth review and responded to questions posed by the Committee. The Committee voted unanimously to approve the Report, as presented, and forward to the full Board for its approval.

She continued with the next item on the Agenda, which was a review of the Assessment of the Effectiveness of Internal Controls for year ended December 31, 2019. She reported that Ms. Molinari summarized the procedure for the review and stated there were no inordinate risks to the Authority's assets or operations during the review period. The Committee voted unanimously to approve the Review, as presented, and forward to the full Board for its approval.

Mrs. Volpe stated the next item brought before the Committee was a request for Cyber & Privacy Insurance. Ms. Molinari informed the Committee that an application for this insurance had been submitted to Brown & Brown, the Authority's Broker of Record, ultimately resulting in the receipt of two premium quotes for a one-year policy and \$5 million limit of liability. After review of both proposals with the Authority's insurance consultant, it was the consultant's recommendation that the proposal from Chubb & Son, Inc. offers stronger coverage. The Committee voted unanimously to approve the proposal from Chubb & Son, Inc. and to forward to the full Board for its approval.

Mrs. Volpe concluded her briefing by stating the next meeting of the Audit Committee is scheduled for Thursday, May 7, 2020 at 8:00 a.m. and that minutes of the March 3rd meeting are posted on the MCWA's website.

In discussion of Items #20-050 and #20-051, Mr. Randall Shepard of Bonadio & Co. addressed the Board, copies of the 2019 Financial Statements, as audited, and the 2019 Investment Audit having been distributed. He provided additional detailed summary recap of the financial and investment audits to the full Board and invited any further questions.

#20-050 Upon consideration and recommendation of the Monroe County Water Authority's Audit Committee, the Board hereby approves the **2019 Annual Financial Statements** as audited by Bonadio & Co., LLP.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-050 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

#20-051 Upon recommendation of the Monroe County Water Authority's Audit Committee, the Board hereby approves the **2019 Annual Investment Audit** as performed by Bonadio & Co, LLP.

On a motion made by Mrs. Volpe, seconded by Mr. Fero, the foregoing resolution #20-051 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-052, Ms. Molinari addressed the Board in summary overview of this report, which had been provided for their prior review.

#20-052 Approve the **2019 Annual Investment Report** as directed under Title 7, Section 2925 of the Public Authorities Law, issued under the Annual Statement of Investment Policy in effect through December 31, 2019.

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On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-052 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-053, Ms. Molinari briefed the Board on this annual review and the assessment procedure, reporting that the review found there were no inordinate risks to the Authority's assets or operations during the review period. She invited and addressed follow-up questions from the Board.

#20-053 Upon recommendation of the Monroe County Water Authority's Audit Committee, the Board hereby approves **Management's Assessment of the Effectiveness of Internal Control Structure and Procedures**, as presented on this date.

On a motion made by Ms. Bleier-Mervis, seconded by Mr. Fero, the foregoing resolution #20-053 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-054, Ms. Molinari provided a summary of the process for obtaining a one-year policy with a \$5 million limit of liability for Cyber and Privacy Insurance through the Authority's Broker of Record.

#20-054 Approve proposal as submitted by Broker of Record, Brown & Brown of NY, Inc., and authorize coverage for **Cyber and Privacy Insurance** through **Chubb & Son, Inc.**, with the limits of liability and deductibles, as proposed, and inclusive of fees for service, for an estimated total cost of \$18,500. The term for insurance coverage is March 13, 2020 through March 12, 2021, with an option to extend through July 1, 2021.

On a motion made by Ms. Bleier-Mervis, seconded by Mrs. Volpe, the foregoing resolution #20-054 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

#20-055 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 Ms. Bleier-Mervis, seconded by Mrs. Volpe, the foregoing resolution #20-055 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

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

Ms. Bleier-Mervis gave a detailed briefing on the Governance Committee meeting held March 3, 2020 at 8:30 a.m. She reported that the first item was review of the Annual Statement of Investment Policy and that Ms. Molinari informed the Committee that this must be reviewed annually and revised when necessary; she stated that Executive Staff reviewed the policy and recommended no revisions at this time. The Committee voted unanimously to re-adopt the Annual Statement of Investment Policy, as presented, and to forward the item on to the full Board for its approval at the Annual Meeting in April, 2020.

Ms. Bleier-Mervis reported that the next item brought before the Committee was review of the Water Authority's Mission Statement. Ms. Diane Hendrickson informed the Committee that based on its

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review of the Mission Statement, Executive Staff recommended no revisions. The Committee then voted unanimously to re-adopt the Mission Statement, as presented, and to forward to the full Board for its approval.

She continued with the next item on the Agenda, the Report on 2019 Performance Measurements, for which Ms. Molinari, with input from Mr. Larry Magguilli, gave a detailed review, and following review and discussion, the Governance Committee voted unanimously to accept the Report of 2019 Performance Measurements and to forward on to the full Board for its approval.

Ms. Bleier-Mervis stated that the next item on the Agenda was review of the 2020 ABO Performance Measurements. Ms. Molinari explained that the NYS ABO requires the Authority establish a set of performance measurements to allow the Authority to determine how well it is carrying out its mission, and to revisit the appropriateness of such measures each year. Ms. Bleier-Mervis said that following some discussion, the Committee voted unanimously to approve the Report, as presented, and to forward to the full Board for its approval.

For the next item, Ms. Bleier-Mervis reported that Ms. Hendrickson informed the Committee that the individual Board Member Confidential Self-Evaluation Survey forms had been completed and returned and that a summary will be prepared and filed with the New York State Authorities Budget Office. This item was for informational purposes only and did not require any action by the Committee.

Ms. Bleier-Mervis concluded her reporting by stating that the next meeting of the Governance Committee is scheduled for Thursday, May 7, 2020 at 8:30 a.m. and that minutes of the March 3rd meeting are posted on the Water Authority's website.

#20-056 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby readopts **MCWA's Mission Statement**, as presented.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-056 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

In discussion of Item #20-057, Mr. LaManna gave a detailed review of the Report on 2019 Performance Measurements with highlights and data from each section.

#20-057 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby accepts the **Report on 2019 Performance Measures**, as presented.

On a motion made by Ms. Bleier-Mervis, seconded by Mrs. Volpe, the foregoing resolution #20-057 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

#20-058 Upon recommendation of the Monroe County Water Authority's Governance Committee, the Board hereby adopts **Performance Measurements for 2020**, as presented.

On a motion made by Mr. Fero, seconded by Mrs. Volpe, the foregoing resolution #20-058 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

For Item #20-059, Mr. Noce requested an amendment be made to the March 12, 2020 Agenda with the addition of a resolution authorizing the Water Authority take any and all necessary actions relating to the outbreak of Coronavirus (COVID-19). He distributed a copy of the resolution to each Board Member for their review.

#20-059 WHEREAS, the Monroe County Water Authority (the "Authority") is a New York State public benefit corporation providing a water supply system and water distribution system to customers in its service area (the "Authority Services");

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WHEREAS, the outbreak of Coronavirus disease (COVID-19) (the "Coronavirus Disease") may require the Authority and Authority staff to take rapid and decisive action to ensure safe and effective delivery of the Authority's Services.

NOW THEREFORE, BE IT:

RESOLVED: The Executive Director of the Authority and any staff he designates are hereby authorized to take any action for and on behalf of the Authority and its customers which they deem necessary or appropriate to ensure the safe and efficient delivery of the Authority's Services during the time period when the Coronavirus Disease poses a direct threat in the Authority's service area.

RESOLVED: These Resolutions shall take place immediately.

On a motion made by Mr. Fero, seconded by Ms. Bleier-Mervis, the foregoing resolution #20-059 was put to a roll call vote and unanimously carried. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

EXECUTIVE SESSION

#20-ES 10:00 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 Board to discuss the employment performance history of a particular employee.

Moved by Mr. Fero, seconded by Ms. Bleier-Mervis, and put to a roll call vote, the Board unanimously agreed to enter Executive Session. AYES: 4 (S. Nasca, S. Volpe, M. Fero, W. Bleier-Mervis); NAYS: 0

10:34 a.m. Motion to conclude Executive Session: Moved by Ms. Bleier-Mervis, seconded by Mrs. Volpe, the Board upon voice vote unanimously agreed to conclude Executive Session. Chairman Nasca called this Regular Meeting back in Open Session. No formal action taken.

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In Board folders for review:

- 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 10:35 a.m.



Diane L. Hendrickson, Recording Secretary



Scott D. Nasca, Chairman