

MINUTES of the **MEETING** of the **ERIE COUNTY WATER AUTHORITY** held in the office, 295 Main Street, Room 350, Buffalo, New York, on the 19th day of July, 2018.

PRESENT: **Jerome D. Schad, Chairman**
Mark S. Carney, Vice Chairman
Terrence D. McCracken, Secretary to the Authority
Margaret A. Murphy, Associate Attorney
Robert J. Lichtenthal, Jr. Deputy Director
Karen A. Prendergast, Comptroller
Paul H. Riester, Director of Administration
John J. Mogavero, Chemist/Chief WTPO
Joseph J. Burns, Deputy Administrative Director

ATTENDEES:

CALL TO ORDER

PLEDGE TO THE FLAG

I. - ROLL CALL

II. - READING OF MINUTES

Motion by Mr. Carney seconded by Mr. Schad and carried to waive the reading of the Minutes of the Meeting held on Thursday, June 28, 2018.

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

III. - APPROVAL OF MINUTES

Motion by Mr. Carney seconded by Mr. Schad and carried to approve the Minutes of the Meeting held on Thursday, June 28, 2018.

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

IV. – REPORTS**SECRETARY**

1. Executive Session

- Discussion of Potential Litigation Regarding Contract Dispute with Zeppelin Communications pursuant to Public Officers Law §105(1)(d)

Secretary McCracken announced that there will be an executive session after Item No. 2 of the regular meeting to discuss the above in addition to a discussion on Item No. 12 of this meeting.

2. RFP for Boardroom Improvements/Audio Video

Secretary McCracken reported to the Board that, per the Board's request, he has met with two companies relative to purchasing new equipment in the boardroom for the ability to transcribe, live stream and videotape the meetings, etc. He asked permission to put a RFP for Boardroom Improvements on as a resolution at the next meeting and then subsequently send out the RFP. Mr. McCracken explained that the RFP is only for the Ellicott Square Building's boardroom and law library. The Commissioners agreed to move forward.

3. Erie County Legislature Energy & Environment Committee Meeting

Secretary McCracken noted for the record that the Commissioners attended the Erie County Legislature's Energy & Environment Committee meeting. In addition, he reported that a couple of the legislators had asked for more information from the Authority, so a packet was put together for them containing disks and the full ABO report. Vice Chairman Carney expressed that he wants our response to in no way indicate we believe we have any obligation to the Legislature and that we are simply agreeing to cooperate to give them information.

LEGAL

1. Dan Telvock FOIL (Confidential Memorandum)

Attorney Murphy reported to the Board that herself, Jacqueline Mattina and Timothy Gallagher, all members of the Legal department, reviewed all five binders in order to identify what documents they believe to be privileged under FOIL. Ms. Murphy then sent out a confidential memorandum with recommendations of what documents they believe to be privileged and what should be disclosed and what should not. After discussion, the Commissioners agreed to give Mr. Telvock the documents they agree can be disclosed.

FISCAL

1. Revised Budget Calendar

Steven D'Amico distributed a revised budget calendar for the Commissioners' review. Also, Chairman Schad asked that Executive Engineer Stoll make the Genesee project (supplying water to Genesee County) a priority. He does not feel that capital costs should get in the way of this project moving forward.

2. Spectrum Contract

Lichtenthal

Mr. Lichtenthal asked permission to put a resolution on at the next Board meeting to enter into an agreement with Spectrum for PRI (phone) service, Ethernet private line service (fiber point-to-point) and internet. He explained that we have done this in the past off a NYS Contract. This was approved by the Board.

Mr. Lichtenthal also added that bond offering went well, and the closing is set for July 25, 2018.

OPERATIONS

No Report

HUMAN RESOURCES

No Report

AUDIT COMMITTEE

No Report

GOVERNANCE COMMITTEE

No Report

FINANCE COMMITTEE

No Report

ETHICS BOARD

No Report

V. - COMMUNICATIONS AND BILLS

ITEM 1 - CREATION AND/OR AMENDMENT OF MASTER PURCHASE ORDERS

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 2 - MASTER PURCHASE ORDER RELEASES, PURCHASE ORDERS AND PURCHASE ORDER AMENDMENTS

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

At this time Secretary McCracken announced that Executive Session is now to convene to discuss potential litigation regarding contract dispute with Zeppelin Communications pursuant to Public Officers Law §105(1)(d) and in addition to that, Item No. 12 – the authorization to upgrade title of Claims Representative/Risk Manager.

Motion by Mr. Schad seconded by Mr. Carney and carried to convene an Executive Session to discuss potential litigation regarding contract dispute with Zeppelin Communications pursuant to Public Officers Law §105(1)(d) and discussion of title upgrade pursuant to Public Officers Law §105(1)(f) (matters relating to the employment history of a particular person) and

invited, along with Commissioners, Secretary McCracken, Margaret Murphy and Robert Lichtenthal to attend the Executive Session. 10:32 a.m.

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

Motion by Mr. Schad seconded by Mr. Carney carried to close Executive Session. 10:53 a.m.

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

Chairman Schad noted that Executive Session was concluded with giving Attorney Murphy parameters to negotiate with Zeppelin Communications and report back to the Board with the result of those negotiations. He also noted that the Commissioners completed their review on the personnel matter.

ITEM 3 – Letter from William F. Savino regarding Zeppelin Communications – **RECEIVED AND FILED**

ITEM 4 – Letter from Dan Telvock regarding FOIL Request – **RECEIVED AND FILED**

VI. - UNFINISHED BUSINESS

T-1 APPROVAL OF THE AMENDMENT TO THE PROPOSED POLICY NO. 94.0 (ITEM NO. 4 4/19/18) (REFERRED TO GOVERNANCE COMMITTEE)

T-2 ADOPTION OF POLICY NO. 96.0 (ITEM NO. 15 4/19/18) (REFERRED TO GOVERNANCE COMMITTEE)

T-11 AMENDMENT TO THE AUTHORITY'S CODE OF ETHICS RELATING TO CONDUCT OF COMMISSIONERS AND FORMER COMMISSIONERS (ITEM NO. 7 6/28/18) (REFERRED TO GOVERNANCE COMMITTEE)

VII. - NEW BUSINESS

ITEM 5 - AUTHORIZATION TO ACCEPT PROPOSAL OF CIMATO BROTHERS CONSTRUCTION FOR THE CONSTRUCTION AND INSTALLATION OF APPROXIMATELY 1,750 LINEAR FEET OF EIGHT (8") INCH PVC AND 40 LINEAR FEET OF EIGHT (8") INCH DIP WATERMAIN, FOUR (4) HYDRANTS, THREE (3) LINE VALVES AND APPURTENANCES IN NORTHWOODS SUBDIVISION, PHASE 2A, TOWN OF CLARENCE, NEW YORK, EC NO. 6992, PROJECT NO. 201800068

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 6 - AUTHORIZATION TO ADVERTISE FOR BIDS FOR THE FURNISHING AND DELIVERING OF CAUSTIC SODA (50% SOLUTION OF SODIUM HYDROXIDE) MEMBRANE GRADE TO THE ERIE COUNTY WATER AUTHORITY FOR USE IN THE TREATMENT OF WATER FOR TWO YEARS FROM NOVEMBER 1, 2018 THROUGH OCTOBER 31, 2020, PROJECT NO. 201800140

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

Vice Chairman Carney questioned why there is a 30 % increase in the cost. Mr. Mogavero explained that basically it is due to a demand, and therefore, the price of caustic soda has increased by 30%.

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 7 - APPROVAL OF CHANGE ORDER NO. 1 OF GEITER DONE OF WNY, INC. FOR EXCAVATED MATERIAL REMOVAL AND DISPOSAL, APRIL 1, 2018 THROUGH MARCH 31, 2020, PROJECT NO. 201800010, CONTRACT NO. 18-17-04 - \$2,808.50

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

Chairman Schad noted that the method in which the minutes are kept needs to be addressed in order to make them more efficient. He believes the record needs to stay very transparent the item can always be tracked, see an item ahead of time and then see if an action was taken. Vice Chairman Carney asked if there will be more change orders such as Change Order No. 1. Russell Stoll commented that it is possible to see a few more but not many.

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 8 - AUTHORIZATION TO EXTEND THE CONTRACT WITH NEPTUNE TECHNOLOGY GROUP, INC. FOR FURNISHING AND DELIVERING OF WATER METERS, AUGUST 1, 2015 THROUGH JULY 31, 2018, PROJECT NO. 201500025, CONTRACT NO. 15-13-09 - \$1,700,000.00

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

Vice Chairman Carney noted that after walking through the Meter Shop he feels that Neptune seems to be extremely responsive in terms of not only assisting us in what we need and how we need it but also they're responsive in terms of replacing anything that is damaged or not working properly.

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 9 - RATIFICATION OF THE INSTALLATION OF HYDRANTS AND VALVES AND RETIREMENT OF EXISTING HYDRANTS AND VALVES - VARIOUS LOCATIONS

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 10 - AUTHORIZATION TO APPOINT THE DEPUTY DIRECTOR OF THE ERIE COUNTY WATER AUTHORITY THE DESIGNEE TO FILE THE CLIENT SEMI-ANNUAL REPORT TO THE NEW YORK STATE JOINT COMMISSION ON PUBLIC -ETHICS RECEIVED AND FILED

Motion to receive and file by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 11 - SERVICE CONNECTION WORK ORDER LIST

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 12 - AUTHORIZATION TO UPGRADE THE TITLE OF CLAIMS REPRESENTATIVE/RISK MANAGER

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

Vice Chairman Carney noted that the has reviewed the last few performance ratings and find them to be long overdue and Chairman Schad concurred.

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 13 - DAVID WOLF – LEAVE OF ABSENCE

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 14 - AUTHORIZATION TO EXTEND THE PROFESSIONAL SERVICES CONTRACT WITH HI-TECH SERVICES TO PROVIDE INFORMATION TECHNOLOGY CONSULTING AND SUPPORT SERVICES, CONTRACT NO. HT-006, PROJECT NO. 201600166

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

Vice Chairman Carney asked if we pay per hour for this contract. Mr. Lichtenthal replied that the cap is controlled through the budget.

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 15 - CREATION AND/OR AMENDMENT OF MASTER PURCHASE ORDERS LIST NO. 2018-23

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

ITEM 16 - MASTER PURCHASE ORDER RELEASES, PURCHASE ORDERS AND PURCHASE ORDER AMENDMENTS LIST NO. 2018-23

Motion by Mr. Carney seconded by Mr. Schad

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None

At this time Attorney Murphy brought up the topic of a possible change in policy regarding the Authority's contracts and who should sign first the Board or vendor. She raised the question do we want the Board to review the contracts first before the vendor/contractor sign the contract. Vice Chairman Carney noted that the law is pretty clear. If we create a contract and we send it out, it is accepted upon their signature unless you have expressed language that the contract is not valid until signed by us. Chairman Schad suggested including a standard one-line statement in every contract that the contract is not an approved contract until the Board takes action. Vice Chairman Carney agreed and suggested adding language in the contract such as "This contract shall not be deemed valid until it has been authorized by the Authority's Board." Ms. Murphy remarked that she would work on adding that language in all contracts including change orders, contract extensions, etc.

VIII. - ADJOURNMENT

Motion by Mr. Carney seconded by Mr. Schad carried that the meeting adjourn.

DISCUSSION

None

VOTE

Ayes: Two; Commrs. Schad and Carney

Noes: None



Terrence D. McCracken
Secretary to the Authority

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