

**WARREN COUNTY (PEQUEST RIVER)
MUNICIPAL UTILITIES AUTHORITY
REORGANIZATION MEETING
MINUTES
FEBRUARY 28, 2017**

Chairman Chamberlain called the reorganization meeting of the Warren County (Pequest River) Municipal Utilities Authority to order at 7:45 P.M. The meeting was held at the Authority's Administration building located at 199 Foul Rift Road, Belvidere, New Jersey.

Chairman Chamberlain congratulated Sidney Deutsch and Drew J. Kiszonak on their reappointment as commissioners by the Warren County Freeholders. Mr. Tipton administered the oath of office to Sidney Deutsch and Drew J. Kiszonak.

Roll Call:

Sidney Deutsch	Donald Niece Absent
Drew Kiszonak	
Laurel Napolitani, Secretary	
Everdina O'Connor	
Robert Piazza, Treasurer	
Philip Rosenberg	
Morris Scott, Jr., Vice Chairman	
Chad Chamberlain, Chairman	

Also, in attendance were: Steve Donati, P.E., Authority Engineer; Brian Tipton, Esq., Authority Legal Counsel; Kim Francisco, Authority Fiscal Officer; Billy J. Wauhop, Authority Consultant and Patricia Kaspereen, Administrative Assistant.

Chairman Chamberlain led everyone in the Pledge of Allegiance and then read the Introductory Statement.

REPORTS OF COMMITTEES

Finance Committee: On behalf of the Finance Committee, Mr. Piazza, who chairs the committee, thanked the other members of the committee for working on the committee with him. He also extended the committee's appreciation to Mr. Francisco, Mr. Olshefski and his staff at the County for preparing financial reports and working on the Authority's finances. In 2016, the Authority was about \$265,000 under budget. He gave a big thank you to Mr. Wauhop and the staff for their efforts. Most of the savings was due to a reduction in sludge hauling/disposal costs and other operating expenses. Mr. Piazza challenged Mr. Wauhop to work for "free", meaning that at a minimum, cost savings would be at least equivalent, if not exceeding, what he is paid in his contract.

Chairman Chamberlain thanked Mr. Piazza and the Finance Committee for their work and said they did a great job, as well as thanking Mr. Francisco, Mr. Olshefski and Mr. Wauhop.

Personnel Committee: On behalf of the Personnel Committee, Chairman Chamberlain, who chairs the committee, said last year the committee vowed to be more engaged and more involved. Over the past year, six Personnel Committee meetings were held. The committee looked at compensation issues, performance reviews, paid time off, disciplinary issues, staffing and a potential succession plan for Mr. Wauhop for when he retires. Chairman Chamberlain stated the committee accomplished a lot over the past year. He said the most important thing is the Authority has been able to maintain a high level of moral and productivity with the employees, for which he thanked Mr. Wauhop and the committee, and looks forward to another good year.

Oxford WWTP Upgrade Committee: Mr. Rosenberg, who chairs this committee, toured the Oxford plant last month. He noted a stark difference from the tour he took when Tomar was still on site. The plant looks really nice; the operators are doing a nice job keeping the place in shape. Since Tomar Construction is no longer on site, and the only work needed to be done for completion are site improvements by Tom Bartha Excavating and in-house personnel, Mr. Rosenberg suggested the Upgrade Committee be disbanded.

Insurance Committee: Mr. Rosenberg, who chairs this committee, said since we brought Ms. Cooper on board as our risk manager, things have been fine. In the agenda packets was an announcement from the MEL for online training for public officials. This can be done on one's own. Last year, it was done as a group. Ms. Kaspereen will check with MEL to see if this can be done as a group again this year. Other than that, he thought Ms. Cooper would give her annual presentation and recommendations to the Board and then the committee could meet if necessary.

ELECTION OF OFFICERS

Chairman Chamberlain passed the gavel to Mr. Tipton to conduct the Election of Officers.

Mr. Tipton opened the nominations for a slate of officers or to start with the chairperson position.

Mr. Scott made a motion to retain the same slate of officers as last year. Ms. O'Connor seconded. As there were no further nominations, nominations were closed. The motion passed unanimously on a roll call vote.

Mr. Tipton congratulated the officers and relinquished the gavel to Chairman Chamberlain.

Chairman Chamberlain thanked everyone for their confidence in this group of officers.

APPOINTMENT OF OFFICERS

General Counsel: Chairman Chamberlain presented a resolution to award a non-fair and open contract for professional services with Florio Perrucci Steinhardt & Fader, LLC, for legal services for the upcoming year.

Mr. Scott moved to adopt Resolution #17-05, awarding a non-fair and open contract for professional services with Florio Perrucci Steinhardt & Fader, LLC, for legal services from February 28, 2017 to February 28, 2018. Mr. Rosenberg seconded. The motion passed unanimously on a roll call vote.

Mr. Tipton thanked the Board.

Consulting Engineer: Chairman Chamberlain asked for a motion authorizing the award of a non-fair and open contract for professional engineering consulting services to CP Engineers, LLC for the upcoming year.

Mr. Scott moved to adopt Resolution #17-06, awarding a non-fair and open contract for professional engineering consulting services to CP Engineers, LLC, from February 28, 2017 to February 27, 2018. Mr. Rosenberg seconded. The motion passed unanimously on a roll call vote.

Mr. Donati thanked the Board.

NEW BUSINESS

Finance Committee: Hearing no objections, Chairman Chamberlain recommended the Authority keep the same Finance Committee in place. Mr. Piazza agreed to continue serving as its chairperson. Mr. Deutsch and Mr. Scott agreed to remain on the Finance Committee. (In a phone call, Mr. Niece told Ms. Kaspereen that he would serve on the same committee as last year if needed.) Therefore, the committee will remain the same.

Personnel Committee: Chairman Chamberlain asked current members if they wished to remain on the committee. All (Ms. Napolitani, Ms. O'Connor and Mr. Kiszona) agreed to do so. He will continue to chair this committee. There were no objections.

Upgrade Committee: Upon Mr. Rosenberg's recommendation and hearing no objections, this committee was disbanded.

Insurance Committee: Mr. Rosenberg agreed to continue chairing the committee. Mr. Deutsch, Mr. Piazza and Mr. Scott will also remain on the committee. There were no objections.

Chairman Chamberlain introduced a resolution for the appointment of the Authority's Public Agency Compliance Officer for 2017. Mr. Wauhopp was our PACO for 2016 and has agreed to do so again for 2017.

Mr. Scott moved to adopt Resolution #17-07, authorizing the reappointment of Mr. Wauhopp as

the Authority's Public Agency Compliance Officer (PACO) for 2017. Ms. Napolitani seconded. The motion passed unanimously on a roll call vote.

Lastly, Chairman Chamberlain introduced resolutions to establish a schedule of meeting dates and designation of the official newspaper.

There was discussion at last month's meeting to start the meetings at 7:45 pm, to accommodate Mr. Rosenberg's schedule, but that is no longer an issue.

Mr. Scott moved and Ms. O'Connor seconded to adopt Resolution #17-08, establishing the schedule of meeting dates for 2017. The motion passed unanimously on a roll call vote.

All regular meetings will be held on the third Tuesday of the month. All regular meetings will start at 7:30 p.m., with the exception of the December 2017 and February 2018 regular meetings, which will immediately follow the Annual Rate Hearing and Reorganization Meeting that will start at 7:30 p.m.

Mr. Scott moved and Ms. O'Connor seconded to adopt Resolution #17-09, for designation of the Authority's official newspaper. The Board designated the *Star Gazette* as the Authority's official newspaper, and with *The Express Times*, as the two newspapers to receive notices of meetings. The motion passed unanimously on a roll call vote.

Mr. Scott moved and Ms. Napolitani seconded that the Reorganization Meeting be adjourned. All in favor, motion carried. The meeting was adjourned at 8:02 p.m.

Patricia Kaspereen
Administrative Assistant

RESOLUTION: 17 - 05

**AUTHORIZING THE ADOPTION OF A
NON FAIR AND OPEN CONTRACT FOR
PROFESSIONAL SERVICES WITH
FLORIO PERRUCCI STEINHARDT
& FADER, LLC FOR LEGAL SERVICES
FOR THE WARREN COUNTY (PEQUEST
RIVER) MUNICIPAL UTILITIES
AUTHORITY**

WHEREAS, there exists a need for legal advice and professional legal services to the Warren County (Pequest River) Municipal Utilities Authority, (hereinafter the "Authority"), and

WHEREAS, the Authority desires to contract for services as a non-fair and open contract pursuant to the provisions of N.J.S.A. 19:44A-20.4; and

WHEREAS, the terms of this Agreement reflect an approved hourly billing rate of \$160.00 for all attorneys and \$75.00 for all paralegal services to be provided by Florio Perrucci Steinhardt & Fader, LLC, and based thereon the Authority has determined and certified in writing that the value of the acquisition will exceed or is reasonably likely to exceed \$17,500; and

WHEREAS, the anticipated term of this contract is from February 28, 2017 to February 28, 2018; and

WHEREAS, the firm has completed and submitted a Business Entity Disclosure Certification which certifies that it has not made any unauthorized reportable contributions to a an unauthorized recipient in the previous one year, and the Contractor will be prohibited from making any contribution in contravention of N.J.S.A. 19:44A-20.4 through the term of the Contract; and

WHEREAS, there are funds available for this Contract.

NOW THEREFORE, BE IT RESOLVED that:

1. The Warren County (Pequest River) Municipal Utilities Authority authorizes its Chairman and Secretary to enter into a contract with Florio Perrucci Steinhardt & Fader as described herein.

2. The contract is awarded without competitive bidding as a "Professional Service" because professional legal services are exempt from bidding under N.J.S.A. 40A:11-1(6)(a).

3. A Notice of this resolution shall be published in the official newspaper as required by law within ten days of its passage.

4. One copy of this Resolution, and the contract itself, shall be made available at the Authority offices for public inspection.

5. The Business Disclosure Entity Certification and the Determination of Value shall be placed on file with this resolution.

CERTIFICATION

I, Laurel Napolitano, Secretary of the Warren County (Pequest River) Municipal Utilities Authority, do hereby certify the foregoing to be a true copy of a Resolution adopted by the Authority at a meeting held on February 28, 2017.

BY: Laurel Napolitano, Secretary

DATE: February 28, 2017

RESOLUTION #17-06

RESOLUTION AUTHORIZING THE AWARD OF A NON-FAIR AND OPEN CONTRACT FOR PROFESSIONAL ENGINEERING CONSULTING SERVICES, FOR 2017

WHEREAS, the Warren County (Pequest River) Municipal Utilities Authority (AUTHORITY), has the need for Professional Engineering Consulting Services, on an as needed basis for various tasks, as set forth in detail in the attached Agreement between this Authority and CP Engineers, LLC. (CP); and

WHEREAS, the Authority desires to contract for services as a non-fair and open contract pursuant to the provisions of N.J.S.A. 19:44A-20.4; and

WHEREAS, the terms of this Agreement reflect approved hourly billing rates for a defined scope of services to be provided by the Engineer, and based thereon the Authority's Chairman has determined and certified in writing that the value of the acquisition will exceed or is reasonably likely to exceed \$17,500; and

WHEREAS, the anticipated term of this contract is from February 28, 2017 to February 27, 2018; and

WHEREAS, CP has completed and submitted a Business Entity Disclosure Certification which certifies that it has not made any reportable contributions to a political or candidate committee in the County of Warren, New Jersey, in the previous one year, and that the contract will prohibit the Contractor from making any reportable contributions through the term of the contract; and

WHEREAS, there are funds available for this Contract.

NOW THEREFORE, BE IT RESOLVED that:

1. The Warren County (Pequest River) Municipal Utilities Authority authorizes its Chairman and Secretary to enter into a contract with CP Engineers, LLC. as described herein.
2. The contract is awarded without competitive bidding as a "Professional Service" because professional engineering services are exempt from bidding under N.J.S.A. 40A:11-1(6)(a).
3. A Notice of this resolution shall be published in the official newspapers as required by law within ten days of its passage.
4. One copy of this Resolution, and the contract itself, shall be made available at the Authority offices for public inspection.
5. The Business Disclosure Entity Certification and the Determination of Value shall be placed on file with this resolution.

CERTIFICATION

I, Laurel Napolitani, Secretary of the Warren County (Pequest River) Municipal Utilities Authority, do hereby certify the foregoing to be a true copy of a Resolution adopted by the Authority at a meeting held on February 28, 2017.

BY: Laurel Napolitani
Laurel Napolitani, Secretary

CERTIFICATION

I, Chad Chamberlain, Chairman of the Authority, do this date certify that the contract mentioned herein exceeds, or is reasonably likely to exceed the sum of \$17,500.00 during its term.

BY: Chad Chamberlain
Chad Chamberlain, Chairman

Dated: February 28, 2017

RESOLUTION 17 -07

RESOLUTION AUTHORIZING THE APPOINTMENT OF A PUBLIC AGENCY COMPLIANCE OFFICER TO THE WARREN COUNTY (PEQUEST RIVER) MUNICIPAL UTILITIES AUTHORITY.

WHEREAS, the Affirmative Action Office of the New Jersey Department of the Treasury has revised the obligations of the public contracting process set forth in N.J.A.C. 17:27 et seq., pursuant to P.L. 1975, C. 127; and

WHEREAS, the requirements require the designation of a "Public Agency Compliance Officer" (PACO) to represent the Warren County (Pequest River) Municipal Utilities Authority (WC(PR)MUA).

WHEREAS, the PACO is to be appointed annually; and

WHEREAS, the WC(PR)MUA desires to appoint Billy J. Wauhop as the PACO for the WC(PR)MUA.

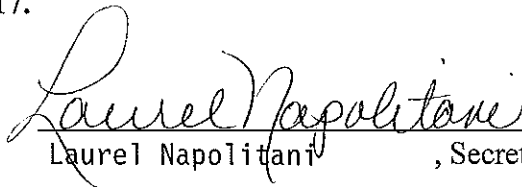
NOW, THEREFORE, BE IT RESOLVED by the WC(PR)MUA in the County of Warren, State of New Jersey, that:

1. Billy J. Wauhop will represent the WC(PR)MUA as the PACO through the year 2017.
2. One copy of this Resolution shall be made available at the Authority's offices for public inspection.

CERTIFICATION

I, Laurel Napolitani, SECRETARY OF THE WARREN COUNTY (PEQUEST RIVER) MUNICIPAL UTILITIES AUTHORITY, DO CERTIFY THE FOREGOING TO BE A TRUE COPY OF A RESOLUTION ADOPTED BY A MAJORITY OF ALL MEMBERS OF THE AUTHORITY AT A MEETING OF THE AUTHORITY HELD ON FEBRUARY 28, 2017.

Dated: February 28, 2017


Laurel Napolitani, Secretary

Moved by: Mr. Scott

Seconded by: Ms. Napolitani

Yes 8

No 0

Abstain 1

Absent 1

RESOLUTION #17-08

RESOLUTION OF MEMBERS OF THE WARREN COUNTY (PEQUEST RIVER) MUNICIPAL UTILITIES AUTHORITY ADOPTED AT A MEETING ASSEMBLED ON FEBRUARY 28, 2017 ESTABLISHING THE SCHEDULE OF REGULAR MEETINGS OF THE AUTHORITY PURSUANT TO THE PROVISIONS OF N.J.S.A. 10:4-18.

WHEREAS, pursuant to N.J.S.A. 10:4-18, the Authority is required to establish a schedule of its regular meetings to be conducted during the year succeeding its annual reorganizational meeting, together with the location of such meetings, and to the extent known, the time and date thereof, and,

WHEREAS, the reorganizational meeting of the Authority is being conducted on February 28, 2017 and it has been determined that all subsequent meetings to be conducted by it during the remainder of the current year, and prior to the next reorganizational meeting of the Authority on February 20, 2018, be conducted on the third Tuesday of each and every month hereafter, which will take place at the Authority's Administration Building located at 199 Foul Rift Road, Belvidere, New Jersey.

NOW, THEREFORE, IT IS RESOLVED by the WARREN COUNTY (PEQUEST RIVER) MUNICIPAL UTILITIES AUTHORITY, pursuant to the revisions embodied under N.J.S.A. 10.4-18, that the regular meetings of the Authority hereinafter conducted by it subsequent to its reorganizational meeting of February 28, 2017, be conducted at 7:30 P.M, with the exception of the December 2017 and February 2018 regular meetings, which will immediately follow the Annual Rate Hearing and Reorganization Meeting to be held at 7:30 p.m. (as noted below). All meetings will be held at the Authority's Administration Building at 199 Foul Rift Road, Belvidere, New Jersey on the dates hereinafter mentioned:

Tuesday, March 21, 2017	7:30 p.m.	
Tuesday, April 18, 2017	7:30 p.m.	
Tuesday, May 16, 2017	7:30 p.m.	
Tuesday, June 20, 2017	7:30 p.m.	
Tuesday, July 18, 2017	7:30 p.m.	
Tuesday, August 15, 2017	7:30 p.m.	
Tuesday, September 19, 2017	7:30 p.m.	
Tuesday, October 17, 2017	7:30 p.m.	
Tuesday, November 21, 2017	7:30 p.m.	
Tuesday, December 19, 2017	7:30 p.m.	Annual Rate Hearing/Regular Meeting
Tuesday, January 16, 2018	7:30 p.m.	
Tuesday, February 20, 2018	7:30 p.m.	Reorganization Meeting/Regular Meeting

FURTHER RESOLVED, that no later than March 7, 2017 the Secretary of the Authority mail:

(1) Copies of this resolution, certified by the Secretary under seal of the Authority, to the Star Gazette, designated as the official newspaper of the Authority, and the Express-Times and to such other media as the Secretary might deem appropriate.

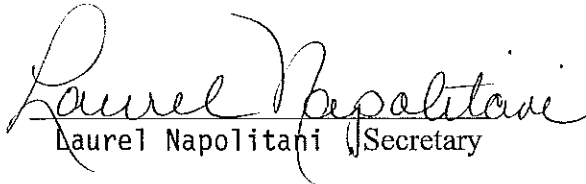
(2) To any persons who request copies of any regular meeting scheduled, or revision referred to in N.J.S.A. 10:4-18 and who, except for the news media, have paid the fee established by the Authority therefore, pursuant to N.J.S.A. 10:4-19.

(3) Prominently post in at least one public place reserved for such or similar announcements, a copy of the notice embodying the regular monthly meeting dates, together with the location and time thereof; and

(4) File copies of the aforesaid notice of the regular meetings, embodying the location and time thereof, with the Clerk of each of the municipalities encompassed within the jurisdiction of the Authority and with the Clerk of the Board of Chosen Freeholders of the County of Warren, together with the Clerk of the County of Warren.

I, Laurel Napolitani, Secretary of the Warren County (Pequest River) Municipalities Utilities Authority, a public body corporate and politic, do hereby certify that the foregoing is a true and correct copy of the original resolution as recorded in the minute book of said corporation.

WITNESS, my hand and the corporate seal of the Corporation, this 28th day of February 2017.


Laurel Napolitani Secretary

Moved by: Mr. Scott

Seconded by: Ms. O'Connor

Yes 8

No 0

Abstain 0

Absent 1

RESOLUTION 17 -09

RESOLUTION OF THE MEMBERS OF WARREN COUNTY (PEQUEST RIVER) MUNICIPAL UTILITIES AUTHORITY ADOPTED AT A MEETING ASSEMBLED ON FEBRUARY 28, 2017, DESIGNATING, PURSUANT TO THE PROVISIONS OF N.J.S.A. 10:4-8.d, TWO NEWSPAPERS TO RECEIVE NOTICES OF THE REGULAR, SPECIAL, OR RESCHEDULED MEETINGS OF THE AUTHORITY, AND OF AN OFFICIAL NEWSPAPER.

WHEREAS, the Authority is, pursuant to N.J.S.A. 10:4-8.d of the "Open Public Meetings Act," required, among other things, to deliver to at least two newspapers within the area of jurisdiction of the Authority, one of which shall be its official newspaper upon designation by it, notices embodying the time, date, location, and to the extent known, the agenda of any regular, special or rescheduled meetings, which notices shall accurately state whether formal action may or may not be taken; and

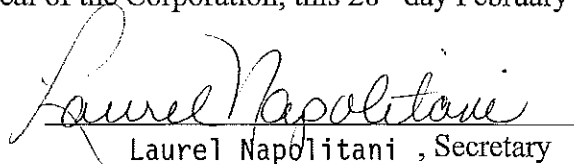
WHEREAS, the Authority is desirous of designating *The Star-Gazette*, which maintains offices in the County of Hunterdon, as its official newspaper, pursuant to N.J.S.A. 10:4-8.d, and of establishing *The Express-Times*, which maintains offices in the City of Easton, Pennsylvania, respectively as the two newspapers to receive notices of its meetings herein before mentioned, because of the Authority's feeling that they have the greatest likelihood of informing the public within the area of the Authority's jurisdiction of such meetings.

NOW, THEREFORE, BE IT RESOLVED by the Warren County (Pequest River) Municipal Utilities Authority, pursuant to the provisions of N.J.S.A. 10:4-8.d, that *The Star-Gazette* be designated as the official newspaper of the Authority and that all notices giving the time, date, location, and, to the extent known, the agenda of any regular, special or rescheduled meetings, embodying whether formal action may or may not be taken, shall be given and/or delivered in the manner set forth in the aforesaid statute to *The Star-Gazette* and *The Express-Times* to the end that the public shall be afforded every opportunity of being informed relative to such prospective meetings.

FURTHER RESOLVED, that the Secretary be and is hereby authorized to disseminate additional notice, of the afore-mentioned meetings to such other newspapers published in the State of New Jersey, but circulated, among other places, throughout the County of Warren, and to such other news media as the Secretary might deem appropriate.

I, Laurel Napolitani, Secretary of the Warren County (Pequest River) Municipal Utilities Authority, a public body corporate and politic, do hereby certify that the foregoing is a true and correct copy of the original Resolution as recorded in the minute book of said corporation.

WITNESS, my hand and the corporate seal of the Corporation, this 28th day February of 2017.


Laurel Napolitani, Secretary