

MINUTES OF THE REORGANIZATION MEETING
 THE SOMERSET RARITAN VALLEY SEWERAGE AUTHORITY
 FEBRUARY 6, 2017

Minute 1 - Opening of Meeting

The Reorganization Meeting of The Somerset Raritan Valley Sewerage Authority, held at the Authority Administrative Office on Monday, February 6, 2017, was called to order at 9:24 P.M. by the Chairman, Joseph Lifrieri.

Minute 2 - Open Public Meetings Announcement by Executive Director

The Open Public Meetings Announcement was read by the Executive Director, Ronald Anastasio.

Minute 3 - Roll Call

Present/Absent

_____	x	Todd Hay
_____	x	Richard DeLuca
x	_____	Philip Petrone
x	_____	Edward Machala
_____	x	Carolann Garafola
x	_____	Steven Mlenak

Present/Absent

x	_____	Richard Mathews
x	_____	Louis Esposito, Jr.
x	_____	Peter Stires
x	_____	Michael Impellizeri
x	_____	Gail Quabeck
x	_____	Robert Albano
x	_____	Joseph Lifrieri

Professional Staff

Ronald Anastasio, P.E., Executive Director	Present
Sherwin Ulep, P.E., Facility Engineer	Absent
Anthony Tambasco, Plant Superintendent	Absent
Peter Wozniak, Chief Financial Officer	Present
Michael Ingenito, Chief Plant Operator	Absent
Linda Hering, Human Resources Manager	Present
Donna O'Shea, Administrative Assistant	Present

Others

Joseph Maraziti, Esq., Maraziti Falcon, Gen'l. Counsel

Minute 4 - Pledge of Allegiance

All in attendance recited the Pledge of Allegiance

Minute 5 – Oath of Office – Commissioners

- a. Philip Petrone – Borough of Manville – for a term to expire 1/31/2022
- b. Louis Esposito, Jr. – Township of Warren – for a term to expire 2/7/2022

Minute 6 - Report of the Nominating Committee (PETRONE, Machala and Mlenak)

Executive Director Anastasio reported the Slate of Officers being recommended by the Nominating Committee for 2017 is as follows:

Chairman: Joseph J. Lifrieri
Vice-Chairman: Richard Mathews

Secretary: Richard DeLuca
Treasurer: Gail Quabeck

Executive Director Anastasio asked if there were any nominations from the floor. Hearing none, he asked for a motion for the slate of officers.

Minute 7 - Election of Officers

Upon Motion of Mr. Machala, Second of Mr. Mathews, the above Slate of Officers was accepted and the officers were elected to their respective office by the following roll call vote:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Todd Hay	___	___	___	<u> x </u>
Richard DeLuca	___	___	___	<u> x </u>
Philip Petrone	<u> x </u>	___	___	___
Edward Machala	<u> x </u>	___	___	___
Carolann Garafola	___	___	___	<u> x </u>
Steven Mlenak	<u> x </u>	___	___	___
Richard Mathews	<u> x </u>	___	___	___
Louis Esposito, Jr.	<u> x </u>	___	___	___
Peter Stires	<u> x </u>	___	___	___
Michael Impellizeri	<u> x </u>	___	___	___
Gail Quabeck	<u> x </u>	___	___	___
Robert Albano	<u> x </u>	___	___	___
Joseph Lifrieri	<u> x </u>	___	___	___

Minute 8 - Oaths of Officers - 2017 Officers

Attorney Maraziti administered the Oaths of Office to the 2017 Officers collectively as follows: Chairman: Joseph Lifrieri, Vice-Chairman: Richard Mathews and Treasurer: Gail Quabeck. Richard DeLuca was not in attendance.

Copies of the Oaths of Office are attached hereto and made part of the Official Minutes.

Minute 9 - Resolutions for Consideration and Possible Formal Action

Chairman Lifrieri stated that a number of resolutions necessary to conduct Authority business in FY 2017 needed approval by the Board of Commissioners. Commissioner Mlenak made a motion to move all twenty-four resolutions in a consent agenda, and it was seconded by Commissioner Mathews. All those in favor voted "aye". The motion passed unanimously.

CONSENT RESOLUTIONS:

- a. **Res. No. 17-0206-1** - Resolution Appointing The Firm Of Maraziti Falcon LLP as the Authority's General Counsel
- b. **Res. No. 17-0206-2** - Resolution Appointing The Firm Of Maraziti Falcon LLP As The Authority's Environmental Counsel
- c. **Res. No. 17-0206-3** - Resolution Appointing The Firm Of Suplee, Clooney & Company As The Authority's Auditor
- d. **Res. No. 17-0206-4** - Resolution Appointing The Firm Of CDM Smith Inc. As The Authority's Consulting Engineer
- e. **Res. No. 17-0206-5** - Resolution Appointing The Firm Of Chavond-Barry Engineering Corp. As The Authority's Thermal Engineer
- f. **Res. No. 17-0206-6** – Resolution Appointing The Firm of Hawkins, Delafield & Wood, L.L.P. as The Authority's Bond Counsel
- g. **Res. No. 17-0206-7** - Resolution Appointing Matthew J. Giacobbe, Esq. Of The Firm Of Cleary Giacobbe Alfieri & Jacobs LLC As The Authority's Negotiator/Labor Attorney
- h. **Res. No. 17-0206-8** - Resolution Appointing The Authority's Financial Advisor – NW Financial Group, LLC
- i. **Res. No. 17-0206-9** - Resolution Appointing James F. Cosgrove, Jr., P.E., Of The Firm Of Kleinfelder As The Authority's Water Quality Engineering Consultant
- i. **Res. No. 17-0206-10** – Resolution Appointing Karl E. Monninger Of The Firm Of KEMS LLC As The Authority's Air Quality/Air Emission Monitoring/Regulatory Compliance Consultant
- k. **Res. No. 17-0206-11** - Resolution Authorizing The Adoption Of Bylaws
- l. **Res. No. 17-0206-12** - Resolution Establishing Meeting Dates For Regular Meetings And The Reorganization Meeting
- m. **Res. No. 17-0206-13**- Resolution Authorizing Mailing of Meeting Notices and Fees
- n. **Res. No. 17-0206-14** - Resolution Establishing Official Signatures Necessary To Conduct Authority Business
- o. **Res. No. 17-0206-15** - Resolution Establishing Official Newspapers

- p. **Res. No. 17-0206-16** - Resolution Establishing Official Hours and Holiday Schedule
- q. **Res. No. 17-0206-17** - Resolution Establishing a Cash Management Plan for Authority Funds and Investments
- r. **Res. No. 17-0206-18** - Resolution Authorizing and Establishing a Savings Account for the Revenue Account with The State of New Jersey Cash Management Fund
- s. **Res. No. 17-0206-19** - Resolution Authorizing and Establishing a Savings Account for the Operating Account with The State of New Jersey Cash Management Fund
- t. **Res. No. 17-0206-20** - Resolution Authorizing the Adoption of an Indemnification Policy
- u. **Res. No. 17-0206-21** – Resolution Designating Chief Financial Officer, Peter Wozniak, as the Qualified Purchasing Agent
- v. **Res. No. 17-0206-22** – Resolution Establishing the Executive Director as Public Agency Compliance Officer (P.A.C.O.)
- w. **Res. No. 17-0206-23** – Resolution Establishing Gail Quabeck as Fund Commissioner for the New Jersey Utility Authorities Joint Insurance Fund (JIF)
- x. **Res. No. 17-0206-24** – Resolution Establishing The Authority’s Policy Regarding Conference Attendance

Upon Motion of Mr. Mlenak, Second of Mr. Mathews, the above Resolutions (Res. No. 17-0206-1 through Res. No. 17-0206-24 [a-x]) were approved by consent resolution by the following roll call vote:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Todd Hay	___	___	___	_x_
Richard DeLuca	___	___	___	_x_
Philip Petrone	_x_	___	___	___
Edward Machala	_x_	___	___	___
Carolann Garafola	___	___	___	_x_
Steven Mlenak	_x_	___	___	___
Richard Mathews	_x_	___	___	___
Louis Esposito, Jr.	_x_	___	___	___
Peter Stires	_x_	___	___	___
Michael Impellizeri	_x_	___	___	___
Gail Quabeck	_x_	___	___	___
Robert Albano	_x_	___	___	___
Joseph Lifrieri	_x_	___	___	___

A copy of the Resolutions are attached hereto and made part of the Official Minutes.

Minute 10 - Chairman’s Comments

Chairman Lifrieri opened the meeting to the Public

Upon Motion of Mr. Mlenak, Second of Mr. Mathews, the meeting was open to the public for discussion.

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Todd Hay	_____	_____	_____	<u> x </u>
Richard DeLuca	_____	_____	_____	<u> x </u>
Philip Petrone	<u> x </u>	_____	_____	_____
Edward Machala	<u> x </u>	_____	_____	_____
Carolann Garafola	_____	_____	_____	<u> x </u>
Steven Mlenak	<u> x </u>	_____	_____	_____
Richard Mathews	<u> x </u>	_____	_____	_____
Louis Esposito, Jr.	<u> x </u>	_____	_____	_____
Peter Stires	<u> x </u>	_____	_____	_____
Michael Impellizeri	<u> x </u>	_____	_____	_____
Gail Quabeck	<u> x </u>	_____	_____	_____
Robert Albano	<u> x </u>	_____	_____	_____
Joseph Lifrieri	<u> x </u>	_____	_____	_____

Upon Motion of Mr. Mlenak, Second of Mr. Mathews, the meeting was closed to the public by the following roll call vote:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Todd Hay	_____	_____	_____	<u> x </u>
Richard DeLuca	_____	_____	_____	<u> x </u>
Philip Petrone	<u> x </u>	_____	_____	_____
Edward Machala	<u> x </u>	_____	_____	_____
Carolann Garafola	_____	_____	_____	<u> x </u>
Steven Mlenak	<u> x </u>	_____	_____	_____
Richard Mathews	<u> x </u>	_____	_____	_____
Louis Esposito, Jr.	<u> x </u>	_____	_____	_____
Peter Stires	<u> x </u>	_____	_____	_____
Michael Impellizeri	<u> x </u>	_____	_____	_____
Gail Quabeck	<u> x </u>	_____	_____	_____
Robert Albano	<u> x </u>	_____	_____	_____
Joseph Lifrieri	<u> x </u>	_____	_____	_____

Minute 11– Communications - No comments.

Minute 12 - Adjournment

Upon Motion of Mr. Impellizeri, Second of Mr. Mlenak, the Reorganization Meeting was adjourned at 9:32 P.M. by the following roll call vote:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Todd Hay	_____	_____	_____	<u> x </u>
Richard DeLuca	_____	_____	_____	<u> x </u>
Philip Petrone	<u> x </u>	_____	_____	_____
Edward Machala	<u> x </u>	_____	_____	_____
Carolann Garafola	_____	_____	_____	<u> x </u>
Steven Mlenak	<u> x </u>	_____	_____	_____
Richard Mathews	<u> x </u>	_____	_____	_____
Louis Esposito, Jr.	<u> x </u>	_____	_____	_____
Peter Stires	<u> x </u>	_____	_____	_____
Michael Impellizeri	<u> x </u>	_____	_____	_____
Gail Quabeck	<u> x </u>	_____	_____	_____
Robert Albano	<u> x </u>	_____	_____	_____
Joseph Lifrieri	<u> x </u>	_____	_____	_____