



The
Somerset Raritan Valley
Sewerage Authority

**MINUTES OF THE REORGANIZATION MEETING
THE SOMERSET RARITAN VALLEY SEWERAGE AUTHORITY
FEBRUARY 2, 2015**

Minute 1 - Opening of Meeting

The Reorganization Meeting of The Somerset Raritan Valley Sewerage Authority, held at the Authority Administrative Office on Monday, February 2, 2015, was called to order at 7:30 P.M. by the Chairman, Peter Stires.

Minute 2 - Open Public Meetings Announcement – Executive Director

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

Minute 3 - Roll Call

Todd Hay	Present	Richard Mathews	Present
Richard DeLuca	Present	Michael Merdinger	Present
Carlos Mosquera	Absent	Joseph J. Lifrieri	Present
Philip Petrone	Present	Michael Impellizeri	Present
Edward Machala	Present	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Present
Steven Mlenak	Present	Peter Stires	Present

Professional Staff

Ronald S. Anastasio, P.E., Executive Director	Present
Anthony Tambasco, Plant Superintendent	Present
Michael Ingenito, Chief Plant Operator	Present
Thomas Laustsen, P.E., CDM Smith, Consulting Engineer	Present
Sherwin Ulep, P.E., Facility Engineer	Present
Brent Carney, Esq., General Counsel, Maraziti Falcon LLP	Absent
Peter Wozniak, Chief Financial Officer	Present
Linda Hering, Administrative Assistant	Present

Others

Andrew Brewer, Esq., General Counsel, Maraziti Falcon LLP
Anamia Myhre, Regulatory Compliance Officer

Minute 4 - Pledge of Allegiance

All in attendance recited the Pledge of Allegiance

Minute 5 – Oath of Office – Administered to Robert Albano, Township of Bridgewater, by General Counsel Andrew Brewer, Esquire, for a term to expire January 31, 2019,

Minute 6 – Re-Election of Officers

Executive Director Anastasio reported that we will now administer the oath to the 2015 Slate of Officers. Due to an oversight, the Nominating Committee was not appointed as usual. However, Executive Director Anastasio had discussions with Chairman Stires and they agreed to keep the existing Nominating Committee from 2014, Chaired by Mr. Mathews, and report their findings.

Mr. Mathews indicated that there were no objections from the Nominating Committee to re-elect the current Slate of Officers, as it is a tradition that the officers have two (2) year terms. Mr. Mathews moved the following reappointments for 2015:

Chairman: Peter F. Stires
Vice-Chairman: Joseph J. Lifrieri
Secretary: Richard DeLuca
Treasurer: Gail Quabeck

Chairman Stires asked if there were any objections from the floor. Hearing none, and upon motion of Mr. Mathews, second by Mr. Impellizeri, the above Slate of Officers was accepted and the officers were elected to their respective office by the following roll call vote

Todd Hay	Present	Richard Mathews	Present
Richard DeLuca	Present	Michael Merdinger	Present
Carlos Mosquera	Absent	Joseph J. Lifrieri	Present
Philip Petrone	Present	Michael Impellizeri	Present
Edward Machala	Present	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Present
Steven Mlenak	Present	Peter Stires	Present

Minute 7 - Oaths of Officers - 2015 Officers

Attorney Brewer administered the Oaths of Office to the 2015 Officers collectively as follows: Chairman: Peter Stires, Vice Chairman: Joseph J. Lifrieri, and Secretary: Richard DeLuca. Due to her absence, Ms. Quabeck will be sworn in at a later date.

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

Minute 8 - Resolutions for Consideration and Possible Formal Action

Chairman Stires stated that a number of resolutions necessary to conduct Authority business in FY 2015 needed approval by the Board of Commissioners.

a. **Res. No. 15-0202-1** - Resolution Appointing The Firm Of Maraziti Falcon, LLP As The Authority's General Counsel

Upon motion of Mr. Albano, second of Mr. Machala and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

b. **Res. No. 15-0202-2** - Resolution Appointing The Firm of Maraziti Falcon LLP As The Authority's Environmental Counsel

Upon motion of Mr. Machala, second of Mr. Merdinger and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

c. **Res. No. 15-0202-3** - Resolution Appointing The Firm Of Suplee, Clooney & Company As The Authority's Auditor

Upon motion of Mr. Petrone, second of Mr. Lifrieri and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

- d. **Res. No. 15-0202-4** - Resolution Appointing The Firm Of CDM Smith Inc. As The Authority's Consulting Engineer

Upon motion of Mr. Lifrieri, second of Mr. Mlenak and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

- e. **Res. No. 15-0202-5** - Resolution Appointing The Firm Of Chavond-Barry Engineering Corp. As The Authority's Thermal Engineer

Upon motion of Mr. Lifrieri, second of Mr. Hay and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

- f. **Res. No. 15-0202-6** - Resolution Appointing The Firm Of Hawkins, Delafield & Wood, L.L.P. As The Authority's Bond Counsel

Upon motion of Mr. Hay, second of Mr. Mlenak and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

- g. **Res. No. 15-0202-7** - Resolution Appointing Matthew J. Giacobbe, Esq. Of The Firm Of Cleary Giacobbe Alfieri & Jacobs LLC As The Authority's Negotiator/Labor Attorney

Upon motion of Mr. Mlenak, second of Mr. Machala and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

- h. **Res. No. 15-0202-8** - Resolution Appointing The Authority's Financial Advisor is on hold.

- i. **Res. No. 15-0202-9** - Resolution Appointing James F. Cosgrove, Jr., P.E., Of The Firm Of Kleinfelder As The Authority's Water Quality Engineering Consultant

Upon motion of Mr. Hay, second of Mr. Machala and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

- j. **Res. No. 15-0202-10** – Resolution Appointing Karl E. Monninger Of The Firm Of KEMS LLC As The Authority’s Air Quality/Air Emission Monitoring/Regulatory Compliance Consultant

Upon motion of Mr. Lifrieri, second of Mr. Hay and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

Upon motion of Mr. Petrone, second of Mr. Hay, **Resolutions No. 15-0202-11 through Res. No. 15-0202-21 [k-u]** were approved by consent resolution, by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

- k. **Res. No. 15-0202-11** - Resolution Authorizing The Adoption Of Bylaws
- l. **Res. No. 15-0202-12** - Resolution Establishing Meeting Dates For Regular Meetings And The Reorganization Meeting
- m. **Res. No. 15-0202-13**- Resolution Authorizing Mailing of Meeting Notices and Fees
- n. **Res. No. 15-0202-14** - Resolution Establishing Official Signatures Necessary To Conduct Authority Business
- o. **Res. No. 15-0202-15** - Resolution Establishing Official Newspapers
- p. **Res. No. 15-0202-16** - Resolution Establishing Official Hours and Holiday Schedule
- q. **Res. No. 15-0202-17** - Resolution Establishing A Cash Management Plan For Authority Funds And Investments
- r. **Res. No. 15-0202-18** - Resolution Adopting An Indemnification Policy
- s. **Res. No. 15-0202-19** - Resolution Designating Chief Financial Officer Peter Wozniak as the Qualified Purchasing Agent
- t. **Res. No. 15-0202-20** - Resolution Establishing The Executive Director As Public Agency Compliance Officer (P.A.C.O.)

- u. **Res. No. 15-0202-21** – Resolution Establishing Ms. Quabeck As The New Jersey Utility Authorities Joint Insurance Fund (JIF) Representative

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

- v. **Res. No. 15-0202-22** – Resolution Establishing The Authority’s Policy Regarding Conference Attendance

Upon motion of Mr. Petrone, second of Mr. Hay and no discussion, the above resolution was approved by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Absent	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	Michael Impellizeri	Yes
Edward Machala	Yes	Gail Quabeck	Absent
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes

A copy of the Resolution is attached hereto and made a part of the Official Minutes.

Minute 9 - Chairman’s Comments

Chairman Stires thanked the Commissioners for their confidence to be the Chairman for another year. With regard to the Committee assignments, we will move forward with the same Committees for 2015 unless anyone has an objection, in which case contact the Chairman to discuss. Chairman Stires commented that it was good to be a part of the transition team and looks forward to another year.

Minute 10 - Adjournment

Upon motion of Mr. Machala, second of Mr. Mlenak, the Reorganization Meeting was adjourned at 7:43 P.M. by the following roll call vote:

Todd Hay	Yes	Richard Mathews	Yes
Richard DeLuca	Yes	Michael Merdinger	Yes
Carlos Mosquera	Yes	Joseph J. Lifrieri	Absent
Philip Petrone	Absent	Michael Impellizeri	Absent
Edward Machala	Yes	Gail Quabeck	Yes
Carolann Garafola	Absent	Robert Albano	Yes
Steven Mlenak	Yes	Peter Stires	Yes