



The
Somerset Raritan Valley
Sewerage Authority

MINUTES OF THE REORGANIZATION MEETING
THE SOMERSET RARITAN VALLEY SEWERAGE AUTHORITY
FEBRUARY 7, 2011

Minute 1 - Opening of Meeting

The Reorganization Meeting of The Somerset Raritan Valley Sewerage Authority, held at the Authority Administrative Office on Monday, February 7, 2011, was called to order at 7:00 P.M. by the Chairman, Roger Guttschall.

Minute 2 - Open Public Meetings Announcement - Executive Director

The Open Public Meetings Announcement was read by the Executive Director, Glen D. Petrauski.

Minute 3 - Roll Call

Present Absent

<u>X</u>	_____	Arthur Quade
<u>X</u>	_____	Alessandro Fischetti, Jr.
<u>X</u>	_____	Edward J. Machala
<u>X</u>	_____	Philip Petrone
<u>X</u>	_____	Peter F. Stires
_____	<u>X</u>	Alvin Florey
_____	<u>X</u>	Herbert Vollers

Present Absent

<u>X</u>	_____	Peter Van Riper
_____	<u>X</u>	Robert McCray
<u>X</u>	_____	Joseph J. Lifrieri
<u>X</u>	_____	William A. Poch, Sr.
<u>X</u>	_____	Roger Guttschall
<u>X</u>	_____	Kenneth Lee
_____	<u>X</u>	Gail Quabeck

Professional Staff

<u>X</u>	_____	Glen D. Petrauski, Executive Director
<u>X</u>	_____	John S. Thompson, Plant Superintendent
<u>X</u>	_____	James L. Brandes, P.E., Camp Dresser & McKee, Consulting Engineer
<u>X</u>	_____	Joseph J. Maraziti, Esq., Maraziti, Falcon & Healey, LLP, General/Environmental Counsel
<u>X</u>	_____	Ronald Anastasio, Assistant Executive Director/Facility Engineer
<u>X</u>	_____	Norma A. Smullen, Office/Human Resources Manager
_____	<u>X</u>	Peter Wozniak, Chief Financial Officer

Minute 4 - Pledge of Allegiance

All in attendance recited the Pledge of Allegiance

Minute 5 - Oath of Office - Commissioner

a. Arthur Quade - Commissioner - Township of Branchburg

Attorney Maraziti administered the Oath of Office to Arthur Quade as the representative from the Township of Branchburg.

Minute 6 - Report of the Nominating Committee

The Nominating Committee recommended the following Slate of Officers for 2011:

Chairman: Roger Guttschall
Vice-Chairman: Peter Van Riper

Secretary: Peter Stires
Treasurer: Gail Quabeck

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Minute 7 - Election of Officers

Upon motion of Mr. Poch, second of Mr. Machala nominations were closed and the above Slate of Officers was accepted and the officers were elected to their respective office by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

Minute 8 - Oaths of Officers - 2011 Officers

Joseph J. Maraziti, Jr., Esq., the Authority's General Counsel, administered the Oaths of Office to the 2010 Officers as follows: Chairman: Roger Guttschall; Vice Chairman: Peter Van Riper and Secretary: Peter F. Stires. Due to her absence, Ms. Quabeck will be sworn in as Treasurer at a later date.

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 Guttschall reported that a number of resolutions necessary to conduct Authority business in FY 2011 needed approval by the Board of Commissioners.

- a. Res. No. 11-0207-1 - Resolution Appointing The Firm Of Maraziti, Falcon & Healey, L.L.P. As The Authority's General Counsel

Upon motion of Mr. Machala, second of Mr. Quade, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- b. Res. No. 11-0207-2 - Resolution Appointing The Firm Of Maraziti, Falcon & Healey, L.L.P. As The Authority's Environmental Counsel

Upon motion of Mr. Van Riper, second of Mr. Poch, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes

Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- c. Res. No. 11-0207-3 - Resolution Appointing The Firm Of Suplee, Clooney & Company As The Authority's Auditor

Upon motion of Mr. Poch, second of Mr. Petrone, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- d. Res. No. 11-0207-4 - Resolution Appointing The Firm Of Camp Dresser & McKee As The Authority's Consulting Engineer

Upon motion of Mr. Lifrieri, second of Mr. Machala, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- e. Res. No. 11-0207-5 - Resolution Appointing The Firm Of Chavond-Barry Engineering Corp. As The Authority's Thermal Engineer

Upon motion of Mr. Machala, second of Mr. Stires, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	No
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- f. Res. No. 11-0207-6 - Resolution Appointing The Firm Of Hawkins, Delafield & Wood, LLP As The Authority's Bond Counsel

Upon motion of Mr. Van Riper, second of Mr. Poch, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- g. Res. No. 11-0207-7 - 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. Petrone, second of Mr. Poch, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- h. Res. No. 11-0207-8 - Resolution Appointing The Firm Of Municipal Capital Management, L.L.C. As The Authority's Financial Advisor

Upon motion of Mr. Van Riper, second of Mr. Machala, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- i. Res. No. 11-0207-9 - Resolution Appointing James F. Cosgrove, Jr., P.E., Of The Firm Of Omni Environmental LLC, As The Authority's Water Quality Engineering Consultant

Upon motion of Mr. Van Riper, second of Mr. Poch, the above resolution was approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

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

- j. Res. No. 11-0207-10 - Resolution Authorizing The Adoption Of Bylaws
- k. Res. No. 11-0207-11 - Resolution Establishing Meeting Dates For Regular Meetings And The Reorganization Meeting
- l. Res. No. 11-0207-12- Resolution Authorizing Mailing of Meeting Notices and Fees
- m. Res. No. 11-0207-13 - Resolution Establishing Official Signatures Necessary To Conduct Authority Business
- n. Res. No. 11-0207--14 - Resolution Establishing Official Newspapers
- o. Res. No. 11-0207-15 - Resolution Establishing Official Hours and Holiday Schedule
- p. Res. No. 11-0207-16 - Resolution Establishing The Official Depositories
- q. Res. No. 11-0207-17 - Resolution Authorizing The Executive Director And The Chief Financial Officer To Make Investments Of The Authority's Funds In Accordance With The 1958 Bond Resolution
- r. Res. No. 11-0207-18 - Resolution Authorizing Disbursements
- s. Res. No. 11-0207-19 - Resolution Establishing A Cash Management Plan For Authority Funds And Investments
- t. Res. No. 11-0207-20 - Resolution Adopting An Indemnification Policy
- u. Res. No. 11-0207-21 - Resolution Establishing The Executive Director And Chief Financial Officer As Purchasing Agents
- v. Res. No. 11-0207-22 - Resolution Establishing The Executive Director As Public Agency Compliance Officer (P.A.C.O.)
- w. Res. No. 11-0207-23 - Resolution Establishing Ms. Quabeck As The New Jersey Utility Authorities Joint Insurance Fund (JIF) Representative
- x. Res. No. 11-0207-24 - Resolution Establishing The Authority's Policy Regarding Conference Attendance

Upon motion of Mr. Van Riper, second of Mr. Poch, the above Resolutions (Res. No. 11-0207-10 through Res. No. 11-0207-24) were approved by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes

Copies of the above referenced resolutions (Res. No. 11-0207-10 through Res. No.11-0207-24) are attached hereto and made part of the Official Minutes.

Minute 10 - Chairman's Comments - None

Minute 11- Communications - No additional comments.

Minute 12 - Adjournment

Upon motion of Mr. Van Riper, second of Mr. Machala, the Reorganization Meeting was adjourned at 7:10 P.M. by the following roll call vote:

Arthur Quade	Yes	Peter Van Riper	Yes
Alessandro Fischetti, Jr.	Yes	Robert McCray	Absent
Edward J. Machala	Yes	Joseph J. Lifrieri	Yes
Philip Petrone	Yes	William A. Poch, Sr.	Yes
Peter F. Stires	Yes	Gail Quabeck	Absent
Alvin Florey	Absent	Kenneth Lee	Yes
Herbert Vollers	Absent	Roger Guttschall	Yes