

**MINUTES OF THE REORGANIZATION MEETING  
THE SOMERSET RARITAN VALLEY SEWERAGE AUTHORITY  
FEBRUARY 5, 2018**

Minute 1 - Opening of Meeting

The Reorganization Meeting of The Somerset Raritan Valley Sewerage Authority, held at the Authority Administrative Office on Monday, February 5, 2018, was called to order at 8:27 P.M. by the Chairman 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**

<u>  x  </u> <u>      </u>	Todd Hay
<u>  x  </u> <u>      </u>	Randy Smith
<u>  x  </u> <u>      </u>	Philip Petrone
<u>  x  </u> <u>      </u>	Edward Machala
<u>  x  </u> <u>      </u>	Carolann Garafola
<u>  x  </u> <u>      </u>	Steven Mlenak

**Present/Absent**

<u>  x  </u> <u>      </u>	Richard Mathews
<u>      </u> <u>  x  </u>	Louis Esposito, Jr.
<u>  x  </u> <u>      </u>	Peter Stires
<u>  x  </u> <u>      </u>	Michael Impellizeri
<u>      </u> <u>  x  </u>	Gail Quabeck
<u>  x  </u> <u>      </u>	Robert Albano
<u>  x  </u> <u>      </u>	Joseph Lifrieri

**Professional Staff**

Ronald Anastasio, P.E., Executive Director	Present
Sherwin Ulep, P.E., Facility Engineer	Present
Eleanor Hoffman, Asst. Engineer/RCO	Present
Anthony Tambasco, Plant Superintendent	Present
Peter Wozniak, Chief Financial Officer	Present
Michael Ingenito, Chief Plant Operator	Present
Dennis Smith, Liquid Division Supervisor	Present
Linda Hering, Human Resources Manager	Present
Donna O’Shea, Administrative Assistant	Present

**Others**

Tom Laustsen, CDM Smith, Engineer  
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. Edward Machala – Borough of Raritan – for a term to expire 12/31/2022
- b. Peter Stires – Borough of Somerville – for a term to expire 4/4/2023

Minute 6 - Report of the Nominating Committee (PETRONE, Albano, Stires, Machala)

Commissioner Petrone reported the Slate of Officers being recommended by the Nominating Committee for 2018 is as follows:

Chairperson: Carolann Garafola  
Vice-Chairman: Richard Mathews

Secretary: Michael Impellizeri  
Treasurer: Gail Quabeck

Chairman Lifrieri 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. Hay, Second of Mr. Mlenak, 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>	_____	_____	_____
Louis Esposito, Jr.	_____	_____	_____	<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 - 2018 Officers

Attorney Maraziti administered the Oaths of Office to the 2018 Officers collectively as follows:  
Chairperson: Carolann Garafola; Vice-Chairman: Richard Mathews and Secretary: Michael Impellizeri.

Treasurer: Gail Quabeck (*to be sworn in on Feb. 26, 2018*)

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

Chairperson Garafola stated that a number of resolutions necessary to conduct Authority business in FY 2018 needed approval by the Board of Commissioners. Commissioner Mlenak made a motion to move twenty-five resolutions (18-0205-1 through 18-0205-7 and 18-0205-9 through 18-0205-26) in a consent agenda, and it was seconded by Commissioner Albano. All those in favor voted "aye". The motion passed unanimously.

**CONSENT RESOLUTIONS:**

- a. **Res. No. 18-0205-1** - Resolution Appointing The Firm Of Maraziti Falcon LLP as the Authority's General Counsel
- b. **Res. No. 18-0205-2** - Resolution Appointing The Firm Of Maraziti Falcon LLP As The Authority's Environmental Counsel
- c. **Res. No. 18-0205-3** - Resolution Appointing The Firm Of Suplee, Clooney & Company As The Authority's Auditor
- d. **Res. No. 18-0205-4** - Resolution Appointing The Firm Of CDM Smith Inc. As The Authority's Consulting Engineer
- e. **Res. No. 18-0205-5** - Resolution Appointing The Firm Of Chavond-Barry Engineering Corp. As The Authority's Thermal Engineer
- f. **Res. No. 18-0205-6** - Resolution Appointing The Firm of Hawkins, Delafield & Wood, L.L.P. as The Authority's Bond Counsel
- g. **Res. No. 18-0205-7** - 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. 18-0205-9** - Resolution Appointing James F. Cosgrove, Jr., P.E., Of The Firm Of Kleinfelder As The Authority's Water Quality Engineering Consultant
- i. **Res. No. 18-0205-10** - Resolution Appointing Karl E. Monninger Of The Firm Of KEMS LLC As The Authority's Air Quality/Air Emission Monitoring/Regulatory Compliance Consultant
- j. **Res. No. 18-0205-11** - Resolution Authorizing The Adoption Of Bylaws
- k. **Res. No. 18-0205-12** - Resolution Establishing Meeting Dates For Regular Meetings And The Reorganization Meeting
- l. **Res. No. 18-0205-13** - Resolution Authorizing Mailing of Meeting Notices and Fees
- m. **Res. No. 18-0205-14** - Resolution Establishing Official Signatures Necessary To Conduct Authority Business
- n. **Res. No. 18-0205-15** - Resolution Establishing Official Newspapers
- o. **Res. No. 18-0205-16** - Resolution Establishing Official Hours and Holiday Schedule

- p. **Res. No. 18-0205-17** - Resolution Establishing a Cash Management Plan for Authority Funds and Investments
- q. **Res. No. 18-0205-18** - Resolution Authorizing and Establishing a Savings Account for the Revenue Account with The State of New Jersey Cash Management Fund
- r. **Res. No. 18-0205-19** - Resolution Authorizing and Establishing a Savings Account for the Connection Capital Account with The State of New Jersey Cash Management Fund
- s. **Res. No. 18-0205-20** – Resolution Authorizing and Establishing a Savings Account for General Fund Account with the State of New Jersey Cash Management Fund
- t. **Res. No. 18-0205-21** – Resolution Authorizing and Establishing a Savings Account for the Operating Account with The State of New Jersey Cash Management Fund
- u. **Res. No. 18-0205-22** - Resolution Authorizing the Adoption of an Indemnification Policy
- v. **Res. No. 18-0205-23** – Resolution Designating Chief Financial Officer, Peter Wozniak, as the Qualified Purchasing Agent
- w. **Res. No. 18-0205-24** – Resolution Establishing the Executive Director as Public Agency Compliance Officer (P.A.C.O.)
- x. **Res. No. 18-0205-25** – Resolution Establishing Gail Quabeck as Fund Commissioner for the New Jersey Utility Authorities Joint Insurance Fund (JIF)
- y. **Res. No. 18-0205-26** – Resolution Establishing The Authority’s Policy Regarding Conference Attendance

Upon Motion of Mr. Mlenak, Second of Mr. Albano, the above Resolutions (Res. No. 18-0205-1 through Res. No. 18-0205-7 and 18-0205-9 through Res. 18-0205-26) were approved by consent resolution by the following roll call vote:

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

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

- z. Res. No. 18-0205-8 - Resolution Appointing The Authority's Financial Advisor – NW Financial Group, LLC

Upon Motion of Mr. Lifrieri, Second of Mr. Hay, the above Resolutions (Res. No. 18-0205-8) was approved by the following roll call vote:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Todd Hay	<u>x</u>	_____	_____	_____
Louis Esposito, Jr.	_____	_____	_____	<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>	_____	_____	_____
Peter Stires	<u>x</u>	_____	_____	_____
Randy Smith	<u>x</u>	_____	_____	_____
Michael Impellizeri	<u>x</u>	_____	_____	_____
Gail Quabeck	_____	_____	_____	<u>x</u>
Robert Albano	<u>x</u>	_____	_____	_____
Joseph Lifrieri	<u>x</u>	_____	_____	_____

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

Minute 10 – Chairperson’s Comments

Chairperson Garafola opened the meeting to the Public – No one from public in attendance.

Minute 11– Communications - No comments.

Minute 12 - Adjournment

Upon Motion of Mr. Albano, Second of Mr. Hay, the Reorganization Meeting was adjourned at 8:38 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>	_____	_____	_____
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>	_____	_____	_____
Randy Smith	<u>x</u>	_____	_____	_____
Michael Impellizeri	<u>x</u>	_____	_____	_____
Gail Quabeck	_____	_____	_____	<u>x</u>
Robert Albano	<u>x</u>	_____	_____	_____
Joseph Lifrieri	<u>x</u>	_____	_____	_____