



**MINUTES  
REORGANIZATION MEETING  
February 4, 2014**

1. The Chairman called the meeting to order at 7:46 pm.
2. The Chairman read the statement in compliance with C.231, PL 1975.
3. Proof of Notice – Reorganization Meeting (attached).
4. Roll Call: The following Commissioners were present: DaPuzzo, DePhillips, Gabbert, Kasparian, Plumley, Salazer, and Chairman Chewcaskie. The following Commissioner was absent: Commissioner Kelaher.
5. The salute to the flag was led by the Chairman.
6. Approval of Minutes:  
  
January 7, 2014 – Public Hearing on Septage, Sludge and Greywater Fees: Commissioner DaPuzzo made a motion to accept the minutes as presented, Commissioner Kasparian seconded the motion. All commissioners present voted to accept the minutes, except for Chairman Chewcaskie who abstained.  
  
January 7, 2014 – Regular Meeting: Commissioner DaPuzzo made a motion to accept the minutes as presented, Commissioner Kasparian seconded the motion. All commissioners present voted to accept the minutes except for Chairman Chewcaskie who abstained.
7. Election of Officers.
  - a) Report of Nominating Committee: Commissioner Kelaher, chairman of the nominating committee was absent. Commissioner Gabbert who was on the nominating committee confirmed that nomination for Chairman was Brian Chewcaskie and the nomination for Vice-Chairman was Michael Kasparian and that there were no other nominations. Chairman Chewcaskie then asked the floor if there were any other nominations for these two positions, which there were none.
  - b) Election of Chairman for ensuing year: A motion was made by Commissioner DaPuzzo to nominate Brian Chewcaskie as Chairman to the Board. The motion was seconded by Commissioner Gabbert. All commissioners present voted in favor of Brian Chewcaskie as Chairman. Chairman Chewcaskie abstained.

- c) Election of Vice-Chairman for ensuing year: A motion was made by Chairman Chewcaskie to nominate Michael Kasparian as Vice-Chairman to the Board. The motion was seconded by Commissioner DaPuzzo. All commissioners present voted in favor of Michael Kasparian as Vice-Chairman. Commissioner Kasparian abstained.
8. Chairman's Remarks.
- a) Appointment of Committees. The Chairman expressed that at this time he would like to make the appointments to the Committees at the March meeting.
  - b) Authorization to go into closed session. Closed Session began at 7:53pm. The motion to go into closed session was made by Commissioner DePhillips and seconded by Commissioner Kasparian. The Closed session was to further discuss appointment of professionals and potential litigation. Commissioner DaPuzzo motioned to end the Closed Session at 8:41pm, with a second by Commissioner Kasparian. All Commissioners present voted in favor of ending the closed session at 8:41pm.
9. Consideration for approval list of Resolutions attached dated February 4, 2014.
- a) Consent Resolution for Resolution No. 14-2014 through 18-2014, 21-2014 through 24-2014, 26-2014 through 31-2014, were offered by Commissioner DaPuzzo and seconded by Commissioner Gabbert. All commissioners present voted in favor of Resolutions No. 14-2014 through 18-2014, 21-2014 through 24-2014, 26-2014 through 31-2014.

Resolution No. 14-2014 Approval of vouchers, payroll and tax deposits and pensions and benefits transfers for January 2014 and Health and Dental Benefits for February 2014 as follows: Payroll Account: \$192,620.78; Tax Deposit Acct: \$94,678.05; Health Benefits Contribution-Employer:\$100,251.16; Health Benefits Contribution Employee: \$6,122.73; Dental Benefits: \$4,223.84; PERS and Contributory Insurance: \$28,606.76; DCRP-Employee (January): \$22.92; DCRP – Employer (January) - \$12.50; Operating Account: \$312,393.68; General Improvement Account: \$48,339.14; 2012 WWT Project Account \$32,143.11.

Resolution No. 15-2014 – Approval of 2014 Meeting Schedule.

Resolution No. 16-2014 – Appointment of the Record and Ridgewood News as official newspapers for the Authority for 2014.

Resolution No. 17-2014 – Qualification of individuals/firms for the provision of engineering services. The following firms/individuals were found to be qualified to provide engineering services to the Authority: Boswell Engineering; Chavond Barry Engineering Corp.; CH2M Hill; CME Associates; Gilsanz, Murray and Steficek; Hatch Mott McDonald; Maser Engineering, PA; Remington & Vernick Engineers; T&M Associates; URS Corporation; Vertical V; Tighe & Bond

Resolution No. 18-2014 – Qualifications of individuals/firms for the provision of legal services. The following firms/individuals were found to be qualified to provide legal services: Eric M. Bernstein and Associates, LLC; Sokol, Behot and Fiorenzo; Waters, McPherson, McNeill; and Rubenstein, Meyerson, Fox, Mancinelli, Conte & Bern, PA.

Resolution No. 21-2014 – Retention of Authority Engineer pursuant to N.J.S.A. 19:44A-20.4. This resolution was to appoint T&M Associates as the Authority Engineer for 2014, with a not to exceed compensation amount of \$85,000.

Resolution No. 22-2014 – Retention of Authority Engineer for Service Charges pursuant to N.J.S.A. 19:44A-20.4. This resolution was to appoint Tighe and Bond as the engineer for 2015 services with a not to exceed compensation of \$30,100.

Resolution No. 23-2014 – Retention of General Counsel for 2014 pursuant to N.J.S.A. 19:44A-20.4. This resolution was to appoint Sokol, Behot & Fiorenzo as the Authority's General Counsel with a not to exceed compensation amount of \$60,000.

Resolution No. 24-2014 – Retention of Authority Labor Counsel pursuant to N.J.S.A. 19:44A-20.4. This resolution was to appoint Eric M. Bernstein & Associates as Labor Counsel with a not to exceed compensation of \$10,000.

Resolution No. 26-2014 – Retention of Special Counsel: The purpose of this resolution is to appoint Waters, McPherson, McNeill, PC as special counsel to achieve the Authority's goal of exploring a potential sanitary sewer system for the Borough of Oakland via a connection to the Authority at a not to exceed cost of \$30,000.

Resolution No. 27-2014 – Retention Risk Manager pursuant to N.J.S.A. 19:44a-20.4. This Resolution authorizes the appointment of Alamo Insurance Group as the Risk Manager for the Authority for a not to exceed amount of 3.25% of the New Jersey Utility Authorities Joint Insurance Fund's 2014 assessment for the Authority.

Resolution No. 28-2014 – Resolution of the Northwest Bergen County Utilities Authority approving the consulting engineer project and certificates of the Consulting Engineer and Accountant in connection with the construction of various sewer improvements, including modifications of sanitary sewer pipe allotment and additional construction at the Franklin Lakes Pump Station.

Resolution No. 29-2014 – Resolution providing the declaration of official intent under Treasury Regulation Section 1.150-2 to reimburse prior expenditures related to various sewer system improvements. This resolution states that the Authority expects to reimburse its expenditure of Project costs paid prior to the issuance of the project debt obligations with proceeds of its Project Debt

Obligations. The project referenced is various sewer improvements, including modifications to sanitary sewer pipe allotment and additional construction at the Franklin Lakes pump station. The maximum principal amount of the Project Debt Obligations expected to be issued to finance the Project is \$600,000.

Resolution No. 30-2014 – Resolution of the Northwest Bergen County Utilities Authority directing application be made to the Local Finance Board pursuant to N.J.S.A. 40A:5A-6 and 58:11b-9(a). The purpose of this resolution is to approve the application to the Local Finance Board and for the Authority’s Counsel and Bond Counsel and other representatives of the Authority to prepare such application. The application is for proposed project financing in connection with the undertaking of various sewer improvements, including modifications to sanitary sewer pipe allotment and additional construction at the Franklin Lakes pump station.

Resolution No. 31-2014 – Northwest Bergen County Utilities Authority NJEIFP Loan No. S340700-NEW. The purpose of the resolution is to authorize the filing of a loan application with the NJDEP and NJEIT for Incinerator Improvements to meet upcoming EPA air emission limits. Additionally, the resolution authorizes Howard Hurwitz, Exec. Dir. to act as the Authorized Representative to represent the Authority in all matters relating to the project for the NJ Environmental Infrastructure Loan to be executed with the NJDEP and NJEIT.

- b) The following Resolutions were voted on separately from the Consent Resolution.

Commissioner DePhillips stated that he would be recusing himself and abstaining from discussion and voting on resolution nos. 19-2014 & 25-2014.

- i) Resolution No. 19-2014 was offered by Commissioner DaPuzzo and seconded by Commissioner Kasparian. The following commissioners voted in favor of passing the resolution: Commissioners DaPuzzo, Gabbert, Kasparian, Plumley, Salazer, and Chairman Chewcaskie. The following Commissioner abstained: Commissioner DePhillips. The following Commissioner was absent: Commissioner Kelaher.

Resolution No. 19-2014 – Qualification of individuals/firms for provision of Bond Counsel. The Authority has found the following firms/individuals qualified to provide Bond Counsel Services: Gibbons, PC, John G. Hudak, Esq., LLC, John L. Kraft, Esq., and Parker McKay, PA.

- ii) Resolution No. 25-2014 was offered by Commissioner Salazer and seconded by Commissioner DaPuzzo. The following commissioners voted in favor of passing the resolution: Commissioners DaPuzzo, Gabbert, Kasparian, Plumley, Salazer, and Chairman Chewcaskie. The following commissioner abstained: Commissioner DePhillips. The following commissioner was absent: Commissioner Kelaher.

Resolution No. 25-2014 – Retention of Bond Counsel pursuant to N.J.S.A. 19:44A-20.4. This resolution was to appoint Gibbons, PC as Bond Counsel for 2014 at a not to exceed compensation of \$65,000.

- c) The following resolution was TABLED Resolution No. 20-2014 pending report of the finance committee and to be reconsidered at the March Regular meeting. The motion was made by Commissioner Gabbert and seconded by Commissioner DaPuzzo. All voted in favor of tabling the resolution.

Resolution No. 20-2014 – Retention of Auditor.

- d) Motion 1-2014 was offered by Commissioner Gabbert and seconded by Commissioner Salazer. All Commissioners present voted in favor of the motion.

Motion 1-2014: Motion to approve the Executive Director and Assistant Executive Director to attend the AEA Conference in Atlantic City on March 11-12, 2014.

10. Reports of Committees:

- a. Finance Committee – Nothing further to report.
  - b. Personnel Committee – Nothing further to report
  - c. Insurance Committee – Nothing further to report.
  - d. Operating Committee – Nothing further to report.
  - e. Building and Grounds – Nothing further to report.
11. Report of Treasurer – The Treasurer reported that approximately \$9.6 million have been invested in short term investments. The investments are as follows: approximately \$2.4 million at TD Bank with no interest in lieu of fees; approximately \$2.8 million at the Bank of New Jersey with an interest rate of 1.25%; approximately \$3.6 million at TD Bank with an interest rate of .05%; and approximately \$700,000 at TD Bank with .01% interest.
12. Report of Counsel – Nothing further to report.
13. Report of Engineer – Nothing further to report.
14. Report of Executive Director – Nothing further to report.
15. Report of Superintendent – Nothing further to report.

16. Old business.

Commissioner DaPuzzo made a motion to authorize Executive Director Howard Hurwitz to direct T&M Associates to perform the required engineering studies when he is comfortable enough the Borough of Oakland has fulfilled enough of its responsibilities as outlined in the Memorandum of Understanding between NBCUA and the Borough of Oakland. The Motion was seconded by Commissioner Gabbert. The following Commissioners voted in favor: DaPuzzo, DePhillips, Gabbert, Kasparian, Plumley, Salazer. The following Commissioner abstained: Chairman Chewcaskie. The following Commissioner was absent: Kelaher.

17. No New Business.

18. No public comments.

19. Adjournment. Motion to adjourn was made by Commissioner Kasparian and seconded by Commissioner Salazer. All Commissioners present voted to adjourn the meeting at 8:47pm.

  
Alison Gordon, Secretary

**NORTHWEST BERGEN COUNTY UTILITIES AUTHORITY**

I, Alison Gordon, Secretary of the Northwest Bergen County Utilities Authority, do hereby CERTIFY THAT at 4:30 p.m., January 31, 2014, the notice of the REORGANIZATIONAL MEETING of said Authority to be held on February 4, 2014 immediately following the Work Session at 7:00 o'clock p.m. in the offices of the Authority located at 30 Wyckoff Avenue in Waldwick, New Jersey, was emailed and/or deposited in the United States Post Office in Waldwick, New Jersey addressed to each of the following at known addresses:

Commissioners:

Brian Chewcaskie  
Joseph DaPuzzo  
Christopher DePhillips  
Kenneth Gabbert  
Michael Kasparian  
Frank Kelaher  
Marion Plumley  
Elizabeth Salazer

Notice of the Reorganizational Meeting was:

- a) Posted in a public place.
- b) Mailed to two newspapers designated by the Commissioners of the Northwest Bergen County Utilities Authority to receive such notice, namely, THE RECORD and THE RIDGEWOOD NEWS, both published in Hackensack, New Jersey.
- c) Filed with the Clerk of the County of Bergen.
- d) Emailed and/or mailed to all MEMBER TOWNS.

  
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Alison Gordon, Secretary