



**MINUTES
REGULAR MEETING
April 21, 2015**

1. The Meeting was called to order at 7:26 pm.
2. The Chairman read the statement in compliance with C. 231, PL 1975.
3. Roll Call: The following Commissioners were present: Bonagura, DaPuzzo, Gabbert, Kasparian, Kelaher, Plumley, Salazer and Chairman Chewcaskie. Commissioner DePhillips was absent.
4. Salute to the Flag was led by the Chairman.
5. Chairman's Remarks:
 - a. Appointments of Committees:
 - Operating Committee: John DaPuzzo, Chair. Members: Michael Kasparian, Elizabeth Salazer
 - Strategic Plan Subcommittee: Michael Kasparian, Chair. Members: John DaPuzzo, William Dator (Consultant)
 - Oakland Subcommittee: John DaPuzzo
 - Personnel: Christopher DePhillips, Chair. Members: Frank Kelaher, Elizabeth Salazer
 - Finance: Kenneth Gabbert, Chair. Members: John DaPuzzo, Michael Kasparian, Todd Sherer, Treasurer
 - Buildings and Grounds: Frank Kelaher, Chair. Member: Marion Plumley
 - Insurance: Christopher DePhillips, Chair. Members: Dennis Bonagura and Marion Plumley
 - Intellectual Technology Committee (NEW): Dennis Bonagura, Chair. Member: John DaPuzzo
 - Public Relations: Marion Plumley, Chair.
 - Safety & Security: Frank Kelaher, Chair
6. Executive Session was on the agenda, however the Board saw no need for it.
7. Consideration for approval of minutes:
 - a. Regular Meeting – March 17, 2015: Commissioner Kasparian motioned to accept the minutes from the March 17, 2015 Regular Meeting, Commissioner DaPuzzo seconded the motion. All Commissioners were in favor of accepting the minutes except for Commissioner Kelaher who abstained.

8. Public Comments: There were no public comments.
9. Consideration for approval list of Resolutions dated April 21, 2015.
 - a. The Commissioners voted on Resolution No. 40-2015 through 44-2015 by Consent Agenda. Commissioner Kasparian offered the Consent Agenda and Commissioner DaPuzzo seconded. All present Commissioners voted yes on passing Resolution Nos. 40-2015 through 44-2015.

Resolution No. 40-2015 – Approval of vouchers, payroll and tax deposits and pensions and benefits transfers for March 2015 and Health and Dental Benefits for April 2015 as follows: Payroll Account: \$188,858.22; Tax Deposit Acct: \$89,506.55; Health Benefits Contribution-Employer: \$107,205.72; Health Benefits Contribution Employee: \$10,908.13; Dental Benefits: \$4,157.55; PERS and Contributory Insurance: \$31,224.23; PERS Employer Liability: \$406,997.66; Operating Account: \$431,080.31; General Improvement Account: \$110,310.10; 2014 WWT Project Account: \$9,824.95.

Resolution No. 41-2015 – Approval of Application for Proposed Sanitary Sewer Extension – Township of Mahwah: Peterson Place, Block 139, Lot 25, Township of Mahwah: An application was submitted on behalf of the Township of Mahwah for a proposed sanitary sewer extension which would provide sanitary sewer services to 3 proposed single family homes. The project will contribute an average daily flow of 900 gallons per day, or 3 additional residential EDUs. This resolution approves this application subject to the fulfillment of certain terms and conditions by the Applicant.

Resolution No. 42-2015 – Authorization to hold a Public Hearing – Revisions to the Rules, Regulations & Standards: Currently, as part of the Sewer Connection Fee Program, the Authority returns 15% of each connection, with a not to exceed amount of \$10,000.00 per connection, to the municipality. The Authority would like to amend the not to exceed amount to \$5,000 per connection. In order to do so the Authority must hold a public hearing to make changes to the Rules, Regulations and Standards and this resolution authorizes the holding of a public hearing.

Resolution No. 43-2015 – Retention of Counsel for Special Legal Services pursuant to NJSA 19:44A-20.7: The firm of Chasan, Leyner & Lamparello, PC was deemed highly qualified for providing legal services to the Authority due to their extensive experience in personnel matters and labor and employment law. The scope of the services for this special legal counsel would be for i) an analysis of the Arbitration Award; ii) an evaluation of potential exposure to future claims resulting from the Arbitration Award; and iii) appellate services if requested by the Authority all in connection with the March 9, 2015 arbitration award against the Authority in the Alvarez v. Northwest Bergen County Utilities Authority. This resolution retains the

firm of Chasan Leyner and Lamparello to provide these services at an hourly rate of \$150 per hour, with a not to exceed amount of \$18,000.

Resolution No. 44-2015 – Award Bid – Contract No. 266 – Goffle Road and Midland Park Pump Station Upgrades: Bid proposals were received on October 15, 2014 for Contract No. 266. The following bids, which includes the base bid and Alternate A-1, were as follows: Longo Electrical-Mechanical, Inc.: \$506,263.10; Rapid Pump & Meter Services, Co., Inc.: \$645,850.00; Coppola Services, Inc.: \$637,000.00. The Authority awarded the Contract to Coppola Services on December 9, 2014, after the Authority’s professionals advised that the bid of Longo was not responsive. Longo filed suit in the Superior Court challenging the determination their bid was not responsive. Coppola was a party of this litigation. Longo confirmed that they will provide the specified pumps and drives in accordance with the bid specifications and its bid price will remain \$506,263.10. The litigation was resolved by entry of a Consent Order which vacated the Resolution of Award to Coppola Services and authorized the Authority to make a new award of Contract No. 266 before June 13, 2015. This resolution awards Contract No. 266 to Longo Electrical-Mechanical, Inc. in the amount of \$506,263.10.

- b. The following Resolutions were voted on individually.

Resolution No. 45-2015 was offered by Commissioner DaPuzzo and seconded by Commissioner Gabbert. All present Commissioners voted yes on Resolution No. 45-2015.

Resolution 45-2015 – Resolution to Rescind the Authority’s Selection of Auditor and General Counsel and Resubmit Nominations for Auditor and General Counsel: The Authority had previously appointed Lerch, Vinci & Higgins, LLP and Sokol, Behot, LLP as auditor and general counsel, respectively. The County Executive issued a conditional veto of portions of the February 17, 2015 minutes including the resolutions for these appointments. The conditional veto was subject to the Authority releasing the minutes of the Closed Session discussing the appointment of auditor and general counsel and the County Executive’s review of the Closed Session Minutes. On March 17, 2015 the Authority voted to release those minutes and forwarded them to the County Executive. By a letter dated April 20, 2015, the County Executive indicated that he is, generally, satisfied that the Authority has adequately addressed his concerns. The Authority has determined to resubmit nominations for the Auditor and General Counsel for a vote by the full board of Commissioners. This Resolution rescinds Resolution No. 21-2015 and No. 25-2015, selecting the Auditor and General Counsel.

Resolution No. 46-2015: Chairman Chewcaskie asked Vice-Chairman Kasparian to lead the meeting for the discussion and vote on Resolution 46-2015 – Retention

of General Counsel for 2015 pursuant to NJSA 19:44A-20.4. As Chairman Chewcaskie has previously stated he has a conflict and would not be participating in the discussion and vote on this Resolution. Prior to the vote on the Resolution Vice-Chairman Kasparian made a few remarks. He made a statement regarding the qualifications of Chasan, Leyner & Lamparello to serve as General Counsel. He believes that the firm will serve the Authority well. The Sokol firm has served the Authority with great integrity and the change in law firms is not a reflection on their performance.

Resolution No. 46-2015 was offered by Commissioner Plumley and seconded by Vice-Chairman Kasparian. The following Commissioners voted yes: Bonagura, DaPuzzo, Gabbert, Kasparian, Kelaher, Plumley, and Salazer. Chairman Chewcaskie abstained.

Resolution No. 46-2015 – Retention of General Counsel pursuant to N.J.S.A. 19:44A-20.4. Chasan, Leyner & Lamparello, PC was found to be highly qualified and eminently capable of providing legal services. This resolution retains Chasan, Leyner & Lamparello, PC as General Counsel for 2015, with a not to exceed compensation amount of \$60,000.

Resolution No. 47-2015 was offered by Commissioner DaPuzzo and Seconded by Commissioner Gabbert. The following Commissioners voted yes: DaPuzzo, Gabbert, Kasparian, Kelaher, Plumley, Salazer and Chairman Chewcaskie. Commissioner Bonagura abstained.

Resolution No. 47-2015 – Retention of Auditor for 2015 pursuant to NJSA 19:44A-20.4: The firm of Ferraioli, Wielkotz, Cerullo & Cuva, PA was found to be highly qualified and eminently capable of providing auditing services to the Authority. This Resolution retains Ferraioli, Wielkotz, Cerullo & Cuva, PA as Auditor for the year 2015 with a not to exceed compensation amount of \$72,000.

Resolution No. 48-2015 and 49-2015 were voted on by consent. Commissioner Kasparian offered the Resolutions and Commissioner DaPuzzo seconded. All present Commissioners voted yes.

Resolution No. 48-2015 – Retention of Counsel for Special Legal Services pursuant to NJSA 19:44A-20.7: The Authority is a party to ongoing litigation captioned as Northwest Bergen County Utilities Authority v. Kathleen Donovan, County Executive of the County of Bergen which is currently on appeal before the New Jersey Supreme Court. The Authority has been represented by Sokol, Behot, LLP in this litigation and the Authority has determined that it is in its best interest to have Sokol, Behot, LLP continue to represent the Authority in this action. This resolution retains the firm of Sokol, Behot, LLP as special legal counsel in this matter at a rate of \$150 per hour with a not to exceed amount of \$10,000. This

Resolution further authorizes the preparation of a professional services agreement and the execution of said agreement by the Executive Director of the Authority.

Resolution No. 49-2015 – Retention of Counsel for Special Legal Services pursuant to NJSA 19:44A-20.7: The Authority is currently a party to mediation with Underground Utilities Corporation regarding a disagreement between the Contractor and Authority, for Contract No. 259, as to whether certain activities necessary to close out the project are included in the project specifications or whether those certain activities constitute change orders for which the Contractor is entitled to additional compensation. The firm of Sokol, Behot, LLP has represented the Authority in this matter and the Authority wishes to retain Sokol, Behot, LLP to continue to represent the Authority in this matter at a rate of \$150 per hour with a not to exceed amount of \$18,000. This resolution further authorizes the preparation of a professional services agreement and execution of said agreement by the Executive Director to the Authority.

10. Report 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 gave two reports. The first one was for the short term investments. Approximately \$850,000 million is being held at TD Bank in lieu of fees. Approximately \$5 million is being held at TD Bank at a rate of 0.10% and approximately \$2.5 million is being held at Bank of New Jersey at a rate of 0.75%.

The second report was an income/expense statement for the period 1/1/2015 to 3/31/2015. There was a discussion during the reporting of this statement that the Authority's professionals should indicate to the Authority when they are reaching their maximum budget, such as at 75% of the budget.

12. Report of Counsel – Jeffrey Zenn thanked the Board for the honor and pleasure of serving as General Counsel for the Authority.
13. Report of Engineer – Nothing further to Report.
14. Report of Executive Director – Nothing further to Report.
15. Old Business: Commissioner Gabbert asked if the actions of the professionals from February 2015's meeting were approved based on the County Executive's letter. Chairman

Chewcaskie understands the letter as approving all the actions at the February 2015 meeting except for the appointment of General Counsel and Auditor.

16. New Business: Chairman Chewcaskie asked Mr. Hurwitz to schedule meetings with the newly appointed Auditor and General Counsel.
17. Public Comments: No public comments.
18. Adjournment: Commissioner DaPuzzo made a motion to adjourn the meeting at 7:49pm, Commissioner Kasparian seconded the motion. All present Commissioners were in favor of ending the meeting at 7:49pm.



ALISON GORDON, SECRETARY