

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
OF THE BRISTOL COUNTY WATER AUTHORITY**

Wednesday, March 14, 2012

450 Child Street, Warren Office, Warren, RI

Pursuant to proper notice, the regular meeting of the Board of Directors of the Bristol County Water Authority was called to order by Chairman Jannitto at 6:00 pm, 450 Child Street, Warren Office, Warren, Rhode Island. Executive Director Pamela Marchand and the following Directors were in attendance at the commencement of the meeting:

Robert Allio, Paul Bishop, Joseph DeMelo, Kevin Fitta, William Gosselin, John Jannitto, Allan Klepper, Raymond Palmieri, Sr., Frank Sylvia

Directors Absent: None

Chairman Jannitto welcomed two new Board members, Mr. Robert Allio of Barrington and Mr. Raymond Palmieri, Sr. of Warren. Mr. Allio will serve on the Public Relations/Personnel Committee and Mr. Palmieri will serve on the Audit/Finance Committee.

Chairman Jannitto thanked retiring Directors Frank Nencka and Lloyd Matsumoto for their services as BCWA Directors.

The Chairman introduced Mr. Doug Sampson, a student at Mt. Hope High School, who will be taping BCWA's Board Meetings.

HOUSEKEEPING

Minutes of the following meetings were reviewed.

Upon a motion duly made and seconded, it was unanimously

VOTED: That the minutes of the Board Meeting of February 8, 2012, be approved.

Upon a motion duly made and seconded, it was unanimously

VOTED: That the minutes of the Executive Session of February 1, 2012, be approved.

Upon a motion duly made and seconded, it was unanimously

VOTED: That the minutes of the Executive Session of February 2, 2012, be approved.

Chairman Jannitto requested that the Executive Session be held at the end of the meeting. Upon a motion duly made and seconded, it

was unanimously

VOTED: To hold Executive Session at the end of the meeting.

AUDIT FINANCE

Director Sylvia reported:

Old Business

1. Meter Replacement Program Update, Verbal progress report given at subcommittee meeting by Manager of Customer and Commercial Services Mr. Joseph Granata. Mr. Granata stated that he will be placing an order for 300 registers.

2. Computer Software RFP, Consulting expenses were – 2010 - \$78,581.25 2011 - \$65,710.00 and to date for 2012 - \$35,000.00.

Manager of Accounting and MIS, Mr. Mark Champagne stated that the high expenses were due to payroll conversion and that BCWA is still experiencing problems with the payroll system.

Director Palmieri asked how many bids were received for the RFP. Mr. Granata stated that 3 vendors requested the RFP information, but only one vendor responded.

Executive Director Marchand stated that there are different software packages with a GIS system. This would make our information available to Customer Service and Distribution Department.

Director Palmieri asked why BCWA preferred Aurora when there are other companies just as knowledgeable about an AS400 System. Mr. Palmieri also said that the Warren Town Council objected to BCWA proceeding with an RFP for Software Consultant (letter attached) and that BCWA should have contacted AWWA for help. Mr. Palmieri stated that BCWA should obtain 2 more bids for comparison with Aurora.

Director Klepper stated that the Board previously took action to move forward with the RFP.

Executive Director Marchand stated that there are many different systems, but this software has to be specific to BCWA. Consultants will help the Authority to obtain the specifics. Executive Director Marchand met with Aurora and is confident they will be helpful since they already know the Authority's existing system.

Director Sylvia asked that this item remain on the agenda.

3. Rate Assessment, Mr. Granata stated that this is information from the Ad Hoc Committee.

4. High Service Area, Executive Director Marchand stated she had met with Pare Engineering concerning the high service area.

5. Sale – Surplus Company Vehicles, Committee recommends the sale of two vehicles. Upon a motion duly made and seconded, it was unanimously

VOTED: To advertise and sell the vehicles deemed surplus by BCWA management to the highest offeror for cash payment.

New Business

1. Quarterly Charge-Offs, Committee recommends approval. Upon a motion duly made and seconded, it was unanimously

VOTED: To approve the Quarterly Charge-Offs in the amount of \$11,123.31, as presented.

Engineering

Director Bishop reported:

Old Business

1. Franklin Court Assisted Living Center, Committee recommends to include extra 1500' to Hope Street, contingent on funding.

Executive Director Marchand stated that extending the work to Hope Street will relieve the problem. The Franklin Street 6” main lead to two 12” mains on Hope Street. There is no need to pave curb to curb, this will also reduce our cost. This work will improve fire flow and water quality in the area.

Upon a motion, duly made and seconded, it was unanimously

VOTED: To include extra 1500' to Hope Street, contingent on funding

2. Water Resources Board Strategic Plan, This project has been placed on hold.

Executive Director Marchand stated that BCWA must get estimates on costs and opinions from the 3 Town Councils before any legislation can be changed. RIWRB is receptive to this plan. Executive Director Marchand met with East Providence and Pawtucket about their systems.

3. Wetlands Flagging and Survey for Mason St., Rehoboth, Pipeline Design, This project has been placed on hold.

Public Relations/Personnel

Director Gosselin reported:

Old Business

1. Update of Search for Executive Director, Executive Director and Chief Engineer Ms. Pamela Marchand started on 2/27/12.

Item to be taken off agenda.

2. Union Negotiations –Executive Session RIGL 42-46-5. Item moved

to the end of the meeting.

New Business

- 1. RI Science Fair, Science Fair will be held at Community College of RI on Saturday, March 17, 2012.**
- 2. Distribution Supervisor, New position, Manager of Operations and Maintenance, position to be advertised.**

Executive Director Marchand stated that the Distribution Superintendents job will become vacant. She noted that she wanted to hire an Operations and Maintenance Manager to oversee field and tech departments, and also work with cross training employees. Chairman Jannitto stated that no motion is required by the Board for these organizational changes.

Director Fitta stated that the Barrington Town Council questioned when BCWA would be going out to bid for our legal services. Director Palmieri stated that Warren Town Council has the same concerns.

Legal Counsel Ms. Sandra Mack stated that she will email the Board information regarding the legal policy. She is working within a budget, nothing goes beyond the budget without board approval.

Discussion by Directors – It is good business practice to go out to bid

to get the best rate for legal services. Staff to explore what other water companies are spending on their legal services and the scope of services provided.

Barrington Town Councilor, Mr. William DeWitt stated that he would like an RFP for hourly rates and also a legal review.

Director Sylvia stated that BCWA's legal policy address General Counsel's quarterly review and the requirement to go out for RFP in 2013.

Director Gosselin asked that this item be place on the agenda for April.

Ms. Mack stated that she had contacted three top labor firms in RI. Ms. Mack and Executive Director Marchand then interviewed three labor attorneys. Ms. Mack requested as part of the engagement that the attorney would put a cap on their legal fees. One attorney did not want to set a cap, the other two attorneys were amiable. The three attorneys interviewed were – Mr. Joseph Whelan formerly of HAS, he has done labor work for BCWA and is familiar with the Union, Mr. William O'Gara, who does work for the town of Bristol and other municipalities; and Mr. Walter Hunter, a prominent labor lawyer with a national labor practice.

Ms. Mack stated that in 2011 she worked with a legal budget of

\$90,000. Beginning March 1, 2012 adopted legal budget is \$120,000, a portion of which will be for the labor attorney.

NEXT STEPS

- 1. Audit Finance Committee Meeting, Wednesday, April 4, 2012, 5:15 p.m., Warren Office, Boardroom, 450 Child Street.**
- 2. Engineering Committee Meeting, Wednesday, April 4, 2012, 5:20 p.m., Warren Office, Boardroom, 450 Child Street.**
- 3. Public Relations/Personnel Committee Meeting, Wednesday, April 4, 2012, 5:25 p.m., Warren Office, Boardroom, 450 Child Street.**
- 4. Board of Directors Monthly Meeting, Thursday, April 12, 2012, 6:00 p.m., Warren Office, Boardroom, 450 Child Street.**

The Chairman made the following motion, which was duly seconded and unanimously

VOTED: To accept the dates for the April meetings.

Director Klepper made the following motion, seconded by Director Gosselin, and it was unanimously

VOTED: To go into Executive Session under RIGL 42-46-5 to discuss union negotiations.

The Board went into Executive Session at 7:30 pm.

The Board returned to open meeting at 8:06 pm and it was noted that no votes were taken in Executive Session.

The Chairman made the following motion, which was duly seconded

MOTION: To adjourn the meeting.

Motion passed unanimously.

There being no further business, the meeting was adjourned at 8:06 pm.

John M. Jannitto

Chairman

P:\DOCS\BRCTY\35655\CORPORGDOX\20C1757ver2.DOC