

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

**November 28, 2012  
450 Child Street, Warren Office, Warren, RI**

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Pursuant to proper notice, the regular meeting of the Board of Directors of the Bristol County Water Authority was called to order by Chairman Klepper at 6:00 pm, 450 Child Street, Warren Office, Warren, Rhode Island.

Executive Director Pamela Marchand, Legal Counsel Ms. Sandra Mack and the following Directors were in attendance at the commencement of the meeting:

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

Directors Absent: Joseph DeMelo

**B. Approval of Minutes**

Upon a motion duly made by Director Sylvia and seconded by Director Jannitto it was

**VOTED: That the sealed Executive Session minutes of 7/25/12, be approved.**

**Motion passed 7 to 0, Director Palmieri abstained.**

Upon a motion made by Director Sylvia and seconded by Director Jannitto it was

**VOTED: That the Special Meeting minutes of 10/10/12, be approved.**

Director Palmieri commented that the minutes contained good overall information describing the rate increase.

**Motion passed unanimously.**

Upon a motion made by Director Jannitto and seconded by Director Allio it was

**VOTED: That the sealed Executive Session minutes of 10/10/12, be approved.**

**Motion passed unanimously.**

Upon a motion made by Director Sylvia and seconded by Director Gosselin it was

**VOTED: That the Board Meeting minutes of 10/24/12, be approved.**

Director Palmieri added a comment to the minutes.

Director Sylvia made the following amendment.

**AMENDMENT: To amend the minutes with comments.**

Director Gosselin seconded the amendment.

**Amendment and motion passed unanimously.**

C. Public Input.

The Chair recognized Ms. Marina Peterson.

Ms. Peterson stated that this will be the last taping of the board meeting, that it has been an asset to BCWA. She would be returning the equipment.

Ms. Peterson informed the Board of upcoming Tri Town Council legislation.

Director Palmieri asked that BCWA follow up with their representatives as to proposed changes to the BCWA's By-Laws.

The consensus of the Board was to ask the Executive Director to obtain a copy of the proposed legislation.

1. Executive Directors Report

Executive Director P. Marchand stated that water production is 2% below last year.

The Franklin Street project has been completed and paving will be done next spring. Director Bishop commended the construction crew on a great job.

Director Sylvia asked if customers on Franklin Street would have a deduction in their bills, as they were promised. Executive Director P. Marchand stated that their next bill will have a deduction and that most of the customers had their meters removed during construction.

Director Palmieri questioned the \$500,000 Bond from Clean Water for the Franklin Street Project and asked the amount that BCWA netted.

Executive Director P. Marchand stated she has not received the final numbers, but the netted amount will be around \$450,000. Legal Counsel S. Mack stated that total fees were close to \$34,500 not including the reserves.

Executive Director P. Marchand noted that the Bristol Town Council has approved funding for the Poppasquash Road engineering and Phase 1 construction. BCWA would handle the construction and send the bills to the town.

A water main replacement project on Water Street, in conjunction with the Town of Warren sewer replacement, has been completed.

Letters have been sent inviting the three town councils and legislators for December 11 meeting regarding our Strategic Plan and proposed rate increase.

Director Allio asked when the Customer Survey would be completed. Executive Director P. Marchand stated that the survey is being done by a student for a graduate school project, and must be approved by RVVU. The draft Survey should be available by January. Chairman Klepper requested that Executive Director Marchand provide further

information the approval process and timing.

2. Financial Report: Manager of MIS and Accounting M. Champagne stated that he has begun preparing the FY2014 O&M Budget; the Executive Director will present the Capital Budget.

Executive Director M. Marchand stated that a public hearing will be held next month on the proposed rate increase and a meeting with the Town Councils will be scheduled.

Chairman Klepper stated that the budget needs 7 votes to pass, all Directors should try to be present. We may have to have additional meetings in December and January. A rate increase will have to be passed before the end of January to meet our bond indentures and to process any increase before the new fiscal year on March 1st.

Director Allio requested that further explanation be included on significant variances in the financial report.

## 2. Leak Detection Bid

Executive Director Marchand stated that Conservation Technologies is recommended to be awarded the bid in the amount of \$23,500.

Director Allio asked for an explanation of Conservation Technologies quote, it is half the amount of the other two companies.

Executive Director P. Marchand stated that they are a local firm and they will be working through the winter months. Down time due to the weather is not an issue or an additional expense. Conservation Technologies has done this work for us in the past so they are familiar with our system.

Director Jannitto made the following motion.

**MOTION: To award Leak Detection Contract to Conservation Technologies, Inc. of Seekonk, Ma. at a price of \$23,500.00, as presented.**

Director Sylvia seconded the motion.

**Motion passed unanimously.**

4. Rate Study - Update will be presented at the December 12 meeting.

5. Evaluation of Executive Director

Chairman Klepper stated that all directors had received an evaluation form. Director Allio asked that current form be augmented with the 12 specific indicators that were previously discussed.

Director Sylvia requested a draft of the evaluation form be sent to all Directors.

6. Board Duties

Director Allio distributed to all Directors a Black & Veech booklet, which deals with the

water industry. He discussed funding availability for infrastructure, sustainability and water conservation. BCWA must develop required systems for our asset management. Director Bishop mentioned that the water industry is the biggest user of energy, electricity and water.

Director Allio made the following motion

**MOTION: Recommend that BCWA adopt these eight steps as a formal statement of the Boards responsibility.**

**BCWA Board of Directors - Roles and Responsibilities**

- 1. Develop and support the organization's mission and purpose.**
- 2. Approve the organization's strategy; monitor implementation.**
- 3. Ensure adherence to standard business practices.**
- 4. Secure adequate financial resources; provide financial oversight.**
- 5. Select the Executive Director and evaluate performance.**
- 6. Enhance public image and standing in the community.**
- 7. Ensure legal and ethical integrity.**
- 8. Build the board's competence; assess its performance.**

Director Palmieri seconded the motion.

Director Palmieri stated that this information should be added to BCWA's By-Laws.

Discussion was held regarding issues with item #8 and how it would be administered.

Director Bishop made the following amendment to the motion

**AMENDMENT: Amend the Roles and Responsibilities list by removing #8. 'Build the board's competence; assess its performance'.**

**Director Sylvia seconded the motion.**

Director Jannitto stated that the motion is not needed. All the Directors are appointed by their Town Councils to represent the ratepayers and that is the Directors only duty.

**Amendment - Tied vote. Voting Aye, Directors Allio, Gosselin, Fitta and Palmieri. Voting Nay, Chairman Klepper, Directors Bishop, Jannitto and Sylvia. Motion failed.**

**Original Motion - Tied Vote. Voting Aye, Directors Allio, Gosselin, Fitta and Palmieri. Voting Nay, Chairman Klepper, Directors Bishop, Jannitto and Sylvia. Motion failed.**

7. RFP - Customer Information System  
Executive Director Marchand noted that 8 responses have been received.

RFP - System Management System  
4 responses have been received to date.

RFP - SCADA - due the end of December.

RFP - Dams, Anawan and Swansea - The RFP has not yet be issued.

RFP's for Auditing and Investment Services

Accounting Manager M. Champagne stated that both RFPs would be ready to be advertised next week.

#### 8. BCWA Website

Executive Director P. Marchand stated all information for the new website has been sent to Kelly Shouse and Tim Eagan at Aurora. The new Website should be completed by the end of December.

#### 9. Water Quality — Trihalomethanes (THMs)

Executive Director P. Marchand stated she had met with DOH today concerning new regulations for calculating THM's. They must now be calculated as an average of 4 quarterly samples at each site. Previous regulations averaged ALL samples taken over 4 quarters. BCWA had 2 samples taken in Bristol that were high for THM's for the second quarter. Third quarter samples taken did not have the results yet. Fourth quarter samples will be taken at the beginning of 2013. THM's is by-product of chlorine (added to the water to control bacteria) and from natural organics. BCWA does not have a violation at this time, this is for information only.

Legal Counsel S. Mack stated that a press release should be issued and published on our website and the Town Councils have to be notified.

#### 10. Financial Plan Modification

M. Champagne stated that our Rate Study consultants recommend rate increases of 12%, 4%, 4%, 4% and 4%. Chairman Klepper stated that the consensus of the Board was to move forward with the Financial Plan on this basis.

#### 11. Video Recording BCWA Meetings

Staff is requested to call Mr. Rebecchi if he has a volunteer to tape our meetings.

#### 12. RFP — Legal Services

Executive Director Marchand stated that 7 proposals were received, each proposal was rated by the Directors.

Director Palmieri stated it is difficult to evaluate the cost of each proposer. He has listed each proposer's pros and cons.

Chairman Klepper stated that the list has to be narrowed down. The proposer should have a background familiar with a water utility and able to work in Massachusetts.

Consensus of the Board was to eliminate #4 and #5 from the list, review and score again the 5 proposers.

Chairman Klepper asked that the Union Contract to be put on the agenda for the next meeting.

Upon a motion duly made by Director Allio and seconded by Director Gosselin:

**MOTION: To adjourn the regular meeting.**

**Motion passed unanimously.**

There being no further business, the meeting was adjourned at 9:20 pm.

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Kevin Fitta Secretary