



BAYSHORE REGIONAL SEWERAGE AUTHORITY

100 Oak Street, Union Beach, NJ 07735
732-739-1095 OFFICE 732-739-2459 FAX

Robert C. Fischer
EXECUTIVE DIRECTOR

REORGANIZATION and REGULAR MINUTES

BAYSHORE REGIONAL SEWERAGE AUTHORITY

February 27, 2012

At 7:04 P.M., Vice Chairwoman Parsells made the following announcement:

The Reorganization Meeting of the Bayshore Regional Sewerage Authority will now come to order. I hereby announce that pursuant to Section 5 of the Open Public Meetings Act, that adequate notice of this meeting has been sent to the Newark Star Ledger and Asbury Park Press. Notice has also been sent to the Clerks of Aberdeen, Hazlet, Holmdel, Keansburg, Keyport, Matawan, Union Beach and Marlboro and the Western Monmouth Utilities Authority. This notice is also posted in the lobby of the Bayshore Regional Sewerage Authority Administration Building.

Vice Chairwoman Parsells then called for a **Pledge of Allegiance** and a **Moment of Silence** for the safety of US Troops all over the world.

Present: Commissioners David Cohen (via teleconference), James DiNardo, Bart Sutton, Walter Vella, Michael Tedeschi (7:12 p.m.) and Vice-Chairwoman Kathleen Parsells

Also In Attendance: Mr. Robert C. Fischer, Executive Director
Kimberly Newins, Administrative Assistant (Recording Secretary to the Board)
Louis E. Granata, Esq., General Counsel

The Board Recording Secretary called for a **MOTION** - for the office of **CHAIR** recommending Commissioner Kathleen Parsells in accordance with the By-Laws of the Authority.

This was **OFFERED BY**: Commissioner Cohen and **SECONDED BY**: Commissioner DiNardo and carried by roll call vote recorded as follows:

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

Chairwoman Parsells thanked her fellow Commissioners for the appointment and then called for a **MOTION** - for the office of **VICE-CHAIRMAN** recommending Commissioner David Cohen.

This was **OFFERED BY**: Commissioner DiNardo and **SECONDED BY**: Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

MOTION - for the office of **SECRETARY** recommending: Commissioner James DiNardo.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

MOTION - for the office of **ASST-SECRETARY** recommending: Commissioner Bart Sutton

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Cohen

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

MOTION - for the office of **TREASURER** recommending: Commissioner Walter Vella.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton and Chairwoman Parsells

Abstain: Commissioner Vella

MOTION - for the office of **ASST-TREASURER** recommending: Commissioner Michael Tedeschi.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

1. **RESOLUTION: (14/12)** Designating the *Asbury Park Press*, as the Official newspaper of the Bayshore Regional Sewerage Authority and *Bayshorersa.com* as the Official Website.

WHEREAS, the Bayshore Regional Sewerage Authority is required to make publication of various notices, bids and other items in a local newspaper from time to time;

NOW THEREFORE BE IT RESOLVED that the official newspaper of the Bayshore Regional Sewerage Authority within which advertising and public notices shall be placed, be and is hereby designated as *The Asbury Park Press*,

BE IT FURTHER RESOLVED, the Official Website of the BRSA is *Bayshorersa.com*.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

2. **RESOLUTION: (15/12)** To readopt a Cash Management Plan as set forth pursuant to provisions of NJSA 40A: 5-14.

WHEREAS, pursuant to the provisions of NJSA 40A:5-14, the Bayshore Regional Sewerage Authority is required to establish a Cash Management Plan (the "Plan") and;

WHEREAS the Plan is required in order to set forth the basis for deposits and investments of public funds of said Authority; and

WHEREAS, the Plan is intended to assure that all public funds identified within it are deposited and invested in compliance with the terms set forth and required by N.J. S.A. 40A:5-14, and

WHEREAS, the Authority's Auditor and the Commissioners have reviewed the Plan, (on file in its entirety at the Authority Administrative Offices).

NOW THEREFORE BE IT RESOLVED the Cash Management Plan of the Authority is hereby adopted.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

3. RESOLUTION: (16/12) Designating TD Bank, qualified under the Government Unit Deposit Protection Act, as the Official Depository of the B.R.S.A.

WHEREAS, in accordance with N.J.S.A. 40A5:15 et seq. of the Local Fiscal Affairs Law, the Bayshore Regional Sewerage Authority ("the Authority") is required to designate an Official Depository; and

WHEREAS, the Authority deems it in the best interest of the customers it serves to designate TD Bank as the Official Depository but reserves the right to utilize any other bank which qualifies under the Government Unit Deposit Protection Act that would yield a higher rate of return on investments as a potential depository of the Bayshore Regional Sewerage Authority for investment purposes should such opportunity arise.

NOW THEREFORE BE IT RESOLVED that TD Bank qualifies under the Government Unit Deposit Protection Act as the Official Depository of the BRSA and is hereby designated the Official Depository of the Authority's Incoming Revenue, Regular Operating, Payroll and Rent Reserve Accounts of the BRSA

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

4. RESOLUTION: (17/12) Designating Mr. Robert C. Fischer, Executive Director of the BRSA as the Authorized Representative to sign and verify documents.

WHEREAS, it is necessary for this Authority to select an authorized representative to sign and verify documents submitted to various Departments of the State of New Jersey, County of Monmouth, and to various offices and agencies of the United States Federal Government; as well as various contract documents of the Authority.

NOW THEREFORE BE IT RESOLVED that Robert C. Fischer, Executive Director of the Bayshore Regional Sewerage Authority is hereby appointed authorized signatory and representative of the Bayshore Regional Sewerage Authority for the above listed purposes.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

5. RESOLUTION: (18/12) To adopt Procedures to be followed in the Payment of Invoices.

WHEREAS, (the Authority) is desirous of specifying procedures to be followed with regard to the payment of invoices for employee benefits and wages; and

WHEREAS, the Authority has determined that it is in its best interest to make such payments for benefits and wages as they come due;

NOW THEREFORE BE IT RESOLVED, the Authority will make those payments in accordance with the terms outlined above and will ratify those payments at the Authority's Regular Meeting in conjunction with invoices to be paid in accordance with the procedures outlined below,

BE IT FURTHER RESOLVED, the Authority is desirous of specifying procedures to be followed with regard to the payment of invoices for service rendered and materials and supplies delivered to the Authority; and

WHEREAS, it is the intention of the Authority to hereby specify the procedures for the payment of invoices and that this Resolution and the procedures herein specified, shall supersede all Resolutions and Bylaws related to the payment of invoices;

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. as follows:

No check shall be executed by any Commissioner for disbursement of Authority funds except after compliance with the following procedure:

(a) Any person or entity seeking payment for services, materials, or supplies provided to the Authority, shall submit to the Authority, a fully executed voucher in form provided by the Authority, from time to time;

(b) The Executive Director shall review in association with said voucher, where same exists, a copy of the three written quotations or bids *where practical* in excess of \$3,000; the supporting requisition and/or purchase order, and the packing slip, invoice, or requisition signed by the person receiving the goods or services thus indicating the full receipt of such goods or services. Said procedure shall constitute a complete payment package;

(c) The Executive Director shall then review each package and shall affix his signature thereto if he shall consider same to be in satisfactory form for payment;

(d) The Executive Director shall not later than the Thursday preceding the Regular Meeting of each month make the voucher, invoice and any additional items of said payment package so requested available to the Chairman of the Finance Committee or other member of the Authority at the Authority office

(e) The Chairman of the Finance Committee or other member of the Authority shall review each voucher and the supporting documentation and, if he shall find same satisfactory, affix his signature thereto in time for consideration and discussion by the Commissioners at the monthly Regular Meeting of the Authority. In the event a member of the Finance Committee is not available for said purposes, any BRSA Board member may review and affix his/her signature thereto.

(f) The Executive Director shall prepare and make available to the Commissioners at the Regular Meeting in each month, a listing of all vouchers received by the Authority on or before the close of business on the Thursday immediately preceding the Regular Meeting;

(g) The Chairmen of the respective Committees, having general responsibility for the subject matter of a particular voucher, may review same on or before the second Thursday of each month and in case he shall find it in his opinion to be satisfactory, he shall affix his signature to this voucher.

(h) At each Regular Meeting of the Authority, prior to the Commissioners taking a formal vote on payment of all vouchers which have undergone the processing aforesaid, the Commissioners shall be advised by the Executive Director as to which vouchers shall not have endorsed thereon, the approval of the Executive Director or the approval of the Finance Chairman or assigns and in connection with such vouchers, they shall not be deemed approved for payment unless the Commissioners shall, by majority vote, direct their payment notwithstanding the lack of one or more of said signatures.

(i) No vouchers shall be considered for payment in any month unless such voucher shall have been delivered to the Authority in proper form by 12:00 Noon of the Wednesday immediately preceding the Regular Meeting, provided however, that in special circumstances, upon Motion of any Commissioners, at any regular meeting, payment of any voucher or vouchers may be directed by a majority vote of the Commissioners;

(j) Immediately following approval of payment of vouchers at any meeting of the Commissioners, the Executive Director shall promptly attend to the obtaining of the necessary Commissioners' signatures upon ~~the checks in question and shall promptly release such checks to~~

the payees thereof and the Executive Director shall not, without the approval of at least one Commissioner, delay or withhold the delivery of any checks so approved; in the event checks shall be delayed or withheld with the approval of at least one Commissioner, the Executive Director shall immediately so advise all of the Commissioners in writing of such delay or withholding and the reasons therefore, and the same shall be

discussed at the next meeting of the Authority; and in accordance with NJAC 5:31-4.1,e, all checks other than payroll checks shall be signed by the Secretary, Chairman or Executive Director, and at least two other Commissioners.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Sutton

DISCUSSION: Mr. Fischer noted the words "where practical" have been added regarding receipt of three (3) written quotes. He said some equipment or service, for various reasons, cannot draw three quotes though attempts are made and recorded. He also noted, Public Contract Law allows for a quote threshold of \$5,400 with a Qualified Purchasing Agent (QPA). The Authority has a QPA, but has made it the policy to require anything over \$3,000 to obtain three written quotes "where practical."

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

6. RESOLUTION: (19/12) To adopt Procedures to be followed in the Purchase of Equipment and Supplies.

WHEREAS, the Bayshore Regional Sewerage Authority is desirous of adopting a uniform procedure for the purchase of equipment and supplies and the provision of services to the Authority; and

WHEREAS, the Commissioners are desirous of setting forth this procedure to be applicable immediately upon adoption of this Resolution and to continue in full force and effect until the next reorganization meeting of the Authority held pursuant to N.J.S.A. 40:14A-1 et eq, at which time this Resolution shall terminate unless continued in its present or amended form;

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. as follows:

1. The procedures and authorities herein provided shall be applicable to the purchase of any materials, supplies or services except for professional services such as legal, engineering, accounting and similar services which shall only be upon Resolution of the Authority.

2. No purchase of or contract for materials, equipment, supplies or services shall be deemed binding upon the Authority or shall obligate the Authority for payment thereof except upon the following terms and conditions:

(a) The Executive Director shall cause to be attached to the voucher, where same exists, a copy of at least three written quotations or bids for items in excess of \$3,000.00, *where practical*, supporting the requisition and/or purchase order, and the packing slip, invoice, or requisition signed by the person receiving the goods or services thus indicating the full receipt of such goods and services;

(b) Materials, services or supplies, the cost or obligation for which shall not exceed the sum of \$6,000 per item, may be purchased or contracted for on behalf of the Authority and payment therefore shall be made by the Authority upon the execution of a requisition for such materials, supplies or services by the Executive Director in accordance with (a) above.

(c) Materials, services or supplies, the cost or obligation for which exceeds \$6,000 per item, but less than \$17,500, may only be purchased or contracted for upon execution of a Purchase Order by any Commissioner of the Authority and provided further, that three written quotations where practical concerning the item or services authorized to be purchased shall have been obtained, except in cases of emergency, which emergency shall be stated in full on the Purchase Order executed by the Chairman, Vice-Chairman or any Commissioner.

(d) The purchase of any materials, supplies, equipment or contract for any services the cost or obligation for which is \$36,000 or more, to the extent same shall be applicable to the particular purchase or contract, shall be awarded only upon compliance with the bidding procedures provided by the Local Public Contracts Law except in those instances under the Local Public Contract Law where public bidding need not apply and then only upon specific Resolution of the Authority; and

(e) except as otherwise resolved by the Commissioners of the Authority, all purchases of materials, supplies and equipment or the contracting of services; the cost or obligation for which is between \$17,500 and \$36,000 also known as "Window Contracts" in New Jersey's Pay-to-Play Laws shall be awarded only after a fair and open process whose minimum requirements are:

- Publicly advertised (either conventionally in newspapers or posted on the BRSA website at least ten (10) calendar days prior to award (a copy of the website posting shall be kept on file); and
- Awarded under a process that provides for public solicitation of proposals or qualifications; and
- Established on the basis of an award and disclosure process documented in writing prior to any solicitation and
- Publicly opened and announced when awarded

BE IT FURTHER RESOLVED that this Resolution shall supersede all prior Resolutions of the Authority and all By Law provisions that may be in conflict with any of the terms and conditions specified; and

BE IT FURTHER RESOLVED that this Resolution shall continue in full force or effect until the next organization meeting of the Authority pursuant to NJSA 40:14A-1 et seq. at which time it shall terminate unless re-instituted in its existing or in an amended form by appropriate Resolution of the Commissioners.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Vella

DISCUSSION: Mr. Fischer noted the words "where practical" has been added for the same reason to this Resolution as well.

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

7. RESOLUTION: (20/12) To adopt the Schedule of Financial Reports.

WHEREAS, the Commissioners of the Bayshore Regional Sewerage Authority (B.R.S.A.) are desirous of fully and faithfully discharging their duties and obligations and;

WHEREAS, the Commissioners wish to formalize the financial reporting procedures of the B.R.S.A.;

NOW THEREFORE BE IT RESOLVED by the Commissioners of the B.R.S.A. that the schedule of reports listed below be adopted and henceforth all affected employees and consultants shall adhere to the schedule.

1. Schedule of Accounts Receivable: This report shall be made at the end of each month and shall be in the hands of the Commissioners on the Friday before the Regular Meeting of the month following the month of the report.

2. Statement of Cash Receipts and Cash Disbursements: This report shall be made at the end of each month and shall be in the hands of the Commissioners on the Friday before the Regular Meeting of the month following the month of the report.

3. Un-audited Financial Statement: This report shall be made at the end of each month and shall be in the hands of the Commissioners on the Friday before the Regular Meeting of the month following the month of the report. This financial statement shall contain the year to date expenditures, the year to date budget allocation, and the expenditures for the same period for each account. An explanation is to accompany this statement whenever unusual transfers are made among accounts or when unusual expenditures are made.

4. Summary of Investments: This report shall be prepared quarterly, and shall be in the Commissioners' hands Friday before the Regular Meeting in the month that the report is due. This report shall indicate such pertinent information as:

- A. Investment Institution.
- B. Amount invested.
- C. Interest rate for the investment.

5. **Bills to be Paid:** This report shall contain a listing of each bill to be paid, indicating the check number, the amount to be paid, the payee, and the reason for the payment. The report shall be in the hands of the Commissioners on the Friday before the Regular Meeting during which these payments will be approved.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Cohen

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

8. **RESOLUTION: (21/12) To adopt and Publish the Annual Notice of Scheduled Authority Meetings for the period March 2012, through February 2013.**

WHEREAS, the Bayshore Regional Sewerage Authority is required to adopt, publish and disseminate annually, a notice of its scheduled Agenda and Regular Meetings;

NOW THEREFORE BE IT RESOLVED by the Bayshore Regional Sewerage Authority that it hereby adopts the following schedule of Agenda and Regular Meetings during 2012. All meetings in 2012 will commence at 7:00 P.M. prevailing time, All meetings will be held at the Authority offices, Administration Building, 100 Oak Street, Union Beach, NJ.

BE IT FURTHER RESOLVED, In accordance with O.P.M.A. N.J.S.A. 10:4-6, participation by Commissioners may take place by means of telephone communications equipment and formal action may be taken at any of the listed meetings.

AGENDA MEETINGS

REGULAR MEETINGS

2012 March 12
 April 09
 May 14
 June 11
 July 09
 August 13
 September 10
 October 09**
 November 12**
 December 10
2013 January 14
 February 11

2012 March 19
 April 16
 May 21
 June 18
 July 16
 August 20
 September 17
 October 15
 November 19
 December 17
2013 January 21
 February 25*

BE IT FURTHER RESOLVED that the Organizational Meeting of the Bayshore Regional Sewerage authority shall commence at 7:00 P.M., prevailing time, immediately before the Regular Meeting on Monday February 25th, 2013, at the Authority offices, 100 Oak Street, Union Beach, NJ, and

BE IT FURTHER RESOLVED that the Secretary of the Bayshore Regional Sewerage Authority be and is hereby directed to forthwith publish a true copy of this Resolution in the official newspaper so designated by the Authority and be posted on its official website, www.bayshorersa.com; and

BE IT FURTHER RESOLVED that the Secretary of the Bayshore Regional Sewerage Authority be and is hereby directed to post a true copy of this Resolution in a public place designed for such purposes; and

BE IT FURTHER RESOLVED that the Secretary of the Bayshore Regional Sewerage Authority is hereby directed to forthwith transmit a true copy of this Resolution to: the Municipal Clerks of Aberdeen, Hazlet, Holmdel, and Marlboro, Union Beach, Keyport, Keansburg, and Matawan; and the Western Monmouth Utilities Authority.

* Meetings are 2nd and 3rd Mondays of every month except where an asterisk appears.

** Office will be closed in observance of Columbus Day on October 8, 2012 and during the day Nov. 12 in observance of Veteran's Day.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

9. **RESOLUTION: (22/12) To execute TD Bank Resolution for the B.R.S.A. Payroll Account together with appropriate signature cards.**

BE IT RESOLVED, by the Bayshore Regional Sewerage Authority:

1. That an account or accounts be continued and maintained with **TD BANK** (hereinafter called the Bank) titled **Payroll Account**, and there may be deposited to its credit in one or more accounts with the Bank, any money, check and other instruments which may come into possession of this Authority. Any other property may be deposited with the Bank for safe keeping, custody and other purposes. Items for deposit, collection or discount may be endorsed by any person authorized to sign checks, or endorsements thereof, may be made in writing or by a stamp without designation of the person so endorsing.

2. Any two of the following: Executive Director, Chairman, Vice-Chairman, Secretary, Treasurer, Assistant Secretary, or Assistant Treasurer of this Authority are authorized, on behalf of this Authority and in its name, (a) to sign checks, savings withdrawals, drafts, notes, acceptances, and other instruments and orders for the payment of money or for the withdrawal or delivery of funds or other property at any time held by the Bank for the account of this Authority, and to receive any thereof, and to issue instructions for the conduct of any account of this Authority with the Bank, (b) to accept drafts, and other instruments payable at the Bank; and to waive demand, protest, and notice of protest or dishonor of any instrument made, drawn, or endorsed by this Authority; and (c) to endorse, negotiate, and receive, or authorize the payment of, the proceeds of, any negotiable or other instruments or orders for the payment of money payable to or belonging to this Authority.

3. The Bank may honor all such checks and other instruments for the payment or delivery of money or property when signed as authorized above, including any payable to the Bank or to any signer or other officer or employee of the Authority or to cash or bearer, and may receive the same in payment of or as security for the personal indebtedness of any signer or other officer or employee or other person to the Bank or in any transaction whether or not known to be for the personal benefit of any such person, without inquiry as to the circumstances of their issue or the disposition of their proceeds, and without liability to the Bank, and without any obligation upon the Bank to inquire whether the same be drawn or required for the Authority's business or benefit.

BE IT FURTHER RESOLVED that the foregoing Resolution shall continue in full force and effect and Bank may rely on them until a certified copy of a subsequent Resolution of the Board of Directors of this Authority modifying or rescinding any or all such Resolutions shall have been actually received by the Bank.

I FURTHER CERTIFY that the names of the persons who respectively hold the offices or positions mentioned in the foregoing Resolutions and their actual signatures are as follows (on file)

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner Sutton

DISCUSSION: Mr. Fischer said this Resolution has been amended to require two (2) signatures on payroll checks. He said, if the Board accepts this recommendation, a Commissioner will need to be available on a weekly basis for co-signature. Chairwoman Parsells asked for a roll call vote recorded as follows:

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

10. RESOLUTION: (23/12) To execute TD Bank Resolutions for B.R.S.A. Incoming Revenue, Operating, and Rent Reserve accounts together with appropriate signature cards.

BE IT RESOLVED, by the Bayshore Regional Sewerage Authority:

1. That an account or accounts be continued and maintained with **TD BANK** (hereinafter called the Bank) titled **Incoming Revenue, Operating Account, and Rent Reserve Accounts**, and there may be deposited to its credit in one or more accounts with the Bank, any money, check and other instruments which may come into possession of this Authority. Any other property may be deposited with the Bank for safe keeping, custody and other purposes. Items for deposit, collection or discount may be endorsed by any one person authorized to sign checks, or endorsements thereof, may be made in writing or by a stamp without designation of the person so endorsing.

2. Any three of the following: Executive Director, Chairman, Vice-Chairman, Secretary, Treasurer, Assistant Secretary, Assistant Treasurer of this Authority are authorized, on behalf of this Authority and in its name, (a) to sign checks, savings withdrawals, drafts, notes, acceptances, and other instruments and orders for the payment of money or for the withdrawal or delivery of funds or other property at any time held by the Bank for the account of this Authority, and to receive any thereof, and to issue instructions for the conduct of any account of this Authority with the Bank, (b) to accept drafts, and other instruments payable at the Bank; and to waive demand, protest, and notice of protest or dishonor of any instrument made, drawn, or endorsed by this Authority; and (c) to endorse, negotiate, and receive, or authorize the payment of, the proceeds of, any negotiable or other instruments or orders for the payment of money payable to or belonging to this Authority, except that in the wire transfer of funds for the payment of taxes, employee payroll, benefits or other such obligation as may be required of the Authority, the Executive Director is authorized to make such wire transfers using the financial institutions' secured portals. All such wire transfers shall be ratified at the first Authority meeting subsequent to transfer of funds.

3. The Bank may honor all such checks and other instruments for the payment or delivery of money or property when signed as authorized above, including any payable to the Bank or to any signer or other officer or employee of the Authority or to cash or bearer, and may receive the same in payment of or as security for the personal indebtedness of any signer or other officer or employee or other person to the Bank or in any transaction whether or not known to be for the personal benefit of any such person, without inquiry as to the circumstances of their issue or the disposition of their proceeds, and without liability to the Bank, and without any obligation upon the Bank to inquire whether the same be drawn or required for the Authority's business or benefit.

BE IT FURTHER RESOLVED that the foregoing Resolution shall continue in full force and effect and Bank may rely on them until a certified copy of a subsequent Resolution of the Board of Directors of this Authority modifying or rescinding any or all such Resolutions shall have been actually received by the Bank.

I FURTHER CERTIFY that the names of the persons who respectively hold the offices or positions mentioned in the foregoing Resolutions and their actual signatures are as follows (on file)

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

11. RESOLUTION: (24/12) Engaging the services of Louis E. Granata, Esq. as General Counsel.

WHEREAS, there exists a need for an Attorney for the Bayshore Regional Sewerage Authority;
and

WHEREAS, funds are available for this purpose, and the Local Public Contract Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, Louis E. Granata, Esq., has submitted a proposal dated January 3rd, 2012 indicating he will provide General Consulting Services as Legal Counsel to the BRSA at an hourly rate of \$195; and

WHEREAS, Louis E. Granata, Esq., has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Louis E. Granata, Esq., 210 Main Street, Matawan, NJ, as Attorney for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013.

BE IT FURTHER RESOLVED that the said Attorney shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is therefore exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

12. RESOLUTION: (25/12) Engaging the services of Mark Tabakin, Esq. as Labor Attorney.

WHEREAS, there exists a need for an Labor Attorney for the Bayshore Regional Sewerage Authority,
and

WHEREAS, funds are available for this purpose, and the Local Public Contract Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, Mark A. Tabakin, Esq. submitted a proposal for services dated January 22, 2012 indicating he will provide General Consulting Services as Labor Counsel to the BRSA at an hourly rate of \$150; and

WHEREAS, Mark A. Tabakin, Esq., has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Mark A. Tabakin, Esq., of the firm Weiner Lesniak, 629 Parsippany Road, Parsippany, NJ as Labor Attorney for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

~~**BE IT FURTHER RESOLVED** that the said Attorney shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and~~

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is therefore exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Vella

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

13. RESOLUTION: (26/12) Engaging the services of Bart & Bart, CPAs as Auditors.

WHEREAS, there exists a need for an Auditor for the Bayshore Regional Sewerage Authority; and

WHEREAS, funds are available for this purpose, and the Local Public Contracts Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, Michael Bart, CPA, has submitted a proposal for services dated January 23, 2012 indicating he will perform the Auditing of the Authority finances for a fee of \$26,500 and provide additional accounting services as requested by the Authority at a rate of \$130 per hour; and

WHEREAS, Michael Bart, CPA has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Bart and Bart, 104 Main St., Woodbridge, NJ, 07095 as Auditor for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED that the said Auditor shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is, therefore, exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

14. RESOLUTION: (27/12) Engaging the services of Gibbons Del Deo, et al. as Bond Counsel.

WHEREAS, there exists a need for the services of a Bond Counsel, and

WHEREAS, funds are available for this purpose, and the Local Public Contract Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, John Draikowicz, Esq., has submitted a proposal for services dated January 24, 2012 indicating he will provide General Consulting Services as Bond Counsel to the BRSA at an hourly rate of \$295; and

WHEREAS, John Draikowicz, Esq., has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Gibbons, Del Deo, Dolan, Griffinger, and Vecchio, One Riverfront Plaza, Newark, NJ as Bond Counsel for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED that the said Bond Counsel shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is therefore exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Cohen

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

15. RESOLUTION: (28/12) Engaging the services of Arcadis – US as Consulting Engineer.

WHEREAS, there exists a need for an Engineer for the Bayshore Regional Sewerage Authority; and

WHEREAS, funds are available for this purpose, and the Local Public Contracts Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, Manuel Ponte, P.E., has submitted a proposal for serviced dated January 31, 2012 indicating he will provide General Consulting Services as Consulting Engineer to the BRSA at an hourly rate of \$225; and

WHEREAS, Manuel Ponte, P.E., has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Manuel Ponte, P.E., of Arcadis – US, 105 Fieldcrest Avenue, Raritan Center, Edison, NJ as Engineer for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED that the said Engineer shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is, therefore, exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

16. RESOLUTION: (29/12) Engaging the services of Michael Avalone of the firm Conner Strong Insurance Services, as Risk Management Consultant.

WHEREAS, the Bayshore Regional Sewerage Authority has resolved to join the New Jersey Utility Authorities Joint Insurance Fund; and

WHEREAS, the bylaws of said Fund requires that each Authority appoint a Risk Management Consultant to perform various professional services as detailed in the bylaws; and

WHEREAS, the bylaws indicate a minimum fee equal to six percent (6 %) of the Authority's assessment which expenditure represents reasonable compensation for the services required and was included in the cost considered by the Authority;

WHEREAS, Michael Avalone will be listed as the "Broker of Record" for our Differences in Conditions Policy to be included as part of this 6%; and

WHEREAS, Michael Avalone, has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

WHEREAS, in accordance with N.J.S.A. 40A:11-5(m) Insurance Consultant services are an authorized exemption to the Public Bidding process;

NOW THEREFORE, be it resolved that the Bayshore Regional Sewerage Authority does hereby appoint Michael Avalone of Conner Strong Insurance Services as its Risk Management Consultant in accordance with the Fund's bylaws for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED that the Chairman is hereby authorized and directed to execute the Risk Management Consultant's Agreement, a copy of which is available for inspection at the Authority's office, and to cause a notice of this decision to be published in the official newspapers of the BRSA according to N.J.S.A 40A:11-5 (1) (a) (i) and will be posted on the BRSA official website.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Vella

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells
Commissioner Tedeschi arrives...

17. RESOLUTION: (30/12) Engaging the services of Morehouse Engineering as the Instrumentation Consultants.

WHEREAS, the Bayshore Regional Sewerage Authority has determined there exists a need for the services Consulting Instrumentation and Control Engineering, and

WHEREAS, the services of a Consulting Instrumentation and Control Engineer is a recognized profession, licensed and regulated by law and is exempt under NJSA 40A: 11-5; and

WHEREAS, funds are available for this purpose, and the Local Public Contract Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, C. Schulyer Morehouse, P.E. has submitted a proposal for services dated January 17, 2012 indicating he will provide General Consulting Services as Instrumentation and Control Engineering Consultant to the BRSA at an hourly rate of \$190

WHEREAS, C. Schulyer Morehouse, P.E, has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Morehouse Engineering, 43 Railroad Place, Hopewell, New Jersey as Special Consultant for Instrumentation and

Control Engineering for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED, this appointment is being made without competitive bidding because the appointment involves a member of a of a recognized profession, licensed and regulated by law and is, therefore, exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the said Instrumentation Consultant Engineer shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED the Chairman and Secretary are hereby authorized to execute said contractual agreement; and

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Cohen

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells

18. RESOLUTION: (31/12) Engaging the services of Chavond Barry Engineering as Incinerator Engineering Consultant.

WHEREAS, the Bayshore Regional Sewerage Authority owns and operates two fluidized bed Incinerators at the treatment plant facilities; and

WHEREAS, there exists a need for an Incinerator Consulting Engineer for the Bayshore Regional Sewerage Authority; and

WHEREAS, Louis T. Barry, P.E. has submitted a proposal for services dated February 7, 2012 indicating he will provide General Consulting Services for an annual cost not to exceed \$15,640 as Incinerator Consulting Engineer to the BRSA

WHEREAS, Louis T. Barry, P.E. has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

WHEREAS, funds are available for this purpose, and the Local Public Contracts Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised;

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Chavond Barry Engineering, 400 Route 518, Blawenber, NJ as Incinerator Consultants for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED that the said Engineer shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is, therefore, exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells

19. RESOLUTION (32/12) Engaging the services of Acacia Financial Group, Inc. as Financial Advisors.

WHEREAS, there exists a need for a Financial Advisor for the Bayshore Regional Sewerage Authority; and

WHEREAS, funds are available for this purpose, and the Local Public Contract Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the appointment without competitive bidding must be publicly advertised; and

WHEREAS, Noreen P. White has submitted a proposal for services dated January 29, 2012 indicating he will provide General Consulting Services as Financial Advisor to the BRSA at an hourly rate of \$250

WHEREAS, Noreen P. White, has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Acacia Financial Group, Inc., Four Greentree Center, Suite 206, Marlton, NJ 08053, as Financial Advisor for the Authority for a term commencing February 27th, 2012 and continuing until February 25th, 2013

BE IT FURTHER RESOLVED that the said Advisors shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is, therefore, exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Tedeschi

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells

20. RESOLUTION (33/12) Engaging the services of MC² Public Affairs, LLC as Energy Consultant for Regulatory and Community Affairs.

MOTION OFFERED BY: Commissioner Sutton and **SECONDED BY:** Commissioner Vella

DISCUSSION: Commissioner Sutton requested the Resolution be TABLED pending review of the proposal by General Counsel.

MOTION TO TABLE OFFERED BY: Commissioner Sutton and **SECONDED BY:** Commissioner Vella

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells

21. RESOLUTION (34/12) Engaging the services of Skyline Environmental, Inc., as Safety and Health Consultants.

WHEREAS, the Bayshore Regional Sewerage Authority is in need of the services of a professional Safety and Health Consulting expert to provide consulting and training services for 2012; and

WHEREAS, Skyline Environmental is a professional Safety and Health consulting firm in New Jersey providing wastewater treatment sewerage authority professional services including site specific safety and health programs; and

WHEREAS, Skyline Environmental has submitted a proposal to the Authority dated February 16th, 2012 to provide site specific safety and health training to the Authority's personnel; and

WHEREAS, Skyline Environmental has certified that he has not made any reportable contributions in the past year in accordance with NJSA 19:44A-20.8 and will not make any reportable contributions in the upcoming year as required by NJ Pay-to-Play Law

NOW THEREFORE BE IT RESOLVED by the B.R.S.A. that it engage the services of Skyline Environmental, Inc., 740 Highway 35, Old Bridge Township, NJ 07747, as Safety and Health Consultant for a term commencing February 27th, 2012 and continuing until February 25th, 2013 for a contract value not to exceed \$16,480

BE IT FURTHER RESOLVED that the said Consultants shall be compensated at the reasonable value of the services rendered as more specifically set forth in a contract entered into and available for inspection at the Authority's office; and

BE IT FURTHER RESOLVED that this appointment is being made without competitive bidding because this appointment involves a member of a recognized profession, licensed and regulated by law and is, therefore, exempt under NJSA 40A:11-5; and in accordance with NJSA 19:44A-20.5;

BE IT FURTHER RESOLVED that the Secretary shall cause a brief notice of the adoption of this Resolution to be published once in the Authority's designated official newspaper as required by law within ten (10) days of its adoption and will be posted on the BRSA official website.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

COMMENT: Commissioner Sutton said he reviewed Skyline's proposal and found it very concise. He said he believes a strong Health and Safety Program is important, particularly with regard to being aware of the dangers of blood-borne pathogens and similar risk factors.

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

MOTION to Accept 2012 COMMITTEE APPOINTMENTS (by the Chairwoman, who may preside over any Sub-Committee Meeting with adequate public notice.)

FINANCE COMMITTEE- Commissioners: Walter Vella, Chair, David Cohen and Bart Sutton

LEGAL COMMITTEE - Commissioners: James DiNardo, Chair, Cohen and Vella

PERSONNEL COMMITTEE - Commissioner David Cohen, Chair, DiNardo and Vella

ENGINEERING COMMITTEE -Commissioner James DiNardo, Chair, Tedeschi and Sutton

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

Mr. Fischer requested authorization from the Board to prepare specifications to publicly advertise for "Expressions of Interest" from Engineering Firms with the intent of securing a pre-qualified list of Engineering firms with the qualifications to work on BRSA Capital Improvement Projects. The Board, by consensus, authorized Mr. Fischer to begin the process.

Chairwoman Parsells then called for a **MOTION - TO ADJOURN REORGANIZATION**

This was **OFFERED BY:** Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Vella and Chairwoman Parsells

Chairwoman Parsells then called the Regular Meeting of the Bayshore Regional Sewerage Authority to order, announcing that pursuant to Section 5 of the Open Public Meetings Act, adequate notice of this meeting had been advertised and mailed as previously announced and is also posted in the lobby of the Bayshore Regional Sewerage Authority Administration Building.

The Chairwoman then called for **MOTIONS** on the following:

APPROVAL OF MINUTES - Regular Meeting of January 23rd, 2012

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, and Chairwoman Parsells.

Abstain: Commissioners Sutton, Tedeschi and Vella (Moved - Abstentions go with Majority)

TREASURER'S REPORT (by then Commissioner Parsells for January, 2012)

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner DiNardo

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

MOTION - to approve payment of bills listed on:

Operating Fund Req. No. 476 (Regular)	\$ 590,839.77
Payroll Account Req. No. P 126	\$ 208,785.60

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

STATEMENT OF CASH RECEIPTS AND CASH DISBURSEMENTS

TD BANK	Balance
TRUSTEE ACCOUNTS	1/31/12
<u>UNRESTRICTED</u>	
Revenue Fund	\$ 2,238,616.56
General Fund	\$ 4,125,255.41
Total Unrestricted	\$ 6,363,871.97
<u>RESTRICTED</u>	
Bond Service Fund	
1985 Bond Service Fund	\$ 817.08
2002 Bond Service Fund	\$ 0.00
Total Bond Service Funds	\$ 817.08
Bond Reserve Funds	
1985 Bond Reserve Fund	\$ 7,197,191.26
Total Bond Reserve Funds	\$ 7,197,191.26
<u>2010 NJEIT BONDS</u>	
Revenue	\$ 0.00
Construction	\$ 1,166,259.97
Bond Service	\$ 0.05
TOTAL NJEIT	\$ 1,166,260.02
TOTAL TRUSTEE ACCOUNTS	<u>\$14,728,140.33</u>
<u>AUTHORITY ACCOUNTS</u>	
Incoming Revenue Account	\$ 2,090,960.34
Operating Regular Account	\$ 61,096.55
Operating Payroll Account	\$ 180,118.45
TOTAL AUTHORITY ACCOUNTS	<u>\$ 2,332,175.34</u>
TOTAL	<u>\$17,060,315.67</u>

Detail of the Trustee accounts, receipts and disbursements, including investment activity, are on file in the Administrative Office of the Bayshore Regional Sewerage Authority.

SCHEDULE OF ACCOUNTS RECEIVABLE

SERVICE CHARGES:	Balances as of <u>Jan.31, 2012</u>
Hazlet Township Sewer Utility	\$ 0.00
Township of Holmdel	\$ 0.00
Borough of Union Beach	\$ 0.00
Borough of Keyport	\$ 0.00
Borough of Keansburg	\$ 0.00
Borough of Matawan	\$ 0.00
Western Monmouth Utilities Authority	\$ 0.00
Township of Aberdeen	<u>\$ 0.00</u>
TOTAL	\$ 0.00

OUTFALL AUTHORITY CHARGES	
Hazlet Township Sewer Utility	\$ 0.00
Township of Holmdel	\$ 0.00
Borough of Union Beach	\$ 0.00
Borough of Keyport	\$ 0.00
Borough of Keansburg	\$ 0.00
Borough of Matawan	\$ 0.00
Western Monmouth Utilities Authority	\$ 0.00
Township of Aberdeen	<u>\$ 0.00</u>
TOTAL	<u>\$ 0.00</u>

Balance of Rent Reserve Accounts as of Jan. 31st, 2012	
Hazlet Township Sewer Utility	\$ 1,519,714.10
Township of Holmdel	\$ 723,841.10
Borough of Union Beach	\$ 417,076.73
Borough of Keyport	\$ 806,767.76
Borough of Keansburg	\$ 602,485.30
Borough of Matawan	\$ 821,206.08
Western Monmouth Utilities Authority	\$ 188,248.97
Township of Aberdeen	<u>\$ 871,982.30</u>
TOTAL	<u>\$ 5,951,322.34</u>

Chairwoman Parsells opened the meeting to the public to discuss **Resolutions** on the Regular Agenda. There were no comments from the public at this time, therefore the Chairwoman closed the public portion of the meeting and called for **MOTIONS** on the following:

21. RESOLUTION No: (35/12) To extend the Meter Calibrations and Maintenance contract with ABB Instrumentation for a period of one year.

WHEREAS, the Bayshore Regional Sewerage Authority currently has a contract for the calibration and maintenance of Flow Meters with ABB, Instrumentation, Inc., a certified Bailey Fischer and Porter Meter Calibrator, for a contract price of \$12,948; and

WHEREAS, that Contract is scheduled to expire on February 27, 2012,

WHEREAS, the Authority and ABB Instrumentation, Inc. are mutually agreeable to extending the original Contract under the same terms and with a minimal increase in price of 2.5% which is allowable under current Consumer Price Index ("CPI") increases of 2.5%; for a period of one (1) additional year; and

WHEREAS, the original Contract provides by mutual agreement, and Local Public Contracts Law allows for one (1) year contract extensions for a maximum of 2 years with increases no greater than the current Consumer Price Index of 2.5% for a total contract price of \$13,271.40; and

WHEREAS, extension of the original Contract will require authorization from the Commissioners and the completion of contract extension documents;

WHEREAS, the funds are available for this purpose; and

NOW THEREFORE BE IT RESOLVED, the Commissioners of the Authority hereby authorize an extension of the original Contract for Flow Meter Calibration and Maintenance with ABB Instrumentation, Inc. for a period of one (1) additional year.

BE IT FURTHER RESOLVED, the Qualified Purchasing Agent and Staff Engineer are hereby authorized to prepare the contract extension documents.

BE IT FURTHER RESOLVED, the Chairman and Secretary are hereby authorized to execute the contract extension documents.

OFFERED BY: Commissioner Cohen and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

22. RESOLUTION NO.: (36/12) To enter a Developers Agreement with C&M County Road, LLC for the development of Block 196.04, Lot 27 and Block 228, Lots 1 and 2, Township of Aberdeen.

WHEREAS, C&M County Road, LLC, is the project developer of (one hundred and fifteen) 115 townhouse units subdivision known as "The County Road Subdivision" also known as Block 196.04, Lot 27 and Block 228, Lots 1 and 2 in Aberdeen, New Jersey; and

WHEREAS, C&M County Road, LLC has requested to be allowed to enter into a Developer's Agreement for "The County Road Subdivision" with the BRSA to provide for the payment of connection fees; and

WHEREAS, the Authority's Attorney has prepared a Developer's Agreement that is acceptable to the Commissioners; and

WHEREAS, the Commissioners of the Authority deem it is in the best interest of the Authority to enter into said Developer's Agreement; and

WHEREAS, the C&M County Road, LLC, has executed the Developer's Agreement for "The County Road Subdivision" and has provided the Authority's Attorney with the performance

guarantees that are acceptable and will make the initial payment under the Developer's Agreement along with the applicable review fees.

NOW THEREFORE BE IT RESOLVED that the Commissioner of the Bayshore Regional Sewerage Authority hereby authorize the execution of the Developer's Agreement with C&M County Road, LLC to serve "The County Road Subdivision" project.

BE IT FURTHER RESOLVED that Executive Director and Secretary are hereby directed to execute the Agreement and to file it with the Monmouth County Clerk's Office.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

23. RESOLUTION (37/12) To issue a sanitary sewer approval to the C&M County Road, LLC development of Block 196.04, Lot 27 and Block 228, Lots 1 and 2, in the Township of Aberdeen contingent upon meeting the terms and conditions of the Developer's Agreement set forth under Resolution No. 36/12.

WHEREAS, C&M County Road, LLC, has applied for a sanitary sewer approval to serve "The County Road Subdivision" a 115 townhouse unit subdivision in Aberdeen, New Jersey, also known as Block 196.04, Lot 27 and Block 228, Lots 1 and 2 in Aberdeen, New Jersey; and
and has included all required application forms, and

WHEREAS, C&M County Road, LLC has entered into a Developer's Agreement with the BRSA for the payment of fees; and

WHEREAS, the C&M County Road, LLC has received all local approvals including sanitary sewer approval; and

WHEREAS, the project is expected to generate 40,250 gallons per day of wastewater, and

NOW THEREFORE BE IT RESOLVED that C&M County Road, LLC be, and is hereby granted for a period of one year, a sanitary sewer approval for "The County Road Subdivision" project subject to and contingent upon the execution of the Developer's Agreement and payment of connection fees in accordance with the Developer's Agreement and the posting of a bond for the balance of the connection fees.

BE IT FURTHER RESOLVED that Executive Director is hereby authorized to execute the Treatment Works Approval Consent forms and the Developer's Agreement and to file the Agreement with the Monmouth County Clerk's Office.

BE IT FURTHER RESOLVED that this Authority recommends that this project be granted said sewer extension approval by the New Jersey Department of Environmental Protection.

OFFERED BY: Commissioner Vella and **SECONDED BY:** Commissioner Sutton

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

24. RESOLUTION (38/12) To Discharge the Developer's Agreement with Greenwood Holdings, LLC, "Mirror Lake at Aberdeen" Project.

WHEREAS, in July, 2005 the Bayshore Regional Sewerage Authority entered into a Developer's Agreement by way of Resolution 53/05 with Greenwood Holdings, LLC, (hereinafter the "Developer") of "Mirror Lake at Aberdeen" being Block 124, Lots 1 and 2 and the Basilian Fathers of Mariapoch Monastery on Lot 4, Block 124, Aberdeen, NJ (hereinafter collectively known as the "Development") to secure the payment of connections fees associated with the Development; and

WHEREAS, the Mirror Lake at Aberdeen Developer's Agreement was recorded and registered in the office of the County Recording Officer of Monmouth County, NJ on August 5, 2005 as Instrument #2005137306 in Book OR-8489, page 4774; and

WHEREAS, The Developer assigned its rights and obligations to K. Hovnanian Shore Acquisitions, LLC on November 22, 2005 by way of an unrecorded Assignment Agreement and thereafter abandoned its intent to develop the Development, and thereafter assigned all of its Governmental Approvals, Plans, Engineering Reports and Drawings to the Property Owner, John Fiorino (hereinafter known as "the Owner") by way of an unrecorded Assignment; and

WHEREAS, the Owner has agreed to convey Lot 2 in Block 124 as shown on the Aberdeen Tax Map to the State of New Jersey Trust for Public Lands and has abandoned the development rights outlined under the BRSA Developer's Agreement and has requested said BRSA Developer's Agreement be Discharged of Record,

NOW THEREFORE BE IT RESOLVED, the Commissioners of the Bayshore Regional Sewerage Authority hereby authorize the Discharge of the Developer's Agreement entered into by way of Resolution 53/05 dated July 18th, 2005 and rescind all obligations under said Agreement.

BE IT FURTHER RESOLVED, the Executive Director is hereby directed to execute all the necessary documents to discharge the Mirror Lake at Aberdeen Developer's Agreement.

OFFERED BY: Commissioner DiNardo and **SECONDED BY:** Commissioner Vella

COMMENTS: Mr. Granata updated the Board on this matter. The property will not be developed, and is being dedicated to Open Space. Commissioner Sutton said he was pleased to hear this, as there is not enough open space in our area.

The Chairwoman requested a vote, recorded as follows:

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

24. RESOLUTION (39/12) To appoint Steven Spano to the position of Utility Person.

WHEREAS, on December 25, 2011 the Superintendent and Assistant Superintendent of Maintenance ("The Management") assigned the position of Utility Person to Steven Spano, to fill an open position for the Bayshore Regional Sewerage Authority; and

WHEREAS, Steven Spano has successfully completed the requisite 60 day probationary period in accordance with Article 12 of the Collective Bargaining Agreement; and

WHEREAS, the Management has made the recommendation that Steven Spano be granted permanent status in the position of Utility Person,

NOW THEREFORE BE IT RESOLVED the Commissioners of the Authority deem it in the best interest of the Authority to accept Management's choice and to permanently appoint Mr. Steven Spano the permanent position of Utility Person, effective February 24, 2012 at the starting rate of \$28.32 per hour in accordance with the Collective Bargaining Agreement dated April 1, 2011.

OFFERED BY: Commissioner Sutton and **SECONDED BY:** Commissioner DiNardo

COMMENTS: Mr. Fischer spoke about Mr. Spano's accomplishments since his hire and noted the Superintendent also recommends Mr. Spano be upgraded to the Utility Person position. He added, the position of Custodian has now become available and it will be posted and advertised.

Chairwoman Parsells requested a vote, recorded as follows:

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

There were no topics for Closed Session at this meeting. The Chairwoman opened the meeting to the public once again. Charles Hoffman, Florence Avenue, Hazlet asked about Public Contracts and procurement policies. With no further comments or questions from the audience, the Chairwoman closed the public portion of the meeting.

Vice-Chairman Cohen congratulated the incoming Commissioners on their appointments, welcomed them to the Authority and wished them luck in all their endeavors. Chairwoman Parsells did so as well. The Chairwoman then made the following announcement:

The next **Agenda Meeting** of the B.R.S.A. is scheduled for **Monday, March 12th, 2012**, at 7:00 P.M. The next **Regular Meeting** of the B.R.S.A. is scheduled for **Monday, March 19th, 2012** at 7:00 P.M. All meetings take place in the Administration Building of the Authority located at 100 Oak Street, Union Beach, NJ 07735.

At 7:40 P.M., Chairwoman Parsells called for a **MOTION** to Adjourn.

OFFERED BY: Commissioner Sutton **and SECONDED BY:** Commissioner Vella and carried by voice vote recorded as follows:

Ayes: Commissioners Cohen, DiNardo, Sutton, Tedeschi, Vella and Chairwoman Parsells.

Respectfully submitted,



Kimberly A. Newins
Administrative Assistant
Board Recording Secretary