



# BAYSHORE REGIONAL SEWERAGE AUTHORITY

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

Robert C. Fischer  
EXECUTIVE DIRECTOR

## MINUTES REORGANIZATION MEETING

FEBRUARY 25, 2013

At 7:00 P.M., Commissioner Vella makes 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.

Commissioner Vella asked all in attendance to stand for the Pledge of Allegiance and a Moment of Silence for the safety of US Troops all over the world.

Chairman calls for a roll call of attendance:

**PERSENTS:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

Also In Attendance: Mr. Robert C. Fischer, Executive Director  
Louis E. Granata, Esq., General Counsel  
Manuel Ponte, P.E., Consulting Engineer  
Peter J. Canal, BRSA Engineer  
Susan DuBey, Acting Secretary

### MOTIONS FOR REORGANIZATION

Chairman Vella calls for **MOTIONS** on the following:

**A MOTION** was made to nominate Commissioner Vella for the office of **CHAIRMAN**

OFFERED BY: Commissioner Sutton, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton,  
**ABSTAIN:** Chairman Vella

**A MOTION** was made to nominate Commissioner Khachaturian for the office of **VICE-CHAIRMAN**

*Committed to a Clean Environment for Today, Tomorrow and Generations to Come*  
BRSA staff, November 2006

OFFERED BY: Chairman Vella , SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners McMullen, Pisano, Steiner, Sutton, Chairman Vella

**ABSTAIN:** Commissioner Khachaturian

**A MOTION** was made to nominate Commissioner Sutton for the office of **TREASURER**

OFFERED BY: Chairman Vella, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Chairman Vella

**ABSTAIN:** Commissioner Sutton

**A MOTION** was made to nominate Commissioner Steiner for the office of **ASSIST-TREASURER**

OFFERED BY: Commissioner Sutton, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Sutton, Chairman Vella

**ABSTAIN:** Commissioner Steiner

**A MOTION** was made to nominate Commissioner Pisano for the office of **SECRETARY**

OFFERED BY: Commissioner Sutton, SECONDED BY: Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Steiner, Sutton, Chairman Vella

**ABSTAINED:** Commissioner Pisano

**A MOTION** was made to nominate Commissioner McMullen for the office of **ASSIST-SECRETARY**

OFFERED BY: Commissioner Sutton, SECONDED BY: Commissioner Pisano and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, Pisano, Steiner, Sutton, Chairman Vella

**ABSTAINED:** Commissioner McMullen

At 7:07 P.M. Chairman made a **MOTION** to go into Closed Session in accordance with Section 8 of the Open Public Meetings Act, Chapter 231, P.L. 1975, permitting the exclusion of the public from a meeting in certain circumstances. This action will be taken to discuss matters falling within attorney-client privileges, specifically, pending and anticipated litigation, matters of employment and the terms

and conditions of the collective bargaining agreement. It is anticipated at this time that the above stated subject matter shall be made public at such time as the need for non-disclosure no longer exists.

OFFERED BY: Chairman Vella, and SECONDED BY: Commissioner McMullen, and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, and Chairman Vella

**Minutes from Closed Session are recorded separately**

At 7:35 P.M. Chairman Vella called for a **MOTION** to end Closed Session.

OFFERED BY: Commissioner Sutton, and SECONDED BY: Commissioner Pisano, and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, and Chairman Vella

**PUBLIC PORTION**

Chairman Vella announced that this portion of the meeting is now open to the public for comments or questions related to Agenda items only. The public is reminded; only questions or comments specific to the scope of the Agenda items are to be addressed at this time. As a courtesy to all, please be mindful of limiting your comments accordingly.

There was no comment from the public.

**RESOLUTION No.: (30/13) -Designating *The Asbury Park Press* as the Official newspaper and [www.bayshorersa.com](http://www.bayshorersa.com) as *The BRSA 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 shall be placed, be and is hereby designated as *The Asbury Park Press*, and *Bayshorersa.com* is also the Official Website for Public Notices.

OFFERED BY: Commissioner Sutton, SECONDED BY: Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.: (31/13) - 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 following Plan,

**Cash Management Plan**

**I. STATEMENT OF PURPOSE**

This Cash Management Plan (the "Plan") is prepared pursuant to the provisions of N.J. S.A. 40A: 5-14 in order to set forth the basis for the deposits ("Deposits") and investment ("Permitted Investments") of certain public funds of the Bayshore Regional Sewerage Authority (BRSA), pending the use of such funds for the intended purposes. The Plan is intended to assure that all public funds identified herein are deposited in interest bearing Deposits or otherwise invested in Permitted Investments hereinafter referred to. The further intent of the Plan is to provide that the decisions made with regard to the Deposits and Permitted Investments will be done to ensure the safety, liquidity (regarding its availability for the intended purposes), and the maximum investment return within such limits. The Plan is intended to ensure that any Deposit or Permitted Investment matures within the time period that approximates the prospective need for the funds deposited or invested so that there is not a risk to the market value of such Deposits or Permitted Investments,

**II. IDENTIFICATION OF FUNDS AND ACCOUNTS TO BE COVERED BY THE PLAN.**

A. The Plan is intended to cover the deposit and/or investment of the following funds and accounts of the Bayshore Regional Sewerage Authority:

- Revenue Fund
- General Fund
- Other Trustee Funds/Trustee Accounts

The custodian of the accounts shall be the Treasurer. All disbursements shall be made by checks signed by three authorized signatures with the exception of Payroll, which requires two signatures.

Authorized Signers shall be the Commissioners of the Authority and Executive Director.

**III. DESIGNATION OF OFFICIALS OF THE BRSA AUTHORIZED TO MAKE DEPOSITS OR INVESTMENTS UNDER THE PLAN.**

The Executive Director (the "Designated Official") is hereby authorized and directed to deposit and/or invest the funds referred to in the Plan. Prior to making any such Deposits or any Permitted Investments, such official of the BRSA is directed to supply all depositories or, any other parties, with whom the Deposits or Permitted Investments are made a written copy of this Plan, which shall be acknowledged in writing by such parties and a copy of such acknowledgment kept on file with such officials.

**IV. DESIGNATION OF DEPOSITORIES**

The following banks and financial institutions are hereby designated as official depositories for the Deposit of all public funds referred to in the Plan, including any certificates of deposit which are not otherwise invested in Permitted Investments as provided for in this Plan.

*TD Bank*

All such depositories shall acknowledge in writing receipt of this plan by sending a copy of such acknowledgment to the Designated Official(s) referred to in Section III above.

**V. DESIGNATION OF INVESTMENT STRATEGY**

In order to provide guidance with regard to investments of Authority funds, the following policies are established for each fund.

**Revenue Fund** - All revenue of the Authority shall be deposited in the Revenue Fund. From the Revenue Fund, monies may be transferred to other BRSA Accounts/Funds. Funds for the monthly Regular and Payroll payables shall be held in the Revenue Fund. Deposits or Investments shall be "laddered" in amounts required to cover approved bills in the paying accounts and shall be available on the Thursday after the Regular Meeting of the Authority. Funds are to be invested in U.S. Treasury Bills, Certificates of Deposit or Institutional Liquid Assets Treasury Obligations Portfolio.

**General Fund** - Funds not immediately needed for Authority purposes shall be maintained in the General Fund. Funds are to be "laddered" up to a maximum of 18 months and are to be invested in U.S. Treasury Bills, Certificate of Deposit and Notes or Institutional Liquid Assets Treasury Obligations Portfolio.

**VI. DESIGNATION OF BROKERAGE FIRMS AND DEALERS WITH WHOM THE DESIGNATED OFFICIAL(S) MAY DEAL.**

The following brokerage firms and/or dealers and other institutions are hereby designated as firms with whom the Designated Official(s) of the BRSA referred to in this Plan may deal for purposes of buying and selling securities identified in this Plan as Permitted Investments or otherwise providing for Deposits. All such brokerage firms and/or dealers shall acknowledge in writing receipt of this Plan by sending a copy of such acknowledgment to the Designated Official (s) referred to in Section III above. – none selected

**VII. PERMISSIBLE INVESTMENTS**

- A. Investments shall be limited by the express authority of the Local Fiscal Affairs Law, N.J.S.A. 40A: 5:15. 1 and except as otherwise specifically provided for herein, the Designated Official is hereby authorized to invest the public funds covered by this Plan, to the extent not otherwise held in Deposits, in the following Permitted Investments:
- (1) Bonds or other obligations of the United States of America or obligations guaranteed by the United States of America;
  - (2) Government money market mutual funds,
  - (3) Any obligation that a federal agency or a federal instrumentality has issued in accordance with an act of Congress, which security has a maturity date not greater than 397 days from the date of purchase, provided that such obligation bears a fixed rate of interest not dependent on any index or other external factor;
  - (4) Bonds or other obligations of the Local Unit or bonds or other obligations of school districts of which the Local Unit is a part or within which the school district is located;
  - (5) Bonds or other obligations, having a maturity date not more than 397 days from the date of purchase, approved by the Division of Investment of the Department of Treasury for investment by Local Units;
  - (6) Local government investment pools;
  - (7) Deposits with the State of New Jersey Cash Management Fund established pursuant to section I of P.L. 1977, c.281 (C. 52:18A-90.4); or
  - (8) Agreements for the repurchase of fully collateralized securities if:
    - a. the underlying securities are permitted investments pursuant to paragraphs (1) and (3) of this subsection a.;
    - b. the custody of collateral is transferred to a third party,



- c. the maturity of the agreement is not more than 30 days;
- d. the underlying securities are purchased through a public depository as defined in section I of P.L. 1970, c.236 (C. 17:19-41); and
- e. a master repurchase agreement providing for the custody and security of collateral is executed.

**(9) Certificates of Deposit**

For purposes of the above language, the terms "government money market mutual fund" and "local government investment pool" shall have the following definitions:

**Government Money Market Mutual Fund.** An investment company or investment trust:

- (a) which is registered with the Securities and Exchange Commission under the "Investment Company Act of 1940", 15 U.S. C. sec. 80a- I et seq., and operated in accordance with 17 C.F.R. sec 270.2a-7.
- (b) the portfolio of which is limited to U.S. Government securities that meet the definition of any eligible security pursuant to 17 C.F.R. sec. 270.2a-7 and repurchase agreements that are collateralized by such U.S. Government securities; and
- (c) which is rated by a nationally recognized statistical rating organization.

**Local Government Investment Pool -** An investment pool:

- (a) which is managed in accordance with 17 C.F.R. sec.270.2a.7;
- (b) which is rated in the highest category by a nationally recognized statistical rating organization,
- (c) which is limited to U.S. Government securities that meet the definition of an eligible security pursuant to 17 C.F.R. sec. 270.2a-7 and repurchase agreements that are collateralized by such U.S. Government securities;
- (d) which is in compliance with rules adopted pursuant to the "Administrative Procedure Act," P. L. 1968, c. 4 10 (c. 52:1413- 1 et seq.) by the Local Finance Board of the Division of Local Government Services in the Department of Community Affairs, which rules shall provide for disclosure and reporting requirements and other provisions deemed necessary by the board to provide for the safety, liquidity and yield of the investments;
- (e) which does not permit investments in instruments that: are subject to high price volatility with changing market conditions; cannot reasonably be expected, at the time of interest rate adjustment, to have a market value that approximates their par value; or utilize an index that does not support a stable net asset value; and
- (f) which purchases and redeems investments directly from the issuer, government money market mutual fund, or the State of New Jersey Cash Management Fund, or through the use of a national or State bank located within this State, or through a broker-dealer which, at the time of purchases or redemption, has been registered continuously for a period of at least two years pursuant to Section 9 of P.L. 1967 c,93 (C49:3-56) and has at least \$25 Million in capital stock (or equivalent capitalization if not a corporation), surplus reserves for contingencies and undivided profits, or through a securities dealer who makes primary markets in U.S. Government securities and reports daily to the Federal Reserve Bank of New York its position in and borrowing on such U.S. Government Securities.

**VIII. SAFEKEEPING CUSTODY PAYMENT AND  
ACKNOWLEDGMENT OF RECEIPT OF PLAN**

To the extent that any Deposit or Permitted Investment involves a document or security which is not physically held by the BRSA, then such instrument or security shall be covered by a custodial agreement with an independent third party, which shall be a bank or financial institution in the State of

New Jersey. Such institution shall provide for the designation of such investments in the name of the BRSA to assure that there is no unauthorized use of the funds or the Permitted Investments of Deposits. Purchase of any Permitted Investments that involve Securities shall be executed by a "delivery versus payment" method to ensure that such Permitted Investments are either received by the BRSA or by a third party custodian prior to or upon the release of the BRSA funds.

To assure that all parties with whom the BRSA deals either by way of Deposits or Permitted Investments are aware of the authority and the Emits sets forth in this Plan, all such parties shall be supplied with a copy of this Plan in writing and all such parties shall acknowledge the receipt of that Plan in writing, a copy of which shall be on file with the Designated Official (s).

#### **IX. REPORTING REQUIREMENTS**

At the public meeting of each month during which this Plan is in effect, the Designated Official (s) referred to in Section III hereof shall supply to the Commissioners of the BRSA a written report of any Deposits or Permitted Investments made pursuant to this Plan, which shall include, at a minimum, the following information:

- A. The name of any institution holding funds of the BRSA as a Deposit or a Permitted Investment.
- B. The amount of securities or Deposits purchased or sold during the immediately preceding month.
- C. The class or type of securities purchased or Deposits made.
- D. The book value of such Deposits or Permitted Investments.
- E. The earned income on such Deposits or Permitted Investments. To the extent that such amounts are actually earned at maturity, this report shall provide an accrual of such earnings during the immediately preceding month.
- F. The fees incurred to undertake such Deposits or Permitted Investments.
- G. The market value of all Deposits or Permitted Investments as of the end of the immediately preceding month.
- H. All other information which may be deemed reasonable from time to time by the Commissioners of the BRSA.

OFFERED BY: Commissioner Pisano, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

#### **RESOLUTION No.: (32/13) – to designate TD Bank as an official depository**

**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 Steiner, SECONDED BY: Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.: (33/13) - confirming Robert C. Fischer, Executive Director as the Signatory and Authorized Representative of the Authority to sign and verify documents submitted to all Departments of the State of New Jersey, County of Monmouth; and various offices and agencies of the U.S. Federal Government.**

**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 McMullen, SECONDED BY: Commissioner Sutton and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.: (34/13) - 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 where practicable or bids 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 of 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 Thursday 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 Steiner, SECONDED BY: Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

Mr. Fischer commented that the next resolution is the same however he incorporated the procedure of

Purchasing under an Emergency situation like Hurricane Sandy.

**RESOLUTION No.: (35/13)-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 seq, 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, if practicable, 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 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 practicable 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

(f) materials, services, supplies or equipment may be purchased by emergency contract notwithstanding the cost or obligation provided the procurement process follows the emergency procurement policy of the Authority which policy is as follows;

- a. emergency must be actual or imminent and must affect the public health, safety or welfare.
- b. the failure to plan cannot be the basis for an emergency purchase. The emergency must be reasonable unforeseen, unforeseeable and immediate in nature.
- c. quotations are not required but are suggested for emergency purposes.
- d. the emergency must be certified as follows:
  - detail the nature of the emergency, whether it was unforeseen and unforeseeable, and why immediate action is required.
  - must be signed by the Executive Director or Authority Engineer and filed with the Authority's Purchasing Agent.

All emergency purchases shall be approved by the Executive Director; in his absence the Authority Engineer shall be contacted. If an emergency should arise during a time when the Executive Director or Authority Engineer is unavailable, the Plant Superintendent shall act to secure necessary materials or service. The evidence of purchase such as sale tickets, bills, delivery slip, counter receipt, etc., which the supplier normally furnishes shall be attached to the requisition form.

For emergency purchases in excess of the bid threshold, the Executive Director or Superintendent shall endeavor to notify the Chairman or, in his absence, the Vice Chairman prior to any purchase.

**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 McMullen, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.:(36/13) - 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.

**SCHEDULE OF FINANCIAL REPORTS**

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 Sutton, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION NO.:(37/13) - ADOPTING AND SPECIFYING THE ANNUAL NOTICE OF SCHEDULED MEETINGS FOR 2013/2014 OF THE BAYSHORE REGIONAL SEWERAGE AUTHORITY**

**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 2013 All meetings in 2013/2014 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**

**2013**      March 11  
              April 8  
              May 13  
              June 10  
              July 8  
              August 12  
              September 9  
              October 15\*  
              November 11  
              December 9  
**2014**      January 13  
              February 10

**REGULAR MEETINGS**

**2013**      March 18  
              April 15  
              May 20  
              June 17  
              July 15  
              August 19  
              September 16  
              October 21  
              November 18  
              December 16  
**2014**      January 20  
              February 24\*

**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 24<sup>th</sup>, 2014, 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](http://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 2<sup>nd</sup> and 3<sup>rd</sup> Mondays of every month except where an asterisk appears.

OFFERED BY: Commissioner Pisano, SECONDED BY: Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.: (38/13) - TD Bank Resolution -Payroll Account**

**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 one 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:

ROBERT C. FISCHER	Executive Director	_____
Walter Vella	Chairman	_____
Adam Khachaturian	Vice Chairman	_____
Louis Pisano	Secretary	_____
Marcy McMullen	Asst. Secretary	_____
Bart Sutton	Treasurer	_____
Charles Steiner	Asst. Treasurer	_____

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the corporate seal of the said corporation this 25<sup>th</sup> day of February 2013

/s/ LOUIS PISANO, **BRSA Secretary**

I, WALTER VELLA, Chairman of the above named Authority, do hereby certify that LOUIS PISANO, the Secretary of said Authority, is duly authorized to sign as above stated, without other signature, according to the above Resolution.

**WITNESS** my hand and the seal of said Authority the day and year above written.

(seal)

/s/ **WALTER VELLA, BRSA Chairman**

**OFFEDER BY:** Commissioner Steiner, **SECONDED BY:** Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION: No.: (39/13) - TD Bank Resolution Incoming Revenue, Operating and Rent Reserve Accounts**

**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:

ROBERT C. FISCHER	Executive Director	_____
Walter Vella	Chairman	_____
Adam Khachaturian	Vice Chairman	_____
Louis Pisano	Secretary	_____
Marcy McMullen	Asst. Secretary	_____
Bart Sutton	Treasurer	_____
Charles Steiner	Asst. Treasurer	_____

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed the corporate seal of the said corporation this 25th day of February 2013

/s/ LOUIS PISANO, **BRSA SECRETARY**

I, Walter Vella, Chairman of the above named Authority, do hereby certify that Louis Pisano, the Secretary of said Authority, is duly authorized to sign as above stated, without other signature, according to the above Resolution.

**WITNESS** my hand and the seal of said Authority the day and year above written.  
(seal)

/s/ **WALTER VELLA, BRSA, CHAIRMAN**

OFFERED BY: Commissioner Sutton, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

Commissioner McMullen asked Mr. Fischer if the following resolution was a blanket vote for all the Professionals. Mr. Fischer explained this resolution awards contracts under the Non-fair and open contract law and that each Professional will be voted on individually.

**RESOLUTION No.: (40/13) – to hire Professionals following the BRSA Pay-To-Play policy**

**WHEREAS**, the Bayshore Regional Sewerage Authority has a need to acquire services to be provided as an non-fair and open contract pursuant to the provisions of NJSA 19:44A-20.5; and

**WHEREAS**, the Executive Director has determined and certified in writing that the value of the acquisitions may exceed \$17,500, in each instance; and

**WHEREAS**, the anticipated term of these contracts are one (1) year and may be extended at times as approved by this governing body; and

**WHEREAS**, Granata & Zaccardi, R3M Engineering, Bart & Bart and Chavond Barry Engineering, Inc., (“the Professionals”) have submitted proposals indicating they will provide the descriptions of their services for the contract prices as specified individually therein; and

**WHEREAS**, the Professionals have completed and submitted Business Entity Disclosure Certifications which certify that the Professionals have not made any reportable contributions to any political or candidate committee in the Townships of Hazlet and Holmdel or the Borough of Union Beach or to any of the political candidates committees of customer towns or legislative district listed on the Bayshore Regional Sewerage Authority’s Political Disclosure Form in the previous one year, and that each respective contract will prohibit the Professionals from making any reportable contributions through the terms of their respective contracts; and they have also submitted Political Contribution Disclosure Forms listing all reportable contributions made in the 12 months prior.

**WHEREAS**, funds are available for this purpose, in accordance with NJAC 5:30-5.4 and the Local Public Contract Law (NJSA 40A:11-1 et seq.) requires that a Resolution authorizing the non-fair and open contract appointments without competitive bidding will be publicly advertised within ten (10) days of their award;

**NOW THEREFORE BE IT RESOLVED**, that the Bayshore Regional Sewerage Authority authorized the Chairman to enter into the above referenced contracts as described herein; and

**BE IT FURTHER RESOLVED** that the Business Entity Disclosure Certifications, and the Political Disclosure Certifications be placed on file with the respective Resolutions

OFFEDER BY: Commissioner Sutton, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.:(41/13) - To appoint a General Counsel to the Authority**

**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. of Granata & Zaccardi, has submitted a proposal for services dated February 7, 2013 indicating they will provide General Consulting Services as Legal Counsel to the BRSA at an hourly rate of \$190.00.

**NOW THEREFORE BE IT RESOLVED** by the B.R.S.A. that it engage the services of Granata & Zaccardi, 210 Main Street, Matawan, NJ, as Attorney for the Authority for a term commencing February 25th, 2013 and continuing until February 24<sup>th</sup>, 2014

**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.

OFFEDER BY: Chairman Vella, SECONDED BY: Commissioner Pisano and carried a vote recorded as follows:

**AYES:** Commissioner Pisano, Chairman Vella

**NAYS:** Commissioners Khachaturian, McMullen, Steiner, Sutton

**RESOLUTION No.: (42/13) - To appoint a Labor Attorney to the Authority**

**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. of Weiner Lesniak, LLP submitted a proposal for services dated February 7, 2013 indicating he will provide General Consulting Services as Labor Counsel to the BRSA at an hourly rate of \$ 150.00.

**NOW THEREFORE BE IT RESOLVED** by the B.R.S.A. that it engage the services of m Weiner Lesniak, 629 Parsippany Road, Parsippany, NJ as Labor Attorney for the Authority for a term commencing February 25th, 2013 and continuing until February 24<sup>th</sup>, 2014.



**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.

OFFEDER BY: Commissioner Pisano, SECONDED BY: Commissioner Khachaturian and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.: (43/13) - To appoint an Auditor to the Authority**

**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 of Bart & Bart, has submitted a proposal for services dated February 12, 2013 indicating he will provide General Consulting Services as Auditor to the BRSA at an hourly rate of \$130.00.

**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 25th, 2013 and continuing until February 24<sup>th</sup>, 2014

**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.

OFFEDER BY: Commissioner Steiner, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella



**RESOLUTION No: (44/13) - To appoint a Bond Counsel to the Authority.**

**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., of Gibbons has submitted a proposal for services dated February 7, 2013 indicating he will provide General Consulting Services as Bond Counsel to the BRSA at an hourly rate of \$295.00.

**NOW THEREFORE BE IT RESOLVED** by the B.R.S.A. that it engage the services of John Draikowicz, Esq., of Gibbons, One Riverfront Plaza, Newark, NJ as Bond Counsel for the Authority for a term commencing February 25th, 2013 and continuing until February 24<sup>th</sup>, 2014.

**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 Khachaturian, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No: (45/13) - To appoint a Consulting Engineer to the Authority**

**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. of R3M, has submitted a proposal for serviced dated February 7, 2013 indicating he will provide General Consulting Services as Consulting Engineer to the BRSA at an hourly rate of \$180.00 per hour.

**NOW THEREFORE BE IT RESOLVED** by the B.R.S.A. that it engage the services of Manuel Ponte, P.E., of R3M, 1405 Route 18, Suite 208, Old Bridge, NJ as Engineer for the Authority for a term commencing February 25th, 2013 and continuing until February 24<sup>th</sup>, 2014.

**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.

OFFEDER BY: Commissioner Steiner, SECONDED BY: Commissioner Sutton and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.:(46/13) - To appoint a Risk Management Consultant to the Authority**

**WHEREAS**, the Bayshore Regional Sewerage Authority has resolved to join the New Jersey Utility Authorities Joint Insurance Fund, following a detailed analysis; 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**, in accordance with N.J.S.A. 40A:11-5(m) Insurance Consultant services are exempt from Public Bidding;

**NOW THEREFORE**, be it resolved that the Bayshore Regional Sewerage Authority does hereby appoint Michael Avalone of Conner Strong Buckelew as its Risk Management Consultant in accordance with the Fund's bylaws for a term commencing February 25th, 2013 and continuing until February 24<sup>th</sup>, 2014

**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.

OFFEDER BY: Commissioner Khachaturian, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.: (47/13) - To appoint a Consulting Instrumentation and Control Engineer to the Authority**

**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 of Morehouse Engineering, Inc. has submitted a proposal for services dated February 7, 2013 indicating he will provide General Consulting Services as Instrumentation and Control Engineering Consultant to the BRSA at an hourly rate of \$195.00.

**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 25th, 2013 and continuing until February 24<sup>th</sup>, 2014.

**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 Steiner, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No.:(48/13) - To appoint an Incinerator Consulting Engineer to the Authority**

**WHEREAS**, the Bayshore Regional Sewerage Authority owns and operates two process 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 of Chavond Barry Engineering has submitted a proposal for services dated February 13, 2013 indicating he will provide General Consulting Services as Incinerator Consulting Engineer to the BRSA at an hourly rate of \$230.00.

**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 25th, 2013 and continuing until February 24<sup>th</sup>, 2014.

**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.

OFFEDER BY: Commissioner Steiner, SECONDED BY: Commissioner Sutton and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

**RESOLUTION No. (49/13) - To appoint Acacia Financial Group Inc., as Financial Advisors to the Authority**

**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 of Acacia Financial Group has submitted a proposal for services dated February 14, 2013 indicating she will provide General Consulting Services as Financial Advisor to the BRSA at an hourly rate of \$ 250.00.

**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 25th, 2013 and continuing until February 27<sup>th</sup>, 2012.

**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.

OFFEDER BY: Commissioner Khachaturian, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

Chairman Vella called for a **MOTION** to accept the following Sub-Committee Appointments. The Chairman may preside over any Sub-Committee Meeting with adequate public notice.

Commissioner Sutton commented that he thought one person from each town should be on each committee. Mr. Vella explained that these appointments were that of the Chariman.

**2013 Committee Appointments**

<b><u>FINANCE COMMITTEE:</u></b>	Commissioner Sutton - Chair Commissioner McMullen Commissioner Steiner
<b><u>LEGAL COMMITTEE:</u></b>	Commissioner Khachaturian - Chair Commissioner Pisano Commissioner Vella
<b><u>ENGINEERING COMMITTEE:</u></b>	Commissioner Pisano - Chair Commissioner Khachaturian Commissioner Steiner
<b><u>PERSONNEL COMMITTEE:</u></b>	Commissioner Vella - Chair Commissioner Sutton Commissioner McMullen

OFFERED BY: Commissioner Pisano, SECONDED BY: Commissioner Steiner and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella.

**RESOLUTION No.:(58/13) - To appoint a General Counsel to the Authority**

**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**, James Gorman, has submitted a proposal for services dated February 25, 2013 indicating they will provide General Consulting Services as Legal Counsel to the BRSA at an hourly rate of \$175.00.

**NOW THEREFORE BE IT RESOLVED** by the B.R.S.A. that it engage the services of James Gorman, 1129 Broad Street, Shrewsbury, NJ, as Attorney for the Authority for a term commencing February 25th, 2013 and continuing until February 24<sup>th</sup>, 2014

**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.



OFFEDER BY: Chairman Khachaturian, SECONDED BY: Commissioner McMullen and carried a vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Steiner, Sutton

**NAYS:** Commissioner Pisano, Chairman Vella

Chairman Vella called for a **MOTION** to adjourn the Reorganization Meeting of 2013.

OFFEDER BY: Commissioner Steiner, SECONDED BY: Commissioner McMullen and carried by a unanimous voice vote recorded as follows:

**AYES:** Commissioners Khachaturian, McMullen, Pisano, Steiner, Sutton, Chairman Vella

Submitted By:

Susan DuBey  
Acting Secretary To The Board