

## **PROCEEDINGS OF THE CENTRAL BROWN COUNTY WATER AUTHORITY**

Pursuant to §19.84 Wis. Stats, a regular meeting of the Central Brown County Water Authority **Board of Directors** was held on Wednesday, March 23, 2022 at the Town of Ledgeview Community Center, 3700 Dickenson Road, De Pere, WI, and via video conference.

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**Present:** Allouez – Chris Sampson  
Bellevue – Andrew Vissers (video)  
De Pere – Scott Thoresen  
Howard – Geoff Farr (video)  
Lawrence – Kurt Minten (video)  
Ledgeview – Sarah Burdette

**Also Present:** Gary Rosenbeck, McMahon (video)  
Nic Sparacio, CBCWA General Manager

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The meeting was called to order at 3:00 p.m. by President Sarah Burdette of Ledgeview.

### **Roll Call:**

Roll Call was taken as recorded above. (Attendees present via video conference are noted with “video.”)

### **Approval of Agenda:**

1. Approve agenda  
**Motion made by De Pere, seconded by Allouez to approve the agenda.**  
**MOTION UNANIMOUSLY APPROVED**

### **Approval of Minutes:**

2. February 23, 2022 regular meeting  
There were no revisions to the draft minutes.  
**Motion made by Lawrence, seconded by Bellevue to approve the minutes of the regular Board meeting of February 23, 2022.**  
**MOTION UNANIMOUSLY APPROVED**

### **Member Appointments:**

3. Board Alternate for the Village of Bellevue: Eric Woodke  
Burdette asked Sparacio what the typical Board procedure is relative to Alternate Director appointments. Nic Sparacio responded that each Member has the discretion to appoint their Board Director and Alternate as they determine, so the agenda item is to simply acknowledge that appointment by the Village of Bellevue. Burdette called for a motion to acknowledge the appointment.  
**Motion made by Howard, seconded by Lawrence to acknowledge the appointment of Eric Woodke as the Board Alternate for the Village of Bellevue.**  
**MOTION UNANIMOUSLY APPROVED**

**Public Comment and Appearances:**

4. None.

**Administrative Actions & Reports:**

5. Audit services Letter of Engagement from Baker Tilly  
Sparacio presented the audit services engagement letter. This represents the final option to extend under the master engagement letter approved in 2020, so we will need a new one next year. The quality of service we receive from Baker Tilly continues to meet all expectations, and we anticipate having timely audited financial statements again this year. Sparacio further noted that audit field work has continued as virtual for this year and remains reduced from two days to one. Attorney Kobza has reviewed the engagement letter and has no outstanding concerns.

Due to the timing of the scheduled field work, President Burdette has already signed the attached letter based on attorney review and the connection to the previously approved agreements. Burdette stated that she has conveyed to the audit partner that she has no financial concerns to report. She offered that if any other Board members ever have related questions or concerns, to please share those with her.

**Motion made by De Pere, seconded by Allouez to approve the audit services Letter of Engagement from Baker Tilly.**

**MOTION UNANIMOUSLY APPROVED**

6. Updated Master Services Agreement from McMahon  
Sparacio explained that the Master Services Agreement (MSA) with our engineering consultants is due for renewal, however the attorney review is still underway. We also have updated task orders later on the agenda for work that needs to start soon, so he is recommending that the MSA is authorized for approval contingent upon Kobza's review. If there are major revisions that come back from Attorney Kobza, the MSA would not be executed, but would be brought back to the Board for review.

Scott Thoresen asked if it would be better to hold off on the action until the next Board meeting. Sparacio responded that he feels some urgency with it given that we have two new task orders on the agenda as well. Gary Rosenbeck responded that he has no problem holding off until the April meeting on this agreement and on the two task orders. There was a consensus that it would be best to complete the legal review before approving all three agreements.

**Motion made by Allouez, seconded by De Pere to table until the April meeting the Updated Master Services Agreement, Task Order #9 for General Engineering Services, and Task Order #10 for Denmark Connection Station Metering and Controls from McMahon.**

**MOTION UNANIMOUSLY APPROVED**

7. Financial report  
Sparacio presented the February financial statements. Budget and financials are generally tracking as expected. He noted that he has again asked Baker Tilly to review the declining value of the Water Authority's investments. This may require some additional services and fees, so he asked for the Board's direction on whether to pursue financial advice on the

investment portfolio. There was a consensus that it would be worthwhile to start that conversation and learn whether there would be a cost involved. Sparacio then explained the reasons for the difference in net income between this year and February of 2021, which primarily has to do with the amount and timing of the true-up process and Member rebates this year. Expenses are also up slightly over last year in almost all areas.

**Motion made by Ledgeview, seconded by Lawrence to approve the financial report.**  
**MOTION UNANIMOUSLY APPROVED**

**8. Bill payment list**

Sparacio confirmed that there are no changes to the bill payment list as provided in the meeting materials. He gave background on some of the key expenses for the month.

**Motion made by Howard, seconded by Allouez to approve the bill payment list.**  
**MOTION UNANIMOUSLY APPROVED**

**Technical Committee Recommendations:**

**9. Approval of the Section 14 Feasibility Study Letter of Interest to the US Army Corp of Engineers**

Sparacio explained that this is the next step in working with the Section 14 program toward additional stabilization of the Lake Michigan shoreline in Manitowoc. There is no financial commitment required at this time, as the feasibility study will be covered entirely by the grant. If the project proceeds to design and construction, there will be a contract at that stage defining the financial commitments. He continued with explaining the details of the grant program and the estimated local cost-share that would be split with the City of Manitowoc. The Technical Committee has reviewed the letter of interest and sees the benefits of participating in the project.

Chris Sampson asked if the state will be a partner in this project in any way. Sparacio responded that he had explored numerous state grant programs, and only the Wisconsin Coastal Management Program seemed to potentially fit. He plans to contact the Department of Administration on this program again soon.

**Motion made by De Pere, seconded by Bellevue to approve the Section 14 Feasibility Study Letter of Interest to the US Army Corp of Engineers.**  
**MOTION UNANIMOUSLY APPROVED**

**10. Approval of McMahon Task Order #9 for General Engineering Services**

Discussion and action for this item occurred under agenda item 6 above. There was no further discussion.

**11. Approval of McMahon Task Order #10 for Denmark Connection Station Metering and Controls**

Discussion and action for this item occurred under agenda item 6 above. There was no further discussion.

**Project Update and Status Reports:**

**12. Engineer's report**

Gary Rosenbeck reported on progress with updating the Member long-range water consumption projections. The Technical Committee is working on this task. Sampson raised the topic of capital projects needed for regional wastewater infrastructure and asked whether this could eventually increase the need for water conservation. Discussion ensued on the impending wastewater rate increases. Rosenbeck then reported that work on the emergency interconnection study continues to be on hold.

**13. Manager's report**

Sparacio provided a summary of items he worked on for the past month and his plans for the month ahead. There are no issues or concerns to report. He updated the Board on progress with the upcoming Manitowoc Public Utilities (MPU) rate case and on continued discussions with Green Bay Water on the draft MOU, the recent media coverage on PFAS, and the Pulaski water service proposal process. He also updated the Board on the audit field work. Sampson asked for clarification on the purpose of the MOU and related study. Sparacio responded that this emergency interconnection study addressed by the MOU is related to responding to a variety of potential emergency scenarios. It is ultimately aimed at working with the past studies to inform the Board on the costs and benefits of several broad options for emergency back-up water sources.

**Old Business**

**14. None.**

**New Business**

**15. Water Service Proposal for the Village of Pulaski**

Burdette read the closed session notice as corrected: The Board may go into closed session to discuss pending contract negotiations with a potential new member pursuant to Wisconsin State Statute 19.85(1)(e), deliberating or negotiating the purchasing of public properties, the investing of public funds, or conducting other specified public business, whenever competitive or bargaining reasons require a closed session. The Board will then reconvene back into open session.

Sparacio noted that the agenda states that the "Membership Committee will then reconvene back into open session." (This was a typographical error not impacting the meaning of the agenda item.)

**Motion made by De Pere, seconded by Allouez to go into closed session.**

**ROLL CALL VOTE WAS TAKEN: All ayes.**

**Motion made by De Pere, seconded by Ledgeview to return to open session.**

**ROLL CALL VOTE WAS TAKEN: All ayes.**

**Motion made by De Pere, seconded by Lawrence to approve the Water Service Proposal for the Village of Pulaski with the additions and corrections as discussed.**

**MOTION UNANIMOUSLY APPROVED**

Central Brown County Water Authority  
March 23, 2022

**Next Meeting:**

The next meeting is currently scheduled for April 27, 2022.

**Adjourn:**

**Motion made and seconded to adjourn at 4:35 p.m.**

**MOTION UNANIMOUSLY APPROVED**

Respectfully submitted,

Nicolas Sparacio