

PROCEEDINGS OF THE CENTRAL BROWN COUNTY WATER AUTHORITY

Pursuant to Section 19.84 Wis. Stats, a regular meeting of the **Central Brown County Water Authority** was held on Wednesday, June 27, 2018 at the DePere City Hall, 2nd Floor Riverview Conference Room, 335 South Broadway, DePere, WI

Present: Allouez-Sampson, Bellevue-Betts, DePere-Thoresen, Howard-Farr,
Lawrence-Minton, Ledgeview-Burdette
Also Present: Manager Dave Vaclavik/Nic Sparacio
Gary Rosenbeck-McMahon, Inc.

The meeting was called to order by President Burdette at 3:05 p.m.

Roll Call:

Call the Roll for Attendance. Roll Call was taken as recorded above.

Approval of the Agenda:

Approve Agenda

Motion made by DePere, seconded by Howard to approve the agenda.

MOTION UNANIMOUSLY APPROVED

Approval of Minutes:

Approve Minutes: May 23, 2018

Motion made by Howard, seconded by Bellevue to approve minutes of May 23, 2018. MOTION UNANIMOUSLY APPROVED

Public Comment:

President Burdette introduced Mr. Nic Sparacio as the new Manager of the CBCWA effective June 25, 2018 and fully effective upon the retirement of Dave Vaclavik on July 13, 2018.

Appearances:

- 1) **Baker Tilly regarding 2017 Audit – Rescheduled for next meeting.**
Baker Tilly is unable to be at today’s meeting and has rescheduled until the next meeting. Their contract will expire after next year’s audit, and Manager Vaclavik suggested the Board address that at the time the 2018 audit is received in spring of 2019.

Administrative Actions & Reports:

- 1 **2017 Audit – No Action.**

2. **Records Retention Ordinance:**
A communication from Attorney Kobza was provided to Board members along with a proposed ordinance regarding records retention. In her communication, Attorney Kobza stated that as an interim step, she recommends that the Board

consider adopting the proposed ordinance. After the ordinance is adopted and published, the CBCWA can notify the State Historical Society of its intent to destroy certain records over seven years old. A draft letter to the State Historical Society was also provided. After a 60 day period, the records can be destroyed

Kobza stated that a complete record retention schedule reviewed and approved by the State Public Records Board is not necessary unless the CBCWA seeks to destroy records that are less than seven years old. If the CBCWA keeps records for seven years, it can dispose of those records without State Public Records Board involvement provided the State Historical Society is notified as indicated above.

Kobza added that by proceeding in the way suggested, the CBCWA will be able to reduce the number of records it has now, while leaving open for further consideration the adoption of a more complete record retention policy that may include shorter retention periods.

Motion made by Ledgeview, seconded by Lawrence to approve the Records Retention Ordinance 2018-1 as presented.
MOTION UNANIMOUSLY APPROVED

3. **Special Meeting to Present Amendment to CBCWA Formation Agreement on July 10.**

Manager Vaclavik has been working with Boardman Clark preparing for significant amendments to the Water Purchase & Sale Agreement with the members. As part of this effort, they are attempting to ensure all of the governing documents are consistent beginning with the founding agreement. Modifications to this agreement are suggested as per the redlined document and process memo provided. Vaclavik stated there is a required notification procedure to be followed before action can be taken. He suggests that the noticing process begin with presentation of the amendment.

Manager Vaclavik continued to explain that the proposed modifications create two new member categories, Equity Members – defined as the six existing members and any additional members who have satisfied membership requirements set by the board; and Customer Members – defined as Additional Members who have not yet fulfilled Board established membership requirements. It also makes changes to the supermajority voting requirements and creates Executive and Membership Committees with specific responsibilities, and limits officer positions to Equity members. There are other changes of less significance including deletion of registered agent language deemed no longer useful.

It is suggested that a Special Board Meeting be held at the start of the CBCWA Technical Committee meeting on July 10, 2018 to fulfill the requirement for consideration of the amendments at a Board meeting with at least 21 days prior notice. This meeting will be held at the Howard location.

Mr. Sampson questioned if new changes to membership would be discouraging to new members. Vaclavik explained the current laws and the process of new

membership. The proposed changes are intended to make the process for new membership more workable and attractive.

4. **Financial Report:**

Manager Vaclavik reported although there are still some issues with the financial reports to be worked out with Alberts & Heling, significant progress has been made. The May Financial Report was distributed for approval. Vaclavik stated that at this time, the Water Authority is financially performing as expected.

Motion made by DePere, seconded by Bellevue to approve the Financial Report. MOTION UNANIMOUSLY APPROVED

5. **Pay Authorizations/Vouchers:**

The current voucher list was reviewed. Manager Vaclavik pointed out that the EMC insurance claim was approved. The invoice from Jill McGuire is for 3 months of secretarial time, with the others completing the standard list of vendors.

Motion made by DePere, seconded by Bellevue to approve the Pay Authorizations/Vouchers as presented. MOTION UNANIMOUSLY APPROVED

Technical Committee Recommendations:

1. **Agreement with NIS to Perform Annual Corrosion Inspection in the Amount of \$6,500:**

The Agreement with NIS to perform a Cathodic Protection Annual Survey on the CBCWA 48" Steel Water Main was reviewed.

Mr. Rosenbeck explained the scope of services includes the following:

- Collect pipe-to-soil potentials at each test station.
- Troubleshoot low potentials, if found during survey
- Complete a Rectifier Service Report at all the impressed current sites.
- Perform any routine maintenance, as required.
- Confirm that all data is being collected and stored properly by Elecsys Corp.
- Provide final report and recommendations.

Motion made by Allouez, seconded by Bellevue to approve the Agreement with NIS to Perform Annual Corrosion Inspection in the Amount of \$6,500. MOTION UNANIMOUSLY APPROVED

Project Update and Status Reports:

1. **Engineer's Report:**

Gary Rosenbeck updated the Board on current engineering projects, several of which are under review by the DNR at this time.

2. **Manager's Report:**

Manager Vaclavik reported the following in addition to his report in the agenda materials.

Water Sales – Water consumption continues to fall below expectations.

Banking System/Insurance Provider – Will be meeting with Johnson Bank to turnover management responsibilities to new Manager, Nic Sparacio, in addition to insurance providers, auto pay with WPS, etc. He also addressed a discussion with Green Bay related to the association of the Authority with Leonard & Finco and the Raftelis Group.

Manager Vaclavik's last day will be July 13th, although he plans to be available through the end of July and will attend the July Board meeting.

Old Business: None

New Business: None

Next Meeting:

Special Meeting on July 10, 2017 preceding the CBCWA Technical Committee meeting.

Suggested Agenda Items for next meeting on July 25, 2018

Adjourn:

Motion made by Bellevue, seconded by Howard to adjourn at 3:50 p.m.

MOTION UNANIMOUSLY APPROVED

Respectfully submitted,

Rae G. Knippel
Transcription