

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, December 16, 2020 at the Town of Ledgeview Community Center, 3700 Dickenson Road, De Pere, WI, and via video conference. Note that in light of ongoing public health concerns regarding COVID-19, Board members had the option of joining the meeting via telephone/video conference. Members of the public were offered the opportunity to either attend the meeting at the location noted above or to contact the Water Authority to obtain telephone or internet access to the meeting.

Present: Allouez – Chris Sampson
Bellevue – Diane Wessel
De Pere – Larry Delo
Howard – Geoff Farr
Lawrence – Patrick Wetzel
Ledgeview – Sarah Burdette

Also Present: Gary Rosenbeck, McMahon Assoc.
Nic Sparacio, CBCWA General Manager (in person)

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. (Note that all attendees listed were present via video conference or teleconference unless otherwise noted as “in person.”)

Approval of the Agenda:

1. Approve agenda
Motion made by Bellevue, seconded by Lawrence to approve the agenda.
MOTION UNANIMOUSLY APPROVED

Approval of Minutes:

2. November 18, 2020 regular meeting
Upon discussion, there were no revisions to the draft minutes.
Motion made by Allouez, seconded by De Pere to approve the minutes of the regular meeting of November 18, 2020.
MOTION UNANIMOUSLY APPROVED

Public Comment:

3. None

Appearances:

4. None scheduled

Member Appointments

5. Technical Committee Member and Board Alternate for Town of Ledgeview: Greg Potts
Nic Sparacio reviewed the procedures for acknowledging Member appointments to the Board and for the appointment of committee members by the President and Board.
Motion made by De Pere, seconded by Bellevue to acknowledge the appointment of Greg Potts by the Town of Ledgeview as its Alternate to the Board of Directors and to approve the appointment of Greg Potts as Technical Committee Member.
MOTION UNANIMOUSLY APPROVED

6. Technical Committee Alternate for Town of Ledgeview: Andy Tenor
Motion made by Howard, seconded by Lawrence to approve the appointment of Andy Tenor as Technical Committee Alternate for the Town of Ledgeview.
MOTION UNANIMOUSLY APPROVED

Administrative Actions & Reports:

7. Updates on bond refunding
Sparacio reported on the revised timeline for the refunding. The Water Authority's financial advisors are recommending holding on the refunding for now and reevaluating market conditions after the first of the year. The timing of the ratings calls is critical, as closing must occur within 60 days of the ratings update. Discussion continued on the anticipated market conditions and interest rates in January and February of 2021.

8. Audit services contract addendum with Baker Tilly US, LLP
Sparacio explained that an additional contract revision is necessary to note the independence of the audit services from the municipal advisory services also provided by Baker Tilly. This addendum also addresses a review of the bond refunding documents. Attorney Kobza has reviewed the addendum and has no concerns with it.
Motion made by Lawrence, seconded by Bellevue to approve the audit services contract addendum with Baker Tilly US, LLP.
MOTION UNANIMOUSLY APPROVED

9. 2021-2023+ Strategic Plan
Sparacio presented the updated Strategic Plan document. He highlighted the changes that were made to the previous draft based on the Board discussion in November.
Motion made by De Pere, seconded by Howard to adopt the Strategic Plan for Central Brown County Water Authority (2021-2023+).

Larry Delo asked how often the strategic plan needs to be updated. Sparacio responded that a typical range would be three to five years. The frequency and intensity of needed updates will depend on how quickly the plan is implemented or conditions otherwise change. Burdette asked whether the current contract with David Yeghiaian includes periodic updates to the Board. Sparacio responded that we did not include those updates in the contract this time around. Sparacio has been providing the periodic updates to the Board and making minor revisions to the strategic plan himself, and the Board has been receptive of that approach. There being no further discussion, Burdette called for a vote on the motion.

MOTION UNANIMOUSLY APPROVED

10. Financial report

Sparacio confirmed that the Members received the November financial statements which were sent via email. He then reported on the pre-audit review of income and expenditures and projections for year-end balances. He reviewed performance against budget and the use of transfers from reserve funds and unrestricted cash. Actual transfers are expected to be less than budgeted. In particular, the additional use of up to \$100,000 from the Renewal and Replacement reserve fund previously authorized by the Board will not be needed to help with capital project costs. Capital projects are performing well, largely due to the deduct change order coming up later on the agenda.

Motion made by Allouez, seconded by Lawrence to approve the financial report.

MOTION UNANIMOUSLY APPROVED

11. Bill payment list

Sparacio confirmed that all Board members received the revised December bill payment list via email prior to the meeting. He then reviewed some of the key bills on the list and pointed out the monthly payment to MPU, which was added to the list just this morning. There being no questions, Sparacio requested approval of the bills.

Motion made by Bellevue, seconded by Howard to approve the bill payment list.

MOTION UNANIMOUSLY APPROVED

Technical Committee Recommendations:

Burdette stated that the next four agenda items are all related and requested that they be taken up together, unless there are any objections to that approach from Board members. There were no objections.

12. Approval of Change Order #1 from Mammoth Construction in the amount of \$6,465.00

13. Approval of Deduct Change Order #2 from Mammoth Construction in the amount of -\$93,956.80

14. Approval of payment to Mammoth Construction in the amount of \$90,553.96

15. Approval of final payment to Mammoth Construction in the amount of \$17,771.16

Sparacio reported on agenda items 12 through 15. He explained the reasons for the two change orders from Mammoth Construction. The substantial deduction in project costs was made possible by Gary Rosenbeck's careful management of the project, and Sparacio expressed appreciation for Rosenbeck's work. Sparacio explained the costs covered in each of the two payment requests from Mammoth Construction. The Technical Committee has reviewed the change orders and payment requests and is recommending approval of all four of these items.

Chris Sampson asked how the shoreline revetment has been performing with recent storms. Sparacio responded that he has been in contact with City of Manitowoc staff today, and he is not aware of any recent impacts to the shoreline.

Motion made by Allouez, seconded by De Pere to approve Change Orders #1 and #2 from Mammoth Construction and payments to Mammoth Construction in the amounts presented.

MOTION UNANIMOUSLY APPROVED

16. Technical Committee officers for 2021

Sparacio reviewed the current members and alternates for the Technical Committee. He then reported that the Committee is recommending Greg Potts of the Town of Ledgeview as the 2021 Chair, and Sean Gehin of Allouez as the 2021 Vice Chair.

Motion made by De Pere, seconded by Ledgeview to appoint Greg Potts of Ledgeview as the 2021 Technical Committee Chair and Sean Gehin of Allouez as the 2021 Vice Chair.

MOTION UNANIMOUSLY APPROVED

Project Update and Status Reports:

17. Engineer's Report

Rosenbeck did not have any additional project updates to share but expressed appreciation for the opportunity to work with a very dedicated and professional Technical Committee and Board this year. Burdette responded by thanking Rosenbeck for his expertise and leadership to support the Water Authority's efforts. Geoff Farr expressed appreciation for Rosenbeck's management of the shoreline stabilization project costs in particular. The Board discussed that Mammoth Construction turned out to be a very good partner for that project and thanked Rosenbeck for his work to develop that relationship.

18. Manager's Report

Sparacio provided a summary of items he worked on for the past month and his plans for the month ahead. He noted that review of the water service proposals by the Villages of Suamico and Denmark continue to make progress, and he has his next meeting with the General Manager of MPU scheduled for next week. He then reviewed the updated capital project financial report.

Old Business

19. None

New Business

20. Election of 2021 officers

Sparacio reviewed the status of each Board office. Sarah Burdette was elected as President last December for a two-year term, so she is continuing to serve that term. The roles of Vice President, Secretary, and Treasurer are annual elections, so those are on the agenda for today. The Water Authority has the option of combining the roles of Secretary and Treasurer into once office, so we have been operating with that combined office. Geoff Farr and Patrick Wetzel have both expressed willingness to continue in their current offices, unless there is interest by another other Board member in taking on any of those roles. Nominations were opened for 2021 officers. Geoff Farr was nominated for the office of Vice-President, and he accepted the nomination. Patrick Wetzel was nominated for the office of Secretary/Treasurer, and he accepted the nomination. There were no other nominations.

Motion made by De Pere, seconded by Bellevue to close nominations and cast a unanimous ballot for Geoff Farr of Howard as Vice-President for 2021.

MOTION UNANIMOUSLY APPROVED

Motion made by Allouez, seconded by Howard to close nominations and cast a unanimous ballot for Patrick Wetzel of Lawrence as Secretary/Treasurer for 2021.

MOTION UNANIMOUSLY APPROVED

21. 2021 meeting schedule

The Board reviewed the 2021 meeting schedule. No changes were identified, so Sparacio will set up calendar invitations on this basis.

Gary Rosenbeck left the meeting at this time.

22. General Manager annual performance review and employment contract

Burdette read the closed session notice: The Board may go into closed session pursuant to Wisconsin State Statute 19.85(1)(c) considering employment, promotion, compensation or performance evaluation data of any public employee over which the governmental body has jurisdiction or exercises responsibility. The Board will then reconvene back into open session.

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

ROLL CALL VOTE WAS TAKEN: All ayes.

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

ROLL CALL VOTE WAS TAKEN: All ayes.

Motion made by De Pere, seconded by Bellevue to approve the updated General Manager employment contract with a three-year extension, to increase paid time off to 176 hours annually, to increase the 2021 base salary by 2.0% over the 2020 salary, and to provide a one-time \$2,500 bonus.

MOTION UNANIMOUSLY APPROVED

Next Meeting:

The next meeting is scheduled for January 27, 2021.

Adjourn:

Motion made and seconded to adjourn at 4:10 p.m.

MOTION UNANIMOUSLY APPROVED

Respectfully submitted,
Nicolas Sparacio