

WANAQUE VALLEY REGIONAL SEWERAGE AUTHORITY

February 22 2023

Reorganization Meeting and Regular Meeting

ANNOUNCEMENT – 6:07pm

Chairman Covelli, read the following announcement:

This is meeting of the Wanaque Valley Regional Sewerage Authority, Wednesday, February 22, 2023, shall serve has both the Regular meeting and Re-organization meeting is in accordance to the Open Public Meetings Act, Chapter 231, P.L. 1975 adequate notice as defined by Section 3D of Chapter 231, P.L. 1975, and has been posted on the WVRSA website. Copy of said notice will be filed with the minutes of this meeting.

SALUTE TO THE FLAG

Chairman Covelli asked Mr. Cuva, to led the Authority in the Salute to the Flag.

Chairman Covelli asked for a roll call.

ROLL CALL

Commissioners Present – In-Person: Herb Allen, Michael Levine, Ted Taukus, Frank Covelli
Commissioner Present via Zoom: Michael Gerst, Matthew Conlon

Also Present: Mr. John Eskilson – Business Consultant – Civitas of New Jersey, LLC (Zoom)
Michael Roeder–Interim Executive Director/Licensed Operator–WVRSA–Chapman ES
William Bailey, Esq. – Huntington Bailey, LLP
Mr. Paul Cuva – Wielkotz & Company - Auditor
Giselle Diaz – Boswell Engineering
Elizabeth Parrinello – Recording Secretary
Justin Leslie – WVRSA Plant Operation Supervisor

Chairman Covelli stated under the proceedings of the Sine Die meeting, Chairman Covelli asked for a motion to approve the Regular meeting minutes and the Executive session minutes of January 25, 2023.

The following motion was made:

MOTION Moved by Mr. Taukus, 2nd by Mr. Allen approve and accept the Regular meeting minutes and the Executive session minutes of January 25, 2023.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners: Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye

CORRESPONDENCE LIST

From PSE&G re NJ Energy Choice Program – Gas Supply Main Plant
From PSE&G re NJ Energy Choice Program – Gas Supply HPS

Mr. Roeder explained that the NJ SEM has contracted with a third-party energy supplier which should

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reduce the cost for both the main plant and Haskell Pump Station.

Mr. Roeder also stated the Authority has received the FY2022 Audit from Wielkotz ad Company which Mr. Paul Cuva is present and ready to give the Audit Report.

Chairman Covelli asked Mr. Paul Cuva from Wielkotz & Company, LLC, Mr. Cuva stated you should all have copies of the FY2022 Audit in front of you. Mr. Cuva gave a brief explanation of the Audit referring the Commissioner to page 58 – 60 of the Audit stating the Authority had a budgetary excess of \$68,014.00. (Discussion continued) Chairman Covelli asked Mr. Cuva budgetary the Authority is in much better position than we have been in several years, Mr. Cuva answer yes.

Chairman Covelli asked the Board if they had any question for Mr. Cuva, seeing and hearing none, Chairman Covelli thanked Mr. Cuva and his team for all their support and work they do for the Authority.

Chairman Covelli asked if there was any old business at this time. Seeing and hearing none.

Chairman Covelli stated that seeing no one from the public, Chairman Covelli asked for a motion to close the Sine Die meeting, the following motion was made.

MOTION Moved by Mr. Allen, 2nd by Mr. Taukus to close the Sine Die portion.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus and Covelli all stated Aye

MOTION CARRIED

Chairman Covelli stated he would like to turn the meeting over to Mr. Roeder for the purpose of electing the officers of the Authority. Mr. Roeder stated that the first order of business is to elect a Chairman, once elected then the meeting can be turn back over to the elected Chairman.

Mr. Roeder read the following announcement:

This is meeting of the Wanaque Valley Regional Sewerage Authority, Wednesday, February 22, 2023, shall serve has both the Regular meeting and Re-organization meeting is in accordance to the Open Public Meetings Act, Chapter 231, P.L. 1975 adequate notice as defined by Section 3D of Chapter 231, P.L. 1975, and has been posted on the WVRSA website. Copy of said notice will be filed with the minutes of this meeting.

The record will reflect that all in Attendance at the Sine Die meeting are in attendance for the Regular Meeting and Re-organization meeting.

Mr. Roeder asked the Chairman of the Nominating Committee, Mr. Conlon to give his report on the Committees. Mr. Conlon stated that he had the privileged with speaking to all Commissioners regarding potential nomination as such. Mr. Conlon reported that all Commissioners agreed to stay at their present position. Mr. Conlon asked if we would like to move as a group or individual.

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Mr. Roeder stated we will move as a group.

Mr. Bailey, Esq. stated that you can move as a group, has long as no one would like to nominate someone else that Mr. Conlon reported. (All commissions agreed with the present nominations) Mr. Conlon stated, he would like to put the recommendations on the record, Mr. Conlon read the following nominations.

Frank Covelli as Chairman
Matthew Conlon and Ted Taukus as Vice-Chairman
Michael Levine as Treasurer
Herb Allen as Secretary
Matthew Conlon as Assistant Secretary

NOMINATION AND ELECTION OF OFFICERS

MOTION Moved by Mr. Conlon, 2nd by Mr. Gerst to take the nominations made by Vice-Chair Conlon as the following:

Frank Covelli as Chairman
Matthew Conlon and Ted Taukus as Vice-Chairman
Michael Levine as Treasurer
Herb Allen as Secretary
Matthew Conlon as Assistant Secretary

Mr. Roeder asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Levine, Gerst, Taukus, Covelli all stated Aye.

MOTION CARRIED

Mr. Roeder stated he now will turn the meeting back over to the re-elected Chairman.

NOMINATION AND ELECTION OF OFFICERS – see attached motion and Resolutions

Chairman Appointment – Frank Covelli -Resolution #23-09
Vice-Chairman Appointment – Theodore Taukus, Borough of Ringwood - Resolution #23-10
Vice-Chairman Appointment – Matthew Conlon, Township of West Milford - Resolution #23-10
Treasurer Appointment – - Michael Levine - Resolution #23-11
Secretary Appointment – Herb Allen - Resolution #23-12
Assistant Secretary Appointment – Matthew Conlon Resolution #23-13

Chairman Covelli thanked the Board for his nomination, Chairman Covelli asked Mr. Roeder if the Board can proceed to the appointment of Professional service contracts, Chairman Covelli asked if all RFQ's submitted were reviewed by the QPA and Legal Counsel Mr. Roeder replied yes. Chairman Covelli asked the board if they would like to move as a block, with Chairman Covelli reading each

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resolution. The Board agreed to move as one motion.

AWARD OF PROFESSIONAL SERVICE CONTRACTS – see attached motion and resolutions

Contract for General Counsel Service – Resolution #23-14 – Huntington Bailey, LLP

Contract for Auditing Services – Resolution #23-15 – Wielkotz & Company

Contract for Engineering Services – Resolution #23-16 – Boswell Engineering

Contract for Risk Management Consulting – Resolution #23-17 – Skylands Risk Management, Inc

Contract for Bond Counsel Services – Resolution #23-18 – Hawkins, Delafield & Wood

Contract of Licensed Operator – Resolution #23-19 – Chapman Environmental Services

Chairman Covelli asked for a motion on moving Resolutions 23-14 thru 23-19 Chairman Covelli explained that all appointments for Professional Service Contract will be for a one-year term beginning March 1, 2023 and end February 29,2024.

MOTION Moved by Mr. Levine 2nd by Mr. Taukus to accept and Appoint Professional Service Contracts Resolutions 23-14 thru 23-19

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

MOTION CARRIED

OTHER APPOINTMENTS – Resolutions #23-20 - #23-29 (Chairman Covelli read all Resolutions)

Resolution #23-20

Authorizing Contract with Chapman Environmental Services for Interim Executive Director Services as Non–Fair and Open Contract - Resolution #23-20 -see attached motion and resolution.

Resolution #23-21

Appointing Michael Roeder of Chapman Environmental Services as Interim Executive Director – Resolution #23-21 -see attached motion and resolution.

Resolution #23-22

Authorizing Contract with Civitas NJ for Administrative Consulting Services as Non–Fair and Open Contract - Resolution #23-22 -see attached motion and resolution

NJUA-JIF Fund Commissioner and Alternate– Resolution #23-23 -see attached motion and resolution

BMED Fund Commissioner and Alternate– Resolution #23-24 -see attached motion and resolution

Liaison to the Borough of Wanaque – Resolution #23-25 -see attached motion and resolution.

Liaison to the Borough of Ringwood – Resolution #23-26 -see attached motion and resolution.

Liaison to the Township of West Milford – Resolution #23-27 -see attached motion and resolution

Certifying Officer – Resolution #23-28-see attached motion and resolution

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Open Public Records Act Custodian of Records–Resolution #23-29 -see attached motion & resolution
Public Agency Compliance Officer – Resolution #23-29 – see attached motion and resolution

Chairman Covelli asked for a motion on moving Resolutions 23-20 thru 23-29 all at once.

MOTION Moved has a block by Mr. Conlon, 2nd by Mr. Gerst to accept Resolutions 23-20 - 23-29

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

MOTION CARRIED

COMMITTEE APPOINTMENTS – Chairman Covelli stated Committee appointments will stay the same unless any Commissioner has an objection with the Committee they sit on.

MISCELLANEOUS RESOLUTIONS – See attached motions and resolutions #23--30 - #23-40

Chairman Covelli read titles of each Resolutions:

Designation Official Depositories and Signatories – Resolution #23-30

Designating Official Newspapers – Resolution #23-31

Establishing Meeting Dates of the WVRSA Board of Commissioners- Resolution #23-32

Adopting Miscellaneous Fees - Resolution #23-33

Adopting Various Rates - Resolution #23-34

Authorizing the Issuance of Purchase Orders in Compliance with N.J.S.A.19:44A-20 et. Seq
(Pay to Play Law) for Various Services - Resolution #23-35

Adopting Defense and Indemnification Policy - Resolution #23-36

Approving and Continuing Section 125 Plan - Resolution #23-37

Establishing Policy Relative to Emergency Purchases - Resolution #23-38

Establishing a Policy Regarding Payment of Bills – Resolution #23-39

Documenting compliance with Certain Employment Practices of the Equal Employment Opportunities
Commission (EEOC) – Resolution #23-40

Awarding Bid for Sludge Hauling Services - Resolution #23-41 – (Mr. Roeder gave explanation)

Terminating the agreement with the Borough of Wanaque for Qualified Purchasing Agent Services
Resolution #23-42

Authorizing an Agreement with Sharon Hoeland for Qualified Purchasing Agent Services - Resolution
#23-43

Establishing Remote Meeting Procedures - Resolution #23-44

Authorizing the Execution of a Treatment Works Application - Resolution #23-55

Chairman Covelli asked for a motion on moving Resolutions 23-30 thru 23-40 all at once.

MOTION Moved has a block by Mr. Gerst, 2nd by Mr. Conlon to accept Resolutions 23-30 - 23-40

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

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MOTION CARRIED

Resolution #23-41 – Awarding Contract to Wind River Environmental, LLC for Sludge Hauling Services for the WVRSA for the Period April 1, 2023 – March 31, 2025.

Mr. Roeder had given an explanation to the Board, stating we knew this was going to take a jump in cost due to cost of everything. The new contract is significantly higher than our current one, there is nothing that we can do about it. Wind River was also significantly lower than all other BIDS at \$71.40 per 1000 gallons of sludge removed. (Discussion continued)

Chairman Covelli asked if there were any questions, see and hearing none Chairman asked for a motion on Resolutions #23-41 Awarding Contract to Wind River Environmental, LLC for Sludge Hauling Services for the WVRSA for the Period April 1, 2023 – March 31, 2025.

MOTION Moved by Mr. Taukus 2nd by Mr. Conon to accept Resolutions 23-410 Awarding Contract to Wind River Environmental, LLC for Sludge Hauling Services for the WVRSA for the Period April 1, 2023 – March 31, 2025.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

MOTION CARRIED

Resolution #23-42 and Resolution #23-43 go together with one another, Mr. Roeder explained each.

Chairman Covelli asked for a motion Resolution's 23-42 and 23-43

Resolution #23-42 - Terminating the agreement with the Borough of Wanaque for Qualified Purchasing Agent Services

Resolution #23-43 -Authorizing an Agreement with Sharon Hoeland for Qualified Purchasing Agent Services - Resolution

MOTION Moved by Mr. Gerst, 2nd by Mr. Taukus to approve R#23-42 and R#23-43 as read by title.

Chairman Covelli asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

MOTION CARRIED

Chairman Covelli stated the next Resolution is Establishing Remote Meeting Procedures - Resolution #23-44, Chairman Covelli explained this is in the context of what we did and continue to do with respect to COVID protocol. Mr. Bailey explained the State amended many of the guidelines set in place during COVID, what this Resolution does, it allows us to continue to operate offering ZOOM meetings. (Discussion continued)

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Chairman Covelli asked to a motion on Resolution #23-44 – Establishing Remote Meeting Procedures

MOTION Moved by Mr. Gerst, 2nd by Mr. Allen Establishing Remote Meeting Procedures

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

MOTION CARRIED

Chairman Covelli asked Mr. Roeder for an explanation for R#23-45, Mr. Roeder stated Ms. Diaz will explain, Ms. Diaz stated that in terms of the TWA to do the project, we need DEP approval, we need to pass a resolution authorizing someone to sign on behalf of the Authority, which is Mr. Roeder.

MOTION Moved by Mr. Levine, 2nd by Mr. Gerst Authorizing the Execution of a Treatment Works Application - Resolution #23-45

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

MOTION CARRIED

FINANCIAL

Resolution #23-46 - Adopting Cash Management Plan

Resolution 23-47 – Appointing Elizabeth Parrinello as NJIB Authorized Representative

Resolution #23-48 – Accepting Audit Report for FY 2022 and 2021

Resolution #23-49 – Accepting and Authorizing Corrective Action Report for Findings of Audit of FY 2022 and 2021

Resolution #23-50 - Authorizing Payment of Bills in the amount of \$477,557.89 (Mr. Levine stated he reviewed the Bills, and all are in order)

Chairman Covelli asked for a motion to move on Resolutions #23-46 - #23-50 as a block.

MOTION Moved by Mr. Taukus, 2nd by Mr. Gerst to accept and approve Resolutions #23-46 – Resolutions #23-50

Chairman Covelli asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Gerst, Levine, Taukus, and Covelli all stated Aye.

Chairman Covelli thanked the Commissioners, and stated that we have completed the Re-organization portion of this meeting. Chairman Covelli turned the meeting over to Mr. Roeder, to proceed with the report portion.

Mr. Conlon dropped off Zoom.

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Mr. Roeder asked the Board if they prefer to take the Legal Report now or at the end of the Regular meeting. The Board agreed to take the Legal portion now.

Mr. Bailey stated we will need to close the public portion and go into Closed Session.

Mr. Bailey stated, we need to close and go in to Closed Session for the purpose of discussing potential litigation pursuant to Sub Section 7 of the Open Public Meeting Act.

Chairman Covelli stated at this time the Authority will be going into Closed Session

Chairman Covelli asked for a motion to close and go into executive session.

MOTION Moved by Mr. Levine 2nd by Mr. Gerst to close the public portion and go to executive Session.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners: Allen, Gerst, Levine, Taukus, and Covelli all stated Aye.
Commissioner Absent: Conlon

Mr. Bailey thanked the Board and was excused from the meeting.

6:45 - Motion was made to go back to open portion – moved by Mr. Levine, 2nd by Mr. Gerst.

REPORTS

INTERIM EXECUTIVE DIRECTOR

Mr. Roeder stated there is prepared Dashboard report (copy attached), which was email to all Commissioners and Professionals.

Mr. Roeder reported overall payroll remains position and we are looking at projecting \$64K under budget. Mr. Roeder reported we are looking to fill an operations / mechanic role (shared role). Discussed continued.

Budget	\$ 822,608.00			
Average Payroll				\$ 29,156.86
Payrolls remaining				16
Projected Payroll Cost for Balance of Year Based on Average				\$ 758,078.23
Delta Projected Year End vs Actual Budget				\$ (64,529.77)
%				-7.8%

Mr. Roeder stated that electric cost are tracking higher than last fiscal year, the Authority’s yearend projection show cost just above the \$250K appropriated in the FY2023 budget.

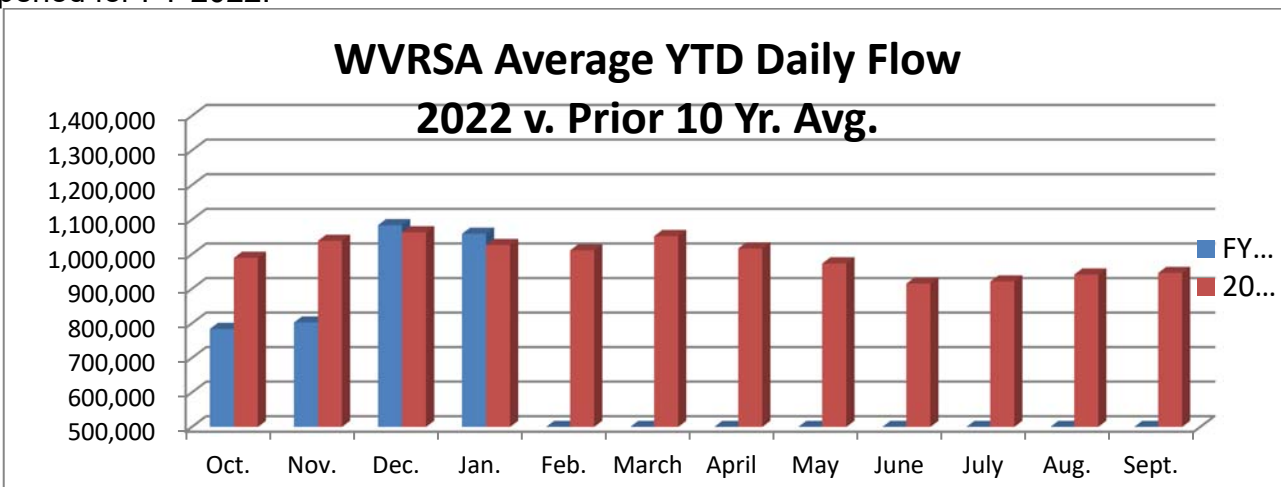
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TOTAL YTD Main Plant + HPS	\$ 83,828.91
YTD AVG	\$ 20,957.23
YR END PROJECTION	\$ 251,486.73
FY 2023 BUDGET	\$ 250,000.00
VARIANCE	\$ 1,486.73

Mr. Roeder reported the average daily flow in January remained over 1 mgd, through the first four months of FY 2023 average daily flow (at 932,500 gpd) is down 29.2% as compared to the same period for FY 2022.



Mr. Roeder reported on the septage hauler revenue is still projecting to exceed what we budgeted.

Month	FY 2023	Change Prior Month	% Change Prior Month	FY 2022	Change 2022 to 2023	% Change 2022 to 2023	FY 2021	FY 2020
October	\$ 74,847	\$ 4,776	6.4%	\$ 79,566	\$ (4,718)	-5.9%	\$ 85,561	\$ 75,964
November	\$ 74,773	\$ (74)	-0.1%	\$ 74,160	\$ 614	0.8%	\$ 58,207	\$ 76,495
December	\$ 69,717	\$ (5,056)	-7.3%	\$ 76,614	\$ (6,896)	-9.0%	\$ 71,451	\$ 55,438
January	\$ 57,373	\$ (12,344)	-17.7%	\$ 40,950	\$ 16,423	40.1%	\$ 52,271	\$ 52,475
February	\$ -	\$ (57,373)	-100.0%	\$ 61,027	\$ (61,027)	-100.0%	\$ 29,457	\$ 52,665
March	\$ -	\$ -	#DIV/0!	\$ 70,465	\$ (70,465)	-100.0%	\$ 81,576	\$ 67,454
April	\$ -	\$ -	#DIV/0!	\$ 82,468	\$ (82,468)	-100.0%	\$ 98,821	\$ 92,709
May	\$ -	\$ -	#DIV/0!	\$ 84,306	\$ (84,306)	-100.0%	\$ 80,217	\$ 88,973
June	\$ -	\$ -	#DIV/0!	\$ 78,220	\$ (78,220)	-100.0%	\$ 97,800	\$ 94,764
July	\$ -	\$ -	#DIV/0!	\$ 74,760	\$ (74,760)	-100.0%	\$ 90,447	\$ 74,088
August	\$ -	\$ -	#DIV/0!	\$ 63,185	\$ (63,185)	-100.0%	\$ 72,725	\$ 72,980
September	\$ -	\$ -	#DIV/0!	\$ 70,071	\$ (70,071)	-100.0%	\$ 80,437	\$ 76,602
Total	\$ 276,711			\$ 855,790			\$ 898,970	\$ 880,606
Total YTD	\$ 276,711			\$ 271,289	\$ 5,422	2.0%	\$ 267,490	\$ 260,372
Avg Monthly YTD	\$ 69,178			\$ 67,822	\$ 1,356	2.0%	\$ 66,873	\$ 65,093
Total Projected FY 2023 =				\$ 830,134.29				
FY 2023 Anticipated Budget Revenue =				\$ 820,000.00				
Difference				\$ 10,134.29				

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Mr. Roeder reported Chapman ES costs budgeted will be projecting to run over cost at fiscal year end due large one time charges for projects in November and December. Chapman's Interim Executive Director costs are on target, Chapman ES is on budget with the standard operating costs.

Plant Operation Supervisor

Mr. Leslie reported that the plant is running well. Mr. Leslie stated that we have completed a new staff schedule with the new plant attendant in the rotation, which is working well.

Mr. Leslie explained that we had the influent bypass valve redone along with holding tank #2 valve redone. Both went on with no issue and we had our RAS pump re-installed and the rental returned.

Mr. Roeder stated that we continued to work on health and safety, making sure all employees are trained in/on proper procedures.

ENGINEERING REPORT

Ms. Diaz explained that Boswell is finalizing the planning and design stating that is why the TWA Resolution was on the agenda tonight. Ms. Diaz said she is hoping to submit by March 2023. Ms. Diaz also stated that she has submitted Requestion #2 to the NJIB.

Chairman Covelli stated that seeing/hearing no one from the public Chairman Covelli asked for a motion to close the public portion, the following motion was made.

MOTION Moved by Mr. Taukus, 2nd by Mr. Gerst to close the public portion.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Gerst, Levine, and Covelli all stated Aye.
Commissioner Absent: Conlon

Chairman Covelli asked Mr. Eskilson is there any old business or any new business, Mr. Eskilson replied no.

MOTION CARRIED

ADJOURNMENT

Motion was made to adjourn the meeting.

MOTION Moved by Mr. Taukus, 2nd by Mr. Gerst to adjourn this portion of the meeting.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Levine, and Covelli all stated Aye.
Commissioner Absent: Conlon

MOTION CARRIED

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The meeting was adjourned at 7:20PM

Minutes respectfully submitted by,

Elizabeth Parrinello

Elizabeth Parrinello, Recording Secretary

MOTION CARRIED

APPROVED 03-23-22 REGULAR MEETING

Commission	Motion	Second	Ayes	Nays	Abstain	Absent
Allen						
Conlon						
Levine						
Gerst						
Taukus						
Covelli						