

North Wales Water Authority

Board of Directors

Minutes of 01/09/2013

Call to order:

The meeting was held at the NWWA Offices, 200 W Walnut St, North Wales, PA 19454, and called to order at 5:00 p.m., for re-organizational purposes by Ex. Director, Robert C. Bender.

The Executive Director entertained a motion for appointments to the Board. Upon motion by member Mengel, seconded by member Tenney, the Board voted unanimously to reappointment all members to their existing positions as follows:

Joan H. Nagel, reappointed as Chair

Albert Tenney, reappointed as Vice Chair

Carene Makinson-Sanders, reappointed as Secretary

Herbert Kavash, reappointed as Treasurer

Donna Mengel, reappointed as Assistant Secretary/Treasurer

Upon a motion by member Tenney, seconded by member Mengel the Board voted unanimously to reappoint the following professionals pursuant to the terms and conditions outlined in their respective letters of engagement.

- Michael P. Clarke, Esq. of Rudolph Clarke & Kirk LLC - pursuant to the terms and rates as outlined with in the engagement letter dated 12/27/2012.

Upon a motion by member Mengel, seconded by member Sanders the Board unanimously voted to reappoint the following professionals pursuant to the terms and conditions outlined in their letters of engagement.

- Kenneth Heydt PE of Carroll Engineering Corp - pursuant to the terms and rates as outlined with in the engagement letter dated 12/12/2012.

Upon a motion by member Tenney, seconded by member Sanders the Board unanimously voted to reappoint the following professionals pursuant to the terms and conditions outlined in their letters of engagement.

- Christopher Gibbons of Concord Public Finance - pursuant to the terms and rates as outlined with in the engagement letter dated 01/03/2012.

There was next a motion by member Sanders and seconded by member Tenney to establish the regularly scheduled meetings of the NWWA Board of Directors as the 2nd and 4th Wednesdays of each month, with the exception of December being the 1st and 3rd Wednesdays, with all meetings to be held at the Authority office, unless otherwise advertised. The motion was unanimously carried.

Pledge of Allegiance:

Mrs. Nagel led all in attendance in the Pledge of Allegiance.

Roll Call:

Roll call was taken and recorded as follows;

Attendee Name	Organization	Title	Status
Joan Nagel	NWWA	Chair	Present
Albert Tenney	NWWA	Vice Chair	Present
Carene Makinson-Sanders	NWWA	Secretary	Present
Herbert Kavash	NWWA	Treasurer	Absent
Donna Mengel	NWWA	Asst. Sec/Treasurer	Present
Robert C. Bender	NWWA	Executive Director	Present
Raymond J. Berry	NWWA	Director of Operations	Absent
Christine Lezoche	NWWA	Director of Finance	Present
Michael Clarke	Rudolph Clarke Kirk	Authority Solicitor	Present
Kenneth Heydt, P.E.	Carroll Engineering	Authority Engineer	Present
Melissa Fiala	Rudolph Clarke Kirk	Authority Solicitor	Present

Approval of Minutes:

The Board next considered approval of the Minutes of 12/19/2012. Upon a motion of member Sanders, seconded by member Mengel the minutes were approved.

<u>Vote Record</u>						
			Yes/Aye	No/Nay	Abstain	Absent
x Approved	Mrs. Nagel		x			
	Mr. Tenney		x			
	Mrs. Sanders	Initiated	x			
	Mr. Kavash					x
	Ms. Mengel	Seconded	x			

Public Comment: No members of the public were present.

Financial:

Christopher Gibbons of Concord Public Finance presented the Board an updated financial plan allowing the Authority to fund several capital improvement projects within the few years. This plan allows for new borrowing at low rates including the refinancing of the 2007 sewer bonds, including approximately \$715,000.00 in savings from prior issuance. It was noted that we will also maintain the AA Bond rating as issued by Standards and Poor's.

Upon a motion to approve the financial plan as presented by Christopher Gibbons of Concord Public Finance by member Tenney, seconded by member Mengel, all those present were in agreement.

Vote Record							
			Yes/Aye	No/Nay	Abstain	Absent	
x	Approved	Mrs. Nagel	x				
		Mr. Tenney	Initiated	x			
		Mrs. Sanders		x			
		Mr. Kavash					x
		Ms. Mengel	Seconded	x			

Resolutions:

Kevin Scott of Fox Rothschild (Bond Counsel) and Edward Murray of Boenning & Scattergood (Underwriters) presented the Bond Purchase Agreement and Resolution 2013-01 for 2013 Series Water & Sewer Bond for acceptance and approval. These documents specifically note all capital improvement projects to be completed within the next few years.

Upon a motion by member Sanders, seconded by member Mengel, all members present were in agreement.

Vote Record							
			Yes/Aye	No/Nay	Abstain	Absent	
x	Approved	Mrs. Nagel	x				
		Mr. Tenney		x			
		Mrs. Sanders	Initiated	x			
		Mr. Kavash					x
		Ms. Mengel	Seconded	x			

Bids and Contracts:

Mr. Heydt reviewed the Notice of Award letters for FPTLEP (Contracts 530-12-25 A & B) and reviewed what remains to be completed prior to construction. Mr. Heydt stated that the contracts should be ready for execution at the January 23rd Board meeting. Carroll Engineering has already set up preliminary meetings with the contractors to review the project timelines.

Mr. Bender reviewed the agreement that was received from Chalfont Borough for the property located at 101 N Main St in Chalfont. The Borough would like to acquire the property at the completion of the FPTLEP. The Authority would convey the property for the amount of \$300,000 and \$200,000 credit on any future permits that may be required for future Forest Park Expansion. All easements will remain in effect.

Upon a Motion by member Mengel, seconded by member Tenney the Board voted to Accept the Letter of Intent to Purchase from Chalfont Borough for 101 N Main St., Chalfont, PA.

Vote Record							
			Yes/Aye	No/Nay	Abstain	Absent	
x	Approved	Mrs. Nagel	x				
		Mr. Tenney	Seconded	x			
		Mrs. Sanders		x			
		Mr. Kavash					x
		Ms. Mengel	Initiated	x			

Solicitors Report:

Mr. Clarke presented the Board with Amendment # 1 to the Consent Order and Agreement between NWWA and PA DEP to address the NPDES permit expiration. This is needed as our sewer plant operating permit will expire prior to UGT being ready for the interconnection of the two systems. The Authority had met with PA DEP representatives and they agreed to extend our existing permit administratively until the connection was made. However, the DEP has since determined that this is not possible due to Federal regulations, so an amended and extended consent agreement is required. This amendment allows for our existing operations to be continued until the UGT interconnection is made. Upon a motion by member Tenney, seconded by member Mengel all voted in favor of the Amendment.

Vote Record						
			Yes/Aye	No/Nay	Abstain	Absent
x Approved	Mrs. Nagel		x			
	Mr. Tenney	Initiated	x			
	Mrs. Sanders		x			
	Mr. Kavash					x
	Ms. Mengel	Seconded	x			

Mr. Clarke updated the Board on the Remshard/Detweiler/Sokol case from 2005. At this time the Detweiler/Sokol's are trying to refinance and their lender will not commit until the case has been cleared from the record. The Authority owns a piece of land locked property behind the Remshard property. Previously this location housed our Well 20, however this well has been taken out of service and all equipment has been removed. The Authority filed a petition to Open a Private Road for access to the property and a Board of Viewers was appointed to establish the value of the road, however the Remshard's did not want this and filed an objection in the court also naming the Detweiler/Sokol's. Mr. Clarke stated that since this case has been dormant the circumstances have changed, and he is recommending that the case be withdrawn.

Upon a motion by member Tenney, seconded by member Sanders, with Member Mengel abstaining due to business interests with the Detweiler/Sokol, the Board authorized Mr. Clarke to withdraw the case.

Vote Record						
			Yes/Aye	No/Nay	Abstain	Absent
x Approved	Mrs. Nagel		x			
	Mr. Tenney	Initiated	x			
	Mrs. Sanders	Seconded	x			
	Mr. Kavash					x
	Ms. Mengel				x	

Mr. Clarke then presented the Deed of Dedication and Cash Escrow Extension Agreement for E-0987 Pennbrook Dev. Partners for acceptance and approval.

Upon a Motion by member Tenney, seconded by member Mengel the Board voted to Accept and Approve the Deed of Dedication and Cash Escrow Extension Agreement for E-0987 Pennbrook Development Partners

<input checked="" type="checkbox"/> Vote Record						
			Yes/Aye	No/Nay	Abstain	Absent
x Approved	Mrs. Nagel		x			
	Mr. Tenney	Initiated	x			
	Mrs. Sanders		x			
	Mr. Kavash					x
	Ms. Mengel	Seconded	x			

Engineers Report:

Mr. Heydt thanked the board for reappointment and had nothing else to report

Operations Report:

Nothing to report at this time

Bills & Requisitions Approval:

Mrs. Lezoche advised the Board that the audit was complete and that a draft report should be available next week for review. The Auditors had nothing to report that was out of the ordinary. Mrs. Lezoche then reported that there was nothing out of the ordinary within the bills listings, recommending and requesting approval to pay all invoices, process all refunds, and to transfer and/or requisition funds, as presented to the Board.

- a. **Approval of Bills , Refunds, Transfers and Requisitions List dated: 12/19/2012**
- b. **Approval of Bills , Refunds, Transfers and Requisitions List dated: 12/28/2012**

Payment of the bills as presented was approved by the Board in accordance with the following vote:

<input checked="" type="checkbox"/> Vote Record						
			Yes/Aye	No/Nay	Abstain	Absent
x Approved	Mrs. Nagel		x			
	Mr. Tenney		x			
	Mrs. Sanders	Seconded	x			
	Mr. Kavash					x
	Ms. Mengel	Initiated	x			

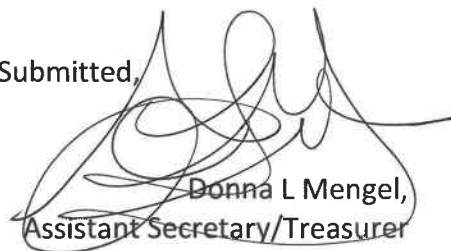
Executive Directors Report:

Mr. Bender updated the board on the projects that will be starting within the next few months, also updating the Board on continued discussions with Horsham Township.

Adjournment:

There being no further business before the Board, upon motion by member Sanders, seconded by member Tenney, the meeting was adjourned at 6:00 pm. All present voted in favor.

Respectfully Submitted,



Donna L Mengel,
Assistant Secretary/Treasurer