

RESOLUTION AUTHORIZING MEETING MINUTES OF FEBRUARY 4, 2010

MOTIONED BY: Raia
SECONDED BY: Lopez

WHEREAS, the North Hudson Sewerage Authority (hereinafter "Authority") is a public body, duly formed under the Sewerage Authorities law, constituting Chapter 138 of the Laws of New Jersey of 1946, as amended (Chapter 14A of Title 40 of the New Jersey Statutes Annotated) and possesses the powers set forth therein; and

WHEREAS, a regular meeting of the Authority was held on February 4, 2010; and

WHEREAS, minutes of the meeting have been prepared by General Counsel and presented to the Authority members and staff for their review.


NOW, THEREFORE, BE IT RESOLVED that the Authority hereby approves the minutes of the meeting of February 4, 2010 for the record.

DATED: APRIL 15, 2010

RECORD OF COMMISSIONERS' VOTE

	YES	NO	ABSENT
Commissioner Lopez	x		
Commissioner Marotta	x		
Commissioner Raia	x		
Commissioner Rivera	x		
Commissioner Schaffer	x		
Commissioner Schroeder	x		
Commissioner Spaccavento			x
Commissioner Stack			x
Commissioner Wolff	x		

THIS IS TO CERTIFY THAT THIS RESOLUTION WAS DULY ADOPTED BY THE NORTH HUDSON BOARD OF COMMISSIONERS ON APRIL 15, 2010.



SECRETARY

NORTH HUDSON SEWERAGE AUTHORITY
MINUTES OF REORGANIZATION MEETING

FEBRUARY 4, 2010

At approximately 6:27 p.m., Chairman Richard Wolff called the meeting to order. Counsel Leanza advised that this was the regularly scheduled reorganization meeting of the Authority, and that pursuant to the Open Public Meetings Act, a schedule of the Authority's meetings had been sent to the Authority's official newspapers, the Jersey Journal and Star Ledger, with a courtesy copy to the Hoboken Reporter. In addition, copies of such schedule were sent to the Clerks of Hoboken, Union City, Weehawken and West New York and the Hudson County Clerk, with a copy thereof posted on the Authority's bulletin board. In addition to Chairman Wolff, Commissioners Lopez, Marotta, Rivera, Schaffer, Schroeder, and Spaccavento were also all in attendance at the meeting.

Counsel Leanza advised that there were seven members present and that affirmative action could be taken on matters coming before the Board.

Counsel Leanza assumed the position as temporary Chairman of the Authority and asked under Resolution 10-001 for nominations for the election of Chairman.

Dr. Richard Wolff was nominated as Chairman by Commissioner Schroeder and seconded by Commissioner Marotta. It was thereafter unanimously resolved to close the nomination process and to unanimously appoint Dr. Wolff as Chairman of the Authority.

Chairman Wolff thanked the Commissioners for their continued support and assumed the chairmanship of the meeting.

The Commissioners next addressed Resolution 10-002 authorizing the election of Vice Chairman. Commissioner Wolff nominated Commissioner Schroeder and was seconded by Commissioner Rivera. It was thereafter unanimously resolved to close the nomination process and to unanimously elect Commissioner Schroeder as Vice Chairman of the Authority.

Upon motion by Commissioner Spaccavento, seconded by Commissioner Rivera, Commissioner Stack was nominated as Treasurer of the Authority. It was unanimously resolved to close the nominations and to elect Commissioner Stack as the Treasurer of the Authority.

Upon motion by Commissioner Rivera, seconded by Commissioner Marotta, Resolution 10-004 regarding the election of the Assistant Treasurer was considered and Commissioner Spaccavento was nominated. It was thereafter unanimously resolved to end nominations and to elect Commissioner Spaccavento as Assistant Treasurer of the Authority.

Upon motion by Commissioner Lopez, seconded by Commissioner Schroeder, Commissioner

Rivera was nominated to be Secretary of the Authority pursuant to Resolution 10-005. It was thereafter unanimously resolved to end the nominations and appoint Commissioner Rivera as Secretary of the Authority.

Upon motion by Commissioner Schroeder, seconded by Commissioner Marotta, Commissioner Lopez was nominated to be Assistant Secretary of the Authority under Resolution 10-006. It was thereafter unanimously resolved to both end the nominations and to elect Commissioner Lopez as Assistant Secretary of the Authority.

Chairman Wolff then formed various committees. With respect to the Finance Committee, Chairman Wolff was named as Chairman of the Committee with Commissioners Stack, Schroeder and Raia serving thereon. Staff members included Ms. Linda Kish and Executive Director Pocci.

With regard to the Facilities Review Board, Chairman Wolff nominated Commissioner Schroeder to serve as Chairman thereof with Commissioners Rivera, Marotta and Raia serving thereon and staff members Mr. Leanza and Executive Director Pocci as additional members thereon.

With regard to the Education Committee, Chairman Wolff named Commissioner Stack as Chairman thereof with Commissioners Raia, Marotta and Lopez as additional members.

With respect to the Litigation Committee, Chairman Wolff named Commissioner Rivera as Chairman thereof with Commissioners Lopez, Spaccavento and Marotta as members thereof and with Mr. Leanza and Executive Director Pocci appointed as staff members.

At approximately 6:45 p.m., Commissioner Stack arrived at the meeting.

Upon motion by Commissioner Stack, seconded by Commissioner Marotta, Resolution 10-007 through 10-013 were unanimously adopted in the form of a consent agenda with the following adjustments:

Jersey Journal was named as the sole official newspaper of the Authority, the name First Bank Americano had been changed to Crown Bank and the name of Commerce Bank is now TD Bank, and the Authority meetings would be held on the third Thursday of every month except February, which would be the fourth Thursday, February 25, 2010.

Upon motion by Commissioner Rivera, seconded by Commissioner Schroeder, Resolution 10-014 authorizing the award of a fair and open contract for accounting services to Donahue, Gironda and Doria as approved by the Finance Committee not to exceed \$70,000.00 was unanimously adopted.

Upon motion by Commissioner Stack, seconded by Commissioner Rivera, Resolution 10-015 authorizing the award of a fair and open contract for auditing services to Garbarini & Co., P.C. in an amount not to exceed \$38,000.00 as approved by the Finance Committee was unanimously

resolved.

Upon motion by Commissioner Stack, seconded by Commissioner Rivera, Resolution 10-016 authorizing the award of a fair and open contract for bond counsel services to Lomurro, Davison, Eastman & Munoz, P.A. in an amount not to exceed \$15,000.00 as approved by the Finance Committee was unanimously adopted.

The Commissioners considered Resolution 10-017 authorizing the award of a fair and open contract for engineering services. Mr. Pocci explained that three responses had been reviewed by the Finance Committee and that AECOM was the most qualified responder. Upon motion by Commissioner Stack, seconded by Commissioner Schroeder, it was unanimously resolved to enter into a contract with AECOM for engineering services in an amount not to exceed \$225,000.00.

Upon motion by Commissioner Rivera, seconded by Commissioner Stack, Resolution 10-018 authorizing an award of a fair and open contract for financial advisor to NW Financial in an amount not to exceed \$50,000.00 was unanimously adopted.

Upon motion by Commissioner Stack, seconded by Commissioner Rivera, Resolution 10-019 authorizing an award of a fair and open contract for financial advisor with regard to our leasing transaction was unanimously adopted and the contract was awarded to the Liat Group in an amount not to exceed the cumulative \$150,000.00 heretofore awarded.

Upon motion by Commissioner Rivera, seconded by Commissioner Stack, Resolution 10-020 authorizing the award of a fair and open contract for general counsel was unanimously adopted awarding the contract to the firm of Leanza & Agrapidis, P.C. for an amount not to exceed \$175,000.00.

Upon motion by Commissioner Rivera, seconded by Commissioner Lopez, Resolution 10-021 authorizing the award of a fair and open contract for a federal public relations and information consultant was addressed by the Commissioners.

Commissioner Marotta addressed the Commissioners with his displeasure in general with the idea of a lobbyist because he felt that the Authority would have gotten the \$5,000,000.00 stimulus grant in any event and that the whole concept of paying the lobbyist for what we should be entitled to receive from the federal government appears against all principals.

Commissioner Marotta indicated that he would vote against the resolution and ask that it be put on hold for further consideration.

Chairman Wolff indicated that the individual involved, Michael Hutton, had spent a long time in both Trenton and the District of Columbia working for us, has extension experience as Chief of Staff to Bob Menendez, both as a Congressman and Senator, and has been able to work for us not only on legislation but following up on potential appropriations to maximize funds received by the

Authority. Chairman Wolff indicated that he fully comprehended the position of Commissioner Marotta but that despite all of the interplay he and other Commissioners had with federal and state representative, they neither had the time nor the physical presence in Washington to do the necessary follow up with regard to appropriations and committee work to assure that the Authority got at least its fair share of federal funds.

The motion was carried with seven votes in the affirmative and Commissioner Marotta voting in the negative.

Upon motion by Commissioner Rivera, seconded by Commissioner Stack, Resolution 10-022 authorizing the award of a fair and open contract for an on call engineering contract was unanimously adopted setting forth three on call engineers for their various areas of expertise with amounts to be determined on a project to project basis. The Facilities Review Board recommended and the Authority approved the acceptance of AECOM, CH2M Hill and Hatch Mott MacDonald.

Upon motion by Commissioner Schroeder, seconded by Commissioner Lopez and as approved by the Finance Committee, it was unanimously resolved to provide Authority staff with a 3% wage increase for this current fiscal year.

Upon motion by Commissioner Rivera, seconded by Commissioner Stack and as approved by the Finance Committee, it was unanimously resolved to authorize a 1% CPI increase in the base fee for OMI.

Upon motion by Commissioner Rivera, seconded by Commissioner Stack, it was unanimously resolved to adjourn the meeting at approximately 7:25 p.m.