

**KENNEBEC WATER DISTRICT
REGULAR BOARD OF TRUSTEES MEETING
THURSDAY – APRIL 4, 2019 at 7:30 AM**

The meeting was called to order at 7:30 a.m. by President Earickson.

Trustees present: Jeff Earickson, President; Mark McCluskey, Vice-President; J. Michael Talbot, Treasurer; Allan Fuller, Clerk; Alex Wild, Assistant Treasurer; Al Hodsdon, Trustee; Karl Dornish, Trustee; Frank Richards, Trustee; Denise Bruesewitz, Trustee; Amy Stabins, Trustee

Trustees absent: None

Denise Bruesewitz, Trustee, joined the meeting at 7:35 a.m.
Alex Wild, Assistant Treasurer, left the meeting at 8:00 a.m.
J. Michael Talbot, Treasurer, left the meeting at 9:05 a.m.

Also present: Roger Crouse, General Manager; Jeff Longfellow, KWD Engineer; Matt Zetterman, KWD Director of Water Quality/Director of Technology; Jared Bragdon, KWD Operations Superintendent; Sue Markatine, Recording Secretary

ITEM 1: INTRODUCTION OF GUESTS

Attorney William Harwood, KWD Legal Counsel from the firm Verrill Dana, connected to the meeting via telephone at 8:00 a.m. and disconnected at 8:20 a.m.

Dave Folsom, KWD Crew Supervisor, and Rob Clark, KWD Utility Technician, joined the meeting at 8:25 a.m. and left the meeting at 8:45 a.m.

ITEM 2: REVIEW AND APPROVE THE MINUTES OF THE REGULAR BOARD OF TRUSTEES' MEETING OF MARCH 21, 2019.

Motion by Trustee Talbot, "to accept the minutes of the Regular Board of Trustees' Meeting of March 21, 2019," seconded by Trustee McCluskey.

Vote: 8 in favor, Trustee Fuller abstained, motion carried.

ITEM 3: FINANCIALS

A. Account Warrant

Motion by Trustee Wild, "to ratify the total warrant of checks released for \$29,668.86," seconded by Trustee Talbot.

Vote: Motion carried unanimously.

**B. Checking and Invested Checking Accounts Balance as of 3/27/2019:
\$3,028,732.72**

There was no discussion regarding the above-referenced agenda item.

C. Other

Mr. Crouse informed the Board that the auditors from Runyon Kersteen Ouellette (RKO) will be at the Business Office beginning on April 22nd to conduct the 2018 KWD financial audit.

ITEM 4: CONFLICT OF INTEREST DISCUSSION

The majority of this agenda item was discussed beginning at 8:00 a.m. at which time Attorney Harwood joined the meeting via telephone. Attorney Harwood was contacted to advise and answer questions by the Board regarding the legalities of the State of Maine statute and provisions relating to the topic of conflict of interest. For full disclosure, the engineering firm of A. E. Hodsdon, of which Trustee Hodsdon is principal of and Trustee McCluskey is employee of, are considering submitting a Statement of Qualifications for Engineering Services for the engineering design and construction management of the KWD water main replacement project in downtown Waterville. As a result of this discussion and per the guidance of Attorney Harwood, a motion was proposed.

Motion by Trustee Dornish, “to respectfully require that Trustee Hodsdon and Trustee McCluskey excuse themselves from the Board meeting and room when any aspects of the engineering design and construction management of the KWD water main replacement project in downtown Waterville is being deliberated, including such times as there are proposed motions and votes, until a bid has been successfully awarded for engineering services and with the excusals being reflected in the Board minutes,” seconded by Trustee Fuller.

Vote: 7 in favor, Trustee Hodsdon and Trustee McCluskey abstained, motion carried.

ITEM 5: EXECUTIVE SESSION – 1 MRS §405. EXECUTIVE SESSIONS

None

ITEM 6: MOTION ISSUES

A. Approval of Contract to Upgrade HVAC Controls at the WTP

As part of their packets, the Trustees were provided with a memo which included three bid proposals for the upgrade to the heating, ventilation, and air conditioning (HVAC) controls at the WTP, and a request for authorization to enter in a contract. Mr. Crouse and Mr. Zetterman reviewed and answered questions regarding the scope of this project, and the KWD expectations of work to be performed.

Motion by Trustee Fuller, “to accept the low bid from Mechanical Services, Inc. for \$76,000 to upgrade the heating, ventilation, and air conditioning controls at the WTP,” seconded by Trustee Richards.

Vote: 9 in favor, Trustee Earickson opposed, motion carried.

B. Approval of Contract to Install Mixers at the Twin Tanks

The Board members were furnished with a memo outlining the reasons for and requesting approval of sole sourcing to DN Tanks the project for the installation of tank water mixers in the KWD two six-million-gallon concrete water tanks, and the explanation of the two proposals and associated costs provided by DN Tanks.

Motion by Trustee Talbot, “to enter into a contract with DN Tanks to furnish and install two GridBee GS-12 mixers in the two six-million-gallon tanks for the cost of \$81,625,” seconded by Trustee Earickson.

Please note: Discussion of this agenda item was stopped and continued after Agenda Item 4. Conflict of Interest Discussion.

Following a discussion, the Trustees requested additional information regarding the performance projections and cost itemizations for the two types of mixers proposed before approving this project.

Trustee Talbot withdrew his motion, and Trustee Earickson withdrew his second. There being no objections, the motion was considered withdrawn.

C. Approval of Purchase of New Backhoe

The Board members were furnished with a memo outlining the reasons for and requesting approval of a sole source purchase of a 2019 John Deere Backhoe from Nortrax, Inc. Mr. Folsom and Mr. Clark, two of KWD’s licensed backhoe operators, provided testimony for the purchase of this new backhoe.

Motion by Trustee Talbot, “to authorize the purchase of a 2019 John Deere 410L Backhoe Loader from Nortrax, Inc. for the net price (after trade-in allowance) of \$54,500.00,” seconded by Trustee Hodsdon.

Vote: Motion carried unanimously.

D. Other

The Board members were provided with a memo which included four bid tabulations for the Savage and West Streets, Fairfield, main and services replacement.

Motion by Trustee Talbot, “to accept the low bid from Nitram Construction for \$829,641.00 for the water main and services replacement on Savage and West Streets, Fairfield,” seconded by Trustee McCluskey.

Vote: Motion carried unanimously.

ITEM 7: TRUSTEES

A. Comments, Concerns, Ideas

Trustee Stabins stated she will not be attending the April 18th Board meeting.

ITEM 8: GENERAL MANAGER'S REPORT

A. Legislation

Mr. Crouse informed the Board that on behalf of the Maine Water Utilities Association, he will be testifying at upcoming public hearings in opposition of bills favoring moving the ownership of ground-water from landowners to the State.

B. Update on M-4 Sale

Mr. Crouse has received a draft of the purchase and sale agreement for the selling of KWD's hydro-station M-4 to Messalonskee Stream Hydro, LLC, and this has been provided to KWD's legal counsel, Verrill Dana, for review. Although M-4 is an ancillary operation to KWD's primary operation of providing water, KWD is still required to inform the Maine Public Utilities Commission (MPUC) of the land sale (one-quarter acre) associated with this transaction. Due to the MPUC requests for additional information and a technical conference regarding this land sale, Mr. Crouse has also had to involve legal counsel for this aspect of the sale.

C. Update on Operations Center Project

To acquire conceptual designs for the new KWD Operations Center, Mr. Crouse and KWD staff have conducted a few tours of sites with similar operations to KWD. The Operations Center Committee will be meeting with SMRT Architects and Engineers next week to review these ideas.

D. Outlet Dam Operating Agreement

Discussions with Mary Sabins, Vassalboro Town Manager, concerning the renewal of the China Lake Outlet Dam Operations Contract, which authorizes KWD staff to operate Vassalboro's China Lake Outlet Dam, are still ongoing.

E. Other

Mr. Crouse updated the Board regarding the next steps to resolve the matter concerning the water supplied by KWD at two of the Town of Fairfield's fire stations.

Mr. Crouse commended Ross Desjardins, KWD Utility Technician and on-call person at the time, on his rapid response to shutting down the valves to the water main which broke on Elm Street/Concourse in Waterville recently.

As part of their Board packet, the Trustees were provided with the Monthly Department Reports prepared by the respective managers.

Motion by Trustee Earickson, "to accept the General Manager's Report as presented," seconded by Trustee Hodsdon.

Vote: Motion carried unanimously.

ITEM 9: PUBLIC PARTICIPATION

None.

Motion by Trustee Dornish, “to adjourn the meeting,” seconded by Trustee McCluskey.

Vote: Motion carried unanimously.

Meeting adjourned at 9:20 a.m.

Sue Markatine, Recording Secretary