

**KENNEBEC WATER DISTRICT  
REGULAR BOARD OF TRUSTEES MEETING  
THURSDAY – JUNE 4, 2020 at 7:30 AM**

**Note:** Due to the state of emergency associated with the COVID-19 pandemic, KWD Trustees held this meeting through remote access. Notice of this meeting was posted on the KWD Facebook and Webpage.

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; Alex Wild, Assistant Treasurer; Amy Stabins, Clerk; Al Hodsdon, Trustee; (Remote Access) Karl Dornish, Trustee; Allan Fuller, Trustee (By Roll Call)

Trustees absent: Frank Richards, Trustee; Denise Bruesewitz, Trustee

Also present: Roger Crouse, KWD General Manager; Amy Dyer, KWD Finance Manager; (Remote Access) Jeff Longfellow, KWD Engineer; Matt Zetterman, KWD Director of Technology; (By Roll Call) Benny LaPlante, KWD Customer Service Manager/Safety Coordinator; Jared Bragdon, KWD Operations Superintendent; Robbie Bickford, KWD Director of Water Quality; Sue Markatine, Recording Secretary

**ITEM 1: INTRODUCTION OF GUESTS**

None

**ITEM 2: REVIEW AND APPROVE THE MINUTES OF THE REGULAR BOARD OF TRUSTEES' MEETING OF MAY 21, 2020.**

Motion by Trustee Wild, "to accept the minutes of the regular Board of Trustees' Meeting of May 21, 2020," seconded by Trustee McCluskey.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Yea, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

**ITEM 3: REVIEW AND APPROVAL OF ACCOUNT WARRANT**

Motion by Trustee Talbot, "to ratify the June 4, 2020 total warrant of checks released for \$720,188.66," seconded by Trustee Wild.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Yea, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

**ITEM 4: KWD FACILITY LOCATION SEARCH**

- A. Review Proposal from Trustee Allan Fuller**
- B. Development of Cost Estimates for Other Sites**
- C. Setting Criteria and Priorities for the Site Selection**

The Board members were provided with a copy of a comprehensive proposal prepared by Trustee Fuller outlining the potential of erecting a building and expanding the facilities at KWD's South Street

property. Following a lengthy discussion of the advantages and challenges of this option, a motion was proposed.

Motion by Trustee Dornish, “to reaffirm the September 2018 Board of Trustees’ vote to move to a new site for the KWD Operations Center and to exclude KWD’s South Street property as an option for the new facility,” seconded by Trustee Wild.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Nay, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Nay, Trustee Dornish – Yea, Trustee Fuller – Nay. Motion carried.

The Board members were provided with a proposed site selection scoring matrix to aid in objectively prioritizing property options for the new KWD facility. This was developed by key KWD staff with assistance from SMRT Architects and Engineers and Sebago Technics staff. After a general discussion, the Trustees recommended a few changes which will be incorporated into this document.

Motion by Trustee Fuller, “to modify the decision matrix by adjusting the ranking points to multiples of ten and to replace the total development cost column to reflect only the land site purchase and land site development cost,” seconded by Trustee Talbot.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Yea, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

## **ITEM 5: APPROVAL/MOTIONS NEEDED**

### **A. Approval of Bond Resolution for Borrowing for 2020 Water Main Replacement Projects**

In order to proceed with the steps necessary to obtain the funding from the Maine Municipal Bond Bank for the 2020 water main replacement projects, it is necessary for the Board to approve a borrowing resolution as provided by bond counsel. (See full resolution following conclusion of minutes.)

Motion by Trustee Fuller, “to approve the 2020 Maine Municipal Bond Bank Borrowing Resolution as provided and stated by bond counsel, Verrill, for the North and Middle Street, Waterville, Downtown Waterville, and China Road, Winslow, main replacement projects,” seconded by Trustee McCluskey.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Yea, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

## **ITEM 6: GENERAL MANAGER’S REPORT**

### **A. Written Report**

As part of their packet, the Trustees were provided with the General’s Manager’s Report for review.

## **B. Other**

The Business Office has been closed to the public for several weeks now due to the COVID19 virus pandemic. Mr. Crouse informed the Trustees that, tentatively, the Business Office will begin to allow public admittance again on June 22, 2020.

Next, the Trustees considered resuming Board meetings in person rather than remotely. Because the KWD Water Treatment Facility in Vassalboro has a larger conference room than the KWD Business Office, the Board discussed holding the June 18, 2020 meeting in Vassalboro.

Motion by Trustee Talbot, “to hold the June 18, 2020 KWD Board meeting in person at the KWD Water Treatment Facility in Vassalboro with the additional option to attend by remote access,” seconded by Trustee McCluskey.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Absent, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

After discussing the meeting schedule for July, the consensus of the Trustees was to hold only one meeting which has been scheduled for July 16, 2020.

Motion by Trustee Talbot, “to accept the General Manager’s Report as presented,” seconded by Trustee Dornish.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Absent, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

## **A. Other**

None

## **ITEM 7: DEPARTMENT REPORTS**

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

At Trustee’s Earickson request, Mr. Longfellow reported that the Downtown Waterville main replacement project is moving forward as scheduled, and a second crew is being mobilized for the phase from Appleton Street to College Avenue.

Motion by Trustee Talbot, “to accept the Department Reports as presented,” seconded by Trustee Fuller.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Yea, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

**ITEM 8: TRUSTEE COMMENTS, CONCERNS, AND/OR IDEAS**

Trustee Fuller asked for an update regarding the potential sale of a property which abuts a portion of the KWD land which surrounds the West Basin of China Lake. Trustee Earickson stated he did contact the property owners to inform them KWD is interested in this land. However, he does not believe the owners have placed this land on the sales market yet.

**ITEM 9: PUBLIC PARTICIPATION**

None

**ITEM 10: AS NEEDED: EXECUTIVE SESSION – 1 MRS §405. EXECUTIVE SESSIONS**

None

Motion by Trustee Talbot, “to adjourn the meeting,” seconded by Trustee Fuller.

Roll Call Vote: Trustee Earickson – Yea, Trustee McCluskey – Yea, Trustee Talbot – Yea, Trustee Wild – Yea, Trustee Stabins – Yea, Trustee Hodsdon – Yea, Trustee Dornish – Yea, Trustee Fuller – Yea. Motion carried unanimously.

Meeting adjourned at 9:30 a.m.

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Sue Markatine, Recording Secretary

**KENNEBEC WATER DISTRICT**

2020 Maine Municipal Bond Bank – Safe Drinking Water Resolution (\$4,946,831.00)

The Kennebec Water District (the “**District**”) hereby resolves as follows:

1. Subject to the approval of the Maine Public Utilities Commission and pursuant to Chapter 200 of Private and Special Laws of 1899, as amended, the District is hereby authorized to borrow up to the aggregate principal amount of **Four Million Nine Hundred Forty Six Thousand Eight Hundred Thirty One and 00/100 Dollars (\$4,946,831.00)** (the “**Loan**”) from the **Maine Municipal Bond Bank**, Augusta, Maine (the “**Bond Bank**”), with the possibility of some loan forgiveness, all in accordance with the terms and conditions of an approval letter from the Bond Bank to the District dated April 10, 2020, as the same may be amended, and to execute and implement a Loan Agreement with the Bond Bank in the form prescribed by the Bond Bank (the “**Loan Agreement**”) for the purpose of financing construction and improvements for the District’s following projects, in each case together with related costs and expenses, including the costs of issuance (collectively, the “**Project**”): (a) North and Middle Street: Replace sections of existing 1894 vintage water mains with new 12 inch ductile iron water main before the City of Waterville rebuilds the roadway in 2020; (b) China Road: Replace a section of 8 inch cast iron main that services an industrial facility, to loop a dead end section of main that as had water quality problems, and to transfer services from a pre-1903 main to a newer larger main; and (c) Downtown Waterville: Replace more than 2,000 feet of 12-inch, and 2,500 feet of 8-inch, water main and the associated water services, and additionally, approximately 1,500 feet water main will be abandoned by moving existing services from the pre-1903 main to a 1971 water main.

2. Pursuant to the Loan Agreement, and as evidence of the Loan and subject to the approval of the Maine Public Utilities Commission, the District is hereby authorized to issue and sell to the Bond Bank interest bearing and/or non-interest bearing note(s) or bond(s) of the District in the aggregate principal amount of up to **Four Million Nine Hundred Forty Six Thousand Eight Hundred Thirty One and 00/100 Dollars (\$4,946,831.00)** (the “**Bonds**”).
3. The Bonds shall bear such date or dates as the Bond Bank shall request, bear such interest rate or rates, be in such denominations, maturities, and be redeemable at such price or prices, all as shall be set forth in the Loan Agreement and the Bonds, and as may hereafter be determined by the Treasurer and the President of the Board of Trustees, the execution of the Loan Agreement and the Bonds to be conclusive evidence of their determination of the terms and provisions thereof.
4. Each of the Bonds shall bear on its face the words “Kennebec Water District” and shall be signed by the Treasurer and shall be countersigned by the manual or facsimile signature of the President of the Board of Trustees of the District, and shall be in substantially the same form as prescribed in the Loan Agreement or otherwise as prescribed by the Bond Bank.
5. In anticipation of the Bonds heretofore authorized, the District is also hereby authorized to borrow the aggregate principal amount of up to \$4,946,831.00 from the Bond Bank for the Project (the “**SRF Interim Loan**”); (ii) to execute and deliver a Loan Agreement with the Bond Bank in the form prescribed by the Bond Bank (the “**SRF Interim Loan Agreement**”) for the SRF Interim Loan; and (iii) to execute and deliver to the Bond Bank a note in anticipation of the Bonds in the aggregate principal amount of up to \$4,946,831.00 (the “**SRF Interim Note**”) for the Project, in the form prescribed by the Bond Bank. The SRF Interim Note shall be sold at the par value thereof to the Bond Bank, bear interest at a rate determined by the Bond Bank, and shall mature upon the issuance of the Bonds, or 12 months from the date of the SRF Interim Note, whichever occurs first. The SRF Interim Note shall contain such other terms and provisions as may hereafter be determined by the Treasurer and President of the Board of Trustees, their execution of the SRF Interim Note to be conclusive evidence of their determination of the terms and provisions thereof.
6. The SRF Interim Note shall bear on its face the words “Kennebec Water District” and “General Obligation Note” and shall be signed by the Treasurer and shall be countersigned by the manual or facsimile signature of the President of the Board of Trustees of the District.
7. The District covenants, subject to the approval of the Maine Public Utilities Commission, to establish, maintain, revise and collect rates and charges for water services furnished by the District sufficient to provide revenues to pay when due current expenses of operating and maintaining the water system; to pay when due interest on the outstanding indebtedness of the District incurred or assumed for District purposes; and to pay or provide for the payment of all indebtedness created or assumed by the District.
8. All actions taken to date by the Board of Trustees and the officers of the District with respect to the authorization, issue, and sale of the Bonds and SRF Interim Note are hereby ratified and confirmed. The President of the Board of Trustees, Treasurer, General Manager, and other officers of the District are, and each of them singly is, hereby authorized to take such action, and to execute and deliver the following with respect to the Bonds and with respect to any SRF Interim Note: an Application For Authority to Issue Securities with the Maine Public Utilities Commission, a Loan Agreement, a Signature and No Litigation Certificate, and such additional documents, certificates and instruments and any amendments thereto as may be deemed by them as necessary or appropriate to effectuate the issuance of the Bonds and SRF Interim Note heretofore authorized.
9. Any prior resolutions of the Trustees restricting the amount of authorized loans or issuance of bonds and notes, to the extent they conflict with the foregoing resolutions, are hereby superseded.