

**PLAINFIELD MUNICIPAL UTILITIES AUTHORITY**

**Minutes of a Board of Commissioners Re-Organization Meeting  
Tuesday, February 14, 2012**

**127 Roosevelt Avenue  
Plainfield, New Jersey**

**I. OPEN PUBLIC MEETINGS LAW (STATEMENT OF COMPLIANCE)**

Commissioner Mitchell, Chairperson, called the meeting to order at 6:07 p.m. by reading the Statement of Compliance.

**II. SALUTE TO THE FLAG**

The Pledge of Allegiance was said by all.

**III ROLL CALL**

**Present**

Commissioner Harold Mitchell  
Commissioner Carol Ann Brokaw  
Commissioner Tracey Brown  
Commissioner Malcolm R. Dunn  
Commissioner Alex Toliver  
Alt. Commissioner Cecil H. Sanders, Jr.

**Also Present**

Mr. Duane Young, Executive Director  
Mr. James Perry, Chief Financial Officer  
Mrs. Lana Carden, Manager of Human Resources  
Ms. Leslie London, Board Attorney  
Mrs. Roslyn Mathis, Board Secretary  
Mr. Mike Dziubeck, CME Associates  
Ms. Bridgett Rivers, Councilwoman  
Mr. Cory Storch, Councilman  
Staff and Public

Before going into the Authority's re-organization, Commissioner Mitchell welcomed and thanked Commissioner Brown for returning, she had been out sick and he appreciated her presence.

He then turned the meeting over to Ms. London.

**IV. AUTHORITY RE-ORGANIZATION**

Ms. London stated that tonight is the re-organization meeting and for the purposes of the election they will need a motion to appoint her as Temporary Chair to conduct the election.

**1. Seating of Temporary Chair for Purpose of Election**

Commissioner Mitchell moved that Ms. Leslie London be appointed the Temporary Chair for the purpose of the election, seconded by Commissioner Brown.

The motion to seat Ms. London as Temporary Chair carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE                  Temporary Chair**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**2. Election of Officers**

Ms. London asked for a motion to open nominations for election of officers.

Commissioner Mitchell moved, seconded by Commissioner Brown, to open nominations of officers.

The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE                  Open Nomination of Officers**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

Ms. London said they could do this as a slate or individually, it's at the pleasure of the Board.

The Board decided to do the election individually and Commissioner Brown started by nominating Commissioner Mitchell as Chair, seconded by Commissioner Brokaw.

Ms. London asked if there were any other nominations.

Commissioner Toliver nominated Alt. Commissioner Sanders as Chair.

Ms. London stated that an Alternate cannot serve as an Officer.

Commissioner Dunn asked if he was correct that Rev. Brown was Vice Chair when she was an Alternate.

Commissioner Brown replied that she believes she was already permanent before she became Vice Chair. Ms. London said she believes Commissioner Brown was correct.

Commissioner Brokaw stated the second year, when Commissioner Brown was Vice Chair, she was a permanent member.

Ms. London asked if there were any other nominations for Chair; seeing none, she asked for a motion to close nominations for Chair.

Commissioner Brokaw moved to close the nominations.

Before the second was received, Commissioner Dunn asked if there was precedence whereby a person who is not a regular but an Alternate under no circumstances can be the Chair.

Ms. London replied that their Bylaws governs elections and also the MUA law talks in terms of the members of the Authority and the Alternate steps in when a regular member cannot act, whether by the regular member not being present or if the position is not filled. The Alternate member then steps into the regular member's slot. A reason an Alternate cannot be an Officer is that the Alternate doesn't have the power of voting and only steps into that role whenever the regular member is not present.

Commissioner Dunn acknowledged that he understood that, but in reading certain publications in town they talked about the possibility that Mr. Mitchell might not be a regular member, but rather an Alternate and his question is if he is in fact voted in tonight, if that comes through, what is the legal interpretation of what they will have to do.

Ms. London replied that if at some point Mr. Mitchell is made an Alternate instead of a regular member he would no longer be able to serve as Chair. The Board would have to have another election.

Commissioner Dunn then asked if a person is out sick for a long period of time and the Vice Chair is out, what happens then.

Ms. London replied then the Alternate moves into the position as a regular member. As long as they have three members they can conduct business because they would have a quorum.

Generally, Ms. London said she believes that if someone missed two consecutive meetings, unless they have been excused or because of illness, that could be a cause for a person to be removed from the Board. That’s in their Bylaws.

Commissioner Dunn stated that’s something that should be told to new members coming on Board, they were not told that, the terms by which they stay or the terms by which they go.

After the discussion, Commissioner Toliver seconded the motion to close the nominations for Chair. The motion carried, with three members in favor, Commissioner Dunn voting no, and Commissioner Toliver abstaining.

**RECORDED VOTE                      Nomination of Chair**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn		<b>X</b>			
Harold Mitchell	<b>X</b>				
Alex Toliver			<b>X</b>		
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Ms. London asked for nominations for Vice Chair.

Commissioner Brown nominated Commissioner Dunn, seconded by Commissioner Toliver.

Ms. London asked if there are any other nominations.

Commissioner Dunn nominated Commissioner Toliver, seconded by Alt. Commissioner Sanders. Ms. London advised Alt. Commissioner Sanders that he couldn’t vote.

Commissioner Mitchell then seconded the nomination of Commissioner Toliver for Vice Chair.

Ms. London asked if there were any other nominations for Vice Chair. At this time they have nominations for Commissioner Dunn and Commissioner Toliver.

Commissioner Brokaw moved to close nominations, seconded by Commissioner Mitchell. The motion to close the nominations passed, on a roll-call vote, with five members in favor and none opposed.

The vote for Commissioner Dunn was, Commissioner Brokaw and Commissioner Brown in favor of him as Vice Chair.

The vote for Commissioner Toliver was, Commissioner Dunn and Commissioner Toliver in favor of him as Vice Chair. Commissioner Mitchell abstained.

There was no majority for either nomination so they moved to the next position, which was Secretary.

Commissioner Dunn nominated Alt. Commissioner Sanders and Ms. London advised he couldn't serve as an Alternate.

Commissioner Toliver nominated Commissioner Brokaw, seconded by Commissioner Mitchell.

Ms. London asked if there are any other nominations, seeing none she asked for a motion to close nominations. Commissioner Mitchell moved to close the nominations, seconded by Commissioner Brown.

**RECORDED VOTE**

**Close Nomination of Secretary**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Ms. London asked the Board to vote on the only nomination of Commissioner Brokaw as Secretary. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE**

**Nomination of Secretary**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Ms. London asked for nominations for Treasurer.

Commissioner Brown nominated Commissioner Toliver to be Treasurer, seconded by Commissioner Mitchell.

Ms. London asked if there are any other nominations, seeing none she called for a motion to close the nominations. Commissioner Brokaw moved, seconded by Commissioner Mitchell to close the nominations. The motion carried, on a roll-call vote, with four members in favor, none opposed and Commissioner Dunn abstained.

**RECORDED VOTE                      Close Nomination of Treasurer**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn			<b>X</b>		
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Ms. London asked the Board to vote on the only nomination of Commissioner Toliver as Treasurer. The motion carried, on a roll-call vote, with four members in favor, none opposed, and Commissioner Dunn abstained.

**RECORDED VOTE                      Nomination of Treasurer**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn			<b>X</b>		
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Ms. London stated that the Officers as of today are, Chairman, Commissioner Mitchell, there is no Vice Chair, Secretary, Commissioner Brokaw and Treasurer, Commissioner Toliver.

The slate of Officers will be **resolution #12-2012**.

**3. Seating of the Chairperson**

Ms. London returned the Chair to Commissioner Mitchell.

**4. Appointment of Professionals**

Mr. Young said last week they submitted a list of professionals to the Board that they do business with and are recommending their renewal. The Authority has had a good relationship with these professionals in the past, they have a little bit of history with them, and they have performed well on behalf of the PMUA. The professional appointments include CME Associates, T & M Associates, Inc., McManimon & Scotland, L.L.C., Lerch, Vinci & Higgins, L.L.P., First Occupational Recycling of New Jersey, NetConnect, Inc., Cartegraph Systems, Inc, and Britton Industries.

Commissioner Dunn doesn't agree with the professionals being lumped in one category, but he's not changing that or asking it to be changed, but he, Commissioner Toliver, Mr. Young, Mr. Perry and Mrs. Mills attended a meeting at three different times on yesterday to interview the accountant consultant firm, engineers for solid waste and engineers for sewer. His personal opinion is that these firms are professionals. Commissioner Dunn gave a detailed description of his meeting with the various professionals being recommended by the executive staff to be rehired.

Ms. London presented **resolution 13-2012 authorizing the renewal and/or execution of certain professional service contracts**. Commissioner Brokaw moved, seconded by Commissioner Toliver, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE Resolution #13-2012 Authorizing Renewal and/or Execution of Certain Professional Service Contracts**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

**5 Establishing the Date, Time and Place of the PMUA’S Regular Meetings for 2012**

Mr. Young stated that a list of the meetings based on the same schedule they have had in the past was submitted to the Board with Committee Meetings on Thursday and Regular Meetings on Tuesdays.

Ms. London presented **resolution #14-2012, establishing the date, time and place of Regular Meetings and Committee Meetings.** These are required to be published and agreed upon pursuant to the Open Public Meetings Act. Commissioner Brokaw moved, seconded by Commissioner Brown, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE Resolution #14-2012 Establishing the Date, Time and Place of Regular Meetings and Committee Meetings**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

**6. Designation of Official Newspapers of the Authority for 2012**

Mr. Young said as far as the re-organization is concerned, this is the designation of official newspapers. The Authority has always used the Courier and Star Ledger and they want to continue with them.

Ms. London presented **resolution #15, 2012 designating official newspapers.** Commissioner Brokaw moved, seconded by Commissioner Toliver, approval of the resolution. The motion carried, on a roll-call vote, with four members in favor and Commissioner Brown opposed. (Later in the meeting Commissioner Dunn wanted to change his vote from yes to no. Ms. London subsequently advised the Board after review of the issue that his vote could be changed provided the Board agreed to allow him to make the change.)



**RECORDED VOTE**

**Resolution #15-2012 Designation of Official Newspapers –  
Courier and Star Ledger**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown		X			
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**7. Designation of Official Depository & Cash Management Plans of the Authority for 2012**

Mr. Perry gave a little history of why the Authority is recommending Bank of America, New Jersey Cash Management Plan, the Federated Treasury Fund and Goldman Sachs Cash Management Funds as the official Bank Depository and official Cash Management Plans for the Authority.

Ms. London presented **resolution #16-2012 designating Official Bank Depository and Cash Management Plans.** Commissioner Toliver moved, seconded by Commissioner Brown, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE**

**Resolution #16-2012 Designation of Official Depository & Cash Management Plans**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**8. Appointment of Committee Assignments for 2012**

Mr. Young indicated that this item doesn't require a resolution. A memo went to the Board indicating the committees that were in place in prior years; basically four committees, Budget and Finance, Administration & Human Resources, Facilities, and Maintenance. Mr. Young said it's up to the Board if they want to make appointments. He just wanted them to have the information and let them decide how they would proceed with this item.

Commissioner Mitchell said he wanted to take the time to speak with Commissioner Dunn and Alt. Commissioner Sanders to see what committee they would like to serve on.

**9. Designation of a Public Agency Compliance Officer**

Mr. Young indicated that this item concerns the designation of a Public Agency Compliance Officer. Ms. Dollie Hamlin has been in this position for a number of years and has done a very good job in providing the service the Authority needs and they want to continue with her as Public Agency Compliance Officer.

Ms. London presented **resolution #17-2012 designating Dollie S. Hamlin as the Authority's Compliance Officer.** Commissioner Brokaw moved, seconded by Commissioner Brown, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE**

**Resolution #17-2012 Designation of Dollie S. Hamlin as the Authority's Compliance Officer**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**10. Designation of a NJUA-JIF Insurance Fund Commissioner**

Mr. Young said Reno Wilkins is a senior seasoned employee who has been representing the Authority very well in this position and they want to continue with his representation as the NJUA-JIF Insurance Fund Commissioner. He's on the Board and he has done a very good job.

Ms. London presented **resolution #18-2012 designating a Commissioner to the New Jersey Utility Authorities – Joint Insurance Fund, who will be Reno Wilkins.** Commissioner Brokaw moved, seconded by Commissioner Toliver, approval of the resolution. Commissioner Mitchell asked the Executive Director to let them know if there are any changes in the rate, an increase or decrease. Commissioner Mitchell also shared with the new Commissioners that when the Commissioners attend the New Jersey League of Municipalities and attend the NJUA-JIF meetings there and they are recorded as being in attendance the PMUA receives a reduction in their insurance rates.

The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE Resolution #18-2012 Designation of Reno Wilkins as the Commissioner on behalf of the Authority on the NJUA-JIF**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**11. Designation of a Custodian of Records**

Mr. Young said that Tracy Joseph has been in that position and they want her to remain there because she has done a very good job in terms of maintaining record retention and responses to Open Public Records requests.

Ms. London presented **resolution #19-2012 designating Custodian of Records as Tracy Joseph for the Authority for OPRA requests and issues.** Commissioner Brokaw noted that the resolution also designates a Deputy Custodian and asked if that is going to be separate. Mr. Young replied yes because they haven't decided on that yet.

Commissioner Mitchell asked if they should remove the Deputy from the resolution and Mr. Young replied yes.

Mr. Toliver moved to approve the resolution, seconded by Commissioner Brokaw. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE****Resolution #19-2012 Designation of Custodian of Records as  
Tracy Joseph**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

This is the point where Commissioner Dunn wanted to change his vote in terms of designating the Courier Newspaper to no.

Commissioner Brown wanted to know if in the future it could be the Courier for one vote and the Star Ledger for another vote.

Ms. London stated that under the Open Public Meetings Law they have to designate two newspapers, but it could be done separately.

**V. APPROVAL OF MINUTES (January 10, 2012 Scheduled Regular Meeting,  
December 28, 2011 Special Meeting)**

Commissioner Brokaw moved that the minutes be approved as distributed, seconded by Commissioner Toliver. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE****January 10, 2012 Regular Meeting Minutes, and December 28,  
2011 Special Meeting Minutes**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

## **VI. COMMUNICATIONS**

Mr. Young stated that they had submitted a couple of items for communication. One was from CME, the Authority's engineers, regarding some pending sewer lines improvement. Also, Ms. London submitted something from their bond attorneys regarding Renewal and Replacement Funds for the Commissioners' information. There is no additional communication at this time.

## **VII. REPORT OF COMMITTEES**

None.

## **VIII. EXECUTIVE DIRECTOR'S REPORT**

Mr. Young indicated that there is nothing special except they are continuing to work on new business. That's the biggest item on his agenda. He will probably be coming back to the Board some time in March or April with another recommendation to address the rate issue, trying to reduce some of their rates to become more competitive.

### **A. Attorney's Report**

Ms. London has two legislative items and two items for Executive Session.

January 5<sup>th</sup> of this year Governor Christie signed Chapter 167 into law that affects this Authority and other Authorities local, regional or state, and Board in New Jersey regarding their websites. The purpose of this law is to increase transparency, to provide more information to the public about the public entities operations and activities. The Authority has to provide more information via their website and if they don't have a website they are to use the municipality's website. It is a mandatory law and it takes affect a year from the date it was enacted, January 5, 2012. It's very specific about what information must be posted on the website. The PMUA's website has a lot of this information already. Whatever it doesn't have, it will be required to have on there by the end of the year. Ms. London shared in detail the items that are now required to be on the website.

Ms. London said that legislation was introduced by Senator Weinberg on February 6<sup>th</sup> dealing with the Open Public Meetings Act, which again is providing more transparency. Ms. London provided a detailed description of this pending legislation.

### **B. Finance Report and Bills List Approval**

Mr. Perry stated that at the Committee Meeting they discussed all of the requisite financial reports and the bills list. They are up-to-date with all trustee payments and payments to the City.

Ms. London presented **resolution #20-2012 authorizing payment of bills**. Commissioner Brokaw moved the resolution but asked if Mr. Perry could read for the record the most expensive items on the bills list, Commissioner Brown seconded the motion.

Mr. Perry said the major items on the bills list are disposal costs for bulky waste, TLA in Newark, that's \$130,000, that is also three months of expenditures there; health insurance, \$109,000; disposal costs for garbage, \$135,000; fuel, \$35,000, that takes up about 87 percent of the total budget.

The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE Resolution #20-2012 Payment of Bills**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

**C. Resolution Authorizing Award of Contract for a Sewer Cleaning Truck**

Mr. Young said this item is dealing with the Authority's Capital Improvement Plan. The Authority has older vehicles, especially dealing with the sewer cleaning truck, it's well over 10 years old and it's time for it to be updated. Ms. Hamlin can give the Commissioners some information on the contracting process and what the values came in at.

Ms. Hamlin stated that on January 24, 2012 they received one bid for the New Combination Sewer Cleaning Truck from Eagle Equipment doing business as Pierce Equipment Company in Branchburg, New Jersey for \$322,928.00 and about \$26,072.00 below the engineer's cost estimate. Ms. Hamlin said they were a little concerned because at least six bids were paid for by other companies. Their engineers contacted a few of them to find out why they didn't bid and some of them just didn't provide the competitive pricing for the specified equipment. Therefore, with the recommendation of CME Engineers the Authority is recommending they award the bid to Eagle Equipment doing business as Pierce Equipment for \$322,928.00.

Ms. London presented **resolution #21-2012 authorizing the award of a contract for the purchase of a New Combination Sewer Cleaning Truck**. Commissioner Brown moved, seconded by Commissioner Brokaw, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE          Resolution #21-2012 Award of Contract for a New  
Combination Sewer Cleaning Truck with Eagle Equipment d.b.a. Pierce Equipment Co.**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**D.      Resolution Authorizing Award of Contract for a CCTV Camera Truck**

Mr. Young stated this is also a part of the Capital Project Program. This is a camera truck that is also used in the sewer to televise the lines. Both of these big ticket items of a half a million dollars are being purchased out of the Sewer R & R Fund, so that's the purpose of the R & R Fund to purchase the equipment that the Authority needs to do the job. Ms. Hamlin can give the Commissioners some more information.

Ms. Hamlin said on Wednesday, February 1, 2012 they opened bids for the new CCTV Camera Truck. Bids were received. They sent out at least eight bid specifications for this equipment. The two that were received were from Eagle Equipment in the amount of \$219,925.00 and the second bid was from Trius Inc., Farmingdale, New Jersey for \$184,800.00. Even though Trius Inc. was the apparent low bidder, it was pointed out by the engineers there was an irregularity that the Consent of Surety was less and it was in an amount that was not adequate for the job. Also their lack of experience. Therefore the Authority is recommending that the award goes to Eagle Equipment doing business as Pierce Equipment for \$219,925.00. That amount is a little bit lower than the engineer's cost estimate.

Commissioner Toliver stated that they need that CCTV Camera Truck because of their crumbling sewer line and this will help to find out where the problems are.

Ms. London presented **resolution #22-2012 authorizing the award of a contract for the purchase of a CCTV Camera Truck.** Commissioner Brokaw moved, seconded by Commissioner Brown, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE**                      **Resolution #22-2012 Award of Contract to Purchase a CCTV Camera Truck to Eagle Equipment Inc. d.b.a. Pierce Equipment Co.**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**E. Resolution Authorizing Execution of Lease Agreement with VIP Honda**

Mr. Young stated that the Authority is coming up to the end of their three-year lease on a Honda Odyssey that they currently have. This vehicle is used for administrative purposes; seminars, take the Board around if need be. They want to start a new lease at the same price, \$2 less than what the current lease is.

Ms. London presented **resolution #23-2012 authorizing the execution of a lease agreement with VIP Honda**. Commissioner Toliver asked what the mileage is on the one they are leasing now, and for the leasing of the new one, how many miles for that and what is the condition of the one they have.

Mr. Young replied the vehicle is in decent shape, they only have 17,000 miles on it. To buy out the lease it would be \$15,000.00. If they finance that amount it would be \$317.00 over a sixty-month period. Based upon the analysis, it made sense to go into a new three-year lease, get a new vehicle for \$317.00 per month.

Commissioner Brokaw wondered if they couldn't table this resolution. She would like to do a better analysis of whether or not it would be better to pay people to use their own car and pay them for the mileage. The mileage is fairly low. There may be other consideration in terms of safety and liability.

Commissioner Dunn indicated that following on what Commissioner Brokaw just pointed out; a lease has an allowed mileage, what was it per year for this vehicle. Mr. Young replied 12,000. For the money they paid, they only used the vehicle half the time. He concurs with what Commissioner Brokaw is suggesting; it seems 5,800 miles approximately a year is not too much to ask an employee to use their own car.

After the discussion Commissioner Mitchell asked for a motion to table the resolution.



Commissioner Brokaw moved to table, seconded by Commissioner Dunn. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE                      Table VIP Honda**

	YES	NO	ABSTAIN	PRESENT NOT VOTING	NOT PRESENT
Carol Ann Brokaw	X				
Rev. Tracey Brown	X				
Malcolm R. Dunn	X				
Harold Mitchell	X				
Alex Toliver	X				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				X	

**F. Resolution Authorizing the Award of Contract for Roll-Off Containers**

Mr. Young stated that in light of the Authority going forward in getting new business they have got to prepare themselves to get roll-off containers. There's a need at this time for six additional containers. Ms. Hamlin can give some information regarding the company.

Ms. Hamlin said they are using the non fair open contract process; documentation was sent to Mid-Atlantic Waste Systems. They complied with all of the requirements in accordance with the Pay-to-Play. They are recommending the award go to Mid-Atlantic Waste Systems, in an amount not to exceed \$36,000.00.

Ms. London presented **resolution #23-2012 authorizing the purchase of roll-off containers**. Commissioner Toliver moved, seconded by Commissioner Brown approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**G. Resolution Correcting Contract Award for IP Telephone System and Authorize a Lease Purchase Agreement with HP Financial Services**

Mr. Young said this is a correction regarding a prior contract. In the prior contract they had mentioned it was a purchase. They are correcting it to reference it is a lease purchase agreement.

Commissioner Dunn referenced this was discussed in the Committee Meeting.

Mr. Young agreed and said as a point of more information; they contacted three companies that will be sending the Commissioners proposals as it relates to a telephone audit. They should have that information no later than February 17<sup>th</sup> regarding the telephone audit. They will give the Commissioners some feedback how much money they can possibly save.

Commissioner Dunn would prefer they remove this until they get the information.

Ms. Hamlin wanted to make the Commissioners aware the telephone audit and this resolution; they do not have anything to do with one another. These are two separate items. The telephone audit is to save money through the telephone company, the bills they receive. This item is to change the system that is outdated.

Commissioner Brokaw indicated this item has already been awarded; this resolution is to merely make a correction. In terms of making the correction we need to go forward.

Mr. Young stated that they are still going through with the audit.

Ms. London presented **resolution #24-2012 clarifying resolution 8-2012**. Commissioner Brokaw moved, seconded by Commissioner Toliver, approval of the resolution. The motion carried on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE**

**Resolution #24-2012 Correction to Resolution 8-2012**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

**H. Resolution to ratify prior Settlement Agreements**

Ms. London stated that this is regarding a resolution that was mentioned at the last meeting. She believed it was Alt. Commissioner Sanders who asked to table it until this meeting to allow the Commissioners an opportunity to see the two Settlement Agreements involved. This is the ratification of the two prior settlements.

Commissioner Dunn asked what is meant by ratify. Ms. London replied ratify means when an action was not taken and this is to correct it, to make it correct.

Commissioner Dunn asked what action.

Ms. London replied that these are two Settlement Agreements, one going back to 2005 with John Johnson and the second with Aleta Alston, for 2011, where no resolution was passed.

Commissioner Toliver said what he wanted to do henceforth, the Board should be notified at all times. He was not notified.

Commissioner Brokaw said the standing rule is that all of these resolutions are supposed to come before the Board. Unfortunately the Executive Officers at that time did not bring this to their attention.

Commissioner Brown said that she asked a while ago that the resolutions be placed on the website.

Ms. London stated that's required now

Commissioner Dunn said that in their interview yesterday his question to the auditors was what do they do for the Authority and they went through a litany of financial services they performed. One was to verify actions taken reflecting in the accounting and actions taken in the amounts that were approved. He mentioned to him that the Commissioners were talking in the Committee Meeting Thursday and it was told to them that this situation had to be rectified, which is what they are about to do now. He asked him why he didn't catch that, this is what you get paid for. He said it happened, but it won't happen again. Whatever was paid out in affect it was paid out without the Board knowing about it and he apologized again. Commissioner Dunn will stand by whatever they do here.

After more discussion, Ms. London presented **resolution #25-2012 ratifying certain Settlement Agreements**. Commissioner Brokaw moved, seconded by Commissioner Toliver, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE**

**Resolution #25-2012 Ratifying Two Settlement Agreements**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

**I. Resolution to Approve Further Revisions to the Solid Waste & Recycling Rules and Regulations**

Ms. London stated, as mentioned at the Committee Meeting and everyone should have a copy of it, they are looking to make some modifications to the Solid Waste & Recycling Rules and Regulations. The last revision was this January. The changes are that they are adding one additional definition for covered E-waste, modifying the definition of recyclable materials, changing the definition of E-waste, changing some language, some of it is very minor, in a black line form. It is underlined and strike-out will indicate where the changes are; changing the word purchase to obtain. Some of these items came from the County Recycling Office. They had sent in a copy of the document to them and the recycling part they wanted to review. They made some minor changes and also are working with Trevor and Howard and their staff. Ms. London has a resolution to adopt these changes that are before the Commissioners. It will be **resolution #26-2012**. Commissioner Brokaw moved, seconded by Commissioner Brown, approval of the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE Resolution #26-2012 Revisions to the Solid Waste & Recycling Rules & Regulations**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

**IX. UNFINISHED BUSINESS**

None.

**X. NEW BUSINESS**

Commissioner Brokaw stated that when the Board first appointed Mr. Young to the position it was for a one-year term and in past practice they appointed the Executive Director to a three-year term. She would like to move that they extend Mr. Young’s contract to two-full years in keeping with past practice. Commissioner Toliver seconded the motion.

Commissioner Brokaw was asked to repeat her motion. She repeated and added Mr. Young has done a fine job and he's done a number of things that was brought to the Board's attention including helping to save money for the Authority. She would like to give him a full three-year contract. Commissioner Toliver again seconded the motion.

Commissioner Dunn said during the one-year term of the Interim a very important situation has occurred. He is not willing to judge on that. He thought they would take more time since one of the most important things that happened in the last year was the unionization and until they get something that allows them to properly give their employees a chance to see during that time what they are doing or for the Board to see how negotiations are handled by the staff. He concurs that the staff under Mr. Young is doing a fine job with regard to the financial accountability, but he still has questions in his mind and questions that warrant taking a little more time of the term of Interim to see how that works out. That won't work out until November because Mr. Young has a year. From the time Mr. Young took over, there was a concern on the part of the employees whether things would go forward and with the employees unionizing or signing up to unionize, he questions that part of the team that's in place now and before he could support such a thing he wants to see who else is out there in regard to that area.

Commissioner Toliver said they have not had the opportunity to review any other resumes for anyone else and as far as Mr. Young is concerned he would still like to see the other resumes that people have sent in for the position of Director. They have not seen that. Maybe others have and it has not been discussed that there is anyone else out there.

Commissioner Brokaw said that Commissioner Brown and she were appointed to be on a review committee and they were shut down in terms of that because of a lot of political considerations going on by people who are not on this Board. Unfortunately that process got stymied. She is looking at an organization that needs to have some kind of continuity for the employees. They don't need to have anymore confusion about the Office of Executive Director. She appreciates the fact that there is concern about some of the employees having voted for a union, but that is not something that creates the whole approach to who should be the Executive Director or who shouldn't. People have a right to unionize whether the Board likes it or not and that has to be handled in a forthright way with respect to having people getting involved in those negotiations. At some point they reach a deal or the employees decide they don't want to unionize because there's no value to it. She didn't think this Board should be doing things to influence that.

Ms. London said it would be an unfair practice.

Commissioner Brokaw said they never encouraged any of their Executives to get directly involved to affect that process. His reservations about Mr. Young shouldn't be based on any kind of unionization of employees within the Authority. There may be other reasons, but those reservations should not be considered. We should consider whether or not this is someone they want to move forward with and they want to have a vetting process for more Executive Directors.

Mr. Young wanted to make a comment that he felt was important for the record. Since July 1, when he was asked by the Board, he had his reservations, but he thought it was in the best interest of the Authority and he could provide the continuity of the Executive Director and Assistant Director that was leaving at that time and there wasn't any other candidate who could have stood in this position and done what he did. He stepped up to the plate and he felt that should be recognized. He also thought if the Board or anyone else really thinks the union issue was created when he came on, they have got to be kidding themselves. The reality is that there has been talk about a union every year, an ongoing process. Don't hold him accountable for a union coming in because there's always talk about a union. The most important thing is how they deal with it and he is ready to deal with the union issue as another issue of the Authority. They should not hold that against him solely as an issue. In every other aspect of this job, financially, yes, he excels in that. Operationally, he developed with the Superintendent and Assistant Superintendent; they are on the path to have new business. He put in place a re-organizational structure along with key people to get this to work. What he is saying, one issue that really cannot totally be attributed to him should not be held against him as not being suitable as the proper candidate for this job.

Commissioner Toliver didn't know the process for other candidates for that position was put on hold. It should have still been on the table.

Commissioner Dunn said he appreciated what Commissioner Brokaw said except the one she said they were shut down. As long as he is sitting here nobody is going to shut him down; either he will do it or he won't be here. They don't assign him to something and then shut him down.

Commissioner Brown said they heard Commissioner Brokaw say there was a system in place, they were on a committee to do a search for candidates for the position of Executive Director and the process was shut down and Commissioner Brown heard something about political interference. She is not sure what that means, that's not a good thing if a system was shut down because of political interference. They cannot hold Mr. Young accountable for the union, there has been union talk since she has been here. Commissioner Brown believes Mr. Young has done a terrific job. They were supposed to do a job and they did not do it and she knows she has been out for a couple of months due to illness, but she still thinks even though Mr. Young is doing a great job and she finds it hard to believe candidates who will come in to be more qualified, they did make a commitment to the public to do a search and she feels that should be done, even though Mr. Young is doing a great job and he should be given consideration.

Commissioner Toliver agreed with Commissioner Brown that the ball dropped and no one knew about it, he's just now hearing about political interference. They should have vetted other people. He believes Mr. Young has done a very, very good job of re-organizing things here, that's why he seconded the motion. It seems as if there is no one else unless they table this. That's the only other outcome. The process they were supposed to have gone through they did not go through with it.

Commissioner Mitchell said they just asked Mr. Young to take on two positions; he is holding the Executive Director and Assistant Director’s jobs. He agrees with Commissioner Brokaw, Mr. Young should get a three-year contract.

Alt. Commissioner Sanders asked if he is allowed to speak.

Ms. London replied Alternates can participate all in discussions.

Assistant Commissioner Sanders said they didn’t ask the Director to take on two positions; he volunteered that and offered that on the table for specific reasons. His feeling is that he agrees Mr. Young has done a yeoman’s job, but he does think they owe the public the opportunity to look at candidates for this position because there may be someone out there that’s run a MUA in other areas and have more experience in both the operations and finance. He felt they owe themselves the chance to at least look at candidates and reject those they don’t feel are as good as our current Executive Director and look at those that are either as good or better.

Ms. London stated that Mr. Young’s contract was just for a year. It mentions at the eighth month or around that time the Board would let him know what they intended to do. His contract ends in June. They are four month’s away.

Commissioner Mitchell said there is a motion on the floor and it has been seconded.

Commissioner Brown asked if it could be tabled.

A roll-call vote was taken on the motion involving Mr. Young and it failed with Commissioner Brokaw and Commissioner Mitchell in favor, Commissioner Dunn opposed, Commissioner Brown and Commissioner Toliver abstained.

**RECORDED VOTE                      Duane Young**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown			<b>X</b>		
Malcolm R. Dunn		<b>X</b>			
Harold Mitchell	<b>X</b>				
Alex Toliver			<b>X</b>		
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Commissioner Toliver asked if they could table this.

Commissioner Mitchell said no it’s been voted on, unless he wanted to change his vote.

Commissioner Brokaw said they can't go back and change their vote. They would have to vote again on a different motion.

Commissioner Dunn said he asked to have his vote changed earlier and he was told he could. He just needed to know what he could or could not do when it comes to the vote.

## **XI. PUBLIC HEARING**

Commissioner Mitchell said we have come to the portion of the meeting where the public can speak. If you would like to do so, please stand, give your name and address and you will be heard for two minutes.

Commissioner Mitchell welcomed Councilman Storch and Councilwoman Rivers.

Ms. London advised after review, that a vote can be changed once it's been declared only with unanimous consent otherwise it's too late.

Councilman Storch said Happy Valentine's Day. He wanted to thank the Commissioners and the staff that attended the Council meeting, that's a step in the right direction. At yesterday's meeting they discussed their PMUA Task Force issues. March 19<sup>th</sup> is the date for their final report. Commissioners and staff are invited. He also wanted to say he is disappointed following the PMUA and volunteered to be liaison after a number of years of being asked and saying no; he said no because he didn't think they were interested in changes and a lot of changes were needed. This time around he thought changes have been made because of Duane Young. He hoped the Commissioners would give Mr. Young their full support, the PMUA needs professional management. What they had before was a Commission that allowed the staff to do their representation and it has suffered greatly. With Mr. Young their reputation has made a come back although a tremendous set back with their settlement and he is very disappointed with the two new Commissioners who voted for that settlement. That's a big set back for reputations. Reputation is important because they have got to sell themselves not only to outside businesses but to their residents because if they continue to be disappointed they will see more people opt out. We don't want that, we want the PMUA to succeed. It's their job to keep the politics out of it, that's the way it should be.

Tom Kaercher, 1115 Prospect Ave. What you did at the last meeting approving a \$725,000 settlement, as a ratepayer it's an outrage. What you did was to combine the two settlements. For Mr. Watson, who elected to resign, was given four years' salary on a contract that was already outrageous, which included 71 paid days off a year, which is 14 weeks of paid vacation or paid days off per year and a 4% cost of living plus merit increases and a car allowance of \$360 a month.



How insane is that in this economy. As a ratepayer he thought it's a pipe dream and they're never going to see any business from anyplace else because every month they're getting ripped off because the current market rate for curbside pick up in Plainfield should be \$31.07 a month and they pay \$66 per month for that service. The market rate for sewer is about \$175 to \$200, he paid \$1,000 last year for sewer services. He said they promised competitive rates. He doesn't have competitive rates. If their competitive rates for outside communities are like his, there's no way anybody is going to do business with this City. Before they handle more contracts, they need to revisit the contracts they already have because they're not germane with the economy. A 4% cost of living, 71 days off per year; to pay a person for more time than when they left under their original contract in their settlement is just insane. They accrued a pension on top of that. They chose to walk away from their contract.

Bill Kruse, 1009 Hillside. Senator Weinberg is coming with new legislative openness. He is going to give the Commissioners an opportunity to practice transparency. He has three quick questions they can answer after he sits down. Ms. Leslie London is going to tell you, Mr. Young and Mr. Perry, the \$157,000 settlement with the County, six years they dumped trash in the wrong place. How did this happen? He'd like to know if notice was given to them in the six year period, whether they received a bill and you didn't pay it, you paid what you wanted to pay, or whether the County woke up at some point in time and said they haven't paid us the right number in six years. You have to give reasonable notice. Now, Mr. Sanders, you voted for the award to approve the settlement. Do you know how many sessions of arbitration were held prior to the time the settlement was put on the table?

Alt. Commissioner Sanders replied he thought one or two.

Mr. Kruse asked Alt. Commissioner Sanders if he attended them.

Alt. Commissioner Sanders replied he wasn't on board.

Mr. Kruse asked the night you voted your approval; did you have in hand a transcript?

Alt. Commissioner Sanders replied no, I didn't.

Mr. Kruse asked was the attorney that defended us, the PMUA, present when he took the vote.

Alt. Commissioner Sanders replied he didn't know the exact attorney, no; Ms. London was here.

Mr. Kruse asked if she represented us in our arbitration.

Commissioner Brokaw replied yes.

Mr. Kruse asked what her recommendation was. Did she recommend you pay this?

He asked Alt. Commissioner Sanders if he was guided by legal opinion in making his decision, and what was the basis that you made the award, only being here a few months and not being present when it happened.

Commissioner Toliver interjected and told Mr. Kruse it's been five minutes.

Alt. Commissioner Sanders started to give an answer, but Ms. London interrupted him to say her conversations as legal counsel to the Authority are covered by attorney client privilege. Her guidance, comments, discussions between her and the Board members is covered under privilege. Alt. Commissioner Sanders does not have to answer what she told him.

Alt. Commissioner Sanders said first of all there was never a letter of resignation, he did not quit. Second of all, the Board said it was a mutual agreement, they were being phased out, they didn't recognize anybody had quit. Thirdly, these men built the PMUA from nothing to a million dollar operation; you don't treat employees that way. His feeling is they got what they deserved, they deserved more and it was negotiated down. They were spending money on arbitration fees, why not allow the employees who really deserve the money receive the money and stop all of this stuff with arbitration and legal fees.

Commissioner Brown said that in reference to Councilman Storch and Mr. Young, she has every intention of supporting Mr. Young while he is in that position. She abstained because they agreed to do a search and they should do it. She has every intention of supporting him. She is on the committee and she would like to do what she was obligated to do.

Commissioner Mitchell asked Commissioner Brown and Commissioner Brokaw to start looking at the resumes.

Commissioner Dunn added that they should also solicit more.

Mr. Kruse stated that he wanted the answers to his question, what was the basis of the claims and explain the event, the \$157,000.

Mr. Young stated that the \$157,000 was something that came to their attention when Union County Utilities Authority went and looked back for a six-year period and said based upon the records, when they tried to reconcile the records with the other points of delivery it didn't equal up. Trash was going to the wrong place. It was a differential in the rate from trash type 13 going to one place as opposed to going to them. When they assessed it, based upon the record that was provided, the piece of the rate that varied over the six years added up to \$157,000. No, they didn't tell them every year that this went on, this was something that came up at one particular time.

Mr. Kruse told Mr. Young they don't owe the money. If they didn't give you notice and a chance to correct it, you don't owe the money.

Commissioner Dunn asked Mr. Young if he was accompanied by a lawyer, the lawyer sitting next to you when you went over there, is that correct.

Mr. Young replied yes.

Ms. London said if you have an obligation to do something and you did not do it and you are legally required to do it, you have to pay for it no matter when it was found. If you have a legal obligation and if DEP finds an error they will go after you.

Commissioner Dunn said to Mr. Young, they can't put that on you. Commissioner Dunn knows that the County did not mention it until they needed something from the Authority and that was the extension of the contract that had 18 more years to 2031.

Commissioner Mitchell said as Chair he went to every arbitration and sat there with the attorney and those folks who came to testify and he still says they should have continued with the arbitration. All agreed on arbitration.

Alt. Commissioner Sanders said not this Board.

Commissioner Mitchell said to Alt. Commissioner Sanders that he heard him say that they didn't resign. He told him to go back and check the press conferences and he's saying to him that he's sticking it to the ratepayers and he doesn't agree with that.

Allen Goldstein, 939 Madison Ave. Four questions. Municipal code says that the PARSA representative will be either a Commissioner or Executive Director. Who is their PARSA representative? Second question, is the Pay-to-Play ordinance package that was passed by the City Council, are the Authority's professional contractors that was just handed out in compliance with Pay-to-Play. Third question, what happened to the solid waste lease in the Interlocal Agreement because it doesn't seem as though there's been any type of amendment between the parties, City and PMUA, and operating on a different basis, where is the solid waste lease. Maybe they might also know why when the City receives the sewer lease they're referring to it as revenue sharing when in fact there has never been any revenue sharing between the PMUA and the City. Fourth, what action, if any, will the PMUA take to recoup the money above and beyond the \$4500 limitation of compensation for Commissioners, apparently Commissioners have been paying themselves for health benefits, life insurance, dental, eye care for a good number of years, probably amounts to hundreds of thousands of dollars, this was done in contravention of municipal law and state law. What is the PMUA going to do with the Commissioners to recoup all of that money?

Ms. London said that the first question, dealing with PARSA, the City's ordinance that created the PMUA said that the PARSA representative would be a member or Officer of the PMUA and currently the person who is in that spot for the Authority is the former Assistant Director. The issue is the PARSA statute and its relationship to the ordinance.

The statute says the person stays in the position until they are removed or resigns. The statute that governs PARSAs says that they can't remove a member unless they have a hearing or moved for cause, that's why the current person still remains in that spot, by law under the statute, he can still serve in that position although the ordinance says otherwise. The statute supercedes an ordinance. Regarding Pay-to-Play, at the Committee Meeting, as a follow-up to the Board's meeting with the Council, Ms. London advised that she reviewed the City's Pay-to-Play ordinance with the Board. She mentioned that she had raised several questions at the Council meeting because it wasn't clear to her the extent of what the ordinance was, whether it was meant to prohibit a contribution not only in Union County or the City or throughout the entire State of New Jersey. She raised this issue with the Board and the members asked Ms. London to get additional information from Corporation Counsel. Following the Committee meeting Ms. London advised that she sent a letter to Dan Williamson asking to clarify for them what the intent is and how the ordinance is to be interpreted. Once they have that information she will go back to the Board for consideration of the ordinance. Ms. London further stated that right now the Board follows Chapter 19. With respect to the compensation for Commissioners, Ms. London advised that the statute allows Commissioners to have a stipend or salary plus other incidentals; they can go to seminars, they can have health benefits. Until very recently, there was nothing in the law that prohibits health benefits. However, as a result of a new law, any new Commissioners coming on the Board do not get health benefits. Those Commissioners that have had it prior to the new legislation, there's nothing prohibiting them from receiving it.

Mr. Goldstein asked again what the PMUA is going to do to recoup the money that was paid out to the Commissioners over and beyond the \$4500 that they received illegally.

Ms. London replied she is not aware of any money that was paid out illegally. As to the lease, she doesn't believe they have a solid waste lease, they do have a sewer lease, but she would check.

Mr. Young agreed they don't have a solid waste lease.

Mr. Goldstein said Dan Williamson wrote two years ago that there is a sewer lease and a solid waste lease. They have a different deal and probably have a different deal since about a month or two after the Interlocal Agreement was written.

Mr. Goldstein stated that he believes there's been a fraud going on since the existence of this organization.

Commissioner Mitchell said he sent a letter to the PARSAs representative and asked him to resign so Mr. Young can serve. He refused.

Elaine Gonzales, 628 Spooner. A little while ago she considered opting out; the rates were going up every quarter. At that time she was advised to remain there. When the gentleman broke it down she wouldn't be saving any more money. She decided to stay. She was told new things were going to happen, reduction in the rate, but yet when she got this quarter's bill it increased another \$20. What can she do, is there something that can be done, either be reassessed, re-evaluated? She is in a single family home, but she is paying as if she is a family of two, three or four. Is there anything that can be done, otherwise she is going to go back to opting out.

Commissioner Mitchell suggested she bring her bills in and sit down with Mr. Perry.

Commissioner Dunn asked if Mr. Goldstein has any proof about fraud he would like to see it. He challenged him to bring the proof forward.

Commissioners Toliver and Commissioner Brown also spoke about the accusation from Mr. Goldstein. They both stated they have never taken any money illegally. Commissioner Brown said she has worked with her colleagues and she knows they are honest people. She can only speak for Reverend Tracey Brown; she has never taken any illegal money.

Mr. Goldstein asked for a moment to clarify. It was granted. Mr. Goldstein said municipal law, he didn't know what the number is, came along to create the PMUA limiting compensation to \$4500 per year. On top of that they are also getting health benefits and a variety of other benefits; he is not talking about direct payment, payments so they can go to a meeting. That's against the law. Four of you have taken it as long as you have been on the Commission. Other Commissioners throughout the years have also taken it. Going above the \$4500 that's against the law.

Mr. Perry referred to Mr. Goldstein's question regarding the solid waste lease. He said the solid waste lease; the Authority leases the Transfer Station from the City for a dollar a year. His reference to the \$1.2 million, paid as \$100,000 a month from the City to the PMUA for services provided by the PMUA for downtown, all of the parks, the 17 or so buildings.

Mr. Goldstein said that's not what the Interlocal Agreement says. It says the City will make an appropriation for the cost of disposal within the geographical boundaries of the City in their budget annually based on the certification and reconciliation that comes from the Commissioners. It says in the ILA the PMUA in 203A talks about the sewer other than the fact it's always presented to the Council as revenue sharing when the Authority's own financial statement says there's never been any revenue sharing. He said the ILA says the PMUA will pay the difference between total appropriation and \$1.2 million, it doesn't say anything about the City paying \$1.2 million to the PMUA in 12 installments.

Mr. Perry said the Agreement was written in 1995, 1996. The services provided then were estimated to be valued at \$100,000. That is the only part of the entire Interlocal Services Agreement that does not have an escalator in it. What the Authority pays to the City for the lease of the sewer system has a pretty complicated escalator clause, call it a cost of living.

That \$100,000 has not gone up even though the cost of disposing every type of waste has gone up. The City is getting a tremendous deal from this.

Mr. Goldstein thinks the City is missing out on millions of dollars for this coming out of ratepayers' pockets going into the Commissioners pocket for their health care.

Phillip Charles, 965 Carnegie Ave. What was the basis of the arbitration? No one seems to answer that.

Ms. London replied that the reason why they went to arbitration is because there was a difference of opinions between the parties as to what provisions in the employment agreement applied and a different view regarding the circumstances surrounding the separation of the employees. Those were the issues that were to be addressed by the Arbitrator. There were three or four provisions in the employment agreements that addressed separation; if they left on their own, they were terminated, they left before their contract ended. The parties didn't agree on which one applied. The prior Board and the former Director and Assistant Director didn't agree which provision applied. That was the basis of the arbitration, to have a neutral person look at the employment agreement, hear the Board's position, and make a determination what the circumstances were, what provision applied, and what additional monies, if any, was owed to them under their employment agreements/

Tom Crownover, 1112 Watchung Ave. They have been sitting here talking about a million dollars they spent or intended to spend; no one simply stated the facts that give rise to that. Please do so.

Alt. Commissioner Sanders said the settlement included the million dollars; the part of the settlement, \$225,000, \$250,000 wasn't part of the settlement. The \$775,000 that was the settlement after the settlement was made.

Commissioner Mitchell asked how much has already been paid out.

Mr. Young replied \$275,000 was already paid out and now they're talking about \$775,000 so that's \$1,050,000.

The public session closed at 8:26 p.m.

Ms. London presented **resolution #27-2012 providing for a meeting not open to the public to discuss settlement agreements involving the former Executive Director and Assistant Director and an update on union negotiations.** Commissioner Toliver moved, seconded by Commissioner Dunn, to approve the resolution. The motion carried, on a roll-call vote, with five members in favor and none opposed.

**RECORDED VOTE Resolution #27-2012 Executive Session**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown	<b>X</b>				
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell	<b>X</b>				
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

The Board returned to the public session at 9:15 p.m.

Ms. London stated that during Executive Session Counsel provided an update on the union negotiations and presented a proposed form of Settlement Agreement and Release to be entered into between the Authority and the former Executive Director and the Assistant Director and also had discussion regarding the source of payment for the Settlement Agreements. There is a resolution to approve the form of Settlement Agreements with the Release, **resolution #28-2012**. Commissioner Toliver moved, seconded by Commissioner Dunn, approval of the resolution. Commissioner Brokaw voted that she approves as long as the Settlement Agreements includes the provisions she recommended in Executive Session; one being that the parties will not be able to seek re-employment with the Authority, and the second being that Mr. Ervin resign his position with PARSA; Commissioner Brown abstained because she was not part of the negotiations, Commissioner Dunn, yes he agrees with it, there was a part he didn't like, but for the good of the organization he would say that he approves; Commissioner Mitchell said he believes he should be consistent and he is going to vote no; Commissioner Toliver voted yes.

**RECORDED VOTE Resolution #28-2012 Settlement Agreements and Release**

	<b>YES</b>	<b>NO</b>	<b>ABSTAIN</b>	<b>PRESENT NOT VOTING</b>	<b>NOT PRESENT</b>
Carol Ann Brokaw	<b>X</b>				
Rev. Tracey Brown			<b>X</b>		
Malcolm R. Dunn	<b>X</b>				
Harold Mitchell		<b>X</b>			
Alex Toliver	<b>X</b>				
<b><u>Alternate</u></b> Cecil H. Sanders, Jr.				<b>X</b>	

Commissioner Brokaw moved, seconded by Commissioner Toliver and unanimously approved by the Board, to adjourn the meeting at 9:20 p.m.

Recorded by:

Roslyn Mathis, Board Secretary