

**New England Water Works Association
Board of Directors Meeting Minutes
March 29, 2011**

The New England Water Works Association Board of Directors held a meeting on March 29, 2011, at the Hilton Garden Inn in Worcester, MA. President David Paris called the meeting to order at 4:30 p.m. Those present were David Paris, Michael Covellone, , Christopher Woodcock, David Kane , Carol Harris, Sarah Pillsbury, Craig Douglas, Peter Pezanko, Robert Beaurivage, Red Dufresne, Ken Booth, Patrick Connelly, Matt Pearson, Louis Schoolcraft, David Polcari and Ray Raposa (ex-officio and non-voting). Bob Wood and Rick Kenney from GMWEA as well as NEWWA Deputy Executive Director Ted Kenney and NEWWA Director of Communications Kirsten King were also in attendance.

Item #1- Consent Agenda & Minutes of February 9, 2011.

Item #2 - Consent Agenda - January Financial Statement.

Item #3 - Consent Agenda - Succession Plan.

Chris Woodcock motioned to remove the succession plan from the agenda.

Craig Douglas made a motion to accept the consent agenda. The motion was seconded by David Polcari. The motion passed unanimously.

Item #4 - Old Business.

Item #4A - NEWFound (New England Water Foundation) - Dave Paris.

Dave Paris provided an update on NewFound. He presented it to the state associations earlier in the day as well as at the February 28 meeting of the legislative caucus. Feedback included that finding money to do this would be difficult and might dilute limited resources already available. Dave Paris stated that in order to succeed it needs additional funding sources outside of utilities.

Chris Woodcock thought that the idea is good and that it goes along with all we have heard at Planning Sessions for years. This is a more global and bigger idea that needs to be pursued. However, he is uncomfortable with "forming" the foundation and more in support of "supporting" the idea of a foundation and in to doing more exploratory research on the idea. He was curious if it could be expanded to AWWA (AWWA already has an initiative underway that is similar, and is in the exploratory phase).

Dave will continue to look for support with the concept.

Dave's goal over the next few months is to travel to all of the states to pitch the idea.

Item #4B - Other by Members.

There was a discussion about the succession plan, which was organized for the board folder. Chris Woodcock and Pat Connelly had put into motion an initiative to develop a succession plan, which was meant as guidance. The hiring of a deputy or executive director are very important steps that will have a lot to do with establishing the vitality and vigor of the association into the future. This needs to be done in a systematic way. Both positions are distinctive at NEWWA and it would be difficult for each to cover the other's responsibilities on a day-to-day basis. There is also guidance on how to go about with a search, which would be a confidential and controlled process by the board. In case of the deputy position opening the executive director would conduct a search and short list to two finalists, which would be presented to the board with his/her recommendation.

Chris Woodcock likes notion that the document is guidance. He doesn't understand why confidentiality would be difficult with an ad-hoc committee and feels a future board may be obligated to not establish an

ad-hoc committee. He is also concerned that in the case of an executive director, there should be past leadership as well as Executive Committee members involved in process. He feels the document may be taken as more than guidance in an emergency.

Dave Paris feels that the board that is faced with this conversation may consider past leadership as a value to add and feels that hiring a consultant is the best way to maintain the confidentiality as opposed to an ad-hoc committee. Chris' hesitancy with a management consultant is that it did not work out for AWWA. He does not feel that a management consultant will produce the best candidate.

Matt Pearson stated that in Grafton a management consultant narrowed down a list of candidates into a 6-person short list that was then brought before the School Committee for selection.

Carol Harris agrees with Chris that sometimes outside groups do not understand the inner workings of our business and that having people involved in the association, including past leadership, would be more valuable to the process.

Dave Paris suggested removing language regarding confidentiality relating to an ad-hoc committee. And again that this is just guidance for a board.

This will be placed in the board handbook.

Ray also stressed the importance of young professionals being involved in the process.

Pat Connelly thought the plan should be cleaned up before it is placed into the handbook. He would also like to see two tracks – a planned succession as well as a sudden change. Basically make the document easier to follow and read.

Chris moved to table this agenda item to the next meeting and when Dave Paris can make the changes noted. Pat Connelly seconded. The motion was passed unanimously.

Item #5 – New Business.

Item #5A – Sponsor Services Committee Recommendation of Sponsor Discount on Booths – Dave Polcari. Dave Polcari presented on behalf of the Sponsor Services Committee. They are looking to update the annual sponsor list, which funds the meet and greet, fun run, ski classic, etc. Currently there are gold, silver, and bronze sponsors that raise about \$15,000 for the committee and another \$15,000 for the association.

The committee wants to encourage companies to become sponsors by offering them a \$50 discount on booths at the spring show. Basically this would put a \$50 surcharge on companies that are not sponsors.

Matt Pearson made a motion to accept the concept of sponsor discounts on booths for the spring show. Red Dufresne seconded. The motion passed unanimously.

Item #5B – Report from Nominating Procedure Review Committee – Robert Beurivage.

Bob distributed a memo to the board discussing the process taken to revise the bylaws regarding the nomination process. Major suggested changes include:

- Changing the Nominating Committee to seven members to include more diversity.
- Including three directors from states that lack representation on the committee to the committee.
- Adding “search out the best candidates to lead the association.”
- Recommending a minimum of two candidates for each vacant position whenever possible.
- Ensuring the openings are posted on the Web site as well as in at least one mailing.
- Announcing the winners at the annual conference and placing the vote count in the Journal.

This now needs to be sent to AWWA for review and then to the annual conference where it will need to be passed by the board of directors.

David Polcari made a motion to accept the amended nominating committee guidance. Louis Schoolcraft seconded.

DISCUSSION:

Pat Connelly had a concern that requiring a minimum of two candidates may bring forth not fully qualified candidates. He believes the Nominating Committee should be a qualifying committee rather than just a searching committee and feels that how the document it is written now makes it just a search committee.

Also, wording “whose names do not appear on the ballot” is not appropriate for bylaw language as it already says no member of the Nominating Committee can appear on the ballot.

He is not sure if it should just be limited to geographic diversity.

A minimum of two candidates could pose a problem for the association taking into consideration language in Section 8 about what candidates get how many votes.

He feels the Nominating Committee’s purpose in the association is to vet out the candidates.

Finally, there are some technical issues with the document that he feels make it not ready for voting yet.

Sarah has never been involved in an association where vote counts were published – she was curious where the tradition came from. Counts only published in Journal and have been for years.

Pat Connelly moved to table the discussion. Craig Douglas seconded.

Craig stated that the board should vote down on the table motion.

The motion to table failed.

The board voted on the motion to accept the proposal from the ad-hoc committee to change the bylaws. The motion was defeated.

Chris Woodcock made a motion to have the ad-hoc committee consider the discussion of the board and come back with a new proposal. Pat Connelly seconded. The motion passed unanimously.

Dave Paris thanked Bob for his hard work on this effort.

Item #5C – Proposed Budget for FY2012 – Michael Covellone.

Mike Covellone presented an overview of the budget changes. Mike suggested we maybe look at the budget as a 2-year cycle to streamline the “good” years with the “bad” years when it comes to factoring in the Massachusetts recertification years.

Chris Woodcock made a motion to adopt the budget as presented by the president elect. Louis Schoolcraft seconded.

Chris asked a question about the public relations section and if parts of the proposal were covered. Chris was curious if the \$15K proposed profit for the year can be added to the public relations budget to make it \$45,000.

Sarah asked about funding for state regulators and if the budget assumed ongoing funding in 2012, which it does. It is part of the MCSSA line. She suggested breaking it out into a separate line at some point.

Chris made a motion to add another \$10,000 to the PR OTWD budget as an expense. Ken Booth seconded.

Discussion on the amendment. Matt Pearson asked if Ray or Dave see any unforeseen expenses relating to the computer system or building, etc. He cautioned about the budget being close to zero and balanced. Ray stated we will need to replace our content server, which will be a capital cost (about \$12,000).

Ken also has mixed feelings and suggested that maybe if the money becomes extra throughout the year it could then be used for Only Tap Water Delivers.

Chris reiterated that a year ago we voted strongly to support the public relations and outreach program and he feels strongly about supporting the committee.

Ray supported Chris' motion.

Majority rule on PR line to \$25,000.

There was a motion to accept the budget as amended. The motion passed unanimously.

Item #5D – Other by Members.

Item #6 – Treasurer's Report – Financial Update.

David Kane presented Treasurer's report. We are at a current net profit of \$56,000. The YTD budget is \$100,000 in the black overall. We have gained \$163,000 in investments and are at a loss on the operating side of \$107,000. We were projected to be down \$44,000.

Major reasons behind this is that training revenue is behind by approximately \$100,000, but projections show we should make up the difference through year end. Training revenue is detailed on Page 2 of the report.

Extra costs relating to the computer conversion are also a factor.

On Page 3 – there is an adjusted fund balance for buckets of money. At the beginning of the year we had \$1.6 million in reserve.

The board approved to add to \$87,000 in unreserved restricted funds earlier this year. Under the capital column the board previously approved \$5,000 for an additional computer module. \$77,000 was also added to the capital fund for this year and future years. Also in future the board may be asked to approve improvements to the front entrance of the Holliston facility in the amount of approximately \$40,000.

The board also approved \$20,000 for the membership survey to come out of contingency funds. There were also additional costs relating to the computer conversion in the amount of \$35,000, which included extra training for staff that was not in the operating budget. There were also fixes that needed to be completed to the system that weren't anticipated.

The projection is that there will be a \$53,000 loss for the year. Taking into consideration other lines in the budget, we should come out in the black at year end.

In the contingency budget, at the beginning of the year we had \$508,906 while at end of the year, even including a projected \$50,000 loss, we should come out ahead by \$608,100. We are making progress on a projected basis for 20 percent in contingency.

It was voted by the Executive Committee that they felt staff did not need to reduce the current operating budget, especially since it has grown by about \$100,000.

Discussion. Chris Woodcock asked about the Water For People YTD amount of \$8,000 in revenue, which is money raised so far this year that has not been distributed and yes it's reflected in the last page.

Dave Paris communicated to the board via email last week that the Executive Committee thoroughly reviewed the budget and decided to make recommendations to not cut any operating expenses. The capital contingency fund will grow into year end. Additional expenses could be covered by contingency fund gains.

Matt Pearson motioned to approve the treasurer's report. Bob Beurivage seconded. The motion passed unanimously.

Item #7 – AWWA Update – Pat Connelly, AWWA Director.

Pat announced that NEWWA won a 2010 Section Education Award that will be presented at ACE in June. Part of the prize is a \$375 bookstore credit. The board congratulated staff for their hard work and for making this the 21st award NEWWA has received.

AWWA has a new CFO, Kevin Mann, who started on March 14. He is from the Denver Rescue Mission, where he was voted CFO of the year.

Lee Roberts' term as treasurer is up in June 2012. Pat said recommendations are due by November 1.

On March 22 Water For People is starting a 4-week, online campaign using social networking. They are utilizing "Crowdwise" and "Network for Good."

The joint AWWA/WEF fly-in is next week (April 4-5) in DC.

The annual conference (ACE) begins on June 12. The joint lunch with CTAWWA is on June 13.

Representatives from Layne Christianson is speaking at the opening session about the Chile mining rescue.

Michael Schock is the technical session opening keynote speaker.

Robert F. Kennedy Jr. is speaking at the MAC luncheon.

The international track is about sustainability.

On March 31 the Partnership for Safe water is ending a distribution system optimization program charter membership, which is all about treatment plant performance. It had a goal of raising \$60,000 and has raised \$73,000.

Chris Woodcock made a motion to approve the AWWA Director's Report. Louis Schoolcraft seconded. The motion was passed unanimously.

Item #8 – Executive Director and Staff Reports – February – March 2011 – Ray & Staff.

A written report was provided by the staff. The following staff members added these highlighted comments:

Item #8A – IACET Renewal Application Process & Training – Ted.

The drinking water operator exam review classes are past 155, which is one of the largest on record. He believes it has a lot to do with the Massachusetts regulations changing in 2012. The excavation and machine training in May is already up to 56. Our cross connection program had 136 in the first quarter. The 2011 Laboratory Operations Symposium had 40 people. The Water Quality Symposium is on May 11 and there are 41 registered so far. There are two keynote speakers – Tom Curtis and Cynthia Doherty.

Contract training has been busy. We developed, for Springfield, MA, advanced front-line customer service training. We also completed two sessions for R.H. White in February and March in competent person training and confined space. We also did a custom class for Pawtucket.

We have a response to a RFR by the MWRA for Grade 3 and 4 distribution exam and operation training, which we were selected for. This 33-hour program will be done by mid-June. We also responded to a bid for basic UV training.

Staff recently met with the CT Section Education Committee to plan for the fall. NH DES has a new contract for 2011-2013, to which we submitted a proposal. The MWUA partnership is continuing, with more trainings for late May and June. The RI ERG program also continues.

On February 1 we submitted the IACET reauthorization application to the commission. On the first round, we were assigned the two commission chairs for review, which will take place on April 22.

Dave Paris stated it's significant that NEWWA moved through the first round of the IACET process with little to no comments. It is a testament to the hard work Ted has put into the process.

Regarding the education award, it is our 21st award, which was for our social media workshop. This shows how the association has evolved over the years and remains current.

The MWUA show in Portland drew 135 attendees to the joint programs. This shows good collaboration between us and MWUA.

Item #8B – Communications & Member Survey– Kirsten.

The March Journal is at the printer and the June 2011 Journal is in the works. Advertisers will continue to be solicited. Two Journal advertisers were lost in 2011 with potential to renew in 2012.

The spring 2011 *Source* was sent to print the week of March 14. The summer 2011 *Source* deadline is April 29. Ken Booth will write the "In the Boardroom" article for the summer edition. *Source* advertisers have been secured for 2011.

The next issue of *Currents* will be mailed with the May membership mailing.

The E-Source continues to go out every other Friday with an approximate open rate of 32.1 percent, which is well above the non-profit average of 20 percent. In addition, the E-Source software was used to send out a training/education survey to students, which allowed us to perform a gap analysis of our programs and maintain IACET compliance. We received 156 responses out of 1,941 successfully sent (8 percent response rate).

The new Web site is in production and we are currently working with Gomembers to ensure a single sign-on as well as integration with Q. 95 percent of the static pages on the new site have been constructed. The URL to view the progress of the new site is <http://newwa.org.dnnmax.com/>. Since February 9, 2011 the current Web site has had 7,552 hits.

The Facebook page is holding strong with 319 fans. The page is updated once to twice each week with photos, event news, news releases, and general information.

NEWWA is also on Twitter and can be found at @newwaterworks. We currently have 95 followers.

Communications:

The PR Committee is working with the Conservation Committee on a workshop that will be held on April 21. The agenda is finalized and was mailed out with the March/April training flyer for Holliston.

In addition, the PR Committee will be:

- Conducting a "mini" transit ad campaign utilizing Only Tap Water Delivers this May. We are working with AWWA on designing the poster, which will be placed on the Red and Green lines as well as buses across Boston beginning the end of April through mid-May (and during Drinking Water Week).

- Partnering with the New England Car Wash Association to exhibit at the 2011 Earth Fest being held at the Hatch Shell in Boston. This music festival and environmental event draws more than 100,000 fans each week.
- Placing a 1/2-page ad in the Maine/New Hampshire newspaper “water” supplement that is issued during Drinking Water Week each year.
- Issuing news releases during Drinking Water Week.
- Ordering signs for NEWWA’s naturescape garden and trees adding to the educational value of this garden.
- Planning, for next budget cycle, the “water drop costume” contest per the PR Committee’s outreach proposal.

NEWWA is also integral in the planning of the Massachusetts Drinking Water Day awards program being held this year in Devens, MA, on May 5. In addition, NEWWA has secured the “Mr. and Mrs. Fish” performance troupe for the Thursday of Drinking Water Week, who will visit up to two schools in the region.

NEWWA is also assisting the Plymouth County and Barnstable County Water Works Association’s with the 2011 Southeastern Mass. Drinking Water Fair, which is on June 16 at the Massachusetts Maritime Academy.

The new Membership Brochure is also complete and will be available at the NEWWA booth during the Spring Conference.

Work with the Center for Research on the membership survey is also underway. They will be conducting one-on-one interviews the week of April 4 before drafting the survey instrument, which is scheduled to be sent out during the month of May. A full report by the consultant, as well as presentations, will be scheduled for the July board meeting and Planning Session, as well as the Annual Conference down in Newport.

Item #8C – Computer System Changes Update – Ray.

Pre-registration for the Spring Conference is at 2,212, which is about 100 higher than a year ago. There are 218 booths sold, which are four more booths than last year and 100 more registrants.

The ACE Luncheon is at the Hyatt downtown DC on June 13.

We do have a contract for the 2014 conference at the Balsams, which has been sold to Ocean properties.

The MCSSA program is going very well. Also, the program with the state administrators is going well and focusing on sanitary surveys, asset management, and capacity building.

Massachusetts made one additional change in that any courses will be a minimum of 35 TCHs in order to sit for exams starting January 1, 2012.

There will be a list of things coming forward for our facilities. There has been water coming in to the front hall. Our mold inspection came up negative so now we can proceed with the next process. We also need to replace windows where the seal has broken and do concrete repairs at the front entrance.

Ray distributed news articles on the waterworks museum and its grand opening which took place on March 27. 3,000 people attended the grand opening. We can now use this facility as another example of how the water works profession helps the public.

Ray also distributed budget details on what expenses have been distributed to the computer conversion to date.

The membership stands at 2,829.

David Polcari made a motion to approve the executive director and staff reports. Craig Douglas seconded. The motion was passed unanimously.

Item #9 – Council Director Updates on Committee Actions – Council Directors.

Item #9A – Council Spring meeting and planning process for 2011 – Dave Harris.

Dave has established his committee, which will not focus on the development of a new plan but build on the process of previous plans and the implementation of things that have not happened yet. He is open to other ideas. There will be a poster in the exhibit hall to try to get more people to attend the council meeting. We opened it up to the entire membership.

Item #9B – Council Director’s Review - Committee Updates – Council Directors.

Facilities – Completed the architectural review of the outside of the Holliston facility.

Site selection – Already reported on previously in the meeting.

Sponsor Services – Already reported on previously in the meeting.

Exhibits – Iseult and Marty – it was asked that Marty be thanked on behalf of the board for his work on the spring show.

Program – Chair turnover happening this fall.

Fundraising – Chaired by Savas Danos and Bernie Rousseau – based on the Lantana meeting they are trying to get active again.

AWWA Nominations – Pat reported on previously in the meeting.

Small Systems – Met on April 1 and Dec 16. Sponsored a session during the Spring Conf in 2010. They are also doing a session at the DCU tomorrow.

Waterworks Safety Practices – 14 members, met in Holliston and at PWSB. Developed mission statement for committee and done quarterly articles in Source.

PR – Kirsten provided a full update, and they are also working with the Conservation Committee on a joint workshop at the end of April.

Emergency Preparedness and Security – They are preparing a session for the fall conference on the RI floods and the MWRA break as well as WARNs. The existing chair is retiring and there is a search for a new one.

Customer Service Committee – They have not been active and are looking for new members.

Publications – All is on schedule.

Legislative and Regulatory Affairs – They are busy with state meetings, and provided testimony for Gloucester, MA. They also drafted a letter to Congress about EPA and the SDWA.

Conservation – Then new chair is Alyson Watson. They are active and doing a joint workshop with the PR Committee at the end of April.

Sustainability – Ken will report below.

Professional development Committee – They are not very active.

Operator Involvement - Still needs new chair.

Awards - Deadlines are coming up and there is nothing to report as of now.

Bob Beurivage stated he will provide his report at the next BOD meeting.

Item #10 – Committee Reports.

Item #10A – Executive Committee – Mike Covellone.

They met on March 21 and most of what was discussed has already been discussed, including the Sponsor Services booths and NEWFound. The majority of the meeting was spent on discussing financial matters for this year. It was also recommended that we don’t pay down the mortgage later on in year until we determine more accurate budget projections.

We are also waiting on a proposal for an electronic water bank. This “smart system” helps give a user more control as to when water is actually used.

Item #10B – Legislative Update – Dave Paris.

Dave reported that the state caucus meeting was interesting. In Massachusetts, fire suppression specialists are making a case that they can now operate and fix hydrants and plumbers are looking at meter installation as their domain. The group is writing a letter to a congressional delegation in the 6-state area reviewing senate bills and standards for Chrom-6 and perchlorate. The letter, which will come from NEWWA, will be sent to a congressional delegation with a cc to EPA and state associations. Sarah suggested people visit the Environmental Working Group Web site to see where the pressure is coming from.

Item #10D – Sustainability Committee Update; 2011 Sustainability Congress @MIT, June 20 – Ken Booth.

The congress is scheduled for June 20 at MIT. It will involve a number of case studies. The committee is still finalizing the agenda and details.

Dave Polcari made a motion to accept all committee reports. Robert Beurivage seconded the motion. The motion was passed unanimously.

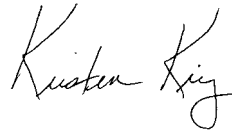
Item #11 – Adjourn.

Chris Woodcock motioned to adjourn and Craig Douglas seconded at 7:32 p.m. The motion passed unanimously.

Respectfully submitted,



Raymond J. Raposa
New England Water Works Association
Executive Director and Corporate Clerk



Kirsten King
New England Water Works Association
Director of Communications