

**New England Water Works Association
Board of Directors Meeting Minutes
May 18, 2010**

The New England Water Works Association Board of Directors held a meeting on May 18, 2010, at NEWWA's offices in Holliston, Mass. President Christopher Woodcock called the meeting to order at 10:20 a.m. Those present were Patrick Connelly, Christopher Woodcock, David Paris, David Kane, David Polcari, Carol Harris, Michael Covellone, Craig Douglas, Robert Beurivage, Jim Marvel, Louis Schoolcraft, David Harris, and Ray Raposa (ex-officio and non-voting). Dave Russell called in via voice conferencing. NEWWA Director of Communications Kirsten King was also in attendance.

Item #1- Consent Agenda & Minutes of March 30, 2010.

Chris moved the minutes as well as the nomination of Kevin Walsh for the NEWWA State Legislator Award off of the consent agenda for discussion

Proposed amendments to the March 30 meeting minutes included:

Under Item #3A – Craig asked to strike where it said “Craig is opposed to effort.”

Also under Item #3A – Louis Schoolcraft also offered to assist the PR Committee with the Only Tap Water Delivers effort.

Pages 1 and 2 both had typos. One a capitalization, the other a missing letter, and the other a missing word “why” before “fundraising” under item #3A.

On page 8 at the bottom – Chris edited the bottom of the 6th paragraph under Item #8B to read “Also within the past month WFP international told the New England WFP committee that they do not support the solicitation of Poland Springs (Nestle) for this event and under the terms of the MOU the local committee must comply with these fundraising guidelines.”

Also under 8B - Dave Polcari had offered to assist instead of Dave Paris.

Bob Beurivage made a motion to accept the minutes from March 30 as amended. Dave Harris Seconded. The motion passed unanimously.

Chris asked if anyone else knows Kevin Walsh. Dave Paris said he's known Kevin for a 25 years and that Kevin is a long-standing member of NEWWA. He is a technically sound member of the business and has been active at the committee level and with other water works associations throughout his career. Dave said he is not only a state member (Conn.) but a member of NEWWA for the past 25 years. He works for Connecticut water Company.

Dave Paris nominated Kevin Walsh for the NEWWA State Legislator Award. Pat Connelly Seconded. The motion was passed unanimously.

Item #2 - Confirmation of Al Renzi, Chair, Education Committee.

Dave Paris made a motion to accept the Consent Agenda only with the confirmation of Al Renzi as Education Committee chair. Dave Polcari seconded. The motion passed unanimously.

Item #3 – Old Business.

Item #3A – Affiliation Agreement With AWWA – Bob Beurivage.

Bob reported that we're almost there and that Susan Francesci and the AWWA attorney finally responded. They agreed to the five issues that were raised.

Bob made a motion to strongly recommended that the board approve the affiliation agreement, Chris sign it, and we send to back to AWWA. Dave Harris seconded.

Chris said it's important to make sure that the memo from Susan is attached to the signed affiliation agreement. Jim Marvel stated that he wanted to make clear where it says: "have become one organization...." That AWWA has been working hard for the past few years to become one integrated organization with the sections, and that this is a critical piece of the agreement. Craig asked if the conflict resolution procedure is in the agreement. The appeal process is not in the agreement. We had asked AWWA what the process is and they have not decided yet. It will be discussed in Chicago at ACE and a stand-alone process. It is only referred to in the agreement.

The motion passed unanimously.

Item #3B – Executive Committee Update – Dave Paris.

Budget Amendment.

The Executive Committee met on May 7 in Holliston. They had a full agenda, of which most will be discussed further in the board agenda.

Dave gave the floor to Dave Kane to discuss the budget amendment for \$370,000. In 2009 the board approved the budget policy. As part of that policy, if NEWWA would spend more money than the approved budget than an estimate of the additional monies would be brought to the board.

An additional \$370,000 will be needed for the 2010 budget. This is mainly due to the fact that there are more training programs and it is the second year of the SRF program in Massachusetts, both of which raised expenses. However, revenues have also been increased this year as well due to those efforts. The Executive Committee considered the recommendation. Dave referenced page 5 of the treasurer's report. Before the board meeting, Ray, Pam Amalfi, Dave Russell, and Dave Kane estimated where each fund would end up for the year. In the column highlighted to the right, and down on the bottom of the page is a requested additional appropriation of \$370,000. The bottom line appears to be positive for year for approximately \$95,000. And while revenues and expenses are both up, revenues still remain higher.

Chris asked for a motion to amend the budget for the current year to add an additional \$370,000. Dave Harris seconded.

Chris stated that we are increasing the budget by \$370,000. This is basically due to training programs, revenue and expenses, which are hard to estimate. Second, our constitution does require us not to spend more than the authorized budget by the board. If the board doesn't all approve, then spending must be stopped for the year. Dave Paris stated that one number to remember is the projected revenue for the year is \$95,000 more than the adjusted expense budget. It is projected that we will be \$95,000 in the black.

Bob Beurivage asked what our major expense items were. They are the MA SRF and trainings. The MA SRF almost doubled in this current year.

Carol asked to clarify the MA SRF. Ray explained that one of the subcontractors could not begin work right away due to staffing changes, and that the contract from the state was not signed until October 2008, which resulted in a few months of potential work not being able to be started or billed (July – October 2008). The work is being done in this year.

The motion passed unanimously.

Item #3C – Computer Software Upgrade.

Ray explained that the upgrade is in two pieces. One, since we agreed to the purchase of the software, GoMembers has added a new module called "certification." It was not available when we

did the original purchase. NEWWA is asking to put the certification module into its new system. Currently there are two certification programs that date back to the 1980s and 1990s and we have been adding more as the years go on. This module will allow us to track the completion of required courses and award certifications to students.

The second project involves integrating the software into the new Web site. We need to ensure that a member only has to log in once. GoMembers is giving us a discount for the purchase of the actual software, which brings the purchase of software to \$5,500 and a \$4,000 credit for work they will not have to do if we purchase the certification module.

Carol asked to further clarify what the “certification” module is. Ray explained that currently we have four fields in our present software that tracks certification numbers and expiration dates. It has an award number, and then it tracks credits. Currently, this is tracked separately outside of our software in an Excel program. This new module will allow us to do it in the module itself. Students will be able to log in to the system to view what they’ve completed, what they still need to take, etc., and we can track the awarding of certifications and renewals. Also, right now when anyone takes a class we provide CEUs for all classes we do. However, our two major conferences do not meet all requirements for CEUs under IACET – instead we award TCHs. Under this new module we’ll be able to track both CEUs and TCHs. Basically, we will have the power to track everything a student does.

Dave Kane stated that this will add \$1,500 to the maintenance fee on an annual basis. These changes bring the total cost of the project to roughly \$100,000. The initial purchase was about \$80,000. Dave is a little concerned about using additional monies so early on in the process and asked that we work with the vendor to ensure costs remain low. Funds will come from the unrestricted reserve account.

The majority of this work will be done in the next 5 weeks.

Dave Harris had a question regarding the \$1,500 in maintenance fees and about how it ties in with other maintenance fees. Ray said that for how heavily involved we are with education and training, the \$1,500 is most likely a better value of a dollar for us to be expensing toward this effort.

Mike Covellone made a motion to authorize an amount not to exceed \$18,915 for the new software upgrade to come from unrestricted reserve funds. Pat Connolly seconded.

Mike retracted his motion.

The motion was amended by Dave Paris to read that the board authorizes NEWWA to spend an amount not to exceed \$18,915 for the GoMembers certification module and work and if there is any budget exceedence request by GoMembers, the Executive Committee is authorized to amend the amount out of unrestricted reserve funds. Mike Covellone seconded. The motion was opposed by Dave Kane, Jim Marvel, and Louis Schoolcraft. The motion carried.

Chris said that this will be good for both the membership and staff and that it will be good to help track CEUs and courses by members.

Item #4 – New Business.

Item #4A – AWWA Water Taste Test Entry – Chris Woodcock.

Chris stated that we are planning to do this taste test at our annual conference similar to what AWWA does at ACE every year. Generally sections have a contest to nominate a winner to send to ACE. This year we did not have time to conduct a full contest so Chris sent out a note to a specific number of water suppliers (Manchester, Providence, and MWRA) asking if they would be interested in representing NEWWA at ACE. The MWRA agreed that they would bring in a sample from New England.

Bob Beurivage made a motion to have MWRA represent NEWWA at ACE in Chicago for the drinking water taste test. Louis Schoolcraft seconded. The motion passed unanimously.

Item #4B – Water Buffalos – Jim Marvel.

Jim explained that the Water Buffalos (www.ridewithpurpose.org) generate contributions to Water For People. They are sponsored by companies, sections, etc., and it has become a high profile event at the AWWA summer board meeting where the Buffalos present a check to the AWWA board. Jim feels that it would be good for NEWWA to contribute in the sense that it lifts our profile a bit and with networking with other sections. There are a number of section directors/past section directors currently involved . Jim asked that we contribute \$5,000 to the Water Buffalos and that the funds be taken from the WFP Committee and given to the Water Buffalos. He said it will help with goodwill efforts at the international level. Our contribution would give us a patch for the Buffalos to wear on their vests as well as sponsor recognition.

Pat Connelly made a motion to increase the current budget by \$5,000 to fund the Water Buffalos for WFP. Jim Marvel seconded.

Craig said we are being a little reactionary due to us thinking we will be in the black at the end of the fiscal year and that we should reconsider. Dave Paris said that we are at the end of the budget year and that projections are very solid. Jim has asked for this for a long time now – but because the association has had a surplus year – where should we allocate the funds. Is this one of the areas that is best served as it has been on the floor for a while. Dave Paris supports the effort.

Dave Kane asked why \$5,000. Jim stated that it gets us advertising on their vests and credit for sponsorship.

Dave Polcari stated that we have a lot of other programs that are floundering, like Only Tap Water Delivers. He thinks there are a lot of other things we can devote the money to. Jim said he has brought this up since last September and thinks we look petty at this point. Pat said that there is a projected \$95,000 at the end of the budget year with 6 weeks to go. With goodwill we can give to the Water Buffalos and subsequently WFP. Louis says that this effort is ready to go, and would be a good use of the money, especially since it has been on the table for a while. Carol was still not sure what the benefit to NEWWA was, especially if NEWWA has no riders. Basically NEWWA is buying goodwill through other directors at AWWA as well as support of this section by the AWWA board.

Dave Kane wanted further explanation as to why one person on the WFP Committee was against this effort, as Chris had mentioned. There was no opposition from the WFP Committee chair, and they are not opposed to the concept. The committee just has no volunteers or the capacity to organize another effort.

Craig said that if we do this, then it needs to be continual over the years and a continual funding mechanism. Jim said that funding on an annual basis would be on an as-available basis.

About 10 sections out of the 43 sections contribute to Water Buffalos.

A vote was taken on the motion. There were 6 in favor and 5 opposed. Dave Russell abstained. The motion passed.

Dave Paris offered to carry the flag to approach the WFP Committee to discuss the issue for future campaigns. This would allow an opportunity for input. Dave Harris as WFP Committee council director, also offered to participate.

Ray also suggested that board members consider donating items to the annual silent auction to raise funds for Water for People Committee projects. Also encourage others and firms to donate an items for the silent auction. It can have a positive impact on WFP projects including the ride.

Item #4C – NEWWA Succession Plan – Chris Woodcock and Ray Raposa.

The Personnel Committee had asked Ray to come up with a succession plan for the association – specifically, what should we look at in short- and long-term?

Ray looked at all of NEWWA’s staff members. The Executive Director’s job description has shifted since the last time it was updated as we have adjustment to focus and added positions.

Dave Paris said that the board needs to understand what the plan is for any transition. When a planned transition occurs, the board has responsibilities to see to it that it happens with a search and interviews while being conducted confidentially by members of the board.

Dave added, when AWWARF transitioned the Executive Committee did a search – confidentially. At the end of the process the AWWARF board was given a single candidate for thumbs up or thumbs down. Unfortunately there was no understanding beforehand by the board that the Executive Committee was going to only bring one person forward.

AWWA did a similar process as AWWARF.

Jim Marvel explained that at the AWWA level (executive director search), the first time there was a search committee. Then they hired a headhunter. Unfortunately the candidate they chose did not last very long. During the second process, they had a different search committee and hired a consultant to poll the board. The key was to hire from inside the business, which they did, and so far it is working out. During both times one candidate was brought to the board for a vote.

Dave Paris said it’s important for the board to know that only one candidate will be brought forward and that it’s important to trust the Transition Committee.

Pat suggested we prepare a roadmap, flowchart, etc., that identifies the various steps to take and decisions to make to assist a future board with decision making.

Chris asked the BOD to look over the materials that Ray distributed. Chris will put together a list of questions and issues to start thinking about.

Item #4D – Chaffee/Legislator of the Year Award Committee Appointments – Chris Woodcock.

This award is issued annually and Chris needs to appoint a committee. He had already appointed Pat Connelly (chair), Jeanne Richardson, and Jim Fay. Dave Harris and Bob Beurivage also volunteered.

Item #5 – Treasurer’s Report – Financial Update.

Dave Kane reported that the board has received the written report. As of March 2010 the association is \$239,521 in the black. Training and MASRF issues were already discussed previously in the meeting.

Item #5A – March 2010 Financial Reports – Dave Kane.

During January, the managed investment accounts gained \$37,490, bringing YTD gains to \$139,917. The Investment Committee met on April 15. Stock and fixed income markets have increased by 50 and 7 percent, respectively, for the past year. NEWWA’s portfolio has performed better than the market. The scholarship fund is being gradually moved back into the stock market. Currently 16 percent of the portfolio is in stocks. The allocation of stocks will be increased to approximately 20 percent.

Item #5B – Staff Bonus Program – Dave Kane.

The Executive Committee and Personnel Committee recommended that the board authorize up to \$16,000 be available for staff bonuses if the organization has a net income for the year.

Dave Kane made a motion to authorize up to \$16,000 to staff bonuses, or that bonuses be no more than the net income for the year if it is less than \$16,000. Bob Beaurivage seconded. The motion passed unanimously.

Item #5C – Holliston Building Mortgage Refinance – Dave Russell.

Dave reported that he did a fairly extensive review of alternatives for refinancing and that the current loan we have is extremely attractive. Of what is currently available for the long term, we'd be paying about twice our monthly payments on the current loan. It does not make sense at this time to refinance.

However, regarding the loan we do have at Citizen's, the letter of credit, which is about 2/3 of the loan, becomes due in September 2010. We will need to adjust. Currently it's been on a year to year basis. He has asked Citizen's to give us alternatives, perhaps extending maybe 3-5 years, and lock into another term. As of now he has not seen any options but he hopes to have something to look at by early June. He will provide information to the full board when he has it.

He is also still waiting on FDIC insurance and alternatives.

Bob suggested that when the association has a strong year we maybe consider utilizing excess funds to pay our debt down.

Craig Douglas made a motion to accept the treasurer's report. Dave Paris seconded. The motion passed unanimously.

Item #6 – AWWA Update – Jim Marvel, AWWA Director

Jim reported that there will be a special session before the summer meeting that has to do with AWWA's program analysis tool. They have come up with a final product that at some point the section might find useful. AWWA has developed a tool that takes into account 6 or 7 variables.

ACE is in Chicago this year. Ray sent out section activities materials to the board.

Jim said it has been a pleasure to work with everyone and that the things that we do work. Chris said Jim has been good friend over the years, as well as a past president, RI director, with overall 12 years of service. On behalf of board he thanked Jim for everything he's done.

Pat took a moment to say that when he attended the AWWA January Board meeting he observed that Jim had gained high respect from many AWWA leaders and Board members for his participation and involvement on the AWWA Board and Board committees, and that Jim would have had strong support from other AWWA Board members if he had decided to run for AWWA president.

Dave Paris made a motion to accept the AWWA report. Louis Schoolcraft seconded. The motion passed unanimously.

Item #7 – Executive Director and Staff Reports.

Ray reported that the April conference had a final attendance of 2,539, which was outstanding registration. Overall it was a good conference and the exhibit hall was sold out. The exhibitors were very pleased with the floor traffic.

He encouraged board members that if they are going to be at ACE to sign up for the joint lunch on Monday with the CT Section.

The annual golf tournament had 100+ players and went very well.

He also said the Sustainability Congress has 71 registered, of which 38 are water suppliers. He is hoping all board members can make it. It is at Bentley College in Waltham.

The Site Selection Committee is moving forward for the 2013 annual conference. They are still looking at locations in Vermont.

Regarding public policy, Mass. is moving forward with the concept of operators taking a course before they take the exam to be certified. It will not be put in place until at least 2011 or 2012. The regulation has not been voted on yet. There was no opposition from the Board of Certification back in May. They are hopeful the regulations will be finalized at the June meeting.

The Water Quality Symposium was very well attended and presented.

At NEWWA's headquarters we have started to do some renovations. The benches are in place in the garden in the back.

Ray distributed some wording for the benches for the board to look over.

Regarding the computer updates. Staff has completed an entire review of member and participant records. We were able to eliminate about 5,000 records. We are on target to have all past events closed for June 1. It will be important for when we transfer all data that all events are closed and that all cash that has been attributed to an event paid. Any outstanding revenue will be tracked in a miscellaneous budget category and outside the old system and then inputted to the new system.

One challenge is that there are about ½ dozen plumbers that have not paid for backflow tester courses. From now on nonmember registrants will be required to pay up front before taking a class.

Membership - we lost 11 members. People aren't adding memberships, especially firms.

Ted is out with contract training - he has been in Springfield and Newton over the past two weeks. It is encouraging to see communities pay for entire weeks of contract training. The cross connection program remains strong. There were also 118 people who took operator certification courses, which is a very strong piece of our education program. He encouraged reviewing the written report and the education portion from Ted.

Kirsten reported: The June 2010 *Journal* is being finalized and will be at the printer early next month. The article deadline for the September *Journal* is July 12. The Summer 2010 *Source* newsletter is being finalized and will be at the printer by the end of May. The next deadline for *Source* materials is August 13, 2010. Dave Polcari offered to write the "In the Boardroom" article for the fall issue and Pat Connelly will contribute an international director's report. *Currents* remains on schedule for the membership mailings. All advertising slots (seven) have been filled for 2010.

The E-Source continues to go out every other Friday with an approximate open rate of 32.7 percent, which is well above the non-profit average of 20 percent. A new Web site "skin" has been chosen and work will continue to move static information into the new design. There were 8,677 visitors to the Web site between March 23 and May 17, 2010. The Facebook page is holding strong with 257 fans. The page is also now receiving between 3,000 and 4,000 hits a month. The site is updated at least twice a week.

NEWWA continues its assistance with the MA Water and Wastewater Agency Response Network (WARN). There are currently 59 utilities in Massachusetts signed on to the agreement.

We obtained \$12,000 from MassDEP for WARN training and Web site support and will commence with these starting June 3 at a MAWARN 101 training in Milford.

The PR Committee gave a joint workshop with the Conservation Committee that was held on April 30, 2010. While attendance was low, it was very well received by all attendees.

NEWWA also assisted again with Drinking Water Day activities in Massachusetts (May 4 at the State House) and also coordinated National Theatre for Children troupes for across New England for the first week in May.

Staff was asked to speak at the Barnstable County Water Utilities Association meeting on April 14 regarding the Silent Spring project that took place that found pharmaceutical compounds in some of the drinking water supplies.

NEWWA finished its work with a Holliston High School intern who completed the redesign of the Careers in Water Supply brochure, started a new membership brochure, and began the design of a new masthead for the Web site.

NEWWA's PR Committee will also work on resurrecting the Only Tap Water Delivers campaign proposal from two years ago and come up with a full budget and new proposal for the board come November.

NEWWA is finishing up its deliverables as well as final report for the 2008-2010 MCSSA contract. The new contract was awarded and details on the final scope and budget are currently being negotiated with MassDEP.

NEWWA staff is also working with U.S. EPA Region I on more grant programs on security as well as upcoming regulations. Workshops, trainings, and printing jobs will take place through the end of 2010.

Dave Polcari made a motion to accept the executive director and staff reports. Dave Harris seconded. The motion passed unanimously.

Item #8 – Council Director Updates on Committee Actions – Council Directors.

Item #8A – May Council Meeting – Review and Comments – Mike Covellone.

Mike reported that the Council Meeting went well and that he received a lot of good ideas. He is still waiting for one more group's report. Once he receives it he will take a look and go from there to begin planning the Planning Session, which is on July 28.

Item #9 – Committee Reports.

The Nominating Committee sent its report to the Executive Director. The committee consisted of Louis Schoolcraft, Adam Yanulis, Jim Marvel, Dave Paris, Pat Connelly, and Ray Raposa (ex officio). They nominated Mike Covellone for president elect, Dave Harris for vice president, Ken Booth for RI director (second term), Pete Pezanko for CT director (second term), and Sarah Pillsbury of NH DES for director at large.

Item #10 – Announcements and Meetings.

The next board meeting is July 29, 2010.

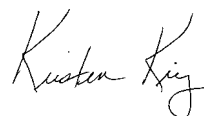
Item #11 – Adjourn.

Dave Polcari motioned to adjourn and Carol Harris seconded at 12:56 p.m. The motion passed unanimously.

Respectfully submitted,



Raymond J. Raposa



Kirsten King

New England Water Works Association
Executive Director and Corporate Clerk

New England Water Works Association
Director of Communications