



## EAST OF HUDSON WATERSHED CORPORATION

### BOARD OF DIRECTORS MEETING

LOCATION: Business Office: 2 Route 164, Patterson, NY 12563

TIME and DATE: 10:00 AM, Tuesday, May 13, 2014

#### Meeting Minutes

1) Opening of Meeting at 10:00 AM

- In attendance: Michael Griffin (Town of Patterson), and as proxy for David Kelly (Town of Pawling) and Bruce Walker (Putnam County); Peter Parsons (Town of Lewisboro); Warren Lucas (Town of North Salem); Rich Franzetti, Proxy for Kenneth Schmitt (Town of Carmel); Bruce Barber, proxy for Michael Grace (Town of Yorktown); Robert Tendy (Town of Putnam Valley); Tony Hay (Town of Southeast); Chris Burdick (Town of Bedford); Sabrina Charney Hull; Proxy Delegate for Town of New Castle); Jon Powers (Proxy Delegate for Town of Pound Ridge); Rick Morrissey (Town of Somers); Maureen Fleming (Town of Kent); Michael Cindrich (Town of Mt. Kisco); Rich Williams (Town of Patterson); George Rodenhausen (Legal Counsel, EOHWC); Rahul Verma (EOHWC); Sharon Dirac (EOHWC); Kevin Fitzpatrick (EOHWC); Joanne Tavino (EOHWC); Danielle Harris (EOHWC); Laurie Taylor (Putnam County Planning); Vincent Giorgio (NYCDEP); Mike Meyer (NYCDEP)
- ABSENT: James Schoenig (Village of Brewster); Linda Puglisi (Town of Cortlandt); Michael Schiliro (Town of North Castle); Robert Liffland (Village of Pawling)

2) Pledge of Allegiance

3) Approve Meeting Minutes

Thereupon a motion by Director Parsons, seconded by Director Burdick, it was unanimously agreed:

**WHEREAS**, the Board of Directors of the East of Hudson Watershed Corporation deemed it desirable and essential to approve the Board of Directors Meeting Minutes from February 27, 2014; and

**WHEREAS**, the Directors of the East of Hudson Watershed Corporation have reviewed the Meeting Minutes for the February 27, 2014 meeting;

**NOW, THEREFORE BE IT RESOLVED**, that the Board of Directors of the East of Hudson Watershed Corporation hereby approves the Board of Directors Meeting Minutes for February 27, 2014.

**(Resolution R-0513-01)**

4) Approve 2013 Annual Report

Mr. Verma presented a revised 2013 annual report (previously presented as a draft at the Board of Directors meeting on February 27, 2014).

The Board of Directors discussed and agreed that the annual report (as reviewed and presented) should be adopted. Technical Committee members agreed they were satisfied with the report as presented.

Thereupon a motion by Ms. Charney-Hall, seconded by Director Burdick, it was unanimously agreed:

**WHEREAS**, the Executive Director of the East of Hudson Watershed Corporation has prepared an Annual Report for the year, as required by the NYS Authorities Budget Office, and

**WHEREAS**, the 2013 Annual Report has been reviewed by the Board of Directors of the EOHWC, and

**WHEREAS**, the Technical Advisory Committee of the EOHWC is satisfied with the content and accuracy of the report;

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the East of Hudson Watershed Corporation hereby approves the 2013 Annual Report, as presented.

**(Resolution R-0513-02)**

5) O&M Policy Review/Encumber Funds for O&M cost

Rich Williams reviewed Operations & Maintenance (O&M) policy and requested that Board members review, comment and provide their opinion as to what direction the organization needs to go in terms of implementation of O&M.

Mr. Williams described three components of O&M: inspections; routine maintenance and non-routine repairs (i.e. caused by storm events and/or other catastrophic events that damage the project). He presented various alternatives on conducting/implementing O&M, including: (1) completed by each municipality hosting the retrofit; (2) completed by EOHWC; and (3) a "hybrid approach" combining the two where in EOHWC and the municipality are each responsible for a portion.

Mr. Williams indicated that the bigger concern in terms of O&M for EOHWC projects is the matter of funding. He noted that limited money is available, and EOHWC funds are running out quickly. Director Lucas (EOHWC Treasurer) concurred, and expressed concern over the matter of funding for O&M of EOHWC projects – with a projected cost of \$1.2 million annually (4% of construction costs).

The Board agreed that funds need to be set aside, and per the terms of the draft resolution distributed prior to the meeting, the members agreed to adopt the resolution upon removing/striking language in it related to "use as a contingency to pay for any increased cost and changes related to a stormwater retrofit project."

Thereupon a motion by Ms. Charney-Hall, seconded by Director Burdick, it was unanimously agreed:

**WHEREAS**, the Directors of the East of Hudson Watershed Corporation ("EOHWC") have identified the need to set aside funding to pay the operation and maintenance costs directly related to or resulting from a stormwater retrofit project; and

**WHEREAS**, the Municipal Separate Storm Sewer Systems SPDES General Permit No. GP-0-10-002 issued by the New York State Department of Environmental Conservation (the "MS4 Permit") which, among other things, requires that stormwater retrofit projects be implemented and that each stormwater retrofit project have a permanent operation and maintenance program; and

**WHEREAS**, the funds are committed to the East of Hudson Watershed Corporation in the amount of \$37,773,796.46 (Thirty-Seven Million Seven Hundred Seventy-Three Thousand Seven Hundred Ninety-Six Dollars & 46/100); and

**WHEREAS**, the Executive Committee of the East of Hudson Watershed Corporation determined that it is necessary to ensure funds are available for the aforementioned purposes and recommend that 15% of the total amount of funding committed to the East of Hudson Watershed Corporation be set aside for such purposes, representing an amount of \$5,666,069.40 (Five Million Six Hundred Sixty-Six Thousand Sixty-Nine Dollars and 40/100); and

**WHEREAS**, the amount of \$5,666,069.40 (Five Million Six Hundred Sixty-Six Thousand Sixty-Nine Dollars and 40/100) will be encumbered from the Putnam County MOA Funds and the Westchester County MOA Funds, in equal amounts;

**NOW, THEREFORE BE IT RESOLVED** that the Board of Directors of the East of Hudson Watershed Corporation hereby authorizes the amount of \$5,666,069.40 (Five Million Six Hundred Sixty-Six Thousand Sixty-Nine Dollars and 40/100) to be encumbered from the Putnam County MOA Funds and Westchester County MOA Funds to pay the operation and maintenance costs directly related to or resulting from a stormwater retrofit project.

**(R-0513-03)**

6) Discuss & Set Date for Review of Employees-

Mr. Verma suggested that this item should be delegated to the Executive Committee (as in prior year, but needing resolution to address current year).

Thereupon a motion by Director Lucas, seconded by Director Burdick, it was unanimously agreed that the Executive Committee is delegated to discuss, schedule and conduct employee reviews.

7) Review Bookkeeper Contract

Thereupon a motion by Director Burdick, seconded by Director Parsons, it was agreed by a vote of 14 to one that:

**WHEREAS**, the Executive Committee was authorized by the Board of Directors of East of Hudson Watershed Corporation ("EOHWC") to hire a Part-time Bookkeeper for EOHWC; and

**WHEREAS**, the Executive Committee hired Joanne Tavino of JRC Solutions as Bookkeeper for EOHWC at the rate of \$37.50 per hour effective January 7, 2014; and

**WHEREAS**, the Directors of the East of Hudson Watershed Corporation wishes to follow the recommendation of the Executive Committee to review and renegotiate the rate and contract of Joanne Tavino of JRC Solutions;

**NOW, THEREFORE BE IT RESOLVED**, that the Board of Directors of the East of Hudson Watershed Corporation delegates the Executive Committee to review and renegotiate the rate and contract of Joanne Tavino as Bookkeeper; and

**BE IT FURTHER RESOLVED**, the Executive Director of the EOHWC is hereby authorized and directed to execute any and all documents necessary to give effect to this Resolution, consistent with the terms hereof, all in a form satisfactory to the President and the Corporation Attorney.

**(R# 0513-04)**

8) Other Business

- George Rodenhausen noted that per his letter of May 1, 2014, he is now providing legal services through his own law firm (Rodenhausen Chale LLP). Thereupon a motion by Robert Tendy, seconded by Rich Williams, it was unanimously agreed to accept and continue to retain the services of Mr. Rodenhausen as corporate counsel through his new firm.

9) Next Quarterly Meeting Date: August 12, 2014