

# EAST OF HUDSON WATERSHED CORPORATION

## EXECUTIVE COMMITTEE MEETING

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

TIME and DATE: 9:30 AM, Thursday, September 11, 2014



### Meeting Minutes

#### 1. Open Meeting

In Attendance: Michael Griffin (alternate for Bruce Walker), Warren Lucas, Peter Parsons, Chris Burdick, Rich Williams, Sharon Dirac, Joanne Tavino, Kevin Fitzpatrick, Danielle Harris, Vincent Gregorio (NYCDEP), Nino Modica (NYCDEP)

Absent: David Kelly, Bruce Barber, Walter Artus, Sabrina Charney-Hull

#### 2. Review & Approve: Executive Committee Meeting Minutes – July 4, 2014 & August 7, 2014

Thereupon a motion of Director Burdick, seconded by Director Lucas, it was unanimously agreed that

WHEREAS, the Executive Committee of the East of Hudson Watershed Corporation deemed it desirable and essential to approve the Executive Committee Meeting Minutes from July 24, 2014 and August 7, 2014; and

WHEREAS, the members of the Executive Committee of the East of Hudson Watershed Corporation have reviewed the Meeting Minutes for the July 24, 2014 and August 7, 2014 meetings;

NOW, THEREFORE BE IT RESOLVED that the Executive Committee of the East of Hudson Watershed Corporation hereby approves the Executive Committee Meeting Minutes for July 24, 2014 and August 7, 2014. **(R#0911-01)**

#### 3. Update & Review: Part-Time Temporary Clerical Staff (Office Assistant)

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

WHEREAS, the Directors of the East of Hudson Watershed Corporation's ("EOHWC") mission is to reduce the levels of phosphorus in stormwater runoff in the New York City East of Hudson Watershed in order to protect the quality of the waters therein and thereby to achieve compliance with the heightened requirements in the MS4 Permit; and

WHEREAS, in order to achieve compliance, the EOHWC must operate in a manner consistent with the laws, regulations and permits relating to the New York City East of Hudson Watershed, including, but not limited to, performing and carrying out the terms of any and all contracts, applicable federal, state, local laws, regulations and permits, which are incidental to or in connection with the non-profit public purposes of the Corporation, or in advancement thereof; and

WHEREAS, the EOHWC has experienced a recent change in personnel and is in a period of adjustment and transition; and

WHEREAS, the Executive Committee of the EOHWC has deemed it necessary and desirable to create the position of "Part-Time Office Assistant"; and

WHEREAS, the Part-Time Office Assistant will be a part-time position, to work a maximum of 20 hours per week, and be responsible for performing the duties and services as provided in Exhibit "A" of job posting; and

WHEREAS, the Part-Time Office Assistant will be hired on a temporary basis, with the expectation to work for the duration of a three to four month period; and

WHEREAS, the EOHWCs Procurement Policy requires that the Corporation follow New York General Municipal Law for the procurement of goods and services; and

WHEREAS, the Procurement Policy provides that no solicitation of written proposals or quotations shall be required under specific circumstances, including, amongst other things, in emergency circumstances; and

WHEREAS, the Executive Committee of the Corporation has determined that it is necessary that additional personnel be hired on a temporary basis in order to assist the Corporation's staff in carrying out the Corporation's purpose to achieve compliance; and now therefore be it

RESOLVED, that the Executive Committee of the EOHWC hereby approves the hiring of a Part-Time Office Assistant, as a part-time position, to work a maximum of 20 hours per week at a rate not to exceed \$16.00 per hour; and be it further

RESOLVED, the Part-Time Office Assistant will be hired on a temporary basis, with the expectation to work for the duration of a three to four month period; and be it further

RESOLVED, that the Executive Committee of the Corporation authorizes the Office Manager of the EOHWC to advertise for the position and coordinate with the EOHWC staff to conduct preliminary interviews with those applicants deemed most qualified for consideration; and be it further

RESOLVED, that the Corporation's Office Manager, under the direction of the President of the EOHWC, will coordinate the review process for the final applicants with the Executive Committee in order to select and appoint a Part-Time Office Assistant; and be it further

RESOLVED, the President 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 Corporation's Staff Attorney. **(R#0911-02)**

#### **4. Update on Records Management & Filing System**

Ms. Dirac reported briefly on status of new filing system developments (specifically supplies needed, future layout, etc.) General discussion took place on records management improvements and modifications.

#### **5. Project Status Update**

S-MU-16/17: Work Directive #1

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

**WHEREAS**, the East of Hudson Watershed Corporation (“EOHWC”) is implementing the stormwater retrofit project identified as “S-MU-16/17” (Somers Highway Garage), which is a stormwater wet pond located in the Town of Somers; and

**WHEREAS**, S-MU-16/17 is included in the EOHWC’s Regional Stormwater Retrofit Plan, as approved by the New York State Department of Environmental Conservation; and

**WHEREAS**, by Resolution #R-1003-02, which was adopted on October 3, 2013, the Board of Directors of the EOHWC authorized the construction contract to be awarded to R. Pagni & Sons, Inc. to perform the construction work for S-MU-16/17 (“construction contract”); and

**WHEREAS**, the construction contract was awarded in the amount of \$415,800 (“contract price”), which includes costs for all work other than unit price work in the amount of \$377,500 and costs for all unit price work in the amount of \$38,300; and

**WHEREAS**, the costs for unit price work includes, amongst other things, costs for “Miscellaneous Additional Work” in the amount of \$35,000; and

**WHEREAS**, R. Pagni & Sons, Inc. has submitted Change Order No.1 to the EOHWC for approval, a copy of which is annexed hereto as Exhibit “A”; and

**WHEREAS**, Change Order No.1 seeks to identify the work to be performed and the related costs in the amount of \$21,400, that constitutes a portion of the construction work that is categorized as Miscellaneous Additional; and

**WHEREAS**, Change Order No. 1 does not require a change in the contract price, as the costs represented in Change Order No.1 are included in the costs for the Miscellaneous Additional Work, pursuant to the terms of the construction contract; and now therefore be it

**RESOLVED**, that the Executive Committee of the EOHWC hereby approves Change Order No. 1, which does not require a change in the contract price, but that identifies the work to be performed and the related costs that constitutes a portion of the construction work that is categorized as Miscellaneous Additional Work; and be it further

**RESOLVED**, that the Executive Committee of the EOHWC hereby authorizes the President of the Corporation to execute Change Order No.1, as submitted by R. Pagni & Sons, Inc. in connection with the construction contract for S-MU-16/17, in order to give effect to this Resolution. **(R#0911-03)**

S-MU-16/17: Work Directive #2

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

**WHEREAS**, the East of Hudson Watershed Corporation (“EOHWC”) is implementing the stormwater retrofit project identified as “S-MU-16/17” (Somers Highway Garage), which is a stormwater wet pond located in the Town of Somers; and

**WHEREAS**, S-MU-16/17 is included in the EOHWC’s Regional Stormwater Retrofit Plan, as approved by the New York State Department of Environmental Conservation; and

**WHEREAS**, by Resolution #R-1003-02, which was adopted on October 3, 2013, the Board of Directors of the EOHWC authorized the construction contract to be awarded to R. Pugni & Sons, Inc. to perform the construction work for S-MU-16/17 (“construction contract”); and

**WHEREAS**, the construction contract was awarded in the amount of \$415,800 (“contract price”), which includes costs for all work other than unit price work in the amount of \$377,500 and costs for all unit price work in the amount of \$38,300; and

**WHEREAS**, the costs for unit price work includes, amongst other things, costs for “Miscellaneous Additional Work” in the amount of \$35,000; and

**WHEREAS**, R. Pugni & Sons, Inc. has submitted Change Order No.2 to the EOHWC for approval, and

**WHEREAS**, Change Order No.2 seeks to identify the work to be performed and the related costs in the amount of \$12,650, that constitutes a portion of the construction work that is categorized as Miscellaneous Additional Work; and

**WHEREAS**, Change Order No. 2 does not require a change in the contract price, as the costs represented in Change Order No.2 are included in the costs for the Miscellaneous Additional Work, pursuant to the terms of the construction contract; and now therefore be it

**RESOLVED**, that the Executive Committee of the EOHWC hereby approves Change Order No. 2, which does not require a change in the contract price, but that identifies the work to be performed and the related costs that constitutes a portion of the construction work that is categorized as Miscellaneous Additional Work; and be it further

**RESOLVED**, that the Executive Committee of the EOHWC hereby authorizes the President of the Corporation to execute Change Order No.2, as submitted by R. Pugni & Sons, Inc. in connection with the construction contract for S-MU-16/17, in order to give effect to this Resolution.

**(R#0911-04)**

## **6. Update on Audit & Tax Filings (2012 & 2013) – Form 990, CHAR500, and Form 1023**

The 2012 audit is completed (and was accepted by resolution at the last quarterly Board meeting on August 12, 2014). The amended Form 990 and CHAR 500 for 2012 have been submitted. 2013 Audit is in progress; documents requested by auditor are being compiled and submitted as completed. Form 990 and CHAR 500 are expected to be completed between 11/1/14 and 11/15/14 (extension deadline). Form 1023 will be completed upon receipt of outstanding documents.

## **7. Review & Approve Vouchers & Change Orders**

### NS-MU-05

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

**WHEREAS**, the Town of North Salem (“North Salem”), a member of the East of Hudson Watershed Corporation (“EOHWC”), began implementing the stormwater retrofit project identified as “NS-MU-05” (North Salem Highway Garage), prior to the formation of the EOHWC; and

**WHEREAS**, NS-MU-05 is a drainage project located at the North Salem Highway Garage that has been completed and resulted in the removal of 9.1 kilograms of phosphorus; and

**WHEREAS**, North Salem incurred expenses in the amount of \$346,473.27, which represents the total costs of implementing NS-MU-05; and

**WHEREAS**, North Salem has requested the EOHWC provide reimbursement of expenses incurred for work performed in connection with NS-MU-05; and

**WHEREAS**, North Salem has informed the EOHWC that it expects a portion of the total costs to paid for by North Salem, by and through a grant it expects to receive from the New York State Department of Environmental Conservation (“NYSDEC”), in the amount of \$100,000; and

**WHEREAS**, North Salem has submitted a request for reimbursement of expenses in the amount of \$246,473.27, which represents the total project cost less NYSDECs grant funding in the amount of \$100,000; and

**WHEREAS**, in the event that NYSDEC provides North Salem with grant funding in an amount less than \$100,000, North Salem has requested to reserve the right to request reimbursement from EOHWC for the remaining costs incurred for NS-MU-05; and

**WHEREAS**, in the event that NYSDEC provides North Salem with grant funding in an amount more than \$100,000, North Salem has agreed to refund EOHWC in an amount representing the difference between \$100,000 and the amount received from NYSDEC; and

**WHEREAS**, the Executive Committee of the EOHWC recommends that the Corporation enter into a Reimbursement Agreement with North Salem that provides North Salem to be reimbursed for costs incurred in connection with NS-MU-05; and now therefore be it

**RESOLVED**, that the Executive Committee approves the reimbursement to North Salem in the amount of \$246,473.27, which represents a portion of the costs incurred for work performed for NS-MU-05, and authorizes the distribution of funds for the project referenced herein upon receipt of appropriate vouchers and documentation from North Salem and subject to the confirmation that this project has been approved by NYSDEC and is included in the approved Regional Stormwater Retrofit Plan; and be it further

**RESOLVED**, that the Executive Committee acknowledges that in the event that NYSDEC provides North Salem with grant funding in an amount less than \$100,000, North Salem has reserved the right to request reimbursement from EOHWC for the remaining costs incurred for NS-MU-05; and be it further

**RESOLVED**, that the Executive Committee acknowledges that in the event that NYSDEC provides North Salem with grant funding in an amount more than \$100,000, North Salem has agreed to refund EOHWC in an amount representing the difference between \$100,000 and the amount it received from NYSDEC; and be it further

**RESOLVED**, that the Executive Committee approves the reimbursement of any remaining costs not paid for by NYSDECs grant funding in an amount not to exceed \$100,000, subject to the review by and approval of the Executive Committee; and be it further

**RESOLVED**, that the Executive Committee of the EOHWC hereby authorizes the execution of a Reimbursement Agreement with North Salem, that provides North Salem to be reimbursed for costs incurred in connection with NS-MU-05; and be it further

**RESOLVED**, the President 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 Corporation’s Staff Attorney. **(R#0911-05)**

Carmel – CF-119B

After discussion, action was tabled.

PC-1

After discussion, action was tabled.

PC-1A

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

**WHEREAS**, the East of Hudson Watershed Corporation (“EOHWC”) is implementing the stormwater retrofit project identified as “PC-1A” (Putnam National Golf Course), which is a stormwater wet extension detention pond located in the Town of Carmel; and

**WHEREAS**, PC-1A is included in the EOHWC’s Regional Stormwater Retrofit Plan, as approved by the New York State Department of Environmental Conservation; and

**WHEREAS**, by Resolution #R-0806-03, which was adopted on August 6, 2013, the Board of Directors of the EOHWC authorized the construction contract to be awarded to Linda Holding Corp. d/b/a Frank Maggio and Sons to perform the construction work for PC-1A (“construction contract”) in the amount of \$715,005 (“contract price”); and

**WHEREAS**, the EOHWC has previously approved Change Orders No.1 through No. 7 which increased the contract price in the amount of \$449,469.94 and adjusted the contract price to the amount of \$1,164,474.94; and

**WHEREAS**, Linda Holding Corp. d/b/a Frank Maggio and Sons has completed the construction work for PC-1A and has submitted a request for final payment in the amount of \$62,228; and now therefore be it

**RESOLVED**, that the Executive Committee of the EOHWC hereby approves the request for final payment in the amount of \$62,228, as submitted by Linda Holding Corp. d/b/a Frank Maggio and Sons, in connection with the construction contract for PC-1A, subject to review by the Corporation’s Staff Attorney of the appropriate releases from the contractor, including without limitation, lien releases and certification from the contractor that all subcontractors and material suppliers have been paid by contractor. **(R#0911-06)**

**8. Other Business**

S-MU-03

**Thereupon a motion** by Director Burdick, seconded by Peter parsons, it was unanimously agreed to authorize the rate of \$280 per cubic yard for rock removal on project S-MU-03.

L-CR-28

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

**WHEREAS**, the East of Hudson Watershed Corporation (“EOHWC”) is implementing the stormwater retrofit project identified as “L-CR-28” (Schoolhouse Road), which includes two pocket wetland systems located in the Town of Lewisboro; and

**WHEREAS**, L-CR-28 is included in the EOHWC’s Regional Stormwater Retrofit Plan, as approved by the New York State Department of Environmental Conservation; and

**WHEREAS**, by Resolution #R-0725-09, which was adopted on July 25, 2013, the Board of Directors of the EOHWC authorized the professional services contract to be awarded to Insite Engineering, Surveying & Landscape Architecture, P.C. to perform engineering services for L-CR-28, as well as the stormwater retrofit projects identified as “L-CR-10A” and “L-CR-10B” in the amount of \$118,000; and

**WHEREAS**, at the Executive Committee meeting held on July 3, 2014, the Executive Committee of the EOHWC issued a directive to place a temporary stop on engineering services that were being performed for all stormwater retrofit projects that were in the design phase and that were not at that time complete or near completion; and

**WHEREAS**, accordance with the Executive Committee’s directive, the engineering services for the design work on L-CR-28 was temporarily stopped; and now therefore be it

**RESOLVED**, that the Executive Committee of the EOHWC hereby authorizes the temporary stop placed on the engineering services for L-CR-28 be removed and authorizes Insite Engineering, Surveying & Landscape Architecture, P.C. to continue with providing engineering services to the Corporation and complete the design of L-CR-28.

#### **9. Next Executive Committee Meeting –**

The next meeting of the Executive Committee is the regular monthly meeting as scheduled on Thursday, September 25, 2014.

#### **10. Adjournment**

Thereupon a motion of Director Lucas, seconded by Director Griffin, the meeting was adjourned at 11:40 a.m.