

Winnepesaukee River Basin Program

Capital Improvements Program (CIP) Subcommittee Meeting Minutes

March 23, 2012 Laconia Compound 10:00 am

Attendees: Chairman Brian Sullivan (Franklin) called the meeting to order at 10:06 am. Those in attendance were Sharon McMillin (DES), Steve Dolloff (DES), Ray Korber (Bay District), Dan Leonard (Meredith), Sheldon Morgan (Gilford) Paul Moynihan (Laconia) and Tracey Russo (clerk).

1.) Review CIP meeting minutes from 3/9/12 meeting (vote)

R. Korber made a motion to accept the minutes as written; D. Leonard seconded; all were in favor; motion passed.

2.) Review of revised Governance Guidelines

Discussion was held concerning alternates and how they are viewed along with communication between the chairman and members/alternates. Decision was made to continue with contacting the members and they would be responsible for contacting the alternates with any necessary information. S. Dolloff suggested that the members also consider whether using the name "Advisory Board" is appropriate, given what it may convey. S. McMillin indicated that the current state statute defines the Advisory Board, but that the statutes may be changed in the future.

The Governance Guidelines were reviewed; see changes below in red. [Format changes include addition of page numbers and using capitals on all major categories.](#)

Purpose of Governance Guidelines:

The Advisory Board shall adopt procedures, and incorporate these procedures into bylaws or equivalent, to establish a more formal structure for the Board to fulfill its advisory role to DES. The purpose will be to ensure that the Board has mechanisms in place to more formally and clearly provide the recommendations of the communities on WRPB operations to DES concerning budgets, **administration**, operations, **management** and capital investments.

WRBP Legislative Budget shall be the DES-WRBP state biennial budget as approved by the Legislature. **The WRBP Budget shall be the annual budget submitted to the Advisory Board by DES and shall include all billing categories in existence.**

Appointment of WRBP Advisory Board members shall be made by the DAS, Bay District Sewer Commission, Belmont Board of Selectmen, Franklin City Council, Gilford Board of Selectmen, Laconia City Council, Meredith Board of Selectmen, Northfield Sewer District, Sanbornton Board of Selectmen, and Tilton Sewer Commission, **or corresponding authority. It is strongly recommended that an alternate be designated for each Advisory Board member.**

Advisory Board organization includes a Chairperson (hereinafter called Chairman) elected annually by majority vote of the WRBP Advisory Board members. The Chairman shall preside at all meetings of the Advisory Board and shall perform such other duties as may be required by the Advisory Board. A Vice Chairperson (hereinafter called Vice Chairman) shall be elected annually by majority vote of the WRBP Advisory Board members. The Vice Chairman shall assume the duties of the Chairman in his/her absence, shall be the principal advisor to the

Chairman, and shall perform such other duties as may be required by the Advisory Board. **Officers shall be elected by a closed ballot, with voting during the quarterly meeting held in April with any new officers taking office the next fiscal year starting July 1.** A Secretary/Clerk responsible for recording motions, votes, and generating and maintaining record of minutes shall be appointed by the Advisory Board. The Secretary/Clerk shall either be an Advisory Board member volunteering to perform these tasks for an individual meeting, a WRBP staff member, or an individual/firm providing transcription services under contract to the WRBP, if approved by the Advisory Board. The Secretary/Clerk shall attend meetings of the Board and shall keep a written record of all the proceedings and shall perform like duties for the Standing Committees when required. WRBP Advisory Board meetings are to be held at least quarterly or Special Meetings of the Advisory Board may be called at the call of chairman or three (3) or more Advisory Board members. At least two (2) days notice shall be provided for Advisory Board Special Meetings. A quorum shall be the majority of Advisory Board members including the chairman or vice chairman. Except in an emergency, a quorum shall be physically present at the location specified in the meeting notice as the location of the meeting. An "emergency" means that immediate action is imperative and the physical presence of a quorum is not reasonably practical within the period of time requiring action. The determination that an emergency exists shall be made by the Chairman and the facts upon which that determination is based shall be included in the minutes of the meeting.

Conduct of Advisory Board Meetings

- An agenda **approved by the chairman** shall be provided **by the chairman or designated alternate** at least one (1) week before scheduled quarterly meetings via email to Advisory Board members.
- Special Advisory Board meetings require at least two (2) days notice to members and an agenda shall be provided at least two (2) days before a special meeting via email to Advisory Board members **and the chairman shall be responsible for confirming that a representative from each member community is notified.**
- **A cover letter shall be attached to the agenda requesting appropriate posting of the meeting agendas and minutes by Advisory Board representatives pursuant to RSA 91. It is the responsibility of the Advisory Board members or designated alternates to post the agenda of Advisory Board meetings within their respective communities.**
- The Chairman, or Vice Chairman in the event the Chairman is absent, will preside over the meeting;
- Once a quorum has been reached, the meeting shall be called to order.
- Secretary/Clerk shall be designated for the meeting.
- Chairman shall acknowledge members for review and approval of minutes from prior meeting(s).
- Chairman shall conduct business of the day including motions and seconds on recommendations, decisions, requests by the Advisory Board members **or the public**, call for votes, and adjournment.
- Quarterly Advisory Board Meetings shall include a financial report on the status of the annual budget, including capital expenditures.

Voting by the Advisory Board shall be conducted only at properly called meetings with a quorum present. The Advisory Board Chairman shall solicit and record the vote from each of the Advisory Board members as affirmative (i.e. agreeing to a motion or recommending an expenditure), negative (i.e. not agreeing to a motion or not recommending the expenditure), abstaining, or note the member as absent. Votes recorded as absent or abstaining shall not be included in the determination of the majority affirmative or majority negative vote calculation. All questions, except capital expenditures exceeding \$50,000, shall be decided by majority vote of Advisory Board Members (or their appointed alternates) present at a meeting at which a quorum exists. For capital expenditures exceeding, or expected to exceed \$50,000 total project costs, a majority affirmative vote taken by roll call of Advisory Board members is required to recommend the expenditure. The Advisory Board Chairman shall provide written confirmation to the DES of the Advisory Board vote, **including the vote count**, recommending capital expenditures exceeding \$50,000. This written confirmation shall be included in the DES request for authorization of the recommended expenditure(s) from the Governor and Executive Council.

Conduct of Advisory Board Subcommittee Meetings

- An agenda **approved by the chairman** shall be provided **by the chairman or designated alternate** shall be provided at least three (3) days before **regular** scheduled meetings via email to Subcommittee members.
- Special Subcommittee meetings require at least two (2) days notice to members and an agenda shall be provided at least two (2) days before a special meeting via email to Subcommittee members **and the chairman shall be responsible for confirming that a representative from each member community is notified.**
- **A cover letter shall be attached to the agenda requesting appropriate posting of the meeting agendas and minutes by Advisory Board representatives pursuant to RSA 91. It is the responsibility of the Advisory Board members or designated alternates to post the agenda of Advisory Board Subcommittee meetings within their respective communities.**
- The Chairman of the Subcommittee will preside over the meeting.
- Once a quorum has been reached the meeting shall be called to order.
- Secretary/Clerk shall be designated for the meeting and shall keep record of the attendees and proceedings of the meeting.
- Chairman shall acknowledge members for review and approval of minutes from prior meeting(s).
- Chairman shall conduct business of the day including motions and seconds on recommendations, decisions, requests made by the Advisory Board members **or members of the public**, call for votes, and adjournment.
- Minutes of the Subcommittee shall be reviewed and approved by the Subcommittee members using the procedures below.
- Approved Minutes of Subcommittee meetings shall be distributed to all of the Advisory Board members.
- Advisory Board Subcommittees shall present a report(s) on the status of their proceedings at the next Advisory Board Meeting.

Minutes for the Advisory Board and Subcommittee meetings shall be prepared by the Secretary/Clerk and reviewed and revised using the following procedure:

1. Secretary/Clerk prepares first draft minutes and sends via email for review by the Chairman, DES-WRBP Administrator **and advisory board members, upon request.**
2. Chairman **and/or Administrator** make revisions to first draft and Administrator incorporates comments into second draft for review with revision date.
3. Chairman **and/or Administrator** distributes second draft via email to all those attending the meeting indicating duration of review period.
4. Meeting attendees email any comments or corrections (using “reply all” feature) to all meeting attendees prior to end of comment period.
5. **The Secretary/Clerk and/or Administrator** incorporates agreed upon revisions (and notes any proposed revisions requiring additional discussion) into final draft; incorporates “FINAL DRAFT” and date of last revision into document footer.
6. Administrator distributes final draft prior to next meeting (as an attachment to the agenda);
7. Following **Discussion and** Approval of Minutes at meeting, Secretary/Clerk **and/or Administrator** makes any approved revisions and changes footer to note – “APPROVED” and date approved, and removes Draft watermark.
8. Secretary/Clerk **and/or Administrator** send the Approved Minutes via email to all meeting attendees, Subcommittee members, Advisory Board members, and DES representatives. **It is the responsibility of the Advisory Board members or designated alternates to post the minutes of meetings within their respective communities pursuant to RSA 91.**

S. Morgan made a motion to approve corrected draft as noted in discussions today, and to forward to the Advisory Board members no later than April 3rd along with the agenda. R. Korber seconded; all were in favor; motion passed.

S. Dolloff will send out the annual budget to all Advisory Board members prior to the quarterly meeting.

3.) Draft CIP transmittal letter by P. Moynihan & B. Sullivan – finalize and approve (vote)

In the second paragraph of the letter from P. Moynihan, change “It focuses on Capital Projects that exceed \$50,000 or have demonstrated a level of validity which warrants further review and possible implementation) within the next ten years”.

S. Morgan made a motion to accept the transmittal letter as amended; R. Korber seconded; all approved; motion passed. All concur with P. Moynihan’s and B. Sullivan’s letters with a recommendation to change the date to today or after.

4.) Review draft press release – finalize recommendations to the AB

The last paragraph was amended by deletion of contacting the “local advisory board representative” to obtain a copy since there is no ready listing of these individuals. Also deleted was “municipal” before “sewer provider” in the same sentence. The press release date would be changed to the date of distribution. The CIP committee recommends the press release as amended but suggested that the Chairmen of the Advisory Board and CIP Subcommittee each include a quote. The Advisory Board will have the opportunity to review the final draft at their quarterly meeting on April 10th.

5.) Establish an order of priority on studies needed and start working on projects scope

Since the CIP is made up mostly of studies, R. Korber proposed that developing a scope for each study should be a priority for the subcommittee and provided the following proposed prioritized list.

1. WRBP Cost Allocation Methodology (as part of the Flow Metering/Cost Allocation Project)
2. Collection System Evaluations
3. Operations, Management & Administration Evaluation
4. Digester Boiler/Heat Exchanger Evaluation
5. Solids Handling Alternatives Analysis
6. Fire Alarm System Evaluation
7. Electrical System Upgrades Alternatives Analysis
8. Historic Documentation of Laconia Compound
9. Energy Efficiency Evaluation of Laconia Maintenance Shop
10. Alternatives Analysis and Basis of Design for: Winnisquam PS (Rehabilitation & Auxiliary Power) and Lower Bay PS (Auxiliary Power)

After further discussion, S. Morgan made a motion to change the order of items #1, #2, and #3 to items # 2, #3, #1 to reflect the revised order of priority as follows:

1. Operations, Management & Administration Evaluation
2. Collection System Evaluations
3. WRBP Cost Allocation Methodology (as part of the Flow Metering/Cost Allocation Project)
4. Digester Boiler/Heat Exchanger Evaluation
5. Solids Handling Alternatives Analysis

6. Fire Alarm System Evaluation
7. Electrical System Upgrades Alternatives Analysis
8. Historic Documentation of Laconia Compound
9. Energy Efficiency Evaluation of Laconia Maintenance Shop
10. Alternatives Analysis and Basis of Design for: Winnisquam PS (Rehabilitation & Auxiliary Power) and Lower Bay PS (Auxiliary Power)

R. Korber seconded, all approve; motion passed.

The group also agreed to keep working on developing a scope for each study, one at a time in order of priority, along with any other key issues proposed by the Advisory Board.

6.) Reminders:

- 3/31/12: NPDES CMOM Annual Report due to DES and EPA
- Wednesday 4/4/12: UV/Plant Water/SCADA Project Progress meeting 10am Franklin WWTP
- Tuesday 4/10/12: Advisory Board Meeting 9am-Noon Laconia Shop
- Friday 4/13/12: CIP meeting 10am-12pm Laconia Shop
- Friday 4/27/12: CIP meeting 10am-12pm Laconia Shop
- Friday 5/11/12: CIP meeting 10am-12pm Laconia Shop
- Friday 5/25/12: CIP meeting 10am-12pm Laconia Shop (see below for new meeting date)

D. Leonard suggested canceling the meeting scheduled for May 25th due to this being the Friday before the holiday weekend. Instead, this meeting will be postponed to June 7th from 10-12 at the Laconia Compound.

7.) Other Business

D. Leonard asked S. McMillin to distribute CDM technical memos pertaining to alternative rate allocation models so that the subcommittee will be able to develop the draft WRBP Cost Allocation Methodology in consultation with CDM. S. McMillin will distribute these technical memos prior to the meeting when this topic will be discussed. She noted that one of the memos included spreadsheets that were not self-explanatory unless the formulas could be seen. She indicated that she is working on annotating the spreadsheets with this information.

S. McMillin will also distribute copies of the complete Woodard and Curran Comprehensive Plan Evaluation 2001 before the next CIP meeting as background for developing the Operations, Management & Administration Evaluation RFQ.

At the request of the disputing parties, the Attorney General's office has given additional time to the Town of Northfield and the Northfield Sewer Commission to resolve their dispute over responsibility for paying the WRBP Capital Cost Assessment. S. McMillin is to follow up after April 1st as to status.

CIP Subcommittee agenda items for the next meeting on 4/13/12 include review of minutes and preparing a draft scope of work for the Operations, Management & Administration Evaluation RFQ.

Motion to adjourn at 12:05PM by S. Morgan; seconded by D. Leonard; all concurred; and meeting adjourned.