

**February 1, 2012**

The Executive Director opened the meeting notifying the members that the Resolutions for the Organization Regular Meeting have been prepared and are ready to be voted on at the Regular Meeting. MCW asked for confirmation of the Authority Members for the 2012-2013 year. Chairman Schleifer was nominated by the Board. Vice Chairman will be Walter B. Galacki, Secretary will be Robert E. O'Hare, and Assistant Secretary will be John L. O'Brien, with Liaison John L. Ferramosca.

At this point, Chairman Schleifer thanked the other Members of the Authority. Roll call: Chairman Schleifer, here. Member O'Brien, here. Member O'Hare, here. Liaison Ferramosca, here. Absent: Vice Chairman Galacki and Member Fariello.

A motion was made by Member O'Hare to appoint Michael C. Wynne as Temporary Chairman. The motion was seconded by Member O'Brien and unanimously approved.

**STATEMENT OF PRESIDING OFFICER**

Adequate notice of this meeting has been provided in accordance with the Open Public Meeting Act by posting written notice and agenda of the meeting on the Bulletin Board in the Municipal Building, 1000 Route 10, in the Township of Hanover, and by informing the following newspapers:

HANOVER EAGLE/REGIONAL WEEKLY NEWS  
MORRIS COUNTY DAILY RECORD

and by filing same with the Township Clerk.

(Signed) Temporary Chairman  
Michael C. Wynne

The Chairman opened the meeting to the public at 7:30 p.m.

1. Organization meeting – See agenda

Member O'Hare put forth a motion to adopt *Resolution 01-12*, Election of Officers; the motion was seconded by Member O'Brien. Roll call vote was unanimous.

ABSENT: Members Galacki and Fariello

RESOLUTION NO. 1-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the following slate of officers be and they are hereby elected for the year 2012 and until the Organization Meeting held in February of 2013.

CHAIRMAN ----- Joseph Schleifer  
VICE-CHAIRMAN ----- Walter Galacki  
SECRETARY ----- Robert E. O'Hare  
TREASURER ----- Silvio Esposito  
ASSISTANT SECRETARY ----- John L. O'Brien, Jr.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 2-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the

BANK OF NEW YORK MELLON  
CHASE BANK  
WELLS FARGO  
BANK OF AMERICA  
N.J. CASH MANAGEMENT FUND  
PNC BANK  
CAPITAL ONE  
VALLEY NATIONAL BANK  
SOVEREIGN BANK  
HSBC BANK  
TD BANKNORTH  
INVESTORS SAVINGS BANK  
PROVIDENT BANK

be and they are hereby designated as official depositories of the Hanover Sewerage Authority.

BE IT FURTHER RESOLVED that all withdrawals shall be made by wire transfer, check or withdrawal slip signed by the Chairman or Vice-Chairman and Treasurer of the Authority.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 3-12

WHEREAS, the Open Public Meetings Act, Chapter 231 of the Laws of 1975, requires all bodies covered by said Act at least once each year and within seven (7) days following the Annual Organization or Reorganization meeting of such body to post and maintain posted throughout the year as set forth in the Act, a schedule of the regular meetings of the public body to be held during the succeeding year.

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey, as follows:

1. The Schedule of regular meetings of the Hanover Sewerage Authority as set forth in the schedule annexed hereto be and the same is hereby adopted.
2. The Authority Recording Secretary is hereby authorized and directed to prominently post said schedule in at least one (1) public place reserved for such announcements.
3. Said schedule shall be mailed, telephone, telegraphed, or hand delivered by the Authority Recording Secretary to the following two (2) official newspapers:

HANOVER EAGLE/REGIONAL WEEKLY NEWS  
MORRIS COUNTY DAILY RECORD

4. Said schedule shall be placed on file with the Township Clerk of the Township of Hanover.

5. Special meetings may be held as and when necessary, with notice to be given as provided for in the Act and meetings involving urgent matters may be held as provided for in Section 4b of the Act.
6. In the event that the annexed schedule is hereafter revised, the revised schedule shall be posted, mailed and filed by the Authority Recording Secretary in the manner described hereinabove.
7. Any person who requests a copy of the within schedule or any revisions thereto shall be provided with the same upon the payment of the following fees and upon payment of said sums said persons shall be mailed copies of the schedule. The sum of \$100 is hereby designated as the fee for said service, which shall terminate at midnight of January 31<sup>st</sup> of each year unless requests for renewal are received.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
 COUNTY OF MORRIS  
 STATE OF NEW JERSEY

ATTEST:

NOTICE IS HEREBY GIVEN, that the following is the schedule of regular meetings of the Hanover Sewerage Authority for the year 2011/2012 to be held at the listed location at the hours (prevailing time) and the dates specified:

**REGULAR MEETINGS**

2012			
February 22, 2012	8:30 p.m.	Municipal Building	Regular
March 28, 2012	8:30 p.m.	Municipal Building	Regular
April 25, 2012	8:30 p.m.	Municipal Building	Regular
May 23, 2012	8:30 p.m.	Municipal Building	Regular
June 27, 2012	8:30 p.m.	Municipal Building	Regular
July 25, 2012	8:30 p.m.	Municipal Building	Regular
*August 15, 2012	8:30 p.m.	<b>Treatment Plant</b>	Regular (3 <sup>rd</sup> Wednesday)
September 24, 2012	7:00 p.m.	<b>Treatment Plant</b>	<b>Budget Workshop (4<sup>th</sup> Monday)</b>
September 26, 2012	8:30 p.m.	Municipal Building	Regular
October 24, 2012	8:30 p.m.	Municipal Building	Regular
November 28, 2012	8:30 p.m.	Municipal Building	Regular
December 12, 2012	8:30 p.m.	Municipal Building	Regular (2 <sup>nd</sup> Wednesday)
2013			
January 23, 2013	8:30 p.m.	Municipal Building	Regular
February 6, 2013	7:30 p.m.	Municipal Building	<b>Organization</b>

1. Special meetings may be held as and when necessary, with notice to be given as provided for in the Open Public Meetings Act, Chapter 231 of the Laws of 1975, and meetings involving urgent matters may be provided for in Section 4b of the Act.

Conference meetings of the Hanover Sewerage Authority are held at 7:00 p.m. before the regular meetings, or following the regular meetings. The public may attend such meetings, subject to those areas of consideration from which the public may be excluded pursuant to Sections 7b and 8 of the Act.

\* Meeting to begin at 6:00 p.m.

Municipal Building is located at 1000 Route 10, Whippany.  
Treatment Plant is located at 40 Troy Road, Whippany.

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

#### RESOLUTION NO. 4-12

WHEREAS, the Sewerage Authorities Law (N.J.S.A. 40:13A-1 et seq) authorizes every authority to appoint and employ such professional and technical advisors and experts as it may require; and

WHEREAS, the Hanover Sewerage Authority desires to retain the services of auditors, bond counsel, consulting engineers, and management consultants; and

WHEREAS, the Treasurer has stated that certified funds are available for these services; and

WHEREAS, the Authority is authorized to enter into contracts for professional services without public advertising for bids pursuant to N.J.S.A. 40A:11-5, provided notice of the award is published; and

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey on this 1<sup>st</sup> day of February 2012 as follows:

1. The Chairman and Executive Director are hereby authorized and directed to execute agreements for Professional Services with

<b>Firm</b>	<b>Service</b>
VM Associates	Auditor
QC Laboratories	Laboratory
Omni Environmental	Laboratory / Engineering
Emilcott Associates	Laboratory
Paul Forti	Management Consultant

2. A brief notice shall be published in the Hanover Eagle/Regional Weekly News stating the nature, duration, service and amount of the contracts and that this Resolution and contracts are on file for public inspection at the office of the Hanover Sewerage Authority, 1000 Route 10, Whippany, New Jersey.
  
3. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O’Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O’Hare and O’Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

**RESOLUTION NO. 5-12**

WHEREAS, the Sewerage Authorities Law (N.J.S.A. 40:13A-1 et seq) authorizes every authority to appoint and employ such professional and technical advisors and experts as it may require; and

WHEREAS, the Hanover Sewerage Authority desires to retain the services of legal counsel, employment counsel and consulting engineers as a non-fair and open contract pursuant to provisions of N.J.S.A. 19:44A-20.5; and

WHEREAS, the Executive Director has determined and certified in writing that the value of the acquisition will exceed \$17,500; and

WHEREAS, the anticipated term of this contract is one year, and;

WHEREAS, the firms listed have submitted proposals indicating they will provide the described services, and;

WHEREAS, each firm has completed and submitted a Business Entity Disclosure Certification which certifies that the firm has not made any reportable contributions to a political or candidate committee in the Township of Hanover in the previous one year, and that the contract will prohibit the firm from making any reportable contributions through the end of the contract, and;

WHEREAS, the Treasurer has stated that certified funds are available for these services; and

WHEREAS, the Authority is authorized to enter into contracts for professional services without public advertising for bids pursuant to N.J.S.A. 40A:11-5, provided notice of the award is published; and

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey on this 1<sup>st</sup> day of February 2012 as follows:

4. The Chairman and Executive Director are hereby authorized and directed to execute agreements for Professional Services with

<b>Firm</b>	<b>Service</b>
Maraziti, Falcon and Healey	Legal Counsel
Hatch Mott MacDonald	Consulting Engineer
Knapp, Trimboli & Prusinowski, LLC	Employment Counsel
Stanford Risk Management	Risk Manager
Hawkins Delafield and Wood	Bond Counsel

5. A brief notice shall be published in the Hanover Eagle/Regional Weekly News stating the nature, duration, service and amount of the contracts and that this Resolution and contracts are on file for public inspection at the office of the Hanover Sewerage Authority, 1000 Route 10, Whippany, New Jersey.
6. A resolution authorizing the award of non-fair and open contract for the business disclosure entity certification and the determination of value be placed on file with this resolution, and;
7. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 6-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the following be designated as the official newspapers for the Authority for the year 2012:

1. HANOVER EAGLE/REGIONAL WEEKLY NEWS
2. MORRIS COUNTY DAILY RECORD
3. THE STAR LEDGER

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Member O'Hare offered the following Resolution and moved its adoption:

RESOLUTION NO. 7-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that

VM ASSOCIATES

represented by Vincent M. Montanino, be and they are hereby appointed as Auditors of the Hanover Sewerage Authority for the year 2012.

DATED: February 2, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 8-12

BE IT RESOLVED, by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the firm of

MARAZITI, FALCON AND HEALEY

be and they are hereby designated as Attorneys for the Hanover Sewerage Authority for the year 2012.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 9-12

BE IT RESOLVED, by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the firm of

Hawkins Dellafield and Wood

be and they are hereby designated as Bond Counsel to the Hanover Sewerage Authority for the year 2012.

DATED: February 2, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 10-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the firm of

KNAPP, TRIMBOLI & PRUSINOWSKI, LLC

be and they are hereby appointed as Employment Counsel for the Hanover Sewerage Authority for the year 2012.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 11-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the firm of

HATCH MOTT MACDONALD

be and they are hereby appointed as Consulting Engineers for the Hanover Sewerage Authority for the year 2012.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 12-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that

MICHAEL C. WYNNE, P.E.

be and he is hereby appointed as Executive Director and Recording Secretary of the Hanover Sewerage Authority for the year 2012.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 13-12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that the fiscal year of the Hanover Sewerage Authority shall commence on December 1, 2011 and end on November 30, 2012

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare, O'Brien and Galacki

ABSENT: Member Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 14-12

BE IT RESOLVED by the Hanover Sewerage Authority in the Township of Hanover, County of Morris and State of New Jersey as follows:

1. The rate of interest on delinquent sewer accounts shall be eighteen (18%) percent per annum in accordance with the N.J.S.A. 40:14A-21.
2. Sewer charge payments received in the Authority's office within thirty (30) days of the due date shall not be liable for the aforesaid interest charge. Payments not received within this period shall accrue interest from the original due date.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 15-12

**RESOLUTION TO AUTHORIZE THE DEFENSE AND INDEMNIFICATION OF THE MEMBER AND EMPLOYEES OF THE HANOVER SEWERAGE AUTHORITY**

WHEREAS, there exists a need to protect the members and employees of the Hanover Sewerage Authority ("the Authority") from the monetary costs of fines, penalties, damages, settlements, costs and legal fees associated with the defense of any civil or criminal actions which may be brought from this day forward against the Authority, or any such members or employees, as the result of any action(s) or omission(s) relating to the duties of such member or employee of the Authority; and

WHEREAS, the Authority desires to provide protection for its members and employees from the financial consequences of any such civil and/or criminal action to the extent permitted by law and, therefore, provided that the actions of the members and/or employees concerned do not constitute actual fraud, actual malice, willful misconduct or any intentional act or omission in the judgment of the Authority:

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority, in the County of Morris and State of New Jersey, on this 1<sup>st</sup> day of February 2012 as follows:

1. The Authority shall, to the extent permitted by law, pay or otherwise reimburse the members and employees of the Authority for all fines, penalties, damages, costs and legal fees associated with the defense of any civil or criminal action brought after the adoption of this Resolution against such member or employee based upon an act or omission of that member or employee arising out of and directly relating to the lawful exercise of his or her official duties or under color of his or her authority.
2. In any case where the Authority provides a defense to a member or employee, it is authorized to make direct payments to counsel or reimburse the member or employee for the costs associated with his or her defense upon the approval by the Authority of proper vouchers submitted therefore, but in no case shall the Authority be authorized to pay or reimburse for legal fees and expenses exceeding those customarily charged for legal services in the defense of such actions.
2. In any case where the Authority elects to reimburse for costs rather than to pay the same directly as the costs are incurred, then it shall do so on at least a quarterly basis during the pendency of any action.

4. Notwithstanding the foregoing, the Authority may refuse to provide for the defense and/or to indemnify any member or employee of the Authority in any action referred to above or recover any amounts paid on behalf of such member or employee for such defense if in its sole direction it has reason to conclude that the act or omission was:

a. Not within the scope of such member or employee duties or was carried out in an individual capacity (outside the scope of employment);

b. The subject matter of any action brought by the Authority against the member or employee;

c. A violation of the Local Government Ethics Law (P.L. 1991 c. 29); or

d. Due to actual fraud, actual malice, willful misconduct or an intentional wrong.

5. In any action in which the Authority intends to provide a defense or indemnify a member or employee the Authority shall pay the deductible under any appropriate insurance policy that requires the insurer to defend and indemnify.

6. In any action where the provision of such a defense and/or indemnification is sought by a member or employee, and the Authority agrees to provide such a defense or provide indemnification, subject to paragraph 4, and to the extent that the Authority's insurance carrier does not select counsel, it is within the sole discretion of the Authority to:

a. Provide a defense by an attorney chosen by the Authority; or

b. Provide a defense by an attorney or the member or employee's choosing.

7. In the event that a civil action results in compensatory and/or punitive damages against a member or employee of the Authority, the Authority shall indemnify such member(s) and/or employee(s), provided that the Authority does not refuse to provide for such indemnification for the reasons set forth in paragraph 4.

8. In the event that a civil action results in a settlement, the Authority shall indemnify such member(s) and/or employee(s) against whom such settled claims have been made, provided that the Authority does not refuse to provide for such indemnification for the reasons set forth in paragraph 4.

9. Although the Authority will provide for the defense of a member or employee in a criminal action subject to the term of this Resolution, in no event will the Authority indemnify a member or employee for criminal penalties.

11. Any person seeking payment or reimbursement under the policy enunciated in this Resolution shall give prompt notice to the Authority of the pendency of any action against them, at which time the Authority shall have the duty to implement the provisions of this Resolution.

11. The payment and reimbursement policy set forth herein shall remain in effect and shall not expire unless discontinued by the adoption of a Resolution at the annual organization meeting of

the Authority except that it shall not be revoked as to any action then pending and for which the Authority is or will make payments pursuant to this policy.

12. It is the intention of this Resolution to set forth the policy with respect to the indemnification of persons associated with the Authority in the management of its affairs and business to the maximum extent permitted by law, and if any provision hereof or the application hereof to any person or circumstance is held invalid by a court of competent jurisdiction such invalidity shall not affect other provisions of this Resolution and to this end the provisions hereof are declared to be severable.

This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 16-12

WHEREAS, there exists a need for the designation of an officer or employee to serve as a Public Agency Compliance Officer ("P.A.C.O") pursuant to N.J.A.C. 17.27 for the Hanover Sewerage Authority ("Authority"); and

WHEREAS, the P.A.C.O. is the liaison official for matters concerning Affirmative Action as set forth in P.L. 1975, c.127 (N.J.A.C. 17.27); and

WHEREAS, THE Authority desires to comply with the Affirmative Action requirements and wishes to make appropriate corrections (as necessary) to the Hanover Sewerage Authority's contracting procedures:

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on the 1<sup>st</sup> day of February 2012 as follows:

1. The Authority does hereby appoint the Executive Director as the Public Agency Compliance Officer (P.A.C.O.) for the Hanover Sewerage Authority.
2. The P.A.C.O. shall act as the liaison between the Authority and the New Jersey Department of the Treasury, Affirmative Action Officer and shall make appropriate

corrections (as necessary) to the Agency's contracting procedures to comply with the Affirmative Action regulations cited in N.J.A.C. 17.27.

3. The Executive Director is authorized and directed to complete the appropriate notification form designating the P.A.C.O and to forward the same to the Department of the Treasury.
4. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

#### RESOLUTION NO. 17-12

WHEREAS, the Hanover Sewerage Authority is required from time to time to endorse applications to the New Jersey Department of Environmental Protection in connection with extensions of the sewer system of the Authority by developers in the Township of Hanover as well as areas outside of the said Township served by the Authority, in connection with other treatment works approvals and in connection with NJPDES Permit applications; and

WHEREAS, the said NJDEP provides for such endorsements to be accomplished by means of its Treatment Works Approval Application ("TWA") and other forms.

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey as follows:

1. From the date hereof and unless and until revoked, the Authority authorizes and directs the Executive Director of the Authority to execute or endorse a TWA Application on its behalf in connection with any project which has been reviewed and approved by it at any regular or special public meeting of the Authority.
2. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 18-12

WHEREAS, Local Public Contracts Law (N.J.S.A. 40A:11-1 et. seq.) provides for the designation of a Contracting Agent and Purchasing Agent; and

WHEREAS, the Authority desires to designate the Michael C. Wynne, Executive Director of the Authority, as both Contracting Agent and Purchasing Agent; and

WHEREAS, Mr. Wynne is a Qualified Purchasing Agent,

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 1<sup>st</sup> day of February 2012 as follows:

1. Michael C. Wynne is hereby designated as the Contracting Agent and Purchasing Agent for the Authority.
2. Mr. Wynne is authorized and directed to perform all functions of the Contracting Agent and Purchasing Agent pursuant to N.J.S.A. 40A:11-1 et. seq.
3. Mr. Wynne is authorized to award contracts up to the bid threshold (\$36,000).
4. Contracts of values greater than the bid threshold shall be awarded by Resolution.
5. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 19-12

WHEREAS, Local Public Contracts Law (N.J.S.A. 40:11-1 et. seq.) provides for the award of contracts; and

WHEREAS, N.J.S.A. 40A:11-6.1c provides for awarding of contracts in amounts less than fifteen (15%) percent of the bid threshold without obtaining two (2) or more quotations, if authorized by the governing body.

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 2<sup>nd</sup> day of February 2011 as follows:

- 1) In accordance with the provisions of N.J.S.A. 40A:11-6.1c the Authority authorizes award of contracts less than fifteen (15%) percent of the bid threshold (\$5,400) without competitive quotations.
- 2) Contracts greater than fifteen (15%) percent of the bid threshold (\$5,400) but less than the bid threshold (\$36,000) shall be awarded based upon competitive quotations.
- 3) This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 20-12

WHEREAS, in accordance with the Local Fiscal Affairs Law, N.J.S.A. 40:5-1 et seq., and in particular N.J.S.A. 40A:5-13, each local unit shall adopt a Cash Management Plan and shall deposit its funds in accordance with that Plan; and

WHEREAS, it is a requirement of the Regulations that such a Cash Management Plan be memorialized in writing and formally adopted by Resolution of the governing body; and

WHEREAS, it is the desire of the Authority Members to approve and adopt the Cash Management Plan for the Hanover Sewerage Authority as prepared by the Authority's Treasurer.

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey as follows:

- 1) The Cash Management Plan for the Hanover Sewerage Authority as prepared by the Authority's Treasurer, in accordance with the Local Fiscal Affairs Law, N.J.S.A. 40A:5-1 et seq., as attached hereto, is hereby adopted and approved by the Authority Members.
- 2) That a certified copy of this Resolution shall be transmitted to the Authority's Executive Director and Treasurer for their reference and information.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

**RESOLUTION NO. 21-12**

RESOLUTION OF THE HANOVER SEWERAGE AUTHORITY DESIGNATING A CUSTODIAN OF GOVERNMENT RECORDS PURSUANT TO THE OPEN PUBLIC RECORDS ACT, N.J.S.A. 47:1A-1 ET SEQ.

WHEREAS, the recent amendments to public records laws in New Jersey commonly known as the Open Public Records Act, N.J.S.A. 47:1A-1 et seq. (the "Act") requires public agencies to make government records readily accessible for inspection, copying or examination by the citizens of this State, with certain exceptions; and

WHEREAS, pursuant to the Act, a public agency must officially designate a custodian of government records by formal action of its governing body; and

WHEREAS, the Authority desires to designate Michael C. Wynne, Executive Director, as the Custodian of the Authority's Government Records, as that term is defined in the Act

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 1<sup>st</sup> day of February, 2012 as follows:

1. That Michael C. Wynne be and hereby is appointed Custodian of the records of the Hanover Sewerage Authority.
2. That said Custodian shall respond to all requests for access to or copies of Government Records as that term is defined in the Act, within the time period provided by the Act.
3. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

#### RESOLUTION NO. 22 -12

BE IT RESOLVED by the Hanover Sewerage Authority, County of Morris and State of New Jersey, that officers and employees using a personal vehicle on travel for Authority purposes, shall be reimbursed at the rate of fifty five and one-half (\$.55.5) cents per mile.

BE IT FURTHER RESOLVED that evidence of such mileage shall be submitted in the form of odometer readings or mileage driven and purpose for such usage.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

Chairman Schleifer offered the following Resolution and moved its adoption:

RESOLUTION NO. 23-12

WHEREAS, the Local Public Contracts Law gives local contracting units the ability to increase their bid threshold up to \$36,000; and

WHEREAS, N.J.S.A. 40A:11-3a permits an increase in the bid threshold if a Qualified Purchasing Agent is appointed as well as granted the authorization to negotiate and award such contracts below the bid threshold; and

WHEREAS, N.J.A.C. 5:34-5 et seq. establishes the criteria for qualifying as a Qualified Purchasing Agent; and

WHEREAS, Michael C. Wynne possesses the designation of Qualified Purchasing Agent as issued by the Director of the Division of Local Government Services in accordance with N.J.A.C. 5:34-5 et seq.; and

WHEREAS, Hanover Sewerage Authority desires to take advantage of the increased bid threshold;

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 1st day of February 2012 as follows:

- 1) The bid threshold is increased to \$36,000.00;
- 2) Michael C. Wynne is appointed as the Qualified Purchasing Agent to exercise the duties of a purchasing agent pursuant to N.J.S.A. 40A:11-2(30), with specific relevance to the authority, responsibility and accountability of the purchasing activity of the contracting unit;
- 3) In accordance with N.J.A.C. 5:34-5.2 the Executive Director is hereby authorized and directed to forward a certified copy of this resolution and a copy of Michael C. Wynne's certification to the Director of the Division of Local Government Services.
- 4) This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS

STATE OF NEW JERSEY

ATTEST:

The Resolution was seconded by Member O'Hare and adopted by the following roll call vote:

AYES: Chairman Schleifer, Members O'Hare and O'Brien

Absent: Members Galacki and Fariello

**COMMUNICATIONS**

**1. MARAZITI FALCON & HEALEY**

- a. 12/29/2011 Memo re: Contract 24
- b. 01/12/2012 Letter re: NJPDES Appeal
- c. 01/20/2012 Letter re: Award Contract 24
- d. 01/23/2012 Letter re: Legal Services

**2. HATCH MOTT MACDONALD**

- a. 01/03/2012 Letter re: Contract 24 Bid Report
- b. 01/12/2012 Letter re: 2012 Consulting Engineering Agreement
- c. 01/20/2012 Letter re: Replacement of Whippany Road Bridge
- d. 01/30/2012 Letter re: Payment Request No. 16 and Change Order No. 5
- e. 01/31/2012 Letter re: MBI Developers – The Executive Director asked for a motion to approve the plans. Member O'Brien made the motion, Member O'Hare seconded; there was unanimous approval.

**3. TOWNSHIP OF HANOVER**

- a. 01/03/2012 Memo re: Township Committee Department and Liaison Assignments
- b. 01/04/2012 Letter re: Reappointment of Walter Galacki
- c. 01/12/2012 Letter re: Reappointment of Walter Galacki

**4. STATE OF NEW JERSEY**

- a. 01/11/2012 Letter re: TWA Waterview at Hanover
- b. 01/18/2012 Letter re: Contract 24

- c. 01/24/2012 Letter re: Authorization to Award Contract 24

**5. WAXMAN AND SCHAFFER**

- a. 12/15/2011 Transcript re: 2012-2013 Budget Adoption and Connection Fee Change

**6. AFFIDAVITS**

- a. 01/16/2012 Daily Record re: NTB Contract 2012-1
- b. 01/16/2012 Star Ledger re: NTB Contract 2012-1

**RESOLUTIONS**

Chairman Schleifer offered the following resolution and moved its adoption:

RESOLUTION NO. 24-12

BE IT RESOLVED by the Hanover Sewerage Authority in the Township of Hanover, County of Morris and State of New Jersey that the amounts listed in the following items be and they are hereby cancelled as follows:

- 1. A resolution authorizing the Treasurer to cancel various items:

OUTSTANDING CHECKS:

<u>ISSUE DATE</u>	<u>CHECK NO.</u>	<u>AMOUNT</u>
	20151	\$542.52
November 2006	24851	\$168.80
November 2008	26532	\$300.00
September 2009	27108	\$ 7.49
September 2009	27167	\$800.70
September 2010	28017	\$51.28
March 2011	28434	\$4,065.00

Be it further resolved, that a certified copy of this Resolution be transmitted to the Hanover Sewerage Authority's Treasurer for this information and action.

- 2. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

Member O'Hare seconded.

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

AYES: Chairman Schleifer, Members O'Brien and O'Hare

ABSENT: Members Fariello and Galacki

Chairman Schleifer offered the following resolution and moved its adoption

**RESOLUTION NO. 25-12**

BE IT RESOLVED by the Hanover Sewerage Authority in the Township of Hanover,  
County of Morris and State of New Jersey as follows:

1. The Chairman is authorized and directed to sign new or revised Service Agreements in the form approved by the Authority with the following as shown on the Tax Map of the Township of Hanover.

**OWNER**

**BLOCK/LOT**

Quick Chek Corporation	4204 / 6
197 Ridgedale LLC	2104 / 2
101 Whippany Road Real Estate Co., LLC	5801 / 6

2. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

Member O'Hare seconded; there was unanimous roll call approval.

AYES: Chairman Schleifer, Members O'Brien and O'Hare

ABSENT: Members Fariello and Galacki

Chairman Schleifer offered the following resolution and moved its adoption

**RESOLUTION 26-12**

WHEREAS the State of New Jersey as authorized local government to participate in Local Unit Electronic Technology Pilot Program, P.L.2001, c.30 and;

WHEREAS Hanover Sewerage Authority desires to participate in the program, and;

WHEREAS, EMEX, LLC, a State of New Jersey approved vendor for purchase of energy generation services, has proposed to conduct a reverse auction for electricity for the Hanover Sewerage Authority, and;

WHEREAS, initial customer pricing analysis projects savings of greater than 25% from current rates for a 12 month term, and;

WHEREAS, there is no fee charged to the Hanover Sewerage Authority by EMEX, LLC for the services associated with the reverse auction, and;

WHEREAS, EMEX, LLC is paid by the successful bidder for electricity for the Hanover Sewerage Authority, and;

WHEREAS, terms of 18, 24 and 36 months are also available.

BE IT RESOLVED by the Hanover Sewerage Authority, in the County of Morris and State of New Jersey, that they do hereby authorize EMEX, LLC to conduct the reverse auction on or about February 9, 2012, and

BE IT FURTHER RESOLVED, the Executive Director is authorized, upon review and approval of the contract by the Authority Attorney, to accept the bid of the successful bidder for a 12 month period at a saving equal to or greater than outlined above, and

BE IT FURTHER RESOLVED, the Executive Director is authorized, upon review and approval of the contract by the Authority Attorney, to accept a bid for a longer term, provided the savings is at least 25% per year from the current price charged by JCP&L.

BE IT FURTHER RESOLVED that the Executive Director shall file a copy of this Resolution with the Division of Local Government Services.

3. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

Member O'Hare seconded; there was unanimous roll call approval.

AYES: Chairman Schleifer, Members O'Brien and O'Hare

ABSENT: Members Fariello and Galacki

Chairman Schleifer offered the following resolution and moved its adoption

### **RESOLUTION NO. 27-12**

WHEREAS, the Hanover Sewerage Authority ("the Authority") advertised publicly for receipt of sealed competitive bids for Contract 24 Rehabilitation of Pond Liners and Miscellaneous Improvements; and

WHEREAS, the Authority received sealed competitive bids and the same have been reviewed by the Authority to determine compliance with the bid specifications in accordance with the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, the amount bid by the four (4) bidders is set forth below:

- |   |                |
|---|----------------|
| 1. RML Construction, Inc.<br>500 13 <sup>th</sup> Street<br>Carlstadt, NJ 07072 | \$3,930,838.00 |
| 2. APS Contracting, Inc.<br>155-161 Pennsylvania Avenue<br>Paterson NJ 07503    | \$4,281,000.00 |
| 3. Spectraserv, Inc.<br>75 Jacobus Avenue<br>Kearney NJ 07032                   | \$4,826,900.00 |
| 4. Montana Construction corp.<br>80 Constant Avenue<br>Lodi NJ 07644            | \$4,969,111.00 |

WHEREAS, the Authority's Engineer Hatch Mott MacDonald has recommended award to RML Construction Inc., by letter dated January 3, 2012, and;

WHEREAS the Authority's attorney, Maraziti Falcon & Healey has advised by memo dated December 29, 2011 that RML Construction Inc. has complied with all necessary requirements, and;

WHEREAS, the Authority has sought and obtained approval to award from the NJEIFP by letter dated January 24, 2012.

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 1<sup>st</sup> day of February, 2012 as follows:

1. The Authority hereby awards a contract for the Rehabilitation of Pond Liners and Miscellaneous Improvements, to RML Construction, Inc. of Carlstadt, New Jersey, in the amount of \$3,930,838.00. The Chairman is authorized and directed to execute a contract with RML Construction, Inc. for the performance of the work.
2. The Executive Director is authorized and directed to forward Notice of Award to RML Construction Inc. and to release the bid security of the other bidders following execution of the contract by RML Construction, Inc..
3. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

Member O'Hare seconded; there was unanimous roll call approval.

AYES: Chairman Schleifer, Members O'Brien and O'Hare

ABSENT: Members Fariello and Galacki

Chairman Schleifer offered the following resolution and moved its adoption

**RESOLUTION NO. 28-12**

WHEREAS, the Hanover Sewerage Authority ("the Authority") advertised publicly for receipt of sealed competitive bids for the Contract 2012-1, Cleaning Primary Digester No. 2; and

WHEREAS, the Authority received sealed competitive bids and the same have been reviewed by the Authority to determine compliance with the bid specifications in accordance with the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq.; and

WHEREAS, the amount bid by the two (2) bidders is set forth below:

- |   |              |
|---|--------------|
| 1. Spectra-Serv<br>75 Jacobus Avenue<br>Kearny NJ 07032       | \$207,800.00 |
| 2. Russell Reid, Inc.<br>200 Smith Street<br>Keasbey NJ 08832 | \$219,600.00 |

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 1<sup>st</sup> day of February, 2012 as follows:

4. The Authority hereby awards a contract for the Cleaning Primary Digester No. 2 to SpectraServ of Kearny, New Jersey. The Chairman is authorized and directed to execute a contract with SpectraServ for the performance of the work.
5. The Executive Director is authorized and directed to forward Notice of Award to SpectraServ and to release the bid security of the other bidders following execution of the contract by Spectra-Serv.

6. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

Member O'Hare seconded; there was unanimous roll call approval.

AYES: Chairman Schleifer, Members O'Brien and O'Hare

ABSENT: Members Fariello and Galacki

Chairman Schleifer offered the following resolution and moved its adoption

**RESOLUTION NO. 29-12**

WHEREAS, the Hanover Sewerage Authority (hereinafter the "Authority") has entered into Contract 37, Digester Improvements, with MBE Mark III Electric, Inc. (MBE); and

WHEREAS, the initial contract amount was \$2,745,000.00; and

WHEREAS, the Authority has reviewed the Request for Change Order filed with the Authority by the Executive Director in support of Change Order No. 5; and

WHEREAS, the Authority is satisfied that the proposed Change Order is justified and meets the requirements of N.J.A.C. 5:30-11.8 et seq; and

WHEREAS, the Treasurer has certified that funds are available,

NOW, THEREFORE, BE IT RESOLVED by the Hanover Sewerage Authority in the County of Morris and State of New Jersey on this 1<sup>st</sup> day of February, 2012 as follows:

1. The Chairman is authorized to execute an amendment to the Contract in the amount of \$26,222.24 (Change Order No. 5) for the work described in the aforesaid Request for Change Order in the form submitted to the Authority.
2. The adjusted contract amount shall be \$3,229,133.23
3. This Resolution shall take effect as provided by law.

DATED: February 1, 2012

HANOVER SEWERAGE AUTHORITY  
COUNTY OF MORRIS  
STATE OF NEW JERSEY

ATTEST:

Member O'Hare seconded; there was unanimous roll call approval.

AYES: Chairman Schleifer, Members O'Brien and O'Hare

ABSENT: Members Fariello and Galacki

### **MOTION**

- a. HMM Sampling Proposals dated 12/12/2011 – The Executive director asked for a motion to approve the Sampling Proposal services for the 2012 fiscal year. Member O'Brien made the motion, Member O'Hare seconded, there was unanimous approval.

Chairman Schleifer moved the following reports be accepted and filed as received; Member O'Hare seconded; there was unanimous approval. Absent: Members Fariello and Galacki

### **REPORTS**

Plant Operations Report – dated December 8, 2011 – January 18, 2012  
Plant Operations Weekly Meetings Report – dated December 8, 2011 – January 18, 2012  
Hatch Mott MacDonald Report – dated January 20, 2012  
Collection System Status Report – dated December 8, 2011 – January 18, 2012  
Treasurers Report – dated December 31, 2011, 2011  
Superintendents Report # 702 – dated December, 2011  
IPP Report - dated December 9, 2011 – January 13, 2012

Member O'Brien moved the payment of bills be confirmed and authorized as listed; Chairman Schleifer seconded; there was unanimous approval. Absent: Members Fariello and Galacki

### **DECEMBER 2011**

<b><u>REVENUE FUND 111</u></b>	\$316,770.17
<b><u>REVENUE FUND 112</u></b>	\$255,422.42
<b><u>REVENUE FUND 201</u></b>	\$ 74,217.40
<b><u>PLANT EXPANSION FUND 301</u></b>	\$ 28,775.16
<b><u>PLAN REVIEW FUND 401</u></b>	\$ 2,360.00
<b><u>PAYROLL</u></b>	\$247,041.77

### **JANUARY 2012**

<b><u>REVENUE FUND 111</u></b>	\$89,065.28
<b><u>REVENUE FUND 112</u></b>	\$87,638.59

<b><u>REVENUE FUND 201</u></b>	\$ 0.00
<b><u>PLANT EXPANSION FUND 301</u></b>	\$171,733.59
<b><u>PLAN REVIEW FUND 401</u></b>	\$ 0.00
<b><u>PAYROLL</u></b>	\$176,203.59

Bills list is maintained in a separate file.

**OTHER BUSINESS:**

**OPEN TO THE PUBLIC:** There was a brief discussion on Bayer coming to Hanover. There was a welcome put forth to Liaison John L. Ferramosca.

**ADJOURNMENT** - A motion to adjourn was made by Chairman Schleifer; seconded by Member O'Brien and roll call vote was unanimous. The meeting adjourned at 8:39 p.m.

Respectfully submitted,

Michael C. Wynne, P.E.  
Executive Director