

MASSACHUSETTS WATER RESOURCES AUTHORITY

Meeting of the Board of Directors

March 21, 2018

A meeting of the Board of Directors of the Massachusetts Water Resources Authority was held on March 21, 2018 at the Authority headquarters in Charlestown. Chairman Beaton presided. Present from the Board were Messrs. Blackmon, Carroll, Cotter, Flanagan, Foti, Pappastergion, Peña, Vitale and Walsh. Ms. Wolowicz was absent. Among those present from the Authority staff were Frederick Laskey, Executive Director, Steven Remsberg, General Counsel, David Coppes, Chief Operating Officer, Thomas Durkin, Director of Finance, Michele Gillen, Director of Administration, and Bonnie Hale, Assistant Secretary. The meeting was called to order at 1:10 p.m.

APPROVAL OF MINUTES

Upon a motion duly made and seconded, it was

Voted to approve the minutes of the Board of Directors' meeting of February 21, 2018, as presented and filed with the records of the meeting.

REPORT OF THE EXECUTIVE DIRECTOR

Mr. Laskey and the Board members recognized Bonnie Hale for her 32 years of service working as the Assistant to the Board of Directors, wished her well in her upcoming retirement, and presented her with a gift from her friends at MWRA and a citation from Governor Charles Baker.

Mr. Laskey and staff then gave a presentation on storm damage from the recent Nor'easters.

BOARD ACTIONS

APPROVALS

Memorandum of Agreement between MWRA and the Dedham/Westwood Water District - Contract 7505, Southern Extra High Pipeline Section 111

Upon a motion duly made and seconded, it was

Voted to authorize the Executive Director, on behalf of the Authority, to execute a Memorandum of Agreement with the Dedham/Westwood Water District, substantially in the form presented and filed with the records of the meeting, related to reimbursement to the Authority for construction costs associated with the installation of a Dedham/Westwood Water District 12-inch diameter water main.

PCR Amendments – March 2018

Upon a motion duly made and seconded, it was

Voted to approve amendments to the Position Control Register, as presented and filed with the records of the meeting.

Appointment of Proxy for the Fore River Railroad Corporation

Upon a motion duly made and seconded, it was

That the MWRA Board of Directors, as holder of all voting rights of all the issued and outstanding shares of stock of the Fore River Railroad Corporation, voted to appoint Kathy Soni, with the power of substitution, to vote as proxy at the next annual meeting and any special meeting of the stockholders for the Fore River Railroad Corporation in accordance with the form of proxy presented and and filed with the records of this meeting. In addition, the MWRA Board of Directors directs the proxy to elect the following board members: David W. Coppes, Thomas J. Durkin, Godfrey O. Ezeigwe, Michele S. Gillen, Lisa R. Grollman, Frederick A. Laskey, Brian Peña, Steven A. Remsberg, John P. Vetere, and John J. Walsh.

Adoption of the Seventy-Eighth Supplemental Resolution

Upon a motion duly made and seconded, it was

Voted to adopt the Seventy-Eighth Supplemental Resolution authorizing the issuance of up to \$150,000,000 of Massachusetts Water Resources Authority General Revenue Bonds and Massachusetts Water Resources Authority General Revenue Refunding Bonds and the supporting Issuance Resolution.

Amendments to Capital Finance Management Policy

Upon a motion duly made and seconded, it was

Voted to adopt amendments to the Capital Finance Management Policy, substantially in the form presented and filed with the records of the meeting, in compliance with the State Finance and Governance Board's regulations (976 CMR 2.04).

Electronic Document Management System

Upon a motion duly made and seconded, it was

Voted to authorize staff to proceed with the procurement of an electronic document management system.

CONTRACT AWARDS

Northern Intermediate High Section 89 Replacement Pipeline Preliminary/Final Design & ESDC: Stantec Consulting Services Inc., Contract 7116

Upon a motion duly made and seconded, it was

Voted to approve the recommendation of the Consultant Selection Committee to select Stantec Consulting Services Inc. to provide Section 89 Replacement Project, Design and Engineering Services During Construction, and to authorize the Executive Director, on behalf of the Authority, to execute and deliver Contract 7116 with Stantec Consulting Services Inc. in an amount not to exceed \$3,948,625, for a term of fifty-seven months from the Notice to Proceed.

Metropolitan Operations Paving: Sunshine Paving Corporation, Contract OP-354

Upon a motion duly made and seconded, it was

Voted to approve the award of Contract OP-354, Metropolitan Operations Paving, to the lowest responsible and eligible bidder, Sunshine Paving Corporation, and to authorize the Executive Director, on behalf of the Authority, to execute and deliver Contract OP-354 in the bid amount of \$1,277,568.50 for a term of 970 days from the Notice to Proceed.

CONTRACT AMENDMENTS/CHANGE ORDERS

Assignment and Assumption of Contract OP-337, Purchase and Supply of Electric Power for MWRA Profile Accounts, from TransCanada Power Marketing Ltd. to EDF Energy Services, LLC, and Amendment 1

Upon a motion duly made and seconded, it was

Voted to approve the assignment and assumption of Contract OP-337 from TransCanada Power Marketing Ltd. to EDF Energy Services, LLC and, further, to authorize the Executive Director, on behalf of the Authority, to approve Amendment 1 to Contract OP-337, incorporating a financial guarantee from its parent company, EDF Trading Limited, as part of the terms and conditions of the contract, with no increase in contract price or term.

EXECUTIVE SESSION

It was moved to enter executive session to discuss litigation.

Upon a motion duly made and seconded, it was, upon a roll call vote in which the members were recorded as follows:

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Blackmon		
Carroll		
Cotter		
Flanagan		
Foti		
Pappastergion		

Yes

No

Abstain

Peña
Vitale
Walsh
Beaton

Voted to enter executive session to discuss strategy with respect to litigation, in that such discussion in open session may have a detrimental effect on the litigating position of the Authority.

It was stated that the meeting would return to open session solely for the consideration of adjournment.

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EXECUTIVE SESSION

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The meeting returned to open session at 1:45 p.m. and adjourned.

Approved: April 18, 2018

Attest:



Andrew M. Pappastergion, Secretary