

MASSACHUSETTS WATER RESOURCES AUTHORITY
Meeting of the Board of Directors
March 18, 2020

Pursuant to Governor Baker's March 12, 2020 Order Suspending Certain Provisions of the Open Meeting Law the March 18, 2020 meeting of the Board of Directors of the Massachusetts Water Resources Authority was held by remote participation. Vice Chair Carroll presided. Present remotely from the Board, in addition to Vice-Chair Carroll, were Ms. Wolowicz and Messrs. Cook, Cotter, Flanagan, Pappastergion, Peña, Vitale and Walsh. Chair Theoharides and Mr. Foti were absent. In accordance with social distancing guidelines for the COVID-19 pandemic, a limited number of MWRA staff participated in-person at the Authority headquarters in Charlestown: Frederick Laskey, Executive Director, Carolyn Francisco Murphy, General Counsel, David Coppes, Chief Operating Officer, Carolyn Fiore, Deputy Chief Operating Officer, Thomas Durkin, Director of Finance, Michele Gillen, Director of Administration, and Assistant Secretary Ria Convery. Joseph Favaloro, MWRA Advisory Board, also attended person. Kristin MacDougall, Assistant Secretary, MWRA staff and members of the public participated remotely. The meeting was called to order at 1:04 p.m.

APPROVAL OF FEBRUARY 19, 2020 MINUTES

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Flanagan		
Pappastergion		
Peña		
Vitale		
Wolowicz		

Voted: to approve the minutes of February 19, 2020 Board of Directors' Meeting as presented and filed with the records of the meeting.

REPORT OF THE EXECUTIVE DIRECTOR

Mr. Laskey briefed Board Members on MWRA's measures to safeguard staff and continue operations throughout the ongoing COVID-19 pandemic including telework and

working with union officials on tactics to ensure the safety of field crews. There was discussion and questions and answers. (Messrs. Cook, Cotter and Walsh joined the meeting during the briefing and discussion.)

APPROVALS

Approval of PCR Amendments – March 2020

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve amendment to the Position Control Register (PCR) as presented and filed with the records of the meeting (ref. P&C A.1)

Amendments to Capital Finance Management Policy

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: that in compliance with the State Finance and Governance Board's regulations (976 CMR 2.04), the Board adopt the amendments to the Capital Finance Management Policy, substantially in the form filed with the records of the meeting. (ref. AF&A B.1)

Staff gave a brief summary of financial information relating to the pandemic.

Approval of the Eighty-Second Supplemental Bond Resolution

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to adopt the Eighty-Second Supplemental Resolution authorizing the issuance of up to \$75,000,000 of Massachusetts Water Resources Authority Subordinated General Revenue Bonds and the supporting issuance resolution. (ref. AF&A B.2)

Approval of the Eighty-Third Supplemental Resolution

Staff made a verbal presentation. There was brief discussion.

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to adopt the Eighty-Third Supplemental Resolution authorizing the issuance of up to \$390,000,000 of Massachusetts Water Resources Authority Taxable and Tax-Exempt General Revenue Bonds and General Revenue Refunding Bonds and the supporting Issuance Resolution. (ref. AF&A A.4)

Memorandum of Agreement between MWRA and the Town of Arlington Regarding Contract 6544 - Rehabilitation of WASM 3

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to authorize the Executive Director, on behalf of the Authority, to execute a Memorandum of Agreement with the Town of Arlington regarding Contract 6544, Rehabilitation of WASM 3, substantially in the form as presented and filed with the records of the meeting, related to cost sharing between the Town of Arlington and the Authority for construction costs associated with the reconstruction of Broadway Plaza. (ref. W B.1)

CONTRACT AWARDS

Employee Assistance Program Services: AllOne Health Resources Inc., Contract A625

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve the recommendation of the Selection Committee to award Contract A625, Employee Assistance Services, to AllOne Health Resources, Inc., and to authorize the Executive Director on behalf of the Authority to execute said contract in an amount not-to-exceed \$26,171 for a one-year period, commencing April 1, 2020; and to further authorize the Executive Director to exercise a single three-year option to renew the contract if recommended by staff, in an amount not to exceed \$81,459. Actual annual cost is based on an established per employee unit rate and the total employee count as of January 1 of each year as well as the anticipated number of mandatory substance abuse professional referrals, training and facilitation hours utilized. (ref. P&C B.1)

Disclosure Counsel Services: Mccarter & English, LLP. Contract F255

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve the recommendation of the Consultant Selection Committee to award Contract F255 to McCarter & English, LLP for Disclosure Counsel Services and to authorize the Executive Director, on behalf of the Authority, to execute Contract F255

in an amount not to exceed \$637,100 and for a term from the date indicated in the Notice to Proceed to June 30, 2024. (ref. AF&A C.1)

Deer Island Demand Response Services: Direct Energy Business Marketing, LLC, Contract S594

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve the award of Contract S594, Deer Island Demand Response Services, to Direct Energy Business Marketing, LLC, and to authorize the Executive Director, on behalf of the Authority, to execute said contract in the bid amount of six percent of the revenue received from ISO New England for a three-year term from June 1, 2024 through May 31, 2027. (ref. AF&A C.2)

Sole Source Purchase Order for One Year of Maintenance and Support of the Integrated Financial, Procurement and Human Resources/Payroll Management System, Infor Inc.

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Walsh		
Wolowicz		

Voted: to approve the award of a sole source purchase order contract for the annual maintenance and support of the integrated financial, procurement and human resources/payroll management system to Infor Inc. and to authorize the Executive Director to execute said purchase order contract in an amount not to exceed \$479,960.16 for a period of one year, from June 1, 2020 through May 31, 2021. (ref. AF&A C.3)

Dorchester Interceptor Sewer Rehabilitation: Sections 240/241/242, Michels Corporation, Contract 7279

There was brief discussion and questions and answers.

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve the award of Contract 7279, Dorchester Interceptor Sewer Rehabilitation, Sections 240/241/242, to the lowest responsible and eligible bidder, Michels Corporation, and to authorize the Executive Director, on behalf of the Authority, to execute said contract in the bid amount of \$4,707,485, with a contract term of 540 calendar days from the Notice to Proceed. (ref. WW B.1)

Electrical Testing and Technical Services - Metropolitan Boston: Infra-Red Building and Power Service, Inc., Contract OP-409

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve the award of Contract OP-409, Electrical Testing and Technical Services - Metropolitan Boston, to the lowest, responsive bidder, Infra-Red Building and Power Service, Inc., and authorize the Executive Director, on behalf of the Authority, to execute said contract in the bid amount of \$658,802, for a contract term of 1,095 calendar days from the Notice to Proceed. (ref. WW B.2)

Diver Assisted Suction Harvesting of Invasive Aquatic Plants at Wachusett Reservoir Lower Basins and Coves, 2020 Season: AE Commercial Diving Services, WRA-4814

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to approve the award of a purchase order contract for the control of invasive plants in the Wachusett Reservoir lower basins and main reservoir coves to the lowest responsive bidder under Bid WRA-4814, AE Commercial Diving Services, and to authorize the Executive Director, on behalf of the Authority, to execute said purchase order contract in the bid amount of \$375,200 for a term of six months from July 1, 2020 to November 30, 2020. (ref. W C.1)

CONTRACT AMENDMENTS/CHANGE ORDERSChelsea Creek Headworks Upgrade: BHD/BEC 2015, A Joint Venture, Contract 7161, Change Order 36

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Change Order 36 to Contract 7161, Chelsea Creek Headworks Upgrade, with BHD/BEC2015, A Joint Venture, for an amount not to exceed \$144,652.00, increasing the contract amount from \$82,664,390.06 to \$82,809,042.06, with no increase in contract term.

Further, voted: to authorize the Executive Director to approve additional change orders as may be needed to Contract 7161 in an amount not to exceed the aggregate of \$250,000, in accordance with the Management Policies and Procedures of the Board of Directors. (ref. WW C.1)

CSO Post-Construction Monitoring and Performance Assessment: AECOM Technical Services, Inc., Contract 7572, Amendment 2

Staff made a verbal presentation.

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Amendment 2 to Contract 7572, CSO Post-Construction Monitoring and Performance Assessment with AECOM Technical Services, Inc., to increase the contract amount by \$1,431,700 from \$3,852,705 to \$5,284,405 with no increase in contract term. (ref. WW C.2)

Northern Intermediate High Section 110 – Stoneham: Albanese D&S Inc., Contract 7067, Change Order 13

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Change Order 13 to Contract 7067, Northern Intermediate High Section 110 Stoneham, with Albanese D&S Inc., for an amount not to exceed \$75,000, increasing the contract amount from \$25,342,047.60 to \$25,417,047.60, with no increase in contract term.

Further, voted: to authorize the Executive Director to approve additional change orders as may be needed to Contract 7067 in an amount not to exceed the aggregate of \$250,000, in accordance with the Management Policies and Procedures of the Board of Directors. (ref. W D.1)

Southern Extra High Pipeline Section 111 - Dedham South: RJV Construction Corp. Contract 7505, Change Order 4

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Change Order 4 to Contract 7505, Southern Extra High Pipeline Section 111 - Dedham South, with RJV Construction Corp., for an amount not to exceed \$1,325,000, increasing the contract amount from \$19,576,087.42 to \$20,901,087.42, and extending the contract term by 205 calendar days from November 7, 2020 to May 31, 2021.

Further, voted: to authorize the Executive Director to approve additional change orders as may be needed to Contract 7505 in an amount not to exceed the aggregate of \$250,000 and 180 days, in accordance with the Management Policies and Procedures of the Board of Directors. (ref. W D.2)

Commonwealth Avenue Pumping Station Improvements: WES Construction Corp., Contract 7524, Change Order 4

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cook		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Change Order 4 to Contract 7524, Commonwealth Avenue Pumping Station Improvements, with WES Construction Corp., for a not to exceed amount of \$225,000, increasing the contract amount from \$7,128,123.12 to \$7,353,123.12, with no increase in contract term.

Further, voted: to authorize the Executive Director to approve additional change orders as may be needed to Contract 7524 in an amount not to exceed the aggregate of \$250,000, in accordance with the Management Policies and Procedures of the Board of Directors. (ref. W D.3)

(Mr. Cook left the meeting after the roll call vote.)

OTHER BUSINESS

Mr. Laskey updated Board Members on MWRA's ongoing plan to temporarily transition staff to telework as appropriate in response to the COVID-19 pandemic. There was discussion and questions and answers.

EXECUTIVE SESSION

Vice Chair Carroll announced that the Board would enter Executive Session to discuss real estate, since discussion in open session may have a detrimental effect upon the bargaining and litigating position of the Authority. It was moved to enter Executive Session to discuss real estate and thereafter to return to open session solely for the purpose of adjournment.

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

<u>Yes</u>	<u>No</u>	<u>Abstain</u>
Carroll		
Cotter		
Flanagan		
Pappastergion		
Peña		
Vitale		
Walsh		
Wolowicz		

Voted: to enter Executive Session for the purpose of discussing real estate, and thereafter to return to open session solely for the purpose of adjournment.

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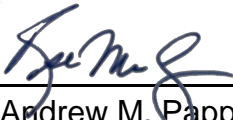
EXECUTIVE SESSION

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The meeting adjourned at 2:16 p.m.

Approved: May 27, 2020

Attest:

 for

Andrew M. Pappastergion, Secretary