

VOTE EXTRACTS**JANUARY 17, 2024 BOARD OF DIRECTORS' MEETING****I. APPROVAL OF MINUTES**

Voted: to approve the minutes of the Board of Directors' December 13, 2023 meeting as presented and filed with the records of the meeting.

II. REPORT OF THE CHAIR**A. Annual Meeting: Election and Appointment of MWRA Officers, Retirement Board Member and Committee Assignments**

Voted: to designate this January 17, 2024 meeting as the Annual Meeting, which, as provided in the Authority's By-Laws, will be deemed a special meeting of the Board for the purpose of the election of officers. Further, voted: to elect Andrew M. Pappastergion as Vice Chairman of the Board; to appoint Brian Peña as Secretary of the Board and Kristin MacDougall and Katherine Ronan as Assistant Secretaries; to appoint Matthew Horan as Treasurer; to appoint Matthew Horan as Retirement Board Member; to appoint William Kibaja and Michael Cole as Assistant Treasurers; and, to ratify the appointments of Board members to Standing Committees, as set forth in the January 17, 2024 Staff Summary presented and filed with the records of this meeting. The Board Officer and Committee appointments will take effect commencing at the next Board Meeting.

V. WATER POLICY AND OVERSIGHT**A. Approvals****1. First Amendment to Memorandum of Agreement By and Between Massachusetts Water Resources Authority and the City of Newton: Contract 6392, Rehabilitation of Sections 23, 24 and 47 Water Mains**

Voted: to authorize the Executive Director, on behalf of the Authority, to execute the First Amendment to the Memorandum of Agreement by and between the Massachusetts Water Resources Authority and the City of Newton relating to Contract 6392, Rehabilitation of Sections 23, 24 and 47 Water Mains, substantially in the form presented in the January 17, 2024 Staff Summary and filed with the records of the meeting, for the City of Newton to update its certification of appropriation, from \$2,720,400 to \$3,435,428, for costs for City of Newton work including change orders.

B. Contract Amendments/Change Orders**1. Low Service Pressure Reducing Valve Improvements - Boston/Medford: RJV Construction Corporation, Contract 7563, Change Order 6**

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Change Order 6 to Contract 7563, Low Service Pressure Reducing Valve Improvements - Boston/Medford, with RJV Construction Corporation, extending the contract term by 90 calendar days from December 31, 2023 to March 30, 2024, with no increase in contract amount. Further, voted: to authorize the Executive Director to approve additional change orders as may be needed to Contract 7563 in an amount not to exceed the aggregate of \$250,000 and to extend the contract term by 180 days in accordance with the Management Policies and Procedures of the Board of Directors.

2. Wachusett Dam Lower Gatehouse Pipe and Boiler Replacement: J.F. White Contracting Company Contract 7380, Change Order 1

Voted: to authorize the Executive Director, on behalf of the Authority, to approve Change Order 1 to Contract 7360, Wachusett Dam Lower Gatehouse Pipe and Boiler Replacement, with J.F. White Contracting Company for a not-to-exceed amount of \$1,300,000, increasing the contract amount from \$19,333,573 to \$20,633,573, and extending the contract term by 243 calendar days from August 17, 2024, to April 17, 2025. Further, voted: to authorize the Executive Director to approve additional change orders as may be needed to Contract 7360 in an amount not to exceed the aggregate of \$1,000,000 and to extend the contract term by 180 days in accordance with the Management Policies and Procedures of the Board of Directors.

VI. WASTEWATER POLICY AND OVERSIGHT**A. Approvals**

1. Second Amendments to Both the Memorandum of Understanding and Financial Assistance Agreement with the Boston Water and Sewer Commission for Implementation of the Fort Point Channel and Mystic/Chelsea Confluence

Voted: to authorize the Executive Director, on behalf of the Authority, to execute the Second Amendment to the Memorandum of Understanding and the Second Amendment to the Financial Assistance Agreement by and between Massachusetts Water Resources Authority and Boston Water and Sewer Commission for the Implementation of Fort Point Channel and Mystic/Chelsea Confluence Combined Sewer Overflow Control, substantially as set forth in the January 17, 2024 Staff Summary presented and filed with the records of this meeting, increasing the not-to-exceed amount by \$1,881,274 from \$10,000,000 to \$11,881,274, with no change in term. Further, voted: to authorize the Executive Director, on behalf of the Authority, to approve and execute additional amendments to such Memorandum of Understanding and Financial Assistance Agreement, in an amount not to exceed the aggregate of \$1,000,000 for additional financial assistance in the Executive Director's discretion for construction change order costs that the Executive Director determines is appropriate and should be reimbursed by the Authority; such reimbursement remains otherwise subject to the term and conditions of said Memorandum of Understanding and Financial Assistance Agreement.

VII. ADMINISTRATION, FINANCE AND AUDIT**B. Approvals**

1. Transmittal of the FY25 Proposed Capital Improvement Program to the MWRA Advisory Board

Voted: to approve the transmittal of the FY25 Proposed Capital Improvement Program to the MWRA Advisory Board for its 60-day review and comment period.

2. Bond Defeasance of Future Debt Service

Voted: to authorize the Executive Director or his designee, on behalf of the Authority, to enter into, execute and deliver all necessary agreements and other instruments and to take such other actions necessary to effectuate the redemption and defeasance of an aggregate principal amount of \$11,350,000 of outstanding MWRA senior bonds including to cause the escrow of cash and/or securities in an amount necessary to fund such redemption and defeasance, in order to reduce the debt service requirement by approximately \$13.0 million in the FY25 through FY28 timeframe.

C. Contract Awards

1. Bond Counsel Services: Greenberg Traurig, LLP, Contract F273

Voted: to approve the recommendation of the Consultant Selection Committee to award Contract F273 to Greenberg Traurig, LLP for Bond Counsel Services and to authorize the Executive Director, on behalf of the Authority, to execute Contract F273 in an amount not to exceed \$1,566,960 and for a term of four years from the Notice to Proceed.

VIII. PERSONNEL AND COMPENSATION**B. Approvals**

1. January 2024 PCR Amendments

Voted: to approve amendments to the Position Control Register (PCR) as presented and filed with the records of this meeting.