

VOTE EXTRACTS
OCTOBER 15, 2008 BOARD OF DIRECTORS' MEETING
(Subject to final Board approval of meeting minutes)

I. APPROVAL OF MINUTES

Voted to approve the minutes of the Board of Directors' meeting of September 17, 2008, as presented and filed with the records of the meeting.

IV. BOARD ACTIONS

A. Approvals

1. Approval of Senior Underwriters for Fifty-Fifth Issuance Resolution (ref. A&F B.1)

Voted to approve the utilization of J.P. Morgan Securities, Inc. and Citigroup Global Markets, Inc. to serve as lead underwriters to support the Revenue Bonds issued under the Fifty-Fifth Supplemental Resolution.

2. Approval of Assignment of Co-Manager Contracts (ref. A&F B.2)

Voted to authorize the assignment of the existing co-manager agreements with First Albany Capital, Inc. to DEPFA First Albany Securities, LLC; Lehman Brothers to Barclays; and Merrill Lynch to Banc of America Securities, upon the condition that each successor co-manager accept the appointment upon, and be bound by, the same terms and conditions as imposed upon its predecessor.

3. Authorization to Award Lehman Swap Counterparty Replacement (ref. A&F A.3)

Voted to delegate to the Executive Director, through November 12, 2008, the authority to award replacement Swap Agreements to replace Lehman Brothers Financial Products and Lehman Brothers Special Financing as counterparty to the firm(s) offering the most advantageous replacement contract to MWRA.

4. Renewal of Water Supply Continuation Agreements with Bedford, Chicopee, South Hadley Fire District #1, and Wilbraham (ref. W A.1)

Voted to authorize the Executive Director, on behalf of the Authority, to execute ten-year Water Supply Continuation Agreements with Bedford, Chicopee, South Hadley Fire District #1, and Wilbraham, substantially in the form presented and filed with the records of the meeting.

5. October PCR Amendments – FY09 (ref P A.1)

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

6. Appointment of Program Manager, Trades Maintenance, Field Operations (ref P A.2)

Voted to approve the Executive Director's recommendation to appoint Mr. Daniel P. Keough to the position of Program Manager, Trades Maintenance in the Field Operations Department (Unit 9, Grade 29) at an annual salary of \$97,553.00, effective October 18, 2008.

7. Appointment of Senior Program Manager, Wastewater Engineering (ref. P A.3)

Voted to approve the Executive Director's recommendation to appoint Mr. John McCormack to the position of Senior Program Manager, Wastewater Engineering, Operations Division (Unit 9, Grade 30) at an annual salary of \$101,636.00, effective October 18, 2008.

8. Extension of Employment Contract, Senior Laboratory Technician, Department of Laboratory Services (ref P A.4)

Voted to approve the extension of the employment contract for Mr. Michael Lewandos, Senior Laboratory Technician in the Department of Laboratory Services at Deer Island, for a period of one year from November 10, 2008 to November 9, 2009, with an increase in hourly rate from \$18.00 to \$19.00, for an annual compensation not to exceed \$39,520.00.

9. Proposed Changes to Non-Union Salary Continuation Program (ref P A.5)

Voted to authorize the Executive Director and designated Human Resources and Law Division staff to develop revisions to the existing salary continuation program for non-union employees and in accordance with the provisions of Section 6(a)(3) of Chapter 268A to approve each such employee's participation in the review of this matter; and to return to the Board of Directors for a vote to adopt a recommendation for revisions to the program.

B. Contract Awards

1. Insurance Consultant Services: Kevin F. Donoghue & Associates, Contract F195 (ref. A&F C.1)

Voted to approve the recommendation of the Consultant Selection Committee to select Kevin F. Donoghue & Associates to provide insurance consultant services and to authorize the Executive Director, on behalf of the Authority, to execute Contract F195 with Kevin F. Donoghue & Associates in an amount not to exceed \$150,000.00 for a term of three years from the Notice to Proceed.

2. Preliminary Design Services and Owner's Representative Services for Back-Pressure Steam Turbine Generator, Deer Island Treatment Plant: SourceOne, Contract 6967 (ref WW B.1)

Voted to approve the recommendation of the Consultant Selection Committee to select SourceOne, Inc. to provide preliminary design services and owner's representative services for the installation of a back-pressure steam turbine generator at the Deer Island Treatment Plant, and to authorize the Executive Director, on behalf of the Authority, to execute Contract 6967 with SourceOne, Inc. in an amount not to exceed \$500,833.36 for a term of 18 months from the Notice to Proceed.

3. Furnish, Design and Install Two Wind Turbine Generators, Deer Island Treatment Plant: Lumus Construction, Inc., Contract 6974C (ref WW B.2)

Voted to approve the award of Contract No. 6974C, Furnish, Design and Install Two Wind Turbine Generators, Deer Island Treatment Plant, to the lowest eligible and responsible bidder, Lumus Construction, Inc., and to authorize the Executive Director, on behalf of the Authority, to execute and deliver said contract in the lump sum design and installation bid amount of \$3,998,500.00 for a term of 546 days from the Notice to Proceed.

4. Instrumentation Maintenance Service: CrossPoint Engineering Corp., Contract OP-96 (ref WW B.3)

Voted to approve the award of Contract OP-96, Instrumentation Maintenance Service, to the lowest eligible and responsible bidder, CrossPoint Engineering Corp., and to authorize the Executive Director, on behalf of the Authority, to execute and deliver said contract in an amount not to exceed \$456,000.00 for a term of 730 calendar days from the Notice to Proceed, and to authorize a Notice to Proceed for the first year only, for an amount not to exceed \$228,000.00. Further, to authorize the Executive Director, on behalf of the Authority, to approve a separate Notice to Proceed for the second year of the contract for an amount not to exceed \$228,000.00.

C. Contract Amendments/Change Orders

1. Rehabilitation of Water Pumping Stations: Barletta Engineering Corp., Contract 6375, Change Order 15 (ref. W B.1)

Voted to authorize the Executive Director, on behalf of the Authority, to approve Change Order No. 15 to increase the amount of Contract No. 6375 with Barletta Engineering Corp., Rehabilitation of Water Pumping Stations, in an amount not to exceed \$563,999.39.

Voted to authorize the Executive Director to approve additional change orders as may be needed to Contract No. 6375 in amounts not to exceed the aggregate of \$250,000.00 and 180 days in accordance with the Management Policies of the Board of Directors.

VI. OTHER BUSINESS – FY09 Current Expense Budget

Voted to advise Governor Patrick, and authorize him to announce tonight, that the Board of Directors agreed to absorb any loss of revenue to MWRA through the potential loss of state debt service assistance by making difficult spending reductions in the FY09 Current Expense Budget, so that there will be no mid-year rate increase passed along to MWRA customer communities.