

VOTE EXTRACTS
JUNE 8, 2016 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 May 11, 2016, as presented and filed with the records of the meeting.

IV.A. Approvals

1. Memorandum of Agreement between the Commonwealth of Massachusetts and the Massachusetts Water Resources Authority (ref. AF&A A.1)

Voted to authorize the Executive Director, on behalf of the Authority, to execute and enter into a Memorandum of Agreement with the Commonwealth of Massachusetts, substantially in the form presented and filed with the records of the meeting, to defease MWRA's obligation to reimburse the Commonwealth for the debt service associated with its bonds utilized to purchase land within the Quabbin, Wachusett and Ware River watersheds.

2. Bond Defeasance of Future Debt Service (ref. AF&A A.2)

Voted to amend the FY16 defeasance authorization from an aggregate principal amount of approximately \$26,350,000 to \$5,080,000 of outstanding MWRA senior bonds in order to reduce the debt service requirement by approximately \$6,220,300 in the FY17 through FY22 timeframe.

3. Wastewater Advisory Committee Contract (ref. WW A.1)

Voted to authorize the Executive Director, on behalf of the Authority, to execute a contract, substantially in the form presented and filed with the records of the meeting, with the Wastewater Advisory Committee for a term of one year, from July 1, 2016 to June 30, 2017, for a total contract cost of \$69,017.

4. Approval of One New Member of the Wastewater Advisory Committee (ref. WW A.2)

Voted to approve the addition of one new member, Ms. Adriana Cillo of the Boston Water and Sewer Commission, to the Wastewater Advisory Committee.

5. Water Supply Citizens Advisory Committee Contract (ref. W B.1)

Voted to authorize the Executive Director, on behalf of the Authority, to execute a contract, substantially in the form presented and filed with the records of the meeting, with the Water Supply Citizens Advisory Committee for a one-year period beginning July 1, 2016, with a total contract cost of \$102,365.

6. First Amendment of Memorandum of Agreement between MWRA and Massachusetts Division of Fisheries and Wildlife and the Massachusetts Department of Fish and Game for McLaughlin Fish Hatchery Pipeline and Hydropower Project (ref. W B.2)

Voted to authorize the Executive Director, on behalf of the Authority, to execute the First Amendment to the Memorandum of Agreement, substantially in the form presented and filed with the records of the meeting, between the Massachusetts Division of Fisheries and Wildlife, the Massachusetts Department of Fish and Game, and the Massachusetts Water Resources Authority relating to the construction and operation of the McLaughlin Fish Hatchery Pipeline and Hydropower Project at the William A. Brutsch Water Treatment Facility.

7. PCR Amendments - June 2016 (ref. P&C A.1)

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

8. Appointment of Application and Systems Development Manager, MIS (ref. P&C A.2)

Voted to approve the appointment of Mr. Giri Narayanan to the position of Manager, Application & Systems Development in the MIS Department (Non-Union, Grade 14), at an annual salary of \$125,500, to be effective on the date designated by the Executive Director.

9. Appointment of Senior Program Manager, Field Operations and Permitting, TRAC (ref. P&C A.3)

Voted to approve the Executive Director's recommendation to appoint Mr. Peter Yarossi to the position of Senior Program Manager, Field Operations and Permitting, Toxic Reduction and Control (Unit 9, Grade 30), at an annual salary of \$119,706.80, to be effective on the date designated by the Executive Director.

IV.B. Contract Awards

1. Disclosure Counsel: Greenberg Traurig, LLP, Contract F241 (ref. AF&A B.1)

Voted to approve the recommendation of the Consultant Selection Committee to select Greenberg Traurig, LLP to provide Disclosure Counsel Services and to authorize the Executive Director, on behalf of the Authority, to execute contract F241 with Greenberg Traurig, LLP in an amount not to exceed \$652,000 for a term of four years from the Notice to Proceed.

2. MWRA FY17 Insurance Program Renewal (ref. AF&A B.2)

Voted to approve awards to the lowest eligible and responsive proposers for insurance policies, bonds and related broker services for MWRA's FY17 Insurance Program, and to authorize the Executive Director, on behalf of the Authority, to execute contracts for broker services, for the terms, premiums and fees described below, and incorporated by reference for the record, resulting in a total program amount not to exceed \$1,567,273 for FY17:

- (1) Workers' Compensation Excess Policy with New York Marine Insurance Co., submitted by broker Willis of Massachusetts, Inc. (Willis Towers Watson), for the period beginning July 1, 2016, through June 30, 2017, with a \$25 million limit and a \$500,000 self-insured retention, for a premium of \$165,741;
- (2) Property Policy (including Boiler & Machinery coverage) with FM Global Insurance Co., for the second year of the two-year policy, from July 1, 2016, through June 30, 2017, with various limits of coverage and a \$2.5 million self-insured retention, resulting in a FY17 premium of \$730,622;
- (3) General Liability Policies (including Automobile Liability, Marine Liability, Wharfingers, Limited Pollution and Employment Practice Liability) with Lexington Insurance Company submitted by broker Richards Robinson Sheppard Insurance, LLC (Richards Robinson Sheppard), for the period beginning July 1, 2016 through June 30, 2017, with a \$25 million limit and a \$2.5 million self-insured retention, for a premium of \$291,200;
- (4) Excess Liability Policies with insurance companies to be determined and submitted by broker Richards Robinson Sheppard, for the period beginning July 1, 2016, through June 30, 2017, providing a combined total of \$75 million of excess liability coverage for a total combined premium not to exceed \$255,000;
- (5) Public Official's Liability Policy with ACE USA Insurance Co., submitted by broker Arthur J. Gallagher Risk Management Services Inc. (Arthur J. Gallagher & Co.), for the period beginning July 1, 2016, through June 30, 2017 with a \$5 million limit and a \$1 million self-insured retention, for a premium of \$46,460, including broker commission;
- (6) Fiduciary Liability Policy with Hudson Insurance Co., submitted by broker Alliant Insurance Services Inc. (Alliant Insurance Services), for the period beginning July 1, 2016, through June 30, 2017, with a \$5 million limit and a \$1 million retention, for a premium of \$9,246 and a broker fee of \$1,100 reflected in item (9) below;
- (7) Public Official's/Crime Bond with Great American Insurance Co., submitted by broker Richards Robinson Sheppard, for the period beginning July 1, 2016, through June 30, 2017, with a \$1 million limit and a \$25,000 deductible for a premium of \$5,154;
- (8) Treasurer's Bond with a \$1 million limit with an insurance company to be determined in an amount not to exceed \$2,500, with a one-year term beginning January 2017; and
- (9) Broker contracts with Richards Robinson Sheppard Insurance, LLC for an amount of \$40,000, Willis of Massachusetts, Inc. for an amount of \$20,250, Alliant Insurance Services, Inc. for \$1,100 and Arthur J. Gallagher Risk Management Services Inc. for a commission included within the policy premium, from notice of award through June 30, 2017.

3. Technical Assistance Consulting Services, Deer Island Treatment Plant: Brown and Caldwell, Contract 7501; Stantec Consulting Services, Inc., Contract 7502; and AECOM Technical Services, Inc., Contract 7503 (ref. WW B.1)

Voted to approve the recommendation of the Consultant Selection Committee to select Brown and Caldwell, Stantec Consulting Services, Inc. and AECOM Technical Services, Inc. to provide as needed technical assistance consulting services for the Deer Island Treatment Plant and to authorize the Executive Director, on behalf of the Authority, to execute Contract 7501 with Brown and Caldwell, Contract 7502 with Stantec Consulting Services, Inc. and Contract 7503 with AECOM Technical Services, Inc., each in an amount not-to-exceed \$1,600,000 and for a term of three years from the Notice to Proceed.

4. Dam Safety Compliance and Consulting Services: GZA GeoEnvironmental, Inc., Contract W-301 (ref. W C.1)

Voted to approve the recommendation of the Consultant Selection Committee to select GZA GeoEnvironmental, Inc. to provide dam safety compliance and consulting services and to authorize the Executive Director, on behalf of the Authority, to execute Contract W-301 with GZA GeoEnvironmental, Inc., in an amount not-to-exceed \$167,100, and for a term of 730-days from the Notice to Proceed.

IV.C. Contract Amendments/Change Orders

1. Construction of Water Mains-Sections 36, W11C and 9A: RJV Construction Corp., Contract 7448, Change Order 5 (ref. W D.1)

Voted to approve Change Order 5 to increase the price of Contract 7448 with RJV Construction Corp., Construction of Water Mains - Sections 36, W11 C and S9-A, in an amount not to exceed \$550,000, with no increase in contract term.

VI. OTHER BUSINESS

- A. Performance Review and Extension of Contract for Executive Director

Voted to: (1) rate the performance of the Executive Director for Fiscal Year 2016 as excellent; (2) extend the term of the Executive Director's employment agreement and his appointment as the Executive Director by one year through June 30, 2019; and (3) increase his current salary by 1.5% effective July 1, 2016 and 1.5% effective January 1, 2017.

- B. Extension of Contract for Chief Operating Officer

Voted to: (1) adopt the Executive Director's performance rating of excellent for Fiscal Year 2016 for the Chief Operating Officer; (2) extend the term of the Chief Operating Officer's employment agreement and his appointment as Chief Operating Officer by one year through May 31, 2019; and (3) authorize the Executive Director to increase the Chief Operating Officer's current salary by 1.5% effective July 1, 2016 and 1.5% effective January 1, 2017.