

VOTE EXTRACTS
JUNE 3, 2015 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 13, 2015, as presented and filed with the records of the meeting.

IV. BOARD ACTIONS

A. Approvals

1. Appointment of Proxy for Fore River Railroad Corporation (ref. AF&A A.1)

Voted 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, 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 filed with the records of this meeting. In addition, the MWRA Board of Directors directs the proxy to elect the following board members: Thomas Durkin, Godfrey O. Ezeigwe, Michele S. Gillen, Lisa R. Grollman, Michael J. Hornbrook, Frederick A. Laskey, Steven A. Remsberg, John P. Vetere and John J. Walsh.

2. MWRA FY16 Insurance Program Renewal (ref. AF&A A.2)

Voted to approve awards to the lowest eligible and responsive proposers for insurance policies, bonds and related broker services for MWRA's FY16 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 \$1,612,731 for FY16:

- (1) Workers' Compensation Excess Policy with New York Marine Insurance Co., submitted by broker Willis of Massachusetts, for the period beginning July 1, 2015, through June 30, 2016, with a \$25 million limit and a \$500,000 self-insured retention, for a premium of \$159,161;
- (2) Property Policy (including Boiler & Machinery coverage) with FM Global Insurance Co., for the period beginning July 1, 2015, through June 30, 2017, with various limits of coverage, a \$2.5 million self-insured retention, and a fixed rate two-year term, resulting in a FY16 premium of \$713,577, and an amount to be determined for FY17, based upon the established fixed rate;

- (3) General Liability Policies (including Automobile Liability, Marine Liability, Wharfingers, and Employment Practice Liability) with Lexington Insurance Company submitted by broker Richards Robinson Sheppard, for the period beginning July 1, 2015 through June 30, 2016, with a \$25 million limit and a \$2.5 million self-insured retention, for a premium of \$325,000;
- (4) Excess Liability Policies with insurance companies to be determined and submitted by broker Richards Robinson Sheppard, for the period beginning July 1, 2015 through June 30, 2016, providing a combined total of \$75 million of excess liability coverage for a total combined premium not to exceed \$290,000;
- (5) Public Official's Liability Policy with ACE USA Insurance Co., submitted by broker William Gallagher Associates, for the period beginning July 1, 2015 through June 30, 2016, with a \$5 million limit and a \$1 million deductible, for a premium of \$47,187;
- (6) Fiduciary Liability Policy with AXIS Insurance Co., submitted by broker William Gallagher Associates, for the period beginning July 1, 2015 through June 30, 2016, with a \$5 million limit and a \$1 million deductible, for a premium of \$10,902;
- (7) Public Official's/Crime Bond with Great American Insurance Co., submitted by broker Richards Robinson Sheppard, for the period beginning July 1, 2015 through June 30, 2016, 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 a vendor to be determined in an amount not to exceed \$2,500, with a one-year term beginning January 2016; and
- (9) Broker contracts with Richards Robinson Sheppard for an amount of \$44,000, Willis of Massachusetts for an amount of \$15,250, and William Gallagher Associates for various commissions included within policy premiums, from notice of award through June 30, 2016.

3. Delegation of Authority to Execute Contracts for the Purchase and Supply of Electric Power for the Deer Island Treatment Plant and MWRA Interval Accounts (ref. AF&A A.3)

Voted to authorize the Executive Director, on behalf of the Authority, to execute contracts for the supply of electric power to the Deer Island Treatment Plant and the Interval Accounts, consisting of the John J. Carroll Water Treatment Plant and larger Field Operations and Facility Management Accounts, with the lowest responsive and responsible bidders, for the period and pricing structure selected, as determined by staff to be in MWRA's best interest, and for a contract supply term not to exceed 36 months for the Deer Island account, and not to exceed 43 months for the Interval Accounts. This delegation of authority is necessary because MWRA will be required to notify the selected bidders within a few hours of bid submittal to lock in the bid prices in a constantly changing market.

4. Approval of Memorandum of Understanding with the Town of Winthrop (ref. AF&A A.4)

[postponed]

5. Approval of Memorandum of Understanding with the City of Quincy (ref. AF&A A.5)

[postponed]

6. 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, 2015 to June 30, 2016, for a total contract cost of \$67,332.

7. 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, 2015, with a total contract cost of \$100,120.

8. Approval of Memorandum of Agreement for McLaughlin Fish Hatchery Project (ref. W B.2)

Voted to authorize the Executive Director, on behalf of the Authority, to execute a 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 Chicopee Valley Aqueduct.

9. PCR Amendment – June 2015 (ref. P&C A.1)

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

10. Appointment of Payroll Manager (ref. P&C A.2)

Voted to approve the Executive Director's recommendation to appoint Sothea Chhung to the position of Payroll Manager (Unit 6, Grade 13) at an annual salary of \$103,020, to be effective on the date designated by the Executive Director.

11. Appointment of Manager, Benefits and HRIS (ref. P&C A.3)

Voted to approve the Executive Director's recommendation to appoint Emily J. Dallman to the position of Manager, Benefits and HRIS, Human Resources (Non-Union Grade 14) at an annual salary of \$118,336.70 to be effective on the date designated by the Executive Director.

VI. OTHER BUSINESS

A. Performance Review and Extension of Contract for Executive Director

Voted to rate the performance of the Executive Director for fiscal year 2015 as excellent and to extend the term of the Executive Director's employment agreement and his appointment as the Executive Director by one year through June 30, 2018, and to increase his current salary by 4% effective July 1, 2015.

B. Extension of Contract for Chief Operating Officer

Voted to adopt the Executive Director's performance rating of excellent for the Chief Operating Officer for fiscal year 2015 and to extend the term of the Chief Operating Officer's employment agreement and his appointment as Chief Operating Officer by one year through May 31, 2018, and to increase his current salary by 1.5% effective July 1, 2015 and 1.5% effective January 1, 2016.