

WANAQUE VALLEY REGIONAL SEWERAGE AUTHORITY

February 26, 2025

Reorganization Meeting and Regular Meeting

ANNOUNCEMENT – 6:25pm

Chairman Covelli, read the following announcement:

This is the Regular Sine Die meeting of the Wanaque Valley Regional Sewerage Authority, Wednesday, February 26, 2025, this meeting shall serve as both the Regular meeting and Reorganization meeting in accordance to the Open Public Meetings Act, Chapter 231, P.L. 1975 adequate notice as defined by Section 3D of Chapter 231, P.L. 1975, and has been posted on the WVRSA website. A copy of said notice will be filed with the minutes of this meeting.

SALUTE TO THE FLAG

Chairman Covelli led the Authority in the Salute to the Flag.

Chairman Covelli asked for a roll call.

ROLL CALL

Commissioners Present: Herb Allen, Ted Taukus, Frank Covelli,

Commissioners - Zoom Matthew Conlon, Michael Gerst

Also Present: Michael Roeder – Interim Executive Director
John Eskilson – Interim Executive Director
William Bailey, Esq. – Huntington Bailey, LLP
Giselle Diaz, P.E. – Boswell Engineering
Elizabeth Parrinello – Recording Secretary
Justin Leslie – Superintendent of Operations

Chairman Covelli stated with the consent of the Board and Legal Counsel that he will cover the roll call, approval of the minutes, any correspondences and then dismiss the meeting and turn it over to Michael Roeder the Interim Executive Director to run the reorganization for the elections of officers.

REVIEW / APPROVAL OF MINUTES

January 22, 2025

Chairman Covelli stated that the Commissioners were emailed a copy of the January 22, 2025 meeting minutes for tonight's meeting and asked if they all have had time to review them. Chairman Covelli asked for a motion for the January 22, 2025, meeting minutes.

The following motion was made:

MOTION Moved by Mr. Conlon, 2nd by Mr. Allen to approve and accept the meeting minutes of January 22, 2025

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Chairman Covelli asked for all those in favor to signify so by stating Aye.

Commissioners: Allen, Conlon, Gerst, Taukus, and Covelli all stated Aye

Chairman Covelli asked if there was any correspondence, Mr. Roeder stated that we received notice from the DEP they will be increase our permit rate.

Chairman Covelli asked if there was any old business at this time. Seeing and hearing none.

Chairman Covelli stated that seeing no one from the public and no one joined via Zoom Chairman Covelli asked for a motion to close the sine die portion of the meeting., the following motion was made.

MOTION Moved by Mr. Conlon, 2nd by Mr. Taukus to close the public portion.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Taukus and Covelli all stated Aye

MOTION CARRIED

Chairman Covelli stated he would like to turn the meeting over to Mr. Roeder for the purpose of electing the officers of the Authority. Mr. Roeder stated that the first order of business is to elect a Chairman, once elected then the meeting can be turn back over to the elected Chairman.

Mr. Roeder asked for a roll Call:

ROLL CALL

Commissioners Present: Herb Allen, Ted Taukus, Frank Covelli,
Commissioners - Zoom Matthew Conlon, Michael Gerst

Mr. Roeder stated the first order of business is the election of a Chairman (Resolution #25-08)

NOMINATION AND ELECTION OF OFFICERS

Commissioner Conlon nominated Frank Covelli for Chairman.

MOTION Moved by Mr. Conlon, 2nd by Mr. Taukus to reappoint Frank Covelli as Chairman

Mr. Roeder asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Gerst, Taukus, all stated Aye.
Chairman Covelli abstained

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MOTION CARRIED

Mr. Roeder stated he now will turn the meeting back over to over to the elected Chairman.

Chairman Covelli stated he would like to move as many Reorganization Resolutions as possible asked for a motion on Vice-Chairman:

Chairman Covelli asked Mr. Bailey, Esq, Legal Counsel for the WVRSA if it would be appropriate to asked for a motion to appoint the Treasurer, Secretary, Assistant Secretary in one motion, Mr. Bailey stated that would be ok.

Commissioner Conlon suggests that one motion be made with all positions being held by the same people, except for Mr. Levine. Chairman Covelli stated that Resolution 25-10 will be removed at this time and appointed separately. Commissioner Conlon move with one motion 25-09, 25-11 through 25-18

MOTION Moved by Mr. Conlon, 2nd by Mr. Taukus move Resolutions 25-09, 25-11 through 25-18 except for Resolution #25-10.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, Taukus, and Covelli all stated Aye.

Motion to close and confirm

The Board confirmed each nomination.

NOMINATION AND ELECTION OF OFFICERS – see attached motion and resolutions

Chairman Appointment – Frank Covelli -Resolution #25-08

Vice-Chairman Appointment – Theodore Taukus and Matthew Conlon - Resolution #25-09

Treasurer Appointment – - Herb Allen - Resolution #25-10

Secretary Appointment – Herb Allen - Resolution #25-11

Assistant Secretary Appointment – Matthew Conlon Resolution #25-12

Chairman Covelli thanked the Board for his nomination, Chairman Covelli asked Mr. Bailey, Esq if the Board can proceed to the appointment of Professional service contracts, asking the board if they could move as a block, with Chairman Covelli reading each resolution. The Board agreed to move as one motion. Chairman Covelli stated that Resolution 25-10 will be removed at this time and appointed separately for the purpose all individual Board members can weigh in on the appointment.

AWARD OF PROFESSIONAL SERVICE CONTRACTS – see attached motion and resolutions

Contract for General Counsel Service – Resolution #25-13 – Huntington Bailey, LLP

Contract for Auditing Services – Resolution #25-14 – Wielkotz & Company

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Contract for Engineering Services – Resolution #25-15 – Boswell Engineering (Pulled and Held)
Contract for Risk Management Consulting – Resolution #25-16 – Skylands Risk Management, Inc
Contract for Bond Counsel Services – Resolution #25-17 – Hawkins, Delafield & Wood
Contract of Licensed Operator – Resolution #25-18 – Chapman Environmental Services

Chairman Covelli asked for a motion on moving Resolutions 21-10 thru 21-15 with the removal of Resolution 21-12 all at once. Appointments for Professional Service Contract will be for a one-year term beginning March 1, 2025 and end February 28, 2026.

MOTION Moved by Mr. Taukus, 2nd by Mr. Conlon to accept and Appoint Professional Service Contracts Resolutions 25-19 through 25-30

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst, and Covelli all stated Aye.

MOTION CARRIED

OTHER APPOINTMENTS – Resolutions #21-16 - #21-24 (Chairman Covelli read all Resolutions)

Resolution #25-19

Authorizing Contract with Chapman Environmental Services for Interim Executive Director Services as Non–Fair and Open Contract - Resolution #25-19 -see attached motion and resolution

Resolution #25-20

Appointing Mr. Michael Roeder, Chapman Environmental Services for Interim Executive Director Services – Resolution #25-20 -see attached motion and resolution

Resolution #25-21

Authorizing Contract with Civitas NJ for Administrative Consulting as Non–Fair and Open Contract Mr. John Eskilson– Resolution #25-21 -see attached motion and resolution

Appointing Sharon Hoeland as Qualified Purchasing Agent Resolution #25- 22-see attached motion and resolution.

NJUA-JIF Fund Commissioner and Alternate– Resolution #25-23 -see attached motion and resolution

BMED Fund Commissioner and Alternate– Resolution #25-24 -see attached motion and resolution

Liaison to the Borough of Wanaque – Resolution #25-25 -see attached motion and resolution

Liaison to the Borough of Ringwood – Resolution #25-26 -see attached motion and resolution

Liaison to the Township of West Milford – Resolution #25-27 -see attached motion and resolution

Certifying Officer – Resolution #25-28 -see attached motion and resolution

Open Public Records Act Custodian of Records–Resolution #25-29 -see attached motion & resolution

Appointing Various Positions Identified in the WVRSA Personnel Policy - Resolution #25-30 -see attached motion & resolution

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Chairman Covelli asked for a motion on moving Resolutions 25-19 thru 25-30 all at once.

MOTION Moved has a block by Mr. Conlon, 2nd by Mr. Allen to accept Resolutions 25-19 thru 25-30

Chairman Covelli asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Gerst, Taukus, and Covelli all stated Aye.

MOTION CARRIED

COMMITTEE APPOINTMENTS – Chairman Covelli stated that he was not going to appoint any Commissioners to Committees, Appointments will be held until the next Public Meeting.

MISCELLANEOUS RESOLUTIONS – See attached motions and resolutions #25-31 - #25--43

Chairman Covelli requested that Mr. Eskilson give a brief explanation of each Resolution.

Designation Official Depositories and Signatories – Resolution #25-31

Designating Official Newspapers – Resolution #25-32

Establishing Meeting Dates of the WVRSA Board of Commissioners- Resolution #25-33

Adopting Miscellaneous Fees - Resolution #25-34

Adopting Various Rates - Resolution #25-35

Authorizing the Issuance of Purchase Orders in Compliance with N.J.S.A.19:44A-20 et. Seq (Pay to Play Law) for Various Services - Resolution #25-36

Adopting Defense and Indemnification Policy - Resolution #25-37

Approving and Continuing Section 125 Plan - Resolution #25-38

Establishing Policy Relative to Emergency Purchases - Resolution #25-39

Establishing a Policy Regarding Payment of Bills – Resolution #25-40

Documenting compliance with Certain Employment Practices of the Equal Employment Opportunities Commission (EEOC) – Resolution #25-41

Establishing Remote Meeting Procedures – Resolution #25-42

Adopting a Cash Management Plan - Resolution #25-43

Chairman Covelli asked if there were any questions see and hearing none Chairman asked for a motion on moving Resolutions 25-31 thru 25-43.

MOTION Moved by Mr. Conlon, 2nd by Mr. Taukus to accept Resolutions 25-31 – 25-43

Chairman Covelli asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Gerst, Taukus, and Covelli all stated Aye.

MOTION CARRIED

Chairman Covelli stated let us go back to Resolution 25-10- Treasurer.

Commissioner Conlon suggested Commissioner Gerst, Chairman Covelli stated that he thinks Commissioner Allen would be better for this position due he location to the Authority. Ms. Parrinello needs someone who can come to the Authority if needed to sign items.

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Commissioner Conlon nominated Herb Allen as Treasurer.

MOTION Moved by Mr. Conlon, 2nd by Mr. Taukus to appoint Herb Allen Treasurer

Mr. Roeder asked for all those in favor to signify so by stating Aye.

Commissioners, Allen, Conlon, Gerst, Taukus, all stated Aye.

MOTION CARRIED

Commissioner Conlon excused himself from the meeting.

Chairman Covelli stated that concludes the Reorganization Meeting.

REPORTS

INTERIM EXECUTIVE DIRECTOR -Power Point Presentation

Mr. Roeder prepared a Power Point Presentation which was emailed to Commissioners and Professionals for this evening's meeting. Mr. Roeder reported that payroll numbers are running under budget due we are down one plant attendant.

Mr. Roeder reported that the utilities cost are running slightly higher average at this point, both septage revenue and sludge removal are running below the budget guideline due to the mild and dry weather we are experiencing. The monthly plant flow remains withing our permit gallons per day.

SUPERINTENDENT OF OPERATIONS

Mr. Leslie reported that the plant is running well, getting ready for spring.

ENGINEERING REPORT

Ms. Diaz stated we are just waiting for a letter from the NJIE to move forward with the BID process. Once we get that we will forward it to Sharon Hoeland, QPA.

Once we go to the construction phase, we can submit all of Chapman Environmental invoices to the NJEI and will be reimbursed.

LEGAL REPORT

Mr. Bailey of Huntington Bailey, LLP, stated that he has a tentative phone call with the JIF representative and the Hauler representative regarding the illegal dump we had.

Chairman Covelli excused Mr. Bailey from the meeting.

Mr. Roeder explained that the Authority's sludge hauling contract ended, the Authority advertised bids for sludge hauling, The company Earthcare, Inc was the lowest bidder at \$70.00 per thousand gallons for all disposal sites. (Discuss Continued), this contract will run March 1, 2025 through February 28, 2026.

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Chairman Covelli asked for a motion on Resolution 25-03 – Awarding Contract for Sludge Hauling Services to Earthcare, Inc. for a period of a 1-year contract.

MOTION Moved by Mr. Gerst, 2nd by Mr. Allen to Awarding Contract for Sludge Hauling Services to Earthcare, Inc.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Gerst, Taukus, and Covelli all stated Aye.

MOTION CARRIED

Chairman Covelli asked for a motion on Resolution 25-04 – Authorizing purchases from Pumping Services through the Nort Jersey Wastewater Cooperative Pricing System.

Mr. Roeder explained that we get reduced pricing going through the Cooperative Pricing System

MOTION Moved by Mr. Taukus 2nd by Mr. Allen to Authorizing purchases from Pumping Services through the Nort Jersey Wastewater Cooperative Pricing System.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Gerst, Taukus, and Covelli all stated Aye.

Chairman Covelli asked for a motion on **Resolution 25-05** – Accepting the FY2025 and FY2023 Financial Audit. - **Held until the March 26, 2025 Public Meeting.**

Mr. Roeder stated that we have received the Audit report but not everyone has had a chance to review it. Mr. Roeder stated that he thinks he should hold Resolution # 25-05 until all Commissioners have had the chance to review. Chairman Covelli agreed.

Resolution #25-06 – Adopting a Corrective Action Plan - **Held until the March 26, 2025 Public Meeting.**

PAYMENT OF BILLS

Chairman Covelli asked if any of Commissioners had any questions on vouchers.

Resolution 25-07 - Accepting and Authorizing Payment of Bills Resolution #25-05

MOTION Moved by Mr. Gerst, 2nd by Mr. Taukus to approve and accept Resolution #25-07 in the amount of \$ 329,969.40

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Taukus and Covelli all stated Aye

MOTION CARRIED

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Chairman Covelli stated that seeing/hearing no one from the public Chairman Covelli asked for a motion to close the public portion, the following motion was made.

MOTION Moved by Mr. Taukus, 2nd by Mr. Allen to close the public portion.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst. Taukus, and Covelli all stated Aye

MOTION CARRIED

ADJOURNMENT

Motion was made to adjourn the meeting.

MOTION Moved by Mr. Allen, 2nd by Mr. Taukus to adjourn this portion of the meeting.

Chairman Covelli asked for all those in favor to signify so by stating Aye.
Commissioners, Allen, Conlon, Gerst. Taukus, and Covelli all stated Aye

MOTION CARRIED

The meeting was adjourned at 6:45PM

Minutes respectfully submitted by,

Elizabeth Parrinello

Elizabeth Parrinello, Recording Secretary

MOTION CARRIED

APPROVED 03-26-25 REGULAR MEETING

Commission	Motion	Second	Ayes	Nays	Abstain	Absent
Allen		x	x			
Conlon	x		x			
VACANT						
Gerst			x			
Taukus						x
Covelli			x			