

**MINUTES OF A MEETING OF THE
DU PAGE WATER COMMISSION
HELD ON WEDNESDAY, NOVEMBER 13, 2003
600 E. BUTTERFIELD ROAD
ELMHURST, ILLINOIS**

The meeting was called to order by Chairman Vondra at 7:35 P.M.

Commissioners in attendance: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Also in attendance: J. Holzwart, R. Martin, E. Nawrocki, R. Skiba, W. Green (AB&H) and M. Crowley (H&K).

PUBLIC COMMENTS

Warren Green, Alvord, Burdick & Howson (AB&H), introduced Bon Mui from Alvord, Burdick & Howson.

Martin Bourke, City Administrator, Oakbrook Terrace, noted the subsequent customer pricing issue to be discussed in the Administration Committee was deferred to the Finance Committee, and the Finance Committee discussed the issue in executive session. Mr. Bourke questioned whether all discussions on this topic would be conducted in executive session.

John Pieper, representing residents of Suburban Estates, requested the Board defer action on Resolution R-48-03 because of the difficulties it would create for the residents of Suburban Estates. Chairman Vondra requested that Mr. Pieper hold any further comments until later in the meeting when the Board discusses Resolution R-48-03.

Commissioner Chaplin moved to approve the Minutes of the October 8, 2003 meeting of the DuPage Water Commission. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Janicik moved to approve the Minutes of the October 8, 2003 special meeting of the DuPage Water Commission. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Mueller moved to approve the Minutes of the October 8, 2003 Executive Session meeting of the DuPage Water Commission. Seconded by Commissioner Tolentino and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Minutes of the 11/13/03 Meeting

The Treasurer's Report for the month of October 2003 showed receipts of \$9,622,292.66, disbursements of \$4,529,476.56 and a cash and investment balance of \$186,037,873.94.

Commissioner Janicik moved to accept the October 2003 Treasurer's Report. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

COMMITTEE REPORTS

Administration Committee – Report by Commissioner Thorn

Commissioner Thorn reported the Administration Committee convened late, deferred consideration of subsequent customer pricing methodologies to the Finance Committee, and discussed personnel matters, which will be discussed further in Executive Session.

Commissioner Thorn moved to go into Executive Session to discuss matters related to personnel pursuant to 5 ILCS 120/2(c)(1) and (2). Seconded by Commissioner Hartwig and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

The Commission went into Executive Session at 7:50 P.M.

Commissioner Chaplin moved to come out of Executive Session at 8:35 P.M. Seconded by Commissioner Tolentino and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Wilcox moved to (i) create a position of staff attorney reporting to the General Manager for a term through the end of 2004, unless extended as recommended by the new General Manager, (ii) offer the staff attorney position to the Commission's current counsel with the financial arrangements to be negotiated by the General Manager in accordance with the compensation levels discussed by the Board at prior meetings and to include an equitable severance arrangement as negotiated by the General Manager, and (iii) continue moving ahead with the request for proposals for general counsel services. Seconded by Commissioner Thorn and approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: W. Mueller

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Commissioner Wilcox moved to appoint Robert Martin Acting General Manager, effective as of December 20, 2003, with a 10% increase in pay and with a clear understanding that (a) there will be a nationwide search for a permanent General Manager, (b) the Manager of Water Operations is considered a viable candidate for the permanent position, and (c) the current Manager of Water Operations position remain available to Robert Martin in the event he is not selected to replace the current General Manager on a permanent basis. Seconded by Commissioner Zeilenga and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

Commissioner Wilcox moved to direct the General Manager to (1) place advertisements in appropriate publications seeking candidates for the position of General Manager and (2) prepare a Request for Proposals soliciting experienced search firms to interview qualified candidates for the position of General Manager, the qualifications for which shall be in accordance with the criteria recommended by the current General Manager in his transition report. Seconded by Commissioner Tolentino and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

Engineering Committee – Report by Commissioner Wilcox

The Engineering Committee reviewed the request by Rossi Contractors, the low bidder on Contract TIB-1, for relief on the \$30 million Comprehensive General Liability Policy coverage limit. The Committee recommended that the Contractor's request be denied.

It was also noted that a task order for the GPS/GIS project would be prepared for the December meeting and that the TW-3 West Transmission Main project would be phased as indicated in the General Manager's report.

Finance Committee – Report by Commissioner Poole

The Finance Committee reviewed the Treasurer's Report, the October financial statements and the Accounts Payable.

The Finance Committee also reviewed the cash and investment review letter from the Commission's auditors, McGladrey & Pullen, and the letter from the Illinois Auditor General regarding the statutory audit of Commission funds.

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After reviewing the recommendations made in the McGladrey & Pullen management letter, the Finance Committee recommended that staff investigate the cost and manpower involved in converting to a standard accounting software package and in building a fixed asset data base as suggested by the auditors.

Noting that it had been five years since the Commission had solicited proposals for its insurance needs, the Finance Committee requested staff prepare a Request for Proposals for insurance brokers in advance of the next renewal.

Chairman's Report

Chairman Vondra requested the Commissioners notify him if they desire to serve as a committee chair or serve on a different committee as new appointments will be made at the December meeting. The Commissioners then discussed the procedures to be followed in responding to Mr. Mack's extensive request for documents and whether there was a need for a back-up generator at the Lexington Pump Station.

OMNIBUS VOTE AGENDA

Commissioner Wilcox requested that Resolution R-48-03 be removed from the Omnibus Vote Agenda for separate consideration.

Commissioner Wilcox moved to adopt Resolution R-47-03: A Resolution of Appreciation for Commissioner Rice if revised to acknowledge the participation of the Deputy Commissioner and water department staff for the presentation and tour that were given the Commission. Seconded by Commissioner Janicik and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

Commissioner Hartwig moved to approve Resolution R-48-03: A Resolution Amending Resolution No. R-44-02, Being a Resolution Authorizing the Execution of an Intergovernmental Agreement Concerning the Implementation of Water Service to the Suburban Estates Service Area in Unincorporated DuPage County. Seconded by Commissioner Tolentino.

After discussion based on the comments made by Mr. Pieper, Ms. Lohse, and Mr. Modaff, Commissioner Wilcox moved to table Resolution R-48-03. Seconded by Commissioner Chaplin and failed by a Roll Call Vote:

Ayes: E. Chaplin, J. Janicik, G. Wilcox and D. Zeilenga

Nays: L. Hartwig, W. Mueller, A. Poole, R. Thorn, R. Tolentino and M. Vondra

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After considerable further discussion, Resolution R-48-03 was approved by a Roll Call Vote:

Ayes: L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, D. Zeilenga and M. Vondra

Nays: E. Chaplin and G. Wilcox

Commissioner Janicik moved to take a five minute recess. Seconded by Commissioner Wilcox and unanimously approved by Voice Vote.

All voted aye. Motion carried.

The Commission recessed from 9:27 P.M. to 9:32 P.M.

Commissioner Wilcox moved to go into Executive Session to discuss matters related to personnel pursuant to 5 ILCS 120/2(c)(1) and (2) and pending, probable or imminent litigation pursuant to 5 ILCS 120/2(c)(11). Seconded by Commissioner Tolentino and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

The Commission went into Executive Session at 9:32 P.M.

Commissioner Thorn moved to come out of Executive Session at 9:48 P.M. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Mueller left the Commission meeting at 9:50 P.M.

Commissioner Poole moved to retain Lewis Greenbaum of Katten Muchin Zavis Rosenman as an independent attorney to assist Virchow Krause & Company in the interpretation of Illinois Public Act 93-0226 regarding a fair and equitable buy-in for subsequent customers and to prepare a response to the letter received from the Mayors of Lombard, Elmhurst, and Woodridge regarding the requirements of Section 12(c) of the Charter Customer Contract. Seconded by Commissioner Wilcox and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

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Commissioner Mueller returned to the Commission meeting at 9:52 P.M.

Commissioner Poole moved to accept Richard Skiba's resignation, effective as of April 15, 2004, and to approve making the retirement benefit payment in 2003 as allowed by Resolution No. R-29-03. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Thorn moved to approve Resolution R-46-03: A Resolution Approving and Ratifying Certain Task Order(s) Under a Mater Engineering Agreement with Alvord, Burdick & Howson, L.L.C. at the November 13, 2003 DuPage Water Commission Meeting. Seconded by Commissioner Wilcox and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

Commissioner Janicik moved to ratify Purchase Order No. 7729 in the amount of \$30,152.00 to Oakfield Ford. Seconded by Commissioner Hartwig and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

ACCOUNTS PAYABLE

Commissioner Janicik moved to approve the Accounts Payable in the amount of \$5,833,087.45 subject to submission of all contractually required documentation. Seconded by Commissioner Wilcox and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, L. Hartwig, J. Janicik, W. Mueller, A. Poole, R. Thorn, R. Tolentino, G. Wilcox, D. Zeilenga and M. Vondra

Nays: None

PUBLIC COMMENTS

Commissioner Thorn moved to adjourn the meeting at 9:52 P.M. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.