

**MINUTES OF A MEETING OF THE
ADMINISTRATION COMMITTEE
OF THE DUPAGE WATER COMMISSION
HELD ON FEBRUARY 10, 2011**

The meeting was called to order at 7:00 P.M. at the Commission's office located at 600 East Butterfield Road, Elmhurst, Illinois.

Committee members in attendance: T. Cullerton, W. Murphy, J. B. Webb, and L. Crawford

Committee members absent: J. Zay (*ex officio*)

Also in attendance: M. Crowley

Commissioner Murphy moved to approve the Minutes of the January 14, 2010, Administration Committee meeting. Seconded by Commissioner Cullerton and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Crawford began the meeting by having everyone introduce themselves. Commissioner Crawford advised the Committee that Chairman Zay had requested the Committee conduct a comprehensive review of the Commission's By-Laws for recommendation of needed changes. Commissioner Crawford noted the Chairman was specifically interested in changing the Order of Business at Commission meetings and changing the Commission's purchasing procedures in relation to multi-year contracts. Commissioner Crawford also questioned the appropriateness of having every action that staff performs detailed in the By-Laws.

Commissioners Murphy and Cullerton suggested that the best approach would be to review the By-Laws section by section, noting that more time would be needed for Committee meetings to allow for a comprehensive review and that comments from the other Committees should also be solicited. Commissioner Murphy also suggested that the Finance Committee, in particular, should review the purchasing procedures, and Commissioner Cullerton added that employee comments or suggestions should also be solicited.

In response to questions from Commissioner Crawford, Staff Attorney Crowley advised that it would be preferable to amend and restate the By-Laws in their entirety in a single Board ordinance, as the current By-Laws were comprised of approximately 13 separate ordinances. Staff Attorney Crowley noted that a single Board action would also be beneficial due to the first and second reading requirements currently required for approval of By-Law amendments. Staff Attorney Crowley also suggested that, as and when the Administration Committee completed its work on each topical article of the By-Laws, specific comments on the recommendations of the Administration Committee could be solicited from the other Committees so that review of the final document would not become too burdensome.

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Commissioner Crawford questioned whether there were separate policies that supplemented the By-Laws that the Committee would also need to consider, such as a personnel manual. Staff Attorney Crowley advised that the Administration Committee had recently undertaken a review of the Commission's personnel policies, resulting in the Board's adoption of an entirely new manual.

It was the consensus of the Committee, that Commissioner Crawford would solicit preliminary comments and suggestions from the other Commissioners when reporting to the Board on the February Administration Committee discussions; staff would solicit comments and suggestions from Commission employees; and staff would email copies of the By-Laws and the Personnel Manual to the members of the Administration Committee.

Before the meeting was adjourned, Commissioner Crawford raised a question of procedure and, specifically, why the Village of Downers Grove matter had been discussed in open session when it had been listed as an Executive Session topic. Staff Attorney Crowley advised that she did not believe the matter was listed on the January Agenda under Executive Session but, rather, it was listed under Old Business on the Agenda. Staff Attorney Crowley also advised that whether the matter is discussed in Executive Session would depend upon whether the Commissioners were willing to find, based upon the facts and circumstances as they knew them at the time, that litigation to force the Village to comply with the terms of the loan was either more likely than not to occur or was close at hand, in which case that probable or imminent litigation would be an appropriate topic for discussion in Executive Session.

Commissioner Murphy moved to adjourn the meeting at 7:20 P.M. Seconded by Commissioner Cullerton and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

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