

BOARD OF DIRECTORS MEETING

JULY 11, 2023

A REGULAR MEETING OF THE BOARD OF DIRECTORS of the South Nassau Water Authority (“SNWA” or “Authority”) was held on Tuesday, July 11, 2023 at the Lynbrook Public Library located at 56 Eldert Street, Lynbrook, New York 11563.

MEETING OPENED:

On motion duly made by Director Reinhardt, seconded by Directed Gizzi and unanimously carried by all Directors present, it was resolved to open the Regular Meeting at 6:00 pm.

AUTHORITY ATTENDANCE:

Director Reinhardt led the assemblage in the Pledge of Allegiance to our flag.

Present: Director Reinhardt
 Director Plumer
 Director Gizzi
 Director Stevens
 Director Conroy

Also Present: Michelle Bocci, Treasurer
 Joseph M. Heaney III Engineer
 Thomas T. Nitza, Jr. Engineer
 William C. DeWitt Attorney

INTRODUCTION:

Director Reinhardt introduced himself, the Directors, Treasurer, Engineers and Attorney to the public. Director Reinhardt then presented a brief summary of events to date, which included:

- the adoption of the legislation creating the Authority in 2021,
- the appointment of Directors in February 2022,
- presenting a letter to Liberty Utilities (“Liberty”) introducing the Authority in May 2022;
- execution of a non-disclosure agreement with Liberty in May 2022 in order to allow Liberty to provide corporate information so that the Authority could evaluate Liberty’s assets;
- the Authority filing requests for information to Liberty between May and June 2022 in order to prepare an offer letter consistent with the joint settlement agreement as approved by the Public Service Commission;
- consultant review of the information provided by Liberty;

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- Authority appointing legal counsel;
- NYS Legislature passes legislation in June 2022 to provide the Authority with \$1million in funding that had been similarly provided to the newly created North Shore Water Authority;
- Hempstead Town Supervisor Clavin and the Hempstead Town Board commit \$500,000 through TBR;
- County of Nassau pledges \$500,000 to the Authority;
- In November 2022, Governor Hochul vetoed the state funding legislation;
- Vacancies created on Board due to resignations-although the law allowed them to serve, they were concerned with potential conflicts of interest with new positions or campaign pursuits; and
- In May and June 2023, two new Board members were appointed.

NEW ITEMS:

1. On motion duly made by Director Reinhardt, seconded by Director Stevens and unanimously carried by all Directors, it was resolved to adopt Authority By-Laws as circulated and prepared by counsel.
2. On motion duly made by Director Gizzi, seconded by Director Conroy and unanimously carried by all Directors, it was resolved to appoint Robert York as Chairperson of the Authority at an annual salary of \$20,000.
3. On motion duly made by Director Gizzi, seconded by Director Stevens and unanimously carried by all Directors, it was resolved to appoint Michelle Bocci as Treasurer of the Authority.
4. On motion duly made by Director Gizzi, seconded by Director Conroy and unanimously carried by all Directors with abstention by Director Reinhardt, it was resolved to appoint Director Reinhardt as Temporary Board President for purposes addressing organizational activities until the next meeting of the Board of Directors.
5. On motion duly made by Director Reinhardt, seconded by Director Gizzi and unanimously carried by all Directors, it was resolved to appoint the law firm of Bee Ready Fishbein Hatter & Donovan, LLP., located at 170 Old Country Road, Mineola, New York 11550 as General Counsel (independent contractor) to the Authority, at hourly rates of: Partner-\$420; Sr. Associate - \$375; Associate - \$300; Law Clerk/Paralegal - \$150.
6. On motion duly made by Director Reinhardt, seconded by Director Stevens and unanimously carried by all Directors, it was resolved to appoint Walden Environmental Engineering, located at 16 Spring Street Oyster Bay, NY 11771 (independent contractor) in accordance with the proposal dated March 20, 2022.

7. On motion duly made by Director Gizzi, seconded by Director Conroy and unanimously carried by all Directors, it was resolved to designate Dime Community Bank located at 2401 Jericho Turnpike, Garden City, NY 11040 as the Depository of the Authority and directs the Treasurer to take all actions necessary to open an account.

EXECUTIVE SESSION:

On motion duly made by Director Reinhardt, seconded by Director Gizzi Taylor and unanimously carried by all Directors, it was resolved to move into Executive Session to discuss the financial information associated with the offer letter from the Authority to Liberty as discussed in the joint settlement agreement at 6:24 pm.

On motion duly made by Director Reinhardt, seconded by Director Gizzi and unanimously carried by all Directors, it was resolved to move out of Executive Session and return to public session at 6:40 pm.

NEW ITEMS CONTINUED:

8. On motion duly made by Director Reinhardt, seconded by Director Conroy and unanimously carried by all Directors, it was resolved to direct Walden Engineering to submit the offer letter reviewed and discussed by the Board in Executive Session to Liberty.
9. On motion duly made by Director Reinhardt, seconded by Director Gizzi and unanimously carried by all Directors, it was resolved to direct legal counsel to file the required documents to obtain party status in the NYS PSC hearing regarding Liberty's request to increase rates; Case Number 23-W-0235 which can be found here:
<https://documents.dps.ny.gov/public/MatterManagement/CaseMaster.aspx?MatterCaseNo=23-W-0235>

PRESENTATION:

Thomas T. Nitza, Jr., from Walden Environmental Engineering made a presentation to those in attendance regarding the steps that both the Authority and Liberty are required to follow according to the joint settlement agreement approved by the Public Service Commission in order for the Authority to purchase the relevant assets of Liberty.

PUBLIC EXPRESSION:

The regular meeting was opened to the public for comments. Director Reinhardt stated the protocol for Public Expression. The Board of Directors then acknowledged comments.

MEETING CLOSED:

On motion duly made by Director Reinhardt, seconded by Director Plumer and unanimously carried by all Directors, it was unanimously resolved to adjourn the July 11, 2023, Board of Director's REGULAR MEETING at 8:15 p.m.

Submitted

William C. DeWitt

Temporary Acting Secretary