



Great Lakes Water Authority

735 Randolph Street
Detroit, Michigan 48226
glwater.legistar.com

Meeting Minutes - Final

Board of Directors

Wednesday, November 28, 2018

2:00 PM

Water Board Building 5th Floor

1. Call to Order

Chairman Hendrix called the meeting to order at 2:00 p.m.

2. Quorum Call

Present: 6 - Chairman Freman Hendrix, Vice Chairman Brian Baker, Secretary Abe Munfakh, Director Gary Brown, Director Robert Daddow, and Director Craig Hupy

3. Approval of Agenda

Chairman Hendrix requested a Motion to approve the Agenda.

Motion By: Abe Munfakh

Support By: Craig Hupy

Action: Approved

The motion carried by a unanimous vote.

4. Approval of Minutes

A. [2018-1026](#) November 14, 2018 Board of Directors Workshop Meeting Minutes.Draft

Attachments: [November 14, 2018 Board of Directors Workshop Meeting Minutes](#)

Chairman Hendrix requested a Motion to approve the November 14, 2018 Board of Directors Workshop Meeting Minutes.

Motion By: Brian Baker

Support By: Robert Daddow

Action: Approved

The motion carried by a unanimous vote.

5. Public Comment

Cindy Darrah addressed the Board regarding lead in the water supply.

Saulius Simoliunas addressed the Board regarding anaerobic digestion of sewage sludge.

6. Communications

A. [2018-1025](#) Receipt of Correspondence

Attachments: [October 2018 Member Outreach Requests Packet](#)
[Dynamatic Drive Source International, Inc.](#)
[S. Simoliunas Public Comment to GLWA Board Nov 28, 2018](#)

Motion By: Abe Munfakh
Support By: Robert Daddow
Action: Received and Filed
The motion carried by a unanimous vote.

7. Old Business

None

8. New Business

**A. [2018-989](#) Proposed Change Order No. 1
GLWA-CON-183
Detroit River Interceptor Construction**

Sponsors: Cheryl Porter
Indexes: Water Operations

Attachments: [GLWA-CON-183 CO 1 DRI Alignment Map](#)

Vice Chairman Baker made a Motion, Supported by Director Hupy, to approve Change Order No. 1, GLWA-CON-183, subject to review of the notification process for change orders.

Motion By: Brian Baker
Support By: Craig Hupy
Action: Approved
The motion carried by a 5/1 vote.

**B. [2018-990](#) Proposed Change Order No. 2
GLWA-CS-108
Automation Needs Assessment**

Sponsors: Cheryl Porter
Indexes: Water Operations

Motion By: Abe Munfakh
Support By: Brian Baker
Action: Approved
The motion carried by a unanimous vote.

C. [2018-991](#) **Proposed Change Order No. 1 (Final)
WS-684A
36-Inch Water Main Telegraph Road, Cherry Hill Avenue to Warren**

Sponsors: Cheryl Porter

Indexes: Water Operations

Motion By: Craig Hupy
Support By: Abe Munfakh
Action: Approved
The motion carried by a unanimous vote.

D. [2018-992](#) **Proposed Change Order No. 1
Contract No. DWS-891
Pressure Reducing Valve Vault Improvements**

Sponsors: Cheryl Porter

Indexes: Water Operations

Vice Chairman Baker made a Motion to approve Resolution 2018-992, subject to receiving a report from staff regarding Change Orders. The Motion failed for lack of a Support.

Resolution 2018-992 was postponed and will be brought back to the Board, with a report from staff, at the December 12, 2018 Board of Directors Workshop Meeting.

E. [2018-994](#) **Proposed Amendment No. 1
DWSD-CS-1729
Human Resources Information Systems (HRIS) Software as a Service**

Sponsors: Jeffrey Small

Indexes: Information Technology

Motion By: Robert Daddow
Support By: Abe Munfakh
Action: Approved
The motion carried by a unanimous vote.

- F.** [2018-995](#) **GLWA CS-071 Change Order No. 3
Information Technology Staff Augmentation**
- Sponsors:** Jeffrey Small
- Indexes:** Information Technology
- Attachments:** [Response to Question from Vice Chair Baker regarding Amendment No 3 Contract No CS-071 DCG Staffing](#)
- Motion By:** Abe Munfakh
 Support By: Gary Brown
 Action: Approved
 The motion carried by a unanimous vote.
- G.** [2018-1016](#) **Proposed Change Order No. 3
GLWA CS-022
Investment Services
Contract Extension with PFM Asset Management LLC**
- Sponsors:** Nicolette Bateson
- Indexes:** Finance
- Attachments:** [Investment Strategy and Related Proposed Contract Extension with PFM Asset Management LLC \(GLWA Contract No. GLWA CS-022\).pdf](#)
[Quarterly Investment Report through September 30, 2018 \(Unaudited\)](#)
- Motion By:** Brian Baker
 Support By: Robert Daddow
 Action: Approved
 The motion carried by a unanimous vote.
- H.** [2018-1017](#) **Proposed Capital Program Spend Rate Assumption Policy**
- Sponsors:** Nicolette Bateson
- Indexes:** Finance
- Attachments:** [2018-1017 Proposed Spend Rate Assumption Policy 11.28.2018.docx](#)
[Agenda Item 6D Audit Committee Binder 11.16.18-3.pdf](#)
- Motion By:** Abe Munfakh
 Support By: Robert Daddow
 Action: Approved
 The motion carried by a unanimous vote.

I. [2018-956](#) Change Order No. 2 to CEO Employment Agreement

Sponsors: Randal Brown and William Wolfson

Indexes: Office of the Executive; General Counsel

Attachments: [GLWA_CEO Contract Amendment 2 2018-Board Alternative-Ad Hoc Recommended](#)

Motion By: Abe Munfakh

Support By: Craig Hupy

Action: Approved

The motion carried by a unanimous vote.

J. [2018-1023](#) Approval of 2019 Schedule of Meetings for the GLWA Board

Sponsors: William Wolfson

Indexes: Administration & Compliance

Attachments: [2019 GLWA Board of Directors Proposed Meeting Schedule](#)

Motion By: Brian Baker

Support By: Gary Brown

Action: Approved

The motion carried by a unanimous vote.

The Board will also discuss such other matters.

9. Reports

None

10. Remarks

A. Chairperson's Remarks

There were no Chairperson's remarks.

B. Board Members' Remarks

Director Daddow gave remarks regarding yesterday's (November 27, 2018) Asset Management/CIP Meeting, which was exceedingly well attended by the communities.

Secretary Munfakh made inquiries regarding the location of the GLWA Charges Roll Out meeting tomorrow (November 29, 2018) morning (10:30 a.m.), to which Suzanne Coffey, Chief Planning Officer, responded the meeting is being held at the Troy Community Center.

Vice Chairman Baker inquired about the status of the WRAP and when the ideas (Wayne Metro) are expected to come back to the Board of Directors, to which Mr. Wolfson responded, by the end of the year (December 12, 2018 Board of Directors Workshop Meeting); however, Mr. Wolfson will have to confirm that date.

Director Brown gave comments regarding the CEO's contract; his disagreement with not disclosing the subject matter of closed sessions; the arbitration process and his intention to recuse himself from closed session, as well as his intention to make a Motion following today's Closed Session, so that the public is aware that there may be action taken by the Board following the Closed Session. However, Director Brown made a Motion, for the record, that GLWA withdraw its arbitration demand and require the administration to follow the process and protocol dictated by the lease documents and the MOU regarding the GLWA's administration's alleged disputes with DWSD. The Motion failed for lack of a Support.

Note: Director Brown will recuse himself from Closed Session and return to the meeting under New Business (Cont'd) following today's Closed Session.

11. CEO's Report

A. [2018-1027](#) CEO's Report - November, 2018

Sponsors: Sue F. McCormick

Indexes: Office of the Executive

Attachments: [CEO Report - November 28, 2018 and General Counsel Report](#)

Motion By: Craig Hupy
Support By: Abe Munfakh
Action: Received and Filed
The motion carried by a unanimous vote.

12. Other Matters

William M. Wolfson, Chief Administrative and Compliance Officer, reminded the Board that at its next meeting (December 12, 2018), the election for Board officers and Committee assignments, if there are any changes, will be on the December 12, 2018 Board of Directors Workshop Agenda.

Director Daddow stated that there are two other items coming up in December that the Board needs to consider: (1) the signing of the documents pertaining to the purchasing conflict of interest; and (2) the waivers on 2019 compensation.

Secretary Munfakh advised the Board that he has another commitment on December 20, 2018, in the event the Board meets as scheduled.

13. Closed Session

A. [2018-1019](#) Closed Session Request- Attorney Client Communication

Sponsors: Randal Brown

Indexes: General Counsel

Chairman Hendrix requested a Motion and Roll Call Vote to enter into Closed Session at 3:49 p.m., followed by a short recess.

Motion By: Brian Baker

Support By: Abe Munfakh

Action: Approved

The motion carried by the following vote:

Aye: 6 - Chairman Hendrix, Vice Chairman Baker, Secretary Munfakh, Director Brown, Director Daddow, and Director Hupy

Note: Director Brown recused himself from the Closed Session.

Entered Closed Session at 3:59 p.m.

Motion By: Abe Munfakh

Support By: Brian Baker

Action: Approved

The motion carried by a unanimous vote.

Returned from Closed Session at 4:34 p.m.

The only matter discussed was an attorney-client communication.

8. New Business (Cont'd)

Director Brown returned to open session (New Business Cont'd) and made a Motion, Supported by Chairman Hendrix, that the Board of Directors direct the staff of GLWA to rescind the arbitration demand and require them to fulfill the obligations of the lease, as well as the Memorandum of Understanding and follow the process before going to arbitration.

The Motion failed by a 2/4 vote.

14. Adjournment

Chairman Hendrix requested a Motion to Adjourn.

Motion By: Brian Baker

Support By: Craig Hupy

Action: Approved

The motion carried by a unanimous vote.

There being no further business, the meeting was adjourned at 4:50 p.m.