

Minutes of the MRWA Board of Directors Telephonic Board Meeting
June 9, 2015 @ 2pm

Members Present: Matt, Jeff K, Jeff D, Jamie, Chris
Others Present: Kirsten

Chris opened the meeting at 2:03pm.

Kirsten stated that she had had a meeting with the ASRWWA Board at 1:30 today and the purpose of that meeting was to wrap up the items for which they would need “management” of the association. The intent is to conclude all contracts (either my negotiation or assignment) and only have the federal programs left. NRWA has already indicated that at some point in the very near future they will step in and manage the federal programs.

The purpose of today’s MRWA Board meeting is to discuss whether Maine is willing to reconsider its position of no longer offering financial resources to support ASRWWA staff and obligations; specifically, whether MRWA is willing to fund the salary of the staff member completing the RI SRF CCR contract (deliverables due June 30th). Kirsten anticipates that there is approximately \$15,000 of expenses left to satisfy the contract. The monies due under the contract would go to MRWA to repay them for the “loan”. Kirsten anticipates that any breach of that contract could extend liability not only to the ASRWWA Board, but to the MRWA Board as a “secondary employer”. She submits that this is a way to protect against the potential liability; the monies are secured by the RI SRF contract. Jeff Day made a motion that MRWA provide the funds for the staffer completing the deliverables under the RI SRF CCR contract until the conclusion of the grant (June 30, 2015). Motion seconded by Chris. Matt noted that this would be in our favor to avoid liability and have a secured source of repayment. Unanimous vote.

Kirsten explained that the second step to divest ASRWWA of all of their contracts, responsibilities and liabilities under their private contracts (i.e., state contracts or contracts with private entities), is to assign the 55 or so contracts ASRWWA has with private mobile home parks, camps, schools, etc., for bacteria sampling. Kirsten proposed that the contracts be assigned to NEUME and NEUME would then benefit from the approximate \$28,000 worth of annual sampling revenue. The individual parties would receive notice of the assignment and upon the stated date of the renewal of each respective agreement, they would be able to either renew or terminate the agreement. It is hard to anticipate the rate of attrition, however, the billing address and the water sampler would remain the same, so it may not be as bad as we think.

Upon motion by Jamie, Kirsten was authorized to permit ASRWWA assignment of the RI Sampling contracts to NEUME. Seconded by Jeff K. Unanimous vote.

Kirsten thanked the Board for their time, stating that these are the steps that are necessary to terminate the management agreement; if there is nothing left for MRWA to manage, and then we can argue “impossibility”. NRWA will manage the federal contracts, the RI CCR contract will have been completed by June 30th, the RI SRF Technical Assistance contract is being mutually terminated by June 30th and the individual contracts for sampling will then belong to NEUME.

Motion to adjourn by Matt, seconded by Jamie.
Adjourn 2:30pm

The undersigned _____ certifies that he is duly elected secretary of the corporation and that the above is a true and correct copy of minutes of the June 9, 2015 Telephonic Board Meeting.

Dated _____

Signature of the Secretary of MRWA