





**Washington County Service Authority Board of Commissioners**  
**April 6, 2020 Special Called Meeting Minutes**


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| <b>Agenda Item: 1</b><br> COMMUNICATION | Call the Meeting to Order |
| <b>Presenter(s):</b>   | Chairman                  |
| <b>Beginning Time:</b>   | 6:00 pm                   |
| <b>End Time:</b>   | 6:00 pm                   |

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| <b>Agenda Item: 2</b><br> COMMUNICATION | Roll Call   |
| <b>Presenter(s):</b>   | Chairman  |
| <b>Beginning Time:</b>   | 6:00 pm   |
| <b>Present:</b>  | Mr. Campbell, Mr. D. Miller, Mrs. C. Miller, Mr. Orfield, Mr. Taylor and Mr. Thayer |
| <b>Absent:</b>   | Mr. Smith   |
| <b>End Time:</b>   | 6:00 pm   |

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| <b>Agenda Item: 3</b><br> COMMUNICATION | Prayer and Pledge of Allegiance                                |
| <b>Presenter(s):</b>   | Mr. Thayer opened in prayer and lead the Pledge of Allegiance. |
| <b>Beginning Time:</b>   | 6:00 pm  |
| <b>End Time:</b>   | 6:01 pm  |

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| <b>Agenda Item: 4</b><br> COMMUNICATION | Approval of the Agenda                     |
| <b>Presenter(s):</b>   | Chairman                                   |
| <b>Beginning Time:</b>   | 6:01                                       |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>  | None                                       |
| <b>Discussion:</b>   | None                                       |
| <b>On the Record:</b>  | None                                       |
| <b>Actual Motion:</b>  | Motion to approve the Agenda as presented. |
| <b>Motion By:</b>  | Mr. Campbell                               |
| <b>Second By:</b>  | Mr. Orfield                                |
| <b>Voting:</b>   | <b>Ayes:</b> 6                             |
|  | <b>Nays:</b> 0                             |
|  | <b>Abstain:</b> 0                          |
| <b>End Time:</b>   | 6:01 pm                                    |

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| <b>Agenda Item: 5</b><br> COMMUNICATION | Consideration of Sole Source Contract Between WCSA and Itron |
| <b>Presenter(s):</b>   | Chairman   |
| <b>Beginning Time:</b>   | 6:01 pm  |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>  | Mrs. C. Miller abstained as her husband is employed by AEP.  |
| <b>Discussion:</b>   | None   |
| <b>On the Record:</b>  | None   |
| <b>Actual Motion:</b>  | Move to approve the resolution as presented.                 |
| <b>Motion By:</b>  | Mr. Taylor   |
| <b>Second By:</b>  | Mr. Thayer.  |
| <b>Voting: Ayes:</b>   | 5  |
| <b>Nays:</b>   | 0  |
| <b>Abstain:</b>  | 1 (Mrs. C. Miller)   |
| <b>End Time:</b>   | 6:05 pm  |

**WASHINGTON COUNTY SERVICE AUTHORITY  
BOARD OF COMMISSIONERS**

Resolution Approving Master Sales Agreement and Attendant  
Statement of Work with Itron, Inc. for AMI Meter Project

WHEREAS, the Board of Commissioners (Board) of the Washington County Service Authority (Authority) is of the opinion that it is in the best interest of the Authority and the public it serves to collect water meter data via a wireless, Advance Metering Infrastructure (AMI) system; and

WHEREAS, Itron, Inc. (Itron) is a highly reputable and well-respected provider of AMI devices and services; and

WHEREAS, Itron currently provides AMI devices and services to American Electric Power (AEP); and

WHEREAS, with AEP's consent, Itron has offered the Authority the opportunity to utilize the AMI network in the AEP service area, which covers approximately eighty percent (80%) of the Authority's water meters; and

WHEREAS, because of the pre-existing Itron-AEP network, a contract between the Authority and Itron presents the Authority with the best opportunity to obtain an AMI system at the lowest possible cost; and

WHEREAS, the General Manager, Operations Manager, and General Counsel have negotiated a Master Sales Agreement (MSA) and Statement of Work (SOW) with representatives of Itron, subject to the approval and acceptance of the Board; and


NOW, THEREFORE, be it hereby RESOLVED that:



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1. The MSA and SOW are hereby approved and accepted; and
2. The General Manager (or his designee) is hereby authorized to execute the MSA and SOW for and on behalf of the Authority; and
3. This Resolution shall become effective upon adoption.

Since her husband works for AEP, C. Miller abstains.

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| <b>Agenda Item: 6</b><br> COMMUNICATION | Consideration of the Authorization of the General Manager to Award Work Order Management System Contract |
| <b>Presenter(s):</b>   | Chairman   |
| <b>Beginning Time:</b>   | 6:05 pm  |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>  | None   |
| <b>Discussion:</b>   | Mr. Cornett explained Item 6 with the Board.   |
| <b>On the Record:</b>  | None   |
| <b>Actual Motion:</b>  | Move to approve the resolution as presented.   |
| <b>Motion By:</b>  | Mr. Campbell   |
| <b>Second By:</b>  | Mrs. C. Miller   |
| <b>Voting:</b>   | <b>Ayes:</b> 6   |
|  | <b>Nays:</b> 0   |
|  | <b>Abstain:</b> 0  |
| <b>End Time:</b>   | 6:23 pm  |

**WASHINGTON COUNTY SERVICE AUTHORITY**  
**BOARD OF COMMISSIONERS**

Resolution Authorizing the General Manager to  
Award Work Order Management System Contract

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WHEREAS, the Board of Commissioners (Board) of the Washington County Service Authority (Authority) is of the opinion that it is in the best interest of the Authority and the public it serves for the Authority to obtain an electronic work order management system (WOMS); and

WHEREAS, the Authority has issued a Request for Proposals (RFP) for a WOMS; and

WHEREAS, numerous offerors have submitted proposals in response to the RFP; and


WHEREAS, the proposals and offerors have been examined by the General Manager and staff; and

WHEREAS, the current Covid-19 pandemic may interfere with the Board's ability to conduct a meeting to review and consider a possible contract with a WOMS provider; and

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NOW, THEREFORE, be it hereby RESOLVED that:

1. The General Manager or his designee is hereby authorized to award and execute a sales contract for the procurement of a WOMS system for the Authority, in an amount that may exceed \$100,000 in light of annual subscriptions and fees, upon such terms and conditions as the General Manager deems advisable; and
2. This Resolution shall become effective upon adoption.

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| <b>Agenda Item: 7</b><br> EMPLOYER OF CHOICE | Consideration of the Authorization of the General Manager to Award the Health Insurance Consultant Services |
| <b>Presenter(s):</b>  | Chairman  |
| <b>Beginning Time:</b>  | 6:24 pm   |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>   | None  |
| <b>Discussion:</b>  | Mr. Cornett reviewed the details this item with the Board   |
| <b>On the Record:</b>   | None  |
| <b>Actual Motion:</b>   | Move to approve the resolution as presented.  |
| <b>Motion By:</b>   | Mr. Thayer  |
| <b>Second By:</b>   | Mr. Campbell  |
| <b>Voting:</b>  |   |
| <b>Ayes:</b>  | 6   |
| <b>Nays:</b>  | 0   |
| <b>Abstain:</b>   | 0   |
| <b>End Time:</b>  | 6:35 pm   |

**WASHINGTON COUNTY SERVICE AUTHORITY  
BOARD OF COMMISSIONERS**

Resolution Authorizing of the General Manager to  
Award Contract for Health Insurance Consultant Services

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WHEREAS, the Authority has issued a Request for Proposals (RFP) for health insurance consultant services; and

WHEREAS, one or more offerors have submitted proposals in response to the RFP; and

WHEREAS, the proposals and offerors have been examined by the General Manager and staff; and

WHEREAS, the current Covid-19 pandemic may interfere with the Board's ability to conduct a meeting to review and consider a possible contract with a health insurance consultant; and

NOW, THEREFORE, be it hereby RESOLVED that:




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1. The General Manager or his designee is hereby authorized to award and execute a contract to a health insurance consultant, in such amounts and upon such terms and conditions as the General Manager deems advisable; and

2. This Resolution shall become effective upon adoption.

Motion: Mr. Thayer  
Second: Mr. Campbell  
Vote: 6-0-0-1

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| <b>Agenda Item: 8</b><br> | Consideration of the Authorization of the General Manager to Award the Galvanized Line Phase 3 and Abingdon Water Storage Tank Projects |
| <b>Presenter(s):</b>   | Chairman  |
| <b>Beginning Time:</b>   | 6:35 pm   |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>  | None  |
| <b>Discussion:</b>   | Mr. Cornett discussed the details of the project.   |
| <b>On the Record:</b>  | None  |
| <b>Actual Motion:</b>  | Move to approve resolution as presented.  |
| <b>Motion By:</b>  | Mr. Taylor  |
| <b>Second By:</b>  | Mr. Orfield   |
| <b>Voting:</b>   | <b>Ayes:</b> 6  |
|  | <b>Nays:</b> 0  |
|  | <b>Abstain:</b> 0   |
| <b>End Time:</b>   | 6:47 pm   |

**WASHINGTON COUNTY SERVICE AUTHORITY  
BOARD OF COMMISSIONERS**  
Resolution Authorizing the General Manager to  
Award Contracts for the Construction of the Galvanized Line,  
Phase 3 and Abingdon Water Storage Tank Projects

WHEREAS, the Board of Commissioners (Board) of the Washington County Service Authority (Authority) has authorized the issuance of invitations to bid for the construction of the Galvanized Line, Phase and Abingdon Water Storage Tank Project (Projects); and

WHEREAS, such invitations have been issued by staff; and

WHEREAS, it is anticipated that numerous contractors will submit bids in response to the invitations; and


WHEREAS, the current Covid-19 pandemic may interfere with the Board's ability to conduct a meeting to review and consider such bids; and

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NOW, THEREFORE, be it hereby RESOLVED that:

1. The General Manager or his designee is hereby authorized to award and execute contracts for the construction of the Projects, in such amounts and upon such terms and conditions as the General Manager deems advisable; and
2. This Resolution shall become effective upon adoption.

Motion: Mr. Taylor  
 Second: Mr. Orfield  
 Vote: 6-0-0-1

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| <b>Agenda Item: 9</b><br> COMMUNICATION | Consideration of a Contract Between WCSA and Thompson & Litton for the Lee Highway Sewer Project |
| <b>Presenter(s):</b>   | Chairman   |
| <b>Beginning Time:</b>   | 6:47 pm  |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>  | None   |
| <b>Discussion:</b>   | None   |
| <b>On the Record:</b>  | None   |
| <b>Actual Motion:</b>  | Move to approve the resolution as presented.   |
| <b>Motion By:</b>  | Mr. Campbell   |
| <b>Second By:</b>  | Mr. Thayer   |
| <b>Voting:</b>   | <b>Ayes:</b> 6   |
|  | <b>Nays:</b> 0   |
|  | <b>Abstain:</b> 0  |
| <b>End Time:</b>   | 6:57 pm  |

**WASHINGTON COUNTY SERVICE AUTHORITY**  
**BOARD OF COMMISSIONERS**

Resolution Approving Engineering Contract with Thompson & Litton, Inc.

WHEREAS, the Board of Commissioners (Board) of the Washington County Service Authority (Authority) has reviewed and considered a proposed contract with Thompson & Litton, Inc., styled Agreement between Owner and Engineer for Professional Services, with an effective date of May 20, 2019 (Contract); and

WHEREAS, the Board is of the opinion that the Contract is proper in form and substance and will facilitate the completion of the Lee Highway Corridor Project; and


NOW, THEREFORE, be it hereby RESOLVED that:



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1. The Contract is accepted and approved; and
2. The General Manager or his designee is authorized to execute the Contact for and on behalf of the Authority; and
3. This Resolution shall be effective upon adoption.

Motion: Mr. Campbell  
 Second: Mr. Thayer  
 Vote: 6-0-0-1

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| <b>Agenda Item: 10</b><br> COMMUNICATION | Consideration of a Master Engineering Services Agreement Between WCSA and Thompson & Litton |
| <b>Presenter(s):</b>  | Chairman  |
| <b>Beginning Time:</b>  | 6:57 pm   |
| <b>Potential Conflict(s) of Interest and Abstention(s):</b>   | None  |
| <b>Discussion:</b>  | Mr. None  |
| <b>On the Record:</b>   | None  |
| <b>Actual Motion:</b>   | Move to approve the resolution as presented.  |
| <b>Motion By:</b>   | Mr. Campbell  |
| <b>Second By:</b>   | Mrs. C. Miller  |
| <b>Voting:</b>  | <b>Ayes:</b> 6  |
|   | <b>Nays:</b> 0  |
|   | <b>Abstain:</b> 0   |
| <b>End Time:</b>  | 7:02 pm   |

**WASHINGTON COUNTY SERVICE AUTHORITY  
 BOARD OF COMMISSIONERS**

Resolution Approving Engineering Contract with Thompson & Litton, Inc.

WHEREAS, the Board of Commissioners (Board) of the Washington County Service Authority (Authority) has reviewed and considered a proposed contract with Thompson & Litton, Inc., styled Master Engineering Services Agreement (Contract); and

WHEREAS, the Board is of the opinion that the Contract is proper in form and substance and will facilitate the rendition of valuable engineering services for the benefit of the Authority; and

NOW, THEREFORE, be it hereby RESOLVED that:

1. The Contract is accepted and approved; and