

**Jo-Ann Gershkoff**

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**From:** Open Meetings Admin <openMeetings@sos.ri.gov>  
**Sent:** Thursday, August 09, 2012 2:05 PM  
**To:** jgershkoff@kentcountywater.org; openMeetings@sos.ri.gov  
**Subject:** SOS Open Meetings : Meeting Notice

August 09, 2012

This is your electronic confirmation for the electronic filing of meeting notice for the Kent County Water Authority. The meeting notice filed is for the meeting on: August 16, 2012 3:30:00 pm.

This notice was electronically filed on the Secretary of State Open Meetings Website on: August 09, 2012 02:05:10 pm.

Please retain this message as your official proof of electronic filing.

Sincerely,

The Open Meetings Team at  
Office of Secretary of State A. Ralph Mollis State House Room 38 Providence, RI 02903  
(401) 222-2357  
(401) 222-1404  
TTY: 711  
[openmeetings@sos.ri.gov](mailto:openmeetings@sos.ri.gov)  
sos.ri.gov

# Agenda

# Agenda

BOARD MEETING AGENDA  
AUGUST 16, 2012 – 3:30 P.M.  
OFFICES OF KENT COUNTY WATER AUTHORITY

Approval - Minutes of Meeting: Board Meeting – July 19, 2012

Legal Counsel: Legal Matters

Director of Finance Report: Cash Report July 2012  
June Closing

Point of Personal Privilege & Communication:

General Manager/Chief Engineer's Report:

Old Business:

New Business:

Tank Cleaning Inspection Proposal, Selection and Award  
Website Development, Selection and Award  
Legal Services; Proposal Review:  
▪ General Council  
▪ Rate Council  
WSSMP – Submitted and in the review period

Capital Projects:

CIP-1C Mishnock Well Treatment Plant (Construction Status)  
CIP-1B Mishnock Transmission (Construction Status)

Infrastructure Projects:

IFR 2009B (Construction Status)  
IFR 2010A (Construction Status)  
IFR 2010B Design (Bid Date)  
Quaker Lane P. S. Upgrade (Construction Status)  
Tech Park Storage Tank Painting (Bidding Process)  
Water Street Replacement (Construction Status)

The offices of the Kent County Water Authority are handicapped accessible. Individuals requesting interpreter services for the hearing impaired must contact the offices of the Kent County Water Authority 72 hours before the meeting at 821-9300. (Telecommunications device for the hearing impaired available).

Revised Agenda Posted August 9, 2012.

1. KCWA Main Entry Office Public Bulletin Board
2. KCWA Side Entry Door Entrance
3. West Warwick Town Hall Public Bulletin Board

Revised Agenda Sent Via U. S. Post Office August 9, 2012 for Posting on Public Bulletin Board

1. City of Warwick
2. Town of Coventry
3. Town of East Greenwich
4. Town of West Warwick
5. Town of West Greenwich

## Lisa Salisbury

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**From:** Open Meetings Admin [openMeetings@sos.ri.gov]  
**Sent:** Friday, September 21, 2012 12:48 PM  
**To:** lsalisbury@kentcountywater.org; openMeetings@sos.ri.gov; jgershkoff@kentcountywater.org  
**Subject:** SOS Open Meetings : Meeting Minutes

September 21, 2012

This is your electronic confirmation for the electronic filing of meeting minutes for the Kent County Water Authority. The meeting minutes filed are in for the meeting held on: August 16, 2012 15:30:00.

This notice was electronically filed on the Secretary of State Open Meetings Website on: September 21, 2012 12:47:49 pm.

Please retain this message as your official proof of electronic filing.

Sincerely,

The Open Meetings Team at  
Office of Secretary of State A. Ralph Mollis State House Room 38 Providence, RI 02903  
(401) 222-2357  
(401) 222-1404  
TTY: 711

[openmeetings@sos.ri.gov](mailto:openmeetings@sos.ri.gov)  
[sos.ri.gov](http://sos.ri.gov)

# KENT COUNTY WATER AUTHORITY

## BOARD MEETING MINUTES

August 16, 2012

The Board of Directors of the Kent County Water Authority held its monthly meeting in the Joseph D. Richard Board Room at the office of the Authority on August 16, 2012.

Chairman, Robert B. Boyer opened the meeting at 3:30 p.m. Board Members, Mr. Gallucci, Mr. Giorgio, Mr. Inman and Mr. Masterson were present together with the General Manager, Timothy J. Brown, Director of Administration and Finance, Jo-Ann Gershkoff and Legal Counsel, Maryanne Bevans, Esq. The General Manager led the group in the pledge of allegiance.

The minutes of the Board meeting minutes of July 19, 2012 were moved for approval by Board Member Giorgio and seconded by Board Member Gallucci and were unanimously approved.

### **LEGAL MATTERS**

#### **Harris Mills**

The company has gone into receivership. Kent County Water Authority is owed \$3,676.58. Legal Counsel will monitor for proof of claim filing. A permanent receiver was appointed. A proof of claim prepared and forwarded to the General Manager for signature on September 17, 2008 and will be filed in the Kent County Superior Court and sent to the receiver. Proof of Claim was filed and sent to Received on September 19, 2008. The proof of claim deadline was December 1, 2008. Legal counsel will continue to monitor for payment on claim. As of May 12, 2009, there has been no change in status. Petition to sell was filed by Receiver in Kent County Superior Court on June 5, 2009. Offer to property made which will allow for partial payment of claims. Legal Counsel will monitor progress of sale.

There has been no further progress regarding the sale of the Harris Mill complex in the receivership matter. Legal Counsel to contact the Receiver for a status report. New offers to purchase have come in which could allow Kent County Water Authority claim in this matter to be paid out of the receivership proceeds. As of September 14, 2009 the previous offer did not materialize. A new offer is being pursued. Legal Counsel will continue to monitor the progress of the sale. The receivership case is in the Supreme Court. On October 1, 2010 the Court approved the sale of the property and the allowed disbursements including payment of Kent County Water Authority bill. This office will continue to monitor payment. On May 13, 2011 Legal Counsel sent a letter to Counsel for potential buyer inquiring as to the status of the sale. Legal Counsel

followed up with counsel for Buyer on June 14, 2011 regarding response to May 13, 2011 correspondence. On July 18, 2011 Legal Counsel was informed by Buyer's Counsel that the sale is on hold pending resolution of Supreme Court Appeals in receivership case. There has been no further word as of April 18, 2012. Legal Counsel forwarded correspondence to Attorney for Buyer on April 17, 2012 for status report. As of July 18, 2012 no response has been received and awaiting Supreme Court decision. The Chairman suggested that monitoring of this matter by Legal Counsel be placed on hold given the value of the claim of Kent County Water Authority.

#### Hope Mill Village Associates

The company is in receivership. Kent County Water Authority is owed \$1,632.44. Legal Counsel to prepare and file Proof of Claim. Proof of Claim was prepared and was forwarded to the General Manager for signatures. Proof of Claim was filed in Kent County Superior Court and was sent to the receiver on August 28, 2008 and as of this date this case is still pending. Hope Mill filed Chapter 11 Bankruptcy on August 20, 2008. Kent County Water Authority was not listed as a creditor. The proof of claim was prepared and signed by the General Manager on November 14, 2008 and was filed with the Bankruptcy Court on November 18, 2008. The proof of claim filing deadline was the end of November, 2008. Pursuant to the plan of reorganization filed by Debtor on November 22, 2008, Kent County Water Authority will be paid in full upon confirmation of the plan by the Bankruptcy Court and Legal Counsel will continue to monitor. As of February 17, 2009 the Court has not scheduled a hearing for confirmation of plan. Debtor will be filing an Amended Plan in March 2009. Legal Counsel will continue to monitor. As of July 16, 2009 the Debtor has not filed an Amended Plan.

The Bankruptcy Court hearing was to be held on August 19, 2009 regarding a motion filed by Hope Mill to convert Chapter 11 to Chapter 7. Legal counsel will monitor the hearing and how the disposition of the hearing will affect the claim of Kent County Water Authority. The hearing was held on December 17, 2009. Assets purchased pursuant to Asset Purchase Agreement. Kent County Water Authority charges to be paid pursuant to Asset Purchase Agreement. Legal Counsel will follow up regarding timetable of payment to Kent County Water Authority. Legal Counsel spoke with Attorney DeAngelis on February 17, 2010 for status on payment to Kent County Water Authority.

Legal Counsel spoke with Attorney DeAngelis on May 13, 2010 and Mr. DeAngelis stated that a final closing has yet to be scheduled, but should be scheduled in the near future. There has been no progress on scheduling a closing as of April 18, 2012. Legal Counsel forwarded correspondence to Attorney DeAngelis on April 17, 2012 requesting status. Attorney DeAngelis was replaced by Attorney Indeglia and correspondence was sent to Attorney Indeglia on May 2, 2012 requesting status. The Chairman suggested that monitoring of this matter by Legal Counsel be placed on hold given the value of the claim of Kent County Water Authority.

## West Greenwich Technology Tank/Rockwood

This matter may be in litigation in that Rockwood Corporation had failed to take any steps and continually denied Kent County Water Authority efforts to take any steps in the painting issues inside of the tank and on February 16, 2009 their surety, Lincoln General Insurance Company, denied the claim as well. The matter was reviewed between the General Manager and Legal Counsel. Rockwood sent a proposal to Legal Counsel on March 31, 2009 and the General Manager weighed the same and a response was sent to Rockwood on April 24, 2009. On May 2, 2009 Rockwood sent another proposal and the General Manager responded to the same on May 8, 2009 requesting a written remedial plan proposal within ten days. On May 8, 2009 Rockwood responded by asking the General Manager to reconsider his position. On May 12, 2009 the General Manager sent correspondence to Rockwood stating the Authority will await Rockwood comments to KCWA letter of May 8, 2009. On May 13, 2009 Rockwood provided an additional response to the KCWA letter of May 8, 2009 with questions. On May 13, 2009 the General Manager sent correspondence agreeing to provide Rockwood with more time to complete a plan of remediation for an additional 10 days. On May 14, 2009, Rockwood sent a response and the General Manager, Merithew and Rockwood to have an informal meeting to work out details. The meeting took place and the Authority is monitoring the efforts of Rockwood to remedy the situation. The tank was recently dry inspected and the vendor remediated the same. Kent County Water Authority is awaiting final inspection of the tank with respect to the remediation. Rockwood has performed work at the site and it is necessary to have a final inspection after the tank has been filled. The tank has been filled and inspection is moving forward. This has been concluded. However, inspection followed which disclosed that there were more paint issues. On July 22, 2010, Legal Counsel notified the Bonding Company regarding action to correct. This will be further discussed by the General Manager in IFR projects. This matter is being discussed which may include litigation and KCWA is awaiting final restoration plans from the vendor. On March 16, 2011 and March 17, 2011, the General Manager received email communications from Rockwood requesting KCWA response to Rockwood performing its February 18th proposal on March 21, 2011. Further, the email stated that Mr. Northrop is no longer with Lincoln and provided an alternate contact for forwarding of the claim of KCWA.

On March 29, 2011 Legal Counsel sent correspondence to Mr. Northrop's successor, Paul Poppish pursuant to Mr. Law of Rockwood. After receiving no reply, Legal Counsel sent a follow up letter to Mr. Poppish on April 13, 2011. On May 16, 2011, Legal Counsel called Lincoln General and Mr. Poppish is no longer with the company and was directed to Mr. Bob Griffith and Legal Counsel spoke with him and was asked to send the correspondence to him which was accomplished on even date. No response was received from Mr. Griffith and Legal Counsel sent a follow up letter on June 9, 2011.

On July 14, 2011 Legal Counsel had a telephone conference with Bob Griffith from Lincoln General who stated that he would get something out to Legal Counsel the beginning of the week of July 18, 2011 and a letter was received on July 17, 2011

stating that he would discuss it with his insured and would respond thereafter. On August 5, 2011, Legal Counsel sent a follow up letter to Mr. Griffith since no response was received. A second follow up letter was sent to Mr. Griffith on November 16, 2011 since there has been no response.

A complaint was filed in Kent County Superior Court and served on Defendants Rockwood Corporation and Lincoln General Insurance Company on February 23, 2012. Defendants requested an extension to answer per Stipulation and their answer was due April 2, 2012 and was received by Legal Counsel on April 2, 2012. Mediation of this matter is scheduled for June 29, 2012 and Legal Counsel forwarded a mediation statement to the Mediator, Matthew T. Oliverio on June 22, 2012 and the mediation was held on June 29, 2012. As a result of the mediation, Kent County Water Authority is to receive \$80,000. Rockwood's initial offer was \$20,000. The executed final documents were sent to Attorney Campbell and the monies are due to KCWA by August 28, 2012.

#### Spectrum Properties, The Oaks, Coventry, Rhode Island

Legal Counsel for the developer forwarded on July 13, 2009 to Kent County Water Authority Legal Counsel for comment on the proposed form of easement deeds with respect to the residential subdivision. On July 29, 2009, Legal Counsel for Kent County Water Authority sent a response to Attorney William Landry setting forth comments to the proposed form of deeds. Legal Counsel received revised deeds from Attorney Landry on September 10, 2009 and they have been forwarded to the General Manager for review and have been approved by the General Manager. On September 24, 2009, Legal Counsel forwarded to Attorney Landry correspondence stating that the form of easement deed has been approved by Kent County Water Authority and for Attorney Landry to forward the original executed deeds to Kent County Water Authority for execution of acceptance. Legal Counsel has not received the deeds to date therefore Legal Counsel forwarded status inquiry correspondence to Attorney Landry on November 18, 2009. Attorney Landry replied to Legal Counsel on November 23, 2009 stating that the developer is in the midst of scheduling a final approval hearing with the Town and Attorney Landry will provide Legal Counsel for KCWA with the anticipated timetable for final approval and recording of the deeds upon Mr. Landry's receipt of this information.

Legal Counsel was pursuing Attorney Landry for status of his receipt of timetable for municipal approvals. Legal Counsel telephoned Attorney Landry and left a voicemail message as to status and subsequently forwarded correspondence to Attorney Landry on March 11, 2010. On May 11, 2010, Legal Counsel forwarded subsequent correspondence to Attorney Landry inquiring as to the status of the matter. The Developer contacted Legal Counsel directly and informed her that final approvals have not been received. Sanford J. Resnick, Esq. forwarded correspondence on September 17, 2010 to the Chairman informing of his representation of the developer and a request to appear before the Board to discuss inspection fees.

Mr. Resnick appeared at the May 19, 2011 Board Meeting and the staffs are working together with the Developer and Legal Counsel. Mr. Resnick will draft agreements with respect to flushing and constructing the water line. On August 15, 2011 Legal Counsel left a message with Mr. Resnick for status update and as of July 19, 2012 Legal Counsel has not received a response. The Chairman suggested that Legal Counsel forward correspondence to Mr. Resnick as to the status of this matter and correspondence was forwarded to Mr. Resnick. Legal Counsel also left a telephone message for Mr. Resnick on August 16, 2012 and did not receive a response. The Chairman requested Legal Counsel send further correspondence to Mr. Resnick informing him that the matter has been removed from the Agenda given no response from the developer since May 19, 2011.

DPUC – Gregory Decubellis

Legal Counsel received from the DPUC on March 12, 2012 an entry of appearance for John A. Pagliarini.

There was a meeting between the parties on April 30, 2012 at the offices of Kent County Water Authority which said meeting was recommended by the hearing office prior to commencing discovery. This matter is scheduled for hearing on August 22, 2012.

**Director of Finance Report:**

Jo-Ann Gershkoff, Finance Director, explained and submitted the financial report. Statement of Revenues, Expenditures and Change in Fund Balance as of June, 2012, Cash Location FY 2011-2012 and Cash Receipts and Disbursements FY 2011-2012 attached as "A", and after thorough discussion with regard to the sales and revenue. The restricted accounts were all funded for the period and collections have exceeded forecasts.

Board Member Gallucci moved and seconded by Board Member Masterson to accept the reports and attach the same as an exhibit and that the same be incorporated by reference and be made a part of these minutes and it was unanimously,

VOTED: That the financial report and Statement of Revenues, Expenditure and Change in Fund Balance as of June, 2012, Cash Location FY 2011-2012 and Cash receipts and Disbursements FY 2011-2012 attached as "A" be approved as presented and be incorporated herein and are made a part hereof.



**Point of Personal Privilege and Communications:**

None.

**GENERAL MANAGER/CHIEF ENGINEER'S REPORT**

**Old Business:**

**New Business:**

**Tank Cleaning Inspection Proposal, Selection and Award**

The General Manager stated there was one bid for the Tank Cleaning Inspection Proposal and that it was his recommendation that Acuren Inspection, Inc. met the requirements of the contract documents and it was necessary, fair and reasonable as evidenced and attached as "B" and is in the best interests of Kent County Water Authority.

It was moved by Board Member Masterson and seconded by Board Member Gallucci to award the bid for the Tank Cleaning Inspection to Acuren Inspection, Inc. in the amount of \$34,923.00 as evidenced and attached as "B" and it was unanimously,

VOTED: To award the bid for the Tank Cleaning Inspection to Acuren Inspection, Inc. in the amount of \$34,923.00 as evidenced and attached as "B".

**Website Development, Selection and Award**

The General Manager stated there was one bid for the website development proposal and that it was his recommendation that Innotech met the requirements of the contract documents and it was necessary, fair and reasonable as evidenced and attached as "C" and is in the best interests of Kent County Water Authority.

It was moved by Board Member Inman and seconded by Board Member Masterson to award the bid for the website development to Innotech in the amount of \$14,325.00 as evidenced and attached as "C" and it was unanimously,

VOTED: To award the bid for the website development to Innotech in the amount of \$34,923.00 as evidenced and attached as "C".

**Legal Services; Proposal Review**

**General Counsel**

**Rate Council**

The General Manager informed the Board that advertisements were placed for General Legal Counsel and Rate Legal Counsel, respectively. Proposals were received from LaPlante Sowa Goldman; Patrick J. Sullivan, Esq.; Robert E. Flaherty, Esq.; K. Joseph Shekarchi, Esq. (for rate counsel); Robert E. Watson, Esq.; Pannone Lopes Devereaux and West LLC; and Moses Afonso Ryan Ltd. as evidenced in the summary attached as "D".

The Chairman stated that the proposals received were comprehensive and suggested that the Board engage Legal Counsel at this meeting as this matter has been pending since June. He stated that it is the decision of the Board as to whether or not to further interview the candidates.

Board Member Gallucci stated that in the past, the Board had separate general counsel, rate counsel and bond counsel and suggested that general counsel and rate counsel be separate.

Board Member Inman stated that further interviews of the candidates be performed. The Chairman reiterated that the engagement of Legal Counsel be resolved at this meeting.

Robert Watson, Esq. and Patrick Sullivan, Esq. were in attendance at the meeting. Mr. Watson resubmitted his proposal for both general legal counsel and rate counsel. Mr. Sullivan informed the Board of his extensive municipal experience and court experience.

Board Member Masterson stated that Mr. Sullivan sent a letter in response to the advertisement and opined that the letter did not properly respond to the advertisement as his qualifications were not formally submitted. Board Member Masterson suggested that candidates who did not formally answer the advertisement be removed from consideration and interviews performed of the others. He further stated that one Legal Counsel be engaged for both general and rate counsel to conserve legal fees.

The Chairman reiterated that the engagement of Legal Counsel has been pending too long and the Board has sufficient information to take action on engagement of Legal Counsel. Board Member Masterson reiterated that interviews should be performed.

Board Member Giorgio inquired of Board Member Masterson as to whom would be interviewed. Board Member Masterson replied that only these candidates who responded completely to the advertisements be interviewed as the candidates spent considerable time to submit complete and comprehensive responsive proposals. Board Member Giorgio inquired as to missing information. Board Member Masterson stated that certain candidates simply submitted letters which did not respond to the advertisements. He stated that three candidates did not comply with the advertisements therefore, Board Member Masterson suggested interviews be conducted of those did.

The Chairman suggested that Robert Watson, Esq. be engaged to handle Rate/PUC services with additional duties as the Board deems necessary. He further suggested that Patrick J. Sullivan, Esq. be engaged as general Legal Counsel and Board Member Inman concurred with the Chairman's suggestion.

Further discussion ensued and the Chairman made a motion and it was seconded by Board Member Giorgio to engage Robert Watson, Esq. as rate counsel with additional duties necessary at a negotiated fee structure and it was unanimously,

VOTED: To engage Robert Watson, Esq. as rate counsel with additional duties necessary at a negotiated fee structure.

The Chairman then made a motion and it was seconded by Board Member Giorgio to engage Patrick J. Sullivan, Esq. as general Legal Counsel with additional duties as the Board deems necessary with a negotiated fee structure and it was unanimously,

VOTED: To engage Patrick J. Sullivan, Esq. as general Legal Counsel with additional duties as the Board deems necessary with a negotiated fee structure.

The respective Legal Counsel will draft and submit letters of engagement formalizing their engagement as Rate/PUC counsel and general Legal Counsel.

#### **WSSMP – Submitted and in the review period**

The General Manager informed the Board of the submission to the State which met all obligations. The same will be presented to the Water Resources Board on August 17, 2012.

#### **CAPITAL PROJECTS:** **INFRASTRUCTURE PROJECTS**

All Capital and Infrastructure Projects were addressed by the General Manager and described to the Board by the General Manager with general discussion following and are evidenced and attached as "E".

Board Member Inman made a Motion to adjourn, seconded by Board Member Giorgio and it was unanimously voted by the Board Members present,

VOTED: To adjourn the meeting at 4:30 p.m.

\_\_\_\_\_  
Secretary Pro Tempore

# **EXHIBIT A**

Kent County Water Board Meeting

August 16, 2012

Kent County Water Authority  
 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

AS OF 06/2012

ACCOUNT DESCRIPTION	C U R R E N T M O N T H			Y E A R - T O - D A T E		
	BUDGET	ACTUAL	ACTUAL OVER/ UNDER BUDGET	BUDGET	ACTUAL	ACTUAL OVER/ UNDER BUDGET
REVENUES						
1-4150 MERCHANDISING & JOBBING	416.74	58.16	-358.58	5000.00	3570.67	-1429.33
1-4160 M & J COSTS & EXPENSES	1500.00	3723.71	2223.71	18000.00	10000.11	-7999.89
1-4190 INTEREST & DIVIDEND INC.	7500.00	281.29	-7218.71	90000.00	37582.47	-52417.53
1-4210 MISC. NON-OPER. INCOME	2083.37	304.30	-1779.07	25000.00	17815.49	-7184.51
TOTALS FOR OTHER INCOME	11500.11	4367.46	-7132.65	138000.00	68968.74	-69031.26
1-461A METERED SALES - GC	1136282.87	1263701.35	127418.48	13635394.00	14018890.81	383496.81
1-461B METERED SALES - IC	290093.74	442561.17	152467.43	3481124.00	3290043.72	-191080.28
1-4620 PRIVATE FIRE PROTECTION	48112.25	42670.85	-5441.40	192449.00	170209.29	-22239.71
1-4630 PUBLIC FIRE PROTECTION	325554.50	325275.78	-278.72	1302218.00	1299870.15	-2347.85
1-4640 SALES -PUBLIC AUTHORITIES	62229.12	102266.49	40037.37	746749.00	755417.16	8668.16
1-4660 SALES FOR RESALE	25000.00	40015.05	15015.05	100000.00	157800.48	57800.48
1-4710 MISC. SERVICE REVENUE	14172.24	15526.02	1353.78	170066.00	170876.82	810.82
1-4740 OTHER WATER REVENUES	3750.00	4833.49	1083.49	45000.00	43189.01	-1810.99
TOTALS FOR OPERATING REVENUE ACCTS.	1905194.72	2236850.20	331655.48	19673000.00	19906297.44	233297.44
TOTALS FOR REVENUES	1916694.83	2241217.66	324522.83	19811000.00	19975266.18	164266.18
EXPENDITURES						
1-6020 PURCHASED WATER	402500.00	555865.71	-153365.71	4830000.00	4811879.09	18120.91
1-6140 MAINTENANCE OF WELLS	20.00		20.00	240.00	489.98	-249.98
TOTALS FOR SOURCE OF SUPPLY EXPENSES	402520.00	555865.71	-153345.71	4830240.00	4812369.07	17870.93
1-6210 FUEL FOR PUMPING	95.87	25.72	70.15	1150.00	4227.28	-3077.28
1-6230 POWER PURCHASED	36500.00	31122.58	5377.42	438000.00	340451.59	97548.41
1-624A PUMPING LABOR	3333.37	5323.76	-1990.39	40000.00	61050.62	-21050.62
1-624B PUMPING EXPENSES	289.24	594.38	-305.14	3470.00	5525.30	-2055.30
1-6310 MAINT STRUCT & IMPROVE	2358.37	1986.94	371.43	28300.00	53904.28	-25604.28

Kent County Water Authority  
 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

AS OF 06/2012

ACCOUNT DESCRIPTION	C U R R E N T M O N T H			Y E A R - T O - D A T E		
	BUDGET	ACTUAL	ACTUAL OVER/ UNDER BUDGET	BUDGET	ACTUAL	ACTUAL OVER/ UNDER BUDGET
1-6330 MAINT PUMPING EQUIPMENT	3166.74	3497.18	-330.44	38000.00	34768.06	3231.94
TOTALS FOR PUMPING EXPENSES	45743.59	42550.56	3193.03	548920.00	499927.13	48992.87
1-6410 CHEMICALS	13775.00	16581.00	-2806.00	165300.00	147860.13	17439.87
1-642A OPERATION LABOR	6391.74	5898.14	493.60	76700.00	76121.96	578.04
1-642B OPERATION EXPENSES	3041.74	7730.71	-4688.97	36500.00	43888.12	-7388.12
1-6510 MAINT STRUCT & IMPROVE					253.35	-253.35
1-6520 MAINT WATER TREAT EQUIP	133.37	594.38	-461.01	1600.00	5196.86	-3596.86
TOTALS FOR WATER TREATMENT EXPENSES	23341.85	30804.23	-7462.38	280100.00	273320.42	6779.58
1-662A T & D LABOR	2108.37		2108.37	25300.00	21032.09	4267.91
1-662B T & D SUPPLIES & EXP	5354.24	463.75	4890.49	64250.00	77176.21	-12926.21
1-663A T & D METER LABOR	3829.24	2820.06	1009.18	45950.00	39564.62	6385.38
1-663B T & D METER SUPP & EXP	1095.87	1475.71	-379.84	13150.00	22551.21	-9401.21
1-6650 T & D MISC	937.50	216.41	721.09	11250.00	3400.29	7849.71
1-6710 MAINT STRUCT & IMPROV	520.87		520.87	6250.00	4999.00	1251.00
1-6720 MAINT RESERVOIR & STDPIPE	1041.74	6883.88	-5842.14	12500.00	23461.02	-10961.02
1-6730 MAINT T & D MAINS	48893.75	27216.97	21676.78	586725.00	707232.04	-120507.04
1-6750 MAINT SERVICES	22208.37	14020.16	8188.21	302365.00	236537.87	65827.13
1-6760 MAINT METERS	6060.87	9330.27	-3269.40	72730.00	124862.93	-52132.93
1-6770 MAINT HYDRANTS	7250.00	2615.54	4634.46	87000.00	98534.01	-11534.01
1-6790 TRANSFER TO CONSTRUCTION	-927.99	-78.00	-849.99	-11135.00	-616.58	-10518.42
TOTALS FOR TRANS. & DISTR. EXPENSES	98372.83	64964.75	33408.08	1216335.00	1358734.71	-142399.71
1-902A METER READING LABOR	10516.75	8246.19	2270.56	133060.00	95557.11	37502.89
1-902B METER READING SUPP & EXP	186.25		186.25	2235.00	216.73	2018.27
1-903A CUSTOMER RECORDS LABOR	14779.74	13583.20	1196.54	178134.00	189478.26	-11344.26
1-903B CUSTOMER RECORDS SUPP	5683.37	9039.70	-3356.33	68200.00	61737.69	6462.31

Kent County Water Authority  
 STATEMENT OF REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCE

AS OF 06/2012

ACCOUNT DESCRIPTION	C U R R E N T M O N T H			Y E A R - T O - D A T E		
	BUDGET	ACTUAL	ACTUAL OVER/ UNDER BUDGET	BUDGET	ACTUAL	ACTUAL OVER/ UNDER BUDGET
TOTALS FOR CUSTOMER ACCT. EXPENSES	31166.11	30869.09	297.02	381629.00	346989.79	34639.21
1-9200 ADM & GENERAL SALARIES	26274.49	24714.07	1560.42	321530.00	322658.33	-1128.33
1-9210 OFFICE SUPPLIES & EXP	11083.37	43230.35	-32146.98	133000.00	206462.13	-73462.13
1-9230 OUTSIDE SERVICES	10416.74	14522.00	-4105.26	125000.00	107211.14	17788.86
1-9240 PROPERTY INSURANCE				234287.00	177901.23	56385.77
1-9250 INJURIES & DAMAGES	50.87		50.87	610.00	102.38	507.62
1-9260 EMPLOYEE PENSION & BENEF	54868.58	-3151.48	58020.06	880423.00	851405.94	29017.06
1-9280 REGULATORY COMM EXP	5625.00	697.65	4927.35	67500.00	53876.91	13623.09
1-930B MISC GENERAL EXPENSE	1125.00	1251.89	-126.89	13500.00	15062.59	-1562.59
1-930C MISC GENERAL EXPENSE	3000.00		3000.00	36000.00		36000.00
1-932A MAINT GENERAL PLANT	9166.74	8229.09	937.65	110000.00	128086.36	-18086.36
1-932B MAINT VEHICLES	12416.74	3248.08	9168.66	149000.00	154909.21	-5909.21
1-9330 UNASSIGNED TIME VAC HOL	17901.99	30821.79	-12919.80	214823.00	254619.28	-39796.28
1-9340 UNCOLLECTIBLE (WRITE OFF)		668.50	-668.50		1144.44	-1144.44
TOTALS FOR ADM. & GENERAL EXPENSES	151929.52	124231.94	27697.58	2285673.00	2273439.94	12233.06
1-4030 DEPRECIATION EXPENSE	96666.74	96666.67	.07	1160000.00	1160000.04	-.04
1-4080 TAXES OTHER THAN INCOME	12541.74	23626.84	-11085.10	150500.00	286604.48	-136104.48
1-4270 INTEREST-LONG TERM DEBT	107157.00	107157.00		1285884.00	1285884.00	
1-4280 AMORTIZATION OF DEBT DISC	5833.37	5833.33	.04	70000.00	69999.96	.04
TOTALS FOR OTHER EXPENSES	222198.85	233283.84	-11084.99	2666384.00	2802488.48	-136104.48
TOTALS FOR EXPENDITURES	975272.75	1082570.12	-107297.37	12209281.00	12367269.54	-157988.54
EXCESS OF REVENUE OVER EXPENDITURES FOR general	941422.08	1158647.54	217225.46	7601719.00	7607996.64	6277.64

CASH LOCATION  
FISCAL YEAR 2012-2013

	JUL 2012	AUG 2012	SEP 2012	OCT 2012	NOV 2012	DEC 2012	JAN 2013	FEB 2013	MAR 2013	APR 2013	MAY 2013	JUN 2013
<b>CASH LOCATION:</b>												
Citizens Bank - Payroll	\$ 40,000.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Bank of America - Deposit	767,453.39											
Bank of America - Checking	67,287.04											
	874,740.43	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Revenue	618,793.19											
Infrastructure Fund	9,969,595.97											
Operation Reserve Allowance	656,296.68											
Operation & Maintenance Reserve	2,373,625.17											
Renewal & Replacement Fund	180,988.65											
Renewal & Replacement Reserve	1,023,927.53											
Debt Service Fund - 2001	4.35											
Debt Service Reserve - 2001	0.00											
General Project - 2002	0.00											
Debt Service Fund - 2002	11.41											
Debt Service Reserve - 2002	0.00											
Debt Service Fund - 2004	104,548.16											
Debt Service Reserve - 2004	228,601.64											
Refunding Trust Account 2001*	5,698,109.00											
Refunding Trust Account 2002*	15,678,288.00											
Debt Service Reserve 2012	1,728,590.36											
Debt Service Fund 2012	180,798.40											
Project Fund 2012 **	9,719,529.41											
	\$ 49,036,448.35	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
* Full Redemption on 8/17/2012	(21,376,397.00)											
** Issuance Costs to be Paid	(6,336.04)											
Total	27,653,715.31											



KENT COUNTY WATER AUTHORITY  
CASH RECEIPTS & DISBURSEMENTS  
FY 2012 - 2013

	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	RATE REVENUE	
	2012	2012	2012	2012	2012	2012	2013	2013	2013	2013	2013	2013	FY 11-12	FY 12-13
BEGINNING MONTH BALANCE	32,666,764	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	27,653,715	JUL 1,458,444	1,653,628
<b>CASH RECEIPTS:</b>													AUG 1,422,223	
Collections	2,263,781												SEP 3,425,571	
Interest Earned	14,628												OCT 1,773,750	
													NOV 1,220,703	
													DEC 2,166,398	
													JAN 1,090,917	
<b>TOTAL CASH RECEIPTS</b>	<b>34,945,173</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	FEB 1,014,643	
													MAR 1,782,678	
<b>CASH DISBURSEMENTS:</b>													APR 1,100,992	
Purchased Water	555,637												MAY 1,021,305	
Electric Power	31,083												JUN 2,216,491	
Payroll	184,206													
Operations	28,917													
Employee Benefits	375,142													
Legal	9,367													
Materials	28,754													
Insurance														
Sales Taxes	26,690													
Refunds	467													
Rate Case														
Conservation														
Pilot	4,229													
Capital Expenditures (Other)	1,938													
Mishnock Well/Storage/Pump/T 221C														
Mishnock Treatment Facility 230A	446,898													
Read School House 234C														
CIP Update 235A														
Read School House Tank 236C														
Quaker Lane 240C	150,567													
2007 Infrastructure 284B														
2009 A Infrastructure 243C														
2009 B Infrastructure 248C	48,753													
2010 Infrastructure Design 249C	19,806													
Water Street EG 250C														
Water System Management 237A														
Mishnock Transmission Main 245C	43,467													
Bank New York - Debt Service (P. & I)	3,316,556													
Water Protection	65,217.07													
Reduction in Debt Service Reserve	1,953,763.15													
<b>TOTAL DISBURSEMENTS</b>	<b>7,291,458</b>													
<b>BALANCE END OF MONTH</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>	<b>27,653,715</b>		

# **EXHIBIT B**

Kent County Water Board Meeting

August 16, 2012

KENT COUNTY WATER AUTHORITY  
REQUEST FOR PROPOSAL FOR  
PROFESSIONAL SERVICES RELATED TO IN-SERVICE  
CLEANING AND INSPECTION OF POTABLE WATER STORAGE TANKS  
REQUEST FOR PROPOSAL OPENING – AUGUST 8, 2012

The Request for Proposal Opening for Cleaning and Inspection of Potable Water Storage Tanks was held at 10:00 a.m., August 8, 2012 per the requirements of the Request for Proposal Invitation advertised in the Providence Journal on Friday, July 20, 2012. Attendance at the Pre-Proposal was not a mandatory requirement to submit a Proposal.

The work consists of providing directly to the Kent County Water Authority, professional services to accomplish the in-service cleaning and inspection of the Authority's active potable water storage facilities. The work also includes providing a written report with photographic and video documentation of the conditions at the time of inspection.

At 10:00 a.m. the Proposal Opening began by Timothy Brown opening the following proposal:

**Acuren Inspection, Inc**

8 Copies Received

Letter to Mr. Robert Boyer from Ted Lund, Division Manager, Dated August 7, 2012 with the following enclosures:

- Disclosure Statement
- Proposer's Price Sheet
- Proposed Project Schedule
- Project Team Resumes
- TankRover Equipment Data Sheet
- RoboVac Equipment Data Sheet
- List of Client References
- State of Rhode Island Business Reg.
- Sample Certificate of Insurance
- Proposer's Price Sheet
- Additional Services Hourly Rate Sheet
- Acuren's Standard Service Terms & Conditions

Total Not to Exceed Price: \$34,923.00 For the following tanks:

- Frenchtown
- Setian Lane
- Read Schoolhouse
- Wakefield
- Carr Pond

Due to no attendees at the Proposal Opening there were no questions and the Request for Proposal Opening closed at 10:08 a.m.

# **EXHIBIT C**

Kent County Water Board Meeting

August 16, 2012

KENT COUNTY WATER AUTHORITY  
REQUEST FOR PROPOSAL  
TO PROVIDE WEBSITE REDESIGN AND HOSTING SERVICES  
OPENING CONFERENCE – AUGUST 14, 2012

The Opening Conference for Website Redesign and Hosting Services was held at 11:00 a.m., August 14, 2012 per the requirements of the Proposal Invitation advertised in the Providence Journal on Tuesday, July 31, 2012. Attendance at the Pre-Proposal Conference was a mandatory requirement to submit a Proposal.

The Kent County Water Authority is requesting proposals from qualified website design, development and hosting firms with proven professional and technical expertise to redesign/rebuild and program its existing site in HTML format, provide hosting and email services for its website. The current website [www.kentcountywater.org](http://www.kentcountywater.org) is somewhat challenging to navigate and cumbersome for staff to maintain and update. The goal is to provide simple and intuitive electronic access to public information, serve as a public communication tool, and streamline business operations related to information updates. The Kent County Water Authority will be in charge of content management and will own all programmed content. Upon completion, acceptance and launching of the project structure and design, the website will become the domain of the Kent County Water Authority and the Authority shall own all rights to the information and website design deliverables. This project is all encompassing and requires varied technical and computer disciplines to complete the project. A complete detailed description can be found in the Request For proposal documents.

At 11:00 a.m. the Opening Conference began by Timothy Brown opening the following proposal:  
At this point, the Pre-Proposal Conference was opened to questions:

Innotech

- 8 Copies Received
- Start Date: August 31, 2012
- Close Out Date: October 25, 2012
- T.O.C.
  1. Executive Summary
  2. Company Profile
  3. Organizational Structure
  4. Experience and Reference Summary
  5. Detailed Presentation of Technical Approach
  6. Detailed Project Schedule
  7. Warranty
  8. Appendix A: Website Client References

9. Appendix B: Resumes

10. Appendix C: Website Design Concepts

Cost Summary

Costs – Implementation and First Year of Hosting & Email	Amount
Website Design	\$4,400.00
Content Management System	\$8,000.00
Print Friendly CSS Implementation	\$1,000.00
Training – On-site	\$ 475.00
Hosting	\$ 250.00
Email	\$ 200.00
<u>Total Not to Exceed</u>	<u>\$14,325.00</u>

The Opening was closed at 11:04 a.m.

# **EXHIBIT D**

Kent County Water Board Meeting

August 16, 2012

KENT COUNTY WATER AUTHORITY  
REQUEST FOR PROPOSAL  
RELATING TO GENERAL COUNSEL LEGAL SERVICES  
CONSULTATION AND REPRESENTATION

OPENING – AUGUST 14, 2012

The Request for Proposal Opening for General Counsel Legal Services in regard to general business consultation and representation was held at 10:30 a.m., August 14, 2012. The Invitation was advertised in the Providence Journal on Thursday, July 26, 2012.

At 10:30 a.m. the Request for Proposal Opening began with Timothy Brown addressing four letters received listed below followed by the opening of the submitted Proposals:

1. Robert E. Flaherty, Letter addressed to Robert B. Boyer, Chairman, Dated July 27, 2012, received August 3, 2012.
  - Letter was for consideration of both the General Counsel and for Rate Counsel.
  - Letter was a one page letter.
  - No other attachments received.
  
2. Patrick J. Sullivan, Esq. of Sullivan & Sullivan, Letter addressed to Robert B. Boyer, Chairman, Dated August 14, 2012, received August 14, 2012 prior to proposal opening.
  - This letter was not identified on the envelope as to which Request for Proposal to be opened; therefore, this letter was also previously opened at the 10:00 a.m. Request for Proposal Opening for Legal Services General and Specific Public Utilities Rate Consultation and Representation.
  - This letter was submitted for the Request for Proposal Relating to Legal Service General.
  - This letter was a 2 page letter along with a 2 page contract.
  - No other attachments received.
  
3. John A. Pagliarini, Jr. of LaPlante Sowa Goldman, Letter address to Chairman, Boyer, Dated August 9, 2012, received in regular mail last week.
  - This was a one page letter from John A. Pagliarini, Jr., requesting the Kent County Water Authority rely upon the application and interview testimony of the qualifications statment previously submitted to the KCWA as this firm's General Counsel Proposal.
  - The previously submitted application and interview Mr. Pagliarini's refers to was for a Statement of Qualifications and not a Request for Proposal.
  - No other attachments received.



At this point during the opening the following Request for Proposals were opened by Timothy Brown:

1. Pannone Lopes Devereaux & West, LLC

- Cover letter addressed to Robert Boyer, Chairman, from William E. O’Gara, Partner
- 10 Copies Received
  - T.O.C.

- Introduction
- Statement of Prequalification Compliance
- Primary General Counsel
- PLDW Qualifications and Experience
- Key Personnel
- References
- PLDW Legal Resources
- Litigation Representative Engagements
- Fee Proposal
- Conflict of Interest Disclosure
- Insurance

- Fee Schedule for Legal Services

<u>Name/Title</u>	<u>Hourly Rates</u>
William E. O’Gara – Partner	\$225.00
Partners	\$225.00
Senior Counsel	\$225.00
Associates	\$150.00
Paralegals	\$100.00

2. Keough & Sweeney, LTD., and Attorney Joseph A. Keogh Jr.

- 10 Copies Received
  - No T.O.C.
  - Proposal Included the following:

- Introduction
- Insurance
- Required Submittals

- Submission of Proposal
- Compliance with Pre-qualifications
- Staffing
- Summary Resume
- Disclosure Statement
- Description of Law Firm
- Description of Current Workload
- Summarized Listing of Clients
- Description of Firm’s Legal and Analytical Resources and Capabilities
- Demonstration of Administrative Knowledge
- Rhode Island Department of Labor and Training
- Rhode Island Department of Environmental Management

Legal Review, Process and Appeals of Water Utility Business  
Fee Proposal  
Lawyers Professional Liability Policy Declarations

Resumes

Clients Assignments and Experience with RI Supreme Court, Superior Court and District Court 2007 to Present

Clients Assignments and Experience with RI Public Utilities and Carriers 2007 to Present

- Fee Proposal

Blended billing rate of \$170.00 per hour.

Individual Rates

<u>Name/Title</u>	<u>Hourly Rates</u>
Attorney Joseph A. Keough, Jr.	\$275.00
Attorney Staci L. Kolb	\$125.00
Attorney Sean P. Keough	\$110.00
Paralegals/Administrative Staff	No Charge

Note: Fees being proposed at the discounted rate (see Page 23 & 24 of Proposal).

3. Moses Afonso Ryan, LTD.

- Cover Letter addressed to Robert B. Boyer, Chairman, from Ellen F. Corneau, Dated August 14, 2012
- 10 Copies Received
  - No T.O.C.
  - Proposal Included the following:
    - Introduction and History of the Firm
    - Compliance with Pre-qualifications
    - Summary Resume of Primary Contract
    - Disclosure Statement Regarding Conflicts of Interest
    - Description of Law Firm and Qualifications
    - Current Workload of Primary Attorney
    - Relevant Experience and Table of Relevant Clients
    - Firm Resources and Capabilities
    - Knowledge of Court and Administrative System
    - Fee Proposal
    - Exhibit A – Attorney Resumes

- Fee Proposal

<u>Name/Title</u>	<u>Discounted Rate</u>	<u>Standard Rate</u>
Thomas V. Moses	\$250.00 per hour	\$450.00 per hour
Antonio Afonso, Jr.	\$250.00 per hour	\$400.00 per hour
Michael T. Eskey	\$250.00 per hour	\$350.00 per hour
Daniel C. Waugh	\$250.00 per hour	\$350.00 per hour
Richard J. Welch	\$250.00 per hour	\$350.00 per hour

John J. Garrahy	\$250.00 per hour	\$350.00 per hour
Ellen Flynn Corneau	\$250.00 per hour	\$350.00 per hour
Paul M. Harley	\$250.00 per hour	\$300.00 per hour
Mark T. Ryan	\$250.00 per hour	\$400.00 per hour
Stephen A. Izzi	\$250.00 per hour	\$350.00 per hour
Kerin L. Browning	\$250.00 Per hour	\$275.00 per hour

Note: Fees being proposed at the discounted rate.

#### 4. Robert A. Watson, Attorney at Law

- Cover Letter addressed to Robert B. Boyer, Chairman from Robert A. Watson, Dated August 14, 2012
- 10 Copies Received
  - T.O.C.
    - Statement of Compliance with Pre-Qualification set forth in Article 1.2
    - Resume for Robert A. Watson, Esquire.
    - Statement of Potential Conflicts of Interest
    - Summary of Strengths and Qualifications of the Firm to serve as General Counsel
    - Description of Workload of Proposed primary General Counsel Robert A. Watson, Esquire.
    - Summarized List of Clients, Assignments or Experience since 2007
    - Description of firm's Resources and Capabilities
    - Knowledge of Administrative Processes
    - Fee Proposal
    - Appendix:
      - Statement of Financial Solvency and Status of Good Standing
      - Evidence of Professional Liability Errors and Omissions
      - Insurance Policy

- Fee Proposal

The proposed hourly rate would be set at One Hundred and Fifty (\$150.00) Dollars per hour for legal work provide by Attorney Robert A. Watson or other qualified Attorney(s) pre-approved by the Authority to act on their behalf and/or in Mr. Watson's absence.

Hourly rate for Legal Assistant/Paralegal support shall be set at Seventy Five (\$75.00) Dollars per hour for legal work provided by such staff as pre-approved by the Authority.

At this point, the opening was open to questions. There were no questions and all proposals were left out for all to review.

The Request for Proposal Opening was closed at 10:44 a.m.

# **EXHIBIT E**

Kent County Water Board Meeting

August 16, 2012

<b>PLANNING DOCUMENT \$25,000/YEAR ALLOCATION</b>	
<b>PROJECT</b>	<b>STATUS</b>
Water Supply System Management Plan WSSMP	Approved
Hunt River Interim Management & Action Plan	Approved
2008 CIP Program Plan	Approved
Clean Water Infrastructure Plan 2008	Approved
<b>UPDATED CIP PROJECTS BOND FUNDING</b>	
<b>PROJECT</b>	<b>STATUS</b>
Mishnock Well Field (new wells) CIP - 1A	Construction Ongoing
Mishnock Transmission Mains CIP - 1B	Construction Ongoing 1/3 of Main
Mishnock Treatment Plant CIP - 1C	Construction Ongoing Completion End of Year
East Greenwich Well Treatment Plant - CIP-2	Preliminary Design Report Completed/Future Bond Project
Clinton Avenue Pump Station Rehabilitation CIP - 7A	Completed
Read School House Road Tank CIP - 7B	Completed
Read School House Road Main CIP 7c, 7d, 8a	Completed
<b>IFR FUNDED PROJECTS</b>	
<b>PROJECT</b>	<b>STATUS</b>
IFR 2005	Completed C. O. # 1 Asphalt Adjustment
IFR 2006 A	Closed out, Paving Issue West Warwick, Need Resolution
IFR 2006 B / IFR 2007	Closed Out
IFR 2009 A	2009 A - Closed Out
2009 B	Construction Status, Ongoing
IFR 2010A	Construction Status, Ongoing
IFR 2010B	Finalization of Design - Schedule Bid Date
Prospect Street	Completed
PWSB 78" / Johnson Blvd. P.S. Modification	Completed
Greenwich Avenue Replacement	Completed
Hydraulic Tank Evaluation	Completed
Quaker P. S. Design	Construction Status, Ongoing
Tech Park Tank Recoating	Bid for Remediation
Tiogue Tank Re-Service	Completed
Hydrant Painting	On-going
SCADA Upgrade	Added to Quaker P. S. Construction
Water Street Replacement	Construction Status, Ongoing Fall 2012