MINUTES

The Key Largo Wastewater Treatment District Board of Commissioners met for their regular scheduled meeting at 4:00 PM on August 22, 2017. Present were Chairman David Asdourian and Commissioners Susan Heim, Stephen Gibbs and Andrew Tobin. Commissioner Robert Majeska was absent. Also present were General Manager Peter Rosasco with Bishop, Rosasco & Co., General Counsel Nicholas Mulick, District Clerk Katherine Jackson and other appropriate District Staff.

Commissioner Gibbs led the Pledge of Allegiance.

APPROVAL OF AGENDA (D-1)

Motion: Commissioner Heim made a motion to approve the agenda and Commissioner Gibbs seconded the motion. The motion passed without objection.

APPROVAL OF MINUTES OF PREVIOUS MEETINGS (F)

Minutes of July 25, 2017 (F-1)

Motion: Commissioner Gibbs made a motion to approve the minutes of July 25, 2017, and Commissioner Heim seconded the motion. The motion passed without objection.

Minutes of August 1, 2017 (F-2)

Motion: Commissioner Heim made a motion to approve the minutes of August 1, 2017, and Commissioner Gibbs seconded the motion. The motion passed without objection.

Commissioner Heim requested that a typo with the alpha label for Budget and Finance Report be changed to "I" and the Board agreed.

GENERAL MANAGER'S REPORT (G)

Wastewater Utility Manager Position (G-1)

Mr. Rosasco informed the Board that the schedules for each candidate are attached to the agenda packet and reminded the Board that a Board meeting is scheduled for September 12, 2017 at 4:00 PM to discuss the results of the candidate interviews.
Disaster Recovery and Backup (G-2)

Mr. Milian made a presentation to the Board regarding disaster recovery and backup for data and answered questions from the Board. Mr. Milian presented two data recovery solutions and the Board discussed their various concerns, including the cost and necessity of the project.

The Board requested this item be brought back at a future meeting and Commissioner Tobin requested a copy of the contract be included.

Bishop Rosasco Contract Amendment for FY17 (G-3)

Mr. Rosasco informed the Board that he has reached his budget cap for the Director of Finance services, and requested that the Board approve an amendment to his contract for an additional $20,000. Mr. Rosasco answered questions from the Board.

Motion: Commissioner Heim made a motion to approve the Bishop Rosasco & Company’s amendment to consultant agreement for an additional $20,000 and not to exceed a total amount of $95,000, and Commissioner Tobin seconded the motion.

Vote on Motion
Commissioner Heim – Aye
Commissioner Tobin – Aye
Commissioner Gibbs – Aye
Commissioner Majeska – Absent
Chairman Asdourian – Aye
Motion Passed: 4 to 0

BUDGET AND FINANCE REPORT (H)

FY2018 Preliminary Budget, Staffing Plan and Organizational Chart (H-1)

Mr. Rosasco and Ms. Fazio presented the FY2018 preliminary budget to the Board.

EXTENSION: 5:59 PM
Motion: Commissioner Heim made a motion to extend the meeting 30 minutes. The motion passed without objection.

5 MIN BREAK: 5:59 PM

Mr. Rosasco presented the staffing plan and organizational chart to the Board, and noted that the proposed plan includes a reduction in the District’s number of full time employees.

Staff answered questions from the Board.

5 MIN BREAK: 6:13 PM
ADMIN AND CUSTOMER SERVICE REPORT (I)

Code Compliance List – August 2017 (I-1)

Ms. Bockelmann, Customer Service Manager, presented the August 2017 code compliance list, and answered questions from the Board.

OPERATIONS REPORT (J)

Vacuum Station D Incident Update and Authorization to Rebuild Pumps (J-1)

Mr. Dempsey, Field Operations Manager, informed the Board that the 2 remaining vacuum pumps at Vacuum Station D and the 5 pumps at Vacuum Station A are near the end of their manufacturer’s recommended run times and requested approval to send the pumps to be rebuilt.

Staff answered questions from the Board.

Motion: Commissioner Tobin made a motion to rebuild 7 pumps in an amount not to exceed $54,950.00, and Commissioner Heim seconded the motion.

Vote on Motion
  Commissioner Tobin – Aye
  Commissioner Heim – Aye
  Commissioner Gibbs – Aye
  Commissioner Majeska – Absent
  Chairman Asdourian – Aye

Motion Passed: 4 to 0

WWTP Retention Area Restoration (J-2)

Mr. Castle presented three quotes for granite stone to complete the WWTP Retention Area Restoration Project. Mr. Castle informed the Board that the cost of the project came in well below the budgeted amount by doing it in-house.

Staff answered questions from the Board.

Motion: Commissioner Gibbs made a motion to approve the purchase of 380 yards of granite from JCB Trucking in an amount not to exceed $32,000.00, and Commissioner Heim seconded the motion.

Vote on Motion
  Commissioner Gibbs – Aye
  Commissioner Heim – Aye
  Commissioner Tobin – Absent
  Commissioner Majeska – Absent
  Chairman Asdourian – Aye

Motion Passed: 3 to 0
EXTENSION: 6:28 PM
Motion: Commissioner Gibbs made a motion to extend the meeting 30 minutes. The motion passed without objection.

LEGAL REPORT (M)

General Counsel Contract Revisions (M-1)

Mr. Mulick submitted an amended General Counsel Contract with a proposed revision to require General Manager or Board approval to exceed 40 hours per month.

Motion: Commissioner Gibbs made a motion to approve the proposed revision to the General Counsel's employment contract, and Commissioner Tobin seconded the motion.

Vote on Motion
Commissioner Gibbs – Aye
Commissioner Tobin – Aye
Commissioner Heim – Aye
Commissioner Majeska – Absent
Chairman Asdourian – Aye
Motion Passed: 4 to 0

Resolution for Approved Changes to Board Practices and Policies (M-2)

Mr. Mulick presented resolution 28-08-17 and informed the Board that it reflects the July 25, 2017 amendments to the Board Practices and Policies.

Motion: Commissioner Heim made a motion to approve Resolution No. 28-08-17, and Commissioner Gibbs seconded the motion.

Vote on Motion
Commissioner Heim – Aye
Commissioner Gibbs – Aye
Commissioner Tobin – Aye
Commissioner Majeska – Absent
Chairman Asdourian – Aye
Motion Passed: 4 to 0

Commissioner Tobin requested that the resolution number approving any changes be added to the footer of this and any future amended Board Practices and Policies.

Residential Usage and Billing (M-3)

Per the Board’s request, Mr. Mulick submitted a residential water consumption graph comparing average water consumption levels to water consumption levels in excess of the 12,000 GPM maximum residential volumetric rate. Following discussion, the Board agreed that there was no need to change the 12,000 GPM maximum residential volumetric policy.
The Board also recommended to its ratepayers, and the public in general, that they monitor their water consumption levels and implement appropriate water conservation measures.

Staff answered questions from the Board.

COMMISSIONER’S ITEMS (N)

General Manager Residence Requirement (Commissioner Heim) (N-1)

Commissioner Heim solicited the opinions of other Board members regarding the feasibility of imposing a residency requirement for a new general manager. It was the consensus of the Board that such a requirement was not necessary at this time.

ADJOURNMENT (P)

The Meeting was adjourned at 6:56 PM.

David Asdourian, Chairman

Katherine Jackson, Clerk
RESOLUTION NO. 28-08-17

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF
THE KEY LARGO WASTEWATER TREATMENT DISTRICT
MODIFYING BOARD PRACTICES AND POLICIES; AND
PROVIDING FOR AN EFFECTIVE DATE

WHEREAS, the Board of Commissioners ("Board") of the Key Largo Wastewater Treatment District ("District"), at a regularly scheduled meeting on March 14, 2017 amended the Board Practices and Policies by resolution; and

WHEREAS, the Board Practices and Policies is a document that can be amended at any time; and

WHEREAS, Commissioner Heim has requested an amendment to the Board’s Practices and Policies to include the Subsections RESOLUTIONS, THE RIGHT TO DISSENT, DRAFT AGENDA, PUBLIC COMMENTS and ROUNDTABLE DISCUSSION; and

WHEREAS, the Board reviewed the requested amendments and, by this resolution, has desire to modify the Board Practices and Policies.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE KEY LARGO WASTEWATER TREATMENT DISTRICT AS FOLLOWS:

Section 1. Recitals. The above recitals are true and correct and are incorporated into this Resolution by reference.

Section 2. Board Practices and Policies Modification. The Board’s Practices and Policies, modified to include “RESOLUTIONS” on page 2 of 4 is hereby amended to read:

RESOLUTIONS

11. The Board should adopt written resolutions on matters of importance and all KLWTD policies.

THE RIGHT TO DISSENT

12. A majority of the Board shall represent the official policy of the Key Largo Wastewater District. Notwithstanding any such vote, individual Commissioners shall have the right to publicly disagree with any vote or policy.

DRAFT AGENDA

18. Commissioners shall have the right to include items and materials in the draft agenda for dissemination to the other commissioners, to staff, and to the
general public. Such items shall be added under the “Commissioner’s Items” section, and shall not require backup.

PUBLIC COMMENTS

21. A person who desires to speak should register his or her request with the Clerk prior to the item being called for discussion.

22. The public may speak on any item, including “Bulk” items, with at the time General Public Comment is called, or at the time a specific item is called for discussion.

23. Public Comment regardless of being a General Public Comment, or a Specific Item Comment is usually limited to three (3) minutes for an individual and five (5) minutes for representatives of organizations, unless the Board believed additional time is appropriate.

ROUNDTABLE DISCUSSION

41. No motion shall be required for a matter to be raised and discussed. No votes will be taken on Roundtable items.

Section 3. Effective Date. The Board’s Practices and Policies attached hereto, as modified by this resolution, shall go into effect immediately upon the adoption of this resolution by the Board of Commissioners.

Section 4. Ratification. Except for the modification contained in RESOLUTIONS, THE RIGHT TO DISSENT, DRAFT AGENDA, PUBLIC COMMENTS and ROUNDTABLE DISCUSSION above, all of the terms, conditions, provisions, and requirements contained in the Practices and Policies approved and amended by the Board on March 14, 2017, are hereby ratified and shall remain in full force and effect.

Section 5. Authorization of District Officials. The General Manager and/or his designee(s) and the District General Counsel are authorized to take all actions necessary to implement the terms and conditions of this resolution.

RESOLVED AND ADOPTED THIS 22nd DAY OF AUGUST, 2017

The foregoing RESOLUTION was offered by Commissioner Heim, who moved its approval. The motion was seconded by Commissioner Gibbs, and being put to a vote, the result was as follows:
The Chairman thereupon declared Resolution No. 28-08-17 duly passed and adopted the 22\textsuperscript{nd} day of August, 2017.

The Chairman thereupon declared Resolution No. 28-08-17 duly passed and adopted the 22\textsuperscript{nd} day of August, 2017.

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<th>Commissioner</th>
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<td>Commissioner Tobin</td>
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KEY LARGO WASTEWATER TREATMENT DISTRICT

Chairman David Asdourian

ATTEST:

Katherine Jackson, District Clerk

Approved to as to form and legal sufficiency:

Nick Mulick, General Counsel

Board Practices and Policies Amendment
BOARD PRACTICES AND POLICIES

CONDUCT OF MEETINGS

1. The Board usually applies the following "Meeting Rules" to its meetings: (1) It shall not be necessary to have a motion on the floor to discuss an item; (2) Commissioners have the right to request reconsideration of any item only once regardless of whether a commissioner was on the winning or losing side of a prior vote, or did not vote; (3) A motion can be made by any Commissioner; (4) If the Chair makes a motion, it must pass the gavel to the Vice Chair; (5) A motion can be seconded by any Commissioner including the Chair, who need not pass the gavel; (6) A point of order normally take precedence over other matters; (7) On matters of extreme importance, a Commissioner may request the Board consider the matter at two separate hearings; (8) The Board should encourage full and open discussion of all items without regard to how long it takes to reach consensus; (9) The Board should not entertain items that have not been included in the Agenda; and (10) The Board should not take action on an items unless it has been provided sufficient back-up and an opportunity to review and to consider the matter.

2. The Board should update its "Meeting Rules" from time to time when appropriate.

3. The Board should be guided, but is not required to follow Robert's Rules of Order (Small Group Edition).

ROLE OF CHAIRMAN

4. The Chair should encourage full and open debate.

5. The Chair is not obliged to recognize a request to "call the question" unless and until there has been full and open discussion by the Board.

6. The Chair should discourage disrespectful comments.

7. The Chair's ruling on procedural matters is subject to a vote if challenged by any commissioner.
ABSTAINING FROM VOTING

8. A Commissioner should not abstain from voting unless, there is, or appears to be, a possible conflict of interest or unless a Commissioner lacks sufficient information to cast an informed vote.

RESOLUTIONS

9. Matters of importance should be resolved by a vote rather than by "giving direction."

10. Commissioners may request a formal vote on any issue.

11. The Board should adopt written resolutions on matters of importance and all KLWTD policies.

THE RIGHT TO DISSENT

12. While a majority of the Board shall represent the official policy of the Key Largo Wastewater District. Notwithstanding any such vote, individual Commissioners shall have the right to publicly disagree with any vote or policy.

ELECTION OF OFFICERS

13. The Board elects a chairman, vice chairman, and treasurer annually. In years in which general elections are held pursuant to s. 189.405(2)(a), F.S, the Board elects officers at the first meeting following certification of results by the Supervisor of Elections. In non-election years, the election of officers is held on the second meeting in November.

14. Commissioners may nominate themselves for office.

15. No second is required for nominations.

16. Contested elections for Board officers may be held by signed ballots, which shall be opened by the Clerk and made a part of the record.

DRAFT AGENDA

17. The Clerk shall be responsible for the preparation, content, and form of the draft agenda with the assistance of the General Manager.
18. Commissioners shall have the right to include items and materials in the draft agenda for dissemination to the other commissioners, to staff, and to the general public. Such items shall be added under the “Commissioner’s Items” section, and shall not require backup.

19. In addition to Commissioners, the following persons shall have the right to include items in the draft agenda for dissemination to the commissioners, the staff, and the general public: 1) the General Manager, 2) the Director of Finance, 3) the District Engineer, and 4) the General Counsel.

PUBLIC COMMENTS

20. The Board should welcome public participation and comments at all meetings.

21. A person who desires to speak should register his or her request with the Clerk prior to the item being called for discussion.

22. The public may speak on any item, including “Bulk” items, either at the time General Public Comment is called, or at the time a Specific Item is called for discussion; during the public comment period, or may defer making comments until the item is called for discussion.

23. Public Comment regardless of being a General Public Comment, or a Specific Item Comment is usually limited to three (3) minutes for an individual and five (5) minutes for representatives of organizations, unless the Board believes additional time is appropriate.

24. Public speakers may provide written material to the Board and request that the material be included in minutes; however, the Chair may decline the request for inclusion if the material is unduly voluminous or is offensive.

25. Commissioners and Staff should refrain from responding to public speakers but may do so with the consent of the Chair.

THE MINUTES OF THE MEETING

26. The minutes should be promptly recorded and should summarize the events of the meeting.
27. All motions made during the course of a meeting should be recorded in the minutes, including motions that fail to receive a second.

28. At the very least, the minutes should reflect the maker of the motion; the nature of the motion; the second, and the Commissioners voting yea/nay.

**APPROVAL OF THE MINUTES**

29. The draft minutes should be presented to the board for adoption at the next meeting.

30. The adoption of the minutes is *prima facie* evidence of the Board's decision, resolutions, and acts only. Comments included in the minutes are not to be considered as exact quotes.

31. Commissioners have the right to request corrections to the minutes.

**LENGTH OF MEETING**

32. The Board should endeavor to complete business within two (2) hours.

33. A meeting can be extended by a motion duly made and adopted.

**MOTIONS**

34. A vote can only be called by the Chair after a motion has been made and seconded.

35. Motions that do not receive a second shall automatically fail.

36. When a motion has been moved and seconded, and following the end of the discussion of an item, the Chair must:
   
   o Restate the motion, and
   
   o Call for a vote by yeas and nays or by roll

37. Any Commissioner may request a roll call vote.

38. Only one motion at a time may be considered.

39. The Board may table a motion to the next meeting, at which time the Board shall resume debate.
ROUNDTABLE DISCUSSION

40. The Roundtable portion of the meeting is where Commissioners may have open and free discussions among themselves.

41. No motion shall be required for a matter to be raised and discussed. No votes will be taken on Roundtable items.

42. The regular rules of conduct and procedure, including Roberts Rules of Order, shall not be in effect.

STAFF SUPPORT & LEGAL ADVICE

43. In order to carry out their legislative duties, Commissioners may request information, research or support from the General Manager, Senior Staff Members, Department Managers, or the District's Attorneys and Consultants provided that any such request is not unduly burdensome or excessive, i.e., will not take more than 1 hour per month. The District's staff shall have the right (but is not obligated) to ask the full board to authorize the request if the request is unduly burdensome.