

THE SOUTHEAST MORRIS COUNTY MUNICIPAL UTILITIES AUTHORITY

MEETING MINUTES

NOVEMBER 18, 2021

Due to the current COVID-19 State of Emergency and in compliance with N.J.S.A. 10:4-8, et seq., the Authority conducted its regularly scheduled Board Meeting on November 18, 2021 with some of the Members and staff participating by way of teleconference.

The Chairman called the meeting to order at 7:00 PM and began the meeting with the Statement of Public Notice (Sunshine Law), attached and caused same to be entered into the minutes of the meeting.

ROLL CALL

PRESENT: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster [Members Kissil and Schimpf participated by telephone conference as permitted by the By Laws.]

ABSENT: None

All Members in the meeting acknowledged that they could hear the Chairman and other participants.

Also present were the following: Laura Cummings, PE, Executive Director; Charles Maggio, Chief Financial Officer; Jeff Elam, PE, Chief Engineer; Alexis Bozza, Executive Administrative Assistant; David J. Ruitenber, Esq, Special Counsel; and Sidney D. Weiss, Esq., General Counsel to the Authority.

PUBLIC DISCUSSION

Chairman Huber stated the next portion of the meeting was set aside for public discussion and asked if any members of the public were present and would like to address the Board, to please state their full name for the record. No one responded. He then closed the public portion of the meeting.

MOTION APPROVING MINUTES OF OCTOBER 16, 2021

Copies of the minutes of the meeting held on October 16, 2021, were distributed to the Members prior to the meeting for review and comment. Member Rotando moved that the minutes be adopted as presented. Member Chumer seconded the motion which was duly adopted by the following vote:

YEAS: Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

ABSTAINS: Chairman Huber

RESOLUTION APPROVING CLOSED SESSION MINUTES OF OCTOBER 16, 2021

Copies of the minutes of the closed session meeting held on October 16, 2021, were distributed to the Members prior to the meeting for review and comment. Member Rotando moved to approve the minutes and offered the following resolution:

RESOLUTION NO. 120-21

RESOLUTION APPROVING CLOSED SESSION MINUTES OF OCTOBER 16, 2021

"COPY ANNEXED"

Member Webster seconded the motion which was duly adopted by the following vote:

YEAS: Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

ABSTAINS: Chairman Huber

RESOLUTION – APPROVAL OF NOVEMBER 2021 LIST OF BILLS

Copies of the bill list for November 2021 were distributed to the Members prior to the meeting for comment and approval. Member Baldassari moved to approve the list of bills and offered the following resolution:

RESOLUTION NO. 121-21

RESOLUTION AUTHORIZING PAYMENT OF LIST OF BILLS FOR NOVEMBER 2021

"COPY ANNEXED"

Member Kissil seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

OTHER BUSINESS

A. Resolution Authorizing the Transfer of Funds between Capital Budget Appropriations

The Members reviewed a memorandum from the Chief Financial Officer dated November 9, 2021. An analysis of the status of the capital budget resulted in the need for a transfer of funds to certain accounts for 2021 capital expenditures. Mr. Maggio noted that it was previously recommended by Nisivoccia that these transfers be done by Board Resolution. Member Chumer offered the following resolution:

RESOLUTION NO. 122-21

RESOLUTION AUTHORIZING THE TRANSFER OF FUNDS BETWEEN CAPITAL BUDGET APPROPRIATIONS

"COPY ANNEXED"

Member Webster seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

B. Resolution Authorizing the Transfer of Funds between Operating Budget Appropriations

The Members reviewed a memorandum from the Chief Financial Officer dated November 9, 2021. An analysis of the status of the operating budget resulted in the need for a transfer of funds to certain accounts for 2021 operating expenditures. Mr. Maggio noted that it was previously recommended by Nisivoccia that these transfers be done by Board Resolution. Member Baldassari offered the following resolution:

RESOLUTION NO. 123-21

RESOLUTION AUTHORIZING THE TRANSFER OF FUNDS BETWEEN OPERATING BUDGET APPROPRIATIONS

"COPY ANNEXED"

Member Rotando seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

C. Resolution Awarding Contract for Morris Plains Tank Conduit Repair and Conductor Replacement

The Members reviewed a memorandum from the Principal Engineer dated November 9, 2021. The Authority has a need for services in connection with conduit repair and conductor replacement at its Morris Plains Tank where requests for proposals were submitted to six companies. Two proposals were received. MBE Mark III Electric ("MBE") submitted the lowest responsive and responsible proposal for a not to exceed amount of \$42,376.00. It was recommended that the contract be awarded without public bidding as being less than the bidding threshold provided in the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.). MBE completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit them from making any reportable contributions through the term of the contract. The Treasurer certified that funds are available. Member Chumer offered the following resolution:

RESOLUTION NO. 124-21

RESOLUTION AWARDING CONTRACT FOR MORRIS PLAINS TANK CONDUIT REPAIR AND CONDUCTOR REPLACEMENT

"COPY ANNEXED"

Member Rotando seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

D. Resolution Awarding Contract for Excavation Spoils Removal

The Members reviewed a memorandum from the Revenue Integrity Operations Supervisor dated November 10, 2021. The Authority advertised and received bids for the contract entitled Excavation Spoils Removal on October 12, 2021. Eighteen (18)

companies obtained bid specifications where three (3) submitted bids. The lowest bid was submitted by Caravella Demolition, Inc. ("Caravella"). It was recommended that a two-year contract be awarded to Caravella as the low responsive, qualified bidder in the amount of \$101,025.00 per year. The Treasurer will certify that sufficient funds are available pending adoption of the 2022 Budget, where the portion to be expended in 2023 will be certified upon approval of the 2023 Budget. Member Chumer offered the following resolution:

RESOLUTION NO. 125-21

RESOLUTION AWARDING CONTRACT FOR EXCAVATION SPOILS REMOVAL

"COPY ANNEXED"

Member Webster seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

E. Resolution Awarding Contract for Leak Detection Survey Services

The Members reviewed a memorandum from the Chief Engineer dated November 9, 2021. The Authority requested proposals for the provision of leak detection survey services from five companies where one submitted a proposal. Northeast Water Technology ("Northeast") submitted a low-cost proposal for the providing of such services at a maximum amount of \$40,000. It was recommended that a contract be awarded without public bidding as not exceeding the bidding threshold of \$44,000 provided in the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.). Northeast has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit them from making any reportable contributions through the term of the contract. The Treasurer will certify that sufficient funds are available pending adoption of the 2022 Budget. Member Baldassari offered the following resolution:

RESOLUTION NO. 126-21

RESOLUTION AWARDING CONTRACT FOR LEAK DETECTION SURVEY SERVICES

"COPY ANNEXED"

Member Chumer seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

F. Resolution Rejecting Bid for Underground Facilities Location Services

The Members reviewed a memorandum from the Executive Administrative Assistant dated November 18, 2021. The Authority advertised for public bids pursuant to the Local Public Contracts Law in connection with underground facilities location services where one bid was received. The bid was reviewed by the Authority's staff where it substantially exceeded the Authority's budget appropriation for the services. It was recommended that the bid be rejected, the Authority move to establish cost reduction measures and the contract be rebid. Member Chumer offered the following resolution:

RESOLUTION NO. 127-21

RESOLUTION REJECTING BID FOR UNDERGROUND FACILITIES LOCATION SERVICES

"COPY ANNEXED"

Member Webster seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

G. Resolution Authorizing Execution of Professional Services Contract with Murphy McKeon P.C. for Professional Legal Services

The Members reviewed a memorandum from the Executive Director dated November 9, 2021. The Authority has a need for professional legal services to assist it in fulfilling its statutory and contractual obligations. David J. Ruitenber and the firm of Murphy McKeon, PC, submitted a proposal to serve as General Counsel to the Authority for one-year at a maximum not-to-exceed cost of \$155,000.00 plus expenses as set forth in a proposed Professional Service Agreement, a copy of which was also reviewed. The Contract is to be awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) and in compliance with N.J.S.A. 19:44A-20.5 (Pay-to-Play Law). Murphy McKeon, PC, completed and submitted Business Entity Disclosure Certifications which certify that it has not made any reportable

contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will be prohibited from making any reportable contributions through the term of the contract. The Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget. Member Chumer offered the following resolution:

RESOLUTION NO. 128-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT
FOR LEGAL SERVICES WITH DAVID J. RUITENBERG AND THE FIRM OF MURPHY
MCKEON, PC, AS GENERAL COUNSEL

"COPY ANNEXED"

Member Baldassari seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

H. Resolution Authorizing Execution of a Professional Service Contract with Genova Burns, L.L.C., for Professional Legal Services

The Members reviewed a memorandum from the Executive Director dated November 9, 2021. The Authority has a need for professional legal services in connection with labor law, human resources and related matters. The law firm of Genova Burns, L.L.C., has submitted a proposal for such professional services, a copy of which was also reviewed. The cost of such services to the Authority to be performed during the 2022 calendar year, as set forth in the Proposal, is estimated not to exceed the total amount of \$40,000. This contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et. seq.). Genova Burns has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Town of Morristown, Township of Morris, Township of Hanover and the Borough of Morris Plains in the previous one-year period and that the contract to be awarded by this Resolution will prohibit it from making any such reportable contributions during the term of the contract. The Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget. Member Chumer offered the following resolution:

RESOLUTION NO. 129-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT
WITH GENOVA BURNS, L.L.C., FOR PROFESSIONAL LEGAL SERVICES

"COPY ANNEXED"

Member Webster seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

- I. Resolution Authorizing Execution of a Professional Service Contract with Howard J. Woods, Jr. & Associates, L.L.C., for Non-Exclusive Professional Consulting Engineering Services Related to Water Supply Planning and Rate Related Matters

The Members reviewed a memorandum from the Executive Director dated November 9, 2021. The Authority has a need for professional consulting engineering services related to water supply planning and rate related matters commencing January 1, 2022. Howard J. Woods Jr. & Associates, L.L.C. submitted a proposal for the providing of such services at an estimated maximum amount of \$30,000, a copy of which was also reviewed. The Contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) and in compliance with N.J.S.A. 19:44A-20.5 (Pay-to-Play Law). Howard J. Woods Jr. & Associates, L.L.C. completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit it from making any reportable contributions through the term of the contract. The Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget. Member Chumer offered the following resolution:

RESOLUTION NO. 130-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT
WITH HOWARD J. WOODS, JR. & ASSOCIATES, L.L.C., FOR NON-EXCLUSIVE
PROFESSIONAL CONSULTING ENGINEERING SERVICES RELATED TO WATER SUPPLY
PLANNING AND RATE RELATED MATTERS

"COPY ANNEXED"

Member Rotando seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

J. Resolution Authorizing Execution of a Professional Service Contract with Nisivoccia, L.L.P. as Accountants-Auditors

The Members reviewed a memorandum from the Executive Director dated November 12, 2021. The Authority has a need for professional accounting-auditing services to assist it in fulfilling its statutory and contractual obligations. Nisivoccia, L.L.P., has submitted a proposal at an estimated maximum amount of \$43,950 for auditing and examining the Authority's financial statements as of December 31, 2021 and related services, a copy of which proposal was also reviewed. This Contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) and in compliance with N.J.S.A. 19:44A-20.5 (Pay-to-Play Law). Nisivoccia, L.L.P., completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit them from making any reportable contributions through the term of the contract. The Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget. Member Rotando offered the following resolution:

RESOLUTION NO. 131-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT
WITH NISIVOCCIA, L.L.P. AS ACCOUNTANTS-AUDITORS

"COPY ANNEXED"

Member Baldassari seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

K. Resolution Authorizing Use of Competitive Contracting for Consulting Services in connection with Staffing and Recruitment

The Members reviewed a memorandum from the Executive Administrative Assistant dated November 10, 2021. The Authority is in need of consulting services in connection with staffing and recruitment. The primary goal is to utilize a vendor's (or vendors') expertise to complete staffing solutions from temporary staffing, temporary-to-hire staffing, and direct hire services. The vendor(s) shall also provide consultation services to the Authority's HR Generalist with regard to recruitment strategy and access to an extensive network of talented and skilled workers to cover short- and long-term staffing needs. Vendor will use its best endeavors to locate suitable candidates. Vendor will use skill, experience in recruitment and human resources (HR) as well as industry knowledge to locate, screen, interview and test candidates. Given the nature of the services being sought, it is deemed to be in the best interest of the Authority and the water system to utilize competitive contracting for the solicitation of proposals for such services. Authorization, by Resolution, is required for the use of the competitive contracting process (N.J.S.A. 40A:11-4.1). Member Baldassari offered the following resolution:

RESOLUTION NO. 132-21

RESOLUTION AUTHORIZING USE OF COMPETITIVE CONTRACTING FOR CONSULTING SERVICES IN CONNECTION WITH STAFFING AND RECRUITMENT

"COPY ANNEXED"

Member Chumer seconded the motion which was duly adopted by the following vote:

YEAS: Chairman Huber; Members Baldassari, Chumer, Kissil, Marucci, Rotando, Schimpf and Webster

NOES: None

L. Main Extension Application

a. Irene Estates in Hanover Township

The Authority's Chief Engineer reviewed a water main extension application for a development located in Hanover Township, to be known as Irene Estates.

REPORTS

A. General Administration Division – October 2021

B. Billing and Customer Service Division – October 2021

C. Engineering Division – October 2021

- D. Finance Division – October 2021
- E. Human Resources Division – October 2021
- F. Information Technology Division – October 2021
- G. Operations Risk Management Division – October 2021
- H. Water Quality Division – October 2021

ADJOURNMENT

There being no further business, Member Baldassari moved that the meeting be adjourned. Member Webster seconded the motion. The meeting adjourned at 8:14 PM.

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY
Alexis Bozza Digitally signed by Alexis Bozza
Date: 2022.01.14 16:12:20
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ALEXIS BOZZA
Assistant Secretary

SUNSHINE LAW STATEMENT

Adequate notice of this meeting has been provided in accordance with the provisions of the "Open Public Meetings Act", in the following manner:

1. By posting a copy of the Annual Notice of the Authority's regular meetings (upon which this meeting is listed) on the Bulletin Board at the Authority's offices at 19 Saddle Road, Cedar Knolls, New Jersey, and by delivering copies of such notice for posting at similar public places in the municipal buildings of the Town of Morristown, the Townships of Hanover and Morris and the Borough of Morris Plains on February 3, 2021.

2. By delivering to, for filing, copies of the Annual Notice with the clerks of the Townships of Chatham, Harding, Mendham, Randolph and Parsippany-Troy Hills, the Boroughs of Florham Park, Madison and Wharton, and the County of Morris on February 3, 2021.

3. By delivering to, for filing, copies of the Annual Notice with the Daily Record, the Newark Star Ledger, and the Morris News Bee on February 3, 2021.



- 19 Saddle Road
Cedar Knolls, NJ 07927
- (973) 326-6880
- (973) 326-6864
- customerservice@smcmua.org
- smcmua.org

Resolution No. 120-21

RESOLUTION APPROVING CLOSED SESSION MINUTES

RESOLVED that the attached minutes of the Closed Session Meeting held on October 21, 2021, be and the same are hereby approved but withheld from public inspection and insertion in the regular Minute Book pending release for public disclosure pursuant to the provisions of the Open Public Meetings Act; and


BE IT FURTHER RESOLVED that the minutes be inserted in the Closed Session Minute Book of the Authority pending such disclosure.

ATTEST:

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY



ALEXIS BOZZA, Assistant Secretary



MAX HUBER, Chairman

Dated: November 18, 2021

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



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Resolution No. 121-21

RESOLUTION AUTHORIZING PAYMENT OF NOVEMBER 2021 LIST OF BILLS

BE IT RESOLVED that authorization is hereby granted to make payment of the following list of bills:

OPERATING FUND

Total Salary and Wages \$ 351,836.84

Total Operating Fund Checks and Wire Transfers \$ 843,221.53

CAPITAL FUND


Total Capital Fund Expenditures \$ 269,142.23

TOTAL OF NOVEMBER 2021 LIST OF BILLS \$ 1,464,200.60

ATTEST:

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


ALEXIS BOZZA, Assistant Secretary


MAX HUBER, Chairman

Dated: November 17, 2021

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

TREASURER'S CERTIFICATION

I hereby certify that there are sufficient funds available (\$1,464,200.60) for payment of the resolution entitled Resolution Authorizing Payment of November 2021 List of Bills in the Authority's 2021 Budget.



CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



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Resolution No. 122-21

RESOLUTION AUTHORIZING THE TRANSFER OF FUNDS BETWEEN
CAPITAL BUDGET APPROPRIATIONS

WHEREAS, the Authority's Chief Financial Officer/Treasurer has advised that there are certain budget line items in the Capital Budget that require additional funding; and

WHEREAS, the Chief Financial Officer/Treasurer has requested that such balances be transferred from the various budget line items with balances to those requiring additional funds to balance; and

WHEREAS, it appears that such transfers are in the best interest of the Authority and the Water System; and

NOW THEREFORE, BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority that the following transfers within the Capital Budget totaling \$382,475.00 are hereby approved:

Budget Transfers for Capital Budget

<u>Budget Line Item</u>	<u>Title</u>	<u>Amount</u>
Transfer To:		
02-00-500-464	2019 Transmission and Distro-Water Mains	\$42,525.00
02-00-500-492	2020 Meters & Services - Meter Mgmt Project	\$296,050.00
02-00-500-494	T&P Wells Pumps Motors Etc	\$43,900.00
	Total	<u>\$382,475.00</u>
Transfer From:		
02-00-500-999	Future Capital Projects	\$382,475.00
	Total	<u>\$382,475.00</u>

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

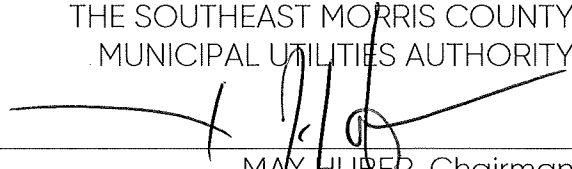
Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

AND BE IT FURTHER RESOLVED that the Chief Financial Officer/Treasurer be and is hereby authorized and directed to take whatever actions are necessary or convenient to effectuate the provisions of this Resolution and the transfers hereby approved.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

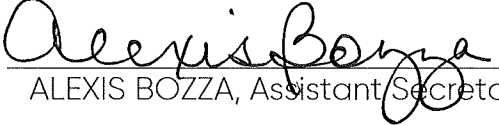
THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021

CERTIFICATION

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ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



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Resolution No. 123-21

RESOLUTION AUTHORIZING THE TRANSFER OF FUNDS BETWEEN
2021 OPERATING BUDGET APPROPRIATIONS

WHEREAS, the Authority's Chief Financial Officer/Treasurer has advised that there are certain budget line items in the 2021 Operating Budget that require additional funding; and

WHEREAS, the Chief Financial Officer/Treasurer has requested that such balances be transferred from the various budget line items with balances to those requiring additional funds to balance; and

WHEREAS, it appears that such transfers are in the best interest of the Authority and the Water System;

NOW THEREFORE, BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority that the following transfers within the 2021 Operating Budget totaling \$11,000.00 are hereby approved:

Budget Transfers for 2021 Operating Budget

<u>Budget Line Item</u>	<u>Title</u>	<u>Amount</u>
Transfer To:		
02-30-400-800	FINAN: Temporary Staff	\$11,000.00
	Total	\$11,000.00
Transfer From:		
02-30-400-501	FINAN: Salary & Wages	\$11,000.00
	Total	\$11,000.00

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

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Chief Engineer: John J. Elam, P.E.

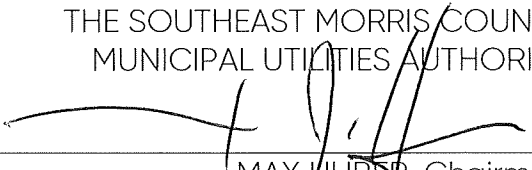
Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

AND BE IT FURTHER RESOLVED that the Chief Financial Officer/Treasurer be and is hereby authorized and directed to take whatever actions are necessary or convenient to effectuate the provisions of this Resolution and the transfers hereby approved.

ATTEST:



ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



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Resolution No. 124-21

RESOLUTION AWARDING CONTRACT FOR MORRIS PLAINS TANK CONDUIT REPAIR AND CONDUCTOR REPLACEMENT

WHEREAS, the Authority has a need for services in connection with conduit repair and conductor replacement at its Morris Plains Tank; and

WHEREAS, requests for proposals were submitted to six companies where two proposals were received; and

WHEREAS, MBE Mark III Electric ("MBE") submitted the lowest responsive and responsible proposal for a not to exceed amount of \$42,376.00; and

WHEREAS, the contract is being awarded without public bidding as being less than the bidding threshold provided in the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.); and

WHEREAS, MBE has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit them from making any reportable contributions through the term of the contract; and

WHEREAS, the Treasurer has determined and certified in writing that the value of the Contract will exceed \$17,500; and

WHEREAS, funds are available and have been certified by the Treasurer of the Authority; and

NOW THEREFORE, BE IT RESOLVED, by The Southeast Morris County Municipal Utilities Authority as follows:

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

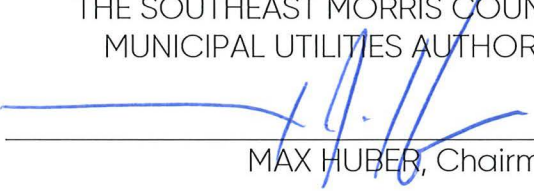
1. A contract be awarded to MBE Mark III Electric for the provision of services in connection with conduit repair and conductor replacement at its Morris Plains Tank in a total maximum not-to-exceed amount of \$42,376.00.
2. The Executive Director be and is hereby authorized and directed to execute an agreement on behalf of the Authority in the manner provided by law.

ATTEST:



ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY



MAX HUBER, Chairman

Dated: November 18, 2021

TREASURER'S CERTIFICATION

I hereby certify funds are available in the 2021 Budget in the amount of \$42,376.00 for payment of a contract with MBE Mark III Electric for the provision of services in connection with conduit repair and conductor replacement at its Morris Plains Tank. This item will be charged to Account No. 02-00-500-494: Tanks, Pumps, Motors, Etc.



CHARLES MAGGIO, Treasurer

Dated: November 17, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



19 Saddle Road
Cedar Knolls, NJ 07927
(973) 326-6880
(973) 326-6864
customerservice@smcmua.org
smcmua.org

Resolution No. 125-21

RESOLUTION AWARDING CONTRACT FOR EXCAVATION SPOILS REMOVAL

WHEREAS, the Authority has advertised and received bids for the contract entitled Excavation Spoils Removal on October 12, 2021; and

WHEREAS, eighteen (18) companies obtained bid specifications where three (3) submitted bids; and

WHEREAS, the lowest bid was submitted by Caravella Demolition, Inc., ("Caravella") in the amount of \$101,025.00 per year; and

WHEREAS, the Revenue Integrity Operations Supervisor has recommended that the two-year contract be awarded to Caravella as the low responsive, qualified bidder in the amount of \$101,025.00 per year; and

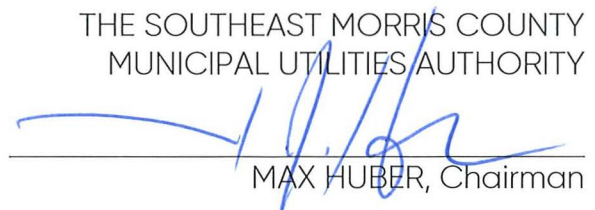
WHEREAS, the Treasurer will certify that sufficient funds are available pending adoption of the 2022 Budget; the portion to be expended in 2023 will be certified upon approval of the 2023 Budget; and

NOW THEREFORE BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority as follows:

1. That the contract for Excavation Spoils Removal be awarded to Caravella Demolition, Inc., in accordance with its bid submitted on October 12, 2021, in the amount of \$101,025.00 per year.
2. The Executive Director be and is hereby authorized and directed to execute an agreement on behalf of the Authority in the manner provided by law.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY

MAX HUBER, Chairman

Dated: November 18, 2021

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

TREASURER'S CERTIFICATION

I hereby certify funds for payment of a contract with Caravella Demolition, Inc., for the contract entitled Excavation Spoils Removal as follows:

1. In 2022, funds will be available in the amount of \$101,025.00 subject to the approval of the 2022 Budget; and
2. In 2023, funds will be available in the amount of \$101,025.00 subject to the approval of the 2023 Budget.

The total maximum amount of this contract will not exceed \$202,050.00. This item will be charged to Account No. 02-60-400-692 (T&D: Concrete Repairs, Pavement Restoration and Spoils Removal).



CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



- 19 Saddle Road
Cedar Knolls, NJ 07927
- (973) 326-6880
- (973) 326-6864
- customerservice@smcmua.org
- smcmua.org

Resolution No. 126-21

RESOLUTION AWARDING CONTRACT FOR LEAK DETECTION SURVEY SERVICES

WHEREAS, the Authority requested proposals for the provision of leak detection survey services from five companies where one submitted a proposal; and

WHEREAS, Northeast Water Technology ("Northeast"), submitted a low-cost proposal dated October 26, 2021 for the providing of such services at a maximum amount of \$40,000.00; and

WHEREAS, this contract is being awarded without public bidding as not exceeding the bidding threshold of \$44,000 provided in the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.); and

WHEREAS, Northeast has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit them from making any reportable contributions through the term of the contract; and

WHEREAS, the Treasurer has determined and certified in writing that the value of the Contract will exceed \$17,500; and

WHEREAS, funds are available and have been certified by the Treasurer of the Authority; and

NOW THEREFORE, BE IT RESOLVED, by The Southeast Morris County Municipal Utilities Authority as follows:

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

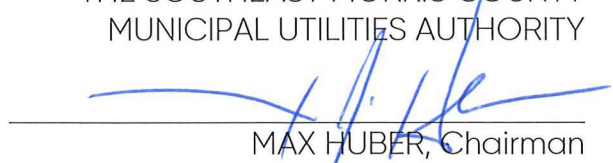
Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

1. That the proposal received by Northeast Water Technology dated October 26, 2021, be and the same is hereby approved.
2. That the Executive Director be and is hereby authorized and directed to execute a contract with regard to said services on behalf of the Authority in the manner provided by law.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021

TREASURER'S CERTIFICATION

I hereby certify that the estimated amount of the contract to be awarded to Northeast Water Technology for the provision of leak detection survey services exceeds \$17,500.

I will certify that funds are available in the total maximum amount of \$40,000.00 subject to the approval of the 2022 Budget for payment of this contract. This item will be charged to Account No. 02-60-400-633 (Valves and Hydrants – Maintenance).




CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



19 Saddle Road
Cedar Knolls, NJ 07927
(973) 326-6880
(973) 326-6864
customerservice@smcmua.org
smcmua.org

Resolution No. 127-21

RESOLUTION REJECTING BID FOR UNDERGROUND FACILITIES LOCATION SERVICES

WHEREAS, the Authority advertised for public bids pursuant to the Local Public Contracts Law in connection with underground facilities location services; and

WHEREAS, one bid was received on November 16, 2021; and

WHEREAS, the bid has been reviewed by the Authority's staff as set forth in a memorandum dated November 17, 2021, a copy of which is annexed hereto; and

WHEREAS, the low bid substantially exceeds the Authority's budget appropriation for the services; and

WHEREAS, it is recommended that the bids be rejected, the Authority move to establish cost reduction measures and the contract be rebid; and


WHEREAS, the Authority has reserved the right to reject any and all bids.

NOW THEREFORE, BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority as follows:

1. That the bid received on November 16, 2021 for underground facilities location services be and is hereby rejected.
2. That the Authority proceed to move to establish cost reduction measures and the project be rebid as soon as practicable.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY

MAX HUBER, Chairman

Dated: November 18, 2021

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.



MEMORANDUM

TO: SMCMUA Board

FROM: Alexis Bozza, QPA, Executive Administrative Assistant **AB**

RE: Underground Facilities Location Services

DATE: November 18, 2021

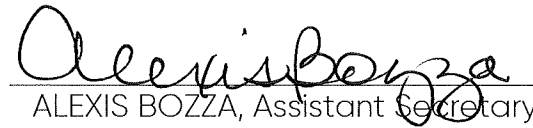
CC: Laura Cummings, PE, Executive Director
Charles Maggio, CMFO, QPA, Chief Financial Officer

The Authority solicited bids for the above referenced services as may be needed within its water utility service area in Morris County, NJ. The contractor would provide all equipment, transportation, materials consistent with the New Jersey Underground Facility Protection Act and comply with the terms, conditions and scope of work of the bid specifications. The bid opening was held on November 16, 2021. Despite the specifications being obtained by 12 prospective bidders, only one bid was received from T2 Utility Engineers (T2). The bid proposal form requested pricing in ¼-hour increments. T2's bid was \$98.48 per ¼-hour. For perspective, the previous contract was \$24.00 per ¼-hour.

Because the unit price submitted substantially exceeds the cost where it would be sustainable for a twelve-month period at the contract's cap of \$150,000, it is recommended that the bid be rejected, the Authority move to establish cost reduction measures and the contract be rebid.

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



19 Saddle Road
Cedar Knolls, NJ 07927

(973) 326-6880

(973) 326-6864

customerservice@smcmua.org

smcmua.org

Resolution No. 128-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT
FOR LEGAL SERVICES WITH DAVID J. RUITENBERG AND THE FIRM OF MURPHY
MCKEON, PC, AS GENERAL COUNSEL

WHEREAS, the Authority has a need for professional legal services to assist it in fulfilling its statutory and contractual obligations; and

WHEREAS, David J. Ruitenbergh and the firm of Murphy McKeon, PC, has submitted a proposal dated October 27, 2021, to serve as General Counsel to the Authority for a one-year at a maximum not-to-exceed cost of \$155,000.00 plus expenses as set forth in a proposed Professional Service Agreement, a copy of which is annexed hereto as Exhibit "A"; and

WHEREAS, this Contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) and in compliance with N.J.S.A. 19:44A-20.5 (Pay-to-Play Law); and

WHEREAS, Murphy McKeon, PC, has completed and submitted Business Entity Disclosure Certifications which certify that he has not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit him from making any reportable contributions through the term of the contract; and

WHEREAS, the Treasurer has determined and certified in writing that the value of the Contract will exceed \$17,500; and

WHEREAS, the Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget; and

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that notice of the awarding of professional service contracts be printed once in a newspaper authorized by law to publish the Authority's legal advertisement;

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

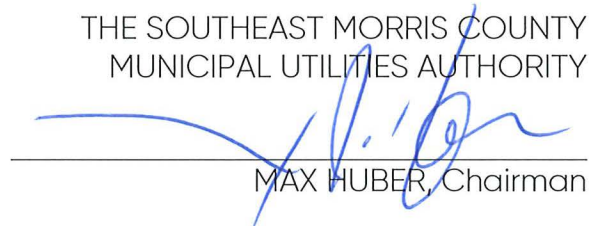
NOW THEREFORE BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority as follows:

1. That David J. Ruitenber and the firm of Murphy McKeon, PC, be and is hereby retained as General Counsel to The Southeast Morris County Municipal Utilities Authority to render necessary legal services and advice, as outlined in the Professional Service Agreement annexed hereto and made a part hereof;
2. The Executive Director is hereby authorized and directed to execute the annexed Agreement upon the part of the Authority in the manner prescribed by law;
3. This contract is awarded without competitive bidding as a "Professional Service Contract" in accordance with the Local Public Contracts Law because the services to be rendered are professional services as therein defined; and
4. Copies of this Resolution and the contract herein approved shall be filed in the office of the Secretary of the Authority and in the respective offices of the Clerks of the Township of Hanover, the Township of Morris, the Town of Morristown and the Borough of Morris Plains, and notice of the award shall be printed once in the Daily Record in accordance with the Local Public Contracts Law.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021

PROFESSIONAL SERVICE AGREEMENT

THIS AGREEMENT, made effective as of the ____ day of _____, 2022,
by and between:

THE SOUTHEAST MORRIS COUNTY MUNICIPAL UTILITIES AUTHORITY
a body corporate and politic of the State of New Jersey
with offices located at 19 Saddle Road
Cedar Knolls, New Jersey 07927

AND:

DAVID J. RUITENBERG, ESQ.; AND
MURPHY McKEON P.C.
Attorneys at Law
51 Route 23 South
P.O. Box 70
Riverdale, NJ 07457

WITNESSETH:

WHEREAS, The Southeast Morris County Municipal Utilities Authority (the "Authority") is in need of professional legal services; and

WHEREAS, N.J.S.A. 40A:11-1, et seq., requires all contracts be in writing; and

WHEREAS, the supplying of legal services is exempt from public bidding as "Professional Service"; and

WHEREAS, David J. Ruitenberg and the firm of Murphy McKeon P.C., are in compliance with P.L. 1975, C. 127 (N.J.A.C. 17:27), the "Affirmative Action Act"; and

WHEREAS, David J. Ruitenberg and Murphy McKeon P.C. (the "Attorney"), for and in consideration of payments hereinafter specified and agreed to by the Authority hereby agree to serve as General Counsel to the Authority.

NOW, THEREFORE, IN CONSIDERATION OF the mutual covenants and agreements herein contained, the parties agree as follows:

1. Position. Title. Attorney is hereby retained as General Counsel for and during the term of this Agreement as set forth in Section 5 of this Agreement and any extensions of this Agreement as provided therein.

2. Services. Services ("Scope of Services) to be provided by Attorney shall consist of attendance at regular and special meetings of the Members; Committee meetings as requested by the Members or Executive Director; customer disputes; preparation or review and revision of minutes of meetings and resolutions; meetings and consultation with Executive Director, outside

counsel, other consultants and designated staff regarding contracts, litigation, litigation oversight, labor and employment matters, legislative and regulatory issues, matters involving the Authority's Creating Municipalities, other authorities and municipalities served by the Authority (including but not limited to shared services) to or with the Authority; litigation representation except when assigned to outside counsel, in which case provide litigation oversight; matters involving rate and connection fee adjustments, easements and right of way issues, contractor and customer disputes and related incidental services.

3. Compensation; Expenses.

(a) Legal services provided by the Attorney will be on a per hour basis based on the actual time expended by the Attorney performing the work.

The Attorney's hourly rates are:

<u>Rate Per Hour</u>	<u>Services of</u>
\$250.00	Partners
\$185.00	Associates

This confirms the Attorney's understanding that amounts payable beyond the current fiscal year are subject to availability and appropriation of funds as required by the Local Public Contracts Law.

(b) Expenses: The Authority shall further reimburse Attorney for reasonable out of pocket expenses incurred by Attorney on behalf of the Authority subject to submission by Attorney of reasonable substantiation and documentation of such expenses. (c) Not to Exceed: Though it is difficult to predict the level of time and effort that will be required in the coming year, we do expect that fees and expenses for the period from January 1, 2022, through December 31, 2022, will not exceed \$155,000.00.

4. Availability.

(a) Attorney shall be available to render the services described above as and when called upon by the Executive Director and/or the Members.

(b) Attorney shall devote such time, attention and efforts as may be reasonably required to perform the services of General Counsel as set forth in this Agreement.

5. Term; Termination. The term of this Agreement shall be for a period of one year commencing January 1, 2022, or such other date as may be agreed upon by the parties. Either party shall have the right to terminate this Agreement, with or without cause on 60 days written notice to the other. Unless terminated for cause, Attorney shall be entitled to payment for services pursuant to this Agreement to the date of termination. For purposes of this section

“cause” shall mean (i) death or permanent disability; (ii) loss or suspension of Attorney's license to practice law; (iii) fraud, theft, embezzlement or misappropriation of Authority or customer funds; (iv) conviction of a crime of moral turpitude or (v) habitual failure to perform the services required by this Agreement after due notice and an opportunity to cure.

6. Independent Contractor. In the performance of services under this Agreement it is mutually understood and agreed that Attorney is and at all times shall be an independent contractor and not an employee of the Authority. The Authority shall have no right to direct the time, manner or method by which Attorney shall provide the services to be provided pursuant to this Agreement other than as expressly set forth herein. Attorney shall be responsible, as an independent contractor, for making all payments, declarations and filings with local, state and federal taxing and other governmental authorities with respect to the fees and expenses to be paid pursuant to this Agreement.

7. MISCELLANEOUS PROVISIONS:

(a) Entire Agreement. This Agreement sets forth the entire agreement and understanding of the parties and shall not be modified in any manner except by an instrument in writing executed by the parties. This Agreement supersedes all prior agreements between the parties pertaining to the subject matter.

(b) Waivers. The failure of either party to insist upon strict adherence to any term, covenant or condition of this Agreement on any occasion shall not be considered a waiver or relinquishment of any right of such party or parties to insist upon strict performance of that term, covenant or condition, or any other term, covenant or condition, of this Agreement at any time thereafter.

(c) Headings. The caption headings in this Agreement are solely for convenience or reference and shall not affect its interpretation.

(d) Notices. Notices required or permitted to be given under this Agreement shall be in writing and shall be sent by certified mail, return receipt requested, by hand delivery or by a nationally recognized overnight delivery service. All notices shall be sent to the addresses of the parties first above written, or to such other address as the parties may from time to time designate in writing, and shall be deemed given when sent.

(e) Binding Effect; Assignment. This Agreement shall be binding upon the parties and their respective heirs, executors, administrators, successors or assigns. However, it is understood and agreed that this Agreement is for the personal services of Attorney and that neither party shall assign this Agreement without the express prior written consent of the other party.

(f) Severability. If any provision of this Agreement shall be declared invalid or illegal for any reason whatsoever, then notwithstanding such invalidity or illegality, the remaining terms and provisions of this Agreement shall remain in full force and effect in the same manner as if the invalid or illegal provision had not been contained herein.

(g) Governing Law. This Agreement shall be interpreted in accordance with, and the rights of the parties hereto shall be determined by, the laws of the State of New Jersey.

(h) Professional Service Contract. This is a professional service contract awarded without competitive bidding pursuant to the provisions of the New Jersey Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq.

(i) Mandatory EEO Requirements. The Attorney shall adhere to the State of New Jersey's Mandatory EEO Requirements attached hereto as an Exhibit.

(j) Political Contribution Disclosure. This contract has been awarded to David J. Ruitenbergh, Esq. (Murphy McKeon P.C.) based on the merits and abilities of David J. Ruitenbergh, Esq. to provide the goods or services as described herein. This contract was not awarded through a "fair and open process" pursuant to N.J.S.A. 19:44A-20.4 et seq. As such, the undersigned does hereby attest that David J. Ruitenbergh, Esq. and Murphy McKeon P.C., its subsidiaries, assigns or principals controlling in excess of 10% of the company have neither made a contribution, that is reportable pursuant to the Election Law Enforcement Commission pursuant to N.J.S.A. 19:44A-8 or 19:44A-16, in the one (1) year period preceding the award of the contract that would, pursuant to P.L. 2004, c.19, affect its eligibility to perform this contract, nor will it make a reportable contribution during the term of the contract to any political party committee in the four creating municipalities of the Authority, or to any candidate committee of any person serving in an elective public office of the four creating municipalities of the Authority when the contract is awarded.

(k) Confidentiality. Unless otherwise authorized or intended by the Authority, all communications and client documents shall be treated and maintained as confidential in accordance with the Authority's attorney-client privilege.

The parties have executed this Agreement as of the _____ day of _____, 20____.

AUTHORITY:

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY

ATTORNEY:

DAVID J. RUITENBERG, ESQ.
MURPHY MCKEON P.C.

By _____
Max Huber
Chairman

Print Name and Title

By _____
David J. Ruitenber, Esq.
Partner

Print Name and Title

Attest _____
Alexis Bozza
Assistant Secretary

Print Name and Title

Witness _____
Dana Ekkers
Legal Assistant

Print Name and Title

TREASURER'S CERTIFICATION

Upon adoption of the 2022 Budget, I shall certify that there are sufficient funds available (\$155,000.00) for payment of professional service contract with Murphy McKeon, PC, for professional legal services to serve as General Counsel. This item will be charged to Account No. 02-10-400-602 (Professional Services – Legal).




CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



- 19 Saddle Road
Cedar Knolls, NJ 07927
- (973) 326-6880
- (973) 326-6864
- customerservice@smcmua.org
- smcmua.org

Resolution No. 129-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT WITH GENOVA BURNS, L.L.C., FOR PROFESSIONAL LEGAL SERVICES

WHEREAS, the Authority has a need for professional legal services in connection with labor law, human resources and related matters; and

WHEREAS, the law firm of Genova Burns, L.L.C., has submitted a proposal for such professional services dated November 1, 2021, a copy of which is annexed as Exhibit "A" (the "Proposal"); and

WHEREAS, the cost of such services to the Authority to be performed during the 2022 calendar year, as set forth in the Proposal, is estimated not to exceed the total amount of \$40,000; and

WHEREAS, this contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et. seq.); and

WHEREAS, Genova Burns has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Town of Morristown, Township of Morris, Township of Hanover and the Borough of Morris Plains in the previous one-year period and that the contract to be awarded by this Resolution will prohibit it from making any such reportable contributions during the term of the contract; and

WHEREAS, the Treasurer has determined and certified in writing that the value of the Contract will exceed \$17,500; and

WHEREAS, the Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget; and

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

WHEREAS, the Local Public Contracts Law requires that notice of the award of professional service contracts be printed once in a newspaper authorized by law to publish the Authority's legal advertisements;

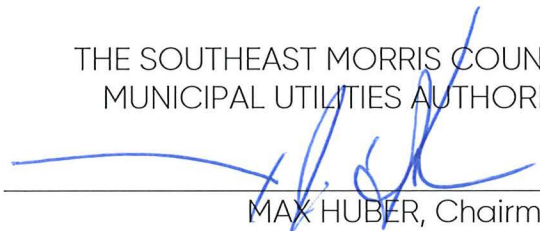
NOW THEREFORE, BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority as follows:

1. The Proposal of Genova Burns dated November 1, 2021 and annexed hereto as Exhibit "A" be and the same is hereby approved.
2. The Executive Director is hereby authorized to accept the Proposal on the part of the Authority.
3. This award is made without competitive bidding as a "Professional Service Contract" because the services to be provided are professional legal services as therein defined; and
4. Copies of this Resolution are to be filed in the office of the Secretary of the Authority and in the respective offices of the Clerks of the Town of Morristown, the Township of Morris, the Township of Hanover and Borough of Morris Plains; and Notice of the award shall be printed once in the Daily Record in accordance with the provisions of the Local Public Contracts Law.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021



Genova Burns LLC
494 Broad Street, Newark, NJ 07102
Tel: 973.533.0777 Fax: 973.533.1112
Web: www.genovaburns.com

Jennifer Roselle, Esq.
Partner
Member of NJ and NY Bars
jroselle@genovaburns.com
Direct: 973-646-3324

November 1, 2021

Laura Cummings, P.E.
Executive Director/Chief Engineer
SE Morris County Municipal Utilities Authority
19 Saddle Road
Cedar Knolls, NJ 07927

Re: Proposal for 2022 Labor Counsel Services

Dear Ms. Cummings:

This letter is in response to your request for a proposal regarding our continued provision of professional services relating to labor law and related matters. We appreciate the opportunity to continue our service to the Southeast Morris County Municipal Utilities Authority in these areas.

Enclosed, please find the requested information and supporting documentation about affirmative action compliance; our employee information report; our business registration certificate; copies of the business entity disclosure certifications (Town of Morristown, Township of Morris, Township of Hanover, and Borough of Morris Plains); and reportable political contributions.

Our proposed fee structure for this engagement is on an hourly basis. We typically represent public bodies at a blended hourly rate (i.e., an hourly rate which is applied to all attorneys of the firm regardless of the level of expertise). Our proposed hourly rate for the Southeast Morris County Municipal Utilities Authority remains at \$200.00 for Partners, Counsel, Of Counsel and Associates. To the extent Paralegal services are required, we propose a rate of \$125.00 per hour.

In addition to legal fees, the following costs and expenses will be payable if they become necessary: expert fees, court costs, filing fees, recording fees, accountants' fees, appraisers' fees, service fees, delivery charges, photocopying charges, supply charges, travel expense, and any other necessary costs and expenses incurred. Expert fees will be discussed with you and



Laura Cummings, P.E.

November 1, 2021

Page 2

approved by you prior to being incurred. We may require that expert(s) be retained directly by you, and you then would be solely responsible to pay the expert(s).

Our proposed fee structure is limited to \$40,000.00 in services for the duration of the one-year contract. If you request legal services which will exceed the agreed upon \$40,000.00 contract limit, we will require express authorization and approval to perform the work on your behalf and may require a supplemental fee agreement.

We look forward to continuing our relationship with the Southeast Morris County Municipal Utilities Authority. If you have any questions, please do not hesitate to contact me. We look forward to continuing to work with you.

Very truly yours,

GENOVA BURNS LLC

s/Jennifer Roselle

JENNIFER ROSELLE

JR

16123717v1 (22599.001)

TREASURER'S CERTIFICATION

Upon approval of the 2022 Budget, I shall certify that there are sufficient funds available (\$40,000.00) for payment of professional service contract with Genova Burns, L.L.C., for professional legal services. This item will be charged to Account No. 02-10-400-602 (Professional Services – Legal)



CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



- 19 Saddle Road
Cedar Knolls, NJ 07927
- (973) 326-6880
- (973) 326-6864
- customerservice@smcmua.org
- smcmua.org

Resolution No. 130-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT WITH HOWARD J. WOODS JR. & ASSOCIATES, L.L.C. FOR PROFESSIONAL CONSULTING ENGINEERING SERVICES RELATED TO WATER SUPPLY PLANNING AND RATE RELATED MATTERS

WHEREAS, the Authority has a need for professional consulting engineering services related to water supply planning and rate related matters commencing January 1, 2022; and

WHEREAS, Howard J. Woods Jr. & Associates, L.L.C. has submitted a proposal dated October 29, 2021 for the providing of such services at an estimated maximum amount of \$30,000, a copy of which is annexed hereto as Exhibit "A"; and

WHEREAS, this Contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) and in compliance with N.J.S.A. 19:44A-20.5 (Pay-to-Play Law); and

WHEREAS, Howard J. Woods Jr. & Associates, L.L.C. has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit it from making any reportable contributions through the term of the contract; and

WHEREAS, the Treasurer has determined and certified in writing that the value of the Contract will exceed \$17,500; and

WHEREAS, the Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget; and

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that notice of the awarding of professional service contracts be printed once in a newspaper authorized by law to publish the Authority's legal advertisement;

1. That the proposal of Howard J. Woods, Jr. and Associates L.L.C. dated October 29, 2021, a copy of which is annexed hereto as Exhibit "A" be and the same is hereby accepted and approved.
2. The Executive Director be and is hereby authorized and directed to execute a Professional Service Contract on behalf of the Authority.
3. This contract is awarded without competitive bidding as a "Professional Service Contract" in accordance with the Local Public Contracts Law because the services to be rendered are professional services as therein defined; and
4. Copies of this Resolution shall be filed in the office of the Secretary of the Authority and in the respective offices of the Clerks of the Township of Hanover, the Township of Morris, the Town of Morristown and the Borough of Morris Plains, and notice of the award shall be printed once in the Daily Record in accordance with the Local Public Contract Law.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021

Howard J. Woods, Jr. & Associates, L.L.C.

October 29, 2021

Ms. Laura Cummings, P.E.
Executive Director & Chief Engineer
Southeast Morris County Municipal Utilities Authority
19 Saddle Road
Cedar Knolls, NJ 07927

Re: Proposal for 2022 Professional Engineering
Services Related to Water Supply Planning
and Rate Related Matters

Dear Ms. Cummings:

Thanks for giving me the opportunity to work with you over the past eight years on a range of planning issues. I have enjoyed the opportunity to work with you and your staff throughout this period and I believe we have achieved some significant accomplishments. I understand that you have identified several issues that you would like to address in 2022 and that you may choose to engage my services in addressing these matters. I am pleased to offer the following proposal for professional services.

Background

Over the past eight years, we completed a preliminary supply analysis and evaluated near-term water use trends within your service area. This analysis demonstrated that you have sufficient supplies to meet current demands and provide additional water in support of regional economic development. We also identified a trend toward greater water use efficiency on the part of existing customers and we reflected this trend in an updated long-term water demand forecast. We expect this trend to continue and this will make additional capacity available to service new customers and respond to development related needs within and outside the District even as the District Municipalities continue to grow.

49 Overhill Road, East Brunswick, New Jersey 08816-4211

Phone: 267-254-5667

E-mail: howard@howardwoods.com



We developed a Cost Allocation Study for the Authority in 2016 and prepared a preliminary update in 2020. This Study can be easily updated to reflect current economic conditions and anticipated water sales and it can be expanded to give you a class-by-class assessment of the indicated cost of service and the rates needed to achieve full cost pricing in each class. In our 2016 Study and in the 2020 update, we identified some departures from full cost-based rates and this Study can form the basis of future rate adjustments designed to move each customer class incrementally toward full cost pricing.

The current state of water resource planning and development in Morris County creates a number of opportunities and risks for SMCMUA. By taking advantage of the opportunities and properly managing the risks, you have the opportunity to expand the scope of your operations in a way that promotes sustainability and rate stability for your retail and sale-for-resale customers. This will include potential opportunities to increase your level of cooperation with Morris County Municipal Authority in ways that may allow for sharing existing sources of supply, other operational facilities and services.

Proposal

Howard J. Woods Jr. & Associates, L.L.C. is pleased to offer you this professional services proposal to address your water supply planning and related business planning needs. In addition to the description of our technical proposal, which follows, your Professional Services Agreement and the completed disclosure forms and certificates required by the SMCMUA can be found in Appendix 1. A copy of our insurance certificate is on file and you will receive an updated certificate automatically when our policies renew in November.

Our proposal is structured in a way that allows you to engage our services as you determine that our support is needed. As we look forward to 2022, we understand that you would like our support in addressing several issues including but not limited to:

1. Develop an updated Cost of Service Allocation Study. We developed a Cost Allocation Study in 2016 and this study demonstrated the need to make class rate modifications to bring each customer class in line with full-cost pricing principals. This Study can be easily linked to the SMCMUA operating and capital budgets and this will facilitate rate design in the coming years. We have already updated the study to include your 2020 operating budget. Once your 2022 Budget is finalized, we can make any necessary changes to the baseline used in the cost allocation study. In 2022, we will include the impact of your capital improvement program and update the cost allocations to reflect current class and system demand conditions and we will extend the study to provide a five-year projection of class cost of service rates. In addition, we will also look to incorporate the proposed supply sharing agreement with MCMUA in our calculations.
2. Review the Authority's Rules and Regulations and Practices, Procedures and By-Laws. Periodic reviews of the Authority's business practices are appropriate to

make certain that the Authority is responsive to its customers needs while simultaneously operating in an efficient manner that conforms to current regulations. We will conduct a review of these documents to identify areas where improvements could be implemented to conform to industry best practices. Our review will specifically address compliance with N.J.A.C. 7:10, the New Jersey Safe Drinking Water Act Rules and the Water Quality Accountability Act.

3. Master Plan and Regional Water Supply Initiative Support. The Authority will be updating its Master Plan in 2022 and we will provide support and assistance in this effort to ensure that a comprehensive and well thought out business plan results from the effort. We understand that the Authority's engineering staff will take the lead in developing the plan with the assistance of highly qualified engineering firms to assist in specific areas like source water quality and treatment assessments. Given our extensive knowledge and experience with such plans, we will assist the Authority in reviewing the engineering elements of the plan and in coordinating the plan recommendations with the Authority's financial plans, in particular, the five-year budget and the Cost Allocation Study.

Regionally, opportunities abound for SMCMUA. The SMCMUA is one of 68 community public water systems located in Morris County. These systems rely on a variety of bedrock and glacial sand aquifers, surface water supplies and purchased water supplies. Some of the purchased water supplies rely on sources of water outside of Morris County. The development and management of water supplies in Morris County is complicated by known cases of groundwater contamination and the intersection of three major drainage basins (Delaware, Raritan and Passaic) within the County. In addition to the water resource regulation by the Department of Environmental Protection, land use and resource controls imposed by the NJ Highlands Council also impact water supply planning and the cost of providing service in Morris County. The development of a current Master Plan and a sound business plan will best position SMCMUA to take advantage of opportunities for further regionalization and supply integration.

4. Strengthen revenue budgeting procedures to take full advantage of the new customer accounting and billing systems. Your accounting system now allows billing determinants to be tracked in a way that will give you a better understanding of temporal changes in water use and revenues. This will provide an enhanced tool for managing SMCMUA expenses during the course of the year and improve your ability to meet annual financial objectives. Ultimately, improved tracking of the billing determinants that lead to the revenues you collect will allow you to make certain that each customer class is producing sufficient revenues to recover the full cost of providing service to that class.
5. Review emergency response plans approach to drought and severe rainfall events. Industry standards have been evolving recently with regard to drought planning and responses to severe rainfall events. Data accumulated by the New Jersey State

Climatologist demonstrate that we are in a period where extreme weather patterns are becoming more normal. We can assist you by reviewing your current drought and emergency response plans to make sure that those plans reflect the latest approaches to these extreme events.

6. Related Matters. I understand that your Board may wish to review the Authority's financing strategies. This is an important initiative and it will help you make certain that you are providing service at the lowest possible cost. As a related issue, financing strategies should be reviewed with an eye toward updating and strengthening the underlying financials that support the Authority's bond rating. We also understand that the Board would like to review the depreciation and amortization process. In addition to these matters, we are available as needed to address unspecified planning issues that may arise during the course of the year.

We are prepared to review and evaluate available information related to the operation of your water system and to help you thoroughly assess your water resource and business planning needs during 2022. We will build on previously completed studies and reports to avoid duplication of effort. This will include a review of studies prepared by others, external data that influence your water resource planning decisions, and current operating data. We will perform analyses and evaluations of your system and we will attend and participate in meetings on an as-needed basis and as directed by you. Decisions made by SMCMUA with respect to water resource planning have implications for current and future revenues and operating expenses. We will assist you in evaluating alternatives with a clear eye focused on retail and wholesale rates needed to implement your business plan.

Summary of Staffing & Proposed Fees

Howard J. Woods, Jr., P.E. will be the principal point of contact for the Authority and will be responsible for all work addressed by this proposal. A detailed resume of my qualifications is attached in Appendix 2. I have a thorough understanding of water supply issues facing the State of New Jersey and I have extensive experience in the field of water supply planning. I have prepared comprehensive plans for 60 water systems located throughout the United States. Communities served by these systems include Pittsburgh, Pennsylvania and its surrounding suburbs, Charleston, West Virginia, Richmond, Indiana, East Saint Louis, Illinois and Monterey, California. I was also responsible for the preparation of water supply plans for New Jersey-American Water Company and I have developed long-term demand forecasts and supply plans for the Passaic Valley Water Commission. In completing these planning evaluations, I developed alternatives and identified the least costly means of providing safe water service for each water system addressed by these studies. These plans identified specific facility needs for five, ten and fifteen-year planning horizons, defined the long-term role of each system in promoting regional water supply development, and assessed the impact of future State and Federal water quality regulations on system operations and needs. I served as the water utility representative to the New Jersey Water Supply Advisory Council from 1989 through 1997

and I am once again serving on the Council as the Residential Water User representative. As a member of the Council, I assisted the State in the development of the New Jersey Statewide Water Supply Master Plan, which is again being updated by the Department of Environmental Protection.

My background in rate setting is also extensive. I have developed cost of service allocation studies for numerous public authorities and I have served as an expert witness in litigation associated with rate setting and cost allocation procedures. The attached resume lists the numerous cases in which I have offered expert testimony before the New Jersey Board of Public Utilities. I am also the 2013 recipient of the George Warren Fuller Award from the New Jersey Section of the American Water Works Association.

My billing rate is \$210 per hour (two hundred ten dollars per hour). No work will be delegated or subcontracted without prior written approval from your office. Based on our understanding of the tasks that you wish us to complete in 2022, the cost of our assistance will not exceed \$30,000. A summary of the anticipated level of effort and associated billings is presented in Schedule A. We will issue bills on the basis of time actually required to provide this assistance, so you will only be charged for the services you elect to use. If less time is required to complete these tasks, your bill will be less. We will also provide any additional supplementary services as requested by the Authority during the life of this project.

The proposed consulting fees associated with the elements of work defined above are based on actual time spent on the engagement at the standard hourly rates noted above. The estimates for the work provided for in this proposal will not be exceeded without your express written approval. Actual out-of-pocket expenses up to the limits set forth on Schedule A, such as for travel or overnight mail, will be charged without mark-up. Should you require any assistance for work not addressed by this proposal, we would be pleased to accommodate you and we will bill you at our standard rates noted above. Our fees will be billed monthly based on work performed and expenses incurred in the previous month. We would appreciate payment within 30 days from the date of billing.

The term of this Agreement is from the inception of work for SMCMUA on January 1, 2022 with respect to the scope outlined above through the ensuing twelve-month planning period. It is understood that, upon entering into this agreement, we are acting as an independent contractor, and that we are not entitled to any compensation other than that specifically set forth herein. This agreement is not assignable without your written consent, the validity and interpretation of which shall be governed by the laws of the State of New Jersey.

This will further confirm that during the term of my engagement I will comply with the mandatory Affirmative Action statement attached hereto as Schedule B and with the provisions of the New Jersey Pay to Play Law, N.J.S.A. 19:44A-20.2 et. seq., The New Jersey Campaign Contributions and Expenditures Act, N.J.S.A. 19:44-1 et. seq., and all other applicable laws and regulations pertaining to my engagement.

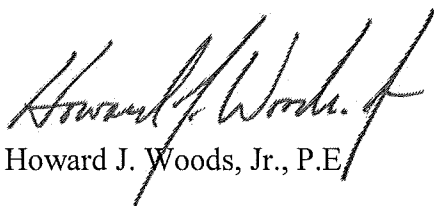
As you know, I will continue to provide services as a sole practitioner. As a single-person limited liability company, I have no employees and I will not be using subcontractors to perform any of the work contemplated in this proposal.

All documents provided by the Authority are kept in electronic form and stored on off-line media at my office location. In addition, I store documents in the cloud using the Microsoft OneDrive service and their Vault function for added security. OneDrive requires two-step authorization to access, and the Vault requires a third step authorization using Microsoft Authenticator. To the extent that hard copy files are maintained, these are kept in locked file cabinets. My records retention policy eliminates records older than seven years unless the information is of an archival nature or of historical value. Hard copy records are shredded and electronic files are destroyed using Secure Erase and NIST SP 800-88 protocols.

Please call me if you have any questions about this proposal or if I can assist you in any way. Thank you again for giving me the opportunity to offer this proposal. I hope you find this acceptable and I look forward to working with you and your staff in the coming planning period.

If this letter correctly sets forth your understanding of our relationship, please acknowledge by signing and returning the enclosed copy of this letter.

Sincerely yours,



Howard J. Woods, Jr., P.E.

I agree with above and authorize Howard J. Woods, Jr. & Associates, L.L.C. to begin providing its services based on the above terms.

Laura Cummings, P.E.
Executive Director
The Southeast Morris County Municipal Utilities Authority

Schedule A

Summary of Work Plan Tasks and Costs

**Professional Engineering Services for Water Supply Planning
and Rate Related Matters**

Task Designation	Estimated Hours	Estimated Consulting Fees	Estimated Expenses	Total Estimated Cost
Review Existing Studies and Available Data	24	\$5,040.	\$0.	\$5,040.
Perform Evaluations and Studies	67	\$14,070.	\$500.	\$14,570.
Attendance at Meetings	<u>48</u>	<u>\$10,080.</u>	<u>\$310.</u>	<u>\$10,390.</u>
TOTAL	<u>139</u>	<u>\$29,190.</u>	<u>\$ 810.</u>	<u>\$30,000</u>

TREASURER'S CERTIFICATION

Upon approval of the 2022 Budget, I shall certify that there are sufficient funds available (\$30,000) for payment of a professional service contract with Howard J. Woods, Jr. & Associates, L.L.C. for professional consulting engineering services related to water supply planning and rate related matters. This item will be charged to Account No. 02-10-400-609 (Professional Services - Business and Water Supply Planning).

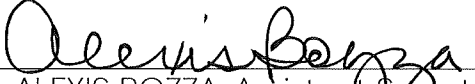


CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



- 19 Saddle Road
Cedar Knolls, NJ 07927
- (973) 326-6880
- (973) 326-6864
- customerservice@smcmua.org
- smcmua.org

Resolution No. 131-21

RESOLUTION AUTHORIZING EXECUTION OF A PROFESSIONAL SERVICE CONTRACT FOR ACCOUNTING-AUDITING SERVICES WITH NISIVOCCIA, L.L.P.

WHEREAS, the Authority has a need for professional accounting-auditing services to assist it in fulfilling its statutory and contractual obligations; and

WHEREAS, Nisivoccia, L.L.P., has submitted a proposal dated November 1, 2021, for the providing of such services at an estimated maximum amount of \$43,950 for auditing and examining the Authority's financial statements as of December 31, 2021 and related services, a copy of which proposal is annexed hereto as Exhibit "A"; and

WHEREAS, this Contract is being awarded without public bidding as a Professional Service Contract pursuant to the provisions of the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) and in compliance with N.J.S.A. 19:44A-20.5 (Pay-to-Play Law); and

WHEREAS, Nisivoccia, L.L.P., has completed and submitted Business Entity Disclosure Certifications which certify that they have not made any reportable contributions to any political or candidate committee in the Township of Hanover, Borough of Morris Plains, Town of Morristown and the Township of Morris in the previous one year, and that the contract will prohibit them from making any reportable contributions through the term of the contract; and

WHEREAS, the Treasurer has determined and certified in writing that the value of the Contract will exceed \$17,500; and

WHEREAS, the Treasurer will certify that there are sufficient funds available subject to approval of the 2022 Budget; and

WHEREAS, the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.) requires that notice of the awarding of professional service contracts be printed once in a newspaper authorized by law to publish the Authority's legal advertisement;

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

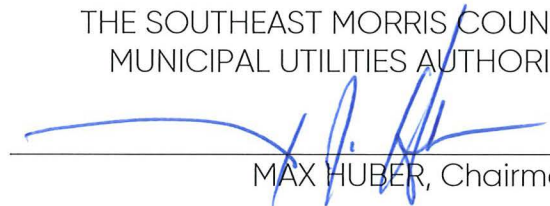
NOW THEREFORE BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority as follows:

1. That Nisivoccia, L.L.P., be and is hereby retained as accountants-auditors to The Southeast Morris County Municipal Utilities Authority for the year ending December 31, 2021, and appointment of their successor, to render necessary accounting-auditing services and advice, as outlined in the letter-agreement annexed hereto as Exhibit "A" and made a part hereof;
2. The Executive Director be and is hereby authorized and directed to execute a Professional Service Contract on behalf of the Authority.
3. This contract is awarded without competitive bidding as a "Professional Service Contract" in accordance with the Local Public Contracts Law because the services to be rendered are professional services as therein defined; and
4. Copies of this Resolution shall be filed in the office of the Secretary of the Authority and in the respective offices of the Clerks of the Township of Hanover, the Township of Morris, the Town of Morristown and the Borough of Morris Plains, and notice of the award shall be printed once in the Daily Record in accordance with the Local Public Contracts Law.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021



200 Valley Road, Suite 300
Mt. Arlington, NJ 07856
973.298.8500

11 Lawrence Road
Newton, NJ 07860
973.383.6699

nisivoccia.com

Independent Member
BKR International

November 1, 2021

The Honorable Chairman and Members of the Authority Board
Southeast Morris County Municipal Utilities Authority
19 Saddle Road
Cedar Knolls, NJ 07927

The following represents our understanding of the services we will provide the Southeast Morris County Municipal Utilities Authority (the "Authority").

You have requested that we audit the financial statements – *regulatory basis* - of the various funds of the Southeast Morris county Municipal Utilities Authority, and the related notes to the financial statements, as of and for the years ended December 31, 2021 and 2020 as listed in the table of contents. We are pleased to confirm our acceptance and our understanding of this audit engagement by means of this letter. Our audit will be conducted with the objective of our expressing an opinion on each opinion unit applicable to those financial statements.

In addition, we will audit the Authority's compliance over major federal and/or state programs for the year ended December 31, 2021, if a federal and/or state single audit is required. We are pleased to confirm our acceptance and our understanding of this audit engagement by means of this letter. Our audit will include an opinion on compliance regarding the Authority's major federal and/or state award programs if a federal and/or state single audit is required.

Supplementary information will accompany the Authority's *regulatory basis* financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the various fund financial statements and certain additional procedures, including comparing and reconciling the supplementary information to the underlying accounting and other records used to prepare the various fund financial statements or to the various fund financial statements themselves, and additional procedures in accordance with auditing standards generally accepted in the United States of America. We intend to provide an opinion on the following supplementary information in relation to the *regulatory basis* financial statements as a whole:

Supplementary Data Schedules

Schedules of Expenditures of Federal and state and State Awards

We will subject the schedules of expenditures of federal and state awards, as required by Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* ("Uniform Guidance") and New Jersey's OMB Circular 15-08, *Single Audit Policy for Recipients of Federal Grants, State Grants and State Aid* to the auditing procedures applied in our audit of the *regulatory basis* financial statements and certain additional procedures, including comparing and reconciling the schedules to the underlying accounting and other records used to prepare the various fund financial statements or to the various fund financial statements themselves, and additional procedures in accordance with auditing standards generally accepted in the United States of America. We intend to provide an opinion on whether the schedule of expenditures of federal and state awards is presented fairly in all material respects in relation to the financial statements as a whole.

Data Collection Form

Prior to the completion of our engagement if a federal single audit is required, we will complete the sections of the Data Collection Form that are our responsibility. The form will summarize our audit findings, amounts and conclusions. It is management's responsibility to submit a reporting package including financial statements, schedule of expenditure of federal awards, summary schedule of prior audit findings and corrective action plan along with the Data Collection Form to the federal audit clearinghouse. The financial reporting package must be text searchable, unencrypted, and unlocked. Otherwise, the reporting package will not be accepted by the federal audit clearinghouse. We will assist you in the electronic submission and certification. You may request from us copies of our report for you to include with the reporting package submitted to pass-through entities.

The Data Collection Form is required to be submitted within the earlier of 30 days after receipt of our auditors' reports or nine months after the end of the audit period, unless specifically waived by a federal cognizant or oversight agency for audits. Data Collection Forms submitted untimely are one of the factors in assessing programs at a higher risk.

Auditor Responsibilities

Audit of the Financial Statements

We will conduct our audit in accordance with auditing standards generally accepted in the United States of America (U.S. GAAS), the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States of America and audit requirements prescribed by the Division. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the *regulatory basis* financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the *regulatory basis* financial statements, whether due to fraud or error, misappropriation of assets, or violations of laws, governmental regulations, grant agreements, or contractual agreements.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements. If appropriate, our procedures will therefore include tests of documentary evidence that support the transactions recorded in the accounts, tests of the physical existence of inventories, and direct confirmation of cash, investments, and certain other assets and liabilities by correspondence with creditors and financial institutions. As part of our audit process, we will request written representations from your attorneys, and they may bill you for responding. At the conclusion of our audit, we will also request certain written representations from you about the financial statements and related matters.

Because of the inherent limitations of an audit, together with the inherent limitations of internal control, an unavoidable risk that some material misstatements or noncompliance (whether caused by errors, fraudulent financial reporting, misappropriation of assets, detected abuse, or violations of laws or governmental regulations) may not be detected exists, even though the audit is properly planned and performed in accordance with U.S. GAAS, *Government Auditing Standards* of the Comptroller General of the United States of America and the audit requirements prescribed by the Division. Please note that the determination of abuse is subjective and *Government Auditing Standards* does not require auditors to detect abuse.

In making our risk assessments, we consider internal control relevant to the Authority's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances,

but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. However, we will communicate to you in writing concerning any significant deficiencies or material weaknesses in internal control relevant to the audit of the *regulatory basis* financial statements that we have identified during the audit. Our responsibility as auditors is, of course, limited to the period covered by our audit and does not extend to any other periods.

We will issue a written report upon completion of our audit of the Authority's *regulatory basis* financial statements. Our report will be addressed to the governing body of the Southeast Morris County Municipal Utilities Authority. We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which it is necessary for us to modify our opinions or add emphasis-of-matter or other-matter paragraphs. If our opinions on the *regulatory basis* financial statements are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or to issue a report as a result of this engagement.

Compliance with Laws and Regulations

In accordance with the requirements of *Government Auditing Standards*, we will also issue a written report describing the scope of our testing over internal control over financial reporting and over compliance with laws, regulations, and provisions of grants and contracts, including the results of that testing. However, providing an opinion on internal control and compliance over financial reporting will not be an objective of the audit and, therefore, no such opinion will be expressed.

Audit of Major Program Compliance

Our audit of the Authority's major federal and/or state award program(s) compliance will be conducted in accordance with the requirements of the Single Audit Act, as amended; and the Uniform Guidance and NJOMB 15-08, and will include tests of accounting records, a determination of federal and/or state programs in accordance with the Uniform Guidance and other procedures we consider necessary to enable us to express such an opinion on major federal and/or state award program compliance and to render the required reports, if a federal and/or state single audit is required. We cannot provide assurance that an unmodified opinion on compliance will be expressed. Circumstances may arise in which it is necessary for us to modify our opinion or withdraw from the engagement.

The Uniform Guidance and NJ OMB 15-08 require that we also plan and perform the audit to obtain reasonable assurance about whether the Authority has complied with applicable laws and regulations and the provisions of contracts and grant agreements applicable to major federal and/or state award programs. Our procedures will consist of determining major federal and/or state programs and performing the applicable procedures described in the U.S. Office of Management and Budget *OMB Compliance Supplement* and *New Jersey State Aid/Grant Compliance Supplement* for the types of compliance requirements that could have a direct and material effect on each of the Authority's major programs. The purpose of those procedures will be to express an opinion on the Authority's compliance with requirements applicable to each of its major programs in our report on compliance issued pursuant to the Uniform Guidance.

Also, as required by the Uniform Guidance, we will perform tests of controls to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to each of the Authority's major federal and/or state award programs. However, our tests will be less in scope than would be necessary to render an opinion on these controls and, accordingly, no opinion will be expressed in our report.

We will issue a report on compliance that will include an opinion or disclaimer of opinion regarding the Authority's major federal and/or state award programs, and a report on internal controls over compliance that will report any significant deficiencies and material weaknesses identified; however, such report will not express an opinion on internal control.

Management's Responsibilities

Our audit will be conducted on the basis that management and, when appropriate, those charged with governance acknowledge and understand that they have responsibility:

1. For the preparation and fair presentation of the *regulatory basis* financial statements in accordance with accounting practices prescribed or permitted by the Division of Local Government Services, Department of Community Affairs, State of New Jersey (the "Division") to demonstrate compliance with the Division's regulatory basis of accounting, and the budget laws of New Jersey;
2. For the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the *regulatory basis* financial statements that are free from material misstatement, whether due to fraud or error fraudulent financial reporting, misappropriation of assets, or violations of laws, governmental regulations, grant agreements, or contractual agreements; and;
3. For including the auditor's report in any document containing *regulatory basis* financial statements that indicates that such regulatory basis financial statements have been audited by the Authority's auditor;
4. For identifying and ensuring that the Authority complies with the laws and regulations applicable to its activities;
5. For identifying, in its accounts, all federal and state awards received and expended during the year ended December 31, 2019 and the federal and state programs under which they were received, including federal and state awards and funding increments received prior to December 26, 2014 (if any), and those received in accordance with the Uniform Guidance (generally received after December 26, 2014);
6. For maintaining records that adequately identify the source and application of funds for federal and state funded activities;
7. For preparing the schedules of expenditures of federal and state awards (including notes and noncash assistance received) in accordance with the Uniform Guidance;
8. For the design, implementation, and maintenance of internal control over federal and state awards;
9. For establishing and maintaining effective internal control over federal and state awards that provides reasonable assurance that the nonfederal and state entities are managing federal and state awards in compliance with federal and state statutes, regulations, and the terms and conditions of the federal and state awards;
10. For identifying and ensuring that the Authority complies with federal and state statutes, regulations, and the terms and conditions of federal and state award programs and implementing systems designed to achieve compliance with applicable federal and state statutes, regulations, and the terms and conditions of federal and state award programs;
11. For disclosing accurately, currently, and completely the financial results of each federal and state award in accordance with the requirements of the award;
12. For identifying and providing report copies of previous audits, attestation engagements, or other studies that directly relate to the objectives of the audit, including whether related recommendations have been implemented;
13. For taking prompt action when instances of noncompliance are identified;
14. For addressing the findings and recommendations of auditors, for establishing and maintaining a process to track the status of such findings and recommendations and taking corrective action on reported audit findings from prior periods and preparing a summary schedule of prior audit findings;

15. For following up and taking corrective action on current year audit findings and preparing a corrective action plan for such findings;
16. For submitting the reporting package and data collection form to the appropriate parties, where applicable;
17. For making the auditor aware of any significant contractor relationships where the contractor is responsible for program compliance;
18. To provide us with:
 - a. Access to all information of which management is aware that is relevant to the preparation and fair presentation of the *regulatory basis* financial statements, and relevant to federal and state award programs, such as records, documentation, and other matters;
 - b. Additional information that we may request from management for the purpose of the audit; and
 - c. Unrestricted access to persons within the Authority from whom we determine it necessary to obtain audit evidence.
17. For adjusting the *regulatory basis* financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the current year period(s) under audit are immaterial, both individually and in the aggregate, to the financial statements as a whole;
18. For acceptance of nonattest services, including identifying the proper party to oversee nonattest work;
19. For maintaining adequate records, selecting and applying accounting principles, and safeguarding assets;
20. For informing us of any known or suspected fraud affecting the Authority involving management, employees with significant role in internal control and others where fraud could have a material effect on the financial statements and compliance;
21. For the accuracy and completeness of all information provided;
22. For taking reasonable measures to safeguard protected personally identifiable and other sensitive information; and
23. For confirming your understanding of your responsibilities as defined in this letter to us in your management representation letter.

With regard to the supplementary information referred to above, you acknowledge and understand your responsibility: (a) for the preparation of the supplementary information in accordance with the applicable criteria; (b) to provide us with the appropriate written representations regarding supplementary information; (c) to include our report on the supplementary information in any document that contains the supplementary information and that indicates that we have reported on such supplementary information; and (d) to present the supplementary information with the audited *regulatory basis* financial statements, or if the supplementary information will not be presented with the audited basic financial statements, to make the audited *regulatory basis* financial statements readily available to the intended users of the supplementary information no later than the date of issuance by you of the supplementary information and our report thereon.

With regard to the schedule of expenditures of federal and state awards referred to above, you acknowledge and understand your responsibility (a) for the preparation of the schedules of expenditures of federal and state awards in accordance with the Uniform Guidance, (b) to provide us with the appropriate written representations regarding the schedules of expenditures of federal and state awards, (c) to include our report on the schedules of expenditures of federal and state awards in any document that contains the schedule of expenditures of federal and state awards and that indicates that we have reported on such schedules, and (d) to present the schedules of expenditures of federal and state awards with the audited financial statements, or if the schedules will not be presented with the audited financial statements, to make the audited financial statements readily available to the intended users of the schedules of expenditures of federal and state awards no later than the date of issuance by you of the schedules and our report thereon.

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As part of our audit process, we will request from management and, when appropriate, those charged with governance, written confirmation concerning representations made to us in connection with the audit.

Reporting

We will issue a written report upon completion of our audit of the Authority's *regulatory basis* financial statements. Our report will be addressed to the governing body of the Authority. We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which it is necessary for us to modify our opinions, add an emphasis-of-matter or other-matter paragraph(s), or withdraw from the engagement.

In accordance with the requirements of *Government Auditing Standards*, we will also issue a written report describing the scope of our testing over internal control over financial reporting and over compliance with laws, regulations, and provisions of grants and contracts, including the results of that testing. However, providing an opinion on internal control and compliance will not be an objective of the audit and, therefore, no such opinion will be expressed.

If a federal and/or state single audit is required, we will also issue a written report on compliance for each major federal and/or state program and report on internal control over compliance upon completion of our audit.

Other

We understand that your employees will prepare all confirmations we request and will locate any documents or invoices selected by us for testing.

If you intend to publish or otherwise reproduce the financial statements and make reference to our firm, you agree to provide us with printers' proofs or masters for our review and approval before printing. You also agree to provide us with a copy of the final reproduced material for our approval before it is distributed.

Provisions of Engagement Administration, Timing and Fees

During the course of the engagement, we may communicate with you or your personnel via fax or e-mail, and you should be aware that communication in those mediums contains a risk of misdirected or intercepted communications.

The timing of our audit will be scheduled for performance and completion as discussed with and agreed to by management.

Kathryn L. Mantell is the engagement partner for the audit services specified in this letter. Her responsibilities include supervising Nisivoccia LLP's services performed as part of this engagement and signing or authorizing another qualified firm representative to sign the audit report. We expect to issue our report by April 30, 2022 or when the GASB 75 information is received from the NJ Division of Pensions.

Our fee for these services including out-of-pocket costs (such as report reproduction, word processing, postage, travel, copies, telephone, etc.) and implementation of GASB 68, *Accounting and Financial Reporting for Pensions* and GASB 75, *Accounting and Financial Reporting for Post-Employment Benefits Other than Pensions* and associated delays/extension of the audit date, will be \$43,950. Our fee also includes normal correspondence, phone calls and questions. We encourage continuous communication with our client's financial administration throughout the year to be kept apprised of any potential problem situations and to hopefully attempt to minimize or correct them on a timely basis. We believe this open communication enhances our ability to perform a quality audit and minimize year-end audit findings.

Our firm is committed to providing our clients with personal services. Although we have the resources and capabilities of a larger firm, we choose to operate like a small firm. Our staff is diversified in experience and is closely supervised by the engagement partner (both onsite and offsite) in the performance of their duties. We are confident that we have the resources available to best serve your needs. The performance of the audit will be scheduled in advance with the Authority's Chief Financial Officer based upon the Authority's projection of their readiness for audit. We will schedule interim procedure prior to the final audit fieldwork which would include planning the audit, reading minutes, testing internal controls and other procedures. We anticipate that the balance of the audit will take approximately one week to perform. Normally, the audit team of staff accountants and the in-charge accountant assigned to your audit would be on site, and the engagement partner would be in contact both on and off site during the engagement. If the COVID-19 pandemic persists into the winter and spring of 2022, we will work with the Authority's staff (as we did in 2021) to gather and share information to complete the audit.

We will conduct an exit conference with the Executive Director and Chief Financial Officer prior to delivery of the draft audit which will occur approximately three weeks after our last day of field work for review by the Authority Board Finance Committee. We will meet with the Finance Committee to discuss the audit and any findings and/or recommendations and meet with the Authority Board, if desired. Additionally, we will work together with your staff in order to deliver the draft audit, meet and discuss the draft audit with the Finance Committee and present the audit to the full Authority Board at a public meeting before the statutory due date – provided that information for implementation of GASB 68 and 75 is received from New Jersey Division of Pensions. We feel that we will have no internal constraints in meeting the specified deadlines and will assist your staff in meeting them as well (by streamlining our requests for information and performing the audit in an extremely organized fashion.

Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit. Our invoices for these fees will be rendered each month as work progresses and are payable on presentation. In accordance with our firm policies, work may be suspended if your account becomes 120 days or more overdue and may not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report(s). You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above fee is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. We will notify you immediately of any circumstances we encounter that could significantly affect this fee. Whenever possible, we will attempt to use the Authority's personnel to assist in the preparation of schedules and analyses of accounts. This effort could substantially reduce our time requirements and facilitate the timely conclusion of the audit.

Our fees for additional services you may request would be billed at our standard hourly rates (which vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit) which are as follows:

Partner/Principal	\$160-\$185
In-Charge Accountants	\$140-\$165
Staff Accountants	\$95-\$130

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Other Matters

We are not hosts for any client information. You are expected to retain all financial and non-financial information to include anything you upload to a portal and are responsible for downloading and retaining anything we upload in a timely manner. Portals are only meant as a method of transferring data, are not intended for the storage of client information, and may be deleted at any time. You are expected to maintain control over your accounting systems to include the licensing of applications and the hosting of said applications and data. We do not provide electronic security or back-up services for any of your data or records. Giving us access to your accounting system does not make us hosts of information contained within.

Regarding the electronic dissemination of audited financial statements, including financial statements published electronically on your Internet website, you understand that electronic sites are a means to distribute information and, therefore, we are not required to read the information contained in these sites or to consider the consistency of other information in the electronic site with the original document.

The audit documentation for this engagement is the property of Nisivoccia LLP and constitutes confidential information. However, we may be requested to make certain audit documentation available to federal and state agencies and the U.S. Government Accountability Office pursuant to authority given to it by law or regulation, or to peer reviewers. If requested, access to such audit documentation will be provided under the supervision of Nisivoccia LLP's personnel. Furthermore, upon request, we may provide copies of selected audit documentation to these agencies and regulators. The regulators and agencies may intend, or decide, to distribute the copies of information contained therein to others, including other governmental agencies. We agree to retain our audit documentation or work papers for a period of at least seven years from the date of our report.

We are not financial advisors under the SEC's definition related to debt issuances and we will not be performing those services.

Nisivoccia LLP will not act as dissemination agent for the Southeast Morris county Municipal Utilities Authority in connection with the Southeast Morris County Municipal Authority's obligations, if any, to provide secondary market disclosure. Our work to prepare secondary market disclosure documents shall consist of and be limited to (1) distribution of the Southeast Morris County Municipal Utilities Authority's audited *regulatory basis* financial statements to the Southeast Morris County Municipal Authority or its designated dissemination agent in an electronic format that complies with the requirements of the Municipal Securities Rulemaking Board's Electronic Municipal Market Access Data Port, and (2) preparation of certain operating data, customarily consisting of the financial information, readily available in the *regulatory basis* financial statements of the Authority, contained in Appendix A to an Official Statement, and distribution of that data to the Southeast Morris County Municipal Authority or its designated dissemination agent in an electronic format that complies with the requirements of the Municipal Securities Rulemaking Board's Electronic Municipal Market Access Data Port. The Southeast Morris County Municipal Authority, or its designated dissemination agent, shall remain responsible for filing required secondary market disclosure information and "material event" notices in accordance with any prior undertakings, and Nisivoccia LLP shall not have any responsibility nor liability for the failure of the Southeast Morris County Municipal Authority, or its designated dissemination agent, to comply with the Southeast Morris County Municipal Authority's secondary market disclosure undertakings.

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With regard to the electronic dissemination of audited *regulatory basis* financial statements, including *regulatory basis* financial statements published electronically on your website and on the **Municipal Securities Rulemaking Board's** Electronic Municipal Market Access Data Port, you understand that electronic sites are a means to distribute information and, therefore, we are not required to read the information contained in these sites or to consider the consistency of other information in the electronic site with the original document.

MSRB Municipal Advisor Rule:

On September 18, 2013, the Securities and Exchange Commission (the "SEC") adopted a rule requiring that "municipal advisors" register with the Securities and Exchange Commission. A "municipal advisor" is someone that "provides advice to or on behalf of a municipal Authority with respect to municipal financial products or the issuance of municipal securities, including advice with respect to the structure, timing, terms, and other similar matters concerning such financial products or issues[.]" Nisivoccia LLP is not a registered Municipal Advisor and is not subject to the fiduciary duty established in Section 15B(c)(1) of the Exchange Act with respect to the municipal financial product or issuance of municipal securities. Accordingly, pursuant to the new Municipal Advisor rule and absent the available exception to the rule discussed below, Nisivoccia LLP cannot provide the Southeast Morris County Municipal Authority with advice or recommendations regarding the issuance of municipal securities.

Under the Municipal Advisor rule, the Southeast Morris County Municipal Authority may continue to receive advice from its auditor, bond counsel and other professionals, provided both the Southeast Morris County Municipal Authority and the professional satisfy the "Issuer Has Hired an Independent Municipal Advisor Exemption". First, as municipal issuer, the Southeast Morris County Municipal Authority needs to have (i) engaged an independent registered municipal advisor and (ii) made such engagement known in writing to the person seeking to rely on the exemption and/or post this declaration on the Southeast Morris County Municipal Authority's web site. Second, the person relying on this exemption, such as us, your bond counsel and others, must:

1. obtain a written representation from the Southeast Morris County Municipal Authority that it is represented by, and will rely on the advice of, an independent registered municipal advisor. The written representation from the Southeast Morris County Municipal Authority may be a declaration posted on the Southeast Morris County Municipal Authority's web site as long as the posting states that the representation is intended to establish the independent municipal advisor exemption pursuant to the Municipal Advisor rule.
2. provide written disclosure to the Southeast Morris County Municipal Authority and its independent registered municipal advisor that, by obtaining such representation from the Southeast Morris County Municipal Authority, the firm is not a municipal advisor and is not subject to the fiduciary duty established in Section 15B(c)(1) of the Exchange Act with respect to the municipal financial product or issuance of municipal securities; and
3. provide the written disclosure described above at a time and in a manner reasonably designed to allow the Southeast Morris County Municipal Authority to assess the material incentives and conflicts of interest that such person may have in connection with the municipal advisory activities.

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If the Southeast Morris County Municipal Authority has engaged the services of a registered Municipal Advisor, we encourage you to notify us in accordance with paragraph 1 above. We have already provided to you in this letter the disclosure contained in paragraph 2 above, which we trust is being provided to you in the time and manner set forth in paragraph 3 above. If the Southeast Morris County Municipal Authority has not engaged the services of a registered Municipal Advisor, or has, but has not satisfied the requirements of the "Issuer Has Hired an Independent Municipal Advisor Exemption", then any services performed by us in connection with the issuance of municipal securities shall be performed pursuant to the Statements on Standards for Attestation Engagements and related Attestation Interpretations as issued by the American Institute of Certified Public Accountants, then currently in effect.

Further, we will be available during the year to consult with you on financial management and accounting matters of a routine nature. With respect to any nonattest services we perform, which are as follows: assist in preparing the regulatory basis financial statements, the supplementary data schedules, the schedules of expenditures of federal and state awards, and related notes of the Authority in accordance with accounting practices prescribed or permitted by the Division and the Uniform Guidance based on information provided by you.

We will not assume management responsibilities on behalf of the Authority. However, we will provide advice and recommendations to assist management of the Authority in performing its responsibilities.

The Authority's management is responsible for (a) making all management decisions and performing all management functions; (b) assigning a competent individual to oversee the services; (c) evaluating the adequacy of the services performed; (d) evaluating and accepting responsibility for the results of the services performed; and (e) establishing and maintaining internal controls, including monitoring ongoing activities.

Our responsibilities and limitations of the engagement are as follows:

- We will perform the services in accordance with applicable professional standards, including *Government Auditing Standards*. [*Government Auditing Standards*](#) require that we document an assessment of the skills, knowledge, and experience of management, should we participate in any form of preparation of the financial statements and related schedules or disclosures as these actions are deemed a non-audit service.
- This engagement is limited to assist in preparing the regulatory basis financial statements, the supplementary data schedules and the schedules of expenditures of federal and state awards, and related notes of the Southeast Morris County Municipal Authority in accordance with accounting practices prescribed or permitted by the Division and the Uniform Guidance, as applicable, based on information provided by you as previously outlined. Our firm, in its sole professional judgment, reserves the right to refuse to do any procedure or take any action that could be construed as making management decisions or assuming management responsibilities, including determining account coding and approving journal entries.

During our audit, we may observe opportunities for economy in, or improved controls over, your operations. We will bring such matters to the attention of the appropriate level of management, either orally or in writing.

We agree to retain our audit documentation or work papers for a period of at least seven years from the date of our report.

You agree to inform us of facts that may affect the financial statements of which you may become aware during the period from the date of the auditor's report to the date the financial statements are issued.

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At the conclusion of our audit engagement, we will communicate to the Honorable Chairman and the Members of the Authority Board the following significant findings from the audit:

- Our view about the qualitative aspects of the Authority's significant accounting practices;
- Significant difficulties, if any, encountered during the audit;
- Uncorrected misstatements, other than those we believe are trivial, if any;
- Disagreements with management, if any;
- Other findings or issues, if any, arising from the audit that are, in our professional judgment, significant and relevant to those charged with governance regarding their oversight of the financial reporting process;
- Material, corrected misstatements that were brought to the attention of management as a result of our audit procedures;
- Representations we requested from management;
- Management's consultations with other accountants, if any; and
- Significant issues, if any, arising from the audit that were discussed, or the subject of correspondence, with management.

In accordance with the requirements of *Government Auditing Standards*, we have attached a copy of our latest external peer review report of our firm for your consideration and files.

Please sign and return the attached copy of this letter to indicate your acknowledgment of, and agreement with, the arrangements for our audit of the *regulatory basis* financial statements and the audit of compliance over major federal and/or state award programs, if applicable, including our respective responsibilities.

We appreciate the opportunity to be your financial statement auditors and look forward to working with you and your staff.

Respectfully,

NISIVOCCIA LLP


Kathryn L. Mantell, Partner

RESPONSE:

This letter correctly sets forth our understanding.

Acknowledged and agreed on behalf of the Southeast Morris County Municipal Authority by:

Name: _____

Title: _____

Date: _____

TREASURER'S CERTIFICATION

Upon approval of the 2022 Budget, I shall certify that there are sufficient funds available (\$43,950) for payment of a professional service contract with Nisivoccia, LLP, for professional accounting-auditing services to assist it in fulfilling its statutory and contractual obligations. This item will be charged to Account No. 02-30-400-613 (Consultant Services Audit).

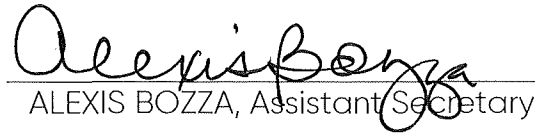


CHARLES MAGGIO, Treasurer

Dated: November 18, 2021

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021



- 19 Saddle Road
Cedar Knolls, NJ 07927
- (973) 326-6880
- (973) 326-6864
- customerservice@smcmua.org
- smcmua.org

Resolution No. 132-21

RESOLUTION AUTHORIZING USE OF COMPETITIVE CONTRACTING FOR CONSULTING SERVICES IN CONNECTION WITH STAFFING AND RECRUITMENT

WHEREAS, the Qualified Purchasing Agent has recommended that the Authority solicit proposals for consulting services in connection with staffing and recruitment by use of the competitive contracting process authorized by the Local Public Contracts Law (N.J.S.A. 40A:11-4.1); and

WHEREAS, it is deemed to be in the best interest of the Authority and the water system to utilize competitive contracting for the solicitation of proposals for such services; and

WHEREAS, N.J.S.A. 40A:11-4.3 requires that the governing body of the Authority pass a resolution authorizing the use of competitive contracting each time specialized services are desired to be contracted for by use of the competitive contracting process;

NOW THEREFORE BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority that the use of competitive contracting for consulting services in connection with staffing and recruiting as described above be and the same is hereby authorized and approved.

ATTEST:


ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY
MUNICIPAL UTILITIES AUTHORITY


MAX HUBER, Chairman

Dated: November 18, 2021

Board Members

Morristown:
Max Huber
Donald Kissil

Morris Township:
Dennis Baldassari
Michael Chumer, Ph.D.

Morris Plains:
Ralph R. Rotando
Patricia Webster

Hanover Township:
Nicola Marucci, P.E.
Adolf Schimpf, Ph.D.

Executive Director: Laura Cummings, P.E.

Chief Engineer: John J. Elam, P.E.

Chief Financial Officer: Charles Maggio, C.M.F.O., Q.P.A.

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on November 18, 2021, at a meeting duly convened of said Authority.


ALEXIS BOZZA, Assistant Secretary

Dated: November 18, 2021