

THE SOUTHEAST MORRIS COUNTY MUNICIPAL UTILITIES AUTHORITY

MEETING MINUTES

OCTOBER 26, 2023

The Regular Meeting of The Southeast Morris County Municipal Utilities Authority (“SMCMUA” or the “Authority”) was held on October 26, 2023, at 7:00 PM prevailing time in the Board Room at the offices of SMCMUA at 19 Saddle Road, Cedar Knolls, New Jersey.

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

OATH OF OFFICE FOR APPOINTED MEMBER CLARKE

Mr. Ruitenbergh administered the oath of office to Arthur Clarke who had been appointed by the Town of Morristown to SMCMUA’s Board of Members.

ROLL CALL

PRESENT: Chairman Chumer; Members Clarke, Huber, Kiracofe, Loughman, Marucci and Webster

ABSENT: Member Rotando

Also present were the following: Drew Saskowitz, Acting Executive Director and Water Quality Superintendent; Charles Maggio, Chief Financial Officer; Sophia Dyer, Principal Engineer; Nicholas Buono, IT Director; Dave Jones, Operations Manager; Alexis Bozza, Executive Administrative Assistant; and David J. Ruitenbergh, Esq., General Counsel to SMCMUA.

PUBLIC COMMENT

Chairman Chumer stated the next portion of the meeting was set aside for public comment. No one from the public was present. The Chairman then closed the public portion of the meeting.

MOTION APPROVING MINUTES OF SEPTEMBER 21, 2023

Copies of the minutes of the meeting held on September 21, 2023, were distributed to the Members prior to the meeting for review and comment. Member Huber moved that the minutes be adopted as presented. Member Clarke abstained. Member Kiracofe seconded the motion which was duly adopted by the Members.

RESOLUTION APPROVING CLOSED SESSION MINUTES OF SEPTEMBER 21, 2023

Copies of the closed session minutes of the meeting held on September 21, 2023, were distributed to the Members prior to the meeting for review and comment. Member Huber moved to approve the closed session minutes and offered the following resolution:

RESOLUTION NO. 110-23

RESOLUTION APPROVING CLOSED SESSION MINUTES OF SEPTEMBER 21, 2023

“COPY ANNEXED”

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

YEAS: Chairman Chumer; Members Huber, Kiracofe, Loughman, Marucci and Webster

NOES: None

ABSTAINS: Member Clarke

RESOLUTION – APPROVAL OF OCTOBER 2023 LIST OF BILLS

Copies of the bill list for October 2023 were distributed to the Members prior to the meeting for comment and approval. Member Webster moved to approve the list of bills and offered the following resolution:

RESOLUTION NO. 111-23

RESOLUTION AUTHORIZING PAYMENT OF LIST OF BILLS FOR OCTOBER 2023

“COPY ANNEXED”

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

YEAS: Chairman Chumer; Members Huber, Kiracofe, Loughman, Marucci and Webster

NOES: None

ABSTAINS: Member Clarke

COMMUNICATIONS

- A. October 11, 2023 – Copy of letter from the Morris County Municipal Utilities Authority regarding its water rate amendment for 2024.

OTHER BUSINESS

A. Report of the Engineering Committee

The Members reviewed a report of the Engineering Committee from meeting held on September 28, 2023, which was distributed to the Members prior to the meeting for review and comment. Mr. Marucci provided a summary of the report for discussion.

B. Report of the Ad Hoc Transition Committee

The Members reviewed a report of the Ad Hoc Transition Committee from meeting held on September 28, 2023, which was distributed to the Members prior to the meeting for review and comment. Mr. Huber provided a summary of the report for discussion.

C. Report of the Finance Committee

The Members reviewed a report of the Finance Committee from meeting held on October 5, 2023, which was distributed to the Members prior to the meeting for review and comment. Mr. Kiracofe provided a summary of the report for discussion.

D. Resolution Introducing Budget for 2024

Following discussion on the reports of the Committees, the Board reviewed the proposed 2024 Budget. Member Huber offered the following resolution:

RESOLUTION NO. 112-23

RESOLUTION INTRODUCING BUDGET FOR 2024

“COPY ANNEXED”

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

YEAS: Chairman Chumer; Members Clarke, Huber, Kiracofe, Loughman, Marucci and Webster

NOES: None

E. Resolution Authorizing Transfer of Funds between Operating Budget Appropriations

The Members reviewed a memorandum from the Chief Financial Officer dated October 18, 2023. An analysis of the status of the 2023 Operating Budget resulted in the need for a fund transfer. Member Webster moved and offered the following resolution:

RESOLUTION NO. 113-23

RESOLUTION AUTHORIZING TRANSFER OF FUNDS BETWEEN OPERATING BUDGET  
APPROPRIATIONS

“COPY ANNEXED”

YEAS: Chairman Chumer; Members Huber, Kiracofe, Loughman, Marucci and  
Webster

NOES: None

ABSTAINS: Member Clarke

F. Resolution Authorizing Use of Vendor Under the North Jersey Wastewater  
Cooperative Pricing System

The Members reviewed a memorandum from the Chief Financial Officer dated October 20, 2023. The Authority is a participant in a Cooperative Pricing Agreement with the North Jersey Wastewater Cooperative Pricing System ("NJWCPS") and wishes to purchase certain items from an authorized vendor under the NJWCPS during the 2023 budget year. The purchase of work, materials and supplies through Cooperative Pricing Councils, such as the NJWCPS, is authorized without additional advertising by the participants under Section 11 (5) of the Local Public Contracts Law, N.J.S.A. 40A:11-11(5). The Treasurer certified the availability of funds in the 2023 Budget. Member Webster moved and offered the following resolution:

RESOLUTION NO. 114-23

RESOLUTION AUTHORIZING USE OF VENDOR UNDER THE NORTH JERSEY WASTEWATER  
COOPERATIVE PRICING SYSTEM

“COPY ANNEXED”

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

YEAS: Chairman Chumer; Members Huber, Kiracofe, Loughman, Marucci and  
Webster

NOES: None

ABSTAINS: Member Clarke

G. Resolution Authorizing the Procurement of Hydrants as Proprietary Goods

The Members reviewed a memorandum from the Operations Manager dated October 16, 2023. The Authority wishes to limit the brands of hydrants that bidders may supply to the Authority under the proprietary goods exception to the Local Public Contracts Law ("LPCL"). The Authority

has 1,708 public fire hydrants in its system where, over many years of bidding to all manufacturers and accepting the low bidder has resulted in five different hydrant manufacturers providing the Authority with hydrants. There are multiple parts required to repair hydrants that are not interchangeable among different hydrant manufacturers. The time to obtain repair parts for hydrants is based on the availability of the materials and some hydrants in the system are no longer manufactured and repair parts are unavailable. In addition, storage of repair parts for the different hydrant manufacturers is unwieldy and consumes a large amount of our limited storage space. Each hydrant also requires its own specific tools for repair. Based upon the Authority's extensive experience with the various hydrant products in its system, narrowing the hydrant field to one manufacturer has been determined to be in the best interest of the Authority and to best serve the safety and welfare interests of the public. In accordance with the pre-requisite procedures for entitlement to use the Proprietary Goods Exception, the Authority's Qualified Purchasing Agent, Alexis Bozza, prepared a Certification addressed to the Acting Executive Director, Drew Saskowitz, and General Counsel, David J. Ruitenber, to demonstrate entitlement to use the Proprietary Goods Exception which was reviewed by the Members. Member Huber then moved that the Authority authorize the procurement of hydrants as proprietary goods. Member Marucci seconded the motion which was duly adopted by the Members.

H. Resolution Authorizing the Award of a Contract for Emergency and On-Call Water Main and Appurtenances Repair, Installation, Testing and Startup

SMCMUA advertised and received bids, pursuant to a fair and open process, for a contract for emergency on-call water main and appurtenances repair, installation, testing and startup services, on October 12, 2023, where five bids were received. The bids were reviewed by the Operations Manager as set forth in a memorandum dated October 13, 2023, a copy of which memorandum was reviewed by the Members. Shauger Property Services, Inc., has been determined to be the lowest qualified bidder. The total amount of the contract will not exceed \$366,625.00 and will cover a one-year period with options for renewal after the first year as permitted by the Local Public Contracts Law. The Treasurer certified that there are sufficient funds available in the Capital Budget. Member Marucci moved and offered the following resolution:

RESOLUTION NO. 116-23

RESOLUTION AUTHORIZING THE AWARD OF A CONTRACT FOR EMERGENCY AND ON-CALL WATER MAIN AND APPURTENANCES REPAIR, INSTALLATION, TESTING AND STARTUP

“COPY ANNEXED”

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

YEAS: Chairman Chumer; Members Clarke, Huber, Kiracofe, Loughman, Marucci and Webster

NOES: None

I. Resolution Authorizing Landscape Removal and Restoration Services at the Clyde Potts Reservoir

The Authority requested proposals for landscape removal and restoration services at the Clyde Potts Reservoir. Custom Care Services ("Custom Care") submitted a proposal for the providing of such services. The Operations Manager recommended utilizing Custom Care for the provision of these services in the not to exceed amount of \$32,800.00. The purchase was being made without public bidding as being less than the bidding threshold of \$44,000.00 provided in the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.). Custom Care 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 Huber moved and offered the following resolution:

RESOLUTION NO. 117-23

RESOLUTION AUTHORIZING LANDSCAPE REMOVAL AND RESTORATION SERVICES AT THE CLYDE POTTS RESERVOIR

"COPY ANNEXED"

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

YEAS: Chairman Chumer; Members Clarke, Huber, Kiracofe, Loughman, Marucci and Webster

NOES: None

J. Resolution Authorizing Adoption of Revised By-Laws

The Authority, formed in 1976, adopted its initial By-Laws on December 27, 1976, and subsequently adopted amendments to said By-Laws on July 20, 1995. Following a detailed review by the Members and General Counsel, the Authority developed an updated draft of Revised and Restated By-Laws addressing and clarifying the governing principles and respective roles and responsibilities of the Board of Members and the Executive Director. Member Huber moved and offered the following resolution:

RESOLUTION NO. 118-23

RESOLUTION AUTHORIZING ADOPTION OF REVISED BY-LAWS

"COPY ANNEXED"

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

YEAS: Chairman Chumer; Members Huber, Kiracofe, Loughman, Marucci and Webster

NOES: None

ABSTAINS: Member Clarke

K. Discussion – Headquarters Facility Upgrades

Mr. Saskowitz provided an update to the Members on the status of the Authority’s headquarters facility improvements. He stated that upgrades to the Water Quality and IT Divisions’ office area were recently finished which include six new offices and eight cubicle areas. Office space upgrades which meet current needs and the projected growth for 2024 were complete. Mr. Saskowitz added that the Authority will now focus on improvements to the outdoor storage area and to increase parking. Upon completion of those areas, the need for additional modification or improvement will be re-evaluated. He concluded that the Authority’s headquarters will remain at its current location and no alternative locations will be sought.

SUCH OTHER MATTERS TO LEGALLY COME BEFORE THE BOARD

A. Chairman Chumer recalled that Mr. Saskowitz recently forwarded a letter received from the Mayors of the Creating Municipalities as a result of the meeting held on the lead service line legislation. Ms. Webster felt it may be beneficial to relay to the Mayors that the Authority has taken steps and put a process into place to identify and collect lead service line data. She added that she agreed with the letter in that it would be advantageous to partner with the Creating Municipalities for potential grant funding. Mr. Ruitenber stated that he and Mr. Saskowitz will be drafting response which will be circulated to the Members for review and comment.


REPORTS

- A. Engineering Division – September 2023
- B. Finance Division – September 2023
  - 1. Human Resources – September 2023
- C. Information Technology Division – September 2023
- D. Operations Division – September 2023
- E. Operations Risk Management Division – September 2023
- F. Water Quality Division – September 2023

ADJOURNMENT

There being no further business, Member Webster moved that the meeting be adjourned. Member Huber seconded the motion which was duly adopted by the Members. The meeting adjourned at 8:00 PM.

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

  
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 SMCMUA's regular meetings on the Bulletin Board at SMCMUA'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, 2023; and
2. By providing copies of the Annual Notice to 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, 2023; and
3. By providing copies of the Annual Notice for publication to the Daily Record, the Newark Star Ledger, and the Morris News Bee on February 3, 2023.



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

Resolution No. 110-23

RESOLUTION APPROVING CLOSED SESSION MINUTES

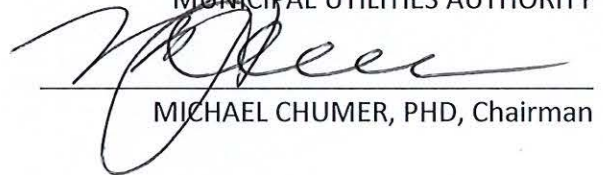
RESOLVED that the attached minutes of the Closed Session Meeting held on September 21, 2023, be and the same are hereby approved but withheld from public inspection and insertion in the regular Minute Book pending release for public disclosure pursuant to the provisions of the Open Public Meetings Act; 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

  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotando  
Patricia Webster

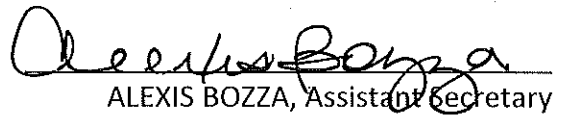
Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE

Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

Chief Financial Officer: Charles Maggio, CMFO, QPA

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023



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 (973) 326-6864  
 customerservice@smcmua.org  
 smcmua.org

Resolution No. 111-23

RESOLUTION AUTHORIZING PAYMENT OF OCTOBER 2023 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	\$	623,715.07
Total Operating Fund Checks and Wire Transfers	\$	918,703.69

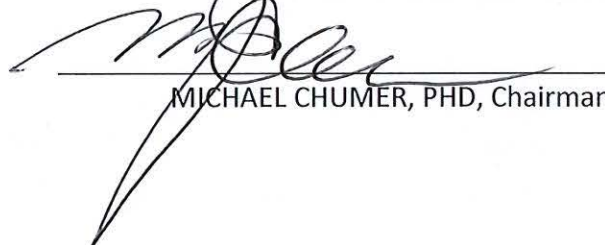
CAPITAL FUND

Total Capital Fund Expenditures	\$	<u>710,074.80</u>
TOTAL OF OCTOBER 2023 LIST OF BILLS	\$	2,252,493.56

ATTEST:

  
 ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY  
 MUNICIPAL UTILITIES AUTHORITY

  
 MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023

Board Members

Morristown:  
 Arthur Clarke, JD, CGM  
 Max Huber

Morris Township:  
 Michael Chumer, PhD  
 Matthew Loughman

Morris Plains:  
 Ralph R. Rotando  
 Patricia Webster

Hanover Township:  
 Nathan Kiracofe, EIT  
 Nicola Marucci, PE

Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

Chief Financial Officer: Charles Maggio, CMFO, QPA

TREASURER'S CERTIFICATION

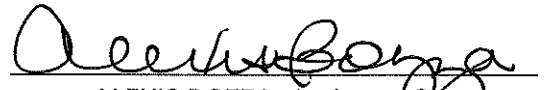
I hereby certify that there are sufficient funds available (\$2,252,493.56) for payment of the resolution entitled Resolution Authorizing Payment of October 2023 List of Bills in SMCMUA's 2023 Budget.

  
\_\_\_\_\_  
CHARLES MAGGIO, Treasurer

Dated: October 26, 2023

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023

# 2024 AUTHORITY BUDGET RESOLUTION

## Southeast Morris County Utilities Authority

### FISCAL YEAR: January 01, 2024 to December 31, 2024

WHEREAS, the Annual Budget for Southeast Morris County Utilities Authority for the fiscal year beginning January 01, 2024 and ending December 31, 2024 has been presented before the governing body of the Southeast Morris County Utilities Authority at its open public meeting of October 26, 2023; and

WHEREAS, the Annual Budget as introduced reflects Total Revenues of \$23,358,653.00, Total Appropriations including any Accumulated Deficit, if any, of \$21,803,600.00, and Total Unrestricted Net Position planned to be utilized as funding thereof, of -\$1,555,053.00; and

WHEREAS, the Capital Budget as introduced reflects Total Capital Appropriations of \$12,421,107.00 and Total Unrestricted Net Position planned to be utilized as funding thereof, of \$12,421,107.00; and

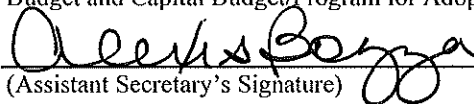
WHEREAS, the schedule of rents, fees and other charges in effect will produce sufficient revenues, together with all other anticipated revenues to satisfy all obligations to the holders of bonds of the Authority, to meet operating expenses, capital outlays, debt service requirements, and to provide for such reserves, all as may be required by law, regulation or terms of contracts and agreements; and

WHEREAS, the Capital Budget/Program, pursuant to N.J.A.C. 5:31-2, does not confer any authorization to raise or expend funds; rather it is a document to be used as part of the said Authority's planning and management objectives. Specific authorization to expend funds for the purposes described in this section of the budget must be granted elsewhere; by bond resolution, by a project financing agreement, by resolution appropriating funds from the Renewal and Replacement Reserve or other means provided by law.

NOW, THEREFORE BE IT RESOLVED, by the governing body of the Southeast Morris County Utilities Authority, at an open public meeting held on October 26, 2023 that the Annual Budget, including all related schedules, and the Capital Budget/Program of the Southeast Morris County Utilities Authority for the fiscal year beginning January 01, 2024 and ending December 31, 2024, is hereby approved.

BE IT FURTHER RESOLVED, that the anticipated revenues as reflected in the Annual Budget are of sufficient amount to meet all proposed expenditures/expenses and all covenants, terms and provisions as stipulated in the said Authority's outstanding debt obligations, capital lease arrangements, service contracts, and other pledged agreements; and

BE IT FURTHER RESOLVED, that the governing body of the Southeast Morris County Utilities Authority will consider the Annual Budget and Capital Budget/Program for Adoption on December 21, 2023.

  
 \_\_\_\_\_  
 (Assistant Secretary's Signature)

10/26/2023  
 \_\_\_\_\_  
 (Date)

**Governing Body Recorded Vote**

Member	Aye	Nay	Abstain	Absent
Michael Chumer	X			
Nicola Marucci	X			
Max Huber	X			
Arthur Clarke	X			
Nathan Kiracofe	X			
Matthew Loughman	X			
Ralph Rotando				X
Patricia Webster	X			

# 2024 APPROVAL CERTIFICATION

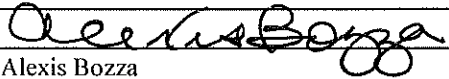
Southeast Morris County Utilities Authority

## AUTHORITY BUDGET

**FISCAL YEAR: January 01, 2024 to December 31, 2024**

It is hereby certified that the Authority Budget, including all schedules appended hereto, are a true copy of the Annual Budget and Capital Budget/Program approved by resolution by the governing body Southeast Morris County Utilities Authority, at an open public meeting held pursuant to N.J.A.C. 5:31- on October 26, 2023.

It is further certified that the recorded vote appearing in the resolution represents not less than a of the full membership of the governing body thereof.

<b>Officer's Signature:</b>	
<b>Name:</b>	Alexis Bozza
<b>Title:</b>	Assistant Secretary
<b>Address:</b>	19 Saddle Rd Cedar Knolls, NJ 07927
<b>Phone Number:</b>	973-326-6867
<b>Fax Number:</b>	973-326-9521
<b>E-mail Address:</b>	abozza@smcmua.org





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Resolution No. 113-23

RESOLUTION AUTHORIZING THE TRANSFER OF FUNDS BETWEEN  
OPERATING BUDGET APPROPRIATIONS

WHEREAS, the Authority’s Chief Financial Officer/Treasurer has advised that there are certain budget line items in the 2023 Operating Budget that require additional funding; and

WHEREAS, the Chief Financial Officer/Treasurer has requested that such balances be transferred from other budget line items with a balance 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 Operating Budget totaling \$20,000.00 are hereby approved:

		<u>Budget Transfers</u>	
<u>Budget Line Item</u>	<u>Title</u>		<u>Amount</u>
Transfer To:			
02-30-400-800	FINAN: Temporary Staff		\$20,000.00
		Total	\$20,000.00
Transfer From:			
02-30-400-501	FINAN: Salary & Wages		\$20,000.00
		Total	\$20,000.00

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotando  
Patricia Webster

Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE


Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

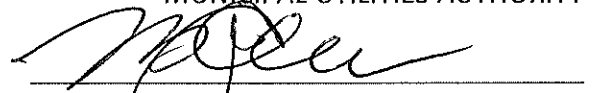
Chief Financial Officer: Charles Maggio, CMFO, QPA

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 transfer is hereby approved.

ATTEST:

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

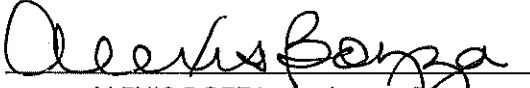
  
\_\_\_\_\_  
ALEXIS BOZZA, Assistant Secretary

  
\_\_\_\_\_  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023



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Resolution No. 114-23

RESOLUTION AUTHORIZING USE OF VENDOR UNDER THE  
NORTH JERSEY WASTEWATER COOPERATIVE PRICING SYSTEM

WHEREAS, SMCMUA is a participant in a Cooperative Pricing Agreement with the North Jersey Wastewater Cooperative Pricing System ("NJWCPS"); and

WHEREAS, SMCMUA wishes to purchase the item listed in Exhibit "A" from an authorized vendor under the NJWCPS during the 2023 budget year; and

WHEREAS, the purchase of work, materials and supplies through Cooperative Pricing Councils, such as the NJWCPS, is authorized without additional advertising by the participants under the Local Public Contracts Law, N.J.S.A. 40A:11-11(5); and

WHEREAS, the vendor listed in Exhibit "A" attached hereto has been awarded a contract by the NJWCPS for and including the budget year 2023; and

WHEREAS, the cost is estimated not to exceed the amount stated; and

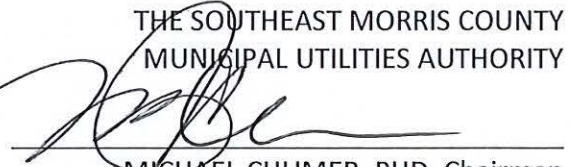
WHEREAS, the Treasurer has certified the availability of funds in the 2023 Budget;

NOW THEREFORE, BE IT RESOLVED by The Southeast Morris County Municipal Utilities Authority that the vendor listed in Exhibit "A" be authorized for use for the budget year 2023.

ATTEST:

  
ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotando  
Patricia Webster

Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE

Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

Chief Financial Officer: Charles Maggio, CMFO, QPA

Exhibit "A"

CONTRACT	VENDOR	ITEMS	AMOUNT
B369-4	Municipal Maintenance Corp.	Various Manufacturer Pumps and Motors Repair, Replacement and Installation	\$79,920.00

TREASURER'S CERTIFICATION

I hereby certify that there are sufficient funds available in the 2023 Budget to purchase work, materials and supplies from the vendor listed below through the North Jersey Wastewater Cooperative Pricing System in 2023. The cost is estimated not to exceed the amount stated:

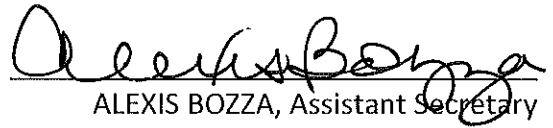
CONTRACT	VENDOR	ITEMS	CONTRACT EXP DATE	BUDGET ACCT #	ACCOUNT NAME	AMOUNT REQUESTED
B369-4	Municipal Maintenance Corp.	Various Manufacturer Pumps and Motors Repair, Replacement and Installation	06/01/24	02-00-500-494	T&P Wells, Pumps, Motors, Etc.	\$79,920.00

  
\_\_\_\_\_  
CHARLES MAGGIO, Treasurer

Dated: October 26, 2023

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023



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Resolution No. 115-23

RESOLUTION AUTHORIZING THE PROCUREMENT OF HYDRANTS AS PROPRIETARY GOODS

WHEREAS, the Authority wishes to limit the brands of hydrants that bidders may supply to the Authority under the proprietary goods exception to the Local Public Contracts Law ("LPCL"); and

WHEREAS, the LPCL requires Contracting Units in most circumstances to give bidders the option to supply "equivalent" equipment to the brand name specified as per N.J.S.A. § 40A:11-13(d), N.J.A.C. § 5:34-9.2; and

WHEREAS, the LPCL also permits Contracting Units, in appropriate situations, to designate certain brands of goods as "proprietary" when those brands of goods are "necessary for the conduct of [the Contracting Unit's] affairs" (hereinafter "the Proprietary Goods Exception") (see N.J.S.A. § 40A:11-2(39); N.J.A.C. § 5:34-9.1(a)(2)); and

WHEREAS, the Proprietary Goods Exception provides that if the Contracting Unit needs to procure goods "of a specialized nature" by one manufacturer, and the need for a certain brand is greater (or more valuable) than the "public benefit of permitting 'brand name or equivalent' and the benefits of ... competition", the Contracting Unit may proceed with a bid specification that restricts bidders to supplying just that brand name of goods, to the exclusion of others; and

WHEREAS, a Contracting Unit may be entitled to opt for the Proprietary Goods Exception when: (i) The contracting unit has a substantial investment in facilities, training, replacement parts, or complimentary items that warrants reliance on a specific manufacturer or vendor to maintain the value of the investment, and/or (ii) Unique circumstances as to a facility or environment preclude the use of other goods or services; and

WHEREAS, In accordance with the pre-requisite procedures for entitlement to use the Proprietary Goods Exception, the Authority 's Qualified Purchasing Agent, Alexis Bozza, prepared a Certification addressed to the Acting Executive Director, Drew Saskowitz, and General Counsel, David J. Ruitenber, to demonstrate entitlement to use the Proprietary Goods Exception which is attached hereto as Exhibit A, the contents of which are deemed incorporated into this Resolution as though set forth at length herein; and

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotando  
Patricia Webster

Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE

Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

Chief Financial Officer: Charles Maggio, CMFO, QPA




WHEREAS, the Acting Executive Director, Mr. Saskowitz, and General Counsel, Mr. Ruitenbergh, having reviewed the Certification, concur with the findings of the Qualified Purchasing Agent, Ms. Bozza, and ask the Members to authorize the Authority to designate hydrants as proprietary goods henceforth; and

WHEREAS, the Members, having received the aforementioned Certification and recommendation, approve the above referenced measures; and

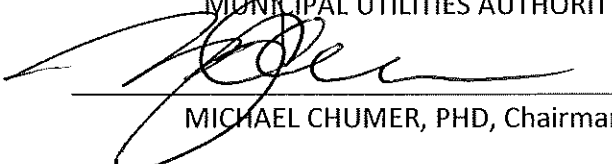
NOW, THEREFORE, BE IT RESOLVED, by The Southeast Morris County Municipal Utilities as follows:

1. That the Members, in accordance with recommendations referenced above, hereby authorize the Authority to procure hydrants under the Proprietary Goods Exception to the Local Public Contracts Law.
2. That this Resolution shall remain in effect henceforth for all types of hydrant procurement (including procurement directly from suppliers or as part of a larger set of construction specifications), unless and until a change in circumstances or law no longer allows the Authority to procure hydrants in this manner.
3. That appropriate officials and employees of the Authority be and are hereby directed to procure hydrants in accordance with these findings and applicable law, and to perform such acts and execute such documents as are necessary to implement the terms and intentions of this Resolution as set forth hereinabove, including but not limited to the discretion to selection which brand(s) of hydrant(s) to specify as "proprietary".

ATTEST:

  
ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023

**Certification of SMC MUA's Qualified Purchasing Agent, pursuant to NJAC § 5:34-9.1**

To: Drew Saskowitz, Acting Executive Director  
David J. Ruitenbergh, General Counsel

1. I, Alexis Bozza, am the Qualified Purchasing Agent for The Southeast Morris County Municipal Utilities Authority (the "Authority").

2. I make this Certification pursuant to NJAC § 5:34-9.1 in support of the Authority's position that it is entitled to procure hydrants as proprietary goods as that term is defined by N.J.S.A. §40A:11-2(39).

3. I have been advised by Operations that it would be in the best interest of the Authority and its ratepayers to limit the brands of hydrants that it receives to the best performing and most advantageous brand with which the Authority has experience.

4. In the past, the Authority procured hydrants without regard to brand, or by allowing "or equal" as per N.J.S.A. § 40A:11-13(d) of the Local Public Contracts Law.

5. As a result, bidders supplied the Authority with various different brands over the years, causing problems over time for the Authority, from inconveniences to more serious issues affecting public safety.

6. The Authority learned that hydrants were not interchangeable or compatible with each other with respect to repairs.

7. Each hydrant manufacturer designs its hydrant to be installed and repaired using only that manufacturer's tooling and parts.

8. Therefore, if one brand of hydrant breaks, the Authority needs to dispatch its crew with that hydrant brand's tools and spare parts. The Authority cannot use the tools or spare parts of another brand.

9. When a hydrant breaks, it is nearly always an emergency situation.

10. The spare parts for some brands are much easier to obtain than for other brands, making the former far more desirable for the Authority's needs than the latter. The parts for some brands are available same day or next day. For others, the parts may take up to three months to arrive. If spare parts are not available for a broken hydrant, the Authority is forced to incur the greater cost of replacing that hydrant completely rather than repairing it.

11. Having several different brands of hydrants creates a chaotic situation for Authority staff who have to store separately the tooling and parts for each separate brand, restock them as needed, and locate hydrants by brand on the Authority's network of pipelines.

12. Therefore, Operations strongly recommends that the Authority begin to pare down its current hydrant brands to the strongest and best performer, in the opinion of Operations. At the present time, that brand is Mueller.

13. A review of other municipality's specifications indicate that they limit hydrant brands as well, including the Township of Franklin in Somerset County, and the City of Trenton in Mercer County.

14. The Authority recommends that the Board of Members approve a resolution authorizing it to procure hydrants as proprietary goods, with the authorization to remain in effect for all hydrant procurement (whether procurement is done separately or within a larger set of specifications) until the facts set forth in this Certification are no longer true and accurate.

15. The information contained in this Certification is based on conversations with Operations and a certification provided by Operations to me entitled "Fire Hydrants Certification" dated October 6, 2023, is on file with the Qualified Purchasing Agent.

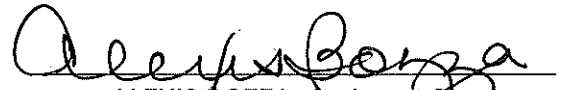
I certify that the foregoing statements made by me are true to the best of my information, knowledge, and belief. I understand that if any of my statements are willfully false, that I may be subject to punishment.

Dated: October 11, 2023

  
Alexis Bozza  
Qualified Purchasing Agent  
The Southeast Morris County  
Municipal Utilities Authority

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023



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

Resolution No. 116-23

RESOLUTION AUTHORIZING THE AWARD OF A CONTRACT FOR EMERGENCY AND ON-CALL WATER MAIN AND APPURTENANCES REPAIR, INSTALLATION, TESTING AND STARTUP

WHEREAS, SMCMUA has advertised and received bids, pursuant to a fair and open process, for a contract for emergency on-call water main and appurtenances repair, installation, testing and startup services, on October 12, 2023; and

WHEREAS, five bids were received; and

WHEREAS, the bids were reviewed by the Operations Manager as set forth in a memorandum dated October 13, 2023, a copy of which memorandum is annexed hereto; and

WHEREAS, Shauger Property Services, Inc., has been determined to be the lowest qualified bidder;

WHEREAS, the total amount of the contract will not exceed \$366,625.00 and will cover a one year period with options for renewal after the first year as permitted by the Local Public Contracts Law; and

WHEREAS, the Treasurer has certified that there are sufficient funds available in the Capital Budget; and

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

1. That a contract for emergency and on-call water main and appurtenances repair, installation, testing and startup services be awarded to Shauger Property Services, Inc., in accordance with its bid submitted on October 12, 2023, in the maximum annual amount of \$366,625.00.

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotando  
Patricia Webster

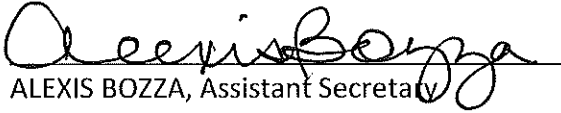
Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE

Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

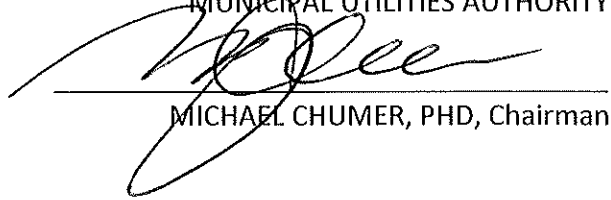
Chief Financial Officer: Charles Maggio, CMFO, QPA

2. That the appropriate officers of SMCMUA be and they are hereby authorized and directed to execute a contract with regard to said work on behalf of SMCMUA in the manner provided by law.

ATTEST:

  
ALEXIS BOZZA, Assistant Secretary

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023



MEMORANDUM

TO: SMCMUA Board

FROM: Dave Jones, Operations Manager **DJ**

RE: Emergency and On-Call Water Main and Appurtenances Repair, Installation, Testing and Startup

DATE: October 13, 2023

CC: Drew Saskowitz, Acting Executive Director and Water Quality Superintendent  
Charles Maggio, Chief Financial Officer  
Alexis Bozza, Executive Administrative Assistant

The Authority advertised a notice to bidders for the above referenced contract where bids were received on October 12, 2023. The bid specifications included pricing for providing all labor and equipment necessary to repair water mains on scheduled and emergency bases.

Bid packages were obtained by eight companies where five companies submitted bids as follows (detailed tabulation sheet attached):

Proposal Summary

Bidder	Total Bid
Shauger Property Services Inc.	\$366,625.00
Colonnelli Brothers Inc.	\$387,750.00
Conquest Construction Inc.	\$458,325.00
John Garcia Construction Co. Inc.	\$468,875.00
J. Fletcher Creamer & Sons	\$488,430.00
Hutton Construction	No Bid
Montana Construction Corp. Inc.	No Bid
Robert Griggs Plumbing & Heating	No Bid

The bids have been reviewed where it is recommended that a one-year contract be awarded to Shauger Property Services, Inc., for its low cost, responsive and responsible submission. The total maximum annual amount of the contract shall not exceed \$366,625.00.

The Treasurer has certified that funds to be expended in 2024 are subject to approval of the 2024 Budget. This item will be charged as follows to Capital Account No. 02-00-500-499 (Main Rehabilitation and Replacement).



**Emergency and On-Call Water Main and Appurtenances Repair, Installation, Testing and Startup**

Item	Description	Shauger Property Services	Colonnelli Brothers	Conquest Construction	John Garcia Construction	J. Fletcher Creamer & Sons
1 Unit Price	Emergency Water Main Repair	\$ 1,000.00	\$ 1,300.00	\$ 1,525.00	\$ 1,450.00	\$ 1,425.00
1 Qty.	Crew Hours	120	120	120	120	120
1A Total		\$ 120,000.00	\$ 156,000.00	\$ 183,000.00	\$ 174,000.00	\$ 171,000.00
2 Unit Price	Scheduled Water Main Repair	\$ 925.00	\$ 850.00	\$ 1,135.00	\$ 1,200.00	\$ 1,239.00
2 Qty.	Crew Hours	120	120	120	120	120
2 Total		\$ 111,000.00	\$ 102,000.00	\$ 136,200.00	\$ 144,000.00	\$ 148,680.00
3 Unit Price	Dense Graded Aggregate	\$ 35.00	\$ 50.00	\$ 40.00	\$ 55.00	\$ 65.00
3 Qty.	Cubic Yards	500	500	500	500	500
3 Total		\$ 17,500.00	\$ 25,000.00	\$ 20,000.00	\$ 27,500.00	\$ 32,500.00
4 Unit Price	Hot Mix Asphalt Driveway Restoration	\$ 100.00	\$ 100.00	\$ 25.00	\$ 25.00	\$ 25.00
4 Qty.	Square Yards	25	25	25	25	25
4 Total		\$ 2,500.00	\$ 2,500.00	\$ 625.00	\$ 625.00	\$ 625.00
5 Unit Price	Temporary Hot Mix Asphalt	\$ 90.00	\$ 75.00	\$ 100.00	\$ 95.00	\$ 145.00
5 Qty.	Tons	350	350	350	350	350
5 Total		\$ 31,500.00	\$ 26,250.00	\$ 35,000.00	\$ 33,250.00	\$ 50,750.00
6 Unit Price	Curb Restoration	\$ 55.00	\$ 10.00	\$ 40.00	\$ 75.00	\$ 40.00
6 Qty.	Linear Feet	50	50	50	50	50
6 Total		\$ 2,750.00	\$ 500.00	\$ 2,000.00	\$ 3,750.00	\$ 2,000.00
7 Unit Price	Concrete Restoration	\$ 100.00	\$ 35.00	\$ 110.00	\$ 150.00	\$ 100.00
7 Qty.	Square Yards	75	75	75	75	75
7 Total		\$ 7,500.00	\$ 2,625.00	\$ 8,250.00	\$ 11,250.00	\$ 7,500.00
8 Unit Price	Paver Block Restoration	\$ 75.00	\$ 35.00	\$ 50.00	\$ 100.00	\$ 135.00
8 Qty.	Square Yards	25	25	25	25	25
8 Total		\$ 1,875.00	\$ 875.00	\$ 1,250.00	\$ 2,500.00	\$ 3,375.00
9 Allowance	for Water Works Materials	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00	\$ 20,000.00
10 Allowance	for Fuel and Asphalt Adjustments	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00	\$ 2,000.00
11 Allowance	for Additional Work	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00	\$ 50,000.00
Maximum Bid		\$ 366,625.00	\$ 387,750.00	\$ 458,325.00	\$ 468,875.00	\$ 488,430.00

### TREASURER'S CERTIFICATION

I hereby certify funds are available for payment of a contract with Shauger Property Services, Inc., for emergency and on-call water main and appurtenances repair, installation, testing and startup services. The total maximum annual amount of this contract will not exceed \$366,625.00. This item will be charged to Capital Account No. 02-00-500-499 (Main Rehabilitation and Replacement).



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CHARLES MAGGIO, Treasurer

Dated: October 26, 2023

CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023



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

Resolution No. 117-23

RESOLUTION AUTHORIZING LANDSCAPE REMOVAL AND RESTORATION SERVICES AT THE CLYDE POTTS RESERVOIR

WHEREAS, SMCMUA requested proposals for landscape removal and restoration services at the Clyde Potts Reservoir; and

WHEREAS, Custom Care Services (“Custom Care”) submitted a proposal for the providing of such services; and

WHEREAS, the Operations Manager recommends utilizing Custom Care for the provision of these services in the not to exceed amount of \$32,800.00, a copy of which memorandum is attached as Exhibit “A”; and

WHEREAS, this purchase is being made without public bidding as being less than the bidding threshold of \$44,000.00 provided in the Local Public Contracts Law (N.J.S.A. 40A:11-1 et seq.); and

WHEREAS, Custom Care 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 \$17,500.00; and

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

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

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotando  
Patricia Webster

Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE

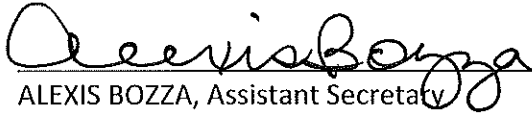
Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

Chief Financial Officer: Charles Maggio, CMFO, QPA

1. That the proposal received by Custom Care Services be and the same is hereby approved in the not to exceed amount of \$32,800.00.
2. That the Acting Executive Director be and is hereby authorized and directed to execute the purchase order on behalf of SMCMUA in the manner provided by law.

ATTEST:

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

  
ALEXIS BOZZA, Assistant Secretary

  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023



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

## MEMORANDUM

TO: SMCMUA Board

FROM: Dave Jones, Operations Manager **DJ**

RE: Clyde Potts Dam Landscape Removal and Restoration

DATE: October 17, 2023

CC: Drew Saskowitz, Acting Executive Director  
Charles Maggio, CMFO, QPA, Chief Financial Officer  
Alexis Bozza, QPA, Executive Administrative Assistant

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Services are needed to restore an area of the Clyde Potts Dam landscape where large trees were removed. Quotes were solicited from three companies where one, Custom Care, provided the only submission. Custom Care is SMCMUA's current groundskeeping vendor.

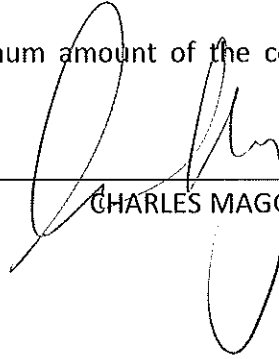
Based on review of the quote received, it is recommended that the Members authorize Custom Care to perform the needed services which include removal of several inches of topsoil/mulch, removal of several large boulders, installation of topsoil, seeding, and potential netting of the area for Spring growth, at a cost not to exceed \$32,800.

This is a one-time purchase of goods and services that is outside of the current contract with Custom Care

The Treasurer has certified that sufficient funds are available in the Authority's 2023 Budget. This item will be charged to Account No. 02-50-400-633 (Operations: Facility Groundskeeping).

CERTIFICATION OF VALUE IN EXCESS OF \$17,500 (PAY-TO-PLAY LAW)

The undersigned hereby certifies that the maximum amount of the contract to be awarded to Custom Care Services exceeds \$17,500.



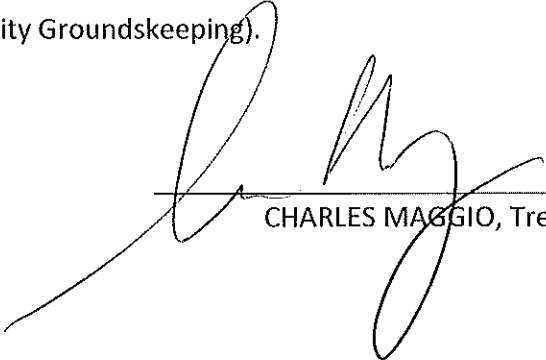
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CHARLES MAGGIO, Treasurer

Dated: October 26, 2023

TREASURER'S CERTIFICATION

I hereby certify that there are sufficient funds available (\$32,800.00) for payment of not to exceed purchase order to Custom Care Services in SMCMUA's 2023 Budget for landscape removal and restoration services at the Clyde Potts Reservoir. This item will be charged to Account No. 02-50-400-633 (Operations: Facility Groundskeeping).



CHARLES MAGGIO, Treasurer

Dated: October 26, 2023



CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023



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

Resolution No. 118-23

RESOLUTION AUTHORIZING ADOPTION OF REVISED BY-LAWS

WHEREAS, The Southeast Morris County Municipal Utilities Authority (the Authority) was formed in 1976 by the Township of Hanover, the Township of Morris, the Borough of Morris Plains, and the Town of Morristown; and

WHEREAS, the Authority adopted its initial By-Laws on December 27, 1976, by Resolution No. 76-1; and

WHEREAS, the Authority subsequently adopted amendments to said By-Laws on July 20, 1995, by Resolution No. 95-45; and

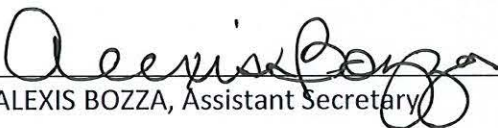
WHEREAS, following review by the Members and general counsel, the Authority has developed an updated draft of Revised and Restated By-Laws addressing and clarifying the governing principles and respective roles and responsibilities of the Board of Members, and the Executive Director; and

WHEREAS, a copy of the Revised and Restated By-Laws are attached to this Resolution as "Revised and Restated By-Laws of The Southeast Morris County Municipal Utilities Authority"; and

NOW THEREFORE BE IT RESOLVED that the Board of Members of The Southeast Morris County Municipal Utilities Authority do hereby approve and adopt the amendments to the By-Laws set forth in Revised and Restated By-Laws of The Southeast Morris County Municipal Utilities Authority, in the form attached hereto.

ATTEST:

THE SOUTHEAST MORRIS COUNTY  
MUNICIPAL UTILITIES AUTHORITY

  
ALEXIS BOZZA, Assistant Secretary

  
MICHAEL CHUMER, PHD, Chairman

Dated: October 26, 2023

Board Members

Morristown:  
Arthur Clarke, JD, CQM  
Max Huber

Morris Township:  
Michael Chumer, PhD  
Matthew Loughman

Morris Plains:  
Ralph R. Rotondo  
Patricia Webster

Hanover Township:  
Nathan Kiracofe, EIT  
Nicola Marucci, PE

Acting Executive Director and Water Quality Superintendent: Drew Saskowitz

Chief Financial Officer: Charles Maggio, CMFO, QPA

REVISED AND RESTATED  
BY-LAWS  
OF  
THE SOUTHEAST MORRIS COUNTY MUNICIPAL UTILITIES AUTHORITY  
(As Amended through October 26, 2023)

ARTICLE I. NAME

The name of the Corporation is:

The Southeast Morris County Municipal Utilities Authority hereinafter referred to in these By-Laws as the "Authority".

ARTICLE II. SEAL

The official Seal of the Authority shall consist of the embossed impression of a circular metallic disc containing in the outer rim the words "The Southeast Morris County Municipal Utilities Authority".

ARTICLE III. PURPOSES

The purposes for which the Authority is organized are those attendant to its establishment by parallel ordinances, duly adopted by the Town of Morristown, the Township of Hanover, the Township of Morris, and the Borough of Morris Plains, as a public body corporate and politic of the State of New Jersey, and existing under and pursuant to the "Municipal and County Utilities Authorities Law" (N.J.S.A. 40:14B-1, et seq.) (the "Act"), to acquire and purchase the assets and property of the waterworks supply and distribution system of the Town of Morristown in order to maintain, operate and improve said waterworks supply and distribution system and to foster and promote the provision and distribution of a safe and adequate supply of water for public and private use.

ARTICLE IV. OFFICE

1. The principal office of the Authority shall be at 19 Saddle Road, Cedar Knolls, New Jersey or such other place as shall be used by the Authority as its main headquarters facility.
2. The Authority may have offices at such other places as the Authority may from time to time designate.

ARTICLE V. OFFICERS

1. The officers of the Authority shall be a Chairperson (hereinafter referred to as the "Chair") and Vice Chairperson (hereinafter referred to as the "Vice Chair"). The Authority shall also appoint or employ one Secretary, as well as a Treasurer, Assistant Treasurer, one or more Assistant Secretaries and an Executive Director.

a. The Chair and Vice Chair shall be elected by and from the Members of the Authority (hereinafter referred to as "Members") at the annual organization meeting and shall hold office until February 1 next ensuing and until their respective successors have been elected and have qualified.

b. The Secretary, Treasurer and Assistant Secretary, who need not be Members, shall be appointed by the Members at the annual organization meeting and shall hold office at the pleasure of the Members until the next organization meeting and until their successors have been chosen. The offices of Secretary and Treasurer or Treasurer and Assistant Secretary may be held by the same person.

2. The Members may also from time to time appoint and employ such professional and technical advisers and experts and such other officers, agents, and employees as they may deem necessary or desirable, and they shall determine their qualifications, terms of office, duties and compensation consistent with the Act and as otherwise provided or limited by applicable law.

3. Vacancies in the offices of either Chair, Vice Chair or Secretary shall be filled for the unexpired balance of the term by the Members at the next regular meeting following the creation of the vacancy.

4. In the event of the absence or disqualification of the Chair and Vice Chair from any regular, special or adjourned meeting, the Members may, by a majority vote of those present, delegate the powers and duties of the Chair to the Secretary or any Member present at the meeting.

#### ARTICLE VI. CHAIR AND VICE CHAIR

1. The Chair shall preside at all meetings of the Authority and shall have the general supervision, direction and control of the affairs of the Authority, and shall sign all drafts, checks, warrants and orders for the payment of money, except as may otherwise be provided in these By-laws or in the Act.

2. The Vice Chair shall possess such powers and shall perform such duties as may be assigned from time to time by the Members, and in the absence or incapacity of the Chair, assume and perform all duties and powers of the Chair.

3. The presiding officer of any meeting of the Members, including the Chair or Vice Chair, shall have the right to vote.

#### ARTICLE VII. SECRETARY AND ASSISTANT SECRETARY

1. The duties of the Secretary shall be to:

a. prepare the minutes of the meetings of the Authority as provided by applicable law and see that such minutes and other records are kept in appropriate books therefor;

b. give and serve all notices of the Authority;

c. act as custodian of the minutes, documents and seal in order to affix the latter as and when required, except that the minutes of closed session matters may be prepared and/or

maintained by General Counsel or such other person as may be designated by the Members if determined to be more appropriate based on the closed session item(s) to be discussed;

- d. attest all documents, resolutions, agreements and obligations of the Authority;
- e. present to the meeting of the Members all communications; and
- f. attend to all the correspondence and perform all the duties incident to the office of the Secretary, as provided in these By-Laws or as otherwise provided by law.

2. The Secretary shall perform such other duties as may be assigned from time to time by the Members.

3. The Assistant Secretary shall possess such powers as shall be assigned from time to time by the Members, the Chair or Vice Chair, or the Secretary; and in the absence, incapacity or upon the request of the Secretary shall assume and perform all of the duties of the Secretary. The Assistant Secretary may be a paid employee of the Authority.

#### ARTICLE VIII. TREASURER AND ASSISTANT TREASURER

1. Except as otherwise provided in Article IX of these By-Laws, the Treasurer shall have care and custody of and be responsible for all of the funds and securities of the Authority and deposit all such funds in the name of the Authority in such bank or banks, trust company or trust companies, or safe deposit vault as the Authority may designate.

2. The Treasurer shall exhibit at all reasonable times the books and accounts of the Authority to any Members upon reasonable request, render a statement of the condition of the finances of the Authority at each regular meeting of the Authority, and shall render a full financial report of the condition of the finances of the Authority when required by the Members.

3. The Treasurer shall keep, at the office of the Authority, correct books of account of all its business and transactions, and such other books and accounts as the Authority may require; shall do and perform all duties pertaining to the office of the Treasurer; and shall, when required by the Members give the Authority such security for the faithful discharge of the Treasurer's duties as the Members may direct, the premiums for which shall be paid by the Authority.

4. The Treasurer may, when authorized by the Members, delegate any such duties to an Assistant Treasurer who shall be appointed by the Members and who may be a paid employee of the Authority. In the absence or incapacity of the Treasurer, the Executive Director is authorized as Assistant Treasurer to perform all of the duties of the Treasurer.

#### ARTICLE IX. EXECUTION OF INSTRUMENTS AND DEPOSIT OF FUNDS

1. The Members, except as otherwise provided in Paragraph 4 of this Article IX or when otherwise required by law, may authorize any officer or officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Authority, and such authority may be general or confined to specific instances; and, unless so authorized, no officer, agent or employee

shall have any power or authority to bind the Authority by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or in any amount.

2. All checks, drafts or other orders for payment of money, notes or other evidences of indebtedness, issued in the name of or payable to the Authority shall be signed or endorsed by two of the following four (4) officers: Chair, Vice Chair, Executive Director and/or Treasurer (or as from time to time otherwise authorized and determined by resolution of the Members), except that the authority to sign checks or drafts for the return of customer deposits in an amount not to exceed \$100 may be delegated by the Members to any two individuals, designated by the Members, who shall be either Members or employees of the Authority.

3. All funds of the Authority shall be deposited from time to time to the credit of the Authority by the Treasurer and/or members of the Treasurer's office with such banks, bankers, trust companies, or other depositories as the Members may select.

4. Two-thirds (2/3) approval of the entire authorized Members of the Authority, i.e., 6 of 8 Members, shall be required for the issuance of bonds or other debt financing for Capital Improvement purposes.

#### ARTICLE X. EXECUTIVE DIRECTOR AND PROFESSIONALS

##### A. EXECUTIVE DIRECTOR

1. The Executive Director shall be an employee of the Authority and act as the chief executive and administrative officer of the Authority and shall perform all duties attendant thereto and such other duties as may be assigned by the Members. The Executive Director is the intended channel through whom formal direction is to be given to the Authority's administration and employees.

2. The Executive Director shall also serve as Assistant Treasurer in the absence of the Treasurer and perform all of the duties of the Treasurer in such instances without further delegation by the Members.

##### B. PROFESSIONALS

The Authority shall annually appoint a general counsel and auditor; and may from time-to-time appoint such other duly licensed professionals as may be needed, including without limitation labor counsel, bond counsel and consulting engineer(s). Any and all such professionals shall be engaged by way of written agreement, which shall specify the services to be provided and the terms of compensation.

1. **General Counsel.** General Counsel shall be licensed to practice law in the State of New Jersey and shall provide such legal advice and counsel as may be requested by the Authority, and shall represent the Authority in all legal matters, unless otherwise delegated or assigned. In addition, General Counsel may be requested from time-to-time by the Members to prepare and/or maintain the minutes of closed session matters.

2. **Auditor.** The auditor shall be a registered municipal accountant or a Certified Public Accountant and shall render such auditing and accounting services as may be required by the Members and by law.

3. Other Professionals. Any and all other professionals engaged by the Board shall have the necessary qualifications and hold such licenses as may be required by law to render the services to be provided.

#### ARTICLE XI. MEETINGS OF THE AUTHORITY & QUORUM

1. The annual reorganization meeting of the Authority for the election by the Members of officers and for the transaction of any other business that may come before the Members shall be held on February 1 of each year. If such day falls upon a Friday, Saturday, Sunday or a legal holiday, the meeting shall be held on the next succeeding weekday that is not a holiday.

2. Regular meetings of the Authority for the transaction of any business that may come before such meetings shall be scheduled monthly at such dates, times and places as shall be fixed by the Members at the time of the Board's reorganization and in accordance with applicable law. In the event of the cancellation of any regular meeting—whether by prior motion of the Members or due to emergency—the Treasurer shall have discretion to pay such charges and invoices as may be due to insure the continuing operations of the Authority. All such payments shall be reported to and confirmed by the Members at their next regular meeting.

3. All annual and regular meetings of the Authority, and any rescheduled, continued or adjourned sessions thereof shall be general meetings, open for transaction of any business of the Authority without any special notice to the Members other than as provided in these By-Laws or as required by law.

4. Special meetings of the Authority may be called by the Secretary upon request of the Chair or Vice Chair or by any two Members of the Authority and shall be held at the date and time requested upon at least forty-eight hours public notice thereof (unless otherwise required by law), which notice shall be provided by mail, email or telephone, to each Member of the Authority, specifying the date, time and business of the meeting. No business shall be transacted at any special meeting except that which is set forth in the Notice of Special Meeting.

5. All meetings of the Authority shall be held at the principal office of the Authority or at such other place as the Members may expressly approve.

6.

a. A majority of the Authority Members shall constitute a quorum at any meeting thereof. Unless otherwise required by law, action may be taken and motions and resolutions adopted by the Authority at any meeting of the Members thereof by a vote of the majority of the Members present (or that may be participating by means as hereinafter provided) except that an approving vote of at least two thirds (2/3) of the entire authorized membership, i.e., 6 of 8 Members, shall be required for the issuance of bonds or other debt financing for Capital Improvement purposes. Routine charges including without limitation taxes, utilities, emergency services and/or the like may be paid at the discretion of the Treasurer, subject to the Board's subsequent affirmation at the next regular meeting. All other invoices or bills shall be identified and included on the Authority's Bill List or in such other separate motion and/or resolution and be subject to authorization by a roll call vote of the Members.

b. When alternative means of participation are available via telephone, videoconferencing or other virtual means, a maximum of three Members may participate in meetings of the Authority by such means, unless otherwise permitted by law and/or Executive Order, or as from time-to-time specifically allowed by the Authority. Any Member so participating shall be deemed to be present during the meeting or such part thereof in which they participate to the same extent as if they were physically present during such meeting.

#### ARTICLE XII. AMENDMENT

Except with respect to matters relating to the issuance of bonds or debt financing, these By-Laws may be altered, amended, repealed, or added to at any regular meeting of the Authority by a majority of the entire Membership. Any amendment of these Bylaws relating to matters involving the approval of bonds or other debt financing, as discussed in Paragraph 6 of Article XI hereof, shall require an affirmative vote of two-thirds (2/3) of the entire authorized membership, i.e., 6 of 8 Members.

Any proposed revision and/or amendment to these By-laws shall be provided to and received by each Member at least three (3) business days before the date of the meeting at which such change(s) is/are to be acted upon.

#### ARTICLE XIII. STANDING AND SPECIAL COMMITTEES

1. The Members may create such standing committees as they deem necessary to advance the mission and carry on the work of the Authority, which committees may include, without limitation, Committees on Finance, Engineering and Operations, Personnel, and Technology and Risk Management.

a. Committees shall be comprised of not more than three of the Members including a chairperson to be appointed by the Authority Chair. Committee appointees shall serve for a term of one year and until the selection and qualification of their successors as herein provided.

b. In the event of any vacancy of a committee chairperson or other committee member, such vacancy shall be filled for the unexpired term at the next regular meeting by the Authority's Chair.

c. A majority of any committee shall constitute a quorum for the transaction of business. The chairperson of each standing committee shall present its plans, recommendations and/or programs to the Members for approval. No such plans, recommendations and/or programs shall be undertaken without the approval of the Members of the Authority. All projects undertaken by the Committee on Finance or any other committee for loans or for the sale of bonds by the Authority shall be subject to the two-thirds (2/3) approval of the Authority Members, i.e., 6 of 8 Members, as provided in these By-Laws.

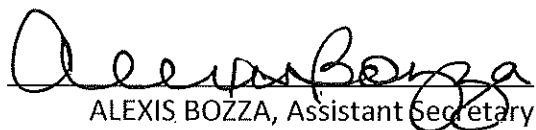
2. The Members may from time to time direct the appointment of special committees which committees are to be appointed and operate in the same manner as heretofore set forth in these By-Laws as to the standing committees.

END OF BY-LAWS



CERTIFICATION

I hereby certify the foregoing to be a true copy of the resolution adopted by The Southeast Morris County Municipal Utilities Authority on October 26, 2023, at a meeting duly convened of the Authority.

  
ALEXIS BOZZA, Assistant Secretary

Dated: October 26, 2023