

**MINUTES OF A MEETING OF THE
DuPAGE WATER COMMISSION
HELD ON THURSDAY, FEBRUARY 9, 2006
600 E. BUTTERFIELD ROAD
ELMHURST, ILLINOIS**

The meeting was called to order by Chairman Vondra at 7:37 P.M.

Commissioners in attendance: E. Chaplin, T. Feltes (by Teleconference), R. Ferraro, L. Hartwig, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga, and M. Vondra

Commissioners Absent: R. Benson

Also in attendance: R. Martin, R. M. Richter, M. Crowley, C. Johnson, E. Kazmierczak, F. Frelka, T. McGhee, J. Schori, and K. Godden

PUBLIC COMMENTS

None

APPROVAL OF MINUTES

After noting that the word "assessor" on page 6 should be changed to the word "collector," Commissioner Mathews moved to approve the Minutes of the January 12, 2006 Regular Meeting of the DuPage Water Commission as revised. Seconded by Commissioner Hartwig and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Chaplin moved to approve the Minutes of the January 12, 2006 Executive Session of the DuPage Water Commission. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

TREASURER'S REPORT

In Treasurer R. Thorn's absence, Financial Administrator Richter presented the Treasurer's Report for the month of January 2006 which showed receipts of \$6,426,367.00, disbursements of \$3,556,512.00, and a cash and investment balance of \$154,411,594.00.

Commissioner Chaplin moved to accept the January 2006 Treasurer's Report. Seconded by Commissioner Ferraro and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

COMMITTEE REPORTS

Special Subcommittee Meeting

No quorum

Special Meeting

No report

Administration Committee

No meeting scheduled

Engineering Committee

No meeting scheduled

Finance Committee

No meeting scheduled

CHAIRMAN'S REPORT

Due to conflicting schedules with at least 5 of the Commissioners, Chairman Vondra noted he would be suggesting rescheduling the March 2006 meeting but was deferring that discussion until after the proposed DuPage County Subsequent Customer Agreement had been discussed.

With respect to the appropriate memorial for former General Manager Holzwart, Commissioners Murphy and Chaplin volunteered to poll the Commissioners as to their preference between re-naming the DuPage Pumping Station and installing a memorial plaque in the entrance foyer with the goal of achieving unanimity.

MAJORITY OMNIBUS VOTE AGENDA

Commissioner Murphy moved to adopt the items listed on the Majority Omnibus Vote Agenda in a single group pursuant to the Omnibus Vote Procedures. Seconded by Commissioner Wilcox and unanimously approved by a Roll Call Vote:

Majority Omnibus Vote

Ayes: E. Chaplin, T. Feltes, R. Ferraro, L. Hartwig, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga, and M. Vondra

Nays: None

Absent: R. Benson

Minutes of the 2/9/06 Meeting

- Item 1: Ordinance No. O-1-06: An Ordinance of the DuPage Water Commission, Counties of DuPage, Cook and Will, Illinois, Abating the 2005 Tax Levy for the \$93,970,000 General Obligation Water Refunding Bonds, Series 2001, of the Commission—"Majority Omnibus Vote"
- Item 2: Ordinance No. O-2-06: An Ordinance Transferring Appropriations Within Certain Funds for the Fiscal Year Commencing May 1, 2005 and Ending April 30, 2006—"Majority Omnibus Vote"
- Item 3: Resolution No. R-6-06: A Resolution Approving and Authorizing the Execution of A New Pricing Schedule to the Master Electricity Supply Agreement with Constellation NewEnergy, Inc.—"Majority Omnibus Vote"
- Items 4: Resolution No. R-7-06: A Resolution Retaining Nugent Consulting Group for Insurance and Risk Management Consulting Services—"Majority Omnibus Vote"

SUPER/SPECIAL MAJORITY OMNIBUS VOTE AGENDA

None

OLD BUSINESS

Commissioner Wilcox moved to authorize the General Manager to retain the services of a financial advisor, if needed and at a cost not-to-exceed \$10,000, in connection with the potential defeasance of the Commission's general obligation bonds. Seconded by Commissioner Ferraro and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, T. Feltes, R. Ferraro, L. Hartwig, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga, and M. Vondra

Nays: None

Absent: R. Benson

Commissioner Ferraro moved to call a meeting of the Charter Customers for the purposes of making the list of three independent consulting engineering firms or individuals, three independent financial consulting firms or individuals, and three competent attorneys or legal firms pursuant to, and in accordance with and as required by, Section 12(c) of the Charter Customer Contract; the date, time, and place of such meeting shall be determined by the General Manager. Seconded by Commissioner Wilcox and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, T. Feltes, R. Ferraro, L. Hartwig, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga, and M. Vondra

Nays: None

Minutes of the 2/9/06 Meeting

Absent: R. Benson

Chairman Vondra suggested staff develop a scope of review for the independent engineering, financial, and legal consultants in order to expedite the Section 12(c) review process. Commissioner Murphy expressed his preference for amending the Charter Customer Contract to require less than unanimous consent of the Charter Customers to waive the Section 12(c) process, noting that 22 of the 23 Charter Customers formally voted to approve the Section 12(c) waiver and that the contract amendment process would be more timely and less expensive than the Section 12(c) process.

Commissioner Murphy moved to request that the Charter Customer Contract be amended to add the ability to waive compliance with the requirements of Section 12(c) upon the consent of the Commission and less than unanimous consent of the Charter Customers and to call a joint meeting of representatives of the governing bodies of the Charter Customers for the purposes of considering the requested changes; the date, time, and place of such meeting shall be determined by the General Manager. Seconded by Commissioner Ferraro.

Commissioner Mathews commented that he disagrees with amending a contract to take away the rights of one party believing it sets a bad precedent for future customers. Commissioner Mueller did not think the Commission should be initiating the Charter Customer Contract amendment but, rather, simply acting upon the Village of Carol Stream's request to amend the contract.

After Commissioner Murphy as the movant, and Commissioner Ferraro, as the seconder, agreed to withdraw the pending motion (and second), Commissioner Murphy moved to call a joint meeting of representatives of the governing bodies of the Charter Customers for the purposes of considering the changes to the Charter Customer Contract requested by the Village of Carol Stream; the date, time, and place of such meeting shall be determined by the General Manager. Seconded by Commissioner Ferraro and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

NEW BUSINESS

Chairman Vondra addressed the request received from the Brookfield-North Riverside Water Commission for a supplemental supply of water from the Commission. Chairman Vondra noted there would be no benefit to the Commission, other than monetary, should the Commission consider Brookfield-North Riverside's request.

Commissioner Murphy referred everyone to an article that was recently distributed in the Items of Interest titled "Lake Michigan water extraction nearing capacity" which warns that development and population growth are outpacing the supply of all water sources. In keeping with those warnings, Commissioner Murphy questioned why the

Minutes of the 2/9/06 Meeting

Commission should give away capacity that is meant for Commission customers in DuPage County.

Commissioner Murphy moved to direct staff to communicate to the Brookfield-North Riverside Water Commission that the Board considered Brookfield-North Riverside's request for supplemental service and determined it not to be in the Commission's best interests to engage in discussions at this time. Seconded by Commissioner Zeilenga and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

ACCOUNTS PAYABLE

Commissioner Ferraro moved to approve the Accounts Payable in the amount of \$30,826.03 subject to submission of all contractually required documentation. Seconded by Commissioner Hartwig and unanimously approved by a Roll Call Vote:

Ayes: E. Chaplin, T. Feltes, R. Ferraro, L. Hartwig, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga, and M. Vondra

Nays: None

Absent: R. Benson

PUBLIC COMMENTS

None

EXECUTIVE SESSION

After confirming there was no need for the Board to go into Executive Session, Chairman Vondra revisited the possibility of changing the date of the March meeting to take place after the pending Charter Customer meeting. It was the consensus of the Commissioners present that the March 2006 Commission Meeting be rescheduled to 1:00 P.M. on Monday, March 20, 2006.

Commissioner Ferraro moved to adjourn the meeting at 8:28 P.M. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Board/Minutes/Commission/Rcm0602.doc