



DuPage Water Commission

600 E. Butterfield Road, Elmhurst, IL 60126-4642

(630)834-0100 Fax: (630)834-0120

NOTICE IS HEREBY GIVEN THAT THE RESCHEDULED APRIL 2004 REGULAR MEETING OF THE DU PAGE WATER COMMISSION WILL BE HELD AT 7:30 P.M. ON WEDNESDAY, APRIL 7, 2004, AT ITS OFFICES LISTED BELOW. THE AGENDA FOR THE RESCHEDULED APRIL 2004 REGULAR MEETING IS AS FOLLOWS:

AGENDA

**DU PAGE WATER COMMISSION
WEDNESDAY, APRIL 7, 2004
7:30 P.M.**

**600 EAST BUTTERFIELD ROAD
ELMHURST, IL 60126**

- I. Roll Call
(Majority of the Commissioners then in office—minimum 7)
- II. Hearing Regarding Management Budget Ordinance for the Fiscal Year Commencing May 1, 2004 and Ending April 30, 2005
(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)
- III. Public Comments
- IV. Approval of Minutes
 - A. Regular Meeting of March 11, 2004
(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)
 - B. Special Meeting of March 11, 2004
(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)
 - C. Special Meeting of March 25, 2004
(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)
 - D. Special Executive Session Meeting of March 11, 2004
(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)
 - E. First Regular Executive Session Meeting of March 11, 2004
(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

All visitors must present a valid drivers license or other government-issued photo identification, sign in at the reception area and wear a visitor badge while at the DuPage Pumping Station.

F. Second Regular Executive Session Meeting of March 11, 2004

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

G. Special Executive Session Meeting of March 25, 2004

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

V. Treasurer's Report – March 2004

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

VI. Committee Reports

A. Administration Committee

1. Report of 4/7/04 Meeting

2. Actions on Items Listed on 4/7/04 Administration Committee Agenda

B. Engineering & Construction Committee

1. Report of 4/7/04 Meeting

2. Actions on Items Listed on 4/7/04 Engineering & Construction Committee Agenda

C. Finance Committee

1. Report of 4/7/04 Meeting

2. Actions on Items Listed on 4/7/04 Finance Committee Agenda

VII. Chairman's Report

VIII. Omnibus Vote Requiring Majority Vote

A. Ordinance O-7-04: Transfer of Appropriations Ordinance for the Fiscal Year Commencing May 1, 2003 and Ending April 30, 2004

(Concurrence of a Majority of the Appointed Commissioners—7)

B. Ordinance O-8-04: An Ordinance Approving and Adopting an Annual Management Budget for the Fiscal Year Commencing May 1, 2004 and Ending April 30, 2005

(Concurrence of a Majority of the Appointed Commissioners—7)

C. Resolution R-13-04: A Resolution Directing the Transfer of Certain Excess Account Balances to the General Account of the Water Fund

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

- D. Resolution R-14-04: A Resolution Establishing the Policy of the DuPage Water Commission with Respect to Fund Balances and Construction and Rate Stabilization Reserves for the Fiscal Year Ending April 30, 2004

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

- E. Resolution R-16-04: A Resolution Authorizing the Execution of an Intergovernmental Agreement between the DuPage Water Commission and the Village of Villa Park Concerning Watermain Replacement Work in the Village of Villa Park

(Concurrence of a Majority of the Appointed Commissioners—7)

- F. Resolution R-18-04: A Resolution Amending Resolution No. R-16-03, being “A Resolution Implementing Certain Employee Benefit Changes”

(Concurrence of a Majority of the Appointed Commissioners—7)

IX. Omnibus Vote Requiring Super-Majority or Special Majority Vote

- A. Ordinance O-9-04: An Ordinance Establishing a Rate for Operation and Maintenance Costs for the Fiscal Year Commencing May 1, 2004 and Ending April 30, 2005

(Affirmative Majority of the Appointed Commissioners, containing the votes of at least 1/3 of the County Appointed Commissioners and 40% of the Municipal Appointed Commissioners—3 County + 3 Muni+1=7)

- B. Ordinance O-10-04: An Ordinance Establishing Fixed Costs to be Payable by Each Contract Customer for the Fiscal Year Commencing May 1, 2004 and Ending April 30, 2005

(Affirmative Majority of the Appointed Commissioners, containing the votes of at least 1/3 of the County Appointed Commissioners and 40% of the Municipal Appointed Commissioners—3 County + 3 Muni+1=7)

- C. Resolution R-15-04: A Resolution Approving and Ratifying Certain Work Authorization Order(s) Under Quick Response Contract QR-6/02 at the April 7, 2004 DuPage Water Commission Meeting

(Affirmative Majority of the Appointed Commissioners, containing the votes of at least 1/3 of the County Appointed Commissioners and 40% of the Municipal Appointed Commissioners—3 County + 3 Muni+1=7)

- D. Resolution R-17-04: A Resolution Approving and Authorizing the Execution of a Consulting Agreement with McBeath & Fates PC

(Affirmative Majority of the Appointed Commissioners, containing the votes of at least 1/3 of the County Appointed Commissioners and 40% of the Municipal Appointed Commissioners—3 County + 3 Muni+1=7)

- E. Resolution R-19-04: A Resolution Approving Certain Contract Change Orders at the April 7, 2004 DuPage Water Commission Meeting

(Affirmative Majority of the Appointed Commissioners, containing the votes of at least 1/3 of the County Appointed Commissioners and 40% of the Municipal Appointed Commissioners—3 County + 3 Muni+1=7)

X. Old Business

- Summary of Action Taken Since Previous Meeting

XI. New Business

A. Purchase Order No. 8027

(TO APPROVE: Concurrence of a Majority of the Appointed Commissioners—7)

(TO SUSPEND PURCHASING PROCEDURES: (2/3 a Majority of those Commissioners Present, provided there is a quorum—minimum 5)

B. Committee, Task Force, and Officer Appointments

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

C. Report by Commissioners Poole and Wilcox Regarding Capacity Study and Interfund Borrowing

D. Ordinance O-11-04: An Ordinance Amending the By-Laws of the DuPage Water Commission (Amending Article XI) Concerning Ethics Regulations and Ethics Officer (First Reading)

XII. Accounts Payable

(Concurrence of a Majority of the Appointed Commissioners—7)

XIII. Public Comments

XIV. Executive Session

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

XV. Appointment of General Manager

(Affirmative Majority of the Appointed Commissioners, containing the votes of at least 1/3 of the County Appointed Commissioners and 40% of the Municipal Appointed Commissioners—3 County + 3 Muni+1=7)

XVI. Adjournment

(Concurrence of a Majority of those Commissioners Present, provided there is a quorum—minimum 4)

**MINUTES OF A MEETING OF THE
DU PAGE WATER COMMISSION
HELD ON THURSDAY, MARCH 11, 2004
600 E. BUTTERFIELD ROAD
ELMHURST, ILLINOIS**

The meeting was called to order by Chairman Vondra at 7:35 P.M.

Commissioners in attendance: R. Benson, E. Chaplin, R. Ferraro, T. Feltes, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga and M. Vondra

Commissioners absent: L. Hartwig

Also in attendance: Treasurer R. Thorn, M. Crowley, R. Martin, E. Kazmierczak, R. Skiba, B. Slowinski, W. Green (Alvord Burdick & Howson) and B. Mui (Alvord, Burdick & Howson)

Commissioners Ferraro, Mathews and Vrdolyak took their Oath of Office.

PUBLIC COMMENTS

Commissioner Chaplin noted that her resignation as Treasurer was missing from the February 12, 2004 minutes.

Commissioner Mueller moved to approve the Minutes of the February 12, 2004 meeting of the DuPage Water Commission as revised to reflect Commissioner Chaplin's resignation as Treasurer effective as of March 1, 2004. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Chaplin moved to approve the Executive Session Minutes of the February 12, 2004 meeting of the DuPage Water Commission. Seconded by Commissioner Ferraro and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Treasurer Thorn presented the Treasurer's Report. The Treasurer's Report for the month of February 2004 showed receipts of \$7,137,031.46, disbursements of \$4,040,318.02 and a cash and investment balance of \$195,345,219.76.

Commissioner Benson moved to accept the February 2004 Treasurer's Report. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

COMMITTEE REPORTS

Administration Committee – No Committee Meeting was held

Commissioner Chaplin moved to go into Executive Session to discuss matters related to the appointment of legal counsel pursuant to 5 ILCS 120/2(c)(1). Seconded by Commissioner Feltes and approved by a Roll Call Vote:

Ayes: R. Benson, E. Chaplin, R. Ferraro, T. Feltes, G. Mathews, A. Poole, J. Vrdolyak, D. Zeilenga and M. Vondra

Nays: W. Mueller, W. Murphy and G. Wilcox

Absent: L. Hartwig

The Commission went into Executive Session at 7:39 P.M.

Commissioner Ferraro moved to come out of Executive Session at 7:52 P.M. Seconded by Commissioner Wilcox and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Zeilenga moved to appoint Holland & Knight as General Counsel and Moss and Bloomberg as Special Counsel, both for a term of one year, and to authorize the Acting General Manager to negotiate any retainer with those firms that is deemed advisable. Seconded by Commissioner Chaplin and approved by a Roll Call Vote:

Ayes: R. Benson, E. Chaplin, R. Ferraro, T. Feltes, G. Mathews, A. Poole, J. Vrdolyak, G. Wilcox, D. Zeilenga and M. Vondra

Nays: W. Mueller and W. Murphy

Absent: L. Hartwig

Commissioner Zeilenga noted the Administration Committee would defer consideration of the telephonic meeting participation policy until after the state legislature adjourned in the spring so that any legislative enactment in the area could be incorporated into the Committee's recommendations to the full Board.

Engineering Committee – Report by Commissioner Wilcox

The Engineering Committee reviewed the change orders in the amount \$35,605.10 and recommended approval of Resolution R-8-04 during the Omnibus Vote Agenda.

The Engineering Committee reviewed progress payments in the amount of \$240,697.69 and recommended approval as part of the Accounts Payable, subject to submission of contractually required documentation.

Minutes of the 3/11/04 Meeting

The Engineering Committee discussed the TW-3 project. Commissioner Wilcox moved to split the TW-3 project into multiple contracts if needed to allow the installation of portions of the pipeline prior to certain scheduled roadway improvement projects (along Fair Oaks Road in Carol Stream and Wayne Township, and along Stearns Road in Bartlett). Seconded by Commissioner Benson and approved by a Roll Call Vote:

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

Nays: W. Murphy

Absent: L. Hartwig

Chairman Vondra appointed Commissioners Poole and Wilcox to investigate measures to eliminate the need for inter-fund borrowing from the Rate Stabilization Reserve in order to construct the TW-3 project on its current schedule.

Commissioner Wilcox moved to approve Task Order No. 18 from draft Resolution No. R-6-04 that was not approved at the February 12, 2004 Commission meeting. Seconded by Commissioner Mueller. Discussion ensued, following which Commissioners Wilcox and Mueller withdrew their motion and second, respectively, to allow for the preparation of a detailed itemization of the proposed cost as requested by Commissioner Poole and the preparation of responses to Commissioner Murphy's request for additional information on the proposed capacity study.

Finance Committee – Report by Commissioner Poole

The Finance Committee reviewed the February financial statements and requested that the narrative portion of the report be prepared in bullet point format. The accounts payable was not revised and is recommendation for approval by the Commission. The Committee accepted the cash and investment review.

Chairman's Report

Chairman Vondra suggested that a dinner or lunch for the retired General Manager, Jim Holzward, be arranged. Staff Attorney, Maureen Crowley, will make the necessary arrangements.

Chairman Vondra noted that he would make his committee assignments for approval at the next meeting.

Chairman Vondra also noted that the Acting General Manager and Alvord, Burdick, & Howson L.L.C. will prepare a response to Commissioner Murphy's questions concerning the TW-3 project.

OMNIBUS VOTE AGENDA

Commissioner Benson 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 Chaplin and unanimously approved by a Roll Call Vote:

Majority Omnibus Vote

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

Nays: None

Absent: L. Hartwig

Item 1. Resolution R-8-04: A Resolution Approving Certain Contract Change Orders at the March 11, 2004 DuPage Water Commission Meeting – “Majority Omnibus Vote”

Item 2. Resolution R-9-04: A Resolution Authorizing the Disposal of Certain Personal Property Owned by the DuPage Water Commission – “Majority Omnibus Vote”

Item 3. Resolution R-10-04: A Resolution Awarding the Landscape Maintenance Services Contract – “Majority Omnibus Vote”

Item 4. Resolution R-11-04: A Resolution Approving and Authorizing the Execution of an Interim Agreement with BP Pipelines (North America) Inc. – “Majority Omnibus Vote”

Item 5. Resolution R-12-04: A Resolution Authorizing the Execution of an Intergovernmental Agreement between the DuPage Water Commission and the City of Elmhurst Regarding Electrical Work – “Majority Omnibus Vote”

Commissioner Wilcox requested that Ordinance No. O-10-03 be removed from the Super/Special Majority Omnibus Vote Agenda for separate consideration.

Commissioner Feltes moved to adopt the items listed on the revised Super/Special Majority Omnibus Vote Agenda in a single group pursuant to the Omnibus Vote Procedures. Seconded by Commissioner Chaplin and unanimously approved by a Roll Call Vote:

Super/Special Majority Omnibus Vote

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

Nays: None

Minutes of the 3/11/04 Meeting

Absent: L. Hartwig

Item 1. Resolution R-7-04: A Resolution Approving and Ratifying Certain Work Authorization Order(s) Under Quick Response Contract QR-6/02 at the March 11, 2004 DuPage Water Commission Meeting – “Super/Special Majority Omnibus Vote”

Item 2. Ordinance O-6-04: An Ordinance Approving and Authorizing the Execution of an Intergovernmental Agreement Concerning the Construction and Operation of a Joint Facility and Other Connection Facilities Between the DuPage Water Commission and the Village of Lombard – “Super/Special Majority Omnibus Vote”

Commissioner Benson moved to approve Ordinance No. O-10-03: An Ordinance Amending the By-Laws of the DuPage Water Commission (Amending Section 7 of Article II). Seconded by Commissioner Murphy.

Discussion ensued regarding Ordinance No. O-10-03. Commissioner Wilcox moved to table approval of Ordinance No. O-10-03. Seconded by Commissioner Ferraro and approved by a Voice Vote.

Commissioner Benson voted nay, with all other Commissioners present voting aye. Motion carried.

NEW BUSINESS

Commissioner Wilcox moved to approve Purchase Order No. 7965 in the amount of \$12,756.00 to Microwave Data Systems, Inc. Seconded by Commissioner Mathews and unanimously approved by a Roll Call Vote:

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

Nays: None

Absent: L. Hartwig

Commissioner Mueller moved to approve Purchase Order No. 7976 in the amount of \$22,046.00 to Flowserve. Seconded by Commissioner Chaplin and unanimously approved by a Roll Call Vote:

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

Nays: None

Absent: L. Hartwig

ACCOUNTS PAYABLE

Commissioner Wilcox moved to approve the Accounts Payable in the amount of \$3,563,388.50 subject to submission of all contractually required documentation. Seconded by Commissioner Ferraro and approved by a Roll Call Vote:

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

Nays: W. Murphy

Absent: L. Hartwig

Chairman Vondra requested, because the regularly scheduled Commission meeting is on Holy Thursday, that the meeting be rescheduled. It was the consensus of the Commissioners that the meeting be rescheduled to Wednesday April 7, 2004.

After a motion for the issuance of monthly press releases and second were made and withdrawn, Chairman Vondra noted that Commissioner Chaplin and Treasurer Thorn would prepare a "sample" press release on the Board's activities for consideration by the Board at its April meeting.

PUBLIC COMMENTS – No comments

Commissioner Wilcox moved to go into Executive Session to discuss matters related to pending, probable or imminent litigation pursuant to 5 ILCS 120/2(c)(11). Seconded by Commissioner Ferraro and unanimously approved by a Roll Call Vote:

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

Nays: None

Absent: L. Hartwig

The Commission went into Executive Session at 8:40 P.M.

Commissioner Mueller moved to come out of Executive Session at 8:50 P.M. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Mathews moved to settle the Advance Mechanical litigation and waive legal fee reimbursement as discussed in Executive Session. Seconded by Commissioner Ferraro and unanimously approved by a Roll Call Vote:

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

Minutes of the 3/11/04 Meeting

Nays: None

Absent: L. Hartwig

Commissioner Mueller moved to adjourn the meeting at 8:51 P.M. Seconded by
Commissioner Ferraro and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

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**MINUTES OF A SPECIAL MEETING OF THE
DU PAGE WATER COMMISSION
HELD ON THURSDAY, MARCH 11, 2004
600 E. BUTTERFIELD ROAD
ELMHURST, ILLINOIS**

The meeting was called to order by Chairman Vondra at 2:00 P.M.

Commissioners in attendance: E. Chaplin, R. Ferraro, T. Feltes, G. Mathews, W. Mueller, W. Murphy, A. Poole, J. Vrdolyak, G. Wilcox and M. Vondra

Commissioners absent: R. Benson, L. Hartwig and D. Zeilenga

Also in attendance: Treasurer R. Thorn, M. Crowley, R. Martin, E. Kazmierczak, R. Skiba, W. Green (Alvord Burdick & Howson), B. Mui (Alvord, Burdick & Howson), D. Bonoma (Greenberg Traurig), G. Meeder (Holland & Knight), J. Chivilo (Holland & Knight) and K. Godden

Commissioner Mueller moved to go into Executive Session to discuss matters related to pending, probable or imminent litigation pursuant to 5 ILCS 120/2(c)(11). Seconded by Commissioner Poole and unanimously approved by a Roll Call Vote:

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

Nays: None

Absent: R. Benson, L. Hartwig and D. Zeilenga

The Commission went into Executive Session at 2:03 P.M.

Commissioner Mueller moved to come out of Executive Session at 5:00 P.M. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

After a five-minute recess, Warren Green of Alvord, Burdick & Howson presented a historical perspective on the design of the Commission distribution system and the genesis of the distribution system five year capital improvement plan projects to date.

In response to a question raised by Commissioner Poole, the Acting General Manager provided additional background on the Schaumburg Emergency Interconnection project.

Commissioner Murphy then requested a response to the questions raised in his letter to Chairman Vondra dated March 10, 2004, regarding the TW-3 project. Chairman Vondra reiterated the redundancy aspects highlighted during Mr. Green's presentation and noted that other redundancy projects previously constructed by the Commission might

not have been justified on the strict cost-benefit analysis Commissioner Murphy was using to evaluate the TW-3 project.

Discussion then ensued on the redundancy aspects of various projects and their respective cost/benefit. Commissioner Poole noted the real question facing the Commission is not the redundancy aspects of the TW-3 project but, rather, the timing of its construction. Many Commissioners inquired whether the communities benefited by the TW-3 project desired to see the project built. Commissioner Wilcox indicated for his district the project was desired and Commissioner Ferraro indicated a firm answer, one way or another, was desired by his district.

Chairman Vondra noted that, at a minimum, the portions of the TW-3 project that are located within proposed roadway improvement projects of other agencies (along Fair Oaks Road in Carol Stream and Wayne Township, and along Stearns Road in Bartlett) should be constructed to assure public inconvenience is minimized.

Commissioner Zeilenga arrived at 6:05 P.M.

Commissioner Murphy indicated his conceptual agreement with project TW-3 but noted his concern that inter-fund borrowing (from the Rate Stabilization Reserve) was required to construct the project on its current schedule. On the other hand, Commissioner Murphy agreed that those portions of the TW-3 project located within the proposed roadway improvement project areas should be constructed in advance of, or in coordination with, those projects.

Whereupon, other Commissioners, including Commissioner Feltes, expressed similar concerns with the inter-fund borrowing. Commissioner Wilcox noted, however, that the Commission rarely expended its full construction budget in any given year and that he would rather construct the entire TW-3 project now and defer the Tank Site improvement projects as necessary to avoid the need for inter-fund borrowing to accomplish the TW-3 project.

The Acting General Manager noted that a decision on the timing of the construction of the TW-3 project needed to be made because several intergovernmental agreements with various affected agencies needed to be negotiated, including Bartlett which coincidentally had just requested that a tee for a potential connection be included in the TW-3 project and that the Commission consider paying Bartlett for certain roadway restoration work.

Commissioner Wilcox moved to remove from the table Commissioner's Chaplin's motion to approve the Five Year Capital Plan as amended by Commissioner Murphy's motion. Seconded by Commissioner Chaplin. After further discussion, Commissioners Wilcox and Chaplin withdrew their motion and second, respectively.

Commissioner Wilcox moved to adjourn the meeting at 6:30 P.M. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

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**MINUTES OF A SPECIAL MEETING OF THE
DU PAGE WATER COMMISSION
HELD ON THURSDAY, MARCH 25, 2004
600 E. BUTTERFIELD ROAD
ELMHURST, ILLINOIS**

The meeting was called to order by Chairman Vondra at 2:00 P.M.

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

Commissioners absent: R. Benson and J. Vrdolyak

Also in attendance: K. Godden and R. Beezat (PAR Group – Paul Reaume, Ltd)

Commissioner Wilcox moved to go into Executive Session to discuss matters related to personnel pursuant to 5 ILCS 120/2(c)(1). Seconded by Commissioner Ferraro and unanimously approved by a Roll Call Vote:

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

Nays: None

Absent: R. Benson and J. Vrdolyak

The Commission went into Executive Session at 2:03 P.M.

Commissioner Zeilenga moved to come out of Executive Session at 6:34 P.M. Seconded by Commissioner Chaplin and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

Commissioner Wilcox moved to adjourn the meeting at 6:35 P.M. Seconded by Commissioner Feltes and unanimously approved by a Voice Vote.

All voted aye. Motion carried.

DU PAGE WATER COMMISSION
WATER FUND
CASH BASIS GENERAL LEDGER
STATEMENT OF REVENUES & EXPENDITURES
March 31, 2004

REVENUE	CURRENT MONTH			YEAR-TO-DATE		
	ACTUAL FY 2004	ACTUAL FY 2003	INCR. - (DECR.)	ACTUAL FY 2004	ACTUAL FY 2003	INCR. - (DECR.)
BOND ISSUE PROCEEDS	0.00	0.00	0.00	145,211,098.56	0.00	145,211,098.56
WATER SALES	3,143,883.07	3,794,528.84	(650,645.77)	48,599,775.37	49,841,475.18	(1,241,699.81)
SALES TAXES	3,263,292.00	3,166,409.39	96,882.61	29,352,874.35	29,348,335.88	4,538.47
INVESTMENT INCOME	17,847.34	1,546.17	16,301.17	3,463,726.41	4,983,984.71	(1,520,258.30)
OTHER INCOME	1,500.00	1,970.00	(470.00)	190,401.49	1,013,428.77	(823,027.28)
TOTAL REVENUE	6,426,522.41	6,964,454.40	(537,931.99)	226,817,876.18	85,187,224.54	141,630,651.64
EXPENSES						
PERSONAL SERVICES	252,240.85	175,300.92	76,939.93	4,195,240.91	2,172,413.85	2,022,827.06
PROFESSIONAL SERVICES	17,408.02	16,370.59	1,037.43	451,874.12	379,438.11	72,436.01
CONTRACTUAL SERVICES	27,531.11	3,280.40	24,250.71	568,779.16	193,260.11	375,519.05
INSURANCE	85,516.00	90,892.00	(5,376.00)	1,045,973.54	750,192.59	295,780.95
ADMINISTRATIVE COSTS	8,759.93	8,161.17	598.76	97,946.32	94,433.91	3,512.41
WATER SUPPLY COSTS	2,698,832.78	2,634,596.62	64,236.16	36,012,469.86	35,036,659.32	975,810.54
BOND PRINCIPAL & INTEREST	10,961,325.00	10,761,325.00	200,000.00	179,099,036.97	30,729,307.50	148,369,729.47
LAND AND RIGHT OF WAY	0.00	0.00	0.00	2,995.00	3,495.00	(500.00)
CAPITAL OUTLAY	19,566.00	(89.08)	19,655.08	70,143.27	108,495.26	(38,351.99)
TOTAL OPERATING EXPENSES	14,071,179.69	13,689,837.62	381,342.07	221,544,459.15	69,467,695.65	152,076,763.50
CONSTRUCTION EXPENDITURES	267,831.13	435,714.48	(167,883.35)	3,325,739.92	8,056,591.77	(4,730,851.85)
TRANSFERS TO OTHER GOVERNMENTS	500,000.00	0.00	500,000.00	18,371,700.00	0.00	18,371,700.00
TOTAL EXPENSES	14,839,010.82	14,125,552.10	713,458.72	243,241,899.07	77,524,287.42	165,717,611.65
NET FUND TRANSACTIONS	(8,412,488.41)	(7,161,097.70)	(1,251,390.71)	(16,424,022.89)	7,662,937.12	(24,086,960.01)
BEGINNING BALANCE						
				203,356,754.24	191,401,325.62	11,955,428.62
ENDING BALANCE						
				186,932,731.35	199,064,262.74	(12,131,531.39)
FUNDS CONSIST OF:						
PETTY CASH				500.00	500.00	0.00
CASH AT BANK ONE				8,658.66	3,715.81	4,942.85
CASH AT OAK BROOK BANK LOCK BOX				30,997.31	142,097.49	(111,100.18)
CASH AT VILLA PARK TRUST & SAVINGS				1,889.97	1,109.80	780.17
TOTAL CASH	March 31, 2004	March 31, 2003	% CHANGE	42,045.94	147,423.10	(105,377.16)
ILLINOIS FUNDS MONEY MARKET	15.7%	5.7%	118.1%	29,442,439.31	13,502,555.71	15,939,883.60
ILLINOIS FUNDS PRIME FUND	25.1%	8.0%	182.2%	46,826,718.50	16,592,716.73	30,234,001.77
GOVERNMENT MONEY MARKET FUNDS	0.0%	5.4%	863.2%	23,651.81	2,455.49	21,196.32
U. S. TREASURY INVESTMENTS	24.0%	38.9%	-45.4%	44,889,169.54	82,191,401.58	(37,302,232.04)
U. S. AGENCY INVESTMENTS	21.8%	29.9%	-33.9%	40,708,706.25	61,627,710.13	(20,919,003.88)
CERTIFICATES OF DEPOSIT	13.4%	12.1%	0.0%	25,000,000.00	25,000,000.00	0.00
TOTAL INVESTMENTS	100.0%	100.0%	-6.0%	186,890,685.41	198,916,839.64	(12,026,154.23)
TOTAL FUNDS				186,932,731.35	199,064,262.74	(12,131,531.39)

DU PAGE WATER COMMISSION

ORDINANCE NO. O-7-04

TRANSFER OF APPROPRIATIONS ORDINANCE
FOR THE FISCAL YEAR COMMENCING
MAY 1, 2003 AND ENDING APRIL 30, 2004

WHEREAS, on the 12th day of June, 2003, the Board of Commissioners of the DuPage Water Commission, Counties of DuPage, Cook and Will, Illinois adopted Ordinance No. O-7-03 being an Annual Budget and Appropriation Ordinance for the Fiscal Year Commencing May 1, 2003 and Ending April 30, 2004; and

WHEREAS, on the 11th day of December, 2003, the Board of Commissioners of the DuPage Water Commission, Counties of DuPage, Cook and Will, Illinois adopted Ordinance No. O-11-03 transferring appropriations between line items within the various funds in said Annual Budget and Appropriation Ordinance; and

WHEREAS, it now appears that additional adjustments between appropriated line items within the various funds in said Ordinance are desirable and necessary; and

WHEREAS, Section 3 of the Illinois Municipal Budget Law, 50 ILCS 330/3, as amended, authorizes transfers between the various line items within any fund in such Ordinance; and

WHEREAS, such transfers do not exceed in the aggregate 10% of the total amount appropriated in the fund within which they are made;

NOW, THEREFORE, BE IT ORDAINED by the Board of Commissioners of the DuPage Water Commission, Counties of DuPage, Cook and Will, Illinois, as follows:

SECTION ONE: The sums of money hereinafter set forth are hereby transferred from the unexpended balance of the specified line items within the various funds in said Ordinance and are hereby added to the specified line items in the same fund all as set forth as follows:

DU PAGE WATER COMMISSION
APPROPRIATION TRANSFER ORDINANCE
MAY 1, 2003 TO APRIL 30, 2004

ACCT #	ACCOUNT TITLE	1ST AMENDED BUDGET/ APPROPRIATION AMOUNT	TRANSFER INCREASE (DECREASE)	2ND AMENDED BUDGET/ APPROPRIATION AMOUNT
	WATER FUND EXPENDITURES			
WF-1700	COST OF FIXED ASSETS ACQUIRED	27,726,000		27,726,000
WF-3330	GENERAL OBLIGATION BOND PRINCIPAL PAYMENTS	8,810,000		8,810,000
WF-3340	REVENUE BOND PRINCIPAL PAYMENTS	10,355,000		10,355,000
WF-4300	CUSTOMER REBATES	62,332,489		62,332,489
WF-6110	SALARIES OF COMMISSION PERSONNEL	4,208,141		4,208,141
WF-6121	COST OF PENSION PROGRAM	2,805,425		2,805,425
WF-6122	COST OF MEDICAL/LIFE INSURANCE BENEFITS	321,300		321,300
WF-6123	COST OF FEDERAL PAYROLL TAXES	321,923		321,923
WF-6128	STATE UNEMPLOYMENT TAX EXPENSE	1,701	1,000	2,701
WF-6131	COST OF TRAVEL FOR MEETINGS & INSPECTIONS	16,223		16,223
WF-6132	COST OF PERSONNEL TECHNICAL TRAINING	15,278		15,278
WF-6133	STAFF PROFESSIONAL DEVELOPMENT EXPENSES	12,705		12,705
WF-6191	PERSONNEL RECRUITING EXPENSES	10,395		10,395
WF-6231	COST OF BOND ISSUE ADVISORY SERVICES	1,250		1,250
WF-6232	INVESTMENT CONSULTING EXPENSES	75,938		75,938
WF-6233	COST OF TRUST SERVICES	42,763		42,763
WF-6239	ARBITRAGE REBATE CALCULATION SERVICES EXPENSES	2,188		2,188
WF-6251	COST OF GENERAL COUNSEL SERVICES	312,500		312,500
WF-6252	COST OF BOND COUNSEL SERVICES	2,000		2,000
WF-6253	COST OF SPECIAL COUNSEL FOR LAND ACQUISITION	18,750	150,000	168,750
WF-6258	LEGAL NOTICE PUBLICATION EXPENSES	3,750		3,750
WF-6259	COST OF CIVIL LITIGATION DEFENSE	31,250		31,250
WF-6310	COST OF AUDIT SERVICES	54,375		54,375
WF-6320	COST OF OUTSIDE ACCOUNTING SERVICES	0		0
WF-6350	COST OF INSURANCE CONSULTING SERVICES	0		0
WF-6381	COST OF UTILITY MAPPING SYSTEM DESIGN	0		0
WF-6385	COST OF WATER TASTE & ODOR COMPLAINT STUDY	0		0
WF-6389	COST OF ENGINEERING FOR MAJOR FACILITIES REPAIRS	887,500		887,500
WF-6391	SOIL TESTING SERVICES COSTS	62,500		62,500
WF-6392	COST OF STORAGE TANK INSPECTION SERVICES	0		0
WF-6393	COST OF UTILITY MAP SCANNING SERVICES	0		0
WF-6394	NEWSLETTER PUBLICATION COSTS	4,375		4,375
WF-6395	COST OF CONTRACTED FACILITIES MAINTENANCE LABOR	4,000		4,000
WF-6396	COST OF VIDEO TAPING SERVICES	0		0
WF-6399	COST OF RECORD MICROFILM STORAGE	50,938		50,938
WF-6411	COST OF GENERAL LIABILITY INSURANCE	188,571		188,571
WF-6412	COST OF PUBLIC OFFICIAL'S LIABILITY INSURANCE	100,000		100,000
WF-6413	COST OF TEMPORARY CONSTRUCTION BONDS	860		860
WF-6414	COST OF ENGINEER'S LIABILITY INSURANCE	0		0
WF-6415	COST OF WORKER'S COMPENSATION INSURANCE	74,509		74,509
WF-6416	COST OF UMBRELLA LIABILITY INSURANCE COVERAGE	70,000		70,000
WF-6417	COST OF ALL RISK-BUILDER'S INSURANCE	0		0
WF-6421	COST OF PROPERTY INSURANCE	568,139		568,139
WF-6422	COST OF AUTOMOBILE INSURANCE	0		0
WF-6491	COST OF SELF INSURED CLAIMS	1,281,250		1,281,250
WF-6512	BUILDING ELECTRIC COSTS	0		0
WF-6513	GAS UTILITY EXPENSES	40,625		40,625
WF-6514	TELEPHONE UTILITY EXPENSES	44,138		44,138
WF-6521	COST OF GENERAL OFFICE SUPPLIES PURCHASES	29,188		29,188
WF-6522	PURCHASE OF BOOKS & PUBLICATIONS	4,375		4,375
WF-6531	PRINTING EXPENSES	6,844		6,844
WF-6532	POSTAGE & DELIVERY COSTS	19,500	2,000	21,500
WF-6540	COST OF DUES AND SUBSCRIPTIONS	17,194		17,194
WF-6550	COST OF REPAIRS AND MAINT. OF OFFICE EQUIPMENT	28,750		28,750
WF-6590	ADMINISTRATIVE MEETING EXPENSES	3,288	6,000	9,288

DU PAGE WATER COMMISSION
APPROPRIATION TRANSFER ORDINANCE
MAY 1, 2003 TO APRIL 30, 2004

ACCT #	ACCOUNT TITLE	1ST AMENDED BUDGET/ APPROPRIATION AMOUNT	TRANSFER INCREASE (DECREASE)	2ND AMENDED BUDGET/ APPROPRIATION AMOUNT
WF-6611	COST OF WATER PURCHASES	54,247,384		54,247,384
WF-6612	ELECTRIC UTILITY EXPENSES	2,873,250		2,873,250
WF-6613	PURCHASE OF WATER CHEMICALS	56,250		56,250
WF-6614	COST OF WATER TESTING	12,500		12,500
WF-6620	COST OF REPAIRS AND MAINTENANCE OF BUILDINGS	1,420,019		1,420,019
WF-6630	COST OF REPAIRS AND MAINTENANCE OF PIPELINES	5,148,375	520,000	5,668,375
WF-6640	COST OF REPAIRS AND MAINT. OF VEHICLES & EQUIPMENT	84,939		84,939
WF-6721	GENERAL OBLIGATION BOND INTEREST PAYMENTS	4,511,651		4,511,651
WF-6722	REVENUE BOND INTEREST PAYMENTS	11,201,619		11,201,619
WF-6800	LAND AND RIGHT-OF-WAY ACQUISITION COSTS	7,494		7,494
WF-6920	COST OF WATER MAIN DEPRECIATION	5,356,318		5,356,318
WF-6930	COST OF WATER BUILDING DEPRECIATION	2,562,475		2,562,475
WF-6940	COST OF PUMPING EQUIPMENT DEPRECIATION	291,025		291,025
WF-6950	COST OF FURNITURE & EQUIPMENT PURCHASES	178,504		178,504
WF-6960	COST OF MOTOR VEHICLES PURCHASES	87,053	40,000	127,053
WF-7100	CONSTRUCTION OF WATER METERING STATIONS	0		0
WF-7200	CONSTRUCTION OF CHICAGO PUMPING STATION	0		0
WF-7300	CONSTRUCTION OF DU PAGE PUMPING STATION	5,495,000		5,495,000
WF-7400	CONSTRUCTION OF WATER SYSTEM STORAGE	1,750,000		1,750,000
WF-7500	CONSTRUCTION OF WATER TRANSMISSION MAINS	28,987,500		28,987,500
WF-7600	CONSTRUCTION OF WATER FEEDER MAINS	0		0
WF-7700	CONSTRUCTION OF PRESSURE ADJUSTING STATIONS	0		0
WF-7800	SYSTEM DISINFECTION AND START UP EXPENSES	0		0
WF-7910	COST OF CONSTRUCTION ENGINEERING	8,130,000		8,130,000
WF-7950	COST OF CONSTRUCTION LEGAL SERVICES	170,000		170,000
WF-7960	COST OF CONSTRUCTION MATERIAL TESTING SERVICES	1,425,000		1,425,000
WF-7970	COST OF CONSTRUCTION RIGHTS-OF-WAY AND EASEMENTS	2,500		2,500
WF-7980	COST OF CAPITALIZED FIXED ASSETS	0		0
WF-7990	CONTINGENCY	12,025,000	(719,000)	11,306,000
WF-8001	LEGISLATIVE TRANSFER TO DU PAGE COUNTY	15,000,000	0	15,000,000
TOTAL WATER FUND EXPENDITURES		281,991,744	0	281,991,744
O-11-03			0.70%	
O-7-04			0.25%	
TOTAL %			0.95%	

SECTION TWO: These transfers shall be in full force and effect from and after adoption of this Ordinance.

SECTION THREE: This Ordinance shall be available for public inspection at the office of the DuPage Water Commission.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

DU PAGE WATER COMMISSION

ORDINANCE NO. O-8-04

AN ORDINANCE APPROVING AND ADOPTING
AN ANNUAL MANAGEMENT BUDGET
FOR THE FISCAL YEAR COMMENCING
MAY 1, 2004 AND ENDING APRIL 30, 2005

WHEREAS, the General Manager and Administrative Staff of the DuPage Water Commission (the "Commission") prepared and submitted a tentative annual Management Budget for the fiscal year commencing May 1, 2004 and ending April 30, 2005, in substantially the form attached hereto as Exhibit 1, as and when required by Article X, Section 2 of the Commission's By-Laws, as amended from time to time; and

WHEREAS, due notice having been given, a hearing was held on the tentative annual Management Budget prior to any final action being taken thereon, at which time the Charter Customers were heard; and

WHEREAS, after full review and consideration, the Commission has determined that it is reasonable, necessary and desirable for the Commission to approve and adopt the budget set forth in the attached Exhibit 1 as and for its Management Budget for the fiscal year commencing May 1, 2004 and ending April 30, 2005; and

WHEREAS, it appearing to the Commission that all things required for the approval and adoption of said Management Budget have been complied with;

NOW, THEREFORE, BE IT ORDAINED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: The Budget attached hereto as Exhibit 1 and by this reference incorporated herein and made a part hereof shall be and hereby is approved and adopted as and for the Management Budget of the DuPage Water Commission for the fiscal year commencing May 1, 2004 and ending April 30, 2005.

SECTION THREE: This Ordinance shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

Board/Ordinances/O-8-04.DOC

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
5000	REVENUES				
5110	O & M PAYMENTS	PAGE 3	42,809,836	45,479,533	47,065,418
5120	FIXED COST PAYMENTS	PAGE 3	8,916,328	8,916,329	7,143,969
5130	SUBSEQUENT CUSTOMER DIFFERENTIAL	PAGE 3	819,146	1,023,572	710,540
5140	EMERGENCY WATER SERVICE	PAGE 3	34,004	29,059	35,016
5300	SALES TAXES	PAGE 3	31,580,715	32,555,791	32,113,126
5810	INTEREST INCOME	PAGE 3	2,707,890	6,080,000	3,600,000
5900	OTHER INCOME	PAGE 3	63,689	56,300	6,300
	TOTAL REVENUE		86,931,608	94,140,584	90,674,369
6000	OPERATING EXPENDITURES				
6100	PERSONAL SERVICES	PAGE 5	4,502,520	2,597,416	5,604,604
6200	PROFESSIONAL SERVICES	PAGE 7	436,030	392,310	500,950
6300	PURCHASED SERVICES	PAGE 8	642,337	850,950	883,885
6400	INSURANCE	PAGE 9	994,432	1,746,663	2,095,778
6500	ADMINISTRATIVE COSTS	PAGE 10	111,082	147,120	172,491
6600	DIRECT WATER DISTRIBUTION COSTS	PAGE 11	48,413,758	50,510,173	49,479,642
6700	BOND INTEREST COSTS	PAGE 12	13,810,147	12,570,616	9,262,719
6800	LAND AND RIGHT-OF-WAY	PAGE 12	2,995	5,995	4,995
6900	CAPITAL EQUIPMENT/DEPRECIATION	PAGE 13	6,663,244	6,780,299	6,969,232
	TOTAL OPERATING EXPENDITURES		75,576,545	75,601,542	74,974,296
7000	CONSTRUCTION EXPENDITURES	PAGE 14	0	0	0
8000	GRANT TO DU PAGE COUNTY	PAGE 15	75,000,000	0	0
	TOTAL EXPENDITURES		150,576,545	75,601,542	74,974,296
	NET OPERATING ACCOUNTING TRANSACTIONS		(63,644,937)	18,539,042	15,700,073

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
	NET ASSETS BALANCE				
	NET CURRENT YEAR TRANSACTIONS	PAGE 1	(63,644,937)	18,539,042	15,700,073
	FIXED ASSET EQUITY TRANSFERS		0	0	0
	BEGINNING NET ASSET BALANCE		368,777,681	369,849,447	305,132,744
	ENDING NET ASSET BALANCE		305,132,744	388,388,489	320,832,817
	NET ASSETS BALANCE ANALYSIS				
4211	HELD FOR EMERGENCY REPAIRS		11,700,000	28,900,000	12,000,000
4212	RESERVED FOR WHOLESALE WATER RATE STABILIZATION		39,954,777	48,056,941	41,841,894
4213	RESERVED FOR THE ACQUISITION OF CAPITAL ASSETS		17,688,135	55,167,930	11,216,854
	NET UNRESTRICTED OPERATING ASSETS		69,342,912	132,124,871	65,058,748
4214	WATER QUALITY LOANS RESERVE		10,000,000	0	10,000,000
4215	IMRF PRIOR SERVICE PENSION COST RESERVE		2,605,192	0	0
4210	TOTAL UNRESTRICTED NET ASSETS		81,948,104	132,124,871	75,058,748
4220	RESTRICTED BY ORDINANCE/RESOLUTION		31,980,986	61,246,535	31,941,573
4230	INVESTED IN PROPERTY PLANT AND EQUIPMENT		191,203,654	195,017,083	213,832,496
	NET ASSETS BALANCE		305,132,744	388,388,489	320,832,817
	USE OF OPERATING INCOME				
	NET OPERATING ACCOUNTING TRANSACTIONS		(63,644,937)	18,539,042	15,700,073
	ITEMS NOT IN ACCOUNTING BUDGET				
	USED FOR G. O. BOND PRINCIPAL		(8,810,000)	(7,945,000)	(9,260,000)
	USED FOR REVENUE BOND PRINCIPAL		(10,355,000)	(9,150,000)	(7,880,000)
	CONSTRUCTION OUTLAYS		0	(9,242,000)	(19,355,000)
	NON-CASH ACCOUNTING EXPENSES				
	DEPRECIATION		6,663,244	6,780,299	6,969,232
	BALANCED BUDGET CALCULATION		(76,146,693)	(1,017,659)	(13,825,695)

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
5000	REVENUES				
5100	WATER REVENUES				
5110	O & M PAYMENTS		42,809,836	45,479,533	47,065,418
5120	FIXED COST PAYMENTS		8,916,328	8,916,329	7,143,969
5130	SUBSEQUENT CUSTOMER DIFFERENTIAL		819,146	1,023,572	710,540
5140	EMERGENCY WATER SERVICE		34,004	29,059	35,016
5300	SALES TAXES		31,580,715	32,555,791	32,113,126
5800	INVESTMENT EARNINGS				
5810	INTEREST INCOME		2,707,890	6,080,000	3,600,000
5900	OTHER INCOME		63,689	56,300	6,300
	TOTAL REVENUE		86,931,608	94,140,584	90,674,369

AS OF 01/14/04

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DU PAGE WATER COMMISSION
ESTIMATED CUSTOMER
FIXED COST PAYMENT SCHEDULE (WF-5120)
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

CUSTOMER	2002 & 2003 CALENDAR YEARS USE (1000 GAL)	2002 & 2003 CALENDAR YEARS % USAGE	REQUIRED FIXED COST PAYMENT \$14,287,938 50% SALES TAX FUNDED	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:	FOR:
			(\$7,143,969) AMOUNT TO BE RATE FUNDED \$7,143,969	05/31/04 DUE: 07/10/04	06/30/04 DUE: 08/10/04	07/31/04 DUE: 09/10/04	08/31/04 DUE: 10/10/04	09/30/04 DUE: 11/10/04	10/31/04 DUE: 12/10/04	11/30/04 DUE: 01/10/05	12/31/04 DUE: 02/10/05	01/31/05 DUE: 03/10/05	02/28/05 DUE: 04/10/05	03/31/05 DUE: 05/10/05	04/30/05 DUE: 06/10/05	
ADDISON	2,734,145	4.3674%	\$312,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000	\$26,000
BENSENVILLE	1,797,279	2.8709%	205,092	17,091	17,091	17,091	17,091	17,091	17,091	17,091	17,091	17,091	17,091	17,091	17,091	17,091
BLOOMINGDALE	1,856,013	2.9647%	211,800	17,650	17,650	17,650	17,650	17,650	17,650	17,650	17,650	17,650	17,650	17,650	17,650	17,650
CAROL STREAM	2,882,375	4.6042%	328,920	27,410	27,410	27,410	27,410	27,410	27,410	27,410	27,410	27,410	27,410	27,410	27,410	27,410
CLARENDON HILLS	558,753	0.8925%	63,756	5,313	5,313	5,313	5,313	5,313	5,313	5,313	5,313	5,313	5,313	5,313	5,313	5,313
DARIEN	1,518,711	2.4259%	173,304	14,442	14,442	14,442	14,442	14,442	14,442	14,442	14,442	14,442	14,442	14,442	14,442	14,442
DOWNERS GROVE	4,439,380	7.0912%	506,592	42,216	42,216	42,216	42,216	42,216	42,216	42,216	42,216	42,216	42,216	42,216	42,216	42,216
ELMHURST	3,282,382	5.2431%	374,568	31,214	31,214	31,214	31,214	31,214	31,214	31,214	31,214	31,214	31,214	31,214	31,214	31,214
GLEN ELLYN	2,044,122	3.2652%	233,268	19,439	19,439	19,439	19,439	19,439	19,439	19,439	19,439	19,439	19,439	19,439	19,439	19,439
GLENDALE HTS	1,970,945	3.1483%	224,916	18,743	18,743	18,743	18,743	18,743	18,743	18,743	18,743	18,743	18,743	18,743	18,743	18,743
HINSDALE	1,911,988	3.0541%	218,184	18,182	18,182	18,182	18,182	18,182	18,182	18,182	18,182	18,182	18,182	18,182	18,182	18,182
ITASCA	1,071,097	1.7109%	122,232	10,186	10,186	10,186	10,186	10,186	10,186	10,186	10,186	10,186	10,186	10,186	10,186	10,186
LISLE	2,007,834	3.2072%	229,128	19,094	19,094	19,094	19,094	19,094	19,094	19,094	19,094	19,094	19,094	19,094	19,094	19,094
LOMBARD	3,158,322	5.0449%	360,408	30,034	30,034	30,034	30,034	30,034	30,034	30,034	30,034	30,034	30,034	30,034	30,034	30,034
NAPERVILLE	12,401,096	19.8089%	1,415,136	117,928	117,928	117,928	117,928	117,928	117,928	117,928	117,928	117,928	117,928	117,928	117,928	117,928
OAK BROOK	3,146,248	5.0257%	359,028	29,919	29,919	29,919	29,919	29,919	29,919	29,919	29,919	29,919	29,919	29,919	29,919	29,919
ROSELLE	1,658,740	2.6496%	189,288	15,774	15,774	15,774	15,774	15,774	15,774	15,774	15,774	15,774	15,774	15,774	15,774	15,774
VILLA PARK	1,449,284	2.3150%	165,384	13,782	13,782	13,782	13,782	13,782	13,782	13,782	13,782	13,782	13,782	13,782	13,782	13,782
WESTMONT	2,026,578	3.2372%	231,264	19,272	19,272	19,272	19,272	19,272	19,272	19,272	19,272	19,272	19,272	19,272	19,272	19,272
WHEATON	3,957,891	6.3221%	451,656	37,638	37,638	37,638	37,638	37,638	37,638	37,638	37,638	37,638	37,638	37,638	37,638	37,638
WILLOWBROOK	821,179	1.3117%	93,708	7,809	7,809	7,809	7,809	7,809	7,809	7,809	7,809	7,809	7,809	7,809	7,809	7,809
WOOD DALE	1,084,858	1.7329%	123,792	10,316	10,316	10,316	10,316	10,316	10,316	10,316	10,316	10,316	10,316	10,316	10,316	10,316
WOODRIDGE	2,362,948	3.7745%	269,640	22,470	22,470	22,470	22,470	22,470	22,470	22,470	22,470	22,470	22,470	22,470	22,470	22,470
WINFIELD	633,602	1.0121%	72,300	6,025	6,025	6,025	6,025	6,025	6,025	6,025	6,025	6,025	6,025	6,025	6,025	6,025
OAK BROOK TERRACE	99,831	0.1595%	11,388	949	949	949	949	949	949	949	949	949	949	949	949	949
IAWC-ARROWHEAD	130,514	0.2085%	14,892	1,241	1,241	1,241	1,241	1,241	1,241	1,241	1,241	1,241	1,241	1,241	1,241	1,241
IAWC-VALLEY VIEW	467,906	0.7474%	53,400	4,450	4,450	4,450	4,450	4,450	4,450	4,450	4,450	4,450	4,450	4,450	4,450	4,450
IAWC-COUNTRY CLUB	74,879	0.1196%	8,544	712	712	712	712	712	712	712	712	712	712	712	712	712
IAWC-LMBRD HGHTS	48,551	0.0776%	5,544	462	462	462	462	462	462	462	462	462	462	462	462	462
IAWC-DP/LISLE	395,895	0.6324%	45,180	3,765	3,765	3,765	3,765	3,765	3,765	3,765	3,765	3,765	3,765	3,765	3,765	3,765
ARGONNE NATIONAL LAB	370,304	0.5915%	42,252	3,521	3,521	3,521	3,521	3,521	3,521	3,521	3,521	3,521	3,521	3,521	3,521	3,521
IAWC-LIBERTY RIDGE WEST	214,432	0.3425%	24,468	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039	2,039
IAWC-LIBERTY RIDGE EAST	25,599	0.0409%	2,916	243	243	243	243	243	243	243	243	243	243	243	243	243
ROUNDING	0	0.0000%	21	2	2	2	2	2	2	2	2	2	1	1	1	1
ALL CUSTOMERS TOTAL (1)	62,603,681	100.0000%	\$7,143,969	\$595,331	\$595,331	\$595,331	\$595,331	\$595,331	\$595,331	\$595,331	\$595,331	\$595,331	\$595,330	\$595,330	\$595,330	\$595,330

(1) - CUSTOMER LESS THAN TWO FULL CALENDAR YEARS - USE ALLOCATION

ESTIMATED O & M RATE
ESTIMATED FIXED COST CHARGE PER 1000 GALLONS
ESTIMATED TOTAL RATE

FY 2004-05	FY 2003-04
\$1.43	\$1.38
0.22	0.27
\$1.65	\$1.65

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6000	OPERATING EXPENSES				
6100	PERSONAL SERVICES				
6110	SALARIES & WAGES				
6111	ADMINISTRATIVE-REGULAR		1,790,666	606,608	701,468
6112	OPERATIONS-REGULAR		1,649,937	1,152,160	1,226,961
6116	ADMINISTRATIVE - OVERTIME		1,074	1,517	7,015
6117	OPERATIONS - OVERTIME		175,708	110,000	159,505
6120	FRINGE BENEFITS				
6121	PENSION		375,709	224,434	2,864,134
6122	MEDICAL/LIFE BENEFITS		269,248	306,000	387,840
6123	FEDERAL PAYROLL TAXES		212,548	143,077	160,264
6128	STATE UNEMPLOYMENT TAXES		1,751	1,620	2,822
6130	PROFESSIONAL DEVELOPMENT				
6131	TRAVEL		12,002	15,450	24,750
6132	TRAINING		6,241	14,550	27,950
6133	PROFESSIONAL DEVELOPMENT		1,323	12,100	17,295
6190	OTHER PERSONNEL COSTS				
6191	PERSONNEL RECRUITMENT		6,313	9,900	24,600
	TOTAL PERSONAL SERVICES		4,502,520	2,597,416	5,604,604

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6200	PROFESSIONAL SERVICES				
6230	FINANCIAL SERVICES				
6231	BOND ADVISORY SERVICES		0	1,000	2,000
6232	GENERAL FINANCIAL CONSULTING		25,370	60,750	235,900
6233	TRUST SERVICES/BANK CHARGES		37,138	34,210	36,300
6239	OTHER FINANCIAL SERVICES		2,570	1,750	1,750
6250	LEGAL SERVICES				
6251	GENERAL COUNSEL		248,507	250,000	60,000
6252	BOND COUNSEL		0	1,600	2,000
6253	SPECIAL COUNSEL		121,399	15,000	135,000
6258	LEGAL NOTICES		651	3,000	3,000
6259	OTHER LEGAL SERVICES		395	25,000	25,000
	TOTAL PROFESSIONAL SERVICES		436,030	392,310	500,950

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6300	PURCHASED SERVICES				
6310	AUDIT SERVICES		44,500	43,500	51,175
6350	INSURANCE SERVICES		0	0	0
6380	CONSULTING SERVICES				
6381	C.A.D.D. MAPPING		0	0	0
6389	OTHER CONSULTING SERVICES		568,615	710,000	704,960
6390	CONTRACTUAL SERVICES				
6391	MATERIAL TESTING		23,534	50,000	50,000
6394	PUBLIC INFORMATION		4,981	3,500	7,000
6395	CONTRACT LABOR		698	3,200	5,000
6399	OTHER CONTRACTUAL SERVICES		9	40,750	65,750
	TOTAL PURCHASED SERVICES		642,337	850,950	883,885

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6400	INSURANCE				
6410	CASUALTY INSURANCE				
6411	GENERAL LIABILITY		186,243	126,857	178,984
6412	PUBLIC OFFICIAL'S LIABILITY		80,050	80,000	80,000
6413	TEMPORARY BONDS		363	688	688
6415	WORKER'S COMPENSATION		62,755	59,607	71,665
6416	UMBRELLA COVERAGE		68,253	0	111,615
6420	PROPERTY INSURANCE				
6421	TANGIBLE PROPERTY		545,053	454,511	627,826
6422	AUTOMOBILE		0	0	0
6490	OTHER COVERAGE				
6491	SELF INSURED CLAIMS		51,715	1,025,000	1,025,000
	TOTAL INSURANCE		994,432	1,746,663	2,095,778

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6500	ADMINISTRATIVE COSTS				
6510	OCCUPANCY COSTS				
6513	BUILDING HEATING		12,918	32,500	32,500
6514	TELEPHONE		32,973	35,310	37,000
6520	SUPPLIES & REFERENCES				
6521	GENERAL SUPPLIES		11,927	23,350	20,750
6522	BOOKS & PUBLICATIONS		527	3,500	9,290
6530	PRINTING & PUBLICATIONS				
6531	PRINTING EXPENSE		750	5,475	5,625
6532	POSTAGE & DELIVERY		15,386	15,600	19,200
6540	DUES, SUBSCRIPTIONS		7,427	13,755	19,658
6550	OFFICE EQUIPMENT REPAIRS		26,102	15,000	25,338
6590	OTHER ADMINISTRATIVE EXPENSE		3,072	2,630	3,130
	TOTAL ADMINISTRATIVE & MAINTENANCE COSTS		111,082	147,120	172,491

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6600	DIRECT WATER DISTRIBUTION COSTS				
6610	WATER SUPPLY				
6611	WATER PURCHASES - CHICAGO CONTRACT		40,999,609	43,397,907	44,633,642
6612	ELECTRICITY		1,554,427	2,298,600	2,096,700
6613	WATER CHEMICALS		34,436	45,000	58,000
6614	WATER TESTING		7,791	6,000	8,000
6620	PUMP STATION OPERATIONS				
6621	PUMPING OPERATIONS		71,823	225,000	355,462
6622	BUILDING MAINTENANCE & REPAIR		238,377	715,015	505,083
6623	METER TESTING & REPAIR		56,471	125,000	65,000
6624	SCADA/INSTRUMENTATION		30,666	58,000	336,300
6625	EQUIPMENT RENTAL		1,678	5,000	5,000
6626	UNIFORMS		8,666	8,000	8,000
6630	PIPE LINE MAINTENANCE				
6631	PIPELINE REPAIRS		4,810,523	2,950,000	1,000,000
6632	PIPELINE CORROSION TESTING		0	60,000	35,000
6633	METER STATIONS, ROV, STANDPIPES		460,019	385,000	96,850
6634	PLAN REVIEW - PIPELINE CONFLICTS		64,835	96,000	117,400
6635	EQUIPMENT RENTAL		0	25,000	25,000
6636	UNIFORMS		4,343	3,850	4,500
6637	PIPELINE SUPPLIES		9,118	38,850	38,850
6640	VEHICLES & EQUIPMENT				
6641	REPAIRS		28,959	35,990	54,000
6642	GASOLINE		31,017	31,000	36,000
6643	LICENSES		1,000	961	855
TOTAL DIRECT WATER DISTRIBUTION COSTS			48,413,758	50,510,173	49,479,642

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6700	BOND INTEREST COSTS				
6720	BOND INTEREST				
6721	GENERAL OBLIGATION BONDS		3,609,320	3,609,321	3,294,220
6722	REVENUE BONDS		10,200,827	8,961,295	5,968,499
	TOTAL PRINCIPAL AND INTEREST EXPENSES		13,810,147	12,570,616	9,262,719
6800	LAND AND RIGHT-OF-WAY				
6810	LEASES		0	1,000	1,000
6820	PERMITS & FEES		0	1,000	1,000
6830	EASEMENTS		2,995	2,995	2,995
6890	RELATED SERVICES		0	1,000	0
	TOTAL LAND AND RIGHT-OF-WAY		2,995	5,995	4,995

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
6900	CAPITAL EQUIPMENT/DEPRECIATION				
6920	WATER MAINS		4,298,338	4,285,054	4,298,338
6930	BUILDINGS		2,041,529	2,049,980	2,041,528
6940	PUMPING EQUIPMENT		177,871	232,820	462,571
6950	EQUIPMENT PURCHASES & DEPRECIATION				
6951	DATA PROCESSING PURCHASES		5,632	35,000	122,700
6952	OTHER EQUIPMENT PURCHASES		0	45,000	151,500
6958	CAPITALIZED EQUIPMENT PURCHASES		(5,632)	(80,000)	(274,200)
6959	EQUIPMENT DEPRECIATION		90,951	142,803	106,850
6960	VEHICLE PURCHASES & DEPRECIATION				
6961	MOTOR VEHICLES PURCHASES		50,232	95,000	50,000
6968	CAPITALIZED VEHICLES PURCHASES		(50,232)	(95,000)	(50,000)
6969	VEHICLE DEPRECIATION		54,555	69,642	59,945
	TOTAL CAPITAL EQUIPMENT/DEPRECIATION		6,663,244	6,780,299	6,969,232
	TOTAL OPERATING EXPENSES		75,576,545	75,601,542	74,974,296

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
7000	CONSTRUCTION EXPENDITURES				
7100	METERING STATIONS		0	0	0
7300	DU PAGE PUMPING STATION		0	1,099,000	5,694,000
7400	SYSTEM STORAGE		0	350,000	0
7500	TRANSMISSION MAINS		1,464,341	5,795,000	10,095,000
7600	FEEDER MAINS		0	0	0
7910	CONSTRUCTION ENGINEERING				
7912	FACILITIES IMPROVEMENTS		0	1,026,000	1,360,000
7913	PIPELINE IMPROVEMENTS		171,818	600,000	1,375,000
7914	CUSTOMER ADDITIONS		1,704,063	0	0
7915	EMERGENCY CONNECTIONS		(3,712)	0	0
7950	LEGAL				
7951	GENERAL COUNSEL		(700)	30,000	5,000
7958	LEGAL NOTICES		77,774	4,000	4,000
7960	PURCHASED SERVICES				
7961	APPRAISAL SERVICES		3,144	500	500
7962	MATERIAL TESTING SERVICES		0	280,000	650,000
7963	VIDEO TAPING		47,927	7,000	6,000
7970	LAND AND RIGHT-OF-WAY				
7972	PERMITS & FEES		3,645	0	20,000
7973	EASEMENTS		1,885	0	25,000
7974	REAL PROPERTY		0	0	0
7979	RELATED SERVICES		0	500	500
7980	CAPITALIZED FIXED ASSETS		0	(9,242,000)	(19,355,000)
7990	MISCELLANEOUS CONSTRUCTION		(3,470,185)	50,000	120,000
	TOTAL CONSTRUCTION EXPENDITURES		0	0	0

DU PAGE WATER COMMISSION
TENTATIVE DRAFT MANAGEMENT BUDGET
MAY 1, 2004 TO APRIL 30, 2005

EXHIBIT 1

ACCT #	ACCOUNT TITLE	TOTAL FROM	WATER FUND FY 03-04 FORECASTED	WATER FUND FY 03-04 BUDGET	WATER FUND FY 04-05 BUDGET
8001	GRANT TO DU PAGE COUNTY		75,000,000	0	0

DU PAGE WATER COMMISSION

RESOLUTION R-13-04

A RESOLUTION DIRECTING THE
TRANSFER OF CERTAIN EXCESS ACCOUNT
BALANCES TO THE GENERAL ACCOUNT OF THE WATER FUND

WHEREAS, by Ordinance No. O-1-87, the DuPage Water Commission (the "Commission") authorized the issuance of certain revenue bonds and created several special funds of the Commission, including without limitation the "Water Fund" established by Section 8.01 of Ordinance No. O-1-87; and

WHEREAS, Ordinance No. O-1-87 created several accounts within the Water Fund, including without limitation the "Operation and Maintenance Reserve Account," the "Depreciation Account" and the "General Account"; and

WHEREAS, pursuant to Section 8.17 of Ordinance No. O-1-87, amounts to the credit of the Operation and Maintenance Reserve Account in excess of the Operation and Maintenance Reserve Account Requirement, as defined in Ordinance No. O-1-87, and amounts to the credit of the Depreciation Account in excess of the Depreciation Account Requirement, as defined in Ordinance No. O-1-87, may be transferred to the General Account; and

WHEREAS, as of the accounting day of March 31, 2004, the amount of money to the credit of the Operation and Maintenance Reserve Account is \$34,270.14 more than the Operation and Maintenance Reserve Account Requirement; and

WHEREAS, as of the accounting day of March 31, 2004, the amount of money to the credit of the Depreciation Account is \$718,807.03 more than the Depreciation Account Requirement;

Resolution R-13-04

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein and by this reference made a part hereof as findings of the Board of Commissioners of the DuPage Water Commission as if fully set forth herein.

SECTION TWO: The Treasurer of the DuPage Water Commission shall be and hereby is authorized and directed to transfer to the General Account \$34,270.14 from the Operation and Maintenance Reserve Account, and \$718,807.03 from the Depreciation Account.

SECTION THREE: The monies transferred to the General Account shall be used as provided in Section 8.10 of Ordinance No. O-1-87.

SECTION FOUR: This Resolution shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

DUPAGE WATER COMMISSION

RESOLUTION NO. R-14-04

A RESOLUTION ESTABLISHING THE POLICY OF THE DUPAGE
WATER COMMISSION WITH RESPECT TO FUND BALANCES AND
CONSTRUCTION AND RATE STABILIZATION RESERVES
FOR THE FISCAL YEAR ENDING APRIL 30, 2004

WHEREAS, based upon the results of operation of the DuPage Water Commission (the "Commission") through March 31, 2004, there are, and based upon the estimated results of operation through April 30, 2004, it is anticipated that there will be fund balances in the Water Fund of the Commission that have not been committed to construction, required reserves or other liabilities; and

WHEREAS, the Board of Commissioners of the DuPage Water Commission has determined that it is in the best interest of the Commission and its Contract Customers, as defined in the Water Purchase and Sale Contract dated as of June 11, 1986, by and between the Commission and its Charter Customers (the "Charter Customer Contract"), to maintain certain fund and subaccount balances in the "Water Fund" created by Ordinance No. O-1-87 for the purpose of constructing and making repairs, replacements, renewals, improvements and extensions to the Waterworks System of the Commission, and to maintain a construction reserve and a water rate stabilization reserve in the "General Account" of the Water Fund created by Ordinance No. O-1-87;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein and by this reference made a part hereof as findings of the Board of Commissioners of the DuPage Water Commission as if fully set forth herein.

SECTION TWO: Capitalized terms not otherwise defined in this Resolution shall have the meanings ascribed to them in the Charter Customer Contract.

SECTION THREE: Of the subaccount balance in the "Sales Tax subaccount" of the General Account of the Water Fund created by Resolution No. R-28-00, \$7,143,969 shall be and it hereby is designated and assigned to the Revenue Bond Reserve within the Sales Tax subaccount of the General Account of the Water Fund, and, except as otherwise required by Section 8.10 of Ordinance No. O-1-87, is hereby restricted for the purpose of reducing the Fixed Costs portion of the water rates that would otherwise be charged to Contract Customers for the Fiscal Year ending April 30, 2005, which Fixed Costs are attributable to the payment of debt service on revenue bonds issued by the Commission to pay for the cost of constructing and making repairs, replacements, renewals, improvements and extensions to the Waterworks System of the Commission (the "FY 2004-05 Revenue Bond Funding Amount").

SECTION FOUR: The Board of Commissioners of the DuPage Water Commission hereby declares that it is the policy of the Commission to maintain a target fund balance in the Water Fund for emergency repairs and other contingencies equal to the lesser of (a) two percent of the original cost of construction of the Commission's Waterworks System (\$413,500,000 as of the start of operations May 1, 1992), as adjusted by the ENR Construction Index published by the Engineering News Record, or (b) \$20,000,000.00 (the "Target Fund Balance"). For the fiscal year ending April 30, 2004, the Target Fund Balance is, therefore, \$11,700,000.00.

SECTION FIVE: The Board of Commissioners of the DuPage Water Commission hereby declares that it is the policy of the Commission to maintain a construction reserve in the Sales Tax subaccount of the General Account of the Water Fund equal to the amount in

the Sales Tax subaccount of the General Account of the Water Fund in excess of the unpaid FY 2004-05 Revenue Bond Funding Amount.

SECTION SIX: The Board of Commissioners of the DuPage Water Commission hereby declares that it is the policy of the Commission to maintain the entire Target Fund Balance in accounts of the Water Fund other than the Sales Tax subaccount of the General Account of the Water Fund. Except as otherwise provided herein with respect to subaccount balances in the Sales Tax subaccount of the General Account of the Water Fund, the Board of Commissioners of the DuPage Water Commission hereby further declares that it is the policy of the Commission to maintain a water rate stabilization reserve in the "Rate Stabilization Reserve subaccount" of the General Account of the Water Fund created by Resolution No. R-18-98 equal to the amount of uncommitted Water Fund balances in excess of the Target Fund Balance.

SECTION SEVEN: Any uncommitted subaccount balance in the Sales Tax subaccount of the General Account of the Water Fund in excess of the unpaid FY 2004-05 Revenue Bond Funding Amount from time to time shall be and it hereby is designated and assigned to the Construction Reserve within the Sales Tax subaccount of the General Account of the Water Fund, and, except as otherwise required by Section 8.10 of Ordinance No. O-1-87, is hereby restricted for such purpose. Except as otherwise provided herein with respect to subaccount balances in the Sales Tax subaccount of the General Account of the Water Fund, any uncommitted account balance in the General Account of the Water Fund in excess of the Target Fund Balance from time to time shall be and it hereby is designated and assigned to the Rate Stabilization Reserve subaccount of the General Account of the Water Fund, and, except as otherwise required by Section 8.10 of Ordinance No. O-1-87, is hereby restricted for such purpose.

SECTION EIGHT: This Resolution shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED THIS _____ DAY OF _____, 2004.

Chairman

ATTEST:

Clerk

DuPAGE WATER COMMISSION

RESOLUTION NO. R-16-04

A RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION
OF AN INTERGOVERNMENTAL AGREEMENT BETWEEN THE DuPAGE
WATER COMMISSION AND THE VILLAGE OF VILLA PARK CONCERNING
WATERMAIN REPLACEMENT WORK IN THE VILLAGE OF VILLA PARK

WHEREAS, the Commission was formed and exists pursuant to the Water Commission Act of 1985, 70 ILCS 3720/0.01 et seq., and Division 135 of Article 11 of the Illinois Municipal Code, 65 ILCS 5/11-135-1 et seq., for the purpose of securing an adequate source and supply of water for its customers, including the Village of Villa Park (“Villa Park”); and

WHEREAS, to carry out its duties and responsibilities, the Commission is proceeding with the construction of approximately 10,700 lineal feet of 72-inch diameter transmission main and related appurtenances to connect, along the Route 83 corridor, the Commission’s existing 72” Southwest Transmission Main on Butterfield Road in the City of Elmhurst with its existing 72” Northwest Transmission Main on the Illinois Prairie Path just South of Randolph Street (the “TIB-1/03 Inner Belt Transmission Main”); and

WHEREAS, the route of the TIB-1/03 Inner Belt Transmission Main extends through the Village of Villa Park along the East Frontage Road of Route 83, Kingery Highway (the “Route”); and

WHEREAS, to allow for the construction and installation of the TIB-1/03 Inner Belt Transmission Main, a Villa Park 6-inch diameter watermain needs to be relocated within certain portions of the Route; and

WHEREAS, Villa Park desires to have the size of a portion of the replacement watermain increased from 6 inches in diameter to 8 inches in diameter as part of the Commission’s TIB-1/03 Inner Belt Transmission Main project to avoid duplication of

construction activities and unnecessary disruption and to provide cost savings through the coordination of the two projects; and

WHEREAS, it is in the best interests of both the Commission and Villa Park to coordinate and implement the projects as proposed by Villa Park to serve the public interest and assure that inconvenience to the residents of Villa Park is avoided to the greatest extent possible;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein and made a part hereof as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: An Intergovernmental Agreement between the DuPage Water Commission and the Village of Villa Park, in substantially the form attached hereto and by this reference incorporated herein and made a part hereof as Exhibit 1 with such modifications as may be required or approved by the General Manager, shall be and it hereby is approved.

SECTION THREE: The General Manager of the DuPage Water Commission shall be and hereby is authorized and directed to execute, and the Clerk of the Commission shall be and hereby is authorized and directed to attest, an Intergovernmental Agreement between the DuPage Water Commission and the Village of Villa Park, in substantially the form attached hereto as Exhibit 1 with such modifications as may be required or approved by the General Manager; provided, however, that the Intergovernmental Agreement shall not be so executed nor attested

on behalf of the DuPage Water Commission unless and until the General Manager shall have been presented with copies of the Intergovernmental Agreement executed by the Village of Villa Park. Upon execution by the General Manager, the Intergovernmental Agreement between the DuPage Water Commission and the Village of Villa Park shall be deemed accepted by the DuPage Water Commission without further act.

SECTION FOUR: This Resolution shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED THIS _____ DAY OF _____, 2004.

Chairman

ATTEST:

Clerk

EXHIBIT 1

INTERGOVERNMENTAL AGREEMENT
CONCERNING WATERMAIN REPLACEMENT WORK
IN THE VILLAGE OF VILLA PARK

THIS AGREEMENT, made and entered into this ____ day of _____, 2004, by and between the DuPAGE WATER COMMISSION, a county water commission created and existing under the laws of the State of Illinois (the "Commission"), and the VILLAGE OF VILLA PARK, a municipal corporation created and existing under the laws of the State of Illinois ("Villa Park"),

WITNESSETH:

WHEREAS, the Commission was formed and exists pursuant to the Water Commission Act of 1985, 70 ILCS 3720/0.01 et seq., and Division 135 of Article 11 of the Illinois Municipal Code, 65 ILCS 5/11-135-1 et seq., for the purpose of securing an adequate source and supply of water for its customers, including Villa Park; and

WHEREAS, to carry out its duties and responsibilities, the Commission is proceeding with the construction of approximately 10,700 lineal feet of 72-inch diameter transmission main and related appurtenances to connect, along the Route 83 corridor, the Commission's existing 72" Southwest Transmission Main on Butterfield Road in the City of Elmhurst with its existing 72" Northwest Transmission Main on the Illinois Prairie Path just South of Randolph Street (the "TIB-1/03 Inner Belt Transmission Main"); and

WHEREAS, the route of the TIB-1/03 Inner Belt Transmission Main extends through the Village of Villa Park along the East Frontage Road of Route 83, Kingery Highway (the "Route"); and

WHEREAS, to allow for the construction and installation of the TIB-1/03 Inner Belt Transmission Main, a Villa Park 6-inch diameter watermain needs to be relocated within certain portions of the Route; and

WHEREAS, Villa Park desires to have a portion of the size of the replacement watermain increased from 6 inches in diameter to 8 inches in diameter as part of the Commission's TIB-1/03 Inner Belt Transmission Main project to avoid duplication of construction activities and unnecessary disruption and to provide cost savings through the coordination of the two projects; and

WHEREAS, it is in the best interests of both the Commission and Villa Park to coordinate and implement the projects as proposed by Villa Park to serve the public interest and assure that inconvenience to the residents of Villa Park is avoided to the greatest extent possible; and

WHEREAS, the Commission and Villa Park desire to set forth their understanding regarding such coordination and implementation in this Agreement; and

WHEREAS, pursuant to Section 10 of Article VII of the Illinois Constitution of 1970, the provisions of the Illinois Intergovernmental Cooperation Act, 5 ILCS 220/1 et seq., and other applicable authority, the Commission and Villa Park are authorized to enter into this Agreement;

NOW, THEREFORE, in consideration of the foregoing and the mutual covenants and agreements hereinafter set forth, the Commission and Villa Park hereby agree as follows:

Section 1. Recitals. The foregoing recitals are by this reference incorporated herein as if fully set forth.

Section 2. Villa Park Additional Work. The Commission hereby agrees to perform the additional work requested by Villa Park as part of the Commission's TIB-1/03 Inner Belt Transmission Main project (the "Villa Park Additional Work"). The Villa Park Additional Work shall consist of the following items:

Installation of approximately 1,200 lineal feet of 8" diameter Villa Park watermain instead of the 6" diameter Villa Park watermain shown on the Contract Drawings for the Commission's Contract TIB-1/03: Contract for the Construction of Inner Belt Transmission Main ("Contract TIB-1/03") from and after March 25, 2004, together with appurtenances thereto and all associated work.

Section 3. Plans and Specifications. The Villa Park Additional Work shall be constructed and installed in accordance with the plans and specifications prepared by the Commission's consulting engineers in consultation with Villa Park personnel, copies of which have been provided to Villa Park, except that the diameter of the Villa Park watermain to be installed from and after March 25, 2004, shall be 8" instead of the 6" required by Contract TIB-1/03 as bid. Villa Park hereby acknowledges and agrees that it has reviewed and approved said plans and specifications and shall have no claim against the Commission, its officers, agents, employees, or engineers with respect to the design or location of the Villa Park Additional Work.

Section 4. Terms of Construction. The Villa Park Additional Work shall be accomplished in accordance with the following terms:

- A. Contract TIB-1/03. The terms, provisions and conditions of Contract TIB-1/03 shall govern and control the performance of the Villa Park Additional Work, including without limitation Change Order No. 01 to Contract TIB-1/03, which Change Order No. 01 shall be in substantially the form attached hereto and by this reference incorporated herein and made a part hereof as Exhibit A.
- B. Changes in the Work. Villa Park shall have the right to make changes in the Villa Park Additional Work. All engineering services required in connection with a change order requested by Villa Park shall be provided and paid for by Villa Park. In addition, if any change ordered by Villa Park causes an increase or decrease in the amount of such Villa Park Additional Work, then an equitable adjustment in the Contract Price set forth in Section 6 of this Agreement may be made. Said equitable adjustment shall be computed on the basis of the net total of the cost savings or additional

expense incurred by the Commission pursuant to a duly authorized change order under Contract TIB-1/03.

- C. Work Site. Villa Park shall provide the work site at no charge to the Commission. In addition, Villa Park shall supply at no charge to the Commission all permits, licenses, and approvals necessary from Villa Park, or from any other governmental agency, for the proper prosecution and completion of the Villa Park Additional Work.
- D. Access to Work; Authority. Villa Park shall inspect the construction and installation of the Villa Park Additional Work.
- E. Quality of Work; Completion. The Villa Park Additional Work shall be performed in a good and workmanlike manner. When the Villa Park Additional Work has been completed, the Commission shall notify Villa Park of that fact and that the Villa Park Additional Work is ready for final inspection. Villa Park shall review the Villa Park Additional Work and report any items that remain to be completed or corrected. Villa Park shall be the sole judge of whether the construction and installation of the Villa Park Additional Work is in substantial conformity with the plans and specifications as revised by or pursuant to this Agreement.

Section 5. Conveyance of Facilities. Upon completion of the construction and installation of the Villa Park Additional Work, and final inspection and final approval by Villa Park, which approval shall not be unreasonably withheld or delayed, ownership of the Villa Park Additional Work, and a bill of sale therefor, shall be conveyed to Villa Park. Immediately following such conveyance, Villa Park shall own the Villa Park Additional Work; the Villa Park Additional Work shall become the sole and exclusive property of Villa Park; and Villa Park shall have all duty, responsibility and liability to maintain and repair the Villa Park Additional Work and the Commission shall have no obligation or duty with respect thereto.

Section 6. Payment. Villa Park shall reimburse the Commission for providing, performing and completing the Villa Park Additional Work in an amount equal to the

sum of the products resulting from multiplying the number of acceptable units of Unit Price Items set forth in the Villa Park Additional Work Schedule of Prices attached hereto and by this reference incorporated herein and made a part hereof as Exhibit B (the "Villa Park Additional Work Schedule of Prices") installed and complete in place by the Unit Price set forth in the Villa Park Additional Work Schedule of Prices for such Unit Price Item (the "Contract Price"). The Contract Price may be adjusted pursuant to Subsection 4B of this Agreement to reflect changes in the Villa Park Additional Work requested by Villa Park.

The Contract Price shall be paid to the Commission in accordance with, and subject to, the terms and conditions set forth below. Villa Park shall pay to the Commission, within 30 days of receipt of an invoice therefor, together with proper contractor's sworn statements, partial or final waivers of lien, as may be appropriate, 90 percent of the Commission-approved construction contractor invoiced amount for labor and acceptable materials incorporated and installed in the Villa Park Additional Work. The total amount paid in this manner prior to acceptance of the Villa Park Additional Work by Villa Park pursuant to Section 5 of this Agreement, shall not exceed 90% of the Contract Price. Immediately following acceptance of the Villa Park Additional Work by Villa Park pursuant to Section 5 of this Agreement, Villa Park shall pay the Commission the balance of the Contract Price, as may be adjusted pursuant to Subsection 4B of this Agreement.

Section 7. Indemnification. Except as otherwise provided in Section 3 of this Agreement, the Commission shall indemnify, save harmless and defend Villa Park from all damages, costs or liabilities suffered because of injury to or death of any person or persons, or damage to property, or any other cause of action of any sort, that may arise

out of or as a consequence of the negligence of the Commission or its authorized agents, servants, employees or contractors in the installation and construction of the Villa Park Additional Work before transfer of ownership of such Villa Park Additional Work pursuant to Section 5 of this Agreement. Villa Park shall indemnify, save harmless and defend the Commission from all damages, costs or liabilities suffered because of injury to or death of any person or persons, or damage to property, or any other cause of action of any sort, that may arise out of or as a consequence of the installation and operation of the Villa Park Additional Work after transfer of ownership of such Villa Park Additional Work pursuant to Section 5 of this Agreement.

Section 8. Notices. All notices required or permitted to be given under this Agreement shall be in writing and shall be deemed received by the addressee thereof when delivered in person on a business day at the address set forth below or on the third business day after being deposited in any main or branch United States post office, for delivery at the address set forth below by properly addressed, postage prepaid, certified or registered mail, return receipt requested.

Notices and communications to the Commission shall be addressed to, and delivered at, the following address:

DuPage Water Commission
600 East Butterfield Road
Villa Park, Illinois 60126-4642
Attention: Robert L. Martin
Acting General Manager

Notices and communications to Villa Park shall be addressed to, and delivered at, the following address:

Village of Villa Park
20 South Ardmore Avenue
Villa Park, Illinois 60181-2696
Attention: Bob Niemann
Acting Village Manager

The foregoing shall not be deemed to preclude the use of other non-oral means of notification or to invalidate any notice properly given by any such other non-oral means.

By notice complying with the requirements of this Section 8, the Commission and Villa Park each shall have the right to change the address or addressee or both for all future notices to it, but no notice of a change of address shall be effective until actually received.

Section 9. Entire Agreement. This Agreement sets forth the entire agreement of the Commission and Villa Park with respect to the construction and installation of the Villa Park Additional Work and the payment therefor, and there are no other understandings or agreements, oral or written, between the Commission and Villa Park with respect thereto, nor was the making and execution of this Agreement induced by any representation, statement, warranty, agreement or action other than those expressed or explicitly referenced herein.

IN WITNESS WHEREOF, the Commission and Villa Park have caused this Agreement to be executed by their respective chief administrative officers, pursuant to proper authorization of their respective governing bodies, as of the date hereinabove first stated.

Bob Niemann
Acting Village Manager
Village of Villa Park

Robert L. Martin
Acting General Manager
DuPage Water Commission

ATTEST:

[NAME]
Village Clerk
Village of Villa Park

Maureen A. Crowley
Clerk
DuPage Water Commission

EXHIBIT A

FORM OF CHANGE ORDER NO. 01 TO CONTRACT TIB-1/03

DUPAGE WATER COMMISSION
CHANGE ORDER

SHEET 1 OF 4

PROJECT NAME: Inner Belt Transmission Main

CHANGE ORDER NO. 01

LOCATION: Butterfield Road To Prairie Path

CONTRACT NO. TIB-1/03

CONTRACTOR: Rossi Contractors, Inc.

DATE: March 25, 2004

I. A. DESCRIPTION OF CHANGES INVOLVED:

1. Replace the existing Villa Park watermain with an 8" diameter Villa Park watermain instead of the 6" diameter Villa Park watermain shown on the Contract Drawings from and after March 25, 2004, together with appurtenances thereto and all associated work.
2. Revise the second paragraph of Subsection 3E, entitled "Village of Villa Park Watermain Replacement." of the Special Conditions of Contract to read as follows:

"The existing 6" watermain on the Frontage Road (being replaced with an 8" watermain except for that portion replaced prior to March 25, 2004 with a 6" watermain) may be abandoned in place. All house services shall be transferred to the new main and replaced from the house side of the buffalo box (curb stop) to the new main with 1" type K copper tubing, unless otherwise shown or directed by the Village. No splicing of water services will be allowed."

B. REASON FOR CHANGE:

The Village of Villa Park requested that the existing 6" watermain that was to be relocated with a 6" watermain be upgraded to an 8" watermain from and after March 25, 2004. The Village of Villa Park will reimburse the Commission for the additional cost under an Intergovernmental Agreement.

C. REVISION IN CONTRACT PRICE:

	Villa Park <u>Unit Price Item</u>	<u>Unit</u>	Approximate Number of <u>Units</u>	<u>Price Per Unit</u>	<u>Extension</u>
40A	8" D.I. Pipe Watermain	L.F.	1,200	\$49.21	\$59,052.00
41B	8" Diameter Gate Valve with Valve Box	Each	3	\$3,957.84	\$11,873.52
41C	8" Diameter Gate Valve & Vault	Each	3	\$4,257.84	\$12,773.52

II. CHANGE ORDER CONDITIONS:

1. The Completion Date established in the Contract, as signed or as modified by previous Change Orders, is hereby extended by 0 Days, making the final Completion Date August 29, 2005.
2. Any Increased Work to be performed under this Change Order shall be provided, performed, and completed in full compliance with, and as required by or pursuant to, the Contract, including any Specifications and Contract Drawings for the Increased Work and for Work of the same type as the Increased Work, and as specified in the preceding "Description of Changes Involved."
3. Unless otherwise provided herein, all Work included in this Change Order shall be guaranteed and warranted as set forth in, and Contractor shall not be relieved from strict compliance with, the guaranty and warranty provisions of the Contract.
4. All Work included in this Change Order shall be covered under the Bonds and Required Coverages specified in the Contract. If the Contract Price, including this Change Order, exceeds the Contract Price set forth in the Contract, as signed, by twenty percent (20%), Contractor shall submit to Owner satisfactory evidence of such increased coverage under the Bonds.

III. ADJUSTMENTS IN CONTRACT PRICE:

- | | | |
|----|--|-------------------------|
| 1. | Original Contract Price | \$ <u>12,730,597.31</u> |
| 2. | Net (addition) (reduction) due
to all previous Change Orders
Nos. _____ to _____ | \$ _____ |
| 3. | Contract Price, not including
this Change Order | \$ _____ |
| 4. | (Addition) (Reduction) to Contract
Price due to this Change Order | \$ _____ |
| 5. | Contract Price including this
Change Order | \$ _____ |

RECOMMENDED FOR ACCEPTANCE:

CONSULTING ENGINEERS: Alvord, Burdick, & Howson, L.L.C.

By: _____ (_____) _____
Signature of Authorized Representative Date

ACCEPTED:

CONTRACTOR: Rossi Contractors, Inc.

By: _____ (_____) _____
Signature of Authorized Representative Date

DUPAGE WATER COMMISSION:

By: _____ (_____) _____
Signature of Authorized Representative Date

EXHIBIT B

VILLA PARK ADDITIONAL WORK SCHEDULE OF PRICES

	<u>Villa Park Unit Price Item</u>	<u>Unit</u>	<u>Approximate Number of Units</u>	<u>Price Per Unit</u>	<u>Extension</u>
40A	8" D.I. Pipe Watermain	L.F.	1,200	\$13.69	\$16,428.00
41B	8" Diameter Gate Valve with Valve Box	Each	3	\$200.00	\$600.00
41C	8" Diameter Gate Valve & Vault	Each	3	\$200.00	\$600.00

DUPAGE WATER COMMISSION

RESOLUTION NO. R-18-04

A RESOLUTION AMENDING RESOLUTION NO. R-16-03, BEING
“A RESOLUTION IMPLEMENTING CERTAIN EMPLOYEE BENEFIT CHANGES”

WHEREAS, on April 10, 2003, the Commission adopted Resolution No. R-16-03, being “A Resolution Implementing Certain Employee Benefit Changes”; and

WHEREAS, pursuant to Resolution No. R-16-03, the Commission agreed to pay bonuses not to exceed \$1,400,000 to assist employees in funding the employee's share of the cost of the cost of converting prior service with the Commission into Illinois Municipal Retirement Fund (IMRF) creditable service; and

WHEREAS, pursuant to Resolution No. R-16-03, the Commission further authorized the use of \$3,805,524 in rate stabilization reserves to pay such bonuses and to fund the employer's share of the cost of such prior service conversions, in lieu of increasing the Operation and Maintenance Costs portion of the water rates that would otherwise be charged to Contract Customers of the Commission; and

WHEREAS, of the \$3,805,524 in rate stabilization reserves authorized by Resolution No. R-16-03 to be used for such purposes, \$1,381,301.06 has been expended in paying 100% of the employee bonuses authorized by Resolution No. R-16-03 and \$2,405,424 has been reserved to fund the employer's share of the cost of such prior service conversions; and

WHEREAS, based on salary and personnel changes, IMRF has updated its initial actuarial calculation of the employer's share of the cost of such prior service conversions as of December 31, 2003, and determined that the Commission's share of the cost of such prior service conversions is \$6,989,756 and no longer is \$2,405,424 as initially calculated by IMRF;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: Recitals. The foregoing recitals are hereby incorporated herein and made a part hereof as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: Amendment to Resolution No. R-16-03. Section Three, entitled "Bonus Funding," of Resolution No. R-16-03 shall be amended in its entirety so that said Section Three shall hereafter be and read as follows:

"SECTION THREE: Bonus Funding. In lieu of increasing the Operation and Maintenance Costs portion of the water rates that would otherwise be charged to Contract Customers of the Commission, and except as otherwise required by Section 8.10 of Ordinance No. O-1-87, \$1,381,301.06 of the subaccount balance in the "Rate Stabilization Reserve subaccount of the General Account of the Water Fund" created by Resolution No. R-18-98 shall be used in funding the employee bonuses authorized in Section Two of this Resolution and \$6,989,756 of said subaccount balance shall be used in funding the employer's share of the cost of any conversion by current employees of their prior service with the Commission into IMRF creditable service."

SECTION THREE: Effective Date. This Resolution shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED THIS ____ DAY OF _____, 2004.

Chairman

ATTEST:

Clerk

DU PAGE WATER COMMISSION

ORDINANCE NO. O-9-04

AN ORDINANCE ESTABLISHING A RATE
FOR OPERATION AND MAINTENANCE COSTS FOR
THE FISCAL YEAR COMMENCING
MAY 1, 2004 AND ENDING APRIL 30, 2005

WHEREAS, pursuant to Section 11-135-5 of the Illinois Municipal Code, 65 ILCS 5/11-135-5, the Commission is required to establish, by ordinance, rates and charges for water which are sufficient at all times to pay, among other things, Operation and Maintenance Costs; and

WHEREAS, pursuant to that certain Water Purchase and Sale Contract dated as of June 11, 1986 by and between the Commission and its Charter Customers (the "Charter Customer Contract"), Operation and Maintenance Costs payable by the Charter Customers in each Fiscal Year are determined and assessed by the Commission on a price per 1,000 gallon basis established in accordance with the provisions of Subsection 7(l) of the Charter Customer Contract; and

WHEREAS, the Commission prepared and submitted to the Charter Customers a tentative budget for the Fiscal Year commencing May 1, 2004 and ending April 30, 2005 (the "Covered Fiscal Year"), as required by said Subsection 7(l) (the "Tentative Budget"); and

WHEREAS, the Tentative Budget contained an estimate of Operation and Maintenance Costs for the Covered Fiscal Year in a stated price of \$1.43 per 1,000 gallons of water delivered; and

WHEREAS, due notice having been given, a hearing was held on the Tentative Budget at which time the Charter Customers were heard; and

WHEREAS, after full review and consideration, the Commission has determined that it is reasonable, necessary and sufficient for the Commission to approve and adopt the stated price of \$1.43 per 1,000 gallons of water delivered as and for the rate to be charged to all Contract Customers for Operation and Maintenance Costs in the Covered Fiscal Year;

NOW, THEREFORE, BE IT ORDAINED, by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: Capitalized terms not otherwise defined in this Ordinance shall have the meanings ascribed to them in the Charter Customer Contract.

SECTION THREE: A rate of \$1.43 per 1,000 gallons of water delivered shall be and it hereby is established for Operation and Maintenance Costs for the Covered Fiscal Year. The rate for Operation and Maintenance Costs established pursuant to this Ordinance for the Covered Fiscal Year shall apply equally to Charter Customers and Subsequent Customers and shall be in addition to, and not in lieu of or as a credit against, any and all other costs, fees or charges imposed by the Charter Customer Contract or any Subsequent Contract.

SECTION FOUR: Notwithstanding any other provision of this Ordinance, at any time no Lake Water is being supplied through the Waterworks System to Contract Customers, each Contract Customer's share of monthly Operation and Maintenance Costs shall be that proportion of those costs which such Contract Customer's Water Allocation

bears to the total Water Allocations of all Contract Customers required to make Operation and Maintenance Costs payments during the same period.

SECTION FIVE: The rate for Operation and Maintenance Costs established pursuant to this Ordinance for the Covered Fiscal Year shall be subject to change by amendatory ordinance approved in the same manner as this Ordinance and in accordance with the notice and hearing requirements of Subsection 7(l) of the Charter Customer Contract.

SECTION SIX: This Ordinance shall be in full force and effect from and after its adoption by a majority affirmative vote of all of the Commissioners including the affirmative votes of at least 1/3 of the Commissioners appointed by the County Board Chairman and 40% of the Commissioners appointed by the Mayors; provided, however, that Sections Three and Four of this Ordinance shall be of no force or effect until May 1, 2004.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

DU PAGE WATER COMMISSION

ORDINANCE NO. O-10-04

AN ORDINANCE ESTABLISHING FIXED COSTS TO
BE PAYABLE BY EACH CONTRACT CUSTOMER
FOR THE FISCAL YEAR COMMENCING
MAY 1, 2004 AND ENDING APRIL 30, 2005

WHEREAS, pursuant to Section 11-135-5 of the Illinois Municipal Code, 65 ILCS 5/11-135-5, the Commission is required to establish, by ordinance, rates and charges for water which are sufficient at all times to pay, among other things, Fixed Costs; and

WHEREAS, pursuant to that certain Water Purchase and Sale Contract dated as of June 11, 1986 by and between the Commission and its Charter Customers (the "Charter Customer Contract"), Fixed Costs payable by the Charter Customers in each Fiscal Year are determined and assessed by the Commission proportionately in accordance with the provisions of Subsection 6(b) of the Charter Customer Contract; and

WHEREAS, the Commission prepared and submitted to the Charter Customers a tentative budget for the Fiscal Year commencing May 1, 2004 and ending April 30, 2005 (the "Covered Fiscal Year"), as required by Subsection 7(l) of the Charter Customer Contract (the "Tentative Budget"); and

WHEREAS, the Tentative Budget contained an estimate of Fixed Costs to be payable by Contract Customers, in the aggregate, for the Covered Fiscal Year in a stated aggregate dollar amount of \$7,143,969.00, which amount is allocated among Contract Customers based upon each Contract Customer's proportionate share of such Fixed Costs that such Contract Customer's Full Water Requirements bears to the Full Water Requirements of all Contract Customers for the period between January 1, 2002 and December 31, 2003; and

WHEREAS, due notice having been given, a hearing was held on the Tentative Budget at which time the Charter Customers were heard; and

WHEREAS, after full review and consideration, the Commission has determined that it is reasonable, necessary and sufficient for the Commission to approve and adopt the stated aggregate dollar amount of \$7,143,969.00 as and for the amount of Fixed Costs to be payable by Contract Customers, in the aggregate, for the Covered Fiscal Year;

NOW, THEREFORE, BE IT ORDAINED, by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: Capitalized terms not otherwise defined in this Ordinance shall have the meanings ascribed to them in the Charter Customer Contract.

SECTION THREE: The Fixed Costs to be payable by Contract Customers, in the aggregate, for the Covered Fiscal Year shall be and they hereby are established in the aggregate dollar amount of \$7,143,969.00, which amount is allocated among Contract Customers based upon each Contract Customer's proportionate share of such Fixed Costs that such Contract Customer's Full Water Requirements bears to the Full Water Requirements of all Contract Customers for the period between January 1, 2002 and December 31, 2003. Each Contract Customer's proportionate share of Fixed Costs established pursuant to this Ordinance for the Covered Fiscal Year shall be in addition to, and not in lieu of or as a credit against, any and all other costs, fees or charges imposed by the Charter Customer or applicable Subsequent Contract.

SECTION FOUR: The Fixed Costs established pursuant to this Ordinance for the Covered Fiscal Year shall be subject to change by amendatory ordinance approved in the same manner as this Ordinance.

SECTION FIVE: This Ordinance shall be in full force and effect from and after its adoption by a majority affirmative vote of all of the Commissioners including the affirmative votes of at least 1/3 of the Commissioners appointed by the County Board Chairman and 40% of the Commissioners appointed by the Mayors; provided, however, that Section Three of this Ordinance shall be of no force or effect until May 1, 2004.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

DU PAGE WATER COMMISSION

RESOLUTION NO. R-15-04

A RESOLUTION APPROVING AND RATIFYING
CERTAIN WORK AUTHORIZATION ORDER(S)
UNDER QUICK RESPONSE CONTRACT QR-6/02
AT THE APRIL 7, 2004 DU PAGE WATER COMMISSION MEETING

WHEREAS, the DuPage Water Commission (the "Commission") entered into certain agreements dated October 8, 2002 with George W. Kennedy Construction Company, Inc. and Rossi Contractors, Inc. for quick response emergency construction work related to the Commission's Waterworks System (said agreements being hereinafter collectively referred to as "Contract QR-6/02"); and

WHEREAS, Contract QR-6/02 is designed to allow the Commission to direct one or more or all of the quick response contractors to perform emergency construction work, including, without limitation, construction, alteration and repair, related to the Commission's Waterworks System as needed through the issuance of Work Authorization Orders; and

WHEREAS, the need for such emergency construction work could not have been reasonably foreseen at the time the contracts were signed;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are by this reference incorporated herein and made a part hereof as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: The Work Authorization Order(s) attached hereto and by this reference incorporated herein and made a part hereof as Exhibit 1 shall be and hereby are approved and, if already issued, ratified because the Board of Commissioners of the DuPage Water Commission has determined that the circumstances said to necessitate the

Resolution R-15-04

Work Authorization Order(s) were not reasonably foreseeable at the time the contracts were signed, the Work Authorization Order(s) are germane to the original contracts as signed and/or the Work Authorization Order(s) are in the best interest of the DuPage Water Commission and authorized by law.

SECTION THREE: This Resolution shall constitute the written determination required by Section 33E-9 of the Criminal Code of 1961 and shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

Resolution R-15-04

Exhibit 1

CONTRACT QR-6/02
WORK AUTHORIZATION ORDER

SHEET 1 OF 2

CONTRACT QR-6. : QUICK RESPONSE CONTRACT

LOCATION:

TS-88 Rt 83 300' North of Ogden ave

CONTRACTOR:

Rossi

DESCRIPTION OF WORK:

Install CP station

REASON FOR WORK:

Replace missing CP stations needed
for CPM system study.

MINIMUM RESPONSE TIME:

NA

COMMISSION-SUPPLIED MATERIALS, EQUIPMENT
AND SUPPLIES TO BE INCORPORATED INTO THE WORK:

NA

THE WORK ORDERED PURSUANT TO THIS WORK AUTHORIZATION ORDER

[] IS ☒ IS NOT PRIORITY EMERGENCY WORK

SUBMITTALS REQUESTED:

SUPPLEMENTARY CONTRACT SPECIFICATIONS AND DRAWINGS:

DU PAGE WATER COMMISSION

By: Robert G. Martin
Signature of Authorized
Representative

DATE: 3/19/04

CONTRACTOR RECEIPT ACKNOWLEDGED:

By: _____
Signature of Authorized
Representative

DATE: _____

DU PAGE WATER COMMISSION

RESOLUTION NO. R-17-04

**A RESOLUTION APPROVING AND AUTHORIZING THE EXECUTION OF
A CONSULTING AGREEMENT WITH MCBEATH & FATES PC**

WHEREAS, the Financial Administrator is responsible for the proper administration of certain financial affairs of the Commission; and

WHEREAS, as of April 16, 2004, there will be a vacancy in the office of the Financial Administrator; and

WHEREAS, the Commission desires to retain the services of an independent financial consultant to provide certain services normally performed by the Financial Administrator during the vacancy and the new Financial Administrator's transition period;

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The foregoing recitals are hereby incorporated herein and made a part hereof as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: A Consulting Agreement with McBeath & Fates PC, in substantially the form attached hereto and by this reference incorporated herein and made a part hereof as Exhibit 1, shall be and it hereby is approved. The General Manager of the DuPage Water Commission shall be and hereby is authorized and directed to execute a Consulting Agreement with McBeath & Fates PC, in substantially the form attached hereto as Exhibit 1. Upon execution by the General Manager, the Consulting Agreement with the McBeath & Fates PC, and all things provided for therein, shall be deemed accepted by the DuPage Water Commission without further act.

SECTION THREE: This Resolution shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED THIS _____ DAY OF _____, 2004.

Chairman

ATTEST:

Clerk

Exhibit 1

CONSULTING AGREEMENT

THIS CONSULTING AGREEMENT ("Consulting Agreement"), made and entered into as of the 16th day of April, 2004, by and between the DU PAGE WATER COMMISSION, a county water commission created and existing pursuant to the Water Commission Act of 1985, 70 ILCS 3720/0.01 *et seq.*, and Division 135 of Article 11 of the Illinois Municipal Code, 65 ILCS 5/11-135-1 *et seq.*, 600 East Butterfield Road, Elmhurst, Illinois 60126-4642 ("Commission"), and McBeath & Fates PC, 115 West Orchard Street, Itasca, Illinois 60143 ("Consultant"),

WITNESSETH:

WHEREAS, the Financial Administrator of the Commission is responsible for the proper administration of certain financial affairs of the Commission; and

WHEREAS, as of April 16, 2004, there will be a vacancy in the office of the Financial Administrator; and

WHEREAS, the Commission desires to retain the services of an independent financial consultant to provide certain services normally performed by the Financial Administrator during the vacancy and the new Financial Administrator's transition period;

NOW, THEREFORE, for and in consideration of the foregoing premises and the mutual covenants, undertakings, promises, representations, warranties, and guarantees made in this Consulting Agreement, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Incorporation. The foregoing preambles are by this reference incorporated herein and made a part hereof as though fully set forth.

2. Effective Date. This Consulting Agreement, negotiated and executed in the State of Illinois, is effective as of April 16, 2004.

3. Duties.

a. Services. Commencing on the Effective Date of this Consulting Agreement, and throughout the term of this Consulting Agreement, the Consultant shall reasonably cooperate with the Commission in providing to the Commission such periodic consulting services and assistance as the General Manager may request from time to time relating to the Commission's business (the "Services"). The Services include, but are not limited to, the following:

i. Analyzing available data and consulting with the Commission in assisting the auditors in completion of the Commission's annual audit for the fiscal year ending April 30, 2004;

- ii. Analyzing the Commission's monthly financial operating procedures and protocols and recommending account coding, journal entries, cash management transactions, and summary financial analysis;
 - iii. Analyzing available data and consulting with the Commission in the process of procuring casualty insurance;
 - iv. Provide transitional assistance to the incoming Financial Administrator;
 - v. Analyzing available data and consulting with the Commission in assembling the Commission's annual five-year capital improvement program and management budget for fiscal year 2005-06;
 - vi. Assisting with bookkeeping and account analysis functions; and
 - vii. Assisting with financial analysis worksheet development.
- b. Specific Service Exclusions. During the term of this Consulting Agreement, the Consultant shall not:
- i. Sign Commission checks or other disbursement documents;
 - ii. Make transfers of Commission cash or other assets;
 - iii. Invest Commission funds;
 - iv. Supervise Commission employees; or
 - v. Assume any liability of an employee of the Commission.
- c. Consultant's Recommendations and Opinions. It is recognized that Consultant's recommendations and opinions are those of the Consultant alone, the Consultant has no control over whether or how the Consultant's recommendations and opinions are adopted or implemented by the Commission, and whether or how the Consultant's recommendations and opinions are adopted or implemented by the Commission shall be determined by the Commission in its sole and absolute discretion. Accordingly, the Consultant's recommendations and opinions shall not be guaranteed but, rather, made on the basis of Consultant's experience and knowledge of the Commission's business and represent only the Consultant's best judgment.

4. Term. This Consulting Agreement shall be in full force and effect for a period of one year after the Effective Date of this Consulting Agreement unless terminated sooner pursuant to Section 8 of this Consulting Agreement.

5. Compensation. The total compensation payable to the Consultant for Services, commencing on the Effective Date of this Consulting Agreement and for a period of one-year following the Effective Date of this Consulting Agreement, shall be at the rate of \$165 per hour.

6. Independent Contractor. The Consultant is an independent contractor and shall be free to exercise discretion and independent judgment on the method and means of performance of the Services, to the extent not inconsistent with this Consulting Agreement and the Commission's policies, procedures, and directions. The Consultant is not an employee or agent of the Commission and shall not, by virtue of this Consulting Agreement or performance of the Services, be entitled to any benefit or privilege provided by the Commission to its employees. In furtherance, and not in limitation of the foregoing, the Commission shall not be liable for workman's compensation, employees' liability, social security, withholding tax, or taxes of similar nature. The Consultant shall not have any authority or power to bind or commit the Commission in any manner whatsoever.

7. Confidential Information.

- a. Defined. In connection with the Services contemplated by this Consulting Agreement, it is anticipated that the Consultant will have access to secret or confidential information, records, data, specifications, systems, methods, plans, policies, programs, curriculum, inventions, material, and other knowledge, information, know-how, and business contacts ("Confidential Material") owned or controlled by the Commission.
- b. Limited Disclosure. All such Confidential Material shall be and remain the property of the Commission. Except as shall be required to perform the Consultant's duties hereunder, the Consultant shall not, directly or indirectly, either during the term of this Consulting Agreement or at any time thereafter, disclose or disseminate to anyone or make use of for any purpose whatsoever, any of the Confidential Material. The Consultant shall take all precautions necessary to prevent such disclosure of Confidential Material to others except upon the express written approval of the Commission. The non-disclosure provisions of this Section 7 shall only apply until such time as the Confidential Material shall have ceased to be secret or confidential as evidenced by general public knowledge, or is published or otherwise becomes available to the public through no wrongful conduct of the Consultant.
- c. Return of Confidential Material. Upon termination or expiration of this Consulting Agreement, the Consultant shall promptly deliver to

the Commission all Confidential Material (including all copies thereof, whether prepared by the Consultant or others) that are in the possession or under the control of the Consultant. The Consultant hereby acknowledges and agrees that all letters, documents, drawings, samples, books, and similar papers which the Consultant has in its possession by reason of this Consulting Agreement with the Commission are the property of the Commission and shall be returned to the Commission immediately upon termination or expiration of this Consulting Agreement, except as the parties shall otherwise mutually agree.

- d. Remedies. The Consultant hereby agrees that damages and any other remedy available at law would be inadequate to redress or remedy any loss or damage suffered by the Commission upon any breach of the terms of this Section 7 by the Consultant and the Consultant therefore agrees that the Commission, in addition to recovering on any claim for damages or obtaining any other remedy available at law, may also enforce the terms of this Section 7 by injunction or specific performance and may obtain any other appropriate remedy available in equity.
- e. Survival. Termination of this Consulting Agreement pursuant to Section 8 of this Consulting Agreement shall not constitute a waiver of the Commission's rights under this Section 7, nor a release of the Consultant from its obligations under this Section 7.

8. Termination. This Consulting Agreement may only be terminated prior to the expiration of its term pursuant to the terms of this Section 8.

- a. Mutual Agreement. This Consulting Agreement may be terminated by written mutual agreement of the Consultant and the Board of Commissioners, upon such terms as the parties shall mutually agree.
- b. Commission Termination. This Consulting Agreement may be terminated by the Board of Commissioners, in writing by first-class mail, return receipt requested, upon breach by the Consultant of any of the terms hereof; provided, however, that prior to any such termination, the Commission shall give the Consultant written notice and a 14-day period to cure any such breach.
- c. Consultant Termination. This Consulting Agreement may be terminated by the Consultant, in writing by first-class mail, return receipt requested, upon breach by the Commission of any of the terms hereof; provided, however, that prior to any such termination, the Consultant shall give the Commission written notice and a 14-day period to cure any such breach.

- d. Change in Service Representative. This Consulting Agreement may be terminated by either party upon 14 days advance notice given in writing, by first-class mail, return receipt requested, at any time after the Service Representative of the Consultant changes from the Service Representative identified in Section 16 of this Consulting Agreement.

9. Governing Law. This Consulting Agreement shall be governed and construed according to its terms. To the extent that judicial interpretation of this Consulting Agreement becomes necessary, it shall be construed according to the internal laws, but not the conflict of law rules, of the State of Illinois.

10. Assignment. This Consulting Agreement shall be binding upon and inure to the benefit of the parties and their respective and permitted legal representatives and successors. The Commission shall have the right to assign its rights under this Consulting Agreement, provided the Commission provides the Consultant reasonable assurance of the assignee's ability to perform the Commission's obligations under this Consulting Agreement. This Consulting Agreement may not be assigned by the Consultant, nor assumed by any third party, without the prior written consent of the Commission, which consent may be withheld at the Commission's sole and absolute discretion.

11. Partial Invalidity. The parties agree that to the extent any portion or covenant of this Consulting Agreement may be held to be invalid or legally unenforceable by a court of competent jurisdiction, all other provisions that can be separated from it or appropriately limited in scope shall not be affected and shall be given full force and effect.

12. Heading. The headings to the various sections of this Consulting Agreement have been inserted for convenient reference only and shall to no extent have the effect of amending or changing the express terms and provisions of this Consulting Agreement.

13. Notices. All notices required or permitted to be given under this Consulting Agreement shall be in writing and shall be deemed received by the addressee thereof when delivered in person on a business day at the address set forth below or on the third business day after being deposited in any main or branch United States post office, for delivery at the address set forth below by properly addressed, postage prepaid, certified or registered mail, return receipt requested.

Notices and communications to the Commission shall be addressed to, and delivered at, the following address:

DuPage Water Commission
600 East Butterfield Road
Elmhurst, Illinois 60126-4642
Attention: General Manager

Notices and communications to the Consultant shall be addressed to, and delivered at, the following address:

McBeath & Fates PC
115 West Orchard Street
Itasca, Illinois 60143
Attention: President

The foregoing shall not be deemed to preclude the use of other non-oral means of notification or to invalidate any notice properly given by any such other non-oral means.

By notice complying with the requirements of this Section 13, the Commission and the Consultant each shall have the right to change the address or addressee or both for all future notices to it, but no notice of a change of address shall be effective until actually received.

14. Entire Agreement: This Consulting Agreement constitutes the entire agreement between the parties hereto pertaining to the subject matter contained herein and replaces, supersedes, merges, and shall prevail over any other prior or contemporaneous discussions, promises, covenants, representations, warranties, agreements, or understandings, whether written or oral, that may have been entered into by the parties.

15. Waiver. No waiver of any of the provisions of this Consulting Agreement shall be deemed, or shall constitute, a waiver of any other provision, whether or not similar, nor shall any waiver constitute a continuing waiver. No waiver shall be binding unless executed in writing by the party against whom the waiver is sought to be enforced.

16. Service Representative. The Consultant has hired as an employee or will cause to be hired as an employee Mr. Richard H. Skiba, Jr. to act as its representative in performing the Services and duties of the Consultant.

17. Patriot Act. The Consultant represents and warrants to the Commission that neither it nor any of its elected or appointed officials, officers, employees, agents, or representatives, as applicable, is a person or entity named as a Specially Designated National and Blocked Person (as defined in Presidential Executive Order 13224) and that it is not acting, directly or indirectly, for or on behalf of a Specially Designated National and Blocked Person. The Consultant further represents and warrants to the Commission that the Consultant and its elected or appointed officials, officers, employees, agents, or representatives, as applicable, are not, directly or indirectly, engaged in, and are not facilitating, the transactions contemplated by this Consulting Agreement on behalf of any person or entity named as a Specially Designated National and Blocked Person. The Consultant hereby agrees to defend, indemnify, and hold harmless the Commission and all Commission elected or appointed officials, officers, employees, agents, representatives, engineers, and attorneys, from and against any and all claims, damages, losses, risks, liabilities, and expenses (including reasonable

attorneys' fees and costs) arising from or related to any breach of the foregoing representations and warranties.

IN WITNESS WHEREOF, the parties have caused this Consulting Agreement to be duly executed as of the day and year first written above.

DU PAGE WATER COMMISSION

By: _____
Robert L. Martin
Acting General Manager

MCBEATH & FATES PC

BY: _____
William A. Fates
President

DU PAGE WATER COMMISSION**RESOLUTION NO. R-19-04****A RESOLUTION APPROVING CERTAIN
CONTRACT CHANGE ORDERS AT THE
APRIL 7, 2004 DU PAGE WATER COMMISSION MEETING**

BE IT RESOLVED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: The Change Orders set forth on Exhibit 1, attached hereto and by this reference incorporated herein and made a part hereof, shall be and hereby are approved because the Board of Commissioners of the DuPage Water Commission has determined that the circumstances said to necessitate the changes were not reasonably foreseeable at the time the contracts were signed, the Change Orders are germane to the original contracts as signed and/or the Change Orders are in the best interest of the DuPage Water Commission and authorized by law.

SECTION TWO: This Resolution shall constitute the written determination required by Section 33E-9 of Article 33E of the Criminal Code of 1961 and shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED this _____ day of _____, 2004.

Chairman

ATTEST:

Clerk

Exhibit 1

Resolution R-19-04

1. Change Order No. 1: Contract TIB-1 (Innerbelt Transmission Main) in the amount of \$50,090.72
2. Change Order No. 2: Contract TIB-1 (Innerbelt Transmission Main) in the credit amount of \$59,920.00
3. Change Order No. 3: Contract TIB-1 (Innerbelt Transmission Main) in the amount of \$86,800.00
4. Change Order No. 4: Contract TIB-1 (Innerbelt Transmission Main) in the amount of \$255,925.33
5. Change Order No. 42: Contract TW-2 (West Transmission Main) in the credit amount of \$109,878.08

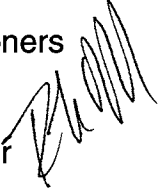
Total amount of the Change Order is \$223,017.97.



DuPage Water Commission

MEMORANDUM

TO: Chairman & Commissioners

FROM: Robert L. Martin, P.E.
Acting General Manager 

DATE: April 2, 2004

SUBJECT: Summary of Action Since Previous Meeting

1. Purchase Order No. 8027 in the amount of \$15,627.83 to Danka Office Imaging is for a Toshiba eStudio 4511 digital copier. Staff has conducted research for a copier/scanner/facsimile machine. The Toshiba eStudio 4511 was tested in the preparation of this board meeting package and performed excellently. This purchase is a budgeted item. Danka is providing this digital copier at a significantly reduced Government rate, let us conduct the performance testing at no charge, and provided extensive setup and training assistance to all staff members.

We are in the process of determining whether the Government pricing being offered was derived from a "cooperative purchasing arrangement" meeting the requirements of Article VIII, Section 18 of the Commission's By-Laws. If so, the purchase will be exempt from the purchasing procedures of the Commission's By-Laws. If not, we will request that the purchasing procedures of the Commission's By-Laws be suspended or the purchase will need to be delayed until such time as two quotations have been obtained.

2. A meeting is scheduled for April 15th with the DuPage Forest Preserve District, Village of Carol Stream and the Wayne Township Highway Department regarding Contract TW-3.

600 E. BUTTERFIELD ROAD
ELMHURST, IL 60126-4642
(630) 834-0100 • FAX: (630) 834-0120

TO: DANKA OFFICE IMAGING

LOMBARD, IL 60148

ATTN: CHRIS BOSTICK

[illegible]

This Purchase Order Number must appear on all invoices, acknowledgments, bills of lading, correspondence and shipping cartons. Please notify us if you are unable to ship complete order by date specified.

Please send 2 copies of your invoice

ROBERT L. MARTIN SIGNATURE



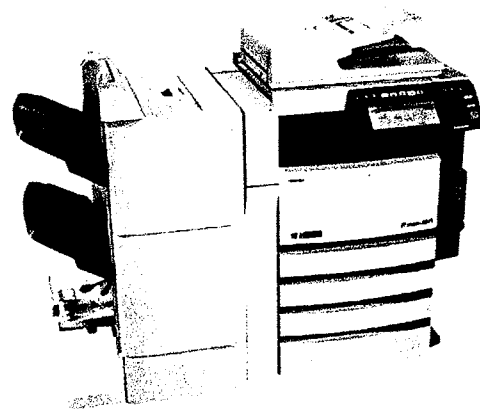
Proposed Solution

Danka recommends One (1) Toshiba e-STUDIO 4511 Color Copier / Printer with Automatic Document Feeder, and 3 Paper Drawers. This solution will provide fast / full-color copies, brochures, newsletters, etcetera, eliminating outsourcing expenses and inconvenience, can change and edit quickly, account for black v. color copies / prints, and use heavier stocks for brochures and newsletters. This recommendation will solve the three (3)-identified problems.

- Bring outsourced projects in-house reducing cost and increased convenience
- Ability to make last minute changes
- Lower cost for both black and color copies / prints.

Toshiba e-STUDIO 4511 Digital Copier

- ✓ 11 Page per Minute Color Copier/Printer
- ✓ 45 Page per Minute B/W Copier/Printer
- ✓ 45Page per Minute Network Scanner
- ✓ (2) 550 Sheet Paper Cassettes
- ✓ 2,500 Sheet Large Capacity Drawer
- ✓ 100 Sheet Stack Feed Bypass
- ✓ Automatic Two-Sided Copying and Scanning
- ✓ Electronic finishing (stapling/sorting)
- ✓ 2-3 Hole Punch
- ✓ 256 MB RAM
- ✓ 60 GB HDD
- ✓ Supports 200 User Boxes
- ✓ Scan Features
 - JPEG, TIFF and PDF File Formats
 - Scan-to-email
 - Scan-to-file



Financial Investment

- ✓ State and Local Government Purchase Price\$14,477.83
- ✓ Standard Retail Purchase Price\$21,750.00

- ✓ Maintenance\$66.00
 - Monthly 5,000 B/W impressions Per Month
 - B/W Overages @ 0.0112 per copy
 - All Color impressions @ 0.0719 per copy
- ✓ Maintenance\$93.00
 - Monthly 7,500 B/W impressions Per Month
 - B/W Overages @ 0.0111 per copy
 - All Color impressions @ 0.0697 per copy
 - Includes all Labor and Parts
 - Includes Digital Service Support
 - Includes toner
 - Staples are separate

**Delivery, Installation & Training Included*

**Quote Does Not Include Applicable Tax*

CONFIDENTIAL AND PROPRIETARY INFORMATION
Intended for Use by Recipient Only

DUPAGE WATER COMMISSION

ORDINANCE NO. O-11-04

AN ORDINANCE AMENDING THE
BY-LAWS OF THE DUPAGE WATER COMMISSION
(Amending Article XI)

WHEREAS, the DuPage Water Commission (the “Commission”) is a county water commission and as such a political subdivision and unit of local government organized and existing under the laws of the State of Illinois for the public purpose of acquiring and operating a common source of supply of Lake Michigan water; and

WHEREAS, on May 31, 2003, the General Assembly adopted the State Officials and Employees Ethics Act, which Act became effective on November 19, 2003; and

WHEREAS, on November 20, 2003, the General Assembly adopted Senate Bill 702, which Senate Bill amended the State Officials and Employees Ethics Act, repealed the State Gift Ban Act, and became effective on December 9, 2003 (the State Officials and Employees Ethics Act, as amended, is hereinafter collectively referred to as the “Act”); and

WHEREAS, the Act regulates (i) the political activities of certain governmental officials and employees and (ii) the soliciting and accepting of gifts from any prohibited source; and

WHEREAS, the Act requires that units of local government adopt local policies regulating the political activities of its officers and employees and the solicitation and acceptance of gifts that are no less restrictive than the provisions of the Act; and

WHEREAS, in order to comply with the Act, the Board of Commissioners of the DuPage Water Commission has determined that it is appropriate and in the best interests of the Commission to amend the Commission’s By-Laws, as restated in Ordinance No. O-5-92 and amended by Ordinance Nos. O-1-93, O-1-94, O-14-94, O-

10-99, O-7-00, O-11-02, and O-2-04, to adopt new regulations regarding the political activities of its officers and employee and to amend its existing regulations regarding the solicitation and acceptance of gifts by officers and employees of the Commission;

NOW, THEREFORE, BE IT ORDAINED by the Board of Commissioners of the DuPage Water Commission as follows:

SECTION ONE: Recitals. The foregoing recitals are hereby incorporated herein as findings of the Board of Commissioners of the DuPage Water Commission.

SECTION TWO: Amendment. Section 3, entitled "Gift Ban," of Article XI, "Conduct of the Commissioners, Officers and Employees of the Commission," of the Commission's By-Laws shall be, and it is hereby, amended in its entirety, including the caption thereof, so that said Section 3, including the caption thereof, shall hereafter be and read as follows:

"Section 3. Gift Ban and Prohibited Political Activities

- (a) Definitions: Whenever the following words or terms are used in this Section 3, they shall have the meanings ascribed to them below:

CAMPAIGN FOR ELECTIVE OFFICE: Any activity in furtherance of an effort to influence the selection, nomination, election, or appointment of any individual to any federal, state, or local public office or office in a political organization, or the selection, nomination, or election of Presidential or Vice-Presidential electors, but does not include activities (i) relating to the support or opposition of any executive, legislative, or administrative action,¹ (ii) relating to collective bargaining,² or (iii) that are otherwise in furtherance of the person's official duties.

CANDIDATE: Any person who has filed nominating papers or petitions for nomination or election to an elected office, or who has been appointed to fill a vacancy in nomination, and who remains eligible for placement on the ballot at either a general primary election or general election.

¹ As those terms are defined in Section 2 of the Lobbyist Registration Act, 25 ILCS 170/2.

² As defined in Section 3 of the Illinois Public Labor Relations Act, 5 ILCS 315/3.

COMPENSATED TIME: With respect to an employee, any time worked by or credited to an employee that counts toward any minimum work time requirement imposed as a condition of his or her employment but, for purposes of this Section 3, does not include any designated holidays, vacation periods, personal time, compensatory time off, or any period when the employee is on a leave of absence. With respect to officers or employees whose hours are not fixed, compensated time includes any period of time when the officer or employee is on the premises under the control of the employer and any other time when the officer or employee is executing his or her official duties, regardless of location.

COMPENSATORY TIME OFF: Any authorized time off earned by or awarded to an employee to compensate in whole or in part for time worked in excess of the minimum work time required of that employee as a condition of his or her employment.

EMPLOYEE: All full-time, part-time, and contractual employees of the Commission.

GIFT: Any gratuity, discount, entertainment, hospitality, loan, forbearance, or other tangible or intangible item having monetary value including, but not limited to, cash, food and drink, and honoraria for speaking engagements related to or attributable to government employment or the official position of an officer or employee.

INTRA-OFFICE GIFT: Any gift given to an officer or employee of the Commission from another officer or employee of the Commission.

INTER-OFFICE GIFT: Any gift given to an officer or employee of the Commission from a member of the Illinois General Assembly; or from the Governor, the Lieutenant Governor, the Attorney General, the Secretary of State, the Controller, the Treasurer or the Auditor General of the State of Illinois; or from a member, officer, appointee, or employee of any State Agency as defined in the State Officials and Employees Ethics Act,³ or of any federal agency, or of any unit of local government or school district.

LEAVE OF ABSENCE: Any period during which an employee does not receive (i) compensation for employment, (ii) service credit towards pension benefits, and (iii) health insurance benefits paid for by the Commission.

OFFICER: All appointed and elected officials of the Commission, regardless of whether the official is compensated.

³ 5 ILCS 430/1-1 *et seq.*

POLITICAL: Any activity in support of or in connection with any campaign for elective office or any political organization, but does not include activities (i) relating to the support or opposition of any executive, legislative, or administrative action, (ii) relating to collective bargaining, or (iii) that are otherwise in furtherance of the person's official duties.

POLITICAL ORGANIZATION: A party, committee, association, fund, or other organization (whether or not incorporated) that is required to file a statement of organization with the State Board of Elections or a county clerk under Section 9-3 of the Election Code,⁴ but only with regard to those activities that require filing with the State Board of Elections or a county clerk.

PROHIBITED POLITICAL ACTIVITY:

1. Preparing for, organizing, or participating in any political meeting, political rally, political demonstration, or other political event.
2. Soliciting contributions, including but not limited to the purchase of, selling, distributing, or receiving payment for tickets for any political fundraiser, political meeting, or other political event.
3. Soliciting, planning the solicitation of, or preparing any document or report regarding any thing of value intended as a campaign contribution.
4. Planning, conducting, or participating in a public opinion poll in connection with a campaign for elective office or on behalf of a political organization for political purposes or for or against any referendum question.
5. Surveying or gathering information from potential or actual voters in an election to determine probable vote outcome in connection with a campaign for elective office or on behalf of a political organization for political purposes or for or against any referendum question.
6. Assisting at the polls on election day on behalf of any political organization or candidate for elective office or for or against any referendum question.

⁴ 10 ILCS 5/9-3.

Ordinance No. O-11-04

7. Soliciting votes on behalf of a candidate for elective office or a political organization or for or against any referendum question or helping in an effort to get voters to the polls.
8. Initiating for circulation, preparing, circulating, reviewing, or filing any petition on behalf of a candidate for elective office or for or against any referendum question.
9. Making contributions on behalf of any candidate for elective office in that capacity or in connection with a campaign for elective office.
10. Preparing or reviewing responses to candidate questionnaires in connection with a campaign for elective office or on behalf of a political organization for political purposes.
11. Distributing, preparing for distribution, or mailing campaign literature, campaign signs, or other campaign material on behalf of any candidate for elective office or for or against any referendum question.
12. Campaigning for any elective office or for or against any referendum question.
13. Managing or working on a campaign for elective office or for or against any referendum question.
14. Serving as a delegate, alternate, or proxy to a political party convention.
15. Participating in any recount or challenge to the outcome of any election.

PROHIBITED SOURCE: Any person or entity who:

1. is seeking official action by the Commission or by an officer or employee of the Commission;
2. does business or seeks to do business with the Commission or with an officer or employee of the Commission;
3. conducts activities regulated by the Commission or by an officer or employee of the Commission;

4. has interests that may be substantially affected by the performance or non-performance of the official duties of the Commission or an officer or employee of the Commission; or
5. is registered or required to be registered with the Secretary of State under the Lobbyist Registration Act., except that an entity does not become a prohibited source merely because a registered lobbyist is one of its members or serves on its board of directors.

RELATIVE: Those people related to the officer or employee as father, mother, son, daughter, brother, sister, uncle, aunt, great aunt, great uncle, first cousin, nephew, niece, husband, wife, grandfather, grandmother, grandson, granddaughter, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson, stepdaughter, stepbrother, stepsister, half brother, half sister, and including the father, mother, grandfather, or grandmother of the officer's or employee's spouse and the officer's or employee's fiancé or fiancée.

(b) Gifts:

1. Gifts Prohibited: Except as otherwise provided in Paragraph 3(b)2 below, no officer or employee, spouse of an officer or employee, or immediate family member living with an officer or employee, shall intentionally solicit or accept any gift from any prohibited source or in violation of any federal or state statute, rule, or regulation. No prohibited source shall intentionally offer or make a gift that violates this subsection.
2. Exceptions: The restrictions set forth in Subsection 3(b)1 above shall not apply to the following:
 - A. Opportunities, benefits, and services that are available on the same conditions as for the general public.
 - B. Anything for which the officer or employee pays the market value or anything not used and promptly disposed of as provided in Paragraph 3(b)3 below.
 - C. A contribution, as defined in Article 9 of the Illinois Election Code,⁵ that is lawfully made under that Code or under the State Officials and Employees Ethics Act, or activities

⁵ 10 ILCS 5/9-1 *et seq.*

associated with a fundraising event in support of a political organization or candidate.

- D. Educational materials and missions.
- E. Travel expenses for a meeting to discuss Commission business.
- F. A gift from a relative of an officer or employee.
- G. Anything provided by an individual on the basis of a personal friendship unless the officer or employee has reason to believe that, under the circumstances, the gift was provided because of the official position or employment of the officer or employee and not because of the personal friendship. In determining whether a gift is provided on the basis of personal friendship, the officer or employee shall consider the circumstances under which the gift was offered, such as:
 - (i) the history of the relationship between the individual giving the gift and the recipient of the gift, including any previous exchange of gifts between those individuals;
 - (ii) whether to the actual knowledge of the officer or employee the individual who gave the gift personally paid for the gift or sought a tax deduction or business reimbursement for the gift; and
 - (iii) whether to the actual knowledge of the officer or employee the individual who gave the gift also at the same time gave the same or similar gifts to other officers or employees.
- H. Food or refreshments not exceeding \$75.00 per person in value on a single calendar day; provided that the food or refreshments are:
 - (i) Consumed on the premises from which they were purchased or prepared; or
 - (ii) Purchased ready to eat and delivered by any means.
- I. Food, refreshments, lodging, transportation, and other benefits resulting from the outside business or employment activities (or outside activities that are not connected to the duties of the officer or employee as an office holder or

employee) of the officer or employee, or the spouse of the officer or employee, if the benefits have not been offered or enhanced because of the official position or employment of the officer or employee and are customarily provided to others in similar circumstances.

- J. Intra-office and inter-office gifts.
- K. Bequests, inheritances, and other transfers at death.
- L. Any item or items from any one prohibited source during any calendar year having a cumulative total value of less than \$100.00.

- 3. Disposition of Gifts: An officer or employee that is a recipient of a gift that is given in violation of this Section 3 may, at his or her discretion, return the item to the donor or give the item or an amount equal to its value to an appropriate charity that is exempt from income taxation under Section 501(c)3 of the Internal Revenue Code of 1986, as now or hereafter amended, renumbered, or succeeded.

(c) Prohibited Political Activities:

- 1. No officer or employee shall intentionally perform any prohibited political activity during any compensated time. No officer or employee shall intentionally use any property or resources of the Commission in connection with any prohibited political activity.
- 2. At no time shall any officer or employee intentionally require any other officer or employee to perform any prohibited political activity (i) as part of that employee's duties, (ii) as a condition of employment, or (iii) during any compensated time off.
- 3. No officer or employee shall be required at any time to participate in any prohibited political activity in consideration for that officer or employee being awarded any additional compensation or any benefit, whether in the form of a salary adjustment, bonus, compensatory time off, continued employment, or otherwise., nor shall any officer or employee be awarded additional compensation or any benefit in consideration for the officer's or employee's participation in any prohibited political activity.
- 4. Nothing in this Subsection 3(c) prohibits activities that are otherwise permissible an officer or employee to engage in as a part of his or

her official or employment duties or activities that are undertaken by an officer or employee on a voluntary basis as permitted by law.

5. No person either (i) in a position that is subject to recognized merit principles of public employment or (ii) in a position the salary for which is paid in whole or in part by federal funds and that is subject to the Federal Standards for a Merit System of Personnel Administration applicable to grant-in-aid programs, shall be denied or deprived of employment or tenure solely because he or she is a member or an officer of a political committee, of a political party, or of a political organization or club.

NOT REQUIRED [(d) Ethics Officer: The General Manager, or the General Manager's designee, shall be designated the Ethics Officer for the Commission. The Ethics Officer's duties and responsibilities shall include:

1. providing guidance to officers and employees in completing statements of economic interest before they are filed with the appropriate office; and
2. providing guidance to officers and employees in the interpretation and implementation of this Section 3 and the requirements of Section 5-15 and Article 10 of the State Officials and Employees Ethics Act; and
3. providing guidance to officers and employees in the interpretation and implementation of other applicable statutes, ordinances, rules, or regulations of the Commission, the State of Illinois, or the federal government dealing with ethics, conflicts of interest, interests in contracts, jobs, work, or materials, or the profits thereof, or services to be performed for or by the Commission.

Without needing prior authorization from the Board of Commissioners, the Ethics Officer shall have the authority to retain the services of Special Counsel for the Commission, at a cost not to exceed the sum of \$10,000 except as authorized by the Board of Commissioners, in the event the Ethics Officer determines that legal counsel and advice beyond the expertise of the Staff Attorney or the General Counsel of the Commission is required in performing the duties and responsibilities of the Ethics Officer.]

- (e) Interpretation: It is the intent of the Commission that the provisions of this Section 3 shall be substantially in accordance with the requirements of Section 5-15 and Article 10 of the State Officials and Employees Ethics Act. To the extent that Section 5-15 or Article 10 of the State Officials and Employees Ethics Act may, from time to time, be more restrictive than the

requirements of this Section 3, the provisions of Section 5-15 and Article 10 of the State Officials and Employees Ethics Act shall control. This Section 3 does not repeal or otherwise modify Section 105, entitled "Employment Ethics," of the Commission's Personnel Manual (the "Existing Regulations"). To the extent that the Existing Regulations are less restrictive than Section 5-15 or Article 10 of the State Officials and Employees Ethics Act and this Section 3, the provisions of Section 5-15 and Article 10 of the State Officials and Employees Ethics Act and this Section 3 shall control."

SECTION THREE: Effective Date. This Ordinance shall be in full force and effect from and after its adoption.

AYES:

NAYS:

ABSENT:

ADOPTED this ____ day of _____, 2004

Chairman

ATTEST:

Clerk

DU PAGE WATER COMMISSION - ACCOUNTS PAYABLE 06-Mar-04 TO 02-Apr-04

ACPA0404
ACCOUNTS PAYABLE SPREADSHEET

MEETING OF

04/07/04

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VENDOR	INVOICE #	DATE	DESCRIPTION	ACCT# (c)	FUNDING SOURCE (d)	INVOICE AMOUNT	VENDOR AMOUNT
Adam Tool & Mfg	7731	03/22/04	Pumping Operations	WF-6621	WR	75.00	
Adam Tool & Mfg	7734	03/24/04	Pumping Operations	WF-6621	WR	175.00	250.00
ADT Security Services Inc.	67759526	03/13/04	Fire & Security Services: 04/01/04-06/30/04	WF-6622	WR	109.10	109.10
Aerex Pest Control	613945	03/18/04	Exterminator - Service Building: March 2004	WF-6622	WR	47.00	
Aerex Pest Control	613955	03/18/04	Exterminator - Pump & Motor Rooms: March 2004	WF-6622	WR	47.00	
Aerex Pest Control	614189	03/18/04	Exterminator - DPPS: March 2004	WF-6622	WR	50.00	144.00
Alvord, Burdick & Howson	80	03/31/04	Naperville Rd. to Diehl Rd.: 02/25/04-03/24/04	WF-7913	DSR	5,126.90	
Alvord, Burdick & Howson	80	03/31/04	Diehl Rd. to 75th: 02/25/04-03/24/04	WF-7913	DSR	30.45	
Alvord, Burdick & Howson	80	03/31/04	Butterfield Rd. to Prairie Path: 02/25/04-03/24/04	WF-7913	DSR	4,884.01	
Alvord, Burdick & Howson	2004112	03/31/04	Blow-Off Valve Improvement Tsk Odr. #9: 02/25/04-03/24/04	WF-6389	WR	49.30	
Alvord, Burdick & Howson	2004114	03/31/04	48" West Transmission Main - TW-3: 02/25/04-03/24/04	WF-7913	DSR	114,265.17	
Alvord, Burdick & Howson	2004115	03/31/04	72" Along Rt. 83 (TIB-1) Task Order # 11: 02/25/04-03/24/04	WF-7913	DSR	5,739.15	
Alvord, Burdick & Howson	2004116	03/31/04	Dist. Fac. Update - GPS Tsk Odr. #17: 02/25/04-03/24/04	WF-7913	DSR	14,748.04	
Alvord, Burdick & Howson	2004117	03/31/04	Schaumburg Emergency Connection As Built Drawings	WF-7912	DSR	1,144.88	
Alvord, Burdick & Howson	2004118	03/31/04	"C" Factor Issue Presentation - Task Order # 14-003	WF-6389	WR	4,032.00	
Alvord, Burdick & Howson	2004120	03/31/04	72" Along Rt. 83 (TIB-1) Task Order # 11: 02/25/04-03/24/04	WF-7913	DSR	47,609.77	
Alvord, Burdick & Howson	2004121	03/31/04	5-Year Capital Improvement - Task Order # 14-002	WF-6389	WR	1,268.93	198,898.60
American Water Works Association	2000329016	03/01/04	Membership: T. McGhee	WF-6540	WR	62.00	
American Water Works Association	5000013652	02/24/04	Employment Ad: General Manager	WF-6191	WR	430.00	492.00
Anixter Inc.	181-244920	03/05/04	Adapter Kits	WF-6624	WR	150.99	
Anixter Inc.	181-246966	03/24/04	Adapter Kits	WF-6550	WR	95.33	
Anixter Inc.	181-247102	03/12/04	Power Strips	WF-6624	WR	79.50	325.82
AT&T	6308340100	02/25/04	Long Dist. Serv. DPPS: 01/25/04-02/25/04	WF-6514	WR	518.11	518.11
AT&T Wireless Service - Chicago	150038750	02/28/04	Cellular Phone Serv.: 01/27/04-02/26/04	WF-6514	WR	138.93	138.93

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Avalon Petroleum Company	444446	03/05/04	Gasoline	WF-6642	WR	1,520.00	
Avalon Petroleum Company	445534	03/23/04	Gasoline	WF-6642	WR	1,564.00	3,084.00
Bank One	1110308	03/04/04	Bank Charges	WF-6233	WR	673.88	
Bank One	311806002470	03/03/04	Replenish I-PASS	WF-6131	WR	40.00	
Bank One	311806002470	03/03/04	Replacement BIOS Chip for SYSLOG Server	WF-6550	WR	25.00	738.88
Bearing Headquarters Company	617075	03/22/04	Pumping Operations	WF-6621	WR	490.00	490.00
Black Box Corporation	137031	03/18/04	Surge Protectors	WF-6624	WR	728.00	728.00
Buttrey Rental Service Inc.	BR386291	03/10/04	Equipment Rental	WF-6625	WR	22.00	22.00
Camp Dresser & McKee Inc.	80172040/6	03/22/04	DPPS Power Supply Study: 01/25/04-02/21/04	WF-7912	DSR	18,520.00	18,520.00
CDW Government, Inc.	MG93863	03/22/04	SCADA/Instrumentation	WF-6624	WR	273.77	
CDW Government, Inc.	MG98047	03/22/04	Viewsonic 19" Monitor	WF-6521	WR	663.99	
CDW Government, Inc.	MI31988	03/25/04	Microsoft License	WF-6624	WR	209.00	1,146.76
Charles Equipment Co.	130091	03/10/04	Maintenance Supplies	WF-6622	WR	851.09	
Charles Equipment Co.	130258	03/16/04	Repairs to Emergency Generator	WF-6622	WR	3,296.00	4,147.09
Chicago Engraving & Design Studios, Inc.	512	03/08/04	Commissioner Plaque & Name Plates	WF-6590	WR	95.00	95.00
Chicago Suburban Express Inc.	615594	03/19/04	Freight on Maintenance Supplies	WF-6622	WR	42.28	42.28
Chicago, City of: Dept. of Water	Ltr.	03/09/04	Operation Costs Lex. Sta.:01/01/04-01/31/04	WF-6611	WR	40,389.09	
Chicago, City of: Dept. of Water	Ltr.	03/30/04	Operation Costs Lex. Sta.:02/01/04-02/29/04	WF-6611	WR	28,827.34	69,216.43
Chicago, City of: Dept. of Water	Ltr.	03/10/04	Electric Service: 01/02/04-02/02/04	WF-6611	WR	76,074.53	76,074.53
Chicago, City of: Supt. of Wtr. Coll.	Ltr.	04/01/04	Water Supply: 03/01/04-03/31/04	WF-1910	WR	(576,747.04)	
Chicago, City of: Supt. of Wtr. Coll.	Ltr.	04/01/04	Water Supply: 03/01/04-03/31/04	WF-6611	WR	2,883,735.18	2,306,988.14

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Cintas First Aid & Safety	343205934	03/02/04	First Aid Supplies	WF-6622	WR	80.95	
Cintas First Aid & Safety	343206136	03/04/04	First Aid Supplies	WF-6622	WR	53.40	134.35
Commonwealth Edison	Various	03/08/04	Remote Opr.Valve: 02/05/04-03/06/04	WF-6612	WR	967.81	
Commonwealth Edison	Various	03/17/04	CP Station: 02/17/04-03/17/04	WF-6612	WR	221.59	
Commonwealth Edison	Various	03/29/04	Tank Site Serv: 02/27/04-03/29/04	WF-6612	WR	2,324.22	
Commonwealth Edison	Various	03/09/04	Meter Sta. Serv.: 02/06/04-03/09/04	WF-6612	WR	7,958.96	11,472.58
Consolidated Concrete Restoration, Inc.	4759	03/12/04	Meter Station Water Proofing: 10C, 10A, 16C, 20A	WF-6633	WR	6,340.00	6,340.00
Constellation NewEnergy, Inc.	0297187001	03/03/04	DPPS Electric Service: 01/27/04-02/25/04	WF-6612	WR	80,039.09	
Constellation NewEnergy, Inc.	0297187001	03/31/04	DPPS Electric Service: 02/25/04-03/25/04	WF-6612	WR	103,644.94	183,684.03
Corpro Companies, Inc.	SI068377	02/19/04	Service Contract Cathodic Protection	WF-6633	WR	2,250.00	2,250.00
CTE Engineers, Inc.	44140675.2000-1		Eng. Svcs - Reservoir Design: 01/31/04-02/27/04	WF-7912	DSR	9,924.79	9,924.79
Discount Tire Co. Inc.	8521133	03/03/04	Vehicle Maintenance: M-80328	WF-6641	WR	572.00	
Discount Tire Co. Inc.	8521206	03/04/04	Vehicle Maintenance: M-090117T	WF-6641	WR	82.00	654.00
Downers Grove, Village of		02/26/04	Water Quality Loan - Draw # 7	WF-1932	ST	600,000.00	600,000.00
Efilliate Incorporated	P02852760001	03/01/04	Office Equipment Repairs	WF-6550	WR	133.40	133.40
Elmhurst, City of	25995	03/17/04	Annual Service Fee Agreement	WF-1553	WR	39,913.00	39,913.00
Errand Boy	Various	03/03/04	Messenger Service	WF-6532	WR	53.50	53.50
Excalibur Refreshment Concepts, Inc.	32676	03/03/04	Coffee	WF-6521	WR	141.85	141.85
Falcon Associates, Inc.	11592	03/30/04	Employment Ad: Financial Administrator	WF-6191	WR	225.00	225.00

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Federal Express Corp.	1-673-04814	03/25/04	Messenger Service	WF-6532	WR	1,123.43	1,123.43
Flowserve FSD Corporation	M743550	03/22/04	Repairs to Pump Seal	WF-6621	WR	2,136.00	2,136.00
GE Supply	265-977786	03/24/04	Maintenance Supplies	WF-6622	WR	97.46	
GE Supply	265-977787	03/23/04	Maintenance Supplies	WF-6622	WR	21.11	118.57
Glenbard Electric Supply, Inc.	1038561-01	03/05/04	Maintenance Supplies	WF-6622	WR	5.01	5.01
Grainger	Various	03/02/04	Centrifugal & Effluent Pumps	WF-6633	WR	4,609.15	
Grainger	Various	03/12/04	Maintenance Supplies	WF-6622	WR	638.19	5,247.34
Greenberg Traurig	1183055	03/11/04	"C" Factor Retainer - February, 2004	WF-6253	WR	10,000.00	10,000.00
Holland & Knight		03/11/04	Legal Services: February 2004	WF-7951	DSR	109.80	
Holland & Knight		03/11/04	Legal Services: February 2004	WF-6251	WR	3,692.72	3,802.52
Home Depot	Various	03/01/04	Pipeline Supplies	WF-6637	WR	82.53	
Home Depot	7141781	03/05/04	ROV Maintenance	WF-6633	WR	82.80	
Home Depot	Various	03/23/04	Maintenance Supplies	WF-6622	WR	636.65	801.98
HSQ Technology	6061	03/29/04	SCADA Support Service: 03/01/04-03/31/04	WF-6624	WR	450.00	
HSQ Technology	05-2174-6038	03/08/04	Labor to Create Custom VCL Program	WF-6389	WR	1,330.00	1,780.00
Illinois Municipal League	17815	03/16/04	Illinois Municipal Review Subscription	WF-6540	WR	10.00	10.00
Illinois Paper Company	350037-000	03/05/04	Office Supplies	WF-6521	WR	221.88	221.88
Illinois State Police		03/04/04	Radio Communication Service: April - June 2004	WF-6641	WR	1,282.50	1,282.50
Invensys Systems Inc.	68023114	03/10/04	SCADA/Instrumentation	WF-6624	WR	335.00	
Invensys Systems Inc.	68023115	03/10/04	SCADA/Instrumentation	WF-6624	WR	335.00	670.00

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J.U.L.I.E.	02-04-0433	03/01/04	Utility Locates: February 2004	WF-6634	WR	1,661.55	1,661.55
Joliet Junior College		03/09/04	Professional Development: W. Wegner	WF-6133	WR	504.00	
Joliet Junior College		03/17/04	Professional Development: L. Sharp	WF-6133	WR	59.00	
Joliet Junior College		03/17/04	Training: R. Moore	WF-6132	WR	740.00	1,303.00
Lesman Instrument company	1/087420	03/12/04	Temperature Compensation Electrode, Electrodes	WF-6624	WR	248.73	
Lesman Instrument company	1/087421	03/23/04	Temperature Compensation Electrode	WF-6624	WR	122.30	371.03
Martin, Robert		03/19/04	ISAWWA Annual Conference: R. Martin & T. McGhee	WF-6133	WR	20.61	20.61
McGhee, Terrance		03/31/04	ISAWWA Annual Conference	WF-6133	WR	154.80	154.80
McMaster-Carr Supply Company	Various	03/23/04	Maintenance Supplies	WF-6622	WR	464.61	464.61
Mel's Ace Hardware	Various	03/01/04	Pipeline Supplies	WF-6637	WR	32.44	
Mel's Ace Hardware	Various	03/02/04	ROV Maintenance, Meter Station Repairs	WF-6633	WR	50.45	
Mel's Ace Hardware	Various	03/03/04	Vehicle Maintenance	WF-6641	WR	106.14	
Mel's Ace Hardware	Various	03/31/04	Maintenance Supplies	WF-6622	WR	112.90	301.93
Menards - Hillside	Various	03/29/04	Maintenance Supplies	WF-6622	WR	49.75	49.75
Microwave Data Systems Inc.	MDS 8989062	03/29/04	SCADA Radio Upgrade	WF-6624	WR	3,204.03	3,204.03
Midwest Engineering Consultants, Ltd.	3779	03/08/04	Technical Services for Motor Control Center (Pump 5)	WF-6622	WR	1,001.25	
Midwest Engineering Consultants, Ltd.	3802	03/29/04	Technical Services for Motor Control Center (Pump 5)	WF-6622	WR	250.00	1,251.25
MK Battery	381640	03/08/04	Meter Station Batteries	WF-6633	WR	548.00	
MK Battery	381640	03/08/04	Master Radio Batteries	WF-6624	WR	22.40	570.40
Naperville, City of	Various	03/22/04	Meter Sta. Service: 02/12/04-03/11/04	WF-6612	WR	1,585.70	1,585.70
National City Bank	801797001	03/16/04	Investment Safekeeping Fees: 02/01/04-02/29/04	WF-6233	WR	948.90	948.90

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National Relay Labs	95801	02/17/04	SCADA/Instrumentation	WF-6624	WR	1,140.00	1,140.00
National Waterworks, Inc.	1010344	01/30/04	Meter Registers, Rotor Shafts, O-Rings	WF-6623	WR	4,598.06	
National Waterworks, Inc.	1084413	03/05/04	Manhole Cover Hooks	WF-6637	WR	100.50	4,698.56
Neuco Inc.	522627	03/19/04	Maintenance Supplies	WF-6622	WR	23.20	23.20
Nextel Communications	648652511	03/13/04	Cellular Phone Serv.: 02/09/04-03/08/04	WF-6514	WR	426.77	426.77
NICOR	2-38-82-32429	03/29/04	DPPS Service: 10/14/03-03/15/04	WF-6513	WR	19,881.38	19,881.38
Par Group, The		03/12/04	Professional Svcs for Recruitment & Selection of Fin. Admin.	WF-6389	WR	4,666.00	4,666.00
Penton Technology Media Inc.	3163641	02/24/04	Windows & .Net Magazine	WF-6540	WR	49.95	49.95
Pitney Bowes	5795233-MR04	03/13/04	Postage Meter Rental: 12/30/03-03/30/04	WF-6550	WR	597.00	597.00
Premio Computer Inc.	120429SL	03/29/04	Workstation Computer	WF-6951	WR	757.00	757.00
Primera	14753	03/08/04	Recommission HVAC System: 02/01/04-02/29/04	WF-6622	WR	4,100.00	4,100.00
Program Professional Service, Inc.	81220	03/12/04	Window Washing DPPS: March 2004	WF-6622	WR	164.00	164.00
Quill Corporation	Various	03/17/04	Office Supplies	WF-6521	WR	617.42	617.42
Rossi Contractors, Inc.	BOV-1	03/30/04	Cont. BOV-1: Partial Invoice No. 20	WF-6631	WR	367,151.53 (a)	
Rossi Contractors, Inc.	BOV-1	03/30/04	Cont. BOV-1: Partial Invoice No. 20	WF-3520	WR	(36,715.16) (a)	
Rossi Contractors, Inc.	BOV-1	03/30/04	Cont. BOV-1: Partial Invoice No. 20	WF-3530	WR	(780.00) (a)	329,656.37
Rossi Contractors, Inc.	QR6-004A	03/31/04	Installation of Cathodic Protection Station - Downers Grove	WF-6631	WR	8,734.80 (a)	8,734.80
Salz, Joel		03/25/04	ISAWWA Annual Conference: J. Salz	WF-6133	WR	122.62	122.62

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SBC	6308940725	03/04/04	Tank Site #1: 03/04/04-04/03/04	WF-6514	WR	21.19	
SBC	708Z096241	03/16/04	Backup Telemetry Serv: 03/16/04-04/15/04	WF-6514	WR	705.36	726.55
Security Imaging Corporation	8675	03/16/04	Office Supplies	WF-6521	WR	276.93	276.93
Slowinski, Bernadette S.		03/31/04	Contract Secretarial Services: March 2004	WF-6395	WR	1,123.40	1,123.40
SmartCertify Direct	668843	03/10/04	The Troubleshooter Hardware Diagnostic Software	WF-6521	WR	249.00	249.00
Sooper Lube	47383	03/25/04	Vehicle Maintenance: M-76785	WF-6641	WR	52.35	52.35
Specialty Mat Service	240034	03/22/04	Floor Mat Service: 03/22/04	WF-6622	WR	58.40	58.40
TelSpan	55356	02/29/04	TeleConferencing Charges: 02/01/04-02/29/04	WF-6514	WR	197.75	197.75
ThyssenKrupp Elevator Company	163909	04/01/04	Elevator Maintenance: 04/01/04-04/30/04	WF-6622	WR	218.42	218.42
Total Facility Maintenance, Inc.	114119	03/17/04	Stripped and Refinish all Tile Floors	WF-6622	WR	1,043.16	
Total Facility Maintenance, Inc.	114150	04/01/04	DPPS Cleaning Services: April 2004	WF-6622	WR	1,925.83	2,968.99
Transcat	793458	03/11/04	SCADA/Instrumentation	WF-6624	WR	16.45	16.45
Tree Towns Repro Service	676592	03/08/04	Printing Expense	WF-6531	WR	10.00	
Tree Towns Repro Service	S125433	03/01/44	Office Supplies	WF-6521	WR	23.19	
Tree Towns Repro Service	S125501	03/08/04	Printing Expense	WF-6531	WR	8.40	41.59
United Radio Communications	10652700	02/29/04	Portable Radio Repairs	WF-6641	WR	129.65	129.65
United Visual	64611	03/15/04	Equipment Rental	WF-6590	WR	77.50	77.50
Verizon Wireless	504976418	03/08/04	Cellular Phone Serv.: 03/09/04-04/08/04	WF-6514	WR	42.48	
Verizon Wireless	505077564	03/11/04	Cellular Phone Serv.: 03/12/04-04/11/04	WF-6514	WR	30.70	73.18

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Viking Office Products	Various	03/15/04	Office Supplies	WF-6521	WR	88.45	88.45
Virchow, Krause & Company, LLP	VK27082	03/20/04	PA93-0226 Pricing Guidance Detailed Review	WF-6389	WR	9,283.00	9,283.00
Waste Management North	238281	03/08/04	Refuse Disposal	WF-6622	WR	58.40	
Waste Management North	2331563-2008-4	04/01/04	Refuse Disposal	WF-6622	WR	169.61	228.01
West	806191554	03/01/04	Westlaw: 02/01/04-02/29/04	WF-6540	WR	67.29	67.29
Total Accounts Payable							3,967,694.94 =====

DU PAGE WATER COMMISSION - ACCOUNTS PAYABLE 06-Mar-04 TO 02-Apr-04

VENDOR VOLUME
ACCOUNTS PAYABLE SPREADSHEET
04/07/04

VENDOR	DESCRIPTION	VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT %
Chicago, City of: Supt. of Wtr. Coll.	Water Supply: 03/01/04-03/31/04	2,306,988.14	2,306,988.14	58.144%
Downers Grove, Village of	Water Quality Loan - Draw # 7	600,000.00	2,906,988.14	73.266%
Rossi Contractors, Inc.	Cont. BOV-1: Partial Invoice No. 20	329,656.37	3,236,644.51	81.575%
Alvord, Burdick & Howson	Engineering Services	198,898.60	3,435,543.11	86.588%
Constellation NewEnergy, Inc.	DPPS Electric Service: 01/27/04-03/25/04	183,684.03	3,619,227.14	91.217%
Chicago, City of: Dept. of Water	Electric Service: 01/02/04-02/02/04	76,074.53	3,695,301.67	93.135%
Chicago, City of: Dept. of Water	Operation Costs Lex. Sta.: 01/01/04-02/29/04	69,216.43	3,764,518.10	94.879%
Elmhurst, City of	Annual Service Fee Agreement	39,913.00	3,804,431.10	95.885%
NICOR	DPPS Service: 10/14/03-03/15/04	19,881.38	3,824,312.48	96.386%
Camp Dresser & McKee Inc.	DPPS Power Supply Study: 01/25/04-02/21/04	18,520.00	3,842,832.48	96.853%
Commonwealth Edison	Meter Station, ROV, CP, Tank Site Electric Service	11,472.58	3,854,305.06	97.142%
Greenberg Traurig	"C" Factor Retainer - February, 2004	10,000.00	3,864,305.06	97.394%
CTE Engineers, Inc.	Eng. Svcs - Reservoir Design: 01/31/04-02/27/04	9,924.79	3,874,229.85	97.644%
Virchow, Krause & Company, LLP	PA93-0226 Pricing Guidance Detailed Review	9,283.00	3,883,512.85	97.878%
Rossi Contractors, Inc.	Installation of Cathodic Protection Station - Downers Grove	8,734.80	3,892,247.65	98.098%
Consolidated Concrete Restoration, Inc.	Meter Station Water Proofing: 10C, 10A, 16C, 20A	6,340.00	3,898,587.65	98.258%
Grainger	Centrifugal & Effluent Pumps, Maintenance Supplies	5,247.34	3,903,834.99	98.391%
National Waterworks, Inc.	Manhole Cover Hooks, Meter Registers, Rotor Shafts, O-Rings	4,698.56	3,908,533.55	98.509%
Par Group, The	Professional Svcs for Recruitment & Selection of Fin. Admin.	4,666.00	3,913,199.55	98.627%

VENDOR VOLUME
ACCOUNTS PAYABLE SPREADSHEET
04/07/04

VENDOR	DESCRIPTION	VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT %
Charles Equipment Co.	Repairs to Emergency Generator, Maintenance Supplies	4,147.09	3,917,346.64	98.731%
Primera	Recommission HVAC System: 02/01/04-02/29/04	4,100.00	3,921,446.64	98.834%
Holland & Knight	Legal Services: February 2004	3,802.52	3,925,249.16	98.930%
Microwave Data Systems Inc.	SCADA Radio Upgrade	3,204.03	3,928,453.19	99.011%
Avalon Petroleum Company	Gasoline	3,084.00	3,931,537.19	99.089%
Total Facility Maintenance, Inc.	DPPS Cleaning Svcs: April '04, Stripped & Refinish all Tile Floors	2,968.99	3,934,506.18	99.164%
Corrpro Companies, Inc.	Service Contract Cathodic Protection	2,250.00	3,936,756.18	99.220%
Flowserve FSD Corporation	Repairs to Pump Seal	2,136.00	3,938,892.18	99.274%
HSQ Technology	Labor to Create Custom VCL Program, SCADA Support Serv.	1,780.00	3,940,672.18	99.319%
J.U.L.I.E.	Utility Locates: February 2004	1,661.55	3,942,333.73	99.361%
Naperville, City of	Meter Sta. Service: 02/12/04-03/11/04	1,585.70	3,943,919.43	99.401%
Joliet Junior College	Training: Moore; Professional Development: Wegner, Sharp	1,303.00	3,945,222.43	99.434%
Illinois State Police	Radio Communication Service: April - June 2004	1,282.50	3,946,504.93	99.466%
Midwest Engineering Consultants, Ltd.	Technical Services for Motor Control Center (Pump 5)	1,251.25	3,947,756.18	99.497%
CDW Government, Inc.	Microsoft License, SCADA/Instrumentation, Viewsonic 19" Monitor	1,146.76	3,948,902.94	99.526%
National Relay Labs	SCADA/Instrumentation	1,140.00	3,950,042.94	99.555%
Federal Express Corp.	Messenger Service	1,123.43	3,951,166.37	99.583%
Slowinski, Bernadette S.	Contract Secretarial Services: March 2004	1,123.40	3,952,289.77	99.612%
National City Bank	Investment Safekeeping Fees: 02/01/04-02/29/04	948.90	3,953,238.67	99.636%

DU PAGE WATER COMMISSION - ACCOUNTS PAYABLE 06-Mar-04 TO 02-Apr-04

VENDOR VOLUME
ACCOUNTS PAYABLE SPREADSHEET
04/07/04

VENDOR	DESCRIPTION	VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT %
Home Depot	Maintenance Supplies, ROV Maintenance, Pipeline Supplies	801.98	3,954,040.65	99.656%
Premio Computer Inc.	Workstation Computer	757.00	3,954,797.65	99.675%
Bank One	BIOS Chip for SYSLOG Server, Bank Charges, Replenish I-PASS	738.88	3,955,536.53	99.694%
Black Box Corporation	Surge Protectors	728.00	3,956,264.53	99.712%
SBC	Backup Telemetry Service, Tank Site #1	726.55	3,956,991.08	99.730%
Invensys Systems Inc.	SCADA/Instrumentation	670.00	3,957,661.08	99.747%
Discount Tire Co. Inc.	Vehicle Maintenance: M-090117T, M-80328	654.00	3,958,315.08	99.764%
Quill Corporation	Office Supplies	617.42	3,958,932.50	99.779%
Pitney Bowes	Postage Meter Rental: 12/30/03-03/30/04	597.00	3,959,529.50	99.794%
MK Battery	Master Radio Batteries, Meter Station Batteries	570.40	3,960,099.90	99.809%
AT&T	Long Dist. Serv. DPPS: 01/25/04-02/25/04	518.11	3,960,618.01	99.822%
American Water Works Association	Employment Ad: General Manager; Membership: T. McGhee	492.00	3,961,110.01	99.834%
Bearing Headquarters Company	Pumping Operations	490.00	3,961,600.01	99.846%
McMaster-Carr Supply Company	Maintenance Supplies	464.61	3,962,064.62	99.858%
Nextel Communications	Cellular Phone Serv.: 02/09/04-03/08/04	426.77	3,962,491.39	99.869%
Lesman Instrument company	Temperature Compensation Electrode, Electrodes	371.03	3,962,862.42	99.878%
Anixter Inc.	Power Strips, Adapter Kits	325.82	3,963,188.24	99.886%
Mel's Ace Hardware	Maintenance & Pipeline Supplies, Rov & Vehicle Maintenance	301.93	3,963,490.17	99.894%
Security Imaging Corporation	Office Supplies	276.93	3,963,767.10	99.901%

VENDOR VOLUME
ACCOUNTS PAYABLE SPREADSHEET
04/07/04

VENDOR	DESCRIPTION	VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT %
Adam Tool & Mfg	Pumping Operations	250.00	3,964,017.10	99.907%
SmartCertify Direct	The Troubleshooter Hardware Diagnostic Software	249.00	3,964,266.10	99.914%
Waste Management North	Refuse Disposal	228.01	3,964,494.11	99.919%
Falcon Associates, Inc.	Employment Ad: Financial Administrator	225.00	3,964,719.11	99.925%
Illinois Paper Company	Office Supplies	221.88	3,964,940.99	99.931%
ThyssenKrupp Elevator Company	Elevator Maintenance: 04/01/04-04/30/04	218.42	3,965,159.41	99.936%
TelSpan	TeleConferencing Charges: 02/01/04-02/29/04	197.75	3,965,357.16	99.941%
Program Professional Service, Inc.	Window Washing DPPS: March 2004	164.00	3,965,521.16	99.945%
McGhee, Terrance	ISAWWA Annual Conference	154.80	3,965,675.96	99.949%
Aerex Pest Control	Exterminator - DPPS, Serv. Bldg, Pump & Motor Rm: Mar. '04	144.00	3,965,819.96	99.953%
Excalibur Refreshment Concepts, Inc.	Coffee	141.85	3,965,961.81	99.956%
AT&T Wireless Service - Chicago	Cellular Phone Serv.: 01/27/04-02/26/04	138.93	3,966,100.74	99.960%
Cintas First Aid & Safety	First Aid Supplies	134.35	3,966,235.09	99.963%
Efilliate Incorporated	Office Equipment Repairs	133.40	3,966,368.49	99.967%
United Radio Communications	Portable Radio Repairs	129.65	3,966,498.14	99.970%
Salz, Joel	ISAWWA Annual Conference: J. Salz	122.62	3,966,620.76	99.973%
GE Supply	Maintenance Supplies	118.57	3,966,739.33	99.976%
ADT Security Services Inc.	Fire & Security Services: 04/01/04-06/30/04	109.10	3,966,848.43	99.979%
Chicago Engraving & Design Studios, Inc.	Commissioner Plaque & Name Plates	95.00	3,966,943.43	99.981%

VENDOR VOLUME
ACCOUNTS PAYABLE SPREADSHEET
04/07/04

VENDOR	DESCRIPTION	VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT	CUMULATIVE VENDOR AMOUNT %
Viking Office Products	Office Supplies	88.45	3,967,031.88	99.983%
United Visual	Equipment Rental	77.50	3,967,109.38	99.985%
Verizon Wireless	Cellular Phone Serv.: 03/12/04-04/11/04	73.18	3,967,182.56	99.987%
West	Westlaw: 02/01/04-02/29/04	67.29	3,967,249.85	99.989%
Specialty Mat Service	Floor Mat Service: 03/22/04	58.40	3,967,308.25	99.990%
Errand Boy	Messenger Service	53.50	3,967,361.75	99.992%
Sooper Lube	Vehicle Maintenance: M-76785	52.35	3,967,414.10	99.993%
Penton Technology Media Inc.	Windows & .Net Magazine	49.95	3,967,464.05	99.994%
Menards - Hillside	Maintenance Supplies	49.75	3,967,513.80	99.995%
Chicago Suburban Express Inc.	Freight on Maintenance Supplies	42.28	3,967,556.08	99.997%
Tree Towns Repro Service	Printing Expense, Office Supplies	41.59	3,967,597.67	99.998%
Neuco Inc.	Maintenance Supplies	23.20	3,967,620.87	99.998%
Buttrey Rental Service Inc.	Equipment Rental	22.00	3,967,642.87	99.999%
Martin, Robert	ISAWWA Annual Conference: R. Martin & T. McGhee	20.61	3,967,663.48	99.999%
Transcat	SCADA/Instrumentation	16.45	3,967,679.93	100.000%
Illinois Municipal League	Illinois Municipal Review Subscription	10.00	3,967,689.93	100.000%
Glenbard Electric Supply, Inc.	Maintenance Supplies	5.01	3,967,694.94	100.000%
Total Accounts Payable		3,967,694.94		



DuPage Water Commission

MEMORANDUM

TO: Chairman & Commissioners

FROM: Robert L. Martin, P.E.
Acting General Manager

DATE: April 2, 2004

SUBJECT: Revisions to FY 2004-05 Budget

Since the last Commission meeting, staff has received new information affecting several aspects of the budget for fiscal year 2004-05.

During the week of March 22nd, faxed copies were received from the Illinois Municipal Retirement Fund (IMRF) regarding the Commission's unfunded pension liability as of December 31, 2003 and its payroll contribution rate for calendar year 2005. Copies of these documents are attached.

The 2003 year-end unfunded actuarial liability was used in calculating the contribution rate for the calendar year 2005. According to this calculation, the unfunded pension liability rose from the \$2.4 million that it was on May 1, 2003 to nearly \$ 7 million by December 31, 2003. As a result of this increase in the unfunded liability, the Commission's contribution rate effective January 1, 2005 changed from 10.40% to 18.81%.

Staff questioned this report. IMRF researched the calculation and found that the one-time employee service credit buy-back assistance payments made in 2003 had been counted as recurring compensation expense. IMRF revised the calculation resulting in both a lower December 31, 2003 unfunded liability (\$2.6 million) and lower 2005 contribution rate (16.21%). Staff revised the draft budget and R-18-04 accordingly. This added approximately \$28,500 to the pension budget for fiscal year 2004-05.

In speaking with IMRF officials, it was learned that it is possible for the Commission to reduce the payroll contribution rate, but not before calendar year 2006. This would be accomplished by making a contribution to the IMRF in December 2004 in an amount equal the December 31, 2003 unfunded pension liability. This would reduce the unfunded liability calculation for December 31, 2004, and would result in a contribution rate closer to the 2006 contribution rate for a fully funded IMRF pension plan.

IMRF allows a 7.50% earnings credit on contribution assets placed with the fund. The Commission is currently earning 1.3% on its investment. Even longer-term rates for Commission eligible investments are less than 5% for a 20-year investment. As it is in the Commission's best interest to make such a payment to IMRF in December, 2004, the draft budget has been amended to reflect this \$2.6 million payment.

Staff also reviewed the Engineering News Record Cost Index during March. Based on the actual index for March, projecting forward for April, the target balance for the Emergency Repair Reserve should be \$11.7 million instead of \$11.4 million as of April 30, 2004. This also increased the emergency reserve requirement under the Commission's present policies for April 30, 2005 from \$11.7 million to \$12 million. This change has also been reflected in the revised budget, which is being presented to the Commission at its meeting on April 7th.

It should be noted that the capital outlay portion of the draft budget is based on the January 8th draft five-year capital-planning document, which has not been approved by the Commission. The budget changes that were made for the April 7th board meeting have not been reflected in that draft of the five-year plan.

cc: Charter Customers

Rick Skiba

From: Richard DeCleene [rdcleene@imrf.org]
Sent: Friday, April 02, 2004 12:41 PM
To: Rick Skiba
Cc: Phyllis Walker; Audrey Brown-Ryce; JoAnne Tibbs
Subject: Revised Actuarial Information

Rick,

Here is the revised data that you need.

UAAL at 12/31/2003 \$2,605,192

Calendar Year 2005 Employer Contribution Rate 16.21%

We will be sending revised GASB 27 disclosure and a revised preliminary rate notice in the near future.

Dick

Richard DeCleene
Chief Financial Officer
Illinois Municipal Retirement Fund
2211 York Road, Suite 500
Oak Brook, Illinois 60523-2337



Illinois Municipal Retirement Fund

Drake Oak Brook Plaza Suite 500 2211 York Road Oak Brook IL 60523-2374 630-368-1010
Service Representatives 1-800-ASK-IMRF

DuPage Water Commission

Date: April 19, 2004

Employer Number: 06641
REG.

GASB Statement Number 27 Footnote Disclosures Defined Benefit Pension Plan

This letter is intended to provide your governmental unit with pension information required in the Notes to Financial Statements for your next annual financial report. The paragraphs below are patterned after the illustration shown on pages 127-130 of the Governmental Accounting Standards Board Statement No. 27. This statement has classified the Illinois Municipal Retirement Fund as an Agent-Multiple-Employer Public Employee Retirement System.

The EMPLOYER's defined benefit pension plan, Illinois Municipal Retirement (IMRF), provides retirement, disability, annual cost of living adjustments and death benefits to plan members and beneficiaries. IMRF acts as a common investment and administrative agent for local governments and school districts in Illinois. The Illinois Pension Code establishes the benefit provisions of the plan that can only be amended by the Illinois General Assembly.

IMRF issues a financial report that includes financial statements and required supplementary information. The report may be obtained at www.imrf.org/pubs/pubs_homepage.htm or by writing to the Illinois Municipal Retirement Fund, 2211 York Road, Suite 500, Oak Brook, Illinois 60523.

Employees participating in IMRF are required to contribute % of their annual covered salary. The member rate is established by state statute. The EMPLOYER is required to contribute at an actuarially determined rate. The employer rate for calendar year 2003 was 10.40 % of payroll. The employer contribution requirements are established and may be amended by the IMRF Board of Trustees. IMRF's unfunded actuarial accrued liability is being amortized as a level percentage of projected payroll on a closed basis (overfunded liability amortized on open basis). The amortization period at December 31, 2003 was 32 years.

For December 31, 2003, the EMPLOYER's annual pension cost of \$302,762. was equal to the EMPLOYER'S required and actual contributions. The required contribution was determined as part of the December 31, 2001 actuarial valuation using the entry age actuarial cost method. The actuarial assumptions included (a) 7.50% investment rate of return (net of administrative expenses), (b) projected salary increases of 4.00% a year, attributable to inflation, (c) additional projected salary increases ranging from 0.4% to 11.6% per year depending on age and service, attributable to seniority/merit, and (d) post-retirement benefit increases of 3% annually. The actuarial value of IMRF assets was determined using techniques that smooth the effects of short-term volatility in the market value of investments over a five-year period. The assumptions used for the 2003 actuarial valuation were based on the 1999-2001 experience study.

DuPage Water Commission
EMPLOYER NUMBER: 06641R

TREND INFORMATION

Actuarial Valuation Date	Annual Pension Cost (APC)	Percentage of APC Contributed	Net Pension Obligation
12/31/03	302,762	100%	\$0
12/31/02		100%	0
12/31/01		100%	0
12/31/00		100%	0
12/31/99		100%	0
12/31/98		100%	0
12/31/97		100%	0
12/31/96		100%	0
12/31/95		100%	0
12/31/94		100%	0

REQUIRED SUPPLEMENTARY INFORMATION
Schedule of Funding Progress

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) -Entry Age (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll (b-a)/c
12/31/03	1,697,497	8,687,253	6,989,756	19.54%	2,911,169	240.10%
12/31/02	0	0	0	0.00%		N/A
12/31/01	0	0	0	0.00%		N/A
12/31/00	0	0	0	0.00%		N/A
12/31/99	0	0	0	0.00%		N/A
12/31/98	0	0	0	0.00%		N/A
12/31/97	0	0	0	0.00%		N/A
12/31/96	0	0	0	0.00%		N/A
12/31/95	0	0	0	0.00%		N/A
12/31/94	0	0	0	0.00%		n/a

*OFF BALANCE
LIABILITY
CURRENT RESERVE
IS \$2.4 MILLION
3/22/04*

On a market value basis, the actuarial value of assets as of December 31, 2003 is \$1,586,865. On a market basis, the funded ratio would be 18.27%.

***Digest of Changes**

The actuarial assumptions used to determine the actuarial accrued liability for 2003 are based on the 1999-2001 Experience Study.

The principal changes were:

- Fewer members are expected to take refunds early in their career.
- For Regular members, fewer normal and early retirements are expected to occur.



Illinois Municipal Retirement Fund

Drake Oak Brook Plaza Suite 500 2211 York Road Oak Brook IL 60523-2337

Service Representatives 1-800-ASK-IMRF

Advance IMRF Contribution Rate Notice

Date MARCH 2004

Employer name DUPAGE WATER COMMISSION

Employer No. 06641

Your IMRF contribution rates on all earnings paid to IMRF members in the 2005 calendar year are as follows:

Regular IMRF

Member Contributions (tax-deferred) 4.50 %

Please note: The employer rate below is based on a 27 year amortization period for most employers. Overfunded employers will receive a letter outlining options available to accelerate the amortization of their overfunding (which reduces rate) if they so choose.

2003-2004 RATE
10.49%

Employer Contributions

• Retirement Rate

Normal Cost 7.61 %

Funding Adjustment <over> under 10.23 %

Net Retirement Rate 17.84 %

• Other Program Benefits

Death 0.14 %

Disability 0.21 %

Supplemental Benefit Payment 0.62 %

Early Retirement Incentive 0.00 %

• **TOTAL EMPLOYER RATE** 18.81 %

⇒ 12/31/2003 6,989,756
VAL OVER
27 YRS

The Official Notice of IMRF Contribution Rates for Calendar Year 2005 will be mailed to you in November 2004. If you have any questions regarding this advance rate notice, please contact the IMRF Employer Account Analyst at 1-800-ASK-IMRF.

**Illinois Municipal Retirement Fund
Initial Valuation for Regular Employees
DuPage Water Commission
July 1, 2003**

Revised

Summary of Data Submitted to Actuary

Number of Employees	30
Annual Payroll	\$1,705,931
Average Age	42.1 years
Average Other IMRF Service	0.0 years
Average Service This Employer	9.5 years
Average Total Service	9.5 years

Summary of Valuation Results

	Service Credit	
	Full	20% < 5 only
Unfunded Actuarial Accrued Liabilities (UAAL)		
Present Value of Future Benefits	\$5,169,203	\$2,381,725
less: Present Value of Future Employee Contributions	769,469	678,308
less: Present Value of Future Employer Normal Costs	1,309,807	1,154,631
less: Assumed Assets	<u>684,402</u>	<u>0</u>
Equals UAAL	\$2,405,524	\$548,786
Employer Contribution Rates (%'s of Active Member Payroll)		
Employer Normal Cost	7.66%	7.66%
Death in Service Contribution	0.14%	0.27%
Disability Contribution	0.19%	0.19%
Supplemental Retirement Contribution	0.62%	0.62%
Amortization of UAAL 32 YR:	<u>7.28%</u>	<u>1.66%</u>
Total Employer Contribution Rate	15.89%	10.40%
Estimated First Year \$ Contribution	\$271,072	\$177,417
Minimum Contribution	167,676	38,253

The employer contribution rate under full service credit is the rate if members take all extra service credit they are eligible for. The rate under 20% < 5 is the employer contribution rate if members take only the 20% service. The actual contribution rate will probably be between these two rates.

This initial valuation was performed using methods and assumptions in accordance with the regular actuarial valuation of IMRF. In particular, the assumed rate of interest was 7.5%, the assumed rate of payroll growth was 4.0% and the valuation method was aggregate entry age normal cost.

EMPLOYEE ONLY TAKE 20%
EMPLOYER FUNDED
SERVICE CREDIT

ALL EMPLOYEES BUY
BACK 100% PRIOR SERVICE CREDITS

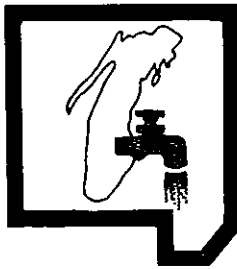
PT
BMY

FUND BALANCE INFLATION FACTORS

ORIGINAL CONSTR. 04/30/92: \$413,500,000

MONTH	ENR CONSTR. (1913 = 100)	% CHANGE	TARGET FUND BALANCE AVAILABLE FOR EMERG. APPROP. (a, d)	ACTUAL TARGET FUND BALANCE USED	ACTUAL FISCAL YEAR END FUND BALANCE AVAILABLE FOR EMERG. APPROP.	OVER - (UNDER) TARGET
Apr-92	4946		\$20,700,000	\$0	\$42,862,482	\$42,862,482 a
Apr-93	5167	4.47%	\$21,600,000	\$0	\$48,383,888	\$48,383,888 a
Apr-94	5405	4.61%	\$22,600,000	\$22,600,000	\$22,600,000	\$0
Apr-95	5432	0.50%	\$22,700,000	\$22,700,000	\$22,700,000	\$0
Apr-96	5550	2.17%	\$23,200,000	\$23,200,000	\$23,200,000	\$0
Apr-97	5799	4.49%	\$24,300,000	\$24,200,000	\$24,200,000	\$0
Apr-98	5883	1.45%	\$24,600,000	\$25,000,000 b	\$25,388,117	\$388,117
Apr-99	6008	2.12%	\$25,100,000	\$25,100,000 b	\$25,100,000	\$0
Apr-00	6201	3.21%	\$26,000,000	\$25,800,000 b	\$26,090,397	\$290,397
Apr-01	6286	1.37%	\$26,300,000	\$26,500,000 b	\$26,500,000	\$0
Apr-02	6480	3.09%	\$27,100,000	\$27,300,000 b	\$27,300,000	\$0
Apr-03	6635	2.39%	\$27,800,000	\$28,100,000 b	\$28,100,000	\$0
Jul-03	6635	0.00%	\$11,100,000	\$11,200,000 b	\$11,200,000	\$0
Apr-04	6965	4.97%	\$11,700,000	\$11,700,000 e	\$11,700,000 e	\$0
Apr-05	7167	c	\$12,000,000	\$12,000,000 e	\$12,000,000 e	\$0

- a - TARGET BALANCE FIRST ESTABLISHED BY RESOLUTION R-19-94, APRIL 14, 1994 5.00%
- b - RESOLUTION ON COMMISSION POLICY NOT DIRECTLY TIED TO ENR INDEX
- c - ESTIMATE BASED ON AVERAGE CHANGE APRIL 1997 TO APRIL 2004 2.90%
- d - TARGET BALANCE RE-ESTABLISHED BY RESOLUTION R-27-03, JULY 17, 2003 2.00%
- e - BUDGETED



DU PAGE WATER COMMISSION

600 E. BUTTERFIELD ROAD • ELMHURST, IL • 60126-4642
(630) 834-0100 • FAX: (630) 834-0120

March 12, 2004

SEE ATTACHED LIST

Subject: DuPage Water Commission
Draft 2003-04 Budget

Dear «Title» «LastName»:

The DuPage Water Commission's draft budget for the period May 1, 2004, through April 30, 2005, has been duly placed on file in the Commission office. This is to notify you that the Management Budget Ordinance hearing will be held by the Commission, at its offices, at 7:30 P.M. Wednesday, April 7, 2004.

Notice of this public hearing on the Management Budget Ordinance is given to you in accordance with Section 7(L) of the Water Purchase and Sales Contract. If you have any questions, please feel free to contact me.

Very truly yours,

Robert L. Martin
Acting General Manager
/vb

cc: «CC1MGR»
«CC2Other»

ACCOUNTING\BUDGET\FY2004 HEARING NOTICE
ACCOUNTING\CORRESPONDENCE\SEND FINANCE REPORT OTHERS
ADMINISTRATION\LIST\CUSTOMER CONTACT DATA
CHAIRMAN AND COMMISSIONERS

Mr. Ed Krauss
Moody's Investor Service
99 Church Street
New York, NY 10007

Governmental Accounting
Standards Board
Post Office Box 5116
Norwalk, Connecticut 06856-
5116

Bloomberg Municipal Repository
100 Business Park Drive
Skillman, NJ 08558

FT Interactive Data
Attn: NRMSIR
100 Williams Street
New York, NY 10038

Mr. Joe Evans
Partner
McGladerey & Pullen
20 N. Martingale, Suite 500
Schaumburg, IL 60173

Ms. Joyce Wallington-Jones
Bank One Trust Company, NA
55 West Monroe
Mail code IL1-1250
Chicago IL 60670

Mr. Timothy McGree
Chapman & Cutler
111 W. Monroe - 16th Floor
Chicago, IL 60603

DPC Data, Inc.
One Executive Drive
Fort Lee, NJ 07024

Ms. Melissa Spangler
Bank One
Global Corporate Trust Services
P. O. Box 710380
Columbus, OH 43271-0380

Mr. Lewis Greenbaum
Katten, Muchin, Zavis and
Roseman
525 West Monroe, Suite 1600
Chicago, IL 60661

Standard & Poor's
55 Water Street
Mail Drop 38-3-10
New York, NY 10041-0003

Mr. Jeff Schaub
Fitch Investors Service, Inc.
One State Street Plaza
New York, NY 10004

Standard & Poor's
J. J. Kenny Respository
55 Water Street
45th Floor
New York, NY 10041

Ms. Kristine Brutsman
Assistant Vice President
LaSalle Bank NA
135 South LaSalle Street
Chicago, IL 60603

Mr. Frank Racibozynski
Chief Financial Officer
Metra
547 W. Jackson Blvd.
Chicago, IL 60661

Mr. Steven Weinstock
Director of Public Works
Village of Addison
1491 Jeffrey Dr.
Addison IL 60101-2786

Mr. Kevin O'Dea
Water Production Supervisor
Village of Bloomingdale
201 S. Bloomingdale Rd.
Bloomingdale IL 60108-1403

Mr. Robert Bahan
Village Manager
Village of Clarendon Hills
1 N. Prospect Ave.
Clarendon Hills IL 60514-1292

Mr. Michael Hughes
Director of Public Works
City of Elmhurst
209 N. York St.
Elmhurst IL 60126-2892

Mr. Dan Schoenberg
Village Engineer
Village of Hinsdale
19 E. Chicago Ave.
Hinsdale IL 60521

Mr. Stan Rickard
Director of Public Works
Village of Lombard
255 E. Wilson Ave.
Lombard IL 60148

Mr. Martin Bourke
City Administrator
City of Oakbrook Terrace
17W275 Butterfield Rd.
Oakbrook Terrace IL 60181

Mr. Ray Schnurstein
City Water Superintendent
City of Wheaton
P.O. Box 727
Wheaton IL 60189-0727

Mr. Craig Wright
Director of Water & Wastewater
City of Wood Dale
404 N. Wood Dale Rd.
Wood Dale IL 60191-1596

Mr. Robert Glees
Village of Bensenville
12 Center Street
Bensenville IL 60106

Mr. Jim Heine
Manager of Utility Systems
Argonne National Laboratory
9700 S. Cass Ave., Bldg. 114
Argonne IL 60439

Mr. John Turner
Director of Public Works
Village of Carol Stream
500 N. Gary Ave.
Carol Stream IL 60188-1899

Mr. Rob Rodgers
Asst. Director of Public Works
City of Darien
1702 Plainfield Rd.
Darien IL 60559

Mr. Jeffrey Mesch
Supt. of Water & Sewer
Village of Glendale Heights
300 Civic Center Plaza
Glendale Heights IL 60139

Mr. Glen Sullivan
Superintendent of Water
Village of Itasca
100 N. Walnut Ave.
Itasca IL 60143-1795

Mr. Allan Poole
Director, Dept. of Public Utilities
City of Naperville
P.O. Box 3020
Naperville IL 60566-7020

Mr. Robert Burns
Director of Public Works
Village of Roselle
474 Congress Circle North
Roselle IL 60172

Mr. Carl Goldsmith
Director of Village Services
Village of Willowbrook
7760 Quincy St.
Willowbrook IL 60527

Mr. Phillip Modaff
Director of Public Services
Village of Woodridge
One Plaza Drive
Woodridge IL 60517-5014

Mr. Steve Phillips
Illinois American Water Co.
1000 International Pkwy.
Woodridge IL 60517-4924

Mr. Paul Quinn
Director of Public Works
Village of Bensenville
12 S. Center Street
Bensenville IL 60106

Mr. Thomas Chinske
Supervisor of Operations
Illinois American Water Co.
1000 Internationale Parkway
Woodridge IL 60517-4924

Mr. David Barber
Director of Public Works
Village of Downers Grove
5101 Walnut Ave.
Downers Grove IL 60515-4074

Mr. Don Foster
Director of Public Works
Village of Glen Ellyn
30 S. Lambert Rd.
Glen Ellyn IL 60137

Mr. Dennis Michaels
Supt. of Public Works
Village of Lisle
1040 Burlington Ave.
Lisle IL 60532-1898

Mr. Michael Meranda
Public Works Superintendent
Village of Oak Brook
1200 Oak Brook Rd.
Oak Brook IL 60521-2255

Mr. Jim Thurm
Water Superintendent
Village of Westmont
39 E. Burlington Ave.
Westmont IL 60559

Mr. Jeffrey Moline
Village Manager
Village of Winfield
27W465 Jewell Rd.
Winfield IL 60190

Mr. Vydas Juskelis
Director of Public Works
Village of Villa Park
20 S. Ardmore Ave.
Villa Park IL 60181-2696



DU PAGE WATER COMMISSION

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March 23, 2004

Michael M. Roth, Esq.
Wildman, Harrold, Allen & Dixon
2300 Cabot Drive
Suite 455
Lisle, Illinois 60532

Re: Legal Services Request for Proposals

Dear Mr. Roth:

Thank you for your response to our Request for Proposals for Legal Services.

The Commission received proposals from a number of qualified firms. Though the Commission was confident in your firm's abilities, it selected a different firm to provide its outside legal services in the coming year.

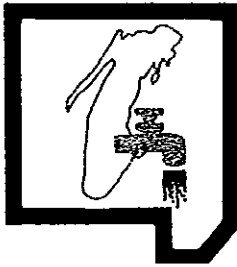
We appreciate your interest in serving our organization and will keep your proposal on file for future needs.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert L. Martin". The signature is fluid and cursive, with a large, sweeping loop at the end.

Robert L. Martin
Acting General Manager

cc: Chairman and Commissioners



DU PAGE WATER COMMISSION

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March 23, 2004

Barbara A. Adams, Esq.
Holland & Knight LLP
130 South Dearborn Street
30th Floor
Chicago, Illinois 60601

Gregory R. Meeder, Esq.
Holland & Knight LLP
One Mid America Plaza
Suite 1000
Oakbrook Terrace, Illinois 60181

Re: Legal Services Request for Proposals

Dear Ms. Adams and Mr. Meeder:

Thank you for your response to our Request for Proposals for Legal Services.

The Commission received proposals from a number of qualified firms and we are pleased to report that the Commission selected your firm to provide its general outside legal services on an "as needed/as requested" basis in the coming year. Please note, however, that the Commission has determined that it will not require any retainer services.

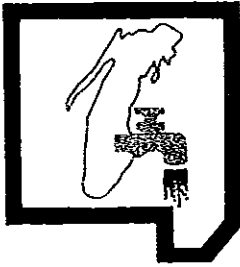
We congratulate you on your selection and look forward to working with you in the future.

Very truly yours,

A handwritten signature in black ink, appearing to read "Robert L. Martin".

Robert L. Martin
Acting General Manager

cc: Chairman and Commissioners



DU PAGE WATER COMMISSION

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March 23, 2004

Barry L. Moss, Esq.
Moss and Bloomberg, Ltd.
305 Briarcliff Road
P.O. Box 1158
Bolingbrook, Illinois 60440-0858

Re: Legal Services Request for Proposals

Dear Mr. Moss:

Thank you for your response to our Request for Proposals for Legal Services.

The Commission received proposals from a number of qualified firms and we are pleased to report that the Commission selected your firm to provide special outside legal services on an "as needed/as requested" basis in the coming year. Please note, however, that the Commission has determined that it will not require any retainer services.

We congratulate you on your selection and look forward to working with you in the future.

Very truly yours,

Robert L. Martin
Acting General Manager

cc: Chairman and Commissioners

March 31, 2004

Subject: Pipeline TW-3

Dear Village President & Village Manager:

At the March 11, 2004 Du Page Water Commission (DWC) meeting, it was indicated by a Municipal Commissioner that municipalities in the northwest quadrant of the County were not interested in the aforementioned project. In subsequent discussion, it was a consensus of the Commissioners that we should solicit an actual indication from the District Commissioners, as well as the affected municipalities.

This project consists of 50,000 feet of a 48" transmission watermain that will connect the DWC's existing TW-2 West Transmission Main at St. Charles and Fair Oaks Roads (on the western border of Carol Stream) with the North Transmission main located in the Village of Roselle. The estimated cost for this project is \$22.2 million and has been budgeted for through the Du Page Water Commission, thus, will not result in additional expense to those communities, such as yours, which benefit from the project. In fact, this project will be paid from a previously accrued construction reserve.

The TW-3 project is one of four projects that comprise the western extensions of the DWC's Waterworks System. The principle purpose of these projects is to provide redundancy to the system in the event that there is a break on one of the main transmission mains. The other projects (TSW-3, TW-1 and TW-2) have previously been constructed leaving TW-3 as the only project not completed. Contract TW-3 was first introduced to the Commission in 1998; this project specifically provides redundancy to the northwest portion of the Commission's service area in the event there is break in either the North Transmission Main or the Outer-belt Transmission Main. Without the TW-3 project, a break in either of these transmission mains would result in your community having to supply your residents with water solely from storage or wells, thus resulting in reduced pressure and water availability. I have enclosed maps which outline the proposed project as well as the communities affected if, in fact, there were a break in either of the two mains which serve the northwest portion of Du Page County with water.

It is my opinion, and the opinion of several other Commissioners, that the municipalities affected are entitled to this redundancy by: (1) having funded the development of the plans through water rates and sales tax and (2) having funded similar redundancy projects for the rest of the service area. If it is, in fact, the desire of municipal leaders to not have the project completed, please indicate such through correspondence prior to the Du Page Water Commission's next scheduled meeting (April 7th) or at the latest, by the scheduled May 13th meeting. If you would like additional information, please feel free to contact me directly. Thank you.

Very truly yours,

Michael P. Vondra

Chairman

Attachments

cc: DWC Commissioners
Village of Addison
Village of Bensenville
Village of Bloomingdale
City of Elmhurst
Village of Glendale Heights
Village of Itasca
Village of Roselle
Village of Wayne
City of Wood Dale