

**Western Townships Utilities Authority**  
**REGULAR MEETING**  
Monday, January 25, 2010  
WTUA MIDDLE ROUGE CONFERENCE ROOM  
40905 Joy Road, Canton, MI 48187

The regular meeting of the Western Townships Utilities Authority Board of Commissioners was held on Monday, January 25, 2010 in the WTUA Middle Rouge Conference Room, 40905 Joy Road, Canton, Michigan 48187. The meeting was called to order at 3:03 p.m. by Chairperson, Philip J. LaJoy.

Present:

Phil LaJoy  
Richard Reaume  
Richard Henningsen

Absent:

Mark Abbo

Also present were:

Aaron Sprague	WTUA
Cindy Cezat	WTUA
Jack Polhill	OMI/CH2MHILL
Kellie Goines	Plante & Moran
Audrey Robinson	Canton Township

The first order of business was acceptance of the agenda: Following discussion and upon hearing no objections; it was

R-10-01-01      Resolved to accept the agenda as amended, moving Item # IX (a) Audit (Fiscal Year Ended September 30, 2009) to be heard directly after the Treasurer's Report.

Ayes: LaJoy, Reaume, Henningsen

Nays: None

Absent: Abbo

The next order of business was minutes of the regular meeting of December 21, 2009. Following discussion and upon motion by Henningsen supported by Reaume; it was

R-10-01-02      Resolved to accept the minutes of the regular meeting of December 21, 2010 as presented.

Ayes: LaJoy, Reaume, Henningsen

Nays: None

Absent: Abbo

The next order of business was Treasurer's Report. Following discussion and upon motion by Henningsen supported by Reaume; it was

R-10-01-03      Resolved to approve the schedule of disbursements for January, 2010 of \$982,972.50 and pre-approved payroll for February, 2010 of \$17,118.20.

Ayes: LaJoy, Reaume, Henningsen

Nays: None

Absent: Abbo

The next order of business was Audit (Fiscal Year Ended September 30, 2009). On October 26, 2009, Plante & Moran was authorized by the WTUA Board of Commissioners to perform an audit for the fiscal year ending September 30, 2009. Plante & Moran has completed the Audit and it was reviewed by the Finance Committee on January 14, 2010. Kellie Goines of Plante & Moran was present to answer questions from the Board. Following discussion and upon motion by Henningsen supported by Reaume; it was resolved that

R-10-01-04           Whereas, Article IX, Section 5 of the By-Laws of the Western Townships Utilities Authority require that The Authority shall cause an annual audit to be made of its financial transactions by a certified public accountant; and

Whereas, Plante & Moran, certified public accountants, was authorized by the Board of Commissioners to perform such an audit and has prepared and presented to The Authority the audit for the fiscal year ending September 30, 2009;

Now Therefore Be It Resolved that the audit for the fiscal year ending September 30, 2009, as prepared and presented by Plante & Moran, is hereby accepted

Ayes: LaJoy, Reaume, Henningsen

Nays: None

Absent: Abbo

The next order of business was Operations and Maintenance Report for the month of December 2009. Following discussion and upon motion by Henningsen supported by Reaume; it was

R-10-01-05           Resolved to receive and file the Operations and Maintenance Report for the month of December 2009.

Ayes: LaJoy, Reaume, Henningsen

Nays: None

Absent: Abbo

The next order of business was Directors Report for the month of January 2010. Following discussion and upon motion by Henningsen supported by Reaume; it was

R-10-01-06           Resolved to receive and file the Directors Report for the month of January 2010.

Ayes: LaJoy, Reaume, Henningsen

Nays: None

Absent: Abbo

The next order of business was the quarterly Lower Rouge EQ Basin Expansion Update Report. Following discussion and upon motion by Henningsen supported by Reaume; it was

- R-10-01-07            Resolved to receive and file the quarterly Lower Rouge EQ Basin Expansion Update Report.
- Ayes: LaJoy, Reaume, Henningsen  
                              Nays: None  
                              Absent: Abbo

The next order of business was Annual Report for the YCUA Construction Account Trust Funds: The Board approved the WTUA Investment Policy for the YCUA Wastewater Treatment Plant Expansion Construction Trust Funds on August 26, 2002. As part of this investment policy, an annual report shall be presented to the Board summarizing the investment performance of the funds in the Trust. Following discussion and upon motion by Henningsen supported by Reaume it was

- R-10-01-08            Resolved to receive and file the annual report for the YCUA Construction Account Trust Funds.
- Ayes: LaJoy, Reaume, Henningsen  
                              Nays: None  
                              Absent: Abbo

The next order of business was 2009 OMI/CH2MHILL Annual Report: Jack Polhill gave a presentation to the Board summarizing the accomplishments of the past year. Following discussion and upon motion by Henningsen supported by Reaume it was

- R-10-01-09            Resolved to receive and file the 2009 OMI/CH2MHILL Annual Report.
- Ayes: LaJoy, Reaume, Henningsen  
                              Nays: None  
                              Absent: Abbo

The next order of business was Wayne County Annual Utility Maintenance Permit: WTUA (and each of its member communities) applies for an Annual Utility Maintenance Permit from Wayne County in order to perform the necessary maintenance and repairs on the utilities located in county Right-of-Way. A couple of years ago, the County began requiring that any community applying for such a permit issue a Resolution indemnifying the County against negligence. WTUA took issue with this requirement because the required indemnification included Wayne County's own negligence. Therefore, WTUA historically modified the required Board Resolution to indemnify the County for WTUA's negligence, but not its own negligence. Such action did not have any realized effect as Wayne County continued to issue WTUA the required permit. The County has now taken action to prevent such modifications as the County this year has included in the Permit itself (by reference) the desired indemnification language, including indemnification against the County's own negligence. The same document also requires that the County be named insured on applying communities' policies and that the policies provide

coverage for contractual indemnification (which may require an additional endorsement or other policy modifications). The WTUA Attorney has prepared a letter to accompany our annual application. This letter outlines WTUA's objections to indemnification of the County for its own negligence. The letter further provides protection to the Authority by specifically stating that while the Director of Operations is authorized to sign the application permit on behalf of the Authority, the Director is not authorized to sign for the increased insurance/indemnification requirements and that further the Board is not authorizing those items. Following discussion and upon motion by Henningsen supported by Reaume it was

- R-10-01-10 Resolved to give the Director of Operations limited authorization to sign the Wayne County Annual Utility Maintenance Permit Application on behalf of the Authority; however, with the specific limitation and notice that he has no authority to accept or agree to the permit requirements for indemnification and insurance for Wayne County for the County's negligence; and
- Further, to reject the County's requirements for such indemnification and insurance.
- Ayes: LaJoy, Reaume, Henningsen  
Nays: None  
Absent: Abbo

The next order of business was MDOT Performance Resolution: Each year WTUA completes an annual MDOT application and permit to conduct underground utility maintenance in the State Right-of-ways. MDOT requires that a Performance Resolution be completed each year and submitted with the application. Following discussion and upon motion by Henningsen supported by Reaume it was

- R-10-01-11 Resolved to concur with the recommendation of the Director of Operations to approve the Performance Resolution required by the Michigan Department of Transportation; and
- Further, that the Chairperson sign the Resolution on behalf of the Authority, assigning Aaron Sprague as authorized representative.
- Ayes: LaJoy, Reaume, Henningsen  
Nays: None  
Absent: Abbo

The next order of business was public comments: There were none.

The next order of business was Commissioners' Comments: There were none.

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There being no further business to come before the Board, the regular meeting was adjourned at 3:56 p.m.

Respectfully submitted,

Philip LaJoy  
Chairperson