

GREAT LAKES WATER AUTHORITY
BOARD OF DIRECTORS
January 7, 2015 WORKSHOP MEETING
AGENDA

1. **Call to Order**

Call to Order

2. **Quorum Call**

Quorum Call

3. **Approval of Agenda**

Approval of Agenda

4. **Approval of Minutes**

Approval of Minutes of December 12, 2014 Organizational Meeting

5. **Public Comment**

Public Comment (3 minutes per speaker)

6. **Old Business**

A) Discussion regarding formation of the Audit Committee and establishing the first meeting of that Committee. First meeting is to be held on or before February 10, 2015.

B) Discussion of parameters and procedures for selection of an Executive Director for the Authority.

C) Joint meeting (retreat) with the City of Detroit Board of Water Commissioners to be held on Friday January 9, 2015 at 10:00 a.m., at Waterworks Park.

D) January 22, 2015 date for the nomination and election of Officers of the Great Lakes Water Authority.

7. **New Business**

A) 2015 – 01 - 01 Resolution approving Interim Resolution Numbering System for GLWA.

B) 2015 – 01 - 02 Resolution ratifying December 20, 2014 resolution adopting Interim GLWA Purchasing Policy.

- C) 2015 – 01 - 03 Resolution authorizing a professional service contract with the Firm of Plante Moran, in an amount not to exceed \$50,000.00, for a term ending June 30, 2016, to perform to perform professional accounting services related to the formation of Great Lakes Water Authority.
- D. 2015 – 01 - 04 Resolution authorizing a professional service contract with the Firm of Gabriel Roeder Smith and Company, in an amount not to exceed \$50,000.00, for a term ending June 30, 2016, to perform actuarial services for the Great Lakes Water Authority.
- E) 2015-01 - 05 Resolution regarding Interim Legal Assistance for GLWA / Common Interest Agreement with Detroit Water and Sewerage Department.
- F) Report of Veolia Peer Review of the Detroit Water and Sewer Department (workshop topic).
- G) Letter to Judge Rhodes requesting that GLWA be added as a party to the mediation in IN RE: City of Detroit relative to the formation of a regional water authority.
- H) Approval by the City of Detroit, Water and Sewerage Department and its Board of Water Commissioners (DWSD) of GLWA’s request to assist in the establishment of the GLWA by providing a conduit for advancing payment of certain expenses of the authority to be reimbursed through the CGAP grant and to the extent the CGAP Funds or other funds are not available be treated as a “common to all” expense of the system and authorizing the Director of DWSD to permit DWSD staff provide interim staff support to the GLWA.
- I) 2015 - 01 – 06 Resolution establishing 2015 Meeting Schedule.
- J) Such other Matters.

8. Workshop

- A) Presentation regarding DWSD Initiatives for Fiscal Year 2015 – 2016.
- B) Presentation regarding DWSD Water Master Plan Update
- C) Presentation regarding DWSD Customer Outreach and GLWA Logo / Website Implementation Plan
- D) Presentation regarding DWSD FY 2014-15 Financials
- E) Presentation regarding Veolia Peer Review

9. Adjournment

- A) Motion to Adjourn

Great Lakes Water Authority
Resolution 2015- 01 -01
RE: Interim Numbering System for Resolutions

By Board Member: _____

Whereas The Board of Directors (Board) of the Great Lakes Water Authority (GLWA) wishes to establish a system to assist in managing its legislative business and tracking the resolutions adopted by its Board of Directors; and

Whereas There are various software solutions to assist in this endeavor; and

Whereas Until such time as the Board has the opportunity to explore a permanent solution it desires to adopt an interim tracking system for resolutions presented to its Board,

Now, Therefore Be It:

Resolved That the Board of GLWA adopts the following Interim Numbering System for resolutions presented to its Board:

1) The first two numbers in any resolution presented shall indicate the year in which the resolution was presented and shall be followed by a hyphen. For example resolutions presented in 2015 shall begin “2015 -“:

2) The hyphen shall be followed by two numbers indicating the month in which the meeting takes place. These numbers will be followed by a second hyphen. The second hyphen will be followed by two additional numbers which shall signify the order in which that resolution was placed on the Agenda. For example, this being the first resolution presented at the Board’s first January meeting of 2015 it is numbered 2005 – 01 -01. Similarly the first resolution presented at the Board’s first December, 2015 meeting would be number 2015 -12 – 01.

3) Resolutions will be numbered sequentially within any month with the first resolution at the Board’s second meeting following in sequence from the last number of the previous meeting. For example in January, 2015, the Board meets on the 7th and the 22nd of the month. The last resolution number on the January 7, 2015, Agenda is 15- 01 -06. Therefore assuming no additional actions are taken by the Board at its January 7th meeting, the first resolution placed on the Agenda for the January 22 meeting will be numbered 15-01-07; **And Be It Finally**

Resolved That, this Interim Numbering System for Resolutions may be amended at any time by a majority vote of the Board.

Adopted by the Great Lakes Water Authority Board on: _____

Great Lakes Water Authority

Resolution 15 – 01 - 02

Ratifying Adoption of Interim Purchasing Policies and Procedures

By Board member: _____ :

Whereas At its December 12, 2014 Meeting, the Board of Directors (Board) of the Great Lakes Water Authority (GLWA) adopted Interim Purchasing Policies and Procedures for the GLWA; and

Whereas Only four of the six members of the GLWA Board were appointed and serving at that meeting; and

Whereas A super-majority of the GLWA Board is required to adopt a permanent purchasing policy for the GLWA; and

Whereas The GLWA has not made any purchases pursuant to its Interim Purchasing Policies and Procedures; and

Whereas While the Board is not ready to adopt permanent Purchasing Policies and Procedures for GLWA it wishes to eliminate any potential for confusion as to the applicability of the Interim Purchasing Policies and Procedures adopted at its December 12, 2014; meeting,

NOW THEREFORE BE IT:

Resolved That the Board of the GLWA ratifies and affirms its adoption of the Interim Purchasing Policies and Procedures adopted at its December 12, 2014 Meeting; **And Be It Finally**

Resolved That a copy of the Interim Purchasing Policies and Procedures shall be posted on the internet and, upon request, be made available to members of the public.

Adopted by the GLWA Board of Directors on: _____

The Great Lakes Water Authority

Resolution 15 - 01 - 03

Authorizing a Professional Services Contract with Plante Moran

By Board member: _____:

BE IT RESOLVED, that the Board of Directors of the Great Lakes Water Authority (GLWA) authorizes a Professional Services Contract with the firm of Plante Moran, in an amount not to exceed \$50,000.00, to be paid from CGAP funds awarded to Oakland County for certain transitional expenses related to the formation of the GLWA, for a term ending June 30, 2016, to perform to perform professional accounting services related to the formation of GLWA: and

BE IT FURTHER RESOLVED, that the Interim Chairperson is authorized, as may be necessary, to execute this Contract on behalf of GLWA; and

BE IT FURTHER RESOLVED, that the Interim Chairperson, the Detroit Water and Sewerage Department, including but not limited to its Board of Water Commissioner and/or its Director, are authorized to take such other action as is necessary to accomplish the intent of this vote.

Adopted by the GLWA Board of Directors on: _____

Great Lakes Water Authority
Board Communication
January 7, 2015

Date: January 7, 2015

To: Board Members, Great Lakes Water Authority

From: Nicolette Bateson, Chief Financial Officer
Detroit Water & Sewerage Department

Re: Proposed Resolution: Professional Accounting Services

Background: Certain professional accounting services are necessary for the implementation of the Memorandum of Understanding (the "MOU") executed on September 9, 2014 for the formation of the Great Lake Water Authority (GLWA). In particular, there are two tasks which are urgent for the development of a lease agreement and related financial analysis.

Scope A – Bifurcated Pro-Forma Statement of Fund Net Position: Inherent in this transaction is an operational and financial restructuring to bifurcate the City of Detroit Water & Sewerage Department into a retail system (DWSD-R) and the GLWA regional system. To facilitate that discussion among stakeholders, an accounting analysis is required to allocate the assets and liabilities as shown on the Statement of Fund Net Position and assess the initial net fund position for the DWSD-R and GLWA entities.

Scope B - Technical Accounting Matters: Provide accounting research and analysis to support the formation of the GLWA and points of intersection with DWSD-R based upon the MOU, GLWA Articles of Incorporation, lease agreement, transitional services agreements, and other tasks associated with technical accounting matters.

Analysis: Plante & Moran is presently engaged by the City of Detroit and the Detroit Water & Sewerage System Department to perform audit readiness and other technical accounting services. In addition, Oakland County has an existing contract with Plante & Moran to provide professional accounting services. Given the pressing need for these services, it is recommended that the GLWA secure these services as an extension the Oakland County contract utilizing the GLWA Procurement Policy for Intergovernmental Procurement Relationships in an amount not-to-exceed \$50,000.

Budget Impact: The funding is provided 100% by the State of Michigan Competitive Grant Assistance Program (CGAP).

Proposed Action: The Board of Directors of the Great Lakes Water Authority (GLWA) authorize a Professional Services Contract with the firm of Plante Moran, in an amount not to exceed \$50,000, for a term ending June 30, 2016, to perform professional accounting services related to the formation of GLWA.

Statement of Work

Accounting Services to Support the Formation of the Great Lakes Water Authority

Issued: To Be Determined, 2015

Addendum to Oakland County Purchasing Contract awarded to Plante & Moran To be reimbursed by State of Michigan Competitive Grant Assistance Program (CGAP)

Background

On September 9, 2014, a Memorandum of Understanding (the "MOU") was executed by the City of Detroit, Counties of Wayne, Oakland, and Macomb, and State of Michigan (the "incorporating municipalities") for the formation of the Great Lake Water Authority (GLWA).

Scope A – Bifurcated Pro-Forma Statement of Fund Net Position

Inherent in this transaction is an operational and financial restructuring to bifurcate the City of Detroit Water & Sewerage Department into a retail system (DWSD-R) and the GLWA regional system. To facilitate that discussion among stakeholders, an accounting analysis is required to allocate the assets and liabilities as shown on the Statement of Fund Net Position and assess the initial net fund position for the DWSD-R and GLWA entities.

Summary Work Plan

1. Utilizing the audited FY 2013 City of Detroit Water & Sewerage Department (DWSD) Statement of Fund Net Position, identify quantitative method(s) to allocate elements of net position and delineate relative advantages and disadvantages of available options.
2. Review proposed methodology and data needs/limitations with designated client personnel.
3. Draft a pro-forma Statement of Fund Net Position for GLWA and DWSD-R utilizing 2013 DWSD audited statements. Provide sample Journal Entries to effect bi-furcation.
4. Identify adjustments or other considerations based upon material events subsequent to June 30, 2013 including new accounting pronouncements, outcome of City of Detroit Chapter 9, 2014 DWSD revenue bond sale, and capital asset activity.
5. Maintain analysis in a format that may be readily updated with June 30, 2014 and/or June 30, 2015 asset and liability balances.

Bullet number 1 assumes that the FY-2014 closed accounting records will not be available for this project. However, it has been represented that the DWSD closed records ready for audit should be available later in January 2015. If the FY-2014 draft financial statements are available, they would be preferable over those of FY-2013 for purposes of the above analyses.

Scope B - Technical Accounting Matters

Provide accounting research and analysis to support the formation of the GLWA and points of intersection with DWSD-R based upon the MOU, GLWA Articles of Incorporation, lease agreement, transitional services agreements, and other tasks associated with technical accounting matters. This may include confidential, strategic support to bond counsel, financial advisors, and others.

Resources

The consultant will have access to GLWA, DWSD, and City management, staff, and advisors as needed to gather documents, files, and perform interviews to gain an understanding of the transaction and accounting related implications. Additional resources will be facilitated by the GLWA/DWSD-R Project Management Office Advisor.

Communications

The consultant will be engaged by the GLWA and will report progress to a Coordinating Group on a bi-weekly basis. The Coordinating Group includes representatives of the incorporating municipalities. The daily contact will be the DWSD Chief Financial Officer and the GLWA/DWSD-R Project Management Office Advisor.

Timeline

The MOU establishes a 200 day timeline for the execution of the lease agreement which ends in mid-June 2015. For this reason, the consultant's availability through that date is essential with an immediate start date of this project.

The Great Lakes Water Authority

Resolution 15 - 01 - 04

Authorizing a Professional Services Contract with Gabriel Roeder Smith and Company

By Board member: _____:

BE IT RESOLVED, that the Board of Directors of the Great Lakes Water Authority (GLWA) authorizes a Professional Services Contract with the firm of Gabriel Roeder Smith and Company, in an amount not to exceed \$50,000.00, to be paid from CGAP funds awarded to Oakland County for certain transitional expenses related to the formation of the GLWA, for a term ending June 30, 2016, to perform actuarial services for the GLWA; and

BE IT FURTHER RESOLVED, that the Interim Chairperson is authorized, as may be necessary, to execute this Contract on behalf of GLWA; and

BE IT FURTHER RESOLVED, that the Interim Chairperson, the Detroit Water and Sewerage Department, including but not limited to its Board of Water Commissioner and/or its Director, are authorized to take such other action as is necessary to accomplish the intent of this vote.

Adopted by the GLWA Board of Directors on: _____

Great Lakes Water Authority
Board Communication
January 7, 2015

Date: January 7, 2015

To: Board Members, Great Lakes Water Authority

From: Nicolette Bateson, Chief Financial Officer
Detroit Water & Sewerage Department

Re: Proposed Resolution: Actuarial Services

Background: A material component of the baseline forecast supporting the Memorandum of Understanding (the "MOU") executed on September 9, 2014 for the formation of the Great Lake Water Authority (GLWA) is the pension funding commitment to the City of Detroit General Retirement System (GRS) as a result of the City of Detroit's approved Plan of Adjustment. Given the magnitude of the financial commitment that may be assumed by GLWA, it is prudent to seek additional services from an actuary to assist the GLWA in managing that liability.

Analysis: Key elements of the pension unfunded accrued actuarial liability (UAAL) which require actuarial expertise include the following.

1. Validation of the unfunded accrued actuarial liability (UAAL) as of June 30, 2013 which reported the following GRS members allocated to the City of Detroit Water & sewerage Department: 1,567 active members, 454 terminated vested members, and 2,568 retired members, surviving spouses and dependents in pay status.
2. Sensitivity analysis on the UAAL level as a result of variations from the assumed investment rate of return of 6.75%.
3. Validation that level annual payments of \$42.9 million per year for the nine fiscal years beginning on July 1, 2014 and ending on June 30, 2023 are sufficient to achieve no payment, or a minimal payment, in the year ending June 30, 2024.
4. Establish a protocol for at least annual reporting of allocable assets to the assumed GLWA commitment and the related UAAL to assess the potential exposure of a payment in the year ending June 30, 2024.
5. Establish a protocol for audit of GRS data related to the UAAL including census data and investment data.
6. Performance of actuarial services in accordance with professional standards.

Gabriel, Roeder, & Smith ("Gabriel") is presently engaged by the GRS to provide actuarial services. Given GRS' knowledge of the pension system data and the pressing need for these services, it is recommended that the GLWA secure these services as an extension of the GRS contract utilizing the GLWA Procurement Policy for Intergovernmental Procurement Relationships in an amount not-to-exceed \$50,000.

**Great Lakes Water Authority
Board Communication
January 7, 2015**

Budget Impact: The funding is provided 100% by the State of Michigan Competitive Grant Assistance Program (CGAP).

Proposed Action: The Board of Directors of the Great Lakes Water Authority (GLWA) authorizes a professional service contract with the Firm of Gabriel Roeder Smith and Company, in an amount not to exceed \$50,000, for a term ending June 30, 2016, to perform actuarial services for the Great Lakes Water Authority.

Great Lakes Water Authority
Resolution 2015-01 - 05
RE: Interim Legal Assistance for GLWA /
Common Interest Agreement with Detroit Water and Sewerage Department

WHEREAS The Great Lakes Water Authority (GLWA) Board of Directors adopted a resolution on December 12, 2014 requesting that DWSD provide interim staff support to GLWA; and

WHEREAS The November 4, 2011 Order of the Honorable Sean F. Cox in the matter of United States v City of Detroit, et al (Case No. 77-71100) authorized the Detroit Water and Sewerage Department to create an autonomous legal function from the City of Detroit; and

WHEREAS In order for the office of DWSD General Counsel to comply with that resolution in a manner that is consistent with the Michigan Rules of Professional Conduct (MRPC 1.7), it is necessary for both the GLWA Board and the Board of Water Commissioners (BOWC) to consent to the joint representation; and

WHEREAS All parties acknowledge that, while the current intent is for a rapid and orderly transition of operational control from DWSD to the GLWA, there is a potential for a conflict between the interests of the GLWA and the BOWC as the negotiations proceed regarding the conditions precedent contained within the Memorandum of Understanding and the Articles of Incorporation related to the formation of the GLWA.

NOW, THEREFORE, BE IT:

RESOLVED That the Great Lakes Water Authority expressly authorizes the hiring of the DWSD Office of General Counsel to provide interim staff support to the GLWA, consistent with the GLWA Board's resolution of December 12, 2014 related to DWSD providing interim staff support to the GLWA. The consideration for this transaction shall be the payment of one dollar (\$1.00) by GLWA to DWSD on or before December 31, 2015. **And, Be It Further**

RESOLVED That the GLWA Board finds that it has a common interest with the DWSD and the BOWC to the extent that the GLWA is anticipated to become a successor entity to the DWSD. Further, a Common Interest Agreement will be presented to the Director of DWSD and the GLWA Chairperson for their approval upon the adoption of this resolution by their respective boards. **And Be It Further**

RESOLVED That the GLWA Board expressly acknowledges that in the event of a conflict between the duties of representing the GLWA Board and the BOWC, the DWSD General Counsel shall advise both parties and the GLWA Board will be required to obtain outside counsel unless the BOWC expressly authorizes, in writing, the

DWSD Office of General Counsel to represent the GLWA. Additionally, the DWSD, by and through its Director, Chief Administrative and Compliance Officer / General Counsel, or BOWC as appropriate, reserves its right to create a conflict wall within the Office of General Counsel and/or take other actions as may be necessary to protect its rights under this agreement and consistent with the Michigan Rules of Professional Conduct. **And, Be It Finally**

RESOLVED That this resolution shall be of no force or effect unless and until such time as the BOWC adopts a similar resolution consenting to the joint representation.

Adopted by the Great Lakes Water Authority Board on: _____

January 5, 2015

Mr. Robert Daddow
Interim Chair
Great Lakes Water Authority
735 Randolph, Suite 500
Detroit, MI 48226

RE: Interim Legal Assistance for GLWA / Common Interest Agreement with Detroit
Water and Sewerage Department

Chairman Daddow:

As the Great Lakes Water Authority (GLWA) continues to establish itself and move forward with the many tasks that lie ahead, I wanted to bring to your attention a matter related to legal matters that may come before you. During your initial organizational meeting of December 12, 2014, the GLWA board passed several resolutions relating to the conduct of business in light of GLWA having no currently available revenue source. Those actions included: (1) requesting the Mediation Advisory Work Groups to provide periodic advice and presentations to the GLWA, (2) adding the GLWA as a co-awardee to the CGAP Grant, (3) requesting the DWSD to serve as a conduit for advancing payments of various expenses on behalf of the GLWA, and (4) requesting DWSD to provide interim staff support to the GLWA.

With respect to the final action, it is necessary to follow-up with an additional action for consideration by the GLWA Board in order to effectuate representation of both the GLWA and DWSD by the office of the DWSD General Counsel on an interim basis. Under the Michigan Rules of Professional Conduct, an attorney cannot serve multiple clients with potentially adverse interests without receiving approval from both entities to be served.¹

Although unlikely, there is still a potential for a future disagreement between the interests of the GLWA Board and the existing activities of the Detroit Water and Sewerage Department, under the direction of the Board of Water Commissioners (BOWC). It is also recommended that both the GLWA Board and the BOWC enter into a Common Interest Agreement to further the transition between DWSD and GLWA. Upon adoption of this resolution, DWSD's General Counsel will begin preparing such an agreement.

The attached resolution is intended to be presented to both the GLWA Board and the BOWC, in slightly modified forms, to accomplish this objective. In short, the resolution acknowledges the request for joint representation, provides for \$1.00 of deferred compensation from GLWA to DWSD as consideration for the joint representation, and provides a mechanism for addressing any future conflicts. In addition, adoption of this resolution would permit DWSD's General Counsel to advise the Board and be a party to closed sessions of the GLWA

¹ See MRPC Rule 1.7.

Board within the meaning of the Open Meetings Act, including but not limited to the exception for attorney-client communications.²

In adopting the attached resolution, the GLWA Board is in no way waiving its right to obtain outside counsel on an as needed basis where it believes that such action is in the Board's best interest. Rather, the intent of this resolution is to make the Board's resolution of December 12, 2014 requesting that DWSD provide interim staff support to the GLWA Board consistent with the Michigan Rules of Professional Conduct with respect to the DWSD Office of General Counsel.

Should you have any questions regarding this matter, please do not hesitate to contact me.

Respectfully submitted,

William M. Wolfson

William M. Wolfson
Chief Administrative and Compliance Officer/
General Counsel
Detroit Water and Sewerage Department

Approved for Submission:

Sue F. McCormick
Director
Detroit Water and Sewerage Department

Cc: Members of the GLWA Board
Jim Fausone, Chair BOWC

Attachment

²See MCL 15.268 (c), (e), or (h) and MCL 15.243(g), in addition to other similar exceptions to the Open Meetings Act related to attorney-client communications.

January 7, 2015

Honorable Steven W. Rhodes
Judge
US Bankruptcy Court
211 Fort St., Ste 1800
Detroit, MI 48226

RE: In re: City of Detroit, Michigan, Debtor, Case No. 13-53486

Judge Rhodes:

I am writing this letter in order to keep you informed of recent developments related to the formation of the Great Lakes Water Authority ("GLWA"). Members of the Board have now been appointed by each of the Incorporating Municipalities, and the GLWA board held its first organizational meeting on December 12, 2014.

As you are aware, your order of November 26, 2014 in the above referenced case granted on-going mediation authority to the Honorable Judge Sean F. Cox with respect to matters related to the formation of the Great Lakes Water Authority. While not expressly within its language, the November 26 Order appeared to contemplate that the respective parties to the mediation included the City of Detroit, the Counties of Macomb, Oakland and Wayne, as well as the State of Michigan.

During its initial meeting, the GLWA Board passed a resolution requesting that the GLWA board be added as a party to the mediation, should that need arise. For ease of review, I have attached a copy of that resolution to this letter. In addition, a copy of the resolution has already been provided to Judge Cox.

Should you have any questions related to this matter, please do not hesitate to contact me.

Respectfully submitted,

William Wolfson
Chief Administrative and Compliance Officer/
General Counsel
Detroit Water and Sewerage Department

Cc: Mr. Robert Daddow, Interim Chair, GLWA Board

Attachment

Agenda of December 17, 2014

Item No. 14-_____

Amount: N/A

TO: The Honorable
Board of Water Commissioners
City of Detroit, Michigan

FROM: Sue F. McCormick, Director
Water and Sewerage Department

DATE: December 17, 2014

RE: Acceptance of GLWA Request for Transition Assistance

MOTION: Upon recommendation of William M. Wolfson, Chief Administrative and Compliance Officer / General Counsel, the Board of Water Commissioners for the City of Detroit Water and Sewerage Department:

1. Accepts the request of the Great Lakes Water Authority (GLWA) Board of Directors (Board) that the Detroit Water and Sewerage Department and its Board of Water Commissioners assist the GLWA with incurring expenses associated with the formation and establishment of the GLWA in a manner consistent with the requirements of the CGAP application, the GLWA's interim procurement policy, and the Detroit Water and Sewerage Department's Procurement Policy. Such assistance could include serving as a conduit for procuring goods and services on behalf of the Authority, advancing funds necessary to obtain those services, and submitting reimbursement requests on behalf of the Authority in connection with the CGAP application; and
2. Accepts the request of the GLWA Board, that the Detroit Water and Sewerage Department treat any expenses that are requested by the GLWA and are not reimbursed from CGAP or other funding sources external to the Detroit Water and Sewerage Department as "common-to-all" charges of the system; and
3. Authorizes the Director to make DWSD staff available to assist with the GLWA transition provided that such assistance does not interfere with those staff members' performance of their duties to this Department; and
4. DWSD's Chief Administrative and Compliance Officer / General Counsel shall provide a copy of this Resolution to the GLWA Board; and
5. Authorizes the Director to take such other action as may be necessary to accomplish the intent of this vote.

BACKGROUND

During the course of the City of Detroit's bankruptcy proceedings, an agreement was reached relative to the formation of the Great Lakes Water Authority (GLWA). The GLWA will lease certain DWSD assets in order to provide regional water services. Although the GLWA held its initial meeting on December 12, 2014, it has no staff. Moreover, the GLWA will not have its own funds available until certain conditions precedent are met, the lease is signed, and GLWA begins regional utility operations. In order to help defray some of the GLWA's transition costs, the State of Michigan has awarded a grant to Oakland County under the Competitive Grant Assistance Program (CGAP).

At its December 12, 2014 Meeting the GLWA Board adopted two resolutions requesting transition assistance from DWSD: The first resolution requests DWSD assistance in facilitating transitional purchases for the GLWA; and the second requests DWSD to provide interim staff assistance to the GLWA. The purpose of this resolution is to provide a mechanism for DWSD to provide the requested assistance.

JUSTIFICATION

Both the Root Cause Committee and The Board of Water Commissioners have supported the concept of a regional water authority and have endorsed the GLWA formation. Acceptance of the GLWA's request for assistance furthers the common goal of establishment of a regional water utility.

Great Lakes Water Authority
Resolution 2015 - 01 - 06
RE: Schedule of 2015 Meetings

By Board Member: _____

Whereas The Board of Directors (Board) of the Great Lakes Water Authority (GLWA) wishes to establish an annual schedule of meetings for 2015 as required by the Michigan Open Meetings Act and to allow future customers and the public-at-large to be aware of and have the opportunity to participate in GLWA meetings; and

Whereas In taking this action, Board ratifies and restates the schedule of meetings it adopted at its December 2014 organizational meeting; and

Whereas As a part of its regularly scheduled meetings, the Board wishes to schedule Workshop presentations on relevant topics as a part of its regular meeting schedule; and

Whereas The Board is required by its Articles of Incorporation to meet on at least a quarterly basis; and

Whereas The Board is also aware that in addition to these regularly scheduled meetings the GLWA may from time-to-time require additional special meetings and it is the intent of the Board to make future customers and the public-at-large aware of those meetings as required by the Michigan Open Meetings Act and other applicable laws,

Now, Therefore Be It:

Resolved That the following schedule of meetings for the GLWA is adopted:

Wednesday January 7, 2015, 1pm Workshop Meeting

Friday January 9, 2015, 10am Special Meeting (Waterworks Park)

Thursday January 22, 2015 2pm Monthly meeting

Wednesday February 4, 2015, 1pm Workshop Meeting

Wednesday February 18, 2015 2pm Monthly meeting

Thursday March 5, 2015, 1pm Workshop Meeting

Thursday March 19, 2015 2pm Monthly meeting
Wednesday April 1, 2015, 1pm Workshop Meeting
Wednesday April 15, 2015 2pm Monthly meeting
Wednesday May 6, 2015, 1pm Workshop Meeting
Wednesday May 20, 2015 2pm Monthly meeting
Wednesday June 3, 2015, 1pm Workshop Meeting
Wednesday June 17, 2015 2pm Monthly meeting
Wednesday July 8, 2015, 1pm Workshop Meeting
Wednesday July 29, 2015 2pm Monthly meeting
Wednesday August 5, 2015, 1pm Workshop Meeting
Wednesday August 19, 2015 2pm Monthly meeting
Wednesday September 2, 2015, 1pm Workshop Meeting
Wednesday September 16, 2015 2pm Monthly meeting
Wednesday October 7, 2015, 1pm Workshop Meeting
Wednesday October 21, 2015 2pm Monthly meeting
Thursday November 5, 2015, 1pm Workshop Meeting
Thursday November 19, 2015 2pm Monthly meeting
Wednesday December 9, 2015, 1pm Workshop Meeting
Wednesday December 17, 2015 2pm Monthly meeting, **And Be It Further**

Resolved That, unless otherwise indicated, meetings of the Board shall be held in the Board Room, 5th Floor, 735 Randolph, Detroit, Michigan, **And Be It Further**

Resolved That, meetings of the Board shall be posted as required by the Michigan Open Meetings Act, **And Be It Finally**

Resolved That, this schedule of meetings may be amended at any time by a majority vote of the Board.

Adopted by the Great Lakes Water Authority Board on: _____

January 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
				1	2	3
4	5	6	7 1pm GLWA workshop meeting	8	9 10am GLWA Special Meeting (Waterworks Park)	10
11	12 7:30 am BOWC Finance (budget)	13	14 1pm BOWC Workshop	15	16	17
18	19 M L King Day	20	21	22 2pm GLWA MTG	23	24
25	26	27	28 2pm BOWC MTG (budget hearing)	29	30	31

February 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
1	2	3	4 1pm GLWA Workshop MTG	5	6	7
8	9	10	11 1pm BOWC Workshop (rates)	12	13	14 Valentine's Day
15	16 Presidents' Day	17	18 2pm GLWA MTG	19 7:30 am, BOWC finance rate review	20	21
22	23	24	25 2pm BOWC MTG (public hearing on rates)	26	27	28

March 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
1	2	3	4 BOWC Special MTG (rates)	5 1pm GLWA Workshop MTG	6	7
8	9	10	11 BOWC Special MTG	12	13	14
15	16	17	18 BOWC MTG	19 2pm GLWA MTG	20	21
22	23	24	25	26	27	28
29	30	31				

April 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
			1 1pm GLWA Workshop MTG	2	3 Good Friday	4
5 Easter Sunday	6	7	8 1pm BOWC Workshop	9	10	11
12	13	14	15 2pm GLWA Meeting	16	17	18
19	20	21	22 2pm BOWC MTG	23	24	25
26	27	28	29	30		

May 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
					1	2
3	4	5	6 1pm GLWA Workshop Meeting	7	8	9
10	11	12	13 1pm BOWC Workshop	14	15	16
Mother's Day						
17	18	19	20 2pm GLWA Mfg	21	22	23
24	25 Memorial Day	26	27 2pm BOWC MTG	28	29	30
31						

June 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
	1	2	3 1pm GLWA workshop MTG	4	5	6
7	8	9	10 1pm BOWC Workshop	11	12	13
14	15	16	17 2pm GLWA MTG	18	19	20
21 Father's Day	22	23	24 2pm BOWC MTG	25	26	27
28	29	30				

July 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
			1 1pm BOWC Workshop	2	3	4 Independence Day
5	6	7	8 1pm GLWA Workshop	9	10	11
12	13	14	15	16	17	18
19	20	21	22 2pm BOWC Meeting	23	24	25
26	27	28	29 2pm GLWA MTG	30	31	

August 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
						1
2	3	4	5 1pm GLWA Workshop	6	7	8
9	10	11	12 1pm BOWC Workshop	13	14	15
16	17	18	19 2pm GLWA MTG	20	21	22
23	24	25	26 2pm BOWC MTG	27	28	29
30	31					

September 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		1	2 1pm GLWA Workshop	3	4	5
6	7 Labor Day	8	9 1pm BOWC Workshop	10	11	12
13	14	15	16 2pm GLWA MTG	17	18	19
20	21	22	23 2pm BOWC MTG	24	25	26
27	28	29	30			

October 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
				1	2	3
4	5	6	7 1pm GLWA Workshop	8	9	10
11	12 Columbus Day	13	14 1pm BOWC Workshop	15	16	17
18	19	20	21 2pm GLWA MTG	22	23	24
25	26	27	28 2pm BOWC MTG	29	30	31 Halloween

November 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
1	2	3	4 1pm BOWC Workshop	5 1pm GLWA Workshop	6	7
8	9	10	11 Veterans Day	12	13	14
15	16	17	18 2pm BOWC MTG	19 2pm GLWA MTG	20	21
22	23	24	25	26 Thanksgiving Day	27	28
29	30					

December 2015

Sunday	Monday	Tuesday	Wednesday	Thursday	Friday	Saturday
		1	2 1pm BOWC Workshop	3	4	5
6	7	8	9 1pm GLWA Workshop	10	11	12
13	14	15	16 2pm BOWC MTG	17 2pm GLWA MTG	18	19
20	21	22	23	24	25 Christmas Day	26
27	28	29	30	31		

Great Lakes Water Authority
Resolution 2015- 01 -07
RE: Selection of Interim Executive Director

By Board Member: _____

Whereas The Great Lakes Water Authority (GLWA) was formed as a regional water authority and a Board of Directors (Board) has been appointed for the Authority; and

Whereas It is anticipated that GLWA will operate a portion of the current DWSD system pursuant to a lease agreement with the City of Detroit; and

Whereas Article 13(A) – (E) of GLWA’s Articles of Incorporation provides for the position of Chief Executive Officer, appointment to that position, compensation for the position, as well as the duties and responsibilities of that position; and

Whereas The GLWA Board wishes to retain an Chief Executive Officer on an interim basis to assist in successfully consummating this transition and ultimately on a permanent basis to serve the needs of the GLWA and its customers thereafter,

Now, Therefore Be It:

Resolved That Sue F. McCormick is selected as Interim Chief Executive Officer of the GLWA; **And Be It Further**

Resolved That while this is an at-will position and an interim appointment contingent on the GLWA actually commencing system operations, the Board anticipates that following successful performance of her job responsibilities during the transition period and consummation of the lease agreement, Ms. McCormick will be named as Chief Executive Officer of the GLWA; **And Be It Further**

Resolved That, consistent with the intent of this Resolution, on or before its January 22, 2015 Meeting, the Board directs Mr. Eric Rothstein to assist it by providing it with a draft Job Description for the Chief Executive Officer position, draft performance criteria by which the job performance of the Interim Chief Executive Officer may be measured, and a draft contract of employment for the Interim Chief Executive Officer; **And Be It Further**

Resolved That upon the Board's receipt, review, and acceptance of the draft materials from Mr. Rothstein, the Board authorizes its Chairman to finalize the terms of employment for Ms. McCormick's appointment as Interim Chief Executive Officer of the GLWA during the transition period and, assuming successful job performance, as Chief Executive Officer thereafter; **And Be It Finally**

Resolved That pursuant to Article 9 (C)(iv) of the GLWA Articles of Incorporation adoption of this Resolution requires an affirmative vote of at least five (5) members of the Board.

Adopted by the Great Lakes Water Authority Board on: _____

Great Lakes Water Authority

Resolution 2015- 01 -08

RE: Draft Letter regarding In Re: City of Detroit Bankruptcy Mediation

By Board Member: _____

Whereas The Board of Directors (Board) of the Great Lakes Water Authority (GLWA) has received a draft letter regarding its resolution that it be added to the regional authority mediation in In Re: City of Detroit,

Now, Therefore Be It:

Resolved That the attached letter shall be received by the Board and placed on file.

Adopted by the Great Lakes Water Authority Board on: _____

Great Lakes Water Authority

Resolution 2015- 01 -09

RE: Draft Letter regarding In Re: City of Detroit Bankruptcy Mediation

By Board Member: _____

Whereas The Board of Directors (Board) of the Great Lakes Water Authority (GLWA) has received a Resolution indicating approval by the City of Detroit, Water and Sewerage Department and its Board of Water Commissioners (DWSD) of GLWA's request to assist in the establishment of the GLWA by providing a conduit for advancing payment of certain expenses of the authority to be reimbursed through the CGAP grant and to the extent the CGAP Funds or other funds are not available be treated as a "common to all" expense of the system and authorizing the Director of DWSD to permit DWSD staff provide interim staff support to the GLWA.,

Now, Therefore Be It:

Resolved That the attached Resolution shall be received by the Board and placed on file.

Adopted by the Great Lakes Water Authority Board on: _____