SALEM COUNTY IMPROVEMENT AUTHORITY
Annual Reorganization Meeting
Monday, February 3, 2014
Finlaw Building, Lower Level
199 East Broadway
Salem, New Jersey

Meeting was called to order by Executive Director Deborah Turner-Fox at 5:00 pm.

Executive Director Deborah Turner-Fox requested that the record reflect that she has received a copy of the Salem County Board of Chosen Freeholders Resolution 2014-83 appointing Sue Bestwick to the SCIA for a five year term, expiring January 31, 2019. She also requested that the record also reflect that she was in receipt of the Official Oath of Office for Sue Bestwick dated February 1, 2014 signed by Freeholder Director, Julie Acton.

Pledge of Allegiance was recited by all present.

Member Peter Voros asked the Solicitor if a member of this Board can be permitted to serve if this person was found guilty of a crime in the Superior Court. Solicitor Adam Telsey stated that under the forfeiture statute, an individual found guilty of certain crimes may lose his right to hold public office, if ordered by the Court.

Executive Director Deborah Turner-Fox read the following statement: In compliance with the Open Public Meetings Act, I, Deborah Turner-Fox, Executive Director of the Salem County Improvement Authority, and presiding officer at this Special Reorganization Meeting, state that adequate notice of this Special Reorganization Meeting has been provided to the public in accordance with the New Jersey Open Public Meetings Act by publication in the South Jersey Times, the Daily Journal, and notice to the Elmer Times, newspapers circulated in Salem County and by posting notice in the Salem County Clerk’s Office, and posting on SCIANJ.com all having been done at least forty-eight (48) hours in advance of this meeting.

ROLL CALL:
Widdifield, Robert Present
Bestwick, Sue Present
Schneider, Lew Present
Voros, Pete Present
Howard, Ron Present

Executive Director, Turner-Fox indicated that a quorum was present.
ELECTION OF OFFICERS:
Executive Director Deborah Turner-Fox opened the floor for nominations for Chairman. 
(M) L. Schneider, (S) S. Bestwick to nominate Robert Widdifield. No other nominations were received. Turner-Fox asked Mr. Widdifield if he would accept the nomination. Mr. Widdifield acknowledged in the affirmative. 
On voice vote 5/0, Mr. Widdifield was elected SCIA Chairman for 2014. Turner-Fox then yielded the floor to the Chairman.

Chairman Robert Widdifield opened the floor for nominations for Vice Chair. 
(M) L. Schneider, (S) R. Widdifield to nominate Sue Bestwick for Vice Chair. No other nominations were received. 
On voice Vote 4 in favor, 1 abstention. Mrs. Bestwick was elected SCIA Chairwoman for 2014. Mr. Voros abstained until there is some clarification if this his legal question.

Chairman Robert Widdifield opened the floor to nominations for Secretary/Treasurer. 
(M) R. Widdifield, (S) S. Bestwick to nominate Lew Schneider for Secretary/Treasurer. 
On voice vote 5/0, Schneider was elected SCIA Secretary/Treasurer for 2014.

Chairman Robert Widdifield opened the floor to nominations for Alternate Secretary. 
(M) L. Schneider, (S) S. Bestwick to nominate Ronald Howard as Alternate Secretary. 
On voice vote 5/0, Mr. Howard was elected SCIA Alternate Secretary for 2014.

Chairman Robert Widdifield opened the floor to nominations for Alternate Treasurer. 
(M) R. Howard, (S) R. Widdifield to nominate Peter Voros as Alternate Treasurer. 
On voice vote 5/0, Mr. Voros was elected SCIA alternate Treasurer for 2014.

APPOINTMENTS OF CHAIRPERSONS TO STANDING COMMITTEES

The following appointments were announced by Chairman Robert Widdifield.

- **EXECUTIVE COMMITTEE CHAIRWOMAN** – Sue Bestwick
- **PERSONNEL COMMITTEE CHAIRMAN** – Ron Howard
- **SOLID WASTE COMMITTEE CHAIRMAN** – Pete Voros
- **INNOVATION & TECHNOLOGY CHAIRMAN** – Lew Schneider
- **RENEWABLE/ALTERNATE ENERGY** – Is hereby eliminated

Chairman R. Widdifield thanked the members for agreeing to serve on their respective committees and noted that the Chairman will be an ex officio on all committees.
NEW BUSINESS

- Resolution 2014-01 Fixing Dates for Regular Meeting
  (M) L. Schneider, (S) S. Bestwick to adopt resolution.
  Member Ron Howard asked when these dates were discussed and why he did not have any input in the change to the meeting dates. He stated that he had not been asked if this change would work for him. Chairman Widdifield stated he spoke with two other members and they were in agreement with the change. Mr. Voros asked if we were changing the meeting dates for one Board member. Mr. Widdifield stated that three members were in favor of this change. Mr. Voros stated that all Board members should be consulted about meeting date and time changes.
  Resolution approved, adopted by voice vote 3/2. (Howard & Voros opposed).

- Resolution 2014-02 Resolution Designating Banking Institutions
  (M) L. Schneider, (S) S. Bestwick to adopt resolution.
  All approved. Resolution adopted by voice vote 5/0.

- Resolution 2014-03 Authorizing Cash Management Plan
  (M) S. Bestwick, (S) R. Howard to adopt resolution. Mr. Widdifield noted that this Cash Management Plan was in accordance with those that had been adopted by this Board in the past. Executive Director Turner-Fox indicated that the Plan had been reviewed by the Financial Advisor and found to be in accordance with the requirements.

Roll Call Vote:
  Robert Widdifield     Yea
  Susan Bestwick        Yea
  Lew Schneider         Yea
  Ron Howard            Yea
  Peter Voros           Yes

Resolution adopted 5/0.

- Resolution 2014-04 Designating Official Newspapers
  (M) S. Bestwick, (S) L. Schneider to adopt resolution.
  All approved. Resolution adopted by voice vote 5/0.

- Resolution 2014-05 Appointing Recording Secretary
  (M) L. Schneider, (S) S. Bestwick to appoint Scott Kramme as Recording Secretary.
  Member Ron Howard asked if anyone else had applied for this position. Chairman Widdifield stated only one and he is qualified.
  All approved. Resolution adopted by voice vote 5/0.

- Resolution 2014-06 Establishing a Public Agency Compliance Officer for the Salem County Improvement Authority
  (M) L. Schneider, (S) S. Bestwick to adopt resolution.
  Executive Director Turner-Fox stated that a specific name must be submitted to the State for the PACO and requested a name be provided in the very near future.
All approved. Resolution adopted by voice vote 5/0.

- **Resolution 2014-07 Appointing a Qualified Purchasing Agent and Establishing a Bid Threshold for the Salem County Improvement Authority**  
  (M) L. Schneider, (S) R. Howard to adopt resolution.  
  Member Bestwick inquired if $10,000 is the normal bid threshold. Executive Director Turner-Fox stated that the SCIA Board has set the internal limit $10,000, but the State permits the bid threshold for a QPA to be as high as $36,000.  
  All approved. Resolution adopted by voice vote 5/0.

- **Resolution 2014-08 Authorizing the Purchase of Materials, Supplies and Equipment for the Salem County Improvement Authority through New Jersey State Contracts**  
  (M) L. Schneider, (S) S. Bestwick to adopt resolution.  
  Member Bestwick asked if the SCIA goes in with the County of Salem on any purchases. Executive Director Turner-Fox stated that SCIA participates in the Salem County Cooperative Pricing System (SCCPS) as well as other Shared Services Agreements with public entities. She noted that the renewal to stay with the SCCPS would be coming before the Board for approval at a future meeting.  
  All approved. Resolution adopted by voice vote 5/0.

- **Resolution 2014-09 Appointing Records Custodian for the Salem County Improvement Authority**  
  (M) L. Schneider, (S) R. Howard to adopt resolution.  
  All approved. Resolution adopted by voice vote 5/0.

- **Resolution 2014-10 Establishing a Fair and Open Process for the Awarding of Professional Services Contracts for the Salem County Improvement Authority**  
  (M) L. Schneider, (S) S. Bestwick to adopt resolution.  
  Member P. Voros stated he felt that SCIA properly advertised and went through the Fair and Open Process already and asked why we were doing it again. He stated that he did not want SCIA to be party to any lawsuit from vendors regarding this matter. He noted that some of these vendors have secured personnel and equipment in anticipation of working for the full year for the SCIA. Solicitor Telsey stated that the process of advertising for the RFP responses, itself was not the subject of the veto; Professional Services Contract awards were the only subject of the veto. Chairman Widdifield stated that the contracts state that contracts can be voided. Member Ron Howard asked why SCIA was requesting new proposals. Chairman Widdifield stated that there was no problem to re-advertise for proposals.  
  Member Bestwick asked if there was enough time for new RFP’s. Executive Director Turner-Fox stated yes, they needed ten (10) days to advertise and the Public Notice attached to the resolution noted that responses to the RFP’s would be due on February 20, 2014.  
  Resolution adopted by voice vote 3/1/1. (Voros-opposed; Howard abstained)
Resolution 2014-11 Rescinding the Resolution to Extend the Term and Increase the Compensation of the Executive Director
(M) S. Bestwick, (S) L. Schneider.
Member Voros asked the Chair when this was discussed. Chairman Widdifield stated it was discussed with other members and they reconsidered this action. Member Howard asked if that was legal and inquired if it is a violation since there would have been a quorum. Chairman Widdifield stated that there was no meeting and all discussions with other members were held prior to S. Bestwick becoming a member.
Resolution adopted by voice vote, 3/2. (Voros and Howard opposed).

A discussion occurred regarding action which was to be taken on Professional Services Agreements for 2014.
(M) P. Voros, (S) R. Howard Motion to Amend the 2014 Professional Service Contracts for an Amount Not to Exceed $17,500.
Chairman Widdifield requested to extend the 2013 Professional Service Contracts until new contracts could be awarded. Executive Director Turner-Fox indicated that Local Public Contracts Law in NJ prohibits a Professional Service Contract from being awarded for more than 12 months unless certain exceptions apply which do not in this case. Member Bestwick stated she was not comfortable with any back dating of contracts.
Solicitor Telsey stated that the Judge ordered an issuance of contracts for January 1, 2014 until the reorganization of SCIA or the January 30, 2014 decision of the court. Accordingly, the 2014 contracts were effective from January 1-30, 2014 and could be extended by action of this Board. The only time period in question is from January 31 to February 3, 2014 which can be handled by an extension letter issued by the executive Director. Member Bestwick inquired if the contracts could be limited to an amount not to exceed $10,000. Executive Director Turner-Fox noted that vendors are being asked to get their January 2014 billing together by the 10 of February for processing, but that the she is aware that the Engineer has already exceed the $10,000 amount she has suggested and that $17,500 is more suitable given the state Statutes.
Motion carried by voice vote 5/0

Citation Honoring John Ober
Motion carried by voice vote 5/0

Member Peter Voros requested that the Citation for John Ober be read and be memorialized in the minutes. Executive Director, Turner-Fox read the Citation.

WHEREAS, John Ober was initially appointed to the Salem County Improvement Authority on February 2, 2004 and
WHEREAS, John Ober has served the Salem County Improvement Authority for two, five year terms; and
WHEREAS, John Ober, served the Salem County Improvement Authority as Secretary, Vice Chairman and most recently as Chairman for 2012 and 2013; and
WHEREAS, during his tenure the Salem County Improvement Authority provided direct and conduit bond financing totaling over $20M for local, county and not-for-profit facilities in Salem County; and
WHEREAS, John Ober has provided bold leadership to the Salem County Improvement Authority during some very important transactions including the merger of the Salem County Utility Authority with the Salem County Improvement Authority and the Government Consolidation Agreement which brought the Salem County Nursing Home and Office of Economic Development into Salem County Improvement Authority; and
WHEREAS, John Ober was instrumental in structuring the highly successful sale of Salem County Nursing Home to a private entity; and
WHEREAS, John Ober’s expertise and business acumen is perhaps most notable in the field of Solid Waste, steering the Authority’s Solid Waste Division through tumultuous times when flow-control was implemented in adjoining Counties:
NOW, THEREFORE BE IT RESOLVED that thanks and praise is bestowed upon John Ober for his 10 years of service to the Salem County Improvement Authority.

*All members signed citation.

PUBLIC COMMENT

(M) L. Schneider, (S) S. Bestwick to open the meeting to Public Comment.

Member L. Schneider asked Solicitor Telsey what work was involved after filing a complaint in court and inquired about his billing for his December invoices and the cost of the Complaint concerning the Veto by Freeholder Director. Solicitor Telsey stated that there are different steps to follow when filing a complaint-briefs, court appearances, filing replies to opposition briefs. 
**Member L. Schneider** asked whether all 123 hours billed (totaling $18,000) for was all for this complainant. Solicitor Telsey stated he did not know the exact details but noted that this invoice most likely included other Salem County Improvement Authority business.

**Member Bestwick** stated that she would hope to have all the contracts together so that all could be handled at once.

**Chairman Widdifield** stated that RFP’s will be prepared in January and will be awarded at the SCIA Reorganization Meeting in February.

**Anne Sullivan**, Alloway Township, welcomed all and asked about the status of Flow-Control for Salem County as she thought there was going to be a presentation made. Executive Director Turner-Fox stated that no further action has been taken at this time. Chairman Widdifield indicated that a presentation had been made to the Solid Waste Advisory Committee last summer.
Tim Mangold, Mannington Township, asked when the SCIA Board meetings would be held and whey they would change. Chairman Widdifield stated that the February 24 meeting remains the same, but that starting in March the meetings will be held on the second Thursday at 4:30 at the Solid Waste Division conference room.

(M) B. Widdifield, (S) L. Schneider to close the public portion of the meeting.

Meeting adjourned at 5:39 PM, with no action required of the Board to adjourn the meeting.

Respectfully Submitted;

Joan M. Cole
Recording Secretary