

**PROCEEDINGS OF THE BOARD OF TRUSTEES
OF THE WEST DES MOINES WATER WORKS**

October 8, 2012

A special meeting of The Board of Trustees of the West Des Moines Water Works was called to order by Chair Karen Novak Swalwell at 4:00 P.M. on Monday, October 8, 2012. Trustees William B. Spencer, Brian P. Rickert, Philip J. Dorweiler, and Gwen A. Swanger were present; also present were staff members William H. Garrett, acting General Manager, Paula R. Meyer, Accounting Manager and Treasurer, Diana J. Wilson, Engineering Project Manager, Mitch Pinkerton, Water Production Manager, Mark Hanasz, Water Distribution Manager; also present were Councilman Charles Schneider and Jim Hanks, Attorney.

Moved by Rickert, seconded by Spencer that the agenda be approved as presented.
Roll call: All yes. Motion carried.

No one came forward during the Citizen Forum.

Moved by Dorweiler, seconded by Spencer to approve the following consent agenda items:

- a) Appointing William H. Garrett as the Secretary of the Board of Trustees, West Des Moines Water Works
- b) The Minutes of the Regular Meeting of the Board of Trustees of September 17, 2012
- c) The Minutes of the Special Meeting of the Board of Trustees of September 18, 2012
- d) The Minutes of the Special Meeting of the Board of Trustees of September 26, 2012

Moved by Swanger, seconded by Dorweiler that the Resolution entitled "A Resolution Authorizing the Redemption of Outstanding Water Revenue Refunding Bonds, Series 2004, dated April 1, 2004" be adopted.
Roll call: All yes. Resolution adopted.

Moved by Swanger, seconded by Dorweiler that the Resolution entitled "A Resolution Appointing Paying Agent, Bond Registrar, and Transfer Agent, Approving the Paying Agent and Bond Registrar and Transfer Agent Agreement and Authorizing the Execution of the Agreement" be adopted.
Roll call: All yes. Resolution adopted.

Moved by Swanger, seconded by Dorweiler to approve the Tax Exemption Certificate
Roll call: All yes. Motion carried.

Moved by Swanger, seconded by Dorweiler to approve the Continuing Disclosure Certificate
Roll call: All yes. Motion carried.

Moved by Swanger, seconded by Dorweiler that the Resolution entitled "A Resolution authorizing the Issuance" be adopted.

Roll call: All yes. Resolution adopted.

Moved by Dorweiler, seconded by Swanger that the Resolution entitled "A Resolution Amending Signatories" be adopted.

Roll call: All yes. Resolution adopted.

Moved by Spencer, seconded by Dorweiler to concur with the recommendation of the Personnel and Compensation Committee and approve the Separation Agreement and Release.

Roll call: All yes. Motion carried.

Moved by Dorweiler, seconded by Spencer to concur with the recommendation of the Personnel and Compensation Committee and approve hiring Karen Proudfoot as a Temporary Part Time Employee.

Roll call: All yes. Motion carried.

Moved by Swanger, seconded by Dorweiler to concur with the recommendation of the Personnel and Compensation Committee and begin the RFI process to hire an executive search firm to assist the board in hiring a new general manager.

Roll call: All yes. Motion carried.

Moved by Dorweiler, seconded by Spencer to concur with the recommendation of staff and approve the Lease Termination Agreement and General Release with Nextel and the proposal from PIP Construction Services to remove Nextel's equipment.

Roll call: All yes. Motion carried.

Moved by Rickert, seconded by Dorweiler to go into Closed Session in accordance with Iowa Code 20.17(3) which exempts strategy meetings of public employers from the provisions of the Iowa Code Chapter 21.

Paula R. Meyer, Diana J. Wilson, Mitch Pinkerton, Mark Hanasz, and Councilman Charles Schneider excused themselves from the remainder of the meeting.

The vote to go into Closed Session is as follows:

Trustee	Yes	No	Pass	Absent
William B. Spencer	<u> x </u>	_____	_____	_____
Phillip J. Dorweiler	<u> x </u>	_____	_____	_____
Gwen A. Swanger	<u> x </u>	_____	_____	_____
Karen S. Novak Swalwell	<u> x </u>	_____	_____	_____
Brian P. Rickert	<u> x </u>	_____	_____	_____

After returning to regular session the Agenda was continued.

Moved by Swanger, seconded by Dorweiler to pay the non-construction bills in the amount of \$86,830.88.

Roll call: All yes. Motion carried.

Moved by Spencer, seconded by Swanger to adjourn at 5:58 P.M.

Roll call: All yes. Motion carried.

Attest:

W. H. Garrett
Acting Secretary

Karen Novak Swalwell
Chair