

**MEETING OF THE BOARD OF DIRECTORS
WATER AUTHORITY OF NORTH SHORE
HELD ON March 3, 2025 at 7:00 PM
AT GOLD COAST LIBRARY ANNEX,
40 RAILROAD AVENUE, GLEN HEAD, NEW YORK**

Final Public

PRESENT:

James Greenberg, Esq. Director
George Pombar, Director
John Vasilakis, Director
Sandeep Kapoor, M.D., MS_HPPL, Director
Richard Arena, Director

Appointed by:

City of Glen Cove
Town of Oyster Bay (Hamlet of Glen Head)
Village of Old Brookville
Village of Roslyn Harbor
Town of Oyster Bay (Hamlet of Glenwood
Landing)

ALSO PRESENT:

Joseph S. Lopes, Secretary

Representing:

WANS Board of Directors

ABSENT

James W. Versocki, Esq., Director
Tony Croce, CPA/Treasurer

Village of Sea Cliff Board Director
WANS Board of Directors

Director Pombar, as acting Chairperson, called the meeting to order at 6:55 p.m. Five of six Directors were present, constituting a quorum. All Directors and attendees joined in the Pledge of Allegiance.

On the motion of Director Pombar, seconded by Director Greenberg, by **Resolution #25-03-01**, the **Minutes of the January 27, 2025 Public Meeting** and Executive Session notes were unanimously (5-0) approved by all present. (A copy of the public meeting minutes will be posted on the Authority website and are on file.)

Finance Committee – Director Vasilakis reported the following invoices paid from the Operating account from the last meeting:

1. Tony Croce (Treasurer)	\$	800.00	February
2. Joseph Lopes (Secretary)	\$	428.00	1/24-2/25/25
3. McLaughlin & Stern (Stephen Limmer)	\$	825.10	Legal Fees – dd 2/10/25
4. Raftelis	\$	3,000.00	Invoice dd 2/17/25

Director Vasilakis motion to approve payments by **Resolution #25-03-02**, Director Pombar 2nd, unanimously (5-0) approved

One item for insurance (not a bill, just a policy document) for the renewal effective 11/25/24.

Upcoming invoices coming in from Raftelis (updated Feasibility Study) and a small bill from McLaughlin & Stern (Stephen Limmer) for review of Raftelis modifications. Kimberly-Horn has not billed and hasn't participated in the revisions to date.

.CPA Croce Accountant's and Treasurer's reports were received just before the meeting. Director Vasilakis quick review noted that one of the T-Bills was renewed for 4 months at 4.16% that expired 2/27/25. Other T-Bills are still ongoing so as to keep liquidity.

Board will hold over review of the Accountant's report until next meeting. CPA Croce had emailed that the ABO budgets had been uploaded, but needed one more item.

ABO requires an Independent Auditor report of the prior year (2024). Board acknowledges the need to hire an Auditor. An RFP must be drafted and posted on-line (as done with CPA Croce). Several Board members already know of potential candidates. A full RFP would not be needed, only a one pager scope of work posted on the web site. Any CPA is not sufficient – it must be an independent /outside specialist. Plan to post on web site by the end of the week (3/7). Secretary Lopes and CPA Croce would work together on the writeup and Secretary Lopes would post. Discussion on whether a full Board would need to convene but decided that a Personnel Committee should be sufficient. Might be unreasonable to expect an auditor to complete the audit by the BO deadline of 3/31.

Personnel Committee (Pombar, Versocki, Kapoor) would inform the rest of the Board of the Auditor candidates, interview them and make a recommendation to the full Board, who would approve hire via email chain.

Plan to post Auditor position by Wednesday. Do not expect to be a complicated audit since WANS just started out. Director Arena noted that Audit Services can be very expensive. ABO budgets for 2024, 2025 and future reports have already been filed and will require review, and questions for CPA Croce. Other Board members unlikely need to be involved.

We considered having CPA Croce dial-in but did not consider it necessary this time. Secretary Lopes will contact CPA Croce tonight about the Auditor plan.

Director Pombar motion to approve deferral of Treasurer's report via **Resolution #25-03-03**, Director Arena 2nd, unanimously (5-0) approved

Personnel Committee – Nothing to report except plan to arrange interview of Auditor candidates, and report back with recommendation to full Board for full vote.

Negotiations Committee – WANS Board has responded to Liberty on their request for Appraisal report via letter from Attorney Limmer sent March 3, 2025 via email. We are now waiting for Liberty to respond. Director Pombar vowed on behalf of the Board to not take as long responding to future exchanges with Liberty. WANS lost time with the back and forth with the version of the Raftelis report, and whether it would be a summary or could be a draft (Attorney Limmer said no).

Liberty must respond within 45 days of March 3, which likely will include their own version of an appraisal, which we may have assumed they have prepared, but their response seemed to indicate they were waiting to see WANS version first.

Who will enforce the 45 day response requirement? WANS did not mention it, but presumes it is the PSC since it is in the legislation. The next WANS meeting (3/31) will be before the 45 day deadline.

We are still concerned about the missing information (asbestos, capacity limits, etc.) We have told Raftelis to stand down for now, but could be called back if new information came in as a response from Liberty. This may require some “re-alignment” of numbers, as per John at Raftelis. This will take some time and more revision(s) of our report which is “final” but subject to revision. We expect an appraisal report from Liberty, which will require review by Raftelis. To counter what Liberty may feel is a “lowball” offer, they would have to provide supporting information to counter what we concluded.

Governance Committee – We keep getting mail delivered to SCWA. We need to get a physical address, partly because banks require a physical address, not a P.O. Box. We will pursue getting a virtual address. Director Arena will investigate. Price should be reasonable, likely under \$100. Director Vasilakis Motion via **Resolution #25-03-04**, to authorize Director Arena to secure a virtual address no higher than \$200/year. Director Pombar 2nd, accepted unanimously (5-0)

Discussion on starting discussion with Attorney Limmer staggering term agreements and eliminating weighted voting. The weighting is based on each year’s split of water usage by jurisdiction. Concern about potential for all/too many Board members’ terms expiring at the same time. Director Greenberg of the Governance Committee will coordinate with and prepare questions for Attorney Limmer on these two topics. This may require amendments to the original legislation. May need to refer back to earlier minutes during the SCWA-administered period, which are available on file.

Professional Services Update – Nothing to report.

Public Comment

- Agatha Nadel – questions:
 - What stage/step are we now in vs. the original set of steps from the legislation? WANS Board confirms we are in Step 3 (out of 5). Step 3 will be the longest to complete.
 - Referring to the missing information we have mentioned in the Appraisal. What would be our recourse? Theoretically the PSC would enforce. We are still within the deadlines. We do seem to be getting cooperation from Liberty. We are also monitoring the status of South Shore and not progressing as much as WANS is. We are not at the same level of stalling.
 - If we have to get amendments to the legislation, how might that delay things? The two items we are now discussing relating to that should not affect the timing, but things could be delayed. We are still early in the terms of each Director so we are starting early to discuss.
- (Next public update should list 5 steps and which step we are on)

Adjourn/Next Meeting

The **Meetings of the Board** are planned to be held on the fourth Monday of each month, with the next date March 31, 2025 at 7:00 pm, at Gold Coast Library Annex, 40 Railroad Avenue, Glen Head, New York.** The fourth Monday in March (March 31) is still the March meeting date. Secretary Lopes will create a calendar invite for all members.

At 7:30 p.m., on the motion of Director Pombar, seconded by Director Greenberg, approved unanimously (5-0) by **Resolution #25-03-05**, the meeting was adjourned.

** Location since changed to Community Center, 200 Glen Head Road for this one meeting

Respectfully submitted,

Joseph S. Lopes, Administrative Secretary

CONFIDENTIAL – Executive Session

6:00 p.m. Pre-Meeting Executive Session

WANS Board (in person):

Directors Present: Greenberg, Pombar, Vasilakis, Kapoor, Arena

Absent Versocki

Staff: Lopes and Croce

Guest: Robert McEvoy, Commissioner and Chairman of the Oyster Bay Water District
Secretary of the Board of Directors of the Long Island Water Conference.

Topics for Robert McEvoy

- WANS may need a referendum to complete the sale because we are an Authority
- Authorities can issue bonds themselves, not through the County, Town or State
- If we can operate cheaper than Liberty, then the rates could be set to be less than currently being paid.
- Water companies collect taxes through the towns/jurisdictions so it's just another line on the tax bill. Includes debt service, treating water and other operations.
- Revenue comes from selling water but you want to conserve, as well, including offering smart-meters for sprinkler systems.
- We need an estimate of the effect on local taxes. Debt service will only be paid by the water district customers.
- There will be three buckets:
 - Operating costs for the Water district
 - Debt service – issued by WANS
 - Impact on taxes – not a factor in water rates
- The 10% profit would be eliminated but that is not the only aspect of Liberty costs that would be reduced under municipalization.
- School taxes are about 2/3 of the total property taxes. Others are Town taxes, special districts, library, County, fire, etc. Villages are a different set of taxes.
- Liberty also collects for hydrants – very high from Liberty: \$700+/year. Charges Village and Town. WANS would still charge but could be reduced, but that would affect what customers pay for water.
- Research Grants for acquisition and consolidation. Need interconnects, which could be partially funded with grants. Treatment grants are also available.
- Executive Session ended 6:52pm