

NEWARK WATERSHED CONSERVATION AND DEVELOPMENT CORPORATION
 40 CLINTON STREET, 4TH FLOOR
 NEWARK, NEW JERSEY 07102

BOARD OF TRUSTEE SPECIAL MEETING
 MARCH 25, 2013

MINUTES OF BOARD MEETING

OPENING OF MEETING

Called to order: 10:30 a.m.

INTRODUCTIONS/ROLL CALL

Name	Present/Y	Absent/N
The Hon. Cory A. Booker, Mayor, City of Newark		X
Oscar James, II	X	
William T. Merritt	X	
Rodney Johnson	X	
Linda Watkins-Brashear – Executive Director	X	
Elnardo J. Webster, II, Esq. – General Counsel	X	
Jodi M. Luciani, Esq.	X	

Were any members of the public present?		X
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Review of the call for the meeting: This is a public meeting of the Board of Trustees of the Newark Watershed Conservation and Development Corporation. At the public meeting action will be taken on a variety of motions.

Board Vice Chair Johnson calls the meeting to order at approximately 10:30 am.

ADMINISTRATIVE MATTERS

Board Vice Chair Johnson requests a vote on the removal of Board Trustee Donald M. Payne from the Board of Trustees, as he has failed to attend more than three consecutive meetings. Board Vice Chair Johnson states that pursuant to the By-Laws it is in the best interest of the corporation to remove Donald M. Payne from the Board of Trustees.

Board Vice Chair Johnson requests a motion to remove Donald M. Payne from the Board of Trustees.

Motion for removal:

Moved by W. Merritt Second by O. James

Vote: Yes No Absent/
Not Present

The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Motion Passed

Elnardo J. Webster, II, General Counsel, states that he intends to discuss personnel matters with the Board of Trustees and, therefore, requests that the Board of Trustees seek to hold Executive session at this time.

Board Vice Chair Johnson requests a motion for Executive Session.

Motion to go into Executive Session:

Moved by O. James Second by W. Merritt

Vote: Yes No Absent/
Not Present

The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Motion Passed

Motion to come out of Executive Session:

Moved by W. Merritt Second by O. James

Vote: Yes No Absent/
Not Present

The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Motion Passed

The Board of Trustees came out of Executive Session at 11:15 a.m. During Executive Session, the Board of Trustees discussed personnel matters and the separation of Executive Director Linda Brashear from the corporation.

RESOLUTIONS

Resolution 01-011 authorizing a Separation Agreement and General Release with Linda Watkins-Brashear

Moved by W. Merritt Second by O. James

Vote:	<u>Yes</u>	<u>No</u>	<u>Absent/ Not Present</u>
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The Hon. Cory A. Booker, Mayor

Oscar James, II
Rodney Johnson
William T. Merritt

X
X
X
X

Action taken Resolution Passed

The Board of Trustees discusses the dissolution of the corporation at this time. General Counsel reviews the process by which the City of Newark may employ all Newark Watershed personnel.

Resolution 01-010 adopting a Plan of Dissolution and authorizing the Dissolution of the Newark Watershed Conservation and Development Corporation

Moved by W. Merritt Second by O. James

Vote:	<u>Yes</u>	<u>No</u>	<u>Absent/ Not Present</u>
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The Hon. Cory A. Booker, Mayor

Oscar James, II
Rodney Johnson
William T. Merritt

X
X
X
X

Action taken Resolution Passed

Resolution 01-012 electing and appointing William T. Merritt as Secretary of the Board of Trustees

Moved by W. Merritt Second by O. James

Vote:	<u>Yes</u>	<u>No</u>	<u>Absent/ Not Present</u>
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The Hon. Cory A. Booker, Mayor

Oscar James, II
Rodney Johnson

X
X
X

William T. Merritt X

Action taken Resolution Passed

Resolution 01-013 appointing Rodney Johnson as Plan Administrator to the 403(b) Employee Retirement Plan

Moved by W. Merritt Second by O. James

Vote: Yes No Absent/
Not Present

The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Resolution Passed

Resolution 01-014 authorizing Rodney Johnson and William T. Merritt as designated signatories for checks of the Newark Watershed in an amount over twenty five thousand dollars (\$25,000)

Moved by W. Merritt Second by O. James

Vote: Yes No Absent/
Not Present

The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Resolution Passed

Resolution 01-015 to withdraw Resolution 01-009 and reject all bids for pumping out, hauling and disposing of sludge from the Newark Sludge Lagoon

Moved by W. Merritt Second by O. James

Vote: Yes No Absent/
Not Present

The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Resolution Passed

Resolution 01-016 to withdraw Resolutions 01-006, 01-007 and 01-008 and reject all bids for delivery of bulk water purification chemicals to the Pequannock Water Treatment Plant in West Milford, New Jersey

Moved by W. Merritt Second by O. James

Vote:	<u>Yes</u>	<u>No</u>	<u>Absent/ Not Present</u>
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The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Resolution Passed

Resolution 01-017 approving employee benefits for various employees

Moved by W. Merritt Second by O. James

Vote:	<u>Yes</u>	<u>No</u>	<u>Absent/ Not Present</u>
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The Hon. Cory A. Booker, Mayor

X

Oscar James, II

X

Rodney Johnson

X

William T. Merritt

X

Action taken Resolution Passed

Old Business

None.

New Business

None.

NEXT MEETING:

April 15, 2013 at 10:30 a.m.

MEETING ADJOURNED

Motion to adjourn the meeting.

Moved by O. James Second by W. Merritt

Vote:	<u>Yes</u>	<u>No/</u>	<u>Not Present</u>
	<u>Absent/</u>		
The Hon. Cory A. Booker, Mayor			X
Oscar James, II	X		
William T. Merritt	X		
Rodney Johnson	X		

Action taken Meeting adjourned

Adjourned at approximately 12:05 a.m.