

**ALWA Board of Directors
Meeting Minutes
June 28, 2011**

1. Call to Order

Board President Perry Cole called the meeting to order at 7:00 pm. Present were Board members David Hoffmann, Michael Bicak, Mark Freeman and Mike Hickey. Matthew Rodger joined by teleconference. Absent was Board member Merlyn Blue. Also present were Bob Pancoast, Hydrogeologist with Compass Geographics; Dick Jonson, Counsel; Warren Perkins, Engineer with Gray & Osborne; Darin Dierickx with Retail Lockbox; Scott Hemingway, General Manager; and Susan Stevens, Office Administrator.

2. Changes or Additions to Agenda

None

3. Member Calls & Letters

None

4. Business from Floor

None

5. Minutes

Motion 06-28-11-01 – Matthew Rodger moved to approve the minutes of the May 24, 2011 meeting as written. Mike Hickey seconded the motion. Motion carried unanimously.

6. Action Item Status Reports

There was a brief review of the action items.

7. Financial Reports and Membership Count

a. Check List –

Postponed

b. Membership List –

Motion 06-28-11-02 – Matthew Rodger moved and Mike Hickey seconded a motion to approve the Membership List. Motion carried unanimously.

c. Aging Accounts – Scott gave a brief summary of the status of the aging accounts.

d. Water Loss Billing Adjustments – No adjustments awarded in May.

8. Old Business

a. ACH / Retail Lockbox – Darin Dierickx gave a presentation on the services offered by Retail Lockbox. He left the meeting at 7:50 pm.

7. a. Check List –

Motion 06-28-11-03 – Mark Freeman moved and Mike Hickey seconded a motion to approve the check list. Motion carried unanimously.

9. New Business

a. Vista Project Bid Tabulation – The group discussed the bids submitted for the project and expressed concerns about the gap in cost between the engineers' estimation and the bids received. Discussion ensued regarding what actions to take.

Motion 06-28-11-04 – David Hoffmann moved and Mike Hickey seconded a motion to table the award of the contract until the next Board meeting. Motion carried unanimously.

**** Action Item 2011-06-01** – Scott will coordinate with G&O to contact the bidders to try to determine the cause of the gap between estimated cost for electrical and the bid cost.

10. Management Report

There was general discussion about the presentation by Retail Lockbox. Scott reviewed the items included in the Management report in the Board packets. The Annual Meeting is scheduled for September 13, 2011 and the President's report needs to be in the office by July 6th in order to meet notification timelines.

11. Consultant Reports

a. Jonson & Jonson – Dick Jonson gave an update on the Schwab litigation and requested the appointment of an ALWA Board representative. David Hoffman and Perry Cole volunteered. Matthew Rodger will be backup. Parameters for negotiation will be discussed at the next Board meeting.

b. Compass Geographics – Bob Pancoast reported on the progress of recent legislation.

c. Gray & Osborne – nothing additional to report

d. Pear Luna Group – the Pear Luna group will be scheduling individual interviews with staff and Board members.

Motion 06-28-11-05 – Matthew Rodger moved and David Hoffman seconded a motion to ratify the contract with the Pear Luna Group. Motion carried unanimously

12. Committee Reports

a. Personnel Committee - Scott reported on the training options for staff.

Matthew Rodger recommended transferring funds out of the ING account in order to avoid exceeding the FDIC insured limit.

**** Action Item 2011-06-02** – Scott will initiate a transfer of \$15,000 from the ING account to Sno Falls Savings account.

b. Audit Committee – Perry requested that the review of the drill-down into office expenses be postponed.

Warren Perkins and Bob Pancoast left the meeting at 9:25

13. Business from the Board

Motion 06-28-11-06 – Michael Bicak moved and Matthew Rodger seconded a motion to go into executive session to review personnel issues. Motion carried unanimously. Scott Hemingway and Susan Stevens departed and the Board entered executive session at 9:30.

Motion 06-28-11-07 – Matthew Rodger moved and David Hoffman seconded a motion to come out of executive session. Motion carried unanimously. The Board returned to open session at 10:37 pm.

14. Next meeting – July 26, 2011 at 7:00 pm

15. Meeting Adjourned - The meeting was adjourned at 10:38 pm.

Minutes taken by Susan Stevens and Dick Jonson