

**BOONE COUNTY REGIONAL SEWER DISTRICT
BOARD OF TRUSTEES MEETING
JANUARY 17, 2023
BOONE COUNTY COMMISSION CHAMBERS
801 E WALNUT**

Trustees Present: Randy Chann, Chair
Debbie Schnedler, Secretary
John Massey, Trustee
John Whiteside, Trustee
Justin Aldred, Trustee

Absent:

Others Present: Tom Ratermann, General Manager
Virgil Farnen, Operations Manager
Daniel Cunningham, Project Manager
Chris Pieper, Blitz, Bardgett & Deutsch, General Counsel
Angela Burke, Blitz, Bardgett & Deutsch, General Counsel
Sandi Clark, Office Administrator
Meg Petrillose, Administrative Assistant
Bill Florea, Boone County Resource Management
Jason Vann, Convergence Accounting LLC

The meeting was held in person and as a GoToMeeting video and telephone conference.

Randy Chann, Chair, called the January 17, 2023 Board of Trustees meeting to order at 5:30 p.m. Chann noted there was a quorum.

ADOPTION OF REVISED AGENDA

The agenda was not revised.

APPROVAL OF MINUTES

The minutes for the December 2022 Board of Trustees Meeting were included in the packet.

On a motion by Randy Chann and a second by Debbie Schnedler, the Board moved to approve the minutes for the December 2022 Board of Trustees meeting as written. John Whiteside abstained. Motion carried.

APPROVAL OF CLOSED SESSION MINUTES

The Closed Session minutes for December 2022 were included in the packet.

On a motion by Debbie Schnedler and a second by John Massey, the Board moved to approve the minutes for the Closed Session of the December 2022 Board of Trustees meeting as written. Motion carried.

PUBLIC COMMENT

See Also Agenda Item L: Acceptance of Quarterly & 2022 Year-End Financial Reports

Tom Ratermann noted that one quarter was missing from the report, included in the packet.

Schnedler had questions regarding payables entered, as she noted there were items that didn't have any expenses entered for the month of December, such as gasoline. Jason Vann with Convergence Accounting stated that the financials are still performed by Lara Florea, and he would need to confirm with her whether they were complete or not, but he would look into the specific line items in question.

Schnedler noted there were three checks to Nationwide written in December 2022, but only two payroll periods where checks should have been written. Vann suggested the first payment on December 9th could have been from the end of November. Ratermann stated that he had seen a note on the ACH payment to explain the reason there were three checks issued in December.

Schnedler stated she did not want to approve a report that was not complete, Ratermann replied that for the purpose of the audit he did not see that the report needed to be approved tonight.

Vann stated his plan was to evaluate the 2022 and 2021 years, however there had not been time to finalize the report yet.

See Agenda Item for motion to table.

See Also Agenda Item S: Consider Revised Scope of Services with Convergence Accounting LLC

Ratermann reviewed a progress report from Convergence Accounting LLC included in the packet, which discussed allowing Convergence access to BCRSD bank accounts. Ratermann confirmed Convergence carries \$2 million in insurance for errors and omissions.

Vann was present to discuss accounting services provided to BCRSD. He requested access to BCRSD bank accounts, advising the firm would need at least view-only access to the bank accounts for purposes of reconciliation; BCRSD staff would need to correct any errors found. Trustees decided view-only access to BCRSD bank accounts would be appropriate for Convergence Accounting's temporary oversight of BCRSD financial statements.

Ratermann stated that a new finance employee would be starting on February 6th, 2023.

Vann reported that Convergence Accounting has assumed the payroll transition, invoicing for contract services including over and above invoices, and month-end reports. He has reviewed the processes for these reports, and is planning on taking over February completely. BCRSD deposits

are handled in-house.

See Agenda Item for motion made.

REVIEW OF BY-LAWS

The By-Laws were included in the packet. Schnedler commented that the by-laws need a significant rewrite. She posited that the stated objectives in the By-Laws did not reflect the Board's current objectives. Chann advised that Article I and VI also need to be updated. Chann requested that Board members and BCRSD staff look at the by-laws and submit recommendations for rewrites.

Pieper noted that many organizational by-laws will reflect standing committees. He stated once he knew how the by-laws were to be titled, he could make sure they are consistent with Missouri Statute 204, and that often times Sunshine Law and procedures for holding board meetings are also present in the by-laws.

ELECTION OF BOARD OFFICERS

Schnedler suggested that the complete election of all Board Officers be postponed until the new Finance Manager has started, as the previous Finance Manager is the current Assistant Secretary. A replacement for David Shorr as Vice Chair was required.

Pieper noted he would include a section on terms of Trustees in the by-laws that states the term is 12 months, until a successor has been duly appointed.

On a motion by Randy Chann and a second by Justin Aldred, the Board moved to appoint John Massey as Vice-Chair.

Randy Chann, John Massey, Debbie Schnedler, John Whiteside and Justin Aldred voted in favor. None were absent. Motion carried.

On a motion by Randy Chann and a second by Justin Aldred, the Board moved to re-elect Debbie Schnedler as Board Secretary.

Randy Chann, John Massey, Debbie Schnedler, John Whiteside and Justin Aldred voted in favor. None were absent. Motion carried.

On a motion by Debbie Schnedler and a second by Justin Aldred, the Board moved to re-elect Randy Chann as Board Chair.

Randy Chann, John Massey, Debbie Schnedler, John Whiteside and Justin Aldred voted in favor. None were absent. Motion carried.

OLD BUSINESS

There was no old business.

CONSENT AGENDA **Easement Acquisition Report** **Permit Status Report**

Monthly Financial Reports
Bills of Note
Status Report (Work in Progress)
Planning and Zoning Update
Operations & Maintenance (O&M) Reports
Quarterly Lien & Litigation Reports
Quarterly Assistance Reports (LIHWAP, SAFHR)
Safety Minutes

The reports on the Consent Agenda were included in the packet.

Schnedler requested more information on four overtime service calls at Sturgeon. Virgil Farnen reported that three of them were at the south pump station, where a brand-new pump burned out. The other call was from the Burch Street pump station. He has a temporary diesel pump in place until replacements can be ordered.

On a motion by Randy Chann and a second by Debbie Schnedler, the Board moved to approve the reports included on the Consent Agenda as presented. Motion carried.

ACCEPTANCE OF QUARTERLY & 2022 YEAR-END FINANCIAL REPORTS

See also Public Comment.

On a motion by Debbie Schnedler and a second by John Massey, the Board moved to table the approval of the year end and quarterly financials until the February Board meeting.

Randy Chann, John Massey, Debbie Schnedler, John Whiteside and Justin Aldred voted in favor. None were absent. Motion carried.

MANAGER'S REPORT

MDNR Inspections/ Letters of Warning (LOW)/

Notices of Violation (NOV)/ Unsatisfactory Features/ Return to Compliance

The report was included in the packet. There were no new warnings or violations to report.

Operation Committee Meeting, 3/02/2023, 10 AM – 12 PM

The Operations Committee meeting minutes were in the packet.

ARPA Application with Boone County

Ratermann reviewed the application included in the packet. Ratermann explained he would submit the application by the end of January.

Finance and Administration

Ratermann explained the new Finance Manager will start February 6th.

Rollingwood

Ratermann advised Rollingwood is out to bid.

Private MDNR Permitted Facilities in Boone County

A) Midway Auto/ Truck Plaza WWTF

B) Pierpont Store

Ratermann reviewed the letters to the Missouri Department of Natural Resources (MDNR) included in the packet, advising these will serve as a template for BCRSD's comments on private DNR-permitted facilities. Pieper stated that the letters will potentially stop DNR from issuing permits based on affordability alone, and will require a response from DNR in the form of a comment.

Board of Trustees

Ratermann explained the Boone County Commission reappointed Randy Chann and John Massey for five-year terms, and John Whiteside to fill out the remainder of David Shorr's term.

1997 City of Columbia Policy Resolution for City Sewer Outside the City Limits

Ratermann explained he presented the Boone County Commission in January with the 1997 City of Columbia Policy Resolution. He reviewed the policy with Commissioners Kendrick, Thompson, and Aldred, and he believes they recognize that it shapes real estate development in unincorporated Boone County.

On a motion by Debbie Schnedler and a second by John Massey, the Board moved to accept the Manager's Report as presented. Motion carried.

**CONSIDER APPROVING REZONING REQUEST AT SUN VALLEY ESTATES AND
AUTHORIZE GENERAL MANAGER TO SIGN**

Ratermann advised the BCRSD is trying to sell excess real estate at Sun Valley Estates. Ratermann stated the next step in the process is for the buyer to get the property rezoned, and a rezoning request must be signed by the owner.

On a motion by John Massey and a second by Justin Aldred, the Board moved to authorize the General Manager to sign the Sun Valley rezoning request. Motion carried.

**CONSIDER AUTHORIZING GENERAL MANAGER TO SIGN PLAT ASSOCIATED WITH
SCALE OF EXCESS REAL ESTATE IN SUN VALLEY ESTATES**

Ratermann explained there will be a contract for the sale of the real estate after the rezoning request and plat are signed.

This item was tabled, pending a real estate sales contract and a resolution declaring the real estate excess.

CONSIDER APPROVING THE ORGANIZATIONAL CHART

The agreement was included in the packet. Schnedler moved to table the item until the Board has the organizational chart with job titles with job descriptions resolved all at once.

Chann noted that the latest draft of the organizational chart and critical functions is the document to base the revisions on. The Board requested job descriptions and critical functions be in alignment with staff skill sets. Chann stated once the critical functions are distributed, the job titles

will likely change.

On a motion by Debbie Schnedler and a second by Randy Chann, this item was tabled, pending a revised draft of a complete organizational chart. Randy Chann, John Massey, Debbie Schnedler, John Whiteside and Justin Aldred voted in favor. None were absent. Motion carried.

CONSIDER RESOLUTION TO APPROPRIATE MONEY TOWARDS THE SEWER JET LEASE PURCHASE PAYMENTS

The resolution was included in the packet. Ratermann advised this is not a budgeted item for 2023.

On a motion by Debbie Schnedler and a second by Justin Aldred, the Board moved to approve the resolution to appropriate money for the sewer jet lease purchase with Carroll County Trust Company. Motion carried.

CONSIDER RESOLUTION TO APPROPRIATE MONEY TOWARDS THE DUMP TRUCK LEASE PURCHASE PAYMENTS

The resolution was included in the packet.

On a motion by Debbie Schnedler and a second by Randy Chann, the Board moved to approve the resolution to appropriate money towards the dump truck lease purchase payment with Central Bank. Motion carried.

CONSIDER REVISED SCOPE OF SERVICES WITH CONVERGENCE ACCOUNTING LLC

See also Public Comment.

On a motion by Debbie Schnedler and a second by John Massey, the Board moved to accept the scope of services outlined in the January 16th letter from Convergence Accounting LLC, and authorized a read-only access in connection with the Central Bank accounts for the District. Motion carried.

NEW BUSINESS

Ratermann explained that Board meetings will temporarily move back to the BCRSD office for the February 21st and March 21st meetings.

VOTE TO HOLD CLOSED SESSION UNDER SECTION 610.021

There was no Closed Session for January.

ADJOURNMENT

On a motion by Randy Chann and second by Justin Aldred, the Board moved to adjourn

the meeting. Motion carried.

Meeting was adjourned at 6:33 PM.

Approved by:
