

***CENTRAL WYOMING REGIONAL WATER SYSTEM  
JOINT POWERS BOARD***

**MEETING PROCEEDINGS**

October 19, 2021

A public meeting of the Central Wyoming Regional Water System Joint Powers Board (Board) was held Tuesday, October 19, 2021 at 11:30 a.m., in the Joint Powers Board Conference Room, Regional Water Treatment Plant, 1500 SW Wyoming Boulevard, Casper, WY.

**Board Members Present -** Chairman King, Vice-Chairman Keffer, Secretary Waters, Treasurer Bertoglio, and Board Members Cathey, Freel, and Powell. Board Member Knell was absent.

**City of Casper –** Cathey, Freel, Powell, Andrew Beamer, Bruce Martin, Tom Edwards, Clint Conner, Andrew Colling, Terry Cottenoir, Janette Brown

**Natrona County –** Bertoglio

**Salt Creek Joint Powers Board –** King

**Wardwell Water & Sewer District –** Keffer

**Pioneer Water & Sewer District –** Waters

**Poison Spider Improvement & Service District –**

**Wyoming Water Development Office -**

**Sandy Lakes Estates -**

**Lakeview Improvement & Service District -**

**33 Mile Road Improvement & Service District –**

**Mile-Hi Improvement and Service District –**

**Central Wyoming Groundwater Guardian Team (CWGG) –**

**Others —** Charlie Chapin and Alia Scott – Williams, Porter, Day & Neville, P.C.

The Board meeting was called to order at 11:30 a.m.

1. There were no Announcements.
2. Chairman King asked for a motion to approve the minutes from the September 21, 2021

Regular Meeting and the Revised minutes from the June 15, 2021 Regular meeting to correct a Scribe's Error. A motion was made by Treasurer Bertoglio and seconded by Vice-Chairman Keffer to approve the minutes from the September 21, 2021 Regular meeting and the Revised minutes of the June 15, 2021 Regular meeting to correct a Scribe's Error to include the section of the meeting discussing the Wholesale Water Rate. Motion put and carried.

3. Mr. Martin informed the Board that one additional voucher was added to the voucher listing that was sent out in the agenda packet: Voucher 8345 for Wyoming Water Development Commission in the amount of \$654,316.77 for the Rehabilitation and New Construction Loan Payments. Mr. Martin recommended approval of the vouchers and offered to answer any questions the Board may have on the voucher listing.

Board Member Cathey arrived at 11:33 a.m.

Chairman King asked for a motion to approve the October 2021 vouchers. A motion was made by Vice-Chairman Keffer and seconded by Secretary Waters to approve the October 2021 voucher listing to include voucher numbers 8336 through 8345 in the amount of \$1,169,869.21. Motion put and carried.

4. Mr. Martin asked the Board to reference the Gallons Produced table in the agenda packet. Mr. Martin stated that production for September 2021 was 489 MG, which is 51 MG more than the five-year average. Mr. Martin stated that the year to date production total is 1.64 BG, which is 100 MG less than the five-year average. Mr. Martin stated that the decrease in water production is due to the chemical issues and the temporary watering restrictions/conservation that were put in place.

Mr. Martin asked the Board to reference page 2 of the Financial Report. Mr. Martin stated that Water Utility Charges is \$3,502,273, which is \$223,604 less than the same time last year.

Mr. Martin stated that Reimbursable Contract Expense is \$704,385, which is \$20,078 less than the previous year due to the timing of chemical purchases.

Mr. Martin stated that in Capital Purchases, \$9,905 in Buildings is for the skylights in the Raw Water Building; \$388,769 in Improvements Other Than Buildings is for the 2.6MG Tank, and the Chiller Replacement Project design, and small purchases such as valve actuators.

Chairman King asked for a motion to approve the September 2021 Financial Report as presented. A motion was made by Secretary Waters and seconded by Treasurer Bertoglio to approve the September 2021 Financial Report as presented. Motion put and carried.

5. Chairman King turned the time over to Mr. Edwards for the WTP Operations Update.

Mr. Edwards stated that production is currently averaging 5.4 MGD, and the surface water plant has been shut down for the season.

Mr. Edwards stated that the maintenance staff will be cleaning Actiflo and completing any needed repairs.

Mr. Edwards stated that staff is getting quotes for Actiflo hydrocyclone parts and three new sand pumps for Actiflo.

Mr. Edwards stated that the three new check valves for the decant pump station have arrived and the WTP Mechanics are currently installing them.

Mr. Edwards stated that Xylem was on site last week and repaired the ozone monitors.

Mr. Edwards stated that the roofing contractor installed the new roof over the Filter Gallery, and a punch list was created yesterday for the contractor. Mr. Edwards stated that during installation of the new roof, the contractor punched thru the concrete roof and concrete fell into the filters. Mr. Edwards stated that the contractor is coming back to repair the holes, but staff is working with Suez, who took over for Infilco the filter designer, to find out what further steps need to be taken with the filter medium.

Mr. Edwards stated that for Security Upgrades, all the locks for the exterior building doors and the padlocks for the wells have been changed. Mr. Edwards stated that perimeter fence repairs are being scheduled.

Mr. Edwards stated that there was a meeting last week for the Disinfection System Upgrades Project, and there will be a site meeting in November. Mr. Edwards stated that hopefully there will be a draft memo finished approximately four weeks after the site visit. Mr. Edwards stated that it is hoped to be able to submit the preliminary design report for this project to EPA by the end of April.

Mr. Edwards stated that there was an onsite meeting with the engineers for the Caisson No. 2 Project. Mr. Edwards stated that the proposal should be ready next month.

Mr. Edwards stated that five new turbidimeters with controllers were purchased for installation in the wellfield and WTP.

Mr. Edwards stated that staff is getting quotes for new actuators for the Surface Water High Service Pumps.

Mr. Edwards stated that ITC Electrical Technologies is going to be starting the lighting upgrades in the Pipe Gallery.

Mr. Edwards stated that the contractor is finishing up on the inside of the 2.6 MG Tank. Chairman King asked if the contractor is working inside the tank today. Mr. Colling stated that the contractor is currently blasting the interior of the tank, and in the specifications they can't blast when there is active precipitation. Mr. Colling stated that today they are reclaiming some of their blast material. Mr. Colling stated that it is anticipated the contractor will start applying coating next week.

Chairman King turned the time over to Mr. Conner for the Transmission System Update.

Mr. Conner stated that last week Great Plains Structures was in town to do the roof inspection on the Wardwell Zone 3B Tank. Mr. Conner stated that a representative from HDR was also onsite for the warranty work inspection. Mr. Conner stated that HDR should have a report on the inspection to staff in the next week or so. Mr. Conner stated that as far as he has heard, everything looked good.

Mr. Conner stated that staff has winterized all the booster stations, and blew out the irrigation system at the Wardwell booster.

Mr. Conner stated that chlorine residuals have started to drop in all the tanks. Mr. Conner stated that staff has started flushing some of the dead end areas and will be flushing at the RWS tanks. Chairman King stated that Salt Creek installed a tank mixer and it has been working great to keep the residual up. Mr. Conner asked what the residual is going into the tank. Chairman King stated that he believes it was around .58 yesterday.

Mr. Conner stated that staff continues to test and flush hydrants.

Mr. Conner stated that Meter Services is testing all the wholesale water meters for the City and RWS.

Mr. Conner stated that the pump for Mountain View Booster arrived, but staff has to retrofit the pump for installation as the exact pump was not available.

Chairman King asked if the tank mixers are still working. Mr. Conner stated that the tank mixers are still going good; very little trouble with them. Mr. Conner stated that staff found there were startup issues if the mixer was shut off for tank cleaning, so they just keep them running.

6. There was no Public Comment.

7. There was no Old Business.

a. There was no Other Old Business.

8. In New Business:

a. Mr. Martin stated that OSHA has deemed the Filter Gallery a confined space, and required the installation of an evacuation hoist system for workers servicing the filters. Mr. Martin stated that the work requires welded structural steel anchored to the existing concrete beams to support the OSHA weight capacity of 1,500 pounds.

Mr. Martin stated that Lower Company completed a feasibility study in January 2021 and has submitted a proposal to provide the engineered construction drawings and construction administration services to install the new hoist system in the amount of \$3,000.

Mr. Martin stated that this project is included in the FY22 Capital Budget, and staff recommends approval of the contract with Lower Company, P.C.

A motion was made by Treasurer Bertoglio and seconded by Secretary Waters to authorize a Contract for Professional Services with Lower Company, Inc. for the WTP Filter Hoist System Installation Preliminary Design Report, Project No. 21-061, in the amount of \$3,000. Motion put and carried.

- b. Mr. Martin stated that there are four variable frequency drives (VFD) in the High Service Pump Room. Mr. Martin stated that over the last several years, three of the VFDs have been replaced, and there is one VFD left to replace. Mr. Martin stated that the remaining VFD is over twenty years old.

Mr. Martin stated that two bids were received for the WTP VFD Project No. 21-030 from ITC Electrical Technologies and Modern Electric. Mr. Martin stated that the bid from ITC was \$85,200. Mr. Martin stated that it is recommended that the Board authorize a construction contingency account in the amount of \$4,000, for a total project amount of \$89,200. Mr. Martin stated that it is anticipated that the project will be completed by the end of April. Mr. Martin stated that staff has already heard about delays getting parts.

Chairman King asked if ITC is a local company. Mr. Cottenoir stated that they are a local company.

Secretary Waters asked if the controls for all the VFDs are identical. Mr. Martin stated that three of the controls are identical.

A motion was made by Secretary Waters and seconded by Vice-Chairman Keffer to approve an agreement with ITC Electrical Technologies for the Water Treatment Plant Variable Frequency Drive, Project No. 21-030 in the amount of \$85,200, with a \$4,000 contingency account, for a total amount of \$89,200. Motion put and carried.

- c. Mr. Martin stated that the Board has discussed the change order with Maguire Iron several times over the last few months. Mr. Martin stated that Maguire Iron requested a time extension of 24 days. Mr. Martin stated that 4 days were allotted, with an assessment of \$30,000 in liquidated damages. Mr. Martin stated that Maguire Iron does not agree with the assessment of liquidated damages and is prepared to fight it. Mr. Martin stated that Maguire Iron sent a letter basically stating that HDR mismanaged the project, and they felt they had the days coming to them.

Mr. Martin stated that staff went back to Maguire Iron and in order to save on legal fees and court costs, offered to compromise. Mr. Martin stated that Maguire Iron is willing to accept \$8,000 in liquidated damages. Mr. Martin stated that staff feels this is a good compromise, rather than spending money on attorney fees. Mr. Martin stated that Mr. Colling from City Engineering is in attendance to answer any questions the Board may have on this change order.

Chairman King asked Mr. Colling his opinion on the change order. Mr. Colling stated that he thinks the \$8,000 is fair. Mr. Colling stated that there were issues with HDR. Mr. Colling stated that the project was awarded in June 2020, and substantial completion was supposed to be in January 2021. Mr. Colling stated that a time extension was granted based on miscommunications between Maguire Iron and HDR on submittals and DEQ permitting. Mr. Colling stated that Maguire Iron was getting very frustrated and came back with a request for an additional time extension that was refused.

Mr. Colling stated that Maguire Iron stated that they did not think it was right and said that they would fight it. Mr. Colling stated that he spoke to them about a compromise, and they proposed between \$5,000 - \$8,000 in liquidated damages.

Mr. Martin stated that there was no delay with Riley coming in to do the tank coating. Mr. Colling stated that was correct, Riley was not on the heels of Maguire Iron.

Board Member Powell asked how much additional staff time was used up on this change order. Mr. Colling stated that there was a contract with HDR that did most of the work on this project, but over the last few months, he spent several hours working on it. Mr. Colling stated that HDR was asked for their opinion on the liquidated damages, and in his opinion, they did not want to put anything down in writing.

A motion was made by Secretary Waters and seconded by Vice-Chairman Keffer to approve Change Order No. 3 with Maguire Iron for the 2.6M Gallon Tank Roof Replacement assessing liquidated damages in the amount of \$8,000.

Board Member Cathey stated that it sounds like HDR was kind of out of it, and Mr. Colling was the one that took the lead in getting information to the Board. Mr. Colling stated that he doesn't feel that HDR did the best job for the Board on this project. Mr. Colling stated that he had to press them to get a representative on site, and that gentleman was the one that provided most of the information, but once it got to discussing liquidated damages, he just kept saying it was the Board's choice. Board Member Cathey thanked Mr. Colling for his efforts in reaching an agreement on the liquidated damages.

Motion put and carried.

- d. Mr. Chapin stated that Wardwell Water and Sewer District needs to replace one of their waterlines. Mr. Chapin introduced Ms. Alia Scott, who represents Wardwell. Mr. Chapin stated that Wardwell has undertaken numerous efforts to secure funding through private banks, etc. Mr. Chapin stated that Mr. Rick Thompson, who is a bond lawyer from Cheyenne, suggested that perhaps, if Regional Water is agreeable to issuing bonds for the amount of the project, the bonds would be sold to the USDA, and they would hold them. Mr. Chapin stated that Wardwell would then effectively pay whatever needs to be paid under the bonds as payments against the amount owed. Mr. Chapin stated that Mr.

Thompson feels that would be a viable option for Wardwell. Mr. Chapin stated that he and Ms. Scott have spoken to Mr. Thompson and he explained how it would all work. Mr. Chapin stated that it would pretty much be a standard bond transaction, where the Board would issue the bonds, sell them to USDA, they would provide the funding, and Wardwell would pay. Mr. Chapin stated that a separate account would need to be set up into which the bond funds are paid, and then payments to USDA would be made out of that account. Mr. Chapin stated that is it in a nutshell, and turned the time over to Ms. Scott to discuss the Wardwell project.

Ms. Scott stated that about two years ago, Wardwell started looking into funding options for the waterline replacement on Blair Lane. Ms. Scott stated that waterline has had five breaks in the last couple of years, so it is in dire need of being replaced. Ms. Scott stated that there are areas of the waterline where soils have eroded, and there is only three feet of cover. Ms. Scott stated that Wardwell originally was able to obtain private funding from a bank out of Colorado, and they were in some litigation in Texas regarding the 1926 protections that come along with that type of loan that is associated with USDARD, and based on that litigation, they are uncomfortable loaning the funds to Wardwell because of some issues that have popped up with the City of Mills and the Town of Bar Nunn regarding their efforts to dissolve Wardwell. Ms. Scott stated that the project funding was pulled two weeks before the project was to begin. Ms. Scott stated Wardwell reevaluated their budget and based on the allocation of some of their Sewer funds, they were able to secure USDARD funding for the project. Ms. Scott stated that when it came down to the bonding requirement, USDARD decided that Wardwell, as a water district/improvement district, cannot move forward with bonding through private bonding because there is not a function of the statute that allows for that and there is not an exception like with municipalities where they are borrowing from the State or Federal Government.

Ms. Scott stated that Wardwell is now stuck in a weird place, where the funding has been secured through USDARD, and is ready to do the project. Ms. Scott stated that Wardwell has a contract with a contractor, but they cannot have their own bonds.

Ms. Scott stated that Mr. Thompson has some done some previous bonds with Casper College, and other Joint Powers Boards where they can be the bonding agency for other constituents. Ms. Scott stated that Wardwell is asking if this would be a possible avenue through the Board, so they wouldn't have to undo all the work that has already been done through USDARD to secure funding. Ms. Scott stated that since bad weather is here now, the project will not be started until 2022.

Ms. Scott stated that the only other option Wardwell is looking at, is that because Wardwell can't be exempt from the bonding requirement or an election, Wardwell will have to have an election in March or May to go forward with the project. Ms. Scott stated that an election would not be a good thing for the project, and she would rather not go that route. Ms. Scott stated that otherwise,

Wardwell will have to go back to private funding, or funding it themselves, which is potentially very risky.

Ms. Scott stated that this is a very straightforward project. Ms. Scott stated that the bid that came back for the project was \$900,027 to replace the water main in Blair Lane. Ms. Scott stated the road was replaced last year and is in good repair, so only the waterline will need to be dug up and replaced. Ms. Scott stated that it is anticipated that the project will take 45 days to complete. Ms. Scott offered to answer any questions the Board might have on this.

Secretary Waters asked how many linear feet of waterline needs replaced. Ms. Scott stated that her computer was not working at the moment and she was unable to get that information.

Treasurer Bertoglio asked if the project was only for the waterline in Blair Lane. Vice-Chairman Keffer stated that was correct. Treasurer Bertoglio stated that it is probably less than 1,000 feet of waterline to replace.

Vice-Chairman Keffer stated that when the road was repaired, additional cover was added for the waterline. Vice-Chairman Keffer stated that the additional cover helped, but the waterline still needs to be replaced.

Board Member Cathey asked what position this will put the Board in if the City of Mills and Town of Bar Nunn fight with Wardwell continues. Mr. Chapin stated that he is unsure who would pick up the outstanding debt obligation if Wardwell is dissolved.

Ms. Scott stated that if the bonds are secured, Wardwell won't be able to be dissolved because of the Federal funds that will be used.

Mr. Chapin stated that the City Finance Department would need to review this to make sure it won't interfere with or impact the Board's current debts. Mr. Chapin stated that he doesn't believe it will interfere, but he would like confirmation.

Chairman King asked if Wardwell would, or would not be able to be dissolved if the bonds are secured. Vice-Chairman Keffer stated that Wardwell would not be able to be dissolved. Ms. Scott stated that if you have a loan from USDARD, it comes with some internal protections for the District or entity, that disallows dissolution or annexation based on the encumbrance of that funding.

Ms. Scott stated that the waterline needs to be replaced, and she is just trying to find the best way to make that happen.

Treasurer Bertoglio asked why Wardwell can't issue bonds. Ms. Scott stated that Wardwell cannot issue bonds, but they will have to have an election to approve the project, or the full amount of the bond loan has to be repaid within the fiscal year.



Mr. Chapin asked what the anticipated term of the bonds will be. Ms. Scott stated that if the project is started in May, the bonds could be repaid by the close of Fiscal Year 2022. Ms. Scott stated that she is unsure of what the anticipated term of the bonds would be.

Board Member Cathey asked what the payment term of the USDA funding would be. Ms. Scott stated that she believes it is 30 years. Ms. Scott stated that there is the option to pay off the funding earlier.

Treasurer Bertoglio asked if the bonds would then stop Wardwell from being dissolved for 30 years. Ms. Scott stated that was correct.

Mr. Chapin stated that he would still like to get an opinion from Finance on this item.

Mr. Chapin asked Ms. Scott how soon Wardwell will need an answer. Ms. Scott stated that they need an answer by the end of the year.

Chairman King stated that Finance should be able to get something together for the next meeting.

Treasurer Bertoglio stated that he has a couple of procedural questions. Treasurer Bertoglio asked if the Board would issue the bonds. Mr. Chapin stated that was correct. Treasurer Bertoglio asked if the Board would need to enter into an agreement with Wardwell for repayment, as if the Board was a market. Mr. Chapin stated that was correct. Treasurer Bertoglio asked if the Board could mark it up. Mr. Chapin stated that for all intents and purposes, it would be a standard bond transaction.

Ms. Scott stated that it is only unique because of the statutes Joint Powers Boards are allowed to issue these type of bonds, but Water and Sewer Districts cannot, and municipalities are exempt. Ms. Scott stated that it was an oversight in the statutes to think that Water and Sewer Districts would not get big enough to do projects of this size.

Chairman King asked for clarification, if the Board goes through with this, will Wardwell be dissolved. Mr. Chapin stated that this would be a prohibition to Wardwell dissolving, because of the Federal Loan from USDA. Mr. Chapin stated that there is a provision that Districts cannot dissolve while they still have an outstanding balance on Federal funding.

Board Member Cathey stated that if it is the Board that actually has the bonds, will Wardwell actually have them. Board Member Cathey stated that if the Board has the bonds, and Wardwell gets dissolved, who gets stuck with the bond payments. Ms. Scott stated that in order for Wardwell to be dissolved and removed from the Board, someone would have to pay Wardwell's proportional share of the debt, which should 100% include any bonds that were obligated for this funding. Ms. Scott stated that if this bonding goes through, any agreement

between Wardwell and the Board should include that statement.

Board Member Cathey stated that one way or another, the Board would be protected financially speaking. Mr. Chapin stated that was correct. Mr. Chapin stated that it also creates the impediment for whomever has the design to dissolve and take over the District, it adds the additional \$900,000 to the debt load, which is already significant.

Treasurer Bertoglio stated that the Board would be the makers of the bonds, and the USDA would be purchasing 100% of the bonds. Mr. Chapin stated that was correct. Treasurer Bertoglio asked what would happen if the Board went out to the private bond market. Mr. Chapin stated that he doesn't think anyone has thought about that, but part of that is the beneficial interest rate. Treasurer Bertoglio stated that it would be muni bonds for a municipal water project. Mr. Chapin stated that is a thought to consider.

Board Member Cathey stated that as far as the Board is concerned, each scenario winds up in the same place, financially speaking for the Board and Wardwell. Board Member Cathey stated that you are looking at fees versus interest rate. Mr. Chapin stated that there is also the potential loss of the protections under the USDA statute, which prohibits the dissolution. Treasurer Bertoglio stated that he is wary of that.

Board Member Powell stated that if someone takes over Wardwell, if they have that debt, they can't be dissolved.

Treasurer Bertoglio stated that he was informed that Wardwell and Bar Nunn are still trying to figure out how they can separate, and Bar Nunn can run their own system. Treasurer Bertoglio stated that he is very wary of getting in the middle of something.

Board Member Powell stated that he is fine with waiting until next month to get more information. Secretary Waters stated that he thinks that is a good idea.

Treasurer Bertoglio asked Mr. Chapin to check with Mr. Thompson if the principal amount is large enough to bond on the private market.

Chairman King stated that this item will be tabled until next month in order for Finance to review and provide more information.

- e. Mr. Martin stated that during the FY2021 annual audit, the auditors brought to staff's attention that the lease agreement that was consummated between the Board and Wardwell on January 18, 2011 for the water tank site, booster, and waterline easement expired in January 2021. Mr. Martin stated that this lease agreement was for ten years, with an option to purchase at the end of the agreement.

Mr. Chapin stated that his initial concern is that the lease agreement terminated by

its own terms, which means that legally, it is not recognizable at this point in time. Mr. Chapin stated that the Board and Wardwell can execute an agreement to retroactively reinstate the lease agreement moving forward, or the Board can execute a second lease agreement with the same terms and conditions. Mr. Chapin stated that Ms. Scott gave him a letter from Wardwell stating they wish to exercise the \$10 option to purchase the water tank site. Mr. Chapin stated that the second lease agreement would be done for the purpose of cleaning up the documentation so it comports with what actually happened. Mr. Chapin stated that the lease agreement would be consummated and then Wardwell would turn around and offer the \$10 and be done with it.

Mr. Chapin asked Mr. Martin to show Paragraph 15. Option to Purchase the Premises on the screen for the Board to review.

Board Member Cathey asked if the lease agreement has already expired. Mr. Chapin stated that the lease agreement has terminated by its own terms. Mr. Chapin stated that the Board can make the same deal, or make changes. Board Member Powell stated that the price should increase to \$15. Mr. Chapin stated that he can make that change.

Treasurer Bertoglio asked Mr. Chapin for his recommendation on the lease agreement. Mr. Chapin stated that he recommends that the lease agreement be re-issued with the same terms and conditions as the previous lease agreement.

A motion was made by Board Member Powell and seconded by Treasurer Bertoglio to have Mr. Chapin draft a new lease agreement between the Board and Wardwell Water and Sewer District for the Wardwell water tank site with the same terms and conditions as the previous lease agreement.

Board Member Freel asked what the term was on the lease agreement. Mr. Chapin stated that the term of the lease agreement was ten years. Ms. Scott stated that the new lease agreement term would be for ten years, with the option to purchase right away.

Board Member Cathey asked that a paragraph be added that is an option to renew the lease just in case something happens. Mr. Chapin stated that he will add the paragraph.

Motion put and carried with Vice-Chairman Keffer abstaining from the vote.

f. There was no Other New Business.

9. Chairman King asked for a motion to move into Executive Session to discuss property acquisition. A motion was made by Secretary Waters and seconded by Board Member Freel to adjourn into Executive Session at 12:31 p.m. to discuss property acquisition. Motion put and carried.

A motion was made by Secretary Waters and seconded by Board Member Freel to

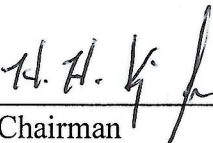
adjourn from Executive Session at 12:43 p.m. Motion put and carried.

Chairman King called the Regular Session to order at 12:43 p.m.

A motion was made by Board Member Powell and seconded by Vice-Chairman Keffer to have Mr. Chapin remove the DEQ and EPA provisions from the property purchase agreement. Motion put and carried.

10. In the Chairman's Report, Chairman King stated that the next regular meeting would be held on November 16, 2021.

A motion was made by Treasurer Bertoglio and seconded by Board Member Cathey to adjourn the meeting at 12:46 p.m. Motion put and carried.

  
Chairman

  
Secretary