AGENDA
BOARD OF TRUSTEES
PORTLAND WATER DISTRICT
225 Douglass Street, Portland, Maine
Jeff P. Nixon Training Center
6:00 p.m., Monday, December 17, 2018

1.	Convene Meeting with Pledge of Allegiance and moment of silence.	President Lunt
2.	Roll Call	Clerk
3.	Inauguration for the Trustee representing Scarborough elected on November 6, 2018.	Clerk
4.	Acceptance of Minutes of Regular Meeting of November 26, 2018, and the Workshop Meeting of December 10, 2018.	President Lunt
5.	Invitation for Public Comment	President Lunt
6.	Reports:	
	▪ Operations Committee Reports	Trustee Siviski
	▪ Planning Committee Reports	Trustee Levinsky
	▪ Administration & Finance Committee Reports	Trustee Willey
	▪ General Manager's Report	General Manager
7.	New Business	
	A. **Resolution 18-015**, awarding the Water Bottle Filling Station Grants.	President Lunt
	B. **Public Hearing**, regarding the issuance of water and wastewater bonds for Cape Elizabeth and Portland.	Administration & Finance Committee
	C. **Resolution 18-016**, authorizing issuance of bonds to finance upgrades at the Cape Elizabeth Treatment Plant.	Administration & Finance Committee
	D. **Resolution 18-017**, authorizing issuance of up to $7,500,000 in bonds to finance the installation and renewal of water mains and related infrastructure.	Administration & Finance Committee
	E. **Order 18-038**, authorizing the General Manager to execute a professional services contract with Tighe & Bond for the Littlejohn Pump Station Upgrades.	Operations Committee
	F. **Order 18-039**, authorizing the comprehensive method for the procurement of engineering services for the Baxter Boulevard Pump Station Upgrade Project.	Operations Committee

Over

G.	**Order 18-040**, authorizing the comprehensive method for the procurement of engineering services for the Westbrook-Gorham-Windham Regional Wastewater Treatment Facility Aeration and Secondary Clarifier Upgrade.	Operations Committee
H.	**Order 18-041**, authorizing the design-build method for the procurement of engineering services for the Westbrook-Gorham-Windham Regional Wastewater Treatment Facility Sludge Storage Odor Control Project.	Operations Committee
I.	**Resolution 18-018**, endorsing the East End WWTF Annual "Nutrient Optimization" Progress Report.	Operations Committee
J.	**Order 18-042**, authorizing a contribution to the Trust for Public Land for property located in the Town of Sebago.	Planning Committee
K.	**Resolution 18-019**, ratifying the amended bylaws of the Southern Maine Regional Water Council.	Planning Committee
L.	**Resolution 18-020**, amending the Board of Trustees meeting schedule for 2019.	President Lunt

8. Executive Session. A motion may be made to go into Executive Session at any time during the meeting to discuss, pursuant to 1 M.R.S. §405(6)(A) personnel, 1 M.R.S. §405(6)(C) real estate, 1 M.R.S. §405 (6)(D) labor negotiations, or 1 M.R.S. §405(6)(E) legal matters. — President Lunt

9. Other Business. An item may be added to this agenda provided seven trustees vote to waive the rule regarding agendas. — President Lunt

10. Second Invitation for Public Comment. — President Lunt

11. Trustee Comments. — President Lunt

12. Adjournment. — President Lunt

Donna M. Katsiaficas
Clerk

Portland Water District

Board of Trustees Regular Meeting

December 17, 2018

New Business

Agenda Items 7A-7L

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7A Resolution 18-015
Date of Meeting:	December 17, 2018
Subject:	Water Bottle Filling Station Grant Awards
Presented By:	Michelle Clements, Public Relations Manager

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> BE IT RESOLVED, that the Board of Trustees hereby awards the following Water Bottle Filling Station Grants for the installation year of 2019:

Boys and Girls Clubs of Southern ME	Portland, Maine	Retrofit
Cape Elizabeth Community Services	Cape Elizabeth, Maine	Retrofit
Helena Dyer Elementary School	South Portland, Maine	Retrofit
East End Community School	Portland, Maine	Retrofit
Frank I Brown School PTA	South Portland, Maine	Retrofit
Oxford Cumberland Canal School	Westbrook, Maine	Retrofit
Skillin Elementary School	South Portland, Maine	Retrofit
State Street Housing Preservation	Portland, Maine	Retrofit
Greater Portland Health	Portland, Maine	Stand Alone

BACKGROUND

In 2013, the Board of Trustees authorized the development of the Water Bottle Filling Station Grant program and subsequent funding not to exceed $7,000 annually for water bottle filling equipment. Annually, the Portland Water District awards water bottle filling station grants - maximum value of $5,000 for outdoor units, $2,000 for internal units, and $550 for retrofits - to entities within the service territory.

This year, fifteen applications were received for water bottle filling fountain grants.

The Water Bottle Filling Fountain Grant Committee met on December 10 and selected nine recipients for the Board's consideration. Applications were reviewed and judged primarily on potential exposure and public access and the promotion of healthy tap water.

FISCAL REVIEW / FUNDING

Funding of $7,000 is included in the public relations budget for 2019. If all applicants accept the grants, funding will still fall within the budgeted amount.

LEGAL REVIEW

Corporate Counsel has reviewed and approved the proposed motion as to form.

CONCLUSION(S)

Water Bottle Filling Station Grant Sub Committee endorses the proposed motion for the full Board's consideration.

ATTACHMENTS

The nine applications.

Carrie Walker

From: PWD Webform
Sent: Thursday, October 25, 2018 1:51 PM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION:This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Tina Clark
Company or Organization: Boys & Girls Clubs of Southern Maine
Street Address: PO Box 7830
City: Portland
State: ME
Zip Code: 04112
Phone Number: 2078741069
Email Address: tclark@bgcmaine.org
Installation Year: 2019
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: Portland Clubhouse: 277 Cumberland Ave, and Sagamore Village Clubhouse, 21 Popham Street, Portland
Describe exposure, approximate number of people passing by the unit, current use of fountains, etc.: Overall, we serve more than 3,000 members between the ages of six and 18 every year, including about 1,400 at our Portland location and about 300 at our Sagamore Village location, On a daily basis, there might be close to 300 young people at these Clubhouses. The vast majority of our members are from low-income families (Sagamore is actually located in the Public Housing Development). Our after school and summer programs are focused on three priority areas: Academic Success, Healthy Lifestyles, and Good Character/Citizenship. We offer meals/snacks every day, and activities that include exercise and play, all of which require our members to drink lots of water. We would like to retrofit the fountain at our Portland Clubhouse so members could fill their water bottles and to install a new fountain at the Sagamore Clubhouse where there is not fountain currently.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: We seek to promote good health and having clean, accessible water for our members is a vital resource. We want to make it as easy as possible for them to choose water instead of soda or sugary beverages. As a not for profit organization serving mostly low-income members, we have limited funds for facility improvements like this while also trying to keep up with rapidly changing technology updates and rising costs of facility operations.
Who is your primary audience for the unit?: Children and teens, ages 6-18.
Who will be installing the unit?: Contractor
How did you learn of the grant program?: Brochure
Does your organization agree to pay a ll installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Wednesday, September 12, 2018 8:04 AM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION:This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Lindsey Vazquez
Company or Organization: Frank I Brown School PTA
Street Address: 37 Highland Avenue
City: South Portland
State: ME
Zip Code: 04106
Phone Number: 2072290680
Email Address: ptabrownschool@gmail.com
Installation Year: 2018
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: School building
Describe exposure, approximate number of people passing by the unit, cur rent use of fountains, etc.: The unit would be located in a busy hallway on the first floor of the school. Approximately 75-100 people pass by the location daily. There are fountains currently installed there that teachers and students use to drink from and fill bottles several times per day.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: We are interested in a bottle filling fountain for this location to make it easier for students, teachers, and staff to re-fill bottles without having to locate a sink or use the fountain to fill a bottle. Our teachers are very busy and a bottle filling station in this location would greatly help them.
Who is your primary audience for the unit?: Teachers, students, school staff
Who will be installing the unit?: Internal
How did you learn of the grant program?: Other_brochure
Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: Yes

Carrie Walker

From: PWD Webform
Sent: Sunday, October 14, 2018 9:26 AM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Lynette Gordon
Company or Organization: Cape Elizabeth Community Services
Street Address: 3 Graystone Road
City: Cape Elizabeth
State: ME
Zip Code: 04107
Phone Number: 2073171701
Email Address: Lkirkgordon@gmail.com
Installation Year: 2019
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: Second floor rear the learning center rooms
Describe exposure, approximate number of people passing by the unit, current use of fountains, etc.: I would consider this hallway space to be a high usage area, of about 150 kids and young adults passing through daily. The current fountain is just an old water fountain, one fountain is set at kids hight, and the other is for young adults.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: We are Girlscout Brownie Troop #35. We are working on a community service action project called "Wonders of Water." Our goal is to help reduce water wastage and reduce the number of plastic bottles that go into our waterways and landfills. By receiving this grant and adding a water bottle filling station to our Cape Elizabeth Communities Service building, we will be able to exceed our mission. Help our community learn, grow and to use resources wisely. Thank you for your time. Sincerely, Troop #35 :)
Who is your primary audience for the unit?: preschool, eliminatory, and middle school age groups
Who will be installing the unit?: Contractor
How did you learn of the grant program?: Internet
Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Wednesday, October 31, 2018 12:21 PM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION:This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Ann Tucker
Company or Organization: Greater Portland Health
Street Address: 63 Preble Street
City: Portland
State: ME
Zip Code: 04101
Phone Number: 2078742141
Email Address: jlamon@greaterportlandhealth.org
Installation Year: 2019
Which type of unit are you applying for?: Stand
Describe the location of proposed installation: The unit will be installed at our busy Healthcare for the Homeless site on the corner of Oxford & Preble Streets in Portland.
Describe exposure, approximate number of people passing by the unit, current use of fountains, etc.: Greater Portland Health receives frequent requests for drinkable water from patients at our busy Healthcare for the Homeless site, located squarely in Portland's hub for homeless activity, the corner of Preble Street and Oxford Street in the West Bayside neighborhood. Our health center's waiting room, where the bottle filling fountain will be installed, is accessed directly from Preble Street. Based on our current patient population at the site, along with the health center's daily influx of homeless persons looking for fresh water, we estimate that there will be over 2,500 individuals who would actively and repeatedly use the bottle filling fountain over the course of one year: approximately 1,500 patients and 1,000 non-patients. Of the approximately 2,500 individuals using the bottle filling fountain in its first year, most of t hem will use it multiple times. Since our homeless patients often haven't had proper health care in years, they are in need of continuous visits throughout the year. Last year, total patient visits to the site were 14,414, an average of 55 patients seen per business day. This number does not include the approximately 15 homeless persons who visit the site each day for fresh water. So, in total, we estimate over 2,500 individual people will use the bottle filling fountain each year and visit it an average of 10 times, for a total of 25,000 visits. Our estimates on the number of yearly users is likely to significantly increase once awareness of the bottle filling fountain spreads among the homeless community, due to the reality that there are very limited public sources of water in the underserved West Bayside neighborhood. Every day, there are hundreds of homeless persons walking on the streets outside of our health center, drawn to the concentrated social and health services on Preble Street and Oxford Street. This is where our health center, the Preble Street Soup Kitchen and Resource Center, and the City of Portland's Oxford Street Shelter are located. The Soup Kitchen alone, which is directly across from our health center, serves upwards of 500 individuals per day. Thus, potential exposure to a bottle filling fountain in our waiting room and open to the public is very high, especially since the need for reliable, permanent, self-serve, fresh, and clean drinking water is also very high.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: Greater Portland Health's homeless health center on 63 Preble Street is located in the West Bayside

neighborhood and the heart of Portland's homeless community. In fact, this neighborhood is the hub of homelessness in the region and state as a whole. Unfortunately, water scarcity and dehydration are significant problems for this vulnerable community that has limited access to fresh drinking water. While there are many social services organizations concentrated in the West Bayside neighborhood, few offer water access, and those who do have limited hours. For example, the Preble Street Resource Center across the street from Greater Portland Health's homeless site closes at noon and the soup kitchen closes for hours each day between meals. The nearby Oxford Street shelter is not able to allow every homeless person to enter, due to space constra ints, leaving many with no access. Or, the shelter only allows access to bathroom sinks, which is not ideal for clean, healthy drinking water. Milestone Recovery's mobile outreach team helps some individuals get water, but their reach is limited and not always available. This leaves homeless persons seeking social services in the neighborhood with few drinking water choices and the need to travel to meet this basic need. Mental health, substance use, and co-occurring conditions disproportionately affect members within the homeless community. This instability is exacerbated by poverty, street predators, and culture and language barriers, making the simple act of traveling to find water a continual challenge. Additionally, businesses in the area are often not welcoming and will not give water to those who are not paying customers. Compounding lack of sources for drinking water, our providers have observed that within the homeless community, theft is a major issue, which leads to individuals having a challenging time holding on to their water bottles that could be filled when water is available before noon or during meals at the soup kitchen. In addition to installing the bottle filling fountain in the waiting room of our health center, Greater Portland Health will work with community partners to donate water bottles to homeless individuals in need. The reality of water access in the West Bayside neighborhood has led to many homeless persons who are not patients visiting Greater Portland Health's health center dehydrated and in search of water. While we never turn those in need of water away, the high volume of those seeking hydration has made it clear to our organization that we are in need of a long-term solution for this issue. A bottle filling fountain would allow persons in need of clean drinking water to freely serve themselves at a permanent, reliable source. Our 63 Preble Street staff is asked for water all day, every day. Each time a person requests water, our staff must fill a cup for them. This takes up precious time that could otherwise support meeting patient needs. Greater Portland Health sees this lack of water access in Portland's homeless community as an opportunity and continuation of our mission to provide high quality patient-centered healthcare that is accessible, affordable, and culturally sensitive. A self-serve bottle filling fountain would have a two-fold effect on improving health outcomes for the homeless population: (1) We can directly help the homeless community stay properly hydrated, which is always a critical health factor, especially in the summer months when dehydration causes more deaths among the homeless population than cold exposure does in the winter. Our providers report having people come in from the street for water who are complaining of feeling extremely ill and then watching as the simple act of drinking water and getting hydrated almost instantly improves their well-being. It also provides some level of comfort and security in an otherwise insecure life situation knowing that this basic human need can be met at our health center and that we care about their health. (2) Greater Portland Health staff can actively connect with those seeking water within the homeless community who have no medical, behavioral, or dental providers and work to connect them with quality care. We do not turn anyone who is in need of care away, regardless of their ability to pay. Along with our integrated medical, mental health, and dental care, we work with social service agencies in the community to help homeless individuals with housing, employment, paperwork, etc. Therefore, we see the installation of the bottle filling fountain at our 63 Preble Street health center as a way to reach a greater number of vulnerable homeless persons in our community to support their overall well-being.

Who is your primary audience for the unit?: The primary audience for the unit will be downtown Portland's homeless population in need of fresh drinking water.

Who will be installing the unit?< /strong>: Contractor

How did you learn of the grant program?: Internet

Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Sunday, September 23, 2018 8:15 PM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Sheri White Woolverton
Company or Organization: Helena Dyer Elementary School
Street Address: 52 Alfred Street
City: South Portland
State: ME
Zip Code: 04106
Phone Number: 2077994845
Email Address: woolvesh@spsdme.org
Installation Year: 2019
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: Our Water Bottle Filling Station will be located in the main hallway of our school. It will be beside our main office.
Describe exposure, approximate number of people passing by the unit, current use of fountains, etc.: Dyer School currently has 229 students and a staff of 56 for a total of 285 people potentially accessing the water bottle filling station daily. As stated previously, we are water drinkers and will undoubtedly be filling up our bottles several times a day. Because our current water fountains produce warm, slow moving water, and are potentially loaded with germs, this station will absolutely be the prime spot for water in our school. In addition to everyday hydration, we will love having a unit available for our Field Day activities, Girls on the Run program, after-school enrichment clubs, evening events, and special day activities. We have a large number of parent volunteers and substitute teachers who will also have access to the unit and be encouraged to use it. Our school is a public school in South Portland and is used by variou s sports teams for practices and games. They too, will have access to the water unit while in our building.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: As one of many staff members at Dyer Elementary School I began to notice a huge number of staff and students bringing very large, heavy water bottles from home in order to stay hydrated throughout the day. We are not soda drinkers and the company providing soft beverages to us would not fill our soda machine with bottled water despite being asked to do so. Many of our students also do not drink juice during their snack. They too prefer water and often ask to refill water bottles throughout the day. We consistently discuss and model the importance of staying hydrated with water being the best source to do so, and our students have responded to that! Having the ability to continue our love of drinking water without having to rely on carbonated selections or juice when we need to quench our thirst will further promote th e healthy living choices we hope to live by, as well as instill in our students. Our school is in need of clean, cold drinking water dispersed for water bottles also for the health and well-being of our students and staff. We are in a large building without air conditioning and very dry air. We try to keep windows open and our students active throughout the day. However, we find that our students need and request water throughout the day and our current water fountains simply don't satisfy their thirst, or allow for easy access to large amounts held in bottles. Water comes out slowly, is warm, and located at a distance from most classrooms. Unfortunately, our current water fountains only provide "coldish" water and do not have a feature for filling water bottles. In fact, there is only one water fountain in our school that our students ask to go to; the one in the front of our school which according to our students has the "coldest

water in the school!" As a teacher I am reluctant to send my students to that fountain unaccompanied due to safety . Students who do bring in water bottles from home often find the water warm and not very refreshing as the day progresses. Having the ability to refill water bottles with crisp, cool water will help our students and staff remain focused and hydrated throughout our day as well as safe within our classrooms. Dyer School has had a Baby Boom this past year and currently has four brand new teacher moms and another one due in October. All these new moms are nursing their infants and find that they are constantly seeking cold, fresh water in order to stay hydrated. In addition to everything else they bring to school on a daily basis, these moms are also carting in several water bottles each in order to sufficiently consume the amount of water needed to nurse their infants. These are the folks who are adjusting to new roles as mothers and working moms. Having the ability to fill up their water bottles at school rather than home not only keeps them healthy and hydrated but provides them one less thing to worry about when preparing for their day. Having the ability to fill up one empty water bottle instead of several, will only help to make their adjustment to motherhood and working that much easier. Finally, Dyer School has a very active, involved Green Team. This team is comprised of students, staff, and parent volunteers. They have been responsible for implementing a school-wide recycling program for school lunch, class compost bins, and greening of our school grounds. This team would be ecstatic to have our school reduce the number of plastic water bottles being brought to school and thrown away each day. Having the opportunity to actually check the green counters on our water unit and reporting it out at our school at assemblies would something our team would embrace and find interesting and exciting. The water bottle filling station would work hand in hand with our school's and the City of South Portland's mission to practice green living.

Who is your primary audience for the unit?: Students, staff, and student's families of Dyer School as well as residents of South Portland using our facility.

Who will be installing the unit?: Internal

How did you learn of the grant program?: Other

Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes

Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Tuesday, August 14, 2018 6:46 PM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION:This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Susan Brown
Company or Organization: Oxford Cumberland Canal School
Street Address: 102 Glenwood Ave
City: Westbrook
State: ME
Zip Code: 04092
Phone Number: 2078540840
Email Address: browns@westbrookschools.org
Installation Year: 2019
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: The unit would be installed in our school's cafeteria/gymnasium atrium.
Describe exposure, approximate number of people passing by the unit, current use of fountains, etc.: The current water fountain in our cafe/gym atrium is used by all our school students (300+) each day throughout the day. Located in a high traffic area next to our playground entrance/exit doors and between our student bathrooms as well as our gymnasium and cafeteria, the fountain is by far the most used fountain throughout the building. Our gym/cafeteria is utilized weeknights after-school and weekends by various community and sporting groups that rely on the fountain as the only source of water available to them in the school during non-school hours.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: As our students become more aware of their responsibility to keeping a healthy planet, we have seen a large uptick in students utilizing water bottles throughout the school year. Our students are encouraged by their teachers to have water bottles in the classroom to not only keep their students hydrated but also reduce the time involved in getting sips of water at the fountain in the hallway throughout the day. Installing a bottle filling station at Canal School will allow our students to keep a full bottle with them in class to sip on throughout the day, it will minimize student interruptions for trips to the fountain for a drink during class time, it will provide easy filling access to community members and after school sports and clubs during their time at our school in addition to reducing the amount of plastic cups and single use plastic bottles being used in our school.
Who is your primary audience for the unit?: School age children (grades K-4) and school staff
Who will be installing the unit?: Internal
How did you learn of the grant program?: Social
Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Wednesday, May 02, 2018 3:36 PM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Bill Sumner
Company or Organization: East End Community School
Street Address: 195 North Street
City: Portland
State: ME
Zip Code: 04101
Phone Number: 2078748228
Email Address: sumnew@portlandschools.org
Installation Year: 2018
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: 1st Floor, REC Side, EECS, Portland, ME
Describe exposure, approximate number of people passing b y the unit, current use of fountains, etc.: 500+ per day
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: EECS, a 5-4-1-0, Title 1A community school is in dire need of this unit! Between the students, staff, and visitors to the school in the daytime, and Portland Recreation which holds a number of events in the evening and weekends (meetings, events, sporting events) the unit would be in constant use. We aim to teach our students to live healthy, active lifestyles avoiding drinks like soda, etc. Installing this unit would help support this action and provide all who enter the school with fresh clean water.
Who is your primary audience for the unit?: Students/Staff/Public
Who will be installing the unit?: Internal
How did you le arn of the grant program?: Other
Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Thursday, December 07, 2017 6:35 PM
To: Michelle Clements
Subject: Spam: Form submission from: Water Bottle Filling Station Grant Application

Name: Briana Roberts
Company or Organization: Skillin Elementary School
Street Address: 180 Wescott RD
City: South Portland
State: ME
Zip Code: 04106
Phone Number: 7737375
Email Address: robertbr@spsd.org
Installation Year: 2018
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: Main Floor lobby, outside of the gym.
Describe exposure, approximate number of people passing by the unit, current use of fountains, etc.: We have approximately 400 students and 80 staff members that will have access to use the filling station daily. It will be placed at the water fountain outside the main office and gym/cafeteria. Every student and staff member passes by this area multiple times a day. Currently, we have very limited places for students and staff to fill bottles. If possible, we would love a second filling station for our second floor. That would make it even easier for our students and staff on the second floor to access a water bottle filler without having to go downstairs.
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: Staff and students would love a place to easily fill water bottles. Currently we have a water fountain, and a water vending machine that students and staff can purchase water. Our school community is very diverse and approximately 58% of our students are on a free or reduced lunch program. Having a bottle filling station would promote the health of our students in a cost effective way. In addition, students would love to be able to use water bottles during the day especially on hot fall and spring days, after recess and PE. This would be an efficient way for students to have access to water to stay hydrated. Our school is also very involved in recycling. We recycle many items including paper, plastic, and metal. We also participate in the Garbage to Garden compost program. We would love one more way to help reduce our carbon footprint. Cutting down on our use of plastic bottles would be another way we could do our part. Finally, many of our staff members currently bring in more than one bottle filled from home because it is hard to fill bottles using the fountain. Our staff can be observed entering the school in the mornings carrying many, many things. Not having to bring water would be beneficial to those already carrying heavy loads. The first fountain location we hope to retrofit is centrally located and easily accessible for everyone in school to be able to use it. The second location is upstairs for the students and teachers on the second floor. This will make access during instructional time easier for them.
Who is your primary audience for the unit?: Skillin Elementary School Students and Staff
Who will be installing the unit?: Internal
How did you learn of the grant program?: Internet
Does your orga nization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Carrie Walker

From: PWD Webform
Sent: Wednesday, March 07, 2018 9:29 AM
To: Michelle Clements
Subject: Form submission from: Water Bottle Filling Station Grant Application

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Name: Michelle Dunham
Company or Organization: State Street Housing Preservation Corp.
Street Address: 100 State Street
City: Portland
State: ME
Zip Code: 04101
Phone Number: 2077751437
Email Address: mdunham@hallkeen.com
Installation Year: 2018
Which type of unit are you applying for?: Retro
Describe the location of proposed installation: Lobby
Describe exposure, approximate number of people passing by the unit, current us e of fountains, etc.: 100 State Street is a 168 Project Based Section 8 building with almost 200 residents. We are an elderly and disabled building with six staff on site. The fountain gets daily use through out the day by many people. It is a very large traffic area as it is next to our elevators and all family, visiting nurses, in home support staff, translators, case managers and more come through daily to visit residents!
Explain your organization's need / reason for applying for a grant and interest in a bottle filling fountain: Being a Project Based Section 8 Building we have a limited budget, but we do have a green initiative for our non-profit site. I'm noticing more and more folks using reusable water bottles in the building, including nurses, staff, residents, and visiting family. It would be another way for us to support our green initiative and serve our community!
Who is your primary audience for the unit?: Residents and all visitors !
Who will be installing the unit?: Internal
How did you learn of the grant program?: Other_brochure
Does your organization agree to pay all installation, maintenance, and water costs associated with the unit?: Yes
Do you need to pursue additional approvals in order to install the unit?: No

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7B-7C Resolution 18-016
Date of Meeting:	December 17, 2018
Subject:	Water and Wastewater 2018 Bond Authorizations
Presented By:	David Kane, Director of Administration

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> RESOLVED, the issuance of up to $875,000 in Sewer Bonds to finance ultraviolet treatment upgrades at the Cape Elizabeth Treatment Plant in Cape Elizabeth is hereby authorized. The full form of the Resolution attached hereto is hereby approved and shall be attached to and incorporated as part of the minutes of this meeting, and
>
> RESOLVED, the issuance of up to $2,500,000 in Sewer Bonds to finance pump station upgrades at the Fore River Pump Station in Portland is hereby authorized. The full form of the Resolution attached hereto is hereby approved and shall be attached to and incorporated as part of the minutes of this meeting, and

BACKGROUND ANALYSIS

The proposed motion provides funding for projects previously approved by the Board of Trustees:

Cape Elizabeth HVAC:	2016 CIP 418-2569/2572	$ 25,000
	2018 CIP 418- 2701	$ 850,000
	Total	**$ 875,000**
Portland HVAC:	2018 CIP 21- 2705	**$ 2,500,000**

The 2019 operating budget assumed the issuance of the Cape Elizabeth $875,000 and Portland $2.5M bonds would be issued in 2019 and is incorporated into the multi-year plan provided to the municipality.

FISCAL REVIEW / FUNDING

The bond is planned to be issued through the Maine Municipal Bond Bank's State Revolving Loan program. The estimated debt service schedule is attached. It indicates that the first full year's debt service payment would be as listed below:

	Bond Amount	Highest Annual Bond Payment
Cape Elizabeth:	$ 875,000	**$ 55,000**
Portland:	$ 2,500,000	**$ 158,000**

The future financial impact was incorporated into the water fund and assessment forecast provided to the municipalities.

LEGAL REVIEW

Corporate Counsel has reviewed the proposed Resolution as to form.

CONCLUSION(S)

The Administration and Finance Committee recommended the motion be forwarded to the full Board for their consideration.

ATTACHMENT(S)

A. Full Form of Motion – Cape Elizabeth $875,000 Bond Authorization
B. Debt Service Amortization Schedule – Loan for $875,000
C. Full Form of Motion – Portland $2,500,000 Bond Authorization
D. Debt Service Amortization Schedule – Loan for $2,500,000

Attachment A

PORTLAND WATER DISTRICT
RESOLUTION OF BOARD OF TRUSTEES
AUTHORIZING SEWER BONDS IN THE
PRINCIPAL AMOUNT NOT TO EXCEED $875,000

WHEREAS, the Portland Water District (the "District") intends to finance the Costs (as defined herein) of installation of a ultraviolet treatment equipment at the Cape Elizabeth Treatment Plant (the "Project");

WHEREAS, the District desires to finance the Costs of such Project by issuing its sewer bonds in the maximum aggregate amount of $875,000 and to borrow such money through the Maine Municipal Bond Bank's Clean Water State Revolving Loan Fund program or its general borrowing program or other qualified purchaser of the bonds or a combination thereof;

NOW THEREFORE, BE IT HEREBY RESOLVED by the Board of Trustees of the Portland Water District (the "Board") Assembled, following a public hearing duly called, noticed and held under District Policy No. 6.50-15:

THAT: Pursuant to the District's Charter, Chapter 84 of the Private and Special Laws of 1975 and all amendments thereof and acts additional thereto, and all other authority thereto enabling, there is hereby authorized and approved the issuance of the District's sewer bonds in an aggregate principal amount not to exceed $875,000, the proceeds of which are appropriated for and shall be used to finance the Costs of the Project (the "Bonds").

THAT: The Bonds may be issued through a public offering or through one of the Maine Municipal Bond Bank's State Revolving Loan Fund programs or its general borrowing program or other qualified purchaser of the bonds or a combination thereof.

THAT: Each Bond or note issued hereunder shall be signed by the Treasurer and the President of the Board of Trustees, and shall be sealed with the seal of the District, attested to by its Clerk.

THAT: The Bonds may be issued in serial form or as term bonds, or some combination thereof, and may be issued at one time or from time to time, in an amount not to exceed the aggregate amount authorized herein, and shall mature at such times (but not to exceed 40 years from the date(s) of issuance), shall be dated, shall bear interest at such rate or rates, and otherwise shall be in such form and contain such other terms and provisions as the Treasurer may approve, subject to the provisions of the law, the District's Charter and these Resolutions, such approval to be conclusively evidenced by his execution thereof.

THAT: The Bonds may be made subject to call for redemption, with or without a premium, before the date fixed for final payment of the Bonds, as shall be determined by the Treasurer.

THAT: The Treasurer is authorized to borrow money in anticipation of said Bonds by the issuance and sale of notes or renewal notes in anticipation thereof and to determine the date, form, interest rate, maturities and all other details of each issue of notes, including the form and manner of their sale and award, subject to the provisions of the law, the District's Charter and these Resolutions.

THAT: The Treasurer and President of the Board of Trustees from time to time shall execute such bonds as may be required to provide for exchanges or transfers of Bonds heretofore authorized, all such Bonds to be signed as provided in the next preceding paragraph.

THAT: The Bonds and notes may be sold on a competitive or negotiated basis or a combination thereof, as the Treasurer may determine to be appropriate.

THAT: The Treasurer be and hereby is authorized to select the underwriter for such Bonds and notes and the Treasurer be and hereby is authorized and empowered to execute and deliver such contracts or agreements as may be necessary or appropriate in connection therewith.

THAT: The Treasurer be and hereby is authorized to prepare, or cause to be prepared, a Preliminary Official Statement and an Official Statement for use in the offering and sale of such Bonds and notes, such Preliminary Official Statement and Official Statement to be in such form and contain such information as may be approved by the Treasurer, with the advice of bond counsel for the District, and that the use and distribution of the Preliminary Official Statement and the Official Statement in the name of and on behalf of the District in connection with offering such Bonds and notes for sale be and hereby is approved.

THAT: If the Bonds or notes (or any portion thereof) are issued to the Maine Municipal Bond Bank (the "Bond Bank") pursuant to the State's Clean Water Revolving Loan Fund program established under Title 30-A, §§5953-A and 6006-A, or its general borrowing program established under Title 30-A, §5953, the Treasurer and the President of the Board of Trustees be and hereby are authorized and empowered, in the name and on behalf of the District, to execute and deliver, under the seal of the District attested by its Clerk, one or more loan agreements between the District and the Bond Bank providing for loans from the Bond Bank to the District in an amount not to exceed such amount, said loan agreements to be in the usual and ordinary form utilized by the Bond Bank in connection with the Clean Water Revolving Loan Fund program or its general borrowing program, which is hereby approved, and to contain such other terms and provisions, not contrary to the general tenor hereof, as the Treasurer of the District and the President of the Board of Trustees may approve, their approval to be conclusively evidenced by the execution thereof.

THAT: The Treasurer be and hereby is authorized to select the registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds and notes hereinbefore authorized and to execute and deliver such contracts and agreements as may be necessary or appropriate to secure their services.

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the Treasurer be and hereby is authorized to covenant and certify in the name of and on behalf of the District that no part of the proceeds of the issue and sale of such Bonds and notes shall be used directly or indirectly (a) to acquire any securities or obligations, the acquisition of which would cause such Bonds or notes to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), or (b) to cause such notes or Bonds to be "private activity bonds" within the meaning of Section 141 of the Code.

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the Treasurer, with the advice of bond counsel, be and hereby is authorized to designate such Bonds and notes as qualified tax-exempt obligations for purposes of Section 265(b)(3) of the Code, to the extent such designation is available and permissible under said Section 265(b)(3).

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the officers executing such Bonds and notes be and hereby are individually authorized to covenant and agree, in the name of and on behalf of the District, for the benefit of the holders of such Bonds or notes, that the District will file any required reports and take any other action that may be necessary to ensure that interest on the Bonds or notes will remain exempt from federal income taxation, and that the District will refrain from any action that would cause interest on such Bonds or notes to be subject to federal income taxation.

THAT: The term "Cost" or "Costs" as used herein and applied to the Project, or any portion thereof, includes, but is not limited to (1) the purchase price or acquisition cost of all or any portion of the Project; (2) the cost to design, construct, renovate, improve, furnish and equip the Project; (3) the cost of land, easements and other real property interests, landscaping and site preparation, all appurtenances and other fixtures, facilities, buildings and structures either on, above, or under the ground which are used or usable in connection with the Project; (4) the cost of feasibility studies, surveys, environmental studies and assessments, engineering, plans and specifications, legal and other professional services associated with the Projects; and (5) issuance costs, including premiums for insurance, capitalized interest and other fees and expenses relating to the financing transaction..

THAT: The investment earnings on the proceeds of the Bonds and notes hereinbefore authorized, if any, and the excess proceeds of such Bonds and notes (including premium), if any, be and hereby are appropriated for the following purposes, such proceeds to be held and applied in the order of priority determined by the Treasurer, for the following purposes:

1. To any Costs of the Project in excess of the principal amount of the Bonds or notes;

2. If issued on a tax-exempt basis, in accordance with applicable terms and provisions of the Arbitrage and the Use of Proceeds Certificate delivered in connection with the sale of the Bonds or notes;

3. To pay debt service on the Bonds; and

4. To the District's general fund.

THAT: The District covenants to establish, maintain, apportion and collect fees, charges and assessments for sewer and wastewater services furnished by the District, to pay when due current expenses of operating and maintaining the sewer system and to pay when due principal, interest and premium, if any, of all outstanding sewer indebtedness, including any Bonds hereinabove authorized, created or assumed by the District to provide a waste water and sewage system or otherwise for sewer purposes.

THAT: The Treasurer, President of the Board of Trustees and Clerk and other proper officials of the District be, and hereby are authorized and empowered in its name and on its behalf to do or cause to be done all such acts and things, and to execute, deliver, file, approve, and record all such financing documents, contracts, agreements, deeds, assignments, certificates, memoranda, abstracts, and other documents as may be necessary or advisable, with the advice of counsel for the District, to carry out the provisions of the resolutions heretofore adopted at this meeting in connection with the Project, the issuance, execution, sale, and delivery by the District of the Bonds and the execution and delivery of the documents, including the entering into of a loan agreement or an interim loan agreement with the Bond Bank, should the Bonds and notes (or any portion thereof) be purchased by the Bond Bank.

THAT: If the Treasurer, President of the Board of Trustees or Clerk are for any reason unavailable to approve and execute the Bonds and notes hereinbefore authorized, or any of the bond documents to be delivered with respect thereto, the person or persons then acting in any such capacity, whether as an assistant, a deputy, on an interim basis or otherwise, is authorized to act for such official with the same force and effect as if such person had herself performed such act.

THAT: If any of authorized representatives of the District who have signed or sealed the Bonds and notes hereinbefore authorized shall cease to be such officers or officials before the Bonds or notes so signed and sealed shall have been actually delivered by the District and / or authenticated, such Bonds or notes nevertheless may be issued, delivered and authenticated with the same force and effect as though the person or persons who signed or sealed such Bonds notes had not ceased to be such officer or official. also any such Bonds or notes may be signed and sealed in the name of and on behalf of the District by those persons who, at the actual date of the execution of such Bonds or notes, shall be the proper officers and officials of the District, although at the nominal date of such Bonds or notes any such person shall not have been such officer or official.

THAT: If the Bonds or notes authorized hereunder, or any portion of them, are issued through the Clean Water Revolving Loan Fund Program, the following resolutions required by Section C(4)(e) of the State of Maine Revolving Loan Fund Rules, Chapter 595, Department of Environmental Protection and the Bond Bank (the "SRF Regulations"), and governing any loan to be made to the District under the State Revolving Loan Fund

Program be and hereby are adopted with respect to the said Bonds or notes issued through the Clean Water Revolving Loan Fund Program:

(1) that a Project Account shall be created for the Project which shall be separate from all other accounts of the District. If operating revenues are to be used to retire the debt, a sub-account will be established.

(2) that the Project Account shall be maintained in accordance with standards set forth by the Maine Municipal Bond Bank and in accordance with generally accepted government account standards.

(3) that a final accounting shall be made to the Bond Bank of the total cost of the Project upon completion of the Project performance certification as set out in Section G(3) of the SRF Regulations and the District acknowledges that the Bond Bank reserves the right at its sole discretion to be provided with a cost certification of the Project as built.

(4) that an annual audit of the District, prepared by a certified public accountant or licensed public accountant be provided to the Bond Bank for the term of the loan.

(5) that the District shall maintain insurance coverage on the Project in an amount adequate to protect the Bond Bank's interest for the term of the loan with the Bond Bank named as loss payee.

(6) that the District will comply with any special conditions specified by the Department of Environmental Protection's environmental determination until all financial obligations to the State have been discharged.

(7) that the District certify to the Bond Bank that it has secured all permits, licenses and approvals necessary and that it has a dedicated source of revenue for repayment.

(8) that the District establish a rate, charge or assessment schedule in order to pay principal and interest. Such rate change or schedule shall provide total operations and debt service coverage at a level at which the coverage for the Bond Bank is sufficient.

(9) that the District must demonstrate the ability to pay reasonably anticipated costs of operating and maintaining the financed Project.

(10) that the District abide by the SRF Regulations, as revised and amended and relevant State statutes of the State of Maine.

THAT: During the term any of the Bonds are outstanding, in order to obtain additional debt service savings, the Treasurer be and hereby is authorized to issue and deliver refunding bonds, on either a current or advance refunding basis, to refund some or all of the Bonds then outstanding, and to determine the date, form, interest rate, maturities (not to exceed 40 years from the date of issuance of the original Bonds) and all other details of such refunding bonds, including the form and manner of their sale and award. The Treasurer

be and hereby is further authorized to provide that any of such refunding bonds hereinbefore authorized be made callable, with or without premium, prior to their stated date(s) of maturity, and to make such designation or determination of such refunding bonds as he is authorized to make with respect to the original Bonds, and each refunding bond issued hereunder shall be signed by the Treasurer and the Chairman of the Board of Trustees, and shall be sealed with the seal of the District, attested to by its Clerk.

Attachment B

Maine Municipal Bond Bank's Estimate of Borrowing Prepared via www.mmbb.com on December 3, 2018

	DATE	PRINCIPAL	PRINCIPAL FORGIVENESS	RATE	INTEREST	MMBB FEE	DEP ADMIN FEE	TOTAL	ANNUAL DEBT SERVICE
TOTALS		875,000.00	-		91,875.00	14,503.14	33,840.66	1,015,218.80	1,015,218.80
1	04/01/2019				4,375.00	65.63	153.13	4,593.76	
2	10/01/2019	43,750.00		1.000%	4,375.00	721.88	1,684.38	50,531.26	55,125.02
3	04/01/2020				4,156.25	62.34	145.47	4,364.06	
4	10/01/2020	43,750.00		1.000%	4,156.25	718.59	1,676.72	50,301.56	54,665.62
5	04/01/2021				3,937.50	59.06	137.81	4,134.37	
6	10/01/2021	43,750.00		1.000%	3,937.50	715.31	1,669.06	50,071.87	54,206.24
7	04/01/2022				3,718.75	55.78	130.16	3,904.69	
8	10/01/2022	43,750.00		1.000%	3,718.75	712.03	1,661.41	49,842.19	53,746.88
9	04/01/2023				3,500.00	52.50	122.50	3,675.00	
10	10/01/2023	43,750.00		1.000%	3,500.00	708.75	1,653.75	49,612.50	53,287.50
11	04/01/2024				3,281.25	49.22	114.84	3,445.31	
12	10/01/2024	43,750.00		1.000%	3,281.25	705.47	1,646.09	49,382.81	52,828.12
13	04/01/2025				3,062.50	45.94	107.19	3,215.63	
14	10/01/2025	43,750.00		1.000%	3,062.50	702.19	1,638.44	49,153.13	52,368.76
15	04/01/2026				2,843.75	42.66	99.53	2,985.94	
16	10/01/2026	43,750.00		1.000%	2,843.75	698.91	1,630.78	48,923.44	51,909.38
17	04/01/2027				2,625.00	39.38	91.88	2,756.26	
18	10/01/2027	43,750.00		1.000%	2,625.00	695.63	1,623.13	48,693.76	51,450.02
19	04/01/2028				2,406.25	36.09	84.22	2,526.56	
20	10/01/2028	43,750.00		1.000%	2,406.25	692.34	1,615.47	48,464.06	50,990.62
21	04/01/2029				2,187.50	32.81	76.56	2,296.87	
22	10/01/2029	43,750.00		1.000%	2,187.50	689.06	1,607.81	48,234.37	50,531.24
23	04/01/2030				1,968.75	29.53	68.91	2,067.19	
24	10/01/2030	43,750.00		1.000%	1,968.75	685.78	1,600.16	48,004.69	50,071.88
25	04/01/2031				1,750.00	26.25	61.25	1,837.50	
26	10/01/2031	43,750.00		1.000%	1,750.00	682.50	1,592.50	47,775.00	49,612.50
27	04/01/2032				1,531.25	22.97	53.59	1,607.81	
28	10/01/2032	43,750.00		1.000%	1,531.25	679.22	1,584.84	47,545.31	49,153.12
29	04/01/2033				1,312.50	19.69	45.94	1,378.13	
30	10/01/2033	43,750.00		1.000%	1,312.50	675.94	1,577.19	47,315.63	48,693.76
31	04/01/2034				1,093.75	16.41	38.28	1,148.44	
32	10/01/2034	43,750.00		1.000%	1,093.75	672.66	1,569.53	47,085.94	48,234.38
33	04/01/2035				875.00	13.13	30.63	918.76	
34	10/01/2035	43,750.00		1.000%	875.00	669.38	1,561.88	46,856.26	47,775.02
35	04/01/2036				656.25	9.84	22.97	689.06	
36	10/01/2036	43,750.00		1.000%	656.25	666.09	1,554.22	46,626.56	47,315.62
37	04/01/2037				437.50	6.56	15.31	459.37	
38	10/01/2037	43,750.00		1.000%	437.50	662.81	1,546.56	46,396.87	46,856.24
39	04/01/2038				218.75	3.28	7.66	229.69	
40	10/01/2038	43,750.00		1.000%	218.75	659.53	1,538.91	46,167.19	46,396.88

Attachment C

PORTLAND WATER DISTRICT
RESOLUTION OF BOARD OF TRUSTEES
AUTHORIZING SEWER BONDS IN THE
PRINCIPAL AMOUNT NOT TO EXCEED $2,500,000

WHEREAS, the Portland Water District (the "District") intends to finance the Costs (as defined herein) of pump station upgrades at the Fore River Pump Station in Portland (the "Project");

WHEREAS, the District desires to finance the Costs of such Project by issuing its sewer bonds in the maximum aggregate amount of $2,500,000 and to borrow such money through the Maine Municipal Bond Bank's Clean Water State Revolving Loan Fund program or its general borrowing program or other qualified purchaser of the bonds or a combination thereof;

NOW THEREFORE, BE IT HEREBY RESOLVED by the Board of Trustees of the Portland Water District (the "Board") Assembled, following a public hearing duly called, noticed and held under District Policy No. 6.50-15:

THAT: Pursuant to the District's Charter, Chapter 84 of the Private and Special Laws of 1975 and all amendments thereof and acts additional thereto, and all other authority thereto enabling, there is hereby authorized and approved the issuance of the District's sewer bonds in an aggregate principal amount not to exceed $2,500,000, the proceeds of which are appropriated for and shall be used to finance the Costs of the Project (the "Bonds").

THAT: The Bonds may be issued through a public offering or through one of the Maine Municipal Bond Bank's State Revolving Loan Fund programs or its general borrowing program or other qualified purchaser of the bonds or a combination thereof.

THAT: Each Bond or note issued hereunder shall be signed by the Treasurer and the President of the Board of Trustees, and shall be sealed with the seal of the District, attested to by its Clerk.

THAT: The Bonds may be issued in serial form or as term bonds, or some combination thereof, and may be issued at one time or from time to time, in an amount not to exceed the aggregate amount authorized herein, and shall mature at such times (but not to exceed 40 years from the date(s) of issuance), shall be dated, shall bear interest at such rate or rates, and otherwise shall be in such form and contain such other terms and provisions as the Treasurer may approve, subject to the provisions of the law, the District's Charter and these Resolutions, such approval to be conclusively evidenced by his execution thereof.

THAT: The Bonds may be made subject to call for redemption, with or without a premium, before the date fixed for final payment of the Bonds, as shall be determined by the Treasurer.

THAT: The Treasurer is authorized to borrow money in anticipation of said Bonds by the issuance and sale of notes or renewal notes in anticipation thereof and to determine the date, form, interest rate, maturities and all other details of each issue of notes, including the form and manner of their sale and award, subject to the provisions of the law, the District's Charter and these Resolutions.

THAT: The Treasurer and President of the Board of Trustees from time to time shall execute such bonds as may be required to provide for exchanges or transfers of Bonds heretofore authorized, all such Bonds to be signed as provided in the next preceding paragraph.

THAT: The Bonds and notes may be sold on a competitive or negotiated basis or a combination thereof, as the Treasurer may determine to be appropriate.

THAT: The Treasurer be and hereby is authorized to select the underwriter for such Bonds and notes and the Treasurer be and hereby is authorized and empowered to execute and deliver such contracts or agreements as may be necessary or appropriate in connection therewith.

THAT: The Treasurer be and hereby is authorized to prepare, or cause to be prepared, a Preliminary Official Statement and an Official Statement for use in the offering and sale of such Bonds and notes, such Preliminary Official Statement and Official Statement to be in such form and contain such information as may be approved by the Treasurer, with the advice of bond counsel for the District, and that the use and distribution of the Preliminary Official Statement and the Official Statement in the name of and on behalf of the District in connection with offering such Bonds and notes for sale be and hereby is approved.

THAT: If the Bonds or notes (or any portion thereof) are issued to the Maine Municipal Bond Bank (the "Bond Bank") pursuant to the State's Clean Water Revolving Loan Fund program established under Title 30-A, §§5953-A and 6006-A, or its general borrowing program established under Title 30-A, §5953, the Treasurer and the President of the Board of Trustees be and hereby are authorized and empowered, in the name and on behalf of the District, to execute and deliver, under the seal of the District attested by its Clerk, one or more loan agreements between the District and the Bond Bank providing for loans from the Bond Bank to the District in an amount not to exceed such amount, said loan agreements to be in the usual and ordinary form utilized by the Bond Bank in connection with the Clean Water Revolving Loan Fund program or its general borrowing program, which is hereby approved, and to contain such other terms and provisions, not contrary to the general tenor hereof, as the Treasurer of the District and the President of the Board of Trustees may approve, their approval to be conclusively evidenced by the execution thereof.

THAT: The Treasurer be and hereby is authorized to select the registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds and notes hereinbefore authorized and to execute and deliver such contracts and agreements as may be necessary or appropriate to secure their services.

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the Treasurer be and hereby is authorized to covenant and certify in the name of and on behalf of the District that no part of the proceeds of the issue and sale of such Bonds and notes shall be used directly or indirectly (a) to acquire any securities or obligations, the acquisition of which would cause such Bonds or notes to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), or (b) to cause such notes or Bonds to be "private activity bonds" within the meaning of Section 141 of the Code.

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the Treasurer, with the advice of bond counsel, be and hereby is authorized to designate such Bonds and notes as qualified tax-exempt obligations for purposes of Section 265(b)(3) of the Code, to the extent such designation is available and permissible under said Section 265(b)(3).

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the officers executing such Bonds and notes be and hereby are individually authorized to covenant and agree, in the name of and on behalf of the District, for the benefit of the holders of such Bonds or notes, that the District will file any required reports and take any other action that may be necessary to ensure that interest on the Bonds or notes will remain exempt from federal income taxation, and that the District will refrain from any action that would cause interest on such Bonds or notes to be subject to federal income taxation.

THAT: The term "Cost" or "Costs" as used herein and applied to the Project, or any portion thereof, includes, but is not limited to (1) the purchase price or acquisition cost of all or any portion of the Project; (2) the cost to design, construct, renovate, improve, furnish and equip the Project; (3) the cost of land, easements and other real property interests, landscaping and site preparation, all appurtenances and other fixtures, facilities, buildings and structures either on, above, or under the ground which are used or usable in connection with the Project; (4) the cost of feasibility studies, surveys, environmental studies and assessments, engineering, plans and specifications, legal and other professional services associated with the Projects; and (5) issuance costs, including premiums for insurance, capitalized interest and other fees and expenses relating to the financing transaction..

THAT: The investment earnings on the proceeds of the Bonds and notes hereinbefore authorized, if any, and the excess proceeds of such Bonds and notes (including premium), if any, be and hereby are appropriated for the following purposes, such proceeds to be held and applied in the order of priority determined by the Treasurer, for the following purposes:

1. To any Costs of the Project in excess of the principal amount of the Bonds or notes;

2. If issued on a tax-exempt basis, in accordance with applicable terms and provisions of the Arbitrage and the Use of Proceeds Certificate delivered in connection with the sale of the Bonds or notes;

3. To pay debt service on the Bonds; and

4. To the District's general fund.

THAT: The District covenants to establish, maintain, apportion and collect fees, charges and assessments for sewer and wastewater services furnished by the District, to pay when due current expenses of operating and maintaining the sewer system and to pay when due principal, interest and premium, if any, of all outstanding sewer indebtedness, including any Bonds hereinabove authorized, created or assumed by the District to provide a waste water and sewage system or otherwise for sewer purposes.

THAT: The Treasurer, President of the Board of Trustees and Clerk and other proper officials of the District be, and hereby are authorized and empowered in its name and on its behalf to do or cause to be done all such acts and things, and to execute, deliver, file, approve, and record all such financing documents, contracts, agreements, deeds, assignments, certificates, memoranda, abstracts, and other documents as may be necessary or advisable, with the advice of counsel for the District, to carry out the provisions of the resolutions heretofore adopted at this meeting in connection with the Project, the issuance, execution, sale, and delivery by the District of the Bonds and the execution and delivery of the documents, including the entering into of a loan agreement or an interim loan agreement with the Bond Bank, should the Bonds and notes (or any portion thereof) be purchased by the Bond Bank.

THAT: If the Treasurer, President of the Board of Trustees or Clerk are for any reason unavailable to approve and execute the Bonds and notes hereinbefore authorized, or any of the bond documents to be delivered with respect thereto, the person or persons then acting in any such capacity, whether as an assistant, a deputy, on an interim basis or otherwise, is authorized to act for such official with the same force and effect as if such person had herself performed such act.

THAT: If any of authorized representatives of the District who have signed or sealed the Bonds and notes hereinbefore authorized shall cease to be such officers or officials before the Bonds or notes so signed and sealed shall have been actually delivered by the District and / or authenticated, such Bonds or notes nevertheless may be issued, delivered and authenticated with the same force and effect as though the person or persons who signed or sealed such Bonds notes had not ceased to be such officer or official. also any such Bonds or notes may be signed and sealed in the name of and on behalf of the District by those persons who, at the actual date of the execution of such Bonds or notes, shall be the proper officers and officials of the District, although at the nominal date of such Bonds or notes any such person shall not have been such officer or official.

THAT: If the Bonds or notes authorized hereunder, or any portion of them, are issued through the Clean Water Revolving Loan Fund Program, the following resolutions required by Section C(4)(e) of the State of Maine Revolving Loan Fund Rules, Chapter 595, Department of Environmental Protection and the Bond Bank (the "SRF Regulations"), and governing any loan to be made to the District under the State Revolving Loan Fund

Program be and hereby are adopted with respect to the said Bonds or notes issued through the Clean Water Revolving Loan Fund Program:

(1) that a Project Account shall be created for the Project which shall be separate from all other accounts of the District. If operating revenues are to be used to retire the debt, a sub-account will be established.

(2) that the Project Account shall be maintained in accordance with standards set forth by the Maine Municipal Bond Bank and in accordance with generally accepted government account standards.

(3) that a final accounting shall be made to the Bond Bank of the total cost of the Project upon completion of the Project performance certification as set out in Section G(3) of the SRF Regulations and the District acknowledges that the Bond Bank reserves the right at its sole discretion to be provided with a cost certification of the Project as built.

(4) that an annual audit of the District, prepared by a certified public accountant or licensed public accountant be provided to the Bond Bank for the term of the loan.

(5) that the District shall maintain insurance coverage on the Project in an amount adequate to protect the Bond Bank's interest for the term of the loan with the Bond Bank named as loss payee.

(6) that the District will comply with any special conditions specified by the Department of Environmental Protection's environmental determination until all financial obligations to the State have been discharged.

(7) that the District certify to the Bond Bank that it has secured all permits, licenses and approvals necessary and that it has a dedicated source of revenue for repayment.

(8) that the District establish a rate, charge or assessment schedule in order to pay principal and interest. Such rate change or schedule shall provide total operations and debt service coverage at a level at which the coverage for the Bond Bank is sufficient.

(9) that the District must demonstrate the ability to pay reasonably anticipated costs of operating and maintaining the financed Project.

(10) that the District abide by the SRF Regulations, as revised and amended and relevant State statutes of the State of Maine.

THAT: During the term any of the Bonds are outstanding, in order to obtain additional debt service savings, the Treasurer be and hereby is authorized to issue and deliver refunding bonds, on either a current or advance refunding basis, to refund some or all of the Bonds then outstanding, and to determine the date, form, interest rate, maturities (not to exceed 40 years from the date of issuance of the original Bonds) and all other details of such refunding bonds, including the form and manner of their sale and award. The Treasurer

be and hereby is further authorized to provide that any of such refunding bonds hereinbefore authorized be made callable, with or without premium, prior to their stated date(s) of maturity, and to make such designation or determination of such refunding bonds as he is authorized to make with respect to the original Bonds, and each refunding bond issued hereunder shall be signed by the Treasurer and the Chairman of the Board of Trustees, and shall be sealed with the seal of the District, attested to by its Clerk.

Attachment D

Maine Municipal Bond Bank's Estimate of Borrowing Prepared via www.mmbb.com on December 3, 2018

	DATE	PRINCIPAL	PRINCIPAL FORGIVENESS	RATE	INTEREST	MMBB FEE	DEP ADMIN FEE	TOTAL	ANNUAL DEBT SERVICE
TOTALS		2,500,000.00	-		262,500.00	41,437.60	96,687.60	2,900,625.20	2,900,625.20
1	04/01/2019				12,500.00	187.50	437.50	13,125.00	
2	10/01/2019	125,000.00		1.000%	12,500.00	2,062.50	4,812.50	144,375.00	157,500.00
3	04/01/2020				11,875.00	178.13	415.63	12,468.76	
4	10/01/2020	125,000.00		1.000%	11,875.00	2,053.13	4,790.63	143,718.76	156,187.52
5	04/01/2021				11,250.00	168.75	393.75	11,812.50	
6	10/01/2021	125,000.00		1.000%	11,250.00	2,043.75	4,768.75	143,062.50	154,875.00
7	04/01/2022				10,625.00	159.38	371.88	11,156.26	
8	10/01/2022	125,000.00		1.000%	10,625.00	2,034.38	4,746.88	142,406.26	153,562.52
9	04/01/2023				10,000.00	150.00	350.00	10,500.00	
10	10/01/2023	125,000.00		1.000%	10,000.00	2,025.00	4,725.00	141,750.00	152,250.00
11	04/01/2024				9,375.00	140.63	328.13	9,843.76	
12	10/01/2024	125,000.00		1.000%	9,375.00	2,015.63	4,703.13	141,093.76	150,937.52
13	04/01/2025				8,750.00	131.25	306.25	9,187.50	
14	10/01/2025	125,000.00		1.000%	8,750.00	2,006.25	4,681.25	140,437.50	149,625.00
15	04/01/2026				8,125.00	121.88	284.38	8,531.26	
16	10/01/2026	125,000.00		1.000%	8,125.00	1,996.88	4,659.38	139,781.26	148,312.52
17	04/01/2027				7,500.00	112.50	262.50	7,875.00	
18	10/01/2027	125,000.00		1.000%	7,500.00	1,987.50	4,637.50	139,125.00	147,000.00
19	04/01/2028				6,875.00	103.13	240.63	7,218.76	
20	10/01/2028	125,000.00		1.000%	6,875.00	1,978.13	4,615.63	138,468.76	145,687.52
21	04/01/2029				6,250.00	93.75	218.75	6,562.50	
22	10/01/2029	125,000.00		1.000%	6,250.00	1,968.75	4,593.75	137,812.50	144,375.00
23	04/01/2030				5,625.00	84.38	196.88	5,906.26	
24	10/01/2030	125,000.00		1.000%	5,625.00	1,959.38	4,571.88	137,156.26	143,062.52
25	04/01/2031				5,000.00	75.00	175.00	5,250.00	
26	10/01/2031	125,000.00		1.000%	5,000.00	1,950.00	4,550.00	136,500.00	141,750.00
27	04/01/2032				4,375.00	65.63	153.13	4,593.76	
28	10/01/2032	125,000.00		1.000%	4,375.00	1,940.63	4,528.13	135,843.76	140,437.52
29	04/01/2033				3,750.00	56.25	131.25	3,937.50	
30	10/01/2033	125,000.00		1.000%	3,750.00	1,931.25	4,506.25	135,187.50	139,125.00
31	04/01/2034				3,125.00	46.88	109.38	3,281.26	
32	10/01/2034	125,000.00		1.000%	3,125.00	1,921.88	4,484.38	134,531.26	137,812.52
33	04/01/2035				2,500.00	37.50	87.50	2,625.00	
34	10/01/2035	125,000.00		1.000%	2,500.00	1,912.50	4,462.50	133,875.00	136,500.00
35	04/01/2036				1,875.00	28.13	65.63	1,968.76	
36	10/01/2036	125,000.00		1.000%	1,875.00	1,903.13	4,440.63	133,218.76	135,187.52
37	04/01/2037				1,250.00	18.75	43.75	1,312.50	
38	10/01/2037	125,000.00		1.000%	1,250.00	1,893.75	4,418.75	132,562.50	133,875.00
39	04/01/2038				625.00	9.38	21.88	656.26	
40	10/01/2038	125,000.00		1.000%	625.00	1,884.38	4,396.88	131,906.26	132,562.52

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7D Resolution 18-017
Date of Meeting:	December 17, 2018
Subject:	Water Bond - $7,500,000
Presented By:	David Kane, Director of Administration

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> RESOLVED, the issuance of up to $7,500,000 in bonds to finance the installation and renewal of water mains and related infrastructure is hereby authorized. The full form of the Resolution attached hereto is hereby approved and shall be attached to and incorporated as part of the minutes of this meeting.

BACKGROUND ANALYSIS

The approved 2019 Capital Improvement Plan includes $10,175,000 of water distribution system upgrade projects being financed through the issuance of a $7,500,000 bond and a $2,675,000 withdrawal from the water renewal/replacement fund.

Staff proposes issuing a bond either through the Maine Municipal Bond Bank or as a publicly issued bond. The bonds may be issued through the Bond Bank's regular or state revolving loan fund. Mains have a 77-year useful life (PUC rules define useful life), and we expect no additional annual operating costs as a result of these projects being financed. The projects are consistent with the 2003 Water Master Plan. At least $2,000,000 of the projects will be projects listed on the System Infrastructure Assessment report filed with the PUC and, therefore, the projects debt service costs are eligible to be funded from the capital reserve fund. That $2,000,000 will be financed over 10 years with the remaining $5,500,000 financed over 20 years.

The debt management policy adopted by the Board requires the following information be disclosed to the Board for their consideration while approving the bond issuance.

A. Debt Analysis

Annual debt service on the $7.5M bond issue peaks at an estimated $763,000 in 2020, using the rates included in the 2019 Budget. The amounts included in the table below reflect the projects for 2019-2021 as outlined in the 2019 CIP. Additional projects may be approved which would increase the projected debt service.

Debt Service with Proposed Bond:

	2019	2020	2021
Outstanding Bonds at 11/30/18:			
Gross Water Fund Debt Service	$5,064,526	$5,070,236	$4,763,776
Requested Bond:			
20 Yr Bond -$5,500,000, using MMBB Estimate	$196,675	$488,481	$477,569
10 Yr Bond -$2,000,000, using MMBB Estimate	$73,333	$274,667	$266,667
Future Bonded Projects Planned:			
CIP - Broadway/Pleasantdale	$195,042	$193,414	$191,787
CIP - 2019 - $400,000 Ward's Hill Tank Design	$ 8,700	$ 25,800	$ 25,500
CIP - 2020 - $2.0 M Cap Reserve, 10 years		$ 20,667	$ 298,333
CIP - 2020 - $4.0M Water Mains, $2.5M Ward's Hill Tank, $1.5M Other	$ -	$ 82,667	$ 796,667
CIP - 2021 - $2.0 M Cap Reserve, 10 years			$ 20,667
CIP - 2021 - $4.0 M Water Mains, 10 years	$ -	$ -	$ 45,333
CIP - 2019 $1.0 M ABC project 10 years	$ 36,667	$ 137,333	$ 133,333
Projected Debt Service	$5,574,943	$6,293,265	$7,019,632
Revenue Impact:			
Water Revenue (assumes 1.0,5.0 & 5.0% increase in 2017-2019)	$23,650,742	$24,951,533	$26,573,383
Requested Debt Service Percent	0.83%	1.96%	1.80%
Projected Debt Service Percent	23.57%	25.22%	26.42%
Board Policy Maximum	35%	35%	35%
Debt Service Ratio	1.63	1.57	1.54
Bond Convent Minimum Target	1.25	1.25	1.25
Per Customer Annual Impact:			
Number of Customers	55,700	56,200	56,700
Requested Debt Service Dollar Per Year	$3.53	$8.69	$8.42
Projected Debt Service Dollar Per Year	$100	$112	$124
Board Policy Target	$100	$100	$100

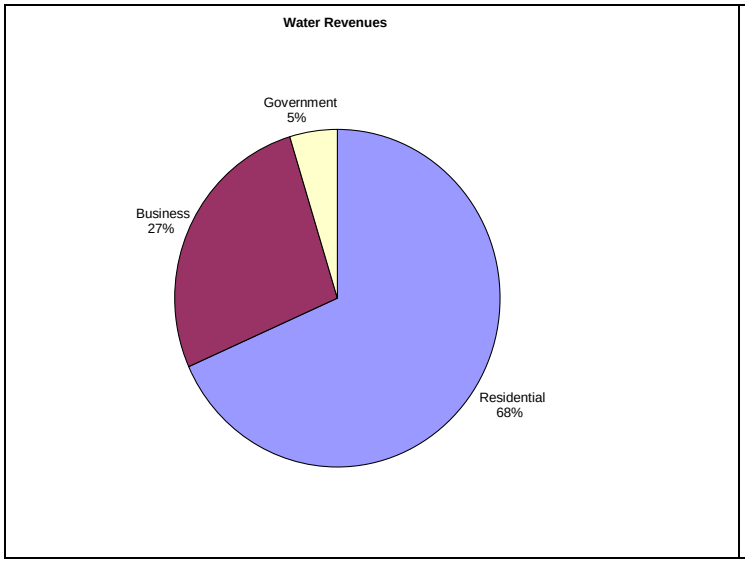
B. Financial Analysis

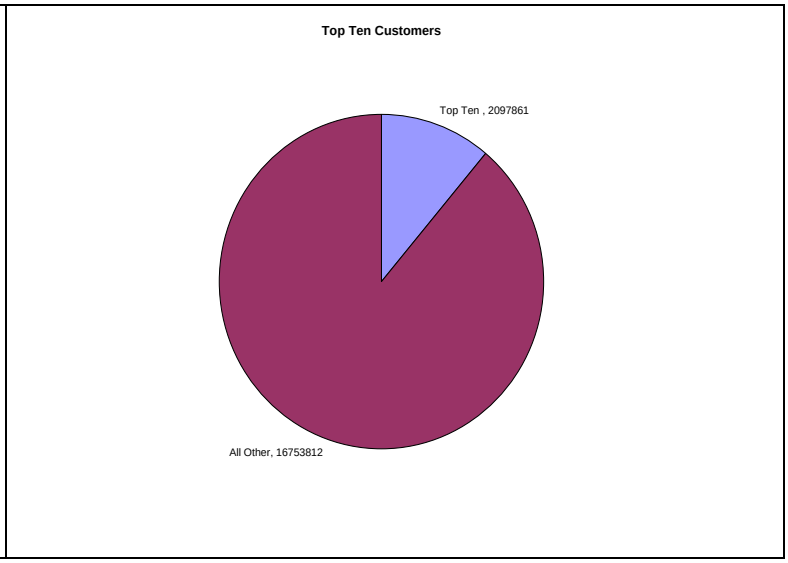
A water rates increase of 4.4 % in 2019 will result in a projected cumulative surplus balance of $7.0 million, or 27% of annual budget, as of 12/31/19. An adequate surplus balance exists to handle any short-term cash flow issues.

Water rates, as a percent of income, are within the range of local municipalities we serve and within the affordable parameter set by EPA.

C. Economic Analysis

The customer base has been fairly consistent and is well diversified. The local economy has been relatively stronger with low unemployment and additional housing and economic development in recent years.





FISCAL REVIEW / FUNDING

Attached is the schedule of projected annual debt service payments.

The 2019 Budget assumed the $7.5M bonds would be issued on May 1, 2019 with an interest rate between 1.5% ($1M SRF bond) and 4 to 4.5% ($6.5M Regular bond) interest rate. The current rates are below the estimated amounts included in the plan – see attached Maine Municipal Bond Bank estimate.

The District has submitted an application to finance the $2.8M Mackworth Road project through the Drinking Water SRF program. For the first time, the District received approval to finance $900,000 of water main projects through the Clean Water SRF program. The 2019 Budget assumed $1M would be financed through the SRF programs.

LEGAL REVIEW

Corporate Counsel has reviewed the proposed Resolution as to form.

CONCLUSION(S)

The Water Fund has the debt, financial and economic capacity to issue the proposed bond. The Administration and Finance Committee recommended the motion be forwarded to the full Board for their consideration.

ATTACHMENTS

A. Full Form of Motion
B. Debt Service Amortization Schedule – 20 year loan for $5.5M Maine Municipal Bond Bank
C. Debt Service Amortization Schedule – 10 year loan for $2M Maine Municipal Bond Bank

Attachment A

PORTLAND WATER DISTRICT
RESOLUTION OF BOARD OF TRUSTEES
AUTHORIZING BONDS IN THE AGGREGATE
PRINCIPAL AMOUNT NOT TO EXCEED $7,500,000

WHEREAS, the Portland Water District (the "District") intends to finance the Costs (as defined herein) of water main improvements and other related water system infrastructure upgrades and improvements (the "Project").

WHEREAS, the District desires to finance the Costs of such Project by issuing its water bonds and / or sewer bonds, or some combination thereof in the maximum aggregate amount of $7,500,000 and to borrow such money through a public offering or through the Maine Municipal Bond Bank's Safe Drinking Water State Revolving Loan Fund program, Clean Water State Revolving Loan Fund program or its general borrowing program or other qualified purchaser of the bonds or a combination thereof;

NOW THEREFORE, BE IT HEREBY RESOLVED by the Board of Trustees of the Portland Water District (the "Board") Assembled, following a public hearing duly called, noticed and held under District Policy No 6.50-15:

THAT: Pursuant to the District's Charter, Chapter 84 of the Private and Special Laws of 1975 and all amendments thereof and acts additional thereto, and all other authority thereto enabling, and the Decision and Order of the Public Utilities Commission of the State of Maine issued in Docket No. 2015-00159 dated November 13, 2015, there is hereby authorized and approved the issuance of the District's water bonds and / or sewer bonds, or some combination thereof and/or temporary notes in anticipation thereof in an aggregate principal amount not to exceed $7,500,000, the proceeds of which are appropriated for and shall be used to finance the Costs of the Project (the "Bonds").

THAT: The Bonds may be issued as water bonds and / or sewer bonds, or some combination thereof, in the maximum aggregate amount of $7,500,000 and may be issued through a public offering or through the Maine Municipal Bond Bank's Safe Drinking Water State Revolving Loan Fund program, Clean Water State Revolving Loan Fund program or its general borrowing program or other qualified purchaser of the bonds or a combination thereof.

THAT: Each Bond or note issued hereunder shall be signed by the Treasurer and the President of the District, and shall be sealed with the seal of the District, attested to by its Clerk.

THAT: The Bonds may be issued in serial form or as term bonds, or some combination thereof, and may be issued at one time or from time to time, in an amount not to exceed the aggregate amount authorized herein, and shall mature at such times (but not to exceed 40 years from the date(s) of issuance), shall be dated, shall bear interest at such rate or rates, and otherwise shall be in such form and contain such other terms and provisions as the Treasurer may approve, subject to the provisions of the law, the District's Charter and these Resolutions, such approval to be conclusively evidenced by his execution thereof.

THAT: The Bonds may be made subject to call for redemption, with or without a premium, before the date fixed for final payment of the Bonds, as shall be determined by the Treasurer.

THAT: The Treasurer is authorized to borrow money in anticipation of said Bonds by the issuance and sale of notes or renewal notes in anticipation thereof and to determine the date, form, interest rate, maturities and all other details of each issue of notes, including the form and manner of their sale and award, subject to the provisions of the law, the District's Charter and these Resolutions.

THAT: The Treasurer and President of the District from time to time shall execute such bonds as may be required to provide for exchanges or transfers of Bonds heretofore authorized, all such Bonds to be signed as provided in the next preceding paragraph.

THAT: The Bonds and notes may be sold on a competitive or negotiated basis or a combination thereof.

THAT: If the Bonds or notes (or a portion thereof) are issued on a competitive basis, the Treasurer be and hereby is authorized to select the underwriter for such Bonds and notes and the Treasurer be and hereby is authorized and empowered to execute and deliver such contracts or agreements as may be necessary or appropriate in connection therewith.

THAT: If the Bonds or notes (or a portion thereof) are issued on a competitive basis, the Treasurer be and hereby is authorized to prepare, or cause to be prepared, a Preliminary Official Statement and an Official Statement for use in the offering and sale of such Bonds and notes, such Preliminary Official Statement and Official Statement to be in such form and contain such information as may be approved by the Treasurer, with the advice of bond counsel for the District, and that the use and distribution of the Preliminary Official Statement and the Official Statement in the name of and on behalf of the District in connection with offering such Bonds and notes for sale be and hereby is approved.

THAT: If the Bonds or notes (or a portion thereof) are issued to the Maine Municipal Bond Bank (the "Bond Bank") pursuant to the State's Safe Drinking Water Revolving Loan Fund program established under Title 30-A, §§5953-B and 6006-B, or its Clean Water Revolving Loan Fund program established under Title 30-A, §§5953-A and 6006-A, or its general borrowing program established under Title 30-A, §5953, the Treasurer and the President of the District be and hereby are authorized and empowered, in the name and on behalf of the District, to execute and deliver, under the seal of the District attested by its Clerk, one or more loan agreements between the District and the Bond Bank providing for loans from the Bond Bank to the District in an amount not to exceed such amount, said loan agreements to be in the usual and ordinary form utilized by the Bond Bank in connection with the Safe Drinking Water State Revolving Loan Fund program, the Clean Water Revolving Loan Fund program or its general borrowing program, which is hereby approved, and to contain such other terms and provisions, not contrary to the general tenor hereof, as the Treasurer of the District and the President of the District may approve, their approval to be conclusively evidenced by the execution thereof.

THAT: The Treasurer be and hereby is authorized to select the registrar, paying agent and transfer agent (the "Transfer Agent") for the Bonds and notes hereinbefore authorized and to

execute and deliver such contracts and agreements as may be necessary or appropriate to secure their services.

THAT: If the Bonds and notes (or a portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the Treasurer be and hereby is authorized to covenant and certify in the name of and on behalf of the District that no part of the proceeds of the issue and sale of such Bonds and notes shall be used directly or indirectly (a) to acquire any securities or obligations, the acquisition of which would cause such Bonds or notes to be "arbitrage bonds" within the meaning of Section 148 of the Internal Revenue Code of 1986, as amended (the "Code"), or (b) to cause such notes or Bonds to be "private activity bonds" within the meaning of Section 141 of the Code.

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the Treasurer, with the advice of bond counsel, be and hereby is authorized to designate such Bonds and notes as qualified tax-exempt obligations for purposes of Section 265(b)(3) of the Code, to the extent such designation is available and permissible under said Section 265(b)(3).

THAT: If the Bonds and notes (or any portion thereof) hereinbefore authorized are issued on a tax-exempt basis, the officers executing such Bonds and notes be and hereby are individually authorized to covenant and agree, in the name of and on behalf of the District, for the benefit of the holders of such Bonds or notes, that the District will file any required reports and take any other action that may be necessary to ensure that interest on the Bonds or notes will remain exempt from federal income taxation, and that the District will refrain from any action that would cause interest on such Bonds or notes to be subject to federal income taxation.

THAT: but is not limited to (1) the purchase price or acquisition cost of all or any portion of the Project; (2) the cost to design, construct, renovate, improve, furnish and equip the Project; (3) the cost of land, easements and other real property interests, landscaping and site preparation, all appurtenances and other fixtures, facilities, buildings and structures either on, above, or under the ground which are used or usable in connection with the Project; (4) the cost of feasibility studies, surveys, environmental studies and assessments, engineering, plans and specifications, legal and other professional services associated with the Projects; and (5) issuance costs, including premiums for insurance, capitalized interest and other fees and expenses relating to the financing transaction.

THAT: The investment earnings on the proceeds of the Bonds and notes hereinbefore authorized, if any, and the excess proceeds of such Bonds and notes, if any, be and hereby are appropriated for the following purposes, such proceeds to be held and applied in the order of priority determined by the Treasurer:

1. To any Costs of the Project in excess of the principal amount of the Bonds or notes;

2. If issued on a tax-exempt basis, in accordance with applicable terms and provisions of the Arbitrage and the Use of Proceeds Certificate delivered in connection with the sale of the Bonds or notes.

3. To pay debt service on the Bonds; and

4. To the District's general fund.

THAT: The District covenants to establish, maintain and collect water rates, assessments or charges for water services furnished by the District; to pay when due current expenses of operating and maintaining the water system; to pay when due interest on the outstanding indebtedness of the District issued or assumed for water purposes including any Bonds or notes hereinabove authorized and issued as water bonds; to pay when due the principal of the outstanding indebtedness of the District issued or assumed by the District including any Bonds or notes hereinabove authorized and issued as water bonds; for water purposes.

THAT: Notwithstanding the above provisions of this Order, to the extend deemed necessary or appropriate by the District Treasurer, the Bonds and notes authorized hereunder may be issued as water bonds, sewer bonds or some combination thereof as the Treasurer shall determine and establish and that the debt service on the Bonds and notes authorized hereunder shall be allocated annually between the water system and the waste water and sewage system in a manner consistent with Section 15 of the District's Charter.

THAT: To the extent any of the Bonds and notes authorized hereunder shall be allocated to the District's waste water and sewage system as provided in the foregoing paragraph, the District covenants to establish, maintain, apportion, revise and collect fees, charges and assessments for sewer and wastewater services furnished by the District, to pay when due current expenses of operating and maintaining the sewer system, to pay when due interest and principal and premium, if any, to pay or provide for the payment of all sewer indebtedness created or assumed by the District in providing a waste water and sewage system.

THAT: The Treasurer, President and Clerk of the District and other proper officials of the District be, and hereby are authorized and empowered in its name and on its behalf to do or cause to be done all such acts and things, and to execute, deliver, file, approve, and record all such financing documents, contracts, agreements, deeds, assignments, certificates, memoranda, abstracts, and other documents as may be necessary or advisable, with the advice of counsel for the District, to carry out the provisions of the resolutions heretofore adopted at this meeting in connection with the Project, the issuance, execution, sale, and delivery by the District of the Bonds and the execution and delivery of the documents, including the entering into of a loan agreement or an interim loan agreement with the Bond Bank, should the Bonds and notes (or any portion thereof) be purchased by the Bond Bank.

THAT: If the Treasurer, President or Clerk of the District are for any reason unavailable to approve and execute the Bonds and notes hereinbefore authorized, or any of the bond documents to be delivered with respect thereto, the person or persons then acting in any such capacity, whether as an assistant, a deputy, on an interim basis or otherwise, is authorized to act for such official with the same force and effect as if such person had herself performed such act.

THAT: If any of authorized representatives of the District who have signed or sealed the Bonds and notes hereinbefore authorized shall cease to be such officers or officials before the Bonds or notes so signed and sealed shall have been actually delivered by the District and

/ or authenticated, such Bonds or notes nevertheless may be issued, delivered and authenticated with the same force and effect as though the person or persons who signed or sealed such Bonds notes had not ceased to be such officer or official. also any such Bonds or notes may be signed and sealed in the name of and on behalf of the District by those persons who, at the actual date of the execution of such Bonds or notes, shall be the proper officers and officials of the District, although at the nominal date of such Bonds or notes any such person shall not have been such officer or official.

THAT: If the Bonds or notes authorized hereunder, or any portion of them, are issued through the Clean Water Revolving Loan Fund Program, the following resolutions required by Section C(4)(e) of the State of Maine Revolving Loan Fund Rules, Chapter 595, Department of Environmental Protection and the Bond Bank (the "SRF Regulations"), and governing any loan to be made to the District under the State Revolving Loan Fund Program be and hereby are adopted with respect to the said Bonds or notes issued through the Clean Water Revolving Loan Fund Program:

(1) that a Project Account shall be created for the Projects which shall be separate from all other accounts of the District. If operating revenues are to be used to retire the debt, a sub-account will be established.

(2) that the Project Account shall be maintained in accordance with standards set forth by the Maine Municipal Bond Bank and in accordance with generally accepted government account standards.

(3) that a final accounting shall be made to the Bond Bank of the total cost of the project upon completion of the Project performance certification as set out in Section G(3) of the SRF Regulations and the District acknowledges that the Bond Bank reserves the right at its sole discretion to be provided with a cost certification of the Project as built.

(4) that an annual audit of the District, prepared by a certified public accountant or licensed public accountant be provided to the Bond Bank for the term of the loan.

(5) that the District shall maintain insurance coverage on the Project in an amount adequate to protect the Bond Bank's interest for the term of the loan with the Bond Bank named as loss payee.

(6) that the District will comply with any special conditions specified by the Department of Environmental Protection's environmental determination until all financial obligations to the State have been discharged.

(7) that the District certify to the Bond Bank that it has secured all permits, licenses and approvals necessary and that it has a dedicated source of revenue for repayment.

(8) that the District establish a rate, charge or assessment schedule in order to pay principal and interest. Such rate change or schedule shall provide total operations and debt service coverage at a level at which the coverage for the Bond Bank is sufficient.

(9) that the District must demonstrate the ability to pay reasonably anticipated costs of operating and maintaining the financed Project.

(10) that the District abide by the SRF Regulations, as revised and amended and relevant State statutes of the State of Maine.

THAT: During the term any of the Bonds are outstanding, the Treasurer be and hereby is authorized to issue and deliver refunding bonds to refund some or all of the Bonds then outstanding, and to determine the date, form, interest rate (not to exceed 8.00% per annum), maturities (not to exceed 40 years from the date of issuance of the original Bonds) and all other details of such refunding bonds, including the form and manner of their sale and award. The Treasurer be and hereby is further authorized to provide that any of such refunding bonds hereinbefore authorized be made callable, with or without premium, prior to their stated date(s) of maturity, and to make such designation or determination of such refunding bonds as he is authorized to make with respect to the original Bonds, and each refunding bond issued hereunder shall be signed by the Treasurer and thePresident of the District, and shall be sealed with the seal of the District, attested to by its Clerk.

Attachment B

Maine Municipal Bond Bank - Estimate of Borrowing - $5.5 Million for 20 Year

Date	Principal	Rate	Interest	Total Payment	FY Total
11/1/2019			$88,116.88	$88,116.88	$88,116.88
05/1/2020			$88,116.88	$88,116.88	
11/1/2020	$275,000.00	2.2000%	$88,116.88	$363,116.88	$451,233.76
05/1/2021			$85,091.88	$85,091.88	
11/1/2021	$275,000.00	2.2900%	$85,091.88	$360,091.88	$445,183.76
05/1/2022			$81,943.13	$81,943.13	
11/1/2022	$275,000.00	2.3600%	$81,943.13	$356,943.13	$438,886.26
05/1/2023			$78,698.13	$78,698.13	
11/1/2023	$275,000.00	2.4500%	$78,698.13	$353,698.13	$432,396.26
05/1/2024			$75,329.38	$75,329.38	
11/1/2024	$275,000.00	2.5300%	$75,329.38	$350,329.38	$425,658.76
05/1/2025			$71,850.63	$71,850.63	
11/1/2025	$275,000.00	2.6300%	$71,850.63	$346,850.63	$418,701.26
05/1/2026			$68,234.38	$68,234.38	
11/1/2026	$275,000.00	2.7300%	$68,234.38	$343,234.38	$411,468.76
05/1/2027			$64,480.63	$64,480.63	
11/1/2027	$275,000.00	2.8300%	$64,480.63	$339,480.63	$403,961.26
05/1/2028			$60,589.38	$60,589.38	
11/1/2028	$275,000.00	2.9200%	$60,589.38	$335,589.38	$396,178.76
05/1/2029			$56,574.38	$56,574.38	
11/1/2029	$275,000.00	2.9900%	$56,574.38	$331,574.38	$388,148.76
05/1/2030			$52,463.13	$52,463.13	
11/1/2030	$275,000.00	3.2430%	$52,463.13	$327,463.13	$379,926.26
05/1/2031			$48,004.00	$48,004.00	
11/1/2031	$275,000.00	3.4580%	$48,004.00	$323,004.00	$371,008.00
05/1/2032			$43,249.25	$43,249.25	
11/1/2032	$275,000.00	3.6400%	$43,249.25	$318,249.25	$361,498.50
05/1/2033			$38,244.25	$38,244.25	
11/1/2033	$275,000.00	3.7430%	$38,244.25	$313,244.25	$351,488.50
05/1/2034			$33,097.63	$33,097.63	
11/1/2034	$275,000.00	3.8420%	$33,097.63	$308,097.63	$341,195.26
05/1/2035			$27,814.88	$27,814.88	
11/1/2035	$275,000.00	3.9090%	$27,814.88	$302,814.88	$330,629.76
05/1/2036			$22,440.00	$22,440.00	
11/1/2036	$275,000.00	3.9300%	$22,440.00	$297,440.00	$319,880.00
05/1/2037			$17,036.25	$17,036.25	
11/1/2037	$275,000.00	4.0000%	$17,036.25	$292,036.25	$309,072.50
05/1/2038			$11,536.25	$11,536.25	
11/1/2038	$275,000.00	4.1630%	$11,536.25	$286,536.25	$298,072.50
05/1/2039			$5,812.13	$5,812.13	
11/1/2039	$275,000.00	4.2270%	$5,812.13	$280,812.13	$286,624.26
TOTALS	**$5,500,000.00**		**$2,149,330.02**	**$7,649,330.02**	

Attachment C

Maine Municipal Bond Bank - Estimate of Borrowing - $ 2 Million for 10 Year

Date	Principal	Rate	Interest	Total Payment	FY Total
11/1/2019			$25,930.00	$25,930.00	$25,930.00
05/1/2020			$25,930.00	$25,930.00	
11/1/2020	$200,000.00	2.2000%	$25,930.00	$225,930.00	$251,860.00
05/1/2021			$23,730.00	$23,730.00	
11/1/2021	$200,000.00	2.2900%	$23,730.00	$223,730.00	$247,460.00
05/1/2022			$21,440.00	$21,440.00	
11/1/2022	$200,000.00	2.3600%	$21,440.00	$221,440.00	$242,880.00
05/1/2023			$19,080.00	$19,080.00	
11/1/2023	$200,000.00	2.4500%	$19,080.00	$219,080.00	$238,160.00
05/1/2024			$16,630.00	$16,630.00	
11/1/2024	$200,000.00	2.5300%	$16,630.00	$216,630.00	$233,260.00
05/1/2025			$14,100.00	$14,100.00	
11/1/2025	$200,000.00	2.6300%	$14,100.00	$214,100.00	$228,200.00
05/1/2026			$11,470.00	$11,470.00	
11/1/2026	$200,000.00	2.7300%	$11,470.00	$211,470.00	$222,940.00
05/1/2027			$8,740.00	$8,740.00	
11/1/2027	$200,000.00	2.8300%	$8,740.00	$208,740.00	$217,480.00
05/1/2028			$5,910.00	$5,910.00	
11/1/2028	$200,000.00	2.9200%	$5,910.00	$205,910.00	$211,820.00
05/1/2029			$2,990.00	$2,990.00	
11/1/2029	$200,000.00	2.9900%	$2,990.00	$202,990.00	$205,980.00
TOTALS	**$2,000,000.00**		**$325,970.00**	**$2,325,970.00**	

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7E Order 18-038
Date of Meeting:	December 17, 2018
Subject:	Littlejohn Pump Station Upgrades Professional Services Contract - Selection
Presented By:	Gordon Johnson, Engineering Services Manager

RECOMMENDATION

ORDERED, a professional services contract with Tighe & Bond, in the amount of $169,484 is hereby authorized, for design phase engineering services for the Littlejohn Pump Station Upgrades (CIP 2018-51/1360); and that the General Manager and the Treasurer, each acting singly, are authorized to take such steps as may be necessary to accomplish the intent of the vote.

BACKGROUND ANALYSIS

The Littlejohn (formerly referred to as Family Field) Pump Station is the largest wastewater pump station in the Northern Cape Elizabeth collection system. The station is a flooded suction duplex-style station with fully redundant 1,200 gpm (1.7MGD) pumps. The station was built during the mid-1970's and several critical systems including pumps, piping, HVAC, SCADA and electrical gear remain in service today.

The focus of these upgrades will be to renew or replace all equipment that has reached the end of its useful life and upgrade the ventilation and power distribution system as needed to maintain long-term reliability of the station. This will address pumps, process piping and valves, MCC, SCADA panel, and HVAC equipment.

Staff reviewed and scored four proposals from qualified teams that provided proposed methods for achieving the project goals. Based on the outcome of the review and ranking, Tighe & Bond received the best overall score (130). Staff therefore recommends award to Tighe & Bond for an amount of $169,484, which includes design phase services from preliminary design through project bidding. Future recommendations will include construction phase engineering based on the project scope developed during the design phase.

This project includes design phase engineering services, including preliminary design, detailed design and bidding. As approved by Board Order 18-024 on July 23, 2018 the comprehensive method for procuring engineering services will be used for this project, meaning that it is anticipated that the same firm will be utilized for detailed design as well as construction services. An amendment to this agreement with Tighe & Bond is therefore anticipated to cover construction phase services once the final design is complete and the required scope can be refined.

Project #: 2018-Subprogram 407/ Project 1360

FISCAL REVIEW/FUNDING

This project includes comprehensive engineering services for the Littlejohn Pump Station Upgrades, and will not have an operating fund impact. The design will lead to the construction of an approximately $900,000 project with an estimated operating fund impact of approximately $90,000 in debt service. The project has been submitted for consideration for the CWSRF project list for funding through MMBB.

LEGAL REVIEW

Corporate Counsel has reviewed the proposed order as to form.

CONCLUSION(S)

Staff recommends awarding the contract for design engineering services for the Littlejohn Pump Station Upgrades project to Tighe & Bond. The Committee voted 3-0 to forward the item to the full Board for their consideration.

ATTACHMENT(S)

SUPPORTING INFORMATION

SUPPORTING INFORMATION

The District is planning to upgrade the Little John Wastewater Pump Station in Cape Elizabeth. The pump station was built in the mid-1970s, and is the largest pump station in the Northern Cape Elizabeth wastewater collection system. The station is a flooded suction duplex-style station with fully redundant 1,200 gpm centrifugal pumps, designed to pump against 108-ft TDH. Flow enters the station through an 18-in gravity influent pipe and flows through a split influent channel where it is diverted into the two chamber wet well. The wetwell's two chambers are hydraulically connected with a flow port designed to be isolated using a sluice gate. The pumps convey wastewater through a 10-in discharge manifold within the station, into a 14-in ductile iron force main. The force main is roughly 4,250-ft in length and discharges into a manhole on Mitchell Rd.

The station's equipment is aging and in need of renewal. The purpose of the project will be to replace equipment and piping that has reached the end of its useful life and install replacement equipment that meets the District's overall goals as stated in the Comprehensive Budget Report. The scope of the upgrades will include the process/mechanical, HVAC, electrical, and controls systems at the station.

This project includes design phase engineering services, including preliminary design, detailed design and bidding. This effort will include establishing a design basis report outlining the components of the preliminary design and associated cost breakdown, followed by development of the plans and specifications with intermediate milestones to confirm scope objectives and project cost. The detailed design also includes development control system documentation including detailed functional narratives, instrumentation diagrams, control panel modifications and new operator interface screens to monitor and control the new equipment. The scope of the construction phase engineering services will be refined based on work sequencing and other project requirements developed during design.

Four qualified engineering firms were invited, and responded to the RFP: Tighe & Bond, Woodard & Curran, Hoyle Tanner, and Underwood. A selection team of five PWD staff including representation from Wastewater Operations and AMaP was assembled to review each firm's proposal. The selection committee conducted a review of the proposals developed this recommendation based on the content included in the proposals.

Each selection team member then ranked the proposals based on the two non-fee categories identified in the RFP; Methods & Approach (35%) and Qualifications & Experience (35%) and a final review meeting was held. Each proposal was ranked for each category using a 1-5 scale where a #1 ranking represented the proposal that best met the requirements. The rankings for each firm were averaged for the entire review team. The lump sum fee information for each proposal was opened and added to the overall ranking of the proposals (at 30%). Therefore a total of 100 represents a perfect score and the lowest fee.

The firms developed proposals that highlighted the proposed methods of addressing the challenges anticipated to achieve success. Based on the outcome of the review and ranking, Tighe & Bond received the best overall score (130).

Key factors that led to recommendation of the Tighe & Bond team include the following:

- A detailed description of their proposed approach to each key element of the project, which aligned with District Staff's goals;
- A demonstrated technical understanding of several challenges and possible solutions, as identified during the project on-site pre-proposal meeting;
- A project team with substantial industry experience with pumping station upgrades projects of this size and nature;

The following table summarizes the results of the selection committee's evaluation of each respondent, including a scoring breakdown:

Criteria	Tighe & Bond	Hoyle Tanner	Woodard & Curran	Underwood
1. Methods & Approach				
Weight - 35% (Best Score = 35)				
Methods Score	35	70	105	140
2. Qualifications & Experience				
Weight - 35% (Best Score = 35)				
Qualifications Score	35	84	91	140
3. Fee				
Weight - 30% (Best Score = 30)				
Lump Sum Fee (through Final Design and Bidding)	$169,484	$151,480	$113,300	$167,800
Fee Score	59.75	50.22	30	58.86
Total Score	130	204	226	339
Rank	**1**	**2**	**3**	**4**

As a result of this ranking, the review team recommends award to Tighe & Bond for an amount of $169,484 for completion of the Littlejohn Pump Station Upgrades project. Once the design has been completed, a recommendation will be made to amend the contract to include construction phase services.

As approved by Board Order 18-024 on July 23, 2018, the comprehensive method for procuring engineering services will be used for this project, meaning that it is anticipated that the same firm will be utilized for preliminary and final design as well as construction services.

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7F Order 18-039
Date of Meeting:	December 17, 2018
Subject:	Baxter Boulevard Pump Station Upgrade (Portland) – Professional Services Contract – Engineering Method Approval
Presented By:	Gordon Johnson, Engineering Services Manager

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> ORDERED**,** that the Comprehensive Engineering Method is authorized for the procurement of engineering services for the Baxter Boulevard Pump Station (Portland) Upgrade Project, pursuant to the District's Purchasing Policy, and that the General Manager and the Treasurer, each acting singly, are authorized to take such other steps as may be necessary to accomplish the intent of this vote.

BACKGROUND ANALYSIS

Pursuant to the District's purchasing policy, staff is seeking approval from the Board of Trustees to procure engineering services (comprehensive method) for design and construction services associated with the upgrades to the Baxter Boulevard Pump Station. The Comprehensive Method for engineering would result in one engineering consulting firm that would provide all the engineering services for the project from design to startup of the upgrade.

Staff estimates that the cost for the design phase portion of this project to be $250,000. The design will include upgrades to the piping, power distribution system and electrical switchgear, heating and ventilation equipment, and controls. Construction phase is currently scheduled for consideration as part of the 2020 Capital Improvement Plan. Construction and construction phase engineering costs are expected to be $1,750,000 and $200,000, respectively.

Once the Method is approved, staff will issue a request for proposals. It is expected that a recommendation will be offered to the Board at the March meetings.

FISCAL REVIEW/ FUNDING

The project was included in the 2019 CIP, Subprogram 70 project #3144.

LEGAL REVIEW

Corporate Counsel has reviewed and approved the form of motion.

CONCLUSION(S)

Staff recommends that the Comprehensive Engineering Method be utilized for engineering services for this project. The Committee voted 3-0 to forward the item to the full Board for their consideration.

ATTACHMENT(S)

None

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7G Order 18-040
Date of Meeting:	December 17, 2018
Subject:	Aeration and Secondary Clarifier Upgrade Design (Westbrook-Gorham-Windham Regional WWTF) – Professional Services Contract – Engineering Method Approval
Presented By:	Gordon Johnson, Engineering Services Manager

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> ORDERED**,** that the Comprehensive Engineering Method is authorized for the procurement of engineering services for the Westbrook-Gorham-Windham Regional WWTF Aeration and Secondary Clarifier Upgrade, pursuant to the District's Purchasing Policy, and that the General Manager and the Treasurer, each acting singly, are authorized to take such other steps as may be necessary to accomplish the intent of this vote.

BACKGROUND ANALYSIS

Pursuant to the District's purchasing policy, staff is seeking approval from the Board of Trustees to procure engineering services (comprehensive method) for design and bidding services associated with the upgrades to the aeration and secondary clarification systems at the Westbrook-Gorham-Windham Regional WWTF. The Comprehensive Method for engineering would result in one engineering consulting firm that would provide all the engineering services for the project from design to startup of the upgrade.

Staff estimates that the cost for the design phase portion of this project to be $750,000. The design will include replacement of the existing aeration system and reconfiguration of the biological treatment process to enhance system control and energy efficiency, following the recommendations of the Aeration System Facility Planning report completed in 2015. The design will also include refurbishment of the secondary clarifiers per the recommendations of the Clarifier Evaluation report completed in 2016. Construction phase is currently scheduled for consideration as part of the 2020 Capital Improvement Plan. Construction and construction phase engineering costs are expected to be $9,000,000 and $750,000, respectively.

Once the Method is approved, staff will issue a request for proposals. It is expected that a recommendation will be offered to the Board at the April meetings.

FISCAL REVIEW/ FUNDING
The project was included in the 2019 CIP, Subprogram 416 project #3022.

LEGAL REVIEW
Corporate Counsel has reviewed and approved the form of motion.

CONCLUSION(S)
Staff recommends that the Comprehensive Engineering Method be utilized for engineering services for this project. The Committee voted 3-0 to forward the item to the full Board for their consideration.

ATTACHMENT(S)
None

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7H Order 18-041
Date of Meeting:	December 17, 2018
Subject:	Westbrook-Gorham-Windham Regional WWTF Sludge Storage Odor Control – Professional Services Contract – Engineering Method Approval
Presented By:	Gordon Johnson, Engineering Services Manager

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> ORDERED**,** that the Design-Build Method is authorized for the procurement of engineering services for the Westbrook-Gorham-Windham Regional WWTF Sludge Storage Odor Control project, pursuant to the District's Purchasing Policy, and that the General Manager and the Treasurer, each acting singly, are authorized to take such other steps as may be necessary to accomplish the intent of this vote.

BACKGROUND ANALYSIS

Pursuant to the District's purchasing policy, staff is seeking approval from the Board of Trustees to procure engineering services (design-build method) for the design and construction of an odor control system for the sludge storage areas at the Westbrook-Gorham-Windham Regional WWTF. The proposed system will be configured in a manner similar to the systems in operation at the Northeast and India Street pump stations. Staff estimates the total project cost to be $750,000; project completion is anticipated by the end of the first quarter of 2020.

Once the Method is approved, staff will commence with formal bidding and construction contract award pursuant to the Purchasing Policy.

FISCAL REVIEW/ FUNDING

The project was included in the 2019 CIP, Subprogram 416 project 3025.

LEGAL REVIEW

Corporate Counsel has reviewed and approved the form of motion.

CONCLUSION(S)

Staff recommends that Design-Build Engineering method be utilized for design and construction of this project. The Committee voted 3-0 to forward the item to the full Board for their consideration.

ATTACHMENT(S)

None

Portland Water District
From Sebago Lake To Casco Bay

OPERATIONS COMMITTEE / AGENDA ITEM SUMMARY

Agenda Item:

Date of Meeting: December 10, 2018

Subject: Endorsement of the EEWWTF – Annual "Nutrient Optimization" Progress Report

Presented By: Scott Firmin, Director of Wastewater Services

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

WHEREAS, On March 20, 2017 the Maine Department of Environmental Protection (the "DEP") renewed the District's 5 year MEPDES/WDL Discharge Permit (the "Permit") for the East End Wastewater Treatment Facility (the "Plant"); and

WHEREAS, the Permit requires that on or before December 31st of each year, beginning in 2018, the District must submit an annual progress report to the DEP which summarizes, among other things, activities related to optimizing nitrogen removal efficiencies and documents the seasonal nitrogen discharge load from the Plant; and

WHEREAS, PWD has completed upgrades at the Plant, including a $12,500,000 aeration system upgrade which, while not originally intended to specifically reduce effluent nitrogen, may be capable of removing nitrogen in the discharge from the Plant; and

WHEREAS, the District has, in the absence of a ~~clear~~ regulatory mandate ~~guidance~~ for nutrient limits in the Permit, committed to efforts to reduce the effluent nitrogen in the discharge to address the growing concerns over nitrogen levels in Casco Bay; and

WHEREAS, the District's goal of a 20 to 40 percent reduction in the seasonal effluent nitrogen discharge was achieved with a 72 percent reduction in 2018 ~~achieved a 72% reduction in the seasonal effluent nitrogen discharge and~~ and it is the intent of the District to continue its efforts to manage nitrogen discharges into Casco Bay, with the hope that other sources of nitrogen flow into the Bay will be addressed ~~make similar efforts~~;

BE IT RESOLVED, that the Board of Trustees hereby endorses the District's Annual Nutrient Optimization Progress Report, dated December, 2018, which shall be submitted to the DEP in accordance with the terms of the District's Permit.

BACKGROUND ANALYSIS

The Casco Bay Estuary Partnership has identified nutrient pollution in Casco Bay as a priority. Excess nitrogen can cause water quality issues that include nuisance algal blooms, low dissolved oxygen, eel grass reductions, and others. Staff has been engaged in the Casco Bay Estuary Partnership's ongoing efforts, most recently through the CBEP Nutrient Council.

With the growing interest in nitrogen, the Department of Environmental Protection considered Casco Bay water quality and nitrogen in the permit renewal process of 2016/2017. The East End WWTF permit, issued in March 2017, requires the following activities related to the reduction of the seasonal nitrogen loading in the plant's effluent:

- Weekly monitoring and reporting of effluent nitrogen (May 1st – October 31st).
- Attempt to reduce the seasonal (May 1st – October 31st) mass loading of effluent nitrogen from the historical estimate of 2,437 lbs/day.
- Provide an Annual Progress Report that reports the seasonal mass loading, efforts to reduce the loading, and activities planned for the upcoming year. The report is due by December 31st of each year.

Based on the design of the new aeration system, our consultant projected that the plant would be capable of reducing the nitrogen loading by 20 to 40 percent from historical levels. In 2018, the Operations Team at the East End WWTF achieved a 72 percent reduction from May through October.

The Annual "Nutrient Optimization" Progress Report details the efforts and challenges experienced in 2018. The report also highlights expected activities that will continue in the coming year. These efforts involve an "adaptive management" approach that uses current systems to effect reductions in effluent nitrogen while avoiding excessive capital expenses related to further nitrogen reductions.

FISCAL REVIEW/ FUNDING

In 2018, the estimated aeration power costs to achieve this reduction was $32,000.

LEGAL REVIEW

Corporate Counsel has reviewed and approved the form of motion.

CONCLUSION(S)

Staff recommends that the resolution to endorse the report be adopted.

ATTACHMENT(S)

None

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7I Resolution 18-018
Date of Meeting:	December 17, 2018
Subject:	Endorsement of the EEWWTF – Annual "Nutrient Optimization" Progress Report
Presented By:	Scott Firmin, Director of Wastewater Services

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

WHEREAS, on March 20, 2017 the Maine Department of Environmental Protection (the "DEP") renewed the District's 5 year MEPDES/WDL Discharge Permit (the "Permit") for the East End Wastewater Treatment Facility (the "Plant"); and

WHEREAS, the Permit requires that on or before December 31st of each year, beginning in 2018, the District must submit an annual progress report to the DEP which summarizes, among other things, activities related to optimizing nitrogen removal efficiencies and documents seasonal nitrogen discharge loading from the Plant; and

WHEREAS, PWD has completed upgrades at the Plant, including a $12,500,000 aeration system upgrade which, while not originally intended to specifically reduce effluent nitrogen, may be capable of removing nitrogen in the discharge from the Plant; and

WHEREAS, the District has, in the absence of a regulatory mandate for nutrient limits in the Permit, committed to efforts to reduce the effluent nitrogen in the discharge to address the growing concerns over nitrogen levels in Casco Bay; and

WHEREAS, the District's goal of a 20 to 40 percent reduction in the seasonal effluent nitrogen discharge was achieved with a 72 percent reduction in 2018 and it is the intent of the District to continue its efforts to manage nitrogen discharges into Casco Bay, with the hope that other sources of nitrogen flow into the Bay will be addressed;

BE IT RESOLVED, that the Board of Trustees hereby endorses the District's Annual "Nutrient Optimization" Progress Report, dated December, 2018, which shall be submitted to the DEP in accordance with the terms of the District's Permit.

BACKGROUND ANALYSIS

The Casco Bay Estuary Partnership has identified nutrient pollution in Casco Bay as a priority. Excess nitrogen can cause water quality issues that include nuisance algal blooms, low dissolved oxygen, eel grass reductions, and others. Staff has been engaged in the Casco Bay Estuary Partnership's ongoing efforts, most recently through the CBEP Nutrient Council.

With the growing interest in nitrogen, the Department of Environmental Protection considered Casco Bay water quality and nitrogen in the permit renewal process of 2016/2017. The East End WWTF permit, issued in March 2017, requires the following activities related to the reduction of the seasonal nitrogen loading in the plant's effluent:

- Weekly monitoring and reporting of effluent nitrogen (May 1st – October 31st).
- Attempt to reduce the seasonal (May 1st – October 31st) mass loading of effluent nitrogen from the historical estimate of 2,437 lbs/day.
- Provide an Annual Progress Report that reports the seasonal mass loading, efforts to reduce the loading, and activities planned for the upcoming year. The report is due by December 31st of each year.

Based on the design of the new aeration system, our consultant projected that the plant would be capable of reducing the nitrogen loading by 20 to 40 percent from historical levels. In 2018, the Operations Team at the East End WWTF achieved a 72 percent reduction from May through October.

The Annual "Nutrient Optimization" Progress Report details the efforts and challenges experienced in 2018. The report also highlights expected activities that will continue in the coming year. These efforts involve an "adaptive management" approach that uses current systems to effect reductions in effluent nitrogen while avoiding excessive capital expenses related to further nitrogen reductions.

FISCAL REVIEW/ FUNDING

In 2018, the estimated aeration power cost to achieve this reduction was $32,000.

LEGAL REVIEW

Corporate Counsel has reviewed and approved the form of motion.

CONCLUSION(S)

Staff recommends that the resolution to endorse the report be adopted. The Committee voted 3-0 to send to the full Board for their consideration.

ATTACHMENT(S)

Annual "Nutrient Optimization" Progress Report

Portland Water District East End Wastewater Treatment Facility
Annual "Nutrient Optimization" Progress Report
December 2018

Executive Summary

On March 20, 2017, the Maine Department of Environmental Protection (MeDEP) issued the renewed 5-year MEPDES/WDL Discharge Permit for the East End Wastewater Treatment Facility (EEWWTF). Included in this permit were three requirements related to nutrient optimization:

1. to monitor and report effluent nitrogen on a weekly basis (with the ability to petition the Department for a reduction in the monitoring frequency to monthly after two years);
2. to operate the facility in a manner to optimize nitrogen removal to maintain the mass discharge of total nitrogen no greater than the existing daily mass loading of total nitrogen between May 1st and October 31st (estimated by MeDEP to be 2,437 lb/d); and
3. the submission of an annual progress report beginning in 2018.

Special Condition N – Nitrogen of the permit requires that the annual progress report include the following:

> On or before **December 31st** of each year beginning calendar year 2018, the permittee must submit an annual progress report ***(ICIS Code CSO10)*** to the Department that summarizes activities related to optimizing nitrogen removal efficiencies, documents the seasonal nitrogen discharge load from the facility and tracks trends relative to the previous year. The progress report must also contain a scope of work or tasks/measures to be taken in the next 12-month period to further reduce the nitrogen loading from the treatment facility.

Beginning in 2018, modifications to the treatment plant (aeration project) and operations proved to be beneficial to nitrogen removal. The average seasonal effluent nitrogen mass loading from May 1st to October 31st in 2018 was 685 lb/day. When compared to the estimated historical seasonal effluent loading of 2,437 lbs/day of nitrogen from the EEWWTF, this represents a 72 percent reduction.

There were operational challenges that included wet weather flow management at higher solids inventory levels, particularly during one of the wettest Octobers on record for Portland. Also, the plant experienced a handful of fecal coliform violations related to nitrification and very low ammonia levels that changed the dynamics and performance of the disinfection system diurnally. The Portland Water District (PWD) staff and consultants spent a significant amount of time and effort to explore the possible cause of these issues. PWD will continue this work during the next warm season when issues are more likely to reoccur. In the past, these issues were avoided by lowering solids inventory levels to a point where nitrification would cease to occur and ammonia in the effluent was available for the disinfection system. With a commitment to nitrogen reduction from the current baseline, the successful approach applied in the past was no longer an option.

The Portland Water District is aware of growing concerns and the changing dynamics of temperature and other parameters in Casco Bay. The Portland Water District is engaged with groups that include the Casco Bay Estuary Project and its efforts to identify concerns and policy issues associated with nitrogen and the Bay. The adaptive management approach embraced by PWD is an effort to "do our part" to address these concerns with reasonable investment. There is currently no regulatory mandate to support nutrient limits in the East End Wastewater Treatment Facilities' effluent permit that would warrant significant capital investment. The discharge of nitrogen from the East End Wastewater Treatment Facility is one of many sources of nitrogen in Casco Bay. As the Portland Water District continues its efforts to manage nitrogen discharges, it is our hope that similar efforts to reduce other sources of nitrogen inflow will take place to ensure the continued health of Casco Bay.

Nitrogen Reduction Efforts

The East End WWTF underwent a $12,500,000 diffused aeration system upgrade that was intended to replace the original surface mechanical aeration system. The original goals of the project included:

- a technology update to the aeration system,
- to increase the process's efficiency, and
- to ensure the effective operation of the treatment plant by ensuring proper treatment capacity.

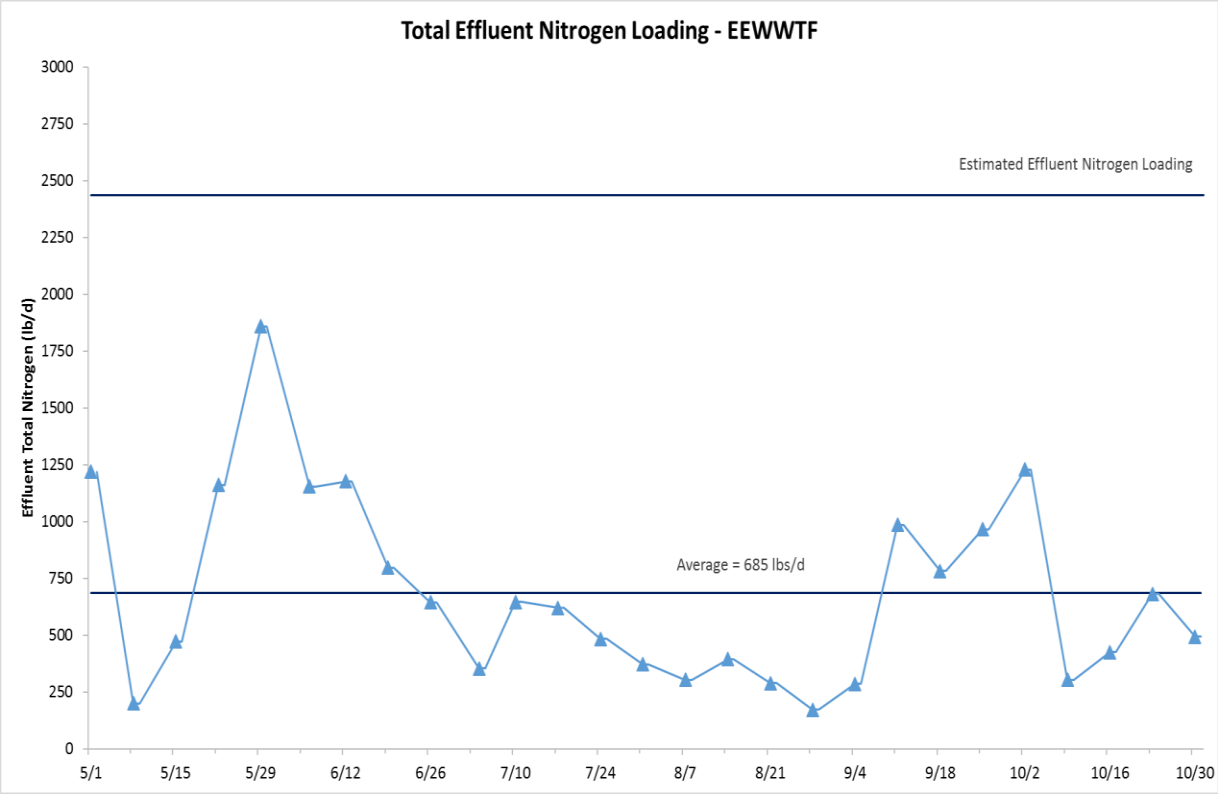
A major component of this upgrade was the inclusion of "selector" technology in the aeration system that would ensure a well settling sludge and the ability to maximize treatment of wet weather flows. Maximizing treatment of wet weather flows to the plant is part of PWD's cooperative efforts with the City of Portland and their Combined Sewer Overflow (CSO) mitigation efforts. Each year, PWD's high flow management efforts help to reduce the total CSO discharge by nearly 50 percent.

The "selector" technology included in the aeration system upgrade allowed the system to operate as either an anaerobic selector (the originally preferable mode), or as an anoxic selector capable of reducing nitrogen. Either operational mode was expected to be capable of helping to meet treatment and sludge settleability goals. The permit was negotiated during the aeration system construction phase, and PWD decided to operate the aeration system and anoxic selector as the primary means of meeting the nutrient reduction effort that was ultimately included in the effluent permit.

In June of 2018, when temperatures and operating conditions at the plant were conducive to nitrification, the effort began.

The "selector zone" in the foreground, with the diffused aeration system in the background.

Nitrogen removal at a treatment plant can be largely temperature dependent due to the slower growth rate of the bacteria responsible for the "nitrification" process. In "nitrification," nitrogen in the form of ammonia (NH3) is oxidized to nitrite and then to nitrate (NO2 and NO3). An attempt to nitrify at lower temperatures (below 15 deg C) requires a significant increase in the solids inventory and can cause solids loss during higher flow events. In early June, once the spring season (and wet weather flows) ended and the wastewater temperature increased enough, the plant could be expected to reliably reduce nitrogen at a more resonable solids inventory level.



As shown in the plot above, the average seasonal effluent nitrogen loading from the East End WWTF was 685 lbs/day. When compared to the estimated historical effluent nitrogen loading of 2,437 lb/day, this represents a reduction of 72%. The goal for nitrogen reduction, based on the aeration system design, is 20 to 40 percent. While the 2018 results exceeded this goal, operation in the coming years will further confirm the plant's capability to reduce nitrogen. The summer of 2018 was relatively dry, culmanating in fewer and shorter duration wet weather flow events at the plant. Lower flows at the plant make nitrogen removal easier to achieve.

The 2018 budget anticiapted an additional cost for aeration during nitrification of $17,000 and the cost of operating the nitrogen recycle pumps is approximately $16,000 for the season. It is estimated that

the additional energy cost assciated with opeating the aeartion system to nitrify and denitrify is approximately $32,000 for the period of May through October.

When PWD initially contemplated nutrient removal, there were a number of concerns:

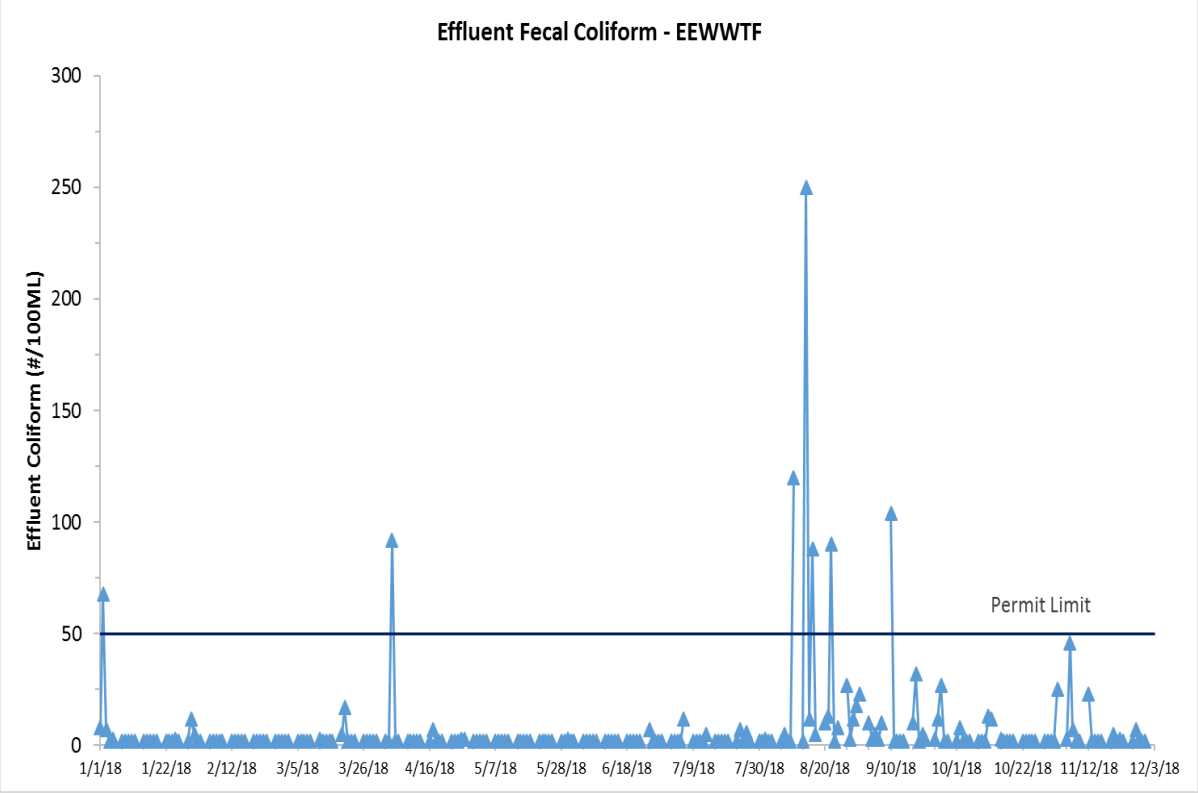
- What level of nitrogen removal could be achieved while meeting the effluent permit limits for conventional pollutants and maintaining the ability to successfully meet wet weather flow treatment objectives?
- How easily would management of the transition into and out of the nutrient reduction mode be accomplished?
- Nitrogen removal can supress pH in the effluent flow. In order to maintain effluent pH at levels that support the biological treatment system and meet effluent permit levels, denitrication is required following nitrification. Would the denitrication process at the EEWWTF be sufficient to sustain the required pH?
- The disentection process for the EEWWTF effluent flow uses sodium hypochlorite. The East End WWTF has a sophisticated automated disinfection control system that was designed with the expectation that effluent ammonia would be available to combine with the sodium hypochlorite to produce a very stable and reliably effective fecal coliform reduction. How would the nitrification process, which removes ammonia, affect the performance of the disinfection system?

The first three concerns were managed in 2018.

- The operation of the anoxic selector provided for a sludge that settled very well and the plant performed well during wet weather. As stated previously, the 2018 summer was very dry. Hopefully, conditions in the coming years will help PWD to more fully determine the performance of the system with additional wet weather flow events.
- The transitions into and out of the seasonal nitrification mode went smoothly. Once the wastewater temperature and flow rates were determined to be conducive to nitrogen removal at the plant, inventory levels were increased, the nitrogen recycle pumps in the aeration basin were activated, and the selectors began operating in the anoxic mode. Following the conclusion of the seasonal efforts, coupled with a historically wet October and November, aeration solids inventory levels were decreased, the nitrogen recycle pumps were shut off, and the selector zone began its tranistion to an anaerobic selector. While this transition took a few weeks, plant performance was maintained and sludge settleability goals were eventually achieved once again.
- The effluent pH of the plant was generally maintained between an acceptable level of 6.8 to 7.2 s.u. The denitrication process worked very well and alkalinity recovery during the process was more than sufficent to maintain the effluent pH and alkalinity levels.

Unfortunately, the disinfection system was affected by the nitrogen removal efforts in the summer of 2018. During the month of August, when flows were at their annually lowest levels and the wastewater temperature is at its annual peak, the plant experienced a number of effluent fecal coliform violations.

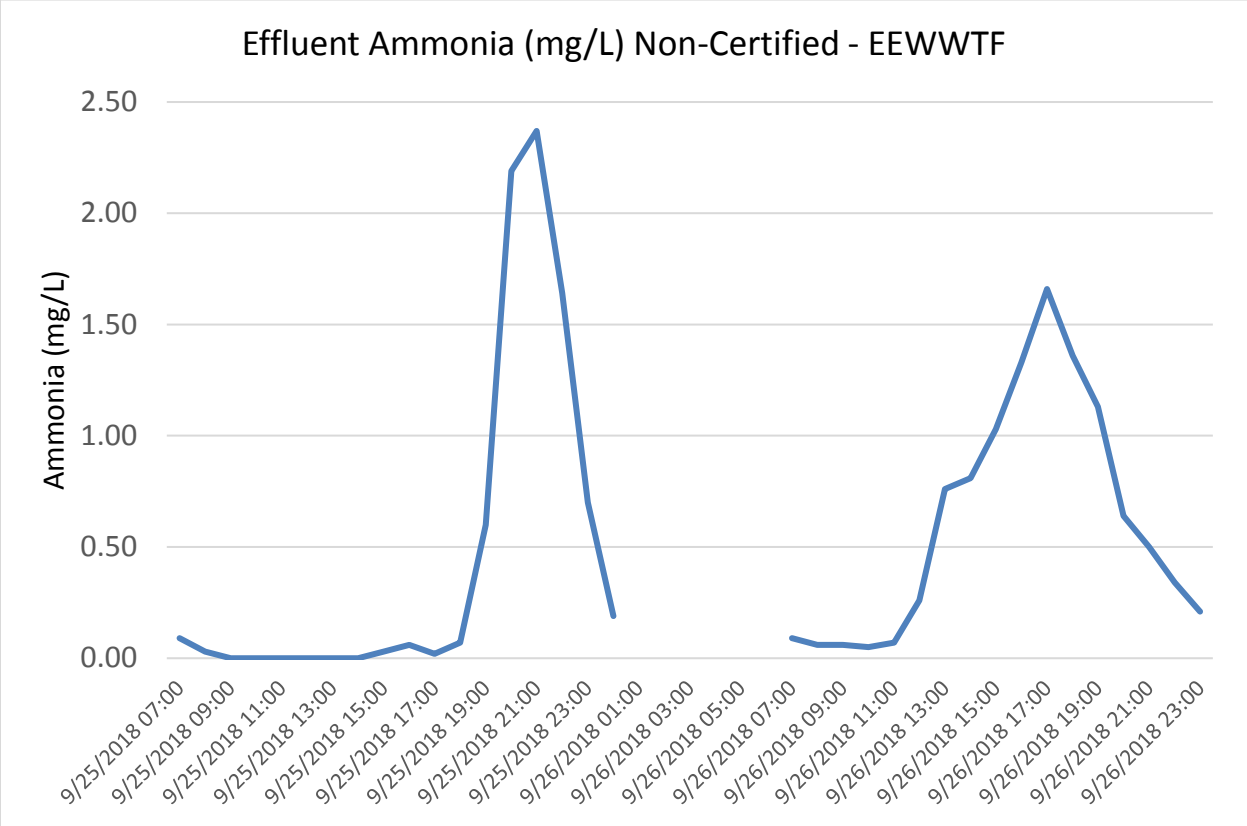
The Operations staff had anticipated these conditions could pose a challenge and attempted to make adjustments to the amount of sodium hypochlorite added and operated the disinfection system in several different operational modes, but the system continued to struggle. Historically, when similar disinfection system performance issues occurred, the situation was easily remedied by lowering aeration solids inventory levels and hydraulic detention time to a point where nitrogen removal no longer occurred. With plenty of ammonia at a steady concentration, the disinfection control system was very capable of producing results that met the effluent permit limits for fecal coliform levels.



Having committed to the nitrogen reduction efforts, avoiding nitrification to maintain a stable level of ammonia in the effluent was no longer an option. PWD notified MeDEP of the issues and met with MeDEP's technical staff in August 2018. PWD also engaged the services of a process consultant, and began to investigate the performance of the disinfection control system and possible causes/remedies.

PWD staff observed repeated and dramatic diurnal change in the disinfection control system's performance and a varying ability to maintain an acceptable residual chlorine level to reliably disinfect the effluent flow. To understand these changes better, the Operations staff set up a discrete effluent sampler in (when?) to collect a grab sample everyhour from the secondary treatment system. These samples were collected in the morning and selected samples were analyzed when the disinfection system trends indicated changes. The primary finding was that the effluent ammonia nitrogen levels

were near non-detectable levels when the disinfection control system operated well and effluent fecal coliform results were below the required permit limit. However, as the residual chlorine levels became more difficult to maintain, a slight increase in the effluent ammonia concentration of 1 to 3 mg/L was observed. This observed phenomona is shown in the plot below where selected hourly grab samples were analyzed on September 25th and 26th. The very low levels, interrupted by brief increases in the effluent ammonia concentration can be clearly seen.



Upon reviewing this data, along with other observations of the disinfection control system and fecal coliform monitoring results, it was determined that the system operated very well when ammonia nitrogen was nearly completely removed through nitrification. A recommendation to solve this issue appears to be to maintain these very low levels of ammonia in the effluent, and to avoid the very slight observed "ammonia breakthrough" and the resultant short term 1 to 3 mg/L increases.

2019 Project Scope and Objectives

In 2019, the EEWWTF will once again be operated in a manner to reduce the seasonal effluent nitrogen loading below the historical level of 2,437 lb/day. This will again involve a transition into the nitrogen reduction mode once wastewater temperatures and flow rates are amiable for nitrogen reduction.

Effluent pH and alkalinity will be monitored to ensure that sufficient denitrification occurs in order to keep the pH in the desired range. The nitrogen recycle pump flow was limited by the original design parameters and the current control system. Increasing the maximum flow rate that these pumps can deliver may be able to provide further reduction to the effluent nitrogen loadinigs observed in 2018.

Regarding the performance of the disinfection control system in 2019, the following efforts are being planned:

- Continue with the collection and analysis of hourly grab samples to profile diurnal changes in ammonia.
- Investigate the source and possible operational changes to eliminate the observed diurnal effluent increase in ammonia from non-detect levels to 1 to 3 mg/L. If this seemingly small change can be eliminated, it may allow the disinfection control system to operate more consistently and to reduce the number of effluent fecal coliform permit limit violations.
- Investigate and possibly install an on-line nitrogen analyzer to continuously monitor effluent nitrogen concentrations. If the unit is found to operate reliably, PWD will investigate the possibility of using the analyzer to assist the disinfection control system to cope with any changes in effluent ammonia levels.

Conclusion

The Portland Water District is engaged in efforts to improve the understanding of the health of Casco Bay, and in particular, the effects of nitrogen on water quality. Through active participation in the Casco Bay Estuary Partnership and their Nutrient Council, PWD continues to recognize the concern over changing conditions and temperatures in Casco Bay. Through the adaptive management process detailed in this report, the East End WWTF's operational strategy was modified to affect a reduction in historically discharged seasonal effluent nitrogen levels. The 72 percent reduction exceeded the goal of 20 to 40 percent, however, the dry summer may have presented optimal conditions for nitrogen removal at the plant.

A system intended to reliably reduce effluent nitrogen levels in response to an actual nitrogen concentration of 8, 5, or 3 mg/L will require significant capital investment. It is anticpated that this would involve an additional aeration basin and secondary clarifier and modifications to the existing aeration system to handle the required solids inventory level increases. The capital cost of these improvements to the system are estimated to be on the order of $40,000,000. Denitrifying filters may also be required and the cost of this system could match the cost of the additional process tanks estimated above.

The Portland Water District is actively engaged in the City of Portland's Integrated Planning process. Through this process, we expect that the City's CSO obligations will be considered , along with the Portland Water District's ongoing capital needs to determine affordability by the rate payers to meet water quality objectives and future regulatory requirements. PWD is committed to better understand the current state of Casco Bay relative to nutrients, and an adaptive management approach to maximize the performance of the EEWWTF to reduce nitrogenin the effluent.

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7J Order 18-042
Date of Meeting:	December 17, 2018
Subject:	Request for contribution of up to $345,000 to the Trust for Public Land to support the Sebago Community Forest conservation project
Presented By:	Laurel Jackson, Water Resources Specialist

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> ORDERED, that the General Manager is authorized to contribute up to $345,000 to the Trust for Public Land, to support the conservation of land known as the Sebago Community Forest located in the Town of Sebago.

BACKGROUND

The Sebago Lake watershed encompasses 450 square miles and includes parts of more than 20 towns. The long-term water quality of the lake is in large part a function of the nature and scope of development of the watershed. The District's Watershed Land Conservation Policy states the District's commitment to and support for locally initiated land conservation efforts.

The Sebago Community Forest is over 1,417 acres and is located in the town of Sebago. The Trust for Public Land is purchasing the property and developing a management plan with input from community members. After acquiring the land, they will then transfer ownership to Loon Echo Land Trust who will manage the conserved land as a community forest. The property has abundant water resources including nearly three miles of frontage on the Northwest River, a tributary to Sebago Lake. The project is supported by Sebago Clean Waters, a partnership of conservation organizations, land trusts and the Portland Water District committed to water quality protection through forest conservation in the Sebago watershed.

The District will require that the land be legally protected from development in perpetuity.

ANALYSIS

The recommended contribution was determined using the District's site-specific assessment and is less than the amount requested by the trust. The District's conservation value for the parcel is calculated to be $2,476,100 and the appraised value is $1,500,000. The contribution of $345,000 represents about $243 per acre of protected land within the watershed. The District's contribution is to be used towards the purchase of the land. The entire parcel is within the watershed of Sebago Lake.

FISCAL REVIEW / FUNDING
The recommended contribution of $345,000 was calculated using the District's site-specific assessment. The contribution to this project shall be funded through the District's watershed protection fund, which currently has a balance of $636,000.

LEGAL REVIEW
Corporate Counsel has reviewed the proposed Motion and has approved as to form.

CONCLUSION(S)
This project will contribute to the long-term protection of Sebago Lake and the recommended contribution meets the guidelines of the District's Watershed Land Conservation Policy. The Committee approved and agreed to sent to the full Board for their consideration.

ATTACHMENT(S)
Letter of request from the Trust for Public Land
Sebago Community Forest Report

THE TRUST FOR PUBLIC LAND

30 Danforth Street
Suite 106
Portland, ME
04101
t: 207.772.7424
f: 207-772.7420
tpl.org

October 29, 2018

Portland Water District
PO Box 3553
225 Douglass Street
Portland, Maine 04104

Dear Portland Water District Trustees,

I am writing on behalf of The Trust for Public Land and our partner, Loon Echo Land Trust, to request a grant of $375,000 from the Portland Water District to support the acquisition and protection of the 1,417 acre Tiger Hill Forest property.

Conservation of the 1,417-acre Tiger Hill Forest, located less than an hour from Portland, will help protect significant aquatic resources and the water quality of Sebago Lake. The property contains two substantial wetland complexes and nearly three miles of the Northwest River, which flows into Sebago Lake. In partnership with local residents, Loon Echo Land Trust, and the Town of Sebago, The Trust for Public Land will facilitate the acquisition the 1,417-acre property in late 2019. Loon Echo Land Trust will acquire the property directly from the current landowners and will manage it in perpetuity as a community forest.

Thank you for your consideration of this request and please be in touch with any questions.

Sincerely,

Betsy Cook

Betsy Cook
Project Manager

PORTLAND WATER DISTRICT

Land Conservation Program
Site-Specific Assessment

Sebago Community Forest
Sebago, Maine

This report was prepared by
Portland Water District's
Environmental Service Department
November 21, 2018

Sebago Community Forest, Sebago
Site visit by Laurel Jackson, 10/30/18

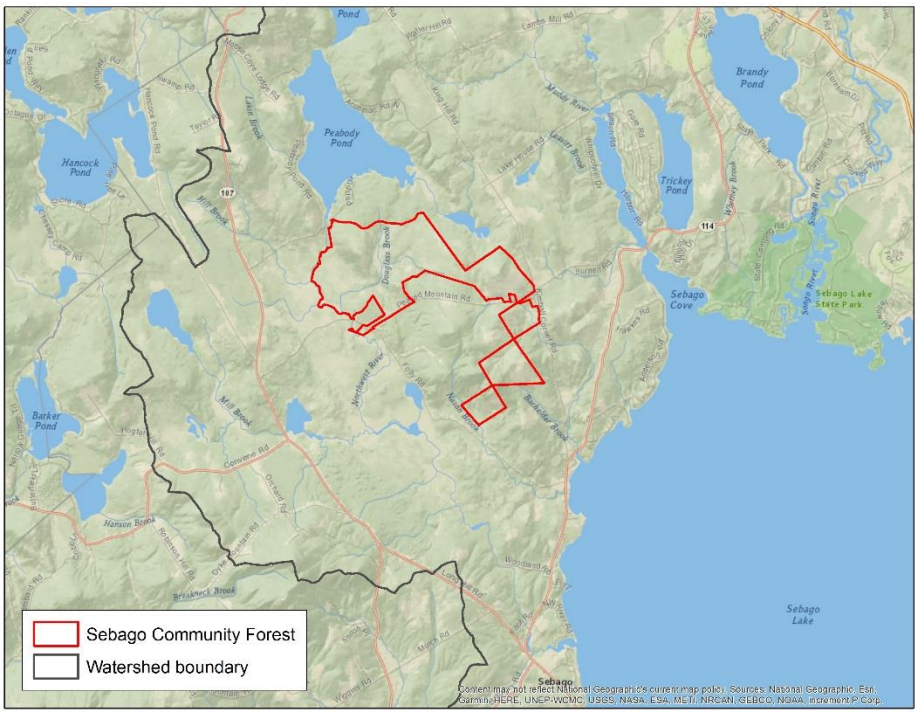
Description

The Sebago Community Forest (formerly referred to as Tiger Hill Forest) property is located in the town of Sebago. The Trust for Public Land (TPL) is purchasing the land and conserving it as a community forest. Community forests are managed with input from community members so that property can be an asset to the town and its citizens as well as provide typical conservation benefits such as wildlife habitat, clean air and water quality protection. If the acquisition is successful, TPL will then transfer ownership to Loon Echo Land Trust. Loon Echo Land Trust will manage and steward the property. Though the property has previously been a working woodlot, it has not been harvested in 10+ years.

Site Features

Location

The property is located approximately one mile northwest of Sebago Lake. There are a number of legal, public access points to the property via town roads and rights-of-way. There is over 500 acres of conserved land adjacent to the proposed community forest parcels.



Location map

Land Use/Land Cover

The property is mostly forest and wetlands. With the exception of a few small foot bridges, there are no structures on the property.

Woods road, 10/30/18

Water Resources

The property contains 3 miles of frontage on the Northwest River- a major tributary to Sebago Lake. Douglass Brook, a stream that flows into the Northwest River, flows through the northern piece of the property. The property contains a number of smaller streams and approximately 268 acres of mapped wetlands.

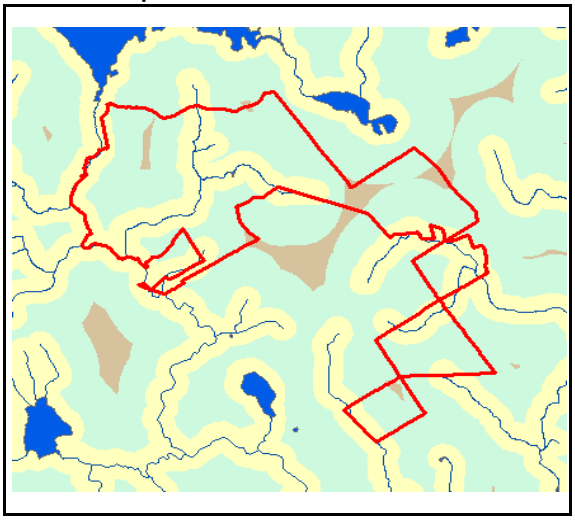
Connection to Sebago Lake

Much of the land to be conserved drains to wetlands and streams that flow into the Northwest River which flows directly into Sebago Lake. The entire property is within the Sebago Lake watershed.

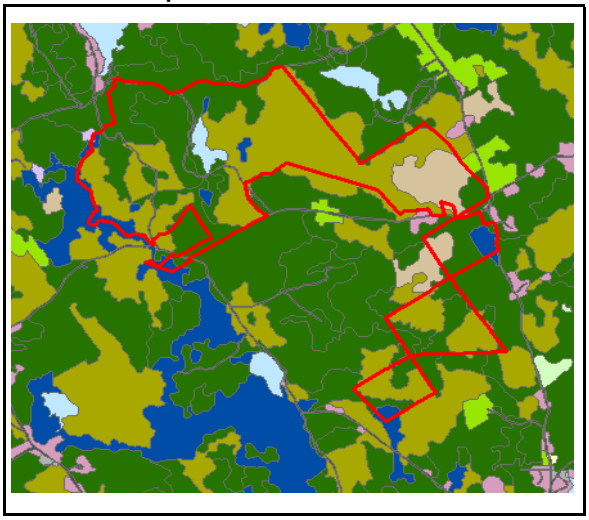
SITE-SPECIFIC PROPERTY ASSESSMENT

Property Name	Sebago Community Forest	Area (acres)	1417
Location	Sebago	Land Trust	TPL/LELT
Description	A 1417 acre wooded property located in the town of Sebago.		

Location map



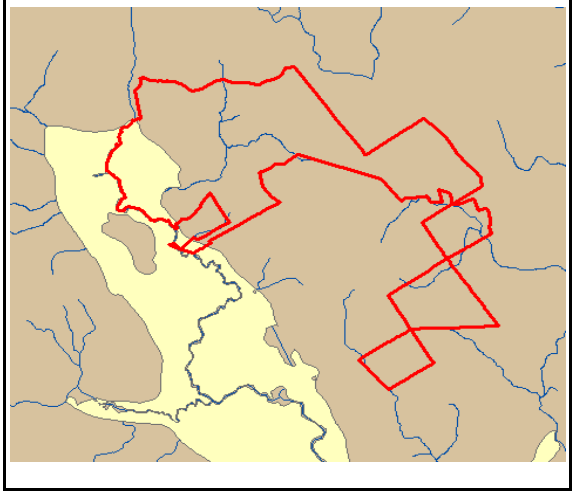
Land cover map



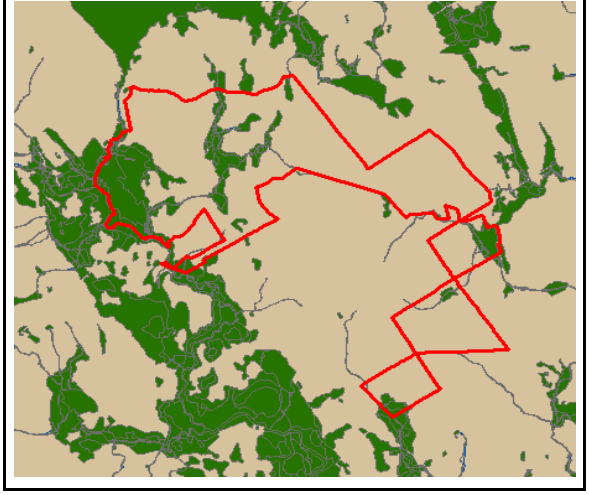
	acres	percent
Prioritization Zone 1	546	38.5
Prioritization Zone 2	824	58
Prioritization Zone 3	47	3.5

Forest cover	1322	acres
	93	percent

Aquifer map



Wetlands map



Sig. sand and gravel aquifers	158	acres
	11	percent

Mapped wetlands	268	acres
	19	percent

SITE-SPECIFIC PROPERTY ASSESSMENT

Property Name: Sebago Community Forest

Value of Acquisition $1,500,000

PWD Value: 2,476,100

Appraisal: 1,500,000

Watershed Zone 1

Highest priority zone encompassing at least 25%

Low Percentage of Contribution Range 15 %

Zone I = 15-25%

Zone II = 10-20%

Zone III = 5-15%

Factors

Located in 7 shoreland towns?	Yes	add	2 %
More than 50% forested	Yes	add	2 %
More than 10% aquifer?	Yes	add	2 %
More than 20% wetlands?	No	add	0 %
Other (explain)		add	2 %

Sebago Clean Waters pilot project

Calculated contribution (percent) 23 %

Calculated contribution (dollars) $345,000

Recommended contribution (dollars) $345,000

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES /AGENDA ITEM SUMMARY

Agenda Item:	7K Resolution 18-019
Date of Meeting:	December 17, 2018
Subject:	Amendments to the Southern Maine Regional Water Council Bylaws
Presented By:	Christopher Crovo, Director of AMaP

RECOMMENDATION

The following proposed language is presented for Board of Trustee approval:

> BE IT RESOLVED, that the Board of Trustees hereby ratifies the amended bylaws of the Southern Maine Regional Water Council dated October 24, 2018, attached hereto and incorporated herein by reference.

BACKGROUND

The Maine Legislature formed the Southern Maine Regional Water Council (SMRWC, the "Council") in 2005 as a result of utility-sponsored legislation to encourage regional solutions for public water delivery. The Council is made up of seven water utilities, which includes the Portland Water District. At the time of incorporation, the District along with the six other utilities ratified the bylaws under which the Council has operated. In the October 2018 meeting of the SMRWC, the Council directors voted to amend the bylaws. The proposed changes are routine and simply clean up the bylaws to reflect what is presently being done by the Council. Pursuant to the bylaws, the Board of Trustees must approve the amendments.

ANALYSIS

The bylaw changes are simple. They include reducing the time for notice of meetings from 14 days to 7 days; the process for having a director replace himself/herself if they cannot go to a meeting (appointment of alternates by the Board of Trustees is not allowed under the principles of corporate law); the designation of the registered agent of the Council and the registered office, and the process to be used if the registered agent needs to be changed.

LEGAL REVIEW

Corporate Counsel has reviewed the proposed Motion and bylaws and has approved as to form.

CONCLUSION(S)

Staff recommends the changes proposed. The Committee approved and agreed to send to the full Board for their consideration.

ATTACHMENT(S)

Amended Bylaws – October 24, 2018

DRAFT-10/24/18

BYLAWS OF
SOUTHERN MAINE REGIONAL WATER COUNCIL,
A NONPROFIT CORPORATION

Article 1.

Purposes

1. Purposes. Southern Maine Regional Water Council (the "Council") is formed pursuant to Chapter 68, Title 35-A of the Maine Revised Statutes, for the purposes set forth in that section, and for the following specific purposes: to promote the common business interests of its member water utilities, including, but not limited to, studying, planning, or coordinating water supply issues among its member utilities in order to improve water supply service to its members' customers, to develop cooperative programs to reduce expenses for the existing and future customers of its members, and to ensure that the residents of the Southern Maine region have long term supplies of adequate quantities of high quality safe drink water.

Notwithstanding any other provision of these Bylaws, the Council shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and the regulations thereunder, as from time to time in effect (the "Code") as an organization described in Section 501(c)(6) of the Code.

2. Powers. The Council shall have all powers, rights, privileges, and immunities, and shall be subject to all of the liabilities conferred or imposed by law upon corporations of this nature, and shall be subject to and have all the benefits of all general laws with respect to nonprofit corporations by the Maine Nonprofit Corporation Act, Title 13-B of the Maine Revised Statutes, as then in effect (the "Corporation Act" or the "Act"), provided that no part of the net earnings of the Council shall inure to the benefit of any member, director, or officer of the Council, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Council in carrying out one or more of its purposes).

3. Tax-Exempt Status. It is intended that the Council shall have and continue to have the status of a corporation which is exempt from federal income tax under Section 501(a) of the Code, as an organization described in Section 501(c)(6) of the Code. The Council's Articles of Incorporation (the "Articles") and these Bylaws shall be construed accordingly, and all powers and activities shall be limited accordingly.

Article 2.

Offices

The registered office of the Council shall be located at the office of the Kittery Water District~~Biddeford-Saco Water Company~~, 17 State Road~~181 Elm St.~~, Kittery ~~Biddeford~~, Maine, 0390405, or at such other address as the registered agent of the Council shall maintain. The Council also may have offices at such other places as the Council's Board of Directors (the "Board") may designate.

Article 3.

Membership

1. Members; Qualifications. The Council shall have two classes of members, designated Full Members and Associate Members, respectively (collectively, "Members"). Full Members shall consist of water utilities with a common business interest the promotion of which is the Council's primary purpose, who, upon filing an application for membership with the Council and acceptance by an affirmative vote of two-thirds (2/3) of the Board, shall have paid such membership fees, dues, and assessments as the Board may from time to time determine, and who shall meet the following additional qualifications, by class:

(a) Subject to the approval by the governing body of each entity of its membership in the Council, the initial Full Members shall consist of the Portland Water District; the Biddeford Saco Division of Maine Water Company; the Kennebunk, Kennebunkport and Wells Water District; the Sanford Water District; the York Water District; the South Berwick Water District; and the Kittery Water District. Additional water utilities having more than 3,300 customers, calculated on the basis of the State of Maine's (the "State") Drinking Water Program standard of 2.5 customers per residential service connection (*i.e.*, those classified as "Medium Water Systems" by the United States Environmental Protection Agency), and who otherwise meet the qualifications set forth in the preceding paragraph, may become Full Members with the approval of two-thirds (2/3) of the Board.

(b) Associate Members shall consist of water utilities having fewer than 3,300 customers, calculated on the basis of the State's Drinking Water Program standard of 2.5 customers per residential service connection and~~, or~~ wastewater utilities serving any municipality that is served by a Full Member and on a case by case basis, with the approval of two-thirds (2/3) of the Board~~as approved by the Board~~, wastewater utilities serving areas outside that of Full Members~~.~~.

(c)The Members shall be expected to support and participate in the activities of the Council as directed by the Board.

2. Powers.

(a) Full Members. Each Full Member shall have the right to elect one (1) director to the Board. Other than the right to elect directors and to amend these Bylaws in accordance with the provisions of the Articles or these Bylaws, Full Members shall have no authority to manage or direct the affairs and activities of the Council.

(b) Associate Members. Associate Members shall have no authority to manage or direct the affairs and activities of the Council. Associate Members may choose to participate in planning, purchasing, and other programs and activities of the Council, and will be responsible for their respective shares of the costs of such programs, as determined by the Board. No Associate Member shall be required to pay for programs to which that Associate Member has objected in writing or on the record of a meeting of the Members or Board; provided, however, that no Associate Member shall be permitted to benefit directly from a program in which it refuses to participate.

3. Meetings; Notice. An annual meeting of the Full Members shall be held each year at such place, date, and hour as the Board may determine, in order that the Full members may elect members of the Board pursuant to Article 3, Section 2(a) and in order to conduct any other business which may lawfully come before such meeting. Special meetings of the Full Members may be called by the Board, and shall be called by the Board upon the written request of two (2) Full Members in good standing. Notice of the place, date, and hour of each meeting shall be sent, by mail or e-mail, to each Full Member at the address as it appears on the records of the Council for that Member, at least ~~fourteen (14)~~ seven (7) calendar days before the meeting. Except as otherwise expressly required by the Act, the Articles, or these Bylaws, notices of meetings need not describe the purposes of, or business to be transacted at, the meeting. Notice of any meeting of the Full Members need not be given to any Full Member who is present at such meeting or who signs a written waiver of notice, either before or after the meeting. Notice of adjournment of any meeting for less than thirty (30) days need not be given if the time and place to which it is adjourned are fixed and announced at such meeting. Notwithstanding any provision of these Bylaws, defects in the calling or notice of a meeting of Full Members shall be deemed waived to the extent provided by the Act.

4. Quorum; Voting. At each meeting of the Full Members, fifty percent (50%) of the Full Members in good standing and present in person shall constitute a quorum for the transaction of business. Except as otherwise provided by the Corporation Act, the Articles, or these Bylaws, each Full Member shall have one (1) vote, and the vote of two-thirds (2/3) of the Full Members present shall constitute an act of the Members.

5. Consent of Members. Any action required or permitted to be taken at a meeting of the Full Members may be taken without a meeting if written consents, setting forth the action taken, are signed (at any time before or after the intended effective date of such action) on behalf of all Full Members entitled to vote on such matter. Such consents shall be filed with the Secretary as part of the corporate records. For purposes of this section, an e-mail message sent by a duly-authorized representative of a Full

Member in a manner evidencing an intention to consent to a given action may be deemed the signed written consent of that Full Member whenever authorized by the President or the Board.

Article 4.

Board of Directors

1. General Powers. The Board of Directors shall manage the affairs of the Council.

2. Number. The number of directors constituting the Board shall be no fewer than three (3) and no more than eleven (11), except as the Articles may otherwise provide.

3. Qualifications. Notwithstanding anything to the contrary herein, at no time shall more than forty-nine percent (49%) of the directors be financially interested, as defined in the Act.

4. Election and Term. Each Full Member shall annually elect one (1) director through its own process, ~~prior to the Annual Meeting~~ who shall serve until replaced by said Full member. Every Full Member shall inform the Secretary of the Council of the name, mailing address, telephone number, and e-mail address of its current director. Each director shall hold office until the expiration of the term for which he or she is elected and until his or her successor has been elected and qualified, or until his or her earlier resignation, removal from office, death, or incapacity.

5. Vacancies. Any vacancy in the Board may be filled by the Full Member entitled to elect that director. Any director elected to fill any vacancy shall serve ~~be elected~~ for the unexpired term of his or her predecessor.

6. Removal. Any director may be removed, with or without cause, by the Full Member entitled to elect that director.

7. Resignation. Any director may resign at any time by giving written notice to the President. Such resignation shall take effect on the date of receipt or at any later time specified therein, and the acceptance of such resignation shall not be necessary to make it effective.

8. Meetings; Notice. Meetings of the Board will be conducted pursuant to such procedural rules as the directors choose to adopt; provided, however, that notice of the place, date, and hour of each meeting (a) shall be mailed or e-mailed to each director and duly authorized representative of an Associate Member (the "Associate Member Representative"), addressed to his, her, or its residence, usual place of business, or e-mail address as it appears on the records of the Council for that director or Associate Member Representative, or (b) shall have been sent to him, her, or it at such place by telegram or

cable, or received by him, her, or it in person or by telephone or fax, at least seven (7) calendar days before the meeting. Each notice shall be accompanied by an agenda, as described in subsection (h), below. Public notice of Board meetings is not required, except as otherwise may be required by law; provided, however, that the Board may elect to provide public notice prior to a meeting. Meetings of the Board shall be open to the public only to the extent required by law, unless the Board elects to hold meetings that are open to the public. Nothing in these Bylaws shall restrict the ability of the Board to conduct portions of meetings in executive session where deemed necessary by the Board or otherwise permitted by law. Associate Member Representatives may attend Board meetings as non-voting participants. Individuals other than directors may attend and participate in meetings of the Board, but only with the permission of a director. Notice of any meeting of the Board need not be given to any director or Associate Member Representative who is present at such meeting or who signs a written waiver of notice, either before or after the meeting. Notice of adjournment of any meeting need not be given if the time and place to which it is adjourned are fixed and announced at such meeting. Notwithstanding any provision of these Bylaws, defects in the calling or notice of a meeting of directors shall be deemed waived to the extent provided by the Act.

(a) Annual Meeting. An annual meeting of the Board shall be held each year at such location, date, and time as the directors may determine.

(b) Regular Meetings. The directors may schedule regular meetings at such locations, dates, and times as they agree.

(c) Special Meetings. Special meetings of the Board may be held at any reasonable time and location, and may be called by any one (1) or more directors.

(d) Quorum. A majority of the directors then in office must be present or available by telephone at a meeting of the Board to constitute a quorum.

(e) Power to Vote. Except as otherwise provided by the Act, the Articles, or these Bylaws, each director shall have one (1) vote, and the affirmative vote of two-thirds (2/3) of the directors present shall constitute the act of the Board. A director~~The Board Member~~ may choose to remove him or herself as a Board Member for a specific meeting and appoint a new board member for the purpose~~s~~ of attending that meeting.

(f) Minutes. Minutes of all actions of the Board shall be kept by the Secretary or, in the absence of the Secretary, another person designated by the President. Directors will vote to accept the minutes of their previous meeting as part of the business of the next subsequent meeting, and such minutes shall be filed with the Secretary as part of the corporate records.

(g) Committees. The directors may designate committees to advise and assist the Board with respect to the business of the Council on an as-needed basis. Committees may include any director or other individual designated by the Board. Committees shall keep minutes of their meetings, which minutes shall be presented to the

Board when so requested. The Board shall not be bound by the actions of any such committee.

(h) Agenda. At any meeting of the Board, directors may take action only on matters identified in the agenda accompanying the notice of such meeting; provided, however, that other matters may be considered by the Board if all of the directors are present or available at the meeting and no director objects to consideration of such matter.

(i) Directors' Compensation. The directors shall not receive any stated salary for their services as such, but by resolution of the Board, a reimbursement of expenses may be allowed for services rendered to the Council, including attendance at corporate meetings.

(j) Telephonic Meetings. Members of the Board or any committee thereof may participate in a meeting of the Board or such committee by means of a conference telephone, video conferencing, or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

(k) Consent of Directors. Any action required or permitted to be taken at a meeting of the Board or of any committee thereof may be taken without a meeting if written consents, setting forth the action taken, are signed (at any time before or after the intended effective date of such action) by all members of the Board or committee, as the case may be. Such consents shall be filed with the Secretary as part of the corporate records. For purposes of this section, an e-mail message sent by an individual director in a manner evidencing an intention to consent to a given action may be deemed the signed written consent of that director whenever authorized by the President or the Board.

Article 5.

Officers

1. Principal Officers. The principal officers of the Council shall be a President, one or more Vice Presidents, a Treasurer, and a Secretary, which such officers must be members of the Board. Except for the offices of Treasurer and Secretary, which may be occupied by the same person, a single person shall not hold more than one office at any one time.

2. Election of Officers. Officers shall be elected by a simple majority vote of the Board each year at its annual meeting.

3. Additional Officers. By simple majority vote of the directors at any meeting, the directors may elect such other officers, and appoint such agents and employees, as the directors deem necessary to carry out the business of the Council.

4. Duties.

(a) President. The President shall preside at meetings of the Board and shall be the chief executive officer of the Council. The President shall have general authority to manage the affairs of the Council, subject to the approval of the directors.

(b) Vice President. The Vice President shall perform the duties of the President in the absence of the President, and shall perform such other duties as the directors may from time to time prescribe.

(c) Treasurer. The Treasurer shall have charge of, and be responsible for, all funds and securities of the Council, shall maintain full and accurate accounts of the Council's disbursements and receipts, shall report to the Board from time to time on the financial condition of the Council, and shall otherwise exercise the powers and perform the duties incident to the office of Treasurer. The Treasurer may certify or attest documents executed on behalf of the Council.

(d) Secretary. The Secretary shall attend meetings of the Board and record its proceedings. He or she may give, or cause to be given, notice of all meetings of directors of the Council. The Secretary shall keep records of all meetings of the Board and committees thereof. The Secretary may certify all votes, resolutions, and actions of the Board, and committees of the Board, and may attest all documents executed on behalf of the Council.

5. Resignation and Removal.

(a) Resignation. Any officer may resign at any time by delivering written notice to the President. Unless otherwise designated in the notice, such resignation shall take effect on the date of receipt or at any later time specified therein, and the acceptance of such resignation shall not be necessary to make it effective.

(b) Removal. Any officer may be removed at any time by a simple majority vote of the Board of Directors. Removal from office, however effected, shall not prejudice the contract rights, if any, of the officer removed, nor shall election or appointment of an officer of itself create contract rights.

6. Term of Service. Officers shall hold office until the next annual meeting of the Board and until their successors are elected and qualified, or until their earlier resignation or removal from office. There are no limits on the number of terms an officer may serve.

7. Vacancies. Any vacancy in an officer position shall be filled for the remainder of the term by simple majority vote of the Board at its next meeting.

8. Compensation. The Board or a duly authorized committee thereof may fix the compensation of the President, if any. The compensation of all other officers and

employees of the Council, if any, shall be fixed by the President, subject to the Board's power to approve the annual budget.

9. Registered Agent. The Council shall have and continuously maintain a registered agent, who shall be a resident of the State whose business office is identical to the registered office, or a domestic corporation (or foreign corporation authorized to transact business in the State) whose business office is identical to the registered office, and who shall not be deemed an officer of the Council. The position of registered agent shall be ministerial in nature, and the registered agent, in his or her capacity as such, shall have no authority to engage in any policy-making function on behalf of the Council, or to enter into contracts or incur debts on behalf of the Council. The Council Secretary (or Secretary/Treasurer if a combined position) shall be Registered Agent (their corresponding address to be the Council Registered Address) unless the position of Secretary is vacant, in which case the agent shall~~will~~ be the current President. The registered agent may, but need not, hold another position as an officer of the Council. The Secretary of the Council shall be responsible for maintaining the filings in the Maine Secretary of State's office reflecting the then current identity of the Registered Agent and registered office of the Council.

Article 6.

Fiscal Management

1. Fiscal Year. The directors shall fix the fiscal year of the Council from time to time, subject to applicable law.

2. Deposits. The Council's funds shall be deposited to its credit in such banks, trust companies, and other depositories as the directors designate, subject to applicable law. Unless otherwise expressly provided by any resolution of the Board, the Treasurer is authorized to open, close, and maintain deposit, checking, money market, and similar accounts; to purchase and sell certificates of deposit and similar instruments on behalf of the Corporation; and to accept and endorse for deposit all notes, drafts, checks, and other instruments payable to the Council.

3. Checks. The President, Treasurer, or such other person that the directors designate, is authorized to execute all checks and orders for the payment of money on behalf of the Council. The Board may require counter-signature or make such other special rules and regulations with respect to such activities as it deems expedient.

4. Execution of Documents. All contracts, bills, notes, deeds, mortgages, bills of sale, and other instruments, other than checks or orders for the payment of money, may be executed and delivered on behalf of the Council, by the President or such other person designated by the Board; provided, however, that prior Board approval shall be required for the execution and delivery of instruments involving any commitment by the Council valued at more than five thousand dollars ($5,000).

5. Dissolution of the Council. The Council shall be dissolved if a simple majority of the Board votes to terminate its operations. The Council shall also be dissolved, if otherwise required by law, if the Board fails to agree on the appointment of a registered agent**.**

6. Distribution on Dissolution. Upon the dissolution of the Council or the termination of its activities, no member, director, or officer of the Council, or any private individual, shall be entitled to share in the distribution of any of the corporate assets, and the assets of the Council remaining after the payment of all its liabilities shall be distributed exclusively to (a) one or more organizations that are then exempt from federal income taxation under Section 501(a) of the Code or (b), to the extent that such assets are not distributed in accordance with subsection (a), above, to one or more otherwise eligible organizations specified by the Board.

Article 7.

Amendments

These Bylaws may be amended or repealed, and new Bylaws may be adopted, by the affirmative vote of two-thirds (2/3) of the Full Members. For any meeting at which Bylaws are to be adopted, amended, or repealed, specific notice of such proposed action shall be given, setting out the text of the proposed new or amended Bylaw or Bylaw to be repealed, and summarizing the changes to be effected by such adoption, amendment, or repeal.

Article 8.

Interpretation; Conflict

Headings and captions used herein are inserted for convenience only and shall not be used to construe the scope or content of any provision. In the event there is conflict between these Bylaws and any Maine or federal statute, the statute shall control. In the case of any conflict between the provisions of the Articles and these Bylaws, the Articles shall control. In the case of any ambiguity or other question concerning interpretation of these Bylaws, the good faith interpretation of the Board, acting by the affirmative vote of a majority of the directors then in office, shall be binding on the Council for all purposes.

Article 9.

Indemnification

1. Mandatory Indemnification of Directors and Officers. Except to the extent expressly prohibited by law or by the Articles or these Bylaws, the Council shall in all cases indemnify any existing or former director or officer of the Council who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or other proceeding, whether civil, criminal, administrative, or investigative, by

reason of the fact that he or she is or was a director, officer, employee, or agent of the Council or is or was serving at the request of the Board as a director, officer, trustee, partner, manager, fiduciary, employee, or agent of another corporation, partnership, limited liability company, joint venture, trust, pension or employee benefit plan, or other enterprise, or by reason of his or her conduct in any such capacity, against expenses (including, without limitation, costs of investigation and attorneys' fees, judgments, fines, penalties, and amounts paid in settlement) actually and reasonably incurred by him or her in connection with such action, suit, or proceeding; provided, however, that indemnification shall not be mandatory in respect of (a) any action or claim by such person against the Council, or against one or more directors or officers of the Council in their capacities as such, or (b) any action or claim by or in the right of the Council against such person if such action or claim was approved, prior to the filing thereof, by the affirmative vote of at least two-thirds (2/3) of the directors of the Council then in office.

2. Discretionary Indemnification. Except to the extent that indemnification is mandatory under Section 1, above, the Council may, but shall not be required to, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending, or completed action, suit, or other proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a director, officer, employee, or agent of the Council or is or was serving at the request of the Council as a director, officer, trustee, employee, partner, manager, fiduciary, or agent of another corporation, partnership, limited liability company, joint venture, trust, pension or other employee benefit plan, or other enterprise, or by reason of his or her conduct in any such capacity, against expenses (including, without limitation, costs of investigation and attorneys' fees, judgments, fines, penalties, and amounts paid in settlement) actually and reasonably incurred by him or her in connection with such action, suit, or proceeding. Such indemnification shall be subject to any restrictions imposed by applicable law or by the Board in its discretion.

3. Indemnification Not Permitted. The Council shall not indemnify a person under this Article if he or she breached his or her duty to act in good faith and in a manner believed to be in or not opposed to the best interests of the Council; or, in the case of any criminal proceedings, if the person had reasonable cause to believe his or her conduct was unlawful. Likewise, the Council shall not indemnify a person under this Article in connection with a proceeding by or in the right of the Council in which that person was or is adjudged liable to the Council, or in connection with any other proceeding charging improper personal benefit to that person, whether or not involving action in that person's official capacity, in which that person was adjudged liable on the basis that personal benefit was improperly received by that person.

4. Advance Payment of Expenses.

(a) With respect to any claim for which indemnification is mandatory under Section 1 or permissible under Section 2 above, all expenses reasonably incurred by any existing or former director or officer in connection with such claim may, in the

discretion of the Board be paid by the Council in advance of the final disposition of the action, suit, or proceeding in which such claim is asserted or threatened.

(b) Notwithstanding paragraph (a) of this Section, no advance payment of expenses shall be made hereunder unless the Council shall be in receipt of:

(i) A written undertaking by or on behalf of the indemnified person to repay that amount if such person is finally adjudicated not to be entitled to indemnification by the Council; and

(ii) A written affirmation by the indemnified person that he or she (a) acted honestly and in the reasonable belief that his or her action was in or not opposed to the best interests of the Council or its members and (b), with respect to any criminal action or proceeding, that he or she did not have reasonable cause to believe that his or her conduct was unlawful.

The undertaking required by clause (i) of this paragraph (b) shall be an unlimited general obligation of the person seeking the advance, but (except to the extent otherwise provided by the Board pursuant to this paragraph) shall not be secured and shall be accepted without reference to financial ability to make the repayment.

5. Nonexclusive Remedy; Benefit. The rights provided by this Article shall not be deemed exclusive of any other right of indemnification or payment provided by contract, the Articles, vote of directors, or otherwise. Any right of indemnity or payment arising under this Article shall continue as to a person who has ceased to hold the office or position in which such right arose; shall inure to the benefit of his or her heirs, executors, and administrators; and shall survive any subsequent amendment of this Article.

6. Insurance. The Council may purchase and maintain insurance on behalf of itself and any person who is or was a director, officer, employee, or agent of the Council, or is or was serving at the request of the Council as a director, officer, trustee, partner, manager, fiduciary, employee, or agent of another corporation, partnership, limited liability company, joint venture, trust, pension or other employee benefit plan, or other enterprise, against any liability asserted against such person and incurred by him or her in any such capacity, or arising out of his status as such, whether or not the Council would have the power to indemnify such person against such liability under the Corporation Act.

Article 10.

Expenses

1. Operating Budget and Assessments. The Board shall adopt an annual budget for the Council each year at its annual meeting. The Members shall be assessed annual fees and dues to cover the Council's budgeted operating expenses. Additional

assessments may be made from time to time, subject to Board approval, to cover unforeseen expenses or special programs. Once invoiced, all assessments shall be due and payable to the Treasurer within thirty (30) days.

2. Expense Allocation. Unless otherwise directed by the Board, Members will bear equally the costs of Board-approved programs; provided, however, that, in the event than an Associate Member elects not to participate in a program of the Council pursuant to Section 2(b) of Article 3 above, dues, fees, and assessments payable by such Associate Member shall be reduced by an amount comparable to the portion of the cost of such program which otherwise would be allocated to the Associate Member, as determined by the Board. Any special projects or joint ventures benefiting a limited number of Members will be conducted by such Member or Members through separate legal entities to be organized by them, or by contract. Expenses relating to such projects or ventures will be paid for by such Member or Members through such entities and/or in accordance with the terms of any applicable contracts or governance documents.

Article 11.

Resignation or Suspension of a Member Utility

1. Resignation of a Member. Any Member may resign from the Council at any time by submitting written notice to the other Members. A Member's resignation does not relieve the Member of its obligation to pay fees, dues, and assessments due and payable prior to the effective time of the Member's resignation.

2. Suspension of a Member Utility. Any Member who fails to meet the qualifications set forth in Article 3, Section 1 of these Bylaws shall be automatically suspended. In addition, a Member may be suspended from the Council for good cause upon the affirmative vote of the Board. Good cause shall include, but not be limited to, the Member's insolvency or taking of actions that are materially adverse to the interests of other Members. Suspension of a Member does not relieve the Member of its obligation to pay fees, dues, and assessments due and payable prior to the effective time of the Member's suspension. Upon meeting the qualifications set forth in Article 3, Section 1, and such other requirements as the Board may impose, a suspended Member may be reinstated upon its own request subject to the affirmative vote of the Board.

Article 12.

Conflict or Duality of Interest

1. Statement of Potential Conflicts. Prior to taking his or her position on the Board, and annually thereafter, each director shall submit in writing to the President of the Council a list of all businesses and other organizations of which he or she is an officer, director, trustee, member, owner (either as a sole proprietor or a partner), a shareholder, employee, or agent with which the Council has, or might be expected to have, a relationship or a transaction in which the director might have a conflicting

interest. Each written statement will be resubmitted with any necessary changes annually. The President and the Board shall become familiar with the statements of all directors in order to guide the conduct of the Board should such a conflict arise.

2. Approval of Services from Directors. While serving on the Board, and in the absence of express Board approval, a director may not in his or her individual capacity provide services directly to or on behalf of the Council.

3. Effect of Conflict. The directors of the Council may be interested, directly or indirectly, in any contract, transaction, or act relating to or incidental to the operations conducted by the Council, and may freely make contracts, enter into transactions, or otherwise act for or on behalf of the Council in such matters; provided that (a) the direct or indirect interest of the director in the proposed contract, transaction, or act shall first be disclosed to and approved by the Board, (b) any director directly or indirectly interested in the contract, transaction, or act shall refrain from participating in the selection, awarding, or administering of their own contract, and (c) no contract, transaction, or act shall be entered into or taken on behalf of the Council if such contract, transaction, or act would jeopardize the Council's tax-exempt status under Section 501(c)(6) of the Code. An interested director, however, may be counted in determining the presence of a quorum at the meeting if the Board proceeds in authorizing, approving, or ratifying a transaction consistent with the requirements specified herein.

Article 13.

Facsimile Signatures

Facsimile, conformed, or electronic signatures of any officer of the Council may be used whenever authorized by the Board or President. The Council may rely upon the facsimile, conformed, or electronic signature of any person if delivered by or on behalf of such person in a manner evidencing an intention to permit such reliance. A document delivered by e-mail, fax, or other means of electronic transmission shall be deemed, upon receipt by the Council, in legible form, to constitute a writing even if not reproduced in paper form. Any such electronic transmission sent by a director in a manner evidencing an intention to consent to a given action shall be deemed to be signed if such transmission sets forth, or is delivered with, information by which the Council can in good faith determine that the transmission is sent by such person or by an agent authorized to deliver such consent for such person.

JCOHEN MEMO 092705

Bob, please find attached a clean and redlined set of bylaws showing amendments from the draft the Council discussed on Friday, September 23.

The changes are summarized below:

1. Article 1, Section 1: amend purpose to "return to" prior language as agreed on Friday.
2. Article 3, Section 1(b): the final sentence is taken directly from the articles and is consistent with Sec. 501(c)(6) of the IRS Code. No change made in this draft.
3. Article 3, Section 2: word "elect" is maintained as it tracks, verbatim, Maine's nonprofit corporation laws. Word "appoint" is removed from by-laws to ensure consistency.
4. Article 3, Section 5: modification to ensure consistency with Section 1, which provides that a Full Member elects one director. Under Maine law, corporations are required to hold an annual meeting for the purpose of electing directors. The amended language in this section "finesses" this point by calling for an annual meeting, but cross referencing the section calling for Full Members to elect one director (i.e. there is no requirement of a vote of ALL the members in order to elect a single director).
5. Article 4, Section 4: our corporate lawyers are very clear that "alternates" are not allowed. That said, the by-laws permit a Full Member to authorize a specific person to select a board member (who could be the same person), and that person could later remove him or herself as a board member for a specific meeting and appoint a new board member for purposes of attending that meeting. In this case, the replacement would actually be a board member, not an alternate. But the effect is the same.
6. Article 6: Maine law does not require that the by-laws call for an annual audit or financial report, so we did not include such language in the by-laws per our discussion on Friday.
7. Article 11, Section 1: the word "accrued" was replaced with "due and payable" to ensure that a resigning member is not responsible for future assessments that have not been invoiced (see Article 10, Section 1, last sentence).

With these modifications (plus the correction of several typos), we believe that the draft by-laws are consistent with direction received from the Council last week. Obviously, please let us know if you would like additional information or if you have questions.

Thanks.

Jim

James I. Cohen, Esq.
Verrill Dana, LLP
(207) 774-4000

Portland Water District
From Sebago Lake To Casco Bay

BOARD OF TRUSTEES / AGENDA ITEM SUMMARY

Agenda Item:	7L Resolution 18-020
Date of Meeting:	December 17, 2018
Subject:	Board's Meeting Schedule for 2019
Presented By:	Carrie Lewis, General Manager

The amended Board of Trustees' 2019 meeting schedule is attached for approval:

RESOLVED, to amend the Board of Trustees' meeting schedule for 2019.

Portland Water District
Board of Trustees' 2019 Meeting Schedule

Month	Day	Meeting	Time
January	14	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	28	Regular Meeting	6:00 p.m.
February	11	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	25	Regular Meeting	6:00 p.m.
March	11	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	25	Regular Meeting	6:00 p.m.
April	8	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	22	Regular Meeting	6:00 p.m.
May	13	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	(Tues.) 28	Regular Meeting	6:00 p.m.
June	17	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	24	Regular Meeting	6:00 p.m.
July	8	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	22	Regular Meeting	6:00 p.m.
August	12	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	26	Regular Meeting	6:00 p.m.
September	9	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	16	Regular Meeting	6:00 p.m.
October	(Tues.) 15	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	28	Regular Meeting	6:00 p.m.
November	(Tues.) 12	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	25	Regular Meeting	6:00 p.m.
December	9	Standing Committees	5:30 p.m.
		Workshop	6:30 p.m.
	16~~23~~	Regular Meeting	6:00 p.m.

Industry Conferences:	AWWA	June 9-12	Denver, Colorado
	WEFTEC	Sept. 21 – Sept. 25	Chicago, Illinois