



REGULAR MEETING
711 West Main Street, Festus, MO 63028

Meeting Minutes

Thursday, February 21, 2019

CALL TO ORDER: By Tim Montgomery at 10:01 am

ROLL CALL:

Members Present: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson
Absent: Jim Kasten
Also Present: Plant Manager, Jamie Aubuchon & Michelle Guidicy

APPROVAL OF MINUTES:

Move for Approval: Matt Clemens made motion to approve minutes for 1/17/19 meeting.
Second: Mark Johnson
Ayes: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson
Absent: Jim Kasten

APPROVAL OF BILLS:

Bills were reported in the amount of \$803,950.54 (\$594,000 Investment Purchases & \$209,950.54 Operating Expenses & Debt Service Payment).

Move for Approval: Matt Clemens made motion to approve bills in the amount of \$803,950.54.
Second: Terry Thomas
Ayes: Tim Montgomery, Matt Clemens, Terry Thomas, Gary Underwood, and Mark Johnson
Nays: None
Absent: Jim Kasten

UNFINISHED BUSINESS: N/A

NEW BUSINESS:

CL2 Building Feed Equipment Quotes:

Tim Montgomery questioned Aubuchon if JCWA has used Brooks & Associates equipment in the past. Aubuchon stated that they have used their equipment and in fact the original equipment is from Brooks & Associates. Matt Clemens stated all vendors used the same equipment specs when quoting.



Move for Approval: Mark Johnson made motion to approve the purchase of CL2 Building Feed Equipment from Brooks & Associates in the amount of \$7,934.00.

Second: Matt Clemens

Ayes: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson

Nays: None

Absent: Jim Kasten

Roof Drain Repair Quotes:

Jamie Aubuchon went over quotes to repair the roof drain guttering to be secured and recommended Maxim Construction who is the same company who installed the dust collector. Montgomery stated that the quotes do not include taking down the scaffolding and asked Jamie to be extremely careful when taking it down.

Move for Approval: Matt Clemens made motion to accept quote in the amount of \$6,314 from Maxim Construction to repair roof drain.

Second: Gary Underwood

Ayes: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson

Nays: None

Absent: Jim Kasten

Investment of Funds:

Guidicy went over staff report regarding the maturity of two CD's that matured from Commerce Bank that totaled \$498,000. These funds were re-invested in CD's with Midwest Regional Bank in increments of \$99,000 for a total of (5) at 3.35% for 19 months and (1) at 3.10% for 13 months. Guidicy also explained that she will be going out on FMLA on March 13th and has another CD maturing on 3/1/19 and would like to re-invest these funds with Midwest Regional for the same interest rate. The investment that will be maturing while Guidicy is out on FMLA on 3/22/19 will be cashed in and not re-invested until she returns back to work. Board of Director's did not have an issue with Guidicy investing the funds with Midwest Regional when the investment matures on 3/1/19. Guidicy stated she will show verification with the next board packet for their review.

Audited Financial Statements:

Guidicy went over staff report regarding JCWA's year-end audit and entertained questions from the Directors. During this review, the Director's did not have any questions.

Bond Compliance Review:

Guidicy explained that at the end of each fiscal year, the board and staff should review bond requirements to make sure they have met all requirements such as; financial report completed by February 28th, 110% debt service coverage, depreciation and replacement account deposits, individual insurance compliance report, etc. Guidicy explained that the only thing that still needs is the insurance consultant report from Custom Insurance, which should be completed by the end of this month.



Move for Approval: Mark Johnson made motion to allow Tim Montgomery to sign letter certifying JCWA is in compliance with Bond Documents.
Second: Matt Clemens
Ayes: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson
Nays: None
Absent: Jim Kasten

Closed Session:

Notice is hereby given that the JCWA Board of Directors will go into closed session pursuant to Missouri Law for the purpose of dealing with matters relating to the following: (1) Personnel Issues (RSMO 610.021 3)

Motion to Close: Matt Clemens made motion to go into closed session pursuant to Personnel Issues dealing with matters relating to Personnel Issues (RSMO 610.021 3).
Seconded: Gary Underwood
Ayes: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson
Nays: None
Absent: Jim Kasten

Adjourn Closed Session & Open Regular Meeting:

Motion to Close/Open: Terry Thomas made motion to adjourn closed session and re-open regular meeting.
Seconded: Mark Johnson
Ayes: Terry Thomas, Gary Underwood, Tim Montgomery, Matt Clemens, and Mark Johnson
Nays: None
Absent: Jim Kasten

REPORTS:

Treasurer Report for period ending 1/31/19 (Informational Only)

Plant Manager Report (few highlights – See Board Report for further detail):

- **Chlorine Building Project Update:** Aubuchon talked about a new window being put in between separation and building frame. Hudson Glass will build and JCWA employees will install. Montgomery stated that after speaking with employees they were happy with it.
- **Slurry Pump:** Aubuchon went over the lime slurry pump #2 that had failed and at some point down the road would like to purchase a better pump since the costs of rebuilding each year is getting costly.



Board of Directors:

Gary Underwood – None

Mark Johnson - Johnson suggested placing an ad for an “A” license to see if JCWA would be better off getting someone with the certification for the 7th employee instead of hiring someone with no experience. The board agreed to place the ad for a “A” License certification to see if we could find someone.

Terry Thomas – None

Jim Kasten – N/A

Tim Montgomery – Montgomery addressed the board about reaching out to Alliance to get some kind of idea on what it would cost to contract services out especially with the on-going issues with keeping employees. He especially does not want to see any of the current employees dropped down in benefits and asked the board if it would be worth talking with them to say hey we did look into contracting services out and it just was not feasible for us. The board did not have an issue with reaching out to them to see what they would quote us.

Matt Clemens - None

ADJOURN:

Terry Thomas made motion to adjourn meeting, seconded by Mark Johnson, motion carried unanimously.

These minutes were approved this _____ day of _____, 2019

Tim Montgomery, President

Attest:

Morgan Maupin, Secretary

Michelle Guidicy, Treasuer



Internal Control Review (Gary Underwood & Mark Johnson):

Prior to internal control meeting, Director Underwood and Director Johnson were both given a folder that included the internal control policy with recommended revisions, copies of all bank statements for fiscal year 2017-2018, accounts payable check register, journal entries, payroll check register, Home Depot Credit Card Invoice Listing, and Credit Card Invoice Listing were given to each director. Each director reviewed policy and recommendations and marked items they wanted pulled for further review. After meeting adjourned, Director Underwood and Director Johnson both were given the opportunity to inspect documents they requested to be available for review. It was briefly discussed with the plant manager about getting a tool crib from Director Underwood for their power tools and suggested a sign-in and sign-out sheet. Jamie did not think that was necessary since there are only seven employees and felt that he had good controls over tools and equipment. I suggested that the Directors could periodically stop by unannounced to verify selected tools for verification. Guidicy asked if the tag numbers were located on the asset and Jamie Aubuchon indicated not really because they come off over time. She expressed that it is important to be able to identify the tools with at least a serial number or attempt to tag the asset even though it might wear off or come off. Guidicy suggested purchasing better asset labels.