

TRANSMITTAL MEMO

TO: MISSISQUOI BASIN WATER QUALITY COUNCIL (BWQC)
FR: MISSISQUOI BASIN CLEAN WATER SERVICE PROVIDER (CWSP) STAFF
RE: MATERIALS FOR MEETING ON 9/6/23 MEETING
DA: 8/31/23

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Greetings, Missisquoi BWQC members and others. The next meeting will take place two days after Labor Day, on September 6. Please let me know if you have any questions regarding the agenda or the meeting.

1. Conflict of interest disclosures, if any

This is a new recurring agenda item that will provide BWQC members and others opportunity to note any possible conflicts of interest regarding agenda items. As mentioned previously, I have worked with board and committee members in the past whose agendas included such an item. Because the agenda does not include discussion of any specific projects, I do not anticipate any disclosures.

2. Seating of any new representatives or alternates

This is a standard agenda item that allows BWQC members to acknowledge new representatives or alternates.

3. Karen Bates Presentations

Basin Planner Karen Bates has offered to lead a presentation with the working title (given by me) "An Overview of the Assessment Tools that Identify Projects, including goals and how they were created to address objectives." As part of her presentation Karen will offer her thoughts on the strengths and weaknesses of various tools.

4. Solicitation Schedule

The next call for projects will be issued September 13 with a prioritization occurring on or about November 1. The time of future rounds will be the subject of further discussion at the meeting.

5. Overview of Contracting requirements

CWSP staff is not keen to subject BWQC members to a presentation on contracting requirements associated with use of Act 76 funds. But, in light of language included in certain draft DEC guidance documents (as well as language found in our own contracts with the State of Vermont), we have concluded it would be a good idea. We will do our best to make the agenda item informative and interesting.

6. Updates/other

This time will be available for discussion of updates on: a) the CWSP's Year 1 Annual report; b) DEC Guidance chapters 5 and 9; and c) Project Status Grid. Additional details will be provided before the meeting, and if you would like to mention any of your own please let us know.

Thanks to all who participate.

AGENDA

Missisquoi Basin Water Quality Council (BWQC)

Thursday, September 6, 2023

11:00 AM-1:00 PM

Remote meeting via Zoom

(Zoom details below)

1. Welcome and Introductions
2. Meeting protocols
3. Conflict of interest declarations, if any
4. Review/adjust and approve agenda
5. Approval of Minutes
6. Public comment not related to items on agenda
7. Seating of any new reps or alternate(s) (if required)
8. Karen Bates presentation
9. Solicitation Schedule
10. Overview of contracting requirements
11. Updates and Conclusion

Join Zoom Meeting

<https://us02web.zoom.us/j/83143418116?pwd=WDdHQklhVkpHNmRiSUxsSjZpd0dOZz09>

Meeting ID: 831 4341 8116

Passcode: 237362

Dial by your location

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**Missisquoi Basin Water Quality Council (BWQC) Special Meeting
DRAFT MINUTES**

Wednesday, July 12th, 2023, 11-1 PM

Virtual Meeting/Held Via Zoom* (computer/smartphone/tablet etc.)

<https://www.youtube.com/watch?v=4RY6VSpjjWU>

**A VIDEO RECORDING OF THE MEETING IS AVAILABLE THROUGH THE NRPC
YOUTUBE CHANNEL.**

**THE WRITTEN MINUTES ARE A SYNOPSIS OF THE DISCUSSION AT THE
MEETING. MOTIONS ARE AS STATED. MINUTES WILL BE SUBJECT TO
CORRECTION BY THE COUNCIL. CHANGES, IF ANY, WILL BE RECORDED IN
THE MINUTES OF THE NEXT MEETING OF THE COUNCIL**

Council Members: Kent Henderson (Q), Dan Seeley (Q), Allaire Diamond (Q joined at 11:23am), David Allerton (Q), Beth Torpey (Q), Sarah Damsell (Q), Jacques Couture (Entered at 11:30am), Tom Briseldon, Lindsey Wight (Q), Ellen Fox., Dave Allerton (Q), Lauren Weston (Q), (Q=toward quorum).

Staff: Dean Pierce, Dea Devlin, Maddie Yandow

Voting Members not present: Barry Lampke. Sarah Downes (Q), Ted Sedell (Q),

1. Welcome and Introduction

Lauren Weston opened the meeting as BWQC Chair at 11:03am. Everyone on the call and in the room introduced themselves.

2. Hybrid Meeting protocols

Lauren Weston reviewed some considerations for hybrid meetings.

3. Review/adjust and approve agenda

Dean Pierce suggested including "Disclosures" as a future standing agenda item.

No additional adjustments were offered to the agenda. Lindsey Wight moved to approve the agenda as presented, Kent Henderson seconded the motion. Motion carried.

4. Approval of Minutes

Dan Seeley moved to approve the minutes from the last meeting. Lindsey Wight seconded the motion. Motion carried.

5. Public comment not related to items on agenda

No public comment was offered.

6. Seating of any new reps or alternate(s) (f required)

Dean Pierce shared that replacing the current alternate for the NRCD with Mel Affredou has been proposed, and Lauren Weston indicated this has been approved by the NRCD. Kent Henderson moved to seat Mel Affredou as alternate, Lindsey Wight seconded. Lauren Weston recused herself.

7. Election of Officers

Dean Pierce shared that there is a need at the start of the fiscal year to elect a Chair and Vice Chair. Dean Pierce shared information about how this process unfolds.

Lindsey Wight shared an update on the work that the nominating committee conducted in preparation for this meeting and offered as a slate to nominate Lindsey Wight as the next Chair, and Kent as the Vice Chair.

Lauren Weston moved to elect Lindsey Wight as Chair of the Basin 6 BWQC. Dan Seeley seconded the motion. Lindsey Wight abstained.

Lauren Weston nominated Kent Henderson as Vice Chair of the Basin 6 BWQC. Dan Seeley seconded the motion. Kent Henderson abstained. Motion adopted.

8. Project prioritization

Dean Pierce shared information about the second call for applications which was issued on May 15th and closed on June 26th. Dean Pierce reported that one application was received, and that approval is recommended.

Lauren Weston shared details about the funding sought in the application submitted by the NRCD during the funding round. Kent Henderson asked if they anticipated subcontractors being utilized for projects outside of tree planting projects. Lauren Weston responded that their intention when identifying projects that fall outside of tree plantings is to pursue these separately, and will not likely anticipate subcontractors being utilized.

Sarah Damsell asked about how the current events and flooding in Vermont might change or influence the scope of work that conservation organizations are conducting. Lauren Weston responded that this should be a topic of future discussion at a CWSP meeting and that efforts to mitigate the impacts of the flood should be organized.

Kent Henderson moved to accept the proposed project seeking funding. Dan Seeley seconded the motion. Lauren Weston abstained. Motion adopted.

Lauren Weston indicated interest in receiving notification when projects are approved.

9. Future Solicitation Schedule and Process

Dean Pierce indicated it would be helpful to rearrange the solicitation schedule to three times annually versus the current four times annual schedule in place. Dean Pierce also shared information about the preapplication process that the Basin 5 CWSP currently conducts with its BWQC and shared this could be a process that the Basin 6 BWQC takes on also.

Dean Pierce followed up with a few questions for the BWQC regarding how they might want to roll out this change. Lauren Weston expressed that a three-time annual application process would be preferable but wants to clarify the schedule. Kent Henderson said the Basin 5 CWSP preapplication process was unhelpful.

Lauren Weston shared that November is not ideal for meetings and identified tweaks in the schedule that would be preferable for her organization. Allaire Diamond shared she has no preference about the quantity of application reviews per year.

Lauren Weston asked if anyone was interested in the preapplication process, and there was no response. In response to the question posed about thematic rounds of applications, the consensus from the members present was that this was not desirable for the Basin 6 BWQC.

10. Conflict of Interest Guidance

Dean Pierce shared the updated language in the guidance as distributed by the DEC. Dean Pierce shared this new guidance is broader and encompasses more. Dean Pierce went through the bullet points of what is new in this guidance.

Dean Pierce clarified the process of voting on slates and who should recuse themselves during these votes.

Dean Pierce shared a new portion of the guidance, which encompasses confidentiality in the materials involved in project solicitations before and through the voting process. Dean Pierce highlighted that this may conflict with other laws and policies in place.

Dean Pierce shared the updated guidance on how CWSP staff may be involved in the project application process.

Dean Pierce shared an update in the guidance about disclosures and conflict of interest.

Dean Pierce shared a final notable update about conflicts with prior employers and the 'statute of limitations.'

11. Pub Part Policy, Updates, and Conclusion

Dean Pierce shared the Northwest Regional Planning Commission completed an internal review of the draft policy and that as a result, the NPRC thinks the materials created are more appropriate for a Public Participation Plan. Dean Pierce shared that the CWSP is encouraging the BWQC to keep its current Interim Public Participation Policy in place while the work created by the Public Participation Committee is folded into the Public Participation Plan.

Lauren Weston expressed that she wants a policy to be concrete and not interim for another year, so depending on when a Public Participation Plan could be produced, she would be in favor of continuing forward with a BWQC plan or policy. Lauren Weston also expressed concern that the NRPC Public Participation Plan would not be in line with the policy drafted by the Public Participation Plan. Dean Pierce shared a little more about the process that occurred within Catherine Dimutrik's internal review.

Lauren Weston articulated frustration with the confusion she holds surrounding the role of the BWQC. Dave Allerton expressed that better advertising of CWSP funding will lead to more funding. Lindsey identified a need for a clear path in terms of next steps regarding this policy.

Lauren Weston moved to agree with the CWSP request to delay acceptance of the draft Public Participation Policy until December or when the NRPC releases its Public Participation Plan with informal conversations about the role of public participation before then. Dave Allerton seconded the motion. Motion carried. Allaire Diamond had stepped away and did not participate in the vote.

Dean Pierce shared a few updates concerning master agreements, subgrant awards and Operations & Maintenance.

12. Conclusion

Lauren Weston moved to adjourn the meeting. Kent Henderson seconded the motion. Motion carried. Meeting was adjourned at 12:40pm.

MATERIALS FOR PACKET

ALTERNATIVE SOLICITATION SCHEDULES

OPTION 1			
App Announcement Date ?	App Deadline	Meeting	BWQC Activity
		July	Prioritization
13-Sep	18-Oct	1-Nov	Prioritization
16-Jan	20-Feb	6-Mar	Prioritization
15-May	19-Jun	3-Jul	Prioritization
OPTION 2			
App Announcement Date ?	App Deadline	Meeting	BWQC Activity
		July	Prioritization
13-Sep	18-Oct	1-Nov	Prioritization
20-Dec	24-Jan	7-Feb	Prioritization
17-Apr	22-May	5-Jun	Prioritization
OPTION 3			
App Announcement Date ?	App Deadline	Meeting	BWQC Activity
		July	Prioritization
18-Oct	22-Nov	6-Dec	Prioritization
13-Feb	20-Mar	3-Apr	Prioritization
19-Jun	24-Jul	7-Aug	Prioritization
OPTION 4			
App Announcement Date ?	App Deadline	Meeting	BWQC Activity
		July	Prioritization
13-Sep	18-Oct	1-Nov	Prioritization
15-Nov	20-Dec	3-Jan	Prioritization
16-Jan	20-Feb	6-Mar	Prioritization

CONTRACTING REQUIREMENTS

Key steps for Procurement

1. System Maintenance: Maintain a system that ensures efficient task performance by contractors without duplicating efforts.
2. Conflict of Interest: Ensure that individuals involved in contractor selection don't gain any personal benefit from their choices, and prohibit any form of gratuity related to these choices.
3. Intergovernmental Agreements: Prioritize obtaining services through intergovernmental agreements whenever feasible.
4. Record Keeping: Document all procurement decisions, including the rationale behind the contractor selection.
5. Contract Types: Refrain from using time and material contracts unless absolutely necessary.
6. Dispute Resolution: Implement clear procedures for handling disputes over awards. Inform funders immediately in case of any disagreements.
7. Competition: Ensure full and open competition. Base solicitations on unambiguous descriptions and avoid involvement of parties with potential conflicts of interest. Conduct a comprehensive cost analysis for each procurement.
8. Vendor Selection: Award contracts to the vendor that best meets the solicitation's criteria and provides the greatest advantage to the sponsor. Only engage firms that demonstrate the capability to execute the job.
9. Inclusive Procurement: Actively engage and prioritize small, minority-owned businesses for contracts.
10. Contract Termination: Ensure that contracts contain clear terms for termination.
11. Profit Negotiation: Always negotiate the profit as a separate component of the price.
12. Encourage Fair Competition: Avoid limiting competition through unreasonable business requirements, unnecessary experience prerequisites, or excessive bonding demands.
13. Impartiality: Never engage entities that have participated in drafting work proposals if it gives them an undue advantage.
14. Selection Procedures: Utilize Request for Proposals (RFPs) – which have a defined scope – in most instances, given the detailed milestones in the project list. If the scope is ambiguous, Request for Quotations (RFQs) can be considered.
15. Publicizing RFPs: Unless procuring a cost proposal from three prequalified firms, RFPs should be broadly advertised.
16. RFP/RFQ Content: Ensure that RFPs/RFQs provide comprehensive project details, so contractors grasp the project scope. They should also specify what's needed for a response to be deemed adequate and delineate the selection criteria.
17. Evaluation of Responses: Employ a standardized system and pre-designated reviewers to assess responses. Evaluation criteria can include cost, contractor experience, staff availability, and the ability to deliver within the stipulated timeframe. Examples of criteria can be provided for clarity.

When a contract is in place...

1. Performance Reporting:

- All final performance reports must be crafted using the latest template provided by the Vermont DEC when working under an agreement with CWSP.
- Projects must address the Performance Measures, Milestones, and Deliverables specified in the CWIP Project Types Table, as found in Appendix B of the CWIP Funding Policy.

2. Procurement Procedures:

- Obtain at least two quotations for the purchase of goods, except for items valued at \$1,000 or less.
- Retain records related to service procurement for the duration of the contract plus three years.
- Retain records related to goods procurement for one year post the relevant audit.
- Goods or a category of goods totaling \$15,000 or more from one vendor in a year must have a written contract.
- Ensure that equipment and other durable assets purchased are adequately maintained.

3. Cost Agreement:

- Collaboratively establish a cost for each project.
- Costs are based on actual records maintained by the SUBGRANTEE and its subcontractors.

4. Payments:

- Submit payment requests alongside progress reports directly to the NRPC.
- Payment requests for sub-consultant activities should accompany SUBGRANTEE's submissions but be documented separately.
- Payment invoices must detail the project name, work completion period, amount billed to date, and balance by task. This includes a progress report and sub-contractor invoices.
- For multi-year or overlapping fiscal year contracts, expenses incurred in a given fiscal year must be billed in that year to qualify for reimbursement.

5. Publications:

- All written publications, including press releases, media interviews, final reports, and events, must include the statement: "This project is supported by a grant from the Vermont Agency of Natural Resources Clean Water Initiative Program" or similar verbiage.

6. Insurance and Compliance:

- Prior to initiating work under this Agreement, the Party must furnish certificates of insurance W9s, which include Auto insurance and General Liability Insurance showing state (and possibly NRPC) as additional insured. The coverage should be:
 - \$1,000,000 Each Occurrence
 - \$2,000,000 General Aggregate
 - \$1,000,000 Products/Completed Operations Aggregate
 - \$1,000,000 Personal & Advertising Injury
- Adhere to compliance stipulations regarding data location, record availability for audits, and Fair employment.

7. Certifications:

- Debarment Certification: The Party, under oath, must certify that neither they nor their principals are debarred, suspended, or excluded from participation in Federal programs or programs supported by Federal funds. Also, the Party should not be currently debarred or listed on the State's debarment list.
- Good Standing Certification (Act 154 of 2016): If the Agreement is a State-funded grant, the Party must certify that it is in good standing with the Agency of Natural Resources and the Agency of Agriculture, Food, and Markets. The Party should also commit to complying with the requirements stated in Act 154 of 2016.

