

**ENROLLED MINUTES OF THE  
HIGHLAND WATER WORKS BOARD OF DIRECTORS  
THURSDAY, JUNE 24, 2021**

**Study Session.** The Highland Water Works Board of Directors convened in study session immediately before the Regular Public Meeting at 6:36 p.m. on Thursday, June 24, 2021 in the lower meeting chambers of the Highland Municipal Building, 3333 Ridge Road, Highland, Indiana, in order to discuss the final agenda of the regular meeting. The session was opened with the Pledge of Allegiance.

**ROLL CALL:** Present on roll call were Directors George A. Smith, Jason Tharp, Rick Volbrecht, Curt Schroeder, and Ed Dabrowski. Also present were Mark Knesek, Public Works Director; Derek Snyder, NIES Engineering; Robert F. Tweedle, Board Attorney; Tom Black, Town Council; Michael Griffin, Clerk Treasurer; and Kim Webb, Recording Secretary.

1. Mark Knesek, Public Works Director, discussed with the Board the progress of the elevated water tank rehabilitation. The tank went back into service this past Wednesday and the project should be completed by the end of July.
2. Robert Tweedle, Board Attorney, discussed with the Board the need for a special public meeting/public hearing to be held on July 8, 2021 so procedures can be completed for the issuance of the Public Works Note to fund the Elevated Water Tank Rehabilitation on Indy Blvd. and the Martha Street Water Main Replacement Project.
3. Derek Snyder, NIES Engineering, discussed with the Board the two water main replacement projects scheduled for this year. The Martha Street Water Main Replacement Project (Longwood Dr. to Kennedy Ave.) is underway and the pipe for the east side of the tracks will be in prior to the 4<sup>th</sup> of July Holiday. The bore and jack will also be done in July. The 3500 Block of Jewett Ave. project design is almost complete and will be ready for bid sometime in July.

**Regular Meeting:** The Highland Water Works Board of Directors met in its Regular Public Session on Thursday, June 24, 2021 in the lower meeting chambers of the Highland Municipal Building, 3333 Ridge Road, Highland, Indiana, directly following the study session. President Smith opened the meeting at 6:56 pm. COVID-19 precautions were exercised. The minutes were recorded by Kim Webb, Recording Secretary.

**ROLL CALL:** Present on roll call were Directors George A. Smith, Jason Tharp, Rick Volbrecht, Curt Schroeder, and Ed Dabrowski. Also present were Mark Knesek, Public Works Director; Derek Snyder, NIES Engineering; Robert F. Tweedle, Board Attorney; Tom Black, Town Council; Michael Griffin, Clerk Treasurer; and Kim Webb, Recording Secretary.

**MINUTES:** President Smith asked if there were any corrections to the Minutes of the Regular Meeting of May 27, 2021 as prepared and posted. Director Schroeder moved to approve the minutes of the Regular Meeting on May 27, 2021. Director Volbrecht seconded. Upon a vote *viva voce*, the motion passed.

**Special Orders:** None.

**Communications:** None.

**Unfinished Business and General Orders:**

1. Discussion of the proposed Final Draft Water Purchase Agreement between the Department of Water Works of the Town of Highland and the Water Works Department of Hammond.
  - a. A motion to approve the settlement agreement between the Town of Highland, et al. vs. the City of Hammond, et al. authorizing the Water Works President to execute the agreement on behalf of the Water Works Board of Directors subject to final approval of the Hammond Water Purchase Agreement. Director Volbrecht moved to approve the motion. Director Tharp seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.
  - b. A motion to accept the Hammond Water Purchase agreement contingent on Hammond's acceptance of Highland's proposed amendments. Director Volbrecht moved to approve the motion. Director Tharp seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.
2. Highland Water Works  
Board of Directors  
Resolution No. 2021-13

A Resolution authorizing and approving an agreement between London Witte Group, LLP and the Town of Highland Water Works District to perform Professional Financial Advisory and Note Sale Support Services. Director Dabrowski moved to approve Resolution 2021-13. Director Volbrecht seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.

**WATER WORKS DISTRICT OF HIGHLAND  
BOARD OF WATER WORKS DIRECTORS  
RESOLUTION NO. 2021-13**

**A RESOLUTION AUTHORIZING AND APPROVING AN AGREEMENT BETWEEN LONDON  
WITTE GROUP, LLP AND THE TOWN OF HIGHLAND WATER WORKS DISTRICT TO  
PERFORM PROFESSIONAL FINANCIAL ADVISORY AND NOTE SALE SUPPORT SERVICES**

**Whereas**, The Town of Highland Department of Water Works, through its Board of Water Works Directors, has heretofore determined that a need exists to finance certain capital and related expenses associated with plant improvements of the water utility;

**Whereas,** The Town of Highland Department of Water Works and its Water Works District has been reliably advised that a need exists to engage professional financial advisory services to assist with the sale of public works notes Series 2021 and related financing analysis related to the financing finance certain capital and related expenses associated with plant improvements of the water utility;

**Whereas,** London Witte Group, LLP, has offered and presented a letter proposal to provide and furnish professional support and note sale and financial advisory services in consideration for fees to be charged and billed periodically based upon a lump sum of the value of the services completed, excluding expenses, in a **not-to-exceed** amount of Thirty-thousand, dollars (\$30,000);

**Whereas,** There are anticipated to be sufficient and available appropriations balances on hand to support the payments under the agreement, pursuant to IC 5-22-17-3(e) and IC 36-1-12-3.5, provided four of five directors concur;

**Whereas,** The Clerk-Treasurer, as purchasing agent in the associated matter, is prohibited from entering into a service agreement that exceeds \$15,000 without the express approval of the purchasing agency, which in this case, is the Board of Water Works Directors, all pursuant to Section 3.05.040 (C) and Section 3.05.050 (B)(3) of the Highland Municipal Code; and,

**Whereas,** The Town of Highland Department of Water Works and Water Works District, through its Board of Water Works Directors now desires to approve the agreement for services as herein described, authorize the desired not to exceed amount,

**Now Therefore Be It Resolved** by the Board of Water Works Directors of the Town of Highland Department of Water Works and Water Works District, Lake County, Indiana:

**Section 1.** That the engagement letter proposal to provide and furnish professional support and bond sale and financial advisory services in consideration for fees to be charged and billed periodically based upon a lump sum of the value of the services completed, in a not-to-exceed amount of thirty thousand, dollars (\$30,000) between London Witte Group, LLP, and the Town of Highland Department of Water Works and Water Works District, is hereby approved, adopted and ratified in each and every respect;

**Section 2.** That the terms and charges under the agreement to furnish professional support and note sale and financial advisory services in consideration for fees to be charged and billed periodically based upon a lump sum of the value of the services completed, including expenses, in a not-to-exceed amount of thirty thousand, dollars (\$30,000) are found to be reasonable and fair;

**Section 3.** That there are anticipated to be sufficient and available appropriations balances on hand to support the payments under the agreement, pursuant to IC 5-22-17-3(e) and IC 36-1-12-3.5, provided four of five commissioners concur;

**Section 4.** That the Clerk-Treasurer be hereby authorized to appropriately allocate the costs associated with the professional services agreement between and among the proper utility fund and further to execute the agreement with his signature.

**DULY, PASSED AND ADOPTED** by the Board of Water Works Directors of the Town of Highland Department of Water Works and Water Works District, Lake County, Indiana, this 24<sup>th</sup> day of June 2021 having passed by a vote of 5 in favor and 0 opposed.

**BOARD OF WATER WORKS DIRECTORS  
DEPARTMENT OF WATER WORKS & WATER WORKS DISTRICT  
OF THE TOWN OF HIGHLAND, INDIANA**

/s/George A. Smith, President

Attest:

/s/Richard E. Volbrecht, Jr., Secretary

3. Highland Water Works  
Board of Directors  
Resolution No. 2021-14

An order affirming, authorizing and approving agreement(s) between Note Counsel, Local Counsel and the Water Works District to perform Professional Legal Services in

support of the issuance of the Water Works District Promissory Note of 2021. Director Tharp moved to approve Resolution 2021-14. Director Volbrecht seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.

**WATER WORKS DISTRICT OF HIGHLAND  
BOARD OF WATER WORKS DIRECTORS  
RESOLUTION No. 2021-14**

**AN ORDER AFFIRMING, AUTHORIZING AND APPROVING AGREEMENT (S) BETWEEN NOTE COUNSEL, LOCAL COUNSEL AND THE WATER WORKS DISTRICT TO PERFORM PROFESSIONAL LEGAL SERVICES IN SUPPORT OF THE ISSUANCE OF THE WATER WORKS DISTRICT PROMISSORY NOTE OF 2021**

**Whereas,** The Town of Highland Department of Water Works, through its Board of Water Works Directors, has heretofore determined that a need exists to acquire equipment and make certain improvements to the storm and wastewater sewers throughout the Town;

**Whereas,** The Water Works District has determined that a need exists to engage professional legal services associated with the sale of the Water Works District Promissory Note; and

**Whereas,** The Board of Water Works Directors will authorize the issuance and sale of a Water Works Promissory Note of 2021, at its meeting of June 24<sup>th</sup>, 2021; and

**Whereas,** BARNES and THORNBURG, a law firm, has consented to provide professional services related to issuing the Water Works District Promissory Note including providing an opinion letter for the buyer of the note, and other services related to service as Bond/NOTE Counsel; and

**Whereas,** Robert Tweedle, Attorney at Law, has consented to provide professional legal services related to issuing the Water Works District Note including other services related to service as Local Counsel, which would be apart from and in addition to the terms for services for which it is already engaged by the Town of Highland; and

**Whereas,** As purchasing agency for the Department of Water Works and the Water Works District, the Board of Water Works Directors may purchase services using any procedure it considers appropriate, pursuant to IC 5-22-6-1; and

**Whereas,** The Highland Municipal Code provides that, the Board of Water Works Directors may make all contracts for professional services on the basis of competence and qualifications for the type of services to be performed, and negotiate compensation that the public agency determines to be reasonable, pursuant to Section 3.05.090 of the Highland Municipal Code; and

**Whereas,** There are sufficient and available appropriations balances on hand to support the payments for these services under the agreements, pursuant to IC 5-22-17-3(e), if applicable; and

**Whereas,** The Department of Water Works and the Water Works District of the Town of Highland, through its Board of Water Works Directors now desires to accept and approve the agreement for services as herein described,

**Now Therefore be it Ordered** by the Board of Water Works Directors of the Department of Water Works and the Water Works District of the Town of Highland, Lake County, Indiana;

**Section 1.** That the Agreement set forth in a letter of engagement dated June 16<sup>th</sup>, 2021 (incorporated by reference and made a part of this Order) between BARNES and THORNBURG, and the Department of Water Works and the Water Works District of the Town of Highland, to provide professional services related to issuing the Water Works District Note of 2021 including providing an opinion letter for the buyer of the Note, and other services related to service as Bond/Note Counsel, for a fee not to exceed **\$29,750.00** plus whatever costs are incurred in preparing the transcript of the proceedings is hereby approved, adopted and ratified in each and every respect;

**Section 2.** That the terms and charges under the agreement for the services, are **not** based upon a percentage of cost of the capital project, and are found and determined to be related to the services rendered as well as appropriate, reasonable and fair, all pursuant to IC 5-22-6-1, 50 IAC 11-3-1 and Section § 31.62 of the municipal code;

**Section 3.** That Agreement set forth in a letter of engagement dated June 18, 2021 (incorporated by reference and made a part of this Order) between Robert F. Tweedle, Attorney at law, to provide professional legal services related to issuing the Water Works District Note of 2021 including other services related to service as Local Counsel, for a fee not to exceed **\$14,875.00** plus charges for certain ancillary items such as express mail, filing fees, publication fees, long-

distance calls and copying expenses, which would be and is apart from and in addition to the terms for services for which the firm is already engaged by the Town of Highland is hereby approved, adopted and ratified in each and every respect;

**Section 4.** That the terms and charges under the agreement for the services, are **not** based upon a percentage of cost of the capital project, and are found and determined to be related to the services rendered as well as appropriate, reasonable and fair, all pursuant to IC 5-22-6-1, 50 IAC 11-3-1 and Section § 31.62 of the municipal code;

**Section 5.** That the President of the Board of Water Works Directors be authorized to execute any agreement under the terms of this order with his signature as attested thereto by the Town Clerk-Treasurer.

**Be it so Ordered.**

**DULY, PASSED, ADOPTED and ORDERED** by Board of Water Works Directors of the Department of Water Works and the Water Works District of the Town of Highland, Lake County, Indiana, this 24<sup>th</sup> day of June 2021 having passed by a vote of 5 in favor and 0 opposed.

**BOARD of WATER WORKS DIRECTORS  
Water Works District of the TOWN of  
HIGHLAND, INDIANA**

/s/George A. Smith, **President**

Attest:

/s/Richard E. Volbrecht, Jr., **Secretary**

4. Highland Water Works  
Board of Directors  
Resolution No. 2021-15

Declaratory Resolution of the Board of Directors of the Department of Waterworks of the Town of Highland. Director Tharp moved to approve Resolution 2021-15. Director Volbrecht seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.

**RESOLUTION NO. 2021-15**

**DECLARATORY RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE DEPARTMENT OF WATERWORKS  
OF THE TOWN OF HIGHLAND, INDIANA**

**Whereas**, the Town of Highland, Indiana (the "Town"), has heretofore constructed and now owns and operates a municipal waterworks utility system by and through the Board of Directors (the "Board") of the Department of Waterworks (the "Department") of the Town, the governing body of the Waterworks District of the Town (the "District"), pursuant to Indiana Code 8-1.5-4, as amended, and other applicable laws; and

**Whereas**, the Board, upon investigation, has found and determined that it is necessary to make improvements to the waterworks, consisting of either or both or any part of either of the following improvements: (a) water tank rehabilitation; and (b) Martha Street water main replacement project (collectively referred to as the "Improvements"); and

**Whereas**, the Board has begun preparing maps, plans, specifications, and drawings with full details and descriptions for the proposed work, together with an estimate of the cost, which shall be completed prior to the issuance of the notes; and

**Whereas**, pursuant to Indiana Code § 8-1.5-4-15, if the Board desires to construct the Improvements, the Board must adopt a resolution making certain findings and authorizing a public hearing related to the Improvements; and

**Whereas**, the Board deems it necessary: (i) to establish when and where a public hearing on the Improvements will be held by the Board pursuant to Indiana Code § 8-1.5-4-15, (ii) to authorize the President of the Board to mail and publish notice of said

public hearing in accordance with Indiana Code 5-3-1, and (iii) to authorize the President of the Board or any officer of the Board to take any other action as the President of the Board or such other officer deems necessary or desirable to effect this Resolution.

**NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE DEPARTMENT OF WATERWORKS OF THE TOWN OF HIGHLAND, INDIANA, RESOLVES AS FOLLOWS:**

**Section 1.** The Board hereby declares that it is of public utility and benefit and it is necessary for the protection of the public health and welfare of the inhabitants of the District and the safeguarding of the property within the District to proceed with the Improvements.

**Section 2.** The Board hereby adopts the preliminary plans, maps, specifications, drawings, details, descriptions, and estimates for the Improvements (collectively referred to as the "Plans and Estimates"). The Board's cost estimate for the Improvements and the costs of issuance of the notes in an estimated amount not to exceed \$2,000,000. The Board further finds that the precise property rights and locations needed to complete the Improvements are impossible to determine at this time. If the final Plans and Estimates require the purchase or appropriation of land, easements or rights-of-way not currently owned by the Department, then the Board will amend this Resolution if necessary to comply with Indiana Code 8-1.5-4. The Board proposes that the Improvements proceed and that the Improvements be financed by the issuance of one or more series of notes of the District to be issue pursuant to Indiana Code 8-1.5-4 and Indiana Code 36-9-41, to include all of the costs of the Improvements and the costs of issuance of the notes in an estimated amount not to exceed \$2,000,000 (the "Notes").

**Section 3.** On July 8, 2021, at 6:30 p.m., local time, at the Highland Town Hall, 3333 Ridge Road, Highland, Indiana 46322, the Board will conduct a public hearing pursuant to Indiana Code § 8-1.5-4-15 (the "Public Hearing"). At the time fixed for the Public Hearing or before the Public Hearing, the Board will receive all written remonstrance from persons who own real or personal property within the District. At the Public Hearing, the Board will hear all persons interested in the proceedings. Following the Public Hearing, the Board will take final action on this Resolution and determine whether to issue the Notes for the Improvements.

**Section 4.** Any officer or member of the Board, or, if authorized by the President of the Board, any employee of the Department, shall be, and hereby is, authorized, empowered and directed, on behalf and in the name of the District, to publish notice of the Public Hearing and to take any other action as the President or such officer deems necessary or desirable to effect the foregoing resolutions, and any such publication or other actions heretofore made or taken shall be, and hereby are, ratified and approved. This Resolution and the Plans and Estimates shall be kept on file and open to inspection in the office of the Department.

**Section 5.** This Resolution shall be in full force and effect upon its passage.

**ADOPTED AND APPROVED** at a meeting of the Board of Directors of the Waterworks Department of the Town of Highland, Indiana, held on the 24<sup>th</sup> day of June, 2021.

BOARD OF DIRECTORS OF  
THE DEPARTMENT OF WATERWORKS OF  
THE TOWN OF HIGHLAND, INDIANA

/s/George A. Smith - President

/s/Curt Schroeder - Vice President

/s/Ed Dabrowski - Member

/s/Jason Tharp - Member

/s/ Richard E. Volbrecht - Member

5. Highland Water Works  
Board of Directors  
Resolution No. 2021-16

A Preliminary Bond Resolution of the Town of Highland Department of Waterworks authorizing the issuance of Notes of the Waterworks District of the Town of Highland, Indiana, for the purpose of procuring funds for Water Works Improvements and certain related matters. Director Volbrecht moved to approve Resolution 2021-16. Director Dabrowski seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.

**RESOLUTION NO. 2021-16**

**A PRELIMINARY BOND RESOLUTION OF THE TOWN OF HIGHLAND DEPARTMENT OF WATERWORKS  
AUTHORIZING THE ISSUANCE OF NOTES OF THE WATERWORKS DISTRICT OF THE TOWN OF  
HIGHLAND, INDIANA, FOR THE PURPOSE OF PROCURING FUNDS FOR WATERWORKS IMPROVEMENTS  
AND CERTAIN RELATED MATTERS**

**Whereas**, the Board of Directors of the Town of Highland Department of Waterworks (the "Board"), the governing body of the Waterworks District of the Town of Highland, Indiana (the "District"), exists and operates under the provisions of Indiana Code 8-1.5-4, as amended from time to time; and

**Whereas**, the Board finds that in order to provide funds for the payment of the costs of improvements to the waterworks, consisting of either or both or any part of either of the following improvements: (a) water tank rehabilitation; and (b) Martha Street water main replacement project (collectively referred to as the "Project"), it will be necessary and in the best interest of the District, and the property and inhabitants thereof, to issue notes of the District in an aggregate principal amount not to exceed Two Million Dollars (\$2,000,000), which shall be payable from *ad valorem* property taxes levied and collected on all taxable property within the geographical boundaries of the District; and

**Whereas**, certain preliminary expenditures related to the Project have been or will be incurred by or on behalf of the District prior to the issuance and delivery of such notes; and

**Whereas**, the Board desires to express its intention to reimburse such expenditures as have been or may be incurred prior to the issuance of such notes, pursuant to Indiana Code § 5-1-14-6 and in compliance with Section 1.150-2 of the U.S. Treasury Regulations promulgated by the Internal Revenue Service (the "Treasury Regulations").

**NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE DEPARTMENT OF WATERWORKS OF THE TOWN OF HIGHLAND, INDIANA, RESOLVES AS FOLLOWS:**

1. The District shall proceed to undertake the Project. For the purpose of procuring funds to pay for the cost of the Project, the Town of Highland, Indiana (the "Town"), acting for and on behalf of the District, shall make a loan in an amount not to exceed Two Million Dollars (\$2,000,000).

In order to procure funds for said loan, the Clerk-Treasurer of the Town is hereby authorized and directed to have prepared and to issue and sell the notes of the District, in one or more series or issues, the principal of and interest on which are payable solely from ad valorem property taxes levied and collected on all taxable property within the geographical boundaries of the District, which notes shall be issued in the name of the Town, for and on behalf of the District, in an aggregate principal amount not to exceed Two Million Dollars (\$2,000,000) (the "Notes"), with a discount not to exceed the discount set forth in or determined by the Final Bond Resolution to be adopted by the Board, and which amount (together with any investment earnings thereon, if any) does not exceed the cost of the Project, which estimated cost shall not exceed Two Million Dollars (\$2,000,000), plus investment earnings thereon, if any, which will be provided from proceeds of the Notes, plus any investment earnings thereon.

The Notes shall not constitute a corporate obligation or indebtedness of the Town but shall constitute an obligation of the District. The Notes, together with interest thereon, shall be payable solely from ad valorem property taxes levied and collected on all taxable property within the geographical boundaries of the District.

The Notes shall mature and be payable over a period not to exceed ten (10) years from the date of substantial completion of the Project and shall bear interest as set forth in the Final Bond Resolution to be adopted by the Board. The

Notes may be subject to redemption prior to maturity in whole or in part in accordance with the terms set forth in the Final Bond Resolution to be adopted by the Board.

2. The Board hereby declares that, for the purpose of evidencing compliance with Indiana Code § 5-1-14-6 and Section 1.150-2 of the Treasury Regulations, it reasonably expects to reimburse with the proceeds of the Notes (in an amount not to exceed the amount set forth above and payable from the sources set forth above) expenditures for the Project made by or on behalf of the District prior to the issuance of the Notes during the period beginning on the date sixty (60) days prior to the date of this Resolution until the date of issuance of the Notes, which expenditures are expected to be paid initially from other legally available funds of the District.

3. The President and the Vice President of the Board shall certify a copy of this Resolution to the Clerk-Treasurer of the Town.

4. This Resolution shall be in full force and effect after its adoption by the Board.

**ADOPTED AND APPROVED** at a meeting of the Board of Directors of the Waterworks Department of the Town of Highland, Indiana, held on the 24<sup>th</sup> day of June, 2021.

BOARD OF DIRECTORS OF  
THE DEPARTMENT OF WATERWORKS OF  
THE TOWN OF HIGHLAND, INDIANA

/s/George A. Smith - President

/s/Curt Schroeder - Vice President

/s/Ed Dabrowski - Member

/s/Jason Tharp - Member

/s/ Richard E. Volbrecht - Member

DMS 20253962v1

**New Business:** None.

**Reports:**

1. Water Works Superintendent – No report.
2. Water Works Attorney – No report.
3. Water Works Engineer – No report.
4. Fire Department – No report.

**Business from the Floor:**

**Claims:**



Per the docket in the amount of:

|       |                       |              |
|-------|-----------------------|--------------|
| 061   | Water Works District  | \$0.00       |
| 062   | Consumer Deposits     | \$111.93     |
| 064   | Water Works Operating | \$218,512.98 |
| 066   | Water Improvements    | \$28,050.54  |
| 068   | Water Capital         | \$0.00       |
| <hr/> |                       |              |
| Total |                       | \$246,675.45 |

Director Volbrecht moved to approve the claims per the June 24, 2021 docket in the amount of \$246,675.45. Director Schroeder seconded. Upon a roll call vote, there were (5) affirmations and no negatives. The motion passed.

**Next Meeting:**

The standing study session will be held on Thursday, July 8, 2021 at 6:30 p.m.

The next Plenary Meeting will be held on Thursday, July 22, 2021 at 6:30 p.m.

**ADJOURNMENT:** With no other business to come before the Board of Water Works Directors, the meeting was adjourned.

Meeting Adjourned at 7:41 p.m.

Respectfully Submitted,

Kim Webb, Recording Secretary