

Rochester Joint Schools Construction Board
Minutes
February 6, 2012
4:30 PM

Present

Board Chair Kenneth Bell, Members: Lois Giess, Brian Roulin, Richard Pifer, Bob Brown, Alex Castro and ICO Windell Gray. Also present were: Executive Director Tom Renauto, General Counsel Peter Abdella, and Program Director Tom Rogér. Member Jerome Underwood was away.

Chairman Bell convened the Board meeting at 4:32 pm

Approval of Minutes: Monthly Board Meeting held on January 9, 2012

Motion by Member Pifer

Second by Member Brown

Approved 6-0 with Member Underwood away.

Action Items

Ken Bell stated that all of the Resolutions had been reviewed by the M/WBE Services Procurement Committee at the February 2nd meeting and the Committee has recommended that these Resolutions be presented to the full Board for review and consideration.

Master Plan discussion

A question was raised by Ken Bell about the future of the K-8 model. What is the Superintendent's and the BOE's desire for K-8?

Lois Giess asked who we will be working with at the City for the Master Plan. Tom Roger stated that the primary contact will likely continue to be Bret Garwood. Lois suggested that Tom Roger ask the Mayor which "program" people should also be involved in the process.

Ken Bell asked that interim updates be provided to the Board during the process.

Resolution 2011-12: 64

Amendment #2 to SWBR Architect's Agreement (Master Plan)

By Board Chairman Bell

WHEREAS, the Rochester School Facilities Modernization Program Act ("the Act") established the Rochester Joint Schools Construction Board ("RJSCB"), a seven voting member board consisting of equal representation by the City of Rochester ("City") and the Rochester City School District ("District"), as well as a member jointly selected by the City and the District; and

WHEREAS, under the Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the RJSCB entered into an agreement with SWBR (Resolution 2010-11: 8) dated August 16, 2010 entitled Agreement Between the Board and the Architect (the "Agreement") to create a comprehensive Facilities Modernization Plan ("FMP" or "Master Plan") ; and

WHEREAS, the RJSCB subsequently approved the Master Plan prepared by SWBR in January of 2011 (Resolution 2010-11: 29) and directed the Program Manager to forward it to the State Education Department ("SED") and to the State Comptroller for review and approval; and

WHEREAS, the Master Plan was subsequently approved by SED and the State Comptroller in May 2011; and

WHEREAS, the RJSCB thereafter approved proceeding with an update of the original Master Plan and retaining SWBR to perform these Master Plan update services as an amendment to its existing Agreement (Resolution 2011-12: 61); and

WHEREAS, SWBR has provided a proposed scope of work to update the original Master Plan to the Program Manager (attached hereto) and the Program Manger has sought feedback from the District, incorporated such feedback from the District into the scope of work, and received approval by the Superintendent to proceed with the update of the Master Plan; and

WHEREAS, the Program Manager has recommended to the RJSCB's MWBE and Services Procurement Committee (the "Committee") that SWBR's Agreement should be amended to add the finalized scope of work for the Master Plan update services in an amount not to exceed the sum of \$383,978.80, which includes a base scope of services plus additional optional services identified in Item I of the attached summary; and

WHEREAS, the Committee considered and discussed the Program Manager's recommendation at its February 2, 2012 meeting and after due deliberation, it approved the request to amend the Agreement;

THEREFORE, BE IT RESOLVED:

1. The proposed amendment to SWBR's Agreement Between Board and Architect dated August 16, 2010 as set forth above is hereby approved; and
2. The RJSCB's Chair is hereby authorized in the name and on behalf of the RJSCB, to execute an amendment to the Agreement that is consistent with this approval and in an acceptable form to the Chair upon the advice of the Program Manager and the RJSCB's general counsel.
3. The Officers of the RJSCB are hereby authorized and directed for and on behalf of the RJSCB and in its name to do all acts and things required or as may be necessary, or in the opinion of the officer so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the RJSCB with all of the provisions of the foregoing resolutions.

**Second by Board Member Brown
Approved 6-0 with Member Underwood away**

PLA Discussion

Tom Renauto and Tim Seeler described the process of negotiations which have taken place over the past 3 months. As of 2/2/12, the Building Trades have agreed to the final language in the PLA. They are sending the document on to the Nationals in Washington at this time.

Some of the major components of the PLA were discussed at the meeting. Tim Seeler stated that this document breaks new ground in Rochester and helps the RJSCB to meet the project goals for M/WBE Business and Workforce Participation.

In addition, the Final PLA Study was discussed as it relates to the language agreed to in the PLA. The project is projected to save approximately \$5.6m to \$6.3m as a result of having the PLA on this project.

Ken Bell asked that a joint press release be coordinated once the document has been executed by all parties.

**Resolution 2011-12: 65
PLA**

By Board Chairman Bell

WHEREAS, the Rochester School Facilities Modernization Program Act ("the Act") established the Rochester Joint Schools Construction Board ("RJSCB"), a seven voting member board consisting of equal representation by the City of Rochester ("City") and the Rochester City School District ("District"), as well as a member jointly selected by the City and the District; and

WHEREAS, under the Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the Act expressly states in Section 9 that the RJSCB may require that the construction contracts for the Rochester Schools Modernization Program ("RSMP") be subject to a project labor agreement ("PLA"); and

WHEREAS, the RJSCB hired Seeler Engineering, P.C. to perform a PLA Study (Resolution 2011-2012: 16) to evaluate potential costs/benefits of utilizing a PLA for the RSMP, and based on the potential for significant savings it decided to commence negotiations for a PLA with the Rochester Building and Construction Trades Council acting on behalf of the twenty-three craft unions likely to participate in the RSMP project (Resolution 2011-12: 42); and

WHEREAS, at the MWBE and Services Procurement Committee (the "Committee") meeting on February 2, 2012, the Committee, with input from the Board's general counsel, the Executive Director and the Program Manager, reviewed and discussed the Final PLA Study prepared by Seeler Engineering, P.C. and the final negotiated form of PLA, copies of which are attached hereto, and after due deliberation, it accepted the Final PLA Study, approved the PLA and recommended that both documents go to the full Board for approval; and

WHEREAS, the Committee also approved the selection of the Program Manager, Gilbane Building Company, as the PLA Administrator under the PLA and recommended that the full Board make such appointment.

THEREFORE, BE IT RESOLVED:

1. The RJSCB hereby accepts the Final PLA Study for the RSMP, Phase 1.
2. The RJSCB hereby approves the use of the PLA for the RSMP, Phase 1.
3. The RJSCB hereby appoints the Program Manager, Gilbane Building Company, as the PLA Administrator under the PLA on behalf of the Board for the RSMP, Phase 1.
4. The RJSCB hereby authorizes and directs the PLA Administrator, Gilbane Building Company, to execute the PLA in such form as is consistent with these resolutions and approved by the Chair with the advice of the RJSCB's general counsel.
5. The Officers of the RJSCB are hereby authorized and directed for and on behalf of the RJSCB and in its name to do all acts and things required or as may be necessary, or in the opinion of the officer so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the RJSCB with all of the provisions of the foregoing resolutions.

***Second by Board Member Pifer
Approved 6-0 with Member Underwood away***

**Resolution 2011-12: 66
Purchasing and Procurement Policy – Revised February 6, 2012**

By Board Chairman Bell

WHEREAS, the Rochester School Facilities Modernization Program Act ("the Act") established the Rochester Joint Schools Construction Board ("RJSCB"), a seven voting member board consisting of equal representation by the City of Rochester ("City") and the Rochester City School District ("District"), as well as a member jointly selected by the City and the District; and

WHEREAS, under the Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the RJSCB wishes to revise its existing Purchasing and Procurement Policy in order to provide the necessary details and operative policy and instructions regarding the bid and contract award process for goods and services (other than professional services); and

WHEREAS, consistent with these wishes, the RJSCB has drafted proposed revisions to its Purchasing and Procurement Policy, a copy of which is attached to this resolution; and

WHEREAS, at the MWBE and Services Procurement Committee (the "Committee") meeting on February 2, 2012, the Committee discussed and considered the revised Purchasing and Procurement Policy and approved it for consideration by the full Board;

THEREFORE, BE IT RESOLVED:

1. The RJSCB hereby approves and adopts in all respects the revised Purchasing and Procurement Policy.

Second by Board Member Pifer
Approved 6-0 with Member Underwood away

Resolution 2011-12: 67
Request for Proposals, Trustee Services

By Board Chairman Bell

WHEREAS, the Rochester School Facilities Modernization Program Act ("the Act") established the Rochester Joint Schools Construction Board ("RJSCB"), a seven voting member board consisting of equal representation by the City of Rochester ("City") and the Rochester City School District ("District"), as well as a member jointly selected by the City and the District; and

WHEREAS, under the Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the Act authorized up to 13 projects in Phase I of the Rochester Schools Modernization Program ("RSMP") including a District Wide Technology program which involves technology upgrades and infrastructure work at each of the 12 school projects identified in Phase 1; and

WHEREAS, the RJSCB, upon the recommendation of its General Counsel, has determined a need for a trustee bank (the "Trustee") to provide trust administration and paying agent services for the Rochester Schools Modernization Program; and

WHEREAS, the RJSCB's General Counsel and Financial Advisor have prepared a Request For Proposals (an "RFP") for a Trustee (a copy of the RFP is attached hereto); and

WHEREAS, the MWBE and Services Procurement Committee (the "Committee") reviewed and approved the RFP at its meeting on February 2, 2012, and recommended approved by the full Board;

THEREFORE, BE IT RESOLVED:

1. The Executive Director or his designee is authorized to send to the identified recipients the RFP in the form presented to the Committee and the Board.
2. The Committee, with the advice and recommendations of the Program Manager and the Financial Advisor, is authorized on behalf of the RJSCB to review the RFP responses, reduce the list of firms to be interviewed, if necessary, conduct any interviews and recommend to the RJSCB the most qualified candidate.
3. The Officers of the RJSCB are hereby authorized and directed for and on behalf of the RJSCB and in its name to do all acts and things required or as may be necessary, or in the opinion of the officer so acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the RJSCB with all of the provisions of the foregoing resolutions.

Second by Board Member Pifer
Approved 6-0 with Member Underwood away

Resolution 2011-12: 68
Pay Requisition Summary Acceptance (December 2011)

By Board Chairman Bell

WHEREAS, the Rochester School Facilities Modernization Program Act ("School Modernization Act") established the Rochester Joint Schools Construction Board ("RJSCB"), a seven voting member board consisting of equal representation by the City of Rochester ("City") and the Rochester City School District ("District"), as well as a member jointly selected by the City and the District; and

WHEREAS, under the School Modernization Act, the RJSCB has certain enumerated powers to act as agent for the District, the City, or both; and

WHEREAS, the RJSCB developed a Pay Requisition Approval Procedure with input from its Counsel, the MWBE and Services Procurement Committee, members of the accounting department of Rochester City School District, and the RJSCB's independent auditing firm; and

WHEREAS, the RJSCB, at its regular monthly meeting on September 12, 2011, adopted a Pay Requisition Approval Procedure (Resolution 2011-12: 23); and

WHEREAS, in compliance with the Pay Requisition Approval Procedure, the RJSCB Executive Director has reviewed the individual pay applications from each of the consultants and suppliers for accuracy and completeness; and

WHEREAS, the Executive Director forwarded a Pay Requisition Summary and two individual Pay Requisitions (attached to this Resolution) totaling \$972,458.86 to the Board Chair with copy to the full Board on January 17, 2012 and January 18, 2012 ; and

WHEREAS, the RJSCB Chair approved the Pay Requisition Summary on January 17, 2012, and the two individual Pay Requisitions on January 18, 2012, and January 19, 2012 respectively; and

WHEREAS, the BAN proceeds for the RSMP were deposited in the City's account on September 15, 2011;

THEREFORE, BE IT RESOLVED:

1. That the Rochester Joint Schools Construction Board hereby accepts the Pay Requisition Summary for the month of January 2011 in the amount stated above and as shown in the Summary attached to this Resolution.

Second by Board Member Brown
Approved 6-0 with Member Underwood away

Staff Updates

Monthly project reports from Gilbane are included in the Board member's packets.

The M/WBE Compliance Report is in the Board member's packets. The numbers continue to be ahead of the goals.

Windell Gray stated that there was a positive write-up in the Minority Reporter about a week ago which described the Outreach Session held at East High School in January.

Ken Bell asked that Windell provide the schedule of dates for future Outreach Sessions to the Board.

The monthly budget reports for the Board's operating expenses and the Board's contract commitments are included in the Board member's packets. Tom Renauto stated that approximately \$7.7 million has been paid to date on the project. The Board's operating budget was also discussed. The Board is within their approved budget at this time.

The Committee Report from 2/2/12 is included in the Board member's packets.

Adjournment

Motion by Member Brown

Second by Member Pifer

Approved 6-0 at 5:20 pm