



**TOWNSHIP OF HILLSBOROUGH MUNICIPAL UTILITIES AUTHORITY
REORGANIZATION & REGULAR MEETING MINUTES
WEDNESDAY – FEBRUARY 11, 2026**

The Township of Hillsborough Municipal Utilities Authority held a meeting that began at approximately 8:00 am on Wednesday, February 11, 2026, with the following members present:

Frank Scarantino
Richard Nunn
Michael Avolio
Robert Damiano

Also, present was Peter Cipparulo, III, Esq., General Counsel, Executive Director Pamela Borek and Assistant Executive Director Tracie Hohnhorst. Robert McCray was noted as absent.

ANNOUNCEMENT – Open Public Meetings Act

In accordance with the provisions of Section 5 of the Open Public Meetings Act, Chapter 231 of the Public Laws of 1975, notice of this meeting was made by notifying the officially designated newspaper and the Hillsborough Township Clerk that this meeting would take place on February 11, 2026, at 8:00 am.

PLEDGE OF ALLEGIANCE

OATH OF OFFICE

Executive Director Pamela Borek administered the Oath of Office to Robert Damiano for a five (5) year term ending on January 31, 2031.

ELECTION OF OFFICERS

A motion was made by Mr. Nunn, seconded by Mr. Damiano nominating the following slate of officers for 2026: Chairman Mr. Scarantino, Vice Chair Mr. McCray, Secretary Mr. Damiano, Treasurer Mr. Avolio and Assistant Secretary / Assistant Treasurer Mr. Nunn. All those present voted in favor.

OATH OF OFFICE – 2026 OFFICERS

The Oath of Office for the slate of Officers for 2026 was administered by the Executive Director.

2026 COMMITTEE ASSIGNMENTS

Finance – (Mr. Avolio and Mr. Nunn)

Personnel – (Mr. Damiano and Mr. Avolio)

Facilities/Engineering — (Mr. McCray and Mr. Nunn)

CORRESPONDENCE

- New Jersey Safety Institute – Risk Management for Local Officials
- Request from Van Cleef Engineering for 480 Hillsborough Road, Block 203.10, Lot 29 for Will Serve
- Thank you card received from former employee Eric Lehman

CONSENT AGENDA: RESOLUTIONS FOR CONSIDERATION

RESOLUTION #26-0211-01 – Resolution Authorizing the Appointment of Various Professional Service Providers and the Executive of Professional Service Contracts, in Accordance with the Fair and Open Selection Process

WHEREAS, there exists the need for various Professional Service Providers for the year 2026; and

WHEREAS, based on the recommendations of the Evaluation Committee consisting of the Finance Committee and the Executive Director, and pursuant to the Fair and Open Selection Process the Township of Hillsborough Municipal Utilities Authority wishes to appoint the herein specified professional service providers; and

WHEREAS, funds are available for this purpose; and

WHEREAS, the following appointments are in accordance with N.J.S.A. 19:44A-20.4 et. seq., pursuant to the “Fair and Open” process:

- Suplee, Clooney & Company, 308 East Broad Street, Westfield, NJ as Authority Auditor, not to exceed \$ 22,750 for the 2026 Audit, unless authorized by separate Resolution; and
- McManimon, Scotland & Baumann, LLC, 75 Livingston Avenue, Suite 201, Roseland, NJ 07068, as Authority Bond Counsel, not to exceed \$15,000, unless authorized by separate Resolution; and
- Hawkins, Delafield & Wood, LLP, One Gateway Center, 24th Floor, Newark, as Authority Bond Counsel, not to exceed \$15,000, unless authorized by separate Resolution; and
- Law Offices of Peter Cipparulo, III, LLC, 349 Route 206, Suite K, Hillsborough, as Authority General Counsel, not to exceed \$15,000, unless authorized by separate Resolution; and
- H2M Associates, Inc., 119 Cherry Hill Road, Suite 110, Parsippany, Consulting Engineer, not to exceed, \$15,000, unless authorized by separate Resolution; and
- Pennoni Engineering Services, 103 College Road East, Princeton, Consulting Engineer, not to exceed \$15,000, unless authorized by separate Resolution; and
- Danskin Insurance Agency, Inc., 1937 State Highway 35, Wall as Authority Risk Management Consultant; and
- Cleary Giacobbe Alfieri & Jacobs, LLC, 169 Ramapo Valley Road, Upper Level 105, Oakland, as Authority Special Counsel, not to exceed \$ 17,500, unless authorized by separate Resolution; and
- Eric Bernstein & Associates, LLC, 34 Mountain Boulevard, Suite A102, Warren, NJ 07059 as Alternate Special Counsel, not to exceed \$10,000 unless authorized by separate Resolution.

WHEREAS, funds shall be made available for this purpose; and

WHEREAS, the “New Jersey Pay to Play” Law, (N.J.S.A. 19:44A-20.4 et. seq.) requires that the resolution authorizing the award of contracts for “Professional Services” thru the ‘Fair and Open’ Process be publicly advertised.

NOW, THEREFORE, BE IT RESOLVED by The Township of Hillsborough Municipal Utilities Authority as follows:

1. The Chairman and Executive Director are hereby authorized and directed to execute Professional Service Contracts as noted, with the aforementioned providers in the “not to exceed” amounts indicated for the year 2026.
2. The Executive Director shall publish a notice of award of said contract in the Hillsborough Beacon in accordance with the provisions of the Local Public Contracts Law.

RESOLUTION # 26-0211-02 – Resolution Adopting an Order of Business for Conducting Meetings of The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED that the general order of business set forth below be adopted by The Township of Hillsborough Municipal Utilities Authority to govern the proceedings of the Authority at all meetings until the Reorganization Meeting in February 2027.

1. Announcement of Compliance with “Open Public Meetings Act”
2. Roll Call
3. Pledge of Allegiance
4. Disposition of Minutes of Prior Meetings
4. Business from the Floor
5. Correspondence
6. Matters for Consideration including but not limited to Public Hearings on all matters scheduled pursuant to public notice, such as rate resolutions, bond resolutions, receipt of bids, etc.
7. Discussion Items
8. Professional Reports from but not limited to Attorney(s), Auditor, Consulting Engineer(s), etc.
9. Committee Reports from but not limited to Finance and Personnel
10. Somerset Raritan Valley Sewerage Authority (SRVSA)
11. Approval of Claims / Other Financial Matters
12. Adjournment

RESOLUTION # 26-0211-03 – Resolution Adopting and Authorizing the Publication of the Annual Meeting Calendar of The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED that in accordance with the provisions of the “Open Public Meetings Act”, (C, 321, P.L. 1975) the following schedule of public meetings of The Township of Hillsborough Municipal Utility Authority (TTHMUA) shall be adopted for the year ending February 28, 2027; and

BE IT FURTHER RESOLVED that said schedule be posted on TTHMUA’s Web site, advertised in the Hillsborough Beacon, and that copies of said schedule be posted on the bulletin board of TTHMUA and filed with the Hillsborough Township Clerk.

**TOWNSHIP OF HILLSBOROUGH MUNICIPAL UTILITIES AUTHORITY
PUBLIC NOTICE**

In compliance with the “Open Public Meetings Act” (C, 321, P.L. 1975) of the State of New Jersey, PLEASE TAKE NOTICE that the Township of Hillsborough Municipal Utilities Authority will hold public meetings for the transaction of the Authority business in accordance with the following schedule:

March 25, 2026	September 23, 2026
April 29, 2026	October 28, 2026
May 27, 2026	November 24, 2026 (Tuesday)
June 24, 2026	December 16, 2026
July 22, 2026	January 27, 2027
August no meeting	February 24, 2027 (Reorganization)

PLEASE TAKE FURTHER NOTICE that all of the above-listed meetings will commence at 8:00 A.M. at the offices of the Authority at 302 Towne Centre Drive, in the Township of Hillsborough, County of Somerset, State of New Jersey.

Copies of this notice have been posted on the Authority’s Web site and at the offices of the Authority, filed with the Hillsborough Township Clerk, and published in the Hillsborough Beacon.

**Pamela Borek, MBA, Executive Director
THE TOWNSHIP OF HILLSBOROUGH
MUNICIPAL UTILITIES AUTHORITY**

RESOLUTION # 26-0211-04 – Resolution Authorizing the Mailing of Meeting Notices and Fees of The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED by The Township of Hillsborough Municipal Utilities Authority that the Executive Director is hereby directed to mail the annual meeting notice and all 48-hour notices to any person so requesting same upon payment to the Authority of the sum of \$15.00 which is hereby declared to be the reasonable sum for each mailing to be made hereunder; provided, however, that mailing to the newspapers shall be without charge.

BE IT FURTHER RESOLVED by The Township of Hillsborough Municipal Utilities Authority that all such requests for notices shall terminate as of midnight on December 31, 2026.

RESOLUTION #26-0211-05 – Resolution Authorizing the Adoption of an Indemnification Policy for The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED by The Township of Hillsborough Municipal Utilities Authority that this Indemnification Policy is adopted, as follows:

Section 1. Except as hereinafter provided, The Township of Hillsborough Municipal Utilities Authority (“Authority”) shall, upon the request of any present or former official, employee or appointee of the Authority provide for the indemnification and legal defense of any civil action brought against said person or persons arising from an act or omission falling within the scope of their public duties with the Authority.

Section 2. The terms of this Resolution and the definition of official, employee and appointee are to be construed liberally in order to effectuate the purposes of this Resolution, except that these terms shall not mean a) any person who is not a natural person; b) any person while providing goods or services of any kind under any contract with the Authority, except an employment contract; c) any person while providing legal or engineering services for compensation unless said person is an employee of the Authority; and d) any person who as a condition of his or her appointment or contract is required to indemnify and defend the Authority and/or secure insurance.

Section 3. The Authority shall provide for defense of and indemnify any present or former official, employee or appointee of the Authority who becomes a defendant in a civil action if the person or persons involved a) acted or failed to act in a matter in which the Authority has or had an interest; b) acted or failed to act in the discharge of a duty imposed or authorized by law; and c) acted or failed to take action in good faith. For the purposes of this Resolution, the duty and authority of the Authority to defend and indemnify shall extend to a crossclaim or counterclaim against said person.

Section 4. The Authority shall not indemnify any person against the payment of punitive damages, penalties, or fines, but may provide for the legal defense of such claims in accord with the standards set forth herein. The Authority may refuse to provide for the defense and indemnification of any civil action referred to herein if the Authority determines that a) the act or omission did not occur within the scope of a duty authorized or imposed by law; b) the act or failure to act was the result of actual fraud, willful misconduct or actual malice of the person requesting defense and indemnification; or c) the defense of the action or proceeding by the Authority would create a conflict of interest between the Authority and the person or persons involved.

Section 5. In any other action or proceeding, including criminal proceedings, the Authority may provide for the defense of a present or former official, employee or appointee, if the Authority concludes that such representation is in the best interest of the Authority and that the person to be defended acted or failed to act in accord with the standards set forth in this Resolution.

Section 6. Whenever the Authority provides for the defense of any action set forth herein and as a condition of such defense, the Authority may assume exclusive control over the representation of such persons defended and such person shall cooperate fully with the Authority.

Section 7. The Authority may provide for the defense pursuant to this Resolution by authorizing its General Counsel to act on behalf of the person being defended or by employing other counsel for this purpose or by asserting the right of the Authority under any appropriate insurance policy that requires the insurer to provide defense.

Section 8. This Resolution shall take effect immediately.

RESOLUTION # 26-0211-06 – Resolution Designating the Official Newspapers of The Township of Hillsborough Municipal Utility Authority (TTHMUA)

WHEREAS, N.J.S.A. 10:4-8(d) of the Open Public Meetings Act requires notice of meetings be submitted to at least two newspapers which newspapers shall be designated by the public body to receive such notices because they have the greatest likelihood of informing the public within the area of jurisdiction of the public body of such meetings, one of which shall be the official newspaper of the municipality; and

WHEREAS, the Township of Hillsborough Municipal Utilities Authority has determined that the Courier News and Hillsborough Beacon have the greatest likelihood of informing the public within the jurisdictional boundaries of Hillsborough Township of such meetings.

WHEREAS, pursuant to **N.J.S.A.** 35:3-2a, after March 1, 2026, whenever a public entity is required by law or by order or rule of any court to publish or advertise a legal notice, the public entity shall publish or advertise on the Authority’s website at <http://www.hillsboroughmua-nj.org>.

NOW THEREFORE BE IT RESOLVED by the Township of Hillsborough Municipal Utilities Authority, that: (1) the Courier News and the Hillsborough Beacon be and are hereby designated the official newspapers of this body during 2026 as required by N.J.S.A. 10:4-18 and N.J.S.A. 10:4-8(d)(2) of the Open Public Meetings Act and all notices shall be published on the Authority’s website at <http://www.hillsboroughmua-nj.org>.

RESOLUTION # 26-0211-07 – Resolution Establishing the Office Hours and Holiday Schedule of The Township of Hillsborough Municipal Utility Authority (TTHMUA)

BE IT RESOLVED that the offices of The Township of Hillsborough Municipal Utility Authority shall be open from 9:00 A.M. until 4:00 P.M. daily Monday through Friday; and

BE IT FURTHER RESOLVED that the offices of the Authority shall be closed in observance of the following holidays as well as such other holidays as may be declared from time to time by resolution of the Authority:

- | | |
|------------------------|----------------------|
| New Year’s Day | Columbus Day |
| Martin Luther King Day | General Election Day |
| Presidents Day | Veteran’s Day |
| Good Friday | Thanksgiving Day |
| Memorial Day | Thanksgiving Friday |
| Juneteenth (Observed) | Christmas Eve |
| Independence Day | Christmas Day |
| Labor Day | |

RESOLUTION # 26-0211-08 – Appointing Pamela Borek, Executive Director of The Township of Hillsborough Municipal Utilities Authority (TTHMUA) as the Certifying Officer and Collector of Charges of TTHMUA

BE IT RESOLVED by The Township of Hillsborough Municipal Utilities Authority, in accordance with **N.J.S.A.** 40:14B-18, that Pamela Borek, Executive Director of The Township of Hillsborough Municipal Utilities Authority, be and is hereby appointed Certifying Officer and Collector of Charges of The Township of Hillsborough Municipal Utilities Authority.

RESOLUTION # 26-0211-09 – Resolution Appointing Pamela Borek, Executive Director of The Township of Hillsborough Municipal Utilities Authority (TTHMUA) as the Public Agency Compliance Officer of TTHMUA

BE IT RESOLVED by The Township of Hillsborough Municipal Utilities Authority, in accordance with N.J.A.C. 17:27-3.5, that Pamela Borek, Executive Director of The Township of Hillsborough Municipal Utilities Authority, be and is hereby appointed Public Agency Compliance Officer of The Township of Hillsborough Municipal Utilities Authority.

RESOLUTION # 26-0211-10 – Resolution Adopting a Cash Management Plan for The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED that the following Cash Management Plan be adopted by the Township of Hillsborough Municipal Utilities Authority and the Executive Director be authorized to implement said plan:

1. All funds received by the Authority shall be deposited in designated depositories within 24 hours of receipt.
2. All funds shall be deposited in interest bearing accounts.
3. The Executive Director is hereby authorized to negotiate the purchase and sale of U.S. Government obligations, or to invest in time open accounts or certificates of deposit, whichever shall provide the most favorable rates of interest.
4. All claims shall be approved for payment by a majority of the members and checks shall be issued in payment of said claims in accordance with the authorization for disbursements adopted by the Authority.

RESOLUTION # 26-0211-11– Resolution Designating the Official Depositories for The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED that the following banks be designated as Depositories for funds of The Township of Hillsborough Municipal Utilities Authority until the Reorganization Meeting in February 2027.

Affinity Credit Union	Bank of America
Chase Bank	Financial Resources Federal Credit Union
Fulton Bank	Peapack Gladstone Bank
PNC Bank	Provident Bank
TD Bank	Valley Bank
Wells Fargo Bank NA	New Jersey Cash Management Fund
First Bank of New Jersey	

BE IT FURTHER RESOLVED that the Treasurer be and is hereby authorized to assign the various accounts of the Authority to any of the above-named depositories.

RESOLUTION #26-0211-12 – Resolution Authorizing Disbursements for The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED that all disbursements of The Township of Hillsborough Municipal Utilities Authority Operating Fund, Construction Fund, General Fund, and Inspection Trust Fund shall be made by checks signed by any two members of the Authority and countersigned by the Executive Director.

BE IT FURTHER RESOLVED that all disbursements of The Township of Hillsborough Municipal Utilities Authority Petty Cash Account be made by checks signed by any member of the Authority and the Executive Director of the Authority; and

BE IT FURTHER RESOLVED that all disbursements of The Township of Hillsborough Municipal Utilities Authority Revenue Fund transmitting revenues to the Trustee be made by checks signed by any two of the following: (any board member or members and, or either the Executive Director or the Assistant Executive Director)

Chairman	Vice-Chairman	Secretary	Assist ED
Treasurer	Asst. Secretary/Asst. Treasurer	Executive Director	

BE IT FINALLY RESOLVED salaries and wages be paid by Direct Deposit from the payroll account on a biweekly, monthly or quarterly basis.

RESOLUTION # 26-0211-13 – Resolution Authorizing Investments for The Township of Hillsborough Municipal Utilities Authority (TTHMUA)

BE IT RESOLVED that the Executive Director is hereby authorized to negotiate the purchase and sale of U.S. Government obligations, or to invest in time open accounts or certifications of deposit, whichever is the most favorable to achieve the best program for the investment of Authority funds; and

BE IT FURTHER RESOLVED that all such transactions shall be reported to the Board at the following regular meeting of the Authority.

RESOLUTION #26-0211-14 – Resolution Authorizing Will Serve for Block 203.10, Lot 29 within Hillsborough Township, County of Somerset, State of New Jersey

WHEREAS, The Township of Hillsborough Municipal Utilities Authority (TTHMUA) is in receipt of email correspondence of a letter written to TTHMUA from Van Cleef Engineering, LLC requesting a “Will Serve” for the abovementioned property; and

WHEREAS, the property, Block 203.1013, Lot 29 has been verified that it is within the Somerset County / Upper Raritan Watershed Wastewater Management Plan in an area designated to be serviced by sanitary sewers; and

WHEREAS, the request is for two (2) single family dwellings to be located off of Lyndon Drive, per the site plan submitted; and

WHEREAS, however, TTHMUA cannot reserve additional capacity and cannot commit to accepting additional wastewater from the property until such time that an application and plans are received, reviewed, and approved by TTHMUA; and

WHEREAS, connection applications are required to be obtained from TTHMUA and Somerset Raritan Valley Sewerage Authority; and

WHEREAS, New Jersey Department of Environmental Protection (NJDEP) Treatment Works Approval (TWA) may be required; and

WHEREAS, off-site system improvements may be required, and this will be determined upon receiving an application and plans for review; and

WHEREAS, applicable plan review fees and inspection fees will be assessed when the application and plans are received by TTHMUA, for the applicable plan review and inspections at time of construction.

NOW, THEREFORE, BE IT RESOLVED by the Township of Hillsborough Municipal Utilities Authority, County of Somerset, State of New Jersey, as follows:

1. Block 203.10, Lots 29 is within the Sanitary Sewer Service Area and service is available.
2. Additional capacity cannot be reserved.
3. Connection applications, applicable fees and Engineering plans are required.
4. TWA approval may be required.
5. System improvements may be required.
6. This resolution shall take effect immediately.

RESOLUTION #26-0211-15 – Resolution to Amend CY 2026 Adopted Budget

HILLS BOROUGH MUNICIPAL UTILITIES AUTHORITY					
<u>HILLSBOROUGH, NEW JERSEY</u>					
<u>RESOLUTION TO AMEND CY 2026 ADOPTED BUDGET</u>					
WHEREAS , the Budget for the CY 2026 was adopted on the 22nd day of October, 2025, and					
WHEREAS , it is desired to amend said CY 2026 Adopted Budget, and					
WHEREAS , the Board of Commissioner's desire to provide for a Municipal Appropriation with the Township of Hillsborough, County of Somerset, New Jersey.					
NOW THEREFORE BE IT RESOLVED , by the Board of Commissioners of the Hillsborough Municipal Utilities Authority, County of Somerset, New Jersey, that the following amendments to the Adopted Budget of CY 2026 be made:					
	<u>AYES</u>	<u>NAYS</u>	<u>ABSTAIN</u>	<u>ABSENT</u>	
<i>Recorded Vote</i>					
<i>(Insert Last Names)</i>					
Richard Nunn	X				
Michael Avolio	X				
Frant Scarantino	X				
Robert McCray				X	
Robert Damiano	X				
			<u>FROM</u>	<u>TO</u>	
<u>APPROPRIATION(S)</u>					
Non-Operating Appropriations					
Municipal Appropriation			\$ _____ -	\$ _____	378,688
Total Non-Operating Appropriations			_____ -		378,688
Total Appropriations			7,573,750		7,952,438
Unrestricted Net Position Utilized					
Municipal Appropriation			_____ -		378,688
Total Unrestricted Net Position Utilized			\$ _____	\$ _____	11,897 390,585
BE IT FURTHER RESOLVED , That two (2) certified copies of this resolution be filed forthwith the Authority Bureau, Division of Local Government Services, Department of Community Affairs, State of New Jersey for approval of the CY 2026 Adopted Budget so amended.					
It is hereby certified that this is a true copy of a resolution amending the budget, adopted by the Board of Commissioner's on the 11th day of February, 2026.					

A motion was made by Mr. Damiano, seconded by Mr. Nunn to move the entire consent agenda and all those present voted in favor.

APPROVAL OF MINUTES

December 17, 2025, Regular Meeting Minutes – A motion was made by Mr. Damiano, seconded by Mr. Avolio and all those present voted in favor.

December 17, 2025, Closed Session Meeting Minutes – A motion was made by Mr. Damiano, seconded by Mr. Avolio and all those present voted in favor.

January 28, 2026, Closed Session Meeting Minutes – A motion was made by Mr. Damiano, seconded by Mr. Avolio and all those present voted in favor.

January 28, 2026, Closed Session Meeting Minutes – A motion was made by Mr. Damiano, seconded by Mr. Avolio and all those present voted in favor.

A motion was made by Mr. Damiano, seconded by Mr. Avolio to table the following minutes:
December 29, 2025, Special Meeting Minutes

DISCUSSION / POSSIBLE MATTERS FOR CONSIDERATION

The following updates were provided in advance of the meeting in the Director’s Report:

FACILITIES / PROJECT UPDATES

Sunnymead Pump Station Rehabilitation

Sunnymead Pump Station Repairs

Force Main Update: no further update at this time. Executive Director Borek is to follow up on the language of the easement offers.

Mulford Pump Station Replacement – nothing to report at this time

NJDEP: Licensed Operator Update

I&I

Easement update – walking tour of the easements to be scheduled. Which easements are of interest to explore?

GIS – Mr. Nunn asked to get the percentage of GIS done within the town. ED Borek reported about a quarter in the new system.

Committee Reports:

Personnel

Finance

Miscellaneous Items

Commercial Accounts

Customer Complaint

Authority Succession Planning

SRVSA

AEA Check in / Legislative Update and Safety Committee Update

Facility Reports - Mr. Nunn would like to see the facility reports done again on all the Pump Stations. Mr. Scarantino suggested that James could perhaps do them. Mr. Scarantino would like to see a spreadsheet of all potential upgrades for all Pump Stations and to continue with the long-term capital spreadsheet being compiled. Ms. Borek said she would have a draft for the board to review at the next meeting.

Metering – Mr. Scarantino asking for an update on the steps we are taking to get the meters in place.

Flows - Mr. Nunn requested Ms. Borek to send the Board the 2025 Monthly SRVSA flow reports. He would like to see how much flow we are sending them. Mr. Scarantino told him not to get confused by daily flows. This doesn't change the fact that SRVSA can't take anymore flow, they operate at 95% capacity.

Affordable Housing – Mr. Scarantino respectfully requested an update from the Township on the Township's Affordable Housing obligation, presumably what is proposed for Round 4 and what remains to be built for Round 3.

CLAIMS LIST

None at this time

PUBLIC COMMENT *(for matters not on the agenda)*

None at this time

ADJOURNMENT

With no further business to discuss, a motion was made by Mr. Nunn, seconded by Mr. Damiano, to adjourn the meeting at 8:24 am and all those present voted in favor.