

**DOWNRIVER UTILITY WASTEWATER AUTHORITY
DECEMBER 12, 2024 MEETING MINUTES
CITY OF TAYLOR COUNCIL CHAMBERS**

1. Roll Call and Introductions

Chairperson McLeod (Allen Park) called the meeting to order at 9:02 AM. At the time of roll call, voting representatives were in attendance from 11 communities: Allen Park, Belleville (Absent), Brownstown Township, Dearborn Heights, Ecorse, Lincoln Park (Absent), River Rouge, Riverview, Romulus, Southgate, Taylor, Van Buren Township and Wyandotte. A quorum (at least 7 members) were present.

a. DUWA Commissioners

Belleville and Lincoln Park not in attendance

The DUWA Board Commissioners present at the time of roll call introduced themselves as follows: Roxie Fairchild (Brownstown Township), Kevin Lawrence (Van Buren Township), Mayor Tim Woolley (Taylor), Melissa Collins (River Rouge), Mayor Bill Bazzi (Dearborn Heights), Mayor Joseph Kuspa (Southgate), Mayor Gail McLeod (Allen Park), Roberto Scappaticci (Romulus), Jeff Dobek (Riverview), David Hall (Ecorse), and Greg Mayhew (Wyandotte)

b. Other Meeting Attendees

Board meeting attendees present in the audience at the time of roll call introduced themselves as follows: Jim Taylor (Van Buren Township), Ralph Richard (Taylor) Doug Drysdale (Southgate & DNS Financial Services), Gerry Barr, Jr.(Allen Park), Brandon Bacon (AON) Tiffany Allen (AON), Mayor Rob DeSana (Wyandotte), Jason Nash (Veolia CPM), Travis Tuma (Veolia), Stephen Hitchcock (Romulus), Kerry Morgan (Riverview), Mark Kibby (Taylor), Dan Marsh (Southgate), Dan Alford (Fishbeck), Lauren Fath-Azam (Secretary), Sarah Rutkowski (Fishbeck), Sally Duffy (HRC), Souheil Sabek (C.E. Raines), James Fausone (Fausone & Grysko)

2. Approval of Agenda

Motion by Mayor Bazzi (Dearborn Heights) and supported by Mayor Kuspa (Southgate) to approve the agenda. The motion passed unanimously by all attending members.

3. Approval of Minutes from November 14, 2024 Board Meeting

Copies of the meeting minutes from the November 14, 2024 Board meeting were included in the pre-meeting Board packet. Motion by Southgate and supported by Romulus, to approve the minutes. The motion passed unanimously by all attending members.

4. Legal Update

Attorney James Fausone of Fausone & Gysko provided the Legal Update.

a. General Counsel Monthly Report

Page 17 of the meeting packet includes the previous month's assistance with the System Manager. The amended articles of incorporation have been approved by Wyandotte, Allen Park, Southgate, Riverview, Taylor, Romulus, and Brownstown Township. Mr. Fausone asked the board members in attendance to advance this to their boards or councils if they have not done so already.

5. System Manager Update

Dan Alford provided a verbal summary of activities since the last meeting. A written summary was provided in the pre-meeting Board packet for the System Manager Report (Pages 18-27).

a. System Manager Monthly Report

Mr. Alford and Sarah Rutkowski have been working learning the DUWA administrative processes. The plant was NPDES compliant for the month of October. Regarding capital projects, the biosolids dryer facility bi-weekly meetings continue with continuation of involvement from OHM with the goal of testing the capacity of the dryer. Jason Nash will have an extended update on this. Mr. Alford reports that the UV disinfection project is still in the submittal phase and will also have an extended update later. The Contractor was on site for the PLC-5 replacements, but parts will take time to get in. HVAC improvements are in phase two which is the equipment procurement lead time phase. A call was received from Representative Dingell's office asking if we have a short project list for potential future grant funding. Mr. Alford and Veolia assembled a reply within 24 hours which included four projects that are under a million dollars each.

In regard to professional services contracts, the DNS Services contract renewal for accounting services will be brought forth later in the meeting. For next year, completing the inspection of all remaining pieces of the interceptor is scheduled. GLWA has increased their ortho phosphorus dose in their incremental approach to minimizing lead in drinking water. After speaking with Jason Tapp, it's still too early to see significant increases in the ferric and PACl that is used to control phosphorus. Mr. Alford believes this will trend up overtime.

Mr. Alford sent a monthly odor mitigation update to the City of Wyandotte as promised on December 11th. 56 complaints were received in October, 86 complaints in November, and only two complaints so far this December. The Veolia operational changes have appeared to help as well as the cold weather and wind direction. Regardless of the good news, the goal is to understand the problem so that next fall, when this problem arises again, the plant will have systems in place to mitigate odors. An action item underway is the installation of carbon in the existing odor control unit. Mr. Alford believes the carbon will help control odors from the dryers. The question is how long will the carbon be effective and how often will it need to be changed out? The City of Wyandotte issued a notice to eliminate nuisance odors within 90 days with the potential of fines if odors are not controlled. EGLE visited in October for their nuisance odor inspection of the DWTF. EGLE's follow up letter from November said they had no concerns. They trust that Veolia is taking all the right steps to identify and mitigate odors.

A meeting is planned this month as well as in January regarding a natural gas sell back. A consultant for natural gas commodities (MEA) was engaged since DUWA over estimated natural gas usage with the dryer program that we've not used to date. Since our current contract lasts through 2025, DUWA has the need to extend MEA services to assist with the natural gas sell back strategy.

The modified Sewer Use Ordinance was requested EGLE for DUWA's Industrial Pretreatment Program. Although EGLE's formal reply wasn't received it appears to be a favorable outcome from the email correspondence. It appears EGLE will be allowing DUWA to extend and to match up our IPP permit deadline with the PFAS deadline that was also incorporated.

At last month's Technical Committee meeting the Veolia team had requested a screw conveyor repair which was approved. After Mr. Alford saw the damaged

screw conveyor he agreed it needed to be repaired. Additionally, the Technical Committee voted to cancel the December meeting.

Later in today's meeting the 2025-2026's budget and rate development will be discussed. Mr. Fausone discussed the amended Articles of Incorporation and the needed resolutions from six more Communities. Mr. Alford is happy to help further by reaching out and meeting with each Community individually to see if there is anything he can do to help with the resolutions.

b. UV Disinfection Replacement Project

Next week Mr. Alford and Ms. Rutkowski will meet with Black & Veatch. Scheduling the initial meeting with them took time. Mr. Alford also spoke to the Contractor (CCC) and expressed his concern that this is non-traditional construction. He's had to work with SHVUA pulling all the group members together which include the contractor, the operator, the owner and the engineer. Mr. Alford strives to make sure that nothing gets lost by facilitating communication between the parties. The UV System Replacement Project appears to be going well, and both the engineer and contractor look forward to seeing it progress.

Mayor Kuspa asked about the odor complaint notice from Wyandotte; if this was an actual citation or just a warning letter and how can we quantitatively track and prove that we are abating the odor. Mr. Fausone noted that an odor warning letter was received but if the odors aren't abated then citations may be issued. Mr. Alford explained that there are multiple ways to track odors including testing at the point of complaints, testing at the fence line as well as testing for specific parameters including ammonia, VOCs hydrogen sulfide, and mercaptans to determine what the big generators are. There are many variables at play but having that data first will help us create a baseline to see if we are improving or not improving as it relates to odors within the community. Mayor Kuspa would like to have a discussion between DUWA and Wyandotte to share with them our path and what we are doing to make improvements. Tim Woolley added that he believes there should be a discussion with Wyandotte if we start receiving violations as we are putting a lot of effort, communication and money into mitigating odor issues for a facility that has been here for decades. Mr. Alford will continue to send monthly updates to Wyandotte on DUWA's progress as it relates to odor control measures. Mr. Alford believes that a 90-day period is enough time that we should see some results from the actions that Veolia is taking. Mr. Scappaticci inquired if we pay Wyandotte a nuisance fee. Mr.

Fausone added that there is a historical fee that Wayne County paid, and DUWA continues to pay. Travis Tuma said Veolia staff and the Mayor of Wyandotte conducted a walk through for local television for Wyandotte which took place last week. They discussed the problems they are facing, progressions forward with the facility and gave a full plant tour to show how the plant operates. Bill Bazzi inquired if someone is measuring what is coming out of the stack and if we have looked at various technologies to improve what is being released into the environment. Mr. Alford said direct measurements have been taken but he is trying to get a uniform data set. He continued that bioscrubbers and chemicals are commonly used to minimize odors in the wastewater industry currently. Lastly, Mayor DeSana of Wyandotte says he gets copied on all the complaints and appreciates the efforts DUWA and Veolia have taken to solve the odor situation and stresses that communication with the City is key.

c. Biosolids Dryer Facility Project

Jason Nash reported that early in the month of November the dryers were offline due to the fire suppression system and were back operating on the 5th and 6th. On November 10th and 11th, there was a short outage for 16-hrs which was due to issues of the hauling contractor crossing into the U.S. From November 12th through the 19th the plant had significant downtime on the south dryer. Cake pump 4 was having issues with the motor then pump components which required being swapped out before the dryer was able to get back up and operating. On November 24th and 26th the dryers were down for cleaning. On December 4th, bucket tests were performed: the north dryer was operating at 56% design capacity at 100% speed, while the south dryer was able to achieve 98% capacity at 100% speed.

On December 4th cake pump 4 faulted out due to running at 125%, which is the limit for the pump, so the South dryer went offline. Centrifuge 3 has been offline due to a bent grease line causing a bearing to fail. Additional tweaks will be made to fix the issue. It is still under warranty. With both dryers offline, the condensing towers are being cleaned. Carbon media is coming in this week and will be installed.

The graph on page 26 shows the plant at 54% operation for the month of November. Over the span of a year from January 2024 the plant operated at about 54% operational time and at 50% operational capacity. Mayor Wooley inquired if we were able to get in the pumps we wanted and wondered if they are working properly. Mr. Nash noted that more tests are needed since all of the

components of the dryer have to run at 100% to be able to see what actual amperage size we need for all of the motors. Mr. Fausone pointed out that multiple pump motor HP sizes have been tried and clarified that although data is currently limited, the use of tungsten carbide rotors and urethane stators are not providing us enough run time to justify the cost associated and the lead time. Mr. Nash confirms that increasing motor size won't ultimately fix the problem but ultimately depends on the mechanical components, the material, and coatings the pump has. Mr. Dobek inquired if there is any idea on treating the grit that wears the pumps down. Mr. Fausone added that this topic has been in discussion with all appropriate parties, but we are not in a position to bring that to the Board yet.

6. Requests for Authorization and Approval

Sarah Rutkowski presented the following requests for approval, which includes the Annual Insurance renewals and the Three-Year Environmental Policy renewal.

The Annual Insurance policies that require renewals at the end of the year include the Package Liability, Inland Marine, which covers the interceptor system, and Property Insurance. A meeting with AON took place in early November to go through an insurance renewal strategy. Collectively for these three insurance renewals, the percent cost increase is about 3% compared to last year, which is favorable or below the initial estimate. On page 4 of the supplemental package, there's information on pollution legal liability insurance, which has a 2.5% fee increase for the 3-year renewal.

a. AON - Annual Insurance Renewals

Brandon Bacon from AON presented the Annual Insurance renewal which he believes to be favorable. There is a restricted market, and these Insurance companies proposed the best options to DUWA. Mayor Kuspa asks if the annual insurance renewals were competitively bid this year. Mr. Bacon replied that the insurance renewals were not bid out, but AON did a summary market evaluation and Liberty Insurance provided a proposal which had less favorable terms with a higher premium. Other carriers were even more narrow and restrictive due to the service population size. In the current market trend, you see closer to a 7 to 10% increase in premium costs.

Motion by Southgate, supported by Dearborn Heights to authorize the Chair or Vice Chair to execute agreement(s) with Hudson for the 12-month package

liability coverage renewal without election of the terrorism premium for a total cost of \$153,135. The motion passed unanimously by all attending members.

Motion by Wyandotte, supported by Romulus to authorize the Chair or Vice Chair to execute agreement(s) with Hanover for the 12-month Inland Marine Floater coverage renewal without election of the terrorism premium for a total cost of \$68,400. The motion passed unanimously by all attending members.

Motion by Riverview, supported by Wyandotte to authorize the Chair or Vice Chair to execute agreement(s) with Chubb for the 12-month Property Insurance coverage without election of the terrorism premium for a total cost of \$385,648. The motion passed unanimously by all attending members.

b. 3-Year Environmental Insurance Policy Renewal

Tiffany Allen from AON presented the 3-Year Environmental Insurance Policy Renewal. This will be the third renewal of this program originally established in the 2018 policy year and it is a 3 year term. The price came in at a 2.5% increase, which is stable and in line with the marketplace for this type of coverage. Coverage terms and conditions remain the same. The carrier imposed a capital improvement exclusion in the policy meaning any pollution type of claim that would come through the new capital improvement plan over the next three years would be excluded. Ms. Allen clarified that an emergency repair would be covered. The insurance carrier would have to be made aware of any large scale projects. Mayor Bazzi inquired if we looked at other options. Ms. Allen assured the board that we did but the other carriers were not competitive. Ms. Allen also informed the Board that they have recently received additional information from Fishbeck about future capital improvements and will review with the carrier to make future pollution claims relating to capital improvements included in our coverage.

Motion by Dearborn Heights, supported by Southgate to authorize the Chair or Vice Chair to execute the agreement(s) with Allied World for 2025-2027 Pollution Legal Liability Insurance for a total cost of \$61,114. The motion passed unanimously by all attending members.

c. Veolia O&M Contract WIFIA Addendum

Ms. Rutkowski presented the Veolia O&M contract WIFIA Addendum on page 30 and 31.

Veolia O&M continues to manage some WIFIA funded projects directly. An addendum was already in place in the original Veolia O&M contract to state how WIFIA funded projects should be handled. Originally, there was an Exhibit C that states the wage requirements needed at the beginning of some of these projects. This addendum supersedes the original Exhibit C with new wage requirements and determinations that are put out by the EPA. These are updated on an annual basis, but sometimes more frequently. This helps to ensure that any new WIFIA projects taken on by Veolia O&M have the latest wage determinations at the beginning of the project. This will help for any future auditing by the EPA for the WIFIA projects.

Motion by Southgate, supported by Dearborn Heights to execute the WIFIA addendum for the Veolia O&M Contract. The motion passed unanimously by all attending members.

Mr. Scappaticci inquired what the duration of the increase in costs or the wage rate is. Ms. Rutkowski's understanding is that these wage determinations need to be reviewed at the beginning of the project but even if wage determinations are continuously updated during the project, it's only the first wage determination that needs to be followed through the duration. Mr. Nash added that this is only for construction projects so the laborers and electricians are getting paid the appropriate amount based on EPA requirements. This is only for the construction project itself and is based off of current EPA wages at the time of the construction bidding process.

d. DNS Financial Services Renewal

Ms. Rutkowski continued to report that Doug Drysdale of DNS Financial Services has been DUWA's system Accountant since 2018. His contract expires at the end of the year so he has included a proposed 3 year proposal on page 33. All professional service contracts would expire the same year.

Mr. Drysdale added that he has been the System Accountant since 2018 and before that he was the Treasurer since 2010. He is going on 15 years of experience with the System. His 3-year extension request is to not exceed \$50,000 each year. The current rate right now is \$105 per hour. The extension request has annual increases of \$5 per hour, so \$110 per hour for 2025, \$115 for 2026, and \$120 for 2027. This puts this extension in the same timeline as all the other professional service contracts.

Motion by Riverview, supported by Dearborn Heights to approve DNS Financial Services contract extension request through 2027, subject to the acceptance of its terms and conditions by General Counsel. The motion passed unanimously by all attending members.

Motion to amend the motion to indicate a 5% annual increase in the not-to-exceed number (2025 – \$52,500, 2026 - \$55,125, 2027 - \$57,881). Both Riverview and Dearborn Heights agreed to the amended motion. A roll call vote was taken, and the motion passed with 86% of the vote (unanimous vote by all attending members).

e. Wayne County Annual O&M Permit

Ms. Rutkowski presented the Wayne County Annual O&M Permit. DUWA maintains an annual permit with Wayne County which expires at the end of the year. This allows Veolia O&M to occupy the rights of Wayne County to do operation maintenance work on the Interceptor. A current renewal package for 2025 was received. Part of the renewal package is to include a certificate of insurance, signatures from the permit holders, the management team, and also Veolia O&M; as well as an annual payment up to \$1,000 for the application. One new stipulation is that Wayne County would also like a resolution from the governing body to state that DUWA will abide by the terms of the permit. A draft was sent over to general counsel for review. That is included as part of this package for the Board and Chair to authorize. One of the other issues or concerns is that Veolia typically pays for this permit application, which is \$1,000 per year. We request that DUWA reimburse Veolia for this year's payment. Also in review of previous payments, it seemed like there was some confusion with who is paying the permit fee. In review, Veolia O&M had been paying the \$1,000 directly to Wayne County for the permit applications and DUWA was also directly paying Wayne County for the permit applications. With duplicate payments going to Wayne County, Ms. Rutkowski and Mr. Alford have been working through this with Mr. Drysdale to review. Per the System Accountant, Wayne County has not been cashing the secondary check from DUWA. All those uncashed checks from DUWA would be redirected to Veolia O&M. Ms. Rutkowski is also requesting a motion to reimburse Veolia from this year's current application.

Motion by Taylor, supported by Van Buren Twp to authorize the execution of the 2025 Wayne County O&M permit. The motion passed unanimously by all attending members.

Motion by Southgate, supported by Dearborn Heights to approve the System Accountant to void all previous uncashed payments to Wayne County for the WC permit and reissue to Veolia, including the current payment for the 2025 permit fee. The motion passed unanimously by all attending members.

f. Solids Handling Screw Conveyor Repair - Veolia O&M

Ms. Rutkowski noted that the solids handling building at the DWTF has screw conveyors that transport the dried solids from the centrifuges to the sludge haulers, outside of the building. These conveyors have an internal screw mechanism and are bound by a metal sheet. These conveyors were installed in 2010. Veolia O&M completes routine maintenance of them. Page 42 shows a picture of the corroded conveyors. Veolia O&M has reached out to two local companies who can provide welding and metal work for the screw conveyor. Lake Shore Services was the selected contractor. The breakdown of costs is listed on page 42 with the total cost adding up to \$18,048.03. This was brought to the technical committee meeting this past month and they fully support the work that needs to be completed. Travis Tuma added that this is an existing screw conveyor from 2010 that runs continuously to take more of the wet cake to landfill.

Motion by Wyandotte, supported by Romulus to authorize Veolia to contract with Lake Shore Services to perform the repair of the solids handling screw conveyor for a not-to-exceed fee of \$18,048.03. The motion passed unanimously by all attending members.

7. Contract Operator Update

Travis Tuma of Veolia provided the Contract Operator update.

a. October 2024 Monthly Operating Report

Mr. Tuma reported that there were no compliance issues. Just over a billion gallons of sewage was treated in the month of October. The plant is still dosing small amounts of ferric and is back on peroxide. Jobs for this month included the rebuilding of fine screen #1. One and two are now complete and everything is running as would be expected. Water was found in one of the RAS pumps. A quote is being obtained and will go to the technical committee for review before being presented to the board. More than likely the internal parts of the pump failed. There was a spare pump on site which was interchanged for the time being. Mr. Alford inquired if Veolia has instrumentation for RAS pump protection

and what the condition of those looks like. Mr. Tuma added that these pumps have temperature and seal water sensors; so, if the motor sensor detects water they should alarm. Sadly, that alarm did not go off. Mr. Tuma and the Electronic Tech are looking at why it didn't alarm and looking into correcting the alarm so that it definitely shuts down the pump. The stator on cake pump 4 was replaced with an existing one but the replacement was worn more than expected so the pump is currently offline with a new stator arriving this week. This is the first time that the rotor stator repairs are being done in house.

Page 45 and 46 shows primary and secondary treatment information. Veolia inspected and found bio-growth on the south condensing tower, so Veolia had to remove the bio-growth and plans to up the peroxide dosage. The plant did lose their Electrician on site and is actively looking for an Electrician. Veolia does have electrical contractors that are used regularly so work will still be able to get done. There hasn't been anything out of the ordinary regarding the collection system. On page 47 Jacobs completed a job safety analysis (JSA) on the RAS pump PMs to investigate any possibilities of something going wrong. Mr. Tuma added that they have had very good outcomes completing JSA's.

In regard to the Miss Dig tickets; a total of 355 per month were recorded with 27 emergencies. Veolia foresees these numbers decreasing over the winter months.

b. Chemical & Sludge Price Monthly Updates

On page 48 nothing stands out regarding cost of reconciliation besides peroxide is zero for the month. There were no unit price changes for the year, which is good news compared to last year where prices were increasing. The \$2,735.60 is the combination of the 16 to 20 loads going to LaSalle. The plant was hit with the surcharge because they didn't meet their threshold and needed to utilize the extra trailer for the month. Page 50 shows how much product is going to Canada for beneficial reuse compared to the landfill. The plant is at 50% for the month of October. In the month of November there was considerable downtime but still higher than last year.

c. Existing UV System Remaining Life Update

The plant still has a large stock of UV bulbs, ballasts, and quartz sleeves on site. UV has been running very well as Veolia is maintaining it with their electrician.

8. Treasurer's Report DUWA Treasurer

Doug Drysdale (DNS Financial Services, DUWA Accountant) presented the various items below to the board.

a. CY 2025 Financial Calendar

The Financial Calendar shows the board when various items are completed including the development of the rate package, filings, the budget approval, and when the board can expect to be presented with quarterly reports.

a. Resolution to Adopt CY 2025-2026 Budget (2-Year)

Page 52 shows the proposed budget for 2025-26. This budget was presented last month as a draft. No comments were made by either the Finance Committee or the Board, so the proposed budget is being brought back to the Board for approval this month.

Motion by Dearborn, supported by Wyandotte to approve the recommendation of Jason Couture (City of Taylor), DUWA's Treasurer, the Board of Commissioners (Board) of the Downriver Utility Wastewater Authority (DUWA):

- 1) Approves the attached resolution, 2024-004 adopting the 2025 & 2026 Budgets for DUWA,
- 2) Notes that a majority vote is necessary for the approval of this resolution; and,
- 3) Authorizes the Chairperson, Treasurer, or Accountant to take such other action as may be necessary to accomplish the intent of this vote.

A roll call vote was taken, and the motion passed with 86% of the vote (unanimous vote by all attending members).

b. Community Self-Reporting Status Log

Mr. Drysdale continued to report that most communities are caught up through October or September but a couple including Belleville is through August and River Rouge is behind as well. Ms. Collins from River Rouge noted that checks are in the process of being written and will notify Mr. Drysdale when they are mailed. Dearborn Heights is now caught up through July.

c. Aging Accounts Receivable

Page 60 is DUWA's age accounts receivable. A number of the communities are caught up on their monthly fixed invoices, sewage and excess flow. Some payments were received this week for the communities where you see two bills which are November and December bills. Mr. Drysdale will continue to work with

the System Manager and System Attorney to reach out to the other non-community customers to get those payments in. Chairperson McLeod added that some of these invoices are quite old. They go back to 2020, and they total \$114,000. Mr. Drysdale noted that they are focusing on the larger invoices and have received more contact names so these invoices can get to direct hands. Mr. Fausone said his team has sent out letters to that list and has seen good results. He will follow up with a second copy within 60 to 90 days.

d. Pending Invoices

Mr. Drysdale continued to report that in the original packet is the invoice register for everything that has been received through last week. Today AON presented the insurance renewals. Two motions are in order. The first motion would be to amend and modify the invoice register to include those invoices.

Motion by Taylor, supported by Dearborn Heights to approve the payment of the pending invoices in the amount of \$1,685,934.61. The motion passed unanimously by all attending members.

Motion by Southgate, supported by Romulus to modify the original December invoice register from the amount of \$1,685,934.61 to include the additional \$668,297 with the insurance premiums to AON for a total cost of \$2,354,231.61. The motion passed unanimously by all attending members.

9. Public Comment

There was no Public Comment.

10. Other Business

a. 2025 Board Meeting Calendar

Motion by Riverview, supported by Romulus to approve the 2025 Board Meeting Calendar. The motion passed unanimously by all attending members.

b. Board Officer Elections in January 2025

Mr. Fausone asked the Board members to notify him if they wanted to run for a position on the Board as elections for the upcoming 2025 Board will be conducted in January.

There were no other items brought forth for consideration as “Other Business” items.

11. Next Meeting Date: Thursday, January 9, 2025 (9:00 AM; In-Person)

Chairperson McLeod (Allen Park) reminded the Board that the next regular meeting would take place on Thursday, January 9, 2025, at 9:00 AM in-person at Taylor City Hall.

12. Adjournment

Chairperson McLeod announced that a motion to adjourn would be in order. Motion by Dearborn Heights and supported by Southgate to adjourn the meeting. The motion passed unanimously at 10:57 AM.