

2012 -- H 8225

=====  
LC02683  
=====

STATE OF RHODE ISLAND

IN GENERAL ASSEMBLY

JANUARY SESSION, A.D. 2012

—————  
A N A C T

RELATING TO CREATE THE BRISTOL COUNTY WATER AUTHORITY AND TO  
PROVIDE FOR ITS POWERS AND DUTIES

Introduced By: Representatives Malik, Gallison, Morrison, and Hearn

Date Introduced: May 30, 2012

Referred To: House Municipal Government

It is enacted by the General Assembly as follows:

1           SECTION 1. Sections 6 and 7 of Chapter 246 of the January Session, 1970 Public Laws  
2 entitled "An act relating to create the Bristol county water authority and to provide for its powers  
3 and duties" as amended, are hereby further amended to read as follows:

4           "Section 6. Powers. (a) Except to the extent inconsistent with any specific provision of  
5 this act, the authority shall have the power:

6           (1) to sue and be sued, complain and defend, in its corporate name;

7           (2) to have a seal which may be altered at pleasure and to use the same by causing it, or a  
8 facsimile thereof, to be impressed or affixed or in any other manner reproduced;

9           3) to purchase, take, receive, lease or otherwise acquire, own, hold, improve, operate,  
10 maintain and repair, use or otherwise deal in and with, real or personal property, or any interest  
11 therein, wherever situated;

12           (4) to sell, convey, mortgage, pledge, lease, exchange, transfer, and otherwise dispose of,  
13 all or any part of its property and assets for such consideration and upon such terms and  
14 conditions as the authority shall determine;

15           (5) to produce, distribute and sell water within or without the territorial limits of the  
16 county;

17           (6) to fix rates and collect charges for the use of the facilities of, or services rendered by,  
18 or any commodities furnished by, the authority;

1 (7) to make such contracts and guarantees and to incur liabilities, borrow money at such  
2 rates of interest as the authority may determine;

3 (8) to make and execute agreements of lease, conditional sales contracts, installment sales  
4 contracts, loan agreements, mortgages, construction contracts, operation contracts and other  
5 contracts and instruments necessary or convenient in the exercise of the powers and functions of  
6 the authority granted by this act;

7 (9) to lend money for its purposes, invest and reinvest its funds and at its option to take  
8 and hold real and personal property as security for the funds so loaned or invested;

9 (10) to acquire, or contract to acquire, from any person, firm, corporation, municipality,  
10 the federal government or the state, or any agency of either the federal government or state by  
11 grant, purchase, lease, gift, condemnation or otherwise, or to obtain options for the acquisition of  
12 any property, real or personal, improved or unimproved, and interests in land less the fee thereof;  
13 and to own, hold, clear, develop, maintain, operate and rehabilitate, sell, assign, exchange,  
14 transfer, convey, lease, mortgage, or otherwise dispose or encumber the same for the purposes of  
15 carrying out the provisions and intent of this act for such consideration as the authority shall  
16 determine;

17 (11) to conduct its activities, carry on its operations and have offices and exercise its  
18 power granted by this act within or without the county or state;

19 (12) to elect or appoint officers and agents of the authority and to define their duties and  
20 fix their compensation, except as otherwise expressly limited herein;

21 (13) to make and alter bylaws not inconsistent with this act, for the administration and  
22 regulation of the affairs of the authority and such bylaws may contain provisions indemnifying  
23 any person who is or was a director, officer, employee or agent of the authority; or is or was  
24 serving at the request of the authority as a director, officer, employee or agent of another  
25 corporation, partnership, joint venture, trust or other enterprise in the manner and to the extent  
26 provided in section 7-1.1-4.1 of the Rhode Island Business Corporation Act. Bylaws shall be  
27 amended only by an affirmative vote of six (6) of the directors and each town shall have at least  
28 one representative vote affirmatively for the requirement to take effect;

29 (14) to be a promoter, partner, member, associate or manager of any partnership,  
30 enterprise or venture;

31 (15) to enter into cooperative agreements with cities, counties, town or water companies  
32 within or without the county for the interconnection of water facilities or for any other lawful  
33 corporate purpose necessary or desirable to effect the purposes of this act;

34 (16) to create or acquire subsidiary public corporations pursuant to section 6.1 hereof;

1 (17) to have and exercise all powers necessary or convenient to effect its purposes.

2 (b) Notwithstanding any provision herein to the contrary, prior to the authority, first  
3 acquiring or contracting to acquire any water supply facility, the authority shall present to the  
4 local governing bodies of Barrington, Bristol and Warren a plan setting forth in general terms the  
5 method and means by which the authority intends to accomplish the purposes set forth in section  
6 5 hereof, and the authority shall not thereafter first acquire any water supply facility until such  
7 plan shall have been approved by the local governing bodies of Barrington, Bristol and Warren.  
8 Nothing contained in this section (b), however, shall thereafter require the authority to secure the  
9 approval of the local governing bodies of Barrington, Bristol and Warren for any particular  
10 acquisition or disposition of any water supply facility or any part thereof, and the authority shall  
11 be empowered from time to time, to amend the plan previously approved and such amendment  
12 shall be effective upon delivery of written notice thereof to the town clerks of each of Barrington,  
13 Bristol and Warren.”

14 “Section 7. DIRECTORS, OFFICERS AND EMPLOYEES.

15 (a) The powers of the authority shall be vested in a board of directors which shall consist  
16 of nine members, three members each to be appointed by the local governing bodies respectively  
17 of Barrington, Bristol and Warren, no more than two of such appointees from each of Barrington,  
18 Bristol and Warren to be from the same political party. The members of the board of directors  
19 first appointed from Barrington, Bristol and Warren shall serve for terms of one, two and three  
20 years respectively and thereafter until their successors are chosen and shall have qualified. Not  
21 earlier than, sixty (60) days prior to the expiration of any terms of the members of the board of  
22 directors, the local governing bodies of Barrington, Bristol and Warren shall each appoint one  
23 member to serve for a term of three years from the expiration of the term, and thereafter, until  
24 such appointee’s successor is chosen and shall have qualified. In the event of a vacancy occurring  
25 in the board of directors by reason of death, resignation or removal of a member, the local  
26 governing body of the municipality who appointed such a member shall appoint a new member to  
27 serve for the unexpired term, and thereafter until his successor is chosen and shall have qualified.

28 (b) The directors shall each receive compensation of thirty-five (35) dollars for each  
29 meeting attended, but not more than one thousand (1,000) dollars in any one calendar year,  
30 provided that the chairman of the board of directors shall receive fifty (50) dollars per meeting  
31 but not more than one thousand five hundred (1,500) dollars in any calendar year. Each director  
32 shall be reimbursed for his reasonable expenses incurred in carrying out his duties as director. A  
33 director may engage in private employment or a profession or business.

34 (c) There shall be a chairman of the board of directors who shall be selected to serve at

1 the pleasure of the board of directors by a vote of not less than six members thereof The chairman  
2 shall designate a vice chairman who shall serve at the pleasure of the chairman, but such vice  
3 chairman shall reside in a municipality other than the municipality in which the chairman resides.  
4 Except as otherwise provided herein, five (5) directors shall constitute a quorum and any action to  
5 be taken by the Authority under the provisions of this Act may be authorized by a resolution  
6 approved by not less than five (5) of the directors at any regular or special meeting at which a  
7 quorum is present. A vacancy in the membership of the board of directors shall not impair the  
8 right of a quorum to exercise all rights and to perform all duties of the authority.

9 (d) Notwithstanding the provisions of the foregoing subparagraph (c), the following  
10 actions may be authorized only by an affirmative vote of not less than seven (7) directors:

11 (1) Selection, appointment, setting the salary and termination, of the chief executive  
12 officer of the authority, who shall have the title of executive director.

13 (2) The sale of all, or substantially all, of the real and personal property of the authority.

14 (3) The exercise of the power of eminent domain conferred upon the authority.

15 (4) Applications for, or the setting of, rates for the authority's products and services.

16 (5) The issuance of bonds, notes, or the borrowing of amounts in excess of, or the entry  
17 into, any one or more series of contracts calling for the expenditure of \$500, 000 or more.

18 (6) The adoption of an annual budget.

19 (e) In addition to an executive director, the board of directors shall appoint a secretary  
20 and such additional officers, staff members and employees as it shall deem appropriate and shall  
21 determine the amount of reasonable compensation, if any, each shall receive. The board of  
22 directors may vest in the executive director and his subordinates the authority to appoint  
23 additional staff members, and to determine the amount of compensation such individual shall  
24 receive.

25 (f) No full-time employee of the authority shall, during the period of his employment by  
26 the authority, engage in any other private employment, profession or business, except with the  
27 approval of the board of directors. No person shall be appointed executive director, if within one  
28 year prior to the effective date of such appointment such person shall have been a member of the  
29 authority's board of directors, or of a local governing body, or the chief administrative officer, of  
30 Barrington, Bristol or Warren.

31 (g) If any director, officer or employee of the authority shall be interested, directly or  
32 indirectly, or shall be a director, officer or employee of, or have ownership interest (other than as  
33 the owner of less than one percent of the shares of a publicly held corporation) in any firm,  
34 person or corporation interested, directly or indirectly, in any contract with the authority, such

1 interest shall be disclosed to the authority and set forth in the minutes of the authority, and the  
2 director, officer or employee having such interest shall not participate on behalf of the authority  
3 in the authorization of any such contract. Interested directors may be counted in determining the  
4 presence of a quorum at the meeting of the board of directors of the authority which authorizes  
5 the contract or transaction.

6 (h) Any action taken by the authority under the provisions of this act may be authorized  
7 by a vote at any regular or special meeting, and each such vote shall take effect immediately. [All](#)  
8 [actions taken by the board of directors must be in compliance with the Rhode Island General](#)  
9 [Laws Access to Public Records Act \(RIGL 38-2-1-1 et. seq. as may be amended from time to](#)  
10 [time\)](#) and the Open Meetings Act (RIGL 42-46-1 et. seq. as may be amended from time to time).  
11 The board of directors may designate from among its members an executive committee, and one  
12 or more other committees, each of which to the extent authorized by the board of directors shall  
13 have and exercise all authority of the board of directors, except no such committee shall have the  
14 authority of the board of directors in the reference to the matters set forth in subsection (d) of this  
15 section, or amending the by-laws of the authority.

16 (i) Any action required by this act to be taken at a meeting of the board of directors, or  
17 any action to be taken at a meeting of the board of directors, or a committee thereof, may be taken  
18 without a meeting if a consent in writing setting forth the action to be taken shall be signed before  
19 or after such action by all of the directors or all of the members of the committee, as the case may  
20 be.

21 (j) Employees of the authority shall not, by reason of such employment, be deemed to be  
22 employees of the state nor any municipality for any purpose, any provision of the General Laws  
23 to the contrary notwithstanding.”

24 SECTION 2. This act shall take effect upon passage.

=====  
LC02683  
=====

EXPLANATION  
BY THE LEGISLATIVE COUNCIL  
OF

A N A C T

RELATING TO CREATE THE BRISTOL COUNTY WATER AUTHORITY AND TO  
PROVIDE FOR ITS POWERS AND DUTIES

\*\*\*

- 1           The act would amend certain provisions of the public laws relative to the Bristol County
- 2   Water Authority relative to powers, directors, officers and employees.
- 3           This act would take effect upon passage.

=====  
LC02683  
=====