

CLIFTON PARK WATER AUTHORITY

BOARD MEETING MINUTES

February 18, 2026

Those present were: Mr. Helmut Gerstenberger, Chairman; Mr. John Ryan, Vice Chairman; Mr. William Butler, Treasurer; Mr. Peter Taubkin, Board Secretary, Mr. Kenneth Bowman, Board Member; Mr. Chris Wheland, Administrator; Mr. James Trainor, Attorney; and Mr. Ronald Marshall, Superintendent.

Mr. Gerstenberger called the meeting to order at 7:03pm.

Pledge of Allegiance

Approve Minutes of January 21, 2026 Meeting

Mr. Ryan made a **motion** to approve the January 21, 2026, board meeting minutes; seconded by Mr. Taubkin. The **motion** carried 5-0.

Privilege of the Floor

None

Old Business

Peacock Glen Property

Stormwater paperwork is being reviewed by the Town.

Vertical Bridge

Nothing new to report

New Business

AWWA Annual Conference and Exposition (ACE)

Mr. Wheland discussed plans to attend the AWWA Annual Conference and Exposition in Washington D.C. with Ron Marshall, Water Superintendent; and Jim Austin, Distribution System Foreman.

Audit Discussion (prep for March)

Mr. Wheland is prepping for the audit discussion at the March meeting and is working with the auditor to reconcile discrepancies between budgetary highlights and changes in net position.

Executive Session

Mr. Gerstenberger made a **motion** to go into executive session at 7:15 to discuss legal matters; seconded by Mr. Ryan. The **motion** carried 5-0.

Mr. Gerstenberger made a **motion** to move out of executive session made at 8:48; seconded by Mr. Butler. The **motion** carried 5-0.

Upon moving out of executive session a **motion** was made by Mr. Gerstenberger authorizing Resolution #10, 2026; seconded by Mr. Ryan.

RESOLUTION #10, 2026 – AUTHORIZING POTENTIAL LEGAL ACTION TO PROTECT THE CPWA

WHEREAS, the Clifton Park Water Authority ("Authority") and its Board of Members ("Board") were created by New York State statute ("enabling legislation") in 1990 as a public benefit corporation independent of the Town of Clifton Park ("Town"); and

WHEREAS, the Authority's enabling legislation does not identify the Members of the Board as public or town officers, and does not require the Board Members to file an oath of office with the Town Clerk; and

WHEREAS, representatives of the Town have recently indicated the Town Board's intention to declare several of the Board seats to be vacant by virtue of those Members purportedly not having timely filed an oath of office with the Town Clerk.

NOW, THEREFORE, BE IT

RESOLVED, the Board hereby ratifies the Authority's independence from the Town of Clifton Park by virtue of its separate existence as a New York State public benefit corporation for the delivery of water; and be it further

RESOLVED, the Board hereby elects to take such actions as it deems necessary and appropriate to maintain the Authority's independence from the Town and its politics, including, but not limited to, litigation; and be it further

RESOLVED, the Board hereby authorizes James P. Trainor, Esq. and Trainor, Pezzulo & Desanto PLLC ("Counsel") to correspond with, and initiate or defend litigation against, the Town Board and/or the Town of Clifton Park, and to take such other actions as Counsel deems appropriate to preserve the independence of the Authority from the Town.

Roll Call Vote:

Mr. Gerstenberger	- Aye
Mr. Ryan	- Aye
Mr. Taubkin	- Aye
Mr. Butler	- Aye
Mr. Bowman	- Aye

The CPWA's next board meeting is scheduled for Wednesday, March 18, 2026 at 7pm.

Mr. Gerstenberger made a **motion** to adjourn the meeting at 8:48pm; seconded by Mr. Butler. The **motion** carried 5-0.