

**South Central Connecticut Regional Water Authority**  
Via Remote Access\*\*

**AGENDA**

**Special Meeting of Thursday, September 23, 2021 at 12:30 p.m.**

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- A. Safety Moment
  
- B. Meet as Audit-Risk Committee (Special Meeting): T. DiSalvo
  - 1. Approve Minutes – May 20, 2021 meeting
  - 2. Review FY 2021 Audit Results – Including Executive Session: D. Flint and R. Nossek
  - 3. Executive Cyber SCADA Audit/Assessment Review– Including Executive Session: K. Schnaitmann and J. Ziplow
  - 4. Review Committee Charter
  
- C. Consent Agenda
  - 1. Approve Minutes – August 19, 2021 meeting
  - 2. Capital Budget Authorization - October 2021
  - 3. Capital Budget Transfer Notifications (no action required) – October 2021
  - 4. Accounts Receivable Update – August 2021
  - 5. RPB Dashboard Report
  - 6. Derby Tank Update
  
- D. Finance: R. Kowalski
  - 1. Quarterly Financial Report
  
- E. Special Topics Discussion: D. Borowy
  
- F. RPB Committee assignments and reports on RPB Committee meetings
  
- G. Updates: L. Bingaman
  - 1. COVID-19: J. Reckdenwald
  - 2. Board Letter Highlights: L. Bingaman
  
- H. Meet as Commercial Business Committee (Special Meeting): K. Curseaden
  - 1. Approve Minutes – June 17, 2021 meeting
  - 2. Updated Committee Charter
  - 3. \*Business Update – Including Executive Session
  
- I. Act on matters arising from Committee meetings

<p>** Members of the public may attend the meeting via conference call. For information on attending the meeting and to view meeting documents, please visit <a href="https://www.rwater.com/about-us/our-boards/board-meetings-minutes?year=2021&amp;category=1422&amp;meettype=&amp;page=">https://www.rwater.com/about-us/our-boards/board-meetings-minutes?year=2021&amp;category=1422&amp;meettype=&amp;page=</a>. For questions, contact the board office at <a href="mailto:jslubowski@rwater.com">jslubowski@rwater.com</a> or call 203-401-2515.</p>
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*\*RPB member (T. Rescigno) should be excused at Item H.3*

**Topic: Authority Special Meeting (including Audit-Risk Committee and Commercial Business Committee)**

Time: Sep 23, 2021 12:30 PM Eastern Time (US and Canada)

Join Meeting *(via conference call)*

Dial by your location

+1 301 715 8592 US (Washington DC)

+1 312 626 6799 US (Chicago)

+1 646 876 9923 US (New York)

+1 669 900 6833 US (San Jose)

+1 253 215 8782 US (Tacoma)

+1 346 248 7799 US (Houston)

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Meeting ID: 889 8752 7021

Passcode: 236707

Find your local number: <https://us02web.zoom.us/j/k8s0xUag>

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**South Central Connecticut Regional Water Authority  
Commercial Business Committee  
Minutes of the June 17, 2021 Meeting**

The regular meeting of the South Central Connecticut Regional Water Authority Commercial Business Committee took place on Thursday, June 17, 2021, via remote access. Chairman Curseaden presided.

Present: Committee – Messrs. Curseaden, Borowy, DiSalvo and Mss. LaMarr and Sack  
Management – Mss. Kowalski, Nesteriak, Reckdenwald and Messrs. Bingaman, Donovan, Norris, and Singh  
Murtha Cullina LLP – Atty. McLaughlin  
Staff – Mrs. Slubowski

The Chair called the meeting to order at 12:33 p.m.

On motion made by Mr. DiSalvo, seconded by Ms. Sack, and unanimously carried, the committee voted to approve the minutes of its March 18, 2021 meeting.

Borowy	Aye
Curseaden	Aye
DiSalvo	Aye
LaMarr	Abstain
Sack	Aye

The Committee reviewed and discussed its proposed Charter. Discussion took place regarding intent, KPIs, recruitment and development, and community service. After discussion, it was the consensus of the committee to take suggested changes under consideration and present the revised Charter at the Committee’s next meeting.

Chair Curseaden stated that the Charter captures the committee’s purpose and sets the foundation for future items. He thanked management for work done on the Charter.

Committee members reviewed the FY 2022 Work Plan.

At 12:54 p.m., on motion made by Ms. Sack, seconded by Mr. Borowy, and unanimously carried, the Committee voted to go into executive session to discuss proprietary information. Present in executive session were Committee members, Mss. Kowalski, Nesteriak, Reckdenwald, Slubowski and Messrs. Bingaman, Donovan, McLaughlin, Norris, and Singh.

Borowy	Aye
Curseaden	Aye
DiSalvo	Aye
LaMarr	Aye
Sack	Aye

At 2:46 p.m., the Committee came out of executive session.

On motion made by Mr. DiSalvo, seconded by Ms. LaMarr, and unanimously carried, the committee voted to recommend to the Authority the approval of resolutions for the asset purchase and related agreements as discussed in executive session.

Borowy	Aye
Curseaden	Aye
DiSalvo	Aye
LaMarr	Aye

Sack                    Aye

Mr. Borowy commented that the asset purchase is a step forward in the organizations mission and its continued commitment to mitigate rate increases and improve revenues.

Chair Curseaden stated his support of the resolution and thanked management for their hard work. He noted that it was a step in the right direction as it supports the Committee Charter and the long-term strategy of the RWA. He appreciated comments and dialogue from board members and management.

Mr. Bingaman, the RWA's President and Chief Executive Officers, thanked Ms. Kowalski, Mr. Singh, Mr. Donovan, and Atty. McLaughlin for their work on the asset purchase and the time spent doing the necessary due diligence.

On motion made by Ms. LaMarr, seconded by Mr. Borowy, and unanimously carried, the committee voted to recommend to the Authority resolutions for approval of the Eighth Amendment to the Authority's Voluntary Investment Plan ("Plan"), as discussed in executive session.

Borowy                Aye  
Curseaden           Aye  
DiSalvo               Aye  
LaMarr                Aye  
Sack                    Aye

Chair Curseaden stated that the Plan is in the best interest of the RWA as related to the asset purchase and business line.

Borowy                Aye  
Curseaden           Aye  
DiSalvo               Aye  
LaMarr                Aye  
Sack                    Aye

At 2:52 p.m., on motion made by Mr. Borowy, seconded by Ms. LaMarr, and unanimously carried, the meeting adjourned.

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Kevin Curseaden, Chairman

## **COMMERCIAL BUSINESS COMMITTEE**

### **Committee Purpose:**

The Commercial Business Committee, in collaboration with the CEO and management team, develops and recommends the overall strategy for the development of the company's commercial business activities in order to support the financial sustainability of the Regional Water Authority (RWA) through enhanced revenue to mitigate prospective water rate increases. Commercial Business Committee monitors progress, reviews results and recommends **KPI's / targets** and growth strategies for the RWA consistent with the Strategic Plan.

Primary responsibility for the RWA's commercial business activities is vested in senior operating management as overseen by the RWA. The RWA chair shall annually designate one member of the RWA as the Commercial Business Committee chair. The Commercial Business Committee shall meet at least quarterly with further meetings to occur when deemed necessary or desirable by the Commercial Business Committee chair. The Commercial Business Committee shall consist of all members of the RWA meeting as a committee of the whole.

Appropriate RWA management will attend meetings, at the invitation of the Committee chair, to provide required reports and presentations to the Committee.

### **Committee Responsibilities:**

1. To review and oversee the development and implementation of the Company's commercial business growth strategies, including:
  - a. Initiatives to grow existing commercial businesses products/services
  - b. Acquisitions as deemed strategic for business expansion
  - c. Identification of growth areas on which to focus
  - d. Forming strategic alliances or joint ventures with other companies/utilities
  - e. Strategic equity or debt investments
  - f. Development of new business models & products/services/channels.
  - g. **Quarterly performance results / KPI review.**
2. To review and make recommendations to the RWA with respect to (1) investments in growth strategies and/or (2) business acquisitions or divestitures and/or (3) expanding RWA service territories/region **and/or (4) community support initiatives/project.**
3. Work with management to identify changes required in the RWA Enabling Legislation, General Bond Resolution, By-laws, or Rules of Practice to enable the Company to pursue its commercial business strategies.
4. Work with management to develop **measurable KPI's / goals** and performance metrics for each commercial business area to track progress and assess

effectiveness of talent / resource utilization for future growth. Monitor the organization's performance against the goals.

5. Conduct an annual review of the progress of the commercial business as a basis for setting new or altering existing strategies.
6. Perform any other duties or responsibilities delegated to the Committee by the RWA from time to time.