

**South Central Connecticut Regional Water Authority
Minutes of the October 17, 2019 Meeting**

A regular meeting of the South Central Connecticut Regional Water Authority (“RWA” or “Authority”) took place on Thursday, October 17, 2019, at the office of the Authority, 90 Sargent Drive, New Haven, Connecticut. Chairman DiSalvo presided.

Present: Authority – Messrs. DiSalvo, Borowy, Cermola, Curseaden, and Ms. Sack
Management – Mss. Discepolo, Kowalski, Reckdenwald, Nesteriak, Silvia-Aramendi and Messrs. Bingaman, Norris, Olejarczyk, and Triana
RPB –Ms. Mowat Young
United Way – Ms. Heath
Staff – Mrs. Slubowski

The Chair called the meeting to order at 12:30 p.m.

Mr. Bingaman, RWA’s President and Chief Executive Officer, reviewed the Safety Moment distributed to members.

Mr. Norris, the RWA’s Vice President of Asset Management introduced Ms. Heath, President and Chief Executive Officer of the United Way of Greater New Haven, who provided a presentation of the 2019 United Way Campaign.

At 12:44 p.m., Ms. Heath withdrew from the meeting and on motion made by Mr. Cermola, seconded by Mr. Borowy, and unanimously carried, the Authority voted to recess the meeting to meet as the Pension & Benefit Committee.

At 1:50 p.m., the Authority reconvened.

On motion made by Ms. Sack, seconded by Mr. Curseaden, and unanimously carried, the Authority:

1. Approved minutes of its September 19, 2019 meeting.
2. Approved the Capital Budget Authorization for November 2019.

RESOLVED, that the Vice President of Finance and Controller is authorized to submit to the Trustee one or more requisitions in an aggregate amount not to exceed \$3,750,000 for the month of November 2019 for transfer from the Construction Fund for capital expenditures. Each such requisition shall contain or be accompanied by a certificate identifying such requisition and stating that the amount to be withdrawn pursuant to such requisition is a proper charge to the Construction Fund. Such requisitions are approved notwithstanding the fact that amounts to be withdrawn for a particular project may exceed the amount indicated for such month and year in the current Capital Improvement Budget but will not cause the aggregate amount budgeted for fiscal year 2020 for all Capital Improvement Projects to be exceeded. In the absence of the Vice President of Finance and Controller, the Executive Vice-President and Chief Financial Officer or the Vice-President – Asset Management is authorized to sign in her place.

3. Received Monthly Financial Report – September 30, 2019.
4. Received the Accounts Receivable update for the period ended September 30, 2019.
5. Approved the Request for Bid Exemption for Polymer Blending Systems.
6. Received the Derby Tank Update.

Borowy	Aye
Cermola	Aye
Curseaden	Aye
DiSalvo	Aye
Sack	Aye

At 1:51 p.m., Mr. Olejarczyk and Ms. Silvia-Aramendi entered the meeting.

Ms. Kowalski, RWA's Vice President of Finance and Controller, presented the RWA's Ten-Year Financial Model to the Authority. Ms. Kowalski reviewed the base financial model including:

- Underlying assumptions
- Revenue and expenses
- Financing
- Issuance test
- Leverage trend
- Opportunities and vulnerabilities
- Various scenarios and recommendations
- Next steps

At 3:30 p.m., Mr. Olejarczyk and Ms. Silvia-Aramendi withdrew from the meeting.

Ms. Kowalski reviewed the proposed Thirty-fifth Series Preliminary Official Statement, providing for the public offering and sale of the Thirty-fifth Series Bonds. Mr. Curseaden moved for adoption of the following resolutions:

WHEREAS, Section 22 of Special Act 77-98, as amended, of the Connecticut General Assembly (the "Act") provides, in pertinent part, that bonds shall be authorized by a resolution of the South Central Connecticut Regional Water Authority (the "Authority") which shall provide for the terms and conditions of the bonds, and may provide for any matter which in any way affects the security or protection on the bonds; and

WHEREAS, Section 22 of the Act further provides, in pertinent part, that the Authority has the power, without the approval of the Representative Policy Board to refund any bonds by the issuance of new bonds; and

WHEREAS, Section 9 of the Act provides that the Authority may delegate to one or more of its members, officers, agents or employees, such powers and duties as it may deem proper; and

WHEREAS, the Authority wishes to provide for the issuance, sale and delivery of the Authority's Water System Revenue Refunding Bonds, (Federally Taxable) Thirty-fifth Series (the "Thirty-fifth Series Bonds"); and

WHEREAS, on September 19, 2019, the Authority adopted resolutions authorizing the issuance of up to \$80,000,000 of water system revenue refunding bonds, Thirty-fifth Series Bonds; and

NOW THEREFORE, BE IT RESOLVED, that the Authority hereby approves the Thirty-fifth Series Preliminary Official Statement (the "Official Statement"), providing for the public offering and sale of the Thirty-fifth Series Bonds and further setting forth information relating to the Thirty-fifth Series Bonds, an official statement, substantially in the form of the official statement attached hereto as Exhibit A is hereby approved, with such changes, omissions, insertions and revisions as the Chairperson or Vice Chairperson and President/Chief Executive Officer or Executive Vice President and Chief Financial Officer or Vice President of Finance and Controller shall deem advisable or shall be necessary to provide information concerning the Thirty-fifth

Series Bonds; and such officers, in the name of the Authority, are hereby authorized to deem the Official Statement final when appropriate and are further authorized and directed to execute such Official Statement and any amendment or supplement thereto on and after the sale of the Thirty-fifth Series Bonds.

Mr. Cermola seconded the motion. After discussion, the Chair called for the vote:

Borowy	Aye
Cermola	Aye
Curseaden	Aye
DiSalvo	Aye
Sack	Aye

Chair DiSalvo reviewed the results of the Authority's Self-Assessment Survey taken last month and Authority members discussed possible issues arising from the results.

Ms. Nesteriak, RWA's Senior Vice President of Operations & Business Strategy, provided an AMI Update, which included:

- Installation progress and number of installations to date
- Six month look ahead
- Data sample showing water loss
- Capital spending analysis update

Authority members reported on recent meetings of the RPB committee meetings.

At 4:05 p.m., Ms. Mowat Young withdrew from the meeting and Mr. Triana entered the meeting.

On motion made by Mr. Cermola, seconded by Ms. Sack, and unanimously carried, the Authority voted to go into executive session to discuss real estate acquisition, personnel matters, and strategy and negotiations. Present in executive session were Authority members, Mss. Discepolo, Kowalski, Nesteriak, Reckdenwald, Slubowski and Messrs. Bingaman, Norris and Triana.

Borowy	Aye
Cermola	Aye
Curseaden	Aye
DiSalvo	Aye
Sack	Aye

At 4:20 p.m., Mr. Triana withdrew from the meeting.

At 4:42 p.m., the Authority came out of executive session.

On motion made by Mr. Cermola, seconded by Mr. Curseaden, and unanimously carried, the Authority voted to authorize management to proceed with an easement acquisition as discussed in executive session.

Borowy	Aye
Cermola	Aye
Curseaden	Aye
DiSalvo	Aye
Sack	Aye

It was the consensus of the Authority that management also proceeds with negotiations as discussed in executive session.

At 4:45 p.m., on motion made by Mr. Borowy, seconded by Mr. Curseaden, and unanimously carried, the meeting adjourned.

Borowy	Aye
Cermola	Aye
Curseaden	Aye
DiSalvo	Aye
Sack	Aye

Respectfully submitted,

Kevin Curseaden, Secretary