

**South Central Connecticut Regional Water Authority
Minutes of the February 24, 2022 Meeting**

A regular meeting of the South Central Connecticut Regional Water Authority (“RWA” or “Authority”) took place on Thursday, February 24, 2022, via remote access. Chairman Borowy presided.

Present: Authority Members Present – Messrs. Borowy, Curseaden, and Mss. LaMarr and Sack
Authority Members Absent – Mr. DiSalvo
Management – Mss. Kowalski and Verdisco, and Messrs. Bingaman, Joseph, Lakshminarayanan, and Singh
RPB – Mr. Havrda
City of New Haven, Emergency Management – Mr. Fontana
Littler Mendelson P.C. – Atty. McKenna
Staff – Mrs. Slubowski

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

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

At 12:31 p.m., Mr. Fontana entered the meeting and on motion made by Mr. Curseaden, seconded by Ms. Sack, and unanimously carried, the Authority voted to recess the regular meeting to meet as the Audit-Risk Committee.

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

At 12:58 p.m., Mr. Joseph entered the meeting.

At 1:16 p.m., Mr. Havrda entered the meeting.

At 1:29 p.m., the Authority reconvened.

On motion made by Ms. Sack, seconded by Ms. LaMarr, and unanimously carried, the Authority voted to approve, adopt, or receive, as appropriate the following items in the revised Consent Agenda, as amended:

1. Minutes of the January 27, 2022 meeting.
2. Capital Budget Authorization for March 2022.

RESOLVED, the Vice-President of Financial Reporting & Analysis is authorized to submit to the Trustee one or more requisitions in an aggregate amount not to exceed \$4,500,000 for the month of March 2022 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shall contain or be accompanied by a certificate identifying such requisition and stating that the amount to be withdrawn pursuant to such requisition is a proper charge to the Construction Fund. Such requisitions are approved notwithstanding the fact that amounts to be withdrawn for a particular project may exceed the amount indicated for such month and year in the current Capital Improvement Budget but will not cause the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 2022 for all Capital Improvement Projects to be exceeded.

3. Capital Budget Transfer Notifications – March 2022
4. Monthly Financial Report – January 2022
5. Accounts Receivable – January 2022
6. Derby Tank Update
7. North Cheshire Update
8. Bid Exemption – Sodium Hypochlorite Storage and Day Tanks
9. Report on Code of Ethics Compliance for period ended November 30, 2021

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

Ms. Kowalski, the RWA’s Vice President of Financial Analysis & Reporting, reported on a Type B Amendment for Authority approval to transfer funds from across multiple projects to a critical project at the Lake Gaillard Water Treatment Plant project.

Mr. Curseaden moved for approval of the following resolution:

RESOLVED, that the Authority approves the transfer of \$95,000 from the Lake Gaillard Water Treatment Plant Backwash Polymer Upgrades project account, \$100,000 from the Lake Saltonstall Water Treatment Plant Electrical Upgrades project account, \$125,000 from the West River Water Treatment Plant Effluent Pipe Injection Chamber Improvements project account, \$80,000 from the North Sleeping Giant Wellfield Facility Improvements project account, \$75,000 from the Contracts Database Replacement project account, and \$25,000 from the GIS Lead & Copper Layer Development project account into the Lake Gaillard Water Treatment Plant Sodium Hypochlorite Tanks Replacement project account.

Ms. Sack seconded the motion. The Chair called for the vote:

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

Ms. Kowalski reported on a Type B Amendment for Authority approval to transfer funds across four projects, including the West River Treatment Plant and the Derby Tank, to contingency. The transfer will allow for funding to be available, to carry-over into fiscal 2023, for these critical projects that are impacted by supply chain and other factors.

Ms. LaMarr moved for approval of the following resolution:

RESOLVED, that the Authority approves the transfer of \$3,000,000 from the West River Treatment Plant Improvements capital budget account, \$2,630,000 from the Ansonia-Derby Tank capital budget account, \$992,000 from the Lake Saltonstall Water Treatment Plant Chemical Systems Improvement Capital budget account, and \$800,000 from the South Sleeping Giant Wellfield Improvements Capital budget account to the overall capital budget contingency account.

Mr. Curseaden seconded the motion. The Chair called for the vote:

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

Ms. Kowalski presented resolutions for the last stage of the Authority’s loan agreement, subsidy, and project loan agreement, which may include grant money up to 20% or more. Ms. LaMarr moved for approval of the following resolution:

WHEREAS, on May 18, 2017, the Authority adopted and on June 15, 2017, the Representative Policy Board (the “RPB”) approved the resolutions which established the general terms and provisions of the Authority’s bonds which may be issued as project loan obligations in one or more series delivered to the State of Connecticut in the aggregate principal amount not to exceed \$1,700,000 to finance, or refinance the cost of upgrades to the Cherry Hill Pump Station and associated appurtenances, and the removal and demolition of the Brushy Plains Standpipe each located in Branford, Connecticut; and to pay costs of issuance of the Bonds (the Cherry Hill / Brushy Plains Water Quality Project ”); and

WHEREAS, on December 20, 2018, the Authority adopted and on January 17, 2019, the Representative Policy Board (the “RPB”) approved the resolutions which established the general terms and provisions of the Authority’s bonds which may be issued as project loan obligations in one or more series delivered to the State of Connecticut in the aggregate principal amount not to exceed \$1,300,000 to finance, or refinance the cost of permitting, placement, design and construction of a well at the Seymour Wellfield to replace one of the four failing wells at such site, the deposit to certain reserve funds held under the General Bond Resolution and the payment of costs of issuance of the Bonds (the “Seymour Wellfield Project” and together with the Cherry Hill / Brushy Plains Water Quality Project, the “Various Water System Projects”); and

WHEREAS, the Authority wishes to provide for the issuance, sale and delivery of the Authority’s one or more Project Loan Obligations for the Various Water System Projects (the “PLO”) in one or more series and approve the Project Loan and Subsidy Agreement or Agreements by and between the State of Connecticut and the Authority related to the Various Water System Projects (the “Loan Agreements”).

NOW THEREFORE, BE IT RESOLVED, that the President/Chief Executive Officer and the Vice President of Financial Reporting and Analysis and any Vice President or any one of them may apply to the State Department of Public Health for eligibility and funding of the Various Water System Projects and sign such applications and any other documents which may be necessary or desirable to apply for eligibility of and to apply for and obtain financial assistance

for the Various Water System Projects from the State’s Drinking Water Fund Program and that any such action taken prior hereto is hereby ratified and confirmed.

BE IT FURTHER RESOLVED, that the Chairperson or Vice Chairperson and President/Chief Executive Officer or Vice President of Financial Reporting and Analysis be authorized (i) to issue, sell and deliver the PLO in a total amount not to exceed \$3,000,000, and (ii) to determine the principal amount, date, date of maturity, interest rate, form and other details of the PLO, pursuant to the Act and the Water System Revenue Bond Resolution, General Bond Resolution as amended and supplemented (the “General Bond Resolution”) or any other provisions of law thereto enabling.

BE IT FURTHER RESOLVED, that the Authority hereby approves the Supplemental Resolution authorizing the issuance of the PLO substantially in the form attached hereto as Exhibit A, with such changes, omissions, insertions and revisions as the Chairperson or Vice Chairperson and President/Chief Executive Officer or Vice President of Financial Reporting and Analysis shall deem advisable and which shall be as set forth in one or more Certificates of Determination attached thereto.

BE IT FURTHER RESOLVED, that for the purposes of providing to the Authority the loan and grant from the State, the Authority hereby approves the Loan Agreements substantially in the form as the President/Chief Executive Officer or Vice President of Financial Reporting and Analysis shall deem advisable and the approval of the Authority shall conclusively be determined from any of their signatures thereon.

BE IT FURTHER RESOLVED, that the Chairperson, Vice Chairperson, President/Chief Executive Officer and Vice President of Financial Reporting and Analysis, or any one of them, are hereby authorized to execute and deliver such documents as may be necessary or desirable to issue and deliver the PLO, including but not limited to, the Loan Agreements, and to take such actions or to designate other officials or employees of the Authority to take such actions and execute such documents in connection with the issuance, sale and delivery of the PLO as are determined necessary or advisable and in the best interests of the Authority and that the execution of such documents shall be conclusive evidence of such determination.

BE IT FURTHER RESOLVED, that the Chairperson, Vice Chairperson, President/Chief Executive Officer or Vice President of Financial Reporting and Analysis or any one of them are hereby authorized to accept such grants from the State for the Various Water System Projects as set forth in the Loan Agreements and to apply the proceeds of the grant to the Various Water System Projects, as applicable.

Mr. Curseaden seconded the motion. The Chair called for the vote:

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

Authority members reported on recent Representative Policy Board committee meetings.

At 1:55 p.m., on motion made by Mr. Curseaden, seconded by Ms. LaMarr, and unanimously carried, the Authority voted to recess the regular meeting to meet as the Strategic Planning Committee.

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

At 2:09 p.m., the Authority reconvened.

Mr. Joseph, the RWA's Interim Human Resources Vice President, provided an update on the status of COVID at the RWA.

Mr. Bingaman:

- Provided a commercial business update. The RWA has presented a letter of intent, including a deal structure, presented to the business owner of a local well services company. The RWA is also in the process of performing due diligence. He also stated that discussions with an environmental testing lab are ongoing.
- Highlighted that Ms. Kowalski, will join a panel discussion on the infrastructure Investment and Jobs Act at the Connecticut Certified Construction Manager Conference in early March. She will participate with representatives from the Connecticut Department of Transportation, Office of State Broadband and a local real estate consulting firm to discuss the impact of the infrastructure bill on business. She will use the opportunity to discuss the importance of the RWA being included in water infrastructure funding.
- Reported that Mr. Courchaine is acting as panelist of on workforce development program for soft skills, discipline techniques, effective writing, and public presentations. He is presenting at the Water Utility Management Conference of the Water Environmental Federation as a representative of the RWA.

Discussion ensued regarding monthly billing.

At 2:19 p.m., on motion made by Ms. LaMarr, seconded by Ms. Sack, and unanimously carried, the Authority voted to go into executive session to discuss personnel and land negotiation matters. Present in executive session were the Authority members, Messrs. Bingaman, Joseph, Lakshminarayanan, Singh and Mss. Kowalski, Slubowski, and Verdisco

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

At 2:29 p.m. Messrs. Joseph, Lakshminarayanan, Singh and Mss. Kowalski, Slubowski and Verdisco withdrew from the meeting and Atty. McKenna entered the meeting.

At 3:06 p.m., Attorney McKenna withdrew from the meeting and the Authority voted to come out of executive session and adjourn.

South Central Connecticut Regional Water Authority
February 24, 2022

Borowy	Aye
Curseaden	Aye
DiSalvo	Absent
LaMarr	Aye
Sack	Aye

Respectfully submitted,

Catherine E. LaMarr, Secretary