

**Representative Policy Board**  
**South Central Connecticut Regional Water District**  
North Branford Town Hall Chambers  
909 Foxon Road, North Branford, Connecticut  
or  
Via Remote Access\*\*

**AGENDA**

**Regular Meeting of Thursday, September 28, 2023 at 6:30 p.m.**

- I Safety Moment
- II Public Comment: The time limit granted to each speaker shall be three (3) minutes. Residents and customers may address the Board.
- III Approval of Minutes – August 24, 2023 meeting
- IV Communications
  - A. Nominating Committee’s recommendation regarding Criteria to be Utilized in Recommending Appointment of a Candidate to the Five Member Authority for the Term Beginning January 1, 2024
- V Reports
  - A. Finance Committee
  - B. Land Use Committee
  - C. Consumer Affairs Committee
  - D. Authority/Management
- VI Adjourn

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7:00 p.m. - **PUBLIC HEARINGS** – Authority’s Applications for the dispositions of Beech Street and Poms Lane, North Branford, Connecticut

\*\*Members of the public may attend the meeting in person or via conference call. For information on attending the meeting and to view meeting documents, please visit <https://tinyurl.com/mu6vxn53>. For questions, contact the board office at 203-401-2515 or by email at [jslubowski@rwater.com](mailto:jslubowski@rwater.com).

**REPRESENTATIVE POLICY BOARD**

South Central Connecticut Regional Water Authority

North Branford Town Hall Chambers  
909 Foxon Road, North Branford, Connecticut

THURSDAY, SEPTEMBER 28, 2023 AT 6:30 P.M.

*(Including Public Hearings for the dispositions of Beech Street and Poms Lane in North Branford starting at 7:00 p.m.)*

**REMOTE MEETING INSTRUCTIONS**

**Or call in (audio only)**

+1 469-965-2517,,951357510# United States, Dallas

Phone Conference ID: 951 357 510#

Members of the public may join the meeting in person at address above or by conference call. To view meeting documents please visit <https://tinyurl.com/mu6vxn53>. For questions on attending the meeting, contact the board office at 203-401-2515 or by email at [jslubowski@rwater.com](mailto:jslubowski@rwater.com).

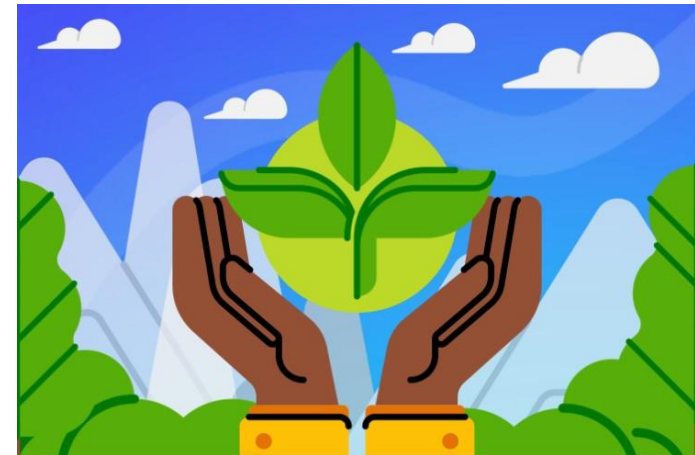
# SAFETY MOMENT

## ENVIRONMENTAL AWARENESS MONTH

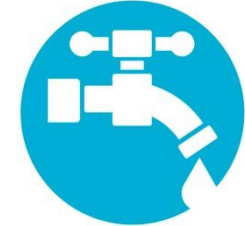
Every September, environmental organizations around the Nation come together in recognition of Environmental Awareness Month, with a goal to raise awareness about environmental issues that need our attention, including global warming, pollution, and conservation.

**Here are some simple ways you can help raise awareness:**

1. Encourage the use of more sustainable transportation
2. Reuse old or discarded items to create a better product
3. Develop your local park
4. Put up recycling bins around your neighborhood
5. Start an online campaign for a specific environmental cause



**Tap Into  
Safety**



Regional Water Authority

Service – **Teamwork** – Accountability – **Respect** – Safety

Safety is a core company value at the Regional Water Authority .  
It is our goal to reduce workplace injuries to zero.

 Regional Water Authority

**Representative Policy Board  
South Central Connecticut Regional Water District**

**Minutes of August 24, 2023 Meeting**

A regular meeting of the Representative Policy Board (“RPB”) of the South Central Connecticut Regional Water District took place on Thursday, August 24, 2023, at 90 Sargent Drive, New Haven, Connecticut and via remote access. Chair Harvey presided.

**PRESENT**

**RPB**

|                |                        |
|----------------|------------------------|
| Ansonia        | Thomas P. Clifford III |
| Bethany        | Brian Eitzer           |
| Guilford       | Charles Havrda         |
| Hamden         | Stephen Mongillo       |
| Killingworth   | Jamie Mowat Young      |
| Madison        | Joseph A. Oslander     |
| New Haven      | Naomi Campbell         |
| North Branford | Peter DeSantis         |
| North Haven    | Anthony Rescigno       |
| Orange         | Jasper J. Jaser        |
| Prospect       | Robert E. Harvey, Jr.  |
| Seymour        | Michael H. Horbal      |
| West Haven     | T. Gregory Malloy      |
| Woodbridge     | Mark Levine            |
| Governor’s Rep | Vincent M. Marino      |

**Absent**

|              |                    |
|--------------|--------------------|
| Beacon Falls | Peter Betkoski     |
| Branford     | Vacant             |
| Cheshire     | Tim Slocum         |
| Derby        | Frank Pepe         |
| East Haven   | Michelle Verderame |
| Milford      | Richard Smith      |

**Regional Water Authority**

David Borowy  
Kevin Curseaden  
Catherine LaMarr  
Mario Ricozzi  
Suzanne Sack

**Management**

Larry L. Bingaman  
Rochelle Kowalski  
Elizabeth Calo  
Jim Hill  
Sunny Lakshminarayanan  
Premjith Lakshman Singh

**Counsel**

Bruce McDermott, Murtha Cullina

**Office of Consumer Affairs**

Jeffrey M. Donofrio

**Staff**

Jennifer Slubowski

**Call to Order**

Chair Harvey called the meeting to order at 6:30 p.m.

**Safety Moment**

Chair Harvey reviewed the Safety Moment distributed to members.

**Public Comment**

Chair Harvey offered the opportunity for members of the public to comment. There were no members of the public present at the meeting.

**Minutes**

On motion made by Mr. Malloy, seconded by Mr. Clifford, the RPB approved the minutes of its July 27, 2023 meeting as distributed, with 73 total weighted votes cast in the affirmative.

Representative Policy Board  
August 24, 2023

|                  |        |                  |        |                |     |
|------------------|--------|------------------|--------|----------------|-----|
| Ansonia (3)      | Aye    | Guilford (4)     | Aye    | No. Haven (5)  | Aye |
| Beacon Falls (0) | Absent | Hamden (10)      | Aye    | Orange (3)     | Aye |
| Bethany (5)      | Aye    | Killingworth (2) | Aye    | Prospect (1)   | Aye |
| Branford (6)     | Vacant | Madison (6)      | Aye    | Seymour (1)    | Aye |
| Cheshire (4)     | Absent | Milford (10)     | Absent | West Haven (8) | Aye |
| Derby (2)        | Absent | New Haven (13)   | Aye    | Woodbridge (3) | Aye |
| East Haven (6)   | Absent | No. Branford (8) | Aye    | Gov. Rep. (1)  | Aye |

### Communications

Chair Harvey acknowledged Mr. Clifford, Chair of the Nominating Committee, who reported on the committee meeting earlier in the week. He stated that members should refer to the minutes on record. The Committee's next meeting is tentatively scheduled on October 4, 2023 and members will meet with the incumbent whose term is set to expire at the end of the year.

Atty. McDermott, of Murtha Cullina, LLP, was present to review and discuss questions related to RPB Vote Requirements. This included the technical issues associated with the RPB's July 27<sup>th</sup> vote to approve the Authority's Application for the Derby Wellfield Chemical Improvements Project (DWCIP), which included:

- DWCIP vote totals
- RPB vacancy relating to total weighted vote
- Enabling legislation presumptions
- Network connection issues

Options RPB members discussed the options regarding the DWCIP as well as in-person voting, future rules, governance and noticing requirements.

### Item for Consideration and Action

Mr. Clifford motioned for approval of a revote of the July 27, 2023 Final Decision, Findings of Fact and Conclusions of Law of the Representative Policy Board for the Authority's Application for Approval of the DWCIP.

Before the vote, Mr. Marino stated, Robert's Rules of Order provide for reconsiderations. In the event of a re-consideration, the RPB would reconsider the vote based on certain RPB members' inability to vote due to technology issues. . This process would avoid setting a precedent going forward.

After further discussion of the options, on motion made by Mr. Clifford, the RPB voted to amend the motion for a revote to a motion for reconsideration of the vote for approval of the DWCIP, which weighted vote was impacted by technical issues at the RPB's July 27<sup>th</sup> meeting.

Mr. Marino seconded the motion. After discussion, the Chair called for the vote and the RPB adopted the motion with 73 total weighted votes cast in the affirmative.

|                  |        |                  |        |                |     |
|------------------|--------|------------------|--------|----------------|-----|
| Ansonia (3)      | Aye    | Guilford (4)     | Aye    | No. Haven (5)  | Aye |
| Beacon Falls (0) | Absent | Hamden (10)      | Aye    | Orange (3)     | Aye |
| Bethany (5)      | Aye    | Killingworth (2) | Aye    | Prospect (1)   | Aye |
| Branford (6)     | Vacant | Madison (6)      | Aye    | Seymour (1)    | Aye |
| Cheshire (4)     | Absent | Milford (10)     | Absent | West Haven (8) | Aye |
| Derby (2)        | Absent | New Haven (13)   | Aye    | Woodbridge (3) | Aye |
| East Haven (6)   | Absent | No. Branford (8) | Aye    | Gov. Rep. (1)  | Aye |

Representative Policy Board  
August 24, 2023

Mr. Jaser moved for approval of the following resolution:

**RESOLVED**, that the proposed Findings of Fact, Conclusions of Law and Final Decision of the Representative Policy Board, with respect to the South Central Connecticut Regional Water Authority's Application for approval of the Derby Wellfield Chemical Improvements Project, dated April 28, 2023, which copy is attached hereto, be and hereby is, approved in the form submitted to the meeting.

Mr. Clifford seconded the motion. After discussion, the Chair called for the vote and the RPB adopted the motion with 62 total weighted votes cast in the affirmative.

|                  |        |                  |        |                |     |
|------------------|--------|------------------|--------|----------------|-----|
| Ansonia (3)      | Aye    | Guilford (4)     | Aye    | No. Haven (5)  | Aye |
| Beacon Falls (0) | Absent | Hamden (10)      | Aye    | Orange (3)     | Aye |
| Bethany (5)      | Aye    | Killingworth (2) | Aye    | Prospect (1)   | Aye |
| Branford (6)     | Vacant | Madison (6)      | Aye    | Seymour (1)    | Aye |
| Cheshire (4)     | Absent | Milford (10)     | Absent | West Haven (8) | Nay |
| Derby (2)        | Absent | New Haven (13)   | Aye    | Woodbridge (3) | Nay |
| East Haven (6)   | Absent | No. Branford (8) | Aye    | Gov. Rep. (1)  | Aye |

Mr. Jaser moved for approval of the following resolution:

**RESOLVED**, that the proposed Findings of Fact, Conclusions of Law and Final Decision of the Representative Policy Board, with respect to the South Central Connecticut Regional Water Authority's Application for approval to Purchase the Assets of Target Two, a Confidential Plumbing Company, dated May 26, 2023, which copy is attached hereto, be and hereby is, approved in the form submitted to the meeting.

Mr. Clifford seconded the motion. After discussion, the Chair called for the vote and the RPB adopted the motion with 60 total weighted votes cast in the affirmative.

|                  |        |                  |        |                |     |
|------------------|--------|------------------|--------|----------------|-----|
| Ansonia (3)      | Aye    | Guilford (4)     | Aye    | No. Haven (5)  | Aye |
| Beacon Falls (0) | Absent | Hamden (10)      | Nay    | Orange (3)     | Aye |
| Bethany (5)      | Aye    | Killingworth (2) | Aye    | Prospect (1)   | Aye |
| Branford (6)     | Vacant | Madison (6)      | Aye    | Seymour (1)    | Aye |
| Cheshire (4)     | Absent | Milford (10)     | Absent | West Haven (8) | Aye |
| Derby (2)        | Absent | New Haven (13)   | Aye    | Woodbridge (3) | Nay |
| East Haven (6)   | Absent | No. Branford (8) | Aye    | Gov. Rep. (1)  | Aye |

Mr. Marino moved for approval of the following resolution:

**RESOLVED**, that based on the recommendation of its Finance Committee, the Representative Policy Board hereby approves the South Central Connecticut Regional Authority's engagement of CliftonLarsonAllen (CLA) for auditing services for a three-year period, with the option to renew for two additional years, commencing in FY 2024.

Mr. Jaser seconded the motion. After discussion, the Chair called for the vote and the RPB adopted the motion with 73 total weighted votes cast in the affirmative.

|                  |        |                  |        |                |     |
|------------------|--------|------------------|--------|----------------|-----|
| Ansonia (3)      | Aye    | Guilford (4)     | Aye    | No. Haven (5)  | Aye |
| Beacon Falls (0) | Absent | Hamden (10)      | Aye    | Orange (3)     | Aye |
| Bethany (5)      | Aye    | Killingworth (2) | Aye    | Prospect (1)   | Aye |
| Branford (6)     | Vacant | Madison (6)      | Aye    | Seymour (1)    | Aye |
| Cheshire (4)     | Absent | Milford (10)     | Absent | West Haven (8) | Aye |
| Derby (2)        | Absent | New Haven (13)   | Aye    | Woodbridge (3) | Aye |
| East Haven (6)   | Absent | No. Branford (8) | Aye    | Gov. Rep. (1)  | Aye |

## Reports

**Finance Committee** – Mr. Marino, Chair of the Finance Committee, reported that the committee met earlier in the month to receive and update from management on the audit proposal and made a recommendation to the RPB. The Committee also reviewed the RWA’s Ten Year Model potential and prior scenarios.

The next meeting is on Monday, September 11, 2023 at 5:00 p.m., via teams.

**Consumer Affairs Committee** – Mr. Levine, Chair of the Consumer Affairs Committee, reported that the Committee met earlier in the week and received an update from management on the Customer Information System.

**Nominating Committee** – Mr. Clifford, Chair of the Nominating Committee, had nothing further to report.

**Authority/Management** – Mr. Borowy, Chair of the Authority, thanked RPB members for their support of the Derby Wellfield Chemical Improvements Project.

He reported on the Authority Meeting earlier in the day. He stated that the Authority met as the Compensation Committee to review the results of a compensation study with Willis Towers Watson for competitiveness. The Committee also adjusted the Chief Executive Officer’s compensation after a positive review last month.

Mr. Borowy also stated that at the Authority meeting earlier in the day, the Authority also met as the Strategic Planning Committee to receive a succession planning update from management.

Mr. Ricozzi, Chair of the Authority’s Environmental, Health & Safety Committee, met earlier in the day and received updates on the Lead and Copper Rule revisions, Business Continuity Plan, HazWaste Central, and existing security and safety.

Mr. Borowy further reported that the Authority also met as the sole member of the Claire C. Bennett Watershed Fund and reappointed four directors, including Authority member Catherine LaMarr, for another three-year term.

Mr. Bingaman, the RWA’s President and CEO, reviewed revenues, operating and maintenance expenses for the month ended July 31, 2023 and stated the projected maintenance test for FY 2024 is 114%, with no shortfall. However, during July and August the RWA did experience low production levels due to the wet summer, which may affect August billing. The RWA continues to monitor the expenses and revenues closely and the effects of the economy on customers’ ability to pay.

He also reported that as of August 14, 2023 reservoir levels are at 94%, compared to the long-term average of 78%.

**Land Use Committee** – In Mr. Betkoski’s absence, Mr. Malloy reported on the Land Use Committee meeting earlier in the month. The Committee met at the Derby Tank and received a project update and site tour from management. He stated that the project is nearing completion and expected to be online at the end of October.

He also reported on the upcoming public hearings for the dispositions of Beech Street and Poms Lane at North Branford Town Hall on September 28th, a recent Bass tournament at Lake Saltonstall, Honk Camp morning of fishing program and New Haven PALS Camp at Maltby Lakes.

Representative Policy Board  
August 24, 2023

Ms. Campbell, RPB New Haven Representative, thanked the RWA for use of its Water Wagon at the Family Fun Monday event in New Haven.

At 7:33 p.m., on motion made by Mr. Clifford, seconded by Mr. Malloy, and unanimously adopted with 73 total weighted votes cast in the affirmative, the meeting adjourned.

|                  |        |                  |        |                |     |
|------------------|--------|------------------|--------|----------------|-----|
| Ansonia (3)      | Aye    | Guilford (4)     | Aye    | No. Haven (5)  | Aye |
| Beacon Falls (0) | Absent | Hamden (10)      | Aye    | Orange (3)     | Aye |
| Bethany (5)      | Aye    | Killingworth (2) | Aye    | Prospect (1)   | Aye |
| Branford (6)     | Vacant | Madison (6)      | Aye    | Seymour (1)    | Aye |
| Cheshire (4)     | Absent | Milford (10)     | Absent | West Haven (8) | Aye |
| Derby (2)        | Absent | New Haven (13)   | Aye    | Woodbridge (3) | Aye |
| East Haven (6)   | Absent | No. Branford (8) | Aye    | Gov. Rep. (1)  | Aye |

Respectfully submitted,

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Jamie Mowat Young, Secretary

Attachments:

1. Final Decision, Findings of Fact and Conclusions of Law of the Representative Policy Board for approval of the Derby Wellfield Chemical Improvements Project.
2. Final Decision, Findings of Fact and Conclusions of Law of the Representative Policy Board for approval of the Purchase of Assets of Target Two, a Confidential Plumbing Company.



**Representative Policy Board  
South Central Connecticut Regional Water District**

**Application for Approval of the Derby** :  
**Wellfield Chemical Improvements Project** : **July 27, 2023**  
**located in Derby, Connecticut** :

**Final Decision, Findings of Fact and Conclusions of Law  
of the Representative Policy Board**

A. The Applicant's Request

On April 28, 2023, the South Central Connecticut Regional Water Authority (“RWA” or the “Applicant”), through its five-member Authority, submitted an application for approval of the Derby Wellfield Chemical Improvements Project located in Derby, Connecticut (“Application” or “Project”). The Application also includes the replacement of all the chemical treatment systems along with electrical improvements and roof replacement. The project will include replacement of the flourosilicic acid (fluoride), sodium hydroxide (caustic), phosphate, and sodium hypochlorite chemical feed systems. Each chemical replacement system includes bulk tanks, day tanks, transfer pumps, metering pumps, piping valves and instrumentation. Other necessary building improvements have been rolled into this Application due to the ease of constructability during well and chemical feed system shutdowns. The building improvements include door replacements, fiberglass platforms, tempered water and eye washes for chemical feed systems, heating and ventilating improvements, chemical resistant coatings for chemical feed systems, masonry repointing, replacement of roofing, structural repairs, and miscellaneous electrical improvements. A full well shutdown of the facility will be allowed from November 1 to April 1 so that the contractor may complete the necessary work. If required, the RWA will provide temporary chemical feed systems outside of the allowable shutdown time for the facility. The goal of

including the multiple improvements into one project and allowing a full facility shutdown is to prevent the RWA from having to provide temporary chemical feed systems for a lengthy period and to consolidate the project schedule, reducing overall facility downtime.

The maximum anticipated project cost is \$3.3 million and includes a 20% contingency. The project costs are based on 90% complete design drawings, prepared in February 2023. In accordance with cost-estimating principles, the project costs have been adjusted for inflation.

The Application for approval of the project was filed pursuant to the statutory authority set forth in Section 19 of Special Act No. 77-98, as amended.

B. Participants

In addition to the Representative Policy Board (“RPB”) and the RWA, the district’s Office of Consumer Affairs (“OCA”) participated in this proceeding. The OCA is authorized by Section 15 of Special Act No. 77-98, as amended, to act as the advocate for consumer interests in all matters that may affect water customers in the district.

C. Statutory Standard

Pursuant to the legislation cited in paragraph A above, the RWA is required to obtain approval from the RPB prior to commencing any project costing more than two million dollars to repair, improve, construct, reconstruct, enlarge or extend any of its properties or systems.

D. Notice and Procedures

Effective July 1, 2021, Senate Bill 1202, Section 163, permitted the RPB to hold the public hearing on the Application using electronic equipment or technology that facilitates real-time public access to meetings, including, but not limited to, telephonic, video or other conferencing platforms. Other procedural requirements were also met. On May 25, 2023, the RPB voted unanimously to accept the Application as complete and called a public hearing on Thursday, June

22, 2023 at 7:00 p.m., at the office of the South Central Connecticut Regional Water Authority, 90 Sargent Drive, New Haven and via remote access. The RPB designated Brian Eitzer (Bethany) to serve as Presiding Member at the public hearing.

As required by Section 10 of Special Act. No. 77-98, as amended by Public Act No. 02-85, the RPB published in the *New Haven Register* and the *Connecticut Post* the date, time and place of the public hearing to be held by the RPB to consider the Application for approval. The date of publication was May 27, 2023. A copy of this notice was filed with the Office of the Clerk of each city and town within the District. The notice was posted on the RWA's website, including information about electronic participation for the meeting.

E. Public Hearing

At the public hearing on June 22, 2023, the Applicant provided sworn testimony from Rochelle Kowalski, the RWA's Vice President & Chief Financial Officer, Sunny Lakshminarayanan, the RWA's Vice President of Engineering & Environmental Services, Jim Hill, the RWA's Interim Director of Operations, Orville Kelly, the RWA's Manager of Design and Construction, , and Atty. Jeffrey Donofrio, Office of Consumer Affairs. Mr. Kelly provided a presentation for the project that described the background, scope, site conditions, need, alternatives analysis, budget, and schedule.

Members of the RPB asked questions of the Applicant with respect to alternatives, production, price increase related to system upgrades, negotiations, and distribution system supplementation during construction period.

The Application also contained confidential information subject to protection under C.G.S. Section 1-200(6)(E), for matters covered by Section 1-210(b)(19)(i)(ii), pertaining to safety risk. A portion of the public hearing was held in protected confidential discussion.

The OCA provided a summary of his analysis of the Application as noted in his memorandum to the RPB dated June 15, 2023. Attorney Donofrio concluded that the Application is necessary and appropriate and recommended approval of the Application for the reasons set forth in his memorandum to the RPB.

In addition to the applicants and OCA listed above, Mr. Bone from Tighe and Bond was present to answer any questions. No members of the public attended the public hearing.

F. Analysis

After considering all of the evidence presented, the RPB believes that the Application is necessary and advances the policies and goals of the South Central Connecticut Regional Water Authority, is included in the five-year plan of capital improvements, and is in the best interest of the RWA and its customers. The presentation at the public hearing reinforced the need for and importance of the project.

G. Conclusion

We therefore conclude that the Application for approval of the Derby Wellfield Chemical Improvements Project should be approved. Separately stated findings of fact and conclusions of law are attached hereto as Exhibit A.

**Exhibit A**  
**Representative Policy Board**  
**South Central Connecticut Regional Water District**

**Application for Approval of the Derby** :  
**Wellfield Chemical Improvements Project,** : **July 27, 2023**  
**located in Derby, Connecticut** :

**Findings of Fact**

1. The South Central Connecticut Regional Water Authority (“RWA”), through its five-member Authority, submitted an Application to the RPB for approval of the Derby Wellfield Chemical Improvements Project, located in Derby, Connecticut (“Application”) on April 28, 2023.
2. The Application improves reliability and safety by replacing aging chemical feed system and building equipment/components.
3. The Application improves consistency with other RWA wellfield facilities.
4. The Project maintains criticality of the Derby Wellfield being the primary source of sufficient potable water for the Aquarion Water Company (AWS) East Derby Interconnection and provides a reliability selling point from RWA to AWC for extending the current Agreement for another ten years that is set to expire at the end of 2025.
5. The project is included in the FY 2024 Capital Improvement Project budget. The Project located in Derby, Connecticut will commence in FY 2024, with completion planned in FY 2025, at a total project cost of \$3.3 million.
6. The proposed project is consistent with, advances the policies and goals of the RWA, and is in the public interest.
7. The OCA recommended approval of the Application.

### **Conclusions of Law**

1. The South Central Connecticut Regional Water Authority's ("RWA") application for approval of the Derby Wellfield Chemical Improvements Project located in Derby, Connecticut ("Application") on April 28, 2023, was filed pursuant to the statutory authority set forth in Section 19 of Special Act No. 77-98, as amended.
2. Notice of the public hearing to consider the Application and to allow interested persons, including water users and property owners within the district, to be heard was properly made on May 27, 2023, pursuant to Section 10 of Special Act No. 77-98, as amended.
3. Pursuant to Sections 10 and 19 of Special Act 77-98, as amended, the public hearing was held on June 22, 2023.
4. Based upon the above Findings of Fact, the Representative Policy Board concludes that the RWA's Application meets all requirements for approval.

**Representative Policy Board  
South Central Connecticut Regional Water District**

**Application for Approval to Purchase** :  
**the Assets of Target Two, a Confidential** : **August 24, 2023**  
**Plumbing Company** :

**Final Decision, Findings of Fact and Conclusions of Law  
of the Representative Policy Board**

A. The Applicant’s Request

On May 26, 2023, the South Central Connecticut Regional Water Authority (“RWA” or the “Applicant”), through its five-member Authority, submitted an application for approval to purchase the Assets of Target Two, a Confidential Plumbing Company (“Application” or “Target Two”). The purchase would expand the RWA’s Well Services footprint and market share, as well as support the proliferation of its WellSafe protection plan product. Target Two has a strong service reputation, a stable healthy earnings profile, and is uniquely positioned to compliment the RWA Well Services’ smaller plumbing acquisitions from a scale and geographic expansion perspective. The proposed asset purchase cost, including the purchase of all physical and intangible assets, is between \$1.5 - \$2.0 million dollars. The Application for approval of the project was filed pursuant to the statutory authority set forth in Section 19 of Special Act No. 77-98, as amended.

B. Participants

In addition to the Representative Policy Board (“RPB”) and the RWA, the district’s Office of Consumer Affairs (“OCA”) participated in this proceeding. The OCA is authorized by Section 15 of Special Act No. 77-98, as amended, to act as the advocate for consumer interests in all matters that may affect water customers in the district.

C. Statutory Standard

Pursuant to the legislation cited in paragraph A above, the RWA is required to obtain approval from the RPB prior to acquiring or making a subsequent investment in any non-core business in an amount costing more than \$1 million dollars.

D. Notice and Procedures

Effective July 1, 2021, Senate Bill 1202, Section 163, permitted the RPB to hold the public hearing on the Application using electronic equipment or technology that facilitates real-time public access to meetings, including, but not limited to, telephonic, video or other conferencing platforms. On June 22, 2023, the RPB voted unanimously to accept the Application as complete and called a public hearing on Thursday, July 27, 2023 at 7:00 p.m., at the office of the South Central Connecticut Regional Water Authority, 90 Sargent Drive, New Haven and via remote access. The RPB designated Thomas P. Clifford III (Ansonia) to serve as Presiding Member at the public hearing.

As required by Section 10 of Special Act. No. 77-98, as amended, the RPB published in the *New Haven Register* and the *Connecticut Post* the date, time and place of the public hearing to be held by the RPB to consider the Application for approval. The date of publication was June 24, 2023. A copy of this notice was filed with the Office of the Clerk of each city and town within the District. The notice was posted on the RWA's website, including information about electronic participation for the meeting.

E. Public Hearing

At the public hearing on July 27, 2023, the Applicant provided sworn testimony from Rochelle Kowalski, the RWA's Vice President and Chief Financial Officer, and Dennis Donovan, the RWA's Director of Business Development. The Applicant provided a public presentation that



included an overview and background, opportunity review, and asset purchase structure. Atty. Donofrio, Office of Consumer Affairs, also testified at the public hearing.

The Application also contained confidential information, subject to protection under C.G.S. Section 1-200(6)(E), for matters covered by Section 1-210(b)(5)(B), pertaining to commercial and financial information. The portion of the public hearing during which confidential commercial and financial information was discussed was held in executive session.

Members of the RPB asked questions of the Applicant regarding employees, initiatives, future planning, and competition.

The OCA provided a summary of his analysis of the Application as noted in his memorandum to the RPB dated July 21, 2023, which included commercial and financial information protected under C.G.S. Section 1-210(b)(5)(B). For the reasons set forth in his memorandum, the OCA recommended approval of the Application.

In addition to the applicants and OCA listed above, members of the public were invited to attend. No members of the public were present at the public hearing.

F. Analysis

After considering all of the evidence presented, the RPB believes that the Application is necessary, advances the policies and goals of the South Central Connecticut Regional Water Authority, and is in the best interest of the RWA and its customers. The presentation at the public hearing reinforced the need for and importance of the acquisition.

G. Conclusion

We therefore conclude that the Application should be approved. Separately stated findings of fact and conclusions of law are attached hereto as Exhibit A.

**Exhibit A**  
**Representative Policy Board**  
**South Central Connecticut Regional Water District**

**Application for Approval to Purchase** :  
**the Assets of Target Two, a Confidential** : **August 24, 2023**  
**Plumbing Company** :

**Findings of Fact**

1. The South Central Connecticut Regional Water Authority (“RWA”), through its five-member Authority, submitted an Application to the RPB for approval to purchase the Assets of a Confidential Plumbing Company (“Application”) on May 26, 2023.
2. In 2017, Special Act 17-5 amended the RWA’s enabling legislation to allow the RWA to conduct and invest in non-core business activities defined as including water related, environment, agriculture, and certain renewable energy sources.
3. In 2018, the establishment of RWA’s Growth Fund was created as a means to reserve funds intended for non-core investments.
4. The RWA’s 2020-2025 Strategic Plan outlines a non-core strategy to invest in environmental and water-related businesses to achieve commercial service net revenue of \$9.2 million dollars by May 2025.
5. The RWA has purchased and integrated two similar smaller plumbing and well services entities that are over performing their anticipated investment targets.
6. Target Two represents a solid strategic and economic fit with experience servicing communities in the New Haven area and has a strong service reputation and a stable, healthy earnings profile.
7. The available cash flow generated from the operations of Target Two would result in transferring monies into the RWA’s Construction Fund, to help fund its capital program and reduce debt leverage.

8. The transaction, structured as an asset purchase, as well as the purchase price structure, mitigates both liability and execution risk.
9. The funding source is the previously established Growth Fund and the purchasing entity is RWA Well Services, LLC.
10. RWA Well Services, LLC is a wholly owned entity of RWA Commercial Enterprises, LLC, a wholly owned entity of the RWA, which is subject to the controls, limitations, and approval therein, including the governance by the Authority Board and the RPB.
11. The proposed asset purchase cost, including all physical and intangible assets is between \$1.5 - \$2.0 million dollars.
12. The Application is necessary, advances the policies and goals of the South Central Connecticut Regional Water Authority, and is in the best interest of the RWA and its customers.
13. The Application also contains separately stated findings of fact and conclusions of law in its confidential and proprietary elements protected under C.G.S. Section 1-200(6)(E) for matters covered by Section 1-210(b)(5)(B), pertaining to commercial and financial information.
14. The OCA recommended approval of the Application.

### **Conclusions of Law**

1. The South Central Connecticut Regional Water Authority's ("RWA") application for approval to purchase the Assets of Target Two, a Confidential Plumbing Company ("Application" or "Target Two") on May 26, 2023, was filed pursuant to the statutory authority set forth in Section 19 of Special Act No. 77-98, as amended.
2. Notice of the public hearing to consider the Application and to allow interested persons, including water users and property owners within the district, to be heard was properly made on June 24, 2023, pursuant to Section 10 of Special Act No. 77-98, as amended.
3. Pursuant to Sections 10 and 19 of Special Act 77-98, as amended, the public hearing was held on July 27, 2023.
4. Based upon the above Findings of Fact, the Representative Policy Board concludes that the RWA's application to purchase the Assets of Target Two, a Confidential Plumbing Company, meets all requirements for approval.

## **RPB NOMINATING COMMITTEE**

### **CRITERIA TO BE UTILIZED IN RECOMMENDING APPOINTMENT OF A CANDIDATE TO THE FIVE-MEMBER AUTHORITY**

In developing the criteria or guidelines by which the qualifications of candidates for appointment to the Five Member Authority will be evaluated, consideration will be given to the Authority's current and future challenges and the organizations commitment to diversity. The successful candidate must be a dedicated and focused individual who will take a highly professional approach to the responsibilities of the position. It is expected that the candidate be a person of the highest personal integrity. It will be made clear to applicants that this is a twelve-month a year position that anticipates physical presence at meetings so that effective interaction between colleagues can take place. The following criteria are submitted for your review and comments.

#### **Behavior/Characteristics Required**

1. Ability to dissect and understand complex, multifaceted problems.
2. Ability to sense the "bigger picture" and maintain a strategic overview in addressing problems and planning solutions.
3. Ability to communicate ideas in a convincing and influential manner.
4. Ability to interact comfortably and effectively with a wide variety of people.
5. Ability and willingness to make timely and effective decisions.
6. Ability to function as a collaborative team member and modify plans and behavior when necessary to meet organizational goals.

#### **Educational Background**

1. Bachelor's degree or higher from a college or university, or equivalent experience.

#### **Work and Organization Background**

1. Applicants must have board or advisory board experience in either a for-profit or not-for-profit environment.
2. Applicants should have significant credentials in two or more of the following areas:
  - a. Private and/or public sector experience at the senior management level.
  - b. Direct responsibility for or significant involvement with large capital projects, programs, stakeholder engagement, regulatory compliance, and capital and operating budgets.
  - c. Senior level public utility experience.
  - d. Political, legislative, or utility regulatory agency involvement.
  - e. Environment and/or conservation land use experience or involvement.
  - f. Corporate finance and/or significant budget experience.
  - g. Substantial relevant legal experience with utility regulatory agency.
  - h. Possess good communication skills in both in-person and remote working environments.
  - i. Have a working knowledge of technical and engineering/operational processes.