

**South Central Connecticut Regional Water Authority
Minutes of the April 27, 2023 Meeting**

The regular meeting of the South Central Connecticut Regional Water Authority (“RWA” or “Authority”) took place on Thursday, April 27, 2023, at 90 Sargent Drive, New Haven, Connecticut and via remote access. Chairman Borowy presided.

Present: Authority – Messrs. Borowy, Curseaden, and Mss. LaMarr and Sack
Management – Mss. Kowalski and Calo, and Messrs. Bingaman, Donovan, Hill, Lakshminarayanan, Kelly, Matharu, Singh, and Triana
RPB – Mr. Slocum
Murtha Cullina – Atty. McCary
Staff – Mrs. Slubowski

The Chair called the meeting to order at 12:32 p.m. He reviewed the Safety Moment distributed to members.

Chair Borowy offered the opportunity for members of the public to comment. There were no members of the public present.

At 12:33 p.m., on motion made by Ms. Sack, seconded by Ms. LaMarr, and unanimously carried, the Authority voted to recess the regular meeting to meet as the Pension & Benefit Committee.

Borowy	Aye
Curseaden	Absent
LaMarr	Aye
Sack	Aye

At 12:35 p.m., Mr. Curseaden entered the meeting.

At 2:12 p.m., the Authority reconvened.

Ms. Sack moved for approval of the following resolutions, as recommended by the Pension & Benefit Committee:

1. Salaried

RESOLVED, that the Authority approves a contribution of \$3,022,490 to the South Central Connecticut Regional Water Authority’s Salaried Employees’ Retirement Plan, effective for the actuarial valuation of January 1, 2023; and

FURTHER RESOLVED, that the Authority approves the continued use of the PubG-2010 Above Median Employee and Annuitant with Scale MP-2021 generational improvements (M/F), effective for the actuarial valuation of January 1, 2023.

2. Union

RESOLVED, that the Authority approves a contribution of \$1,727,510 to the South Central Connecticut Regional Water Authority’s Union Employees’ Retirement Plan, effective for the actuarial valuation of January 1, 2023; and

FURTHER RESOLVED, that the Authority approves the continued use of the PubG-2010 Total Employee and Annuitant with Scale MP-2021 generational improvements (M/F), effective for the actuarial valuation of January 1, 2023.

3. *VEBA*

RESOLVED, that the Authority approves a contribution of \$1,640,907 to the South Central Connecticut Regional Water Authority's Retired Employees' Contributory Welfare Trust, effective for the actuarial valuation of January 1, 2023; and

FURTHER RESOLVED, that the Authority approves the continued use of the mortality table for the South Central Connecticut Regional Water Authority's Retired Employees' Contributory Welfare Trust, the PubG.H.-2010 Employee, Healthy Annuitant, and Contingent Survivor with Scale MP-2021 generational improvements (M/F), effective as of the actuarial valuation of January 1, 2023.

4. *Additional Pension Contribution – FY 2023*

RESOLVED, that based, on the recommendation of the its Pension & Benefit Committee, the South Central Connecticut Regional Water Authority authorizes an increase of \$2,000,000 as a combined contribution to the South Central Connecticut Retirement Plan and the South Central Connecticut Regional Water Authority Salaried Employees' Retirement Plan during fiscal year 2023.

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

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 2:14 p.m., Ms. Sack withdrew from the meeting.

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

1. Minutes of the March 23, 2023 and March 30, 2023 meetings
2. Capital budget authorization for May 2023

RESOLVED, that the Vice President & Chief Financial Officer is authorized to submit to the Trustee one or more requisitions in an aggregate amount not to exceed \$12,000,000 for the month of May 2023 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 2023 for all Capital Improvement Projects to be exceeded.

3. Capital Budget Transfer Notifications for May 2023
4. Monthly Financial Report – March 2023
5. Accounts Receivable Update - March 2023
6. FY 2023-2024 Application Schedule

7. Resolutions for Administrative Changes to Secretary of State Filing

WHEREAS, the Board deems it to be advisable and in the best interest of the Authority to authorize and approve the removal of the existing Registered Agent to the Authority and to authorize and approve the appointment of MCR & P Service Corporation as the Registered Agent to the Authority to accept service of process on behalf of the Authority (the “Registered Agent”); and

WHEREAS, the Board deems it to be advisable and in the best interest of the Authority for the Authority to authorize and approve of persons serving in the roles of Chief Executive Officer and/ or Chief Financial Officer of the Authority as Principals to the Authority (the “Principals”); and

WHEREAS, the Board deems it to be advisable and in the best interest of the Authority to authorize and approve delegating to each of those persons serving as President and Chief Executive Officer and Vice President and Chief Financial Officer the powers to submit necessary business filings to the Secretary of State of the State of Connecticut (and other relevant state and federal governmental agencies) for the purposes of maintaining accurate and current information pertaining to the Authority including but not to limited to updating Registered Agent information and names of Principals.

NOW THEREFORE LET IT BE RESOLVED, the Authority hereby authorizes the appointment of MCR&P Service Corporation as Registered Agent to the Authority; and

FURTHER RESOLVED, that the names of those persons serving as President and Chief Executive Officer and/or Vice President and Chief Financial Officer to the Authority at any given time may be referred to as Principals of the Authority; and

FURTHER RESOLVED, that the presently serving, now or in the future, President and Chief Executive Officer of the Authority and/or the Vice President and Chief Financial Officer of the Authority (each such person, an "Authorized Officer") be, and each of them hereby is, authorized and empowered to submit filings to governmental agencies and to take all such actions as the Authorized Officer shall deem necessary, desirable, advisable, or appropriate to consummate, effectuate, carry out, or further the transactions contemplated by and the intent and purposes of the foregoing resolutions.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Absent

[BREAK 2:12 P.M. TO 2:25 P.M.]

Ms. Kowalski, the RWA’s Vice President & Chief Financial Officer, reported on the Authority’s request for authorizations associated with the 37th Series bond issuance and to enter the project loan obligation and subsidy for a System Wide Radio Telemetry Unit Upgrade (RTU) Project. While the authorization for the RTU project is a not to exceed amount, the loan is expected to be approximately \$1.2 million with a grant of over \$400,000. She reported that this is consistent with the rate application and FY 2024 proposed budget.

Ms. LaMarr moved for approval of the following resolutions:

WHEREAS, on April 19, 2018, the Authority adopted and on July 19, 2018, 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 \$5,700,000 to finance, or refinance the cost of upgrades to the System Wide Radio Telemetry Unit; and to pay costs of issuance of the Bonds (the "System Wide Radio Telemetry Unit Upgrade Project"); and

WHEREAS, the Authority wishes to provide for the issuance, sale and delivery of the Authority's Project Loan Obligation for the System Wide Radio Telemetry Unit Upgrade Project (the "PLO") and approve the Project Loan and Subsidy Agreement by and between the State of Connecticut and the Authority related to the System Wide Radio Telemetry Unit Upgrade Project (the "Loan Agreement").

NOW THEREFORE BE IT RESOLVED, that the President/Chief Executive Officer and the Vice President and Chief Financial Officer or any one of them may apply to the State Department of Public Health for eligibility and funding of the System Wide Radio Telemetry Unit Upgrade Project 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 System Wide Radio Telemetry Unit Upgrade Project from the State's Drinking Water Fund Program and that any such action taken prior hereto is hereby ratified and confirmed; and

BE IT FURTHER RESOLVED, that the Chairperson or Vice Chairperson and President/Chief Executive Officer or Vice President and Chief Financial Officer be authorized (i) to issue, sell and deliver the PLO in a total amount not to exceed \$5,700,000, 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; and

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 and Chief Financial Officer shall deem advisable and which shall be as set forth in one or more Certificates of Determination attached thereto; and

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 Agreement substantially in the form as the President/Chief Executive Officer or Vice President and Chief Financial Officer shall deem advisable and the approval of the Authority shall conclusively be determined from any of their signatures thereon; and

BE IT FURTHER RESOLVED, that the Chairperson, Vice Chairperson, President/Chief Executive Officer and Vice President and Chief Financial Officer, 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 Agreement, 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; and

BE IT FURTHER RESOLVED, that the Chairperson, Vice Chairperson, President/Chief Executive Officer or Vice President and Chief Financial Officer, or any one of them are hereby authorized to accept such grants from the State for the System Wide Radio Telemetry Unit Upgrade Project as set forth in the Loan Agreement and to apply the proceeds of the grant to the System Wide Radio Telemetry Unit Upgrade Project, as applicable.

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

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Absent

Ms. LaMarr moved for approval of the following resolution:

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 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, on December 15, 2022, the Authority adopted and on March 23, 2023, the Representative Policy Board (the “RPB”) approved the resolutions which established the general terms and provisions of the Authority’s Water System Revenue Bonds in the aggregate principal amount not to exceed \$37,000,000 to finance, among other things, the cost of certain capital improvements to the water system and which may be issued in one or more series, and

WHEREAS, the Authority may issue bonds to refund a series of outstanding bonds (the “Refunding Bonds”) without the approval of the RPB; and

WHEREAS, the Authority wishes to provide for the issuance, sale and delivery of the Authority’s Water System Revenue Bonds, Thirty-seventh Series A in one or more series which may include “Green Bonds” (the “Thirty-seventh Series A Bonds”) and authorize the issuance, sale and delivery of the Authority’s Water System Revenue Refunding Bonds, Thirty-seventh Series B in one or more series (the “Thirty-seventh Series B Bonds” and together with the Thirty-seventh Series A Bonds, the “Thirty-seventh Series Bonds”).

NOW THEREFORE BE IT RESOLVED, that the Chairperson or Vice Chairperson and the President/Chief Executive Officer or Vice President and Chief Financial Officer be authorized (i) to issue, sell and deliver the Thirty-seventh Series A Bonds in one or more series which may include Green Bonds in an amount not to exceed \$37,000,000 and (ii) to determine the principal amount, date, date of maturity, interest rate, form and other details of any such series of the Thirty-seventh Series A Bonds, 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; and

BE IT FURTHER RESOLVED, that the Chairperson or Vice Chairperson and the President/Chief Executive Officer or Vice President and Chief Financial Officer be authorized (i) to issue, sell and deliver the Thirty-seventh Series B Bonds in one or more series in an amount not to exceed \$12,000,000 and (ii) to determine the amount, date, date of maturity, interest rate, form and other details of the Thirty-seventh Series B Bonds, pursuant to the Act and the General Bond Resolution or any other provisions of law thereto enabling; and

BE IT FURTHER RESOLVED, that the Authority hereby approves the Thirty-seventh Series A Supplemental Resolution authorizing the issuance of the Thirty-seventh Series A Bonds in one or more series, which may include Green Bonds, substantially in the form attached hereto as Exhibit A, with such changes, omissions, insertions and revisions as the Chairperson or Vice Chairperson and the President/Chief Executive Officer or Vice President and Chief Financial Officer shall deem advisable and which shall be as set forth in Certificates of Determinations attached thereto; and

BE IT FURTHER RESOLVED, that the Authority hereby approves the Thirty-seventh Series B Supplemental Resolution authorizing the issuance of the Thirty-seventh Series B Bonds in one or more series substantially in the form attached hereto as Exhibit B, with such changes, omissions, insertions and revisions as the Chairperson or Vice Chairperson and the President/Chief Executive Officer or Vice President and Chief Financial Officer shall deem advisable and which shall be as set forth in Certificate of Determinations attached thereto; and

BE IT FURTHER RESOLVED, that for the purpose of providing for the public offering and sale of the Thirty-seventh Series Bonds and further setting forth information relating to the Thirty-seventh Series Bonds, one or more official statements, substantially in the form of the official statement attached hereto as Exhibit C (the "Official Statement") is hereby approved, with such changes, omissions, insertions and revisions as the Chairperson or Vice Chairperson and the President/Chief Executive Officer or Vice President and Chief Financial Officer shall deem advisable or shall be necessary to provide information concerning the Thirty-seventh 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 any series of the Thirty-seventh Series Bonds; and

BE IT FURTHER RESOLVED, that the Chairperson, Vice Chairperson, the President/Chief Executive Officer or Vice President and Chief Financial Officer or any one of them, are hereby authorized to appoint an underwriter or underwriters and a financial advisor and to purchase a municipal bond insurance policy to guarantee the payment of principal and interest on the Thirty-seventh Series Bonds, if the Authority's financial advisor or the underwriter for the Thirty-seventh Series Bonds deems it advisable, and execute and deliver such documents as may be necessary or desirable to issue, sell and deliver the Thirty-seventh Series Bonds, including but not limited to, the Purchase Contracts, the Tax Regulatory Agreements and the Continuing Disclosure 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 Thirty-seventh Series Bonds in one or more series 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.

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

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Absent

Mr. Bingaman, the RWA's President & Chief Executive Officer, noted that included with the Official Statement is the consulting engineer's report, which was favorable.

Authority members reported on recent Representative Policy Board committee meetings.

At 2:36 p.m., Mr. Slocum withdrew from the meeting and Atty. McCary entered the meeting.

On motion made by Ms. LaMarr, seconded by Mr. Curseaden, and unanimously carried, the Authority voted to go into executive session pursuant to C.G.S. Section 1- 200(6)(E) to discuss matters covered by Section 1-210(b)(10), pertaining to communications privileged by the attorney-client relationship and Section 1-210(b)(5)(B), pertaining to commercial and financial information Present in executive session were Authority members, Messrs. Bingaman, Donovan, Hill, Lakshminarayanan, Matharu, and Singh, and, Mss. Kowalski, Calo, and Slubowski, and Atty. McCary.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Absent

At 2:56 p.m., Atty. McCary and Mr. Matharu withdrew from the meeting and Ms. Sack entered the meeting.

At 3:24 p.m., the Authority came out of executive session and Messrs. Kelly and Triana entered the meeting.

Mr. Triana, the RWA's Real Estate Manager, provided an update on the Application for a non-substantial Land Use Plan Amendment for the Relocation on the New England Trail on Authority property in Guilford. Ms. LaMarr moved for approval of the following resolution:

RESOLVED, that the Authority hereby accepts the Application to the Representative Policy Board for the non-substantial Land Use Plan Amendment to relocate the New England Trail on Authority property in Guilford on Land Units GU 15 and GU 18, as a completed Application, substantially in the form submitted to this meeting, and authorizes filing of said Application with the Representative Policy Board for approval.

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

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 3:26 p.m., Mr. Triana withdrew from the meeting.

Mr. Kelly, the RWA's Manager of Design and Construction, provided a presentation for the Authority's Application for the Derby Wellfield Chemical Improvements Project, which included:

- Project Background, Scope and Need
- Alternatives Analysis
- Budget & Schedule
- Permitting and Unusual Circumstances

Authority members discussed timing, including low demand period and supplemental water sources.

After discussion, Ms. Sack moved for approval of the following resolutions:

RESOLVED, that the Authority hereby accepts the new Application, dated April 27, 2023, for a Project of the Chemical Improvements at the Derby Wellfield located in Derby, Connecticut, as a completed Application, substantially in the form submitted to this meeting, and authorizes filing said Application with the Representative Policy Board (“RPB”); and

FURTHER RESOLVED, if approved by the RPB, the President and CEO, or the Vice President of Engineering and Environmental Services, are authorized to take any and all actions necessary to complete the construction improvements at the Derby Wellfield in Derby, Connecticut; and

FURTHER RESOLVED, that the Authority authorizes its President and CEO, or the Vice President of Engineering and Environmental Services, to file a motion and related materials with the RPB to request issuance of a protective order to maintain confidential the information to be contained in Appendix A, “Confidential Information,” of the Application.

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

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 3:41 p.m., on motion made by Ms. LaMarr, seconded by Ms. Sack, and unanimously carried, the meeting adjourned.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

Respectfully submitted,

Catherine E. LaMarr, Secretary