

**South Central Connecticut Regional Water Authority  
Minutes of the May 25, 2023 Meeting**

The regular meeting of the South Central Connecticut Regional Water Authority (“RWA” or “Authority”) took place on Thursday, May 25, 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, Matharu, and Singh  
RPB – Mr. Jaser  
Murtha Cullina – Atty. McKenney  
Staff – Mrs. Slubowski

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

Mr. Bingaman, the RWA’s President & Chief Executive Officer, 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 12:31 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 Audit-Risk Committee.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 12:47 p.m., the Authority reconvened, and on motion made by Mr. Borowy, seconded by Ms. Sack, and unanimously carried, the Authority voted to recess the regular meeting to meet as the Environmental, Health & Safety Committee.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 1:39 p.m., the Authority reconvened, and on motion made by Mr. Borowy, seconded by Ms. Sack, and unanimously carried, the Authority voted to recess the regular meeting to meet as the Compensation Committee.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 2:05 p.m., the Authority reconvened.

On motion made by Ms. LaMarr, seconded by Ms. Sack, 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 April 27, 2023 meeting
2. Capital budget authorization for June 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 \$2,200,000 for the month of June 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shall contain or be accompanied by a certificate identifying such requisition and stating that the amount to be withdrawn pursuant to such requisition is a proper charge to the Construction Fund.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 2024 for all Capital Improvement Projects to be exceeded.

3. Capital Budget Transfer Notifications for May 2023
4. Exemptions from Public Bid for FY 2024.

**RESOLVED**, that the Authority authorizes Management to negotiate the purchase of the following items for the fiscal year June 1, 2023 to May 31, 2024 without public bidding and such purchases without public bidding are hereby determined to be in the best interest of the Regional Water Authority for the reasons set forth in Ms. Kowalski's memorandum of May 19, 2023, a copy of which is to be filed with the records:

Programmable Logic Controllers  
John Deere Equipment  
Variable Frequency Drives  
Pick Up of Patch, Sand, Gravel, Stone and Topsoil  
Polymers  
Fire Hydrants  
Printing & Media Services  
Cla-Val Hydraulic Control Valves  
Pump and Motor Repairs  
Val Matic Air and Water Valves  
Johnson Controls HVAC Software and Hardware  
Flagging Services  
Ductile Iron Pipe  
RWA Well Services LLC

5. Monthly Financial Report – April 2023
6. Accounts Receivable Update – April 2023

Borowy Aye  
Curseaden Aye  
LaMarr Aye  
Sack Aye

Ms. Kowalski, the RWA's Vice President & Chief Financial Officer, reported that projected expenditures for the CIS Project in FY 2023 are less than the budgeted amount. The RWA is seeking Authority approval to move forward with a Type B3 Amendment authorizing the transfer of funds from the CIS project account to the contingency/project reserve account to be held in reserve for the project as it progresses. . Ms. LaMarr moved for approval of the following resolution:

**RESOLVED** that the Authority approves the transfer of \$735,000 from the CIS capital budget account to the overall capital budget contingency project reserve account.

Ms. Sack seconded the motion, the chair called for the vote and the resolution was adopted unanimously.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

Authority members reported on recent Representative Policy Board (RPB) committee meetings.

Ms. LaMarr reported on a meeting of the New Haven Environmental Advisory Council that she attended earlier in the month and the RPB's Consumer Affairs committee meeting. She stated that Atty. Donofrio, Office of Consumer Affairs ("OCA"), was able to clear up misunderstandings that the council had and Mr. Fox of Raftelis, provided the committee with a memorandum regarding the RWA's rate structure.

Mr. Bingaman reported:

- That management received a copy of the Moody's and S&C credit rating report. While the RWA requested a credit upgrade, the agencies remain concerned about RWA's leverage and larger capital program. However, the reports were favorable and they continue to support management and the planning and execution. He stated that the RWA would continue pursuing grant opportunities to assist in reducing the organizations long-term capital plan to reduce leverage.
- Highlighted a meeting with First Selectman Freda, Chair Borowy and Mr. Rescigno, the RPB's North Haven Representative. Mr. Bingaman reported that conversations took place regarding economic development and discussed a potential opportunity for a large water user relocating from New York.
- Stated that he will be doing a field visit with one of RWA's construction supervisors to see employees in action and visit the NO DES truck, which is used for flushing.

Mr. Singh, the RWA's Chief Information Digital Officer & Vice President of Customer Care, provided a Customer Information System Update, which included:

- Project Health Indicators
- Accomplishments to date
- Current Activities
- Decisions, Risks & Issues
- Next Steps

[Break 2:37 p.m. to 2:45 p.m.]

At 2:45 p.m., Mr. Jaser withdrew from the meeting, and on motion made by Ms. Sack, 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)(5)(B), pertaining to commercial and financial information. Present in executive session were Authority members, Messrs. Bingaman, Donovan, Hill, Lakshminarayanan, and Singh, Atty. McKenney, and Mss. Kowalski, Calo, and Slubowski.

Borowy Aye  
Curseaden Aye  
LaMarr Aye  
Sack Aye

At 3:06 p.m., the Authority came out of executive session.

Mr. Curseaden moved for approval of the following resolutions, as discussed in executive session:

**RESOLVED**, that the Authority hereby accepts the Application, dated May 25, 2023 for the purchase of Assets, of “Target Two” a Confidential Plumbing Company, located in 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, that the President & CEO of the Authority and manager of RWA Well Services, LLC (the indirect wholly owned subsidiary of the Authority) and the Vice President & Chief Financial Officer (each such person) be, and each of them hereby is, authorized and empowered to take any and all actions necessary to complete the Asset Purchase, including, upon satisfaction of all closing conditions, the execution of the Asset Purchase Agreement, and all such further agreements as appropriate, to effectuate the transactions contemplated within the Application; and

**FURTHER RESOLVED**, that the Authority authorizes its President and CEO, or the Vice President & Chief Financial Officer, to file a motion and related materials with the Representative Policy Board to request issuance of a protective order to maintain confidential the information to be contained in Appendices A-O, “Confidential Information,” of the Application.

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

Borowy Aye  
Curseaden Aye  
LaMarr Aye  
Sack Aye

Ms. Sack thanked management for bringing good opportunities to the board and the Representative Policy Board in an effort to offset increases in debt. She stated that the Application process has improved and appreciates management bringing these proposals to the board’s attention.

At 3:08 p.m., the Authority voted to recess the meeting to attend the RPB meeting. Chair Borowy announced the Authority would reconvene immediately following the RPB meeting.

Borowy Aye  
Curseaden Aye  
LaMarr Aye  
Sack Aye

At 8:15 p.m., the Authority reconvened. Present were Authority members, Mr. Bingaman, and Mss. Kowalski and Slubowski.

Chair Borowy requested approval of the budgets for the fiscal year June 1, 2023 – May 31, 2024 and authorization to file the budgets with the trustee, as required by the *General Bond Resolution*. Ms. LaMarr moved for approval of the following resolutions:

**RESOLVED**, that the Authority’s Capital Improvements budget for Fiscal Year (“FY”) 2024 from June 1, 2023 – May 31, 2024, including a plan of capital improvements for the FY 2024 through FY 2028 and the additional information required by Section 614 of the *General Bond Resolution*, is hereby adopted and ordered to be filed with US Bank, Trustee, pursuant to Section 614 of the *General Bond Resolution*; and

**FURTHER RESOLVED**, that the Authority’s Operating budget for FY 2024 from June 1, 2023 – May 31, 2024, showing on a monthly basis projected Operating Expenses and deposits and withdrawals from the several Funds required by the *General Bond Resolution*, is hereby adopted and ordered to be filed with US Bank, Trustee, pursuant to Section 613 of the *General Bond Resolution*.

Ms. Sack seconded the motion. Chair Borowy thanked management for its work and presentation of the budget to the boards and noted the support received from the RWA’s stakeholders. After discussion, the Chair called for the vote:

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Sack	Aye

At 8:18 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,

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Catherine E. LaMarr, Secretary