

REPRESENTATIVE POLICY BOARD

NOMINATING COMMITTEE

AUGUST 23, 2023

MEETING TRANSCRIPTION

Tom:

I think we have everybody here so I can call the meeting of the Nominating Committee of the Five Member Authority.

Jennifer:

Missing one. Missing Jamie.

Tom:

Jamie? Yes, Jamie.

Jennifer:

Yes, but if you want to begin, maybe she'll join.

Tom:

Okay, we can do that. There are no minutes. We'll go immediately to the Safety Moment and thank you Jennifer for these timely updates. This one pertains to hearing loss. You want to take a look at that and anyone who needs a hearing aid, get one.

So just take that under advisement. We'll move on then with the agenda. We have next a discussion with the RWA Chairman and the Chief Executive Officer. I see both David and Larry are here. We're happy that you can join us. I know this might be a bit redundant because I think we were here in the spring on this precise matter, but a couple of months have passed and maybe you want to provide us with some further insights relative to the Authority member that we're charged with nominating. So would you like to go ahead, David and Larry?

David:

Thank you. We greatly appreciate the opportunity to meet with you. It has only been a few months and we've only had the pleasure of working with Mario for a couple of meetings, but he's taken off running. He really has a handle obviously coming from his position as RPB chair and many of you know, Tom knows firsthand that RPB chair meets on a monthly basis with the RWA chair and with the president and CEO. So there's a lot of exchanging of information and understanding of what's going on and learning. That way we can learn as Authority chair and management what's going on with the members of the RPB because we'd like to hear what their thoughts are and whatnot. So Mario really does have a good handle on things. He very actively participated in Larry's evaluation, which we did last month and we gave him a positive evaluation. The company's in very good shape and we value his opinion. We greatly value his counsel as an engineer and we're looking forward to that. We haven't had a lot of that yet, but you very much answered our call over the last couple of years once Joe had to leave in that we needed somebody with an engineering background and he's got utility water background. Now he's in the wastewater but he's also run water company. So we're greatly pleased that the experiences he's bringing to us, we believe they're going to be very helpful.

Tim:

May I ask a question, Mr. Chairman?

Tom:

Sure you can.

Tim:

Actually it went to Mario's engineering thing and I forgot what his committee assignment was. You know how you have your different roles that are just, I realized there isn't an engineering department within the board, but does this take advantage of his skillset in that regard? I just don't recall what it was.

David:

It does. He has Health and Safety.

Larry:

Environmental, Health and Safety.

David:

And definitely he could be a help. And his staff person is our engineer, is Sunny, with regard to preparing everything.

Tim:

Okay.

David:

And that's a nuts and bolts committee that pulls together all of our reports to the various operations of our group. And as a matter of fact, tomorrow we're getting four or five reports. One on how the Saturday pickup, I forgot what it's called now, I'm sorry I'm drawing a blank, but the HazWaste is going. We're going to, soon, in the next month or two, get an update on GHD, their review of our system. So we've got quite a bit on the plate of whoever chairs that committee. Kevin had been chairing it for a while and so it fit perfectly in Mario's wheelhouse of experience. So we gave him that.

We also did some other moving around. It's a good opportunity here because Suzanne asked to get something different other than Pension. So Catherine, when you folks ratified the appointment of the mayor for Catherine, she's an attorney and I know you're concerned about too many attorneys. We don't look at her as an attorney with us. We look at her as a finance person because she was in the treasurer's office for 20 years and we look at her as a finance person and she readily took on the Pension when Suzanne said she wanted to try something different and she said, "I'll keep Audit and Risk as well if you don't mind." And somebody has to chair two committees because we have six and so Catherine's going to chair two committees.

Tim:

That's great.

David:

So yeah, don't send us any more finance people.

Tim:

Well you answered my question and I suspect that answers the group's general question too because that's what I think the group was looking for and selected Mario because of, I mean I think. Thank you.

Tom:

Great. Is there anyone else who'd like to ask a question of David? If not, we could move on then. Thanks for the question, Tim, that was worthwhile. I'd like to move on then to Larry Bingaman. Larry?

Larry:

Thank you. I would certainly agree with David about the engineering experience. I think we got a real strong individual on the board now with engineering experience and is actively involved and has already started asking some very good questions. And to that point, you may want to consider removing item I, which is the technical and engineering qualification on the list of work and background. Maybe even finance because as David said, we now have two finance people on the Authority Board, so you may want to move the finance piece there and I don't know if we need two finance people. We certainly don't need a third. So you may want to consider removing that item as well, which is item F and item I just simply so you don't get people applying that are really now or in the future that would be necessary.

Brian:

This is Brian. In terms of removing those things. Isn't this document more for general requirements for the board and not a specific requirement for this specific position that we're rehiring?

Larry:

Well, as I understand it's the general work background and experience but if and when you put an ad in the paper, you may want to consider tailoring this a little bit more so that you would take out some of the functions that we already have sufficient representation on the Authority Board. I've seen the committee do that in the past where they would either add or take out certain items.

Charles:

I agree with Brian. To me this is a general criteria, but to your point, Larry, if we do go the route where we have to advertise for applicants and that type of thing, I agree, that would be the time to fine tune it to a specific need. But to Brian's point, these are general criteria that we just keep on file as a starting point of whether we decide to advertise or not.

Brian:

Yeah, I agree with Charles. We fine tune it if we need to advertise, but this is the general document that we keep.

Larry:

And that's what I was suggesting so pardon me for not expressing that clearly. But that's what I was suggesting is that when you advertise for a position, you want to tailor that a little bit more and remove those two from the list of qualifications. I'm not suggesting it come out because at some point in the future you may need an engineer or one of the other qualifications.

Tim:

Another thing to the point that both Charles and Brian have made is when you have a basic work and organization background listed, I mean that's the Bible you work from. It's not how you build your ad. So if you have the whole deep bench approach in the criteria, you can advertise it to what you're fine-tuning it to, I would imagine. I would hope and expect. Is that wrong?

Larry:

Right. I would agree with that. You would fine tune it when you're placing the ad in the paper when you would advertise, but I'm certainly not suggesting that we would want to advertise this time around because I support David's point wholeheartedly that we have a great individual on the board now.

Tim:

Good.

Tom:

All set? I would agree, Brian, you make an excellent point and Charles, in terms of the overall document itself and those requirements. I think amongst the members of the nominating committee, that can be addressed in terms of specifically what we're looking for and then we could tailor that with a particular ad if we go that route. So that's an excellent suggestion Larry, and I think we can tune that to who's available out there, who in particular we're looking for. But again with the original document, I agree with Brian and Charles that this is a template that we use going forward and then we can modify that in terms of particular searches. So I think we're all on the same page with this. Is there anyone else who'd like to weigh in to Larry's comments? Larry, is there anything else you'd like to say?

Larry:

No, nothing other than I think at some point in the future it's worthwhile considering an individual that has the regulatory experience. I think that would be helpful. Particularly someone that has exposure to best practices not only in the state of Connecticut but nationwide would be very helpful. I think for the Authority as we're looking to make sure that we are employing best practices as we conduct our operation, whether that's in budgets or whether it's capital planning or some of those functions. And certainly Mario helps with the capital planning aspect, but there's other areas that I think that state or national perspective would be helpful.

Brian:

Larry, this is Brian. Let me ask you a quick question then. If you're saying that we need some regulatory experience on the Authority, which would you value more at this point for the Authority, regulatory experience or engineering experience?

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Larry:

Yes, absolutely engineering.

Brian:

Okay. Just wanted to make sure that that's...

Larry:

Yes, absolutely engineering and I was talking about a going forward basis as opposed-

Brian:

That's what I thought, but I just want to make sure we're clarified on that.

Tim:

And I had something to add or extract, I guess if you will. Tom, couldn't we at this juncture address that in the work and organization background and add a letter after I, which I forget in the alphabet about which one that is, and we could indicate that a regulatory background could be of some interest to future nominating committees, because we're building out a template here and extrapolating as we go to an ad, I think. So maybe we could venture that far or at least discuss it among ourselves later.

Brian:

Regulatory or compliance is in item B.

Tim:

Okay.

Brian:

All right. Legal experience with regulatory agency is in item G, so I don't know if we need a whole separate letter for that.

Tim:

Okay, so you're saying it's covered, I was just assuming it wasn't based on Larry's input.

Larry:

And you also have item G which talks about the legal experience that is regulatory focused, which either one would be I think a great add at some point in the future.

Brian:

Yeah, I think Larry is referencing who we should get on the Authority, not so much the document itself.

Tim:

I see. Okay, fine.

Tom:

And we had spent some time with this. I recall, Larry, during the last Nominating Committee in terms of a need for one with regulatory experience. I know there's some overlap, but I think that was a wonderful suggestion. I think it still currently is, but as you've said going forward, so let's see where we are.

So if there's no other questions of Larry or David, we can excuse you or you're welcome to stay and remain. Thanks for your input, we appreciate that.

David:

Thank you. Tradition has us leaving so you can talk on your own. So if you don't mind, we'll follow tradition.

Tom:

You're released, David.

David:

I love tradition.

Brian:

Okay. Which one of you has the fiddle and is going on the roof?

David:

You don't want me to start singing, so, all right, take care.

Tom:

If I were a rich man.

David:

Bye, everybody.

Tom:

Bye-bye. So long guys.

Larry:

Thanks a lot for the chance to participate. Bye.

Tom:

Fine. All right, Jennifer, I think we're on four.

Jennifer:

We are on four. Did you want to discuss the bylaws regarding the process or...

Tom:

Yes, we should do that and thanks for including that in the packet. This is fresh in my mind simply because it immediately passed the Nominating Committee and I open the floor for suggestions or comments.

Charles:

I have no comments about making any changes. Like you said, we just went through the process. The process seems to work. It gives the full RPB an opportunity. I think the first step is we have to present the criteria and that type of thing, but I think the documents are fine.

Tim:

I agree.

Tom:

I'm also in agreement.

Brian:

No issues with the process.

Tom:

No, you're right, Brian. There are none, at least at this stage. Again, there was quite a diligent and thorough review just in the spring relative to the bylaw provisions in the nominating process.

Charles:

And frankly, I think the fact that this particular process both in the spring and now has turned out to be particularly cumbersome because of the sudden need to appoint a five member Authority for a short term, but that proves that the process works. I mean, it's cumbersome, it's awkward this particular time, but it still works, so I'm happy with it.

Tom:

Excellent. I would agree. All right. Develop and agree on draft selection guidelines for submission to the RPB. Is that one and the same?

Jennifer:

Yes, that's the criteria that you just discussed.

Tom:

I would say, Jennifer, some overlap here. We'll move on to five then. Determine next steps and key dates to complete the committee's assignment. Any input on that? I've got a particular view, but I'm going to hold off until I hear from other members of the committee.

Charles:

Well, I mean don't we have to first submit the criteria and that. I didn't go back to specific steps, but we have to present the criteria to the RPB, which I would suggest at the next meeting.

Brian:

Tomorrow.

Charles:

Tomorrow, yes.

Jennifer:

You're going to do it 10 days prior.

Charles:

Okay.

Tom:

Might have to wait until September. Is that?

Jennifer:

Yes.

Tom:

Okay. Thanks, Jennifer.

Charles:

When do we, well, I guess to stick to the process, then we will just wait till September, see if there's any changes or comments that come back from the RPB, have another meeting and go from there.

Brian:

I have a quick question then. Since we're not 10 days prior to September, does that mean that the timeline is, well, item 4 has to be 10 days prior to November, or can we do both the criteria and nomination if we're choosing to go with the current candidate, which I think we're all probably leaning towards, can we do them both at the same meeting or do they have to be done at separate meetings?

Charles:

I think they probably have to be separate meetings because you present the criteria and you wait for input back from the RPB or maybe even they have to vote on the criteria and then we come back with our recommendation. My recommendation would be not to open it up and to nominate the incumbent.

Brian:

I agree with you. I'm just looking at timing given the dates on this document.

Tom:

Well, I think Brian, if I could address that, because tomorrow is the next RPB meeting, so if I'm correct, Jennifer, we meet in September and it would be 10 days before obviously the September RPB meeting relative to the guidelines, et cetera.

Brian:

I'm thinking it's September. It's only August.

Tim:

That's right. You got me thinking the wrong way too.

Brian:

Yes, we're totally fine.

Tim:

Yes, we're good. It's like we timed this perfectly.

Brian:

We're totally fine. I'm thinking that September 28th is tomorrow. Cancel what I said.

Tim:

Got it.

Brian:

Sorry about that guys.

Tom:

In October, I think there's a developing consensus here, correct me, Jennifer, if I'm wrong, but I think in October is when we would make the recommendation on the nomination. Is that true?

Jennifer:

Yes. If you are going to recommend the incumbent be nominated, yes.

Tim:

And upon that recommendation, the vote would be taken by the RPB?

Jennifer:

Yes.

Tim:

Okay, so that's actually perfect.

Tim:

We're on schedule.

Brian:

Since we're happy with the criteria, we can set that up to go to the RPB in September, and we really don't have to meet until the beginning of October again.

Charles:

Whatever the timeline is that the RPB has to get back to us. Don't they have a certain number of days to get back to us, Jennifer, regarding that?

Jennifer:

If I do it 10 days before the meeting, they probably would submit comments by the meeting. I actually could probably do it sooner if you want. I don't think it requires that it has to be done at the meeting.

Charles:

Why don't we put in that notice, give the 10-day notice and then ask that any changes or whatever be finalized at the meeting? Give them until the meeting to get back to us. I thought we had to set a deadline for people to get back to us.

Jennifer:

Yes. But they have to have at least 10 days to review it so they have plenty of time.

Charles:

Whenever we make the notice, let's make the notice 11 or 12 days so that we can say that the meeting will be the deadline.

Jennifer:

Okay.

Charles:

Does that make sense, Tom?

Tom:

Yeah, that's certainly fine. I do have to, after this meeting, I think one of my obligations as the chair is to reach out to the incumbent, to Mario, to see if he wants to continue. I'm going to assume that he does on the accord.

Brian:

I would assume so, and then we would probably meet with him in October. Once the RPB has accepted the criteria, then we would meet with Mario and talk to him and then decide whether or not to recommend him before the October meeting.

Tom:

That sounds wonderful, Brian, and I'm in agreement with you that we would follow that and then we'd certainly invite him and if there's, let's see. I'm just moving ahead, discuss meeting with incumbent Authority member, establish future meeting dates. What we can do, if there's nothing else, is we could establish a future meeting date now, we could wait, or we could [inaudible] until after September. Is there any consensus or recommendation on that?

Charles:

I don't have any problem with trying to pick a date for October. I mean, it's any time after the September meeting, so I don't have any problem attempting to pick a date.

Tom:

Well, why don't we do that then? We could do, let's see, late... Well, I think the September meeting's on the 28th, so we should look to early October then. Right guys?

Brian:

I know my calendar for the first week of October or the second week of October.

Tom:

Yes, why don't we do that? If you can pull that up.

Charles:

Yes, October 3rd, it's a Tuesday. October 4th is a Wednesday. I'll start with the fourth. Let's start with the fourth.

Tom:

That sounds good.

Tim:

That date's good for me.

Charles:

Good for October 4th, a Wednesday.

Brian:

I'm good. Same time, 4:30 PM?

Tom:

Yes.

Charles:

4:30 PM is a little problematic for me? There's a reason for that?

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Tom:

No, we could move that back if you'd like. Is 5:00 PM better?

Charles:

Does that work for most people?

Brian:

I can do 5:00 PM, doesn't matter to me.

Tim:

I can certainly do 5:00 PM.

Tom:

Yes.

Tim:

And just for clarity, beyond the date, that would be a meeting that we would also incorporate Mario into, is that correct? So that would be all in one bundle and then we go on to the regular meeting. Okay.

Brian:

If Mario's not available that date, maybe we can by email choose another date.

Tim:

Yes.

Charles:

Well, how are the third and fifth? In other words, give Mario three dates, third, fourth, or fifth. Try for the fourth, obviously. But does anybody have any problems with the third or the fifth?

Brian:

No.

Tim:

I do not currently.

Brian:

I could do any of the three days. So give Mario his choice and then get back to us and then we'll put it on my calendar.

Tom:

You got that, Jen.

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Jennifer:
I got it.

Tom:
Great.

Jennifer:
So I'll contact Mario.

Tom:
Well, that's fine by me.

Jennifer:
Okay.

Tim:
Just tell him we prefer the fourth.

Jennifer:
Okay.

Tom:
Will do.

Tim:
He'll clear his calendar.

Brian:
I think so.

Tom:
Guys, is there anything else? Have I missed anything?

Tim:
No, this was incredibly well lubricated. This is quite a machine.

Tom:
Well done guys. Hey, it's wonderful to see you. Is Jeff, I don't know if Jeff's at the meeting. Is Jeff here with us? Donofrio?

Jennifer:
No, he was supposed to come tonight, I'm not sure what happened. I didn't hear from him.

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Charles:

Will you contact Jamie too, just so she bring her up to speed?

Jennifer:

Yes.

Charles:

I was thinking, Tom, I mean you can too, Jennifer, as far as dates and everything, but I'm wondering if Tom, if you should try to communicate with Jamie so she knows where we stand.

Tom:

That's fine. All right, then I'm going to move to adjourn unless there's anything else. Hearing nothing, we move to adjourn. Is there a motion?

Brian:

I'll make a motion to adjourn.

Tom:

Okay. Brian, second?

Charles:

Charles.

Tom:

Charles. All those in favor? Aye.

Committee:

Aye.

Tom:

Thanks everybody.