

REPRESENTATIVE POLICY BOARD

EXECUTIVE COMMITTEE

FEBRUARY 15, 2023

MEETING TRANSCRIPTION

- Mario: It is 5:03. Call a special meeting of the RPB executive committee to order. Jennifer's collected all the names of everyone here. Thank you. This is good for a test for next week. First item is the safety moment, which is on the screen, and it's American Heart Month in February. So please take care of your heart and make sure you eat well. Don't drink too much and drink lots of water. All right. Next item is the approval of the minutes of January 18th, regular meeting that we held. Is there a motion to approve?
- Stephen: So moved.
- Tim: Second.
- Mario: Steve, and a second from Tim.
- Tim: From Tim. Correct.
- Mario: Any amendments?
- Peter: No.
- Mario: [inaudible] the minutes is written. All those in favor say aye.
- Committee: Aye.
- Mario: Opposed? Abstaining. Moving right along. Process for filling vacancy on Authority Board. I thought it would be good to get together. I touched base with Bob. Also, Charles happened to call me at one point. So let's get together and make sure everyone's on the same page. So according to the bylaws, if there's an unexpired term, the RPB would go through the normal process with a nominating committee and appointing someone to fill the vacancy for the rest of the term. And that's in the bylaws, section 9.6. We've done that a few times in the not too distant past, but I don't think it was quite as short a period of time that the vacancy was for. And then we would have an appointment to fill the five-year term this fall. We would go through the process.
- Stephen: Mario, this doesn't specifically say, but this should be an open process since there's no one to consider to continue so that we can go to the outside here.
- Mario: It's an open candidacy process. It is specific on that.
- Stephen: Yes.

Mario: Yes. You would bypass asking the incumbent if they wanted to continue to serve, interview the incumbent and determine whether or not you want to continue with the incumbent.

Stephen: I think that's really a great opportunity for us at this point, being that we didn't have that with New Haven.

Tim: Right.

Stephen: It was the limitation of them selecting the candidates so we can look at what the needs are more generally and consider more applicants.

Tim: And with that, Steve, we can also take into consideration the fact that engineering component or that type of a person is desirous, whether or not we prevail in that effort. But I think that's the other good side.

Charles: Is there any mechanics, because it's such a short period of time left on this term, are there any mechanics available to us of just making it a one-shot deal, filling out the rest of his term and the next term?

Mario: So when you brought that up, originally, Charles, I went through the bylaws and the rules and all. It would require an amendment to the bylaws. I drafted up some language to that effect, sent it off to Martha. They got back to me with some changes, but they did also have the caveat that, and I'm paraphrasing it, hopefully you read it. You saw it, Bob?

Bob: Yes.

Mario: Yes. And correct me if I miss it. Basically, they didn't feel it was a good idea to change the bylaws when you have an opportunity in the normal process. So they're saying, "Well, you have a process, you could fill the vacancy for the remainder of the term and then you can go through your normal process." They said there's nothing in the enabling legislation or the rules or the bylaws if you do an amendment to prohibit that. So the enabling legislation says, "Thou shall not," that that does not exist.

Charles: Sorry, I just wanted to double check. I mean, it would be convenient, but it doesn't work, it doesn't work. I don't think we want to go through changing the bylaws for it. I think Steve's point, we'll go through the selection process and hopefully we'll pick somebody that will work out and will be able to just re-up [inaudible].

Tim: And I think that's a pretty good idea, Charles.

Stephen: What's the timeframe?

Mario: Yes. Sorry, Tim?

Tim: Well, I guess I would concur why not go with what we have and I think we can figure it all out as a follow-on when the term ends, we'll probably want to... We've already done our due diligence. We'll probably be comfortable nominating.

Mario: So, Steve.

Stephen: Yeah, two things. One, I think, I don't know what the term is left, but it would give us a probationary period actually-

Tim: That's true.

Stephen: ... to determine if we really wanted to keep somebody and give us this until-

Mario: December 31st.

Stephen: Oh, that's a fair amount of time. Well, it's going to take us a while to get somebody.

Mario: It will take us a while to get someone.

Stephen: So there might end up being like six months.

Bob: Six, eight months.

Stephen: Yeah, that's fair.

Mario: Then they take off when we have to appoint, which I think is November is the latest we appoint, so you're about four months into it.

Stephen: We'd get an idea by then-

Mario: We get an idea.

Stephen: ... and we don't have to go... I mean, then we have candidate, so we could just say, we want to keep the same candidate.

Mario: But you do that earlier. The reason I think Charles brought it up is if we looked at a normal progression-

Stephen: Oh, the project-

Mario: ... where we are in February, we got a nominating committee working in March. They advertise. We're probably getting people in in April. We might appoint in May. So okay. They take office sometime end of May. Let's say.

Stephen: Do we have to do that or can we delay that some...

Mario: Well, let's just go through the norm.

Stephen: Okay.

Mario: So that would be May come August, I believe. Jennifer's checking me. Come August, then you're appointing the next nominating committee who then makes a determination. So, you don't have a lot of time that you're looking at that candidate and you could let the candidate know from the beginning that, "Hey, we're going to appoint you for the unexpired term, but we're going to also go to the outside the next time around, perhaps in May." And just let them know upfront.

Stephen: Yeah.

Mario: Otherwise, if anyone comes in as a candidate that they're on the board and then after couple of months of being there-

Stephen: Yeah, so the issue was not that the process starting too early. You don't have enough time to evaluate the candidate.

Mario: You don't have any [inaudible], you some.

Tim: Yeah, I just think you have time to evaluate, but you can't leave it vacant for that long either. I mean, that's just not appropriate.

Stephen: Right. No.

Tim: So it's almost a counterbalance. I think a good faith, if that nominating process decides that we've got the right candidate, probably a follow-on nominating committee would concur. I mean, I'm hopeful of that, anyway.

Charles: That would be the easiest progression, but it's a process [inaudible].

Tim: Who knows? That's a process.

Charles: Yeah.

Stephen: And I think this just points out too, that five members is kind of a minimal number for this board.

Tim: Yes.

Mario: David and I did speak and he recognizes he's going to be short for a little while. He doesn't necessarily want to be short until the end of the year.

Tim: That's right.

Jay: Yes. Mario, it's Jay.

Mario: Yes. Jay.

Jay: I'm just curious, and I don't want to have any names that were looked at or appointed to, but has anyone on the board indicated an interest in the position that you know of?

Tim: No.

Mario: There's one.

Jay: You have an interest of one board member. Yes. Okay.

Mario: Yes.

Jay: So we do have interest from within too. Yes.

Mario: So Bob said it's fair to tell. Bob will be making the appointment to the Nominating Committee.

Jay: He's going to be the chair, is that it?

Mario: He will be appointing the Nominating Committee.

Jay: He's appointing [inaudible]-

Charles: Jay, the reason for that is so no one on the Executive Committee who will be putting their name in the ring can do the appointing and that type of thing. Yes, if you understand.

Jay: And I don't think we should do anything to change the bylaws. Yes.

Tim: No. I agree with you, Jay.

Mario: So I think we're going to go through the regular process. You got to figure out a schedule. Right, Bob?

Bob: [inaudible].

Mario: And if you're interested, there's minimum of two, maximum of three from the executive committee on the Nominating Committee. Okay? So if you're interested, let Bob know.

Stephen: I'm interested.

Mario: Do you want to be on the Nominating Committee?

Tim: I'll be happy to serve, but I did serve on the last one, so I'll exceed to someone else's preference.

Charles: I'm in the same position as Tim, so if you need me, I'm available. If not-

Tim: Right.

Mario: And then we would at the next meeting-

Stephen: Next week.

Mario: ... next week, then we will request people to submit their names to Jennifer or Bob.

Charles: Well, I mean, you said you could have a maximum of three from the Executive board.

Stephen: From the Executive Committee. Yes.

Mario: Yes.

Charles: That'll still work then. Okay.

Mario: Two to three.

Charles: Yeah.

Mario: So Bob might twist some arms. Let's [inaudible].

Charles: You got three volunteers already.

Peter: Yes, you do.

Tim: Yes, it sounds like it.

Charles: Okay.

Mario: Steve is the only volunteer I heard.

Stephen: Charles volunteered as well.

Bob: He's available. So is Tim.

Mario: Okay, got you. All right. Sorry, I misunderstood. Did I miss anything? Counselor? Okay. All right. So we'll do that. We'll need to advertise the paper.

Bob: Jeff.

Mario: And get out the latest of the requirements and-

Stephen: Yes, the one that was used last time. I didn't think they modified it at all.

Jennifer: No.

Mario: I don't think so. Hasn't been modified in a couple of-

Stephen: It's good.

Mario: ... times.

Stephen: It's good.

Mario: So the Nominating Committee can look at that and then get ready to advertise the paper.

Jennifer: Okay. Yes. I found an old one.

Mario: Yes.

Jennifer: The last one that we used.

Mario: And then I think we've covered item four, which is what we plan to give to the-

Bob: Recommendation to the board.

Mario: ... recommendation to the board, right?

Peter: Correct.

Mario: Which is, we'll do one Nominating Committee now, and then we'll do another one at the appropriate time.

Tim: Okay. That's what you meant by that. Okay. I wasn't clear on that in the agenda language. Okay.

Mario: So it was left open in case people wanted to make a modification to the bylaws.

Tim: I see. Okay.

Mario: So didn't want to be too specific because it is a special meeting. So what would be the result of our discussion?

Tim: Okay.

Peter: [inaudible] Peter, does this go in-house first? Like you said someone was interested that doesn't [inaudible]-

Mario: No.

Peter: No?

Mario: No, Peter, it has to be open.

Stephen: Open to all.

Charles: But anybody in-house can apply, Peter.

Peter: Okay.

Mario: Yes.

Peter: Yes, I just thought in town hall, they usually-

Charles: Yeah. The only way we do that is if there was incumbent, like we did last time, we made the decision to not go outside.

Peter: Okay.

Charles: Once we go outside, anybody can apply. Correct, [inaudible]?

Mario: Correct.

Peter: I got you. Thank you.

Mario: They have to live in the district.

Charles: But we have no incumbents, so that's automatically open to everybody.

Peter: Got you.

Tim: I just had one question, and I think it arrives out of the comments from management during our last nomination process, which I'm not certain everyone was aware of, but management had expressed an interest when we were dealing with New Haven that it would be great if we had an engineer, but we had to deal with New Haven. It didn't matter what it was, and we're very happy with the result, no question. But is that something that you feel is an essential element that the Nominating Committee has to deal with? Or is that just we'll take in what management thinks and take it from there? What do you guys think as a group?

Charles: I think we have to consider, because I was part of that conversation too and I think there's no question it should be one of the first processes of nominating, if I'm not mistaken, is criteria. And I don't know if we should make it a prerequisite, but I think making it a criteria, which I think it already is in there, frankly.

Tim: Well, that's what I wanted to deal with because it has to be advertised at some point. So it's a case of-

Charles: That's the first step of the Nominating Committee-

Tim: The Nominating Committee, Okay.

Charles: [inaudible] select that criteria, and we put that before the board and the board [inaudible] it and all of that. And that's where that could play in. Whether or not we make it a requirement or not, that-

Tim: Yes, that just comes out of the results of who applies. Okay.

Bob: Tim, it's already in there.

Tim: Oh, good.

Bob: As in a little more broad sense. It's a technical person.

Tim: Okay, got you.

Charles: Yeah, it's all we put-

Bob: Don't have to limit it necessarily to an engineer-

Tim: No, but that'll be part of nominating floor.

Bob: But somebody could have a water background that will be a technical background.

Tim: Right, right. Okay. So we're sort of covered just by the basic governance of this.

Bob: Yes, nothing in there would prevent an engineer from [inaudible].

Tim: Right. Good. Okay. Good.

Mario: Any other business? Anything, Jennifer, that we forgot so far [inaudible]?

Jennifer: No.

Mario: Okay. We have our next regularly scheduled meeting on April 20th.

Tim: I just have one question. Do I have to send an email to somebody that I'm interested in the nominating or is that what you want it? You want it official?

Bob: No, that'll be fine. I noted that you've shown an interest.

Tim: Okay, fine. Because I figured I would spare myself the [inaudible].

Bob: Doesn't mean it's automatic, but you've shown interest.

Tim: No, no, I completely understand. I completely understand.

Bob: Okay. Yes.

Tim: But this way, you filled it from the boxes. That's all.

Bob: Now well, let me ask this next question. When we do get it, how is your recovery time after your operations, both you and Charles?

Tim: Well, I'm not unconscious, so I can do the Zoom thing.

Charles: As somebody that's been through a knee, and I know Tim, you have too, normal surgery is you're home by noon the next day. And from what I remember, especially functioning hybrid, I don't see any problem within a couple of days. So at the worst, unless something goes bad, obviously a three or four-day window would be more than enough from hybrid position.

Bob: Okay. But then it would involve the reviewing and possibly interviewing of the applicants probably a month later than that.

Charles: Yes.

Tim: Yes. I see no problem.

Peter: In a month they'll both be moving.

Tim: Yeah, I see no issue personally and I-

Charles: [inaudible] expect of, Bob. My last one, I had my surgery at four o'clock in the afternoon. At three o'clock in the morning, I was walking around the nurse's station.

Tim: Yes.

Bob: Okay. It's pretty level down here at Sargent Drive. We can have you walking down here.

Charles: As long as everything goes all right, it's not a big deal [inaudible].

Mario: All right. Any other questions? ./;/cv All right. And I guess motion to adjourn.

Tim: So moved.

Mario: [inaudible] Steve.

Charles: [inaudible] favor. All right.

Mario: And Charles second. Ayes have it. Adjourned.