

**South Central Connecticut Regional Water Authority
Minutes of the December 19, 2024 Meeting**

The regular meeting of the South Central Connecticut Regional Water Authority (“RWA” or “Authority”) took place on Thursday, December 19, 2024, at 90 Sargent Drive, New Haven, and via remote access. Chair Borowy presided.

Present: **Authority Members Present** – Messrs. Borowy, Curseaden and Ricozzi, and Mss. LaMarr and Sack(R)
 Management – Mss. Kowalski and Calo(R), and Messrs. Lakshminarayanan and Hill
 RPB – Mr. Malloy
 Staff – Mrs. Slubowski

A. CALL TO ORDER AND SAFETY MOMENT

Chair Borowy called the meeting to order at 12:30 p.m. He reviewed the safety moment distributed to members.

B. PUBLIC COMMENT

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

C. AUDIT-RISK COMMITTEE

At 12:31 p.m., on motion made Mr. Ricozzi and seconded by Ms. LaMarr, the Authority voted to recess the meeting to meet as the Audit-Risk Committee.

Borowy	Aye
Curseaden	Absent
LaMarr	Aye
Ricozzi	Aye
Sack	Aye

At 12:34 p.m., the Authority reconvened.

D. CONSENT AGENDA

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

- D.1.** Minutes of the November 21, 2024 meeting.
- D.2.** Approved the Capital Budget Authorization for January 2025.

RESOLVED, that the Senior Vice President, Chief Financial Officer & Head of Corporate Development is authorized to submit to the Trustee one or more requisitions in an aggregate amount not to exceed \$7,250,000 for the month of January 2025 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shall contain or be accompanied by a certificate identifying such requisition and stating that the amount to be withdrawn pursuant to such requisition is a proper charge to the Construction Fund. Such requisitions are approved notwithstanding the fact that amounts to be withdrawn for a particular project may exceed the amount indicated for such month and year in the current Capital Improvement Budget but will not cause the aggregate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. In the absence of the Senior Vice President, Chief Financial Officer & Head of Corporate Development, the Controller is authorized to sign in her place.

- D.3.** Capital Budget Transfer Notifications for January 2025.
- D.4.** Accounts Receivable update for the period ended November 2024.
- D.5.** Key Performance Indicators.
- D.6.** RPB Quarterly Dashboard Report.
- D.7.** Environmental, Health & Safety Committee 2025 Workplan.
- D.8.** Administrative Resolutions regarding change to prior authorizations:

WHEREAS, Larry L. Bingaman, former President and Chief Executive Officer of the Authority, died unexpectedly on November 15, 2024; and

WHEREAS, the Authority desires to appoint Sunder Lakshminarayanan, Interim President and Chief Executive Officer of the Authority, effective December 2, 2024; and

WHEREAS, Sunder Lakshminarayanan will continue to have the duties and responsibilities of his current position of Vice President of Engineering and Environmental Services; and

WHEREAS, the Vice President and Chief Financial Officer of the Authority has been authorized to perform certain functions, take such actions and execute and deliver certain documents or instruments by resolution of the Authority (the "Resolutions"); and

WHEREAS, the duties and responsibilities of the Vice President and Chief Financial Officer have been transferred to the Senior Vice President, Chief Financial Officer and Head of Corporate Development of the Authority, effective December 2, 2024; and

WHEREAS, the Authority wants to amend its prior Resolutions to substitute the Senior Vice President, Chief Financial Officer and Head of Corporate Development of the Authority for the Vice President and Chief Financial Officer, effective December 2, 2024.

NOW THEREFORE, be it resolved that (1) Sunder Lakshminarayanan is hereby appointed Interim President and Chief Executive Officer of the Authority, effective December 2, 2024 in addition to his continuing service as Vice President of Engineering and Environmental Services; and (2) all prior Resolutions of the Authority which authorize the Vice President and Chief Financial Officer of the Authority to perform certain functions, to take such actions or to execute and deliver documents or instruments are hereby amended, as of December 2, 2024 to replace the Vice President and Chief Financial Officer of the Authority with the Senior Vice President, Chief Financial Officer and Head of Corporate Development of the Authority and authorizes the Senior Vice President, Chief Financial Officer and Head of Corporate Development of the Authority to perform such duties or functions, to take such actions or to execute and deliver such documents and instruments as set forth in the Resolutions.

- D.9.** 2025 Legislative Outlook memorandum.

Borowy	Aye
Curseaden	Absent

LaMarr	Aye
Ricozzi	Aye
Sack	Aye

E. FINANCE

E.1. QUARTERLY FINANCIAL REPORT

Ms. Kowalski, the RWA's Senior Vice President, Chief Financial Officer & Head of Corporate Development, reviewed the quarterly financial report for the 2nd quarter of FY 2025, which included:

- Balance Sheet
- Revenues, expenses, and changes in net position
- Operating and maintenance expenses and key variances
- FY 2025 capital expenditures and projections
- Investment earnings report
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At 12:42 p.m., Mr. Curseaden entered the meeting.

E.2. TYPE B3 AMENDMENT

Ms. Kowalski noted that authorization is being requested for the Lead Service Line replacement, which is driven by vacuum excavations that have been completed. She reported that the project is eligible for up to a 75% grant and is expected to close by the end of the fiscal year.

At 1:12 p.m., Ms. Sack withdrew from the meeting.

Mr. Curseaden moved for approval of the following resolution, as presented:

RESOLVED that the Authority approves the below transfers to the Lead Line Service Line Replacements project:

Amendment No. 25-14: transfer \$445,000 from the Filter Media Replacement project; and

Amendment No. 25-15: transfer \$800,000 from the Lake Gaillard Water Treatment Plant Filter Underdrain Replacement project; and

Amendment No. 25-16: transfer \$700,000 from the Lake Gaillard Water Treatment Plant Local Control Console Upgrade project; and

Amendment No. 25-17: transfer \$275,000 from the Lake Gaillard Water Treatment Plant Roof Replacement project; and

Amendment No. 25-18: transfer \$250,000 from the Peat Swamp Dam Modifications project; and

Amendment No. 25-19: transfer \$250,000 from the West River Water Treatment Plant Salt Storage project; and

Amendment No. 25-20: transfer \$400,000 from the York Hill Tank Painting & Stairs project; and

Amendment No. 25-21: transfer \$300,000 from the Spring Street Pump Station Replacement project; and

Amendment No. 25-22: transfer \$190,350 from the Motor Control Center Replacements project; and

Amendment No. 25-23: transfer \$30,000 from the Treatment Plant Buried Valve Improvements project.

Discussion took place regarding effect of transfers on other projects. After discussion, it was determined that the proposed transfer would not have any adverse effect on the other projects.

Ms. LaMarr seconded the motion. The Chair called for the vote, and the resolution was unanimously approved:

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Absent

E.3. CONSIDER AND ACT ON PROJECT LOAN OBLIGATION & SUBSIDY FOR THE LAKE GAILLARD WATER TREATMENT PLANT CLARIFIERS

Ms. Kowalski reported on the final resolutions for the Project Loan Obligation and Subsidy Lake Gaillard Water Treatment Plant Clarifiers. She highlighted that the project loan will be lower than anticipated due to an expected grant of \$1.5 million.

After discussion, Mr. Ricozzi moved for approval of the following resolutions:

WHEREAS, on December 16, 2021 the Authority adopted and on March 24, 2022 the Representative Policy Board (the “RPB”) approved the resolutions to approve the Lake Gaillard Clarifier Project (as defined below) and 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 (the “State”) in the aggregate principal amount not to exceed \$7,000,000 (the “Bonds”) to finance or refinance the construction cost of the Lake Gaillard Water Treatment Plant Clarifier Project; and to pay the costs of issuance of the Bonds and associated reserves (the “Lake Gaillard Clarifier Project”); and

WHEREAS, the Authority wishes to provide for the issuance, sale and delivery of the Authority’s Bonds issued as a project loan obligation (the “PLO”) to be delivered to the State for the Lake Gaillard Clarifier Project and approve the Project Loan and Subsidy Agreement by and between the State and the Authority related to the Lake Gaillard Clarifier Project (the “Loan Agreement”).

NOW THEREFORE, BE IT RESOLVED, that the President/Chief Executive Officer and the Senior Vice President, Chief Financial Officer & Head of Corporate Development and any one of them may apply to the State Department of Public Health for eligibility and funding of the Lake Gaillard Clarifier 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 Lake Gaillard Clarifier 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 Senior Vice President, Chief Financial Officer & Head of Corporate Development be authorized (i) to issue, sell and deliver the PLO in a total amount not to exceed

\$7,000,000, 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 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 Senior Vice President, Chief Financial Officer & Head of Corporate Development 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 Senior Vice President, Chief Financial Officer & Head of Corporate Development 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 Senior Vice President, Chief Financial Officer & Head of Corporate Development, 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 Senior Vice President, Chief Financial Officer & Head of Corporate Development, or any one of them are hereby authorized to accept such grants from the State for the Lake Gaillard Clarifier Project as set forth in the Loan Agreement and to apply the proceeds of the grant to the Lake Gaillard Clarifier Project, as applicable.

Ms. LaMarr seconded the motion. The Chair called for the vote, and the resolutions were unanimously approved:

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Absent

On motion made by Mr. Ricozzi and seconded by Ms. LaMarr, the Authority voted to approve the Project Loan Obligation Supplemental Resolutions associated with the Lake Gaillard Clarifier Project, substantially as attached hereto as Attachment 1.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Absent

F. ELECT OFFICERS FOR CALENDAR YEAR 2025, NOT INCLUDING CHAIR

The Chair stated it would be appropriate to elect Authority officers, not including the board Chair, for the 2025 calendar year. Mr. Ricozzi moved for adoption of the following resolutions:

RESOLVED, that Mr. Curseaden, be re-elected as Vice Chair for a one-year term effective January 1, 2025, and until a successor is elected and has qualified; and

FURTHER RESOLVED, that Ms. LaMarr, be re-elected as Secretary/Treasurer for a one-year term effective January 1, 2025, and until a successor is elected and has qualified.

Mr. Borowy seconded the motion, the Chair called for the vote:

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Absent

G. RPB COMMITTEE ASSIGNMENTS AND REPORTS ON RPB COMMITTEE MEETINGS

Authority members reported on recent Representative Policy Board (“RPB”) committee meetings and assignments were made for the first quarter 2025 RPB Committee meetings.

H. UPDATES

H.1. RWAY/CIS UPDATE

Mr. Lakshminarayanan, the RWA’s Interim President & Chief Executive Officer, and Ms. Kowalski provided an RWAY/Customer Information System Update, which included:

- Go live date
- Highlights
- Monitoring
- Contingency plans
- Data cleansing

H.2. MONTHLY BUSINESS HIGHLIGHTS

Mr. Lakshminarayanan:

- Reported that the RWA’s commercial business is progressing. He commented on a meeting earlier in the month to discuss a food refinery in the New Haven area. The RWA is partnering with AdvanceCT and information on our economic development rate has been provided.
- Stated that he and Jim Hill, the RWA’s General Manager and Head of Operations, met with a group specializing in nanofiltration and activated carbon, who are interested in initiating a pilot project. Discussions continue to take place to explore potential collaboration and commercial opportunities.
- Discussed the RWA’s partnership with ClimateHaven and the plaque that was presented to RWA. The Climate Haven and RWA are developing a draft framework for water innovation. Once the final version is completed, Mr. Lakshminarayanan will present it to the board.

At 1:54 p.m., Mr. Malloy withdrew from the meeting and Ms. Sack entered the meeting.

[BREAK FROM 1:55 P.M. TO 2:05 P.M.]

H.3. BLUE DROP UPDATE

At 2:05 p.m., Mr. Malloy withdrew from the meeting and on motion made by Mr. Curseaden and seconded by Mr. Ricozzi, the Authority voted to go into executive session to discuss matters pursuant to C.G.S. 1-200(6)(E) for matters covered by Section 1-210(b)(5)(A)(B), pertaining to trade secrets and commercial and financial information. Present in executive session were Authority members, Messrs. Lakshminarayanan and Hill, and Mss. Kowalski, Calo and Slubowski.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Aye

At 2:35 p.m., the Authority reconvened. No votes were taken in, or as a result of executive session.

Chair Borowy stated that it would be appropriate to move the personnel discussion after the Commercial Business Committee. It was the consensus of the Authority to move Item I, *Personnel Discussion*, after Item J, *Commercial Business Committee*.

J. COMMERCIAL BUSINESS COMMITTEE

At 2:35 p.m., on motion made Mr. Curseaden and seconded by Ms. LaMarr, the Authority voted to recess the meeting to meet as the Commercial Business Committee.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Aye

At 3:17 p.m., the Authority reconvened.

I. PERSONNEL DISCUSSION

At 3:18 p.m., Mr. Hill withdrew from the meeting and on motion made by Mr. Curseaden and seconded by Mr. Ricozzi, the Authority voted to go into executive session to discuss matters pursuant to C.G.S. 1-200(6)(A), pertaining to personnel matters. Present in executive session were Authority members, Messrs. Lakshminarayanan and Hill, and Mss. Kowalski, Calo and Slubowski.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Aye

At 3:40 p.m., the Authority reconvened.

On motion made by Ms. LaMarr and seconded by Mr. Curseaden, the Authority voted unanimously to approved bonuses as discussed in executive session.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Aye

J. ACT ON MATTERS ARISING FROM COMMITTEE MEETINGS

There were no actions as a result of the Audit-Risk Committee or the Commercial Business Committee.

Chair Borowy wished everyone a Happy Holiday and New Year.

At 3:40 p.m., the Authority reconvened. On motion made by Mr. Ricozzi and seconded by Mr. Curseaden, the Authority voted to adjourn the meeting.

Borowy	Aye
Curseaden	Aye
LaMarr	Aye
Ricozzi	Aye
Sack	Aye

UNAPPROVED

Respectfully submitted,

Catherine E. LaMarr, Secretary

Attachments:

1. Project Loan Obligation Supplemental Resolutions for the Lake Gaillard Clarifier Project.

(R) = Attended remotely.