

Representative Policy Board
Consumer Affairs Committee
South Central Connecticut Regional Water District

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AGENDA

Regular Meeting of Monday, June 26, 2023 at 5:30 p.m.

1. Safety Moment
2. Public Comment: Residents and customers may address the CAC Committee regarding agenda items or other issues. Discussion is limited to the presentation of information for consideration and comment on agenda items.
3. Governance, FOIA and Ethics Discussion: Atty. Jeffrey Donofrio, OCA
4. Approval of Minutes – May 15, 2023 regular meeting
5. Report of OCA: J. Donofrio
6. Approval of OCA invoice for May 2023 for \$6,285.00
7. Volunteers to attend Authority meetings:
 - a. July 27 – M. Levine
 - b. August 24 – TBD
 - c. September 28 - TBD
8. Notification of upcoming Committee Chair election in July
9. New Business
10. Next regular meeting on July 17, 2023 at 5:30 p.m.
11. Adjourn

<p>** Members of the public may attend the meeting via teams using the link at the top of the agenda. To view meeting documents, please visit https://tinyurl.com/yaesuzwe. For questions, contact the board office at jslubowski@rwater.com or by calling 203-401-2515.</p>

SAFETY MOMENT

HEAT SAFETY



One goal of Summer Safety Month is to bring awareness of heat related health and safety risks that increase during the summer months. Anyone can be at risk for a heat-related illness. Follow these five summer safety tips to stay healthy at home and work:

✓ 1. Stay Hydrated

Dehydration is another safety concern during the summer months. Be sure to drink enough liquids throughout the day, as our bodies can lose a lot of water through perspiration when it gets hot out.

✓ 2. Protect Your Skin

Use a sunscreen 30 minutes before going out. Reapply sunscreen every two hours or after swimming or sweating. Limit sun exposure during the peak intensity hours – between 10 a.m. and 4 p.m. Stay in the shade whenever possible.

✓ 3. Water Safety

Remember to always have adult supervision for children. Whether they're in the pool or playing in the sand at the seashore, having someone who can help them — should an emergency arise — is essential.

✓ 4. Eye Safety

The sun's ultraviolet (UV) light can harm the eyes. Wear sunglasses year-round whenever you are out in the sun.

Sun damage to the eyes can occur any time of year. Choose shades that block 99 to 100 percent of both UVA and UVB light.

✓ 5. Sports Safety

Not only can injuries happen, but in heat exhaustion and dehydration can happen more often in the summer months. It helps to be conditioned to the activities in which we're preparing to engage. Warm up, stretch, gear up, go with a buddy, and remember to cool down and stretch afterwards.

TapInto
Safety



Regional Water Authority



Service – Teamwork – Accountability – Respect – Safety

 Regional Water Authority

SCCRWA RPB STATUTORY COMMITTEES

Roles & Responsibilities; FOIA; Ethics and Conflicts of Interest

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

A. ENABLING LEGISLATION (Special Act 77-98, as amended):

- Sec. 4 (composition of RPB, weighting of votes, standing committees)
- Sec. 10 (public hearings)
- Sec. 14 (ratemaking role)
- Sec. 15 (OCA)
- Sec. 17 (Ethics)
- Sec. 18 (disposition of land)
- Sec. 19 (Application Process)
- Sec. 22 (issuance of bonds)
- Sec. 30 (Appeals of RPB decisions)

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

B. RPB BYLAWS

- Sec. 1.10: Executive Session
- Sec. 4.1: 3 Standing Committees as provided by law + Executive Committee
- Sec. 6.4: Ethics
- Sec. 6.5: Limitation of Liability and Indemnification
- Article VII: Nondiscrimination
- Article IX: Appointment by RPB of FMA Members

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

B. RPB BYLAWS

- Sec. 1.10: Executive Session

Section 1.10 Executive Session

In accordance with Section 1-225 of the General Statutes, the Board may hold an executive session, as defined and for the reasons set forth in subsection (6) of Section 1-200 of the General Statutes, upon an affirmative weighted vote of two-thirds of the Members present and voting, taken at a regular or special meeting of the Board and stating the reasons for such executive session.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

B. RPB BYLAWS

- Sec. 4.1: 3 Standing Committees as provided by law + Executive Committee

Section 4.1

Committees Established There shall be three standing committees as provided by law -- Land Use and Management, Finance, and Consumer Affairs -- an Executive Committee, and such other committees as the Board may establish from time-to-time. The Chairperson of the Board shall appoint the members of the committees for one year terms. Each committee will elect its own chairperson, who shall call and preside at committee meetings. The Chairperson shall annually solicit from the Members their first and second preference as to standing committee assignments and incorporate that information into his or her decision making. A majority of the members appointed to any committee shall constitute a quorum, and a majority of the quorum may take actions and render reports to the Board on behalf of the committee. The Chairperson of the Board shall serve ex officio on all committees except the Nominating Committee with full voting rights.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

B. RPB BYLAWS

- Sec. 6.4: Ethics

Section 6.4 Board Transactions with Members and Employees

(a) If any Member or employee of the Board is financially interested in or has any personal beneficial interest, directly or indirectly, in any proposed contract or proposed purchase order for any supplies, materials, equipment or contractual services to be furnished to or used by the Board, such Member or employee shall immediately so inform the Board and shall take no part in the deliberations or vote concerning such contract or purchase order. The Board may terminate the membership or employment of any person who violates this subsection.

(b) No Member or employee of the Board shall accept or receive, directly or indirectly, from any person, firm or corporation to which any contract or purchase order may be awarded, by rebate, gift or otherwise, any promise, obligation or contract for future reward or compensation or any money or anything of value in excess of ten dollars, provided the aggregate value of such things provided by a donor to a recipient in any calendar year shall not exceed fifty dollars and, excluding any food or beverage costing less than fifty dollars in the aggregate per recipient in a calendar year, and consumed on an occasion or occasions at which the person paying, directly or indirectly, for the food or beverage, or his or her representative, is in attendance.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

B. RPB BYLAWS

- Sec. 6.5: Limitation of Liability and Indemnification

Section 6.5 Limitations of Liability and Indemnification

- (a) **Definition.** As used in this Section 6.5, "CBCA" means the Connecticut Business Corporation Act, Chapter 601 of the Connecticut General Statutes, as the same may be amended from time to time.
- (b) **Limitation of Liability of Members.** The personal liability of a Member to the District, the Board and/or any member of any such body for monetary damages for breach of duty as a Member shall be limited to an amount equal to the amount of compensation received by such person for serving the District or the Board during the calendar year in which the violation occurred (and if the person received no such compensation from the District or the Board during the calendar year of the violation, such person shall have no liability to the District and/or the Board for breach of duty) if such breach did not:
1. involve a knowing and culpable violation of law by such person
 2. enable such person or an "associate", as defined in Section 33-840 of the CBCA, to receive an improper personal economic gain;
 3. show a lack of good faith and a conscious disregard for the duty of such person to the District and/or the Board, as the case may be, under circumstances in which such person was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the District and/or the Board; or
 4. constitute a sustained and unexcused pattern of inattention that amounted to an abdication of such person's duty to the District and/or the Board.
- Any repeal or modification of this Section 6.5 shall not adversely affect any right or protection of a Member from the Authority and/or the Board existing at the time of such repeal or modification.

Nothing contained in this Section 6.5 shall be construed to deny to the Members the benefit of Section 52-557n of the Connecticut General Statutes as in effect at the time of the violation.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

B. RPB BYLAWS

- Sec. 6.5: Limitation of Liability and Indemnification

Section 6.5 Limitations of Liability and Indemnification continued

(c) Indemnification of Members. The Board shall 1) indemnify to the fullest extent permitted by law, each Member for all "liability," as defined in Section 33-770 of the CBCA, to any person for any action taken, or any failure to take any action, as a Member, except liability that (i) involved a knowing and culpable violation of law by such person, (ii) enabled such person or an "associate," as defined in Section 33-840 of the CBCA, to receive an improper personal gain, (iii) showed a lack of good faith and a conscious disregard for the duty of such person to the District and/or the Board under circumstances in which such person was aware that his or her conduct or omission created an unjustifiable risk of serious injury to the District and/or the Board or (iv) constituted a sustained and unexcused pattern of inattention that amounted to an abdication of such person's duty to the District and/or the Board, and 2) advance to each Member funds to pay reasonable "expenses", as defined in Section 33-770 of the CBCA, incurred by each such person who is a party to a "proceeding," as defined in Section 33-770 of the CBCA, because he or she is or was a Member, in each case to the fullest extent permitted by law.

(d) Intent of Provision. The intent of this Section 6.5 is to limit the liability of the Members to the District, the Board and any members of any such body, and to require indemnification of the Members by the Board to the fullest extent that liability of directors could be limited and to the fullest extent that indemnification could be made for directors of a Connecticut stock corporation under the CBCA, and for Members to have the same and the fullest rights of indemnification and advance of expenses as directors of a Connecticut corporation could have under the CBCA and in the manner provided for directors of stock corporations under the CBCA. This Section 6.5 is set forth in the Bylaws of the Board to have the same force and effect as it would have if set forth in the Certificate of Incorporation of the Board if the Board had a Certificate of Incorporation.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Article VII: Nondiscrimination

Section 7.1 Guarantee of Equal Employment Practices by the Board

Members and officers of the Board shall recruit, appoint, assign, train, evaluate and promote Board personnel without regard for race, color, religious creed, sex, sexual orientation, age, national origin, ancestry, present or past history of mental disorder, mental retardation, learning disability or physical disability (except where, because of such physical or mental disability an individual is unable to perform the essential functions of the job with a reasonable accommodation).

Section 7.2 Activities of the Board to be Performed without Discrimination

All services of the Board shall be performed without discrimination based upon race, color, religious creed, sex, sexual orientation, age, national origin, ancestry or physical disability. No Board facility shall be used in the furtherance of any discriminatory practice, nor shall the Board become a party to any agreement, arrangement or plan which has the effect of sanctioning discriminatory practices.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Article IX: Appointment by RPB of FMA Members

Section 9.1 Election and Terms

The Authority is to consist of five members, not Members of the Board, residents of the District, appointed without regard to political affiliation, by a majority of the total weighted votes of the Members present at a meeting at which Members holding two-thirds of the total votes on the Board are present. The terms of the members of the Authority shall be five years staggered as set out in Section 5 of Special Act 77-98 as amended. The term of each member of the Authority begins January 1st and continues for five years or until such member's successor has been appointed and qualified.

Section 9.2 Nominating Committee

Not later than August 15 of each year, the Chairperson of the Board, if not a declared candidate for membership on the Authority, shall appoint a Nominating Committee composed of five Members for the purpose of recommending to the Board a nominee or nominees for member of the Authority. If the Chairperson is a declared candidate, the Nominating Committee shall be appointed by a Board officer or the chairperson of a statutory committee, i.e. the appointing officer, who is not a declared candidate, in the following order: Vice-Chairperson; Secretary; Treasurer; Land Use Committee chairperson; Finance Committee chairperson; Consumer Affairs Committee chairperson.

Any Member intending to be a candidate for Authority membership in a given year must so declare to the Chairperson of the Board by August 1 of that year. No declared candidate may serve on the Nominating Committee. The Chairperson of the Board shall not be eligible to serve on the Nominating Committee. No more than three, nor fewer than two, appointees to the Nominating Committee shall be members of the Executive Committee of the Board. The appointing officer who names the Nominating Committee shall ascertain each prospective Nominating Committee member's willingness to serve prior to appointment. The appointing officer shall designate a chairperson of the Nominating Committee, and if and as necessary, appoint replacements whenever vacancies occur.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Article IX: Appointment by RPB of FMA Members

Section 9.3 Nominating Committee Process

(a) Selection Guidelines. The Nominating Committee shall meet on call of the chairperson. The Nominating Committee or its representative(s) shall confer with the Chair of the Authority and its Chief Executive Officer with regard to the types of experience and other traits most needed by the Authority, and shall solicit the same from Members of the Board. The Nominating Committee shall then, in its discretion, develop such guidelines by which to evaluate the qualifications of candidates that augment and are compatible with the requirements for candidates set forth in Connecticut Special Act 77-98, as amended, as it shall deem advisable. The Nominating Committee shall submit a draft of the selection guidelines to the Board for review and comment at the September meeting of the Board. If no September meeting of the Board is convened, the Nominating Committee shall distribute the draft selection guidelines and invite commentary from Board members to be received by the Nominating Committee on or before the 23rd day of September. The Committee will review all commentary and revise the guidelines as it shall deem appropriate, and adopt the guidelines.

(b) Consideration of Reappointing the Incumbent. Following adoption of the guidelines by the Nominating Committee, it shall communicate these to the Board Members, the Authority, and the Chief Executive Officer of the South Central Connecticut Regional Water Authority. The chairperson of the Nominating Committee shall ask the member whose term is to expire at year end if s/he intends to seek reappointment to the Authority. If the incumbent responds affirmatively, the Nominating Committee shall assess his/her candidacy as it deems appropriate and, having done so, determine whether to (1) recommend to the Board for consideration at its regularly scheduled October meeting the reappointment of the incumbent, or (2) advise the incumbent that it intends to entertain additional candidates and report this action to the Board. If the candidate responds negatively, the Nominating Committee shall commence an open candidacy search as set forth in Section 9.3 (c). In the event the Nominating Committee recommends reappointment of the incumbent, it shall mail such recommendation to Members of the Board not less than ten days prior to the regularly scheduled October meeting of the Board, and the Board shall consider such recommendation at its October meeting. If the reappointment of the incumbent is approved by a vote as specified in Section 9.1, the Nominating Committee shall be discharged. In the event the Board does not approve the reappointment of the incumbent at its October meeting, the Chairperson of the Board shall so notify the incumbent and the Nominating Committee shall publicly announce the open candidacy period for the appointment to the Authority for the five-year term commencing on January 1st of the following calendar year in accordance with the process set forth in Section 9.3 (c). The incumbent may seek appointment through the open candidacy process.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Article IX: Appointment by RPB of FMA Members

Section 9.3 Nominating Committee Process Continued

(c) **Open Candidacy.** If the Nominating Committee determines to consider candidates in addition to the incumbent, it shall so advise the incumbent, Board Members, members of the Authority, and the Chief Executive Officer of the South Central Connecticut Regional Water Authority not less than ten days prior to the regularly scheduled October meeting of the Board. Subsequent to those actions, the chairperson of the Nominating Committee shall publicly announce the open candidacy period for the appointment to the Authority for the five-year term commencing on January 1st of the following calendar year and invite candidates to apply, except that of the designated New Haven member appointed pursuant to the agreement between the Authority and the City of New Haven. The announcement shall include the required qualifications for members of the Authority as set forth in Connecticut Special Act 77-98, as amended, as well as any additional guidelines by which the Nominating Committee intends to evaluate candidates.

The Nominating Committee shall consider all candidates and shall prepare a report for consideration at the December meeting of the Board which report shall recommend to the Board one or more nominees for appointment to the Authority. No name shall be submitted to the Board by the Nominating Committee unless it shall first have determined that such person is willing to serve if appointed. Said report and recommendation(s) shall be mailed to members of the Board not less than ten days prior to the meeting of the Board at which the Authority member appointment is to be considered. If the Nominating Committee's recommendation is not unanimous such report may contain a minority report and recommendation including an explanation and rationale for the minority's recommendation.

(d) **Designated Representation for New Haven on the Authority.** The City of New Haven shall have a Designated Member on the Authority in accordance with the procedures for the nomination and election of the New Haven Authority member, as noted in Section 1(a) of the written agreement between the Authority and the City of New Haven, executed by John Daniels and Howard Brooks and approved by the Board on July 5, 1978. When the term of the Designated New Haven Member of the Authority is to expire on the following January 1st, the Representative Policy Board shall request a list of at least three candidates be submitted to the Representative Policy Board by the City of New Haven. The Representative Policy Board shall appoint the New Haven Designated Member from the list of names provided.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Article IX: Appointment by RPB of FMA Members

Section 9.4 Board Action

In the event the appointment to the Authority is not determined at the October meeting of the Board, the Board shall vote in December on the candidate(s) recommended by the Nominating Committee, and on any names proposed from the floor, provided that the proposer has determined that said nominee has agreed to serve if elected. If more than one person is nominated and the first vote fails to produce a person receiving a majority of the weighted vote, subsequent votes will be taken by dropping the name of the person receiving the fewest votes on the preceding vote. This process may be repeated until a majority of weighted votes are cast in favor of one candidate.

Section 9.5 Official Communication

The Chairperson of the Board shall report the results of the vote by letter to the chief elected official of each town and city in the District.

Section 9.6 Unexpired Terms

Any vacancy occurring on the Authority prior to the normal expiration of an Authority member's term shall be filled by an open candidacy process under the auspices of a duly appointed Nominating Committee, provided that the Chairperson of the Board may set such schedule for the Nominating Committee and Board meetings as he/she deems appropriate under the circumstances.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

- **Sec. 2: Functions of the RPB; what requires a public hearing and what you can adjudicate without a public hearing**
- **Sec. 6: Protective Orders**
- **Sections 10 and 11: Scheduling and Noticing Public Hearings**
- **Sec. 12: Procedure for Public Hearings**
- **Sec. 16: Rules of Evidence for Public Hearings**
- **Sec. 20: Proposed Findings of Fact and Conclusions of Law**
- **Article II: Applications**

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

- **Sec. 2: Functions of the RPB; what requires a public hearing and what you can adjudicate without a public hearing**

Section 2. Functions.

(a) The Board is empowered by the Act, after Public Hearing (defined in the Rules of Practice below), to approve (i) the water supply system and waste water system rates and charges established by the Authority (Sec. 14); (ii) the establishment of land use standards and disposition policies for the water supply system (Sec. 18); (iii) the initiation of projects costing more than \$2.0 million or non-core business acquisitions or investments in an amount exceeding \$1.0 million (Sec. 19); (iv) the acquisition of any other water supply system or waste water system (Sec. 19); (v) the location of a new purification or filtration plant or waste water treatment plant in any zoning district in which such use is not permitted under local zoning regulations (Sec. 29); (vi) amendments to land use standards and land disposition policies related to the water supply system if deemed substantial by the Board (Sec. 18); (vii) the sale or transfer of an interest in the real property of the water supply system (Sec. 18); (viii) the development of the real property of the water supply system for any non-water use (Sec. 18); and (ix) adjustments of South Central Connecticut Regional Water Authority (“Authority”) rates and charges to cover payments in lieu of taxes (“PILOT”) (Sec. 21).

(b) The Board is also empowered by the Act, without Public Hearing, to approve (i) an amount of investment in non-core businesses greater than five percent of the authority’s net utility plant (Sec. 1), pursuant to procedures and filing requirements approved by the Board, (ii) the appointment of the Chief Executive Officer by the Authority (Sec. 8), (iii) the interest rate on unpaid rates or charges for use of the water supply system (Sec. 14), (iv) the issuance of bonds by the Authority, except the Authority is authorized to refinance existing bonds without Board approval (Sec. 22) and (v) other matters such as amendments to the Land Use Plan for the water supply system deemed not to be substantial. The Board is empowered by the Act to (i) appoint Authority members and fix their compensation (Sec. 5), (ii) remove Authority members for cause (Sec. 5), (iii) establish an Office of Consumer Affairs (Sec. 15) and (iv) select a certified public accountant to perform the annual audit of the Authority’s accounts, books and records (Sec. 20).

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sec. 6: Protective Orders

- (a) Any Person seeking to file any document under protective order shall submit to the Board a motion for protective order setting forth which document and/or information it seeks to protect from disclosure and the basis for such request. The motion shall also include a form protective order governing the treatment of the protected material and a form non-disclosure agreement to be executed by any Person seeking access to such protected material.
- (b) The Board, the Vice Chair, the Secretary or the Presiding Officer appointed for the proceeding may grant the motion for protective order if it, he or she concludes that the document or information contained therein is exempt from disclosure under the Freedom of Information Act (e.g., Conn. Gen. Stat. § 1-210(b)) or other provision of state or federal law

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sections 10 and 11: Scheduling and Noticing Public Hearings

10. Schedule of Public Hearings.

- (a) The Board shall fix the date of Public Hearing and cause publication of the required notice thereof or may authorize its Chairperson or a committee thereof to fix such date and cause publication of such notice.
- (b) When appropriate, the chairman of the representative policy board may convene more than one hearing on any matter and direct such hearings to be held in suitable locations within the district so as to assure broader participation by the general public in discussion of the matters under consideration.
 - a. In the case of the sale or transfer of real property pursuant to special act 77-98, as amended, a public hearing shall be held in the city or town in which such real property is situated.
 - b. The Chair may, in its discretion, after consultation with the RPB member of the affected town, direct that the public hearing be held in such town, as a convenience to local residents. The determination to change the venue should provide due consideration to an Authority application where an improvement or facility is planned (e.g. water tank, pump station, water treatment facility, solar panels etc.).

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sections 10 and 11: Scheduling and Noticing Public Hearings

Section 11. Public Notice.

(a) Publication of Notice. Upon the fixing of a date for Public Hearing under the Act, the Board shall direct the newspaper publication of notice thereof at least twenty days before the date set for such Public Hearing in a newspaper or newspapers having a general circulation in each city and town comprising the District. If there is no such newspaper, such notice shall be published in one or more electronic media, including, without limitation the Authority's internet website, as are likely to reach a broad segment of persons within the District. Such notice shall contain the date, time and place of such Public Hearing, a reference to the particular sections of the Act involved, and a description of the matters to be considered at such Public Hearing

(b) Filing of Notice. A copy of the notice described above shall be filed in the principal office of the Board and in the office of the clerk of each city and town in the District and shall be available for inspection by the public from the date of publication to the date of the Public Hearing.

(c) Mailing to Designated Persons. Written notice of Public Hearing may also be delivered in person or by first class mail or electronic mail to such Persons as the Board shall designate from time to time as hereinafter provided. Such notices shall be provided to the Office of Consumer Affairs.

(d) Persons to Receive Notice. Any Person who desires to receive personal notice of Public Hearings of the Board shall file a request with the Board in writing stating such Person's name and mailing address. Such notice shall be delivered to such Persons by first class mail or electronic mail at least one week prior to any such Public Hearing of the Board. The Board shall maintain the names of such Persons on a list to receive notice of Public Hearings for a period of one year, after which date, the name shall be deleted from such list unless or until such request is renewed in writing in the same manner.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sec. 12: Procedure for Public Hearings

Section 12. General Provisions. The purpose of any Public Hearing shall be to provide to all users of the District water supply system or waste water system, owners of property served or to be served, and other interested Persons an opportunity to be heard concerning the matters to be considered by the Board.

Section 13. Presiding Members, Hearings Officers and Conduct of Hearings.

(a) The Board may designate a Member to be a Presiding Member for the purpose of conducting any proceeding it shall hear under the Act.

(b) The Board may designate a Member or staff person of the Board or any natural person to be a Hearing Officer for the purpose of conducting any proceeding it shall conduct under the Act.

(c) Either designation made in subsections (a) or (b) above shall be limited to the particular proceeding for which the appointment is made and for the purpose of no other matter or business before the Board.

(d) In a Public Hearing conducted by a Presiding Member, each Member may fully participate in such Public Hearing provided, however, the following powers and duties shall be delegated to the Presiding Member:

(i) The Presiding Member shall convene and conduct the Public Hearing.

(ii) The Presiding Member shall call and examine witnesses, receive oral and written evidence, rule on the admissibility of evidence and rule on the order in which the Public Hearing is conducted. In the Public Hearing conducted by the Presiding Member, the Presiding Member shall require Persons presenting testimony to be placed under oath. Members present at such Public Hearing may directly question witnesses after recognition by the Presiding Member.

(iii) If, in the opinion of the Presiding Member, the public interest so requires, the Presiding Member shall continue the Public Hearing to a date certain in order to receive additional evidence and/or testimony from the applicant, other parties or other interested Persons and such added exhibits and/or testimony ordered by the Board pursuant to Section 15 of these Rules.

(iv) At the conclusion of the presentation of evidence at the Public Hearing, the Presiding Member may close the Public Hearing but allow the Public Hearing record to remain open until a date certain to receive additional exhibits and shall determine a date certain to receive comments on such exhibits from the applicant, other parties and other interested Persons, at which such date certain the Public Hearing record shall close.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sec. 12: Procedure for Public Hearings

Section 13. Presiding Members, Hearings Officers and Conduct of Hearings. continued

- (e) In a Public Hearing conducted by a Hearing Officer, the Hearing Officer shall be empowered to exercise on behalf of the Board all of the authority to conduct a Public Hearing delegated to the Board under the Act within the following limits:
- i. The Hearing Officer shall convene and conduct all Public Hearings required by law within the scope of the Board's designation. No testimony or argument shall become part of the record or form a basis for any finding of the Hearing Officer unless the Hearing Officer is present in the place where the Public Hearing is being conducted and personally hears or receives the testimony and argument there offered, except that exhibits and testimony filed upon order of the Board pursuant to Section 15 of these Rules or accepted by the Board in its discretion shall be part of the record and may be submitted at a time and place determined by the Hearing Officer.
 - ii. The Hearing Officer shall call and examine witnesses, receive oral and written evidence, rule on the admissibility of evidence, and rule on the order in which the Public Hearing is conducted and on all other aspects of the Public Hearing. The Hearing Officer shall require Persons presenting testimony to be placed under oath. The Board shall require that the Hearing Officer report at a duly scheduled meeting of the Board his/her recommended findings of fact and conclusions of law in writing.
 - iii. If, in the opinion of the Hearing Officer, the public interest so requires, the Hearing Officer shall have the authority to continue the Public Hearing to a date certain in order to receive additional evidence and/or testimony from the applicant, other parties or other interested Persons, and such added exhibits and/or testimony ordered by the Board pursuant to Section 15 of these Rules.
 - iv. At the conclusion of the presentation of evidence at the Public Hearing, the Hearing Officer may determine to close the Public Hearing but allow the Public Hearing record to remain open until a date certain to receive additional exhibits and shall determine a date certain to receive comments on such exhibits from the applicant, other parties and other interested Persons, at which such date certain the Public Hearing record shall close.
 - v. A proposed final decision made by the Hearing Officer under this subsection

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sec. 12: Procedure for Public Hearings

Section 13. Presiding Members, Hearings Officers and Conduct of Hearings. Continued

(f) In a Public Hearing, members of the general public may be recognized by the Presiding Member or the Hearing Officer and comment on the matter before the Board or the Hearing Officer without being sworn. Such public comment shall be received after sworn testimony is presented.

(g) When Members not present at a Public Hearing intend to vote on the matter in question, such Members shall read or otherwise familiarize themselves with the record of the Public Hearing prior to participating by vote in the final decision of such matter

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sec. 16: Rules of Evidence for Public Hearings

Section 16. Rules of Evidence.

The following rules of evidence shall be followed in Public Hearings:

- (a) Rules of Evidence. Any oral or documentary evidence may be received, but the Presiding Member or the Hearing Officer may, as a matter of policy, exclude irrelevant, immaterial or unduly repetitious evidence. The Presiding Member or Hearing Officer shall give effect to the rules of privilege recognized by law.
- (b) Documentary Evidence. Documentary evidence may be received at the discretion of the Presiding Member or Hearing Officer in the form of copies or excerpts, if the original is not found readily available. Upon request by any Person an opportunity shall be granted to compare the copy with the original, which shall be subject to production by the Person offering such copies, subject to the provisions of Section 52-180 of the General Statutes, as amended.
- (c) Cross Examination. Such cross examination may be conducted as the Presiding Member or the Hearing Officer shall find to be required for a full and true disclosure of the facts, but no Person shall be entitled to cross examine any other witness or speaker as a matter of right.
- (d) Facts Noticed, Board Records. The Board may take notice of judicially cognizable facts, including prior decisions and orders of the Board. Any exhibit admitted as evidence by the Presiding Member or the Hearing Officer in a prior Public Hearing may be offered as evidence in a subsequent proceeding and admitted as an exhibit therein.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Sec. 20: Proposed Findings of Facts and Conclusions of Law

Section 20. Filing of Proposed Findings of Fact, Conclusions of Law and Briefs.

At the conclusion of the presentation of evidence in any Public Hearing, the Board or the Hearing Officer may fix a time within which any Person may file proposed findings of fact, conclusions of law, and briefs.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Article II: Applications

Section 23. General Rule. Applications shall include all forms of proposals, requests, applications, petitions, and filings of whatever nature whatsoever that are placed before the Board pursuant to the Act

Section 24. Form. The form to be followed in the filing of applications hereunder will vary to the extent necessary to provide for the nature of the legal rights, duties or privileges involved therein.

Nevertheless, all applications shall include the following components:

- (a) **Statement of Application.** Each application shall incorporate a statement setting forth clearly and concisely the authorization sought. The statement shall cite by appropriate reference the statutory provision or other authority under which such authorization is to be granted by the Board. In addition to the specific requirements for particular types of applications that may hereinafter be stated, the statement of application shall further set forth:
 - (i) an explicit statement setting forth the need for the proposed action for approval;
 - (ii) an analysis of the alternatives to the proposed action considered by the Authority and the basis for selection of the proposed action and rejection of the possible alternatives;
 - (iii) a statement of the cost (both capital and operating) to be incurred and/or saved from current expenditures as the case may be as a result of such proposed action and an analysis of the cost and/or savings to be realized from any rejected alternative, including the taking of no action;
 - (iv) a concise and explicit statement of the facts on which the Board is expected to rely in granting the authorization sought and;
 - (v) an explanation of any unusual circumstances involved in the application, which the Board will be expected to direct its particular attention.
- (b) **Annexed Materials.** There shall be attached to the application any exhibits, sworn written testimony, data, models, illustrations and all other materials that the applicant deems necessary or desirable to support the granting of the application. In addition, such annexed materials shall also include such exhibits, sworn testimony, and other data that any statute or these rules may require.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

C. RULES OF PRACTICE

Article II: Applications continued

Section 25. Original Records.

The applicant shall furnish and make available for the use of the Board the original books, papers and documents from which any part of the application is derived. If so directed, certified or verified copies shall be furnished in lieu of such original records. Failure to furnish original records may be ground for rejection of any component and, if appropriate, for refusal of the application.

Section 26. Rejection of Application.

Failure of the Board or a committee thereof to reject and return to the Authority an application as incomplete within thirty days of filing shall be deemed acceptance of the application as complete under these rules.

Section 27. Incomplete Filings.

An application shall be considered complete if it complies with Section 24 as to form and with Sections 30 to 40 as to special provisions. When called to the attention of the Authority for lack of completeness, an application must be promptly corrected. If such is not the case, the application may be rejected and deemed denied for lack of proper submission.

Section 28. Reserved.

Section 29. Additional Evidence.

The enumeration of required items hereinafter set forth as the minimum evidentiary submission in the following sections shall not preclude the submission of additional evidence hereunder.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

- Sec. 24: Checklist for determining “completeness” for most applications
- Sec. 31: Special Components for rate applications
- Sec. 33-A: Special Components for applications for projects over \$2M, investments in non-core biz over \$1M
- Sec. 33-B: Additional Procedures for Projects Costing More than \$2M
- Sec. 33-C: Additional Procedures for Project Costs Exceeding Authorized Expenditures
- Sec. 33-D: Components of an Application to Acquire or Invest in a Non-Core Biz over \$1M
- Sec. 37: Special components of an Application to dispose of real property

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

- Sec. 24: Checklist for determining “completeness” for most applications

(a) Statement of Application. Each application shall incorporate a statement setting forth clearly and concisely the authorization sought. The statement shall cite by appropriate reference the statutory provision or other authority under which such authorization is to be granted by the Board. In addition to the specific requirements for particular types of applications that may hereinafter be stated, the statement of application shall further set forth:

- (i) an explicit statement setting forth the need for the proposed action for approval;
- (ii) an analysis of the alternatives to the proposed action considered by the Authority and the basis for selection of the proposed action and the rejection of the possible alternatives;
- (iii) a statement of the cost (both capital and operating) to be incurred and/or saved from current expenditures as the case may be as a result of such proposed action and an analysis of the cost and/or savings to be realized from any rejected alternative, including the taking of no action;
- (iv) a concise and explicit statement of the facts on which the Board is expected to rely in granting the authorization sought and;
- (v) an explanation of any unusual circumstances involved in the application, to which the Board will be expected to direct its particular attention.

(b) Annexed Materials. There shall be attached to the application any exhibits, sworn written testimony, data, models, illustrations and all other materials that the applicant deems necessary or desirable to support the granting of the application. In addition, such annexed materials shall also include such exhibits, sworn testimony, and other data that any statute or these rules may require.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

▪ Sec. 31: Special Components for rate applications

Section 31. Special Components.

(a) Each Issuance Test Rate Application filed pursuant to Section 619A of the Authority's Water System Revenue Bond Resolution General Bond Resolution shall contain the following data either in the statement of application or as exhibits annexed thereto and accompanying the application:

(i) Rate Application: Section I

(A) A summary statement explaining the nature of the Rate Application and highlighting its key elements. Such statement shall cite by appropriate reference the statutory provision or other authority under which such authorization is to be granted by the Board and shall further set forth:

- (1) a statement explaining the nature of an Issuance Test Rate Application, including a reference to Section 619A of the Authority's Water System Revenue Bond Resolution General Bond Resolution under which the authorization of such an application is to be granted by the Board;
- (2) a statement of the amount of debt proposed for issuance;
- (3) a statement of the proposed revenue increase reflected in absolute dollars and percent above historic revenues;
- (4) a statement explaining the role, if any, of the Rate Stabilization Fund in the Rate Application, including the Fund's role with respect to allocation or expenditure of funds; and
- (5) an explanation of any unusual circumstances involved in the application, to which the Board will be expected to direct its particular attention.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

▪ Sec. 31: Special Components for rate applications continued

ii) **Rate Application: Section II**

(A) A summary schedule of historical revenue increases, including the approved percentage increase in revenues and the effective date of each revenue increase.

(B) A statement explaining the current rate structure, referencing the latest cost of service study, and any proposed changes in the rate structure, supporting such proposal with such cost of service study and other data.

(C) A summary statement of required revenues by class of Consumer for the current Fiscal Year and the year following the Fiscal Year setting forth the funds required for operating and maintenance expenses, debt service requirements, payments in lieu of taxes, and amounts necessary to meet general bond resolution requirements.

(D) A statement identifying the historic twelve consecutive month period selected from the relevant eighteen month period upon which to base changes in rates, charges and rate structure and the rationale and basis for that selection. Such statement shall include a schedule setting forth the actual revenues raised during such twelve month period.

(E) A summary statement of revenues expected to be received, reflecting any shortfall or excess in such revenues, from existing rates in the current Fiscal Year and the year following the Fiscal Year if no rate action is taken, noting in particular any utilization of the Rate Stabilization Fund.

(F) A schedule comparing the capital expenditures budgeted for particular Fiscal Year with those actually completed in that same year for each of the three most recently completed Fiscal Years. Such schedule shall also state the percentage of the current Fiscal Year's capital budget expended through the end of the month prior to the filing of the Rate Application and the projected expenditures through the end of the Fiscal Year.

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I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

- Sec. 31: Special Components for rate applications continued

((iii) Rate Application: Section III

- (A) A detailed statement of required revenues for the Pro Forma Year setting forth the projected operating and maintenance expenses, by line item; debt service schedules and projected debt, including projected debt service at interest rates in increments of 25 basis points that fall within the range of potential rates at the time of issue; and payments in lieu of taxes.
- (B) A narrative of the Authority's rationale and methodology in determining revenue requirements and the sources of revenue expected to meet those requirements.
- (C) A statement of assumptions used in calculating all data for the Pro Forma Year and the year following the Fiscal Year. Such statement shall include the assumed rate of growth of operating and maintenance expenditures along with any and all other relevant assumptions.
- (D) A statement setting forth the Authority's most recent five-year plan of capital improvements adjusted for any carry over projects. Such statement shall also discuss the relationship of planned capital spending to the Corporate Planning Model and such plan's consistency with the Authority's Strategic Plan.

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I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

- Sec. 31: Special Components for rate applications continued

- (iv) **Rate Application: Section IV**

- (A) A summary statement of debt history.

- (B) A detailed statement of the magnitude of the debt to be issued and the mode(s) and terms of such debt.

- (v) **Rate Application: Section V**

- (A) A detailed schedule comparing proposed rates and charges with existing rates and charges.

- (B) In the event that a change in the rate structure is proposed in any Rate Application, a summary of any such proposed changes in the rate structure, referencing Section 31(a)(ii)(B) hereof.

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I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-A: Special Components for applications for projects over \$2M, investments in non-core biz over \$1M

(Section 33-A. Special Components.

In addition to the requirements stated in Part 1 of this Article II, each application for the approval of any such proposal shall contain the following data, either in the statement of application or as exhibits annexed thereto and accompanying the application:

- (a) A statement of financial condition of the Authority and of any company which the Authority proposes to acquire. Such statement will reflect the financial condition of the Authority before and after the transaction for which approval is sought.
- (b) A copy of any agreement to acquire.
- (c) The amount of bonds or other obligations the Authority intends to issue, and to the extent available, the terms and rate of interest thereof and the amount and description of any indebtedness the Authority desires to assume.
- (d) A copy, if available, of any documents intended to secure or define the terms of the proposed bonds or other obligations.
- (e) A statement of the purpose for which bonds or other obligations are to be issued, including but not limited to the following facts:
 - (i) If for property acquisition, a detailed description thereof, the consideration to be paid therefor, and the method of arriving at the amount.
 - (ii) If for repair, improvement, construction, enlargement or extension of facilities, a description thereof in reasonable detail, the cost or estimated cost thereof, and the reason or necessity for the expenditures.
 - (iii) If for improvement of service, a statement of the character of the improvements proposed, or if for maintenance of service, a statement of the reasons why service should be maintained from capital.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-A: Special Components for applications for projects over \$2M, investments in non-core biz over \$1M continued

- (f) A description of any property involved in the transaction, including any franchises, permits, or operative rights; and, if the transaction is a sale, lease, assignment, merger or consolidation, a statement of the book cost and the original cost, if known, of the property involved.
- (g) Any application for repair, improvement, construction, enlargement or extension of facilities may include a cost index adjustment to account for the passage of time between the date on which the estimate of project cost was determined and the completion date of the project. A cost index adjustment may be included in the application, if, and only if, the projected primary contract execution date will be more than twelve months after the date of cost estimate, and the projected completion date is more than two years from the date of approval. The initial cost estimate shall be based upon the projected project cost as of the date of estimation irrespective of, and without adjustment for, the projected time to complete the project. Such cost index adjustment shall be based upon the Handy Whitman Index or other industry standard index appropriate for the item of cost to be adjusted. Any application requesting approval of a cost index adjustment shall include
 - (i) the date or dates as of which the cost estimate for the project has been determined;
 - (ii) the date or dates projected for the entering of the contract for the construction of the component or components of the cost, which are to be subject to the adjustment by the cost index and the rationale or basis for the projected dates;
 - (iii) the projected completion date of the project and the basis and rationale for that date; and
 - (iv) the cost index or indices to be utilized for each component of cost and the rationale for choosing each index.
- (h) Any application for repair, improvement, construction, enlargement or extension of facilities which includes a contingency as a component of cost shall include the basis and rationale for such contingency

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-B: Additional Procedures for Projects Costing More than \$2M

Section 33-B. Additional Procedures for Projects Costing More than Two Million Dollars.

In addition to the requirements of Section 33-A, the process for obtaining Board approval of projects costing more than two million dollars or where the original estimate was less than two million dollars but where subsequent estimates exceed two million dollars shall be for the Authority or the Authority's management to make a presentation first to the Finance Committee of the Board and subsequently to the Board.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-C: Additional Procedures for Project Costs Exceeding Authorized Expenditures

In addition to the requirements of Section 33-A, in all instances when project costs are estimated to exceed Authorized Expenditure, approval of the revised project cost by the Board shall be required. The process to be followed in such instances is as follows:

- (i) The Authority shall simultaneously notify in writing the Chairperson of the Board and the Chairperson of the Finance Committee of the Board of the fact that the project is estimated to cost more than Authorized Expenditure.
- (ii) If no action is taken by the Board within forty-five days after receipt of notification that the estimated cost is likely to exceed Authorized Expenditure, the revised project cost shall be deemed approved unless the Authority shall grant an extension or extensions of such time limit for up to an aggregate maximum of sixty days.
- (iii) The revised project cost or any subsequent revised project cost approved by the Board shall not be exceeded without further approval of the Board.
- (iv) In the event the Board shall disapprove a proposed revised project cost, the Authority shall not expend an amount in excess of the greater of (a) Authorized Expenditure or (b) any subsequently approved revised project cost.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-D: Components of an Application to Acquire or Invest in a Non-Core Biz over \$1M

References in these Rules to “purchase” or “acquisition” of a non-core business shall be deemed to include an investment in such a business.

1. General Background: A description of the company or enterprise to be purchased including: -type of business; -product(s) or service(s) offered; -location(s); -description of real estate owned, leased or in possession of; -annual revenues for the past three years; -number of employees; -form of organization, e.g. a sole proprietorship, partnership, corporation (C, S or non-stock), limited liability company (LLC); - any subsidiary or affiliated companies.
2. History of the company: Provide the date the business was founded, key individuals in the organization and how it expanded over time. Include a description of any recent sales of the company or changes in ownership. List any prior sales or changes in ownership. Include an explanation of why the business was sold and why it is now for sale.
3. Management/Employees: Provide an overview of the management of the company including management or key employees and whether they will stay with the business after the sale. Describe existing non-compete and non-solicitation agreements in effect and whether they have been reviewed for enforceability. Identify any union/ labor issues including any planned integration with the Authority’s present labor force. Describe employee benefits including pension and health benefits, including whether pension plan is underfunded and the amount necessary to fully fund the pension plan. Provide any planned changes in management, number of employees or benefits after the acquisition. Identify the Authority employee who will be primarily responsible for managing the new business together with a description of that individual’s qualifications and experience.
4. Financial Records: Include financial records (audited by a CPA if available) for the past three to five years and any separate federal and state tax returns together with the credentials of the return preparer. Describe any significant contracts, vendor contracts or leases that will be part of the purchase of the business. Explain whether any will be assumed or terms renegotiated.
5. Regulatory, Environmental & Legal Issues: Describe any regulatory or environmental issues affecting the business including any current or threatened litigation. List disclosed liabilities. Describe efforts to identify undisclosed liabilities. List and describe contractual obligations.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-D: Components of an Application to Acquire or Invest in a Non-Core Biz over \$1M Continued

6. Sales & Marketing: Explain how the current sales and marketing of the products or services is accomplished. Describe sales staff compensation (commissions or salary) and the extent to which the current owner is responsible for selling or bidding the work. If so, state whether that function will be assumed by another person in the firm or whether someone will need to be hired. Provide a plan of how the Authority will facilitate the transition of the customers to the new ownership. Describe whether and how the sales of the firm's products or services will be expanded in the next three to five years. Explain how the business set its prices for its products and services. Provide the market size and this company's share of it. Explain how the Authority owning the organization will result in growth of sales and market share.

7. Customer Diversification. List any customers who comprise 10% or more of the sales. State whether sales for the company are heavily concentrated in a small number of customers or a broad diversified customer base. Describe the type of customer by location and product or service line.

8. Competition: Describe the competition and whether it is direct competition or indirect through substitute products or services. State whether the competition is well-established and well-funded. Provide the company's market share and outline any barriers to market entry by new participants.

9. Industry Trends: Provide an overview of where the industry is going and whether it is consolidating or expanding. Identify any new innovation in the industry that will require significant changes in how business is conducted. Explain the industry trends and whether there is new innovation on the horizon.

10. Transaction document(s). Provide a copy of the stock or asset purchase agreement or other acquisition document.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 33-D: Components of an Application to Acquire or Invest in a Non-Core Biz over \$1M Continued

10. Transaction document(s). Provide a copy of the stock or asset purchase agreement or other acquisition document.
11. Five-year forecast. Provide a five-year forecast of revenues, expenses and anticipated capital expenditures. Identify the key metrics that the Authority will use to measure the future performance of the business.
12. Conflicts of interest. Describe any potential conflicts of interest concerning Authority employees, Authority members, Board members, company employees and company board members. Describe any potential conflicts of interest or financial impacts regarding the Authority's existing operations.
13. Valuation. Identify the firm, analyst and/or Authority employee that determined the company's value. Provide a copy of any written analysis or valuation opinions.
14. Risks. Identify all material risks (including legal, regulatory, environmental and financial) associated with the new business and its integration with the Authority's existing operations. Describe any steps to be taken to insulate the Authority's water customers from these risks.
15. Conclusion: Are there any other factors that the Board should take into consideration in reviewing the application for acquisition of this business

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 37: Special components of an Application to dispose of real property

Section 37. Special Components.

In addition to the requirements hereinabove stated in Part 1 of this Article II, each application for the approval by the Board of the disposition of any real property of the water supply system shall contain the following data, either in the statement of application or as exhibits annexed thereto and accompanying the application.

- (a) An evaluation of the potential impact of the proposed action for which approval is requested as required by Section 18(d) of the Act, which shall include:
 - (i) An explicit statement that the proposed action conforms to the land classification standards and disposition policies of the Authority and a concise statement of facts supporting such statement.
 - (ii) A description of the real property and its environment, including its existing watershed function.
 - (iii) A detailed statement of the environmental impact of the proposed action, including an analysis of the alternatives to the proposed action considered by the Authority and the basis for selection of the proposed action and the rejection of the possible alternatives, considering:
 - (A) direct and indirect effects upon the purity and adequacy of both the present and future water supply,
 - (B) the relationship of the proposed action to the existing land use plans, including municipal and regional land use plans and the state plan of conservation and development,

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES OF RPB MEMBERS

Sec. 37: Special components of an Application to dispose of real property continued

(C) any adverse effects which cannot be avoided if the proposed action is implemented,

(D) any irreversible and irretrievable commitments of resources which would be involved should the proposed action be implemented, and

(E) any mitigation measures proposed to minimize adverse environmental impacts.

(iv) A statement of the cost (both capital and operating) to be incurred and/or saved in maintaining the property in its current use as the case may be as a result of such proposed action.

(v) A summary of the final evaluation and recommendation of the Authority.

(b) The terms and conditions of the proposed sale or transfer.

(c) In the case of a sale or transfer identified in accordance with Section 18(b) of the Act as being unlikely to have a significant effect on the environment, the Authority may submit a preliminary assessment of the impact to occur in lieu of such detailed statement of environmental impact, and the Representative Policy Board may, on the basis of such preliminary assessment, waive or modify the requirement of such detailed statement.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS

1. RPB Member
2. RPB Chair
3. RPB Vice Chair
4. RPB Secretary
5. RPB Treasurer
6. Chair, Statutory Committee
7. Robert's Rules of Order: General Rules of Decorum: everything through the Chair; refrain from speaking until recognized; speak to the subject under debate; refer to any other member only in a respectful manner; ask questions respectfully; no questioning motive.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Member

Members of the Representative Policy Board (RPB) are unique among all public officials in Connecticut in the multiple roles they fulfill. They sit as administrative judges, much like members of the State of Connecticut Public Utilities Regulatory Authority, when they evaluate rate cases, land policies and transactions. They act as “stakeholders” when they select auditors, consider major capital expenditures, and appoint the five members of the Regional Water Authority (RWA), the governance unit responsible for day-to-day oversight of RWA operations. In addition, from time-to-time, members of the RPB, individually, through the statutory committees, and occasionally as a board, offer advice and guidance to the RWA and its management. Finally, they serve as a link to the cities and towns that comprise the Regional Water District, facilitating two-way communications between the RWA and elected officials as well as the general public.

Appointment and Term

Members are appointed to staggered three-year terms commencing July 1. Approximately a third of the terms expire each year. Members continue to serve until their successors are duly appointed and confirmed. Each municipality in the Regional Water District is represented by one member on the RPB, as is the Governor. A formula set forth in the enabling legislation determines the number of “weighted votes” accruing to each municipality; these are recalculated annually. Appointments are made in each municipal jurisdiction in the District by the Chief Elected Official, subject to confirmation by the municipality’s legislative body.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Member

1. RPB Member

Acting as a Board, Members of the RPB:

1. Approve adjustments in rates to be paid by all water customers requested by the RWA
2. Act upon requests by the RWA to issue bonds
3. Authorize the RWA to proceed with capital projects of \$2 million or more
4. Select the RWA's auditor
5. Adopt policies and standards pertaining to land use relating to the RWA's more than 27,000 acres
6. Act on RWA requests to sell real property or interests in real property it owns, and the terms thereof
7. Appoint the five members of the Regional Water Authority
8. Fix compensation of RWA members
9. Ratify the RWA's candidate for appointment to CEO
10. Name the Consumer Affairs Officer
11. Adopt the budget for the Office of Consumer Affairs
12. Decide whether the RWA can acquire any existing water system
13. Adopt RPB bylaws and Rules of Practice
14. Elect RPB officers

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Member

1. RPB Member

Duties and Responsibilities of Members of the RPB

- ☐ Serve as the liaison between the community represented and the RWA
- ☐ Prepare for, attend, and participate in meetings of the RPB, typically one each month on the third Thursday evening
- ☐ Prepare for, attend, and participate in meetings of RPB committee(s) to which assigned, typically one meeting per month
- ☐ Respect rules governing the consideration of applications coming before the RPB
- ☐ Respect the confidentiality of information regarding the RWA when so apprised and when permitted by FOIA
- ☐ Serve when invited to participate on other committees of the RPB, if at all possible
- ☐ Participate when invited in briefings and ceremonial events involving the RWA

Qualifications

- ☐ Nominee must be an elector of the jurisdiction from which appointed
- ☐ While not required, nominees with any of the following attributes bring especially valuable skills to the RPB: expertise in finance, large scale capital projects, civil engineering, management of complex organizations, environmental science, or land use

Compensation

Compensation of Members of the RPB is provided for in the legislation that created the Regional Water District. It is fixed by statute at \$111.76 per duty day

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB CHAIR

General

The Chair is the titular leader of the Representative Policy Board, and represents that body at official activities, events, and certain meetings convened under the aegis of the Water District. The incumbent shapes the agenda for each meeting of the Board and endeavors to bring the Board to timely decisions that meet the “Prudent Man” test on matters that come before it. The incumbent also works to assure clear and open communication between the RPB and the Regional Water Authority and its management, while respecting circumstances where such communication could be deemed ex parte.

Accountabilities

Orderly and timely discharge of RPB responsibilities within the legal parameters set forth in CT ,Special Act 77-98 as amended, the Board’s Rules of Practice, and RPB Bylaws. Assure that the RPB is appropriately staffed. Project positive, professional image of the RPB. Faithful representation of actions taken and policies adopted by the RPB.

Authority

- Fix the agenda of all meetings of the RPB, subject to Roberts Rules of Order.
- Call and preside over special meetings of the Board as appropriate.
- Call and preside over meetings of the Executive Committee.
- Appoint RPB members to committees of the Board, except that when a declared candidate for appointment to the RWA, incumbent cannot appoint the Board’s Nominating Committee.
- Appoint RPB members to joint committees and task forces with the RWA.
- Direct RPB staff.
- Request legal opinions on behalf of the Board.
- Appoint Hearing Officers to preside over public hearings called by the Board, subject to Board approval.
- Execute documents on behalf of the RPB that conform to its Rules of Practice, Bylaws, policy, or decisions.
- Review RWA internal audit reports

In the absence of the Treasurer and the Consumer Affairs Committee, authorize payment of the invoices of the Office of Consumer Affairs or such other entities whose services have been retained by the Board

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB CHAIR Continued

• **Duties and Responsibilities**

- Maintain clear and open communication between the RPB and the RWA and its management.
- Fix the agenda of all meetings of the RPB, subject to Roberts Rules of Order.
- Anticipate matters requiring Board action, and plan Board activities to prepare members of the RPB that will enhance the likelihood of its rendering informed decisions.
- Call and preside over special meetings of the Board as appropriate.
- Call and preside over meetings of the Executive Committee, and prepare agendas for such meetings.
- Represent the Board at Water District-related events as appropriate.
- Appoint Board members to Board committees.
- Appoint Board members to joint committees within the Water District.
- Advise statutory committee chairs regarding matters that warrant the attention of their respective committees.
- In the absence of Board action to the contrary, refer matters to committees.
- In the absence of the Treasurer and the Consumer Affairs Committee, authorize payment of the invoices of the Office of Consumer Affairs or such other entities whose services have been retained by the Board, within the parameters of agreements with those entities.
- Request legal opinions on behalf of the Board.
- Name Hearing Officers to preside over public hearings called by the RPB, subject to Board approval.
- Execute documents on behalf of the Board that conform to Board Rules of Practice, policy, decisions, or agreements involving the Board.
- Alert municipal CEOs within the District to the need to appoint members of the RPB in timely fashion, and to communicate the required evidence of appointment.
- Direct and conduct performance reviews of administrative staff.
- Participate in the orientation for new members of the RPB.

Qualifications Membership on the RPB. **Compensation** Fixed by statute

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Vice CHAIR

General

The Vice Chair acts on behalf of the Chair in his/her absence or disability. S/he is also the RPB member who acts on motions for protective orders submitted by applicants to the RPB. S/he is responsible for obtaining the elements of the RPB dashboard report from management. S/he undertakes such additional assignments as may be made by the Chair.

Accountabilities

- Maintain an awareness of the business of the Board so as to be able to act on behalf of the Chair in the latter's absence.
- Attend and participate in the deliberations of the Executive Committee.
- Orderly and timely discharge of RPB responsibilities within the legal parameters set forth in CT
- Special Act 77-98 as amended, the Board's Rules of Practice, and RPB Bylaws.
- Project positive, professional image of the RPB.
- Faithful representation of actions taken and policies adopted by the RPB.
- Act on motions for protective orders in timely fashion.
- Obtain the elements of the RPB dashboard report from Regional Water Authority management for presentation to the RPB annually in September, or at such other time as determined by the RPB.

Authority

In the absence or disability of the Chair: • Preside over meetings of the RPB and the Executive Committee. • Prepare the agenda for all meetings of the RPB and the Executive Committee. • Call and preside over special meetings of the Board. • Call and preside over meetings of the Executive Committee. • Appoint RPB members to joint committees and task forces with the RWA. • Direct RPB staff • Request legal opinions on behalf of the Board. • Appoint Hearing Officers to preside over public hearings called by the Board, subject to Board approval. • In the absence of the Treasurer and the Consumer Affairs Committee, authorize payment of the invoices of the Office of Consumer Affairs or such other entities whose services have been retained by the Board. • In the absence of Board action to the contrary, refer matters to committees. • Execute documents on behalf of the Board that conform to Board Rules of Practice, policy, decisions, or agreements involving the Board. • Act on motions for protective orders submitted by applicants before the RPB.

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Vice CHAIR Continued

Duties and Responsibilities

- Advise the Chair as appropriate.
- Prepare for and attend meetings of the Board and the Executive Committee.
- Preside over meetings of the Board and the Executive Committee in the absence of the Chair, and also prepare agendas for those meetings.
- Represent the Board at Water District-related events as appropriate.
- Undertake such assignments as shall be asked of him/her from time to time by the Chair.
- In the absence of the Chair, Treasurer and the Consumer Affairs Committee, authorize payment of the invoices of the Office of Consumer Affairs or such other entities whose services have been retained by the Board, within the parameters of agreements with those entities.

Qualifications

Membership on the RPB.

Compensation

Fixed by statute. Duty days are defined in RPB Bylaws

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Chair, Statutory Committee

Reports to: RPB Chair and to RPB

Election to Office: By majority weighted vote of the Committee at its organizing meeting following July 1

Term: For one year commencing at the Committee organizing meeting following July 1 of each year, and until successor is duly elected and qualified

Resources: Executive Assistant to the RPB; RWA Management Liaison

General

Provide leadership to the appointing committee (Land Use, Finance, Consumer Affairs). Set the agendas, preside over meetings, and make certain minutes are provided in timely fashion.

Duties and Responsibilities

1. Schedule, call, convene, and preside over meetings of the committee; prepare agendas for meetings of the committee.
2. Make certain that notices of committee meetings are duly prepared and distributed.
3. Submit recommendations from the committee to the RPB in writing, with any appropriate supporting material, in advance of the RPB meeting at which the matter may be considered.
4. Make certain that minutes to committee meetings are prepared and available to the public in RPB offices within seven days of the session to which they refer. The minutes must contain each member's vote on any issue before the committee. The votes of each member on any issue must be put in writing and made available to the public within 48 hours, excluding weekends and holidays, of the meeting at which the votes were taken.

[Note: The Executive Assistant to the RPB does not attend RPB committee meetings. Therefore, the Committee Chair is accountable for the preparation of minutes. Executive Assistant will distribute meeting notices in compliance with FOIA, the statute, as amended, that created the SCCRWD, provided that the s/he is made aware of the need to do so in timely fashion, and reproduce materials for committee meetings and make certain duly adopted committee recommendations are distributed to members of the RPB.]

I. GOVERNANCE: AUTHORITY, ROLES AND RESPONSIBILITIES

D. JOB DESCRIPTIONS- RPB Chair, Statutory Committee Continued

6. Prepare for, attend and participate in the deliberations of the Executive Committee as a member.
7. Project positive, professional image of the RPB.
8. Advise the Chair as appropriate.
9. Undertake such assignments as shall be asked of him/her from time to time by the RPB Chair.

Qualifications

- The Chair of an RPB Committee must be a member of the RPB.

Compensation

- Compensation is fixed by statute. Duty Days are defined in RPB bylaws.

II. ETHICS AND CONFLICTS OF INTEREST

- A. Enabling Legislation: Section 17
- B. RPB Bylaws: Section 6.4
- C. RPB Members as Fiduciaries to the SCCRWA: members must (1) act in good faith; (2) act within scope of authority; (3) protect confidentiality of material obtained in executive session or pursuant to a protective order; (4) not use position for personal gain; and (5) not accept gifts or anything of value from a vendor unless such gift/item of value complies with CT law.
- D. How to handle a conflict of interest

II. ETHICS AND CONFLICTS OF INTEREST

A. Enabling Legislation: Section 17

SECTION 17.

- (a) If any member or employee of the representative policy board or of the authority is financially interested in or has any personal beneficial interest, directly or indirectly, in any proposed contract or proposed purchase order for any supplies, materials, equipment or contractual services to be furnished to or used by the representative policy board or the authority, such member or employee shall immediately so inform the representative policy board or the authority, whichever he is a member or employee of, and shall take no part in the deliberations or vote concerning such contract or purchase order. The representative policy board, as to its members and employees, and the authority, as to its members and employees, may terminate the membership or employment of any person who violates this subsection.
- (b) No member or employee of the representative policy board or of the authority shall accept or receive, directly or indirectly, from any person, firm or corporation to which any contract or purchase order may be awarded, by rebate, gift or otherwise, any promise, obligation or contract for future reward or compensation or any money or any thing of value in excess of ten dollars, provided the aggregate value of all such things provided by a donor to a recipient in any calendar year shall not exceed fifty dollars and, excluding any food or beverage or food and beverage, costing less than fifty dollars in the aggregate per recipient in a calendar year, and consumed on an occasion or occasions at which the person paying, directly or indirectly, for the food or beverage, or his representative, is in attendance. Any person who violates any provision of this subsection shall be fined not more than five hundred dollars or imprisoned for not more than six months or both

II. ETHICS AND CONFLICTS OF INTEREST

B. RPB Bylaws: Section 6.4

Board Transactions with Members and Employees

- (a) If any Member or employee of the Board is financially interested in or has any personal beneficial interest, directly or indirectly, in any proposed contract or proposed purchase order for any supplies, materials, equipment or contractual services to be furnished to or used by the Board, such Member or employee shall immediately so inform the Board and shall take no part in the deliberations or vote concerning such contract or purchase order. The Board may terminate the membership or employment of any person who violates this subsection.
- (b) No Member or employee of the Board shall accept or receive, directly or indirectly, from any person, firm or corporation to which any contract or purchase order may be awarded, by rebate, gift or otherwise, any promise, obligation or contract for future reward or compensation or any money or anything of value in excess of ten dollars, provided the aggregate value of such things provided by a donor to a recipient in any calendar year shall not exceed fifty dollars and, excluding any food or beverage costing less than fifty dollars in the aggregate per recipient in a calendar year, and consumed on an occasion or occasions at which the person paying, directly or indirectly, for the food or beverage, or his or her representative, is in attendance.

II. ETHICS AND CONFLICTS OF INTEREST

c. RPB Members as Fiduciaries to the SCCRWA

RPB Members as Fiduciaries to the SCCRWA: members must

- (1) act in good faith;**
- (2) act within scope of authority;**
- (3) protect confidentiality of material obtained in executive session or pursuant to a protective order;**
- (4) not use position for personal gain; and**
- (5) not accept gifts or anything of value from a vendor unless such gift/item of value complies with CT law**

II. ETHICS AND CONFLICTS OF INTEREST

D. HOW TO HANDLE CONFLICT OF INTEREST

- 1. Know the Rules;**
- 2. Immediately disclose;**
- 3. Recuse, abstain from discussion and vote; and**
- 4. If you have a question, ask the Chair to request an advisory opinion.**

III. HANDLING CONFIDENTIAL INFORMATION

A. RPB Policy Concerning Management of Confidential Information Coming to the RPB

- Adopted by RPB 1/20/2005
- Sets forth process for determining if info is confidential
- Sets forth process for submission of info claimed to be confidential
- Sets forth process for executive sessions
- Sets forth practical suggestions for handling confidential information

B. Protective Orders and Confidentiality Agreements

- Violation of a protective order or a confidentiality duty is a breach of fiduciary duty and may be actionable

IV. CONNECTICUT FREEDOM OF INFORMATION ACT

- C. Connecticut Freedom of Information Act (“FOIA”)
- The SCCRWA, including the RPB and all committees, are subject to FOIA.
- FOIA governs public records and meetings of public agencies.
- This is not a FOIA seminar – that would take a few hours -but I can answer FOIA specific questions if you have them.
- Please understand that as individuals, you have NO authority, NO jurisdiction and NO power to do anything on behalf of the RPB or the Authority.
- Your authority and jurisdiction comes when a quorum of the RPB or a Committee of the RPB meets at a properly noticed meeting and acts as an agency. Unless the RPB or a Committee, through a vote taken at a properly noticed meeting, authorizes one or more of its members to do something, that member has no authority.

IV. CT FOIA

- In other words, the authority of an individual is derived from sitting as a member of the RPB or one of its Committees in a properly noticed meeting and via the motion/resolution process.

A. MEETINGS

- Executive sessions: what , why and how
- No illegal meetings (including meeting by email, on social media or by text/chat)

B. PUBLIC RECORDS

- Likely more subject to disclosure than you think
- Personal voice and data accounts used to conduct agency business=fair game

RPB AND ITS COMMITTEES: ROLES & RESPONSIBILITIES; FOIA; ETHICS AND CONFLICTS OF INTEREST

Q&A: Ask Me Anything

This was a brief overview of a significant amount of material; if you want to have a follow-up discussion at a future meeting or want more detail on a particular topic, we can plan accordingly.

Representative Policy Board
South Central Connecticut Regional Water District
Consumer Affairs Committee

Minutes of the May 15, 2023 Meeting

The regular meeting of the Consumer Affairs Committee (“CAC”) of the Representative Policy Board of the South Central Connecticut Regional Water District (“RPB”) took place on Monday, May 15, 2023, via remote access.

Members present: S. Mongillo, N. Campbell, M. Levine, and A. Rescigno

Members absent: F. Pepe and R. Smith

RPB: R. Harvey and C. Havrda

Authority: C. LaMarr

RWA: R. Kowalski, D. Bochan, J. Hill, P. Singh, and P. Wehner

Office of Consumer Affairs: Attorney Donofrio (“OCA”)

RPB Staff: J. Slubowski

Chairman Mongillo called the meeting to order at 5:35 p.m. He reviewed the Safety Moment distributed to members.

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

Mr. Singh, the RWA’s Chief Information Digital Officer & Vice President of Customer Care, introduced Mr. Paul Wehner, the RWA’s Process Excellence Director, who provided his background and experience to the Committee.

At 5:37 p.m., Mr. Levine entered the meeting.

Ms. Bochan, the RWA’s Director of Customer Care, provided a Process Improvement Update, which included a summary of efforts in the following 6 critical process areas:

1. Meter-to-Cash (Improvements to the IVR System for customers)
2. Source-to-Consumption (Introduction of MY Source which is an improved intranet system for employee use to create process efficiencies)
3. Procure-to-Pay (Improvements to Scheduling and Invoicing functions)
4. Jobbing Process (Reducing manual data entry and improving inventory access)
5. Lab Billing (Improved Website and billing process to service outside customers)
6. Capital Planning and Budget (System upgrades in both areas to create efficiencies and additional capability)

She stated that efforts in the first four areas are complete and expects that work in the last two areas will be completed by the end of May.

On motion made by Mr. Rescigno, and seconded by Mr. Levine, the committee voted to approve the minutes of its April 17, 2023 joint meeting, as presented.

Attorney Donofrio reported on items he has been working in May, which included:

- His review of the proposed FY 2024 Capital and Operating Budgets.
- A meeting he attended earlier in the month with the New Haven Environmental Advisory Council, Dave Fox of Raftelis, and RWA members to discuss and clear up misunderstandings about the RWA's rate structure.
- A final review of the pending Application for the Confidential Plumbing Company. He will circulate a memorandum to the RPB by the end of the week.
- The initial review of the Authority's Application for the Derby Wellfield Chemical Improvements Project.
- A review of the Authority's Application for a Non-substantial Land Use Plan Amendment for a trail relocation in Guilford.
- Preparing for a refresher training presentation for the RPB Finance Committee, Land Use Committee, and the Consumer Affairs Committee at the June meetings. The presentation will address items such as corporate governance, Freedom of Information, confidentiality, ethics requirements, and other RPB related matters.
- His attendance at several RPB Nominating Committee meetings.

Atty. Donofrio reported no pending consumer complaints at this time.

On motion made by Ms. Campbell, seconded by Rescigno, and unanimously carried, the Committee approved the OCA's April 2023 billing for \$6,333.50.

Committee assignments were made for upcoming Authority meetings as follows:

- June 22 – Ms. Campbell
- July 27 – Mr. Levine
- August 24 - TBD
- September 28 -TBD

There was no new business to report.

At 5:58 p.m., on motion made by Mr. Rescigno, seconded by Ms. Campbell, and unanimously carried, the committee meeting adjourned.

Stephen Mongillo, Chairman