



NORWICH BOARD OF PUBLIC UTILITIES' COMMISSIONERS  
REGULAR MEETING  
March 24, 2020

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The Regular March Meeting of the Norwich Board of Public Utilities' Commissioners was held on Tuesday, March 24, 2020, by webinar and in the 2<sup>nd</sup> Floor Board Room of Norwich Public Utilities (NPU), 16 South Golden Street, Norwich.

Item 1. The Meeting was called to order at 6:11 p.m. by Chairman Robert Staley.

Present by phone and/or webinar: Chairman Robert Staley, Vice Chairman Stewart Peil, Secretary Steven Becker and Commissioner Michael Goldblatt. Present in person: Commissioner William Warzecha. Also in attendance General Manager Chris LaRose, and NPU staff members Steve Sinko, Jeff Brining, Michele Addabbo, Eric McDermott and Eric Conley.

Organization of the Board. Secretary Becker, seconded by Vice Chairman Peil moved to nominate Robert Staley as Chairman. Commissioner Warzecha, seconded by Secretary Becker moved to nominate Stewart Peil as Vice Chairman. Vice Chairman Peil, seconded by Commissioner Warzecha moved to nominate Steven Becker as Secretary. The vote for the full slate of officers was unanimously approved.

Organization of the Finance & Audit Subcommittee. Commissioner Warzecha, seconded by Secretary Becker moved to nominate Commissioner Goldblatt and Commissioner Warzecha as Board representatives to the Finance & Audit Subcommittee. Unanimously approved.

Organization of the Economic Development Subcommittee. Commissioner Warzecha, seconded by Secretary Becker moved to nominate Chairman Staley and Secretary Becker as Board representatives to the Economic Development Subcommittee. Unanimously approved.

Item 2. Fifteen-Minute Public Comment Period. None.

Item 3. Minutes of the Regular February Meeting, held on Tuesday, February 25, 2020. Commissioner Warzecha, seconded by Secretary Becker moved to approve the Minutes of the Regular February Meeting held on Tuesday, February 24, 2020. Unanimously approved.

Item 4. NPU Leadership Team Update. Informative.

Item 5. Recess into Sewer Authority Meeting. Commissioner Warzecha, seconded by Secretary Becker moved to enter into the Sewer Authority Meeting at 6:10 p.m. Unanimously approved.

The Board meeting resumed at 6:28 p.m.

Item 6. Financial Report. Finance & Audit Subcommittee Update. None. Next meeting is May 4, 2020.

Utility Cost of Service Study Progress. Laura Huren updated the Board of the Utility Cost of Service Study. Discussion followed.

Item 7. CMEEC Update. Attorney Robin Kipnis spoke to the Board regarding the CMEEC Signatory Resolution. Discussion followed.

Item 8. Action Item. CMEEC Signatory Resolution. Commissioner Warzecha, seconded by Commissioner Goldblatt moved to approve the following resolution. Unanimously approved.

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF CERTIFICATES REQUIRED BY THE BOND PURCHASE AGREEMENTS ENTERED INTO BY CMEEC AND CTMEEC FOR THE REFINANCING OF THE CMEEC AND CTMEEC 2021 SERIES A REVENUE BONDS AND SERIES 2022A CMEEC POWER SUPPLY REVENUE BONDS

WHEREAS, the CMEEC and CTMEEC Board of Directors voted at their February 27, 2020 Board of Directors' meetings to authorize CMEEC management to pursue refinancing of the above-referenced bond series to reduce the coupon rate in this period of historically low interest rates (the "bond refinancing");

WHEREAS, in order to close on the bond refinancing authorized by the Boards, CMEEC and CTMEEC will enter into bond purchase agreements for each series of bonds that will require, among other things, that a Certificate be executed by each of the CMEEC and CTMEEC Members;

WHEREAS, the Certificates will require certification by the General Manager that the General Transmission Service Agreement between CTMEEC and NPU and the Replacement Power Supply Contract between CMEEC and NPU is in full force and effect as of the closing date of the bond refinancing;

WHEREAS, the Certificates will also require the General Manager to certify that there has not been any material adverse change in the finances of NPU since the date of the last financial audit; and

WHEREAS, the NPU now desire to authorize the General Manager to execute and deliver the Certificates in substantially the form attached hereto as Exhibit A (the "Certificates").

NOW THEREFORE, BE IT RESOLVED, the City of Norwich Board of Public Utilities Commissioners (the "Board") hereby authorizes, approves and ratifies:

1. That the General Manager of NPU is authorized to execute and deliver, on behalf of NPU, the Certificates and any other agreements, documents, certificates or writings that the General Manager, in his discretion, believes are necessary and appropriate to carry out the intent of the bond refinancing.
2. That this resolution be placed in the records of NPU along with the minutes of the meetings of the Board and that the Secretary of the Board is hereby authorized to certify that the foregoing resolutions have been adopted at a duly convened meeting of the Board.

Item 9. Countryside Water Update. General Manager LaRose updated the Board on the Countryside Water Project. Discussion followed.

Item 10. Strategic Presentations. Quarterly Strategic Plan Update. Informative.

FY20/21 Budget Presentation. Laura Huren presented the Board with the FY20/21 Budget. Discussion followed. Commissioner Goldblatt, seconded by Secretary Becker moved to approve the FY20/21 Budget. Unanimously approved.

COVID-19 Actions and Plan Presentation. General Manager LaRose presented the Board with information on NPU's response to the COVID-19 Epidemic. Discussion followed.

Item 11. General Business. None

Item 12. Executive Session – To Discuss Confidential Trade Secret & Commercially Valuable Confidential or Proprietary Information Not Subject to Inspection or Public Disclosure Pursuant to Section 1-210[5] and 7-232a of the CT. General Statutes. This information is commercially valuable, confidential and proprietary and is not public disclosure, pursuant to Public Act No. 98-212; and,

To Discuss Personnel Matters of an Employee(s) and/or Public Official, pursuant to Chapter 14, Section 1-200 (6) (A) of the Connecticut Statutes.

Commissioner Warzecha, seconded by Vice Chairman Peil moved to enter into Executive Session at 7:23 p.m. Unanimously approved. General Manager LaRose, Steve Sinko and Jeff Brining were asked to stay for Executive Session.

The Board came out of Executive Session at 8:15 p.m.

Commissioner Warzecha, seconded by Vice Chairman Peil moved to provide General Manager LaRose with a 3% raise and a \$10,000 bonus, retroactive to January 1, 2020. Unanimously approved. Chairman Staley stated that General Manager LaRose has done a spectacular job leading NPU and has helped restore the administrative integrity to the organization. General Manager LaRose thanked the Board for their confidence in his leadership, but requested that any pay adjustments be held until every employee at NPU has returned to work and that the utility has returned to normal operations, due to the Coronavirus.

Item 13. Other Business. None.

The next Regular Meeting is scheduled to be held on Tuesday, April 28, 2020.

Vice Chairman Peil, seconded by Commissioner Warzecha moved to adjourn the Meeting at 8:24 p.m.

Attest:

Steve Becker  
Secretary