

THE METROPOLITAN DISTRICT COMMISSION

555 Main Street
Hartford, Connecticut 06103
Monday, July 11, 2016

Present: Commissioners Luis Caban, Daniel Camilliere, Timothy Curtis, William A. DiBella, Janice Flemming-Butler, Allen Hoffman, Jean Holloway, William P. Horan, Kathleen J. Kowalyshyn, Joseph H. Kronen, Byron Lester, Maureen Magnan, Alphonse Marotta, Bhupen Patel, Mark A. Pappa, J. Lawrence Price, Hector Rivera, Pasquale J. Salemi, Helene Shay, Michael Solomonides and Raymond Sweezy (21)

Absent: Commissioners Andrew Adil, Mary Anne Charron, Donald M. Currey, Matthew B. Galligan, Sandra Johnson, Joseph Klett, James S. Needham, Kennard Ray, Michael A. Toppi, Richard W. Vicino and Special Representative Michael Carrier (11)

Also

Present: Scott W. Jellison, Chief Executive Officer
John M. Zinzarella, Deputy Chief Executive Officer, Business Services
R. Bartley Halloran, District Counsel
Christopher R. Stone, Assistant District Counsel
John S. Mirtle, District Clerk
Robert Schwarm, Director of Information Technology
Kelly Shane, Director of Procurement
Nick Salemi, Communications Administrator
Mike Curley, Manager of Technical Services
Kerry E. Martin, Assistant to the Chief Executive Officer
Carrie Blardo, Assistant to the Chief Operating Officer
Cynthia A. Nadolny, Executive Assistant
Kevin Graff, Graff Public Solutions, LLC

CALL TO ORDER

The meeting was called to order by Chairman DiBella at 5:34 PM

ROLL CALL AND QUORUM

The District Clerk called the roll and informed Chairman DiBella that a quorum of the Commission was present, and the meeting was declared a legal meeting of the District Board of The Metropolitan District of Hartford County, Connecticut.

PLEDGE OF ALLEGIANCE

Those in attendance stood and recited the Pledge of Allegiance.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

No one from the public appeared to be heard.

APPROVAL OF MINUTES

On motion made by Commissioner Sweezy and duly seconded, the meeting minutes of May 2, 2016 were approved.

Commissioners Kronen, Magnan, Patel and Price abstained.

REPORT FROM DISTRICT CHAIRMAN

William A. DiBella, District Chairman spoke briefly to the District Board and thanked them for their condolences over the last few weeks after the passing of a family member.

REPORT FROM CHIEF EXECUTIVE OFFICER

Scott Jellison, Chief Executive Officer presented the monthly CEO Report

**REPORT FROM DISTRICT COUNSEL
RE: GLASTONBURY LAWSUIT**

Without objection, item #8 "Report from District Counsel Re: Glastonbury Lawsuit" was postponed until the end of the meeting.

REPORT FROM STAFF RE: MDC COMMUNICATIONS

Kevin Graff, of Graff Public Solutions, LLC, briefed the District Board regarding MDC Communications.

Commissioner Flemming-Butler entered the meeting at 5:55 PM

**BOARD OF FINANCE
APPROVAL FOR STATE OF CONNECTICUT FINANCING
CWF NO. 692-C**

To: District Board

June 6, 2016

From: Board of Finance

Staff seeks approval from your Board to execute and deliver the Interim Funding Obligation and/or Project Loan Obligation to the State of Connecticut for

CWF No. 692-C having a principal amount of \$172,230,202.95 and having an interest rate of 2.00%.

The low interest loan and grant will fund Contract 2: the construction of the South Hartford Conveyance Storage Tunnel and shaft.

The State of Connecticut, through the Clean Water Fund Program, will provide \$313,155,369.00 in state funding with approximately \$140,925,166.05 in grants and \$172,230,202.95 in low interest loans at 2.00% to fund the expenses associated with this agreement.

Bond Counsel prepared the following resolution for your approval.
At a meeting of the Board of Finance, held on June 6, 2016, it was:

VOTED: That the Board of Finance recommends to the District Board passage of the following resolution from Bond Counsel

RESOLUTION OF THE DISTRICT BOARD WITH RESPECT TO THE
ISSUANCE OF INTERIM FUNDING OBLIGATIONS AND PROJECT
LOAN OBLIGATIONS PURSUANT TO THE PROJECT LOAN AND
PROJECT GRANT AGREEMENT CWF NO. 692-C BETWEEN THE
STATE OF CONNECTICUT AND THE METROPOLITAN DISTRICT
UNDER THE CLEAN WATER FUND PROGRAM

RESOLVED:

Section 1. The Chairman, or in his absence, the Vice-Chairman, and the District Treasurer, or in his absence, the Deputy Treasurer, are authorized to execute and deliver Project Loan and Project Grant Agreement CWF No. 692-C to be entered into with the State of Connecticut (the "Agreement") and any and all Interim Funding Obligations and Project Loan Obligations for CWF No. 692-C in the aggregate amount not to exceed \$172,230,202.95, to fund Contract 2, the construction of the South Hartford Conveyance Storage Tunnel and shaft. Such Interim Funding Obligations shall be dated as of their date of issue, shall mature within six months of the Scheduled Completion Date, as defined in the Agreement, shall bear interest at the rate of two percent (2.00%) per annum, shall be payable as to principal and interest as provided in the Agreement and, to the extent not paid prior to maturity from The Metropolitan District funds, may be renewed by the issuance of Interim Funding Obligations or Project Loan Obligations, all as provided in the Agreement. Capitalized terms used herein and not defined shall have the meanings ascribed to them in the Agreement.

Section 2. The Project Loan Obligations shall be dated as of their date of issue, shall mature no later than twenty years from the Scheduled Completion Date,

shall bear interest at the rate of two percent (2.00%) per annum and shall be payable as to principal and interest as provided in the Agreement.

Respectfully Submitted,

John S. Mirtle, Esq.
District Clerk

On motion made by Commissioner Salemi and duly seconded, the report was received and resolution adopted by unanimous vote of those present.

Without objection, Agenda Items #12A "HARTFORD TOYOTA, 135 WEST SERVICE ROAD, HARTFORD RELEASE OF RIGHT-OF-WAY AND ABANDONMENT OF SANITARY SEWER", #12B "RESERVOIR ESTATES, WETHERSFIELD ENCROACHMENT AGREEMENT" and #12C "RESERVOIR ESTATES, WETHERSFIELD RELEASE OF RIGHT-OF-WAY AND ABANDONMENT OF SANITARY SEWER" were consolidated and considered together.

**BURAEU OF PUBLIC WORKS
HARTFORD TOYOTA, 135 WEST SERVICE ROAD, HARTFORD
RELEASE OF RIGHT-OF-WAY AND ABANDONMENT OF SANITARY SEWER**

To: District Board

June 6, 2016

From: Bureau of Public Works

On March 22, 2016, the District received a letter from Eric Masterson of BBL Albany Group V on behalf of the Hartford Toyota Superstore requesting that the Metropolitan District release a portion of the existing sanitary sewer easement within the property of 135 West Service Road, Hartford, owned by 135 West Service Road, LLC, as shown on the accompanying map. The purpose of the request is to abandon a portion of the existing sanitary sewer and release a portion of the easement to enable the construction of a new store building. The Owner will in turn build a new 10-inch sanitary sewer to convey the flow. The existing easement was acquired by the Metropolitan District through a Developer's Permit-Agreement in July, 1959.

From an engineering standpoint, the release of the requested portion of this easement and abandonment of the sanitary sewer would not have a negative impact on the District's sewer system, and no hardship or detriment would be imposed on others. The existing sewer presently serves this site as well as the abutting site, which is vacant. The proposed new sanitary sewer, as well as an accompanying easement, will be constructed within the subject parcel under a new Developer's Permit-Agreement and will serve the site and the abutting property.

At a meeting of the Bureau of Public Works, held on May 18, 2016, it was:

VOTED: That the Bureau of Public Works recommends to the District Board passage of the following resolution:

RESOLVED: That the Chairman or Vice Chairman of the District Board be authorized to execute the release of the portion of the existing sanitary sewer easement and discontinued sanitary sewer on property owned by 135 West Service Road, LLC, as shown on the accompanying map and as recorded in the City of Hartford land records in Volume 1030, Page 319. The release shall be subject to approval by District Counsel as to form and content.

Respectfully Submitted,

John S. Mirtle, Esq.
District Clerk

**BURAEU OF PUBLIC WORKS
RESERVOIR ESTATES, WETHERSFIELD
ENCROACHMENT AGREEMENT**

To: District Board

June 6, 2016

From: Bureau of Public Works

CCC Construction, in a letter dated May 12, 2016, from Frank DiBacco, Owner and Developer, has requested permission from The Metropolitan District to temporarily encroach upon an existing utility easement and permanently encroach on the existing Goff Brook South Branch Trunk Sewer easement located across private lands between Back Lane and Old Reservoir Road in Wethersfield, to construct an entry roadway, install new sanitary sewer and for a permanent storm drainage crossing in conjunction with the Reservoir Estates development project.

The proposed work entails the construction of a temporary entry road with a tracking pad and the installation of new sanitary sewer (temporary encroachments) over the existing 10-inch PVC sanitary sewer within the 30-foot utility easement and the installation of permanent storm drainage over the existing 15-inch RCP sanitary trunk sewer within the 20-foot easement (permanent encroachment), as shown on the accompanying map. The proposed storm drainage will be installed above the existing sanitary trunk sewer with sufficient clearance between the pipes. The existing sanitary sewer was built in 1973 and the existing trunk sewer was built in 1966.

MDC staff has concluded that the encroachments are minor and that there will be no detriment to the sanitary and trunk sewer infrastructure as a result.

CCC Construction has agreed to the following conditions in order to satisfy the District's concerns for protection of the existing sanitary sewers located within the subject parcel and to maintain accessibility along the length of the Metropolitan District's 30-foot and 20-foot permanent easements:

1. Care must be taken during the construction of the new sanitary sewer and storm drain not to disturb the existing sanitary sewer and trunk sewer. All heavy construction equipment must be located outside of the limits of the utility and sanitary trunk sewer easements when not in use. Any earth moving equipment that will be utilized on the site over and adjacent to the existing sanitary sewer and trunk sewer shall be reviewed and approved by District staff prior to mobilization to the site. Any damage to the existing sanitary sewer and trunk sewer caused by any construction within the existing rights-of-way shall be the responsibility of the Owner.
2. No additional permanent structures, other than the proposed storm drain shall be located within the District's sanitary trunk sewer right-of-way.
3. The District reserves the right to remove structures within the utility and sanitary trunk sewer easements at any time if so required for maintenance, repair or replacement of the sanitary sewer or trunk sewer. The Owner shall bear any additional maintenance, repair or replacement costs necessitated by the presence of structures within the easements.
4. In the event of a sewer emergency caused by the proposed excavation, the Owner shall provide, at their expense, an appropriately sized bypass pump.
5. An MDC inspector must be on the job site whenever work is being performed within any utility or sanitary trunk sewer rights-of-way, at the expense of the Owner. Any construction of the new sanitary sewer as well as any construction, maintenance, repair or replacement of the new storm drainage shall conform to District standards and 48-hours advance notice must be given to the District prior to commencing any such activities within the utility or sanitary trunk sewer easements.
6. The Owner shall perform a CCTV inspection, witnessed by an MDC inspector, of the existing sanitary sewer and trunk sewer in the areas of the construction upon completion of backfilling and restoration of the excavated areas. The videos will be delivered to the District for the purposes of assessing the post activity condition of the sanitary sewers.

Staff has reviewed this request and considers it feasible.

A formal encroachment agreement shall be executed between CCC Construction and the Metropolitan District, consistent with current practice involving similar requests.

At a meeting of the Bureau of Public Works, held on May 18, 2016, it was:

VOTED: That the Bureau of Public Works recommends to the District Board passage of the following resolution:

RESOLVED: That the Chairman or Vice Chairman of the District Board be authorized to execute an agreement, subject to approval of form and content by District Counsel, granting permission to CCC Construction to encroach upon existing 30-foot and 20-foot utility and sanitary trunk sewer easements off of Back Lane in private lands, Wethersfield, in support of the planned construction of Reservoir Estates as shown on plans submitted by Dutton Associates, dated March 30, 2016, providing that the District shall not be held liable for any cost of damage of any kind in the following years as a result of the encroachment.

Respectfully Submitted,

John S. Mirtle, Esq.
District Clerk

**BURAEU OF PUBLIC WORKS
RESERVOIR ESTATES, WETHERSFIELD
RELEASE OF RIGHT-OF-WAY AND ABANDONMENT OF SANITARY SEWER**

To: District Board

June 6, 2016

From: Bureau of Public Works

On May 3, 2016, the District received a letter from James Dutton of Dutton Associates, LLC on behalf of Frank DiBacco of CCC Construction, Owner and Developer of Reservoir Estates, requesting that the Metropolitan District release portions of the existing sanitary sewer easements within private lands off of Back Lane in Wethersfield, as shown on the accompanying map. The purpose of the request is to abandon a portion of the existing sanitary sewer and release portions of the easements to enable the construction of a new residential development. The Owner will in turn build a new 8-inch sanitary sewer to convey the flow. The existing easements were acquired by the Metropolitan District through a Developer's Permit-Agreement in February, 1973 and by Layout and Assessment for Back Lane in July, 1980.

From an engineering standpoint, the release of the requested portions of these easements and abandonment of the sanitary sewer would not have a negative impact on the District's sewer system, and no hardship or detriment would be imposed on others. The proposed new sanitary sewer, as well as an accompanying easement, will be constructed within the subject parcel under a new Developer's Permit-Agreement. The abandonment of the existing sewer is subject to the acceptance of the new public roadway by the Town.

At a meeting of the Bureau of Public Works, held on May 18, 2016, it was:

VOTED: That the Bureau of Public Works recommends to the District Board passage of the following resolution:

RESOLVED: That the Chairman or Vice Chairman of the District Board be authorized to execute the release of portions of the existing sanitary sewer easements and discontinued sanitary sewer on property owned by CCC Construction, as shown on the accompanying map and as recorded in the City of Wethersfield land records in Volume 286, Page 1190 and Volume 321, Page 996. The release shall be subject to approval by District Counsel as to form and content.

Respectfully Submitted,

John S. Mirtle, Esq.
District Clerk

On motion made by Commissioner Hoffman and duly seconded, the reports for resolutions #12A "HARTFORD TOYOTA, 135 WEST SERVICE ROAD, HARTFORD RELEASE OF RIGHT-OF-WAY AND ABANDONMENT OF SANITARY SEWER", #12B "RESERVOIR ESTATES, WETHERSFIELD ENCROACHMENT AGREEMENT" and #12C "RESERVOIR ESTATES, WETHERSFIELD RELEASE OF RIGHT-OF-WAY AND ABANDONMENT OF SANITARY SEWER" were received and the resolutions adopted by unanimous vote of those present.

**COMMITTEE ON ORGANIZATION
APPOINTMENT OF INTERIM DIRECTOR OF HUMAN RESOURCES**

EXECUTIVE SESSION

At 6:34 P.M., Chairman DiBella requested an executive session to discuss agenda item #13, "Appointment of Interim Director of Human Resources"

On motion made by Commissioner Sweezy and duly seconded, the District Board entered into executive

session to discuss Agenda Item #13 “Appointment of Interim Director of Human Resources”.

Those in attendance during the executive session:

Commissioners Luis Caban, Daniel Camilliere, Timothy Curtis, William A. DiBella, Allen Hoffman, William P. Horan, Kathleen J. Kowalyshyn, Joseph H. Kronen, Byron Lester, Maureen Magnan, Alphonse Marotta, Bhupen Patel, Mark A. Pappa, J. Lawrence Price, Hector Rivera, Pasquale J. Salemi, Helene Shay, Michael Solomonides and Raymond Sweezy, Chief Executive Officer Scott W. Jellison, Deputy Chief Executive Officer of Business Services John Zinzarella, Attorneys R. Bartley Halloran, Christopher R. Stone

RECONVENE

At 6:52 P.M., Chairman DiBella requested to come out of executive session and on motion made by Commissioner Kowalyshyn and duly seconded, the District Board came out of executive session and reconvened. No formal action was taken.

To: District Board

June 6, 2016

From: Committee on Organization

Pursuant to Section B3b of the District By-Laws, staff recommends the Committee on Organization to appoint Robert Zaik as Interim Director of Human Resources for The Metropolitan District. Over the past several months, Mr. Zaik has served in this capacity on a temporary basis, and has executed the duties of this office in a highly professional manner.

At a meeting of the Committee on Organization, held on June 6, 2016, it was:

Voted: That the Committee on Organization recommends to the District Board passage of the following resolution:

Resolved: That the District Board, in accordance with Section B3b of the District By-Laws, hereby appoints Robert Zaik as Interim Director of Human Resources for the Metropolitan District for a term of 1 year.

Respectfully submitted,

John S. Mirtle, Esq.
District Clerk

Commissioner Kowalyshyn made a motion to amend the resolution as depicted above and the motion was duly seconded and approved by unanimous vote of those present.

On motion made by Commissioner Kowalyshyn and duly seconded, the report was received and resolution adopted, as amended, by unanimous vote of those present.

**PERSONNEL, PENSION AND INSURANCE COMMITTEE
AUTHORIZATION FOR DISTRICT CLERK TO EXECUTE A
CERTIFICATE OF AUTHORITY FOR WILMINGTON TRUST**

To: District Board June 6, 2016

From: Personnel, Pension and Insurance Committee

At a meeting of the Personnel, Pension and Insurance Committee held on June 6, 2016, it was:

Be It Resolved: that the District Clerk be and is authorized to execute the attached Wilmington Trust Certificate of Authority ("Certificate of Authority") on behalf of the District, and that the terms and conditions set forth in the Certificate of Authority are incorporated herein and made a part of this resolution which, upon passage, effectively authorizes the Chief Executive Officer, severally, to act on behalf of the District in the manner consistent with the terms and conditions set forth in said Certificate of Authority.

Respectfully Submitted,

John S. Mirtle, Esq.
District Clerk



CERTIFICATE OF AUTHORITY AND APPOINTMENT

The Metropolitan District (the "Client")

I, John S. Mirtle, the duly appointed representative of Client, in the capacity indicated below, am authorized to certify the approved actions with respect to the Retirement Plan for Employees of the Metropolitan District (the "Plan") of Client, a Select One organized or operating under the laws of the State of Connecticut, hereby certify that at a meeting of the Client's Board of Directors or other governing body (the "Board") duly called and held, or by unanimous written consent or other method provided by applicable law or governing document, the following resolutions were duly adopted and remain in full force and effect.

NOW, THEREFORE, BE IT:

- RESOLVED, that Manufacturers and Traders Trust Company is appointed as Custodian of the Plan and is authorized to hold the assets of such under the terms of the Trust, Custody, Investment Management (with Custody) or Agent Agreement (the "Agreement"), as applicable.
- RESOLVED that either (i) there is not an appointed Custodian of the Plan, in which case this resolution is not applicable, or (ii) there is a Custodian of the Plan and the current Custodian, _____, is removed effective as of the date MTB accepts its appointment.
- RESOLVED, that Client hereby authorizes the Chief Executive Officer, the Deputy CEO/CFO, and the Director of Finance (the "Authorized Officers"), or any one of them, in the name and on behalf of the Client, to complete, execute and deliver the Agreement to MTB substantially in the form presented to this governing body, with such revisions thereto and any amendments, the funds transfer agreement, other ancillary operating agreements, or any other documents related thereto (collectively, the "MTB Documents"), all as such Authorized Officers deem necessary or appropriate from time to time.
- RESOLVED, that Client hereby ratifies and confirms all actions taken by it prior to the date hereof in connection with such MTB Documents (including without limitation the Agreement) executed and delivered to Manufacturers and Traders Trust Company.
- RESOLVED, that Authorized Officers are, and each of them is, hereby authorized to designate from time to time the accounts subject to such agreements, and designate from time to time the individuals who may execute or effect transactions under and give notices, certifications and instructions with respect to such MTB Documents (including any funds transfer (wire or ACH) instructions), such Individuals designated as "Authorized Representatives".
- RESOLVED, that MTB be and hereby is authorized to rely on the actual or purported signatures of any of Client's Authorized Officers and Authorized Representatives until MTB has actually received and had a reasonable time to act on written notice from Client revoking such authority.
- RESOLVED, that Client shall defend, indemnify and hold MTB harmless from and against all liabilities, costs, and expenses (including, but not limited to, attorneys' fees and disbursements) incurred by MTB in connection with honoring of any signature, instruction or action of any Authorized Officer or Authorized Representative, or the refusal to honor any signature, instruction or action of any person who has not been designated by the Client as an Authorized Officer or Authorized Representative of Client.
- RESOLVED, that these resolutions supersede all prior resolutions on the subject to which they pertain, and shall remain in full force and effect and binding upon Client until MTB has actually received and had a reasonable time to act on any subsequent Certificate of Authority; provided that these resolutions are limited in application to the aforesaid services to be provided by MTB and do not supersede or affect in any way the continuing validity of other resolution provided to MTB in regard to accounts that are serviced or services that are provided by any other division or department of MTB or with respect to any accounts that are not the subject of these resolutions.



IN WITNESS WHEREOF, I have executed this Certificate of Authority and Appointment this _____ day of May, 2016.

John S. Mirtle, District Clerk

On motion made by Commissioner Price and duly seconded, the report was received and resolution adopted by unanimous vote of those present.

SETTLEMENT OF THOMAS' LAWSUIT
EXECUTIVE SESSION

At 6:54 P.M., Chairman DiBella requested an executive session to discuss agenda item #8 "Report from District Counsel Re: Glastonbury Lawsuit" and agenda item #15, "Settlement of Thomas' Lawsuit"

On motion made by Commissioner Kowalyshyn and duly seconded, the District Board entered into executive session to discuss pending litigation: Agenda Item #8 "Report from District Counsel re: Glastonbury Lawsuit" and Agenda Item #15 "Settlement of Thomas' Lawsuit".

Those in attendance during the executive session:

Commissioners Luis Caban, Daniel Camilliere, Timothy Curtis, William A. DiBella, Allen Hoffman, William P. Horan, Kathleen J. Kowalyshyn, Joseph H. Kronen, Byron Lester, Maureen Magnan, Alphonse Marotta, Bhupen Patel, Mark A. Pappa, J. Lawrence Price, Hector Rivera, Pasquale J. Salemi, Helene Shay, Michael Solomonides and Raymond Sweezy, Chief Executive Officer Scott W. Jellison, Attorneys John S. Mirtle, R. Bartley Halloran, Christopher R. Stone

RECONVENE

At 7:20 P.M., Chairman DiBella requested to come out of executive session and on motion made by Commissioner Kowalyshyn and duly seconded, the District Board came out of executive session and reconvened. No formal action was taken.

SETTLEMENT OF PENDING LITIGATION CLAIM

To: District Board

BE IT HEREBY RESOLVED, that pursuant to Section B2f of the By-Laws of The Metropolitan District, the Board of Commissioners of The Metropolitan District hereby authorizes District Counsel, or his designee, to settle the lawsuit captioned *Lebert Thomas v. The Metropolitan District et al.*, Civil Case No. 3:12-cv-00221 (WWE) ("*Litigation*"), for the total sum of \$350,000.00, of which the MDC would be responsible for \$50,000, plus group retiree health and dental insurance benefits, subject to the proper execution of any and all documents reasonably necessary to effect said settlement, including but not limited to a general release containing a confidentiality provision from the plaintiff, and formal withdrawal of said action.

Respectfully submitted,

John S. Mirtle, Esq.
District Clerk

On motion made by Commissioner Kowalyshyn and duly seconded, the report was received and resolution adopted by unanimous vote of those present.

ADJOURNMENT

The meeting was adjourned at 7:21 P.M.

ATTEST:

John S. Mirtle, Esq.
District Clerk

Date of Approval