

**INTERNAL AUDIT COMMITTEE
SPECIAL MEETING
The Metropolitan District
555 Main Street, Hartford
Tuesday, September 6, 2022**

PRESENT: Commissioners Donald Currey, Peter Gardow, Allen Hoffman, Diane Lewis, Jackie Mandyck and Dominic Pane (6)

**REMOTE
ATTENDANCE:** (0)

ABSENT: Commissioner Alvin Taylor, Richard Vicino, and District Chairman William DiBella (3)

**ALSO
PRESENT:**

Commissioner John Avedisian
Commissioner Avery Buell (Remote Attendance)
Commissioner Richard Bush
Commissioner Joan Gentile
Commissioner James Healy (Remote Attendance)
Commissioner Byron Lester
Commissioner Bhupen Patel
Scott Jellison, Chief Executive Officer
Christopher Stone, District Counsel
John Mirtle, District Clerk (Remote Attendance)
Kelly Shane, Chief Administrative Officer
Chris Levesque, Chief Operating Officer
Jamie Harlow, Director of Human Resources (Remote Attendance)
David Rutty, Director of Operations
Olga Cordova, Manager of Human Resources (Remote Attendance)
David Baker, IT Consultant (Remote Attendance)
Dylan Pecego, IT Consultant (Remote Attendance)
Carrie Blardo, Assistant to the Chief Executive Officer
Julie Price, Executive Assistant (Remote Attendance)
Joseph Szerejko, Independent Consumer Advocate (Remote Attendance)

CALL TO ORDER

Chairperson Mandyck called the meeting to order at 5:12 PM

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

Independent Consumer Advocate Joseph Szerejko submitted the following written statement:

“Statement of Independent Consumer Advocate re: Agenda Item No. 5 (MDC Internal Audit Committee Special Meeting, Tuesday Sept. 6, 2022 at 5pm)”

Dear Chairwoman Mandyck and Commissioners:

I strongly urge the MDC Internal Audit Committee (“Committee”) to engage an outside attorney, firm, and/or other forensic accounting professional to: (i) conduct an independent investigation of the accuracy of Sandler & Mara, P.C.’s invoices for legal services ostensibly performed for the MDC between January 2022-June 2022; and (ii) to provide in its findings or recommendations information concerning whether or not the legal work purportedly performed by Sandler & Mara was properly authorized by Chairman DiBella or the MDC.

Not only have some of the alleged events that have transpired since the Committee’s August 1, 2022 Special Meeting shed light on why a neutral party must perform the subject investigation, but the MDC’s Charter indeed requires that the District Board must make provision for the “proper auditing of the district accounts”. See Sec. 2-12. To that end, I respectfully submit that the public trust and propriety of any investigation to be performed can only be preserved by its being performed by an independent third party.

Although there are costs associated with engaging an independent third party to perform the subject audit, the value to be gained by such an investigation—as opposed to the value of one performed by staff or by MDC Commissioners or other Officers themselves—is substantial. The ratepayers deserve to have such an investigation, and it is the only way that the appearance of impropriety can be avoided.

Respectfully,

Joseph Szerejko

Independent Consumer Advocate”

Judy Allen, of West Hartford, submitted the following written statement:

“Comments for the meeting of the Internal Audit Committee
September 6, 2022

Regarding the discussion about the by-laws, my reading of this section leads me to believe that Commissioner DiBella would also meet the criteria for a referral to the ethics committee given his apparent involvement in work that was not authorized and was clearly prohibited by both the District Board and Attorney Stone that such work was to end beginning January 1, 2022.

Regarding the decision as to whether or not to hire an outside independent auditor, the public will not be satisfied until such audit takes place.

This is an opportunity for the MDC to demonstrate its transparency. Whether or not commissioners believe that they can be impartial and transparent, the public has had difficulty accepting that. Many believe that the operations of the district board has been too much like the fox guarding the hen house.

An example of the difficulty involved in being impartial was evident in the last meeting of this committee in which at least one commissioner expressed his long term friendship with chairman DiBella. This clearly would impede a commissioner's ability to remain impartial.

Chairman DiBella has a long history with the MDC and many commissioners respect and are appreciative of the work he has done. I would expect that this is the case for many commissioners, especially those who have been with the MDC for a long time. The perception of many of your customers is that the board has acted like the fox guarding the hen house.

I believe your customer's would gladly support the expense involved in hiring an outside independent auditor just like they supported the hiring of an independent consumer advocate. In fact this kind of audit is what many have wanted for a long time.

Thank you,
Judy Allen
West Hartford"

Beth DelBuono, Mayor of Newington, submitted the following written statement:



Beth A. DelBuono
Mayor

TOWN OF NEWINGTON

200 GARFIELD STREET
NEWINGTON, CONNECTICUT 06111

OFFICE OF THE MAYOR

September 6, 2022

Honorable MDC Commissioners,

I am writing after attending several MDC meetings including the Audit Committee as they discussed concerns over the possible misuse, and or misappropriation of funds by the current Chair. I have seen the accusations against the current Chairman, William DiBella. I am tremendously concerned about the alleged misappropriation of our rate-payers money as well as alleged disregard for the direction of the commissioners to cease and desist in engaging in activities with outside lawyers.

I respectfully insist that all Commissioners take these allegations seriously and continue to investigate all matters fully.

Additionally, I would urge the commissioners to ask Chairman DiBella to voluntarily step down from his position as Chairman at a minimum for the length of the investigation. In the private sector, an employee under investigation would typically be put on leave. As a good faith effort, I believe voluntarily stepping down would make sense given the severity and sensitivity of these grave accusations.

Additionally, I request that all MDC Finance and Audit meetings and any meetings discussing these matters be held at 5:00 or later and be open to the public. Additionally, I believe the meetings should be televised and members should have the camera on in addition to the Board Room having visual access. Any and all measures to ensure full public access and transparency are imperative.

I appreciate your attention to my concerns and will stay tuned to all meetings regarding these issues. I will be briefing my entire council as well.

Beth A. DelBuono
Mayor, Town of Newington, CT
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Cell - (860) 519-8177
Office – (860) 665-8506

APPROVAL OF MEETING MINUTES

Commissioner Currey proposed a correction of the meeting minutes of August 25, 2022 regarding who tabled a motion for a vote of no confidence. The approval of the meeting minutes of August 25, 2022 was postponed until the next meeting to listen to the audio recording to verify the minutes.

QUESTIONS POSED TO AND RESPONSES FROM THE DISTRICT CHAIRMAN PURSUANT TO RESOLUTION PASSED ON AUGUST 25, 2022

No action was taken.

BUDGET FOR OUTSIDE COUNSEL TO CONDUCT INDEPENDENT INVESTIGATION OF ISSUES RELATED TO SANDLER & MARA, P.C. INVOICES

Commissioner Currey made a motion, which was duly seconded, to pass the following resolution:

“Be It Hereby Resolved that, pursuant to MDC By-Law B3n, the Internal Audit Committee recommends to the District Board the creation of a budget with an authorization to expend an amount not to exceed \$50,000 for the purpose of retaining, through the District Counsel, an outside legal counsel to conduct an independent investigation into issues relating to 2021 and 2022 Sandler & Mara, P.C. invoices.”

The resolution passed by majority vote of those present. Commissioner Pane opposed.

Without objection, Agenda Item #5B “Whether to Retain Outside Counsel to Conduct Independent Investigation of Issues Related to Sandler & Mara, P.C. Invoices” was postponed indefinitely.

APPLICABILITY OF MDC BY-LAW B2K TO THE MATTER REFERRED TO THE ETHICS ADVISORY BOARD RELATING TO COMMISSIONER ALVIN TAYLOR

Commissioner Pane made a motion, which was duly seconded, to pass the following resolution:

“Be It Hereby Resolved that the Internal Audit Committee hereby refers the matter relating to a possible ethics code violation by Commissioner Alvin Taylor, as described in a previously adopted resolution of the Internal Audit Committee dated August 25, 2022, to the MDC District Board for a determination as to whether the alleged actions of Commissioner Taylor as therein described constitute a violation of MDC By-Law B2k.”

Commissioner Currey made the following friendly amendment without objection:

“Be it Further Resolved, that the Internal Audit Committee recommends that no investigation or action be taken by the District Board on this referral until such time as the Ethics Advisory Board concludes its investigation and reports its findings and recommendations, if any, on the matter referred to in its August 25, 2022 resolution noted above.”

The resolution, with friendly amendment, passed by unanimous vote of those present.

OPPORTUNITY FOR GENERAL PUBLIC COMMENTS

No one from the public appeared to be heard.

COMMISSIONER COMMENTS & QUESTIONS

Commissioner Hoffman asked whether there were any other members of the public on the meeting besides ICA Szerejko and Judy Allen.

Commissioner Gardow requested whether it would be possible to have the Audit Committee meetings televised or captured on video.

Commissioner Currey stated that if people were to be in the room sitting in the meetings, we wouldn't know their name or require them to be identified.

Commissioner Pane agreed that meetings should be televised. He also requested that the process move forward as he believes it has gone on for too long already.

ADJOURNMENT

The meeting was adjourned at 6:39 PM

ATTEST:

John S. Mirtle, Esq.
District Clerk

Date of Approval