

THE METROPOLITAN DISTRICT COMMISSION

555 Main Street
Hartford, Connecticut 06103
November 2, 2022

PRESENT: Commissioners Andrew Adil, John Avedisian, John Bazzano, Richard Bush, Donald Currey, Dimple Desai, William A. DiBella, David Drake, John Gale, Peter Gardow, Joan Gentile, Allen Hoffman, Jean Holloway, Byron Lester, Diane Lewis, Maureen Magnan, Jacqueline Mandyck, Dominic Pane, Pasquale J. Salemi, Alvin Taylor, Calixto Torres and James Woulfe (23)

REMOTE ATTENDANCE: Commissioners Mary LaChance and Bhupen Patel (2)

ABSENT: Commissioners Avery Buell, James Healy, Christian Hoheb, Michael Maniscalco, Jon Petoskey and New Britain Special Representative Michael Carrier (6)

ALSO PRESENT: Citizen Member Linda Russo
Scott W. Jellison, Chief Executive Officer
Christopher Stone, District Counsel
John S. Mirtle, District Clerk
Steve Bonafonte, Assistant District Counsel
Christopher Levesque, Chief Operating Officer
Kelly Shane, Chief Administrative Officer
Sue Negrelli, Director of Engineering
Robert Schwarm, Director of Information Technology
Tom Tyler, Director of Facilities
Jamie Harlow, Director of Human Resources (Remote attendance)
David Ruttly, Director of Operations
Tra Phan, Controller (Remote Attendance)
David Baker, IT Consultant (Remote attendance)
Carrie Blardo, Assistant to the Chief Operating Officer
Victoria Escoriza, Executive Assistant
Joseph Szerejko, Independent Consumer Advocate (Remote attendance)

CALL TO ORDER

The meeting was called to order by District Chairman William DiBella at 5:30 PM

ROLL CALL AND QUORUM

The District Clerk called the roll and informed District Chairman William 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

SWEARING IN NEW COMMISSIONERS

The District Clerk swore in Commissioners John Bazzano, Dimple Desai, and John Gale.

APPROVAL OF MINUTES

On motion made by Commissioner Magnan and duly seconded, the meeting minutes of October 3, 2022 were approved.

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

Judy Allen of West Hartford submitted the following written comments:

I am in total support of a bylaw change and creation of a form to clarify and report any conflicts of interest. The MDC is charged with overseeing a natural resource and providing essential drinking water and sanitation. The need for transparency is crucial.

But I have some concerns about specific portions of what is being proposed. It may be I'm just not fluent in legalese.

I have questions about the section that deals with the "impossibility" of disclosure. To me, impossible to disclose might be exactly the kind of ethics violation the public needs to know.

What does impossibility mean?

What would be an example?

Does it mean impossible to disclose to the public?

Does it mean a family member won't give the information needed?

There should be at least be some sort of guidance for the Ethics Advisory Board to use in evaluating a waiver due to impossibility or conflict. Or does the board get to decide that for themselves?

The Ethics Advisory Board should have the responsibility to inform the District Board when a waiver has been made because of impossibility and recommend which general issues the commissioner should not be able to discuss or vote on.

I'm assuming a waiver because of impossibility in one area does not excuse an individual to disclose and file conflicts of interest in other areas.

I also have questions about how the thresholds of \$10,000 or 35% for some transactions and ownership were arrived at. At least for commissioners these need to be very stringent.

What if I'm 25% owner in a company from which I get \$10,5000 a year? Is that a conflict of interest? Would I even need to disclose this at all?

If I and my son use the same attorney for personal reasons, who's business transactions are the same as for others, and I pay that attorney \$9,000 and my son pays the same attorney \$5,000. Is that a violation?

Does “in the aggregate” mean the total is for both me and any family member together?

I believe the Chair of the District Board is in a unique position of influence and is granted significant power. Therefore the chair should not be a member of the Ethics Advisory Board nor involved in proposing any commissioner to serve on that board.

I believe that the Chair should be held to a higher standard and should not have any ownership in any company doing business with the MDC. There should not be even any appearances of conflict.

Since standards for conflict of interest apply to both employees and officers and would not be referred to the Ethics Advisory Board, would it be the district counsel’s responsibility to determine any violations and what the proper response should be?

I’m assuming employee filings would not be made public. But I see the value in making officer’s filings public.

Taking on the position of commissioner is an important commitment. I am grateful for your work and the time commitments involved for no pay. I would like the MDC Board to have a sterling reputation for transparency. I think your customers will be grateful for strict ethical standards that are enforced.

Judy Allen
West Hartford

REPORT FROM DISTRICT CHAIRMAN

No report.

REPORT FROM CHIEF EXECUTIVE OFFICER

Chief Executive Officer Scott Jellison discussed the upcoming tour of the Hartford Water Pollution Control Facility with the Committee on Technology on November 14th. He also let the Board know that an update on the management study from 2003 will be presented during the December District Board meeting. He recapped the budget meeting with member towns that took place on October 27th and discussed the upcoming Board of Finance meeting on November 9th. He also updated the Board on the Linbrook sewer repair and that it is coming to conclusion. In addition, he let the Board know that Rita Kelley, the Affirmative Action Officer, will present an update on the submitted and approved affirmative action plan by CHRO. Lastly, he discussed water shutoffs and informed the Board that fourth quarter ad valorem tax payments were received from all member towns.

REPORT FROM DISTRICT COUNSEL

District Counsel Christopher Stone updated the Board on the appellate court decision on the Marriott appeal regarding the supplemental assessment lien and the DEEP landfill lawsuit which will be filed next week. District Counsel also updated the Board about a January 5, 2023 hearing on the Colebrook declaratory ruling petition before the Department of Public Health, the South Hartford Conveyance Tunnel DRB claim, and legal collections.

Commissioner Desai exited the meeting at 6:01 PM.

Petition for Disability Retirement

To: District Board November 2, 2022
From: Personnel, Pension and Insurance Committee

Pursuant to Section G 1 b. of the General Ordinances, we are recommending that the Personnel, Pension and Insurance Committee approve a Disability Retirement effective December 1, 2022, for Mr. Randy Breakell. We have received the employee's written petition for consideration under the Disability Retirement provision. The employee's doctors have provided adequate medical information to support the condition that the employee is permanently disabled and cannot engage in any gainful occupation or employment and an independent medical review has confirmed this position. The employee has also been approved for Social Security Disability.

A thorough review of this petition was conducted prior to advancing this recommendation for action. The "General Ordinances" provides that disability retirement requests be confirmed against the following definition:

"...has become permanently disabled from engaging in any gainful occupation or employment..."

To conform to this definition, Staff is hereby directed to take the appropriate actions with all individuals approved for disability retirements to periodically confirm the continuing adherence to the definition which may include requests for tax reports and/or medical status reports.

Therefore, staff is recommending that the employee's petition for disability retirement be approved.

At a meeting of the Personnel Pension and Insurance Committee held on November 2, 2022, it was:

VOTED: That the Personnel Pension and Insurance Committee recommend to the District Board passage of the following resolution:

RESOLVED: That effective December 1, 2022, Mr. Randy Breakell shall be approved for a Disability Retirement pursuant to the terms and conditions of the General Ordinances of the Metropolitan District Commission.

Respectfully submitted,



John S. Mirtle, Esq.
District Clerk

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

Without objection, resolutions #11A “Revision of Bylaw § B6d ‘Disclosure of Interest’” and #11B “Code of Ethics Acknowledgment & Potential Conflict of Interest Disclosure Form” were consolidated and considered together.

REVISION TO DISTRICT BYLAWS

To: District Board November 2, 2022
From: Committee on MDC Government

At the September 28, 2022 meeting of the Committee on MDC Government, the Office of District Counsel presented to the Committee a draft amendment to the District Bylaws which would require Commissioners and Citizen Members to provide an annual signed acknowledgment of the Code of Ethics and disclosure of potential conflicts of interest on a form to be provided by the Office of District Counsel. Additional revisions to this amendment were made based on comments received at this meeting and the proposed final draft language is provided below for consideration and action.

At a meeting of the Committee on MDC Government held on November 2, 2022, it was:

VOTED: That the Committee on MDC Government recommends to the District Board passage of the following resolution:

RESOLVED: That the following revision to The Metropolitan District’s Bylaws be adopted as follows:

B6d DISCLOSURE OF INTEREST

No officer, Commissioner, Citizen Member or employee engage in or participate in any business or transaction, including outside employment with a private business, or pursue an interest, directly or indirectly, which is incompatible with the proper discharge of his or her official responsibilities in the public interest or which would tend to impair his or her independent judgment or action in the performance of official responsibilities.

(ab) If any officer, Commissioner, Citizen Member or employee has a personal interest, or a member of his/her immediate family has a financial or personal interest, in any matter coming before, or which has been before, the District Board, or any of its Bureaus, Commissions or Committees, or if there is any matter, the consummation of which is incompatible with the proper discharge of official duties, such officer, Commissioner, Citizen Member or employee shall so advise such body. If such officer, Commissioner, Citizen Member or employee is a member of such body, he or she shall refrain from voting upon or otherwise participating in the consideration of such matter or any determination in connection therewith by such body, and shall not be present at any executive session of such body at which such matter is considered. Notwithstanding the prohibition in subsection, such officer, Commissioner, Citizen Member or employee a public employee or public official may vote or otherwise participate in a matter if it involves a determination of general policy and the interest is shared with a substantial segment of the population of the municipality; provided, in the case of a Commissioner, said Commissioner shall not preside over any meeting or hearing involving such matter.

(b) On or before January 31 of each year or within thirty (30) days of appointment, each Commissioner and Citizen member shall file an acknowledgment of the Code of Ethics and Disclosure of Potential Conflict of Interests, on a form to be provided by the Office of District Counsel.

The statement shall include the following information regarding the individual required to file the statement and the individual's immediate family:

- (1) A disclosure of any business transaction with the District;
- (2) The disclosure of any business or family relationship with any Commissioner, Citizen Member, officer or employee of the District;
- (3) The disclosure of any family relationship with any third-parties having a business relationship with the District (i.e., a family member acting as an officer, employee or member of third-party);
- (4) An affirmative attestation that the Citizen Member or Commissioner is in full compliance with all eligibility requirements for said office;
- (5) A broad statement of disclosure of any other known potential conflicts of interest.

The statement filed pursuant to this section shall be a matter of public information. Any individual who is unable to provide information required under the provisions this section by reason of impossibility may petition the Ethics Advisory Board for a waiver of the requirements. Any individual who fails to file the statement of financial interests or other information as required by this section and is found by the Ethics Advisory Board to be in violation of this section, shall be reported to the District Board and to their respective appointing authority for possible action.

Respectfully submitted,



John S. Mirtle, Esq.
District Clerk

**CODE OF ETHICS POLICY ACKNOWLEDGMENT
AND DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST**

To: District Board

November 2, 2022

From: Committee on MDC Government

At the September 28, 2022 meeting of the Committee on MDC Government, the Office of District Counsel presented to the Committee a draft amendment to the District Bylaws which would require Commissioners and Citizen Members to provide an annual signed acknowledgment of the Code of Ethics and disclosure of potential conflicts of interest on a form to be provided by the Office of District Counsel. Additional revisions to this amendment were made based on comments received at this meeting and the proposed final draft language is provided below for consideration and action.

Therefore, it is **RESPECTFULLY SUBMITTED** that it be

VOTED: That the Committee on MDC Government recommends to the District Board passage of the following resolution:

RESOLVED: That the following "CODE OF ETHICS POLICY ACKNOWLEDGMENT AND DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST" form is hereby adopted and approved for use:

Respectfully submitted,



John S. Mirtle, Esq.
District Clerk

THE METROPOLITAN DISTRICT

**CODE OF ETHICS POLICY ACKNOWLEDGMENT
AND DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST**

I have received, read and understand, and agree to abide by the By-Laws of the District Board and the Code of Ethics contained therein. As outlined in the Code of Ethics, no officer, Commissioner, Citizen Member or employee shall appear for, or represent, any personal interest, or any public interest except that of The Metropolitan District, in any matter pending before or procurement being considered by the District staff, District Board, or any of its Bureaus, Commissioners, or Committees. In furtherance of this policy, I hereby make the following affirmative statements and representations:

1. Do you, or to your knowledge does a Family Member¹ directly or indirectly, (i) maintain any business transaction with the District, or (ii) receive any compensation, grants, gifts or other benefits from the District, or any person seeking to do or doing business with the District? Examples of a business transaction may include a purchase or sale, lease, contractual arrangement, performance of services or participation in a joint venture.

Yes

No

If so, please describe the nature of the business transaction, compensation arrangement, or any other benefit, and the identities of each of the parties involved. If the applicable arrangement concerns a Related Person, please describe how the person or entity is related to you. If more than one relationship must be disclosed, please number the relationships.

¹A **Family Member** is a spouse, sibling (whether by whole or half-blood), child (natural or adopted), grandchild, or spouses of siblings, children or grandchildren.

2. To the best of your knowledge, do you have a business² or family relationship with any other current Commissioner, Citizen Member, officer or employee of the District?

Yes

No

Please describe the exact nature of any family relationships or business relationships or transactions, and the parties involved. If more than one relationship or transaction must be disclosed, please number the relationships and transactions.

3. Do you, or to your knowledge, does a Family Member, serve as an officer, employee, or member of the governing body of an entity which has in the past year applied, or which you anticipate may apply, for funding from or engage in a business transaction with the District?

Yes

No

² A **business relationship** is defined as:

1. One person is employed by the other in a sole proprietorship or by an organization with which the other is associated as a trustee, director, officer, key employee, or greater than 35% owner.
2. One person is transacting business with the other (other than in the ordinary course of either party's business on the same terms as are generally offered to the public), directly or indirectly, in one or more contracts of sale, lease, license, loan, performance of services, or other transaction involving transfers of cash or property valued in excess of \$10,000 in the aggregate during the organization's tax year. Indirect transactions include transactions with an organization with which one person is associated as a trustee, director, officer, key employee, or greater than 35% owner.
3. The two persons are each a director, trustee, officer, or greater than 10% owner in the same business or investment entity. "Ownership" is measured by stock ownership (either voting power or value) of a corporation, profits or capital interest in a partnership or limited liability company, membership interest in a nonprofit organization, or beneficial interest in a trust. Ownership includes indirect ownership (e.g., ownership in an entity that has ownership in the entity in question); there can be ownership through multiple tiers of entities.

Please list the applicable entity or entities, and the position held by you or your Family Member:

4. Continued Appointment Eligibility and Additional Potential Conflicts of Interest:

Please answer the following two (2) questions:

1. Are all eligibility conditions of your appointment as an officer, Commissioner/Citizen Member presently satisfied (e.g., residency/elector of district/municipality, as your particular appointment requires)?

Yes _____

No _____

2. To the best of your knowledge, are you or your immediate family involved in any other activity or relationship not characterized or described above, business or otherwise, which has the potential for being a conflict of interest with your role and responsibilities to the District?

Yes _____

No _____

If yes to either or both, please describe:

ATTEST:

I hereby swear under penalty of false statement that the foregoing statements are true and complete to the best of my knowledge and belief.

I understand that I have an ongoing obligation to amend this form should any circumstances change which would cause any of the statements herein to be inaccurate or incomplete.

If an apparent or potential conflict hereafter arises within the spirit of the Conflict of Interest Policy, I shall immediately disclose the facts and circumstances in writing or via e-mail to the District Counsel.

Name (please print) _____

Position _____

Date

Signature

State of Connecticut
County of Hartford

Subscribed and sworn before me this _____ day of _____, 20__.

Notary Public/Commissioner of Superior Court

Please return this completed questionnaire (hard copy or via e-mail) to:

Office of the District Counsel
The Metropolitan District
555 Main Street
Hartford, CT 06103
legal@themdc.com

NOTE: Failure to submit this form to District Counsel on or before January 31 of each calendar year will result in notice being provided to the District Board and the appointing authority of the Commissioner/Citizen Member.

On motion made by Commissioner Magnan and duly seconded, the reports for resolutions #11A “Revision of Bylaw § B6d ‘Disclosure of Interest’” and #11B “Code of Ethics Acknowledgment & Potential Conflict of Interest Disclosure Form” were received and resolutions adopted by unanimous vote of those present.

**ETHICS ADVISORY BOARD
REPORT RE: POSSIBLE ETHICS CODE VIOLATION**

To: District Board

November 2, 2022

From: Ethics Advisory Board

At a meeting of the Ethics Advisor Board held on September 19, 2022, it was:

VOTED:

Be it resolved, the Ethics Advisory Board hereby finds and reports the following:

- 1) Commissioner Taylor admits that he met with Dan Mara of Sandler & Mara PC on two separate occasions to discuss disputed 2021 and 2022 legal invoices presented by Sandler & Mara PC;
- 2) Without questioning the motives of Commissioner Taylor, the Ethics Advisory Board consider Commissioner Taylor’s action to be technical violations of MDC Bylaw § B6d;
- 3) The Ethics Advisory Board hereby recommends that there be a finding of ethical violations as referenced above, but that the District Board take no discipline or censure against Commissioner Taylor, but rather that he be advised that any similar violations may lead to more adverse consequences; and
- 4) The Ethics Advisory Board further recommends no Commissioners meet with any individual or representative of any entity, constituent or otherwise, having an adverse claim or claims against the District. To the extent that there is any question as to whether any adverse claim exists, the matter should be referred to the Office of District Counsel.

After discussion, Commissioner Currey made a motion to call the question. The motion passed by two-thirds vote on a roll call vote.

The result of the roll call:

Yeas: Commissioners Andrew Adil, John Bazzano, Donald Currey, William DiBella, John Gale, Peter Gardow, Joan Gentile, Jean Holloway, Byron

Lester, Diane Lewis, Maureen Magnan, Bhupen Patel, Pasquale J. Salemi, Calixto Torres, and James Woulfe (15)

Nays: Commissioners John Avedisian, Richard Bush, David Drake, Allen Hoffman, Jacqueline Mandyck and Dominic Pane (6)

Abstentions: Commissioner Alvin Taylor (1)

Absent &

Not Voting: Commissioners Avery Buell, Dimple Desai, James Healy, Jon Petoskey and Richard Vicino (5)

On motion made by Commissioner Woulfe and duly seconded, the recommendation of the Ethics Advisory Board was received and accepted.

POTENTIAL VIOLATION OF BYLAW B2K BY COMMISSIONER TAYLOR

Commissioner Currey made a motion to postpone Agenda Item #13 “Potential Violation of Bylaw B2k By Commissioner Taylor” indefinitely. The motion was duly seconded and passed unanimously by vote of those present.

**INTERNAL AUDIT COMMITTEE
INVESTIGATION OF SANDLER & MARA PC**

District Chairman DiBella relinquished his chair and Vice Chairperson Magnan assumed the chair position for Agenda Item #14 “Investigation of Sandler & Mara PC Invoices”

Commissioner Mandyck, Chairperson of the Internal Audit Committee, delivered an update on the status of the investigation by outside counsel for the Internal Audit Committee.

OPPORTUNITY FOR GENERAL PUBLIC COMMENTS

No one from the public appeared to be heard.

COMMISSIONERS COMMENTS AND QUESTIONS

Commissioner Torres spoke on Commissioner Taylor’s recusal at the District Board’s referral of Sandler & Mara invoices to the Internal Audit Committee in August.

Commissioner Currey thanked District Counsel Stone for his work and inquired about there being any opportunity to negotiate with member towns who are in arrears for

paying for catch basin cleaning. He also recommended looking at moving Bylaw B2k to the jurisdiction of the Ethics Advisory Board.

Commissioner Bush commented on the Linbrook Road sewer repair completion and stated that the MDC and its contractors did good work and were very professional.

Commissioner Taylor thanked the Ethics Advisory Board for their fairness in review of the potential ethics code violation.

Commissioner Salemi spoke on wildlife in the area and stated that a bobcat was sighted near St. Francis hospital in the City of Hartford.

Commissioner Adil commented that the MDC conservation officers are not permitted to carry bear spray.

Commissioner Avedesian commended the MDC for the work done finding the woman's wedding ring in the Hartford catch basin. He also congratulated Susan Negrelli for her recent award from the American Construction Institute.

ADJOURNMENT

The meeting was adjourned at 7:31 PM

ATTEST:

John S. Mirtle, Esq.
District Clerk

Date of Approval