



The Metropolitan District
water supply · environmental services · geographic information

**INTERNAL AUDIT COMMITTEE
SPECIAL MEETING
TUESDAY, OCTOBER 31, 2023
12:00 PM**

Location

Board Room
District Headquarters
555 Main Street, Hartford

Dial in #: (415)-655-0001
Access Code: 2316 646 1598#

[Meeting Video Link](#)

Commissioners

Currey	Lewis
DiBella (Ex-Officio)	Mandyck (C)
Gardow	Pane
Hoffman (VC)	Taylor

Quorum: 4

-
1. CALL TO ORDER
 2. PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS
 3. APPROVAL OF MEETING MINUTES OF APRIL 4, 2023
 4. CONSIDERATION AND POTENTIAL ACTION RE: FREEDOM OF INFORMATION REQUEST FROM COMMISSIONER SALEMI RE: INVESTIGATION OF SANDLER & MARA PC INVOICES AND POTENTIAL WAIVER OF ATTORNEY CLIENT PRIVILEGE (EXECUTIVE SESSION)
 5. COMMISSIONER REQUESTS FOR FUTURE AGENDA ITEMS
 6. OPPORTUNITY FOR GENERAL PUBLIC COMMENTS
 7. ADJOURNMENT



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TRIAL LAWYERS



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John R. Logan*

**Also a member of the Massachusetts Bar*

J. Paul Vance, Jr. **

*** Also a member of the Mashantucket Pequot Tribal Court*

James F. Sullivan***

**** Member of the American Board of Trial Advocates*

Noah J. Kores ****

***** Also a member of the Florida Bar*

Al Mencuccini, Retired

September 1, 2023

Mr. John Mirtle
Assistant District Counsel/Clerk
Metropolitan District Commission
555 Main Street
Hartford, CT 06103

Re: Freedom of Information Request.

Dear Mr. Mirtle,

Pursuant to the Freedom of Information Act ("FOIA"), Conn. Gen. Stat. §§ 1-200 et seq., I, on behalf of Pasquale Salemi, request the production and disclosure of the following documents:

1. Any and all statements provided to Attorney Patrick McHale in connection with the Metropolitan District Commission's ("MDC") Investigative Report Relating to Sandler & Mara, P.C. Invoices, dated April 4, 202W (hereinafter the "Investigative Report").
2. Any and all material Jacqueline Mandyk, Chair of the Internal Audit Committee provided Attorney Patrick McHale.
3. Any and all written witness questions that Attorney Patrick McHale had in connection with the Investigative Report.
4. Documents evidencing the comings and goings of MDC employees from date to date.
5. Notes kept by Attorney Patrick McHale in connection with the Investigative Report.
6. Copy of all legal opinions on recusal and the authority of the chairman referenced in the January 19, 2023 meeting of the internal audit committee.

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7. Copy of all documents provided to the Internal Audit Committee in its March 16, 2023 meeting.
8. Copy of all documents provided to the Internal Audit Committee in its March 29, 2023 meeting.
9. Copy of all documents provided to the Internal Audit Committee in its April 4, 2023 meeting.
10. Copy of any timelines referenced in the Investigative Report.
11. Copies of any board resolutions in 2021 or 2022 concerning MIRA, the South Meadows trash facilities, or work performed by Attorney Sandler.
12. Copies of any and all documents in which outside counsel fees are recorded as allocated and spent for the past years 2021 and 2022.
13. Copy of the full transcript of the February 1, 2023 meeting of the Board of Finance.

Thank you.

Very truly yours,



James F. Sullivan

JFS/jp

**INTERNAL AUDIT COMMITTEE
SPECIAL MEETING
The Metropolitan District
555 Main Street, Hartford
Tuesday, April 4, 2023**

PRESENT: Commissioners Donald Currey, Peter Gardow, Allen Hoffman, Diane Lewis, Jackie Mandyck, Dominic Pane and Alvin Taylor (7)

REMOTE ATTENDANCE: (0)

ABSENT: District Chairman William DiBella (1)

ALSO PRESENT: Commissioner John Avedisian
Commissioner Joan Gentile
Commissioner Georgiana Holloway
Scott Jellison, Chief Executive Officer
Christopher Stone, District Counsel
John Mirtle, District Clerk
Kelly Shane, Chief Administrative Officer (Remote Attendance)
Robert Schwarm, Director of Information Systems (Remote Attendance)
David Baker, IT Consultant (Remote Attendance)
Dylan Pecego, IT Consultant (Remote Attendance)
Carrie Blardo, Assistant to the Chief Executive Officer
Victoria Escoriza, Executive Assistant
Julie Price, Executive Assistant

CALL TO ORDER

Chairperson Mandyck called the meeting to order at 4:01 PM

PUBLIC COMMENTS RELATIVE TO AGENDA ITEMS

Representative Tom Delnicki of the 14th District stated that he hopes and requests that the Independent Counsel Report become a public document today.

Alyssa Peterson, of Hartford, reiterated her comments from the March 29th meeting and requests that Commissioners discuss as much as possible in open session.

Commissioner Lewis entered the meeting at 4:04 PM.

APPROVAL OF MEETING MINUTES

On motion made by Commissioner Pane and duly seconded, the meeting minutes of March 29, 2023 were approved. Commissioner Taylor abstained.

INDEPENDENT COUNSEL REPORT

At 4:09 PM, Chairperson Mandyck requested an executive session so that the Internal Audit Committee members could review and discuss the draft report prepared by independent counsel.

Commissioner Taylor wanted to make sure that the record clearly states the basis upon which the Committee is going into executive session. Secondly, he asked if there are to be amendments to the report, in what form are those amendments to be?

Commissioner Pane raised a point of order that Commissioner Taylor previously recused himself on this matter and therefore his involvement is inappropriate.

Chairperson Mandyck stated that Commissioner Taylor recused himself on this matter and she previously ruled on a similar point of order raised about Commissioner Taylor un-recusing himself on this matter. Chairperson Mandyck ruled on the point of order that Commissioner Taylor will not be permitted to un-recuse himself on this matter. The Chairperson's ruling was not appealed.

On a motion made by Commissioner Currey and duly seconded, the Internal Audit Committee entered into executive session to review the draft report prepared by Attorney McHale which is attorney-client privileged communication and attorney work product.

Those in attendance during the executive session:

Commissioners Donald Currey, Peter Gardow, Allen Hoffman, Diane Lewis, Jackie Mandyck, and Dominic Pane; Chief Executive Officer Scott W. Jellison; District Counsel Christopher Stone; Assistant District Counsel/District Clerk John Mirtle.

RECONVENE

At 6:40 P.M., Chairperson Mandyck requested to come out of executive session and on motion made by Commissioner Hoffman and duly seconded, the Internal Audit Committee came out of executive session and reconvened. No formal action was taken in executive session.

Commissioner Currey made a motion to accept the investigation report by Kainen, Escalera & McHale. The motion passed by unanimous vote of those present.

RECOMMENDATIONS OF INTERNAL AUDIT COMMITTEE AND TRANSMITTAL OF INDEPENDENT COUNSEL REPORT TO BOARD OF COMMISSIONERS***Commissioner Gardow moved the following resolution for approval:***

“The Metropolitan District Internal Audit Committee hereby adopts the following resolution:

Whereas, at a Special Meeting of The Metropolitan District Board of Commissioners (“District Board”) called pursuant to MDC By-Law B1b and held on August 1, 2022, the Board referred the matter of outstanding 2021 and 2022 Sandler & Mara, P.C. legal invoices to the Internal Audit Committee; and

Whereas, at its meeting of September 6, 2022, the Internal Audit Committee adopted a resolution recommending that the District Board create a budget in the amount not to exceed \$50,000.00 for the Internal Audit Committee to retain outside legal counsel to conduct an independent investigation into issues relating to 2021 and 2022 Sandler & Mara, P.C. invoices; and

Whereas, at its meeting of September 7, 2022, the District Board adopted the foregoing resolution of the Internal Audit Committee, thereby creating a budget in the amount not to exceed \$50,000.00 for the Internal Audit Committee to retain outside legal counsel to conduct an independent investigation into issues relating to 2021 and 2022 Sandler & Mara, P.C. invoices; and

Whereas, at its meeting of October 11, 2022, the Internal Audit Committee selected the firm of Kainen, Escalera & McHale to conduct the independent investigation; and

Whereas, at its meeting of March 16, 2023, the Internal Audit Committee received a draft report from counsel conducting the independent investigation; and

Whereas, at its meeting of March 16, 2023 and March 29, 2023, the Internal Audit Committee thoroughly reviewed the draft report;

Now Wherefore, the Internal Audit Committee resolves as follow:

1. The Internal Audit Committee concurs with the findings set forth in the “Investigation Report Relating to Sandler & Mara, P.C. Invoices” prepared by Attorneys Patrick McHale and Jennifer Dixon of Kainen, Escalera & McHale, P.C. and dated April 4, 2023 (“Report”), including the recommendations contained therein, and the report is hereby accepted and forwarded to the District Board for its consideration and action as it deems appropriate; and

2. In addition to the recommendations set forth in the Report, the Internal Audit Committee also recommends the following to the District Board:

a. The District Board refer to the Committee on MDC Government the development of an annual training and orientation of new and existing Board members to provide such members with information relating to their specific authority under the District Charter, Ordinances and By-Laws and the operation, organization, and governance of The Metropolitan District in general.

b. The District Board refer to the Committee on MDC Government the issue of whether, and if so to what extent, the terms of the chairpersons and vice chairpersons of the Board and

all committees, bureaus and subcommittees should be limited, by ordinance or by-law, and direct said Committee to report its recommendations, if any, to the District Board on or before September 1, 2023.

c. The District Board refer to the Committee on MDC Government revision of By-Law § B2k to provide that the MDC Chairperson and Commissioners direct individual requests only to the Chief Executive Officer, not to the Chief Executive Officer and the District Chairperson, and other revisions as it deems advisable.”

The resolution was duly seconded and passed by unanimous vote of those present.

District Counsel Stone described a written request from the Committee members for a special District Board meeting on April 10, 2023 at 5:30 PM with the inclusion of item #1 “Transmittal of Independent Counsel Report Re: Sandler & Mara, P.C. from the Internal Audit Committee to the District Board” and the Committee has also requested that the Independent Counsel give a verbal report. District Counsel clarified, for the record, that part of Attorney McHale’s transmittal includes said verbal report.

OPPORTUNITY FOR GENERAL PUBLIC COMMENTS

No one from the public appeared to be heard.

ADJOURNMENT

The meeting was adjourned at 5:48 PM

ATTEST:

John S. Mirtle, Esq.
District Clerk

Date of Approval