

OLSBA WPCA BOARD MEETING MINUTES - DRAFT MAY 23, 2024 7:00PM VIA ZOOM

ESTABLISH QUORUM & CALL TO ORDER

Al Roy, WPCA Chair, welcomed everyone to our re-scheduled WPCA meeting and called the meeting to order at 7:02 PM after establishing a quorum. All members of the Board were in attendance: John Cunningham, Dede DeRosa, Diane Duhaime (ex-officio), Paul Graml, Jay Moynihan, Bob Palazzo, Al Roy, and Greg Symon. There were eight additional members of the community on the Zoom call. We thank the six OLSBA Officers/Governors who were present: Diane Duhaime, Paul Yellen, Greg Symon, Jay Moynihan, John Mandracchia and MaryKate Reynolds.

APPROVAL OF MARCH MEETING MINUTES

A motion was made by Greg Symon to approve the minutes from the 03-19-2024 WPCA Board Meeting. Paul Graml seconded the motion. The motion passed unanimously.

TREASURER'S REPORT

John Cunningham, WPCA Treasurer, provided a report of financial activity including bills paid and expected future expenses for this fiscal year. (Link to full [Treasurer's Report](#)). There has been minimal transaction activity since the May 2nd meeting and future expenses for the remainder of the fiscal year have been revised downward to \$3,500. Given the complexity and pace of various discussions and negotiations with other stakeholders, most of the planned expenses have slipped into the next fiscal year. Therefore, instead of requesting the full amount of the remaining OLSBA allocation to the WPCA (\$12.5k) the WPCA has only requested \$5k more for this fiscal year, leaving \$7,500 of the total \$25,000 allocated for FY 23-24 with the BOG.

The WPCA Budget Proposal for Fiscal Year 2024-2025 was presented to the OLSBA Finance Committee. A WPCA budget of \$32.5k for FY25 was accepted by the BOG. A memo was also sent to the Finance Committee regarding liquidity concerns given the timing of project expenses, most of which are reimbursable under our Clean Water Funds. More discussion on this to follow. Jay Moynihan asked about the process to recover eligible expenses from the Shared Infrastructure being managed by Old Colony. John Cunningham explained that this will be a priority for him once he completes the reconciliation process for all OLS-only expenses.

WPCA ORGANIZATIONAL ISSUES

Paul Graml introduced a document delineating [WPCA Roles and Responsibilities](#). Dede DeRosa made a motion to adopt the Roles and Responsibilities Document and Greg Symon seconded the motion. Discussion followed and Al Roy noted that this document was originally submitted to the BOG 7-18-2023. Paul explained that the document is a straightforward description of roles and responsibilities. Jay Moynihan had questions about the wording of two sections. Ultimately, the board members decided to call a vote on the document as presented and submit to the BOG where it could be amended, if desired. A voice vote was taken and

passed 6-1: Al Roy-yes, Greg Symon-yes, Dede DeRosa-yes, Paul Graml-yes, John Cunningham-yes, Bob Palazzo-yes, Jay Moynihan-no.

Terms of three Board Members expire on June 30. Recruitment efforts are underway. We will continue to need two BOG members on the WPCA Board due to the previous rejection of the WPCA's suggested ordinance changes by the BOG. Members engaged in a lengthy discussion about how many elements of the current WPCA ordinance make it difficult operationally and to staff both boards effectively. There was additional discussion about the workload/focus required of members in dual roles. Unlike in prior, less active years, this is a highly impractical expectation of volunteer board members.

OLS WPCA PROJECT COST RE-ESTIMATING INITIATIVE

Al Roy thanked Dennis Colombie and Bob Palazzo for taking two approaches to re-estimate project costs in 2024 dollars and summarizing their conclusions that we should anticipate an 18-21% increase in costs. A request was made to provide the analysis to board members..

ALLIANCE ACTIVITY

New London Inter-municipal Agreement - the New London WPCA will be presenting the terms of the deal with the Alliance at a meeting on May 27. Assuming approval, we expect to receive a final version of the contract from NL for Alliance review shortly after the meeting.

Cost Sharing Agreement (CSA) - the focus is on the Town of Old Lyme officially joining the CSA. The Town has committed that this should happen by July.

\$15M Forgivable Loan/Bond Resolution - work continues with our Bond Attorneys to officially secure this additional project funding. Many details are still TBD.

Final Adjustments to the Shared Infrastructure Design - there are several potential design changes that remain unresolved. The Alliance has reengaged Fuss and O'Neill to work through the issues. This is a prerequisite for preparing new bid documents.

Supplemental Bond Resolution - It is clear that all members of the Alliance will require supplemental bond resolutions to integrate the additional \$15M into the project plan. The initial OLS Bond Resolution passed in 2012 cannot be revoked or modified. We plan to propose scheduling a special meeting prior to any Association vote on a Supplemental Bond Resolution.

COMMUNICATION PLAN - ANNUAL MEETING

The Board was provided with a document containing the proposed update for the OLSBA Annual Meeting. [Link to update here.](#) We expect to provide a more detailed update at a special meeting dedicated to WPCA issues and status. Our top priority continues to be to work towards an updated cost projection and impact to each household.

Correspondence - none

Resident Comments - none

A motion was made by Al Roy and seconded by Greg Symon, the meeting was adjourned at 8:30pm.

The Next WPCA Board Meeting will be held Tuesday, June 18th at 7 pm