Old Lyme Shores WPCA

Minutes

May 12, 2026

<u>Quorum</u> – The meeting was called to order at 7:00pm. A quorum was present with Jay Moynihan, Bob Pallazzo, Marty Merritt, Dennis Colombie, Chris Shelton, and Jack Reynolds present.

Also invited were Kurt Mailman from Fuss & O'Neill, Mike Nelson from Fuss & O'Neill and Norb Church, legal counsel

Key Takeaways

- Meeting minutes for January 13, February 10, March 10, and April 14, 2026 were approved unanimously.
- QuickBooks accounting has been updated for the past 1.5–2 years with all receipts tabulated; no expenses to approve this meeting.
- The Clean Water Fund (CWF) application for the shared project (including the $15M forgivable loan) has been submitted and is under multi-agency state review; agreement execution is targeted between end of June and end of July 2026.
- Notices to Proceed for the shared project were issued on April 30, 2026; the internal project's Notice to Proceed is pending a Board of Governors vote expected at the May 20 meeting.
- Kurt Mailman (Fuss & O'Neill) presented the updated Table 4 project cost summary; escalation costs came in well under the 10% budget (approximately 3%), and contingency was increased to 8%.
- Mike Nelson (Fuss & O'Neill) was introduced as Project Manager for the Old Lime Shores internal sewer project.
- A Stormwater Committee was voted on and approved (4 in favor, 1 opposed) to address outstanding questions on stormwater feasibility, permitting, and financing.
- A public hearing is required by statute before construction begins; Attorney Church recommended it be held in person, not via Zoom.
- Governance concerns were raised by Jack Reynolds regarding the use of Zoom chat during meetings; the chair deferred a formal decision to the next meeting.
- The chair expressed concern about the association's readiness to manage a project of this financial and administrative scale, and noted outreach to DEEP and the Connecticut Council of Municipalities for potential support.

Discussed Topics

1. Roll Call and Attendance

The chair conducted roll call at the start of the meeting.

- **Details**
  - Jay: Called roll for Martin Merritt, Jack Reynolds, Dennis Colombie, Chris Shelton, Bob Palazzo, and noted Roger's absence.
- **Conclusion**
  - Quorum confirmed with Jay, Moynihan, Martin Merritt, Jack Reynolds, Dennis Colombie, Chris Shelton, and Bob Palazzo present.
  - Jack left meeting at 7:20.
  - Bob left at 8:52

2. Meeting Recording and Minutes Process

Discussion arose about who would handle recording and transcription in Tracy's absence.

- **Details**
  - Marty: Asked whether Tracy was on the call, as she had handled recording and minutes for the previous meeting.
  - Chris: Confirmed the meeting was already being recorded via Zoom.
  - Jack: Suggested Zoom Companion could auto-generate minutes.
  - Marty: Noted Tracy had used additional software to produce detailed minutes quickly after the last meeting.
- **Conclusion**
  - Chris agreed to figure out the transcription process post-meeting.

3. Approval of Meeting Minutes

The chair moved to approve four sets of previously drafted meeting minutes in a single motion.

- **Details**
  - Jay: Proposed approving minutes for January 13, February 10, March 10, and April 14, 2026 in one motion.
  - Dennis: Made the motion to accept all four sets of minutes as posted.
  - Chris: Seconded the motion.
  - All members confirmed they had read the minutes and had no concerns.
- **Conclusion**

- Minutes for January 13, February 10, March 10, and April 14, 2026 were approved unanimously and will be posted on the website as official.

4. Treasurer's Report

Chris provided a financial update covering recent accounting work.

- **Details**
    - Chris: Reported that QuickBooks has been updated for the past 1.5–2 years with the help of Rob Cappellucci and John Cunningham; all receipts are tabulated.
    - Chris: Noted most expenses have been administrative or non-clean-waterfront-eligible (e.g., Fuss & O'Neill fees).
    - Chris: Confirmed no expenses require approval at this meeting.
    - Marty: Asked about the status of the budget for next year and whether it had been approved.
    - Jay: Confirmed the budget has not yet been approved; a draft was sent to Rob in April; a cursory presentation may occur at the May 20 meeting, with something definitive before the annual meeting.
    - Marty: Asked about outstanding bills from NORB and whether the WPCA or the board is responsible.
    - Jay: Indicated bills for Norb Church go to the association on a monthly basis; will check with Rob on how costs are divided between WPCA and association.
- **Conclusion**
    - QuickBooks is up to date; no expenses to approve.
    - Budget draft to be resent to committee members; formal approval expected before the annual meeting.
    - Norb Church billing allocation to be clarified by Jay with Rob.

5. Governance: Zoom Chat Usage

Jack Reynolds raised a formal point of order regarding the use of Zoom chat during meetings.

- **Details**
    - Jack: Argued that Zoom chat allows non-board members to interrupt and potentially influence board members during meetings, which he characterized as unethical and potentially illegal; compared the WPCA to a quasi-municipal government subject to similar conduct standards.
    - Jack: Requested that the host disable the chat function immediately.

    - Jay: Acknowledged the concern but preferred to address it through a deliberative process at the next meeting rather than making an immediate change mid-meeting.
    - Chris: Offered to research how to restrict chat as host; emphasized the root issue is mutual respect among neighbors.
    - Marty: Agreed with Jack's point in principle.
    - Jack: Reiterated his request and noted he had to return to another meeting but wanted the issue formally on record.
- **Conclusion**
    - No immediate action taken; the chair committed to placing the Zoom chat policy on the agenda for the next meeting for deliberative discussion.

6. Fuss & O'Neill Update – Shared Project (Kurt Mailman)

Kurt Mailman presented a detailed update on the shared infrastructure project, including the Clean Water Fund application and Table 4 cost summary.

- **Details**
    - Kurt: Confirmed the CWF application has been submitted and is under review by multiple state agencies including Land and Water Resources Division, OTT, DEEP Treasury (Rogers), and Kim Forbes.
    - Kurt: Explained the next step is AG's office review and preparation of the funding agreement, including the Table 4 cost summary.
    - Kurt: Presented Table 4, covering previously expended technical services, construction admin, specialty services, record drawings, O&M, project closeout, legal budget, shared pump station, and shared shoreline sewer/force main/bioxide station.
    - Kurt: Noted escalation costs came in at approximately 3% versus the budgeted 10%; the delta was used to increase contingency to 8%.
    - Kurt: Confirmed escalation numbers from Baltazar (shared shoreline sewer: $353,203.79; shoreline pump station: $299,382.30) have been reviewed and appear reasonable.
    - Kurt: Explained that $754,000 in previously expended design services will be pulled off the $15M before allocation to prevent additional interest accrual.
    - Kurt: Confirmed Notices to Proceed for the shared project were issued on April 30, 2026 (365 days to substantial completion, 385 days to final completion).

  - Kurt: Noted that to prevent further escalation, notices to proceed were advanced so contractors could lock in vendor prices and begin submittals ahead of the formal pre-construction meeting.
  - Kurt: Described the pre-construction meeting process, including stakeholder invitations (wetlands, town, police, fire, DOT, Amtrak, DPW), contract signing, and safety/logistics briefings.
  - Kurt: Mentioned a Google poll has been sent by colleague Walter Dylag to schedule the pre-construction meeting.
  - Kurt: Confirmed contractors understand there will be no funds available for payment until CWF agreements are executed (approximately 45 days after execution).
  - Kurt: Estimated CWF agreement execution window between end of June and end of July 2026.
  - Marty: Asked about the force main change order; Kurt confirmed costs are included in Table 4 and a formal change order letter from all authorities having jurisdiction is still needed.
  - Dennis: Confirmed the lay-down area is the contractor's responsibility per the project manual; Kurt confirmed this applies to both internal and shared contracts.
  - Jay: Raised concern about the Town of Old Lyme's pushback on a proposed lay-down area north of Route 156; Kurt expressed surprise and noted it is the contractor's responsibility to resolve.
- **Conclusion**
  - CWF application is under state review; agreement execution targeted for end of June to end of July 2026.
  - Table 4 is near-final and will serve as the financial "Bible" for the project.
  - Notices to Proceed issued April 30, 2026; pre-construction meeting to be scheduled imminently.
  - Lay-down area is the contractor's responsibility; town permitting issue is being monitored.

7. Fuss & O'Neill Update – Internal Project: Stormwater and Sequencing (Kurt Mailman)

Discussion focused on the internal project's stormwater component, permitting timeline, and sequencing decisions.

- **Details**

    - Kurt: Explained the internal Notice to Proceed directs Balthazar to limit work to sewers and temporary paving until a decision is made on stormwater, to avoid restocking fee claims if stormwater scope is later reduced.
    - Kurt: Noted the stormwater component can be activated via a no-cost change order once a decision is made.
    - Jay: Raised sequencing concerns: stormwater permitting (180-day statutory review), need for private financing, and the risk of the contractor demobilizing dewatering equipment before stormwater work begins.
    - Marty: Raised two key questions: (1) whether Sheffield Brook can handle 3–4 times the current water volume without creating new flooding problems near Sea Spray; (2) whether the 6–8 month permitting timeline necessitates starting the permit application immediately.
    - Kurt: Confirmed the structures, dredging, and fill permit (for outfalls waterward of elevation 2.8) has a 180-day statutory review period; modifications during review that reduce impact are unlikely to significantly delay the process.
    - Kurt: Agreed it would be reasonable to start the permitting process now to get the clock running.
    - John Cunningham: Argued the membership voted for both the sewer and stormwater projects together and that failing to proceed could result in cost escalations from unforced errors.
    - Jay: Noted the Board of Governors has authority under the bond resolution to reduce project scope, but agreed sequencing and cost risks are real concerns.
    - Marty: Proposed forming a Stormwater Committee to address feasibility, financing, permitting, and Sheffield Brook capacity questions.
- **Conclusion**
    - Stormwater Committee approved by vote (4 in favor, 1 opposed). (Marty, Chris, Jack and Dennis – for, Jay – no)
    - Permitting process should begin as soon as possible given the 180-day review period.
    - Contractor to be asked for their deadline to receive a final decision on stormwater scope.

8. Introduction of Mike Nelson – Internal Project Manager (Fuss & O'Neill)

Mike Nelson was introduced as the dedicated Project Manager for the Old Lime Shores internal sewer project.

- **Details**

    - mike.nelson: Introduced himself as a civil engineer with 20 years of experience in water and sewer infrastructure, based in the Boston office; has worked with Balthazar on 3 projects in the last 2 years.
    - mike.nelson: Described his role: overseeing construction quality, processing monthly pay applications, coordinating with the on-site resident inspector, managing submittals and approvals, and serving as the primary liaison between WPCA, the association, the contractor, and permitting agencies.
    - mike.nelson: Noted he will attend WPCA meetings and provide monthly financial and progress reports.
    - mike.nelson: Requested a primary point of contact from the association (suggested the chairman).
    - mike.nelson: Described the resident inspector's role: daily documentation (weather, activities, equipment, visitors, police details, subcontractors), photo records, and change order documentation.
    - Dennis: Asked about rock excavation quantities in the unit price contract; Mike acknowledged he has not yet studied this in detail but has experience with rock removal and will report back.
    - Marty: Asked about the internal project's Notice to Proceed date (April 30, 2026, 420/450 calendar days) and whether Baltazar is already preparing vendor and supply lists.
    - mike.nelson: Confirmed he is already coordinating with Balthazar staff on the Springfield project and knows the team being assigned.
    - Marty: Asked when the association needs to inform the contractor about the stormwater scope decision; Kurt suggested posing this question directly to the contractor.
    - mike.nelson: Envisioned a virtual pre-construction meeting followed by a site visit; Kurt noted DEEP has offered their Old Lyme facility to host pre-construction meetings back-to-back for efficiency.
- **Conclusion**
    - Mike Nelson is the dedicated internal project PM; chairman to serve as primary point of contact.
    - Pre-construction meeting to be coordinated after the Board of Governors issues the internal Notice to Proceed (expected at May 20 meeting).
    - Rock excavation quantities to be reviewed and reported back by Mike Nelson.

9. Legal Update – Attorney Church

Attorney Church provided legal clarifications on several matters.

- **Details**
  - Norb: Confirmed the decision to issue the internal Notice to Proceed rests with the Board of Governors, consistent with how the shared project's notice was handled; anticipated a vote at the May 20 board meeting.
  - Norb: Confirmed a public hearing is required by statute before construction begins; no specific advance notice period is mandated, but legal notices must be published in the newspaper and on public bulletin boards.
  - Norb: Recommended the public hearing be held in person (not via Zoom) to allow full open participation; suggested reserving space at a school or similar venue.
  - Norb: Clarified the governance point raised by Jack Reynolds: WPCA meetings are subject to Freedom of Information requirements; the public has the right to watch and listen but no right to participate except during a designated public comment period on the agenda.
  - Norb: Acknowledged that Zoom chat can be distracting during meetings.
  - Norb: Used a house-building analogy to reassure members that Fuss & O'Neill's role as engineer/architect and Mike Nelson's role as PM will make the administrative process far simpler than anticipated; compared the experience to Point of Woods.
  - Norb: Suggested the association consider providing a stipend to the treasurer and secretary given the increased workload during construction.
- **Conclusion**
  - Board of Governors to vote on internal Notice to Proceed at May 20 meeting.
  - Public hearing to be scheduled over the summer, in person, with appropriate legal notice.
  - Public has right to observe meetings but has no right to participate outside of designated public comment periods.

10. Chair's Update: Project Management Capacity and Financial Readiness

The chair provided a personal update on concerns about the association's readiness to manage the project.

- **Details**
  - Jay Noted the cost-sharing group meeting was moved from May 11 to May 18.

  - Jay: Reported a call with DEEP on May 4 covering various issues; DEEP is exploring EPA technical assistance funding for project management and financial support.
  - Jay: Expressed concern about the association's capacity to manage a project of this scale, including signing off on hundreds of thousands of dollars in invoices, segregating funds, maintaining charts of accounts, and preparing for audits.
  - Jay: Noted outreach to the Connecticut Council of Municipalities regarding potential services.
  - Jay: Mentioned ongoing work on policies and procedures based on other community WPCAs; to be distributed to members before the next meeting.
  - Jay: Confirmed the next WPCA meeting is likely before the annual meeting (assumed June 13) and that an association meeting is expected in mid-June.
- **Conclusion**
  - DEEP and Connecticut Council of Municipalities being engaged for potential project management and financial support.
  - Policies and procedures update to be distributed before the next meeting.

11. Stormwater Committee Formation

Following the discussion on stormwater, a formal vote was held to establish a Stormwater Committee.

- **Details**
  - Marty: Proposed forming a committee to address stormwater feasibility, Sheffield Brook capacity, permitting, and financing; open to board members, WPCA members, and knowledgeable homeowners.
  - Jay: Expressed preference for seeing the committee's charge in writing and avoiding duplication with any Board of Governors committee.
  - Marty: Argued that further delay is costly and called for an immediate vote.
  - Vote: Marty – Yes, Dennis – Yes, Chris – Yes, Bob Palazzo – Yes, Jay – No.
  - Marty: Committed to sending a written recommendation and soliciting volunteers via email after the meeting.
  - Dennis: Informally indicated willingness to volunteer as Chair of the Committee
- **Conclusion**
  - Stormwater Committee approved (4–1).
  - Marty to circulate a written recommendation and call for volunteers; committee membership to be formally appointed by the WPCA.

12. Public Comment

The chair opened the floor for public comment at the close of the meeting.

- **Details**
  - Jay: Invited public comments; none were received.
- **Conclusion**
  - No public comments.

13. Adjournment

- **Details**
  - Marty: Moved to adjourn.
  - Dennis: Seconded.
  - All members voted in favor.
- **Conclusion**
  - Meeting adjourned unanimously.

Challenges

- **Zoom Chat Policy**: Unresolved disagreement over whether to disable Zoom chat during meetings; deferred to next meeting for deliberative discussion.
- **Stormwater Feasibility**: Unresolved question of whether Sheffield Brook can handle 3–4 times the current water volume without creating new flooding issues near Sea Spray.
- **Stormwater Permitting**: The structures, dredging, and fill permit has a 180-day statutory review period; permitting has not yet been initiated, creating a potential sequencing conflict with the sewer construction timeline.
- **Stormwater Financing**: Private financing for the stormwater component (not covered by CWF) has not yet been arranged.
- **Lay-Down Area**: The Town of Old Lyme raised unexpected pushback on a proposed contractor lay-down area north of Route 156; the Zoning Commission is seeking legal counsel's opinion on whether a special permit is required.
- **CWF Agreement Execution Timing**: The window for all three beach associations to convene, review, and sign the CWF agreement (requiring 3 signatures) falls during a difficult summer period; this is identified as a key wild card.
- **Association Financial and Project Management Capacity**: The chair expressed serious concern that the association is not yet adequately prepared to manage the financial and administrative demands of a multi-million-dollar construction project, including invoice processing, fund segregation, accounting, and audit readiness.

- **Norb Church Billing Allocation**: Outstanding question of whether NORB's fees are being billed to the WPCA, the association, or split; requires clarification with Rob.
- **Budget Approval**: The annual budget has not yet been approved; needs to be finalized before the annual meeting.
- **Rock Excavation Quantities**: Concern raised by Dennis that rock excavation quantities in the internal unit price contract may be underestimated; requires further review by Mike Nelson.

Action Items

- **Jay**
    - Resend the most recent budget draft to all committee members. (As soon as possible)
    - Clarify with Rob how Norb Church's billing is allocated between the WPCA and the association. (Before next meeting)
    - Place the Zoom chat policy on the agenda for the next WPCA meeting for deliberative discussion. (Next meeting)
    - Continue developing and distribute updated policies and procedures based on other community WPCAs to members. (Before next meeting)
    - Follow up with DEEP and the Connecticut Council of Municipalities regarding EPA technical assistance and project management/financial support. (Ongoing)
    - Identify and confirm the chairman as the primary point of contact for Mike Nelson. (Before pre-construction meeting)
    - Confirm the annual meeting date (assumed June 13) and schedule the next WPCA meeting accordingly.
    - Schedule a public hearing (in person) before construction begins; target August 2026; set the date at an upcoming meeting and issue legal notices.
- **Marty**
    - Send a written recommendation for the Stormwater Committee to all WPCA members, including proposed charge and call for volunteers. (After this meeting)
    - Coordinate with the Board of Governors to invite board members to participate in the Stormwater Committee.
    - Work with the committee to address: Sheffield Brook capacity, stormwater permitting initiation, financing options, and contractor deadline for scope decision.
- **Chris**

- Research how to restrict or disable Zoom chat as host for future meetings. (Before next meeting)
- Continue maintaining and updating QuickBooks accounting records.

- **Kurt Mailman (Fuss & O'Neill)**
  - Finalize and distribute the pre-construction meeting schedule via Doodle poll (coordinated by Walter Dylag); target back-to-back meetings at DEEP's Old Lyme facility.
  - Obtain a formal cover letter from all authorities having jurisdiction incorporating the force main and bioxide station scope and cost into the shared trunk line contract.
  - Confirm with Baltazar the deadline by which the association must decide on the stormwater scope.
  - Finalize Table 4 for inclusion in the CWF funding agreement.
- **Mike Nelson – Fuss & O'Neill**
  - Review rock excavation quantities in the internal project's unit price contract and report findings to the WPCA. (Before next meeting)
  - Coordinate with Baltazar on pre-construction meeting logistics and submittal packages.
  - Establish a regular communication cadence with the WPCA chairman once the internal Notice to Proceed is issued.
  - Attend WPCA meetings and provide monthly financial and construction progress reports once construction begins.
- **Dennis Colombie**
  - Consider volunteering for the Chair of the Stormwater Committee (informally indicated willingness).
- **Norb Church**
  - Advise on the public hearing notice requirements and assist with drafting legal notices when the hearing date is set.
  - Continue monitoring legal matters related to the project, including the lay-down area permitting issue if escalated.
- **Board of Governors**
  - Vote on the internal project Notice to Proceed at the May 20, 2026 meeting.
  - Consider participation in the Stormwater Committee.
  - Review and approve the annual budget before the annual meeting (expected June 13, 2026).