

SECOND TAXING DISTRICT COMMISSIONERS

Regular Meeting

October 20, 2009

Present: Mary E. Burgess Vice Chairperson
Al Ayme
Maria Borges-Lopez
Mary Mann
Cesar A. Ramirez

Also Present: John M. Hiscock General Manager
Candace Pampoukidis District Clerk

Public Present: Joe Tamburri

Absent: Otha N. Brown Chairman
Sylvester Maultsby

Call To Order

Vice Chair Mary E. Burgess called the Regular Meeting of the Second Taxing District Commissioners to order at 7:04 p.m. on Tuesday, October 20, 2009. The meeting was held at South Norwalk Electric and Water, One State Street, South Norwalk, Connecticut.

Acceptance of the Minutes

Commissioner Burgess: "I call the meeting of the Second Taxing District of City of Norwalk, Tuesday, October 20, 2009. I'll call the meeting to order, and I'd like a motion for acceptance of the minutes of..."

Commissioner Ayme: "So moved."

Commissioner Ramirez: "Second."

Commissioner Burgess: "...of the special meeting minutes, September 17th. Okay, we'll do them... do you want us to do them separately?"

Mr. Hiscock: "Your choice [responding to Commissioner Burgess]."

Commissioner Burgess: "Well then we'll do them both at once; the special meeting minutes. Is there any discussion?"

[No remarks]

Commissioner Burgess: "No? Okay, all in favor."

Commissioners simultaneously: "Aye."

Commissioner Ayme made a motion to accept the special meeting minutes of September 17, 2009 and the special meeting minutes of October 6, 2009. Commissioner Ramirez seconded and the motion passed unanimously with all four Commissioners present voting in favor and none opposed [Commissioner Mann was not present for the acceptance of the minutes].

Chairman's Remarks

Commissioner Burgess: "Now we're at Chairman's remarks. This acting Chairman doesn't have remarks to bore you with. But I would like to request two items be put on the agenda. The first one is the request for the funds for the Thanksgiving Dinner be put on the agenda to be discussed. And the... can I do two of these at once, John [Mr. Hiscock]?"

Mr. Hiscock: "Yes, uhhhh... yes."

Commissioner Burgess: "And the second one, to review the previous 1997 resolution governing funds for Commissioners' travel; to be revisited."

Commissioner Ramirez: "I'll move the motion to..."

Commissioner Borges-Lopez: "So moved."

Commissioner Ramirez: "...approve it."

Commissioner Ayme: "What's the first motion? Request...? The first...?"

Commissioner Burgess: "It's a request..."

Commissioner Ayme: "...agenda item."

Commissioner Burgess: "...to put it on the agenda."

Commissioner Ayme: "Request?"

Commissioner Burgess: "My request to put it on the agenda [responding to Commissioner Ayme]."

Commissioner Ayme: "Yes [acknowledging Commissioner Burgess], what's the item?"

Commissioner Burgess: "The first item was the Thanksgiving Dinner, and the second one is to review the previous 1997 resolution governing funds for Commissioner travel; revisit that."

Commissioner Ayme: "Revisit. Okay, got it."

Commissioner Burgess: "Okay so now, I assume in order to discuss the Thanksgiving Dinner request I need a motion to approve it and then we can discuss it, or...?"

Commissioner Ramirez: "I move the motion to..."

Mr. Hiscock: "Did you actually vote to...?"

Ms. Pampoukidis: "I have a motion... a motion to add those items to the agenda."

Commissioner Burgess: "Yes."

Commissioner Ramirez: "I second the motion."

Commissioner Borges-Lopez: "Second."

Ms. Pampoukidis: "You motioned [directed to Commissioner Ramirez]."

Commissioner Ramirez: "You move to... right, I moved to..."

Commissioner Burgess: "Right. All in favor?"

Commissioner Ayme: "And we have a second [referring to Commissioner Borges-Lopez]."

Commissioner Burgess: "Alright, yes."

Mr. Hiscock: "Okay. And you need to record the vote because it requires a two-thirds majority to add to the agenda. So you have to ask for a vote."

Commissioner Burgess: "Well I did. I just did."

Mr. Hiscock: "Oh, okay. As long as the Clerk has to vote, we're set."

Commissioner Ramirez: "Do you want to go by name?"

Commissioner Borges-Lopez: "All in favor?"

Commissioner Ayme: "Alright, let's vote again."

Commissioner Burgess: "Do you want to do it by name?"

Mr. Hiscock: "Just all in favor, loud enough, so..."

Commissioner Burgess: "Alright. Okay. All in favor?"

Commissioners simultaneously: "Aye."

Mr. Hiscock: "Okay, it is unanimous, and therefore they are on the agenda."

Commissioner Burgess: "Okay."

Commissioner Ramirez made a motion to add the 2009 Thanksgiving Celebrations Funds Request and the Review of the 1997 Resolution governing Commission travel on the agenda. Commissioner Borges-Lopez seconded and the motion passed unanimously with all four Commissioners present voting in favor and none opposed [Commissioner Mann was not present for the adding of items to the agenda].

CONSENT AGENDA

Electric Write Offs – July 1, 2009 thru September 30, 2009

Mr. Hiscock: “I would suggest, Madam Chairman, that we do the consent agenda and then move to those two items.”

Commissioner Burgess: “Okay, do you want to make them... alright...”

Commissioner Ayme: “I move the consent agenda.”

Commissioner Ramirez: “I second it.”

Commissioner Burgess: “Second, okay. And there is no discussion on that, so all in favor?”

Commissioners simultaneously: “Aye.”

Mr. Hiscock: “Okay.”

Commissioner Burgess: “Okay?”

Commissioner Borges-Lopez: “Okay.”

Commissioner Ayme made a motion to approve the Consent Agenda, Electric Write Offs, July 1, 2009 thru September 30, 2009. Commissioner Ramirez seconded and the motion passed with all four Commissioners present voting in favor and none opposed [Commissioner Mann was not present for the approval of the Consent Agenda].

2009 Thanksgiving Celebration Funds Request

Commissioner Burgess: “Now everybody I assume got a copy of the request for funds for the Thanksgiving event.”

Commissioner Ramirez: “I definitely approve to move... that was... I forgot the amount. How much was the amount?”

Commissioner Borges-Lopez: “I think it was \$1,500.00.”

Mr. Hiscock: “\$1,500.00.”

Commissioner Ramirez: “And that’s the same, basically the same as what we approved last year.”

Commissioner Burgess: “Last year [agreeing with Commissioner Ramirez].”

Commissioner Ramirez: “Is that correct?”

Commissioner Ayme: “It is the same amount [responding to Commissioner Ramirez].”

Commissioner Ramirez: “Yes, I will approve to supply, or provide the same amount to... it is an excellent program, and a lot of people really are satisfied, and being served, and enjoying a

beautiful Thanksgiving dinner for those that would be otherwise to really have a great time, a good time.”

Commissioner Ayme: “I second.”

Commissioner Burgess: “Okay, is there any discussion?”

Mr. Hiscock: “For the record, could you indicate that it’s going to come out of the District budget for miscellaneous community service projects.”

Commissioner Burgess: “Yes, do you have that [directed to Ms. Pampoukidis]?”

Ms. Pampoukidis: “Noted [responding to Commissioner Burgess].”

Mr. Hiscock: “Okay.”

Commissioner Ramirez: “There is sufficient, what we have, right?”

Mr. Hiscock: “Yes, there is sufficient funds in that account.”

Commissioner Burgess: “Yes.”

Mr. Hiscock: “We haven’t drawn on that account this year; and it’s \$7,500.00 in that account.”

Commissioner Burgess: “Okay, is there discussion on this?”

Commissioner Borges-Lopez: “No discussion [responding to Commissioner Burgess].”

Commissioner Burgess: “Am I allowed to say one thing, as acting Chairman?”

Mr. Hiscock: “Sure.”

Commissioner Burgess: “Well I do see that these are people who walk in to get their Thanksgiving dinner, so I don’t think they’re from Silvermine or West Norwalk. So I’m a little bit comfortable that they’re South Norwalk folks. Okay, is everybody ready to vote? Al [Commissioner Ayme], you have anything?”

Commissioner Ayme: “Nope.”

Commissioner Burgess: “Cesar [Commissioner Ramirez]? You don’t, I guess. Okay, all in favor?”

Commissioners simultaneously: “Aye.”

Commissioner Burgess: “Opposed?”

[No opposed]

Commissioner Burgess: “Abstentions?”

[No abstentions]

Commissioner Ramirez made a motion to approve funds in the amount \$1,500.00 out of the District's Miscellaneous Community Service budget for the 2009 Thanksgiving Celebrations hosted by the South Norwalk Neighborhood Association. Commissioner Ayme seconded, and the motion passed unanimously with all four Commissioner present voting in favor and none opposed [Commissioner Mann was not present for the approval of funds].

Review of 1997 Resolution Governing Commission Travel

Commissioner Burgess: "Okay, now... I would need... well I don't know how I do this. I need a motion to..."

Mr. Hiscock: "Let me just give you a little quick background for everybody."

Commissioner Burgess: "Yes."

Mr. Hiscock: "I believe you all have a multipage document in front of you. And I think we need one for the Clerk. And it would be helpful if I had one also. And you have many copies there, so..."

Commissioner Burgess: "Yes."

Mr. Hiscock: "...I'll take two of your copies, and go someplace with them [Mr. Hiscock hand one copy of the document to the Clerk]. Okay. Alright, you have a draft resolution in front of you that was prepared at the request of Vice Chairman Burgess. It is a modification of a resolution that was passed by the District Commissioners on November 18, 1997. This was a resolution relating to the District Commissioners, and District Commissioners acting as Water Commissioners, and it authorized travel. It's the second page, is the original resolution, and you can see the Clerk's certification because she took it out of the minutes. And simply 'Be it resolved that a District Commissioner, or a District Commissioner acting as a Water Commissioner, is hereby authorized to attend or participate in any conference, seminar, training session, or other business meeting for the purpose of training, development, beneficial participation, or to perform an act of service to any such organization.' And the second paragraph is 'Be if further resolved that a District Commissioner, or a District Commissioner acting as a Water Commissioner, participating in, or attending a conference, seminar, training session, or other business meeting, shall be reimbursed for their business expenses by filing appropriate supporting documentation to the District and/or Water Department.' Attached to that are the minutes... well there's a certification behind that, but further back are copies out of the minute book of November 18, 1997 in which there was considerable discussion. The resolution passed two to one, and the dissenting Commissioner, Harris, made a significant number of comments about what he thought of the resolution. We have, ever since that point in time, dealt with Commission, District Commissioner travel, simply at the request of a Commissioner we arrange for travel as long as it met the basic criteria here of business meeting relating to the Water system essentially. And the Commissioner then would file expense reports consistent with the same procedures used by all employees, so that there was no reimbursement any different than the Commissioner would have received had he been, or she, had been an employee. So that essentially was the procedure we've used ever since. When the two Commissions merged in 200...5, or 3?

Ms. Pampoukidis: “Three [responding to Mr. Hiscock].”

Mr. Hiscock: “I can’t remember; five.”

Ms. Pampoukidis: “I think it was three.”

Mr. Hiscock: “Three, okay.”

Commissioner Burgess: “Three.”

Mr. Hiscock: “...But when, by Charter Revision, we modified the Charter and the two Commissions were joined together, we did not bring this resolution back for modification; and there are a whole pile of other procedures that really didn’t come back to the Commission. We just continued to move along using the 1997 resolution. So at the request of the [Acting] Chairman, we took the draft resolution in front of you, which basically rescinds the 1997 resolution, and replaces it with the 1997 resolution modified. And we modified it in two ways, and you can follow along right on the front page. Where it speaks about ‘Be it resolved that a District Commissioner, or a District Commissioner acting as...’ it used to say Water Commissioner. We added ‘or Electric Commissioner’, and we left the first paragraph intact. We thought it described the situation; and in a minute I’ll tell you how it all got written in the first place. We added the second paragraph ‘Be it further resolved that a District Commissioner, or a District Commissioner acting as a Water or Electric Commissioner, shall only be eligible to be reimbursed for business expenses if the Commission receives approval by a majority of the Commission in attendance at a legally constituted Commission meeting in advance of the event for which the reimbursement is being request.’ And then we just simply put the last paragraph in as it was originally there, other than adding Electric Commissioner. So it does not change anything other than it requires prior approval at a Commission meeting for a Commissioner to be reimbursed for travel expenses. The resolution was originally written by Frank Zullo and I in 1997 when this became an issue. Prior to this resolution a whole series of events occurred around travel. And in fact in October, when we looked at the minutes today, there was an approval of an event in October of 1997 by the Commission, and that was the last approval ever sought because this resolution then governed. So that’s sort of the background of how this has all happened.”

Commissioner Ramirez: “A simple question... are you done?”

Mr. Hiscock: “Yes [responding to Commissioner Ramirez].”

Commissioner Ramirez: “Would it be fair to say that this paragraph were revised by an attorney, or perhaps does not require any revision by the attorney?”

Mr. Hiscock: “I don’t believe it requires revision by legal counsel because of two things. One, I was involved in the original writing of the resolution, and these are very easy to write, and they’re not a difficult thing. And two, I had a discussion this afternoon with Attorney Zullo about how to procedurally handle this appropriately.”

Commissioner Ramirez: “Okay.”

Mr. Hiscock: “So I discussed the situation with Attorney Zullo. He concluded, after our discussion, that the appropriate way to deal with this would be to modify the original resolution and

just simply indicate prior approval by the Commission at a legally constituted meeting. So while he hasn't seen these words specifically, the concept was discussed by counsel and I this afternoon..."

Commissioner Ramirez: "Yes, that's what I need to know."

Mr. Hiscock: "...and then I relayed that information to the Vice Chair, who said fine, go ahead."

Commissioner Ramirez: "That's the only thing I needed to know, that it was..."

Mr. Hiscock: "Okay."

Commissioner Ramirez: "Very good."

Mr. Hiscock: "The only other issue that was spoken about this afternoon with counsel was the approval process. Since it's a rescission of a prior, and a replacement, there are three governing voting rules to cover this. Had this appeared on the original agenda, and was noticed, it would have taken only a majority vote to approve it. Because it was added to the agenda, there was no notice given, so therefore it takes a two-thirds majority of those..."

Commissioner Ramirez: "Of the majority present?"

Mr. Hiscock: "Present [responding to Commissioner Ramirez]."

Commissioner Ramirez: "Okay."

Mr. Hiscock: "Okay, two-thirds of those present. Okay, and there's another caveat that says 'or', this is the third approval process, 'a majority', 'a majority of the Body'. Okay? Well as it turns out the body is seven, so it would take four. There are only four present, so it takes three to approve it. Had there been five present, it would have taken four. Okay, so the only two ways that this can pass this evening are a majority of the body, which is four of you; or a two-thirds majority of those present, which would be three, and Frank Zullo suggested I make that very clear for the record so that there's no confusion about the procedure."

Commissioner Borges-Lopez: "I would like to make that motion tonight, to amend the original resolution with the drafted resolution presented tonight to the Commissioners."

Mr. Hiscock: "Okay."

Commissioner Ayme: "I will second that."

Commissioner Ramirez: "I will make it two seconds. I would also like to second."

Commissioner Burgess: "Okay, well, is there any...?"

Commissioner Ramirez: "With a... can I...?"

Commissioner Ayme: "Do we have to read the whole thing into the record?"

Mr. Hiscock: "No, it's a printed resolution that's been offered. You don't need to read it into the record. It will be reflected in the minutes exactly as written here, other than the draft will taken off the top."

Commissioner Burgess: "Is there any discussion of this?"

Commissioner Ramirez: "Well I would like to even go further down to this, okay, if that could be possible. I would like to make it any one of the Commissioners who respond to any of the seminars perhaps to supply a written statement, or a report so called. It doesn't have to be an essay, but a simple report on what were the seminars that he or she attended, and what actually can... if it perhaps maybe assists the rest of the organization, or at a very minimum to supply a report of the seminars that he or she attended. Okay. Not only by, I mean obviously right now you provide receipts, you provide documents to (inaudible) what your expenses are, but even beyond that. I would like to see that the Commissioner didn't really went on vacation time, but really went to compromise him or herself to be committed and attend a seminar or seminars that she or he was supposed to be going to."

Commissioner Ayme: "Are you amending the resolution by that? Is that an amendment you're making?"

Commissioner Ramirez: "I would like to make that amendment, yes."

Commissioner Ayme: "Alright."

Commissioner Ramirez: "That a simple report should be supplied by any Commissioner attended any seminars, and providing at the very minimal, saying the names of the seminars or conference... the seminars, basically, that he has attended."

Commissioner Borges-Lopez: "But if the Commissioner cannot travel without the approval of this body, I mean, we're..."

Commissioner Ramirez: "Right, we will approve..."

Commissioner Borges-Lopez: "...the Commissioners are not going to approve unless we know which conferences are being attended."

Commissioner Ramirez: "Like for instance in housing, okay, you're recommended... in housing you have conferences that is recommended to keep updating what's going on, and with those conferences there are numerous of seminars that get provided, okay, to the individual Commissioners. It's up to the Commissioners, individual Commissioners, to choose which seminars he or she will attend. I don't know if that's the case with Water or the Electrical; help me on that one, or it's just a specific seminar that you get approval too? I don't know."

Mr. Hiscock: "Yes, generally we don't require that because of the approval process we use. We have very, very detailed knowledge of the event that the individual is going to, so we really pre..."

Commissioner Ramirez: "So there is..."

Mr. Hiscock: "...we pre-know where they're going. And the other thing that normally happens..."

Commissioner Ramirez: "That's a lot more different, so... okay."

Mr. Hiscock: "Yes, is that if they're doing a training session for which a certificate is issued, we require the certificate to be submitted to us."

Commissioner Ramirez: "Okay."

Mr. Hiscock: "So that's how we deal with it for employees. But the types of things that a Board member would go to, generally there are no certificate of completions because they're generally open access seminars."

Commissioner Ramirez: "Alright, help me out on that question then. When the Commissioners attend to 'X' conferences, or seminar, or seminars; there is numerous seminars, or just one specific seminar, or seminar...?"

Mr. Hiscock: "An example... a good example would be the AWWA Conference, the annual..."

Commissioner Ramirez: "Right."

Mr. Hiscock: "...very intense meetings, four days long. Meetings go from 8:00 to 12:00 and from 1:30 to 5:00 for three and a half solid days. There are as many as seven concurrent sessions."

Commissioner Ramirez: "Okay, there it goes."

Mr. Hiscock: "So in..."

Commissioner Ramirez: "So how do we know how many of those sessions the Commissioners' attending will be going to it? I mean can I go to just one seminar, and the rest of the three days perhaps I go on vacation?"

Commissioner Burgess: "John [Mr. Hiscock], excuse me, do you have to pay for the participation in the sessions?"

Commissioner Ramirez: "I guess the registration is all included."

Mr. Hiscock: "Yes, the registration is an all encompassing general event registration..."

Commissioner Burgess: "Oh, okay."

Mr. Hiscock: "...that covers everything, other than maybe some special things that you might go on like a water treatment plant tour or something along that line."

Commissioner Ramirez: "My suggestion is to make sure that a Commissioner... and I'm pretty sure, and I have no doubt on any Commissioner, okay, at least present, or within this body, okay, that if you say you will go to a conference, you will be attending a conference. I'm looking forward, that if we're going to make a resolution, to look forward to the future of the Commissioners that might be coming down. Do you understand what I'm saying? That may be getting elected. And it should be specific details what the Commissioner has to be, or will be mandated, okay, to do. And that is to report "X" number of seminars, conferences, that he or she

attended, okay, within... as I say, with this party that is in existence right now, I have no doubts that you (inaudible), that yes, you will be going to where you say you're going. But what happens to the future? Yes [acknowledging Commissioner Borges-Lopez]?"

Commissioner Borges-Lopez: "I think that's very difficult to really, you know, assess. Because you have an agenda when you go to these seminars, and I've been to the seminars, and I have an agenda. I mean, someone can bring back the agendas as 'these are the seminars that I attended.' Unless they have a chaperone, or we change the resolution to say that they can only travel with the General Manager, it's going to be very hard I think to really monitor whether they're really attending the seminar or not. I mean if someone is going to be dishonest, I mean, they're going to find a way to be dishonest. That's my opinion on it."

Commissioner Ayme: "Yes, normally when people go... I say people, but I've... in all the years that I've been on this Commission I've never taken a trip, and many of us have never taken a trip, so... but I would imagine that upon coming back whoever took a trip to go to a conference, or seminar, or whatever, that person... on the first meeting that the person is back, he will be subject to many questions from the other Commissioners, if the other Commissioners wish to question that person and find out exactly what took place there, and how many meetings the person attended, and... without making it, you know, in... without having to amend the resolution and add another paragraph to this thing here."

Commissioner Ramirez: "Well and good, and I understand that, but looking at this, the Commissioner perhaps maybe answers one or two questions, doesn't have to answer the rest. So, I mean, that was just a suggestion folks. It seems to be, and we have to go by the... yes, it's hard to monitor it, but I was trying to make it as a little more adjusted to people really saying 'wait a minute', you know if I'm going to be in this seminar for three days, I hope I can attend at least two, or two and a half days, okay, because I know how it can be very long days. I myself, you know, I'll go there and it's just like from 7:30 all the way to maybe 4:00 or 5:00, but that's a commitment by the individuals, okay? You go there to learn, and to bring back something. Does everybody do the same, I don't know. I was just trying to make it a little more rigid to make sure that we are paying somebody for something in return."

Commissioner Ayme: "And then if it happens, I mean, when the person is back and, and... if they do like a little report or something, I mean they..." they could say whatever they want. Do you know what I'm saying?"

Commissioner Ramirez: "I know what you mean [responding to Commissioner Ayme]."

Commissioner Ayme: "...they could say whatever they want. Do you know what I'm saying?"

Commissioner Ramirez: "Okay, leave it is as it is then. Okay, so I guess we put a motion, we seconded, and now..."

Commissioner Ayme: "Well you made an amendment to the resolution. Do you want to rescind that?"

Commissioner Ramirez: "Well..."

Mr. Hiscock: "There was no second that amendment [responding to Commissioner Ayme]."

Commissioner Ramirez: "There's not a second to the amendment."

Commissioner Ayme: "There was no second to the amendment. Okay."

Commissioner Ramirez: "No, right. It was just a suggestion."

Commissioner Ayme: "Alright, so...."

Mr. Hiscock: "Right."

Commissioner Ayme: "Okay."

Commissioner Ramirez: "It was never seconded, so..."

Commissioner Ayme: "Alright, so she..."

Commissioner Ramirez: "It (inaudible)."

Commissioner Ayme: "Okay, she..."

Commissioner Borges-Lopez: "Maria [responding to Commissioner Ayme]."

Commissioner Ayme: "Commissioner Lopez, right?"

Commissioner Borges-Lopez: "Yes [laughing]."

Commissioner Burgess: "Borges-Lopez [responding to Commissioner Ayme]."

Commissioner Ayme: "She... she... huh?"

Commissioner Burgess: "Borges-Lopez."

Commissioner Ayme: "Borges-Lopez. She moved the resolution, and there were two seconds, right?"

Commissioner Ramirez: "Yes [responding to Commissioner Ayme]."

Commissioner Borges-Lopez: "Right."

Commissioner Ayme: "Okay, so now we are up for a vote."

Commissioner Burgess: "Any other... I would like to say one thing. When this original resolution was passed, I was neither a District Commissioner or a Water Commissioner, so I had nothing to do with it. I want to make that clear."

Commissioner Ayme: "[Laughing] Ditto. Ditto."

Commissioner Burgess: "And I have never traveled [laughing]. Okay, is everybody ready to vote? All in favor?"

Commissioners simultaneously: "Aye."

Commissioner Burgess: "Opposed?"

[No opposed]

Commissioner Burgess: "Abstentions?"

[No abstentions]

Commissioner Borges-Lopez made a motion to approve the amendments presented of the original 1997 Resolution entitled 'RESOLUTION AUTHORIZING DISTRICT COMMISSIONERS TO PARTICIPATE IN CONFERENCES, SEMINARS, TRAINING SESSIONS, AND BUSINESS MEETINGS RELATED TO THEIR DUTIES AND RESPONSIBILITIES AS DISTRICT COMMISSIONERS FOR THE PURPOSES OF TRAINING AND DEVELOPMENT, OR BENEFICIAL PARTICIPATION TO FURTHER THE INTEREST OF THE SECOND TAXING DISTRICT' as follows:

BE IT RESOLVED that the resolution entitled "RESOLUTION AUTHORIZING DISTRICT COMMISSIONERS TO PARTICIPATE IN CONFERENCES, SEMINARS, TRAINING SESSIONS, AND BUSINESS MEETINGS RELATED TO THEIR DUTIES AND RESPONSIBILITIES AS DISTRICT COMMISSIONERS FOR THE PURPOSES OF TRAINING AND DEVELOPMENT, OR BENEFICIAL PARTICIPATION TO FURTHER THE INTERESTS OF THE SECOND TAXING DISTRICT" approved by the District Commission on November 18, 1997 be rescinded and be replaced with the following resolution:

**RESOLUTION AUTHORIZING DISTRICT COMMISSIONERS
TO PARTICIPATE IN CONFERENCES, SEMINARS, TRAINING SESSIONS, AND
BUSINESS MEETINGS RELATED TO THEIR DUTIES AND RESPONSIBILITIES AS
DISTRICT COMMISSIONERS FOR THE PURPOSES OF TRAINING AND
DEVELOPMENT, OR BENEFICIAL PARTICIPATION TO FURTHER THE
INTERESTS OF THE SECOND TAXING DISTRICT**

BE IT RESOLVED that a District Commissioner, or a District Commissioner acting as a Water or Electric Commissioner, is hereby authorized to attend or participate in any conference, seminar, training session, or other business meeting for the purposes of training, development, beneficial participation, or to perform an act of service to any such organization.

BE IT FURTHER RESOLVED that a District Commissioner, or a District Commissioner acting as a Water or Electric Commissioner, shall only be eligible to be reimbursed for business expenses if the Commissioner receives approval by a majority of the Commission in attendance at a legally constituted Commission meeting in advance of the event for which reimbursement is being requested.

BE IT FURTHER RESOLVED that a District Commissioner, or a District Commissioner acting as a Water or Electric Commissioner, participating in, or attending a conference, seminar, training session, or other business meeting, shall be reimbursed for their business

expenses by filing appropriate supporting documentation to the District and/or South Norwalk Electric and Water.

The motion to approve the resolution as amended was seconded by Commissioners Ayme and Ramirez, and passed unanimously with all four Commissioners present voting in favor, and none opposed [Commissioner Mann was not present for the approval of the amended 1997 resolution].

Commissioner Burgess: “Okay. Now you get to explain this to the other Commissioners [directed to Mr. Hiscock].”

Mr. Hiscock: “Well the minutes...”

Commissioner Burgess: “I’m kidding you, John [Mr. Hiscock].”

Mr. Hiscock: “... because you spent some on this discussion, the minutes are going to be pretty much self explanatory, and certainly since I rambled on for a while with information.”

GENERAL MANAGER

CMEEC – Wallingford/Bozrah Membership

Commissioner Burgess: “Now we’re into General Manager, CMEEC.”

Mr. Hiscock: “Okay, I’m just going to...”

Commissioner Burgess: “Before you start, can I ask one question?”

Mr. Hiscock: “Yes.”

Commissioner Burgess: “And you may cover it in your presentation. Does our... does the fact that Bozrah’s now involved lessen our piece of the pie and our influence in CMEEC?”

Mr. Hiscock: “Yes.”

Commissioner Burgess: “Yes?”

Mr. Hiscock: “Yes.”

Commissioner Burgess: “I wish I hadn’t asked that.”

Mr. Hiscock: “I’m just going to hand out a quick memorandum so that you...”

Commissioner Ramirez: “With the consent agenda, my... before we proceed, are you going right now... or that was included, the electrical write off, the electric write off?”

[Commissioner Mann arrived]

Mr. Hiscock: “Yes, somebody... you moved and voted the consent agenda already.”

Commissioner Ayme: "Yes, that was moved. That was moved."

Mr. Hiscock: "Yes, which is the write offs, which is under tab four."

Commissioner Ramirez: "If you don't mind, with your permission folks, can I ask... I had a couple of questions pertaining to that."

Mr. Hiscock: "Okay."

Commissioner Burgess: "Fine."

Commissioner Ramirez: "I mean it is what it is now. May I please?"

Mr. Hiscock: "Yes."

Commissioner Burgess: "It's easier to let you go."

Commissioner Ramirez: "And this is to the CO, John [Mr. Hiscock]. The first page, (inaudible) \$13,000.00 plus, 142 Water Street..."

Mr. Hiscock: "Yes."

Commissioner Ramirez: "May I ask you how it's possible to allow these people that high number without really...?"

Mr. Hiscock: "It was a large customer, a customer who had a poor payment history, who was trying to move a business forward. It was before SNEW had a formal deposit and collections policy. It was one of many accounts that were, I'd call distressed, and was... we were not able to go at it and collect it for two reasons. One, the business folded eventually, and that became difficult. It also moved out of the District, left an outstanding bill. By today's standards we would have had a deposit to cover this."

Commissioner Ramirez: "So what year this incident transpired in?"

Mr. Hiscock: "This is debt from 2003."

Commissioner Ramirez: "And until now, this resurrected?"

Mr. Hiscock: "I believe... let me, let me..."

Commissioner Ramirez: "I mean we have a (inaudible) write off way before this, so why this is showing up until now?"

Mr. Hiscock: "Okay, because the write off procedure that we wrote, and the Commission adopted, written with Counsel, basically would not write off debt for... until it was six years old. And the reason we chose the six years; one, it has to do with some sort of collection statutes that I don't understand in detail, but the other issue is that some of these people at some point in time come back into the District. We get people who move in, move out, and when they come back, and they apply for service, they pay this bill before they get service. That works with individuals very well."

Commissioner Ramirez: "Okay."

Mr. Hiscock: "It does not work with businesses, because they all change their names and their structure."

Commissioner Ramirez: "What about the 8-10 Monroe Street, Hector Bermudez, TICO?"

Mr. Hiscock: "TICO's."

Commissioner Ramirez: "Is that also goes..."

Commissioner Burgess: "TICO's?"

Commissioner Ramirez: "Yes."

Commissioner Ayme: "I remember that one. That goes back."

Mr. Hiscock: "Alright, TICO's Café never legally existed. One of the problems that we had at South Norwalk Electric was that we never, we never paid attention to who we were setting accounts up for. And there are others that you have written off previously that have the same status as TICO's Café. They didn't exist. Somebody was a business, put a name on the front of the building, came in, opened service up under the name of TICO's Café, and it wasn't even a legal entity. We had no person's name. We had nothing. We just opened an account because somebody came in and said 'I'm opening TICO's Café'."

Commissioner Ramirez: "Didn't require no documentation at all?"

Mr. Hiscock: "We required no documentation. Now to tell you what happens today, when you come in to open an account, you fill out the account form, and the first place we go is to the Secretary of State's website, and we determine if you're a legal business, and if you're allowed to do business in Connecticut, because you be a foreign LLC, or a foreign corporation. So that's the first thing we do. And we won't open an account for you unless you legally exist. And we have had people who said 'Oh yes, I just didn't get around to filing the papers.' Well you don't get power until you file the paper. And then we require significant deposits covering about three months, and I know that has annoyed some people, but that's what we require. The other thing we do, we require identification for whomever signs on an account, and we want to know that they're an authorized agent. So if we're on the website, and it, you know, we have an agent's name, or we have a principal's name, and they come in and sign the document, 'Okay, give us your driver's license.' We want to see that you exist. So we are very, very careful today based on some terrible experiences."

Commissioner Ramirez: "Okay."

Mr. Hiscock: "I mean there were huge write offs for businesses that never existed."

Commissioner Burgess: "Yes [responding to Mr. Hiscock]"

Commissioner Ramirez: "Will that be fair to say that that transpired on the second page, on 1 Lowe Street, 1st Floor, over \$1,000.00? Would that be a similar case, that this person never existed, or a name perhaps, or his, whatever?"

Mr. Hiscock: "No, they probably moved out of the District. I'm trying to see where it is."

Commissioner Ramirez: "Again, would that transpire prior to the new regulations that would allow them to (inaudible)?"

Mr. Hiscock: "Well there's a couple of issues that would add a little bit of confusion to this. We have a certain size deposit we take; residential deposits are relatively small, and because of the termination regulations don't permit winter shut offs for those people who are having trouble paying, we often get bills in the \$1,000, \$1,200, \$1,300, \$1,400, \$1,500, \$2,000 range between November and May. So basically then, hopefully they are staying where they are and we get them caught up before the next heating season."

Commissioner Burgess: "No, then they move."

Mr. Hiscock: "But some people will move."

Commissioner Burgess: "Yes."

Mr. Hiscock: "And at that point it's just simply uncollectible."

Commissioner Ramirez: "Well if that's the case..."

Mr. Hiscock: "And there are procedures we use, like we understand the Section 8 rules that if you don't pay your utility bills and you get shut off you lose your Section 8 status. Those people pay, but..."

Commissioner Ramirez: "I don't know if I should bring this to... I did something purposefully, okay, and a... and experienced... it was kind of interesting. And the reason why, is because I received a few complaints in the past, so I decided to experience it myself. But I think I will, before I do that, I would like to talk to you..."

Mr. Hiscock: "Okay."

Commissioner Ramirez: "...in private, because I'm not really too impressed in what really transpired, and then again, I just want to hear from you exactly what the procedures, procedures when the winter comes along, okay, are supposed to be. With that in mind, we move along the agenda."

Mr. Hiscock: "Okay."

Commissioner Ramirez: "Thank you."

Commissioner Burgess: "Are you satisfied with what you...?"

Commissioner Ramirez: “Oh yes, yes, because obviously I can see that the six years, and going to a new process, so...”

Commissioner Burgess: “Okay, we’re back to Bozrah. Explain this to me.”

[Mr. Tamburri left the meeting]

Mr. Hiscock: “Okay. Alright, and there was a brief description on tab five explaining what the issues are. And I won’t go over that in extreme detail other than to say, and sort of talk a little bit about Commissioner Burgess’ comment with respect to power and ability to do things at CMEEC. Okay, CMEEC is organized under a section of the general statutes for coops [cooperatives]. That section of the statutes talks about members, and each member has two representatives, and as you’re aware, we have two representatives, and we have two alternates. And in a Board situation, we all have a vote. The current member Board is ten individuals, so that we have two-tenths of the voting power. So when it’s a member vote we simply have two votes out of ten, and we have the same power as the largest entity in CMEEC in that area. But there’s another section of the statute that says that you can call for a weighted average vote, and under the weighted average vote scenario it takes 67% to prevail, so it makes it a, essentially, a super majority, or a two-thirds vote. But the vote is based on the prior year’s megawatt hours of sales, which means the large utilities control the organization. There’s no doubt about that. We are only 9% of the organization, so we only have 9% of the weighted votes; and if it’s a member vote, non-weighted, you know, we have 20% of the vote. So that is the power structure of CMEEC and how it works. We then, in an attempt to get Wallingford in the mid 90’s to buy power from CMEEC, they entered in a power sales contract, and there’s an advantage to that. Wallingford is pretty big. It’s larger than any existing CMEEC true member. So they created participant status, and those participants sit at the table with two representatives. So there’s this twelve member board of which we have two out of twelve votes. However, at any point in time any member can call for a member vote. So what it really means is Wallingford has no say. And because it’s come up several times in the last couple of years, because CMEEC has rearranged itself into a lot of committees, and really has reorganized its business in many different ways, Wallingford several times has been cut out of the voting structure. So now Wallingford has realized that they need to be a member. So they have asked for membership. There are two issues with respect to their being members. To be a member of CMEEC you need an approval of every one of the other members. So you need unanimous approval of every other member. In this case, there are five of us; East Norwalk, South Norwalk, Jewett City, Groton, and Norwich. And this certainly has its pluses and minuses as far as SNEW is concerned. So Wallingford has asked for membership, and Bozrah has asked for membership. The current Wallingford contract ends at the end of this year, (inaudible) from CMEEC, and that document that I handed out is just an internal memo to give you a flavor of where we’re headed. And because we don’t believe we will be able to approve before the end of the year, because of all the various, I mean you got to get council of each system, or you know, to vote. It’s going to take some time. So we’re voting to extend their contract by three years with some specific modifications and provisions. And you can see, that’s just an internal memorandum. It’s not a privileged document, you know, it’s not confidential. So we’re going to extend their contract for three years. Bozrah has a contract that’s going to last longer than that, so there’s no extension required. But what needs to happen here, and I’ll be discussing this with counsel, and we will have a Commission meeting that needs to spend a considerable amount of time talking about this issue. One, if we allow Bozrah and Wallingford to become members, and they both become members, we now have a fourteen member board of which we have two votes. So our power is clearly diluted. And that’s an issue. But there’s another side to that, that’s a little bit more complex. Because Groton is so large it only

needs to align with one other system to push through a two-thirds weighted vote based on megawatts; because they're big. So they have a considerable, and have exercised considerable, control over CMEEC over the years. And while they all joke about threatening to have a weighted average vote, I've never seen one happen, and I've been there since 2001, and nobody recalls it. But... when you have the power to do something like that, you don't necessarily wield it, because everybody knows you've got the power, so let's just get along. Adding Wallingford to the mix, because of its size being slightly larger than Groton, will dilute Groton's power significantly, and while it doesn't increase our power, it puts us in a position where we don't have to deal with the 800 pound gorilla if they decide to get nasty. So the Board members of the smaller systems at this point are looking at it as we're probably better off having another large system so that no one system can sister up with another small system and control. So we look at it two ways. A member vote we'd lose power, but in a weighted average vote, while we still lose power, there's no big guy in the room anymore that can really force their agenda on the rest of the members. So it's sort of an issue that we're going to discuss with legal counsel, and we're going to come back to the Commission and discuss this in detail with the Commission sometime early this winter, maybe before the end of the year, maybe right after the end of the year. And you'll end up with a session where we discuss it, you can think about it, and we'll probably ask you to vote the next month, so that you've got enough time to think about it. There's another piece of confusion here, and I don't want to belabor it, but the next piece of confusion is that Bozrah, used to be an investor-owned company, is fully owned right now by Groton. So if Bozrah becomes a member, and Wallingford doesn't become a member, that just enhances Groton's power even further. So it's getting to be difficult to try to understand where we're going to go with this. I will be shortly sending a memorandum to Moe Scully, the Executive Director at CMEEC, asking him to obtain for SNEW, and certainly for the rest of the Board, a detailed description of the relationship between Groton Utilities and Bozrah to determine if in fact it is a separate entity, or it isn't. Now it's certainly legally a separate entity, but if the Public Utilities Commission in Groton names a majority of the Board of this quasi municipal company at this point, that gives Groton some additional power. So this is starting to get down to the point where now everybody's trying to look at position, and where we're going to go with this. So we will be talking about this. We will be dealing with this. The memorandum in front of you is really just to give you an idea of what we're doing with respect to the Wallingford contract. The Wallingford contract only needs to be approved by the Board. It does not need to be approved by the various systems. So that's not the crisis we plan in November on voting on in the extension of Wallingford's contract. The other issue is that if Wallingford for some reason does not become a member, the rest of the member systems are indicating a little bit of displeasure with Wallingford not necessarily being a member. They can walk at the end of any contract. The rest of us can't walk. So there may be a realignment of this participant status, and maybe the participant status would be dropped and we'll just go back to a regular member only board. We'll see how that goes. So those are the issues that we're all going to dealing with, and whether or not to admit, you know, Bozrah and Wallingford, is really a Commission decision. And it might be an elector decision. I'm not sure. And we're pursuing that right now. Because we're different than all of the... Third District and Second District are different than the rest of the members. They all have a Mayor and a legislative body through their council. The CMEEC statute gives certain authorities, or the coop statute, gives certain authorities to the legislative body. In our case, the legislative body is the electors. So we're now trying to... and we'll pursue this with legal counsel to make sure that we know exactly what's going to happen. But you do recall the last time we dealt with a CMEEC issue that required the Taxing District's approval at this Board level, we did have to call an electors meeting and convince the electors that they should agree with Commission. So you passed a resolution urging the electors to approve what we wanted. So, I think... and I believe that was a bond issue. I can answer any questions about it. I can give you timing..."

Commissioner Ayme: "Yes, I do have one."

Mr. Hiscock: "Yes [acknowledging Commissioner Ayme]?"

Commissioner Ayme: "Through the Chair, who's the largest utility right now at CMEEC?"

Mr. Hiscock: "Groton Utilities."

Commissioner Ayme: "Say that again."

Mr. Hiscock: "Groton Utilities."

Commissioner Ayme: "Oh, Groton."

Mr. Hiscock: "Yes."

Commissioner Ayme: "Alright. Alright, that's it."

Commissioner Ramirez: "Now what happens... what could happen, through this assimilated information that CMEEC will provide to you; if they find out, and if indeed the same animal has two heads, meaning this same company has two names, what would happen then?"

Mr. Hiscock: "I think what would happen is we would have to evaluate whether or not we consider them to be a threat. So it will be a combination of legal counsel and I discussing all of this with the Commission. One of the issues is I believe this is a public discussion. I do not believe it's an executive session discussion, because it's a vote on an issue and not a negotiation with respect to anything."

Commissioner Ayme: "I have a second question, through the Chair."

Commissioner Burgess: "Go ahead."

Commissioner Ayme: "How would that affect... supposing that a couple of people here become members of CMEEC, and one of them is connected to one of the members already, to the largest utility that you mentioned, how is that going to affect the money that we have on deposit with CMEEC? If we get diluted, as you said, how is that going to affect the money?"

Mr. Hiscock: "Okay, yes, that's a very good question."

Commissioner Ayme: "Alright."

Mr. Hiscock: "The Budget and Finance Committee has made a recommendation to the Board, which the Board will be discussing on Thursday, and it has to do with member equity. Right now the, on average, the members have about 17% equity in relationship to debt. Now that's... you don't have that in a private company. I mean you certainly have way more equity than that, but in a joint action agency equity is not something that's necessary because you don't have stockholders and other related issues. But for bond rating purposes, if you have a good debt equity ratio, you get rated better. Right now, I probably mentioned to you I went down to the City, to the rating agency, along with the CMEEC management team earlier this year, and we ended up getting rated at double

A3. The Second Taxing District by the way is a double A1. But we got rated double A3. And we spent a lot of time talking with financial advisors and the rating agencies because of all this turmoil on Wall Street. Rating agencies are paying a lot more attention to the entities that they're rating. So we have, as a Budget and Finance Committee, and we believe the Board is going to go along with it, have set a target debt equity ratio of 20%, which means we're not going to have to true up very much because we've got about 17% in it, and all the members have the same amount because of the way it was created. It was created through bond to coverage ratios, and you really don't need to know the detail. But we've set the bar, and we will vote at the November Board meeting that membership will only be granted to new members who simply provide that equity. So in the case of Wallingford, their buy in is \$6.7 million; and in the case of Groton, their buy in is \$500,000.00 approximately. So they will be required to put up equity to join. Now when SNEW joined, I believe \$380 something thousand I believe, that we put up in what, 1987, I think. You were on the Commission I believe at the time [directed to Commissioner Burgess]."

Commissioner Burgess: "Yes."

Mr. Hiscock: "Yes. So we bought in to the tune of \$387,000.00, and that was back when CMEEEC had a lot less equity. So we'll be protected that way. They need to bring money to the table. And if you look at that memorandum, it talks about for Wallingford to sign the extension of the current contract they're going to have to bring working capital to the table, and there's a whole calculation for working capital and all of that. And if they become members, that working capital requirement will be covered by their equity. So what essentially will happen is they need to buy in, and they need to buy in at the same percentage that the rest of us are in for. So essentially what will happen is if they both join they'll bring about \$7.2 million to the table. It will be added to CMEEEC's equity..."

Commissioner Ayme: "Each? Each? \$7 point... each?"

Mr. Hiscock: "No, \$6.7 million for Wallingford, and \$500,000.00 for Groton. And then we'll have to true up our equity, and it will be a couple of hundred thousand dollars that we will have to put in..."

Commissioner Ayme: "That's diluted?"

Mr. Hiscock: "...But for us it's easy because we've got \$5.6 million in the Competitive Municipal Trust. So we'll just move money from the Trust, which is already held by CMEEEC, into the equity portion. And we'll talk about this in a lot of detail going forward. This is sort of the introductory to what we're all going to have to deal with over the next several months."

Commissioner Ayme: "Yes. I guess I do have more questions, so just one more question, through the Chair."

Commissioner Burgess: "Sure."

Commissioner Ayme: "Since the last time that we had the market take a dive, and all of that, and we were... we had an exposure..."

Mr. Hiscock: "Yes."

Commissioner Ayme: "...in terms of the balances that we had, and in terms of the... of monies that were on deposit to secure that exposure that we had..."

Mr. Hiscock: "Right."

Commissioner Ayme: "...I need to ask you now, how much do we have in future contracts, if you have an idea, because I'm going to keep track of this here, because to be honest I was in shock last time when it happened."

Mr. Hiscock: "And actually, quite frankly, so was a majority of the Board."

Commissioner Ayme: "Yes."

Mr. Hiscock: "Because we were not aware of the transactions and the Risk Management Committee had not focused on that issue."

Commissioner Ayme: "Right."

Mr. Hiscock: "It had never occurred before in CMEEC, and it was obviously quite a surprise."

Commissioner Ayme: "Yes."

Mr. Hiscock: "The exposure has actually dropped..."

Commissioner Ayme: "Okay."

Mr. Hiscock: "...because as time gets closer to the end point of the contracts, we're paying for the gas out of the current operating revenues and expenses of CMEEC. So that exposure is dropping, and it's continuing to drop. One of the reasons for the Wallingford working capital is because of that exposure..."

Commissioner Ayme: "Right."

Mr. Hiscock: "... and one of the reasons for the upping the equity a little bit, and getting more money, is so that we have liquidity to cover those kind of exposures going forward. And the other issue with the rating, is the better your rating is, the better credit you have with counter party, and the higher credit level you have with the counter party means the less exposure you have with respect to the mark to market issue."

Commissioner Ayme: "Right."

Mr. Hiscock: "Okay, so we're correcting that as we're going forward."

Commissioner Ayme: "Okay, I'm not expecting you to know exactly..."

Mr. Hiscock: "I don't know the numbers."

Commissioner Ayme: "Okay, you don't... I know that."

Mr. Hiscock: "But I can get them for you."

Commissioner Ayme: "Okay. If you could possibly, from time to time let us know..."

Mr. Hiscock: "Okay."

Commissioner Ayme: "what the... you know, what we have in terms of exposure, in terms of what CMEEC, you know, the... future contracts is what I'm talking about."

Mr. Hiscock: "Yes."

Commissioner Ayme: "If you could... and if you could find out, because I do want to keep track of that."

Mr. Hiscock: "Okay."

Commissioner Ayme: "Alright?"

Mr. Hiscock: "I can certainly do that for you."

Commissioner Ayme: "Alright, thanks a lot."

Mr. Hiscock: "Any other questions about this issue?"

Commissioner Burgess: "Other questions?"

Commissioner Ramirez: "I think there will be plenty of question later on."

Mr. Hiscock: "There will be."

Commissioner Burgess: "Oh, I'm sure."

Commissioner Ayme: "Yes."

Land Acquisition - Update

Commissioner Burgess: "Okay, can we move on to item six, land acquisition."

Mr. Hiscock: "Okay, just brief comments for you. The closing went virtually flawlessly. It was the shortest closing I've ever attended in my life. It took about 20 minutes, and probably 10 minutes of that was joking back and forth with everybody. Everything was wrapped up by the attorneys before we got there. I had a couple of documents to sign, and that was really it. It went very well. The seller lived up to all of the requirements; cleaned out, did everything that it was supposed to do. They closed their accounts out with the Electric works. They paid their electric bill. They paid their water bill. I mean it was a very smooth and clean closing, which is good. The only thing that's occurring at this point is we will be taking out a demolition permit, and we're going to take out a demolition permit out for the entire parcel, including the areas that we might save as storage. And the reason for that is every building on the parcel is over 50 years old, and we have the 90 day demolition delay. And unfortunately, as part of that ordinance, which is not going

to in any way impede our plan, other than that we're going to put a big sign on the front of the building which is going to clue everybody in town that it's unoccupied. And it simply will say 'notice of intent to demolish', which is required by local ordinance."

Commissioner Ramirez: "How big... how small can you go with that sign?"

Mr. Hiscock: "It's got to be readable from the street."

Commissioner Burgess: "Yes, big."

Commissioner Mann: "Yes."

Commissioner Borges-Lopez: "It's not an historic building, is it?"

Mr. Hiscock: "No. No, we would not have acquired an historic... there is nothing notable about this building."

Commissioner Mann: "Nothing."

Mr. Hiscock: "It's a typical, early 1900's, three-story, two-family, eh."

Commissioner Burgess: "Oh, it's notably a mess."

Commissioner Mann: "Yes."

Mr. Hiscock: "Yes. Okay, so you'll see in the next week or two, or three, a sign 'notice of intent to demolish'. We'll take the permit out..."

Commissioner Ramirez: "So legally that belongs to SNEW now?"

Mr. Hiscock: "Yes, it's ours."

Commissioner Burgess: "Yes."

Mr. Hiscock: "It's ours lock, stock, and barrel. The only amusing thing at the closing was the attorneys for the seller realized that there's no conveyance tax due, because when you sell land to a municipality you're exempt from conveyance tax. So they ended with a couple of hundred dollars more in their pocket than they thought they were going to get, so they were happy. And that was an amusing thing at the closing. But yes, we fully own it. The deed has been registered. It's sitting on the land records. So it's open and notorious. Everybody knows now that we own it. We will be talking to the Siting Council about our plans. We'll be talking to the Mayor and Planning and Zoning about our plans. We'll be talking to CL&P about our plans. Once we've talked to those three entities, I think it's probably appropriate for us to issue a press release with respect to what we've done and what we're intending to do. But even though this is a public meeting here, and we're on the record, you know, nobody is going to really look at these minutes for a couple of days. By then we'll have contacted all of those three parties, and we'll go from there. So everything's done, sealed, wrapped up, and we're proud owners."

Commissioner Ayme: "And we got the \$50,000.00?"

Mr. Hiscock: "And we got the \$50,000.00, yes."

Commissioner Burgess: "Yes."

Commissioner Ramirez: "Yes, it works to say negotiate."

Commissioner Burgess: "And we got in under the wire."

Mr. Hiscock: "Yes. Yes, and it all closed on time, so everything is..."

Commissioner Ayme: "Down to the wire."

Mr. Hiscock: "...everything is moving along as intended at this point."

Commissioner Ayme: "Good."

Commissioner Burgess: "Thank you, John [Mr. Hiscock]."

REGULAR AGENDA

Annual Electors' Meeting – Schedule

Commissioner Burgess: "Okay, now we're..."

Commissioner Ayme: "We need a date. I'm sorry. I'm sorry, go ahead [acknowledging Commissioner Burgess]."

Commissioner Burgess: "If you have anything you want to say, go ahead."

Commissioner Ayme: "No, no, no, no. I was thinking out loud that we need a date now for the..."

Commissioner Burgess: "Okay, annual electors' meeting schedule."

Mr. Hiscock: "Okay, under tab seven you'll find a schedule."

Commissioner Mann: "I just put it on my calendar, so I hope it isn't changing."

Mr. Hiscock: "It's self explanatory. The meeting is set by Charter as the third Tuesday of the month of November. The annual meeting, as I'm sure you're all aware, is the meeting where we go over the audit and present the audit to the electors; simply the process."

Commissioner Ayme: "Oh, that's a set date, on the third Thursday?"

Mr. Hiscock: "Third Tuesday."

Commissioner Ayme: "Tuesday."

Mr. Hiscock: "Third Tuesday."

Commissioner Ayme: "Okay. Alright."

Commissioner Ramirez: "So the 10th, that's going to review, right?"

Mr. Hiscock: "Yes."

Commissioner Ramirez: "November 10, that's the review process, right?"

Mr. Hiscock: "Right."

Commissioner Ayme: "So... alright, so we're having elections on the third."

Commissioner Mann: "Yes [responding to Commissioner Ayme]."

Mr. Hiscock: "Right, on the 10th..."

Commissioner Ayme: "On the 17th. It will be on the 17th, right?"

Commissioner Mann: "Yes."

Mr. Hiscock: "Right, but on the 10th is the monthly meeting, and it's a regular meeting even though it's the second Tuesday, because when Candace prepares for your approval the meeting schedule during the year, she's obviously cognizant of this..."

Commissioner Ayme: "Alright."

Mr. Hiscock: "...and schedules that meeting a week early. That's the meeting we spend time to go over the audit at the Commission level, so that you can be familiar with it. I believe the audit will be available somewhat before that, so once it's available we'll distribute it so you'll have a chance to look at it prior to the meeting. I don't know how far in advance. I can tell you that as of today the auditors' completed their field work, and the auditor that signs off on the audit, Bob Bailey, you've seen at the annual meetings, simply came in today and discussed with the auditor who was working on the field work; did his due diligence, because he's the individual signing off, and in front of our staff simply, you know, went through the due diligence and what she had worked on, and not worked on. So we're moving along. The schedules are being prepared now. And because the schedules aren't going to be any different than last year, other than the numbers obviously, preparation of the schedule is not difficult. It moves along pretty quickly. So I'm anticipating that in the first early part of November you'll have an audit in draft form to look at, and we can go over it and discuss it."

Commissioner Ayme: "So we have two meetings. One on the 10th..."

Mr. Hiscock: "One is the regular monthly meeting. We'll handle regular business, plus the audit, and then the other is presentation."

Commissioner Mann: "On the 17th."

Commissioner Ayme: "On the... the electors' is on the 17th?"

Mr. Hiscock: "Right."

Commissioner Ayme: “And the regular is on the 10th, the second Tuesday, and the third.”

Mr. Hiscock: “It’s bad when you forget things. What else do we deal with at that meeting? Do you recall [directed to Ms. Pampoukidis]?”

Ms. Pampoukidis: “Ethics [responding to Mr. Hiscock].”

Mr. Hiscock: “Oh yes, we elect the Ethics Commissioners.”

Ms. Pampoukidis: “And the salaries.”

Mr. Hiscock: “And compensation.”

Commissioner Ayme: “And the salary. Compensation.”

Mr. Hiscock: “Compensation for elected officials. Those are the three. Thank you, Candace [Ms. Pampoukidis]. Those are the three items that we will deal with on the agenda for that meeting. Okay?”

Commissioner Burgess: “Do you have any knowledge yet of whether or not the Chairman will be here for that? Or you don’t?”

Mr. Hiscock: “I don’t have specific knowledge. I talked to the Chairman last week, towards the end of the week, when we discussed the agenda for tonight’s meeting. The Chairman did go over this agenda with me. He indicated that he believes he will be here for the November 10th Commission meeting, and he had indicated that if his plans were unchanged he would not be here for the November 17th electors’ meeting because he had intended to be at the AWWA WQTC in Seattle.”

Commissioner Burgess: “Well I think not, now.”

Mr. Hiscock: “Well that’s where we are at this point, so I don’t know what to say to you with respect to that issue. I mean you have a resolution. You may get a request. You may not. I don’t know. I truly don’t know what’s going to happen. But prior to the events of tonight’s meeting, the Chairman had intended not to be here for the electors’ meeting. I mean that’s how this all basically came up.”

Commissioner Burgess: “Well then it would seem the prior approval process would have to be done on the 10th?”

Mr. Hiscock: “Or at a special meeting.”

Commissioner Ayme: “Or at a special meeting, right [responding to Mr. Hiscock].”

Commissioner Ramirez: “But would it be fair to say that Chair, and through the CO, that at this point, based on this final resolution, this amendment to the rules, he needs actually, before he leaves, he needs to get an approval by the Commissioners? Is that correct?”

Commissioner Burgess: “Yes.”

Mr. Hiscock: "That is correct, based on my discussion with Counsel."

Commissioner Ramirez: "So would it be fair to say that please let him know..."

Mr. Hiscock: "I will."

Commissioner Ramirez: "...what has transpired tonight, so before he makes any other arrangements, because it would be fair for him to know..."

Mr. Hiscock: "Yes."

Commissioner Ramirez: "...that yes, now, from now on, you will need to get an approval from the majority of the Commissioners to travel; period."

Mr. Hiscock: "If... yes, and two things can occur. It could happen on the 10th. A request could come to you on the 10th."

Commissioner Ramirez: "Right, but it would be fair to say give him a call, the benefit of the knowing what's going on, please."

Mr. Hiscock: "Yes. Yes. I will do that. And the other issue is a special meeting could be scheduled for that item."

Commissioner Ayme: "Right. Right."

Mr. Hiscock: "And I think you're all aware of the Charter. Meetings are called by the Chair, and that's within his power and authority to call a special meeting. So that is a possibility, and certainly I will advise him of what his options are."

Commissioner Ramirez: "Okay."

Commissioner Burgess: "And the hold the phone away from your head."

Public Participation

[There was no public present]

Commissioner Ayme: "Madam Chair, if there is no other business I move to adjourn."

Commissioner Ramirez: "I second that."

Commissioner Ayme: "Thank you. All those in favor."

Adjournment

The meeting adjourned at 8:08 p.m.

Attest:

Candace Pampoukidis
District Clerk