



MINUTES

Naugatuck Valley Council of Governments Organizational Meeting

Waterbury City Hall, Veteran's Memorial Hall, 2nd Floor

235 Grand Street

Waterbury, CT 06702

8 a.m., Friday, January 16, 2015

NVCOG Representatives & Alternates: Sheila O'Malley, Proxy, Ansonia; Chris Bielik, First Selectman, Beacon Falls, Len Assard, First Selectman, Bethlehem; Ken Cockayne, Mayor, Bristol; Anita Dugatto, Mayor, Derby; Ed St. John, First Selectman, Middlebury (arrived at 8:50 a.m.); Bob Mezzo (arrived at 8:35 a.m.), Mayor, Naugatuck; George Temple, First Selectman, Oxford (arrived at 9:45 a.m.); Tom Galvin, Proxy, Prospect; Kurt Miller, First Selectman, Seymour; Mark Lauretti, Mayor, Shelton; Ed Edelson, First Selectman, Southbury; Ed Mone, First Selectman, Thomaston; Neil O'Leary, Mayor, Waterbury; Ray Primini, Town Council Chairman, Watertown; Tom Dunn, Mayor, Wolcott; Bill Butterly, First Selectman, Woodbury.

Speakers/Guests/Other: John Monteleone, Southbury; Kevin DelGobbo, Waterbury; Bob Flanagan, Bristol; Kevin Maloney, Connecticut Conference of Municipalities; Edgar Wynkoop, CTDOT; Susan Duskow, public.

Staff: Rick Dunne, Mark Nielsen, Pat Gallagher, Aaron Budris, Joanna Rogalski, Glenda Prentiss, Trish Bauer, Clare Falcha, Sean Kelleher, Lauren Rizzo.

1. Pledge of Allegiance, Roll Call, Public Comment

Neil O'Leary called the meeting to order at 8 a.m. He called for a moment of silent prayer. Those in attendance recited the Pledge of Allegiance. Mr. O'Leary thanked everyone for revising their schedules in order to attend the meeting. He said he would like to revisit the times of the meetings, possibly at the next meeting. Rick Dunne called the roll and noted that a quorum was present. There was no public comment.

Mr. O'Leary said he would like to entertain a motion to adopt Robert's Rules of Order as the formal rules to govern meetings of the NVCOG. On a motion made by Kurt Miller, seconded by Tom Dunn, it was unanimously

VOTED: To adopt Robert's Rules of Order as the formal rules to govern meetings of the NVCOG.

Responding to a question from Bill Butterly, Kevin DelGobbo said it was the intent to go back to the tradition of holding meetings in the member municipalities. He noted that special passes would be prepared for the CEOs so that for the times the meetings are held in Waterbury they would have a special placard to place in their vehicles and not be ticketed.

2. Approval of the Minutes of the December 12, 2014 NVCOG-TEC Meeting

On a motion by Kurt Miller, seconded by Ed Mone, it was unanimously

VOTED: To approve the minutes of the December 12, 2104 NVCOG-TEC meeting.

Discussion: Mr. Butterly said he believed that Mr. Dunne had a proxy at the 12/12/14 meeting but that is not reflected in the minutes. Mr. Dunne said he had been given a proxy for Ansonia, but that Ansonia had sent an alternate by telephone, and the alternate was seated, and he had withdrawn the proxy at that time and had not voted.

3. Discussion and Recommendation of Revised Agency Policies

- a. *Motion to Ratify the Bylaws (Memo 010715-B)* – Rick Dunne said minor changes had been made. The attorneys had reviewed all the documents, and the membership is being asked today to ratify and adopt the bylaws and policies and procedures of NVCOG. Policies are in place in case agreement on the changes is not reached.

Mr. Dunne said the first item he wanted to raise is not in the proposed changes, but he wanted to bring the item to the members' attention. The executive committee was designed to constitute 10 of the 19 board members. The problem with this is that it means that the executive committee, at a regular meeting with a full membership of the executive committee in attendance, constitutes a quorum of the full board. At a regular meeting, they could take any action, without due notice to the balance of the membership or public. Mr. Dunne said he would recommend that when they adopt the bylaws today, that the motion be amended to include changing the makeup of the executive committee to nine members. The problem is that the TEC already elected the membership of 10. The entire matter, he said, is at the discretion of the board.

Mr. Dunne said the other changes were not very substantive and consisted of clarifications. He also noted that the agenda had been sent out as a PDF with all the documents included and apologized for the size of the document. This is not something that will happen month to month, as this mailing included all of the bylaws and all of the policies and procedures. When the PDF is opened, a set of bookmarks appears on the left hand side, allowing documents to be selected individually. This document is not meant to be printed in its entirety. He noted that paper copies would be delivered if requested. He then reviewed changes to the bylaws as outlined in Memorandum 010715-B. As a reminder, he stated that the "Member" of the COG is the town, the "Representative" is the chief elected official, the "Alternate" is someone who is appointed by the representative and confirmed by the legislative body. Ed Edelson asked whether letters should be sent in stating the names of alternates. Mr. Dunne affirmed this and stated he would send out an email with further details. Clarification was sought for protocol if a town's legislative body is the town meeting. Mr. Dunne said legal opinion would be sought for that situation, as town charters vary. A number of other representatives stated that their town's board of selectmen is not its legislative body. Mr. Dunne said some items are laid out by state statute and some are left to discretion and this might be one of them, but he would get legal opinion and report back. He then spoke about the remaining proposed bylaws changes as were outlined in Memorandum 010715-B. He noted that text copies of the proposed changes were attached to that memo.

Mark Lauretti raised a question concerning the need for and responsibilities of the audit committee with regard to the annual audit. Mr. Dunne said the issue is one concerning separation of duties, and the audit committee would review the audit and might recommend changes to policy to implement any changes recommended by the auditor. Mr. O'Leary asked Mr. Lauretti if it was his preference to have the executive committee act as the audit committee and make recommendations to the entire board, thus eliminating the need for an audit

committee. Mr. Lauretti said his experience was that auditors operate independently and interact with staff for documentation and clarification of what transpired in the course of a fiscal year and that ultimately the audit is the auditor's document, and any recommendations to be implemented are at the discretion of the board. Ed Mone said the report does have to go to someone and that the audit committee would then make recommendations to the NVCOG board as a whole, or the report could be given instead to the executive committee who could then fulfill an audit committee's role. Ed Edelson said that an audit committee is designed to maintain separation of duties between the board and management. The auditor works for the board and the board oversees management. Len Assard said it would not make a difference whether an auditor's recommendations were made to the executive committee or directly to the entire board. He agreed with Mr. Lauretti that it appeared to be a redundancy. Mr. Lauretti thought the bylaws should be adjusted to show that the audit report would go directly to the entire NVCOG membership. Mr. Lauretti moved to change the bylaws to reflect that the entire board is the audit committee and should be in receipt of the audit. This motion was seconded by Ken Cockayne. Mr. O'Leary called for a roll call vote.

Aye: Sheila O'Malley, Chris Bielik, Len Assard, Ken Cockayne, Anita Dugatto, Tom Galvin, Neil O'Leary, Ray Primini, Tom Dunn, Mark Lauretti, Kurt Miller.

Nay: Ed Edelson, Ed Mone, Bill Butterly.

Mr. O'Leary noted that the ayes have it and the record should reflect that vote.

On a motion by Ed Edelson, seconded by Chris Bielik, it was unanimously

VOTED: To table the adoption of the bylaws.

Kurt Miller then said that under the executive committee issue, with there being too many members, possibly due to there being two past chairmen, he would be willing to step off the executive committee. It was noted that the bylaws currently have six at-large members.

In reference to there being 10 executive committee members, Ed Mone agreed that it was the responsibility of the executive committee to report to the full board and not make decisions on their own.

It was agreed that new language concerning the executive committee would be drafted up for the next meeting.

- b. *Motion to Ratify Agency Policy and Procedures (Memo 010715-A(R))* – Motion made by Ed Edelson and seconded by Chris Bielik.

Rick Dunne reviewed Memo 010715-A(R) and discussed changes outlined therein with regard to the code of ethics, personnel policies, financial policies and procedures, and procurement policies.

On a motion by Ed Edelson, seconded by Chris Bielik, it was unanimously

VOTED: To adopt the working documents as amended in Memo 101715-A(R) as the official Code of Ethics, Financial Policies and Procedures, Procurement Policies, and Personnel Policies of NVCOG.

In answer to a question about employee benefits by Ed Mone, Rick Dunne said the COGCNV policy was no longer available in the marketplace. The decision was made to consolidate the policies of COGCNV and Valley COG and to carry them through until the end of the fiscal year. The insurance broker will be going into the marketplace for a policy for NVCOG. It is not anticipated having everyone on new medical until July 1. Mr. Mone inquired about the term of the plan and if it was three years. Mr. Dunne said the plan was annual but could be left at any time. Clare Falcha confirmed that there was no penalty to leave the plan and enter the marketplace. Mr. Lauretti said all policies and contracts should coincide with the dates of the fiscal year.

4. Proposed Revisions to NVCOG FY2015 Budget

Rick Dunne said COGCNV's practice had been to adopt the finance reports on a Consent Calendar, but there was no Consent Calendar today. It was at the discretion of the board whether they wanted to go through Items 4a and 4b, which were the calendar year-end finance reports for VCOG and COGCNV or accept the documents and move on to Item 4c, the dues discussion for Bristol and Plymouth.

On a motion by Ed Edelson, seconded by Ken Cockayne, it was unanimously

VOTED: To accept the VCOG and COGCNV year-end finance reports for December 31, 2014.

- c. *Plymouth & Bristol FY2015 Dues Discussion* – Rick Dunne said this item had been tabled at the September meeting. He said staff had previously recommended that Bristol and Plymouth pay dues to NVCOG for the second six months of this fiscal year. Mr. Dunne explained that he felt they should not be billed for dues. All the other towns paid dues to their respective agencies for a 12 month period and those dollars are being brought together in NVCOG. In the second six months of this year, everyone is covered, but for Bristol and Plymouth NVCOG received 12 months of SGIA payment from the State of Connecticut on their behalf, but is really only entitled to six months of state grant in aid. Following further explanation, discussion, and responses to questions, it was agreed that NVCOG would not invoice Bristol and Plymouth dues for FY 2015.
- d. *Adoption of FY15 NVCOG Operating Budget and Ratification of Approved Capital Expenditures* – Motion made by Tom Dunn and seconded by Ken Cockayne.

Discussion: In answer to a question, Clare Falcha said the budget was different from the budget previously adopted by the TEC. She said the PL funding was different and had originally included Bristol and Plymouth. Bill Butterly noted the difficulty in hearing clearly with the room's acoustics and requested that Ms. Falcha take a different spot in the room and repeat her earlier budget comments. PL funding from VCOG and COGCNV did not expend as much in the first six months as was anticipated; only about 42% was expended, bringing more over into the NVCOG budget. LOTCIP money shows an increase for the same reason. Salaries are up based on review of all positions and the estimates to fill them. The salary equalization worked on by Mr. Dunne is included. Payroll tax, pension, and medical are based off the salary figure and were adjusted. General administration expenses went up by \$30,000, based on better estimates on things.

Other items of note include the IT maintenance agreement, accounting expenses, supplies, and professional development. All items were outlined in Schedule #1 – General Administrative Expenses and Schedule #2 – Merger Related Non Recurring Expenses.

Mr. Dunne said the budget was in balance for this year and the projected budget for next year will be in balance. He said a staffing plan will also be proposed, as requested by the Transitional Executive Committee, and an equalization of salary is also incorporated. He said there is a projected reduction in dues and that no reserve funds have been used for merger or operating costs. Capital costs are being paid from Valley and COGCNV SGIA carry overs.

Bill Butterly raised some questions concerning whether the representatives were being asked to approve the budget without seeing salaries first, and what would then happen if they were not happy with those salary figures. Mr. Dunne said in that case the changes would not be implemented. Mr. Butterly thought salary should be discussed before taking action on the budget. Mr. Dunne said there were no further assessments for this year and not approving the current reorganization and expenditure plan would result in a surplus. Mr. Butterly questioned passing the budget now and discussing salaries after the fact. He preferred to see those figures prior to budget action. Mr. Dunne said no further funds were going to be levied and the end result was only a matter of whether the money is spent and it generates either a surplus or a balanced budget. He said the budget is for six months, ending 6/30/15, and there are no bills to reduce. Mark Lauretti asked why this could not be done in June. Mr. Dunne said the 2015 expenditures need to be approved in order to get through the year. Mr. Lauretti asked if there was currently a budget in place, and Mr. Dunne said there was but that there were insufficient funds in it to accommodate the merger activities and the ongoing expenditures of the agency. Kevin DelGobbo asked whether it was appropriate to restate it this way: The original budget was adopted with some assumptions and now we are getting into the reality, so this reconciles the anticipated reality. Addressing Mr. Butterly, he also stated that he thought the discussion could go in any way or order, but nothing adverse happens. If it is adopted as the overall budget, authorizing the expenditures up to a certain level, if the changes in salary are not authorized, those funds will just not be spent. Mr. Butterly said that in terms of a municipal budget, to him it was like saying the budget would be approved, and then deciding whether or not to purchase a dump truck, but the money was already in the budget for the dump truck, so why wouldn't the discussion first be about purchasing the dump truck, or in this case the salaries, instead of bringing it up later. Mr. Dunne said the levy has already been set for the year and it is a matter of balancing the line items. Mr. Butterly said he understood that, but his question was why were salaries to be spoken about after approval of the budget. Mr. O'Leary suggested holding this item, continuing on, talking about the salaries to everyone's satisfaction, and then returning to this item.

Without objection, the motion was tabled.

5. Review and Adoption of Agency Organizational Chart and Equalized Salary Schedule

Motion made by Ed Edelson, seconded by Mark Lauretti.

Discussion: Mr. Dunne said a reorganization of the staff was being proposed, that when hired, he had been directed to look at reorganizing the staff and equalizing the staff salary structure. The organization chart was presented. In sum, between the two prior agencies, there are 10 positions on the books that he has proposed for elimination, consolidation, or reorganization. He is creating

two new positions and two reorganized positions which will increase staff over current level by four positions. He said what was the assistant director was being replaced with a director of planning who will take on the assistant director's duties. The top planner is being moved into that position, so the assistant director position is actually being eliminated. The shared services manager position is one that was encouraged to be created as part of this process. This is someone who will work with the municipalities directly, will work on joint purchasing and any shared service activity that two or more towns wish to take on voluntarily. This individual will also write grants, ideally on behalf of multiple municipalities, to get together and find ways to deliver services on a wider basis than just that of individual towns. This person will also deal with the Capitol Region Purchasing Council, DAS, and make sure the towns' own purchasing people have full information available to them for these activities as well as any other municipal relations issues that are involved. He mentioned the two finance people from the two agencies, and then said taken under the director of planning are the senior planners, the GIS staff, and the traffic engineer position that is to be created. All other planning staff falls underneath the Senior Planner II. He noted that one position was to fill a vacancy that COGCNV had offered to an individual just days before it closed. Mr. Dunne said he had asked the person offered the position to hold off on accepting until it was able to be considered under NVCOG's plan, and he had agreed to do that. Mr. Dunne said everyone else was existing staff, but there would be one additional regional planner/environmental position.

Ed St. John said it would have made it easier to understand if there had been a comparison done between the old staffing and the one proposed and something that showed the proposed rearrangement. He said he realized there would be some movement in staff, but he felt it would have been clearer to view the COGCNV staffing arrangement and compare it to the newly proposed one. Mr. O'Leary felt that for purposes of moving it along, and as there were people waiting to be hired, this was something that could subsequently be prepared. Mr. St. John agreed, noting that it would be helpful to see a history, as he would hate to see dues reduced and find out somewhere down the road that this would not be the case due to internal juggling.

Mr. Dunne then presented the equalized salary schedule between the two agencies. A comparison had been created between the statewide urban averages and the existing staff in order to make an equalization of them. He said it was not based upon merit, but rather is a complete adjustment. The responsibilities of people have also been adjusted. He then outlined the Schedule of Salary Equalization which showed for each position current staff experience, average experience, statewide average urban salary, current NVCOG salary, and proposed NVCOG salaries.

Ed Edelson said overall it looked like a 12% increase in the salaries line item. Mr. Dunne said this applied to the COGCNV planning staff, basically. He said for VCOG employees there is no change, for COGCNV planners it is about a 13% increase, for COGCNV administrative staff it's between 2% and 3% because that is where they varied from the statewide average. In terms of dollars, it is an \$18,000 difference for the first six months, \$36,000 annually. Mr. Edelson said there was one decision about the short term, but there was also a long term commitment. He noted that he has a municipal budget, and with the NVCOG increases, it might be asked why he had voted for those increases while holding back on those of his municipal employees. He said he guessed the argument was that COGCNV had kept their salaries lower than the urban salaries, although he thought the members had thought they were consistent with the salaries being paid to municipalities. He said the problem for him, while Mr. Dunne might be doing the right thing vis a vis the state averages, it did put a burden back on the towns in terms of how could they vote for 12% increases when not doing the same for their own employees. He had thought COGCNV salaries were more in line with

what the municipalities were paying their own employees. Mr. Dunne stated that, with all due respect, he had undertaken the salary equalization because he had been requested to do so. Mr. Edelson said he understood that, but had wanted to present the dilemma that he had.

Mr. O'Leary suggested that Mr. Dunne identify those positions that had gone up so that the group could understand the reasoning behind the salary increases. Mr. Dunne said the executive director was taking a reduction, the director of planning remains flat and is below the state average, the finance director remains flat, and the policy coordinator remains flat. Increases involved the COGCNV administrative and finance staff coming as close to the state urban average as possible, based on their years of experience. He said he had a full matrix based on years of experience and pay and it correlates across the state, and it had been used and applied here, and that was why the increases for administrative staff were smaller. As for the planners, which he felt was slightly more relevant to the discussion, the salary increases kept everyone in relative position with each other and took into account the number of employees supervised. The range was about 12% for everyone in those categories at COGCNV.

Mr. O'Leary made mention of two particular salary increases and, referring to Mr. Edelson's previous comments, noted that they were significant adjustments and that the board needed to recognize that. Mr. Dunne said that the percentage of increase proposed was based on a calculation intended to get people as close to the state average as he could, while keeping the relative difference between the employees in the agency the same. Mr. O'Leary asked if there was a problem with filling positions. He asked if all positions proposed for increase were currently occupied. Mr. Dunne said they were currently occupied. He said the issue with COGCNV was that the agency had tended to invest in its employees, trained them, made expenditures and investments, and then the employees moved on.

Tom Dunn, speaking through the chair, said he had sat on several COGCNV salary committees through the years, and the tendency had been to hold tight on salary, based on municipalities and what was going on in the state and the financial situation of the towns. However, with the experience being seen and with what the GIS system had done for all the towns, and with the service being outstanding, the percentage may sound high, but if the dollar amount is looked at, with the 19 towns coming together, the total salary increase over a whole year is not a lot of money.

Ed Mone said whether or not justified, a 12% increase would be a hard sell, and referred back to Mr. Edelson's earlier comments, stating he agreed with them. Mayor Dunn said one had to look at the dollars being spent for the staff that is wanted. Bob Mezzo said it was not typical to see a 12% increase, but a new agency was being created and Mr. Dunne was trying to create some credibility for new staff, and he understood where he was coming from.

Mr. Dunne said it was a new organization and would be in the marketplace for additional employees very soon. There was a lot of change in the region and the MPO change would come next. He said that staff consists of non-unionized, exempt employees, who work however many hours a week it takes to do the job. He made the argument that staff is not like unionized employees in towns. He felt the increase would help the agency to retain talent and deliver a quality product.

Mr. Edelson said that when the word "normalization" was used during the transition, he always thought it meant normalizing between the two staffs when it was realized there was a different approach to salary. He thought there would be an in-between, but said he realizes now that that

would be pretty hard to do, as that might have meant some coming down and some coming up. Normalizing, he now realizes, means becoming competitive with the rest of the state, and this must be presented in a way that does not make anyone appear as inconsistent. Mr. Dunne said the dollar amount of a percentage increase is dependent upon the amount of an existing salary.

Ed St. John asked whether the new staffing arrangement, the moving around of positions and consolidating them, had been discussed with the executive board relative to the creation of the new agency. He said he would welcome their input to see if it had been talked about and if they felt it was a good approach. In the past, things vetted by the executive committee were usually voted upon and upheld by the entire board. Mr. O'Leary said they did have discussion with the executive director and his instructions were to formulate what he thought would be the right working team for this new COG and to present that plan to the entire board. Mr. St. John said usually the executive committee would endorse a plan, and the entire board would not get so involved with revisiting it. Mr. O'Leary said that was a good plan and that Mr. St. John was right on point there, but it had been a learning curve with all the components of the merger and the desire to hit the ground running to get the new organization operational. Mark Lauretti asked whether the organizational chart represented an overall reduction in staff. Mr. Dunne said that between the two agencies there were 10 vacant positions on the books, with 8 being funded. NVCOG is reorganizing, filling four and, granted the increases, the net change is \$36,000 per year on a salary level. Mr. O'Leary asked what the net positions were – more, less, or the same. Mr. Dunne said that because of the creation of the positions that are currently vacant, it was hard to compare because they are vacant, so it was a difficult analogy to make. Mr. Lauretti said that if there are vacancies that are funded, nothing would prohibit their being filled, since they are approved. If that was the case, he felt it would represent a reduction in the overall staff. Mr. Dunne said it was a reduction in funded staff between the two agencies, but it was a reallocation of duties at the same time, so fewer people were doing more work.

Mr. O'Leary read the motion on the floor for Item 5: Review and Adoption of Agency Organizational Chart and Equalized Salary Schedule – 1) To adopt the proposed organizational chart and equalized salary schedule as the official organizational chart and salary schedule of the Naugatuck Valley Council of Governments.

VOTED: Unanimously.

At this point Chairman O'Leary needed to leave the meeting and turned the proceedings over to Vice Chairman Lauretti.

Mr. Lauretti stated that item 4d would now be laid on the table for consideration.

4d. *Adoption of FY15 NVCOG Operating Budget and Ratification of Approved Capital Expenditures* – Motion made by Tom Dunn, seconded by Ken Cockayne.

Discussion: Ed Edelson had a question related to the direct pass-through LOTCIP funding as being in the original budget and the hiring of consultants. Rick Dunne said a consultant was under contract to do the inspections, and he did not anticipate doing those inspections in the balance of the interim budget. If they are done, it can still be handled as a direct pass-through.

The vote was taken and it was unanimously:

VOTED: To adopt the FY15 NVCOG operating budget and ratify the approved merger expenditures.

6. Review and Approval of NVCOG Executive Director Employment Agreement

Mr. Lauretti noted that this discussion had been tabled from the last meeting and it had been agreed that a summary sheet of the benefit package would be distributed for review.

Motion made by Chris Bielik and seconded by Tom Galvin.

Discussion: Kevin DelGobbo said drafts of the agreement were sent via email and he also had paper copies available for distribution. In response to a question, Rick Dunne explained that the summary consisted of the bullet points on the first page. Mr. DelGobbo said the discussion began when the executive director search committee began developing a set of specifications and a salary range. The salary had been selected, although an argument could have been made for one higher. Subsequent to that, the consultant, the Mayor, and Attorney Steve Mednick were charged with negotiating the explicit terms of the agreement. Mr. DelGobbo's recollection from the last meeting was that there be an opportunity for the members to view the employment agreement, and also that there had been a request that the 2015 goals that NVCOG was setting be explicitly tied to the agreement. Mr. DelGobbo said explicit goals and expectations were being married to the terms and conditions of the employment agreement, and that document was now before everyone.

Mr. Lauretti entertained a motion to enter into executive session. Motion was made by Ed St. John, seconded by Bill Butterly, and was unanimously voted. Executive session was entered into at 9:40 a.m. At 10 a.m., Mr. Lauretti entertained a motion to come out of executive session. Motion made by Tom Dunn and seconded by Ed Edelson.

Mr. Lauretti requested that the record reflect that there were no votes taken during executive session, and the motion unanimously carried.

Returning to Item 6 – Review and Approval of NVCOG Executive Director Employment Agreement:

Motion to table made by Tom Dunn and seconded by Bill Butterly. The motion carried unanimously.

7. Update and Discussion Regarding COGCNV/VCOG Existing Agreements Assignment

a. *Adopt Resolution Ratifying the Actions of the Transitional Executive Committee and Authorize the Executive Director to Execute the Assignment Agreements with VCOG and COGCNV and Consent to Assignment of Agreements* - Rick Dunne said a number of processes must be gone through to move the agreements that are between VCOG and COGCNV and third parties to NVCOG and the third parties. Attorney Mednick and Attorney Welch have both been involved in the process. Previously adopted was the Omnibus Resolution which identified all the activities for transfer. There are two agreements that have been signed by the chairs of COGCNV and VCOG to transfer all assets, obligations, rights, duties, and liabilities to the new entity. Today's resolution empowers Mr. Dunne to sign any and all third party documents, consents to assignments, or amended agreements required to effect the transfers of authority only for agreements previously authorized by COGCNV and VCOG.

On a motion by Ed Edelson, seconded by Ed Mone, it was unanimously

VOTED: To adopt NVCOG Resolution No. 2015-02 ratifying the actions of the transitional executive committee in accepting the assignment of rights, duties and obligations of the COGCNV and VCOG, further, authorizing the executive director to sign any and all third party documents, consents to assignment or amended agreements required to effect these transfers of authority previously authorized by COGCNV and VCOG.

- b. *Resolution Regarding Execution of Substitute Transit Capital Expenditure Agreement* – Motion made by Tom Dunn and seconded by Ed Edelson. Rick Dunne explained that this was Resolution No. 2015-03 and authorizes the executive director to execute contracts, amendments with CTDOT pertaining to agreements previously approved by VCOG for reimbursement of the non-federal share of Transit Capital Expenditures; and further to authorize the secretary to certify same along with the certificate of incumbency. Mr. Dunne noted that there would be a number of different third parties that would require different forms and different agreements specific to their documents, and that the goal is to have everything transferred over by June 30.

Let it be noted that at this time Mr. Edelson took over as chair in the absence of Mr. Lauretti, and that Mr. Primini left the meeting at 10 a.m.

On a motion by Tom Dunn, seconded by Ed Edelson, it was unanimously

VOTED: To adopt NVCOG Resolution No. 2015-03 authorizing the Executive Director to execute all contracts, amendments and other documents with the Connecticut Department of Transportation pertaining to agreements previously approved by VCOG for reimbursement of the non-federal share of Transit Capital Expenditures; and further to authorize the Secretary to certify same along with the Certificate of Incumbency.

- c. *Amendment to Assign COGCNV CT DEEP Contract PS #2014-15109* – Mr. Dunne explained that this was a contract with CT DEEP for recreational trail signage. On a motion by Kurt Miller, seconded by Ed Mone, it was unanimously

VOTED: To adopt NVCOG Resolution No. 2015-01 empowering the Chairman to execute all contracts, amendments and other documentation with the State of Connecticut DEEP pertaining to the “Recreational Trails Grant – Naugatuck River Greenway Signage Project (DEPA00002024287)” and authorize the Secretary to certify same.

8. Updates Regarding MS4

Rick Dunne said no action was required on this item. Staff comments had been submitted under his signature and copies had been sent to the CEOs and public works directors. In the interest of time, Mr. Edelson suggested that those assembled read the memo and that the meeting move on.

9. Household Hazardous Waste Program Administrative Fee: Fiscal Year 2016

Pat Gallagher said that in fiscal year 2015, COGCNV approved a household hazardous waste (HHW) program administrative fee of \$12,000, and program dues were allocated based on 2010 population counts from the U.S. Census Bureau. The regional HHW program has now been assumed by NVCOG. NVCOG staff recommends maintaining the same administrative fees as fiscal year 2015, as presented in Memo 122914HHW. On a motion by Bob Mezzo, seconded by Anita Dugatto, it was unanimously

VOTED: To approve the FY2016 HHW Program administrative fees at a total of \$12,000 for the region's ten participating municipalities with each municipality's fee based on 2010 population estimates as presented in Memorandum 122914HHW.

In response to a question, Mr. Gallagher said other towns could be added to program if they so choose. Mr. Dunne said it would be referred to the public works working group to see about getting other towns involved.

Mark Lauretti resumed the chair at this point.

10. Endorsement of Recommended Meeting Schedule for 2015

With the permission of the chair, Mr. Dunne noted that the schedule of meetings showed a schedule of 10 a.m. on the second Friday, and the anticipation was that NVCOG would move meetings around to the towns. He noted they would also be adopting the schedule for the RPC, which consists of the first Tuesday in alternating months at 7 p.m. at NVCOG. Len Assard asked about the RPC adopting its own meeting schedule. Mr. Dunne said they had done so, but as the RPC is a committee, NVCOG must file their schedule with the Secretary of State. The schedule shown is what the RPC had voted on.

On a motion by Tom Dunn, seconded by Ed Edelson, it was unanimously

VOTED: To table endorsement of the meeting schedule for 2015.

Kevin DelGobbo asked that under the current meeting schedule, was the next proposed meeting date acceptable to everyone? Rick Dunne said the date was February 13 at a time to be decided. Upon further discussion, 8 a.m. was the agreed upon time for the February 13 meeting. Sheila O'Malley noted that Ansonia cannot make Friday meetings. The location was to be determined and a notice of meeting would be sent out. Rick Dunne suggested the meeting be held at the Waterbury Regional Chamber.

11. Other

There was no other business.

12. Adjournment

At 10:10 a.m., on a motion by Bob Mezzo, seconded by Sheila O'Malley, it was unanimously

VOTED: To adjourn the meeting.

Respectfully submitted by
Lauren Rizzo
Administrative Assistant
for
Ken Cockayne
Secretary