

**Connecticut Rural Water & Wastewater Association
(CTRWVA)**

BOARD OF DIRECTOR'S SPECIAL MEETING

Remote Meeting by Live Internet Video Stream and by Telephone

Via Zoom Meeting Link Provided

Thursday, January 19, 2023~ 11:00 AM

CALL TO ORDER: Ted Donoghue called the regular meeting to order at 10:14 AM.

ROLL CALL

Present: Board members Pete Kasacek, (V.P.), Ted Donoghue, (Secretary), Shelby Jackson (Treasurer) arrived at 11:40 AM. Robert Wittenzeller, CTRWVA's Executive Director T.J. Clarke, NRWA Members present were Vern Steel, Kaylyn Branen, (Content & Communication Specialist), Cheyenne Jones (NRWA), Jennifer Palmiotto (NWRA) and Brian Churchman (NRWA)

Absent: Marty Cormier (President)

MINUTES

a) None Presented.

BUSINESS

1) **Public Request and or Comment:** None.

2) **Executive Director Update:** T.J. Clarke began by sharing that the new Source water candidate began work on 1/9/23 and his name is Henry Cutler and he graduated recently from UCONN. His resume included working for Fuss & O'Neil. He will have a virtual office set up and will use the same phone number that Matt Young did in the past. He is also a resident of Massachusetts and he will be getting up to speed working with David Lotha. We are still looking for a wastewater circuit rider. There is one candidate who has 13 years of experience that may be interested and TJ will flow up on that. On the EPA front Mike Hage is doing great, and has a training on 1/24/23. TJ is working with Beth Nesteriak to finalize a work agreement, she has agreed to scale down her role. The contract is signed with the New Life Church for the 2023 conference on 6/8/23. TJ's last day is on 3/3/23, Vern thanked him for the work he accomplished for the Association. TJ is also working with B. Churchman on the 2022 audit. T. Donoghue requested that TJ create a priority list for the BOD's. V. Steel commented on all federal programs- we need to ensure that the deliverables are met. He continued to speak about the status of M, Cormier (President) and the need to review the by-laws as they might need to be revised

due to M. Cormier's new employer not being a member of CTRWWA. TJ and P. Kasacek will flow the process on any proposed changes. TJ felt unclear on M. Cormier's future with CTRWWA. T. Donoghue understood that he was going to natural phase out his role-due to his new job. T. Donoghue asked if we should post for a new ED, V. Steel said it was premature and that we should hold off until we know more about the future. V. Steel requested from TJ that the Wastewater Circuit Rider position must be a priority to fill. Todd Hastings may have a candidate, but they have no experience. V. Steel also said we need to clear up Beth and Admin support. Vern finally stressed that NRWA is still ultimately responsible for management of the association

3) **CTRWWA Name Change Next Steps:**

a) **Kaylyn Branen:** Social With social media there is not much to report. She is still working on the training emails, and she will follow-up with an email to our members. The next Newsletter is on 1/24/23. It will include an update from M. Cormier and an introduction of Henry Cutler.

4) **Board Member's Request/ New Business: None**

5) **Strategic Plan Update:** It has been reviewed by NRWA and looks good, T. Donoghue inquired if this should be posted on our website. The consensus was that it should not but P. Kasacek suggested that we inform our members that it was completed and it can be viewed upon request.

6) **Communication/Reports:**

- a) TJ covered this in item #2.
- b) EPA/TAT Grant: Source water QTR. No update.
- c) USDA Water Circuit Rider Program: No update.
- d) USDA Wastewater Program: No update.
- e) EPA – Covered in Item #2.
- f) CT DPH: No update.

7) **Membership:**

- a) **Drive to promote growth:** No update.
- b) **Invoicing:** TJ is still working on renewal registrations to become a member.
- c) **Training.** No update,

8) **Generating Revenue - CCRS:** No update.

9) **Financial Report:** B. Churchman began his update and shared that the Auditor will be coming onto the meeting at 11:30 AM, but shared these updates first.

a) Revenue is tied to the grant programs. We have had no expenditures due to staffing changes. This is the utmost important as under spending in these programs may impact NRWA's grant funding from these federal agencies in the future. Wastewater is underspent \$1,636. Source water is underspent by \$16,336 and this PY ends on March 31st. We are highly unlikely to make this deficit up. The EPA Program is underspend by \$28,602, we have until 7/31/23 for this program.

b) Are we financially solvent? Yes the current assets to current liability ratio as of 12/31/22 is 1.77 to 1. Total Equity as a percentage of Total Assets is 27%. Total Equity as of 12/31/22 is \$34,655.13, while the annual income is 20.33. This reflects an increase the ration from 26% over the previous month.

c) Are we on target with our revenue and expenses? The current Net Internal Income is \$20.33. we are underspending across the board in the Federal Programs and we have to reverse this trend fast

d) Will We Have Income for Future Expense? Net assets are currently \$34,655.13, which is not a comfortable amount and we need more on hand. Most concerning is the lack of federal program revenue due to the program vacancies.

e) Auditor Report from Arledge. Jake began by stating that "the financial statement referred in the audit present fairly, in all material respects, the financial position of the Association as of June 30, 2022, and the changes in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.". We ended with net assets of \$33,635 and a net cash flow \$63,000 and the foot notes start on page 7 of the audit. There was one finding, which had to do with "internal controls" and was attributed to the retirement of one NRWA staff member who handled Atlantic States RWWA accounting. The staff that took over did not know of all the nuances that the previous employee used. This finding did not alter the opinion but must be notes in accordance with sound practices. B. Churchman agreed with the findings, and the proper protocols have been implemented to correct the problem going forward.. Jake explained that a finding typically occurs 1 to every 3 years and is not uncommon, but it is best to inform the BOD's. These findings are detailed in the Report of Internal Controls and the big issue was revenue refund recognition. T. Donoghue if it would be beneficial to have a financial literacy training for the BOD's? B. Churchman agreed that would be a good idea.

Motion: T .Donoghue put forth a motion to accept the 2022 Audit as submitted by Arledge Certified Public Accounts. P. Kasacek seconded. There was no discussion. All members voted "aye" and the motion passed.

10) **Review and approval of Strategic Plan for CTRWWA.** P. Kasacek stated that we should make it available to our members for review. T. Donoghue said it might be beneficial to mention it in our next Newsletter and it will be forwarded to K. Branen.

Motion: T. Donoghue put forth a motion to accept the Strategic Plan for CTRWWA as submitted. P. Kasacek second. There was no discussion. All members voted “aye” and the motion passed.

11) **New Business:** A discussion about the NRWA Water Rally began- which will occurring February 6-9 2023 in Washington D.C. Both TJ. Clark and S. Jackson will be in attendance. The discussion of sending P. Kasacek as well was brought up by T. Donoghue. P. Kasacek was also the winner of the Water Tasting Contest and it would be beneficial that he would be part of the delegation, as he will be in the national competition. His expertise would also be very helpful in speaking to Connecticut’s Congressional delegation too. P. Kasacek would be very excited to attend. The discussion moved toward how we could fun his travel and accommodation expenses. J. Palmiotto put forth an excellent idea that we could have a fund raising event promoted in our next Newsletter, asking members to help chip in for the cost to send Pete. The idea was received enthusiastically by all.

Motion: T. Donoghue put forth a motion that P. Kasacek be part of the 2023 Water Rally Delegation. Discussion. Discussion included J. Palmiotto’s idea for the need of assistance in funding Pete’s trip, which was estimated to be between \$1,200 to \$1,500. P. Kasacek second and all members voted “aye” and the motion passed.

Finally T. Donoghue asked if all the BOD’s have completed the online BOD training that we are all require to take. T. Donoghue was the only one that had completed it and he stressed that all BOD’s should try to complete it by the end of January,as it will take about 3 hours to do.

12) **Adjournment: Motion:** P. Kasacek moved to adjourn at 12:29 PM. T. Donoghue seconded. All voted “aye: and the motion carried.