



NORWICH BOARD OF PUBLIC UTILITIES' COMMISSIONERS  
REGULAR MEETING

October 25, 2011

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The Regular October Meeting of the Norwich Board of Public Utilities' Commissioners was held on Tuesday, October 25, 2011 in the 2<sup>nd</sup> Floor Board Room of Norwich Public Utilities (NPU) located at 16 South Golden Street, Norwich.

Item 1. The Meeting was called to order at 6:00 p.m. by Chairman James Sullivan.

Present: Chairman James Sullivan, Vice Chairman Diana Boisclair, Secretary Alan Remondi, and Commissioner Larry Goldman. Absent: Commissioner Frank Demicco. Also in attendance were: General Manager John Bilda; NPU Staff Members Steve Sinko, Kerri Kemp, Jeff Brining, Mike Hughes, Ruth Richardson, Fawn Walker and Michele Addabbo.

Commissioner Sullivan welcomed and thanked Mayor Nystrom for attending the meeting. City Manager Alan Bergren and Alderman Tucker Braddock were also present.

Item 2. Fifteen-Minute Public Comment Period. Mr. Andy Depka, of 105 Vergason Avenue, addressed the Board on concerns regarding smart meters.

Item 3. Minutes of the Regular September Meeting held on Tuesday, September 27, 2011. Commissioner Goldman, seconded by Vice Chairman Boisclair moved to approve the Minutes of the Regular September Meeting held on Tuesday, September 27, 2011, as written. Unanimously approved.

Item 4. Action Items.

a) Signatory Resolution for Altec Capital Services Equipment Lease. Commissioner Goldman, seconded by Secretary Remondi moved to approve the following Resolution for the Altec Capital Services Equipment Lease. Unanimously approved.

**RESOLUTION**

RESOLUTION AUTHORIZING THE EXECUTION AND DELIVERY OF AN EQUIPMENT LEASE/PURCHASE AGREEMENT, AND RELATED INSTRUMENTS, AND DETERMINING OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the governing body of City of Norwich Department of Public Utilities ("Lessee") has determined that a true and very real need exists for the Equipment (the "Equipment") described in the proposed Equipment Lease/Purchase Agreement (the "Agreement") by and between ALTEC CAPITAL SERVICES, L.L.C., as Lessor, and Lessee, as lessee, presented to this meeting; and

WHEREAS, Lessee has taken the necessary steps, including those relating to any applicable legal bidding requirements, to arrange for the acquisition of the Equipment; and

WHEREAS, Lessee reasonably anticipates that it and its subordinate units will not issue tax-exempt obligations in the face amount of more than \$30,000,000 during the current calendar year; and

WHEREAS, Lessee proposes to enter into the Agreement with ALTEC CAPITAL SERVICES, L.L.C. substantially in the proposed form presented to this meeting.

NOW, THEREFORE, BE IT RESOLVED BY THE GOVERNING BODY OF LESSEE AS FOLLOWS:

Section 1. It is hereby found and determined that the terms of the Agreement in the form presented to this meeting and incorporated in this resolution, are in the best interests of Lessee for the acquisition of the Equipment.

Section 2. The Agreement is hereby approved. The General Manager of Lessee and any other officer of Lessee who shall have power to execute contracts on behalf of Lessee be, and each of them hereby is, authorized to execute, acknowledge and deliver the Agreement with any changes, insertions and omissions therein as may be approved by the officers who execute the Agreement, such approval to be conclusively evidenced by such execution and delivery of the Agreement. The General Manager of Lessee and any other officer of Lessee who shall have power to do so be, and each of them hereby is, authorized to affix the official seal of Lessee to the Agreement and attest the same.

Section 3. The proper officers of Lessee be, and each of them hereby is, authorized and directed to execute and deliver any and all papers, instruments, opinions, certificates, affidavits and other documents and to do or cause to be done any and all other acts and things necessary or proper for carrying out this resolution and the Agreement.

Section 4. Lessee hereby designates the Agreement as a “qualified tax-exempt obligation” within the meaning of Section 265(b)(3) of the Internal Revenue Code of 1986, as amended.

b) Approval of 2012 Board Meeting Schedule. No action taken. Will revise and add to next month’s agenda.

***2012 Board Meeting Schedule***

|           |    |         |
|-----------|----|---------|
| January   | 24 | Tuesday |
| February  | 28 | Tuesday |
| March     | 26 | Tuesday |
| April     | 24 | Tuesday |
| May       | 22 | Tuesday |
| June      | 26 | Tuesday |
| July      | 24 | Tuesday |
| August    | 28 | Tuesday |
| September | 25 | Tuesday |
| October   | 23 | Tuesday |
| November  | 27 | Tuesday |
| December  | 18 | Tuesday |

Item 5. Financial Report. Steve Sinko updated the Board on NPU’s September financial statements. Informative.

Item 6. Strategic Presentations.

- Energy Conservation Program. Jeff Brining and Fawn Walker updated the Board on NPU's Energy Conservation Program. Informative.

Vice Chairman Boisclair, seconded by Secretary Remondi moved to recess the Board Meeting at 6:58 p.m. and enter into the Sewer Authority meeting. Unanimously approved.

The meeting resumed at 7:11 p.m.

Item 7. General Business. None.

Item 8. Executive Session. Commissioner Goldman, seconded by Vice Chairman Boisclair moved to enter into Executive Session at 7:12 p.m. to Discuss Confidential Trade Secret & Commercially Valuable Confidential or Proprietary Information Not Subject to Inspection or Public Disclosure Pursuant to Section 1-210[5] and 7-232a of the CT General Statutes. Unanimously approved. General Manager Bilda, staff members Steve Sinko, Kerri Kemp, Jeff Brining, Ruth Richardson, Peter Nystrom, Alan Bergren, Tucker Braddock, Robert Mills, NCDC Executive Director and Kent Baker, NCDC President were asked by the Board to stay for the purpose of providing proprietary information as it relates to NCDC.

The Board arose from Executive Session at 7:42 p.m.

There were no votes taken during Executive Session.

Executive Session. Vice Chairman Boisclair, seconded by Commissioner Goldman moved to enter into Executive Session at 7:43 p.m. to Discuss Confidential Trade Secret & Commercially Valuable Confidential or Proprietary Information Not Subject to Inspection or Public Disclosure Pursuant to Section 1-210[5] and 7-232a of the CT General Statutes. Unanimously approved. General Manager Bilda, staff members Steve Sinko, Kerri Kemp, Jeff Brining, and Ruth Richardson were asked by the Board to stay for the purpose of providing proprietary information as it relates to NPU Collections.

The Board arose from Executive Session at 8:27 p.m.

There were no votes taken during Executive Session.

Item 9. Other Business.

Item 10. The next Regular Meeting is scheduled to be held on Tuesday, November 22, 2011.

Secretary Remondi, seconded by Vice Chairman Boisclair moved to adjourn the Meeting at 8:28 p.m.

Attest:

Alan Remondi  
Secretary