



Regional Brownfields Partnership of West Central Connecticut

c/o Naugatuck Valley Council of Governments
49 Leavenworth Street, Third Floor, Waterbury, CT 06702 | 203.757.0535 | nvcoogt.org

Regional Brownfields Partnership

9:30am Thursday April 25, 2019

NVCOG Conference Room
49 Leavenworth Street, Third Floor
Waterbury, CT 06702

Dial-in: 203.489.0355
Conference Code: 006099#

AGENDA

- I. Call to order/Roll Call
- II. Public Comment
- III. Approval of the September 12, 2018 Record of Meeting (motion)
- IV. Review and discussion of revised Operating Procedures as proposed
 - a. Recommended Motion: to recommend the Naugatuck Valley Council of Governments adopt the Operating Procedures as presented
- V. Review and discussion of NVCOG procurement procedures through the Regional Brownfields Partnership
- VI. Other
- VII. Adjournment

Called by
Roy Cavanaugh, Chair

*A language or sign translator can be requested five days in advance of the meeting.
Un traductor de idiomas puede ser solicitado al menos cinco días previos a una reunión*



Regional Brownfields Partnership of West Central Connecticut

c/o Naugatuck Valley Council of Governments
49 Leavenworth Street, Third Floor, Waterbury, CT 06702 | 203.757.0535 | nvcoog.org

RBP Annual Meeting

11:30am Wednesday, September 12, 2018

NVCOG Conference Room
49 Leavenworth Street, Third Floor
Waterbury, CT 06702

Dial-in: 203.489.0355
Conference Code: 006099#

RECORD OF MEETING

Attendance

Municipal Appointed Representatives (Quorum Present): Andrew Baklik, Roy Cavanaugh, Christopher Edge, Paul Grimmer, Mayor Hess, Margus Laan, Dawn Leger, First Selectman Ed Mone, Sheila O'Malley, Christal Preszler, Ron Pugliese, Bill Purcell, Steve Sadlowski, Erin Wilson, Jim Nardozzi

General Membership: Jim Byrne (U.S. EPA Region 1), Deputy Commissioner David Kooris (CTDECD), Binu Chandy (CTDECD), Mark Lewis (CTDEEP), Kevin Taylor (NHSW), Christopher Carlson, Tim Carr, Del Cummings, Adam Duskocy, George Gurney, Sam Haydock, Bill Heiple, John Insall, David Krechevsky, Jessica Levay, Neil Thurber, Rick Dunne, Arthur Bogen, Max Tanguay-Colucci

I. Welcoming Remarks

Roy Cavanaugh, RBP Chair welcomed all attendants. The Pledge of Allegiance was said. Rick Dunne, Executive Director introduced Connecticut Department of Economic and Community Development Deputy Commissioner David Kooris.

II. Featured Session - CT DECD Deputy Commissioner David Kooris

Deputy Commission David Kooris discussed the important of reusing brownfield sites in Connecticut. He commented on legacy neighborhood centers across the Partnership, noting their unique historic and cultural assets. Kooris described the string of density from Shelton to Waterbury as a linear city served by Metro North's Waterbury Branch line. Finding ways to reuse brownfield properties will unlock the area's full potential.

III. Business Portion

i. Approval of Minutes of the October 23, 2017 RBP Annual Meeting

Motion by Sheila O'Malley, seconded by Mayor Hess, it was unanimous



Regional Brownfields Partnership of West Central Connecticut

c/o Naugatuck Valley Council of Governments
49 Leavenworth Street, Third Floor, Waterbury, CT 06702 | 203.757.0535 | nvcoogt.org

ii. RBP Elections

The Chair noted the Nominating Committee received nominations for Roy Cavanaugh, Chair, Sheila O'Malley, Vice-Chair, and Ron Pugliese, Treasurer/Secretary. Ron Pugliese rescinded his nomination and nominated Jim Nardozzi for Treasurer/Secretary.

On a motion by Mayor Hess, seconded by Erin Wilson, it was unanimously

VOTED: to elect Roy Cavanaugh Chair, Sheila O'Malley Vice-Chair, and Jim Nardozzi Treasurer/Secretary.

NVCOG Executive Director Rick Dunne requested the Committee consider review of the RBP Operating Procedures to expand representation on the RBP Executive Board to reflect a greater number and diversity of RBP municipalities.

iii. RBP Annual Update

NVCOG Regional Planner Max Tanguay-Colucci presented noteworthy projects and upcoming opportunities for funding. Of note, the NVCOG was awarded a \$60,000 BAR grant on behalf of the Town of Thomaston to study the East Main Street riverfront area. The NVCOG is awaiting final verification on the site at 251 Roosevelt Drive, Derby where a \$85,000 CTDECD assessment grant allowed staff to draft an Abandoned Brownfield Cleanup liability relief request and to conduct a Phase II assessment. The activities supported property transfer and reuse of a portion of the property for the BAD SONS Beer Company. The NVCOG currently has assessment and remediation funding available through EPA.

iv. CT Brownfield Land Bank Update

Connecticut Brownfield Land Bank President Arthur Bogen noted the Land Bank has been authorized as the first brownfield land bank in the state. The CTBLB will be another tool for municipalities to consider in resolving issues of liability and funding on brownfield properties.

v. Other

No further comments.

vi. Adjournment

On a motion by Sheila O'Malley, seconded by Mayor Hess, the meeting adjourned at 12:45pm.

Regional Brownfields Partnership

Operating Procedures

Name:

The name of this entity shall be the Regional Brownfields Partnership of West Central Connecticut

Purpose:

The Regional Brownfields Partnership of West Central Connecticut (the "Partnership") was established by the Naugatuck Valley Council of Governments (NVCOG) to conduct the business of the Partnership. As a committee of the NVCOG, the Partnership is charged with ~~the procurement, administration, and conduct of overseeing NVCOG~~ brownfields grants and activities, and shall have such rights, powers, and duties as are conferred or imposed upon it by the NVCOG and the General Statutes of Connecticut and any amendments thereto.

Definitions:

~~A) **At Large Representative:** a non-voting municipal representative appointed by the voting municipal representative at the discretion of the Chief Elected Official.~~

~~B)~~ **A) Chief Elected Official:** the chief executive official, directly and separately elected by the public, of a municipality. In the statutory absence of such a position in a municipality, this term shall refer to an individual appointed to the position of Chief Administrative Official of that municipality by that municipality.

~~C)~~ **B) Council:** the Naugatuck Valley Council of Governments.

~~D)~~ **Municipal Member:** a municipality which joined the Partnership ~~in adopting these operating rules and~~ by request to the Partnership ~~by~~ from the CEO; municipal members shall be afforded voting rights.

~~C)~~

~~E)~~ **Non-Municipal Member:** a non-voting member who shall be one of the following: a Regional Planning Organization having governance within the boundaries of the Partnership's member communities; the Housatonic Valley Association; Health Districts within the Partnership's region; the Naugatuck Valley Project; any Chamber of ~~e~~Commerce residing within the boundaries of the Partnership's member communities; members of the U.S. Congress representing any particular member municipality; or other entities as the ~~Partnership Executive Board of the Partnership~~ deems appropriate.

~~D)~~

~~F)~~ **E) Representative:** an individual who speaks and takes action on the behalf of their appointing Member at meetings.

~~G)~~ **Term of Office:** ~~a two-year period of service for officers commencing October 1st following their election to their offices.~~

~~H)~~ **F) Project Selection Committee:** An ad hoc committee with the sole responsibility of procurement of professional services. The Project Committee shall consist of the RBP Executive Board and any municipal representatives appointed by the CEO of the municipality in which the project is located.

Membership of and Representation to the Partnership:

A) Membership:

1. Voting membership of the Partnership shall be of the Partnership's municipal members as defined in these Operating Procedures. ~~operating rules~~.
2. Parties interested in requesting Non-Municipal membership may submit a written request to Chairman and Secretary of the Partnership. New voting and non-voting members may be approved for membership by an action of the Partnership.
3. A member may withdraw from the Partnership by submitting a signed statement addressed to the Chairman and Secretary of the Partnership.

B) Representation:

1. **Appointing Representatives:** Each Member of the Partnership shall have the authority to appoint a single representative to the Partnership for the purpose of representing the Member at meetings of the Partnership. Representatives shall serve at the pleasure of their appointing authorities and are appointed as follows:
 - a. The Chief Elected Official of each Municipal Member shall have the right to appoint one Representative to the Partnership, who shall be afforded voting rights
 - ~~b. At the discretion of the Chief Elected Official, a municipal representative may appoint up to three at large representatives, who shall be non-voting~~
 - e.b. Non-municipal members shall each have the right to appoint one non-voting representative to the Partnership.
2. **Proxies:** Representatives may be permitted proxies in the event of their absence or unavailability for a meeting of the Partnership, provided that a signed letter identifying the proxy for the purpose of the respective meeting is provided to the Chair. In the event any question is raised concerning the Proxy and its applicability to a motion before the Partnership, the Chair will rule on such a question prior to the vote on the motion. Proxies will be considered in determining the existence of a quorum.
3. **Delinquent Representatives:** In the event a Partnership representative is absent for three (3) consecutive meetings without explanation, the Partnership's Secretary/Treasurer will attempt to contact the representative and, based upon the representative's response, may notify the appointing authority in writing and request a new appointment.
4. **Representational Vacancies:** All representational vacancies on the Partnership shall be filled at the next meeting of the Partnership according to the processes outlined in these Operating Procedures. ~~operating rules~~.

Dues and Fees

- A) Dues:** Each municipal member shall pay its annual assessment of Partnership administrative costs as specified by the Partnership in an annual report on or before the end of the first quarter of the Partnership's fiscal year. If any Member's assessment has not been paid on or before the first quarter of the Partnership's subsequent fiscal year, that Member shall be judged to be in arrears and that Member's right to vote at any meeting of the Partnership shall be suspended, as shall its right to hold any elected or appointed Partnership office. The Partnership may restore privileges to Members in delinquency provided that such Members agree to and carry out a payment plan with the Partnership under which they must pay all or some, as defined in the payment plan, of the delinquent assessment.

1. Payment of all delinquent assessments, in full, will automatically reinstate such Member to full rights and privileges.
- B) Fees:** The Partnership may levy other fees which shall exist in forms established by the Partnership as the Partnership deems necessary, for purposes the Partnership deems appropriate. Members shall pay any and all fees issued to them by the Partnership by their established deadlines, or be judged to be in arrears.

Meetings:

- A) Regular Meetings:** Unless otherwise specified by action of the Partnership, the Partnership shall meet at such time and place as is announced in accordance with the call of meetings, but not less than ~~once~~ twice per year.
- B) Executive Board Meetings:** the Executive Board shall meet quarterly unless otherwise scheduled, with at least one week's notice to all Partnership members. The Executive Board may act on matters on which they have been given authority to act by the Partnership or the Council, and on all other matters on which the Partnership may act as long as all Partnership members are notified and have no objections. All members shall be invited to attend and participate in Executive Board meetings.
1. Any objection shall be delivered electronically or in writing to the attention of the Chair at least 24 hours prior to the Executive Board meeting. If an objection is delivered, a special meeting of the Partnership will be called by the Chair to address specific items to which objections have been made.
- C) Annual Meeting:** Unless otherwise specific by action of the Partnership, the annual meeting of the Partnership shall be held in September, commencing with the first September following the adoption of these ~~Operating Procedures~~ operating rules.
- D) Call of Meetings:** Notices of meetings of the Partnership shall be approved by the Secretary and sent in writing or electronically by NVCOG staff not more than fifteen days nor less than 48 hours prior to the meeting. ~~The Secretary/Treasurer of the Partnership, in sending out n~~ Notices of meetings, shall include the date, time, and place of meeting and the proposed agenda for the meeting. At any regular meeting, any business of the Partnership not on the agenda may be added by affirmative vote of two-thirds of the members present and voting.
- E) Quorum:** A quorum present shall be required for the Partnership to conduct business and shall be equal to fifty percent (50%) of the municipal membership plus one (1). Proxies shall not be counted for more than 50% of a quorum to conduct Partnership business.
- F) Remote Participation in Meetings:** Representatives who are unable to attend Council meetings in person may participate in all meetings by any means of communication (including, but not limited to, electronic, telephone, video, internet/online) by which all Members participating may simultaneously hear each other and/or participate during the meeting. A Member participating remotely in a meeting shall be deemed present at the meeting for all purposes, including, but not limited to votes and quorum. Meetings with such participation shall be held in a designated public place and conducted with the same procedures as specified elsewhere in these ~~bylaws~~ Operating Procedures. A roll call vote will be conducted for tallying votes.
- G) Meeting Accessibility:** The Partnership will adhere to all requirements of the Americans with Disabilities Act with regard to the full involvement of the public in meetings of the Partnership.

Officers and the Executive Board

A) Officers of the Partnership shall include a Chair, Vice-Chair, and Secretary/Treasurer who shall be elected at ~~the~~ annual meetings occurring in odd years to serve their terms of office.

B) At-Large Executive Board Members shall include two municipal members elected at annual meetings occurring in even years to serve their terms of office.

A)C) Term of Office: a two-year period of service for officers and at-large members of the Executive Board of the Partnership

B)D) Method of Selection:

1. Officers and at-large Executive Board Members shall be elected at the annual meeting of the Partnership from duly appointed representatives of municipal members by vote of the Partnership after receipt of the report of the Governance Committee Nominating Work Group and any nominations that may be raised from the floor.
 - a. The Governance Committee Nominating Work Group shall be composed of the Executive Board representatives of each municipal member. The Chair of the Partnership shall serve as the chair of the Governance Committee nominating work group.
2. When ~~two~~ three or more persons are nominated for an office, the officer shall be elected by a majority vote. In the event that no person receives a majority vote on the first ballot, the two candidates who receive the greatest number of votes shall then be considered the nominees for the office and a second vote held.
3. In the event any vacancy shall occur in the Executive Board any office, an interim member successor shall be elected at the next meeting of the Partnership to serve the balance of the unexpired term of office. The ~~officers~~ Executive Board of the Partnership may, by majority vote, appoint a temporary replacement for vacant positions from among the Representatives to the Partnership until such time as the full Partnership elects a successor.

C)E) Removal from Office: Officers of the Partnership may be removed from office by a two-thirds vote of the entire membership of the Partnership upon notice to the membership of the Partnership.

D)F) Chair: the Chair shall preside at all meetings except when the Chair is absent, which shall cause the Vice-Chair to preside.

1. The Chair shall affix its signature to all official reports, plans, and publications which have been adopted by the Partnership and, when so authorized, shall sign contracts in the name of the Partnership. As a member of the Partnership, the Chair shall have the right to vote on all matters which may come before the Partnership. The Chair may be a member of all special work groups ex officio without vote. During the temporary absence ~~of or~~ incapacitation of the Secretary/Treasurer, the Chair shall assume the duties of the Secretary/Treasurer. a Secretary pro tem shall be appointed by the Chair and approved by a majority vote of the Executive Board.
2. The Chair or its designee shall report to the Council on actions of the Partnership at the first meeting of the Council following the meeting of the Partnership at which action was taken.

E)G) Vice-Chair: In the absence of the Chair, the Vice-Chair shall assume the powers and duties of the Chair. In the event of the resignation, removal, or any permanent vacancy of the Chair, the Vice-

Chair shall assume the powers and duties of the Chair until such time that a new Chair can be elected pursuant to these ~~Operating Procedures~~ ~~operating rules~~.

F)H) Secretary/Treasurer: the Secretary/Treasurer shall be responsible for reviewing and presenting all financial documents prepared by Council staff. The Location of all financial and other official records of the Partnership shall be at the offices of the Council.

1.—The Secretary/Treasurer of the Partnership shall be the keeper of official records. Such records shall be open to the inspection at a reasonable time and place by members of the Partnership and by the public.

G)I) Executive Board: An Executive Board shall be formed and shall be composed of the Partnership's Chair, Vice-Chair, Secretary/Treasurer, **two (2) at-large Executive Board members**, and the Chairs of any advisory or special work groups appointed under Article VIII of these ~~Operating Procedures~~ ~~Rules~~. The Executive Board shall approve the agenda for full Partnership meetings.

Special Work Groups

A) The Chair may appoint special work groups and their members from time to time as it may see fit consistent with law and these ~~Operating Procedures~~ ~~operating rules~~. The Chair, in its discretion, may appoint non-members to any special work group. All such special work groups shall post and distribute their notice and agenda to all Partnership members pursuant to the requirements of these operating rules.

Technical Assistance

A) The Partnership may employ technical and clerical assistance to carry out its work.

Reports and Plans

A) All reports and plans which are published by the Partnership, including any reports and minutes of the meetings, shall be filed with the Chief Elected Official and Municipal Clerk of each member municipality.

Financing

A) When its approval is required by a grantor, requests for Grants-in-Aid from the State or Federal governments, private foundations, or other sources shall be approved by the Partnership at its discretion.

B) Gifts, Bequests, or Contributions may be accepted by the Council on behalf of the Partnership, provided they are to be utilized at the discretion of the Partnership.

C) All finance records shall be recorded and reported in a form established by the Partnership. This section shall in no way be construed to limit the Partnership's ability to comply with reporting and documentation requirements established by grantors to the Partnership.

D) The fiscal year of the Partnership shall be the same as the fiscal year of the Council, as determined by the Council.

E) The Partnership Executive Board may participate in the selection of consultants for environmental assessment and remediation projects at the discretion of NVCOG staff through a Project Selection Committee.

Amendments

A) To amend these ~~bylaws~~ ~~Operating Procedures~~, the Partnership must submit and have approved by the Council an amendment recommendation approved by **either 1)** a two-thirds vote of the full

Membership of the Partnership or 2) a unanimous vote of those present, provided that notice of action proposed and the complete text of the amendment shall have been provided to all Members of the Partnership pursuant to these ~~operating rules~~Operating Procedures.

General

- A) These Operating Procedure ~~operating rules~~ shall become effective immediately upon their adoption by the ~~Partnership and Naugatuck Valley~~ Council of Governments.
- B) All meetings shall be conducted in accordance with these Operating Procedures~~operating rules,~~ where they apply, and otherwise in accordance with Robert's Rules of Order, Revised.