

**MEETING OF THE MASSACHUSETTS
CLEAN WATER TRUST
BOARD OF TRUSTEES**

October 5, 2022
1:30 PM

Location: Remote*

Minutes

Attendees: Nick Favorito, Deputy Treasurer, Office of the State Treasurer, Designee
Kathleen Baskin, Assistant Commissioner, MassDEP, Designee
Timur Yontar, Capital Budget Director, Executive Office for Administration & Finance, Designee

Also Present: Susan Perez, Executive Director, MCWT
Nate Keenan, Deputy Director, MCWT
My Tran, Treasurer, MCWT
Sally Peacock, Controller, MCWT
Sunkarie Konteh, Accountant, MCWT
Nicole Munchbach, Accountant, MCWT
Pam Booker, Accountant, MCWT
William Kalivas, Treasury Specialist, MCWT
Rachel Stanton, Investor Relations and Communications Graphic Designer, MCWT
Julian Honey, Program Associate, MCWT
Josh Derouen, Senior Program Associate, MCWT
Robin McNamara, Deputy Director of Municipal Services, MassDEP
Mary Wilkins, Communications Executive Assistant, Office of the State Treasurer
Andrew Napolitano, Deputy Director of Communications, Office of the State Treasurer
Alexa Michon, Policy Associate, Office of the State Treasurer
Jennifer Pederson, MWWA
Emily Kowtoniuk, Legislative Director, Office of the State Treasurer

CALL TO ORDER: The meeting was called to order by Mr. Favorito at 1:30 p.m.

Item #1

MOTION- VOTE

Acceptance and Approval of September 7, 2022 Minutes

The motion was made by Mr. Yontar and seconded by Ms. Baskin and voted in favor of acceptance and approval of the minutes of the meeting of the Board held on September 7, 2022.

REPORT OF THE EXECUTIVE COMMITTEE

Audit

Ms. Perez stated that the Massachusetts Clean Water Trust Audit is nearly complete, and drafts will be circulated to the Board members later today. It is the first Trust audit being conducted by the new auditors, CliftonLarsonAllen. The Annual Comprehensive Financial Report (ACFR) will be filed in December.

Annual Report and Green Bond Report

Ms. Perez said that the Trust filed the Annual Report with the EPA and published both the Annual Report and the Green Bond Report to its website.

The efforts of MassDEP, Ms. Stanton, and the Trust's program staff are greatly appreciated.

2023 Intended Use Plan (IUP) Solicitation

Ms. Perez said that MassDEP has completed the solicitation and review of Project Evaluation Forms (PEFs) received during the 2023 Intended Use Plan (IUP) solicitation. The Trust is reviewing capacity before MassDEP can finalize the draft IUPs.

Ms. Baskin noted that MassDEP received PEFs for 213 new construction projects valued at approximately \$2.8 billion. All PEFs have been reviewed and ranked by MassDEP. Of these PEFs, there were 13 for combined sewer overflow projects, 27 for emerging contaminant projects, 6 for lead service line replacements, and 39 for asset management planning (AMP) projects. The AMP projects totaled approximately \$4 million.

Series 24 Bond Series

Ms. Perez said that the Trust's Series 24 bond issuance is underway. It is the first series since Spring 2021. It will be a rather sizeable deal because it has been longer than usual since the Trust has gone out to market.

Item #3

MOTION- VOTE

The motion was made by Ms. Baskin and seconded by Mr. Yontar.

Ms. Perez explained that the Trust is preparing for its Series 24 bond deal. The Board must authorize the issuance of bonds for the Trust to move forward.

The motion was voted unanimously in favor of acceptance and approval of the following:

Resolution Authorizing the Issuance of Bonds

That the Executive Director is hereby authorized to provide for the issuance by the Trust of one or more series of bonds (the “Bonds”), which may include (i) State Revolving Fund Bonds for the purpose of financing or refinancing costs of water pollution abatement and drinking water projects for local governmental units and other eligible borrowers and/or (ii) State Revolving Fund Refunding Bonds for the purpose of refinancing all or any portion of the Trust’s outstanding bonds; that the Bonds are to be sold by negotiated sale and on a tax-exempt or taxable basis; and in furtherance thereof the Executive Director, with respect to the issuance and sale of the Bonds, is hereby delegated all powers of the Board of Trustees of the Trust under Section 9 of Chapter 29C of the Massachusetts General Laws and authorized to do any and all acts and things and to approve, adopt, execute, and deliver any and all supplemental trust agreements, preliminary and final offering documents, purchase agreements, refunding escrow agreements, and such other documents, certificates, notices, and other instruments as the Executive Director, with the advice of counsel, shall determine to be necessary or desirable in connection with the issuance and sale of the Bonds.

Item #4

MOTION- VOTE

The motion was made by Mr. Yontar and seconded by Ms. Baskin.

Ms. Perez explained that back in 2021, the Trust issued request for responses (RFR) to prequalify engineering firms for projects for the Asset Management Planning (AMP) Grant program. Since that initial prequalified list in 2021, the Trust has kept the RFR open so applications from firms looking to be added to the list are still being received. The procurement management team (PMT) for this RFR meets at its own discretion to review the latest responses. The PMT is recommending that the Board approve the latest two responding firms, Dewberry Engineers Inc. and DPC Engineering LLC, be added to the prequalified list.

The motion was voted unanimously in favor of acceptance and approval of the following:

Prequalification of Consulting Engineering Firms for the Development of Asset Management Plans for Eligible Borrowers

1. That the recommendation of the procurement management team, established pursuant to the Trust's request for responses, dated June 2, 2021, distributed to the Board, to prequalify firms to provide consulting engineering services to "eligible entities" that are Massachusetts cities, towns, and utility districts for the development of asset management plans, is hereby approved.
2. That the Board hereby delegates to the Executive Director, and/or other authorized officers of the Trust, all necessary power and authority to take any such further action as necessary to finalize the prequalification of the selected firms.

Item #5

MOTION- VOTE

The motion was made by Ms. Baskin and seconded by Mr. Yontar and voted unanimously in favor of acceptance and approval of the following:

Approval of Asset Management Program Commitments

<u>PAC No.</u>	<u>Recipient</u>	<u>Amount</u>
CW-22-16	Bolton	\$60,000
DW-22-06	Chelmsford Water District	\$150,000
CW-22-20	Douglas	\$75,900
CW-22-18	Edgartown	\$97,500
DW-22-16	Lincoln	\$66,750
CW-22-19	Lunenburg	\$78,000
CW-22-17	Plainville	\$150,000
CW-22-23	Saugus	\$150,000
CW-22-12	South Essex Sewerage District	\$112,500

Item #6

MOTION- VOTE

The motion was made by Mr. Yontar and seconded by Ms. Baskin and voted unanimously in favor of acceptance and approval of the following:

Approval of Community Septic Management Program Commitments

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>
CW-22-21	Easton	\$500,000	2%
CW-22-22	Taunton	\$250,000	2%

Item #7

MOTION- VOTE

The motion was made by Ms. Baskin and seconded by Mr. Yontar and voted unanimously in favor of acceptance and approval of the following:

Approval of Clean Water Commitments

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>
CW-21-46	Chatham	\$2,818,173 ¹	0% ²
CW-21-33	Dukes County	\$10,971,561 ³	2%

Item #8

MOTION- VOTE

The motion was made by Mr. Yontar and seconded by Ms. Baskin.

Ms. Perez said that this loan with 100% loan forgiveness will be funded by the Bipartisan Infrastructure Law grant that was awarded to the Trust.

The motion was voted unanimously in favor of acceptance and approval of the following:

Approval of Lead Service Line Planning Program Loan Commitment

<u>PAC No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Loan Forgiveness</u>
DW- 22-18	Agawam	\$540,000	2%	100%

Item #9

MOTION- VOTE

¹ First Revision. Previous PAC amount was \$2,641,720.

² Nutrient Enrichment Reduction Project

³ First Revision. Previous PAC amount was \$6,270,701.

The motion was made by Ms. Baskin and seconded by Mr. Yontar and voted unanimously in favor of acceptance and approval of the following:

Approval of Asset Management Program Grants and Grant Agreements

<u>PRA No.</u>	<u>Recipient</u>	<u>Amount</u>
CWA-22-16	Bolton	\$60,000
DWA-22-06	Chelmsford Water District	\$150,000
CWA-22-20	Douglas	\$75,900
CWA-22-18	Edgartown	\$97,500
DWA-22-16	Lincoln	\$66,750
CWA-22-19	Lunenburg	\$78,000
CWA-22-17	Plainville	\$150,000
CWA-22-23	Saugus	\$150,000
CWA-22-12	South Essex Sewerage District	\$112,500

Item #10

MOTION- VOTE

The motion was made by Mr. Yontar and seconded by Ms. Baskin and voted unanimously in favor of acceptance and approval of the following:

Approval of the Community Septic Management Program Loans/Local Government Obligations and Financing Agreements

<u>PRA No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>
CWT-22-21	Easton	\$500,000	2%
CWT-22-22	Taunton	\$250,000	2%

Item #11

MOTION- VOTE

The motion was made by Mr. Yontar and seconded by Ms. Baskin and voted unanimously in favor of acceptance and approval of the following:

Approval of the Clean Water Loans/Local Government Obligations and Financing Agreements

<u>PRA No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>
CW-21-46	Chatham	\$2,818,173	0% ²
CW-21-33	Dukes County	\$10,971,561	2%
CWP-21-16	Mashpee	\$47,455,300	2%
CWP-21-16-A	Mashpee	\$6,502,700	2%

Item #12

MOTION- VOTE

The motion was made by Ms. Baskin and seconded by Mr. Yontar and voted unanimously in favor of acceptance and approval of the following:

Approval of Lead Service Line Planning Program Loan/Local Government Obligation and Financing Agreement

<u>PRA No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>	<u>Loan Forgiveness</u>
DWL-22-18	Agawam	\$540,000	2%	100%

Item #13

MOTION- VOTE

The motion was made by Mr. Yontar and seconded by Ms. Baskin and voted unanimously in favor of acceptance and approval of the following:

Approval of the Drinking Water Loan/Local Government Obligation and Financing Agreement

<u>PRA No.</u>	<u>Borrower</u>	<u>Amount</u>	<u>Interest Rate</u>
DWP-21-10	Eastham	\$12,966,625 ⁴	2%

Item #14

MOTION- VOTE

The motion was made by Ms. Baskin and seconded by Mr. Yontar.

Ms. Perez noted that SWIG applications are received on a rolling basis. By opening the application period and expanding eligibility to private childcare facilities, there are new grants to approve at just about every Board meeting.

The motion was voted unanimously in favor of acceptance and approval of the following:

School Water Improvement Grant (SWIG) Program

On January 8, 2020, the Board approved the establishment of a School Water Improvement Grant (SWIG) program to provide assistance in the form of grants (including, without limitation, an additional subsidy equivalent to a loan at an interest rate of zero percent and principal forgiveness, as provided in Section 6(c) of the Enabling Act) to eligible borrowers for the procurement and installation of point-of-use filtered water bottle-filling stations in eligible educational facilities where there are known lead exceedances (as determined by the Department of Environmental Protection).

The following vote approves the awarding of grants to recipients and in the amounts as specified in such vote, subject to the terms of the applicable grant agreement.

Approval of SWIG Program Grants

That School Water Improvement Grants, numbered, to the grantees and in the amounts as follows are hereby approved, subject to the terms of the applicable grant agreement:

<u>Grant No.</u>	<u>Grantee</u>	<u>Grant Amount</u>
SWIG-22-16	Mariposa Child-Care Center	\$3,000
SWIG-22-17	PACE Head Start	\$9,000

OTHER BUSINESS: None.

ADJOURN: The motion was made by Ms. Baskin and seconded by Mr. Yontar and voted unanimously in favor of adjourning the meeting at 1:53 p.m.

LIST OF DOCUMENTS AND EXHIBITS USED:

1. Minutes, September 7, 2022
2. Memorandum of Prequalified Consulting Engineering Firms Recommendations
3. Project Descriptions

***Location: Remote:** Notice is hereby given that the Wednesday, October 5, 2022 meeting of the Massachusetts Clean Water Trust's Board of Trustees will be held through remote participation in accordance with M.G.L.c.30A, §20, as modified by c.20 of the Acts of 2021 and c.22 of the Acts of 2022.

Those who would like to attend the meeting, please e-mail masswatertrust@tre.state.ma.us to request meeting information. Information to access the meeting will be available through the duration of the meeting. However, we encourage participants to request the information by 5:00 PM the day before the meeting.

To ensure that the audio is clear to all attendees, unless you are actively participating in the meeting, please mute your audio. If you have technical difficulties joining the meeting, please email masswatertrust@tre.state.ma.us.

Please Note: There will be no physical meeting at the offices of the Massachusetts Clean Water Trust.