

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

May 5, 2021
1:30 PM

Location: Remote*

Minutes

Attendees: James MacDonald, First Deputy Treasurer, Designee
Martin Suuberg, Commissioner of MassDEP
Maya Jonas-Silver, Director of Capital Planning and Long-Term Obligations,
Executive Office for Administration and 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
Pamela Booker, Accountant, MCWT
Nicole Munchbach, Accountant, MCWT
William Kalivas, Treasury Specialist, MCWT
Jonathan Maple, Policy Analyst, MCWT
Rachel Stanton, Communications Specialist and Graphic Designer, MCWT
Joshua Derouen, Program Associate, MCWT
Robin McNamara, Deputy Director of Municipal Services, MassDEP
Gregory Devine, Section Chief, MassDEP
Andrew Napolitano, Deputy Communications Director, Office of the State
Treasurer
Emily Kowtoniuk, Director of Policy and Legislative Affairs, Office of the State
Treasurer
Pamela Tobey, Special Assistant to the Treasurer, Office of the State Treasurer
Margaret McSherry, Claims Analyst, Office of the State Treasurer

CALL TO ORDER: The meeting was called to order by Mr. MacDonald at 1:32 p.m.

Item #1

MOTION- VOTE

Acceptance and Approval of April 7, 2021 Minutes

The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg and voted unanimously in favor of acceptance and approval of the minutes of the meeting of the Board held on April 7, 2021.

Item #2

REPORT OF THE EXECUTIVE COMMITTEE

Ms. Perez said that the Series 23 bond deal has come to an end. The efforts of the Clean Water Trust and MassDEP are greatly appreciated. There is a lot that goes into preparing for a bond sale including loan documents for 80-90 projects, cashflows, and the preliminary official statement (POS). Investors and banks provided good feedback on the POS saying that this series sets a standard for sustainability bonds.

There were \$351 million in bonds sold at 2.1% true interest which is an improvement from 2.51% true interest for Series 22 in October 2019.

Mr. MacDonald also thanked the Trust and MassDEP for their hard work. It truly is an accomplishment to be the first State Revolving Fund (SRF) to issue sustainability bonds.

Mr. MacDonald also said that Governor Baker always mentions the SRF and is proud of its accomplishments.

MOTION- VOTE

The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg.

Ms. Perez said that the revised Terms and Conditions of the Financing Agreement have updated language on federal laws that borrowers must agree to and abide by as requested by the EPA.

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

Approval of revised Terms and Conditions to Financing Agreement

1. That the revised Terms and Conditions (the “Terms and Conditions”) to the standard form of Financing Agreement for financing eligible costs of Water Pollution Abatement Projects and Drinking Water Projects under the Trust’s Clean Water Program and Drinking Water Program for making direct loans, leveraged loans, replacement loans, interim loans, or, as applicable, the purchase of local governmental obligations (collectively, “Financings”), are hereby approved in substantially the form presented at or prior to this meeting, with such additions, deletions and other changes thereto, not inconsistent with the Master Trust Agreement dated as of January 1, 2015 between the Trust and U.S. Bank National Association, as Master Trustee (as amended, the “Master Trust Agreement”) as the Authorized Officers executing and delivering the Financing Agreement incorporating such Terms and Conditions may approve, such execution and delivery to be conclusive evidence of approval and ratification of all such changes (with all capitalized terms used and not otherwise defined in this vote having the meanings given such terms in the Master Trust Agreement).
2. That the Terms and Conditions approved in Paragraph 1 are further approved for use in making Financings heretofore approved by the Trust and in place of the standard terms and conditions to Financing Agreement approved at the time of the original vote of the Trust approving the terms of such financings (the “Original Votes”), in each case to the extent not inconsistent with the Original Votes.
3. That the Board of Trustees hereby delegates to the Executive Director authority to do all things necessary to incorporate the Terms and Conditions into the Trust’s programs for Financings, including making such non-substantive changes and corrections to the Terms and Conditions as necessary or convenient for the efficient and effective administration of the Trust’s programs for Financings.

Item #4

MOTION- VOTE

The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg.

Mr. Keenan said that the increase to the SWSC loan, CW-18-18, is due to an endangered species being located near the construction area. Measures must be taken to protect that species. The project is a river crossing to help reduce combined sewer overflows. It should have a major positive environmental impact on the area.

The motion was 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-19-26 | Leominster | \$12,395,116¹ | 2% |
| CW-18-18 | Springfield Water & Sewer Commission | \$137,585,000² | 2% |

Item #5

MOTION- VOTE

The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg and voted unanimously in favor of acceptance and approval of the following:

Approval of Drinking Water Commitment

| <u>PAC No.</u> | <u>Borrower</u> | <u>Amount</u> | <u>Interest Rate</u> |
|-----------------------|------------------------|----------------------|-----------------------------|
| DW-21-01 | Littleton | \$15,000,000 | 0%³ |

Item #6

MOTION- VOTE

The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg 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> |
|-----------------------|---|---------------------------------|-----------------------------|
| CWP-19-26 | Leominster | \$12,395,116⁴ | 0%⁵ |
| CWP-20-22 | New Bedford | \$4,068,890 | 2% |
| CWP-20-22-A | New Bedford | \$235,700 | 2% |
| CWP-18-18-B | Springfield Water & Sewer Commission | \$14,548,793 | 2% |
| CWP-18-18-C | Springfield Water & Sewer Commission | \$1,649,713 | 2% |

¹ First Revision: Previous PAC amount was \$11,294,000.

² Second Revision: Previous PAC amount was \$121,386,494.

³ PFAS Remediation Loan

⁴ First Revision: Previous PRA amount was \$11,294,000.

⁵ Nutrient Enrichment Reduction Loan

Item #7

MOTION- VOTE

The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg and voted unanimously in favor of acceptance and approval of the following:

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

| <u>PRA No.</u> | <u>Borrower</u> | <u>Amount</u> | <u>Interest Rate</u> |
|-----------------------|-------------------------------------|----------------------|-----------------------------|
| DWP-20-09 | Deerfield Fire District | \$736,928 | 2% |
| DWP-20-18 | Dracut Water Supply District | \$3,211,540 | 1.5%⁶ |
| DWP-20-11 | Holyoke | \$2,623,924 | 2% |

OTHER BUSINESS: Commissioner Suuberg said that MassDEP hosted an Earth Day event highlighting SRF-financed projects in southeastern Massachusetts which have addressed multiple areas such as nitrogen and lead removal. He thanked Mr. Keenan and the others that attended.

ADJOURN: The motion was made by Ms. Jonas-Silver and seconded by Commissioner Suuberg and voted unanimously in favor of adjourning the meeting at 1:41 p.m.

LIST OF DOCUMENTS AND EXHIBITS USED:

1. Minutes, April 7, 2021
2. SWIG Program Update
3. April 2021 Terms & Conditions
4. April 2021 Terms & Conditions Redlined
5. Project Descriptions

***Location: Remote :** Pursuant to the Governor's March 12, 2020 - [Order Suspending Certain Provisions of the Open Meeting Law](#): Notice is hereby given in accordance with M.G.L.c.30A, § 20, that the Wednesday, May 5, 2021 meeting of the Massachusetts Clean Water Trust's Board of Trustees will be held through remote participation.

Those interested in attending the online meeting can do so by visiting <https://zoom.us/j/93515986199?pwd=Qm9TWElPR3VMTUlkeUxVZlBaalA0dz09>. The Meeting ID is 935 1598 6199 and the password is 143459.

Alternatively, if you wish to participate just by telephone, call (646)558-8656 and then enter the attendee Access Code 935-1598-6199 followed by the pound (#) sign.

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 Joshua Derouen at jderouen@tre.state.ma.us

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

⁶ Housing Choice Loan