

**WATER POLLUTION CONTROL AUTHORITY
FOR THE
CITY OF NORWALK**

BYLAWS

ARTICLE I
THE AUTHORITY

Section 1. The name of the Authority shall be the “Water Pollution Control Authority for the City of Norwalk” (hereafter referred to as the WPCA), as established pursuant to Chapter 103, Sections 7-245 through 7-273a, inclusive, of the Connecticut General Statutes, as amended and Chapter 113 of the Code of the City of Norwalk, as amended.

Section 2. The power of the WPCA shall be exercised by a Board of Directors (hereafter referred to as the Board) consisting of nine (9) voting members.

ARTICLE II
OBJECT

Section 1. The object of the WPCA is to operate the sewerage system of the City of Norwalk, to use, equip, reequip, repair, maintain, supervise, manage, operate and perform any act pertinent to the collection, transportation, treatment or disposal of sewerage.

ARTICLE III
OFFICES

Section 1. The principal office of the WPCA shall be 125 East Avenue, Norwalk, Connecticut, or at other such location as shall be established from time to time by resolution of the Board.

ARTICLE IV
MEMBERSHIP

Section 1. The WPCA shall consist of nine (9) members. They shall include the Mayor, Chairman of the Board of Estimate and Taxation (BET), President of the Common Council, the Chairman of the Public Works Committee of the Common Council, one other member of the Common Council and four (4) citizen at-large members appointed by the Mayor and approved by the Common Council. No more than two of the three

Common Council representatives shall be from the same political party. The Mayor, BET Chairman and Common Council representatives may each appoint a continuous designee (alternate) to represent him/her. At least one of the at-large members must be an accountant or financial manager and at least one must be an engineer.

Section 2. The Mayor, Chairman of the Board of Estimation and Taxation, and each Common Council representative shall serve from the date of his or her appointment until expiration or earlier termination of his or her term. The terms of designees of elected/appointed officials shall be co-terminus with those of the elected/appointed officials. At-large members shall be appointed for three years, except those first appointed, two of whom shall serve an initial two-year term. The Director of Public Works and the Director of Finance shall serve ex officio without the right to vote.

ARTICLE V **OFFICERS AND EMPLOYEES**

Section 1. The officers of the WPCA shall be a Chairman and Vice Chairman, who shall be members of the Board, and a Secretary who need not be a member of the Board. Designees shall not be eligible to serve as officers.

Section 2. At the regular meeting held in June, the Board shall nominate and elect by ballot a Chairman, Vice Chairman and Secretary to serve for one year or until their successors are elected. Their term of office shall commence on July first. Should the office of Chairman, Vice Chairman, or Secretary become vacant, the Board shall elect a successor at the next regular meeting who shall serve for the remainder of the unfilled term.

Section 3. No member of the Board shall hold more than one office at a time.

Section 4. The Chairman shall preside at all meetings of the Board. The Chairman shall sign all contracts and other instruments to be executed on behalf of the WPCA, except as authorized by resolution of the Board to execute such contracts or instruments. At all meetings of the Board, the Chairman shall submit such recommendations and information as he or she may consider proper concerning the business affairs and policies of the WPCA.

Section 5. The Vice Chairman shall perform all duties of the Chairman in the absence or incapacitation of the Chairman.

Section 6. The Secretary shall take or cause to be taken proper minutes of all meetings of the Board, shall keep a record of all proceedings of the Board, and shall perform all duties commonly incident to this office. In the absence of the Chairman and Vice Chairman, the Secretary shall call the meeting to order and preside until the immediate election of a Chairman Pro Tem.

Section 7. The officers shall perform such other duties and functions as may from time to time be prescribed by the Board.

Section 8. The Board may hire such other agents, technical consultants, legal counsel and employees as it seems necessary to carry out its purposes. The Board may employ such persons as it may determine to be necessary or convenient for the performance of its duties and may fix and determine their qualifications, duties and compensation.

Section 9. No member of the Board or employee of the WPCA or any corporation, partnership or firm in which such member or employee has a financial interest, direct or indirect, shall do business with the WPCA or have any financial interest, direct or indirect, in any business transacted by the WPCA.

Section 10. Any member of the Board may be removed by the Mayor for cause except for Common Council representatives and the Chairman of the Board of Estimation and Taxation who shall be removed by the members of the Common Council or the Board of Estimation and Taxation respectively, pursuant to their rules.

Section 11. Representatives of each town or city which has a contractual agreement with the WPCA for wastewater interception, treatment and disposal may participate in Board meetings in an advisory capacity without the right to vote.

ARTICLE VI **MEETINGS**

Section 1. The regular meetings of the Board shall be held on the third Monday of each month at 5:30 PM in City Hall, unless otherwise ordered by the Chairman.

Section 2. Special meetings may be called by the Chairman and shall be called upon the written request of three (3) members of the Board for the purpose of transacting any business designated in the call. Except for cases of an emergency, at least forty-eight (48) hours notice shall be given by mail or delivery to each member of the Board. Special meetings held by teleconference are permissible.

Section 3. Five (5) voting members of the Board shall constitute a quorum for exercising powers of the Board, but a smaller number may adjourn from time to time until a quorum is obtained. A vote of a majority of the voting members of the Board present shall be necessary for any action taken by the Board. An abstention from voting is considered not a vote for these purposes. When an elected/appointed official and his/her designee are both in attendance at a meeting, only the elected/appointed official shall be eligible to vote.

Section 4. At all meetings of the Board the following order of business shall be observed, as far as consistent with the purpose of the meeting, although at any meeting any all items b) through e) may be dispensed with, or their order changed at the discretion of the Chairman:

- a) Reading and approval of the minutes of the previous meeting
- b) Reports of officers
- c) Reports of committees and staff
- d) Unfinished business
- e) New business
- f) Adjournment

All resolutions shall be in writing and shall be copied in a journal of the proceedings of the Board.

ARTICLE VII **PARLIMENTARY AUTHORITY**

Section 1. The rules contained in the current edition of Mason's Manual of Legislative Procedure shall govern the Board in all cases to which they are applicable and in which they are not consistent with the bylaws and any special rules of order the Board may adopt.

ARTICLE VIII **AMENDMENT OF BYLAWS**

Section 1. Except as otherwise provided by law, these bylaws may be amended, added to, altered or repealed in whole or in part by majority vote of the Board as defined in ARTICLE VI, Section 3. hereof, at any regular meeting, provided notice of the proposed amendment, additions, alterations, or repeal is given in writing in the notice of such meeting.

ARTICLE IX **FINANCIAL ACCOUNTING AND RECORDKEEPING PROCEDURES**

Section 1. The accounts and records of the sewer fund shall be maintained under enterprise fund accounting, a self-sustaining activity as described by state law, governmental accounting auditing and financial reporting, and generally acceptable accounting principles.

Section 2. The Director of Public Works will ensure that a cost of service study is performed at least annually. The Director shall review the results of the study and shall submit the study along with a schedule of recommended rates and charges at least four

(4) months before the end of the appropriate fiscal year to the WPCA for consideration and public hearing. If the Director's recommendations as to the proposed rates and charges are not disapproved, approved or approved with modifications by the WPCA by the first day of the next fiscal year, the Director's recommended rates and charges shall automatically become effective and shall be implemented by him until such time as they are superseded by a renewal of the above procedure. Billings for services shall be rendered as the WPCA shall determine. In the period intervening between cost of service studies, the WPCA shall be authorized to amend user charges so long as such charges are based upon the anticipated cost of operating the system and such charges are presented to the general public at a public hearing in accordance with the notice provisions of section 7-255 of the General Statutes.

ARTICLE X **FLOW OF FUNDS**

Section 1. The gross revenue of the sewer fund shall be applied as follows:

- a) The first call on gross revenues shall be to satisfy the next annual payment of principal and interest on any outstanding debt of the city issued after July 1, 2002, for purposes of the sewage system.
- b) The second call on gross revenue shall be to satisfy all current and accrued operation and maintenance expenses.

Section 2. Any excess revenues remaining at the end of the fiscal year shall be used for one or more of the following purposes: deposit in reserves for repair, replacement, or contingencies; rate relief in the subsequent fiscal year; retirement of outstanding debt; or purchase of capital assets. Approval for disposition of excess revenues shall be made by the WPCA.

Section 3. Any deficit net of receivables remaining at the end of the fiscal year shall be added to the cost of service for the following years and recovered through rates and charges for sewer service.