

CONNECTICUT RESOURCES RECOVERY AUTHORITY

FOUR HUNDRED AND FORTIETH

OCTOBER 23, 2008

A Regular meeting of the Connecticut Resources Recovery Authority Board of Directors was held on Thursday, October 23, 2008, at 100 Constitution Plaza, Hartford, Connecticut. Those present were:

Chairman Michael Pace

Directors: Mark Cooper
 David B. Damer
 Alan Desmarais
 Michael Jarjura, (Present beginning 10:08.a.m.)
 Mark Lauretti, (Present by telephone beginning 9:51 a.m.)
 Theodore Martland
 James Miron (Present beginning 10:04 a.m.)
 Raymond O'Brien
 Linda Savitsky, (Present beginning 9:56 a.m.)
 Steve Edwards, Bridgeport Project Ad-Hoc
 Tim Griswold, Mid-Connecticut Project Ad-Hoc
 Warren Howe, Wallingford Project Ad-Hoc
 Geno Zandri, Wallingford Project Ad-Hoc

Present from CRRRA Management:

Tom Kirk, President
Jim Bolduc, Chief Financial Officer
Michael Bzdyra, Government Relations Liaison
Jeffrey Duvall, Manager of Budgets and Forecasting
Peter Egan, Director of Environmental Affairs & Development
Thomas Gaffey, Recycling Director
Laurie Hunt, Director of Legal Services
Lynn Martin, Risk Manager
Paul Nonnenmacher, Director of Public Affairs
Rich Quelle, Senior Engineer
Mike Tracey, Director of Operations
Virginia Raymond, Senior Analyst
Nhan Vo-Le, Director of Accounting Services
Lisa Bremmer, Executive Assistant
Moirra Kenney, Secretary to the Board/Paralegal

Also present were: Roy Cavanaugh the Director of DPW; Esther A. Diaz of the Town of South Windsor; Michael Harder of the Town of Hebron; Josh Hughes of Hughes & Cronin.; First Selectman Richard J. Cabral of the Town of Killingworth; David Gabriele of the Town of West Hartford; Thomas J. McGee Jr. of the Town of Enfield; Rae Ann Palmer of the Town of Wethersfield; John Pizzimenti of USA

Hauling & Recycling; Jim Sandler of the Town of Bloomfield; Cheryl Thibeault of Covanta; Jerry Tyminski of SCRRRA; John Ward of the Town of Vernon

Chairman Pace called the meeting to order at 9:36 a.m. and said that a quorum was present.

PLEDGE OF ALLEGIANCE

Chairman Pace requested that everyone stand for the Pledge of Allegiance, whereupon the Pledge of Allegiance was recited.

PUBLIC PORTION

Chairman Pace said that the agenda allowed for a public portion in which the Board would accept written testimony and allow individuals to speak for a limit of three minutes.

APPROVAL OF THE MINUTES OF THE SEPTEMBER 25, 2008, REGULAR BOARD MEETING

Chairman Pace requested a motion to approve the minutes of the September 25, 2008, Regular Board Meeting. Director O'Brien made a motion to approve the minutes, which was seconded by Director Savitsky.

Director O'Brien clarified that his request concerning the emergency procurement process was for the procedural process to be included within the minutes of the meeting for the benefit of the public.

The minutes were approved as amended and discussed by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Theodore Martland	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport	X		
Timothy Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr., Wallingford	X		
Geno Zandri, Jr., Wallingford	X		

RESOLUTION REGARDING APPROVAL OF THE RESERVE ANALYSIS

Chairman Pace requested a motion to approve the above-captioned item. Director Savitsky made the following motion which was seconded by Director Martland.

WHEREAS, The Authority has recorded the postclosure liabilities on its financial statements for the Ellington, Hartford, Shelton, Wallingford and Waterbury landfills in individual Short Term Investment Fund (STIF) negating the need for the Board to designate a reserve for this purpose; and

WHEREAS, the Authority has established a Landfill Development Fund to explore and develop a new state of the art ash landfill; and

WHEREAS, a restricted reserve is necessary to retain Fiscal Year 2008 surpluses for the Mid-Connecticut Project which will be used in the in accordance with the Municipal Services Agreements; and

WHEREAS: The Authority has performed an analysis of its Mid-Connecticut Project recycling reserves and has determined no additional changes are necessary at this time; now therefore it be closed and that the Facility Modification Reserve be used for future major capital expenditure: now therefore be it

RESOLVED: That individual Short Term Investment Fund (STIF) accounts be established for non-GASB 18 postclosure funds related to the Ellington, Hartford, Shelton, Wallingford and Waterbury landfills; and

FURTHER RESOLVED: That the non-GASB 18 funds from the existing Ellington, Hartford, Shelton, Wallingford and Waterbury landfill Board designated postclosure reserves be transferred into their new respective non-GASB 18 postclosure STIF accounts; and

FURTHER RESOLVED: That the Mid-Connecticut Project recycling reserves be closed and that the Facility Modification Reserve be used for future major capital expenditure; and

FURTHER RESOLVED: a restricted reserve be established to retain Fiscal Year 2008 surpluses for the Mid-Connecticut Project which will be used in the in accordance with the Municipal Services Agreements; and

FURTHER RESOLVED: That the Mid-Connecticut Project Ash Disposal Reserve be dissolved and all of the funds be deposited into the Landfill Development Fund STIF account.

Director Desmarais seconded the motion.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
------------------	------------	------------	----------------

Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti	X		
Theodore Martland	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut			
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING INSURANCE CONSULTING AND BROKER SERVICES AGREEMENT

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion.

RESOLVED: That the President of CRRA is hereby authorized to execute the Insurance Consulting and Broker Services Agreement with Aon Risk Services for the period January 1, 2009, through January 1, 2012 for a total fixed fee of \$495,000 as presented and discussed at this meeting.

The motion was seconded by Director Savitsky.

MOTION TO TABLE

Chairman Pace requested a motion to table the original motion.

The motion to table was made by Director Martland and seconded by Director O'Brien.

After substantial discussion the Board agreed to table the motion with direction to ask management to approach AON and request a two year contract with a one year renewal in the third year at CRRA's sole discretion.

The motion to table was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
------------------	------------	------------	----------------

Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut			
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING EXPENDITURE FOR RETROFIT OF CITY OF HARTFORD REFUSE-COLLECTION AND RECYCLING DIESEL TRUCKS

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion which was seconded by Director Jarjura.

RESOLVED: That the President of CRRA be authorized to expend \$200,000 to retrofit 11 City of Hartford Department of Public Works diesel refuse-collection and recycling trucks as required by the Host Community Agreement contained in the Settlement Agreement with the City of Hartford and the modification of the Solid Waste Permit to Operate the Hartford Landfill, substantially as presented and discussed at this meeting.

The motion previously made and seconded was approved by roll call. Director Savitsky did not vote as she had briefly exited the room.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		

Linda Savitsky			X
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING CONVERSION OF TWO SECONDARY SHREDDER MOTORS RATED TO 1250HP AT THE MID-CONNECTICUT WASTE PROCESSING FACILITY

Chairman Pace requested a motion to approve the above-captioned item. Director O’Brien made the following motion which was seconded by Director Martland.

RESOLVED: That the President is hereby authorized to execute an agreement with American Rotor Corporation to provide two converted secondary shredder motors rated to 1250 horsepower to be located at the Mid-Connecticut Waste Processing Facility, substantially as presented and discussed at this meeting.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE REPLACEMENT OF THE PRIMARY AIR COMPRESSORS AT THE MID-CONNECTICUT WASTE PROCESSING FACILITY

Chairman Pace requested a motion to approve the above-captioned item. Director O’Brien made the following motion which was seconded by Director Jarjura.

RESOLVED: That the President is hereby authorized to execute an agreement with Air Compressor Engineering to replace the primary air compressors at the Mid-Connecticut Waste Processing Facility, substantially as presented and discussed at this meeting.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE UPGRADE OF THE AUTOMATION SYSTEM AT THE MID-CONNECTICUT POWER PROCESSING FACILITY

Chairman Pace requested a motion to approve the above-captioned item. Director O’Brien made the following motion which was seconded by Director Jarjura.

RESOLVED: That the President is hereby authorized to execute an agreement with I & C Systems Engineering to upgrade the automation system located at the Mid-Connecticut Power Block Facility, substantially as presented and discussed at this meeting.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE PURCHASE OF A NEW, ARTICULATING BOOM “HIGH LIFT” FOR THE MID-CONNECTICUT WASTE PROCESSING FACILITY

Chairman Pace requested a motion to approve the above-captioned item. Director O’Brien made the following motion.

RESOLVED: That the President is hereby authorized to issue a purchase order to United Rentals of Connecticut pursuant to a Connecticut Department of Administrative Services (DAS) agreement for the purchase of a new, 60-foot, articulating boom “high lift” to be used at the Mid-Connecticut Waste Processing Facility, substantially as presented and discussed at this meeting.

The motion was seconded by Director Miron.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		

Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE PURCHASE OF A MOBILE SHREDDER TO PROCESS NON-PROCESSIBLE WASTE AT THE MID-CONNECTICUT WASTE PROCESSING FACILITY

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion which was seconded by Director Savitsky.

RESOLVED: That the President is hereby authorized to execute an agreement with Simplicity Engineering (NE) Inc. for the purchase of a mobile shredder to be used at the Mid-Connecticut Waste Processing Facility, substantially as presented and discussed at this meeting.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			

Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE STANDARD FORM MUNICIPAL SOLID WASTE DELIVERY AGREEMENT FOR THE MID CONNECTICUT PROJECT

Chairman Pace requested a motion to approve the above-captioned item. Director O’Brien made the following motion:

RESOLVED: That the President is authorized to execute an Agreement with CWPM, LLC for delivery of Acceptable Waste from the City of New Haven to CRRA’s Mid-Connecticut Project substantially as presented and discussed at this meeting.

FURTHER RESOLVED: That said Agreement includes a guaranteed minimum commitment of 40,000 tons per year for five years with an additional 40,000 tons allowed and;

FURTHER RESOLVED: beginning on January 1, 2009 said Agreement includes a municipal solid waste tip fee of \$51.00 per ton that escalates every year during the five-year term to a \$57.00 per ton tip fee in year five and;

FURTHER RESOLVED: That said Agreement also allows for an additional five-year extension at terms that are mutually agreeable to both parties.

The motion was seconded by Director Savitsky.

The motion previously made and seconded was approved by roll call. Director Lauretti voted nay.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti		X	
Theodore Martland	X		
James Miron	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			

Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING EXECUTION OF AMENDED AND RESTATED SOLID WASTE DISPOSAL AGREEMENT BETWEEN THE AUTHORITY AND WHEELABRATOR BRIDGEPORT, L.P. AND ANCILLARY DOCUMENTS

Chairman Pace requested a motion to approve the above-captioned item. Director O’Brien made the following motion which was seconded by Director Savitsky.

RESOLVED: That the President is hereby authorized to execute an agreement the Amended and restated solid waste disposal agreement (SWDA) with Wheelabrator Bridgeport, L.P., for disposal capacity at the Bridgeport Resource Recovery Facility substantially as discussed and presented at this meeting together with an amendment to the Site Lease between the parties and any documents necessary to release any mortgages and transfer any interest of the Authority in the facility to the Owner Trustee and to provide any necessary directions or instructions in connection with the exercise by the Owner Trustee of its purchase option.

The motion previously made seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport	X		
Tim Griswold, Mid-Connecticut			
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE EXECUTION OF MUNICIPAL SOLID WASTE MANAGEMENT SERVICES AGREEMENT FOR THE DELIVERY AND DISPOSAL OF WASTE BY MUNICIPALITIES TO THE BRIDGEPORT FACILITY

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion, which was seconded by Director Martland.

RESOLVED: That the President is hereby authorized to execute a Municipal Solid Waste Management Services Agreement for the delivery and disposal of waste by municipalities to the Bridgeport Facility, substantially as discussed and presented at this meeting.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport	X		
Tim Griswold, Mid-Connecticut			
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING COOPERATIVE SERVICES AGREEMENT BETWEEN CONNECTICUT RESOURCES RECOVERY AUTHORITY AND UNITED STATES DEPARTMENT OF AGRICULTURE ANIMAL AND PLANT HEALTH INSPECTION SERVICE WILDLIFE SERVICES

Chairman Pace requested a motion to approve the above-captioned item. Director Desmarais made the following motion which was seconded by Director Savitsky.

RESOLVED: That the President is hereby authorized to execute an agreement with the United States Department of Agriculture Animal and Health Inspection Service Wildlife Services, for the control of nuisance birds at the Hartford Landfill and Mid-Connecticut Project Waste Processing Facility, substantially as presented and discussed at this meeting

The motion was seconded by Director Martland.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING ADDITIONAL PROJECTED LEGAL EXPENDITURES

Chairman pace requested a motion to approve the above-captioned item director O'Brien made the following motion:

WHEREAS, CRRA has entered into legal service agreements with serious law firms to perform legal services; and

WHEREAS, the Board of Directors has previously authorized certain amounts for payment of fiscal year 2009 projected legal fees; and

WHEREAS, the CRRA expects to incur greater than anticipated legal expenses in connection with Mid-Connecticut project matters;

NOW, THEREFORE, it is RESOLVED: that the following additional amount be authorized for payment of legal fees and costs to be incurred through June 30, 2009:

<u>Firm:</u>	<u>Amount:</u>
Pepe & Hazard	\$125,000

The motion was seconded by Director Desmarais.

The motion previously made and seconded was approved by roll call. Director Lauretti voted nay.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti		X	
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING THE CONTRACT WITH CT DEP FOR REIMBURSEMENT OF COSTS ASSOCIATED WITH CLOSURE OF THE HARTFORD LANDFILL

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion:

RESOLVED: That the President is hereby authorized to enter into a contract with the Connecticut Department of Environmental Protection for reimbursement of costs associated with closure of the Hartford Landfill, substantially as discussed and presented at this meeting.

The motion was seconded by Director Savitsky.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION TO AUTHORIZE THE EXECUTION OF MUNICIPAL SERVICE AGREEMENTS WITH THE TOWNS OF CHESHIRE, HAMDEN, MERIDEN, NORTH HAVEN, AND WALLINGFORD

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion which was seconded by Director Savitsky.

WHEREAS, The Connecticut Resources Recovery Authority ("CRRA") is the owner of that certain parcel of real property located at 530 South Cherry Street, Wallingford, Connecticut (the "Real Property"); and

WHEREAS, since approximately 1990, CRRA has operated a waste-to-energy facility (the "Facility") on the Real Property and has provided solid waste disposal services (the "Services") to the municipalities of Cheshire, Hamden, Meriden, North Haven and Wallingford, Connecticut (the "Participating Municipalities") pursuant to certain municipal service agreements (the "Current MSA's"); and

WHEREAS, the Current MSAs shall expire on or about June 30, 2010; and

WHEREAS, the Facility is operated by Covanta pursuant to, among other things, a waste disposal services contract (the "Services Contract"); and

WHEREAS, the Services Contract provides that CRRA may purchase the Facility from Covanta at fair market value upon expiration of the Current MSAs; and

WHEREAS, the Services Contract requires that CRRA give notice of its intent to exercise the purchase option of or before December 30, 2008; and

WHEREAS, in order to obtain financing, through the issuance of bonds, to effect the purchase of the Facility, it is desirable that CRRA execute new municipal service agreements (the “New MSAs”) with some or all of the Participating Municipalities; and

WHEREAS, the Participating Municipalities wish to continue receiving the Services on and after July 1, 2010 from CRRA, and CRRA wishes to continue providing the Services to the Participating Municipalities subject to CRRA exercise of its purchase option of the Facility; and

WHEREAS, CRRA and the Participating Municipalities have engaged in negotiations over the last several months regarding the terms and conditions of new municipal service agreements (the “New MSAs”) pursuant to which CRRA will continue to provide Services pursuant to the terms and conditions set forth in the new MSAs; and

WHEREAS, in addition to the New MSAs, it is contemplated that CRRA and the Participating Municipalities will enter into a host community benefit agreement pursuant to which Wallingford will receive certain payments from the other Participating Municipalities in addition to the PILOT as additional consideration for its continued hosting of the Facility over the term of the New MSAs; and

WHEREAS, the Board of Directors have reviewed the New MSAs and determined it is in the best interest of CRRA to enter into the New MSAs in order to secure financing for the purchase of the Facility from Covanta

NOW THEREFORE, BE IT RESOLVED, by the Board of Directors of CRRA:

1. That the New MSAs are hereby approved for execution substantially as presented and discussed at this meeting
2. That Thomas D. Kirk, President of CRRA, is authorized to execute the new MSAs in the name of CRRA and to take any and all actions which he deems reasonable, necessary, or appropriate to effect the execution of the new MSAs (and any such action already taken is hereby ratified and approved); including, without limitation, further negotiations and/or revision of the new MSAs; provided, however, that material revision to the terms or conditions of the new MSAs will require additional approval by the Board of Directors.
3. That Thomas D. Kirk, President of CRRA, is hereby authorized to do whatever else he deems reasonable to effectuate the purpose and intent of the forgoing resolutions.
4. The resolution shall take effect immediately.

The Board discussed the issues concerning the resolution at length.

Chairman Pace asked that resolution be changed to state that the Executive Committee be asked for approval prior to Mr. Kirk taking any action.

Director Savitsky asked that instead of “full faith and credit” that the provision specify “put or pay” and impress upon the City that those tons are necessary.

Mr. Kirk explained the \$1.00 provision was put in at the request of the Wallingford Town Council Chair.

Ms. Raymond said that management will now make Wallingford aware that this provision is being removed per the direction of the CRRA Board.

Director O’Brien said that an effective flow control ordinance gives CRRA the same financial security that full faith and credit does.

The motion which was previously made and seconded was approved as amended and discussed by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut			
Warren C. Howe, Jr. Wallingford	X		
Geno Zandri, Jr., Wallingford	X		

RESOLUTION REGARDING ORGANIZATIONAL SYNERGY AND HUMAN RESOURCES COMMITTEE RECOMMENDATION TO THE BOARD OF DIRECTORS REGARDING

ADDITION AND ADOPTION OF AN EMPLOYEE OPT-OUT PLAN FOR HEALTH INSURANCE

Chairman Pace requested a motion to approve the above-captioned item. Director Cooper made the following motion:

RESOLVED: That the employee opt-out plan for health insurance is approved as presented by the Organizational Synergy and Human Resources Committee.

The motion was seconded by Director Jarjura.

The motion previously made and seconded was approved unanimously by roll call.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Mark Lauretti	X		
Theodore Martland	X		
James Miron	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut			
Warren C. Howe, Jr., Wallingford			
Geno Zandri, Jr., Wallingford			

EXECUTIVE SESSION

Chairman Pace requested a motion to enter into Executive Session to discuss pending litigation with appropriate staff. The motion made by Director O'Brien and seconded by Director Savitsky was approved unanimously by roll call. Chairman Pace requested that the following people be invited to the Executive Session in addition to the Directors:

- Tom Kirk
- Jim Bolduc
- Jeff Duvall
- Peter Egan
- Laurie Hunt, Esq.

Paul Nonnenmacher

The Executive Session began at 12:40 p.m. and concluded at 1:14 p.m. Chairman Pace noted that no votes were taken in Executive Session.

The meeting was reconvened at 1:15 p.m., the door was opened, and the Board secretary and all members of the public were invited back in for the continuation of public session.

RESOLUTION REGARDING THE REDUCTION OF THE FY 2009 MID-CONNECTICUT PROJECT MUNICIPAL SOLID WASTE DISPOSAL FEE FOR PROJECT MUNICIPALITIES

Chairman Pace requested a motion to approve the above-captioned item. Director O'Brien made the following motion.

WHEREAS CRRA's mission is to act in the best interests of the towns that it serves and;

WHEREAS CRRA manages its finances conservatively and prudently and;

WHEREAS CRRA is always looking to reduce its net cost of operations and;

WHEREAS CRRA is always seeking new ways to increase revenues without increasing disposal fees and;

WHEREAS the Mid-Connecticut Project finished the fiscal year ended June 30, 2008, with a surplus of approximately \$13 million and;

WHEREAS the Mid-Connecticut Project is required to satisfy the debt service coverage ratio as stipulated by the bond resolution and;

WHEREAS it is fiscally prudent to reserve some of that money for known future expenses such as debt service, closure of the Hartford landfill and maintenance of to the trash-to-energy system and;

WHEREAS municipal solid waste deliveries to the Mid-Connecticut Project are running below budgeted levels, which could result in a revenue shortfall of approximately \$2 million in the current fiscal year and;

WHEREAS reserving these funds would still leave approximately \$4 million and;

WHEREAS the newly-constituted Mid-Connecticut Project Municipal Advisory Committee has recommended using that undesignated cash to lower the current disposal fee and;

WHEREAS the CRRA Board of Directors is giving all due consideration to this valuable input from the Municipal Advisory Committee, which consists of the chief executives of all Mid-Connecticut Project cities and towns and;

WHEREAS municipal solid waste disposal fees paid by private haulers as well as municipal customers contributed to the surplus and;

WHEREAS the CRRA Board of Directors is interested in treating all its customers equitably; therefore

RESOLVED: that the CRRA Board of Directors reduces the FY 2009 Mid-Connecticut Project budget by \$4 million and reduces the municipal solid waste disposal fee by \$10 per ton effective January 1, 2009.

The motion was seconded by Director Martland.

The motion previously made and seconded was approved by roll call. Director Savitsky abstained.

Directors	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
David Damer	X		
Alan Desmarais	X		
Michael Jarjura	X		
Mark Lauretti	X		
Theodore Martland	X		
Raymond O'Brien	X		
Linda Savitsky			X
Ad-Hocs			
Stephen Edwards, Bridgeport			
Tim Griswold, Mid-Connecticut	X		
Warren C. Howe, Jr. Wallingford			
Geno Zandri, Jr., Wallingford			

ADJOURNMENT

Chairman Pace made a motion to adjourn the meeting. The motion to adjourn was seconded by Director Savitsky and approved unanimously.

There being no other business to discuss, the meeting was adjourned at 1:18 p.m.

Respectfully submitted,

Moira Kenney

Secretary to the Board/Paralegal