

CONNECTICUT RESOURCES RECOVERY AUTHORITY

FOUR HUNDRED AND EIGHTY-FIRST

JUNE 6, 2011

An emergency telephonic meeting of the Connecticut Resources Recovery Authority Board of Directors was held at 10:00 a.m. on Monday, June 6, 2011, at 100 Constitution Plaza, Hartford, Connecticut, due to the immediate need to discuss pending legislation. Those present by telephone were:

Directors: Chairman Pace
Vice-Chairman Michael Jarjura
Louis Auletta
David B. Damer
Tim Griswold
Dot Kelly
Theodore Martland
Bob Painter, Mid-Connecticut Project Ad-Hoc
Steve Wawruck, Mid-Connecticut Project Ad-Hoc
Steve Edwards, Bridgeport Project Ad-Hoc
Mark Tillinger, Bridgeport Project Ad-Hoc

Present from CRRA in Hartford:

Tom Kirk, President
Jim Bolduc, Chief Financial Officer
Laurie Hunt, Director of Legal Services
Paul Nonnenmacher, Director of Public Relations
Maira Benacquista, Board Secretary/Paralegal

RESOLUTION REGARDING OPPOSITION TO DRAFT SB 1170 AND SB 1167

Chairman Pace requested a motion on the above referenced matter. Director Martland made the following motion:

WHEREAS, in 2002, the State legislature re-designed the Authority's Board of Directors to ensure diversity in municipal representation, independent expertise in critical fields, and the concurrence of two-thirds of the full board for the approval of all significant contracts; and

WHEREAS, the post-2002 CRRA board developed new policies, mandating the use of a competitive process in procurement matters and ethical compliance stricter than the State requires; and

WHEREAS, the volunteer board, composed as stated above and appointed by the governor and legislative leaders since 2002, has functioned precisely as intended, thoroughly debating every issue that comes before it and reaching a consensus prior to voting; and

WHEREAS, the post-2002 CRRA board has worked diligently to regain financial stability and improve its operations within the constraints of cash flow and pre-existing contracts, and has successfully carried out its state-mandated mission to provide economical, environmentally sound waste disposal services to the municipalities and citizens of Connecticut; and

WHEREAS, CRRA is working conscientiously to execute new contracts that are in the best interest of the State of Connecticut, its citizens and municipalities, as the previous contracts expire; and

WHEREAS, this Board has reviewed and considered the 6/1/11 “Working Draft” of Substitute Senate Bill No. 1170, which, among other things, would amend the composition of the Authority Board, create a sub-board with sole power and authority to make all decisions concerning the Mid-Connecticut Project (upon as few as three affirmative votes), and impose a moratorium on the execution of all new or extended agreements related to the Mid-Connecticut Project for up to 90 days; and

WHEREAS, this Board has also reviewed and considered Proposed Substitute Senate Bill No. 1167, which would direct the Office of Policy and Management to assign the custody, control and operation of the Mid-Connecticut Project to a public entity; and

WHEREAS, this Board believes that the enactment of either 1167 or 1170 would cause a severe disruption in the execution of the Authority’s statutory obligations to provide a critical public service to the municipalities and citizens of Connecticut; and

WHEREAS, the Authority’s bond counsel has advised that the enactment of either 1167 or 1170 may result in a default under the Mid-Connecticut Project bond indenture;

NOW THEREFORE, it is

RESOLVED: That, for the reasons stated above, this Board firmly opposes the enactment of Substitute Senate Bill No. 1170 and Substitute Senate Bill No. 1167; and

FURTHER RESOLVED: That the President of the Authority is hereby directed to cause a copy of this Resolution to be forwarded to all members of the State Senate and House of Representatives and to the Governor.

The motion was seconded by Director Kelly.

Chairman Pace said that the purpose of this meeting is to discuss legislation which may have a significant impact on CRRA. He said this resolution will convey the Board’s intent to make it clear that they oppose the passage of SB 1170 and SB 1167.

Ms. Hunt said it was her opinion that it is crucial that attention be paid to this resolution and as a result she kept it short and to the point. Director Martland said that Director Kelly had suggested several changes to the resolution.

Director Kelly said she believed the resolution was missing rational as to why the CRRA Board finds it so objectionable. Chairman Pace agreed. He said he is concerned however, that some of her suggestions concern the former CRRA Board and he would like to avoid any confusion on the part of the Legislature and the general public between the current Board and the pre-Enron Board.

Director Kelly said she joined the CRRA Board due to her furor over the way the former CRRA Board treated the Town of Darien's conservation committee. She said the contract they were presented with contained put or pay provisions which were not negotiable. Director Kelly said in addition the Enron deal was never explained to the town and she had frustration with that situation as well.

Chairman Pace said her feelings are certainly understandable however, these subjects relate to the former Board.

Mr. Kirk said it is possible, given the work load that this resolution will not be read by any members of the Legislature during the last few days of session. He said the audience at the Legislature may hear that the CRRA Board has passed this resolution and the most important audience is the member towns. Mr. Kirk said he hopes this resolution will bring the member towns a better understanding of what the CRRA Board is trying to do.

Mr. Nonnenmacher said as of 7:30 a.m. that morning there were no amendments filed on SB 1167 or SB 1170. Director Damer asked how quickly a vote can be arranged. Mr. Nonnenmacher said this bill is marked on the Senate calendar as ready for action. He explained the bill would have to be brought up for a vote, amended, and then the amendment would have to be voted on, then the actual bill as amended would need to be voted on which would then have to go to the House for a vote as well.

Ms. Hunt suggested the second whereas read "the post 2002 CRRA Board developed new policies mandating the use of a competitive process in procurement matters, and ethical compliance stricter than the State requires". Chairman Pace and the Board supported this addition.

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

Chairman Pace, Vice-Chairman Jarjura, Director Auletta, Director Damer, Director Edwards, Director Griswold, Director Kelly, Director Martland, Director Painter, Director Tillinger, and Director Wawruck voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
Vice-Chairman Jarjura	X		
Louis Auletta, Jr.	X		
David Damer	X		
Tim Griswold	X		
Dot Kelly	X		
Ted Martland	X		
Ad-Hocs			
Bob Painter, Mid-Ct Project	X		
Steve Waruck, Mid-CT Project			
Steve Edwards, Bridgeport Project	X		
Mark Tillinger, Bridgeport Project	X		

RESOLUTION REGARDING AMENDED BOARD COMPOSITION

Chairman Pace requested a motion on the above referenced matter. Director Martland made the following motion:

WHEREAS, in 2002, the State legislature re-designed the Authority’s Board of Directors to ensure diversity in municipal representation, independent expertise in critical fields, and the concurrence of two-thirds of the full board for the approval of all significant contracts; and

WHEREAS, the post-2002 CRRA board developed new policies, mandating the use of a competitive process in procurement matters and ethical compliance stricter than the State requires; and

WHEREAS, the volunteer board, composed as stated above and appointed by the governor and legislative leaders since 2002, has functioned precisely as intended, thoroughly debating every issue that comes before it and reaching a consensus prior to voting; and

WHEREAS, the post-2002 CRRA board has worked diligently to regain financial stability and improve its operations within the constraints of cash flow and pre-existing contracts, and has successfully carried out its state-mandated mission to provide economical, environmentally sound waste disposal services to the municipalities and citizens of Connecticut; and

WHEREAS, CRRA is working conscientiously to execute new contracts that are in the best interest of the State of Connecticut, its citizens and municipalities, as the previous contracts expire; and

WHEREAS, the board understands that many municipalities desire additional municipal representation on the Authority’s board of directors; and

WHEREAS, the board is currently mandated to include members with extensive high-level experience in finance, business or industry, and the energy and environmental fields; and

WHEREAS, the board believes such members provide invaluable service to the Authority, and to the municipalities and citizens it serves, by providing critical perspective on Authority initiatives based upon their experience and expertise;

NOW, THEREFORE, it is

RESOLVED: That this board believes that the board designed by the legislature in 2002 has proven to be a very successful model and should continue to include municipal, financial, business, energy and environmental representation; and

FURTHER RESOLVED: That this board supports the creation of four additional seats on the Authority's Board of Directors, to be filled by municipal officials appointed by the governor and/or legislative leaders; and

FURTHER RESOLVED: That the President of the Authority is hereby directed to cause a copy of this Resolution to be forwarded to all members of the State Senate and House of Representatives and to the Governor.

The motion was seconded by Vice-Chairman Jarjura.

Chairman Pace said this resolution supports the appointment of four additional Board members, with the understanding that those municipal appointments would be selected by the Legislature. Director Kelly said she is in support of this resolution as several member towns have indicated they would like more municipal representation on the CRRA Board which these additional members may provide.

Director Wawruck said his appointment to the CRRA Board has brought him a new awareness. He said he is in favor of additional representation from the Mayors and First Selectman of the member towns; however he does not feel the CRRA Board should be comprised solely of municipal officials. Director Wawruck said the expertise on this Board is very valuable.

Mr. Kirk encouraged the Board to continue to contact their representatives at the Legislature. He said the bills which have been proposed contain very troublesome content and asking those legislative contacts to carefully consider both SB 1170 and SB 1167 is the best approach.

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

Chairman Pace, Vice-Chairman Jarjura, Director Auletta, Director Damer, Director Edwards, Director Griswold, Director Kelly, Director Martland, Director Painter, Director Tillinger, and Director Wawruck voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
Vice-Chairman Jarjura	X		
Louis Auletta, Jr.	X		
David Damer	X		
Tim Griswold	X		
Dot Kelly	X		
Ted Martland	X		
Ad-Hocs			
Bob Painter, Mid-Ct Project	X		
Steve Wawruck, Mid-CT Project	X		
Steve Edwards, Bridgeport Project	X		
Mark Tillinger, Bridgeport Project	X		

ADJOURNMENT

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

There being no other business to discuss, the meeting was adjourned at 10:42 a.m.

Respectfully submitted,

Moira Benacquista
Secretary to the Board/Paralegal