

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FOUR HUNDRED AND FIFTY-FOURTH

MAR. 26, 2015

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thurs. Mar. 26, 2015, in the Board Room at 211 Murphy Road Hartford, CT 06114. Those present were:

Directors: Chairman Don Stein
Vice-Chairman Dick Barlow
John Adams
Ralph Eno
Joel Freedman
Jim Hayden
Andy Nunn
Scott Shanley
Steve Edwards, Southwest Project Ad-Hoc (present by phone)
Bob Painter, CSWS Project Ad-Hoc

Present from MIRA in Hartford:

Tom Kirk, President
Mark Daley, Chief Financial Officer
Dave Bodendorf, Senior Environmental Engineer
Jeffrey Duvall, Director of Budgets and Forecasting
Laurie Hunt, Director of Legal Services
Peter Egan, Director of Operations and Environmental Affairs
Chris Shepard, Environmental Compliance Manager
Moira Kenney, HR Specialist/Board Administrator

Others: Ann Cutino, Esq., Halloran & Sage LLP; John Pizzimenti, USA Hauling; Lee Sawyer, Department of Energy and Environmental Protection and James P. Sandler, Esq., Sandler & Mara, P.C., Ed Spinella, Esq.

Chairman Stein called the meeting to order at 9:35 a.m. and said a quorum was present.

PUBLIC PORTION

Chairman Stein said 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 REGULAR FEB. 15, 2015, BOARD MEETING MINUTES

Chairman Stein requested a motion to approve the minutes of the Regular Feb. 15, 2015, Board Meeting. Director Adams made the motion which was seconded by Director Shanley.

The motion to approve the minutes was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Hayden, Director Nunn, and Director Painter voted yes. Director Edwards and Director Freedman abstained.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman			X
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			X

RESOLUTION REGARDING CONSTRUCTION QUALITY ASSURANCE SERVICES ASSOCIATED WITH THE HARTFORD LANDFILL

Chairman Stein requested a motion to table the above-referenced item. The motion to table was made by Director Adams and seconded by and Director Shanley.

RESOLVED: That the President is hereby authorized to enter into a Request for Services with Fuss & O’Neill, Inc. to perform Construction Quality Assurance (CQA) services associated with the Phase 2 Area Closure and Photovoltaic System Project, substantially as discussed and presented at this meeting.

The motion approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley, and Director Painter voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING - FISCAL YEAR 2016 LANDFILL DIVISION OPERATING AND CAPITAL BUDGET

Chairman Stein requested a motion on the above referenced item. The motion to approve was made by Director Shanley and seconded by and Director Nunn.

RESOLVED: That the Fiscal Year 2016 Landfill Division Operating Budget attached be adopted substantially in the form as presented and discussed at this meeting.

The motion was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley, and Director Painter and voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING – AUTHORIZATION OF TEMPORARY SERVICES FOR PROPERTY DIVISION

Chairman Stein requested a motion on the above referenced item. The motion to approve was made by Director Freedman and seconded by Director Shanley.

RESOLVED: That the President is hereby authorized to engage Staffing Now (a division of SNI Companies) to provide temporary staffing services at the MIRA Trash Museum under contract number 130103 that commenced on July 1, 2012 and will terminate on June 30, 2015.

The motion to approve the resolution was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley and Director Painter voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING TRANSFER AND CLOSURE OF ENRON LITIGATION

Chairman Stein requested a motion on the above referenced item. The motion to approve was made by Director Freedman and seconded by Director Shanley.

WHEREAS, on October 25, 2007 this Board of Directors (the “Board”) established a reserve in a Treasurer’s Short Term Investment Fund (“STIF”) account for the purpose of funding expenses related to continuing legal fees associated with pursuing settlements of Enron related matters; and

WHEREAS, on October 25, 2012 this Board assigned the Enron Litigation Reserve to the Authority’s Property Division as part of the transition from the Mid-Connecticut Project to CSWS, which resolution is attached hereto; and

WHEREAS, the Authority does not anticipate needing additional funding for the activities related to pursuing additional Enron related settlements; and

WHEREAS, all outstanding invoices related to these activities have been remitted and the Enron Litigation Reserve maintains a balance; and

WHEREAS, this Board desires to reduce the quantity and complexity of the Authority’s accounts in order to promote transparency.

NOW THEREFORE, be it

RESOLVED: That the funds in the Enron Litigation Reserve be transferred to the Property Division General Fund and the Enron Litigation Reserve be dissolved and its corresponding STIF account be closed.

The motion to approve the resolution was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley and Director Painter voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING 3 YEAR AGREEMENTS FOR INDEPENDENT AUDITING SERVICES

Chairman Stein requested a motion on the above referenced item. The motion to approve was made by Director Freedman and seconded by Director Shanley.

RESOLVED: That the President is hereby authorized to execute an agreement with Mahoney Sabol & Company, LLP for Independent Auditing Services, the scope of work for which will include both the fixed fee Annual Independent Audit for fiscal years 2015, 2016, and 2017; and additional on-call auditing work, substantially as presented and discussed at this meeting.

FURTHER RESOLVED: That the President is hereby authorized to execute agreements with the following firms for On-Call Independent Auditing Services, the scope of work for which will include the additional on-call auditing work, but not the annual independent audit, substantially as presented and discussed at this meeting:

- Marcum, LLP
- Sax/BST

The motion to approve the resolution was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley and Director Painter voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING HUMAN RESOURCES CONSULTING SERVICES

Chairman Stein requested a motion on the above referenced item. The motion to approve was made by Director Hayden and seconded by Director Barlow.

RESOLVED: That the President is hereby authorized to enter into a Request for Services with Marchese Consulting LLC to continue to perform outsourced HR services and training, substantially as discussed and presented at this meeting.

The motion to approve the resolution was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley and Director Painter voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

EXECUTIVE SESSION

Chairman Stein requested a motion to enter into Executive Session to discuss pending litigation. The motion, made by Vice-Chairman Barlow was seconded by Director Adams and was approved unanimously.

Chairman Stein asked the following people join the Directors in the Executive Session:

- Tom Kirk
- Mark Daley
- Peter Egan
- Laurie Hunt

The motion to go into Executive Session was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Freedman, Director Hayden, Director Nunn, Director Shanley, Director Painter and Director Edwards voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc	X		

The Executive Session began at 10:55 a.m. and concluded at 12:45 p.m. Chairman Stein noted that no votes were taken in Executive Session.

The meeting was reconvened at 12:45p.m. The door was opened, and the Board Secretary and all members of the public (of which there were none) were invited back in for the continuation of public session.

ADJOURNMENT

Chairman Stein requested a motion to adjourn the meeting. The motion to adjourn was made by Director Adams, seconded by Director Nunn and was approved unanimously.

There being no other business to discuss, the meeting adjourned at 12:45 p.m.

Respectfully Submitted,

Moira Kenney
HR Specialist/Board Administrator