

**Executive Committee
Oct. 13, 2009, Meeting**

Minutes

Members Present: Michael Pace, Chairman
Ray O'Brien, Vice-Chairman
Michael Jarjura
Linda Savitsky

CRRRA Staff Present: Tom Kirk, President
Jim Bolduc, Chief Financial Officer
Moira Kenney, Secretary to the Board/Paralegal

Chairman Pace called the meeting to order at 10:05 a.m. and noted that a quorum was present.

1. DISCUSSION ON COVER SOILS DELIVERY AGREEMENT

Mr. Kirk said that this issue is timely in a number of ways. He said that CRRRA accepts soils for various needs, predominately for covering the Hartford Landfill under its market procedures. Mr. Kirk said there is a substantial need for regulated solid for which CRRRA pays anywhere from 0-\$30 a tons for. He said this has worked well historically.

Mr. Kirk said that there is a vendor which has fallen behind in its payments to CRRRA because the vendor is still waiting to be paid by the Connecticut Department of Transportation (hereinafter referred to as "CT DOT"). He said that the CT DOT has been slow to pay the vendor for work on a project in New Haven and that in turn the vendor has been slow to pay CRRRA.

Mr. Kirk said that the vendor is Earth Technology, Inc. and despite potential legal problems with the State of Connecticut the vendor can not be ruled out as it meets all the CRRRA criteria and has hauled for CT DOT routinely.

Mr. Kirk said that this issue is sensitive given the hauler's recent involvement in the media. He said management will be approaching the Policies & Procurement Committee the following month to seek approval for some adjustments to CRRRA's procedures to allow for late payments. Mr. Kirk said CRRRA has a guarantee of payment (hereinafter referred to as "GOP") with Earth Technology, Inc. which can be pulled in order to receive the outstanding funds; however management does not feel this action is an appropriate business decision at this point as it may complicate CRRRA's ability to gain this valuable material in the future.

Mr. Kirk said placing substantial financial strain on Earth Technology, Inc. is a risk if CRRRA does pull the GOP before Earth Technology, Inc. receives payment from the CT DOT. He said that the GOP does survive a bankruptcy in the event that does occur.

Ms. Hunt said that Halloran & Sage informed CRRRA that if Earth Technology, Inc. was to file for bankruptcy CRRRA would still have to receive permission in court to pull the bond

however, it should not be an issue as it can not become an asset. Chairman Pace asked if it could be canceled. Mr. Kirk replied no. Chairman Pace asked if management had confirmed through the CT DOT that Earth Technology, Inc. has not been paid. Mr. Kirk said that is correct and management has confirmed that there is no issue with Earth Technology, Inc. He said it will in fact be paid however payment is a slow issue for the CT DOT. .

Chairman Pace asked if this soil is needed. He said if CRRA cut off Earth Technology, Inc. it would have to seek other soil. Mr. Kirk said there may be other sources however this deal was the best available. He said that there were two deals, one from New Canaan which was free and the second from New Haven for which CRRA is receiving payment.

Mr. Bolduc said that according to Mr. Egan there were three bills associated with this contract, the \$96,000 bill for July, a bill in August for \$157,000 and on in September for \$58,000. He said that these three bills are covered by these GOP's and the problem is the contract has 45 day terms and July is already way behind. He said if the CT DOT continues payment at the same speed August and July will also encounter the same problem.

Chairman Pace said if management has confirmed that the CT DOT is causing the delay and CRRA needs this soil he does not see a problem with management's recommendation.

A discussion on the possible reasons for the delay was undertaken.

Mr. Kirk said that management's concern is that CRRA may be in technical violation of its procedures and would normally consider pulling the GOP. He said his second concern is that CRRA will not get paid, although management is comfortable that the GOP is protection against this.

Director Jarjura agreed with management's suggestion to make an exception in this case. Chairman Pace said that the Executive Committee could offer a favorable report to the Policies & Procurement Committee.

Vice-Chairman O'Brien said that this item is not on the Policies & Procurement Committee agenda. He said that the way to deal with this issue is to have the Executive Committee make a recommendation to the full Board to make an exception and approve the exception to the procedures until such time that those changes to the procedures are made.

Director Jarjura said that he would not want to change the procedure as this is an exception.

Director Savitsky asked that a call be made directly to the CT DOT to find out when this check may be cut. Mr. Kirk said that he will make that call however at this point management is fairly sure that both August and September bills will fall behind.

Chairman Pace said that the Executive Committee is offering a favorable consensus to the Policies & Procurement Committee concerning their support of an exception that will be brought to the full Board.

2. EXECUTIVE SESSION

Chairman Pace requested a motion to enter into Executive Session to discuss pending litigation, pending RFP's, personnel matters, trade secrets, and feasibility studies with appropriate staff. The motion made by Vice-Chairman O'Brien and seconded by Director Savitsky was approved 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
Laurie Hunt

The Executive Session began at 10:25 a.m. and concluded at 10:46 a.m. Chairman Pace noted that no votes were taken in Executive Session.

The meeting was reconvened at 10:46 a.m.

ADJOURNMENT

Vice-Chairman O'Brien made a motion to adjourn the meeting. Director Savitsky seconded the motion. The motion previously made and seconded was passed unanimously.

The meeting was adjourned at 10:46 a.m.

Respectfully submitted,

Moira Kenney
Secretary to the Board/Paralegal