

MIRA
REGULAR BOARD MEETING
Mar. 26, 2015

Materials Innovation and Recycling Authority

100 Constitution Plaza

Hartford, Connecticut 06103

Telephone (860)757-7700 - Fax (860)757-7743

MEMORANDUM

TO: MIRA Board of Directors

FROM: Moira Kenney, HR Specialist/Board Administrator

DATE: Mar. 20, 2015

RE: Notice of Regular Board Meeting

There will be a Regular Meeting of the Connecticut Resources Recovery Authority Board of Directors on Thurs. Mar. 26, 2015, at 9:30 a.m. The meeting will be available to the public in the Board Room at 211 Murphy Road, Hartford, CT 06114.

Please notify this office of your attendance at (860) 757-7787 at your earliest convenience.

Materials Innovation Recycling Authority
Regular Board of Directors Meeting

Agenda

Mar. 26, 2015

9:30 AM

I. Pledge of Allegiance

II. Public Portion

A ½ hour public portion will be held and the Board will accept written testimony and allow individuals to speak for a limit of three minutes. The regular meeting will commence if there is no public input.

III. Minutes

Board Action will be sought for Approval of the Regular Feb. 19, 2015, Board Meeting Minutes (Attachment 1).

IV. Policy and Procurement Committee Reports

1. Board Action will be sought for Resolution Regarding - Construction Quality Assurance Services Associated with the Hartford Landfill (Attachment 2).

V. Finance Committee Reports

2. Board Action will be sought for Resolution Regarding - Fiscal Year 2016 Landfill Division Operating and Capital Budget (Attachment 3).
3. Board Action will be sought for Resolution Regarding – Authorization of Temporary Services for Property Division (Attachment 4).
4. Board Action will be sought for Resolution Regarding Transfer and Closure of Enron Litigation Reserve (Attachment 5).
5. Board Action will be sought for Resolution Regarding 3 Year Agreements for Independent Auditing Services (Attachment 6).
6. Discussion – Elements of Long Term Financial Plan Update.

VI. Organizational Synergy & Human Resources Report

7. Board Action will be sought for the Human Resources Consulting Services RFS (Attachment 7).

VII. Chairman and President's Reports

VIII. Executive Session

An Executive Session will be held to discuss pending litigation, trade secrets, personnel matters, security matters, pending RFP's, and feasibility estimates and evaluations.

Tab 1

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FOUR HUNDRED AND FIFTY-THIRD

FEB. 19, 2015

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thurs. Feb. 19, 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
Jim Hayden
Andy Nunn
Scott Shanley (present after 10:40 a.m.)
Steve Edwards, Southwest Project Ad-Hoc
Bob Painter, CSWS Project Ad-Hoc

Present from MIRA in Hartford:

Tom Kirk, President
Mark Daley, Chief Financial Officer
Laurie Hunt, Director of Legal Services
Peter Egan, Director of Operations and Environmental Affairs
Jeffrey Duvall, Director of Budgets and Forecasting
Tina Mateo, Assistant Director of Budgets and Cash Management
Marianne Carcio, Executive Assistant
Eileen Kearney, Temporary Board Administrator

Others: Alan P. Curto, 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.

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.

Mr. Lee Sawyer of the Connecticut Department of Energy and Environmental Protection ("DEEP") introduced himself and asked to speak before the Board. He provided an introduction on the RFP technical update that DEEP has undertaken, noted that he was working with Chairman Stein on setting up a meeting between the Agency and the MIRA Board and that the first meeting has been set for March 10. Mr. Sawyer told the Board that he would be attending Board meetings going forward and would be providing the Board with updates on progress of the RFP. Several of the Directors had

questions on the changes in the proposed state budget and asked for details on the proposed \$1 per ton increase solid waste fee. President Kirk and Chairman Stein provided details on what would be included saying that it excludes recycling and that the cost would be increased to \$2.50/ton total.

APPROVAL OF THE REGULAR JAN. 22, 2015, BOARD MEETING MINUTES

Chairman Stein requested a motion to approve the minutes of the Regular Jan. 22, 2015, Board Meeting. Director Adams made the motion which was seconded by Director Nunn.

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, Director Painter and Director Edwards voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Jim Hayden	X		
Andrew Nunn	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 Vice-Chairman Barlow and seconded by and Director Adams.

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.

President Kirk provided background on the resolution and indicated that due to the value of the Request for Services, it would need eight votes by the Board to approve the resolution. Chairman Stein asked for confirmation that there was no time constraint on the RFS. President Kirk confirmed the Resolution could be postponed.

The motion to table was approved by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Hayden, Director Nunn, Director Painter and Director Edwards voted yes.

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

BOARD ACTION REGARDING BOARD APPROVAL TO SEND LETTER TO CONNECTICUT OFFICE OF POLICY MANAGEMENT OBJECTING TO LATE FEES AND APPEAL DENIAL TO WAIVE LATE FEES ON VARIOUS CSWS PERMITS RESULTING FROM A LEGISLATIVE REQUIRED CHANGE FROM CRRA TO MIRA

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

President Kirk provided the background on this proposal and said that it was related to late charges associated with DEEP annual permit fees. He indicated that the delay in paying the invoice was due to new software required as a result of PA 14-94 transition to MIRA and that payment was not mailed out until the first week of July. He said that a request had been made to DEEP to waive the late fee. The response was the agency could not grant it alone and that the request needed be approved by OPM. Mr. Egan provided details on the amount of the fee and the late charges. He said that MIRA used the DEEP formal petition process for the waiver, and that he subsequently received an e-mail response from Dean Applefield, DEEP Counsel, who responded that OPM had no authority to waive these fees and it did not support the waiver by MIRA even if it had the authority. Further discussion continued and President Kirk asked for Board approval to send a letter request to OPM requesting a refund on the interest fee on the penalty or a credit for the amount. Chairman Stein suggested that the letter be addressed to Ben Barnes, be under the Chairman's signature and Vice-Chairman Barlow suggested that Mike Sullivan, their counsel, be copied on the letter. President Kirk said he would draft the letter; provide it to the Chairman for approval to send out under the Chairman's signature.

The motion to approve the action was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, 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		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING – FY 2016 CSWS DIVISION OPERATING AND CAPITAL BUDGET

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

RESOLVED: That the Fiscal Year 2016 Materials Innovation and Recycling Authority Operating and Capital Budget attached hereto as Exhibit A be adopted substantially in the form as presented in Exhibit B attached hereto and discussed at this meeting.

Mr. Daley provided an introduction to the resolution, noted that it had been discussed at the Finance Committee meeting and presented a summary of the changes to the CSWS Division Operating and Capital Budget. He said the changes were: no increase in the tip fee and it would be flat; some adjustments were made to tonnage quantities for members and non-member waste; it included transportation expense; balancing the budget through the tip fee stabilization fund and changes to the opt-out price due to CPI adjustment. For the CPI adjustment, he said that the index had been down for October - December; that there was a 4 cent reduction in the base opt-out and it is \$2 over the established tip fee.

Discussion began on the Governor’s state budget proposal, the effect of the proposed dioxin tax (“Dioxin Tax”) increase that MIRA would pay and Chairman Stein suggested that there be a \$1 per ton adjustment added to the opt-out price if the budget is passed. He also noted the changes that might occur if the proposed state budget was passed and indicated that the Board would need to take action today on this. Discussion began among the Directors on what might need to occur to tip fee opt-out and actions MIRA could take as a result. Mr. Daley suggested several options to consider: based on the state’s actions, wait and see what tax is adopted by the law and leave the MIRA budget at the current tip fee. The second option he noted was that if adopted, MIRA would have to rely more heavily on the tip fee stabilization fund than is currently projected to balance the budget. His final suggestion was, if it is adopted, charge a \$1 increase in our tip fee. President Kirk added that once the Board sets the tip fee in February, the tip fee is set for the year. It can be reduced, but by contract cannot be increased. The Board analyzed actions to take, the timing and effects on contracts. President Kirk also noted that he, Mr. Daley and Ms. Hunt discussed the options to take.

He also discussed the Dioxin Tax, MIRA's history on the matter, that MIRA has been paying it even though it is exempted from doing so due to its statutory tax free status and whether MIRA should consider exploring the option to not pay and the cost savings that this might represent.

Additional discussion continued by the Board on the budget and included sensitivity, postponing turbine and capital maintenance projects and energy prices.

Director Shanley indicated that he thought analysis needed to be done on the value of the competitive market environment on prices that the Authority charges for tip fee; its current pricing model; the effect of service to the transfer stations and whether the Authority needs to revise its strategy for this. Chairman Stein asked that this analysis be included as an agenda action item a future Board meeting.

The Board also discussed the topic of bonding for maintenance, improvements to the plant, its history with the Authority and whether bonding should be considered currently.

In response to a question from Director Adams on the Hartford Pilot host fee, President Kirk noted that Ms. Hunt had reviewed the contact language recently to make sure it was applicable and said that by adopting this budget, MIRA will be continuing a \$1.5M PILOT for the year.

AMENDMENT TO THE RESOLUTION REGARDING – FY 2016 CSWS DIVISION OPERATING AND CAPITAL BUDGET

Chairman Stein requested a motion to amend the resolution in the Board package to include an additional \$1 per ton in the tip fee should the present Governor's budget proposal hold and become law. The motion to approve the amended motion was made by Director Shanley and seconded by and Director Nunn.

RESOLVED: That the Fiscal Year 2016 Materials Innovation and Recycling Authority Operating and Capital Budget attached hereto as Exhibit A be adopted substantially in the form as presented in Exhibit B attached hereto and discussed at this meeting.

FURTHER RESOLVED: That the Disposal Fees proposed in such CSWS budget be increased by one dollar (\$1.00) per ton in order to pass through the increase in the State's Solid Waste Assessment fee that was included in the Governor's Budget proposed for the state's FY 2016 – FY 2017 Biennium.

FURTHER RESOLVED, that if the final state biennial budget does not include all or a part of the increase in the State's Solid Waste Assessment fee, the Authority shall reduce its CSWS FY 2016 Disposal Fees by a comparable amount.

Chairman Stein requested that President Kirk draft a letter to customers communicating the decision of the Board to explain the impact of this \$1 fee and MIRA's position on this. Vice-Chairman Barlow asked that the draft of the letter be circulated to the Board for approval.

The motion to approve the amended resolution was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, 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		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING - AMENDMENT TO FY 2015 CSWS DIVISION OPERATING AND CAPITAL BUDGET

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

Whereas, on February 20, 2014 the Connecticut Resources Recovery Authority adopted operating and capital budgets for the Connecticut Solid Waste System (CSWS) for its fiscal year ending June 30, 2015;

WHEREAS, such operating and capital budgets contemplated the transfer of \$7,425,000 in budgeted operating income to the CSWS Improvement Fund;

Whereas, as of December 31, 2014 actual CSWS operating income is \$2.3 million below budget due to deficits in CSWS energy production, wholesale energy prices and CSWS Power Block operating expenses that exceed budget;

Whereas, management is undertaking steps within its control to ensure CSWS operating expenses remain at or below budget;

Whereas, management has identified major maintenance activities intended to be funded from the CSWS Improvement Fund that may be deferred at this time subject to Board approval as a means of partially mitigating the shortfall in operating income.

NOW THEREFORE, be it

RESOLVED: That the fiscal year 2015 CSWS operating and capital budgets are amended by reducing approved transfers to the CSWS Improvement Fund by \$820,000 from \$7,425,000 to \$6,605,000;

Mr. Daley made a presentation on the 2015 CSWS budget and discussed changes that were made to it. A discussion began on costs for transfer station fees. Mr. Shanley noted that an analysis might need to be done on the tip fee cost at transfer stations and discrimination in pricing between direct delivery and transfer stations.

The motion to approve the resolution was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, 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		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		
Ad-Hoc			
Bob Painter, CSWS Project	X		
Steve Edwards, Southwest Project Ad-Hoc			

RESOLUTION REGARDING - FINAL DISTRIBUTION OF FUNDS FOR SOUTHWEST CONNECTICUT REGIONAL RECYCLING OPERATING COMMITTEE

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

WHEREAS, on June 30, 2013 the contractual relationship for recycling disposal between the Materials Innovation and Recycling Authority (the “Authority”) formerly the Connecticut Resources Recovery Authority (“CRRA”) and the Southwest Connecticut Regional Recycling Operating Committee (“SWEROC”) expired; and

WHEREAS, the Authority established the Recycling Division which accounts for SWEROC activities and maintains an operating account, the Stratford Recycling Capital Reserve, and the Commodity Revenue Share Reserve; and

WHEREAS, on October 25, 2012 the Authority Board of Directors (the “Board”) passed a resolution to distribute the funds in the Stratford Recycling Capital Reserve to SWEROC upon removal of all of SWEROC’s property from MIRA’s real property located at 1410 Honeyspot Road in Stratford Connecticut at SWEROC’s expenses; and

WHEREAS, on December 5, 2012 SWEROC members accepted the Board’s October 25, 2015 resolution; and

WHEREAS, SWEROC property remains at the Authority's Stratford facility which the Authority has determined will cost \$25,000 to remove and discard including facility repairs; and

WHEREAS, on December 2, 2014 SWEROC members requested the distribution of the Recycling Division funds and agreed to pay the Authority an all-in price of \$25,000 in order to satisfy the Board's October 25, 2012 resolution; and

WHEREAS, all Authority transactions, except for those transactions listed in this resolution, related to SWEROC have been completed; and

WHEREAS, on December 31, 2014 the Recycling Division's operating account, Stratford Recycling Capital Reserve, and Commodity Revenue Share Reserve have a combined total of \$575,531.08; and

WHEREAS, SWEROC has requested that remaining Recycling Division funds be equitably distributed to the SWEROC member towns based on the tons delivered to the Stratford facility in Fiscal Year 2013.

NOW THEREFORE, be it

RESOLVED: That the amount of \$25,000 be transferred from the Recycling Division operating account to the Property Division General Fund account; and

FURTHER RESOLVED: That the Recycling Division's operating account, Stratford Recycling Capital Reserve, and Commodity Revenue Share Reserve be closed and the combined total amount of \$550,531.08 together with applicable interest be distributed to the Towns in the percentage values and dollar amounts as follows based upon the tonnage formula previously agreed to by SWEROC members;

Town	Total Tons Delivered Fiscal Year 2013:	Percentage of Tonnage:	Distribution Amount:
Bridgeport	5,338.13	20.56%	\$ 113,171.09
East Haven	1,054.54	4.06%	\$ 22,356.79
Easton	755.47	2.91%	\$ 16,016.35
Fairfield	4,942.28	19.03%	\$ 104,778.87
Milford	4,275.82	16.47%	\$ 90,649.57
Monroe	1,151.94	4.44%	\$ 24,421.72
Orange	931.68	3.59%	\$ 19,752.09
Stratford	3,126.41	12.04%	\$ 66,281.49
Westport	3,648.39	14.05%	\$ 77,347.74
Woodbridge	743.16	2.86%	\$ 15,755.37
Total	25,967.82	100.00%	\$ 550,531.08

President Kirk introduced the topic and provided background on its history. He noted that there was a fund of reserves in the amount of \$25,000 being held for expenses relating to the closure of the project. He said at this time, payment should be expedited in this matter and requested that the Board approve and authorize that checks be issued to the towns. Director Adams asked if the Authority owns the property at the site and President Kirk responded that it did and it was part of the Property Division.

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

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

CHAIRMAN AND PRESIDENT’S REPORT

A. Chairman’s Report

Chairman Stein said that he had spoken to Lee Sawyer of DEEP and that he and President Kirk will meet next week with him.

B. President’s Report

President Kirk provided a brief report on electric prices, noted that they were disappointing and they were down substantially in December and the Board discussed this and additional topics including mattress recycling.

He also said that discussions would continue with DEEP on its RFP and said that Mr. Sawyer had indicated that DEEP needs MIRA’s input on a strategic plan. He said that there would be a meeting in April or May on this. He also said that he had told Mr. Sawyer that an updated solid waste management plan should be in place before the RFP took effect. Mr. Sawyer noted that this would be in June or July and that the RFP would be in January.

EXECUTIVE SESSION

Chairman Stein requested a motion to enter into Executive Session to discuss pending litigation. The motion, made by Director Eno was seconded by Director Painter 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 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		
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 11:15 a.m. and concluded at 12:35 p.m. Chairman Stein noted that no votes were taken in Executive Session.


The meeting was reconvened at 12:40 p.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,



Eileen R. Kearney
Temporary Board Administrator

Tab 2

**RESOLUTION REGARDING CONSTRUCTION QUALITY
ASSURANCE SERVICES TO SUPPORT THE PHASE 2 AREA
CLOSURE AND PHOTOVOLTAIC SYSTEM PROJECT AT
THE HARTFORD LANDFILL**

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.

Materials Innovation and Recycling Authority

Contract Summary for Contract entitled

Construction Quality Assurance Services Hartford Landfill

Phase 2 Closure and Photovoltaic System Project

Presented to the MIRA Board on: March 26, 2015

Vendor/ Contractor(s): Fuss & O'Neill, Inc.

Effective date: Upon Execution

Contract Type/Subject matter: Request for Services (RFS), pursuant to a 3 year engineering services agreement.

Facility (ies) Affected: Hartford Landfill

Original Contract: 3 Year Engineering Services Agreement

Term: Upon completion of services, currently estimated to be approximately 1 month from the date of execution

Contract Dollar Value: \$5,200

Amendment(s): Not applicable

Term Extensions: Not applicable

Scope of Services: Fuss & O'Neill, Inc. will provide documentation and reporting services associated with the closure the MSW Disposal Area at the Hartford Landfill in conformance with the CTDEEP permit and regulatory requirements.

Other Pertinent Provisions: N/A

Materials Innovation and Recycling Authority
Hartford Landfill
Construction Quality Assurance Services
Phase 2 Closure and Photovoltaic System Project

March 26, 2015

Executive Summary

This is to request that the MIRA Board of Directors authorize the President to execute a Request for Services with Fuss & O'Neill, Inc. ("F&O") to provide engineering services associated with the Construction Quality Assurance Program (CQAP) for the Phase 2 Closure and Photovoltaic System Project at the Hartford Landfill.

Discussion

In September 2014, MIRA executed an RFS with F&O to complete Construction Quality Assurance Services associated with the final phase of capping of the Hartford Landfill. These services consisted primarily of assembling documentation for, and preparation of a Closure Certification Report for submission to CTDEEP for approval. The estimated cost for these services was \$47,900.

The Closure Certification Report was submitted to CTDEEP on December 4, 2014. To date, MIRA has expended \$5,200.00 above the original estimate to prepare the final report. On February 9, 2015 CTDEEP formally approved the Hartford Landfill Closure Report. Management is requesting the Board authorize expenditure of an additional \$5,200 in services above the original \$47,900 estimate to cover the additional costs associated with preparing the final certification report. This authorization will bring the total approved FY 2015 expenditures for Construction Quality Assurance Services to \$53,100.

Financial Summary

MIRA will pay Fuss & O'Neill on a time-and-materials basis not to exceed a total project cost of \$5,200. MIRA has sufficient funds in the Hartford Landfill Closure Reserve to pay for this work.

Tab 3

ATTACHMENT 3

**RECOMMENDED DRAFT RESOLUTION FOR THE MATERIALS INNOVATION AND RECYCLING AUTHORITY
BOARD OF DIRECTORS**

ADOPTION OF THE FISCAL YEAR 2016 LANDFILL DIVISION OPERATING BUDGET

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

MIRA - LANDFILL DIVISION

<u>ACCOUNT</u>	<u>DESCRIPTION</u>	<u>PROPOSED FY16</u>
REVENUES		
51-001-000-43106	ZREC Payments from Eversource (CL&P)	\$ 170,830
51-001-000-43101	Electricity Sales to City	\$ 69,885
51-001-000-46101	Interest	\$ 11,500
	Total Revenues	\$ 252,215
EXPENDITURES		
<u>LANDFILL DIVISION OPERATING</u>		
51-001-501-52104	Telecommunications	\$ 1,200
51-001-501-52640	Insurance Premium	\$ 107,789
51-001-501-52875	Insurance Consulting & Brokerage	\$ 5,653
51-001-501-52701	Contract Operating Charges	\$ 8,000
51-001-501-xxxxx	Reserve for Replacement	\$ 24,000
51-001-501-52611	ZREC Income Share with City of Hartford	\$ 64,298
51-001-501-57871	Indirect Salaries/Labor & Benefits	\$ 41,052
	Total Expenditures	\$ 251,992
	NET INCOME/(LOSS)	\$ 223

Tab 4

**RESOLUTION REGARDING TEMPORARY
EDUCATOR/CUSTOMER RELATIONS SERVICES
TO SUPPORT SCHEDULED IN-HOUSE
AND OUTREACH PROGRAMS**

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.

Materials Innovation and Recycling Authority

Agreement Summary

Services Agreement

Presented to the MIRA Board of Directors on:	March 26, 2015
Vendor/ Contractor(s):	Staffing Now (a division of SNI Companies)
Effective date:	April 1, 2015
Contract Type/Subject matter:	Temporary Staffing Services
Facility(ies) Affected:	Trash Museum
Original Contract:	Not Applicable
Term:	April 1, 2015 to June 30, 2015
Contract Dollar Value:	\$8,703 (\$25.75 per hour x 26 hours x 13 weeks)
Amendment(s):	Not applicable
Term Extensions:	Not applicable
Scope of Services:	Temporary educator/customer service staffing will conduct tours in-house; outreach programs to schools, businesses and community organizations and any other tasks that are performed by the permanent staffing at the Museum.
Other Pertinent Provisions:	N/A
Funding Source:	FY15 Property Division Adopted Operating Budget – Personnel Services

Materials Innovation and Recycling Authority

Temporary Staffing

March 26, 2015

Executive Summary

This is to request that the MIRA Finance Committee recommend that the Board of Directors authorize the President to engage Staffing Now, (a division of SNI companies) to provide staffing to conduct education and customer relations services for the Trash Museum through June 30, 2015.

Discussion

For FY15, three educator/customer relations positions have been budgeted in the Property Division personnel services budget line through June 30, 2015.

An educator for the MIRA Trash Museum resigned from her position in December, 2014. This resignation created a staffing shortage for programs previously scheduled through the end of the fiscal year. The Museum is entering into its busiest time of the year because of program demands, including Earth Day environmental fairs, school programs and outreach events.

Because of the perennial increased demand of MIRA Trash Museum services during the time frame of April 1, 2015 through June 30, 2015, three educators and the supervisor provide minimum staffing needs to support the programs and outreach endeavors currently scheduled.

The Museum has utilized temporary staffing services since February 1, 2015. Finance and Board approval is required for expenditures exceeding the \$5,000 amount if there is no board approved budget line item.

Financial Summary

MIRA will pay Staffing Now (A division of SNI companies) for temporary staffing services not to exceed a total project cost of \$8,703. MIRA has sufficient funds budgeted in the Property Division personnel services account to offset these temporary staffing services expenses.

Tab 5

**RESOLUTION FOR THE
MATERIALS INNOVATION AND RECYCLING AUTHORITY BOARD OF DIRECTORS
REGARDING TRANSFER AND CLOSURE OF THE ENRON LITIGATION RESERVE**

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.

Tab 6

**RESOLUTION FOR THE
MATERIALS INNOVATION AND RECYCLING AUTHORITY
BOARD OF DIRECTORS**

**REGARDING 3-YEAR AGREEMENTS FOR INDEPENDENT
AUDITING SERVICES**

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

Materials Innovation and Recycling Authority

Agreement Summary

Independent Auditing Services

Presented to the MIRA Board on:	March 26, 2015
Vendor/Contractor(s):	Mahoney Sabol & Company LLP
Effective Date:	Upon Issuance of executed agreement (expected mid-April)
Contract Type/Subject Matter:	Independent Auditing Services
Facility(ies) Affected:	Not Applicable
Fixed-Fee Contract Dollar Value:	<ul style="list-style-type: none">• For the FY2015 Audit: \$45,000• For the FY2016 Audit: \$46,000• For the FY2017 Audit: \$47,000
Additional On-Call Tasks:	MIRA makes no financial commitment to any firm or individual for the additional on-call tasks during the three year services Agreements. The selection of a firm for the additional on-call tasks simply qualifies a firm or individual as eligible to undertake work for MIRA at a later date, when a specific need is actually identified. Any such future work would be procured through an RFS, and any RFS for more than \$50,000 per fiscal year would require prior approval by the MIRA Board of Directors.
Term:	Through March 31, 2018
Amendment(s):	Not applicable
Term Extensions:	Not applicable
Scope of Work:	Includes two items in Scope of Work: <ol style="list-style-type: none">1. The Fixed-Fee Independent Annual Audit for FY2015, FY2016, and FY20172. Additional on-call auditing services as needed

Materials Innovation and Recycling Authority

Agreement Summary

Independent Auditing Services

Presented to the MIRA Board on:	March 26, 2015
Vendor/Contractor(s):	<ul style="list-style-type: none">• Marcum LLP• Sax/BST
Effective Date:	Upon Issuance of executed agreement (expected mid-April)
Contract Type/Subject Matter:	Independent Auditing Services
Facility(ies) Affected:	Not Applicable
Fixed-Fee Contract Dollar Value:	Not Applicable
Additional On-Call Tasks:	MIRA makes no financial commitment to any firm or individual for the additional on-call tasks during the three year services Agreements. The selection of a firm for the additional on-call tasks simply qualifies a firm or individual as eligible to undertake work for MIRA at a later date, when a specific need is actually identified. Any such future work would be procured through an RFS, and any RFS for more than \$50,000 per fiscal year would require prior approval by the MIRA Board of Directors.
Term:	Through March 31, 2018
Amendment(s):	Not applicable
Term Extensions:	Not applicable
Scope of Work:	On-call auditing services as needed

Materials Innovation and Recycling Authority

Agreement Summary

Independent Auditing Services

Executive Summary

This is to request that the Board of Directors authorize the President to enter into an agreement with Mahoney Sabol & Company LLP to provide 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 as discussed herein.

This is to further request that the Board of Directors authorize the President to enter into two additional agreements with the following firms to provide On-Call Auditing Services the scope of work for which will include the additional on-call auditing work, but not the annual independent audit, as discussed herein:

- Marcum, LLP
- Sax/BST

Discussion

According to section 5.3.5 of MIRA's Procurement Policies and Procedures, MIRA solicits proposals at least once every three years for professional services, including auditing services.

The current agreement for Independent Auditing Services (for FY2012, FY2013, and FY2014) expires on March 31, 2015.

MIRA issued an RFP for Independent Auditing Services on December 15, 2014. The scope of work for this RFP was divided into two items:

1. Fixed fee services to conduct annual independent audits of MIRA's financial statements for the fiscal years ending June 30, 2015, June 30, 2016 and June 30, 2017. Via this RFP MIRA contemplates awarding this section to only 1 firm. In accordance with Section 1-127 of the Connecticut General Statutes, MIRA's current auditor would be prohibited from providing the fixed fee annual services as detailed in section 1.
2. Additional on-call work provided as needed pursuant to a request for services (e.g. procedures reviews and/or other financial reports). Via this RFP, MIRA reserves the right to award these item-2 services to more than one firm.

Overview of RFP

MIRA issued an RFP for Independent Auditing Services on December 15, 2014. The availability of the RFPs was advertised on the Department of Administrative Services State Contracting Portal website and on the MIRA website.

In addition:

- This RFP was advertised in the classifieds section of the website of the Connecticut Society of Certified Public Accountants (CTCPA) a 501(c)(6) professional trade association that promotes and supports state CPAs. As part of this advertising, the CTCPA notified its members of the RFP via social media.
- A notice regarding the availability of the RFP was sent to any firm who submitted a notice of interest form to CRRA 3 years ago when the authority last issued an RFP for these services, as well as to each firm in the Governmental Audit category of the CTCPAs “Find a CPA” database (<http://www.ctcpas.org/public/referral/findcpa.aspx>)
- A classified notice regarding the availability of the RFP was advertised in the following Connecticut newspapers:
 - Connecticut Post
 - Hartford Courant
 - New Haven Register
 - New London Day
 - Waterbury Republican-American
 - La Voz Hispana
 - Northeast Minority News.

Responses to the RFP for Independent Auditing Services were initially due by January 27, 2015. However, due to expected travel delays and closings from Blizzard Colbie, MIRA issued Addendum 2 to the RFP which extended that due date to January 30, 2015.

For the scope of work that included MIRA’s Annual Independent Audit (Item 1 in the Discussion section of this Agreement Summary), MIRA received proposals from the following four (4) firms:

- Blum, Shapiro & Company, P.C.
- Mahoney Sabol & Company LLP
- Marcum LLP
- Whittlessey & Hadley, P.C.

For the scope of work that included other on-call auditing services (Item 2 in the Discussion section of this Agreement Summary), MIRA received proposals from the following five (5) firms:

- Blum, Shapiro & Company, P.C.
- Mahoney Sabol & Company LLP
- Marcum LLP
- SaxBST
- Whittlessey & Hadley, P.C.

Evaluation of Proposals

At the February 2015 Finance Committee meeting, the Committee concurred with a committee of MIRA staff to evaluate the proposals (hereafter the “Evaluation Committee”). This committee included Mark Daley, CFO; Deepa Krishna, Manager of Accounting and Financial Reporting; and Thomas Edstrom, Risk Manager. The Evaluation Committee was assisted by Roger Guzowski, Contract and Procurement Manager.

Proposal submitters were evaluated through a two-step process:

The first step in the evaluation was an initial review of the submitted proposal information. In this initial step, proposals were evaluated based on their proposed price, the administrative review of their proposal (including completeness, conflicts of interest and SBE/MBE considerations), and an initial screen of their qualifications and experience. The goal of this initial step was to answer the basic question: which firm’s (s’) proposal demonstrated a combination of price and experience to warrant sufficient consideration to proceed to the second step of the evaluation.

The prices proposed to conduct the Annual Independent Audit are summarized in Table 1 below

	FY15 audit	FY16 audit	FY17 audit
Blum Shapiro	\$74,000	\$76,000	\$78,000
Mahoney Sabol	\$45,000	\$46,000	\$47,000
Marcum	\$58,000	\$59,700	\$61,500
Whittlesey and Hadley	\$75,000	\$78,000	\$82,000

After the initial review of proposals, Mahoney Sabol and Marcum were selected to proceed to the second step in the evaluation process.

In the second step of the evaluation, selected firms were invited to meet with MIRA’s Evaluation Committee to discuss their proposals in more detail and provide additional information about their proposal, including additional information about their firm, their proposed audit team, and their proposed audit process.

After an analysis of both the first and second steps in the evaluation process, the Evaluation Committee recommends that the Board of Directors authorize the President to enter into an Independent Auditing Services Agreement with Mahoney Sabol & Company LLP, the scope of work of which includes both the Fixed Fee Annual Independent Audit services contemplated in Item 1 of the Scope and the additional on-call work as needed contemplated in Item 2 of the Scope.

In addition the Evaluation Committee recommends that the Board of Directors authorize the President to enter into an On-Call Services Agreement with Marcum LLP, and Sax/BST, the scope of work of which includes only the additional on-call work as needed contemplated in Item 2 of the Scope.

Financial Summary

For the Independent Auditing Services Agreement with Mahoney Sabol & Company LLP, the scope of work of which includes the Annual Independent Audit for FY2015, FY2016, and FY2017, the annual compensation owed by MIRA to Mahoney Sabol & Company LLP would be as follows:

- For the FY2015 Audit: \$45,000
- For the FY2016 Audit: \$46,000
- For the FY2017 Audit: \$47,000

For the firms awarded an On-Call Auditing Services Agreement, MIRA makes no financial commitment to any firm or individual in the three year services Agreements. This selection simply qualifies a firm or individual as eligible to undertake work for MIRA at a later date, when a specific need is actually identified. Any such future work would be procured through an RFS, and any RFS for more than \$50,000 per fiscal year would require prior approval by the MIRA Board of Directors.

It should be noted that the cost for any particular task specific RFS that is negotiated with any particular firm pursuant to these three year agreements will be based on the hourly rates for time that are pre-established in the agreements.

Tab 7

Proposed **RESOLUTION REGARDING OUTSOURCED HUMAN RESOURCES
SERVICES AND TRAINING**

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.

**Connecticut Resources Recovery Authority
Human Resources and Organizational Synergy Committee
Outsourced Human Resources Services**

March 24, 2015

Executive Summary

This is to request that the HR Committee recommend that the CRRA Board of Directors authorize the President to continue to retain a human resources consultant to provide outsourced HR administration and training for an estimated two to three month period.

Discussion

When MIRA's Human Resources Manager left at the end of January, the Authority made a tentative decision to distribute the duties of the position to several other employees rather than to fill the vacancy. This appears, so far, to be a viable alternative in the long run; in the near term, however, the employees who will assume new duties require training, and necessary HR functions need to be outsourced until those employees are trained and ready to assume them.

The last time that the Authority's HR Manager position was vacant, MIRA retained Marchese Consulting LLC to handle interim HR requirements; its principal, Monica Marchese, is therefore familiar with the Authority's needs and practices, and was able to immediately assume responsibility upon authorization by the President pursuant to the "special capability" exception to MIRA's usual competitive process. We are now seeking Board approval to continue to retain Marchese Consulting LLC to provide outsourced human resources services, including, without limitation, benefits administration assistance and maintenance of personnel files, as well as personnel training regarding HR matters and development of an HR procedures manual for internal use, under the same policy exception.

**Materials Innovation and Recycling Authority
Contract Summary for Contract entitled
Human Resources Consulting Services Agreement**

RFS for Outsourced HR Services

Presented to the HR Committee on: March 24, 2015

Vendor/ Contractor: Marchese Consulting LLC

Effective date: Upon execution

Contract Type/Subject matter: Request for Services (RFS), pursuant to a Human Resources Consulting Services Agreement dated February 23, 2015.

Original Contract: None (this is initial contract)

RFS Term: February 23, 2015 through June 30, 2015

RFS Dollar Value: \$175/hour, \$15,000 maximum

Amendment(s): NA

Term Extensions: N/A

Scope of Services: Provide outsourced human resources services, including, without limitation, benefits administration assistance and maintenance of personnel files, as well as personnel training regarding HR matters and development of an HR procedures manual for internal use

Other Pertinent Provisions: None