

**RESOLUTION
REGARDING
AGREEMENT FOR THE
OPERATION AND MAINTENANCE OF THE
MID-CONNECTICUT RESOURCE RECOVERY FACILITY**

December 16, 2010

WHEREAS, the Connecticut Resources Recovery Authority (“CRRA”) was established pursuant to The Connecticut Solid Waste Management Services Act, (the “Act”) codified at Chapter 446e of the Connecticut General Statutes, Conn. Gen. Stat. § 22a-257 *et seq.*, for the performance of an essential public and governmental function; specifically, the provision of solid waste management services and the recovery of resources from solid waste; and

WHEREAS, under the Act, CRRA has the responsibility and the authority to provide solid waste disposal and resource recovery systems and facilities, and solid waste management services, where necessary and desirable throughout the State of Connecticut; and

WHEREAS, CRRA is authorized by the Act to design, acquire, lease, construct, alter, reconstruct, improve, enlarge or extend, own, operate, maintain and finance solid waste facilities, and to make provision for the management of such facilities, the manufacturing, processing and transportation operations necessary to derive recovered resources from solid waste, and the contracting for the sale of such; and

WHEREAS, in furtherance of its statutory responsibilities and pursuant to its statutory authority, CRRA created the refuse-derived fuel Mid-Connecticut Resource Recovery Facility (the “Facility”) owned by CRRA; and

WHEREAS, the current agreements for the operation and maintenance of the Facility will expire December 30, 2011 and May 30, 2012; and

WHEREAS, CRRA has deemed that one entity operating and maintaining the entire Facility along with CRRA’s management of the Facility is in the best interests of the municipalities and regions served by the Facility; and

WHEREAS, CRRA has completed a publicly advertised competitive procurement process that included receipt of qualification statements from interested parties, receipt of bids/proposals from invited parties: Covanta Energy, Inc., ENGEN, LLC, Metropolitan District Commission, NAES Corporation, and Wheelabrator Technologies, Inc., and an evaluation of all final submittals, without disqualification, including information received in the course of interviewing the interested firms; and

WHEREAS, NAES Corporation("NAES"), based on all of the criteria employed by CRRA in the evaluation, analysis and comparison of all submittals received, has been found by CRRA to have submitted the most responsive bid and has been determined to be the most qualified and responsive bidder for the operation and maintenance of the Facility; and

WHEREAS, CRRA has determined that the operation and maintenance of the Facility by NAES upon expiration of the current operation and maintenance agreements will provide valuable assistance to CRRA in the performance of CRRA's statutory responsibilities and in carrying out its duties and responsibilities as established in its mission statement; and

WHEREAS, CRRA now wishes to retain NAES for the performance of certain operation and maintenance services at the Facility, and NAES is willing to perform those services pursuant to the terms and conditions of the Agreement;

NOW, THEREFORE, BE IT RESOLVED, The President is hereby authorized to execute an agreement with NAES for the Operation and Maintenance of the Mid-Connecticut Resource Recovery Facility, substantially as presented and discussed at this meeting.