

MIRA
REGULAR BOARD MEETING
June 25, 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, Assistant HR Manager/Board Administrator

DATE: June 18, 2015

RE: Notice of Regular Board Meeting

There will be a Regular Meeting of the Connecticut Resources Recovery Authority Board of Directors on Thurs. June 25, 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

June 25, 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

1. Board Action will be sought for will be sought for Approval of the Special May 6, 2015, Board Meeting Minutes (Attachment 1).
2. Board Action will be sought for will be sought for Approval of the Regular May 28, 2015, Board Meeting Minutes (Attachment 2).

IV. Policy and Procurement Committee Reports

3. Board Action will be sought for Resolution Regarding Purchase of Jet Fuel for the South meadows Jet Turbine Facility (Attachment 3).
4. Board Action will be sought for Resolution Regarding Legal Expenditures for FY2016 (Attachment 4).
5. Discussion Regarding New Office Space Lease.

V. Finance Committee Update

VI. Chairman and President's Reports

VII. Organizational Synergy & Human Resources Committee Reports

6. Board Action will be sought for Resolution Regarding Human Resources Consulting Services RFS (Attachment 5).

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-SIXTH

MAY 5, 2015

A special telephonic meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Wed. May 5, 2015, in the Board Room at 100 Constitution Plaza, Hartford, CT 06103. Those present by telephone were:

Directors: Chairman Don Stein
Vice-Chairman Dick Barlow
John Adams
Marilynn Cruz-Aponte
Ralph Eno
Joel Freedman
Jim Hayden
Andy Nunn
Scott Shanley
Bob Painter, CSWS Project Ad-Hoc

Present from MIRA in Hartford:

Tom Kirk, President
Mark Daley, Chief Financial Officer
Roger Guzowski, Contract and Procurement Manager
Jeffrey Duvall, Director of Budgets and Forecasting
Laurie Hunt, Director of Legal Services
Peter Egan, Director of Operations and Environmental Affairs
Moira Kenney, Assistant HR Manager/Board Administrator

Others: Ann Cutino, Esq., Halloran & Sage LLP; John Pizzimenti, USA Hauling; James P. Sandler, Esq., Sandler & Mara, P.C., Ed Spinella, Esq.

Chairman Stein called the meeting to order at 2:05 p.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.

As there were no members of the public present who wished to address the Board the Chairman proceeded with the regularly scheduled agenda.

RESOLUTION REGARDING AGREEMENT FOR INTERRUPTIBLE CONTRACT WASTE

Chairman Stein requested a motion on the above referenced item. The motion was made by Vice-Chairman Barlow and seconded by Director Eno.

RESOLVED: The President is authorized to enter into a revenue contract with Murphy Road Recycling, Inc. for the delivery of Interruptible Contract Waste to the Connecticut Solid Waste System, substantially as presented and discussed at this meeting; and,

FURTHER RESOLVED: The President is authorized to enter into a revenue contract with CWPM, LLC for the delivery of Interruptible Contract Waste to the Connecticut Solid Waste System, substantially as presented and discussed at this meeting; and

FURTHER RESOLVED: The President is authorized to enter into a revenue contract with K&W Materials & Recycling, LLC for the delivery of Interruptible Contract Waste to the Connecticut Solid Waste System, substantially as presented and discussed at this meeting.

Mr. Kirk said this resolution is to approve a contract for interruptible contract waste to supplement MIRA's Tier 1, Tier 2, and Tier 3 contract waste, and as necessary spot waste. He said the RFP process yielded three different vendors, the process details are outlined in the write-up. He said initially management envisioned a three year contract, however after reviewing the bids, elected to consider a two year contract due to a savings in administrative costs.

Chairman Stein asked why MIRA was accepting the low price from K&W Materials & Recycling, LLC. Mr. Gaffey explained that waste from K&W would only be accepted only as a last choice. Director Adams asked if K&W would be bound by the contract. Mr. Gaffey replied yes.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		

EXECUTIVE SESSION

Chairman Stein requested a motion to enter into Executive Session to discuss potential real estate leads and pending litigation. The motion, made by Director Shanley 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 Cruz-Aponte, Director Eno, Director Freedman, Director Hayden, Director Nunn, and Director Shanley voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		

RESOLUTION REGARDING PROJECTED LEGAL EXPENDITURES

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

WHEREAS, MIRA has entered into Legal Service Agreements with various law firms to perform legal services; and

WHEREAS, the Board of Directors has previously authorized certain amounts for payment of fiscal year 2015 projected legal fees; and

WHEREAS, MIRA expects to incur greater than authorized legal expenses from one of its counsels for its arbitration with MDC;

NOW THEREFORE, it is RESOLVED: That the following additional amount be authorized for payment of projected legal fees and costs to be incurred during fiscal year 2015:

Firm:

Kainen, Escalera & McHale

Amount:

\$150,000

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

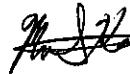
Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte	X		
Ralph Eno	X		
Joel Freedman	X		
Jim Hayden	X		
Andrew Nunn	X		
Scott Shanley	X		

ADJOURNMENT

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

There being no other business to discuss, the meeting adjourned at 9:55 a.m.

Respectfully Submitted,



Moira Kenney
Assistant HR Manager/ Board Administrator

TAB 2

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FOUR HUNDRED AND FIFTY-FIFTH

MAY 28, 2015

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thurs. May 28, 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
Marilynn Cruz-Aponte
Ralph Eno
Joel Freedman
Jim Hayden
Andy Nunn (present by telephone)
Scott Shanley
Steve Edwards, Southwest Project Ad-Hoc (present by telephone)
Bob Painter, CSWS Project Ad-Hoc

Present from MIRA in Hartford:

Tom Kirk, President
Mark Daley, Chief Financial Officer
Thomas Edstrom, Risk Manager
Roger Guzowski, Contract and Procurement Manager
Laurie Hunt, Director of Legal Services
Peter Egan, Director of Operations and Environmental Affairs
Marianne Carcio, Executive Assistant
Moira Kenney, Assistant HR Manager/Board Administrator

Others: Ann Cutino, Esq., Halloran & Sage LLP; John Pizzimenti, USA Hauling; Lee Sawyer, CT DEEP; James P. Sandler, Esq., Sandler & Mara, P.C.,

Chairman Stein called the meeting to order at 9:40 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.

As there were no members of the public present who wished to address the Board the Chairman proceeded with the regularly scheduled agenda.

APPROVAL OF THE REGULAR APRIL 23, 2015, BOARD MEETING MINUTES

Chairman Stein requested a motion to approve the minutes of the Regular Apr. 23, 2015, Board Meeting. Director Adams made the motion which was seconded by Director Hayden.

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

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

REVIEW AND RECOMMEND RESOLUTION REGARDING COOPERATIVE SERVICE AGREEMENT BETWEEN MIRA AND THE USDA ANIMAL AND PLANT HEALTH INSPECTION SERVICES/WILDLIFE SERVICES FOR BIRD CONTROL

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

RESOLVED: That the President is hereby authorized to execute an agreement with the United States Department of Agriculture Animal and Plant Health Inspection Services, for the control of nuisance birds at the South Meadows Waste Processing Facility, substantially as presented and discussed at this meeting.

Mr. Kirk said this is an annual process undertaken at the Brainard Airport next to the plant. He said the vector control is very affordable and is at a smaller scale than in the past.

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

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

RESOLUTION REGARDING ON-CALL MSW DIVERSION TRANSPORTATION AND DISPOSAL WORK

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

RESOLVED: That the President is hereby authorized to execute agreements for CSWS on-call municipal solid waste diversion transportation and disposal work with the following company, substantially as presented and discussed at this meeting:

- Southbridge Recycling & Disposal Park, Inc. (a subsidiary of Casella Resource Solutions)

Mr. Kirk said this is routine acknowledgement and engagement for potential work for the transportation component of disposal diversion contract in the very unusual event that MIRA has to divert from the facility. He said a disposal price has not been locked in, only a transportation price.

Mr. Kirk said unfortunately the above bidder was the only response. He explained the market will first be solicited for the best price and this provider and site may not definitely be used however the agreement provides for a definite location and price should it be needed.

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

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

RESOLUTION REGARDING COMMERCIAL AND INDUSTRIAL REAL ESTATE SERVICES

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

RESOLVED: That the President is hereby authorized to enter into contracts with the following firms for Commercial and Industrial Real Estate Services, substantially as discussed and presented at this meeting.

- MR Valuation Consulting, LLC
- Vimini Valuation Services, LLC

Mr. Kirk said this resolution is to supply the MIRA stable with industrial and commercial real-estate services in the event that management requires assistance in these areas. He said this resolution pre-qualifies those contractors with set prices but does not preclude MIRA from using other vendors at lower prices if they are available. Mr. Kirk said evaluation of real estate holding needs to be appraised and examined over time. Mr. Egan said the last time such services were used was around three years ago when the Ellington Property was appraised at an expense of around \$5,000.

Director Cruz-Aponte said the two consulting firms do have distinct skill sets. She asked if combined they have the skills sets MIRA needs. Mr. Kirk said it is not unusual for the firms within MIRA's stable to have nearly identical skill sets. He said when examining a scope of work management leans toward the best qualified firm and outside vendors if need be. Mr. Kirk explained pre-qualification allows for quick action.

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

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

RESOLUTION REGARDING AMENDMENT TO TIER 1 AND TIER 3 MUNICIPAL SOLID WASTE MANAGEMENT SERVICE AGREEMENTS

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

RESOLVED: The President is hereby authorized to amend the Tier 1 and Tier 3 Municipal Solid Waste Management Services Agreements (“MSA’s”) for the provision of acceptable solid waste and acceptable recyclables services with Connecticut municipalities, substantially as presented and discussed at this meeting.

Mr. Kirk said the insurance ramifications of this resolution were discussed at the previous Board meeting. Mr. Daley said the amendment is to address inconsistencies in the terms of the coverages MIRA previously had for business interruption and extra expenses versus the requirements for the MSA’s. He said an in depth review by management and its broker revealed that the MSA’s require MIRA to pay for diversion costs for waste in the event that there is forced closure at the plant while MIRA simultaneously provides coverage for those diversion costs. He explained the concern was if we divert and request coverage reimbursement that the carriers would essentially look to the MSA’s and say MIRA is not obligated to pay those costs. Mr. Daley said after discussion it was determined that amending the MSA’s terms and conditions to obligate MIRA to make that payment was the best course of action, which would also make the coverage enforceable.

Mr. Kirk said the affected towns will need to approve the amendment as well, but it should not be an issue as MIRA is removing a potential liability. He said there may be delays while the towns work on approvals. Mr. Kirk said there may be liability costs not covered by insurance. He said the cost for the additional coverage was about \$130,000 a year, which is a reasonable cost to provide this type of catastrophic coverage.

Director Cruz-Aponte asked if management is preparing an informational package to provide to the towns concerning the amendment. Mr. Kirk replied yes. Director Painter said this

provides an opportunity to provide a better relationship with the towns and to provide better value.

Mr. Egan said the amendment will affect Tier 1 and Tier 3 agreements. He said one town is potentially interested in the new Tier 2 contract for 2 years and this language has already been inserted into that contract.

Ms. Cruz-Aponte asked if there are contingency plans in place which the communities are aware of. Mr. Kirk said if the plant becomes unavailable the plan would be to utilize the transfer stations, which would be a significant cost for some municipalities. He said the town's most likely presume this situation will not occur and it is management's responsibility to ensure a plan is in place. Director Cruz-Aponte suggested educating the direct haul towns on this potential situation. Mr. Kirk agreed that this provides management with an opportunity to discuss a recovery plan. Director Eno suggested exploring whether towns would benefit from additional coverage. Mr. Kirk said management would discuss this issue with the broker.

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

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

REGARDING AUTHROIZING ADDITIONAL USE OF RESERVES TO PAY CERTAIN FY'15 LEGAL COSTS

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

RESOLVED: The President is authorized to expend up to an additional \$50,000 from the Landfill Operating Reserve Account for payment of legal costs incurred in fiscal year 2015 in connection with MIRA's continued operation of the solar electricity generating facility to the City for use at its public works complex.

Mr. Kirk said this resolution is a transfer from a reserve to allow management authorization to pay additional legal costs which are also coming for approval to the Board today and are detailed in the package under Tab 8.

Director Cruz-Aponte said that she would abstain as she has been involved in negotiations concerning the solar array.

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

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

RESOLUTION REGARDING PROCURMENT OF INSURANCE COVERAGE FOR AUTO, GENERAL LIABILITY, UMBRELLA, PUBLIC OFFICIALS, AND WORKERS COMPENSATION

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

RESOLVED: That MIRA purchase the insurance coverages in the amount and from the carriers according to the recommended option 1 from its broker as presented and discussed in this meeting.

Director Freedman said MIRA has had one broker for a number of years. He explained after putting this item out to bid management was able to secure a new broker at a lower price. He said Beecher Carlson presented coverage at a much lower price than the prior broker. Director Freedman said in the past the Finance Committee had asked the prior broker if better pricing could be obtained and was told that was not possible. He said the new broker's efforts resulted in a substantial overall savings for MIRA and a more comprehensive coverage. Director Freedman noted that worker's compensation will be covered by Liberty.

Mr. Daley said the new proposals are resulting in \$400,000 in savings. He said the brokers, Mr. Edstrom and the management team achieved excellent results. Mr. Daley said the coverage is essentially the same for a much lower price.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte	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			

CHAIRMAN'S REPORT

Chairman Stein said the CT DEEP has been holding monthly meetings with several Board members and members of management to prepare the RFQ which was required by recent legislation. He said Mr. Sawyer is the project manager and the team has been working well collaboratively and the schedule mandated by the Legislature is being followed.

Mr. Sawyer agreed. He said the goal is to have a draft RFP available for the public in August.

Chairman Stein said MIRA's strategic planning meeting will likely be held in September.

PRESIDENT'S REPORT

Mr. Kirk said for the past reporting period MIRA operated without public safety, health or environmental impacts. He said the discussion of new office locations will take place during Executive Session.

Mr. Kirk said the outage is expected to conclude today. He said it was extended substantially due to emergent work issues which he then described in detail to the Board.

Mr. Kirk said MIRA had recently won an award in partnership with its contractor Fuss and O'Neil for the solar array project due to innovation and positive intent.

Mr. Kirk said he had been contacted by Senator Kennedy Jr., Co-Chair of the Environmental Committee with a request for MIRA to undertake a study surrounding the prohibition of plastic tote bags. He said Senator Kennedy does not expect to pass legislation concerning plastic bags this session however wants to keep the issue alive and believes that having a study done may help accomplish this goal.

The Board agreed to discuss the item and direct management to take action on the matter.

MOTION TO ADD AN ITEM TO THE AGENDA WHICH DISUCSSES AND DIRECTS ACTION ON SENATE BILL 3298

Chairman Stein requested a motion to add an item to the agenda concerning discussion and ultimately action on amending SB 3298. The motion to approve was made by Director Shanley and seconded by and Director Adams.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte	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	X		

RESOLUTION REGARDING ACTION ON SENATE BILL 3298

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

After discussion the Board agreed to empower MIRA's President to draft alternative language to this bill to reflect discussion held on the matter and also including a review of existing best practices and to offer up to \$15,000 in funding with potential matches from other sources.

The motion was approved unanimously by roll call. Chairman Stein, Director Adams, Director Cruz-Aponte, Director Edwards, Director Eno, Director Freedman, Director Hayden,

Director Nunn, Director Painter and Director Shanley voted yes. Vice-Chairman Barlow voted no.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow		X	
John Adams	X		
Marilynn Cruz-Aponte	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	X		

EXECUTIVE SESSION

Chairman Stein requested a motion to enter into Executive Session to discuss real estate and 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 Cruz-Aponte, 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		
Marilynn Cruz-Aponte	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 11:30 a.m. and concluded at 12:57 p.m. Chairman Stein noted that no votes were taken in Executive Session.

The meeting was reconvened at 12:57 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.

RESOLUTION REGARDING PROJECTED LEGAL EXPENDITURES

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

WHEREAS, MIRA has entered into Legal Service Agreements with various law firms to perform legal services; and

WHEREAS, the Board of Directors has previously authorized certain amounts for payment of fiscal year 2015 projected legal fees; and

WHEREAS, MIRA expects to incur greater than authorized legal expenses related to several matters with its general counsel;

NOW THEREFORE, it is RESOLVED: That the following additional amount be authorized for payment of projected legal fees and costs to be incurred during fiscal year 2015:

Firm:

Amount:

Halloran & Sage

\$285,000

ADJOURNMENT

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte			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			

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

There being no other business to discuss, the meeting adjourned at 1:00 P.m.

Respectfully Submitted,



Moira Kenney
Assistant HR Manager/Board Administrator

TAB 3

**RESOLUTION REGARDING THE PURCHASE OF JET FUEL
FOR THE SOUTH MEADOWS JET TURBINE FACILITY**

RESOLVED: That the President is hereby authorized to execute a purchase order with Santa Buckley Energy, Inc. for purchase of Ultra Low Sulfur No. 1 Diesel Fuel to support operation of the South Meadows Jet Turbine Facility, substantially as presented and discussed at this meeting.

Materials Innovation and Recycling Authority
Contract Summary for Purchase of Ultra-Low Sulfur No. 1 Diesel Fuel
for the South Meadows Jet Turbine Facility

Presented to the MIRA Board on: June 25, 2015

Vendor/Contractor(s): Santa Buckley Energy, Inc.

Effective Date: Upon Issuance of Purchase Order

Contract Type/Subject Matter: Pursuant to CT Department of Administrative Services Contract

Facility(ies) Affected: South Meadows Jet Turbine Facility

Original Contract: Department of Administrative Services
Contract No. 12PSX0029

Term: MIRA Fiscal Year 2016

Contract Dollar Value: Not to exceed \$907,000. (As budgeted in the Property Division Budget.)

Amendment(s): Not applicable

Term Extensions: Not applicable

Scope of Services: Purchase of Ultra Low Sulfur No. 1 Diesel Fuel (i.e., Jet Fuel) for the South Meadows Jet Turbine Facility. The President is authorized to purchase Jet Fuel during FY2016, as necessary, in order to ensure that an adequate volume of jet fuel is available to support operation of MIRA's Jet Turbine Facility.

Other Pertinent Provisions: The price of the fuel fluctuates daily. On the day that MIRA purchases fuel, MIRA will receive a firm price quote from Santa Buckley Energy, Inc. for a specific volume of fuel, which firm price is a function of the daily price posted by the Oil Price Information Service for New Haven, CT, in accordance with the CT DAS contract.

Materials Innovation and Recycling Authority Property Division

Purchase of Ultra-Low Sulfur No. 1 Diesel Fuel to support Operation of the South Meadows Jet Turbine Facility

June 25, 2015

Executive Summary

This is to request that the Board of Directors authorize the President to purchase Jet Fuel for the MIRA South Meadows Jet Turbine Facility, on an as needed basis, in order to ensure that there is a sufficient volume of Jet Fuel at the facility to support the operation. The President will be authorized to purchase up to \$907,000 of fuel, if necessary, during fiscal year 2016.

Discussion

In 2001, CRRA purchased from Northeast Utilities the land assets of the Mid-Connecticut Resources Recovery Facility site. Located at the site was CRRA's waste processing facility ("WPF") and power block facility ("PBF") that were developed by CRRA in the 1980's to process municipal solid waste and produce steam for sale to Connecticut Light and Power Company ("CL&P"). Importantly, also located at the site and part of CRRA's acquisition were the following:

1. The energy generating facility ("EGF"), that converts steam produced with refuse derived fuel at the PBF into electricity; and,
2. A jet turbine peaking power plant, commonly referred to as the South Meadows Jet Turbine Facility ("JTF"), with approximately 160 MW of capacity, which up to that time was part of CL&P's electricity generating system.

The JTF consists of four Pratt & Whitney Twin-Pac generating sets ("Twin-Pacs"). Each of the four Twin-Pac units is nominally capable of generating 40 MW of power and is comprised of two Pratt & Whitney FT4A-9 combustion gas turbine engines. The units serve the ISO-New England System as "peaking capacity" and typically are called to run only approximately 20 hours per year.

Until June 1, 2012 the JTF was operated and maintained by Northeast Generation Services Company pursuant to an agreement effective May 30, 2000, which terminated on May 31, 2012.

CRRA contracted with NAES Corporation ("NAES") to operate and maintain the JTF beginning June 1, 2012. Under the agreement with NAES, MIRA is responsible for paying the cost of jet fuel.

MIRA purchases the fuel from Santa Buckley Energy, Inc. pursuant to a CT Department of Administrative Services contract. Santa Buckley Energy, Inc. is the preferred vendor for this particular fuel on the CT DAS contract.

Because the value of jet fuel purchases will exceed \$50,000 during the fiscal year, which requires Board of Director approval, MIRA management is seeking Board authorization to purchase fuel from Santa Buckley Energy, Inc. during FY2016. In this case, purchases would be on an "as needed" basis, would be pursuant to a DAS contract, and would not exceed the amount budgeted for FY2016.

Financial Summary

MIRA has budgeted \$907,000 for purchase of Jet Fuel in FY2016 in the Property Division Budget.

TAB 4

**BOARD RESOLUTION REGARDING FY 2016
PROJECTED LEGAL EXPENDITURES**

WHEREAS, MIRA has negotiated three-year Legal Services Agreements with various law firms for the provision of legal services beginning July 1, 2014; and

WHEREAS, MIRA now seeks Board authorization for projected legal expenditures pursuant to said Agreements during Fiscal Year 2016;

NOW THEREFORE, it is

RESOLVED: That the following amounts be authorized for projected legal fees to be incurred during FY '16:

<u>Firm:</u>	<u>Amount:</u>
Brown Rudnick	25,000
Cohn Birnbaum & Shea	55,000
Day Pitney	20,000
Halloran & Sage	675,000
Kainen, Escalera & McHale	125,000
McCarter & English	10,000
Pullman & Comley	85,000

Materials Innovation and Recycling Authority

AUTHORIZATION TO PAY FY 2016 PROJECTED LEGAL EXPENDITURES

June 25, 2015

Executive Summary

This is to request Board authorization of the payment of FY 2016 projected legal expenditures for the firms and up to the amounts set forth in the attached resolution.

Discussion

The funds requested to be authorized are included in the FY 16 Board-approved Authority, System, Project and Division legal budgets or in appropriate reserves. Please note that this initial request for authorization may not include all of the funds designated for legal expenses in FY16 budgets; some funds are reserved for matters anticipated to arise later during FY16 and/or for which the choice of appropriate counsel has not yet been determined.

TAB 5

**RESOLUTION REGARDING
HUMAN RESOURCES CONSULTING SERVICES**

RESOLVED: That the President is hereby authorized to enter into contracts with the following firms for Human Resources Consulting Services, substantially as discussed and presented at this meeting:

- A. For Temporary Staffing Services
Horton International LLC
Linium Staffing

- B. Recruiting Services
Horton International LLC
Linium Staffing
Marchese Consulting LLC

- C. Outsourced Human Resources Services
Horton International LLC
Linium Staffing
Marchese Consulting LLC

- D. Position and/or Organizational Review Services
Horton International LLC
Marchese Consulting LLC

- E. General/Miscellaneous Human Resources Consulting Services
Horton International LLC
Marchese Consulting LLC

FURTHER RESOLVED: That, although the on-call nature of these Agreements does not commit the authority to any expenditure, in approving these Agreements, the Board of Directors is also acknowledging and approving, in accordance with CGS Section 22a-265a, that the total sum expended under any of the Agreements over the three year term may equal or exceed \$50,000, provided that all expenditures under these Agreements are conducted and reported in accordance with MIRA's Procurement Policy and Procedures.

Materials Innovation and Recycling Authority

Contract Summary for Contract entitled Human Resources Consulting Services Agreement

Presented to MIRA Board on:	June 25, 2015
Vendor/Contractor(s)	Horton International LLC
Effective Date:	July 1, 2015
Contract Type/Subject Matter:	Three-Year Agreement for on-call Human Resources Consulting Services
Facility(ies) Affected:	Not Applicable
Original Contract	MIRA currently has 3-year contracts for on-call Human Resources Consulting Services that expire June 30, 2015.
Category(ies) of Services to be awarded:	<ul style="list-style-type: none">• Temporary Staffing Services• Recruiting Services• Outsourced Human Resources Services• Position and/or Organizational Review Services• General/Miscellaneous Human Resources Consulting Services
Term:	July 1, 2015 through June 30, 2018
Contract Dollar Value:	Not Applicable. All services will be provided pursuant to a Request for Services ("RFS")
Amendment(s)	Not Applicable
Term Extensions:	Not Applicable
Other Pertinent Provisions:	Any work under the Agreements will be pursuant to a Request for Services ("RFS"). Any RFS in excess of \$50,000 per fiscal year will require approval by the Board of Directors.

Materials Innovation and Recycling Authority

Contract Summary for Contract entitled Human Resources Consulting Services Agreement

Presented to MIRA Board on:	June 25, 2015
Vendor/Contractor(s)	Linium Staffing
Effective Date:	July 1, 2015
Contract Type/Subject Matter:	Three-Year Agreement for Human Resources Consulting Services.
Facility(ies) Affected:	Not Applicable
Original Contract	MIRA currently has 3-year contracts for on-call Human Resources Consulting Services that expire June 30, 2015.
Category(ies) of Services to be awarded:	<ul style="list-style-type: none">• Temporary Staffing Services• Recruiting Services• Outsourced Human Resources Services
Term:	July 1, 2015 through June 30, 2018
Contract Dollar Value:	Not Applicable. All services will be provided pursuant to a Request for Services ("RFS")
Amendment(s)	Not Applicable
Term Extensions:	Not Applicable
Other Pertinent Provisions:	Any work under the Agreements will be pursuant to a Request for Services ("RFS"). Any RFS in excess of \$50,000 per fiscal year will require approval by the Board of Directors.

Materials Innovation and Recycling Authority

Contract Summary for Contract entitled Human Resources Consulting Services Agreement

Presented to MIRA Board on:	June 25, 2015
Vendor/Contractor(s)	Marchese Consulting LLC
Effective Date:	July 1, 2015
Contract Type/Subject Matter:	Three-Year Agreement for Human Resources Consulting Services
Facility(ies) Affected:	Not Applicable
Original Contract	Earlier this fiscal year, MIRA executed a temporary contract with Marchese Consulting LLC to provide outsourced Human Resources Services.
Category(ies) of Services to be awarded:	<ul style="list-style-type: none"> • Recruiting Services • Outsourced Human Resources Services • Position and/or Organizational Review Services • General/Miscellaneous Human Resources Consulting Services
Term:	July 1, 2015 through June 30, 2018
Contract Dollar Value:	Not Applicable. All services will be provided pursuant to a Request for Services ("RFS")
Amendment(s)	Not Applicable
Term Extensions:	Not Applicable
Other Pertinent Provisions:	Any work under the Agreements will be pursuant to a Request for Services ("RFS"). Any RFS in excess of \$50,000 per fiscal year will require approval by the Board of Directors.

Materials Innovation and Recycling Authority
Human Resources Consulting Services Agreement

*Organizational Synergy & Human Resource Committee
June 23, 2015*

Executive Summary

From time to time MIRA requires the assistance of firms to provide the following categories of on-call Human Resources Consulting Services (collectively the “Services”):

- Temporary Staffing Services
- Recruiting Services
- Outsourced Human Resources Services
- Position and/or Organizational Review Services
- General/Miscellaneous Human Resources Consulting Services

MIRA’s “Procurement Policies and Procedures” establishes a “Request for Qualifications” (“RFQ”) process to obtain such services.

On March 16, 2015, MIRA issued an RFQ for Human Resources Consulting Services, in order to solicit firms with which to contract for the Services on an on-call basis for the three-year period beginning July 1, 2015.

Based on an evaluation of the Statement of Qualifications (“SOQ”) received in response to this RFQ, and based on MIRA’s prior experience with the firms, the firms listed below have been selected for recommendation to the Board of Directors.

- A. For Temporary Staffing Services
Horton International LLC
Linium Staffing
- B. Recruiting Services
Horton International LLC
Linium Staffing
Marchese Consulting LLC
- C. Outsourced Human Resources Services
Horton International LLC
Linium Staffing
Marchese Consulting LLC
- D. Position and/or Organizational Review Services
Horton International LLC
Linium Staffing
Marchese Consulting LLC

E. General/Miscellaneous Human Resources Consulting Services

Horton International LLC
Linium Staffing
Marchese Consulting LLC

This is to request approval of the MIRA Board of Directors for the President to enter into agreements with the firms identified above to provide services as described below for the three-year period beginning July 1, 2015 and ending June 30, 2018.

Any work performed under such an agreement will be pursuant to a Request for Services ("RFS"), and any RFS that is in excess of \$50,000 per year will require approval of the Board of Directors.

Solicitation Process

MIRA issued an RFQ for Human Resources Consulting Services on March 16, 2015. At the time, all documents related to this request for qualifications were posted to the "Business Opportunities" page of the MIRA website. The "Notice to Firms" was also posted to the State Contracting Portal at the Connecticut Department of Administrative Services website at that time. In addition, the "Notice to Firms" was sent to the HR Leadership Forum of Southern New England a membership organization of HR Professionals to share this business opportunity with their members.

The availability of the RFQ was in the following publications on Sunday March 15, 2015, or the next publication date thereafter:

- the Hartford Courant,
- the New London Day,
- the Waterbury Republican-American,
- La Vos Hispania
- the Northeast Minority News

Discussion

MIRA's "Procurement Policies and Procedures" (BOD014) establishes an RFQ process as "a process by which MIRA identifies persons to perform services on behalf of . . . MIRA through the solicitation of qualifications, experience, prices, and other such matters as MIRA determines may bear on the ability to perform services.... (Section 2.2.23)" MIRA has historically used the RFQ process to pre-qualify firms for a variety of professional and technical services that it requires (e.g., consulting services, engineering services, etc.). In accordance with its Procurement Policy and Procedures and Connecticut State Statute, MIRA is required to solicit for technical and professional services once every three years (Section 5.3.5).

Existing agreements for on-call Human Resources Consulting Services expire June 30, 2015

On March 16, 2015, MIRA issued an RFQ for Human Resources Consulting Services Services, in order to solicit firms with which to contract for the Services on an on-call basis for the three-year period beginning July 1, 2015.

MIRA received Statements of Qualifications from three firms:

- Horton International LLC
- Linium Staffing
- Marchese Consulting LLC

MIRA's President identified Moira Kenney, MIRA's HR Specialist/Board Administrator; and Roger Guzowski, MIRA's Contract and Procurement Manager (the "Evaluation Team") to evaluate the Statements of Qualifications that were received.

The SOQs submitted were first evaluated for administrative sufficiency and responses to MIRA's "Questionnaire Concerning Affirmative Action, Small Business contractors and Occupational Health and Safety." The Evaluation Team then evaluated the SOQs for technical merit. All three firms have been prior contractors of MIRA and met the evaluation Team's evaluation criteria.

Based on an evaluation of the Statement of Qualifications ("SOQ") received in response to this RFQ, and based on MIRA's prior experience with the firms, the firms listed below have been selected for recommendation to the Board of Directors.

A. For Temporary Staffing Services

Horton International LLC
Linium Staffing

B. Recruiting Services

Horton International LLC
Linium Staffing
Marchese Consulting LLC

C. Outsourced Human Resources Services

Horton International LLC
Linium Staffing
Marchese Consulting LLC

D. Position and/or Organizational Review Services

Horton International LLC
Linium Staffing
Marchese Consulting LLC

E. General/Miscellaneous Human Resources Consulting Services

Horton International LLC
Linium Staffing
Marchese Consulting LLC

The agreements that are to be executed with these firms will have an effective date of July 1, 2015 and will extend through June 30, 2018.

Financial Summary

MIRA makes no financial commitment to any firm in the three-year services Agreements.

This selection simply qualifies a firm 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 a Request For Services (RFS). The cost for any particular task specific RFS that is negotiated with any particular human resources consulting firm pursuant to these three-year service agreements will be based on the billing rates that are pre-established in these three-year service agreements.

In accordance with Section 22a-268 of the Act, any RFS for more than \$50,000 per fiscal year would require prior approval by a 2/3 vote of MIRA's full Board of Directors.

Further, if MIRA enters into multiple RFSs with one of the firms approved herein, expenditures in accordance with Section 4.1.4 of MIRA's Procurement Policies and Procedures will be reported to the appropriate committee of MIRA's Board of Directors in accordance with Section 4.1.4 of MIRA's Procurement Policies and Procedures.

Comparison of Rates

Table 1: Rates For Temporary Services

Respondents were asked to provide rates for several sample positions. To engage a temp, MIRA will provide a position description and experience requirements to one or more firms, request resumes and rates from the firm(s), interview candidates presented by the firm(s) and select the candidate that best suits the need at the lowest cost. Specific rates in an engagement may vary depending on specific details about the position, experience requirements, or nature of the engagement. This table compares the hourly rate range proposed throughout the three year Term of the Agreement (range represents lowest price proposed in Year 1 to the highest price proposed in Year 3.

Position	Horton International	Linium Staffing
Accounts Payable Specialist	\$60.00-65.00	\$22.60-29.10
Customer Accounting and Billing Coordinator	\$60.00-65.00	\$24.00-27.50
Scale Operator/Enforcement Specialist	\$60.00-65.00	\$22.50-27.55
Administrative Assistant	\$60.00-65.00	\$22.50-30.55
General Accountant	\$60.00-65.00	\$34.50-46.25
Entry-Level Engineer	\$60.00-65.00	\$39.00-49.50
Managerial-Level Employee	\$60.00-65.00	\$34.50-46.50

Table 2: Recruitment Engagement Percentage

Firm	July 1, 2015 – June 30, 2016	July 1, 2016 – June 30 2017	July 1, 2017 – June 30, 2018
Horton International* <i>*Flat fee may be negotiated on request based on position.</i>	33%	33%	33%
Linium Staffing	15%	15%	15%
Marchese Consulting LLC	20%	20%	20%

Table 3: Hourly Rate for Hourly Engagement Assisting An Internal Recruiting Process and for all other HR Consulting Services

Firm (and staff level)	July 1, 2015 – June 30, 2016	July 1, 2016 – June 30 2017	July 1, 2017 – June 30, 2018
Horton International (Partner)	\$250	\$250	\$250
Horton International (Staff)	\$150	\$150	\$150
Linium Staffing (Partner)	\$85	\$90	\$95
Linium Staffing (Senior Recruiter (1))	\$60	\$65	\$70
Linium Staffing (Senior Recruiter (2))	\$45	\$50	\$55
Linium Staffing (Exec Recruiter)	\$50	\$55	\$60
Linium Staffing (Recruiter)	\$40	\$45	\$50
Marchese Consulting LLC - Director	\$175	\$175	\$175