

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FOUR HUNDRED AND SIXTY-SEVENTH

JULY 28, 2016

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thurs. July 28, 2016, in the Board Room at 211 Murphy Rd. Hartford, CT 06103. Those present were:

Directors: Chairman Don Stein
Vice-Chairman Dick Barlow
John Adams
Marilynn Cruz-Aponte
Ralph Eno
Jim Hayden
Andy Nunn (present by telephone)
Patricia Widlitz

Present from MIRA in Hartford:

Tom Kirk, President
Mark Daley, Chief Financial Officer
Jeffrey Duvall, Director of Budgets and Forecasting
Thomas Gaffey, Director of Recycling and Enforcement
Laurie Hunt, Director of Legal Services
Roger Guzowski, Contract and Procurement Manager
Chris Shephard, Environmental Compliance Manager
Moira Kenney, Assistant HR Manager/Board Administrator

Others Present: Ann Catino, Esq., Halloran & Sage, Ed Spinella, Esq., USA Hauling, Mike Paine, Paine's Recycling and Rubbish Removal

Chairman Stein called the meeting to order at 9:34 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. Paine addressed the complications which the Connecticut Department of Electrify and Environmental Protection's (hereinafter referred to as the CT DEEP) changes to the radiation procedure in loads has caused.

APPROVAL OF THE REGULAR JUNE 23, 2016, BOARD MEETING MINUTES

Chairman Stein requested a motion to approve the minutes of the regular June 23, 2016, Board Meeting. Director Adams made the motion which was seconded by Director Hayden.

The motion to approve the minutes as amended was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Cruz-Aponte, Director Hayden, Director Eno, Director Nunn and Director Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

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

Chairman Stein requested a motion on the resolution above. Director Adams made the motion which was seconded by Vice-Chairman Barlow.

RESOLVED: That the President is hereby authorized to execute a purchase order with Dime Oil Company, LLC 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.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

PRESIDENT’S REPORT

Mr. Kirk reviewed his Present’s report with the Board.

EXECUTIVE SESSION

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

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

Tom Kirk
Mark Daley
Peter Egan
Laurie Hunt

The Executive Session began at 10:00 a.m. and concluded at 10:31 a.m. Chairman Stein noted that no votes were taken in Executive Session.

The motion previously made and seconded to enter into Executive Session was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Cruz-Aponte, Director Hayden, Director Eno, Director Nunn and Director Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

The meeting was reconvened at 10:31 a.m. The door was opened, and the Board Secretary and all members of the public were invited back in for the continuation of public session.

MOTION TO ADD AN ITEM TO THE AGENDA

Chairman Stein requested a motion to add an item to the agenda concerning the execution of termination, assignment, authority rights, and release, consent and indemnification agreement and solid waste management services agreement.

The motion to add an item to the agenda was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Cruz-Aponte, Director Hayden, Director Eno, Director Nunn and Director Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

RESOLUTION REGARDING EXECUTION OF TERMINATION, ASSIGNMENT, AUTHORITY RIGHTS, AND RELEASE, CONSENT AND INDEMNIFICATION AGREEMENT AND SOLID WASTE MANAGEMENT SERVICES CONTRACT

Chairman Stein requested a motion on the resolution noted above. The motion was made by Director and seconded by Director.

WHEREAS, following the payment in full of the 2010 Series A Resource Recovery Revenue Refunding Bonds associated with the Southeast Project, on or about November 30, 2015, the Authority transferred flow of funds responsibilities for the Southeast Project to the Southeastern Connecticut Regional Resource Recovery Authority (“SCRRRA”); and

WHEREAS, on or about December 15, 2015, the Authority quitclaimed its right, title, and interest in and to the Preston Resource Recovery Facility to Covanta Southeast Connecticut Company (“Covanta”); and

WHEREAS, SCRRRA and Covanta have requested that the Authority agree to the termination of the Bridge and Management Agreement and the assignment of the Service Agreement and certain ancillary agreements to SCRRRA, and the Authority has indicated its willingness to agree to such termination and assignments contingent upon its receipt of certain releases, indemnifications, and consents from SCRRRA and from Covanta and the preservation of certain Authority capacity, purchase, and inspection rights; and

WHEREAS, SCRRRA and the Authority wish enter into a Solid Waste Management Services Contract to establish their respective rights and obligations with regard to the Authority’s exercise of its retained right to capacity at the Southeast Project;

NOW, THEREFORE, be it

RESOLVED: That the President is hereby authorized to enter into the Termination, Assignment, Authority Rights, and Release, Consent and Indemnification Agreement by and among SCRRRA, Covanta, and the Authority, substantially in the form and upon the terms presented and discussed at this meeting; and

Further RESOLVED: That the President is hereby authorized to enter into the Solid Waste Management Services Contract by and between SCRRRA and the Authority, substantially in the form and upon the terms presented and discussed at this meeting.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

ED SPINELLA, Esq. ADDRESSES THE BOARD

Mr. Spinella, Esq. addressed the Board. He had concerns on the process by which the sale of the Stratford Facility was advertised and collected purchasing inquires.

EXECUTIVE SESSION

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

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

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

The Executive Session began at 11:00 a.m. and concluded at 11:30 a.m. Chairman Stein noted that no votes were taken in Executive Session.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		

Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

The meeting was reconvened at 11:31 a.m. The door was opened, and the Board Secretary and all members of the public were invited back in for the continuation of public session.

MOTION TO TABLE THE RESOLUTION CONCERNING THE SALE OF 1410 HONEY SPOT ROAD, EXT. STRATFORD CT

Chairman Stein requested a motion to table the resolution concerning the sale of the Stratford Facility.

The motion to table was made by Director Adams and seconded by Director Hayden and was approved unanimously by roll call.

Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Cruz-Aponte, Director Hayden, Director Eno, Director Nunn and Director Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

ADJOURNMENT

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

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

Directors	Aye	Nay	Abstain

Chairman Stein	X		
Vice-Chairman Barlow	X		
Marilyn Cruz-Aponte	X		
John Adams	X		
Jim Hayden	X		
Ralph Eno	X		
Andy Nunn	X		
Patricia Widlitz	X		

There being no other business to discuss, the meeting adjourned at 11:30 a.m.

Respectfully Submitted,

Moira Kenney
Assistant HR Manager/Board Administrator