

**MIRA**  
**REGULAR BOARD MEETING**  
**March 23, 2017**

**Materials Innovation and Recycling Authority**

200 Corporate Place, Suite 202

Rocky Hill, CT 06067

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

# **MEMORANDUM**

**TO:** MIRA Board of Directors

**FROM:** Moira Kenney, Assistant HR Manager/Board Administrator

**DATE:** March 17, 2017

**RE:** Notice of Regular Board Meeting

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There will be a Regular Meeting of the Materials Innovation and Recycling Authority Board of Directors on Thurs. March 17, 2017, at 9:30 a.m. The meeting will be available to the public in the Board Room at 200 Corporate Place, Suite 202, Rocky Hill, CT 06067.

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

Materials Innovation Recycling Authority  
Regular Board of Directors Meeting  
March 23, 2017  
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 Approval of the Regular Feb. 23, 2017 Board Meeting Minutes (Attachment 1).

IV. Polices & Procurement Committee Report

1. Board Action will be sought for the Resolution Regarding Market Driven Purchase – Diversion of MSW (Attachment 2).
2. Board Action will be sought for the Resolution Regarding Municipal Solid Waste Management Services Agreements (Attachment 3).
3. Board Action will be sought for the Resolution Regarding Standard Hauler Agreement for period July 2017 through June 2018 (Attachment 4).

V. Finance Committee Report

4. Board Action will be sought for Resolution Regarding Projected Landfill Division Legal Expenditures (Attachment 5).

VI. Chairman and President's Reports

VII. Executive Session

An Executive Session will be held to discuss pending litigation, trade secrets, personnel matters, security matters, pending RFP's, pending RFP responses, real estate matters, and feasibility estimates and evaluations including Strategic Plan updates.

## **TAB 1**

## **MATERIALS INNOVATION AND RECYCLING AUTHORITY**

**FOUR HUNDRED AND SIXTY-SECOND**

**FEB 23, 2017**

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thurs. Feb. 23, 2017, in the Board Room at 200 Corporate Place, Suite 202, Rocky Hill, CT 06067. Those present were:

Directors: Chairman Don Stein  
Vice-Chairman Dick Barlow  
John Adams  
Marilynn Cruz-Aponte  
Ralph Eno  
Jim Hayden  
Bob Painter  
Scott Shanley (present beginning 10:00 a.m.)

Present from MIRA in Hartford:

Tom Kirk, President  
Mark Daley, Chief Financial Officer  
Jeffrey Duvall, Director of Budgets and Forecasting  
Peter Egan, Director of Operations and Environmental Affairs  
Laurie Hunt, Director of Legal Services  
Tina Mateo, Assistant Director of Cash and Budget Management  
Moirra Kenney, Assistant HR Manager/Board Administrator

Others Present: Ann Catino, Esq., Peggy Diaz, Esq., and John Pizzimenti, USA Hauling.

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.

Peggy Diaz provided the Board with an update concerning the RFP with the Department of Environmental Energy and Protection. She said the RFP is expected to go out in early March with guidance from MIRA concerning the commencement date of operations. She said three contractors were invited to participate in the next phase. Mr. Kirk asked if the vendors have complained regarding the change of site. She said the vendors have been informed and as far as she knew there are no complaints.

### **APPROVAL OF THE JAN. 26, 2017 MEETING MINUTES**

Chairman Stein requested a motion to approve the minutes of the Jan. 26, 2017, Board Meeting. Vice-Chairman Barlow made the motion which was seconded by Director Eno.

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

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

### **RESOLUTION REGARDING THE AUTHORITY BUDGET**

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

**WHEREAS:** The Materials Innovation and Recycling Authority Board of Directors (the Authority) adopted a Fiscal Year 2018 Authority Budget at its November 17, 2016 meeting; and

**WHEREAS:** Such adopted Authority Budget remained subject to revision pending adoption of the Fiscal Year 2018 Connecticut Solid Waste System (CSWS) Operating and Capital Budgets; and

**WHEREAS:** Such CSWS Operating and Capital Budgets are being adopted at this February 23, 2017 Board of Directors meeting; and

**WHEREAS:** Since its initial adoption, the Authority Budget has been reduced and modified to reflect the calendar year 2017 renewal of the Authority's health and welfare benefit program and additional policies reviewed at the January 2017 OS & HR and Finance Committee meetings.

**NOW THEREFORE,** be it

**RESOLVED:** That the Fiscal year 2018 Authority Budget attached hereto as Exhibit A be adopted as discussed and presented in this meeting.

Mr. Daley said originally the Authority budget was adopted at the November Board meeting with an understanding that it may be subject to modification throughout the overall budget process until the CSWS budget is adopted. He said that the health and welfare benefits renewal process was fairly successful with quotes reflecting an overall increase of 7%. Mr. Daley said there were additional changes in plan selections, changes to employee coverage tiers and retirements that helped lower costs and more than offset other increases addressed at the January meetings. He said the final Authority Budget is approximately \$44,000 less than originally adopted. He explained the resolution is structured to acknowledge the original adoption and the subsequent modifications.

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

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

### **RESOLUTION REGARDING CSWS DIVISION OPERATING AND CAPITAL BUDGETS**

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

**RESOLVED:** That the Fiscal Year 2018 Materials Innovation and Recycling Authority Operating and Capital Budget attached hereto as Exhibit A (presentation form) and Exhibit B (budget line items) is hereby adopted as presented and discussed at this meeting; and

**FURTHER RESOLVED:** That the Board of Directors hereby authorizes the transfer of a maximum of one million, eight hundred and eighty six thousand, five hundred and sixty four dollars (\$1,886,564) from the Property Division General Fund to the CSWS Tip Fee Stabilization Fund for the period July 1, 2017 through June 30, 2018. A portion of such maximum funds shall be drawn monthly, as part of the Authority's monthly flow of funds distribution, as necessary to supplement funds available within the CSWS Tip Fee Stabilization Fund for use in fully funding the FY 2018 CSWS Cost of Operation; and

**FURTHER RESOLVED:** That the Board of Directors hereby approves and establishes the following tip fees for FY 2018:

- Uniform Base Disposal Fee - for contracts substantially similar to Tier 1 Short Term Municipal Service Agreements and Waste Hauler Agreements expiring June 30, 2017 - \$70.00 per ton;
- Tier 1 Long term - \$68.00 per ton;
- Tier 2 - for contracts substantially similar to Tier 2 Municipal Service Agreements expiring June 30, 2017 - \$72.00 per ton;
- Tier 3 - \$68.00 per ton;
- Tier 4 - \$71.00 per ton;

- Recycling Deliveries – for the delivery of single stream recyclables by Non Participating municipalities to a transfer station - \$16.00 per ton.

Mr. Daley said when this budget was presented to the January Finance Committee concerns were raised that management's assumption for the energy pricing and production were too aggressive. He said management developed several alternative scenarios in response and brought them to the January Board meeting for discussion.

Mr. Daley said one alternative scenario was based on the historic lows of price and production from the last five years. He said that option would require a \$76.00 tip fee or an additional subsidy of \$3.1 million.

Mr. Daley said the second scenario took the midpoint of that historic low and what was originally proposed (which took into account the production and pricing levels which had declined and used FY'16 as a benchmark). He said that would require a \$73.00 tip fee or an additional subsidy of \$1.5 million on top of the subsidy which was already proposed.

Mr. Daley said the third scenario contemplated pushing off the turbine 6 outage which would have allowed for averaging two years of the improvement fund requirements. He said that would result in a \$1.8 million savings to the FY 2018 improvement fund requirement. Mr. Daley said after reviewing these scenarios with the Board management was advised to lower the price and keep the production at the 374 million kilowatt hours as originally proposed.

Mr. Daley said the second draft of the budget follows through on that direction and sets the energy price to \$34.00 per megawatt hour, finalizes revenue projections and balances the budget with reduced spending, increasing the subsidy of the tip fee to the maximum use of the Property Division General Fund set in October at \$1.9 million and keeping the Uniform Base Disposal Fee at \$70 as originally proposed.

Mr. Daley said the additional information and analysis requested by the Board is incorporated into the budget. He said they include a review of the Authority's reserve funds, a detail improvement fund budget and examining an alternative scenario reflecting the possibility of the Ellington Transfer Station re-opening. He provided the Board with a detailed review of those items.

Mr. Daley said this resolution provides for approval of the budget and also authorizes the monthly transfer of \$1.9 million from the Property Division General Fund to the Tip Fee Stabilization Fund as necessary to supplement the flow of funds. He said the \$1.9 million is the maximum amount that may be drawn from this fund for the year. Mr. Daley said the tip fees are also established in the resolution particularly as they apply to the agreements which end before the new budget begins.

Mr. Daley said a tip fee for non-participating town recyclables which are delivered to a transfer station has also been set at \$16.00. He said the \$16.00 is the net cost to cover that transportation expense and is revenue neutral. Mr. Daley said that non-participating MSW deliveries are still subsidized which represents an opportunity for the Board and management to consider incorporating a surcharge in these contracts going forward. Mr. Daley reviewed the presentation in detail with the Board.



The Board addressed the possibility of reopening the Ellington Transfer station. After review of the attached "Exhibit A" the Board requested that management undertake further discussion on this subject in the future.

**MOTION TO AMEND THE RESOLUTION REGARDING CSWS DIVISION OPERATING AND CAPITAL BUDGETS**

Director Painter made a motion to amend the resolution regarding the CSWS Division Operating and Capital Budgets. The motion to amend was seconded by Vice-Chairman Barlow.

Director Painter asked the resolution be amended to contain a detailed description of the Tier options which MIRA's customers may elect. He also asked that a list of the town's and their contract be provided along with the budgets. The Board agreed to the amendment, as did the original makers of the motion.

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

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Marilynn Cruz-Aponte	X		
Ralph Eno	X		
Jim Hayden	X		
Andy Nunn	X		
Bob Painter	X		
Scott Shanley	X		
Patricia Widlitz	X		

**RESOLUTION REGARDING CSWS DIVISION OPERATING AND CAPITAL BUDGETS AS AMENDED**

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

**RESOLVED:** That the Fiscal Year 2018 Materials Innovation and Recycling Authority Operating and Capital Budget attached hereto as Exhibit A (presentation form) and Exhibit B (budget line items) is hereby adopted as presented and discussed at this meeting; and

**FURTHER RESOLVED:** That the Board of Directors hereby authorizes the transfer of a maximum of one million, eight hundred and eighty six thousand, five hundred and sixty four dollars (\$1,886,564) from the Property Division General Fund to the CSWS Tip Fee Stabilization Fund for the period July 1, 2017 through June 30, 2018. A portion of such

maximum funds shall be drawn monthly, as part of the Authority's monthly flow of funds distribution, as necessary to supplement funds available within the CSWS Tip Fee Stabilization Fund for use in fully funding the FY 2018 CSWS Cost of Operation; and

**FURTHER RESOLVED:** That the Board of Directors hereby approves and establishes the following tip fees for FY 2018:

- Uniform Base Disposal Fee - for contracts substantially similar to Tier 1 Short Term Municipal Service Agreements and Waste Hauler Agreements expiring June 30, 2017 - \$70.00 per ton;
- Tier 1 Long term - \$68.00 per ton;
- Tier 2 - for contracts substantially similar to Tier 2 Municipal Service Agreements expiring June 30, 2017 - \$72.00 per ton;
- Tier 3 - \$68.00 per ton;
- Tier 4 - \$71.00 per ton;
- Recycling Deliveries – for the delivery of single stream recyclables by Non Participating municipalities to a transfer station - \$16.00 per ton.

<p style="text-align: center;"><b>MIRA Tier Contracts In Effect as of February 2017</b></p>
<p><b>Tier 1 <u>Short-Term</u> Agreement</b> – Five year contract. Either with or without recycling. All MSW within municipal corporate boundaries directed (flowed) into MIRA's system.</p>
<p><b>Tier 1 <u>Long-Term</u> Agreement</b> – Fifteen Year contract (ten years remain). Either with or without recycling. All MSW within corporate boundaries directed (flowed) into MIRA's system.</p>
<p><b>Tier 2 MSW</b> – Two year contract. Without Recyclables. Only the MSW directly controlled by the municipality is committed.</p>
<p><b>Tier 3 MSW</b> – Fifteen year contract (ten years remain). Only MSW and Recyclables directly controlled by the municipality is committed.</p>
<p><b>Tier 4 MSW</b> – Three year contract. Only MSW and Recyclables directly controlled by the municipality is committed.</p>

		TERM DATE
	<b><u>TIER 1 LONG-TERM</u></b>	6/30/2027
	MSW AND RECYCLING TO MIRA	
1	Avon	
2	Barkhamsted	
3	Bethlehem	
4	Bloomfield	
5	Canaan	
6	Canton	
7	Clinton	
8	Colebrook	
9	Cornwall	
10	Deep River	
11	East Granby	
12	East Hampton	
13	Ellington	
14	Essex	
15	Farmington	
16	Glastonbury	
17	Goshen	
18	Granby	
19	Harwinton	
20	Killingworth	
21	Litchfield	
22	Lyme	
23	Marlborough	
24	New Hartford	
25	Norfolk	
26	North Canaan	
27	Old Lyme	
28	Old Saybrook	
29	Portland	
30	Rocky Hill	
31	Roxbury	
32	Torrington	
33	Watertown	
34	Wethersfield	
35	Winchester	
	<b><u>TIER 1 SHORT-TERM</u></b>	6/30/2017
	MSW AND RECYCLING TO MIRA	
36	Beacon Falls	
37	Haddam	
38	Hartford	
39	Middlebury	
40	Oxford	
41	Salisbury (added Recycling 7/1/14)	
42	Sharon (added Recycling 7/1/14)	
43	Woodbury	
	<b><u>TIER 1 SHORT-TERM</u></b>	6/30/2017
	MSW ONLY TO MIRA	
44	Durham	
45	Middlefield	
46	Nauvatomuck	

The motion previously made and seconded to approve the resolution above as amended was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Cruz-Aponte, Director Eno, 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		
Jim Hayden	X		
Andy Nunn	X		
Bob Painter	X		
Scott Shanley	X		
Patricia Widlitz	X		

### **PRESIDENT'S REPORT**

Mr. Kirk said MIRA facilities operated over the reporting period without environmental, public safety or health impacts. He said revenue is \$4.4 million or 13% below budget as a result of the deficit of electricity sales, which is offset somewhat by municipal disposal revenues.

Mr. Kirk said operating expenses are 4% positive to the budget which is partially due to less ash being generated. He said the December period included a turbine outage which is associated with a contained fire in the back of the turbine. Mr. Kirk explained this was a short outage which was not overly costly but is typical of the impact due to the delaying of maintenance and improvements for financial reasons. Mr. Kirk said these and other boiler outages totaled 491 boiler hours and were mostly associated with routine pressure part failures, typically in the super heater sections as well as in the air heater control areas.

Mr. Kirk said power pricing continues to trend lower. He said MIRA had recently closed a deal on a ten megawatt purchase capacity sale which will take place in March. He said MIRA has sufficient fuel to operate the plant at full capacity.

Mr. Kirk said recycling revenues for December are highly favorable to budget due to residue rates. He said volumes are strong, however recycling rates could be higher and trends have indicated those prices are expected to increase.

Mr. Kirk said pricing for metal and fiber are within budget. He said the sale of the Stratford facility sale is expected to wrap up shortly. Mr. Kirk noted that MIRA personal continues to assist the CT DEEP with the RFP process.

### **EXECUTIVE SESSION**

Chairman Stein requested a motion to enter into Executive Session to discuss pending litigation. The motion was made by Director Shanley and seconded by Director Eno 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 motion previously made and seconded was approved unanimously by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Hayden, Director Painter, Director Shanley, and Director Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Jim Hayden	X		
Bob Painter	X		
Scott Shanley	X		
Patricia Widlitz	X		

The Executive Session began at 11:20 a.m. and concluded at 12:40 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 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 Shanley seconded by Director Hayden and was approved unanimously

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Ralph Eno	X		
Jim Hayden	X		

Bob Painter	X		
Scott Shanley	X		
Patricia Widlitz	X		

There being no other business to discuss, the meeting adjourned at 12:40 p.m.

Respectfully Submitted,



Melra Kenney  
Assistant HR Manager/Board Administrator

## **TAB 2**

**RESOLUTION REGARDING MARKET DRIVEN  
PURCHASES AND EXISTING AGREEMENTS FOR THE  
DIVERSION OF MUNICIPAL SOLID WASTE FROM MIRA'S  
CONNECTICUT SOLID WASTE SYSTEM**

**RESOLVED:** That the President is hereby authorized to enter into agreements for transportation and disposal of Municipal Solid Waste (MSW) that must be diverted from the CSWS system due to elevated MSW inventory levels at the CSWS Resource Recovery Facility (RRF) that were a result of several unscheduled boiler outages and the inability of the RRF to timely consume the quantities of MSW, substantially as discussed and presented at this meeting and;

**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with Casella Waste Management, Inc. for disposal of MSW from the CSWS Watertown Transfer Station to the Southbridge, Massachusetts landfill and;

**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with CWPM, LLC to transport MSW from the CSWS Watertown Transfer Station to the Southbridge, Massachusetts landfill and;

**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with Complete Disposal for the transportation and disposal of MSW from the CSWS Waste Processing Facility in Hartford to the United Waste Management transfer station located in Holyoke, Massachusetts and;

**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with the Southeastern Connecticut Regional Resource Recovery Authority for disposal of MSW from the CSWS Essex Transfer Station to Covanta's resource recovery facility located in Preston, Connecticut as provided for under MIRA's agreement with the Southeastern Connecticut Regional Resource Recovery Authority and;

**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with CWPM, LLC to transport MSW from the CSWS Essex transfer station to Covanta's resource recovery facility located in Preston, Connecticut under MIRA's agreement with CWPM for the Operation, Maintenance and Transportation at the Essex Transfer Station;

**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with Wheelabrator Technologies, Inc. for the disposal of MSW from the CSWS Essex Transfer Station to Wheelabrator's resource recovery facility located in Lisbon, Connecticut and;



**FURTHER RESOLVED:** that the President is authorized to enter into an agreement with CWPM, LLC to transport MSW from the CSWS Essex transfer station to Wheelabrator's resource recovery facility located in Lisbon, Connecticut under MIRA's agreement with CWPM for the Operation, Maintenance and Transportation at the Essex Transfer Station.

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	Casella Waste Management, Inc.
Effective date:	January 9, 2017
Contract Type/Subject matter:	Market Driven Purchase: Disposal of 1685.41 tons of MSW from the CSWS Watertown Transfer Station to Casella's Southbridge, MA landfill
Facility (ies) Affected:	Watertown Transfer Station
Term:	January 9, 2017 through January 26, 2017
Contract Dollar Value:	\$94,382.96 (\$56.00/ton tip fee)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Disposal of 1,685.41 tons of MSW the CSWS Watertown Transfer Station to Casella's Southbridge, MA landfill
Other Pertinent Provisions:	None

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	CWPM, LLC
Effective date:	January 9, 2017
Contract Type/Subject matter:	Market Driven Purchase: Transportation of 1685.41 tons of MSW from the CSWS Watertown Transfer Station to Casella's Southbridge, MA landfill
Facility (ies) Affected:	Watertown Transfer Station
Term:	January 9, 2017 through January 26, 2017
Contract Dollar Value:	\$52,247.71 (\$31.00/ton trans fee)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Transportation of 1,685.41 tons of MSW from the CSWS Watertown Transfer Station to Casella's Southbridge, MA landfill
Other Pertinent Provisions:	CWPM also had to purchase local permits from the town of Southbridge, MA at a cost of \$1300.00 which was passed through to MIRA

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	Complete Disposal
Effective date:	January 10, 2017
Contract Type/Subject matter:	Market Driven Purchase: Transportation and Disposal of 1,218.77 tons of MSW from the CSWS WPF to Complete's United Waste Management transfer station located in Holyoke, MA
Facility (ies) Affected:	CSWS WPF
Term:	January 10, 2017 through January 24, 2017
Contract Dollar Value:	\$103,595.45 (\$85.00/ton, T&D price)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Transportation & Disposal of 1,218.77 tons of MSW from the CSWS WPF to Complete's United Waste Management transfer station located in Holyoke, MA
Other Pertinent Provisions:	None

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	Southeastern Connecticut Regional Resource Recovery Authority
Effective date:	January 9, 2017
Contract Type/Subject matter:	Agreement: Disposal of 1,398.97 tons of MSW from the CSWS Essex Transfer Station to Covanta's resource recovery facility located in Preston, Connecticut under MIRA's agreement with the Southeast Connecticut Regional Resource Recovery Authority
Facility (ies) Affected:	CSWS WPF
Term:	January 9, 2017 through January 27, 2017
Contract Dollar Value:	\$81,140.26 (\$58.00/ton tip fee)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Disposal of 1,398.97 tons of MSW from the CSWS Essex Transfer Station to Covanta's resource recovery facility located in Preston, Connecticut
Other Pertinent Provisions:	None

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	CWPM, LLC
Effective date:	January 9, 2017
Contract Type/Subject matter:	Agreement: Transportation of 1,398.97 tons of MSW from the CSWS Essex Transfer Station to Covanta's resource recovery facility located in Preston, Connecticut under MIRA's agreement with CWPM for the Operation, Maintenance and Transportation at the Essex Transfer Station
Facility (ies) Affected:	CSWS WPF
Term:	January 9, 2017 through January 27, 2017
Contract Dollar Value:	\$18,354.49 (\$13.12/ton trans fee)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Transportation of 1,398.97 tons of MSW from the CSWS Essex Transfer Station to Covanta's resource recovery facility located in Preston, Connecticut
Other Pertinent Provisions:	None

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	Wheelabrator
Effective date:	January 19, 2017
Contract Type/Subject matter:	Market Driven Purchase: Disposal of 717.12 tons of MSW from the CSWS Essex Transfer Station to Wheelabrator's resource recovery facility located in Lisbon, Connecticut
Facility (ies) Affected:	CSWS Essex Transfer Station
Term:	January 19, 2017 through January 27, 2017
Contract Dollar Value:	\$41,592.96 (\$58.00/ton tip fee)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Disposal of 717.12 tons of MSW from the CSWS Essex Transfer Station to Wheelabrator's resource recovery facility located in Lisbon Connecticut
Other Pertinent Provisions:	None

# **Materials Recycling & Innovation Authority**

## **Contract Summary for Contract Entitled**

### **Waste Diversion Transportation and Disposal Agreements**

Presented to the CRRA Board on:	March 23, 2017
Vendor/ Contractor(s):	CWPM, LLC
Effective date:	January 19, 2017
Contract Type/Subject matter:	Market Driven Purchase: Transportation of 717.12 tons of MSW from the CSWS Essex Transfer to Wheelabrator's resource recovery facility located in Lisbon, Connecticut
Facility (ies) Affected:	CSWS Essex Transfer Station
Term:	January 19, 2017 through January 27, 2017
Contract Dollar Value:	\$12,549.60 (\$17.50/ton trans fee)
Amendment(s):	None
Term Extensions:	Not applicable
Scope of Services:	Transportation of 717.12 tons of MSW from the CSWS Essex Transfer Station Wheelabrator's resource recovery facility located in Lisbon, Connecticut
Other Pertinent Provisions:	Transportation was done under MIRA's agreement with CWPM for the Operation, Maintenance and Transportation at the Essex Transfer Station but the rate was negotiated so this is a Market Driven Purchase



# **Materials Innovation & Recycling Authority**

## **Diversion of Municipal Solid Waste from MIRA's Connecticut Solid Waste System**

*March 23, 2017*

### **Executive Summary**

Due to elevated MSW inventory levels at the CSWS Resource Recovery Facility (RRF) during January 2017, which were a result of several unscheduled boiler events that occurred in late December 2016 and early January 2017, MSW within MIRA's CSWS had to be diverted away from the RRF in Hartford; the RRF did not have the capacity to timely consume the quantities of MSW that were being delivered to the facility.

Due to the urgency to begin diverting MSW, as well as the limited number of disposal outlets to accept this material, and the limited number of transportation options available, most of these MSW Diversion activities were conducted in accordance with Section 5.11 (Market Driven Purchases and Sales) of MIRA's Procurement Policies and Procedures with one diversion conducted under existing agreements.

### **Discussion**

By the second week of January, 2017 The MSW inventory at the WPF exceeded the tip floor footprint and extended into the Maneuvering Hall. MIRA notified DEEP of this condition and that it would likely continue for the next two to three weeks. In an effort to minimize the MSW inventory, MIRA contacted waste disposal facilities and transportation companies and obtained pricing for the number of tons needed to be diverted out of the CSWS system. MIRA agreed with the following companies for disposal and/or transportation:

#### **Market Driven Purchases and Sales Diversions**

Watertown TS to Southbridge, MA Landfill – Casella Waste Management, Inc.

Seven loads per day (approximately 140 tons)

Disposal Price is \$56/ton

Transportation Price quoted by CWPM is \$31/ton plus \$1,300 to purchase transportation permits from the town of Southbridge

United Waste Management, Holyoke, MA  
Complete Disposal  
Six - Eight loads per day from WPF  
Transportation and Disposal Price of \$85/ton

#### Additional Diversion Per Existing MIRA Agreements

Essex to Preston – SCRRRA (scheduled with Covanta)  
Five loads per day  
Disposal prices of \$58/ton (SCRRRA Agreement w/ MIRA)  
Transportation Price of \$13.05/ton (CWPM O&M & Trans Agreement for the Essex TS w/ MIRA; same price as Essex to Hartford)

#### Additional Inquiries Made to Potential Diversion Outlets

An email was sent to Fred Confalone from Waste Management on January 4, 2017 to ask if any capacity was available at WM facilities. Mr. Confalone called back that day and said they could take up to eight loads per day at Chicopee. He quoted the disposal fee at \$70 with a 3% escalator or \$72.10/ton. CWPM's transportation price from Watertown to Chicopee was quoted at \$26/ton. This offer was not accepted due to the high price.

On Friday morning, January 6, 2017, we contacted Wheelabrator in Lisbon and spoke to Bob McNamara who said that he would check if he had capacity at any of his plants to take loads from MIRA. Mr. McNamara was unable to secure any capacity until he followed up with MIRA on January 18, 2017 and indicated they could accept five loads per day at \$58.00 per ton at their resource recovery facility located in Lisbon, CT. MIRA diverted this quantity from the Essex Transfer Station for seven days, using CWPM as the transporter. Transportation from the Essex to Lisbon was priced at \$17.50 per ton (This transportation undertaken pursuant to the O&M and Transportation Agreement between MIRA and CWPM for the Essex Transfer Station. However the price was negotiated at the time the service was requested and is therefore considered a market driven purchase for transportation services.)

In all, MIRA diverted approximately a total of 5,020 tons of MSW from the Facility (approximately 1,218 tons of MSW transloaded from the WPF onto trailers and shipped off-site for proper disposal, plus approximately 3,802 tons of MSW diverted from MIRA's system of transfer stations).

#### **Financial Summary**

The total net cost for diverting 5,020 tons was \$354,493.37. Attached is a spread sheet that lists all disposal facilities MIRA diverted to with number of tons and associated transportation and disposal fees. Please note that the cost of transporting MSW from the Essex and Watertown Transfer Station to Hartford was netted out where applicable.

Location	Destination	Transportation	Disposal	Cost per Ton	LESS Savings of Transportation to Hartford	Adjusted per ton cost
ESSEX	PRESTON	\$13.12 CWPM	\$58.00 SCRRRA	\$71.12	(\$13.12)	\$58.00
ESSEX	LISBON	\$17.50 CWPM	\$58.00 WHEELABRATOR	\$75.50	(\$13.12)	\$62.38
WATERTOWN	SOUTHBIDGE	\$31.00 CWPM	\$56.00 CASELLA	\$87.00	(\$12.82)	\$74.18
WPF	UWM	* COMPLETE	* COMPLETE	\$85.00	\$0.00	\$85.00
Average				\$79.66		\$69.89

\* one price for T&D

Expected Invoices:			
Transportation:			
CWPM Essex to Preston	CWPM	\$13.12	\$18,354.49
CWPM Essex to Lisbon		\$17.50	\$12,549.60
CWPM Watertown to Southbridge		\$31.00	\$52,247.71
			\$83,151.80
Disposal:			
Preston/SCRRRA		\$58.00	\$81,140.26
Lisbon/Wheelabrator		\$58.00	\$41,592.96
Southbridge/Casella		\$56.00	\$94,382.96
			\$217,116.18
T&D combined			
Complete Disposal		\$85.00	\$103,595.45

Grand Total

\$403,863.43

	WEEK 1/8/17	WEEK 1/15/17	WEEK 1/22/17	TOTALS (Est Cost by MIRA Outbound tons)				
	470.28	\$27,276.24	510.41	\$29,603.78	418.28	\$24,260.24	1,398.97	\$81,140.26
	0.00	\$0.00	204.62	\$12,764.20	512.50	\$31,969.75	717.12	\$44,733.95
	511.39	\$37,934.91	730.83	\$54,212.97	443.19	\$32,875.83	1,685.41	\$125,023.71
	415.36	\$35,305.60	615.42	\$52,310.70	187.99	\$15,979.15	1,218.77	\$103,595.45
	1,397.03	\$100,516.75	2,061.28	\$148,891.65	1,561.96	\$105,084.97	5,020.27	\$354,493.37

\$70.61  
Weighed Avg

Preston:			
1/09 - 1/27	# of days	Loads p/day	Total Loads
1/09	1	3	3
1/10 - 1/20	9	5	45
1/21 - 1/27	5	4	20
Total			68
Lisbon:			
1/19 - 1/23	# of days	Loads p/day	Total Loads
1/19 - 1/23	7	5	35
Total			35
Southbridge:			
1/10 - 1/26	# of days	Loads p/day	Total Loads
1/10	1	4	4
1/11 - 1/26	11	7	77
Total			81
UWM/Complete:			
1/10 - 1/24	# of days	Loads p/day	Total Loads
1/10 - 1/10	1	3	3
1/11 - 1/23	9	6	54
1/24	1	4	4
Total			61
Grand Total			245

## **TAB 3**

**RESOLUTION  
REGARDING  
TIER 1 SHORT-TERM, AND TIER 2  
MUNICIPAL SOLID WASTE  
MANAGEMENT SERVICES AGREEMENTS  
FOR THE PROVISION OF ACCEPTABLE SOLID WASTE AND  
ACCEPTABLE RECYCLABLES SERVICES**

**RESOLVED:** The President is hereby authorized to enter into Tier 1 Short-Term, and Tier 2 Municipal Solid Waste Management Services Agreements (“MSAs”) for the provision of acceptable solid waste and acceptable recyclables services with Connecticut municipalities, substantially as presented and discussed at this meeting.

## **CONTRACT SUMMARY**

### **For Contracts Entitled**

#### **TIER 1 SHORT-TERM, AND TIER 2 MUNICIPAL SOLID WASTE MANAGEMENT SERVICES AGREEMENTS FOR THE PROVISION OF ACCEPTABLE SOLID WASTE AND ACCEPTABLE RECYCLABLES SERVICES**

Presented to the CRRA Board:	March 23, 2017
Vendor/Contractor(s):	Connecticut Municipalities
Contract Type/Subject matter:	Municipal Solid Waste Management Services Agreement ("MSA")
Facility(ies)/Project(s) Affected:	Connecticut Solid Waste System ("CSWS")
General:	These MSAs include 1) a Tier 1 Short-Term MSA (five years), and a Tier 2 MSA (three, four, or five years). See the attached table for a summary of the key terms and provisions of each.
Effective Date:	July 1, 2017
Term:	See attached table
Term Extensions:	None
Disposal Fees:	See attached table
Delivery Standard:	Acceptable Solid Waste and Acceptable Recyclables in accordance with CSWS Permitting, Disposal & Billing Procedures
Credit Security:	None

# **TIER 1 SHORT-TERM, AND TIER 2 MUNICIPAL SOLID WASTE MANAGEMENT SERVICES AGREEMENTS FOR THE PROVISION OF ACCEPTABLE SOLID WASTE AND ACCEPTABLE RECYCLABLES SERVICES**

*March 23, 2017*

## **Executive Summary**

MIRA's Tier 1 Short-Term, and Tier 2 Municipal Solid Waste Management Services Agreements ("MSAs") expire on June 30, 2017; these MSAs do not have extension provisions.

This resolution is to request approval of the MIRA Board of Directors for the President to enter into new Tier 1 Short-Term and Tier 2 MSAs with municipalities for acceptable solid waste and acceptable recyclables services, effective July 1, 2017.

## **Discussion**

MIRA's Tier 1 Short-Term, and Tier 2 Municipal Solid Waste Management Services Agreements ("MSAs") expire on June 30, 2017. This includes twelve municipalities with Tier 1 Short-Term MSAs, and one municipality with a Tier 2 MSA.

The attached table summarizes key terms and provisions associated with each of the two MSAs. (The table also summarizes key terms and provisions for the MSAs that are still in effect).

The Tier 1 Short-Term MSA does not require minimum tonnage commitments, but does require municipalities to institute "flow control" and to commit to MIRA's Connecticut Solid Waste System ("CSWS") all of the waste generated within the municipality's borders. Also, the Tier 1 MSA includes an "opt-out" provision which provides the municipality the option to exit the MSA in the event that MIRA establishes an annual tip-fee above a prescribed level.

The Tier 2 MSA includes minimum tonnage commitments and tonnage caps, but requires delivery only of waste under the municipality's control (i.e., the municipality, either directly or indirectly, pays for its disposal), rather than on all of the waste generated within the municipality's borders. The Tier 2 MSA does not have an opt-out provision under which a municipality can terminate the MSA if the disposal fee is above a specified level.

The FY2018 tip fees are specified in the attached table for each of these two MSAs.



## Connecticut Solid Waste System Municipal Service Agreements Summary and Comparison of Key Terms

MSA Options	<a href="#"><u>Tier 1 Short-Term MSA with recycling</u></a>	<a href="#"><u>Tier 1 Long-Term MSA with recycling</u></a>	<a href="#"><u>Tier 2 - 3, 4 or 5-Year MSA with Recycling</u></a>	<a href="#"><u>Tier 3 MSA</u></a>	<a href="#"><u>Tier 4 MSA</u></a>
	<a href="#"><u>Tier 1 Short-Term MSA without recycling</u></a>	<a href="#"><u>Tier 1 Long-Term MSA without recycling</u></a>	<a href="#"><u>Tier 2 - 3, 4 or 5-Year MSA without Recycling</u></a>		(No longer Available)
Key Provisions					
Disposal Fee - FY18	\$70.00	\$68.00	\$72.00	\$68.00	\$71.00
Target recycling rebate <sup>(1)</sup>	\$10/ton	\$10/ton	N/A	\$10/ton	\$10/ton
Term	7/1/2017 through 6/30/2022	Through 6/30/2027	7/1/2017 through 6/30/2019, 2020 or 2021	Through 6/30/2027	Through 6/30/2018
MIRA's commitment to take waste for disposal	Yes	Yes	Yes (2)	Yes	Yes (2)
Municipality's commitment of MSW and recyclables	All MSW generated within its borders (recyclables optional)	All MSW generated within its borders (recyclables optional)	All MSW under municipality's control (3) with a minimum tonnage commitment. (recyclables optional)	All MSW and recyclables under municipality's control (3) with a minimum tonnage commitment	All MSW and recyclables under municipality's control (3) with a minimum tonnage commitment
Minimum tonnage commitment (put-or-pay)	No	No	Yes (4)	Yes (4)	Yes (4)
Tonnage cap	No	No	Yes (5)	No (6)	Yes (5)
Price-triggered "opt- out" clause (7)	Yes	Yes	No	No	No
FY18 MSW "opt-out" level	N/A	\$65.15	N/A	N/A	N/A



<b>FY18 Recycling Rebate "opt-out" level (if recyclables delivered)</b>	\$10.00	N/A	N/A	N/A	N/A
<b>Consequence if tonnage commitment not met</b>	Breach and, if not remedied within 6 months, termination	Breach and, if not remedied within 6 months, termination	Charge for each ton below commitment (\$20/ton summer and \$40/ton winter)	Charge for each ton below commitment (\$15/ton summer and \$30/ton winter)	Charge for each ton below commitment (\$15/ton summer and \$30/ton winter)
<b>Surcharge for using a transfer station</b>	No	No	Yes	No	Yes
<b>Transfer station fuel surcharge (8)</b>	Yes	Yes	Yes	Yes	Yes
<b>Most-favored-nation commitment for MSW</b>	Yes	Yes	No	Yes	No
<b>Most-favored-nation commitment for recyclables</b>	Yes (if recyclables delivered)	Yes (if recyclables delivered)	No	Yes	No
<b>Eligibility for recycling rebate</b>	Yes (1) (if recyclables delivered)	Yes (1) (if recyclables delivered)	No	Yes (1)	Yes (1)
<b>Expiration date</b>	6/30/2022	2027	6/30/2019, 2020 or 2021	2027	6/30/2018

(1) – Actual recycling rebate determined by MIRA Board of Directors annually, and may depend on commodity sales pricing.

(2) – MIRA may charge a higher price for tons above the tonnage cap or reserved quantity

(3) – "Under municipality's control" means waste for which the municipality either directly or indirectly pays for the disposal.

(4) – On all waste under municipal control.

(5) – MSW will be accepted, but customer will be assessed a proportional share of any net increase in MIRA's costs (such as the cost of exporting waste to alternate disposal sites).

(6) – No tonnage cap for waste under control of the municipality and generated within the municipality's borders.

(7) – If actual disposal fee exceeds amount specified, municipality has the option of terminating the MSA and making other arrangements for the management of its waste.

(8) – Applicable if average price of diesel fuel exceeds \$5.00 per gallon. FY17 surcharge = \$0.00.

## **TAB 4**

**RESOLUTION REGARDING THE CONNECTICUT SOLID WASTE  
SYSTEM SOLID WASTE AND RECYCLABLES DELIVERY  
AGREEMENT (COMMERCIAL HAULER AGREEMENT)**

**RESOLVED:** The President is authorized to enter into revenue contracts with commercial haulers for the delivery of Acceptable Solid Waste and Acceptable Recyclables to the Connecticut Solid Waste System, substantially as presented and discussed at this meeting.

**Connecticut Solid Waste System  
Solid Waste and Recyclables Delivery Agreement**

**CONTRACT SUMMARY**

Presented to Board:	March 23, 2017
Counterparty:	Commercial Waste Haulers
Contract Type:	Revenue - Standard Form Solid Waste Delivery Agreement
Facility:	Connecticut Solid Waste System
Revenue:	<p>FY2018: Estimated total of 381,533 tons of MSW which approximately 254,816 tons will be delivered at the base rate of \$70.00/ton and approximately 126,717 tons will be delivered at the Tier 1 Long Term rate of \$68/ton.</p> <p>Estimated total of 4,050 tons of recyclables delivered from non-participating municipalities to a MIRA transfer station at a rate of \$16.00/ton.</p> <p>Total revenues generated are estimated at \$26,518,676.</p>
Term:	One year (7/1/2017 – 6/30/2018)
Term Extensions:	None
General:	There are two forms of commercial hauler agreements; one for large haulers and one for small haulers. A large hauler is one that has historically delivered 5,000 tons or more of MSW per year. A small hauler is one that has historically delivered less than 5,000 tons of MSW per year.
Service Fee:	<p>FY2018: \$70.00/ton (base rate) \$68.00/ton (Tier 1 Long Term rate) \$16.00/ton (recyclables delivered from a non-participating municipality (including tier 2 and tier 3 municipalities) to a MIRA transfer station)</p>
Delivery Requirement:	Hauler agrees to deliver all Acceptable Solid Waste collected within the corporate boundaries of the Connecticut Solid Waste System Tier 1 Participating Municipalities and all residential and

municipal Acceptable Recyclables under its control, plus non-participating municipality waste up to a contractual delivery cap.

**Put-or-Pay:**

Large commercial haulers executing agreements are subject to quarterly delivery commitments. Large haulers who fail to meet their quarterly delivery commitments are subject to a delivery payment in the amount of \$20 or \$40/ton, dependent on the time of year, for each ton of waste not delivered. Pursuant to the agreement, MIRA has the ability (MIRA's sole and absolute discretion) to waive these payments (e.g., in order to allow a hauler to make up delivery shortfalls in a subsequent quarter). Small haulers are not subject to put-or-pays and the associated damages.

**Delivery Standard:**

Acceptable Solid Waste and Acceptable Recyclables in accordance with Connecticut Solid Waste System Permitting, Disposal & Billing Procedures.

**Credit Security:**

Guaranty of payment in a form of letter of credit, surety bond or cashier's check in the amount equal to 2 months of waste delivery charges.

**Materials Innovation & Recycling Authority**  
**Connecticut Solid Waste System**  
**Standard Form**  
**Municipal Solid Waste and Recyclables Delivery Agreement**

*March 23, 2017*

**Executive Summary**

The current waste delivery agreements between MIRA and commercial waste haulers expire on June 30, 2017. MIRA management is seeking authorization to enter into new agreements with these waste haulers for the delivery of solid waste and recyclables to the Connecticut Solid Waste System.

**Discussion:**

Since 1998 MIRA has had Municipal Solid Waste Delivery Agreements with commercial waste hauling companies for the delivery of municipal solid waste. The current agreement between MIRA and its commercial waste hauling customers was effective July 1, 2015 and expires on June 30, 2017. The new agreement will be for a term of one year (July 1, 2017 through June 30, 2018).

The agreement contains the following provisions:

- minimum waste delivery commitment (put-or-pay) guarantee for large haulers;
- ability to deliver MSW originating from non-Connecticut Solid Waste System Participating Municipalities;
- delivery caps;
- a requirement that haulers deliver all Acceptable Recyclables under their control and collected from residential and municipal customers within the corporate boundaries of any Tier 1 Participating Municipalities, exclusive of the MSW-only Tier 1 Participating Municipalities;
- a tip fee of \$16.00 per ton for recyclables delivered from a non-participating municipality to a MIRA transfer station; and
- a guarantee of payment.

There are also provisions in the agreement to accommodate individual hauler changes in business. If a hauler grows or expands its collection business it is assured access to the system for the additional tons. In the event a hauler's collection business shrinks, the hauler can have its put-or-pay guarantee adjusted so as not to be liable for the payment of liquidated damages.

The service fee is the Base Disposal Fee established in the FY2018 Connecticut Solid Waste System budget: \$70.00 per ton. (For deliveries of MSW generated in municipalities that have executed a Tier 1 long term contract with MIRA, the commercial haulers will pay the Tier 1 Long Term tip fee: \$68.00 per ton.)

## **TAB 5**



**BOARD RESOLUTION REGARDING PROJECTED LANDFILL DIVISION LEGAL  
EXPENDITURES**

**WHEREAS**, the FY 2017 Landfill Division budget, adopted by the Board at its December 17, 2015 meeting, does not include a line item for legal expenses; and

**WHEREAS**, MIRA now expects to incur legal costs in connection with the Solar Facility located at the Hartford Landfill and with the proposed Clean Energy Facility to be located on MIRA property adjacent to the Wallingford Landfill; and

**WHEREAS**, MIRA now seeks Board authorization to expend funds from the Landfill Division operating account to pay these anticipated legal costs;

**NOW THEREFORE, it is**

**RESOLVED:** That MIRA is authorized to expend up to \$25,000 for projected Landfill Division legal fees and costs to be incurred during fiscal year 2017; and

**FURTHER RESOLVED:** That any portion of the anticipated Landfill Division legal fees which is reimbursed to MIRA by a third party shall be returned to the Landfill Division operating account.