

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FOUR HUNDRED AND SIXTY-SECOND

APRIL 20, 2017

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thurs. Apr. 20, 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
Ralph Eno
Jim Hayden
Bob Painter
Scott Shanley
Patricia Widlitz

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
Thomas Gaffey, Director of Recycling and Enforcement
Laurie Hunt, Director of Legal Services
Moira Kenney, Assistant HR Manager/Board Administrator

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

Chairman Stein called the meeting to order at 9:30 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 said the CT DEEP had released the procurement on March 30, 2017. She said it is posted on the website and DEEP is still working on the contract principals which will be released to the bidders shortly. Ms. Diaz said the CT DEEP is working on setting up a meeting with Hartford and the bids are scheduled to come in during July.

APPROVAL OF THE MARCH 23, 2017 MEETING MINUTES

Chairman Stein requested a motion to approve the corrected minutes of the March 23, 2017, Board Meeting. Director Adams 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 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		

RESOLUTION REGARDING REVISIONS TO THE CONNECTICUT SOLID WASTE SYSTEM PERMITTING DISPOSAL & BILLING PROCEDURES

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

RESOLVED: That the Board of Directors hereby approves amendments to the CONNECTICUT SOLID WASTE SYSTEM PERMITTING, DISPOSAL AND BILLING PROCEDURES, as presented and discussed at this meeting.

Mr. Kirk said this resolution was brought to the P&P Committee as a routine amendment to MIRA’s Policies & Procedures. He said the change officially places a routine operating procedure utilized when the scales are inoperative due to freezing cold temperatures into MIRA’s Policy and Procedure. Mr. Kirk said this rarely occurring situation which makes it difficult to get an accurate reading of the truck weight. He said in this situation management uses the historical average of the weight of past trucks to determine the most accurate estimate of the truck weight. Mr. Egan added that in addition to the historical data on a specific truck management also uses the historical averages of the specific weight from trucks taking the same route. He said the notice which was placed in the CT Law Journal Notice will be posted to the MIRA web site per the statutory requirement.

Mr. Kirk said this is a fairly accurate estimation and MIRA’s customers have agreed to the process. He stressed the situation is extremely rare and usually only takes place on several days a year.

The motion previously made and seconded was approved 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		

RESOLUTION REGARDING SPOT WASTE DELIVERIES

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

RESOLVED: That the President is hereby authorized to select Spot Waste delivery offers that are responsive to the needs of the CSWS resources recovery facility during a Fuel Shortage Period in accordance with Internal Management Procedure No. 140 to ensure the desired optimal operation of the facility, substantially as discussed and presented at this meeting and;

FURTHER RESOLVED: that the President is authorized to select a Spot Waste delivery offer from John’s Refuse and Recycling LLC for delivery of MSW to the CSWS Resources Recovery Facility and;

FURTHER RESOLVED: that the President is authorized to select a Spot Waste delivery offer from AJ Waste Systems LLC for delivery of MSW to the CSWS Resources Recovery Facility and;

FURTHER RESOLVED: that the President is authorized to select a Spot Waste delivery offer from CWPM LLC for delivery of MSW to the CSWS Resources Recovery Facility and;

FURTHER RESOLVED: that the President is authorized to select a Spot Waste delivery offer from Patterson Enterprises LLC for delivery of MSW to the CSWS Resources Recovery Facility and;

FURTHER RESOLVED: that the President is authorized to select a Spot Waste delivery offer from Covanta Projects of Wallingford LLC for delivery of MSW to the CSWS Resources Recovery Facility and;

FURTHER RESOLVED: that the President is authorized to select a Spot Waste delivery offer from All American Waste LLC for delivery of MSW to the CSWS Resources Recovery Facility.

Mr. Kirk said this resolution acknowledges the exercise of the spot waste procedures and the particulars of the spot waste which was expected in this most recent spot waste solicitation. He said the provider, dates, tons and value per ton tip fee are provided. Mr. Kirk said the delivery of the contract

waste often diminishes seasonally in the winter month such that MIRA is able to process more waste. He explained after contract waste is exhausted the option for spot waste to be brought in at market rates is explored.

Mr. Kirk said this process is typically utilized in only the winter months however; there are other times during the year which may also call for the opportunity. He said the market has undergone changes such as the closure of the Wallingford plant as well as the realigning of some contracts both from MIRA and its competitors. Mr. Kirk said the changing market has resulted in higher priced spot waste which is beneficial for MIRA. He said MIRA will continue to see waste processed to the extent it is at or above a marginal price which makes economic sense for the plant to operate at.

Chairman Stein said there are more low cost tons delivered than high priced tons. He asked if this can be adjusted to MIRA’s benefit. Mr. Kirk explained MIRA’s process encourages higher priced tons as best as possible. He said the owner of the higher priced tons can afford the higher disposal price because the alternatives are further away and more costly to transport there.

Mr. Egan said the haulers which are bidding the highest price are smaller companies and they do not have any more tons than what they have to deliver. He said the last bidder in the list has many tons which is a function of volume from the provider and the distance they need to travel. Mr. Egan said MIRA cannot encourage the smaller haulers to bring in more tons as they simply do not have any more.

Director Shanley asked if there are any municipalities which are avoiding the municipal tip fee by utilizing private haulers. Mr. Kirk said that could potentially be the case. He said there are non-participating towns which may be contracted with a hauler which brings the waste in at a non-firm basis. Mr. Kirk said there is a minimum price which MIRA has calculated via operations and the finance department which is the marginal cost for tons. He said MIRA will not accept tons at or near that price. He said in addition there is a price north of that at which management considers shutting down a boiler or slowing down a boiler as to not inform the market that MIRA may be in a compromised position as to fuel inventory thus reducing the opportunity for price erosion.

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		

RESOLUTION REGARDING THREE YEAR LEGAL SERVICES AGREEMENTS

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

RESOLVED: The President is hereby authorized to execute, deliver, and perform on behalf of the Authority, Legal Services Agreements as were substantially set forth in the Request for Qualifications dated January dated January 30, 2017, for a period of three years commencing on July 1, 2017, and terminating on June 30, 2020, with the law firms listed below. Except for the General Counsel position, all counsel positions will be “on call”.

Mr. Kirk said this resolution was approved by the Policies & Procurement Committee. He said per the statues MIRA goes out to bid for legal services every three years in order to restock its stable of attorneys. Mr. Kirk said the Board requested that all qualified participants from the RFQ be put onto MIRA’s list of firms. He said the Board reviewed its experiences with the incumbent general counsel and decided to continue its experience with Halloran & Sage.

Mr. Kirk said before engaging counsel for any significant amount further Board approval must first be obtained. Ms. Hunt said the firms which MIRA has done the most work with this year pretty much held their prices flat, although there were some \$10.00 an hour increases.

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 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		

RESOLUTION REGARDING REPEAL OF THE AUTHORITY’S TELEPHONIC MEETING POLICY AND PROCEDURE

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

RESOLVED: That the Board hereby repeals in its entirety the Authority’s Telephonic Meeting Policy and Procedure.

Mr. Kirk said this is a technical correction to MIRA’s telephonic policy. He said many years ago after Enron there was concern regarding transparency issues and public access to the Board. He said as a result the newly appointed CRRA Board (now MIRA) created a practice whereby telephonic meetings and major decisions via telephonic meetings were largely avoided. Mr. Kirk said it became clear that there was still a need for use of telephonic access for some members at certain times. However the Board restricted itself to regular telephonic meetings which required a quorum of Directors to be physically present in the room before the meeting could commence. He said in addition that restriction was only enforceable when the entire Board was seated and there were no vacancies, which has not been the case in over a decade. This fact essentially made the policy moot. Mr. Kirk said MIRA’s transparency and public decision making process has been such that this policy may be eliminated for that reason as well.

Ms. Hunt noted that the Board has requested that per the policy the opportunity for the public to address the Board in public or during a phone meeting prior to their conduction of the business items on the agenda will remain as is.

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 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		

RESOLUTION REGARDING INCREASING FY 2017 AUTHORIZED DISTRIBUTIONS TO THE TIP FEE STABILIZATION FUND

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

WHEREAS: The Materials Innovation and Recycling Authority (“Authority”) adopted its Fiscal Year 2017 Operating and Capital Budgets for the Property Division at its November 19, 2015 meeting; and

WHEREAS, The resolution adopting such Property Division budgets authorized management to disburse Property Division receipts remaining within the Property Division Clearing Account (after executing required disbursements to the Property Division Operating and Improvement Funds) directly to the CSWS Tip Fee Stabilization Fund in lieu of the Property Division general Fund which disbursements were not to exceed three million dollars without further Board authorization (“Maximum Disbursements”); and

WHEREAS, The Authority has experienced production and pricing challenges within the CSWS Resource Recovery Facility throughout Fiscal Year 2017 resulting in significant revenue budget shortfalls and necessitating an increase in such Maximum Disbursement.

NOW THEREFORE, be it

RESOLVED: That the maximum Disbursement of net Property Division receipts of three million dollars established in the Authority’s November 19, 2015 resolution attached hereto as Exhibit A is hereby increased to a maximum of four million dollars.

Mr. Daley said when the Board adopted the Property Division budget for FY’17 a \$3 million cap was included in the resolution which limited the amount of money which could be transferred from the Property Division income into the CSWS tip fee stabilization fund. He said currently MIRA is about \$6,000 shy of that limit and when the distribution of funds takes place the first week of May MIRA would not be able to distribute funds needed in the Tip Fee Stabilization Fund absent an increase in the cap.

Mr. Daley said the CSWS operating budget is shy of revenues based on the operation of the plant and pricing this season and as a result management has requested that the cap be increased from \$3 million to \$4 million. He explained the additional \$1 million is what management estimates the Property Division would get in income for last three months of the year.

Mr. Daley said after those three additional distributions there is a \$5 million cap in place for the FY’18 budget which will continue to be reported against during the Finance Committee meeting. Director Shanley said the cap was put into place in order to make the importance of the subsidy noted as well as a monitor of sorts for all distributions.

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 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		

MOTION TO ADD AN ITEM TO THE AGENDA

Chairman Stein requested a motion to add an item to the agenda concerning the Southeast Project Closure Reserve. The motion was made by Director Shanley and seconded by Director Hayden.

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 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		

RESOLUTION AUTHORIZING DISTRIBUTION OF CERTAIN FUNDS FROM THE SOUTHEAST PROJECT CLOSURE RESERVE TO THE SOUTHEASTERN REGIONAL RESOURCE RECOVERY AUTHORITY

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

WHEREAS, by resolution adopted at its September 22, 2016 meeting, this Board authorized the release of funds available in the Southeast Project Closure Reserve (the “Reserve”) (minus \$100,000 for remaining accrued expenses and ongoing liabilities) to SCRRA upon the execution of agreements containing specified terms and conditions with SCRRA and Covanta, and SCRRA’s provision of certain documents related to the Montville landfill; and

WHEREAS, SCRRA has provided the said landfill-related documents, but the required agreements, though fully negotiated by the parties, have not been executed; and

WHEREAS, MIRA and SCRRA personnel have met and discussed potential alternatives to the conditions previously agreed upon;

NOW THEREFORE, it is hereby

RESOLVED: That upon receipt by MIRA of the following:

- SCRRA agreement to the transfer of \$405,639.29 from the Southeast Project Post Project Reserve funds to MIRA for MIRA’s own use, in lieu of any further MIRA capacity and inspection rights at the Preston facility;
- SCRRA release and indemnification of MIRA substantially in the form previously negotiated; and
- Covanta release of MIRA substantially in the form previously negotiated;

Management is authorized to distribute to SCRRA all Reserve funds remaining following the transfer to MIRA referenced above, less \$100,000.

FURTHER RESOLVED: Management shall transfer such \$405,639.29 to the CSWS RISK FUND.

Mr. Kirk said the Board attempted several months ago to resolve the continuing efforts to close out the SCRRRA Project and return the remaining reserves. He said there is about \$1 million remaining and based on the most recent negotiations a document was created and agreed upon by all parties. He said MIRA's legal counsel had advised waiting to close out the project until MIRA received satisfaction of the negotiation of MIRA's remaining assets and releases from SCRRRA and Covanta.

He said a document which all three parties needed to sign which provided would trigger the release of the remaining funds to SCRRRA with the retention of about \$100,000 for tail expenses. He said the document was never signed and instead two of the three parties, (Covanta and SCRRRA). Without MIRA's knowledge or participation, separately negotiated a replacement agreement which allowed for the continued use of the facility for SCRRRA.

Mr. Kirk said MIRA is still holding the \$1 million as it still needs the releases from Covanta and SCRRRA and a resolution of the remaining MIRA assets SCRRRA is holding. He said in recent negotiations MIRA agreed to take a credit of approximately \$405,000 to be used as SCRRRA tons by MIRA. Mr. Kirk said the total corresponds to how much funding of their tip fee stabilization fund reserve was contributed by MIRA paid tons in the past.

Mr. Kirk said since then management and SCRRRA have created this favorable resolution which provides the release of the \$1 million reserve funds by MIRA to SCRRRA but would withhold that \$405,000 which was going to be credited to MIRA which will now be taken as cash. He said in addition the \$100,000 will be withheld for any tail end expenses, which hopefully are lower than the estimate.

Mr. Kirk said MIRA has surrendered the third issue, (which it had hoped to retain) namely, providing MIRA access to the facility tipping floor. He said MIRA can still deliver tons, will no longer be able to inspect the floor, however we are confident MIRA is still be able to perform sufficient enforcement activities to assure that waste will not be leaking into the facility inappropriately. Mr. Kirk said future deliveries would be negotiated with SCRRRA or Covanta.

After some discussion the Board agreed to amend the resolution to contain a deadline for the requirements to be met by Covanta and SCRRRA.

AMENDMENT TO THE MOTION

Chairman Stein requested an amendment on the resolution discussed above. The amendment was made by Vice-Chairman Barlow and seconded by Director Shanley.

Vice-Chairman Barlow asked that Covanta and SCRRRA execute their requirements under the agreement by June 30, 2017, or the resolution would be null and void.

The motion previously made and seconded to approve the resolution above as amended was approved by roll call. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Eno, Director Hayden, Director Shanley, and Director Widlitz, voted yes. Director Painter voted no.

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		

VOTE ON THE RESOLUTION AUTHORIZING DISTRIBUTION OF CERTAIN FUNDS FROM THE SOUTHEAST PROJECT CLOSURE RESERVE TO THE SOUTHEASTERN REGIONAL RESOURCE RECOVERY AUTHORITY AS AMENDED

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

WHEREAS, by resolution adopted at its September 22, 2016 meeting, this Board authorized the release of funds available in the Southeast Project Closure Reserve (the “Reserve”) (minus \$100,000 for remaining accrued expenses and ongoing liabilities) to SCRRRA upon the execution of agreements containing specified terms and conditions with SCRRRA and Covanta, and SCRRRA’s provision of certain documents related to the Montville landfill; and

WHEREAS, SCRRRA has provided the said landfill-related documents, but the required agreements, though fully negotiated by the parties, have not been executed; and

WHEREAS, MIRA and SCRRRA personnel have met and discussed potential alternatives to the conditions previously agreed upon;

NOW THEREFORE, it is hereby

RESOLVED: That upon receipt by MIRA of the following:

- SCRRRA agreement to the transfer of \$405,639.29 from the Southeast Project Post Project Reserve funds to MIRA for MIRA’s own use, in lieu of any further MIRA capacity and inspection rights at the Preston facility;
- SCRRRA release and indemnification of MIRA substantially in the form previously negotiated; and
- Covanta release of MIRA substantially in the form previously negotiated;

Management is authorized to distribute to SCRRRA all Reserve funds remaining following the transfer to MIRA referenced above, less \$100,000.

FURTHER RESOLVED: Management shall transfer such \$405,639.29 to the CSWS RISK FUND.

*Covanta and SCRRRA must execute their requirements under the agreement by June 30, 2017 or the resolution will be null and void.

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		

CHAIRMAN’S REPORT

Chairman Stein said that he Director Eno, and Director Hayden were at a COST meeting this week. He said it appears that the REC request made by MIRA has not been met. In addition there is a bill proposing further study of waste to energy. Chairman Stein noted that he has not heard a response from Liz Donahue yet either. The Board discussed the current bills which may impact MIRA in the future.

PRESIDENT’S REPORT

Mr. Kirk said all of MIRA’s facilities operated throughout the reporting period without environmental, public health, or safety incidents. He said he is reporting through February and for that period MIRA’s revenue is \$4.4 million a 10% increase from the following month but still below budget. He said the deficits in electric sales in both production and price are the reason we are below budget.

Mr. Kirk said MIRA continues to enjoy the last years’ hedging sale of 30 megawatts of power which expires at the end of March and has since been replaced with another 20 megawatts which is unfortunately lower as the trend is still a very disappointing number relative to the budget and historical averages.

Mr. Kirk said the operating expenses for the period were 2% favorable to the budget at \$4.2 million. He said February did feature some limited improvement in plant production versus prior months and the total boiler unscheduled outages were 120 hours for five days versus 380 hours in January. Mr. Kirk said scheduled outages totaled 172 hours for seven days versus 390 in January. He noted January included an outage which was moved up as it was originally scheduled for April. Mr. Kirk said production was influenced by pressure part failures, wet fuel issues due to the rain, and some fuel feeding issues.

Mr. Kirk said power production continues to disappoint and the trend for future power is not encouraging. He said MIRA is price protected in this period for some degree by hedging and for a further 20 starting April 1, 2017 for a full year. He said MIRA is open to additional sales if the price is right.

Mr. Kirk said there is sufficient fuel to operate the plant at full capacity, he said town hauler waste deliveries are below budget and hauler contract deliveries have surpassed the budget and interruptible deliveries fill any shortfall with spot waste as a back-up. Mr. Kirk said there has been some movement in the recycling market with some recovery in the fiber markets in particular. He said recyclable deliveries continues to be strong however the fiber market this last week has collapsed due primarily to reduced East Asian demand, China in particular. Mr. Kirk said container pricing is still struggling and there are no revenues from commodity sales and containers.

Mr. Kirk said the revenue from residue collected by FCR with recycling is a sore point with FCR as they have to pay \$60.00 to dispose of residue collected with recycling which is helpful revenue to the waste side of MIRA.

Mr. Kirk said although the phase 2 component of the RFP with the CT DEEP was issued later than expected they have pledged to adhere to the remaining dates with an understanding of what MIRA's options are likely in September.

Mr. Kirk said MIRA has exercised the last remaining option year with transfer station operators COPE's and CWPM. He said MIRA intends to evaluate the condition of the facilities in February and then go out to bid in December. Mr. Kirk said Manchester, Middlebury, Naugatuck and Thomaston have been provided executable copies of renewable agreements. He said management is in communication with the remaining towns which have contracts expiring in June, and although they have yet to hear definitively about renewals nothing negative has been conveyed either.

Mr. Kirk said the first of the five years which MIRA can extend its agreement with FCR has been exercised.

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 11:00 a.m. and concluded at 12:20 p.m. Chairman Stein noted that no votes were taken in Executive Session.

The meeting was reconvened at 12:20 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 12:20 p.m.

Respectfully Submitted,

Moira Kenney
Assistant HR Manager/Board Administrator