

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FOUR HUNDRED AND EIGHTY

FEBRUARY 15, 2018

A regular meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Thursday February 15, 2018 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 (present by Telephone@ 11:39am)
Jim Hayden
Scott Shanley
Patricia Widlitz
Lizz Milardo
Bob Painter

Present from MIRA:

Tom Kirk, President
Mark Daley, Chief Financial Officer
Laurie Hunt, Director of Legal Services
Peter Egan, Director of Operations and Environmental Affairs
Tom Gaffey, Director of Recycling and Enforcement
Jeffrey Duvall, Director of Budgets & Forecasting
Tina Mateo, Assistant Director of Budgets and Cash Management
Kanchan Arora, General Accountant/Board Administrator

Public Present:

Ann Catino, Esq.,
John Pizzimenti, USA Hauling,
Ron Van Winkle, City of Hartford
James Otis, Zuvic, Carr and Associates

Chairman Stein called the meeting officially to order at 9:30 a.m. and said that 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.

Ron Van Winkle, interim Chief Operating Officer from the City of Hartford addressed the Board. He said the City of Hartford has a long uphill climb and is struggling. In the past

MIRA paid a substantial PILOT to the City, which now has been reduced to \$1.5 million. Mr. Van Winkle said that is substantially less than the assessed value of the property and he would like the Board to consider increasing that PILOT. Anything the Board could do will be appreciated by the City.

EXECUTIVE SESSION

Chairman Stein requested a motion to enter into Executive Session to discuss pending litigation, pending RFP’S, and feasibility estimates and evaluations. The motion was made by Director Hayden and seconded by Director Barlow.

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

- Tom Kirk
- Mark Daley
- Peter Egan
- Laurie Hunt
- Ann Catino
- Dave Bodendorf

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

The Executive Session began at 9:34 a.m. and concluded at 10:50 p.m. Chairman Stein noted that no votes were taken in Executive Session.

The meeting was reconvened at 10:54 p.m. The door was opened, and the Board Secretary and all members of the public were invited back in for the continuation of the public session.

APPROVAL OF THE JANUARY 10, 2018 BOARD MEETING MINUTES

Chairman Stein requested a motion to approve the minutes of the January 10, 2018, Board meeting. Director Barlow made the motion which was seconded by Director Shanley.

Director Milardo informed the Committee her name is spelled incorrectly; the Board Secretary apologized and committed to correct it. The motion to approve the minutes was approved. Chairman Stein, Co-chairman Barlow, Director Hayden, Director Painter, Director Widlitz, Director Milardo and Director Shanley voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Scott Shanley	X		
Pat Widlitz	X		

REVIEW AND APPROVE DRAFT RESOLUTION ADOPTING THE FY 2019 CSWS OPERATING AND CAPITAL BUDGET.

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

RESOLVED: That the Fiscal Year 2019 Materials Innovation and Recycling Authority Operating and Capital Budget for the Connecticut Solid Waste System (“CSWS”) 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 acknowledges that such CSWS Operating and Capital Budget does not include funding of activities associated with the Department of Energy and Environmental Protection’s Resource Rediscovery Request for Proposals including its direction that the Authority enter into an agreement for the redevelopment of the CSWS with Sacyr Rooney Recovery Team, LLC (“Resource Rediscovery Activities”); and

FURTHER RESOLVED: That management is directed to develop and recommend for approval by the Board of Directors a budget, source of funds and reporting protocol for such Fiscal Year 2019 Resource Rediscovery Activities upon execution of a Letter of Intent with Sacyr Rooney Recovery Team, LLC governing such activities substantially in the form discussed and reviewed at this meeting; and

FURTHER RESOLVED: That the Board of Directors hereby approves and establishes the following CSWS tip fees for FY 2019:

- Waste Hauler (Non-Participating Towns) - \$74.00 per ton minimum;
- Tier 1 Short Term - \$74.00 per ton;
- Tier 1 Long Term - \$72.00 per ton;
- Tier 2 - \$ 76.00 per ton;
- Tier 3 - \$ 72.00 per ton;
- Tier 4 (continuation TBD) - \$ 75.00 per ton;
- Recycling Deliveries – for the delivery of single stream recyclables by Non Participating municipalities to a transfer station - \$16.00 per ton; and
- Municipal Bulky Waste Deliveries - \$100.00 per ton

Director Shanley said that, based on the last couple meetings, several changes have been made as requested by the Board to the budget, with a couple of exceptions. The Finance Committee is comfortable with the budget.

Mr. Daley said that we have our recommended final budget for CSWS, including Tip Fees for Fiscal Year 2019. The budget reflects and relies on past adopted budgets, including the Authority Budget for allocated overhead and the Property Division for financial support through the Tip Fee Stabilization Fund. No change has been recommended to either of those previously-adopted budgets. Mr. Daley reminded the Committee that the funding for Resource Rediscovery Activities was not included in the prior adopted budgets, nor is it in CSWS. This is acknowledged in the resolution and Management is directed to recommend a budget and funding source once MIRA has entered into a Letter of Intent with Sacyr Rooney.

The final recommended budget reflects the feedback received from the Committee in January, which is less conservative on Non Disposal Fee Revenue and adds a contingency for major maintenance work on the bag house, with additional small changes. Furthermore, Mr. Daley said, last month we were requested to include the key challenges that were discussed as a slide in the presentation. Please note page 2 and page 3 highlight those challenges and the updates made from last month. Over the last month, MIRA did not gain enough comfort on the key challenges to lower the operating contingency. In addition, there are a few minor changes made within the line items to increase funding on utilities; changes to the original improvement fund projects to include transfer station work and the \$400,000 bag house contingency. The PILOT hasn't been changed from last month as discussed, so there is still \$1.5 million in the budget, and that the recommendation is to consider an additional payment from reserves later in the year. Mr. Shanley added that MIRA can try taking it out of the budget at year end or increase the tip fee.

Chairman Stein said Management can report back later in the year regarding the possibility of an increase to the PILOT. He asked Mr. Kirk to send a letter to the Mayor that the MIRA board considered the request from Mr. Ron Van Winkle and the City of Hartford; we are unable to increase the PILOT at this time, but we will reexamine it in the future.

In addition, the MIRA finance team is recommending a \$4 increase in the Tip Fee which will exceed the opt-out. Even with the \$4 increase, there is a \$20 subsidy on the Tip Fee. Mr. Daley noted that the presentation includes the updated opt out Tip Fees and that we will be roughly \$6 over the opt out fee in each case. He stated that there has been an increase in bulky

waste processing costs and MIRA recommends an increase in the bulky waste fee. It is currently \$85 per ton and is increased for FY'19 to \$100 per ton.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

REVIEW AND APPROVE DRAFT RESOLUTION REGARDING THE DISPOSITION AND TRANSFER OF SETTLEMENT FUNDS RECEIVED IN THE MATTER KNOWN AS CRRA V. LAY ET AL.

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

WHEREAS: The Materials Innovation and Recycling Authority, formerly known as the Connecticut Resources Recovery Authority (the “Authority”) has heretofore received settlement funds in the matter known as CRRA v. Lay, et al; and

WHEREAS: The disposition of a portion of such settlement funds recovered from law firms (“Counsel Settlements”) was addressed in a June 19, 2007 Memorandum of Decision by the Connecticut Superior Court concluding a class action lawsuit known as Towns of New Hartford, Barkhamsted, individually and on behalf of all similarly-situated municipalities v. Connecticut Resources Recovery Authority (“Court’s Decision”); and

WHEREAS: The Court’s Decision was (i) that the Authority was unjustly enriched by the Counsel Settlements; (ii) that a constructive trust should be established on a portion of the Counsel Settlements; and (iii) that restitution should be paid to the Mid Connecticut Project towns (“Restitution”); and

WHEREAS: The Court’s Decision on Restitution was equivalent in value to the Mid Connecticut Project town’s increased tip fees plus a 45% municipality responsibility share of diverted funds resulting from and associated with the failure of the Enron-related buy-down transactions (“Municipal Share”); and

WHEREAS: The Court’s Decision on Restitution specified the methodology through which Restitution would be distributed among the Mid Connecticut Project towns (“Allocation Methodology”); and

WHEREAS: subsequent to the Court’s Decision the Authority used Counsel Settlements remaining after the payment of Restitution to continue pursuing additional settlements in the matter known as CRRA v. Lay, et al and upon conclusion of these efforts transferred the sum of three hundred ninety six thousand, nine hundred twenty four dollars (\$396,924) representing the balance of unused Counsel Settlements to the Authority’s Property Division General Fund (“Balance of Counsel Settlements”); and

WHEREAS: subsequent to the Court’s Decision and prior to the cessation of Mid Connecticut Project operations the Authority received additional settlements from financial institutions and others in relation to CRRA v. Lay, et al which funds were used in support of the Mid Connecticut Project; and

WHEREAS: subsequent to the cessation of the Mid Connecticut Project the Authority received the sum of three million eight hundred forty eight thousand, eight hundred and eighty dollars (\$3,848,880) in additional settlements from financial institutions and others in relation to CRRA v. Lay, et al which funds were deposited to the Authority’s Property Division General Fund pending further evaluation of the best use of these funds in support of the current operations of MIRA and/or reservation of a Mid Connecticut Project municipal share, if any, that may be distributed to the Mid Connecticut Project towns. (“Additional Settlements”); and

WHEREAS: Section 22a-267 (6) of the Connecticut General Statutes provides that the Authority may by resolution, authorize both the segregation of such Authority revenues as may at any time be adjudged to be surplus to the needs of the Authority to meet its contractual and other obligations and to provide for its operations or other business purposes, and the equitable redistribution of such segregated surplus revenues to some or all of the users of the system; and

WHEREAS: The Authority has completed substantial milestones related to the final close out of the Mid Connecticut Project and desires to make an interim distribution of surplus funds to the Mid Connecticut Project towns; and

WHEREAS: the Authority desires that such interim distribution address the disposition of the Balance of Counsel Settlements and Additional Settlements.

NOW THEREFORE, be it

RESOLVED: That management is directed to transfer the sum of one million, nine hundred ten thousand, six hundred and twelve dollars (\$1,910,612) from the Property Division General Fund to the Mid Connecticut Project Post Project Closure Reserve which funds represent the Municipal Share of the Balance of Counsel Settlements and Additional Settlements and which funds are hereby adjudged to be surplus to the needs of the Authority; and

FURTHER RESOLVED: That management is directed to deposit any future net settlement receipts in the matter known as CRRA v. Lay, et al to the Authority’s Property Division General Fund and to transfer the Municipal Share of any such receipts to the Mid Connecticut Project Post Project Closure Reserve within five (5) business days of the receipt thereof.

Director Shanley said this resolution fulfills the commitment made years ago to distribute to the participating municipalities Mid-Connecticut moneys remaining after all the large legal challenges to the project were resolved. It’s a fulfilment of trust that was placed in the board and management years ago.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

REVIEW AND APPROVE DRAFT RESOLUTION REGARDING AN INTERIM DISTRIBUTION OF MID CONNECTICUT PROJECT SURPLUS FUNDS.

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

WHEREAS: The Materials Innovation and Recycling Authority, formerly known as the Connecticut Resources Recovery Authority, (“Authority”) operated the Mid Connecticut Project (“Project”) from its inception through its cessation of operations in November 2012; and

WHEREAS: Since the cessation of Project operations, the Authority has undertaken, and continues to undertake, certain project closeout activities which include, but are not limited to, resolution of claims and litigation, closure of the Hartford landfill and an environmental site certification; and

WHEREAS: The Authority has completed major milestones with respect to the Project’s closeout activities such that it is reasonable to forecast that upon completion of the closeout activities the Project will conclude with surplus funds on hand; and

WHEREAS: The Authority presently forecasts that one million five hundred eighty nine thousand three hundred eighty eight dollars (\$1,589,388) of existing Project funds are surplus to the needs of remaining Project closeout activities; and

WHEREAS: Section 401 of the Municipal Solid Waste Management Services Contract between the Authority and the Project's member municipalities provided that "Service Payments as so determined shall remain in effect for each Contract Year; provided, however, that if the annual Aggregate Service Payments are less than or greater than the Net Cost of Operation for such Contract Year, then the Authority shall determine such difference and include such difference in the Annual Budget for the next succeeding Contract Year."; and

WHEREAS: Concurrent with the adoption of this Resolution, the Authority has resolved, through its resolution "Regarding Disposition and Transfer of Settlement Funds Received in the Matter Known As CRRRA v. Lay, et al" to transfer certain "Balance of Counsel Settlements" and "Additional Settlements" totaling one million, nine hundred ten thousand, six hundred and twelve dollars (\$1,910,612) from the Authority's Property Division General Fund to the Mid Connecticut Project's Post Project Closure Reserve ("Transfer Resolution").

NOW THEREFORE, be it

RESOLVED: That upon completion of the transfer authorized in the Transfer Resolution, management is directed to distribute the sum of three million five hundred thousand dollars to the Project's towns pursuant to the Allocation Methodology described in the Transfer Resolution and as shown on Exhibit A attached hereto; and

FURTHER RESOLVED: That management is directed to inquire and ascertain each town's preferred method of receiving such a distribution which may include a cash distribution or crediting of a town's ongoing account for use of the Connecticut Solid Waste System; and

FURTHER RESOLVED: That management is directed to recommend further distributions of Project funds as the remaining closeout activities are completed.

Mr. Daley said the resolution acknowledges the completion of major milestones related to the final closeout of the project. It states that at this point it is reasonable to forecast that the project will end with surplus funds on hand which will be approximately \$1.6 million. This resolution also acknowledges the resolution completing the transfer of \$1.9 million from the Property Division General Fund. It directs management to distribute the sum of these values (\$3.5 million) to the MIDCT towns using the allocation methodology established in the New Hartford lawsuit. The resulting distribution will leave approximately \$1.9 million in MIDCT Project to complete the close out, which has been represented as worst case in multiple issues. Management is directed to recommend additional distributions as final matters are resolved and to provide distribution by check or credit to current CSWS participating municipalities.

Director Barlow requested a change on the Exhibit A on the rounding off to add an extra decimal point to the percentage.

Director Widlitz asked why there is an asterisk next to Town of Guilford with no explanation.

Mr. Daley said it is a prior footnote that is no longer needed and can be deleted from the table. Mr. Duvall said that Guilford and Madison used to be combined on the chart as one town but now they have been separated. It's an error which will be corrected.

Chairman Stein asked whether the last distribution went to RRDD1, or to the three towns individually. Mr. Duvall said MIRA didn't send out the checks to individual towns; we wired funds to the attorney, and he sent checks to the towns. Mr. Egan said MIRA doesn't have the tonnage numbers for the three towns individually.

Mr. Kirk said that he would draft a letter for Chairman Stein to sign and if the Board desires, provide an option of having the CSWS towns use the money as a credit against current tip fees. Director Barlow said it is included in the resolution.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

REVIEW AND APPROVE RESOLUTION INCREASING FY 2018 AUTHORIZED DISTRIBUTIONS TO THE TIP FEE STABILIZATION FUND.

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

WHEREAS: The Materials Innovation and Recycling Authority (“Authority”) has previously adopted its Fiscal Year 2018 Property Division Operating and Capital Budgets; and

WHEREAS: Pursuant to the resolution adopting such budgets attached hereto as Exhibit A, the Authority authorized a maximum of five million dollars (\$5,000,000) in Property Division receipts for the periods ending July 31, 2017 through June 30, 2018 to be transferred to the Authority's Tip Fee Stabilization Fund; and

WHEREAS: Effective with the disbursements of receipts for the period ending December 31, 2017 the Authority reached such five million dollar maximum and began distributing surplus receipts to the Property Division General Fund in accordance with its Flow of Funds procedure; and

WHEREAS: The Authority anticipates the need to transfer additional Property Division receipts to the Tip Fee Stabilization Fund to support the CSWS Cost of Operation during Fiscal Year 2018.

NOW THEREFORE, be it

RESOLVED: That effective with the disbursement of Property Division receipts for the period ending February 28, 2018 through June 30, 2018 the maximum distribution of Property Division receipts as described in Exhibit A is increased from five million dollars (\$5,000,000) to seven million dollars (\$7,000,000).

Mr. Daley said that in the fiscal year 2018 Property Division and CSWS budgets, MIRA included \$9.97 million in subsidy funding from Property Division receipts. MIRA also established a \$5 million cap on these transfers pending further Board authorization to ensure a mid-year review of that status. As of the distribution of December receipts, MIRA hit the \$5 million cap and started transferring to the Property Division General Fund. Currently, MIRA would like to request an increase in the cap to \$7 million, which remains below the \$9.97 million budget expectation. This recognizes that as of December, CSWS is more than ¾ million above budgeted income. The plan is to see how the winter wraps up and potentially request another increase in the spring.

As of the December reporting period there is \$566,000 in the Tip Fee Stabilization Fund, all prepaid Tip Fees received January 2017 have been applied to accounts, \$22.9 million in prior draws remained contingently due. In January 2018, MIRA received roughly \$8.2 million in prepaid Tip Fees that flowed to Tip Fee Stabilization Fund as reimbursement of prior draws.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

REVIEW AND APPROVE RESOLUTION REGARDING ADDITIONAL USE OF RESERVES AND PAYMENT OF PROJECTED LEGAL EXPENDITURES.

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

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 the use of funds from certain reserves for payment of certain fiscal year 2018 projected legal fees; and

WHEREAS, MIRA expects to incur greater than authorized legal expenses related to the environmental remediation and certification of MIRA’s South Meadows property;

NOW THEREFORE, it is RESOLVED: That the following additional amount is authorized for payment of projected legal fees and costs to be incurred during fiscal year 2018:

<u>Firm:</u>	<u>Amount:</u>
Cohn Birnbaum & Shea	\$18,385

FURTHER RESOLVED: That the President is authorized to expend up to an additional \$38,385 from the Mid-Connecticut Post-Project Closure Reserve for payment of legal fees and expenses related to the environmental remediation of the South Meadows property incurred in fiscal year 2018.

Ms. Hunt noted the additional funding request relates to the South Meadows remediation project and authorizes both the payment of additional legal fee and the use of the appropriate reserve.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

REVIEW AND RECOMMEND RESOLUTION REGARDING MARKET DRIVEN PURCHASE OF CAPACITY FOR DIVERSION OF NON-PROCESSIBLE WASTE.

Chairman Stein requested a motion on the above referenced item. The motion was made by Director Barlow and seconded by Director Hayden. Chairman Stein said that Mr. Egan has pointed out that to refer to Attachment 8 instead of Attachment 7 for this resolution.

WHEREAS: From time-to-time MIRA must divert waste from the CSWS due to elevated MSW inventory levels at the CSWS Resource Recovery Facility (RRF) that may occur from time to time; Now Therefore, be it

RESOLVED: that the President is authorized to enter into a market driven purchase of capacity with USA Hauling & Recycling for transportation and disposal of Non-Processible Waste from the CSWS Waste Processing Facility (WPF) to USA’s Murphy Road Recycling Facility in Hartford and their Babylon Transfer Station located in Suffield, CT, substantially as discussed and presented at this meeting.

Mr. Egan stated that last summer MIRA conducted procurement for companies to divert one to two truckloads a month of Non-Processible Waste from the WPF. When MIRA initiated diversions in October, it significantly exceeded the quantity that was contemplated in that procurement. Hence MIRA would like the Board to approve this contract for diverting of Non-Processible Waste at a much higher quantity then the original purchase order contemplated.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Widlitz, and Director Shanley, voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

CHAIRMAN’S AND PRESIDENT’S REPORTS

Mr. Kirk said all of MIRA’s facilities operated throughout the reporting period without environmental, safety, or health impacts. Reporting results through December 31, 2017, he said operating revenue was \$5.43 million, about 3% favorable to budget, and year to date revenue is exactly on budget.

Mr. Kirk said the total operating expense was 12% unfavorable to the budget at \$5.09 million. He said this variance is due to unscheduled versus scheduled maintenance work. He said MIRA’s operating income year to date is \$1.48 million. Our production challenges continue to revolve around pressure parts and back end problems, which are all age related issues and plant condition issues. He said the total scheduled boiler outages were 1116 hours and unscheduled boiler outages were 639 hours. Once again boiler pressure parts and reduced capacity and availability through the air pollution control back end issues primarily are bag house.

Mr. Kirk said power production was 4% below budget. The price received for energy was 35% above budget at 0.545 cents which incorporates the effect of our firm contract sales for most of our power: Total 20 megawatts committed in our hedging program through March of 2018 at the price of 0.37 cents and 0.35 cents. He said MIRA has sufficient fuel to continue to operate the plant at capacity, and MIRA resumed spot waste deliveries in fiscal year 2018.

Mr. Kirk said recycling revenues are favorable to budget by 78%. The volume of recycling tons remains strong. He said the market for Fiber, OCC, and ONP has improved versus last year, in spite of anticipated demand changes associated with East Asian market and the Chinese government National Sword Initiative. We expect further decline in prices moving forward. Pricing remains favorable for OCC, cardboard, residential containers and metal. OMP and mixed paper are well below budget prices.

Mr. Kirk provided a copy of the set of production matrices. The graph consists of boiler megawatts which will help the Board understand the condition of the plant and impact of the availability of scheduled versus unscheduled outages and production.

REVIEW AND RECOMMEND RESOLUTION REGARDING AN AGREEMENT FOR DIVERSION OF MSW FROM THE CSWS

Chairman Stein requested a motion on the above referenced item. The motion was made by Director Barlow and seconded by Director Hayden. Director Adams joined the meeting through telephone at 11:39 a.m.

RESOLVED: That the President is hereby authorized to enter into a contract with the following firm for on-call Disposal Capacity for Municipal Solid Waste Diverted from the Connecticut Solid Waste System, substantially as discussed and presented at this meeting:

- CWPM, LLC

Mr. Guzowski said this is a new attempt at securing three year services for diversions so we don't have to do them all as Market Driven purchases. In the past we have solicited both transportation and disposal at the same time. MIRA went out to look for just disposal so MIRA can lock up a firm price for future quantities of waste that need to be diverted. MIRA received two proposals for routine diversions from CWPM, LLC and Waste Management of Massachusetts. Based on pricing, management recommends entering into a contract with CWPM, LLC.

Mr. Egan added that MIRA has a condition in its Solid Waste permit for the Waste to Energy Plant that MIRA have a contract in place to divert or bypass waste if necessary. The contract MIRA has in place now with Casella expires in June of 2018. As we need to demonstrate compliance with that solid waste permit provision, the new contract that MIRA is asking the Board to vote on now will begin July 1, 2018.

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

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
John Adams	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Pat Widlitz	X		
Scott Shanley	X		

MOTION TO ADD ADDITIONAL ITEM TO AGENDA.

Chairman Stein requested a motion to add the item noted below to the Agenda. Director Shanley made the motion which was seconded by Director Barlow.

1. Resolution approving the president to execute a letter of intent with Sacyr Rooney Recovery Team LLC.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Shanley and **DirectlyDirector** Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Scott Shanley	X		
Pat Widlitz	X		

RESOLUTION REGARDING AUTHORIZING THE PRESIDENT TO EXECUTE THE LETTER OF INTENT

Chairman Stein requested a motion on the above-referenced item. Director Shanley made the motion which was seconded by Director Hayden.

RESOLVED: That the President is authorized to execute a letter of intent with Sacyr Rooney Recovery team LLC, substantially in the form presented and discussed at this meeting.

The motion was approved. Chairman Stein, Vice-Chairman Barlow, Director Hayden, Director Painter, Director Milardo, Director Shanley and **DirectlyDirector** Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
Jim Hayden	X		
Lizz Milardo	X		
Bob Painter	X		
Scott Shanley	X		
Pat Widlitz	X		

ADJOURNMENT

Chairman Stein requested a motion to adjourn the meeting. The motion to adjourn was made by Director Shanley and seconded by Director Hayden.

The motion to adjourn was approved unanimously by Chairman Stein, Vice-Chairman Barlow, Director Widlitz, Director Painter, Director Milardo and Director Hayden.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice-Chairman Barlow	X		
Pat Widlitz	X		
Jim Hayden	X		
Pat Widlitz	X		
Lizz Milardo	X		
Bob Painter	X		

There being no other business to discuss, the meeting adjourned at 12:00 p.m.

Respectfully Submitted,

Kanchan Arora
General Accountant/Board Administrator