

**MATERIALS INNOVATION AND RECYCLING AUTHORITY**

**FIVE HUNDRED AND ELEVEN**

**February 18, 2020**

A Special Board meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Tuesday, February 18, 2020 in the Board Room at Suite 202, 200 Corporate Place, Rocky Hill, CT 06067. Those present were:

Directors:

Chairman Stein  
Vice-Chairman Dick Barlow (on the Telephone)  
John Adams  
Edward Bailey  
Carl Fortuna, Jr.  
Jim Hayden  
Bob Painter  
Scott Shanley  
Pat Widlitz  
Thomas Swarr, CSWS Project Ad Hoc

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  
Jeff Duvall, Director of Budgets and Forecasting  
Thomas Gaffey, Director of Recycling & Enforcement  
Tina Mateo, Assistant Director of Budget and Cash Management  
Roger Guzowski, Contract and Procurement Manager  
David Bodendorf, Senior Environmental Engineer  
Vicki Arnum, Buyer/Administrative Assistant

Public Present:

Ann Catino, General Counsel, H&S  
Chris Nelson, CT DEEP  
Chelsey Hahn, CT DEEP

Luis De La Parte, SRRT  
 Edward B. Spinella, USA Attorney  
 Kristen Brown, Waste Zero  
 John Doyle, Doyle, D'Amore & Balducci  
 Mike Paine, Paine's, Inc.

Chairman Stein called the meeting officially to order at 9:35 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. As there were no members of the public who wished to address the Board, the meeting commenced.

**APPROVAL OF THE JANUARY 15, 2020 BOARD MEETING MINUTES**

Chairman Stein requested a motion to approve the minutes of the January 15, 2020 Board meeting. Director Painter made the motion which was seconded by Director Hayden.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr. Director Widlitz abstains.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		

Carl Fortuna	X		
Pat Widlitz			X
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

**PRESENTATION REGARDING PAY-TO-THROW BY WASTE ZERO AT THE REQUEST OF THE CONNECTICUT DEPARTMENT OF ENERGY AND ENVIRONMENTAL PROTECTION.**

Kristen Brown from Waste Zero did a presentation at the Board meeting about PAY-TO-THROW(PAYT). She works on unit based pricing programs for communities around the United States. She has been working with DEEP for several years trying to move some municipalities forward with a concept called Pay-As-You-Throw SMART unit based pricing. SMART is an acronym for Save Money and Reduce Trash. The company decided this year to examine approaches other than on a town-by-town basis due to the political difficulty in establishing programs at the municipal level. Instead, Waste Zero has been examining the idea of establishing PAYT programs on a regional basis. Ms. Brown discussed what she has learned in her analysis of communities where PAYT programs have been implemented, informed the Board of what unit based pricing is, and shared what Waste Zero believes are potential pathways forward to increase PAYT programs in Connecticut.

Ms. Brown provided a PowerPoint presentation to the Board and discussed her analysis, providing examples of municipalities, primarily in Maine and Massachusetts, where, she contends, PAYT programs have increased recycling and reduced trash generation.

A question and answer session followed Ms. Brown's presentation. Chairman Stein said the Board plans to review the presentation in detail, and requested that MIRA staff do so and report back to the Board at its March 2020 meeting.

**FINANCE COMMITTEE:**

**REVIEW AND APPROVE DRAFT RESOLUTION REGARDING ADOPTION OF THE FISCAL YEAR 2021 CSWS DIVISION OPERATING AND CAPITAL BUDGETS.**

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

**RESOLVED:** That the Fiscal Year 2021 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 i) development and execution of the MIRA Disposal Contracts and MIRA Financing Documents providing for the redevelopment of the CSWS as defined and contemplated in the Term Sheet between MIRA and the Sacyr Rooney Recovery Team, LLC dated November 25, 2019 and ii) the planning and development of alternate outcomes to such redevelopment project as highlighted in Exhibit A attached hereto (“Resource Rediscovery Activities”); and

**FURTHER RESOLVED:** That management is directed to develop and recommend for approval by the Board of Directors, no later than upon conclusion of the CSWS Project Marketing Activities defined in such Term Sheet, a recommended course of action, budget, source of funds and reporting protocol for such Fiscal Year 2021 Resource Rediscovery Activities; and

**FURTHER RESOLVED:** That the Board of Directors hereby approves and establishes the following CSWS tip fees for FY 2021:

- Tier 1 Short Term - \$93.00 per ton
- Tier 1 Long Term - \$91.00 per ton
- Tier 2 - \$ 95.00 per ton
- Waste Hauler (Non-Participating Towns):
  - MSW Delivered to Transfer Station - \$93.00 per ton
  - MSW Delivered to Resource Recovery Facility - \$93.00 per ton
  - Recycling Delivered to Transfer Station - \$72.00 per ton
  - Recycling Delivered to Recycling Facility - \$50.00 per ton
  - Municipal Bulky Waste Deliveries - \$120.00 per ton

Mr. Daley said we have a final proposed CSWS budget for Fiscal Year 2021, and have made a few changes from the 1st draft; we have one budgetary change to the original proposal which was to increase the Tip Fee for municipal bulky from \$100 to \$120. That generated additional revenue of \$40,000 which we put into our operational contingency. Mr. Daley added we also have the CPI data that we need to calculate opt out price for fiscal year 2021 which is \$67.73 relative to the \$91 proposed fee. We also incorporated a format change to show “Improvement” vs “Major Maintenance” funds on page 9. Aside from the minor change in budget values, we updated the outline of key challenges summarized on page 2 and further addressed on pages 16 & 17 in the presentation file. We also have drafted a proposed resolution approving the budget.

Mr. Daley said we should spend a few minutes going over the resolution and key challenges as they instruct management on the steps to be taken during our SRRT project marketing activities to ensure we are ready with a decided course of action upon conclusion of those activities. Aside from approving the budget and settling the Tip Fees, the resolution

acknowledges the budget initially does not include funding for Resource Rediscovery activities which are now defined to include: development and execution of MIRA Disposal contracts and financing documents for the redevelopment project to proceed, and planning and development of alternate outcomes if the redevelopment project does not proceed. Alternate outcome includes:

1. Status-Quo operation of the WTE facility
2. Resumption of Process Residue Removal
3. Undertaking a managed transition to permit compliant transfer operations
4. Converting the WTE to an Intermodal Transfer Station.

The resolution directs management to evaluate these four options which would be done internally and with existing resources and recommend a course of action and funding source no later than upon conclusion of the project marketing activities, which is May 31, 2020. The high level pros and cons of each alternate outcome are shown on pages 16 and 17 in the presentation.

Chairman Stein asked, regarding screening of the process residue, other than a \$1 per ton cost what's the downside of this?

Mr. Kirk said it's considered MSW; we would likely have to landfill, but out of state.

Mr. Daley said when you do that, when you remove the process residue there is, theoretically according to HDR, reduced wear on boiler pressure parts, and reduced clogging of the air pollution control system, which occurs by reducing the moisture that goes through. That's essentially what happens. When the Mid-Connecticut Project ended in 2012, the total amount of MSW that continued to come into the CSWS declined due to several municipalities leaving the project, and in the same time frame we no longer had access to reasonably priced landfill disposal for the process residue at the Hartford landfill and therefore the facility began combusting the process residue.

Chairman Stein clarified his question, asking if there is a sense of how much it would improve the life reliability of the plant.

Mr. Kirk said there's no clear consensus on the impact on maintenance costs for the facility. There are two issues that primarily concern both impact boiler tube survivability: corrosion and erosion. Corrosion is chemical and associated with the chemical composition of the garbage and the byproducts of combustion and there is zero opportunity to control that or even manage it. Erosion is the issue here. To the extent there is grit that is working against furnace surfaces and the deeper sections of the flue gas path through the boiler. There is concern about life reduction of the heating surfaces. The erosion serves to scrape off the surfaces of the heat transfer tubes and invite additional corrosion. We know this activity takes place, but we don't know the extent that the process residue is contributing to these erosion concerns. Other things have changed in our boilers in the past; for example, we have revamped our over-fire air system, that's the air that's introduced above the grate in the combustion areas and we have made changes to the back end of the furnace so there's a lot of moving parts there. The decision on whether or not we consider a change to management of the process residue will be driven not only by our understanding of the engineering and the corrosion/erosion effects, but also by the

cost of dealing with tube replacement versus the extra cost of disposing of the process residue as MSW, which is going to be very significant because it's going to have to be disposed of out of state, as well as other costs, such as the fact that if we take the BTU value of the process residue out of the furnace and put it in a landfill in Pennsylvania, that creates a need for additional waste. What's that going to do to the market price of waste in Central Connecticut when we have to attract that kind of waste to the system? Is that going to lower the price to the point where we're only able to attract \$50 a ton? Is it worth burning at \$50 a ton? It'll be a very complicated evaluation economically to determine if it works for us, both in terms of improving reliability and availability, the impact on capacity, and ultimately does it work to lower the price or raise the price.

Director Adams stated that he brought something up with the P&P committee that Peter Egan asked me to bring up today, which was, I think if we are talking about spending \$330 million dollars, that's a public event, but if we are talking about going to an intermodal transfer station at 10s of millions of dollars, or a few 10s of millions of dollars, I'm not sure that's something that a quasi-public agency should be doing and it may best be done by the private sector.

Chairman Stein said we have an obligation until 2027 to manage our customers waste.

Director Adams said obviously the private sector is not going to build a trash-to-energy facility or revamp this one for \$330 million and then try to recover that cost through tip fees, as opposed to, you know, build a \$10 million rail facility and start transferring waste to Pennsylvania.

Mr. Kirk said although there is no question about our responsibility to our customers through 2027, the intermodal option is a very time consuming one. There are permit issues that we think could easily push us beyond 2027. At which point then you ask is that really a viable option to deal with the task of serving our customers through the end of their contract period? Or is it an alternative disposal policy issue for the state. The fallback position for MIRA at this point, and we'll discuss it further in May at the conclusion of our marketing period, is to use the existing permits which limit our transfer capability at the Hartford facility to 680 tons per day, and additional transfer capability at the three transfer stations, and perhaps four transfer stations. We believe we can serve the minimal residential or municipally controlled waste streams of our customers with those limitations. But to continue to serve 700 plus thousand tons of trash, we would require permit changes even if we decide we want to move into an intermodal system direction so there are a lot of questions yet to be determined and at the top of those, I would submit, is whether or not the state should be in the business of building transfer stations is a legitimate one. That, frankly has to be answered in the context of does the policy and a certification of need apply? If so, that would buttress the claim that a public agency should be in this business to serve as a ceiling on prices and fall back from private pricing power, but there's a lot to be considered whether or not MIRA or some other public agency should be doing anything other than renovating the facility and insuring continued service though the expiration of our MSAs.

Mr. Daley said there was also a discussion at the last Board meeting of increasing the Tip Fee by \$5 and dedicating that money to a diversion and/or risk fund. He stated he did not perceive a consensus on this and so has not incorporated this concept into the budget at least at this stage. However he said there are a few things for consideration: the proposed budget includes an \$8 increase to the Tip Fee and is \$23 per ton above the opt-out, the additional \$5 would put the Hauler Tip Fee for non-participating waste at \$98 which is above our current estimated market price, and it is not certain that the \$5 increase would produce additional revenue available for the purpose intended, but may produce less. We also have a new fiscal year 2020 Hauler Contract that allows us to shut-out non-participating waste quickly which has reduced our exposure to routine diversion cost. It will be strengthened further for fiscal year 2021. MSA force majeure provisions and statutory limits allow us to increase the tip fee to municipalities with 60 days' notice.

Mr. Daley said based on this he would suggest that an alternative to increasing the Tip Fee would be to inform the towns on all the factors that would influence and cause a Tip Fee adjustment due to force majeure so that they can plan accordingly.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Carl Fortuna	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

**POLICIES AND PORCUREMENT COMMITTEE**

**REVIEW AND RECOMMEND RESOLUTION A SETTLEMENT AND RELEASE AGREEMENT.**

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

**WHEREAS**, the Authority owns and operates a Solar Electricity Generating Facility (“Solar EGF”) at the Hartford Landfill, installed in 2014 by Tecta America Corp. (“Subcontractor”) acting as a subcontractor to E. T. & L. Corp. (“Contractor”) with whom MIRA contracted for the design and installation of the Solar EGF; and

**WHEREAS**, the Solar EGF suffered damage from a lightning strike on or about August 14, 2016; and

**WHEREAS**, subsequent investigation by the Authority and its consulting engineer, Fuss & O’Neill (“Consultant”) confirmed deficiencies in the design and installation of the Solar EGF; and

**WHEREAS**, at their own expense, Contractor and Subcontractor made repairs required to return the Solar EGF to service on January 5, 2017; and

**WHEREAS**, at their own expense, Contractor and Subcontractor corrected several deficiencies within the Solar EGF during 2017 and 2018; and

**WHEREAS**, in order to bring the Solar EGF installation into full compliance with the original bid specifications, the installation of additional grounding (the “Additional Work”) is required; and

**WHEREAS**, as part of a Settlement Agreement, Contractor and Subcontractor have agreed to perform the Additional Work at no cost to MIRA, and, to pay MIRA the sum of \$100,000 to cover the cost of lost energy revenue and the cost of consultant and attorney’s fees resulting from the deficiencies, in return for MIRA’s release of any future claims on previously performed work.

**NOW, THEREFORE, BE IT:**

**RESOLVED:** That the Board of Directors authorizes the President to execute a Settlement and Release Agreement with E. T. & L. Corp. and Tecta America Corp., substantially as discussed and presented at this meeting.

Mr. Kirk said we have been talking about this for a while. This goes back to the lightning strike a couple years ago that damaged several components of the solar power generating system at the Hartford landfill. We finally resolved this issue and this allows us to complete that work.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Carl Fortuna	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

**REVIEW AND RECOMMEND RESOLUTION REGARDING REPAIR OF A FREE TURBINE FOR THE JET TURBINE FACILITY.**

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

**RESOLVED:** That the MIRA Board of Directors authorizes the use of \$200,000 from the Jets Major Maintenance Reserve for repair of a free turbine which will serve as a spare unit at the South Meadows Jet Turbine Facility, substantially as presented and discussed at this meeting.

Mr. Egan stated that last summer we had a free turbine associated with one of our jet engines fail. We swapped the spare unit that we had on site for the failed unit, and we now want to purchase a rebuilt unit to serve as a spare moving forward. This is to have the Board authorize the use of \$200,000 from the Jets Major Maintenance Reserve Fund for this purpose. Mr. Egan stated that this free turbine will be compatible with all eight jet engines at the facility, and we hope this will carry us through to May 2023 when the Jet Turbine Facility will be shut down.

Director Painter asked if the term “spare” and “free turbine” are the same thing. Mr. Egan responded that they are both the same. The term is used interchangeably in the write-up.

Mr. Kirk said in a simple schematic there are three components: there's an engine which produces thrust and that thrust is directed at the free turbine which is then connected to a generator which spins and makes the electricity. There are interchangeable parts and there are parts that are left and right handed so to speak. This is a free turbine which can be paired with any of the eight units that we have.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Carl Fortuna	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

**REVIEW AND RECOMMEND RESOLUTION REGARDING AN AMENDMENT TO PERSONAL SERVICES AGREEMENT WITH KANCHAN ARORA.**

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

**WHEREAS**, MIRA entered into a Personal Services Agreement (“PSA”) in February 2019 with its former Board Administrator, Kanchan Arora, for preparation of monthly board and committee meeting minutes; and

**WHEREAS**, payment under the PSA is now approaching the limit of the authorized cost of Ms. Arora’s services; and

**WHEREAS**, board approval is required in order to continue engaging Ms. Arora;

**NOW THEREFORE**, the President is hereby authorized to continue Ms. Arora’s engagement, and to pay up to an additional \$10,000 for her services.

Mr. Kirk said this is a renewal of a Personal Services Agreement with Kanchan Arora. He stated that when Kanchan left last year our plan was to not have to replace the position, and therefore we established an agreement with Kanchan to receive the tape recordings of the meetings, type them up developing a first draft of the minutes for management to review and edit. That's worked out very well for us. It is an efficient and effective way of preparing the minutes from the committee meetings and the board meetings so that they're available and ready each month, so we recommend this resolution which will allow us to continue using Kanchan.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Carl Fortuna	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

## CHAIRMAN AND PRESIDENTS REPORT

### REVIEW AND RECOMMEND RESOLUTION REGARDING FINAL DISTRIBUTION OF MID CONNECTICUT PROJECT FUNDS IN THE AMOUNT OF \$1,995,000.00.

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

**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 certain Project closeout activities which include, but are not limited to, resolution of claims and litigation, closure of the Hartford landfill and conducting an environmental site certification process; and

**WHEREAS:** The Authority has completed these major milestones with respect to the Project’s closeout activities such that it is reasonable to forecast that i) final billings for all such Project closeout activities will not exceed seven thousand five hundred dollars (\$7,500) and ii) that upon payment of such final billings the Project will conclude with approximately one million nine hundred and ninety five thousand dollars (\$1,995,000) in surplus funds on hand; 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:** The Authority has not allocated any of its general and administrative expenses commonly known as the Authority Budget to the Project since June 30, 2017.

**NOW THEREFORE, be it**

**RESOLVED:** That management is directed to distribute, on or before February 28, 2020, the sum of one million nine hundred and ninety five thousand dollars (\$1,995,000) to the Project’s towns pursuant to the allocation methodology shown on Exhibit A attached hereto, which funds are hereby declared surplus to the needs of the Project; and

**FURTHER RESOLVED:** That upon payment of final billings for all project closeout activities, management is directed to close all Project funds and accounts and transfer the balance of such funds and accounts, not to exceed one thousand dollars (\$1,000), to the Landfill Division Operating account.

Mr. Kirk said this is a welcoming resolution. We are able to distribute money to our towns now with the resolution of the Hennessy lawsuit. Mark Daley is now comfortable that there are no pending potential expenses for the Mid-Connecticut project so the remaining reserve is now available for distribution. The distribution on the last page of the package is consistent with the prior distributions, and is based on an average of the proportional contribution of waste to the Mid-Connecticut Project, so we are happy to be able to finally get the towns' money back in their hands.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Carl Fortuna	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

Mr. Kirk presented the Board with information on operations and financial data, reflecting the performance of the organization for the reporting period through December 31, 2019. He said the facility operated without any public health and safety risk throughout the period. Mr. Kirk provided a brief update on the turbine issues, repairs, property insurance and business expense.

**EXECUTIVE SESSION**

Chairman Stein requested a motion to enter into Executive Session to discuss pending litigation and pending RFP responses, potential lease of MIRA real estate, trade secrets, personnel matters, security matters, and feasibility estimates and evaluations. The motion was made by Director Adams and seconded by Director Hayden. Chairman Stein requested that the following people remain for the Executive Session, in addition to the Board members:

- Tom Kirk
- Mark Daley
- Peter Egan
- Laurie Hunt
- Tom Gaffey
- Ann Catino, Legal Counsel

The Executive Session commenced at 11:27 a.m.

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Painter, Director Widlitz and Ad Hoc Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Carl Fortuna	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

The meeting was reconvened at 12:50 p.m. The door was opened, and the Board Secretary and all members of the public (of which there were none) were invited back in for the continuation of public session. Chairman Stein noted that no votes had been taken.

**ADJOURNMENT**

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

The motion previously made and seconded was approved unanimously. Chairman Stein, Vice-Chairman Barlow, Director Bailey, Director Adams, Director Fortuna, Director Hayden, Director Shanley, Director Painter, Director Widlitz, and Ad Hoc Member Swarr.

<b>Directors</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Chairman Stein	X		
Vice Chairman Barlow	X		
Edward Bailey	X		
John Adams	X		
Carl Fortuna, Jr	X		
Jim Hayden	X		
Scott Shanley	X		
Bob Painter	X		
Pat Widlitz	X		
<b>Ad Hoc Members</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
Tom Swarr, CSWS Ad Hoc	X		

There being no other business to discuss, the meeting adjourned at 12:50 p.m.

Respectfully Submitted,

Kanchan Arora  
Consultant