



MEMORANDUM

TO: MIRA Board of Directors
FROM: Donald S. Stein, Chairman
DATE: May 7, 2020
RE: Notice of Regular Telephonic Meeting

There will be a *regular telephonic* meeting of the Board of Directors of the Materials Innovation and Recycling Authority (MIRA) on *Wednesday, May 13, 2020 at 9:30 a.m.*

This meeting is being conducted pursuant to Governor Lamont's Executive Order No. 7B. MIRA offices are presently closed to the public due to the Corona Virus outbreak. Members of the public may attend the meeting telephonically by calling (929) 205- 6099, entering meeting ID 885 9273 1676#, then entering the password 046151# when prompted.

The purpose of this meeting will be:

- I. Pledge of Allegiance
- II. Public Comment – 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.
- III. Review and Approve - Minutes of the April 8, 2020 Board Meeting (*Attachment 1*).
- IV. Finance Committee Report – No Report
- V. OS & HR Committee Report – No Report
- VI. Policies and Procurement Committee Report
 - a. Board Action will be sought for a Resolution Regarding a Cooperative Service Agreement between MIRA and the USDA Animal and Plant Health Inspection Services/Wildlife Services for Bird Control (*Attachment 2*).
 - b. Board Action will be sought for a Resolution Authorizing the President to enter into one-year Solid Waste and Recyclables Delivery Agreements with Waste Haulers (*Attachment 3*).
 - c. Board Action will be sought for a Resolution Regarding Repair of Damage to MIRA's Solar Electricity Generating Facility at the Hartford Landfill (*Attachment 4*)

- VII. 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.
- VIII. Policies and Procurement Committee Report (continued)
 - d. Board Action will be sought for a Resolution Regarding Three-Year Legal Services Agreements (*Attachment 5*).
- IX. Chairman's and President's Report
 - a. Board Action will be sought for a Resolution Regarding Recommended Course of Action Concerning the CSWS Redevelopment (*Attachment 6*).
 - b. Attached Supplemental Information / Other Matters

Tab 1

MATERIALS INNOVATION AND RECYCLING AUTHORITY

FIVE HUNDRED ANDTHIRTEEN

APRIL 8, 2020

A Regular Telephonic Board meeting of the Materials Innovation and Recycling Authority Board of Directors was held on Wednesday, April 8, 2020. This meeting is being conducted pursuant to Governor Lamont's Executive Order No. 7. MIRA offices are presently closed to the public due to the Corona Virus outbreak. Those present via video conferencing were:

Directors:

Chairman Stein
Vice-Chairman Dick Barlow
John Adams
Edward Bailey
Carl Fortuna, Jr.
Jim Hayden
Scott Shanley
Pat Widlitz
Thomas Swarr, CSWS Project Ad Hoc
Luke Bronin, CSWS 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

Public Present:

Ann Catino, General Counsel, Halloran & Sage

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. As there were no members of the public who wished to address the Board, the meeting commenced.

APPROVAL OF THE MARCH 8, 2020 BOARD MEETING MINUTES

Chairman Stein requested a motion to approve the minutes of the March 8, 2020 Board meeting. Director Barlow made the motion which was seconded by Director Widlitz.

The motion previously made and seconded was approved unanimously by roll call vote. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Widlitz, Ad Hoc Swarr and Ad Hoc Bronin voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Carl Fortuna	X		
Pat Widlitz	X		
Ad Hoc Members	Aye	Nay	Abstain
Tom Swarr, CSWS Ad Hoc	X		
Luke Bronin, CSWS Ad Hoc	X		

**REVIEW AND APPROVE DRAFT RESOLUTION REGARDING INCREASING THE
CAP ON FY 2020 TRANSFERS TO THE CSWS 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 Hayden.

WHEREAS, The Materials Innovation and Recycling Authority (“Authority”) Board of Directors adopted its Fiscal Year 2020 Property Division Operating and Capital Budget (“Property Division Budget Resolution”) at its February 13, 2019 meeting; and

WHEREAS, The Property Division Budget Resolution included authorized transfers of eight million seven hundred thousand dollars (\$8,700,000) in Property Division Receipts to the CSWS Tip Fee Stabilization Fund (“Authorized Transfers”); and

WHEREAS, As of the transfer of Property Division receipts for the month of February 2020, \$8,020,136 in FY 2020 receipts has been transferred to the CSWS Tip Fee Stabilization Fund and the Authority projects to reach such Authorized Transfers on or before the distribution of receipts for the month of April 2020; and

WHEREAS, The CSWS continues to experience deficits in FY 2020 budget versus actual operating revenue primarily due to the operational performance and pricing of energy produced through its resource recovery facility which deficits are expected to continue for the remainder of FY 2020; and

WHEREAS, The Property Division continues to experience surplus FY 2020 budget versus actual operating income.

NOW THEREFORE, be it

RESOLVED: That Fiscal Year 2020 Authorized Transfers of Property Division receipts to the CSWS Tip Fee Stabilization Fund are hereby increased by nine hundred thousand dollars (\$900,000) to nine million six hundred thousand dollars (\$9,600,000); and

FURTHER RESOLVED: That all other terms and conditions of the Property Division Budget Resolution concerning the adopted budgets and distribution of funds remain in full force and effect.

Following discussion, the motion previously made and seconded was approved unanimously by roll call vote. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, and Director Widlitz voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Carl Fortuna	X		
Pat Widlitz	X		

CHAIRMAN AND PRESIDENTS REPORT

AMENDMENT TO PILOT RESOLUTION

Chairman Stein requested a motion to amend the draft resolution to specify the amount (\$1.5 million) of the PILOT to be paid to the City of Hartford. The motion to amend was made by Director Barlow and seconded by Director Bailey, and was approved unanimously by roll call vote. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Widlitz and Ad Hoc Swarr voted yes. Ad Hoc Bronin abstained.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Carl Fortuna	X		
Pat Widlitz	X		
Ad Hoc Members	Aye	Nay	Abstain
Tom Swarr, CSWS Ad Hoc	X		
Luke Bronin, CSWS Ad Hoc			X

REVIEW AND APPROVE DRAFT RESOLUTION REGARDING AUTHORIZING FY 20 PILOT.

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

WHEREAS, the Fiscal Year 2020 CSWS Operating and Capital Budget approved by this Board on February 13, 2019, included a line item for payment of a PILOT to the City of Hartford; and

WHEREAS the Term of the Authority's prior PILOT Agreement with the City expired on June 30, 2019; and

WHEREAS the Parties now wish to enter into a new Agreement for Payment In Lieu Of Taxes, with a Term commencing upon execution and ending on June 30, 2020, and with terms and conditions that are substantially the same as the parties' prior PILOT Agreement (except for the Term);

NOW THEREFORE, be it

RESOLVED That the President is hereby authorized to negotiate and execute a new Agreement for Payment In Lieu Of Taxes in the amount of \$1.5 million with the City of Hartford, with terms and conditions substantially as discussed at this meeting.

Following discussion, the motion previously made and seconded was approved unanimously by roll call vote. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Widlitz and Ad Hoc Swarr voted yes. Ad Hoc Bronin abstained.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Carl Fortuna	X		
Pat Widlitz	X		
Ad Hoc Members	Aye	Nay	Abstain
Tom Swarr, CSWS Ad Hoc	X		
Luke Bronin, CSWS Ad Hoc			X

REVIEW AND APPROVE DRAFT RESOLUTION REGARDING RATIFICATION OF EMERGENCY PROCUREMENT CONTRACT.

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

RESOLVED: That the MIRA Board of Directors ratifies the Emergency Procurement as substantially presented and discussed at this meeting.

Following discussion, the motion previously made and seconded was approved unanimously by roll call vote. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Widlitz, Ad Hoc Swarr and Ad Hoc Bronin voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Carl Fortuna	X		
Pat Widlitz	X		
Ad Hoc Members	Aye	Nay	Abstain
Tom Swarr, CSWS Ad Hoc	X		
Luke Bronin, CSWS Ad Hoc	X		

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 Shanley. 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
 Ann Catino, Legal Counsel

The motion previously made and seconded was approved unanimously by roll call vote. Chairman Stein, Vice-Chairman Barlow, Director Adams, Director Bailey, Director Hayden, Director Fortuna, Director Shanley, Director Widlitz, Ad Hoc Swarr and Ad Hoc Bronin voted yes.

Directors	Aye	Nay	Abstain
Chairman Stein	X		
Vice Chairman Barlow	X		
John Adams	X		
Edward Bailey	X		
Jim Hayden	X		
Scott Shanley	X		
Carl Fortuna	X		
Pat Widlitz	X		
Ad Hoc Members	Aye	Nay	Abstain
Tom Swarr, CSWS Ad Hoc	X		
Luke Bronin, CSWS Ad Hoc	X		

The Executive Session commenced at 10:05 a.m.

The meeting was reconvened at 11:00 a.m. Chairman Stein noted that no votes were taken, and adjourned the meeting without further discussion.

Respectfully Submitted,

Kanchan Arora
 Consultant

Tab 2

**RESOLUTION REGARDING COOPERATIVE SERVICES
AGREEMENT BETWEEN THE MATERIALS INNOVATION AND
RECYCLING AUTHORITY AND THE UNITED STATES
DEPARTMENT OF AGRICULTURE ANIMAL AND PLANT HEALTH
INSPECTION SERVICES / WILDLIFE SERVICES**

RESOLVED: That the President is hereby authorized to execute an agreement with the United States Department of Agriculture Animal and Plant Health Inspection Services - Wildlife Services, for the control of nuisance birds at the South Meadows Waste Processing Facility, substantially as presented and discussed at this meeting.

Materials Innovation and Recycling Authority
Cooperative Service Agreement with the United States Department of
Agriculture Animal and Plant Health Inspection Service at the
CSWS Waste Processing Facility

Presented to the MIRA Board on: May 13, 2020

Vendor/ Contractor(s): United States Department of Agriculture,
Animal & Plant Health Inspection Services,
Wildlife Services

Effective date: July 1, 2020

Contract Type/Subject matter: Service Agreement for bird and other pest
control at the South Meadows Waste
Processing Facility.

Facility Affected: CSWS Waste Processing Facility

Original Contract: This is a new contract.

Term: July 1, 2020 through June 30, 2021

Contract Dollar Value: \$31,000.00

Amendment(s): NA

Term Extensions: NA

Scope of Services: Provide integrated bird control services at
the South Meadows WPF.

Other Pertinent Provisions: USDA is engaged as a contractor with
Special capability pursuant to section
3.1.2.5 of MIRA's Procurement Policies &
Procedures; accordingly, this contract is
awarded as an exception to the competitive
process.

Materials Innovation and Recycling Authority Connecticut Solid Waste System

Cooperative Services Agreement with United States Department of Agriculture for the Control of Birds

May 13, 2020

Executive Summary

This is to request approval of the MIRA Board of Directors for the President to enter into an agreement with the United States Department of Agriculture (USDA), Animal and Plant Health Inspection Services (APHIS), Wildlife Services (WS) to perform work at the South Meadows Waste Processing Facility on Maxim Road to control nuisance birds. USDA will be engaged as a contractor with special capability pursuant to section 3.1.2.5 of CRRA's Procurement Policies & Procedures; accordingly, this contract is awarded as an exception to the competitive process.

Discussion

As the owner and solid waste permittee of the South Meadows Resource Recovery Facility (RRF), MIRA has a regulatory obligation to control vectors, including birds. Historically, the South Meadows RRF has seasonally experienced excessive bird activity. Despite attempts in past years by MIRA's contractor and project staff to control bird activity using various means, including pyrotechnics, nuisance bird activity has been a recurring issue and if not managed adequately, may present a potential threat to the incoming and outgoing aircraft at the neighboring Brainard Airport.

In 2004, MIRA staff made inquiries to the solid waste management facility operators in other states, as well as to regulatory agencies, with the intent of identifying additional options for controlling birds at its waste facilities. MIRA's search identified the USDA as an organization that is equipped to provide support in management of nuisance birds. Consequently MIRA entered into a Pilot Agreement with the USDA to provide services at the both the Hartford Landfill and the South Meadows Waste Processing Facility. The approach used in controlling birds has involved several methods, using various types of pyrotechnics, visual deterrents and safe traps, as well as toxicants and firearms. The USDA program proved successful, and MIRA has contracted with the USDA for these activities since 2004.

Based on annual reports provided by the USDA during the past decade, and observations made by USDA and MIRA personnel, the work performed by USDA continues to be effective in controlling the number of nuisance birds at the CSWS Waste Processing Facility. Although the vector control activities conducted by USDA at the WPF primarily involve control of nuisance birds, USDA also provides management of other nuisance animals as necessary, including skunks, raccoons and

possum. The USDA Report for the past year's activities is included in the supplemental information package.

In addition to the on-site vector control services, USDA Wildlife Services also provides support to MIRA in completing, submitting and timely processing of the vector depredation permit, which authorizes MIRA – and through MIRA the USDA Wildlife Services – to undertake these depredation activities. MIRA obtains the depredation permit from the USDA, and must renew the permit on an annual basis.

MIRA management recommends contracting with the USDA for these bird control activities in FY 2021.

Financial Summary

The term of the contract is July 1, 2020 through June 30, 2021. The total not-to-exceed cost is \$31,000, which includes the cost of personnel, vehicles, supplies and administration. This is the same contract price as the current year.

These nuisance bird management activities were contemplated when the FY 2021 budget was developed, and \$31,000 has been included in the FY 2021 CSWS WPF operating budget for this purpose.

Tab 3

**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:	May 13, 2020
Counterparty:	Commercial Waste Haulers
Contract Type:	Revenue - Standard Form Solid Waste Delivery Agreement
Facility:	Connecticut Solid Waste System
Revenue:	<p>Total FY2021 revenues are estimated at \$31,672,100, as follows:</p> <p>Estimated total of 333,300 tons of MSW, of which approximately 88,500 tons will be delivered at the base rate of \$93.00/ton, and approximately 244,800 tons will be delivered at the Tier 1 Long Term rate of \$91.00/ton.</p> <p>Estimated total of 18,400 tons of recyclables delivered from non-participating municipalities directly to the Hartford Recycling Facility at \$50.00/ton, and 3,400 tons of recyclables delivered to a MIRA transfer station at a rate of \$72.00/ton.</p>
Term:	One year (7/1/2020 – 6/30/2021). No Extensions.
General:	There are two forms of commercial hauler agreements; one for small haulers and one for large haulers. A small hauler is committing up to 4,000 tons per year of MSW from non-participating towns. A large hauler is committing more than 4,000 tons of MSW from non-participating towns, and is guaranteeing a minimum amount of tons.
Service Fee:	<p><u>Municipal Solid Waste</u></p> <p>\$93.00/ton (Base rate). \$91.00/ton (Tier 1 Long Term rate). \$93.00/ton (MSW delivered from a non-participating municipality, and uncommitted MSW from a Tier 2 municipality).</p>

Recyclables

\$50.00/ton (Residential and commercial recyclables delivered direct to the Hartford facility from a non-participating municipality, and commercial recyclables delivered direct to the Hartford facility from a Tier 1 municipality).

\$72.00/ton (Residential and commercial recyclables delivered to a MIRA transfer station from a non-participating municipality, and commercial recyclables delivered to a MIRA transfer station from a Tier 1 municipality).

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 monthly delivery commitments. Large haulers who fail to meet their monthly delivery commitments are subject to a delivery payment in the amount of \$25 or \$45/ton, dependent on the time of year, for each ton of waste not delivered. Small haulers are not subject to put-or-pays and associated shortfall delivery payments.
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

May 13, 2020

Executive Summary

The current waste delivery agreements between MIRA and commercial waste haulers expire on June 30, 2020. 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, 2019 and expires on June 30, 2020. The new agreement will be for a term of one year (July 1, 2020 through June 30, 2021).

The agreement contains the following provisions:

- a requirement that haulers deliver all Acceptable Solid Waste under their control and collected from residential, municipal and commercial customers within the corporate boundaries of any Tier 1 Participating Municipality;
- ability to deliver MSW originating from non-Connecticut Solid Waste System Participating Municipalities ("non-participating municipalities), which includes a minimum waste delivery commitment guarantee (put-or-pay);
- 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;
- ability to deliver Recyclables originating from non-Connecticut Solid Waste System Participating Municipalities ("non-participating municipalities), which includes a minimum waste delivery commitment guarantee (put-or-pay);
- a tip fee of \$50.00 per ton for Recyclables delivered from a non-participating municipality direct to MIRA's Hartford recycling facility;
- a tip fee of \$72.00 per ton for recyclables delivered from a non-participating municipality to a MIRA transfer station; and
- delivery caps;
- a guarantee of payment.

The Service Fee for Municipal Solid Waste is the Base Disposal Fee established in the FY2021 Connecticut Solid Waste System budget, which is \$93.00 per ton. For deliveries of MSW originating 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: \$91.00 per ton. For deliveries of MSW originating in municipalities that have executed a Tier 1 short-term contract or a Tier 2 contract with MIRA, or which originate in a non-participating municipality, commercial haulers will pay the pay \$93.00 per ton, whether delivered direct to the Hartford RRF or to a MIRA transfer station.

There are provisions in the agreement to allow MIRA to charge additional costs that it incurs in the event of an operational impairment condition at one of its facilities that prevents MIRA from accepting and processing MSW; for example, additional costs associated with having to divert MSW to alternate facilities. These provisions also allow MIRA to recalculate the CSWS Net Cost of Operation during such an impairment period. Regarding the Recycling Facility, the agreement allows MIRA to bill a Bypass Charge of \$60 per ton for non-participating recyclables in the event of a recycling facility impairment condition, which would be in addition to the non-participating recycling tipping fee.

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 that a hauler's collection business shrinks, the hauler can have its put-or-pay guarantee adjusted so as not to be liable for a Delivery Payment (i.e., a shortfall penalty).

Tab 4

**RESOLUTION REGARDING REPAIR OF DAMAGE TO MIRA'S
SOLAR ELECTRICITY GENERATING FACILITY AT THE
HARTFORD LANDFILL**

RESOLVED: That the President is hereby authorized to issue a Purchase Order to Ameresco, Inc. for the repair of MIRA's Solar Electricity Generating Facility ("Solar EGF") at the Hartford Landfill, substantially as presented and discussed at this meeting.

Materials Innovation and Recycling Authority
Purchase Order with Ameresco to Repair Damage to MIRA's Solar
EGF at the Hartford Landfill

Presented to the MIRA Board on: May 13, 2020

Vendor/ Contractor(s): Ameresco, Inc.

Effective date: Upon Issuance

Contract Type/Subject matter: Purchase Order for Repair of Damage to
MIRA's Solar EGF

Facility Affected: Hartford Landfill

Term: NA

Contract Dollar Value: \$11,003.25

Scope of Services: Repair of aluminum cable tray and medium
voltage wire.

Other Pertinent Provisions: Ameresco is engaged as a contractor with
Special capability pursuant to section
3.1.2.5 of MIRA's Procurement Policies &
Procedures; accordingly, this contract is
awarded as an exception to the competitive
process.

Materials Innovation and Recycling Authority Connecticut Solid Waste System

Purchase Order with Ameresco to Repair Damage to MIRA's Solar EGF at the Hartford Landfill

May 13, 2020

Executive Summary

This is to request approval of the MIRA Board of Directors for the President to issue a purchase order to Ameresco, Inc. to perform and oversee repair of damage to MIRA's Solar EGF at the Hartford Landfill. Ameresco will be engaged as a contractor with special capability pursuant to section 3.1.2.5 of CRRA's Procurement Policies & Procedures; accordingly, this contract is awarded as an exception to the competitive process. MIRA will be reimbursed for the cost of this work by Connecticut DEEP.

Discussion

MIRA owns and operates a one megawatt Solar EGF located on the top of the Hartford Landfill in Hartford, CT. MIRA completed construction of the Solar EGF in 2014, and subsequently connected it to the City of Hartford Public Works Facility at 50 Jennings Rd., Hartford. MIRA sells energy to the City and shares renewable energy credit revenue with the City under a Long Term Access Agreement and a Power Purchase Agreement. These agreements provide over \$200,000 per year in energy savings to the City, and require MIRA to operate and maintain the Solar EGF in good condition.

In early 2020, MIRA became aware of damage to two of the cable trays carrying medium voltage AC cable from the Solar EGF to the overhead utility poles, along with a portion of the medium voltage AC wire. Based on the damage sustained, MIRA suspected that a CTDEEP mowing contractor caused the damage. MIRA notified CTDEEP of this damage and CTDEEP has agreed that its contractor caused the damage and has agreed to reimburse MIRA for the required repairs.

As part of the competitive procurement for the Solar Landfill Cap project completed in 2014, MIRA included an item for 5 years of routine inspection and maintenance of the Solar EGF to be provided. Ameresco has provided these services since the Solar EGF was installed, and through that contract period, Ameresco has acquired a unique knowledge of the Solar EGF. Based on the nature of the damage, Ameresco is capable of performing some of the work, however, damage to the medium voltage cable must be performed by a qualified medium voltage subcontractor.

Therefore, MIRA directed Ameresco to provide pricing for the portion of the work it is capable of performing, and solicit quotations from qualified medium voltage subcontractors for the remaining repairs.

Financial Summary

Ameresco solicited medium voltage repairs in writing from four qualified contractors, and received quotes from two.

Medium voltage subcontractors contacted and price quotation provided:

Utility Service New England (USNE)	\$7,655
Island Light & Power	\$8,900
Electrical Energy Systems Corp.	No Quote
S3	No Quote

USNE is the low priced subcontractor. Combining its price with the price for the work Ameresco will complete directly results in a total cost for the work of \$11,003.25

Since the damage that will be repaired was caused by Connecticut DEEP's mowing contractor, Connecticut DEEP will reimburse MIRA for the cost of this repair.

Tab 5

RESOLUTION REGARDING THREE-YEAR LEGAL AND/OR BOND COUNSEL SERVICES AGREEMENTS

RESOLVED: That the President is hereby authorized to execute, deliver, and perform on behalf of the Authority, Legal and/or Bond Counsel Services Agreements as were substantially set forth in the Request for Qualifications dated January 6, 2020, for a period of three years commencing on July 1, 2020 and terminating on June 30, 2023, with the law firms listed below. Except for the General Counsel position, all counsel positions will be "on call".

GENERAL COUNSEL

Halloran & Sage

BOND COUNSEL

Day Pitney

CONSTRUCTION

Halloran & Sage
Carmody Torrance
Robinson & Cole
Updike, Kelly & Spellacy

EMPLOYMENT

Halloran & Sage
Kainen, Escalera
Carmody Torrance
Cohn Birnbaum
Robinson & Cole
Updike, Kelly & Spellacy

ENERGY/PURA

Halloran & Sage
Carmody Torrance
Day Pitney
Robinson & Cole
Updike, Kelly & Spellacy

ENVIRONMENTAL

Halloran & Sage
Carmody Torrance
Cohn Birnbaum
Day Pitney
Robinson & Cole
Updike, Kelly & Spellacy

LITIGATION

Halloran & Sage
Carmody Torrance
Cohn Birnbaum
Day Pitney
Kainen, Escalera
Robinson & Cole
Rosenberg, Whewell, & Hite
Updike, Kelly & Spellacy

REAL ESTATE

Halloran & Sage
Carmody Torrance
Cohn Birnbaum
Robinson & Cole
Updike, Kelly & Spellacy

SOLID WASTE

Halloran & Sage
Carmody Torrance
Cohn Birnbaum
Robinson & Cole
Updike, Kelly & Spellacy

Materials Innovation and Recycling Authority

Solicitation of Legal and/or Bond Counsel Services For a Three Year Term beginning July 1, 2020

May 13, 2020

Executive Summary

This is to request that the MIRA Board of Directors authorize the President to enter into agreements with the firms identified on the attached list to provide legal services as described herein for the three-year period beginning July 1, 2020 and ending June 30, 2023.

Discussion

In the course of conducting its business, MIRA requires the assistance of attorneys and law firms to provide various legal services and legal representation. MIRA's "Procurement Policies and Procedures" establishes a "Request for Qualifications" ("RFQ") process to obtain such services. The RFQ process is "a process by which MIRA identifies persons to perform services on behalf of . . . MIRA through the solicitation of qualifications, experience, [and] prices." MIRA has historically used the RFQ process to pre-qualify firms for a variety of legal services that it requires. MIRA makes no financial commitment to any firm in the three year services Agreements that are executed as an outcome of the RFQ process. The RFQ process simply qualifies a firm as eligible to undertake work for MIRA at a later date and for an agreed upon billing rate, when a specific need is actually identified during the term of the Agreement. Any such future work would be procured through a Request for Services ("RFS").

In accordance with its Procurement Policies and Procedures, and the Connecticut General Statutes, MIRA is required to solicit for technical and professional services (including legal services) once every three years. Legal Services Agreements currently in effect will expire on June 30, 2020.

Accordingly, MIRA issued an RFQ for Legal and/or Bond Counsel Services on January 6, 2020, in order to solicit firms with which to contract for a new three year period beginning July 1, 2020.

The availability of the RFQ was advertised on the Department of Administrative Services State Contracting Portal website and on the MIRA website. In addition:

- The availability of the RFQ was advertised on-line via the Connecticut Law Journal and the Bond Buyer.

- A notice regarding the availability of the RFQ was sent to firms who submitted a notice of interest form to the Authority three years ago when the Authority last issued an RFQ for legal services.

A total of thirteen packages were received, four of which proposed legal and bond counsel services, and another four were for bond counsel services only. All were determined by the MIRA Contract and Procurement Manager to be administratively complete. The P&P Committee designated the Management group to evaluate the responsive firms for all panel counsel positions. Management reviewed each firm's experience, qualifications and expertise, state presence, and proposed rates, and considered each in light of MIRA's anticipated legal requirements during Fiscal Years 2021 through 2023.

In accordance with the Department of Energy and Environmental Protection's Request for Proposals for the re-development of MIRA's Connecticut Solid Waste System Project, MIRA is continuing to work with DEEP's selected bidder, Sacyr Rooney Recovery Team LLC, while concurrently beginning to consider alternatives in the event that re-development efforts are not successful. Management believes that the Authority will be best served during this period by continuing to rely upon the advice of counsel who have served it well in the past and who are familiar with our existing contracts and business arrangements, by supplementing our potential pool of available counsel in anticipation of changes to MIRA's mission and business model, and by the retention of bond counsel to provide advice and assistance with raising the capital that may be required to implement project re-development or alternatives which will enable the Authority to continue to serve municipalities through 2027.

Tab 6

RESOLUTION FOR THE MATERIALS INNOVATION AND RECYCLING AUTHORITY BOARD OF DIRECTORS
REGARDING RECOMMENDED COURSE OF ACTION CONCERNING THE CSWS REDEVELOPMENT

WHEREAS, The Materials Innovation and Recycling Authority ("MIRA") and the Sacyr Rooney Recovery Team, LLC ("SRRT") entered into a term sheet dated November 25, 2019 ("Term Sheet") providing a framework for the potential redevelopment of the Connecticut Solid Waste System's Waste to Energy Facility and Recycling Facility (the "Project"); and

WHEREAS, The Term Sheet provides that, upon its execution, MIRA shall commence its CSWS Project Marketing Activities and seek to guarantee minimum deliveries of 650,000 tons of municipal solid waste and 50,000 tons of single stream recyclables (the "MIRA Capacity Share"); and

WHEREAS, The Term Sheet provides that upon successful conclusion of the CSWS Project Marketing Activities, SRRT shall commence all Required Due Diligence necessary to produce a Final Forecast for the Project, and MIRA shall commence the development of Project Agreements, Financing and Bond Documents necessary to finance the Project; and

WHEREAS, The Term Sheet further provides that the CSWS Project Marketing Activities shall conclude upon the earlier of May 31, 2020 or the date upon which the MIRA Capacity Share is adequately contracted as determined by MIRA; and

WHEREAS, The Term Sheet further provides that if the MIRA Capacity Share cannot be secured, MIRA shall notify SRRT and SRRT shall not be obligated to further perform in any way under the Term Sheet; and

WHEREAS, MIRA has undertaken its CSWS Project Marketing Activities including statewide, regional and individual municipal presentations and surveys setting forth the municipal commitments and tip fees necessary to finance the Project and has determined that the MIRA Capacity Share is not adequately contracted; and

WHEREAS, By resolution adopted at its February 18, 2020 meeting, the MIRA Board of Director's adopted its Fiscal Year 2021 CSWS Division Operating and Capital Budgets ("CSWS Budget Resolution") acknowledging that such budgets did not include funding for either i) the development of agreements necessary to finance the Project in the event the CSWS Project Marketing Activities concluded successfully, or ii) the planning and development of alternate outcomes to the Project in the event the CSWS Project Marketing Activities did not conclude successfully; and

WHEREAS, the CSWS Budget Resolution further directed management to develop and recommend for approval by the Board of Directors, no later than upon conclusion of the CSWS Project Marketing Activities, a course of action and budget to either finance the Project or pursue one of several alternate outcomes identified in the CSWS Budget Resolution; and

WHEREAS, MIRA management has evaluated such alternate outcomes and recommends immediate commencement of planning and contracting activities necessary to i) undertake a managed transition to permit – compliant transfer operations to be conducted from the CSWS Waste to Energy Facility effective July 1, 2022 and concluding no earlier than June 30, 2027, and ii) issue a Request for Proposals to ensure continued operation and potential redevelopment of the Recycling Facility effective July 1, 2021 and concluding no earlier than June 30, 2027.

NOW, THEREFORE, BE IT:

RESOLVED: That management is directed to notify SRRT in writing as required under the Term Sheet that the MIRA Capacity Share cannot be secured and SRRT shall not be obligated to perform the Required Due Diligence or perform in any way under the Term Sheet; and

FURTHER RESOLVED: That management is directed to immediately commence planning and contracting activities necessary to i) transition the Waste to Energy Facility to transfer operations, and ii) issue a Request for Proposals to ensure continued operation and redevelopment of the Recycling Facility as recommended and discussed at this meeting subject to funding available within the adopted CSWS Operating and Capital Budgets; and

FURTHER RESOLVED: That management is directed to regularly report to this Board on the steps being taken to transition the Waste to Energy Facility which reports shall identify milestones effectively precluding reconsideration of a future redevelopment of such Facility.