

## MEMORANDUM

**TO:** MIRA OS & HR Committee  
**FROM:** Jim Hayden, OS & HR Committee Chairperson  
**DATE:** April 8, 2021  
**RE:** Notice of OS & HR Committee Regular Meeting

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There will be a regular meeting of the Organizational Synergy and Human Resources Committee of the Materials Innovation and Recycling Authority (MIRA) Board of Directors on *Wednesday, April 14, 2021 at 8:30 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 859 9231 0767#, and then entering the password 869561# when prompted.***

The purpose of the meeting will be the following matters:

- I. Pledge of Allegiance.
- II. Public Comment (3 minutes per speaker).
- III. Review and Approve – January 20, 2021 OS & HR Committee Minutes.
- IV. Review and Approve – February 24, 2021 OS & HR Committee Minutes.
- V. Review and Approve – March 2, 2021 OS & HR Committee Minutes.
- VI. HR Update.
- VII. Executive Session to discuss personnel employment matters, including the retention of critical skilled employees at the W-T-E Facility.
- VIII. Resolution Regarding Employee Request to Engage in Outside Employment.

If you will be unable to attend, please notify Laurie Hunt ([lhunt@ctmira.org](mailto:lhunt@ctmira.org)) immediately.

cc: Don Stein, Chairman  
Laurie Hunt, Esq.

Tom Kirk, President  
Peter Egan

Mark Daley, CFO  
Thomas Edstrom

# ***Tab 1***

**Organizational Synergy & Human Resources Committee**  
**January 20, 2021**  
**Regular Meeting Minutes**

A Regular Telephonic Meeting of the Organizational Synergy & Human Resources Committee of the Materials Innovation and Recycling Authority was held on January 20, 2021. Present via video or audio conferencing were:

Members Present: Chairman James Hayden  
Edward Bailey  
Susan Weisselberg

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  
Thomas Edstrom, Risk Manager/Benefits Administrator

Others Present: None

**PUBLIC COMMENT**

Committee Chairman Hayden called the meeting to order at 8:32 a.m. He said there were no members of the public who wished to comment and proceeded with the agenda.

**1. Approval of the Minutes of the October 14, 2020 OS & HR meeting.**

Committee Chairman Hayden requested a motion to accept the minutes of the October 14, 2020 OS & HR Committee meeting. The motion to approve the minutes was made by Director Bailey and seconded by Director Weisselberg.

The motion to accept the minutes was approved. Director Weisselberg abstained.

**22. OS & HR UPDATE**

Mr. Kirk provided a brief update on the Employees Status report. He also discussed continued provision of Covid leave for MIRA employees with the Committee.

**3. EXECUTIVE SESSION**

Committee Chairman Hayden requested a motion to go into Executive Session to discuss personnel employment matters. The motion was made by Director Bailey and seconded by Director Weisselberg. The motion was approved. Committee Chairman Hayden requested that Tom Kirk, Mark Daley, Peter Egan, and Laurie Hunt remain for the Executive Session in addition to the Committee members, and that Tom Kirk only join the Committee members for a few minutes at the end.

The Executive Session commenced at 8:47 a.m. and concluded at 9:30 a.m.

**4. ADJOURNMENT**

Committee Chairman Hayden noted that no votes were taken, and adjourned the meeting at 9:30 a.m.

# ***Tab 2***

**Organizational Synergy & Human Resources Committee**  
**February 24, 2021**  
**Special Meeting Minutes**

A Special Telephonic Meeting of the Organizational Synergy & Human Resources Committee of the Materials Innovation and Recycling Authority was held on February 24, 2021. Present via video or audio conferencing were:

Members Present: Chairman James Hayden  
Edward Bailey  
Susan Weisselberg

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  
Thomas Edstrom, Risk Manager/Benefits Administrator

Others Present: None

**PUBLIC COMMENT**

Committee Chairman Hayden called the meeting to order at 8:32 a.m. He said there were no members of the public who wished to comment and proceeded with the agenda.

**1. EXECUTIVE SESSION**

Committee Chairman Hayden requested a motion to go into Executive Session to discuss personnel employment matters, including the pending retirement of Mr. Peter Egan, the hiring of a new Director of Operations and Environmental Affairs, and the retention of critical skilled employees at the W-T-E Facility. The motion was made by Director Bailey, seconded by Director Weisselberg, and unanimously approved. Committee Chairman Hayden requested that Tom Kirk, Mark Daley, Peter Egan, and Laurie Hunt remain for the Executive Session in addition to the Committee members.

The Executive Session commenced at 8:34 a.m. and concluded at 8:55 a.m. Committee Chairman Hayden noted that no votes were taken in Executive Session.

**2. Review and Recommend RESOLUTION APPROVING FILLING THE DIRECTOR OF OPERATIONS AND ENVIRONMENTAL AFFAIRS POSITION.**

Committee Chairman Hayden requested a motion on the above-referenced item. The motion was made by Director Bailey and seconded by Director Weisselberg.

**WHEREAS**, Mr. Peter Egan, the Authority's longtime Director of Operations and Environmental Affairs, has submitted his resignation; and

**WHEREAS**, the Authority's Hiring, Compensation, Promotion and Dismissal Procedure ("Procedure") requires the President to obtain the approval of the Directors, by a majority vote, prior to filling the position of Director of Operations and hiring the President's recommended candidate; and

**WHEREAS**, the Procedure also provides for the posting and advertising of vacant positions, and for any deviations from the Procedure to be subject to approval by a majority of the voting members of the Directors present at a scheduled meeting; and

**WHEREAS**, Mr. Egan's pending resignation warrants expedited hiring of an experienced and qualified candidate to work alongside Mr. Egan for a few weeks prior to assuming full responsibility for the Authority's operations and environmental affairs;

**NOW, THEREFORE**, it is hereby:

**RESOLVED**: That this Board authorizes the President to fill the position of Director of Operations and Environmental Affairs as an exception to the Authority's Procedure regarding the posting and advertising of vacant positions, and approves the hiring of the recommended candidate, as discussed at this meeting.

The motion previously made and seconded was unanimously approved.

**3. Review and Recommend RESOLUTION APPROVING A PERSONAL SERVICES AGREEMENT WITH MR. PETER EGAN.**

Committee Chairman Hayden requested a motion on the above-referenced item. The motion was made by Director Bailey and seconded by Director Weisselberg.

**WHEREAS**, Peter Egan, MIRA's Director of Operations and Environmental Affairs, has indicated that he intends to retire; and

**WHEREAS**, Mr. Egan has been employed by the Authority in various senior level positions since 2001, including as Director of Environmental Affairs since 2001 and as Director of Operations and Environmental Affairs since 2011, and has unduplicated and irreplaceable institutional knowledge of those aspects of the Authority's business; and

**WHEREAS**, Mr. Egan has agreed to be available to the Authority as a consultant as the President may deem necessary;

**NOW, THEREFORE**, it is

**RESOLVED:** That the President is authorized to enter into a Personal Services Agreement with Peter Egan substantially as presented and discussed at this meeting.

**4. ADJOURNMENT**

Committee Chairman Hayden requested a motion to adjourn. The motion was made by Director Weisselberg and seconded by Director Bailey. The meeting was adjourned at 8:57 a.m.



# ***Tab 3***

**Organizational Synergy & Human Resources Committee**  
**March 2, 2021**  
**Special Meeting Minutes**

A Special Telephonic Meeting of the Organizational Synergy & Human Resources Committee of the Materials Innovation and Recycling Authority was held on March 2, 2021. Present via video or audio conferencing were:

Members Present: Chairman James Hayden  
Edward Bailey  
Susan Weisselberg

Present from MIRA: Tom Kirk, President  
Laurie Hunt, Director of Legal Services

Others Present: None

**PUBLIC COMMENT**

Committee Chairman Hayden called the meeting to order at 10:06 a.m. He said there were no members of the public who wished to comment and proceeded with the agenda.

**1. EXECUTIVE SESSION**

Committee Chairman Hayden requested a motion to go into Executive Session to discuss personnel employment matters, including the hiring of a new Director of Operations and Environmental Affairs. The motion was made by Director Weisselberg, seconded by Director Bailey, and unanimously approved. Committee Chairman Hayden requested that Tom Kirk and Laurie Hunt remain for the Executive Session in addition to the Committee members.

The Executive Session commenced at 10:07 a.m. and concluded at 10:12 a.m. Committee Chairman Hayden noted that no votes were taken in Executive Session.

**2. RESOLUTION APPROVING FILLING THE DIRECTOR OF OPERATIONS AND ENVIRONMENTAL AFFAIRS POSITION.**

Committee Chairman Hayden requested a motion on the above-referenced item. The motion was made by Director Bailey and seconded by Director Weisselberg.

**WHEREAS**, the Authority's Board of Directors has authorized the President to fill the position of Director of Operations and Environmental Affairs, and to hire the recommended candidate, subject to final approval by this Committee of the specifics of the Offer Letter for employment of such candidate; and

**WHEREAS**, this Committee has reviewed the Offer Letter to such candidate, as requested by the Board;

**NOW, therefore**, it is hereby:

**RESOLVED**: That this Committee approves the Offer Letter as presented.

The motion previously made and seconded was unanimously approved.

### **3. ADJOURNMENT**

Committee Chairman Hayden requested a motion to adjourn. The motion was made by Director Weisselberg and seconded by Director Bailey. The meeting was adjourned at 10:14 a.m.

# ***Tab 4***

## HR Quarterly Report

Year	Quarter
2021	2

Current	
Full time Employees	28
Part Time Employees	1
Salaried	17
Hourly	12
Total Employees	29
Temps	2

Demographics	
Female	8
Male	21
Average Age	53.76
Avg. Length of Service	16
Hartford Residents	0
Participating Town Residents	12

Changes (YTD)	
New Hire	1
Dismissal	1
Resignations	1
Raises	0
Promotions	0
Probation	0

401K	
Below 5% Contribution	2
Employees with Loans	3

Wellness	
FY21	9

Injuries (YTD)	
WC/Non WC	0
Medical/FMLA	1
Lost Time	0
OSHA	0

Benefits	
Health Savings Account	0
Traditional	19
Opt Out	10
Renewal Date	1/1/21, 7/1/21
Provider	Anthem
Broker	AssuredPartners

# ***Tab 5***

## **RESOLUTION REGARDING EMPLOYEE REQUEST TO ENGAGE IN OUTSIDE EMPLOYMENT**

WHEREAS, Mr. John Clark, MIRA's new Director of Operations and Environmental Affairs, has requested MIRA consent to his performance of consulting services for his former employer, HDR, on matters unrelated to MIRA; and

WHEREAS, MIRA's Ethics Policy requires Organizational Synergy and Human Resources Committee approval of any outside employment proposed to be undertaken by a MIRA employee; and

WHEREAS, the President and in-house counsel have reviewed Mr. Clark's request pursuant to the criteria set forth in MIRA's Ethics Policy, and have recommended that this Committee grant his request;

NOW, therefore, it is

**RESOLVED:** The Organizational Synergy and Human Resources Committee hereby approves Mr. Clark's request.

# MATERIALS INNOVATION AND RECYCLING AUTHORITY

## Organizational Synergy and Human Resources Committee

John Clark, MIRA's new Director of Operations and Environmental Affairs, proposes to perform limited consulting services for his former employer, HDR Inc., regarding matters unrelated to MIRA in which he was involved while employed by HDR, and has requested MIRA's consent for such other employment. Mr. Clark has reviewed MIRA's Ethics Policy, including Section 2 thereof, which provides, in relevant part:

### **2. PROHIBITED ACTIVITIES FOR PRESENT MEMBERS AND EMPLOYEES OF CRRA**

#### **(a) No Financial Interest**

No Member or Employee shall, while serving as such, have any financial interest in, or engage in, any business, employment, transaction or professional activity, which is in Substantial Conflict with the proper discharge of his duties, responsibilities or employment with CRRA, or the public interest as prescribed in the laws of the State of Connecticut.

#### **(b) No Employment**

No Member or Employee shall accept other employment which will either impair his independence of judgment as to his responsibilities, official duties, or employment, or require him, or induce him, to disclose confidential information acquired by him in the course of and by reason of his responsibilities, official duties or employment with CRRA. Nothing herein shall be interpreted to prohibit or restrict the service as a Municipal Official of any Municipal Official Member.

No Employee who proposes to undertake other employment while continuing in CRRA employment shall do so without the approval of the Organizational Synergy and Human Resources Committee. The Employee shall discuss such proposed employment with CRRA's in-house counsel, and shall request consideration by the Organizational Synergy and Human Resources Committee. Counsel shall review the matter and make a recommendation to the Organizational Synergy and Human Resources Committee, which Committee shall timely grant or deny its approval based on its assessment of the criteria set forth above as applied to the particulars of the proposed employment. If desired by the Organizational Synergy and Human Resources Committee, CRRA shall request an advisory opinion regarding the propriety of the proposed employment from the Office of State Ethics.



As required by the policy, Mr. Clark has discussed the matter with in-house counsel, who has discussed it with MIRA President Tom Kirk. We agree that Mr. Clark's performance of such limited consulting services (estimated at one to four hours/week, for a period ending on or about July 31, 2021) should not result in a violation of MIRA's or the Connecticut Office of State Ethic's ethics policies. Mr. Clark has assured us that such services will not interfere with his MIRA responsibilities and has committed to immediately terminate such consulting arrangement if President Kirk finds otherwise. We therefore recommend that the Committee approve Mr. Clark's request.