

Organizational Synergy & Human Resources Committee
July 12, 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 July 12, 2021. Present via video or audio conferencing were:

Members Present: Chairman James Hayden
Edward Bailey
Don Stein

Present from MIRA: Tom Kirk, President
Mark Daley, Chief Financial Officer
Laurie Hunt, Director of Legal Services

Others Present: Attorney Miguel Escalera

PUBLIC COMMENT

Committee Chairman Hayden called the meeting to order at 12:07 p.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 re-hiring of the former Director of Operations and Environmental Affairs. The motion was made by Director Bailey, seconded by Director Hayden, and unanimously approved. Committee Chairman Hayden requested that Tom Kirk, Mark Daley, Laurie Hunt, and Attorney Escalera remain for the Executive Session in addition to the Committee members.

The Executive Session commenced at 12:09 p.m. and concluded at 12:28 p.m., and public session resumed. 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-captioned item. The motion was made by Director Bailey and seconded by Director Hayden.

WHEREAS, The Materials Innovation and Recycling Authority (the “Authority”) has previously adopted a Hiring, Compensation, Promotion and Dismissal Procedure (“Procedure”); and

WHEREAS, such Procedure requires the President to obtain the approval of the Directors, by a majority vote, prior to filling the following senior management positions, including Director of Operations and Director of Environmental Affairs; and

WHEREAS, such Procedure generally provides for the posting and advertising of positions to be filled, and for deviations to such procedure to be subject to approval by a majority of the voting members of the Directors present at a scheduled meeting; and

WHEREAS, John Clark, MIRA’s Director of Operations and Environmental Affairs, is leaving, effective on or about July 16, 2021, and his pending departure warrants expedited hiring of an experienced and qualified candidate; and

WHEREAS, Mr. Egan was 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 has remained actively involved in MIRA’s affairs as a consultant since his departure last winter; and

WHEREAS, the Board and management have determined that it is advisable to promptly fill the vacant Director of Operations and Environmental Affairs position, and that, based on Mr. Egan’s prior tenure and performance in that role, he is a highly qualified candidate; and

WHEREAS, Mr. Egan has expressed interest in returning to his prior position with the Authority; and

WHEREAS, the Authority anticipates suspending waste combustion at the South Meadows Waste-to-Energy Facility (the “Facility”) and transitioning the Connecticut Solid Waste System to a transfer operation no later than June 30, 2022, to be followed by decommissioning and an undetermined level of other potential activities after June 30, 2022, for which the Authority anticipates it will require the services of a Director of Operations and Environmental Affairs;

NOW, THEREFORE, it is

RESOLVED: That the President is authorized to offer Peter Egan the position of Director of Operations and Environmental Affairs, at his prior salary and benefits, specifically including retention of his prior seniority, waiver of the waiting period for 401(k) participation, and applicable leave time consistent with his cumulative years of service; and

FURTHER RESOLVED: That the President is hereby authorized to enter into a new employment agreement with Mr. Egan, substantially on the terms and with the provisions discussed at this meeting; and

FURTHER RESOLVED: Pursuant to Conn. Gen. Stat. Section 22a-277(c) the board hereby authorizes the President to delegate to Peter W. Egan, upon his hiring for the position of Director of Operations and Environmental Affairs, as duly authorized representative of the Authority, the authority to sign regulatory and permit-required applications, reports and other applicable information submitted by the Authority to the Connecticut Department of Energy & Environmental Protection, in connection with air, water, and solid waste compliance and permitting programs, substantially as presented and discussed at this meeting. This delegation of authority, in the President's opinion, would be appropriate for the prompt and orderly transaction of the business of the Authority.

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 Bailey and seconded by Director Hayden. The meeting adjourned at 12:29 p.m.