

**Organizational Synergy & Human Resources Committee**  
**November 2, 2022**  
**Special Meeting Minutes**

A Special Meeting of the Organizational Synergy & Human Resources Committee of the Materials Innovation and Recycling Authority was held on November 2, 2022. Present via video or audio conferencing were:

Members Present:     Chairman James Hayden  
                              Susan Weisselberg  
                              Bert Hunter

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  
                              Cheryl Kaminsky, Manager of Accounting and Financial Reporting  
                              Roger Guzowski, Manager of Contracts and Procurement

Others present:       None

**PUBLIC COMMENT**

Committee Chairman Hayden called the meeting to order at 12:04 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 enter into Executive Session to discuss personnel employment matters, including anticipated FY 23 organizational structure and required staffing. The motion to enter Executive Session was made by Director Weisselberg and seconded by Director Hunter. 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 motion was unanimously approved.

The Executive Session began at 12:06 p.m. and concluded at 12:52 p.m., and Committee Chairman Hayden resumed the public meeting noting that no votes were taken in executive session.

**2. Review and Recommend – Amendment to Section 9.1, Vacation, of the Authority’s Employee Handbook.**

Committee Chairman Hayden requested a motion on the above referenced amendment to the Employee Handbook. The motion was made by Director Weisselberg and seconded by Director Hunter.

**WHEREAS**, the Authority has long-serving employees on whom it depends for institutional knowledge and expertise; and

**WHEREAS**, the Authority values its employees highly and deems it appropriate to acknowledge and reward long service;

**NOW, THEREFORE**, it is

**RESOLVED**: That beginning in 2023, any employee who has completed thirty (30) years of service with the Authority shall receive an additional five (5) days of vacation per calendar year; and

Further **RESOLVED**: That Section 9.1, Vacation, of the Employee Handbook shall be amended accordingly.

Ms. Hunt stated that the Authority appreciated the employees who have been with MIRA (formerly CRRA) for many years and who hold much institutional knowledge. The Authority wanted to recognize those employees by awarding an additional 5 days of vacation per year.

The motion to amend the Employee Handbook was approved unanimously.

**3. Review and Recommend – Resolution Regarding Authority Organization.**

Committee Chairman Hayden requested a motion on the above referenced Resolution Regarding Authority Organization. The motion was made by Director Weisselberg and seconded by Director Hunter.

**WHEREAS**, The Materials Innovation and Recycling Authority (“Authority”) bylaws provide that the Directors shall establish from time to time such rules and regulations as may be necessary to provide an adequate and systematic procedure for handling the personnel affairs of the administrative staff of the Authority; and

**WHEREAS**, The Directors have established hiring, compensation, promotion and dismissal procedures (known as Policy and Procedure No BOD 012) which provide, among other things, that the creation of all positions and the duties and compensation therefore are subject to the prior approval of the Board of Directors; and

**WHEREAS**, The Authority has established an Internal Management Procedure known as the Authority’s Employee Handbook which provides, among other things, that the organization of

the Authority is established by the President and approved by the Board of Directors, and that from time to time the President may recommend to the Board revisions in the staffing structure to meet the changing needs of the administration; and

**WHEREAS**, The Authority has closed its CSWS Resource Recovery Facility in Hartford due to its age, serviceability and underlying economics, transitioned to waste transfer operations on behalf of a significantly reduced base of municipal customers, and commenced a consolidation of staff and duties in response to these circumstances; and

**WHEREAS**, Such consolidation of staff and duties involves a reduction in force from a total of 30 budgeted positions in the fiscal year 2022 adopted budget to a total of 15 positions substantially effective as of January 2023 as shown graphically in the Organizational Structure (Post January 2023) and Realignment of Duties included in Exhibit A attached hereto; and

**WHEREAS**, The Authority now desires to codify and approve such consolidation of staff and duties as required under its Bylaws, Policy and Procedure No BOD 012, and the Employee Handbook also as shown in the Position Summaries included in Exhibit A attached hereto; and

**WHEREAS**, At its September 21, 2022 meeting, the Authority resolved that the practice of requiring two signatures on Authority checks shall continue after Mark Daley assumes the position of President on January 6, 2023 by requiring signatures of Mark Daley as President and Cheryl Kaminsky as Manager of Accounting and Financial Reporting and now desires to further specify such payments and authorize employees to transfer funds electronically in accordance with its past practices and adopted resolutions.

**NOW THEREFORE, be it**

**RESOLVED:** That this Board hereby approves the Materials Innovation and Recycling Authority Organizational Structure (Post January 2023), Position Summaries and Realignment of Duties depicted in Exhibit A attached hereto.

**FURTHER RESOLVED:** That the funds of the Authority deposited or invested in any financial institution be subject to withdrawal at any time through checks, notes, bills of exchange, acceptance, or other instruments for payment of money when made, signed, accepted or endorsed on behalf of the Authority, by two of the following: Mark Daley and Cheryl Kaminsky.

**FURTHER RESOLVED:** That any funds that are transferred using methods of Automatic Clearing House (ACH), wire transfer, or electronic banking shall be endorsed on behalf of the Authority, by two of the following: Mark Daley, Cheryl Kaminsky, Todd Arcelaschi and Barbara Dillon provided however that Mark Daley must be one of the two signers.

Mr. Daley stated that essentially by January 6, 2023 the MIRA staff would be reduced by 50% to 15 employees due to the closure of the plant and our reduced customer base. With the reduction of staff, positions and job duties have been shifted to other employees. Therefore, an updated organizational chart and updated job descriptions and/or titles were necessary and are ready for Committee and Board approval per the Authority Bylaws, procedures and Employee Handbook. He commended all involved in the transition including those being retained and those not being retained for their professionalism. Committee Chairman Hayden added that this is a difficult but necessary task under the circumstances and he appreciates all the hard work needed to get through it.

The motion to approve the Resolution Regarding Authority Organization was approved unanimously.

#### **4. Discussion Regarding Health and Welfare Broker of Record Services Agreement.**

Committee Chairman Hayden said that the next item on the agenda is a discussion of the Health and Welfare Broker of Service Agreement.

Mr. Guzowski stated that per the procurement policy, the Authority completed a competitive solicitation process for a Health and Welfare Broker of Record. Although the dollar amount of the contract is under the threshold and not needing Board approval, he felt it important to share this information with the Committee. Assured Partners (formerly People's United), who is our current broker, was the only proposal received and therefore will be awarded the service agreement. Committee Chairman Hayden stated that for transparency reasons, this service agreement should be taken to the Board.

#### **5. Adjournment**

Committee Chairman Hayden requested a motion to adjourn the meeting. The motion was made by Director Hunter and seconded by Director Weisselberg. Committee Chairman Hayden declared the meeting adjourned at 1:00 p.m.