

MATERIALS INNOVATION AND RECYCLING AUTHORITY

June 14, 2023

A Regular meeting of the Board of Directors of the Materials Innovation and Recycling Authority was held via Zoom on Wednesday, June 14, 2023. Present via audio or video conferencing were:

Appointed Directors:

Vice Chairman Jim Hayden
Bert Hunter
Carl Fortuna
Ed Mone
Leonard Assard
Dave Steuber
Rich Soderman
Sue Weisselberg

Ad Hoc Members:

Present from MIRA:

Mark Daley, President & CFO
Tom Gaffey, Director of Recycling and Enforcement
Cheryl Kaminsky, Comptroller
Roger Guzowski, Supply Chain Manager
Dave Bodendorf, Manager of Engineering, Construction and Power Assets
Chris Shepard, Environmental Compliance Manager

Others Present:

Ann Catino, Halloran & Sage

Vice Chairman Hayden called the meeting officially to order at 9:30 a.m. and said that a quorum was present. He noted that CTN is broadcasting and this appears to be the last meeting of the MIRA Board due to legislation that has been passed.

PUBLIC PORTION

Vice Chairman Hayden 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. Mr. Steve Sack, President of Sack Energy, spoke in protest to the award of a jet fuel purchase agreement to East River Energy. Mr. Daley stated

MIRA had received the protest, would respond to it and table the contract at this meeting but address it further moving forward.

1. APPROVAL OF THE MINUTES OF THE APRIL 12, 2023 REGULAR BOARD MEETING

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Fortuna and seconded by Director Mone. The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg (Not in attendance 4/12)			X
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman (Not in attendance 4/12)			X
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

2. RESOLUTION REGARDING APPROVAL OF SPOT WASTE SOLICITATION CONDUCTED MARCH 2023

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Mone and seconded by Director Fortuna.

RESOLVED: That the President is hereby authorized to select A Spot Waste delivery offer that is responsive to the needs of the CSWS to minimize a waste delivery shortfall in accordance with Internal Management Procedure No. 410 to ensure the desired optimal operation of the facility, substantially as discussed and presented at this meeting, and;

FURTHER RESOLVED: that the President is authorized to select the Spot Waste delivery offer from Eastern Transfer Station, LLC. for delivery of MSW to Covanta Sustainable Solutions, LLC; substantially as presented and discussed at this meeting.

Mr. Daley stated that in March we undertook a solicitation for spot waste as permitted in our procedures for market driven purchases. We originally took this to the April Finance Committee but had to table it at the April Board because we did not have the necessary 8 votes. Then the May Board was cancelled so ratification of the transaction remains a carry-over from April.

Mr. Daley added that we essentially have had a shortage of waste delivered to the Preston Resource Recovery Facility that is causing potential delivery penalties under our contract with Covanta that we are trying to mitigate. As indicted in the attachment, we awarded 280 tons per week to the Eastern Transfer Station at a price of \$75 per ton direct to Preston on our account (no handling by MIRA). This effectively reduces our penalty by \$30 per ton for 650 tons per month and by \$20 per ton for 470 tons per month based on the sliding scale of fees we pay Covanta. This results in the total savings of \$86,700 shown in the resolution and background.

Mr. Daley further noted that the Board of Directors Financial Report for April shown approximately 900 tons of waste was delivered direct to Preston in April under this arrangement.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain

Luke Bronin (Not in attendance)			
---------------------------------	--	--	--

3. RESOLUTION REGARDING AWARD OF OUTSIDE COUNSEL SERVICES

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Fortuna and seconded by Director Assard.

RESOLVED: That the President is hereby authorized to execute, deliver, and perform on behalf of the Authority, Legal Service Agreements as were substantially set forth in Attachment 1 to the Request for Qualifications issued February 14, 2023 for a period of three years commencing on July 1, 2023 and terminating on June 30, 2026, with the law firms listed below. All work performed under these agreements will be pursuant to a request for service in accordance with the agreement.

GENERAL COUNSEL

Halloran & Sage

CONSTRUCTION

Brown Rudnick LLP

Halloran & Sage

Updike, Kelly & Spellacy

West Group Law

EMPLOYMENT

Kainen, Escalera

Halloran & Sage

Cohn Birnbaum & Shea

Updike, Kelly & Spellacy

Zangari Cohn Cuthbertson Duhl &

Grello

ENERGY/PURA

Halloran & Sage

Updike, Kelly & Spellacy

Brown Rudnick LLP

West Group Law

ENVIRONMENTAL

Halloran & Sage

Cohn Birnbaum & Shea

Updike, Kelly & Spellacy

Brown Rudnick LLP

West Group Law

LITIGATION

Halloran & Sage

Cohn Birnbaum & Shea

Crumbie Law Group LLC

Kainen, Escalera

Updike, Kelly & Spellacy

West Group Law

REAL ESTATE

Halloran & Sage

Brown Rudnick LLP

West Group Law

Cohn Birnbaum & Shea

Updike, Kelly & Spellacy

Crumbie Law Group LLC

SOLID WASTE

Halloran & Sage

Cohn Birnbaum & Shea

Updike, Kelly & Spellacy

West Group Law

Mr. Daley stated this item authorizes execution of legal service agreements with 8 local firms covering all categories of service requested in the Request for Qualifications process MIRA recently concluded. Our current legal service agreements expire June 30, 2023 and we feel it's beneficial and necessary to have these agreements in place for the pending transition. Mr. Daley added that all of the agreements include a 30 termination provision for convenience.

Mr. Daley further stated this item was initially addressed at Finance Committee in April. It was decided that Roger Guzowski and myself would review submitted qualifications but we would also distribute qualifications to the committee to provide an opportunity for director input. He said at the May Finance Committee we recommended contracting with all of the firms for the categories they submitted with one exception which is the general counsel. We historically have one general counsel and recommend that category be awarded only to Halloran and Sage our incumbent. Otherwise we did not see a reason to not award any particular firm its requested categories of service. Mr. Daley added that the Finance Committee concurred in May recognizing the 30 day termination provision but then the May Board was cancelled.

Mr. Daley stated that MIRA proceeded to develop and provide the contracts to the recommended firms for their signature so we are ready to go. We received 7 contracts and 1 is outstanding. He said this was an RFQ for on call services so no work is guaranteed but it can reasonably be expected that requests for service will exceed \$50,000 so we have indicated this as a 2/3 vote requirement for the Board which is consistent with past practice.

Director Steuber noted the three year term of the agreements and requested clarification that the agreements could be terminated by a new Board if desired. Director Hunter confirmed that is correct and was specifically addressed at Finance Committee. Director Mone inquired if there was a financial consideration for a termination. Mr. Daley noted we would need to pay for services rendered.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		

Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

4. **RESOLUTION REGARDING CSWS COMMERCIAL HAULER AGREEMENT**

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Hunter and seconded by Director Fortuna.

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..

Mr. Daley stated this is the annual commercial hauler agreement we put in place for haulers operating within the borders of our municipal customers. This was also originally brought through the May Finance Committee and intended for the May Board meeting that was cancelled. This is also a 2/3 vote requirement due to the revenues expected.

Mr. Daley added that this is for the one year term beginning July 1, 2023 and ending 6/30/2024 and provides for payment of the adopted Tier 1 long term and short term tip fees. This also provides the administrative framework for control of our deliveries, and access to our facilities through our permitting, disposal and billing procedures document.

Mr. Daley said MIRA also proceeded to develop and provide the contracts to all of the haulers for their signature so we are ready to go. Most have come back or are in the process of being executed.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain

Luke Bronin (Not in attendance)			
---------------------------------	--	--	--

5. RESOLUTION REGARDING FUNDING OF CONTRACTOR SEVERANCE FOR JET TURBINE FACILITY

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Hunter and seconded by Director Fortuna.

RESOLVED: That this Board hereby approves the designation and use of the Property Division Operating Account to fund the NAES Contractor Severance Program for employees transferred to the Jet Turbine Facility which shall be in addition to the adopted Property Division Operating Budget for Fiscal Year 2023.

Mr. Daley stated we are now past the May 31st delist date for the Jets and the June 30th expiration of the NAES contract is just around the corner. We had previously entered into an amendment with NAES providing for a contractor severance program for 89 eligible NAES employees. The program was essential and successful in retaining the personnel necessary to operate the resource recovery facility and the jets through their managed shut downs. He said MIRA first implemented the program for 71 contractor employees following shut down of the resource recovery facility. At that time 11 employees transferred to the Jets to run the control room 24 / 7. Since then a couple employees resigned and were replaced with employees no longer eligible for the program. This leaves 8 eligible employees at the Jets for which we requested and received the current estimated cost of the program for the Jets. Mr. Daley added that the total estimate for these employees is approximately \$245,000.

Mr. Daley further stated the resolution also establishes the Property Division Operating Account as the fund from which these payments will be made which is in addition to the adopted budget for FY 2023. This will leave one employee eligible under the program for the resource recovery facility who has been on disability and that payment is funded in the previous resolution.

Mr. Daley also stated MIRA had employment counsel review the updated separation agreement, NAES incorporated requested changes and we have completed packages now for 7 employees. The remaining employees stay on until the contract expires June 30.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		

Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

6. RESOLUTION REGARDING AMENDMENT TO POWER PRODUCTS MANAGEMENT SERVICES AGREEMENT

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Hunter and seconded by Director Mone.

RESOLVED: That the President is authorized to execute an amendment to the Power Products Management Services Agreement with Nextera Energy Marketing, LLC, substantially as discussed and presented at this meeting.

Mr. Daley stated we have a current contract with Nextera Energy Markets to serve as our Lead Market Participant with ISO New England for the Resource Recovery Facility and the Jets. The contract expires June 30, 2023 but MIRA has remaining capacity supply obligations for the resource recovery facility through May 31, 2024. We will continue to receive net capacity payments and need to satisfy remaining obligations in the ISO New England reconfiguration auctions through a lead market participant.

Mr. Daley further stated that management requested and recently received a proposed amendment to our energy marketing contract with Nextera that will continue their services through the May 31, 2024 completion of our capacity supply obligation for the resource recovery facility. He said in addition to elimination of the \$10,750 monthly fee for the jets the amendment reduces the monthly fee for the resource recovery facility from \$10,750 to \$7,150.

Mr. Daley added that the resolution and background document the need and rationale for this extension rather than a procurement process including the short term and narrow scope of work relative to the potential cost and timeframe to establish a new Lead Market Participant. This was also reviewed at the May Finance Committee and is a carry-over from the May Board.

Director Hunter noted a typographical error in the background and clarified the resolution provides for payment of \$78,650 for the 11 month extension.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

7. RESOLUTION REGARDING RENEWAL OF EMPLOYEE BENEFIT PROGRAM FOR FY 2024

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Hunter and seconded by Director Fortuna.

RESOLVED: That the President is authorized to bind the following insurance policies effective for the period July 1, 2023 through June 30, 2024, in accordance with the recommendations contained in the Assured Partners Renewal Proposal dated May 31, 2023 attached hereto.

- Medical - Anthem
- Dental - Principal
- Vision - Principal
- Life / AD&D - Principal
- Voluntary Life / AD&D - Principal
- Short Term Disability – Principal
- Long Term Disability - Principal

Mr. Daley stated our current employee health care insurance policies expire June 30, 2023. This includes medical, dental, vision, life, long term and short disability. Jennifer Roberts and Christine Wasil from Assured Partners have been working on the renewals with Cheryl and myself and prepared the package of options and recommendations reviewed at Finance Committee and included in the Board package.

Mr. Daley stated management is recommending continuance of our current medical plan with Anthem (Partnership 2.0) but moving to Principal for all other coverage to take advantage of savings available that have little effect on current coverages. That includes dental, vision, life and the ADD. He said the FY 2024 Authority Budget includes \$327,000 gross expense for these coverages and the total cost of the recommended policies is \$325,000 so we are essentially at budget. Mr. Daley added we are not recommending any change to employee contributions at this time. He said Jennifer and Christine went through the package in detail at Finance and addressed questions from the directors.

Mr. Daley further stated MIRA did alert Assured Partners to the pending transition and what it means when a successor agency is established under the applicable statutes. This will essentially be a contract undertaken or commenced by MIRA that will be seamlessly undertaken and completed by its successor agency. Absent this the coverages would lapse.

Vice Chairman Hayden noted that the Finance Committee did a deep dive on this item and endorsed it.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

8. RESOLUTION REGARDING RENEWAL OF PROPERTY, CASUALTY, PUBLIC OFFICIALS AND POLLUTION INSURANCE POLICIES

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Hunter and seconded by Director Fortuna.

RESOLVED: That the President is authorized to bind the following insurance policies effective for the period July 1, 2023 through June 30, 2024, in accordance with the recommendations contained in the Brown & Brown Renewal Proposal dated June 1, 2023 attached hereto.

- Property (Great American)
- General Liability (Liberty Mutual)
- Auto Liability (Liberty Mutual)
- Workers Compensation (Liberty Mutual)
- Umbrella/Excess Liability (Liberty Mutual) / (RSUI / Evanston)
- Public Officials (PGU / Nexxus)
- Crime (Travelers)
- Fiduciary (Travelers)
- Pollution (Chubb / AWAC)

Mr. Daley stated all of our property and casualty insurance policies also expire July 1st so Brown and Brown has been working hard on securing renewal quotes. All of the underlying documentation has been updated to reflect our current locations, operations and staffing. We essentially renew all policies and coverages with our current carriers including Great American for property, Liberty Mutual for liability, Travelers for crime and fiduciary, PGU and Nexxus for the Public Officials and RSUI and Evanston for excess liability. He said we also have pollution coverage renewing and are recommending Chubb who is also the incumbent along with AWAC for an excess portion not quoted by Chubb.

Mr. Daley added that as far as premiums and budgets are concerned, the FY 2024 adopted budgets for this insurance total of \$711,000. Total premiums in the updated Property and Casualty renewal proposal are \$497,000 and in the separate Pollution renewal proposal the premium is \$176,000. This totals \$673,000 relative to the \$711,000 budget which is 5% under budget.

Mr. Daley further stated that Mary Leighton and the team from Brown and Brown took the Finance Committee through the marketing and coverages secured and answered questions. He said MIRA also alerted Brown and Brown to the pending transition and what it means when a successor agency is established under the applicable statutes. This will also be a contract undertaken or commenced by MIRA that will be seamlessly undertaken and completed by its successor agency. Absent this the coverages would lapse.

Director Hunter noted that the Finance Committee also reviewed this extensively with Brown and Brown and endorsed the recommendations as presented. Director Fortuna inquired if we did not need directors insurance would the premium be refunded once terminated. Mr. Daley stated the insurance would carry forward to the successor agency rather than be terminated.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		

Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

9. RESOLUTION REGARDING AMENDMENT OF OMNIBUS AMENDMENT AGREEMENT WITH MURPHY ROAD RECYCLING

Vice Chairman Hayden requested a motion on the aforementioned resolution. The motion was made by Director Hunter and seconded by Director Weisselberg.

RESOLVED: The Omnibus Amendment Agreement with Murphy Road Recycling authorized at the March 27, 2023 meeting of the Authority Board of Directors is hereby ratified and the President is authorized to amend and enter into such Omnibus Amendment Agreement to reflect the bond requirement shown on Exhibit A hereto.

Mr. Daley stated we had a follow up request from Murphy Road Recycling to reduce the bond requirement included in the recycling transfer agreement as part of the Omnibus Amendment recently entered into. This was not brought up as part of those original discussions but management considers it a reasonable request given the reduction of tons processed and vacating of 211 Murphy Road. Mr. Daley added that Tom Gaffey, myself and Roger Guzowski met with MRR and agreed to its request for reduction of the bond to \$100,000 which is roughly 1 months expense considering both the long payment history with MRR and the changes in operations. He said we did this with the condition that the bond could be increased if the processing volume increased or MRR once again needed to use MIRA facilities or equipment for the operation. The agreed language is included as an attachment to the resolution.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		

Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		
Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

10. RESOLUTION REGARDING MARKET DRIVEN SALE OF SURPLUS JET FUEL

Vice Chairman Hayden noted this was the resolution discussed as possibly being tabled at the beginning of the meeting. A motion to table the resolution was made by Director Mone and seconded by Director Hunter. Vice Chairman Hayden inquired if a discussion was needed.

Mr. Daley noted that MIRA received a protest which we will address. He said however, considering the numerous items on the agenda and that this is the MIRA Board's last meeting, he recommended we table the item for this meeting. Vice Chairman Hayden inquired if this meant it would be added as a subsequent item by a new board or considered at the time. Mr. Daley stated yes.

The motion previously made and seconded was approved as follows:

Directors	Aye	Nay	Abstain
Vice Chairman Jim Hayden	X		
Carl Fortuna	X		
Bert Hunter	X		
Sue Weisselberg	X		
Ed Mone	X		
Leonard Assard	X		

Dave Steuber	X		
Rich Soderman	X		
Ad Hoc Members	Aye	Nay	Abstain
Luke Bronin (Not in attendance)			

11. SOUTH MEADOWS TRANSITION COMMITTEE REPORTS

Vice Chairman Hayden requested a report on the aforementioned presentation. Committee Chairman Mone deferred to Mr. Daley.

Director Hunter inquired if there are additional items requiring a quorum. Vice Chairman Hayden deferred to Mr. Daley also requesting if a super majority would be needed for the remainder of the meeting. Mr. Daley confirmed no further votes would be needed.

Mr. Daley stated we did not plan to take the Board through the South Meadows Transition Committee's work over the last two months since we have such a full agenda. I will just note that for the May meeting we prepared and reviewed two reports. One dealt with the South Meadows Development Plan requirements, post closure care obligations and the Area 3-3 update. The other was on electric consumption at the site and the jets shut down. Mr. Daley added that, at the June meeting, we moved on from the discussion of our prior transfer act mitigation efforts to a discussion of the pending closure plan work. We have included these reports in the Board package and will certainly take any questions on them.

Mr. Daley further stated that the final remediation work included in our transfer act requirements commenced this week. This is what we call the Area 3-3 work. Contractors are on site, erosion control installed and test pit digging is going on today. DEEP's release of the ELUR required for this specifies a September 1st deadline for engineered controls to be constructed and full completion through pavement restoration by November 1st.

Mr. Daley added that the jets are now formally delisted. They have been physically disabled from starting. Proof of this has been submitted to DEEP along with our request for revocation of the associated permit to operate them.

Vice Chairman Hayden thanked staff for developing this work which can now be built upon by a new board.

12. CHAIRMAN'S AND PRESIDENT'S REPORT

Vice Chairman Hayden requested that Mr. Daley provide the President's report following which we will have an open discussion of the new MIRA Dissolution Authority.

Mr. Daley stated the Board's package includes all of the customary financial, administrative and operational reports for the period ending April 30, 2023. In the interest of time I will simply state that we will end the year in a stronger financial position than expected when the budget was developed. The CSWS did not need the full transition contingency and the Property Division income will end up about 80% above budget. He said, as we close out the year accommodating the jets shut down, and as NAES properly vacates the site, the Property Division operating expense contingency will be fully exhausted and we may need to exceed the contingency but this will not affect the conclusion on income which is driven by extraordinary revenues.

Mr. Daley stated we now need to move on to the last item on the agenda which is the Legislative Update and Open Discussion. As everyone is aware the legislature did pass a substitute version of HB 6664 dealing with MIRA and our interim mission going forward. The bill creates the MIRA Dissolution Authority as MIRA's successor under section 4-38d of the Connecticut General Statutes. Mr. Daley said I don't believe the bill has been signed yet but it will become effective July 1, 2023.

Mr. Daley added that Section 4-38d of statutes which is referenced in the bill defines what it means to be a successor agency. It is specifically designed to provide substantial continuity in a transition like the one we are going through. He said the Dissolution Authority's designation as MIRA's successor does not represent a grant of new authority by the State. The Dissolution Authority will replace MIRA and MIRA will no longer exist doing business as MIRA as of July 1, 2023. Any effective orders or regulations of MIRA remain effective under the governance of the Dissolution Authority. He said that, to the extent that MIRA was a party to any action or proceeding (civil or criminal), the Dissolution Authority is substituted for MIRA in that action or proceeding. Additionally, any contract, right of action or matter undertaken or commenced by MIRA will be undertaken and completed by the Dissolution Authority as of July 1, 2023. Mr. Daley further stated that the officers and employees of MIRA will be transferred to the Dissolution Authority and all property of MIRA will become property of the Dissolution Authority's. That is what happens by operation of the law.

Mr. Daley added that the backdrop here is that the Dissolution Authority was created as MIRA's successor essentially in recognition of the closure of the Waste to Energy Facility in Hartford. He said, in this last meeting of the MIRA Board, I think it is important to acknowledge the MIRA Board's hard work over about a 6 year period to redevelop the facility which was originally mandated by Public Act 14-94. He said the facility redevelopment faced some very tough headwinds from all of the key stakeholders and so ultimately the Board had to recognize it would not be redeveloped and make the difficult decision with management to shut it down in a controlled fashion. Mr. Daley added that the facility was simply too old and unreliable to believe it would not shut itself down in an uncontrolled fashion and that would have put the state in a terrible position. He said this was the right decision under the circumstances and it was executed professionally and efficiently.

Mr. Daley stated he sincerely appreciates the Board's dedication, hard work and courage to move in the direction needed. This is true for everyone on the Board but especially those who have served the longest. He said moving forward, in addition to MIRA's existing statutory

authority, the Dissolution Authority's interim mission will be to identify the immediate environmental needs and knowledge necessary for future redevelopment of the South Meadows site, continue all of MIRA's operations, but wind them down in an orderly and responsible manner by July 1, 2026. He added that, at this time, management and staff will need to dedicate themselves to this new interim mission.

Mr. Daley further stated the composition of the Dissolution Authority's Board will also be different than the MIRA Board. The modified MDA Board will consist of 11 directors including the Governor or his designee, three agency heads, which are the OPM Secretary and the DEEP Commissioner or their designees and the Commissioner of Administrative services, 6 appointed by the General Assembly leadership and 1 appointed by the Mayor of Hartford. He said in addition to the directors, the Hartford City Council may appoint not more than five non-voting members to the board. There are a number of instances where the appointing authority to the MIRA Board is the same appointing authority to the Dissolution Authority's Board so it is possible that we may keep some of our current directors. That would require a meeting of the minds in the near future.

Mr. Daley thanked the directors for their hard work, dedication and support of management and staff and requested any additional comments from the directors on what is the last meeting of the MIRA Board.

Vice Chairman Hayden thanked management and staff for their hard work over a challenging period.

Director Mone expressed that it has been his pleasure to serve on the Board and thanked management and staff. He added that, with respect to the possibility of keeping some current directors, at this point in time he would choose to leave as the change in direction for the organization was no longer compatible with his focus when originally deciding to serve MIRA.

Director Assard thanked management and staff for their work in getting new members of the MIRA Board up to speed and expressed his willingness to continue serving if that were considered appropriate.

Director Fortuna also expressed his thanks to management and staff and his desire and opinion that the state should continue to seek management's expertise and knowledge in addressing its ongoing waste management needs. He further stated his service on the MIRA board was rooted in his role as an elected official from a MIRA town. He stated his disappointment over the legislation's treatment of MIRA assets and belief that MIRA's assets should be used to solve the state's waste management issues.

Director Soderman agreed with Director Fortuna's comments on the legislation's treatment of MIRA assets and thanked management and staff. He added that he did not believe he would be a good fit for the new board which would be state and Hartford centric.

Director Weisselberg stated it has been challenging and interesting to be a MIRA board member and thanked staff for working through all of the issues associated with closing the plant down.

Director Hunter thanked management and staff for hanging in there during some very difficult and challenging times and doing so effectively. He said now the state is now transitioning to new technologies that hopefully will be more sustainable and self-sufficient. He stated this will not be an easy transition and will require all stakeholders to do their part including the state, municipalities and individual citizens. He said the state needs a plan to bring all of this together and to transition South Meadows to its future use. He also thanks the directors for their hard work in challenging circumstances.

Vice Chairman Hayden thanked management and staff for their hard work and added that while we may disappear as a Board continuity rests in management and staff.

13. ADJOURNMENT

Vice Chairman Hayden requested a motion to adjourn at 10:51. The motion was made by Director Mone and seconded by Director Weisselberg. The motion was approved unanimously.