

**MIRA DISSOLUTION AUTHORITY**

**October 18, 2023**

A Regular meeting of the Board of Directors of the MIRA Dissolution Authority was held in person and via Zoom on Wednesday, October 18, 2023. Present in person or via audio or video conferencing were:

**Appointed Directors:**

Chairperson Bert Hunter  
Matthew Dayton  
Joseph DeNicola  
William Beccaro  
Rachel Taylor (via Zoom)  
Michael Walsh (via Zoom)  
John Fonfara  
Paul Harrington  
Carl Fortuna (via Zoom)  
David Steuber

**Appointed Members:**

William DiBella  
Thomas Swarr  
Sarah McCoy

**Present from MIRA Dissolution Authority (“Authority”):**

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

**Others Present:**

Ann Catino, Halloran & Sage  
James Sanchez (remote) 860-422-3448  
Ethan Van Ness, CTDEEP (remote)  
Harrison Nantz, CTDEEP (remote)  
Carl Stopper, TRC (remote) 860-798-4272  
860-241-7700            860-424-3341

This meeting was recorded via ZOOM conferencing and is posted on the Authority's website at:

<https://www.ctmira.org/wp-content/uploads/2023/10/10-18-23-Board-Meeting-Part1.mp4>

<https://www.ctmira.org/wp-content/uploads/2023/10/10-18-23-Board-Meeting-Part2.mp4>

### **1. Call to Order, Chair's Welcome, - Agenda Item 1**

Chairperson Hunter called the meeting to order at 9:32 a.m. and thanked the board members for their work on the Board.

### **2. Public Comment - Agenda Item 2**

Chairperson Hunter asked if any member of the public attending the meeting in person or remotely wished to provide comment. There being none, Chairperson Hunter moved on to the next agenda item.

### **3. Review and Approve Minutes of the September 27, 2023 Special Board Meeting - Agenda Item 3**

Chairperson Hunter requested a motion to approve the minutes of the September 27, 2023 Special Board Meeting. The motion was made by Director DeNicola and seconded by Director Beccaro.

<b>Director</b>	<b>Raised</b>	<b>Second</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
1 - Chairperson Hunter			X		
2 - Matthew Dayton			X		
3 - Michelle Gilman					
4 - Joseph DeNicola	X		X		
5 - William Beccaro		X	X		
6 - Rachel Taylor			X		
7 - Michael Walsh					X
8 - John Fonfara			X		
9 - Paul Harrington					X
10 - Carl Fortuna			X		
11 - Dave Steuber			X		

### **4. Chairperson and President's Report - Agenda Item 4**

Chairperson Hunter provided a brief summary of the items on the meeting agenda including the Committee Reports and potential delegation of authority to Committees. Mr. Daley introduced the Board and Committee staff liaisons and mentioned that a tour of the Authority's facility at 211 Murphy Road was scheduled for October 19 at 10:00am at the request of Director DeNicola. He reminded the Board that the tour would be limited to 5 or less Directors to avoid the presence of a quorum of the Board.

### **5. Human Resources Committee Report - Agenda Item 5**

Chairperson Hunter asked for a report from Director Taylor. Director Taylor provided a summary of Agenda Item 5a regarding an amendment to the President and CFO’s Employment Agreement. Chairperson Hunter provided the Board with a summary of the background and work experience of Mr. Daley, and the reason for the requested amendment. Director DeNicola stated that he would like more time to consider the item and Chairperson Hunter requested a motion to table the item, which was made by Director DeNicola and seconded by Director Fonfara. Director Harrington suggested discussing the item and Chairperson Hunter recommended referring the item back to the HR Committee. Director Harrington agreed but preferred the Board to discuss to provide guidance to the HR Committee. Director Steuber recommended such discussion occur in executive session. Director Beccaro agreed that a discussion was appropriate at this time. The motion to table was withdrawn by Director DeNicola and a new motion was made by Director DeNicola to add an executive session to the agenda for the purpose of discussing the proposed amendment to the employment agreement. The motion was seconded by Director Harrington.

<b>Director</b>	<b>Raised</b>	<b>Second</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
1 - Chairperson Hunter			X		
2 - Matthew Dayton			X		
3 - Michelle Gilman					
4 - Joseph DeNicola	X		X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 - Michael Walsh			X		
8 - John Fonfara			X		
9 - Paul Harrington		X	X		
10 - Carl Fortuna			X		
11 - Dave Steuber			X		

Those identified to participate in the executive session were all of the Directors and Members present at the meeting, along with Mr. Daley and Ms. Catino.

A motion was made to enter Executive Session by Director DeNicola and seconded by Director Harrington.

<b>Director</b>	<b>Raised</b>	<b>Second</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
1 - Chairperson Hunter			X		
2 - Matthew Dayton			X		
3 - Michelle Gilman					
4 - Joseph DeNicola	X		X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 - Michael Walsh			X		
8 - John Fonfara			X		
9 - Paul Harrington		X	X		
10 - Carl Fortuna			X		
11 - Dave Steuber			X		

Executive Session began at 9:55am and ended at 10:25am. Chairperson Hunter noted that no votes were taken. A motion to table Agenda Item 5a was again made by Director DeNicola and the motion was seconded by Director Fonfara.

Director	Raised	Second	Aye	Nay	Abstain
1 - Chairperson Hunter			X		
2 - Matthew Dayton			X		
3 - Michelle Gilman					
4 - Joseph DeNicola	X		X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 - Michael Walsh				X	
8 - John Fonfara		X	X		
9 - Paul Harrington			X		
10 - Carl Fortuna			X		
11 - Dave Steuber			X		

**6. South Meadows Transition Committee Report - Agenda Item 6**

Chairperson Hunter introduced the item for discussion and asked Director Beccaro for a report from the Committee. Director Beccaro indicated he had some thoughts about the potential timetable for issuance of the RFP but first wanted to allow Chairperson Hunter and Mr. Daley an opportunity to provide comment. Chairperson Hunter commented on the purpose of the South Meadows Transmission Committee, which involves the issuance of an RFP to address the requirements of PA 23-170. He indicated the Committee recognizes that although time is of the essence, the RFP process requires adequate time to develop an appropriate scope of work to include in the RFP, and adequate time to allow potential Proposers to submit meaningful proposals. Director Beccaro summarized the requirements of PA 23-170, including submission of a report to OPM and legislative committees of cognizance by January 1, 2023 on the plan, including a timeline, to satisfy the requirements of PA 23-170. Director Beccaro suggested a target date for the issuance of the RFP occur around the end of calendar year 2023.

A discussion ensued amongst the meeting attendees about the draft scope of work presented to the Committee, and updated for this Board meeting, the RFP process and timeline, and engagement of stakeholders. Chairperson Hunter asked Director Swarr for comment. Director Swarr indicated that he believes important aspects of the report include the feasibility and cost of removing all structures from the site, and minimization of potential health impacts to residents in proximity to the site during future remediation or structure removal activities. Director Fonfara stated that he wants to be sure the report does not result in constraints on future redevelopment of the site. President Daley and Director Beccaro summarized the consensus direction from the Committee was to require Proposers to provide a report that outlines requirements and costs for various redevelopment scenarios and does not constrain future development. Remediation Standard Regulations were discussed by Attorney Catino and the Board discussed the different cleanup scenarios. After a lengthy discussion, there was general agreement that the RFP should result in a report that provides the information required by PA 23-170 with no constraints on potential future development of the South Meadows site, and the Board should not be determining or recommending any type of future development.

Director Harrington brought up the subject of Delegation of Authority to the Committee to determine the Scope of Work and RFP Schedule. He stated his preference to allow more time to develop a high quality RFP, but prefers the full Board approve the RFP document and the RFP schedule. Director Beccaro and Mr. Daley agreed that involving the full Board is preferred since the reason for the idea of delegating to the Committee was to meet the initial, more aggressive timeline for issuing the RFP. After further discussion of the RFP process by the Board and management, the following tentative schedule was proposed:

Final Draft RFP Document presented to SM Committee	1-10-2024
Final RFP for Issuance presented to Board of Directors for Approval	1-17-2024
Evaluation and Recommendation of Award to SM Committee	4-10-2024
Recommendation and Award by Board of Directors	4-17-2024

Director Beccaro noted that he believes the report required by PA 23-170 is satisfied by MIRA Dissolution Authority providing a detailed letter updating OPM and the Legislative Committees. Director Hunter recommended that Authority staff also provide quarterly updates to the required parties. Director Steuber reiterated his belief that it is better to take additional time as appropriate to conduct an RFP process that provides the best product.

Director Beccaro commented on the draft Scope of Work provided to the Board and recommended the background information on MIRA Dissolution Authority and its predecessor organizations be included as an appendix to the RFP.

## **7. CSWS Transition Committee Report – Agenda Item 7**

Chairperson Hunter asked for a report from Director Fortuna. Director Fortuna provided a summary of the CSWS Transition Committee meeting including the attendees of the meeting, the items discussed at the meeting and the opportunities and challenges of facilitating the establishment of alternative entities to run the Essex and Torrington transfer stations. It was recognized by the Board that the current Municipal Service Agreements between MIRA Dissolution Authority and the member towns expire on June 30, 2027.

The Board generally discussed the tip fee stabilization provided by MIRA Dissolution Authority to the member towns. Discussion included questions about the impact of statute and existing agreements on tip fee stabilization. Chairperson Hunter suggested this issue be discussed at a future Board meeting. Director DeNicola reminded the Board there are multiple contracts that must be considered that may affect the disposition of the Transfer Stations and the tip fee stabilization funds.

## **8. Finance Committee Report – Agenda Item 8**

Director Harrington summarized the Finance Committee meeting discussion on the disposition of real and personal property. He cited the Procurement Policy preference to sell real property to a public or regulated entity whenever practicable and suggested that policy limits the value of such real property. A discussion amongst the Board and management ensued on the requirements to appraise real property and the desire to receive the most value for the disposition of real property. Chairperson Hunter indicated staff would modify the financial reporting to make it easier to track the financial condition of the Authority.

**Agenda Item 8a – Review and Approve Resolution Modifying Authority Procurement Policy.**

Mr. Daley provided a summary of the resolution which involves clarifying that MIRA Dissolution Authority must obtain one appraisal less than one year old prior to selling real property. The Resolution further directs Authority staff to receive proposals for appraisals at the following four MIRA DA’s properties:

- 211 Murphy Road, Hartford
- 171 Murphy Road, Hartford
- Ellington Transfer Station
- Watertown Transfer Station

Director Harrington expressed his concern of the language in Procurement Policy Section 5.2 indicating preference to sell real property to a public or regulated entity may diminish the chance of receiving prices from private entities thereby diminishing the value of the property. Director Hunter suggested Director Harrington’s proposed modification to the language of the policy would best be addressed at a future Finance Committee meeting. Attorney Catino stated that there may be a statutory reason for the language and she would need to research to determine whether or not the language can be modified. Director Harrington agreed and made a motion to approve the resolution as presented. Director DeNicola seconded the motion.

<b>Director</b>	<b>Raised</b>	<b>Second</b>	<b>Aye</b>	<b>Nay</b>	<b>Abstain</b>
1 - Chairperson Hunter			X		
2 - Matthew Dayton			X		
3 - Michelle Gilman					
4 - Joseph DeNicola		X	X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara			X		
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - Dave Steuber			X		

Chairperson Hunter asked if anyone from the Board had any more comments. Director Beccaro stated his preference not to delegate authority to the South Meadows Transition Committee because he is much more comfortable bringing items to the full Board for discussion and approval.

**9. Adjournment**

There being no further discussion, Chairperson Hunter adjourned the meeting at 12:01pm.