



Dissolution Authority

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MIRA DISSOLUTION AUTHORITY

November 8, 2023

A Regular meeting of the Board of Directors of the MIRA Dissolution Authority was held in person and via Zoom on Wednesday, November 8, 2023. Present in person or via audio or video conferencing were:

Appointed Directors:

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

Appointed Members:

Frank Dellaripa
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
Carl Stopper, TRC (remote) 860-798-4272
CT-N 860-746-3200
860-241-7700 860-305-4395
860-478-2282 860-573-5203

This meeting was recorded via ZOOM conferencing and is posted on the Authority’s website at:
<https://www.ctmira.org/wp-content/uploads/2023/11/11-8-23-Board-Meeting-Meeting.mp4>

1. Call to Order, Chair’s Welcome, - Agenda Item 1

Chairperson Hunter Called the meeting to order at 9:31am.

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. Executive Session – Agenda Item 3

Chairperson Hunter indicated there would be no executive session and asked Director Gilman to speak to the issue of a DAS designee to the Authority Board of Directors. Director Gilman explained that guidance from the Attorney General’s Office is forthcoming on the issue.

4. Review and Approve Minutes of the October 18, 2023 Regular Board Meeting - Agenda Item 4.

Chairperson Hunter requested a motion to approve the minutes of the October 18, 2023 Regular Board Meeting. The motion was made by Director Fonfara and seconded by Director Taylor. The motion was approved by roll call vote as indicate below.

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

5. Chairperson and President’s Report - Agenda Item 6

Chairperson Hunter provided a brief summary of subjects being undertaken by the subcommittees of the Board. President Daley notified the Board of management’s initiative to procure the services of an insurance broker.

6. Review and Approve – Resolution Regarding Calendar Year 2024 Board Committee Meeting Schedule. - Agenda Item 5

Members of the Board discussed the proposed meeting schedule and came to a consensus to modify the schedule by moving the February, March, April, and May Board of Director's, South Meadows Subcommittee, and Finance Committee meeting dates proposed for Wednesdays, one day earlier to Tuesdays. The modified meeting schedule would keep the meetings at the same time of day as indicated below:

2024 Approved MIRA Dissolution Authority Board and Committee Meetings Schedule

Finance Committee

Ph.: 860-757-7700
Start time: 9:30 a.m.

Wednesday, January 10, 2024
Tuesday, February 6, 2024
Tuesday, March 5, 2024
Tuesday, April 9, 2024
Tuesday, May 7, 2024
Wednesday, June 5, 2024
Wednesday, July 10, 2024
August 2024 - NO MEETING
Wednesday, September 4, 2024
Wednesday, October 9, 2024
Wednesday, November 6, 2024
Wednesday, December 4, 2024

CSWS Transition Committee

Ph.: 860-757-7700
Start time: 11:00 a.m.

Thursday, January 11, 2024
Thursday, February 8, 2024
Thursday, March 7, 2024
Thursday, April 11, 2024
Thursday, May 9, 2024
Thursday, June 6, 2024
Thursday, July 11, 2024
August 2024 - NO MEETING
Thursday, September 5, 2024
Thursday, October 10, 2024
Thursday, November 7, 2024
Thursday, December 5, 2024

South Meadows Transition Committee

Ph.: 860-757-7700
Start time: 11:00 a.m.

Wednesday, January 10, 2024
Tuesday, February 6, 2024
Tuesday, March 5, 2024
Tuesday, April 9, 2024
Tuesday, May 7, 2024
Wednesday, June 5, 2024
Wednesday, July 10, 2024
August 2024 - NO MEETING
Wednesday, September 4, 2024
Wednesday, October 9, 2024
Wednesday, November 6, 2024
Wednesday, December 4, 2024

Board of Directors

Ph.: 860-757-7700
Start time: 9:30 a.m.

Wednesday, January 17, 2024
Tuesday, February 13, 2024
Tuesday, March 12, 2024
Tuesday, April 16, 2024
Tuesday, May 14, 2024
Wednesday, June 12, 2024
Wednesday, July 17, 2024
Wednesday, August 14, 2024
Wednesday, September 11, 2024
Wednesday, October 16, 2024
Wednesday, November 13, 2024
Wednesday, December 11, 2024

HR Committee

Ph.: 860-757-7700
Start time: 8:30 a.m.

Wednesday, January 17, 2024
Wednesday, April 17, 2024
Wednesday, July 17, 2024
Wednesday, October 16, 2024

Note: No Committee meetings are proposed for August, as is traditional

The modified meeting schedule was approved by roll call vote as indicated below.

Board Requirements:

- Quorum – 6 Directors
- X Item carries with majority of Directors present unless otherwise specified

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

7. South Meadows Transition Committee Report - Discussion of Full Draft Request for Proposals to Conduct the South Meadows Redevelopment Considerations Study - Agenda Item 7a

Chairperson Hunter requested a report from the South Meadows Transition Committee. Director Beccaro provided a summary of the work done to date on the RFP scope and timeline. Director Beccaro indicated that the committee anticipates a final draft of the RFP for presentation to the Board at its December meeting. This schedule will allow for the incorporation of comments from the full Board for inclusion in the final RFP, currently scheduled for release after the January 2024 Board meeting. Director Hunter suggested all of the Directors and Members be provided a copy of the draft RFP ahead of the November 29, 2023 South Meadows Committee meeting and be invited to the meeting. President Daley indicated the RFP discussion at the Committee meeting was productive and discussion items were incorporated into the third draft of the RFP. Chairperson Hunter suggested the Board might consider reducing the amount of time for proposal evaluation and award currently allotted in the draft schedule. He also suggests MIRA staff meet with DECD to discuss its RFP process undertaken for the Brainard Airport site. Director Gilman asked about the RFP evaluation process. A discussion between the Board members ensued and it was generally agreed that the evaluation process would run through the appropriate existing standing committees.

8. CSWS Transition Committee Report - Discussion of Committee presentation concerning Threshold Issues for the Transfer of CSWS Operations - Agenda Item 8a

Chairperson Hunter requested a report from Director Fortuna. Director Fortuna indicated the meeting was somewhat of a review and recap of the initial meeting of the committee. He reminded the Board that the existing MSA’s run through June 30, 2027, and that, in his opinion, transition from the existing agreement is unlikely to occur before fiscal year 2026. He stated that he and Senator Needleman are spearheading the effort for the Essex towns to find an alternative to the Authority prior to July 1, 2027.

Mr. Daley summarized the PA23-170 requirement for Authority to facilitate a transition for the Authority’s existing customers away from the Authority. He informed the Board that Torrington attended the committee meeting and may be interested in leading a new regional authority. He indicated the goal of the transition away from the Authority should be a win for both the Authority (in minimizing the use of its reserves) and for the towns (in minimizing the cost of solid waste disposal). Mr. Daley recommended the Board define what a successful transition away from the Authority for the towns would be. Director Hunter provided his thoughts on the CSWS meeting.

9. Finance Committee Report - Discussion of Committee presentations concerning Stakeholder Interests in Authority Reserves, Overview of the Authority’s Budgeting Process and Draft Fiscal Year 2025 Authority Budget – Agenda Item 9a

Chairperson Hunter requested a report from Director Harrington. Director Harrington stated the Finance Committee had a robust discussion regarding the FY2025 budgeting process. He stated that the Committee recommends sending a letter to the member towns notifying them of the proposed FY2025 tip fee of \$131/ton, and requesting that they issue their own RFPs for solid waste service to replace the Authority’s service. Director Harrington recognized that there is a difference of opinion as to whether or not PA 23-170 prohibits the use of reserves for the purpose of tip fee stabilization and suggested the Board members discuss this issue.

A lengthy discussion ensued regarding the implications of whether or not the use of reserves for tip fee stabilization is allowed, not allowed, or required by statute. Other issues were discussed regarding existing contractual obligations between the Authority, its member towns, and its vendors, the financial implications of such, and the ability to assign those contracts. It was generally agreed that the goal should be to assist the member towns in exiting the Authority at the lowest possible cost to the towns and to the Authority.

10. Review and Approve and Approve Resolution regarding return of unused inventory – Agenda Item 9c

President Daley provided a summary of the item. The item was approved by roll call vote as indicated below.

Board Requirements:

- X Requires 2/3 of full Board

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

10 - Carl Fortuna			X		
11 - Dave Steuber			X		

11. Review and Approve Resolution regarding use of Mid-Conn Reserve for legal support costs associated with South Meadows remediation under the Exit Strategy™ Contract – Agenda Item 9b

President Daley and Mr. Shepard provided a summary of the item. The item was approved by roll call vote as indicated below.

Board Requirements:

- Quorum – 6 Directors
- X Item carries with majority of Directors present unless otherwise specified

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

12. Review and Approve Resolution Ratifying Contracts and Procurements Made in Authority Transition Concerning Spot Waste Deliveries, Provision of Security Services, Sale of Surplus Jet Fuel and Provision of NERC Compliance Services – Agenda Item 9d

President Daley provided a summary of the item. The item was approved by roll call vote as indicated below.

Board Requirements:

- Specified as requiring 2/3 of full Board (8 Directors)
 - ___ Purchasing and Contracting Rules & Procedures (22a-266(c))
 - X Contract Over 5 Years or Greater than \$50,000 Annual Consideration(22a-268)
 - ___ Proposed Procedure (1-120)
 - X Special Capability Exception Over \$10,000 (Procurement Policy Section 3.1.2.5)
 - ___ Settlement Exception (Procurement Policy Section 3.1.2.7)
 - X Acquisition or Sale of Real Property (Procurement Policy Section 5.1.3 & 5.2.3)

Director	Raised	Second	Aye	Nay	Abstain
1 - Chairperson Hunter			X		
2 - Matthew Dayton			X		
3 - Michelle Gilman			X		
4 - Joseph DeNicola			X		
5 - William Beccaro			X		
5 - Rachel Taylor			X		

7 – Michael Walsh			X		
8 – John Fonfara		X	X		
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - Dave Steuber			X		

13. Adjournment

Chairperson Hunter called the meeting adjourned at 11:38am.