



Dissolution Authority

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MIRA DISSOLUTION AUTHORITY

April 16, 2024

A Regular meeting of the Board of Directors of the MIRA Dissolution Authority (the “Authority”) was held in person and via Zoom on Tuesday, April 16, 2024. Present in person or via audio or video conferencing were:

Appointed Directors:

Chairperson Bert Hunter (via Zoom)
Matthew Dayton
Joseph DeNicola (via Zoom, arrived at approximately 9:48)
William Beccaro
Rachel Taylor
Michael Walsh (via Zoom)
John Fonfara
Paul Harrington
Carl Fortuna (via Zoom, arrived at approximately 9:54)
David Steuber (via Zoom)

Appointed Members:

William DiBella
Thomas Swarr (via Zoom)
Frank Dellaripa

Present from Authority Staff:

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
Sarah McCoy
Dianna Heymann
Joanna Wozniak-Brown (via Zoom)
Michael Looney (via Zoom)
860-463-7103

This meeting was recorded via ZOOM conferencing and is posted on the Authority’s website at:
<https://www.ctmira.org/wp-content/uploads/2024/04/4-16-24-Bord-Meeting.mp4>

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

Chairperson Hunter called the meeting to order at 9:34am and indicated he was attending remotely. He mentioned the key objective of the Board for the first half of the year has been to identify a firm to conduct the South Meadows Redevelopment Considerations Study and many Board Directors and Members have been involved in that effort.

2. Public Comment - Agenda Item 2

Chairperson Hunter requested President Daley to ask for public comment from any members of the public in the room or remote. No members of the public provided comment.

3. Review and Approve Minutes of the March 12, 2024 Regular Board Meeting - Agenda Item 3.

Chairperson Hunter introduced the item and requested a motion to approve the minutes. The motion was made by Director Fonfara and seconded by Director Beccaro. There were no comments or discussion on the minutes and the motion passed by roll call vote as indicated in the table below.

| Director | Raised | Second | Aye | Nay | Abstain |
|------------------------|---------------|---------------|------------|------------|----------------|
| 1 - Chairperson Hunter | | | X | | |
| 2 - Matthew Dayton | | | X | | |
| 3 – Michelle Gilman | | | | | Not present |
| 4 - Joseph DeNicola | | | | | Not present |
| 5 - William Beccaro | | X | X | | |
| 6 - Rachel Taylor | | | X | | |
| 7 – Michael Walsh | | | X | | |
| 8 – John Fonfara | X | | X | | |
| 9 - Paul Harrington | | | X | | |
| 10 - Carl Fortuna | | | | | Not present |
| 11 - David Steuber | | | X | | |

4. Review and Approve minutes of the March 26, 2024 Special Board Meeting – Agenda Item 4.

Chairperson Hunter introduced the item and requested a motion to approve the minutes. The motion was made by Director Fonfara and seconded by Director Beccaro. There were no comments or discussion on the minutes and the motion passed by roll call vote as indicated in the table below.

| Director | Raised | Second | Aye | Nay | Abstain |
|------------------------|---------------|---------------|------------|------------|----------------|
| 1 - Chairperson Hunter | | | X | | |
| 2 - Matthew Dayton | | | X | | |
| 3 – Michelle Gilman | | | | | Not present |

| | | | | | |
|---------------------|---|---|---|--|-------------|
| 4 - Joseph DeNicola | | | | | Not present |
| 5 - William Beccaro | | X | X | | |
| 6 - Rachel Taylor | | | X | | |
| 7 - Michael Walsh | | | X | | |
| 8 - John Fonfara | X | | X | | |
| 9 - Paul Harrington | | | X | | |
| 10 - Carl Fortuna | | | | | Not present |
| 11 - David Steuber | | | X | | |

5. Review and Approve minutes of the April 4, 2024 Special Board Meeting – Agenda Item 5.

Chairperson Hunter introduced the item and requested a motion to approve the minutes. The motion was made by Director Fonfara and seconded by Director Beccaro. There were no comments or discussion on the minutes and the motion passed by roll call vote as indicated in the table below.

| Director | Raised | Second | Aye | Nay | Abstain |
|------------------------|--------|--------|-----|-----|-------------|
| 1 - Chairperson Hunter | | | X | | |
| 2 - Matthew Dayton | | | X | | |
| 3 - Michelle Gilman | | | | | Not present |
| 4 - Joseph DeNicola | | | | | Not present |
| 5 - William Beccaro | | X | X | | |
| 6 - Rachel Taylor | | | X | | |
| 7 - Michael Walsh | | | X | | |
| 8 - John Fonfara | X | | X | | |
| 9 - Paul Harrington | | | X | | |
| 10 - Carl Fortuna | | | | | Not present |
| 11 - David Steuber | | | X | | |

6. Chairman’s and President’s Report - Agenda Item 6.

Chairperson Hunter introduced the Chairman and President’s report and expressed his appreciation of the efforts of the MDA Board and staff. He then asked President Daley for a report. President Daley updated the board on two RFPs currently on the street. One is related to the sale of scrap metal and inoperable equipment, and the other RFP for the marketing and brokering of operable equipment. Staff is targeting the May Board meeting for award of contracts for both RFPs.

Mr. Daley then updated the Board on updates to the website to provide more prominent access to MDA communications, including communications with the City of Hartford, the report to the legislature, the annual plan of operations, and communications with CSWS towns. He suggested the Board may want to consider including a banner for all resolutions passed by the MDA Board.

Mr. Daley summarized the meeting held between staff and the Greater Hartford Interfaith Action Alliance. Subjects discussed at the meeting included history of the South Meadows site, remediation performed at the site, the status of the Closure Plan, the status of the South Meadows Redevelopment Considerations Study, and, a discussion of the use of reserves to support of the tip fee for remaining CSWS towns.

Mr. Daley updated the Board on a project to correct door security at the South Meadows site. The contractor began work on April 1, 2024 and work is expected to be complete before the end of the month. Mr. Gaffey described the corrective actions being undertaken to improve door security to prevent theft and trespassing.

Chairperson Hunter expressed his appreciation for the work being done by staff including the work done to improve the website.

7. South Meadows Transition Committee Report - Agenda Item 7.

Chairperson Hunter requested a report from Committee Chair Beccaro and President Daley. Director Beccaro expressed his appreciation of the work performed by Directors, Members, and Authority Staff on the South Meadows Redevelopment Considerations Study RFP, and that he anticipates the report to be cost effective and useful. Director Beccaro asked President Daley to update the Board.

Chairperson Hunter recognized the resolution in item 7(a). Chairperson Hunter suggested that the item be addressed before further discussion of the RFP. President Daley requested a motion to move the resolution. The motion was made by Director Beccaro and seconded by Director Fonfara.

Item 7(a) Review and Approve Resolution Regarding Execution of a Declaration of Environmental Land Use Restriction and Grant of Easement Associated with the South Meadows Station Site Remediation

NOW THEREFORE, BE IT RESOLVED: That the President of the Authority be authorized to execute the ELUR in favor of the Commissioner of the DEEP, in form and content as required by the Commissioner, associated with the remediation of PCBs in Area 3-3 (which will be identified as ELUR Subject Area G-c) at the Property; and

FURTHER RESOLVED; That the President of the Authority be authorized to execute all other documents associated and in connection with the EC and ELUR, including without limitation a property owner’s acknowledgement and consent to the EC and the ELUR, an owner’s affidavit of facts under Connecticut General Statutes section 47-12a and a subordination for the existing Connecticut Natural Gas (“CNG”) easement; and

FURTHER RESOLVED: That the President of the Authority be authorized to record the ELUR on the City of Hartford land records, thus encumbering the Property with the ELUR, along with the CNG subordination, waiver letter from the Commissioner, owner’s affidavit of facts, and any other documents or agreements necessary to implement the ELUR, as required by the Commissioner.

Mr. Daley summarized the resolution and asked Mr. Shepard for comment. Mr. Shepard clarified that the remediation has been completed in the area and an engineered control was installed, which, along with the institutional control in the form of an Environmental Land Use Restriction (ELUR) that will be recorded in the land records, will satisfy the remediation requirements for this portion of the property. Mr. Shepard reminded the Board that a recorded ELUR already exists on the site and this ELUR will be added to it. It will document the new engineered control and the contaminant of concern (PCBs).

Chairperson Hunter requested a vote on the resolution. The resolution passed by roll call vote as indicated in the table below.

| Director | Raised | Second | Aye | Nay | Abstain |
|------------------------|---------------|---------------|------------|------------|----------------|
| 1 - Chairperson Hunter | | | X | | |
| 2 - Matthew Dayton | | | X | | |
| 3 – Michelle Gilman | | | | | Not present |
| 4 - Joseph DeNicola | | | X | | |
| 5 - William Beccaro | X | | X | | |
| 6 - Rachel Taylor | | | X | | |
| 7 – Michael Walsh | | | X | | |
| 8 – John Fonfara | | X | X | | |
| 9 - Paul Harrington | | | X | | |

| | | | | | |
|--------------------|--|--|---|--|---|
| 10 - Carl Fortuna | | | | | X |
| 11 - David Steuber | | | X | | |

Chairperson Hunter suggested moving to Item 7(b) and then item 9(a) prior to moving to Item 8 on the agenda. There being no objections, Director Beccaro asked President Daley for an update on Item 7(b) South Meadows Redevelopment Considerations Study RFP Proposer Negotiations. President Daley updated the Board that staff received direction from the South Meadows Transition Committee to engage the preferred proposer in negotiating three areas of the agreement. The three areas are: (1) PCB testing - agreement that the consultant and staff will meet to discuss all aspects and implications of a PCB testing program and agree on such program prior to implementing the testing program. Such testing will be paid on a time and materials basis. (2) – Community Outreach – include in the agreement language that clearly specifies robust bi-lingual outreach. Director Beccaro thanked Director Fonfara for pointing out the importance of bi-lingual community outreach and agreed it is a very important aspect of the project. (3) Business Exceptions – Mr. Daley indicated the consultant is suggesting a change in the liability section of the agreement. He stated MDA outside counsel and MDA’s insurance broker is reviewing the suggested changes but he does not anticipate any issues with the proposed changes.

8. Finance Committee Report – Agenda Item 9.

Chairperson Hunter requested a report from Committee Chair Harrington. Director Harrington indicated the Committee held a meeting the previous week and discussed the Real Estate Brokerage RFP. He indicated 5 brokerage firms submitted proposals and the Committee directed Authority Staff to review the proposals and bring a recommendation to the Board. President Daley indicated the Evaluation Team reviewed proposals and is recommending an award to one of the Proposers. Mr. Daley asked for a motion to move the resolution. The resolution was moved by Director Fonfara and seconded by Director Beccaro.

Item 9(a) Review and Approve Resolution Regarding Real Estate Brokerage Agreements

RESOLVED: That the President is authorized to execute Real Estate Brokerage Service Agreements with the following firms substantially as discussed and presented in this meeting:

- O,R&L Commercial, LLC Including Brokerage Services Term Sheets for the following properties:
 - 211 Murphy Road, Hartford
 - 171 Murphy Road Hartford
 - Watertown Transfer Station
 - Ellington Transfer Station

FURTHER RESOLVED: Management is directed to provide relevant appraisals to such Real Estate Broker for the purpose of providing recommendations concerning sales prices to be publicly listed which shall be reviewed by the Authority’s Finance Committee prior to listing.

President Daley reminded the Board that the purpose of the RFP was to ensure the Authority had the best available Broker for the best price to market the properties. He summarized the resolution and asked the Board for questions. Director Harrington asked how quickly the process would play out. Mr. Daley indicated his expectation that staff would keep the Finance Committee updated on the process including proposed listing prices and get the properties listed soon thereafter. Director Dayton asked how the brokerage fee compares to market. Mr. Daley explained the fee proposed is 5% with an opportunity for a fee of 4.5% depending on certain conditions being met. He reminded the Board that the RFP requested the best brokerage fee from respondents.

Chairperson Hunter asked if President Daley thought the recommended broker was enthusiastic about the prospects of listing the Authority’s properties. President Daley and staff indicated that, based on the recommended broker providing the most comprehensive response to the RFP, the broker is adequately

enthusiastic about the work. There being no further discussion, Chairperson Hunter requested a vote on the resolution. The resolution passed by roll call vote as indicated in the table below.

| Director | Raised | Second | Aye | Nay | Abstain |
|------------------------|---------------|---------------|------------|------------|----------------|
| 1 - Chairperson Hunter | | | X | | |
| 2 - Matthew Dayton | | | X | | |
| 3 – Michelle Gilman | | | | | Not present |
| 4 - Joseph DeNicola | | | X | | |
| 5 - William Beccaro | | X | X | | |
| 6 - Rachel Taylor | | | X | | |
| 7 – Michael Walsh | | | X | | |
| 8 – John Fonfara | X | | X | | |
| 9 - Paul Harrington | | | X | | |
| 10 - Carl Fortuna | | | X | | |
| 11 - David Steuber | | | X | | |

9. CSWS Transition Committee Report – Agenda Item 8.

Chairperson Hunter indicated that a committee meeting was called for the previous week but that a quorum was not achieved. Therefore, those in attendance continued the meeting as work session for planning purposes. The idea was to set the framework for the assignment of contracts to the towns served by the Essex and Torrington transfer stations. He indicated the length of time needed to establish regional authorities is likely to extend beyond June 30, 2025. Chairperson Hunter stated that Attorney Catino is looking at alternative options for the transfer of these obligations. He indicated that the Northwest Hill COG is being kept abreast of the progress and that a meeting will be scheduled with stakeholders once the process is better defined.

Director Fortuna updated the Board the he had received a scope of work from CTDEEP for the grant funding, which gives the COGs one year to come up with a plan to implement a regional waste authority. He indicated a colleague from the Northwest Hills has requested a meeting to discuss and possibly coordinate efforts. Director Fortuna has provided comments by the Board to the Essex towns in regards to the urgency of implementing the hand-off of the transfer station.

Chairperson Hunter asked President Daley for comment. President Daley indicated the main issue is that the timeline is likely not going to be met, in spite of the Authority’s efforts to stand up regional waste authorities by June 30, 2025. He indicated various alternative options are being explored and that as a last resort, DAS will inherit the contracts pursuant to PA 23-170. He stated that the aspects of the negotiation of the transfer of the obligation need to be defined, including any use of the Authority’s reserves to support the process.

Chairperson Hunter recognized it will take effort by the Board and Authority staff to move forward. Director Fonfara expressed his discouragement of the lack of progress made to transfer the obligation to regional waste authorities. He expects the same discussion on the use of reserves will happen again during the next budget season and he will not support the use of reserves to support CSWS towns. Chairperson Hunter indicated that he shares Director Fonfara’s concerns and that is why the CSWS Transition Committee continued with a work session last week even without a quorum. Chairperson Hunter stated that he wants to have a good plan of how to make the transition happen by the June 2024 Board meeting. Director Taylor asked if the committee or President Daley has met with Senator Needleman. President Daley stated a meeting has not yet happened. Director Dayton expressed his opinion that transfer of the transfer stations to regional authorities is now the most important task for the Board over the next 14 months. Chairperson Hunter agreed.

There being no more discussion, Chairperson Hunter adjourned the meeting at 10:36am.