

**Human Resources Committee
January 17, 2024
Regular Meeting Minutes**

A Regular Meeting of the Human Resources Committee of the MIRA Dissolution Authority was held on January 17, 2024. Present either in person or by video or audio conferencing were:

Committee Members Present: Committee Chairperson Rachel Taylor
 Authority Chairperson Bert Hunter
 Director Michael Walsh

Other Directors/Members Present: None

Present from MIRA: Mark Daley, President
 Cheryl Kaminsky, Comptroller
 Chris Shepard, Environmental Compliance Manager

Others present: None

PUBLIC COMMENT

Committee Chairperson Taylor called the meeting to order at 8:34 a.m. She stated that there were no members of the public who wished to comment and proceeded with the agenda.

1. Approval of the Minutes of the November 29, 2023 HR Committee Meeting

Committee Chairperson Taylor stated that the approval is being tabled. Mr. Daley stated that they didn't have the necessary quorum needed and will be addressed at a later date.

2. Overview of changes to the employee handbook since 02/14

Committee Chairperson Taylor asked Mr. Daley to proceed with the discussion. Mr. Daley stated that leading up to the closure of the plant there were a number of actions taken to ensure that MIRA retained the employees that would be needed going forward. Mr. Daley stated that these items were accomplished by resolution a couple of years ago, however, he felt the Committee should understand some of the programs in place that are keeping the employees here now and how that would be implemented with DAS becoming our successor as of July 1, 2025.

Mr. Daley discussed the resolution dated June 2021 regarding MIRA Employee Retention. He stated that the budget for the severance program was adopted with this resolution. The budget became effective as of July 1, 2021 and remains in effect today. The resolution also established a Severance Fund account in which severance payments would be drawn from. It also indicated the key employees needed for future operations and added up to 10 additional weeks of separation pay. Mr. Daley also pointed out that a few of the titles in the resolution have since changed.

Mr. Daley then discussed the resolution of October 2022 regarding a change to the employee handbook for the paid time off provision. During the time of the transition, there were a number of employees who reached the maximum hours for the rollover. Since these employees were needed and asked not to take vacation time, this resolution was approved to increase the maximum accumulation rollover from 60 to 80 days so that employees would not lose their vacation time.

Then, Mr. Daley discussed the resolution of November 2022 regarding an amendment to the employee handbook regarding vacation time. MIRA has some very long term employees with over 30 years of experience which there was a desire to recognize and therefore, any employee with over 30 years of service was granted an additional 5 days of vacation time per calendar year through this resolution.

Mr. Daley stated that since these resolutions were approved, MIRA has not republished the employee handbook. He asked the Committee if they desired MIRA to republish the handbook with these changes so that these resolutions are incorporated into the published handbook. Committee Chairperson Taylor stated that she had no need for the handbook to be republished but asked if the employees are asking for it. Neither Mr. Daley nor Ms. Kaminsky has had any request by the employees for this change.

3. Reduction In Force Funding, Process and Scheduling

Mr. Daley went over the total liability funding needed to go through the reduction in force for all 14 remaining employees. He also discussed the process requirements and scheduling/timing of these requirements as well as when the committee meets in order to lay out the process. From a management perspective, MIRA wants to have everything done prior to DAS, as the successor, taking over. Committee Chairperson Taylor asked if DAS would hire MIRA employees and that is unknown at this time. It may depend on what stage the closure plan is at as of July 1, 2025.

Chairperson Hunter had a few questions/comments. He stated that the Committee should be looking at what activities need to be carried out before and after the transition date. Also needing consideration is what people, skills, and knowledge will be needed. Those items should be put in place probably about 6 months in advance. Mr. Daley stated that he agreed and sees the need for three different transition plans. Chairperson Hunter asked if HR counsel has been keyed in and whether there is a budget for these services. Mr. Daley responded that counsel has been notified and is preparing a budget for MIRA. Chairperson Hunter also discussed that perhaps we need to do something with the excess funds in the severance account. Mr. Daley agreed that is something that we can look at.

4. Discussion of upcoming RFS for HR Consulting and Temp Services

Committee Chairperson Taylor asked Ms. Kaminsky to proceed with the discussion. Ms. Kaminsky stated that per our procurement policies, MIRA solicits for these services at least once every three years. Our current contracts for HR and Temp Staffing services will expire on June 30, 2024. MIRA mainly uses these firms for temporary staffing. Ms. Kaminsky stated that the RFS would be issued, MIRA would receive and review the proposals and come back to the committee with a recommendation which can then be taken to the Board. Mr. Daley stated that at one time MIRA had an HR consultant for executive searches, salary range recommendations, etc. MIRA has not done that for at least a couple of RFS cycles and does not see a need at this point.

5. Discussion of Renewal Benefits

Committee Chairperson Taylor asked Ms. Kaminsky to proceed with the discussion. Ms. Kaminsky stated that every spring our broker, Assured Partners, goes out to test the market for the benefit renewals. They will put together the best quotes that they receive and present it to MIRA with their

recommendations. MIRA will then review and bring our recommendations to the Committee. Ms. Kaminsky stated that we currently have Anthem as our medical provider and Principal who handles the dental, vision, voluntary and group life insurance. She stated that Principal handles the vision coverage but it is provided by VSP. Mr. Daley pointed out that we recently made a change to our COBRA provider. This was also an item that Assured Partners was able to handle for us. Mr. Daley stated that this benefit is something that will obviously be needed in the near future and that it is important that it be handled well.

6. HR Update

Committee Chairperson Taylor asked Ms. Kaminsky to proceed with the discussion. Ms. Kaminsky stated that there were really no changes since last quarter. She proceeded to go through the report stating we still currently have 14 employees, eight salaried and 6 hourly, with five of them being female and nine males. There is one employee who is a resident of a member town. There are eleven employees who take advantage of the traditional health benefits and three who take the opt-out provision. As discussed earlier, Anthem is the medical provider and Principal covers dental, vision, voluntary and group life and these items will be reviewed prior to a 7/1/24 renewal date. To date, there has been neither wellness stipends issued nor any injuries to report.

Before closing the meeting, Director Walsh asked about the resolutions discuss during the meeting. He wanted clarification that those resolutions are in place currently and that there were no changes being proposed. Mr. Daley stated that was correct.

With no further business, Committee Chairperson Taylor adjourned the meeting at 9:07 a.m.