



Dissolution Authority

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MIRA DISSOLUTION AUTHORITY

June 12, 2024

A Regular meeting of the Board of Directors of the MIRA Dissolution Authority (the “Authority”) was held in person and via Zoom on Wednesday, June 12, 2024. Present in person or via audio or video conferencing were:

Appointed Directors:

Chairperson Bert Hunter (via Zoom)
Matthew Dayton
David Barkin (via Zoom)
Michael Looney (via Zoom)
William Beccaro (via Zoom)
Rachel Taylor (arrived 9:36)
Michael Walsh (via Zoom)
John Fonfara (via Zoom)
Paul Harrington
Carl Fortuna (via Zoom)

Appointed Members:

Frank Dellaripa (arrived 9:34)
Thomas Swarr (via Zoom)

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
Jim Adams
Matthew Pafford, CT DAS
Ed Spinella
CT-N 860-241-7700 860-478-2282

This meeting was recorded via ZOOM conferencing and is posted on the Authority’s website at: <https://www.ctmira.org/wp-content/uploads/2024/06/6-12-24-Board-Meeting.mp4>

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

Chairperson Hunter called the meeting to order at 9:33 am and requested a roll call for attendance. He welcomed new Directors Barkin and Looney to the Board.

2. Public Comment - Agenda Item 2

Chairperson Hunter asked if any members of the public wished to provide comment. No members of the public in the Board Room wished to speak. Ed Spinella, who was present on-line informed the Board he wished to comment. Mr. Spinella indicated he is an attorney representing Murphy Road Recycling (“MRR”). He informed the Board that MRR was interested in the 4 properties listed for sale. He stated that he had contacted the broker and checked the Authority’s website. He believes it is important for any prospective buyer to know the process for each of the four properties. Whether or not there is a deadline for making offers for each property, how offers will be addressed by the board/broker, and whether negotiations will be allowed. He believes it is very early-on in the process and stated the broker does not know the details of how offers will be handled. He believes definitive, written guidelines for the process should be made available to public. Chairperson Hunter thanked Mr. Spinella for his comments and asked President Daley for comment.

President Daley stated that attorney Spinella is correct that the properties have recently been listed and the Authority intends to allow for an appropriate period for market exposure and, in instances where multiple offers are received, the Authority would then communicate a process for final offers to be made. He expects the process to evolve as the exposure time on the market continues and the level of interest is known.

Chairperson Hunter requested Mr. Spinella submit his comments in writing so they can be appropriately addressed. Chairperson Hunter assured Mr. Spinella that the process will be transparent to all parties. Mr. Spinella agreed to provide his comments in writing.

3. Review and Approve Minutes of the May 14, 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 Harrington and seconded by Director Fonfara. 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 – David Barkin					X
4 – Michael Looney					X
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara		X	X		
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber					Not present

4. Review and Approve Minutes of the May 23, 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 Taylor. 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 - David Barkin			X		
4 - Michael Looney					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 - David Steuber					Not present

5. Chairman's and President's Report – Agenda Item 5.

Chairperson Hunter introduced the item and asked President Daley for his report. President Daley updated the Board on the Authority's reporting to the legislature as required by Public Act 23-170. He reminded the Board that the Authority submitted an interim report in January 2024. In the interim report, he indicated the Authority committed to provide updates to OPM and the legislature as progress was made on its dissolution responsibilities. He indicated a six month update report is being prepared to update stakeholders on the status of the South Meadows Redevelopment Considerations Study, the Verification Report on remediation of the site to the commercial/industrial standard, the status of the RRF Closure Plan, stakeholder engagement on the future of the South Meadows site, the process of ceding control of the Authority Transfer Stations to regional authorities, and, the selling off of the Authorities real and personal property. Mr. Daley indicated a draft of the 6 month update report was recently provided to the Board Chair and the South Meadows Transition Committee Chair.

President Daley indicated that he mentioned at each of the Committee meetings last week it does not appear the legislature acted to extend the date of termination of the Authority beyond July 1, 2025. He indicated staff has begun finalizing a "master schedule" of activities that we can reasonably expect to accomplish by July 1, 2025. The master schedule will address routine business, wind down activities, and DAS stand up activities. President Daley stated that the committees discussed the benefits of having technical corrections made to PA 23-170 to align all of the Authority's sunset dates to June 30, 2026. It is believed such an alignment will help the dissolution process while easing the burden on DAS. Therefore, the plan is to include in the 6 month update report a request to make these technical corrections during the upcoming special session of the legislature. This would allow the Authority to avoid turning its focus away from the significant progress that has been made to date, to instead focus on assisting DAS in becoming the successor to the Authority.

Chairperson Hunter asked if there is a target date for when the Authority would make this request. President Daley indicated the transmittal letter and attachments would be ready for Director Beccaro's review immediately after the Board meeting. Chairperson Hunter asked Director Beccaro his availability to

review the updated report. Director Beccaro indicated he could complete his review and provide comment by the close of business today. Director Beccaro also stated that he alerted several folks at the legislature of the importance of aligning the Authority's sunset dates and that the equally important bonding language had not been codified. Director Beccaro's remote connection was then lost and the Board was unable to hear his comments.

Chairperson Hunter thanked Director Beccaro for his comments and indicated the Board understood the gist of his comments. Chairperson Hunter invited all Directors and Members to review the draft update report and asked for any comment to be provided to President Daley by the morning of Friday, June 14. Chairperson Hunter asked President Daley for further comment. President Daley stated his report was complete.

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

6(a) Discussion of Correspondence from CT-DEEP Regarding Resource Recovery Facility Closure Plan

Chairperson Hunter introduced the item and asked President Daley to provide a report recognizing the connectivity issues being experienced by Committee Chair Beccaro. Director Beccaro asked President Daley to proceed with a report.

President Daley updated the Board on the May 16, 2024 correspondence received from CTDEEP which was in reply to the Authority's February 16, 2024 submission to CTDEEP regarding the RRF Closure Plan. A copy of the correspondence is included in the Board Package. He characterized CTDEEP's communication as generally supportive of the Authority's ability to move forward in preparing the South Meadows site for its future use. CTDEEP indicated its intention to await the conclusion of the South Meadows Redevelopment considerations Study prior to approving the Closure Plan. CTDEEP has concurred that the Authority can move forward with the removal and recycling/scraping of non-structural equipment after it is cleaned to a visual standard. He indicated the Authority is now in a position to consider moving ahead with an RFP for the major salvage operations for the RRF which tentatively could result in award of a contract for the work by the end of calendar year 2024.

6(b) Discussion of Additional Matters Reviewed at Committee

President Daley indicated a kickoff meeting of the South Meadows Redevelopment Considerations Study was previously discussed with the Committee, including a pre-kickoff meeting with various stakeholders to frame information to be provided at the initial public launch meeting. He read an initial list of stakeholders to be included in the update report to the legislature as:

The City of Hartford	Eversource	Capitol Region Development Authority
Greater Hartford Flood Commission	Connecticut DOT	Connecticut DEEP
Greater Hartford Interfaith Action Alliance		

President Daley stated he reached out to the City of Hartford requesting a point person to act as the City's liaison for the Study. The City responded quickly and indicated they are in the process of identifying such a point person. President Daley also requested a point person from Eversource, and the Authority is awaiting Eversource's response. President Daley also indicated Member Swarr has reached out to the City as well.

President Daley stated the public launch meeting is identified as the first opportunity to inform the public on the process and tasks of the Study, and the pre-meeting with the stakeholders would be used to formulate the scope of the public launch meeting. The Authority is now ready to schedule the pre-meeting with as many stakeholders as possible.

President Daley updated the Board on a presentation provided by Weston and Sampson to the

Committee on the PCB sampling implications. After hearing the presentation, the Committee agreed that PCB sampling should proceed, but the analysis would be delayed until a later date when the Study is further along. The Committee was also updated on the development of seven different operating plans for the South Meadows Facility, which will be noted in the update to the legislature. The plans include:

Water Management	Engineered Controls Inspections and Maintenance
Fire Safety and Security	Structural Inspections and Maintenance
Routine Grounds and Facility Maintenance	Site Energy Connection to Regional Infrastructure
Other Utilities	

President Daley stated the above listed operating plans will be addressed with the South Meadows Transition Committee on a going forward basis.

Chairperson Hunter thanked Member Swarr for reaching out to the City and recognized the letter sent by President Daley to the Mayor's Chief of Staff was favorably received. He asked Director Beccaro for additional comments. Director Beccaro underscored the importance of being deliberate in the actions to be undertaken with the hazardous building materials analysis so that it is done in a way to positively move remediation and reuse of the site forward. Chairperson Hunter concurred with Director Beccaro's comment.

7. CSWS Transition Committee Report - Agenda Item 7.

Chairperson Hunter introduced the item and suggested that he and President Daley provide an update considering Committee Chair Fortuna's recent conflicts of schedule with the Committee meetings. Committee chair Fortuna agreed and stated he may provide additional comments after the report. Chairperson Hunter then asked President Daley to provide a report.

President Daley stated the Committee reviewed the status of legal work being done to frame the alternative structures of governance to which control of the transfer stations may be ceded. Also discussed was the work done to document the terms of the existing agreements that would have to be assigned to the regional entities. He stated PA 24-151, which was passed during the recent legislative session contained language confirming the Authority's right to use reserve funds to stabilize the tip fee, and, to the extent such funds are used, provides the Authority the right to request reimbursement for such funds from the Bond Commission.

President Daley indicated the Authority would be moving forward with the development of documents to facilitate the creation of regional waste authorities. A meeting has been set up for June 18 to update the Northwest Hill COG to discuss the next steps and provide an update on where things stand after the recent legislative session.

Chairperson Hunter indicated PA 24-151 essentially provides the Authority permission to ask for reimbursement for funds used to stabilize the tip fee and there should not be any expectation that such funds will be received. He stated the Public Act clarifies the Authority's ability to use funds to stabilize the tip fee through June 30, 2026. He also stated the Authority is taking all necessary steps to facilitate the transition to regional authorities. He indicated staff would need to explore the use of funds beyond tip fee stabilization as it relates to the assignment of contracts associated with the transfer stations, as the towns will need clarity on this. Chairperson Hunter asked for comment from President Daley.

President Daley agreed that the next step is to prepare an analysis of what level of funding should be made available to the towns for the assignment of the existing contracts associated with the transfer stations. To the extent the transfer of obligations can occur at a cost lower than our projected use of reserves, it will be a win-win situation.

Director Harrington asked if this means the Authority will be using reserve funds to create regional Authorities. Chairperson Hunter responded that no such commitment has been made.

Director Fonfara attempted to comment but his connection was lost, he indicated he would withhold comment until he was present in-person. Chairperson Hunter stated that he does not believe there has been any expression the Authority intends to use funds beyond those already earmarked for tip fee stabilization.

He asked President Daley for comment. President Daley responded that his previous comment suggested PA 24-151 provided a mechanism for reimbursement of tip fee stabilization funds used and clarified PA 23-170 did not preempt the use of tip fee stabilization funds. Chairperson Hunter agreed that the legislature clarified tip fee stabilization funds can be used for such purpose though June 30, 2026. Beyond that, he stated authority for use of the funds within the tip fee stabilization funds for assistance in transferring contracts over to the towns may require further clarification from the legislature. Chairperson Hunter indicated the Board will revisit Director Fonfara's concerns at the next Board meeting.

Chairperson Hunter asked Committee Chair Fortuna for comment. Director Fortuna indicated he had met with Senator Needleman and the Executive Director of the COG approximately one month ago regarding the grant awarded by CTDEEP. He encouraged the Board to extend an invite to meet with Senator Needleman. He stated the Senator has some threshold issues that he has concerns about regarding the Essex site and transferring control of the site. Chairperson Hunter indicated the Authority will coordinate with Director Fortuna to coordinate a meeting with Senator Needleman.

8. Finance Committee Report - Agenda Item 8.

8(a) Discussion/Update Regarding Sale of Real and Personal Property

Chairperson Hunter requested a report from Committee Chair Harrington. Director Harrington indicated the Committee had a good meeting last week and since the meeting all properties for sale are now being marketed for sale. Director Harrington asked President Daley to provide further comment.

President Daley stated the Authority has sent letters to the host towns (Watertown, Ellington, Hartford, and Shelton) notifying them of the Authority's intention to market and list the properties for sale/lease. We have provided the Broker with spare keys to show the properties and the marketing brochures have been completed and are available to the Board. Drone footage has been obtained for the Watertown and Ellington properties, but not for the Hartford properties because the Broker is still awaiting FAA approval. Notices have also been provided to all parties who have expressed interest in the past and distributed to all waste haulers and other facility operators. Phase 1 Environmental Assessments have also commenced and are due to be complete by June 30, 2024.

President Daley updated the Board on the inoperable equipment and miscellaneous scrap removal agreement. He stated the agreement was fully executed with Joseph Freedman and Freedman is scheduled to be on site to begin planning the removal of the materials. He stated Scale 4 had been cleaned and calibrated and will be used for the removal of the miscellaneous scrap metal. President Daley also provided an update on the agreement for brokerage and removal of the operable equipment, which was authorized with Sales Auction Company at the May 23 2024 Special Board meeting. He stated the Authority is currently finalizing this agreement for execution. He reminded the Board that net revenues received from each of these agreements had been previously authorized by the Board to be deposited to the South Meadows Transition Contingency.

Director Harrington thanked staff for its work getting the scale operational for the scrap removal project so the Authority can verify the amount of scrap metal leaving the site and maximize its revenues.

Chairperson Hunter asked about a request received from the City of Shelton regarding the property at 784 River Road. President Daley stated the request will be reviewed in Executive Session. Director Harrington asked if any sale of real estate would require Board approval. President Daley confirmed any sale of real estate will require an eight vote majority of the Board.

8(b) Review and Approve Resolution regarding Renewal of Property, Casualty and Executive Liability for Fiscal Year 2025

RESOLVED: That the President is authorized to bind the following insurance policies effective for the period July 1, 2024 through June 30, 2025, in accordance with the recommendations contained in the Brown & Brown Renewal Proposal attached hereto as Exhibit A.

- Property
- General Liability
- Auto Liability
- Workers Compensation
- Umbrella/Excess Liability
- Public Officials
- Crime
- Fiduciary
- Pollution

Chairperson Hunter moved to Agenda Item 8(b). Director Harrington summarized the item was discussed by Brown and Brown at the Finance Committee meeting and at that time all of the quotes had not been received. He asked President Daley for an update. President Daley confirmed all of the quotes have not been received and the item will have to be tabled. He updated the Board on what quotes had been received and what quotes were still pending. He indicated the Board could hold a special meeting to bind coverage before July 1, 2024, or, using the President's emergency procurement authority, the President could bind coverage and seek ratification from the Board at its July meeting, assuming the sum of the premiums received come in under budget. If the premiums received exceed what is budgeted, a Special Meeting would be required to bind coverage before July 1, 2024.

Director Harrington asked if the Board could authorize the President to bind coverage not to exceed the budget. Attorney Catino indicated it would be preferable to come back to the Board after the quotes were received. It was agreed if the premium total comes in under budget, President Daley will bind coverage and seek Board ratification after the fact, consistent with his emergency procurement authority, and, if the premium total exceeds budget, a Special Meeting will be scheduled to bind coverage.

9. Supplemental Information – Agenda Item 10.

Chairperson Hunter introduced the Item and suggested in the interest of time, the Directors read the information to update themselves. President Daley confirmed the budgeted operating losses are below budget in the CSWS and Property Divisions.

10. Human Resources Committee Report – Agenda Item 9

9(a) Resolution Accepting Management's Recommendations Concerning Employee Health and Welfare Coverages for Fiscal Year 2025

RESOLVED: That the Board of Directors accepts Management's recommendation outlined on Exhibit A hereto to continue current dental, vision, life / AD&D, short and long term disability and voluntary life which are presently placed with Principal substantially as discussed and presented in this meeting.

Chairperson Hunter introduced the item and asked Committee Chairperson Taylor for a report. Director Taylor indicated the Committee discussed the recommendation regarding Employee Health and Welfare Coverage. Director Taylor asked President Daley to review the item.

President Daley summarized the item coverages and costs, and, associated recommendations based on

the quotes received. He read into the record the resolution and asked for a motion and a second. The resolution was moved by Director Taylor and Seconded by Director Harrington. 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 - David Barkin			X		
4 - Michael Looney			X		
5 - William Beccaro			X		
6 - Rachel Taylor	X		X		
7 - Michael Walsh			X		
8 - John Fonfara			X		
9 - Paul Harrington		X	X		
10 - Carl Fortuna			X		
11 - David Steuber					Not present

11. Executive Session to discuss the sale of real estate owned by the Authority in Hartford, Watertown, Ellington and Shelton and any pending consummation, termination or abandonment of all transactions or proceedings concerning any such sale.– Agenda Item 11.

Chairperson Hunter read the purpose of the Executive Session into the record and asked President Daley to advise who would be invited to the executive session. President Daley confirmed the attendees for the executive session as: all Board Members and Directors, President Daley, Attorney Catino, Mr. Guzowski, and Mr. Bodendorf.

Chairperson Hunter made a motion to enter executive session. The motion was seconded by Director Harrington. The motion passed by roll call vote as indicated in the table below.

The motion passed by roll call vote as indicated in the table below.

Director	Raised	Second	Aye	Nay	Abstain
1 - Chairperson Hunter	X		X		
2 - Matthew Dayton			X		
3 - David Barkin			X		
4 - Michael Looney			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 - David Steuber					Not present

Prior to entering executive session, Chairperson Hunter confirmed no action would be taken in Executive Session or after Executive Session. Executive session began at 10:46 am and concluded at 11:07 am. Chairperson Hunter confirmed no action was taken in Executive Session and adjourned the meeting at 11:08 am.