



Dissolution Authority

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MIRA DISSOLUTION AUTHORITY

September 11, 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, September 11, 2024. Present in person or via audio or video conferencing were:

Appointed Directors:

Matthew Dayton
David Barkin
Michael Looney (via Zoom)
William Beccaro
Rachel Taylor (via Zoom, left meeting approx. 10:19)
Michael Walsh (via Zoom, left meeting approx. 10:58)
John Fonfara (via Zoom)
Paul Harrington
Carl Fortuna (via Zoom, left meeting at 10:34)
David Steuber (via Zoom, left meeting approx. 10:30)

Appointed Members:

William DiBella
Frank Dellaripa
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
Matthew Pafford (via Zoom)
Ed Spinella
Robert Carr and Malcolm Beeler, Weston & Sampson (via Zoom)
Sarah McCoy Elaine Betancourt Judy Sullivan
Marcus Y. Call-in-User-1 203-988-8517

This meeting was recorded via ZOOM conferencing and is posted on the Authority's website at: <https://www.ctmira.org/wp-content/uploads/2024/09/9-11-24-Board-Meeting.mp4>

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

Acting Chairperson Beccaro called the meeting to order at 9:31 a.m.

2. Public Comment - Agenda Item 2

Acting Chairperson Beccaro asked if any members of the public wished to provide comment. Sarah McCoy introduced herself as a representative of GHIAA and a community organizer. She stated that she had written an open letter to Chairperson Hunter, to which he responded in writing. In her letter she requested that the South Meadows Redevelopment Considerations Study not include any solid waste management uses as a potential future redevelopment option. Acting Chair Beccaro stated that the study scope includes looking at a variety of potential uses and the study will not recommend any option over another, he does not believe there is any appetite for any solid waste activity similar to the waste to energy facility. Elaine Betancourt introduced herself and indicated she also supports removing any solid waste management scenarios from the study options. Judy Sullivan introduced herself and stated she also supports solid waste options being taken out of the study.

Acting Chairperson Beccaro reiterated that the Authority's legislative charge is to wind down the Authority activities, divest property and conduct a study that will determine the environmental needs and knowledge for redevelopment without picking winners.

3. Review and Approve Minutes of the August 14, 2024 Regular Board Meeting - Agenda Item 3.

Acting Chairperson Beccaro introduced the item and requested a motion to approve the minutes. Director Barkin requested the minutes be revised to reflect his comment at the meeting that DAS has no intention of being in the waste business. A motion was made by Director Harrington to approve the minutes as amended by Director Barkin's requested change. The motion was seconded by Director Barkin. The motion passed by verbal vote.

4. Chairman's and President's Report – Agenda Item 4.

Acting Chairperson Beccaro introduced the item and asked President Daley for a report. President Daley indicated the Authority had received a request from the River COG to meet regarding its grant application to establish a regional waste authority. A call has been set up for tomorrow, Thursday at 1:00pm. President Daley also indicated the Authority receive a request from OPM for legislative proposals for the 2025 session. The request will be forwarded to the management committee.

5. Finance Committee Report – Agenda Item 5.

5(a) Review and Approve Resolution Ratifying Emergency Procurement for Structural Repairs Identified During Roof Replacement Project at Essex Transfer Station

RESOLVED: That the Board of Directors ratifies the President and CFO’s Emergency Purchase authorization to CWPM and Advanced Welding LLC. to proceed with structural repairs to the Essex Transfer Station roof as further discussed in the background narrative attached as Exhibit A which shall be funded through the CSWS Major Maintenance Fund.

Acting Chairperson Beccaro introduced the item. Director Harrington briefly commented on the item and asked President Daley to summarize. President Daley reminded the Board that this item had been tabled in August and confirmed the vote requirement is a majority of Directors present. He stated the repairs were completed to alleviate a safety concern. The project is now \$31,000 over budget, but the costs for the Phase 1 Environmental Assessments for Torrington and Essex along with the Torrington roofing costs have come in far enough under budget that the combined cost for all of the projects is under budget. A motion was made by Director Harrington to ratify the item. The motion was seconded by Director Dayton and passed by roll call vote as indicated in the table below.

Director	Raised	Second	Aye	Nay	Abstain
1 - Chairperson Hunter					Not present
2 - Matthew Dayton		X	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			X		

5(b) Review and Approve Resolution Accepting the Fiscal Year 2024 Audited Annual Financial Report.

RESOLVED: That the Authority Board of Directors hereby accepts the Fiscal Year 2024 Annual Independent Audit and Financial Report of the MIRA Dissolution Authority included on Exhibit A hereto as discussed and presented in this meeting.

Acting Chairperson Beccaro introduced the item. President Daley provided a summary of the report and that only a few items remained to be finalized in the report. He stated the Board could vote to accept the report substantially as presented at today’s meeting, or, if the Board preferred it could wait for the report to be finalized and hold a Special Meeting before the end of the month to accept the report, as the report is due before the end of September. Director Harrington indicated he spoke with the Partner at the auditing firm who told him substantial changes to the report are not expected, and he is willing to make a motion to accept the report subject to there being no major changes to the report. Director Dayton suggested using the wording “material changes” instead of “major changes”. Director Barkin asked if the report includes a reconciliation of the operating deficit and if such deficit if broken down by project. President Daley confirmed that all of the revenues and expenses are divided by Division and included in the report. He stated a breakdown by division is included in the narrative. A motion to accept the report subject to “no material changes” was made by Director Harrington. The motion was seconded by Director Dayton. The motion passed by roll call vote as indicated in the table below.

Director	Raised	Second	Aye	Nay	Abstain
1 - Chairperson Hunter					Not present
2 - Matthew Dayton		X	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			X		

5(c) Review and Approve - Resolution Authorizing Repair of Solar Electricity Generating Facility at Hartford Landfill

RESOLVED: That the President is hereby authorized to issue a Purchase Order to Ameresco, Inc. in the amount of \$40,278.05, which Purchase Order will increase the total FY2025 expenditures for the Solar EGF to approximately \$77,400, for the repair of the Authority’s Solar EGF at the Hartford Landfill, substantially as presented and discussed at this meeting.

Acting Chairperson Beccaro introduced the item. President Daley described the item and explained that unanticipated repair work is required to bring the system back to an operational status and the cost of such work will cause the total fee paid to the vendor for FY2025 to exceed \$50,000. He explained that the original award for inspection and maintenance services was not expected to exceed \$50,000 in any fiscal year, and was therefore not previously brought to the Board. Director Harrington asked on the timeline for repair. Mr. Bodendorf explained the issue with the inverter and provided a bit of history on the system. He indicated he is optimistic the timeline for repair will occur within the next few weeks. Director Harrington asked for clarification whether this expense would result in the system becoming operation again. Mr. Bodendorf confirmed this work will bring the system up to an operation status. Director Barkin asked for clarification on what work is being proposed and whether the proposed work is the same work that was contemplated for inverter replacement in the \$260,000 budget. Mr. Bodendorf explained that this work is not to replace the inverters, but to repair what currently exists. Director Barking asked if the Authority is locked in to using Ameresco, the current inspection and maintenance contractor. Mr. Bodendorf explained the competitive processes that have been used since the construction of the facility and that Ameresco and its predecessor have won each of the inspection and maintenance contracts, generally for an annual cost of less than \$20,000. With the unforeseen failures of the inverter cores, the total cost of the maintenance contract will now be in excess of \$50,000. Member Dellaripa explained the sensitivity and importance of the proper operation of the solar facility to the City of Hartford public works, emergency services and school department technology hardware. Director Barkin asked if there was line power to the public works facility. Member Dellaripa and Mr. Bodendorf indicated there is line power but there have been issues of power outages caused by the Eversource distribution system. Director Beccaro asked if the solar facility makes any money. Mr. Bodendorf confirmed that it did and explained the interconnection to the City’s public works facility, the PPA between the Authority and the City, the ZREC agreement, and the approximate financial benefit to the City of \$200,000 annually. Director Beccaro asked if we can expect more failures of the solar facility equipment, including panels, as the system ages. Mr. Bodendorf explained that the big costs of infrastructure replacement are the inverters and the panels are projected to lose about 0.5% efficiency each year. He indicated he has seen less panel degradation than predicted.

Director Harrington made a motion to approve the resolution as presented. The resolution seconded by Director Barkin and approved by roll-call vote as indicated in the table below.

Director	Raised	Second	Aye	Nay	Abstain
1 - Chairperson Hunter					Not present
2 - Matthew Dayton			X		
3 – David Barkin		X	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			X		

5(d) Discussion – Update on the Sale of Real and Personal Property

Acting Chairperson Beccaro asked President Daley to provide an update. President Daley stated the Watertown Transfer Station sale closed on August 27, the wire was received that same day and funds were transferred to the South Meadows Transition Contingency Reserve on August 28. The Authority has provided the buyer with information on the vendors and service suppliers we have used at the facility, transferred over the electric service, cancelled all other services, and surrendered all applicable permits. We provided the buyers with all the spare keys and engineering drawing we have for the facility. The net proceeds initially received and transferred totaled \$2,435,250. After paying Cohn Birnbaum & Shay and Halloran, the net for the sale will be approximately 2,415,250 when all payments are complete.

President Daley indicated the auction of all operable equipment concluded on August 29. There were a total of sixty nine lots defined for the auction which included all the operable equipment and various separated attachments and spare loader tires and wheels. Sixty seven of the sixty nine lots sold which left us with 2 sets of 4 spare wheel loader tires which we agreed to include in the sale of the other tires to get them off site without transportation or disposal charges. As of this past Monday all equipment has been paid for, picked up and transported off site. One of the older loaders actually ceased up during transportation so management agreed to cancel that sale and the unit will be parted out by Sales Auction Company. Sales Auction Company did a great job, getting all the equipment running, tested and videoed, completing repairs needed, setting up the auction and marketing the equipment. Net proceeds to the Authority which have been received and deposited to the South Meadows Transition Contingency Reserve are \$865,862 which is the gross sales less contracted commissions/expenses. We will also subsequently get a share of the partout of the ceased loader (not much). The total exceeded internal expectations.

President Daley provided an update on the sale of other real property. Phase one environmental reports on our other property were provided to potential buyers on July 23rd and the properties have now had good market exposure and interest expressed at this point. We have now set a September 19 deadline for offers on 211 and 171 murphy road as well as the Ellington Transfer Station. O,R&L has communicated to potential buyers that the Authority will be prepared to act on the basis of these offers in October, or if there are not clearly preferable offers to seek revisions or clarifications as necessary before then. O,R&L has also communicated to potential buyers that the Authority will consider contingencies as well as price when evaluating offers. We will review the status of offers at a special finance committee meeting after they are received and tabulated and take it from there.

President Daley indicated the Authority has also received an offer from the City of Shelton for the golf center which is less than 1/3 of our appraised value. He has requested a copy of the appraisal Shelton had prepared and received it yesterday afternoon and the next step would be for our appraiser to review the appraisal Shelton had developed with a view toward either setting a listing price, and listing the property, or

making any adjustment to our value determination. He asked for feedback from the Board on these steps. We have not listed the property while the City was formulating its offer.

Director Harrington recognized the sale of the equipment and Watertown Transfer Station resulted in revenues that far exceeded expectations. He reminded the Board the Finance Committee will be reviewing offers on the remaining property in an anonymous fashion and invited other interested Board members to attend.

Director Barkin asked if there are other properties the Authority intends to market for sale, specifically the landfills and landfill plume control properties. President Daley stated that the focus of the real property sales was on properties believed to be of high value and the landfill properties were viewed as unlikely to attract buyers given the limited timespan of the Authority. Director Barkin asked if the Authority has offered the landfills to the towns. He indicated the complexity of surplussing property by DAS and he does not believe DAS wants to own landfills. Director Dayton suggested the Authority coordinate with DAS to learn its concerns and come up with a plan to divest from as many properties as possible as quickly as possible. He is also interested in receiving updates on how the transfer station transition is going. Director Barkin stated DAS is working on a transition document and is meeting internally and with OPM. DAS is very interested in the transfer station transition occurring as soon as possible. Director Beccaro indicated he is aware that DAS is concerned with what it will be inheriting and when, and he suggested the Authority, OPM, DAS and DEEP coordinate on proposed legislation to facilitate the transition.

6. South Meadows Transition Committee Report Agenda Item 6

6(a) Review and Approve Resolution regarding execution of a RFS with Cohn Birnbaum & Shea P.C. for FY25 legal support associated with South Meadows Station remediation

RESOLVED: That the President is authorized to execute a Request for Services under the Authority's Legal Services Agreement with Cohn Birnbaum & Shea P.C. for Fiscal Year 2025 legal support associated with the Exit StrategyTM Contract and the South Meadow Station remediation project, as described in the Contract Summary attached hereto and substantially as discussed and presented at this meeting; and

FURTHER RESOLVED: That funds from the Mid CT Post Project Closure reserve be utilized to pay for the costs of the legal services under the Request for Services with Cohn Birnbaum & Shea P.C.

Acting Chairperson Beccaro introduced the item and asked President Daley for comment. President Daley stated the item authorizes a \$15k RFS with Cohn Birnbaum and Shay for legal services related to the TRC Exit Strategy Contract (South Meadows Remediation). This funds the work of responding to DEEP comments on the updated ELUR, putting the final ELUR on the Hartford property records and resubmitting the Verification Report. The \$15k will be taken from our remaining Mid CT. project funds. There is approximately \$30k remaining in the Mid CT reserve. Director Beccaro asked for a motion to approve the resolution. Director Fonfara made the motion, which was seconded by Director Harrington. The motion passed by roll call vote as indicated in the table below.

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

Prior to moving to Item 6(b), Director Beccaro asked Director Barkin if he would be willing to facilitate discussions regarding Authority property and offered Director Barkin to reach out to him to coordinate any communications with the Legislature.

6(b) Update and Discussion Regarding the South Meadows Redevelopment Considerations Study

Acting Chairperson Beccaro asked President Daley for an update. President Daley updated the Board on the Hazardous Building Materials Survey. So far the HBM survey has been running a little ahead of schedule. Field inspection and sampling work for potential asbestos-containing materials and lead-based paint is substantially complete. As of August 20, approximately 80 out of 500 sampled materials have tested positive for asbestos content, with additional results still pending. Eagle will return to the site to determine quantities of asbestos-containing building materials after all lab analytical results for asbestos are received. Weston has identified approximately 50 different building materials that are being recommended for analysis of PCBs. Weston finished sample collections last week but no samples have been submitted for analysis of PCBs yet per DAS request. At least 18 different paints have been identified with samples collected. Weston recommends analysis of all of these paint samples to ensure accurate estimation of building demolition requirements and costs. DAS has expressed concern over testing for PCBs due to reporting requirements that may ensue. Management prefers to agree today to proceed with the recommended PCB testing. Otherwise we will get behind schedule on completing the study with PCB testing by February, or diminish the usefulness of the study not having tested for PCBs. President Daley’s general understanding is that there is no “reporting” required but DAS would ultimately have to “inform” and “work toward” remediation because the buildings are unoccupied.

President Daley asked Director Barkin to comment. Director Barkin stated his understanding that the sampling being discussed is for the building, not the soil and the soils have already been cleaned up. based on his understanding, to commercial/industrial standards. Director Barkin stated it is DAS’s very strong recommendation not to test for PCBs. The facility will come under DAS care and control and DAS does not want to be subject to DEEP notification requirements if PCB concentrations are found in excess of the notification threshold. He indicated since the future use or demolition of the buildings are not known, existing PCBs may or may not need to be addressed. He strongly recommends the cost model be bracketed based on the assumption PCBs are found and based on the assumption PCBs are not found. DAS is concerned that it may be managing this site for a long time.

President Daley reminded the Board of the requirements of the statute to determine the immediate environmental needs and knowledge necessary to re-develop the site. He believes not analyzing, for PCBs, does not comply with the legislative charge, which will result in a less useful study. President Daley said he believes DAS will be able to hire a consultant to manage any notification requirements since it will be receiving approximately \$50 million when the Authority is dissolved, along with Authority contracts it could use to engage consultants to conduct the notifications. He recommends the PCB testing be completed as it will provide for a much more useful study. Director Barkin stated that he understands management’s

recommendation and concern, but requests holding off on the PCB testing. He indicated DAS has expertise in PCB testing, and respectfully requests we hold off on PCB testing without delaying the study. Director Dayton suggested it would be prudent for the Board to hear more from DAS about its concerns given its future status as the owner of the property. President Daley reminded the Board that the study scope included Weston presenting to the Authority the implications of PCB testing, which was provided at a previous committee meeting. It was concluded that, since the buildings are unoccupied, PCB testing would not trigger any timelines for any remedial activities. He asked representatives from Weston for comment.

Weston indicated they had discussions with DEEP & EPA on this issue and both agencies indicated that a timeline would not be enforced provided planning for future development of the site continues. Weston recognized that an inaccurate cost estimate would make the study less valuable and confirmed the administrative burden to notify the regulatory agencies was not that great provided the buildings remain unoccupied. Weston indicated that testing for PCBs cannot be delayed indefinitely.

Director Dayton suggested that Weston, Director Barkin/DAS, and the Authority have a conversation prior to moving forward with PCB testing.

Further discussion amongst the Board ensued, and it was agreed that Weston, DAS, and the Authority would meet within the next two weeks to discuss the implications of PCB testing. Director Beccaro agreed with further considering the implications of PCB testing and stated his belief that DAS concerns need to be balanced with producing a study that is meaningful and has utility.

Acting Chairperson Beccaro asked President Daley for additional updates on the study. President Daley indicated Weston's subcontractor, SGH is finalizing the 3 plans associated with the Hartford flood protection system (Operation and Maintenance Manual; Emergency Preparedness Plan; and Dike Penetrations Inventory and Abandonment Requirements Report). He anticipates drafts of the 3 plans will be delivered to the Authority on or about 9/23/2024. The reports will also be provided to the Greater Hartford Flood Commission; the US Army Corps of Engineers; and the CT-DEEP's Dam Safety Division for review and comment.

President Daley discussed the following schedule for presentations of milestone reports to the South Meadows Committee:

- October 9, 2024 Committee - 3 Flood Protection System plans and Review of Existing Environmental Conditions and Concepts of Redevelopment
- November 6, 2024 Committee - Results of building materials testing for PCBs
- December 4, 2024 Committee: Full Hazardous Building Materials Survey report
- January 2025 (date TBD): Assessed Potential Future Uses report
- DRAFT Final Study Report presented to full Board of Directors at its regularly-scheduled February 2025 meeting (date TBD).

President Daley discussed the Public Project Launch Meeting Held July 23, 2024. The Committee was provided a summary memo from Led By Us & Associates (LBU) regarding the initial public project launch meeting. Thirty three individuals from the community participated not including the Authority and the consulting team. The Committee was also provided summary results of the survey. Key points included:

- A total of 22 respondents completed the survey.
- Strong interest in potential future use of the property as "public park/other green space" or "recreational use (i.e., biking, hiking, fishing, entertainment, etc.)"
- A number said that they thought the advertising/notice for the meeting was insufficient.

LBU recommends additional advertising for the next meeting via social media; and/or providing a presentation to the Hartford City Council at one of its scheduled meetings.

The team is recommending 2 alternate dates for next public meeting:

- Tuesday, November 12, 2024, or
- Thursday, November 14, 2024

LBU plans to reserve the Metzner Community Center again for the second public informational meeting. Other suggestions for the public meeting location were made at Committee.

Director Beccaro asked Director Fonfara to comment. Director Fonfara indicated he spoke with community activist, Hyacinth Yennie during the past week about the possibility of combining the next public outreach meeting with one of her regularly scheduled NRZ meetings. He also mentioned that Director Taylor had suggested the potential of hosting the meeting at the public library on Park Street. Director Beccaro asked Director Fonfara’s opinion on how the Board should proceed. Director Fonfara stated he did not have a strong opinion on the best location for the meeting and believes the most important thing is getting the information out to more people.

Director Beccaro suggested that the Metzner community center be used again for the meeting location and the South Meadows Committee invite LBU to its next meeting to stress the importance of outreach and getting the meeting notice out to as many people as possible. Director Fonfara recommended that LBU utilize elected and appointed city officials to assist in getting the message out. Director Beccaro Also suggested that the Authority reach out to the Mayor’s office and the City Council to ask if they are interested in a presentation.

7. CSWS Transition Committee Report – Agenda Item 7

7(a) Review and Approve Resolution Funding and Authorizing Torrington Transfer Station Major Maintenance

RESOLVED: That the President is authorized to direct Enviro Express, Inc. to proceed with roof repairs and replacement based on the low bid of \$67,000.00 submitted by Fairfield Roofing, LLC. and to fund such work through the CSWS Major Maintenance Fund as provided in the adopted Fiscal Year 2025 Connecticut Solid Waste System Operating and Capital Budget substantially as discussed and presented in this meeting:

There was a brief discussion regarding Board approval of Agenda Item 7(a) the Torrington Transfer Station Roof Project and the fact that 8 Directors were no longer present at the meeting. Due to the time sensitive nature of the work, Director Beccaro made a motion to table the item and schedule a special meeting to consider the item prior to the next regular Board meeting. The motion was seconded by Director Harrington and passed by voice vote as indicated in the table below.

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

President Daley updated the Board on the Verification Report for the South Meadows property. On July 23, 2024, TRC submitted the proposed ELUR for Area 3-3 (PCBs beneath the contractor parking lot) to CT-DEEP for review and comment/approval. On August 21, 2024, CT-DEEP provided 7 comments overall on the proposed ELUR. TRC and the Authority have 180 days (until February 17, 2025) to address all of

CT-DEEP's comments on the proposed Area 3-3 ELUR. Once the ELUR is done, the Authority will file on the land records and wrap up the Verification Report.

President Daley mentioned that on June 27, 2024, CT-DEEP issued to Eversource a temporary release from the existing ELUR at the South Meadows site to conduct subsurface investigations for replacement power line. Eversource conducted work between August 19, 2024 and August 29, 2024. Completion of a summary report by Eversource's environmental consultant that documents the work and demonstrates that the ELUR was properly restored by Eversource is still pending.

Finally, President Daley notified the Board that the Authority and HDR Engineering, Inc. (HDR) have executed the Request for Services (RFS) for HDR to complete a structural inspection and maintenance plan for South Meadows. Kick-off is Monday September 16th.

Director Beccaro asked for a motion to adjourn. The motion made by Director Harrington and the meeting was adjourned at 11:14 a.m.