



Dissolution Authority

300 Maxim Road, Hartford, Connecticut 06114

Telephone (860) 757-7700

Fax (860) 757-7725

MIRA DISSOLUTION AUTHORITY

January 15, 2025

A Regular meeting of the Board of Directors of the MIRA Dissolution Authority (the “Authority”) was held in person and via Zoom on Wednesday, January 15, 2025. Present in person or via audio or video conferencing were:

Appointed Directors:

Bert Hunter, Chairperson
David Barkin
William Beccaro
Michael Walsh (via Zoom)
Paul Harrington
David Steuber (via Zoom)

Matthew Dayton
Michael Looney (via Zoom)
Rachel Taylor (via Zoom)
John Fonfara
Carl Fortuna (via Zoom)

Appointed Members:

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 (via Zoom)
Roger Guzowski, Supply Chain Manager

Others Present:

Ann Catino, Halloran & Sage
Attorney Miguel Escalera
Ed Spinella
Rista Malanca
David Zabel
Rob Phillips
Dan Jerram (via Zoom)
Gordon Ridgeway (via Zoom)
Todd Arcelaschi (via Zoom)
860-729-0601
203-918-0013

Earnestine Weaver, DAS (via Zoom)
Kelvin Ayala, LBU (via Zoom)
David Barger (via Zoom)
Todd Carusillo (via Zoom)
Casey Flanagan (via Zoom)
Curtis Rand (via Zoom)
860-463-7103
860-746-3200
860-729-0602

This meeting was recorded via ZOOM conferencing and is posted on the Authority’s website at:
<https://www.ctmira.org/wp-content/uploads/2025/01/1-15-25-Board-Meeting.mp4>

1. Call to Order; Chair's Welcome – Agenda Item 1

Chairperson Hunter called the meeting to order at 9:38 a.m. and requested a roll call of Directors present. Chairperson Hunter noted the existence of a quorum.

Chairperson Hunter conferred with President Daley and the other Board members about moving agenda item 5(e) after the executive session item. It was agreed that agenda item 5(e) would be taken up after the executive session item.

2. Public Comment (3 minutes per speaker) – Agenda Item 2

Chairperson Hunter introduced the item and invited members of the public to comment.

Rob Phillips, Executive Director of the Northwest Hills COG read into the record the following statement: “Good morning members of the board. Again, for purposes of introduction, I’m Rob Phillips, the Executive Director of the Northwest Hills Council of Governments, also known as NHCOCG. I’m here today for this meeting, and for the executive session scheduled later on in the agenda, to be available to discuss the Torrington Transfer Station. On behalf of NHCOCG, we agree that it is appropriate for the details of our negotiations to occur in executive session, however I wanted to offer some context to the Board before you enter into those executive session discussions.

As I’m sure you know, the MDA has an obligation to honor the commitments that were made in the Municipal Service Agreements (MSAs) with the 11 Towns in the NHCOCG region, and by legislative action that obligation will transfer to DAS on July 1, 2025. Under the MSAs, there is a contractual obligation to maintain the Tip Stabilization Fund for the duration of the MSAs, and the MDA must make every reasonable effort to apply such funds and reserves as may be available to the extent necessary to reduce disposal fees to projected per ton amounts, which appear to be proposed in the draft budget at \$136.00 for FY 2026 and \$141.00 for FY 2027. The MSAs also specifically provide that the towns who are parties to the MSAs have the right to sue the MDA not only for damages if the MSAs are not fully performed, but also for injunctive relief, mandamus, or specific performance to enforce the obligations imposed under the MSAs.

We understand that there has been some discussion that the State, acting through DAS, is considering disregarding the contractual requirements of the MSAs – in effect breaching the contracts by not performing them for their full duration, which extends to June 30, 2027. We believe that any decision to do that would be imprudent and contrary to the requirements of Public Act 23-170, under which the MDA was established, and which requires the Authority to continue to operate the Authority’s transfer stations until acceptable alternatives operated by entities other than the Authority become available, and which also requires the Authority to wind down its operations in an orderly and responsible manner. Any decision to disregard the MSAs would also be contrary to Section 22a-275 of the General Statutes, in which the State pledged and agreed that the rights of parties entering into contracts, such as these MSAs, would not be altered or limited until the obligations under the contracts are fully performed or adequate provision is made for the protection of the parties who entered into the contracts.

In a coordinated effort between 11 Towns within the NHCOCG region that have current MSAs, as well as the City of Torrington, NHCOCG has put forth a proposal that we believe would allow the commitments that were made in the MSAs, and in the Enviro Express contract, regarding the Torrington Transfer Station to be honored, not breached. The proposal would avoid future lawsuits for enforcement of those contracts and avoid State exposure to liability for significant damages as well as injunctive relief. To be clear, though, this proposal requires that all existing contracts with respect to the Torrington Transfer Station will still be in good standing in order for the proposal to be effectuated.

We believe that NHCOCG’s proposal is equitable and fair to all parties and would make adequate provision for the protection of the parties to the Municipal Service Agreements. Additionally, it would allow the Torrington Transfer Station to continue to operate as a public facility, which is in line with the goals of the State’s Department of Energy and Environmental Protection.

When in executive session, we urge you to look favorably on NHCOCG’s proposal so that we can

begin working on effectuating and executing the details outlined in the proposal. The sooner we are able to begin this process, the more likely it is that we will be able to have all matters settled by June 30th of this year, as the DAS is seeking. I am here today, along with Rista Malanca, NHCOC's Director of Community & Economic Development, to answer any questions that may arise or be part of the discussions in executive session if you so choose.

The Chief Elected Officials from various towns in our region – many of which have shown decades-long commitments to a public solution for the solid waste collection in our region – are also here to express their support for our proposal and answer any questions that you may have. Thank you for your consideration.”

Chairperson Hunter thanked Mr. Phillips for his statement and asked if any other members of the public wished to comment.

Curtis Rand, First Selectman of the town of Salisbury stated he was in attendance to represent the towns of Salisbury and Sharon. He stated they have been loyal, long term members going back to CRRA, and they have appreciated the relationship with the Authority. He described the good work done by Sharon and Salisbury in the areas of recycling and composting. He stated that he thought the town had until June 2027 and was stunned when he learned that it's now June of 2025. He asked for the Authority's help in maintaining the Torrington Transfer Station as a public option for the towns. He does not think it is appropriate to privatize solid waste management in the northwest corner of the state. He thanked the Board.

President Daley recognized town of Cornwall First Selectman Gordon Ridgeway. Mr. Ridgeway thanked the Board for the opportunity to provide comment. He stated his belief that it is definitely in the public interest to try to keep some public option for our trash disposal in the Northwest Hills, especially for small towns that generally do not have a lot of staff. He echoed Selectman Rand's comments that the towns thought they had two years to work out a solution. He indicated the towns are meeting bi-weekly to try to come up with an equitable and fair solution for everyone. As a member town from the beginning going back to CRRA, he feels the towns have a big stake in the discussion because solid waste management is a major function of these towns. He asked for some time and cooperation to work out an equitable solution that really is in the public interest.

President Daley recognized town of New Hartford First Selectman Dan Jerram. Mr. Jerram indicated he has been First Selectman of New Hartford for 15 years and has been watching this process unfold. He appreciates the difficult position that the Directors are in and is here to speak on behalf of his community. He stated he also functions as the chair of the COG and noted that at least six communities are here today, Sharon, Winchester, Goshen, Salisbury, Cornwall, and Falls Village (Canaan). He reminded the Board that that while only 10 or 11 towns in the COG are currently subject to these agreements, all 21 towns in our council voted in favor of pursuing the Torrington transfer station to maintain it as a public option because they thought it was important for the long term future. These are communities that excel in regionalization on multiple levels in the northwest. Whether it is health districts or animal control, or ambulance service or transfer stations like Salisbury and Sharon do together, or New Hartford, Barkhamsted and Winchester do together. The northwest towns know that siting facilities is very, very difficult. He stated his strong support for the effort to maintain a public facility and he believes the entire COG in the northwest corner supports this effort. He asked the Board to operate under the mantra of “do no harm” and to leave this situation in a better place. He believes if the Board continues to work with the COG, looking back 10 years from now, a decision to approve the transfer of the transfer station to Torrington and the COG towns will be viewed favorably and will be viewed as the right decision that really was forward thinking to maintain a public option in the northwest corner. Such a decision will place the transfer station it in capable hands of towns that have seen and experienced other regionalized efforts and he believes more towns will want to join. He thanked the Board for its time and expressed his appreciation for the work done by the Authority.

President Daley recognized town of Goshen First Selectman Todd Carusillo. Mr. Carusillo thanked President Daley, the Board, and the other commenters representing the northwest hills. He stated the towns have been working on transitioning the transfer station to the towns for the last few months, after learning the

time frame had been shortened from 2027 to 2025. He stated a successful transition is a necessity for his community and the region. He indicated the town of Goshen hopes to be part of the regionalization of waste management here in the northwest corner. He expressed concern about the potential for one company coming in and creating a monopoly by buying all of the transfer stations in the region. This would result in the towns losing control over solid waste tip fees. He advised the Board to work with the region and think of the people of the region.

President Daley recognized town of Canaan First Selectman David Barger. Mr. Barger introduced himself as the First Selectman of Canaan, which is also known as Falls Village, the second smallest town in the State of Connecticut. He thanked the Board for giving the towns an opportunity to speak at the meeting. He echoed the words of the other commenters that transitioning the transfer station to the towns is keeping in line with Governor Lamont’s plan to regionalize a number of services across the state. He stated he and the other local politicians commenting at the meeting are public servants who’s job it is to look out for the public and the taxpayers, and believes it is important to keep the public option rather than privatize.

President Daley recognized Winsted Mayor Todd Arcelaschi. Mr. Arcelaschi introduced himself as the Mayor of Winsted and the Administrator at Regional Refuse Disposal District 1. He expressed appreciation for the work of the Authority Board. He cautioned the Board that if this public option is eliminated, we are one step closer to creating a monopoly in the private industry. He stated as many of us know, one hauler in particular is buying up several of the smaller trash haulers and he wants the Board to realize that they are potentially creating a monopoly.

Chairperson Hunter thanked all of the commenters for their comments.

3. Review and Approve – minutes of the December 11, 2024 Regular Board Meeting - Agenda Item 3.

Chairperson Hunter introduced the item and asked for a motion to approve the minutes. The motion was made by Director Harrington and seconded by Director Becarro. 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	X		
6 - Rachel Taylor			X		
7 – Michael Walsh					Not Present
8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

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

Chairperson Hunter asked the Board to move expeditiously through the agenda items so there is adequate time for the Executive Session discussion items. Chairperson Hunter then asked President Daley for a report. President Daley stated the award for the design and permitting work for the abandonment of the penetrations in the floodwall has been cancelled as requested by DAS and we have instead developed the MOU providing DAS funds to do one project

from design permitting and through construction. The Authority has received comments from DAS on the MOU and the Authority will be responding to those shortly with the intention of bringing the MOU to the February Board meeting for approval. Director Becarro indicated he had a conversation with the Attorney General's office regarding any issues with moving from the Authority into DAS, and they indicated that they did not have any particular concerns and that we could act without having to involve them. He intends to have another conversation with the Attorney General's office when the MOU is more finalized,

President Daley discussed the presence of some trespassers at the South Meadows site. The police have been notified and informed as to the activities that we are observing. He indicated a review of security protocols with our security contractor has been conducted and we are making some adaptive changes with respect to the security protocols, including the welding of additional doors.

Chairperson Hunter asked if the trespassers were vagrants or trying to remove materials from the site. President Daley indicated there are a variety of activities occurring.

5. Finance Committee Report – Agenda Item 5

a. Discussion - Proposal concepts received pursuant to RFPs for the Sale and Removal of Equipment Located at the South Meadows Site and/or for Engineering, Procurement and Major Salvage Operations Management Services for the South Meadows Site

Chairperson Hunter asked Director Harrington for a report. Director Harrington described the item and asked President Daley to discuss the item. President Daley provided the Board an overview of the two Requests for Proposals associated with the South Meadows Site, one for Marketing, Brokerage, Sale, and Removal of Available Equipment and Installed Equipment, and one for Engineering, Procurement and Major Salvage Operations Management Services. He discussed the objectives of the RFPs, summarized the outreach, provided a broad overview of the proposals received, and described the evaluation criteria. President Daley offered to take any questions.

Director Barkin asked if one of the proposers was considering salvaging the boilers. President Daley indicated that was true and could be discussed further in executive session.

b. Discussion - Master Wind Down Plan and Schedule Progress

Director Harrington introduced item and asked President Daley to lead the discussion. President Daley stated the Authority held a meeting with the Essex transfer station municipalities on Friday, January 10th to review the options and status to continue operations as July 1, 2025. The goal was to identify a third party to take over all agreements and contracts for the remaining term through June 30, 2027. He indicated that it did not appear likely based on the nature of the discussions that that would succeed. He expressed his opinion that the Authority should continue the process of preparing DAS to take over those operations if it becomes necessary on July 1, 2025.

President Daley updated the Board on the Torrington Transfer Station negotiations. He stated the Authority has provided the northwest towns with information on the worst case scenarios for their consideration and has been working with them on insurance matters. The Authority received a counter proposal that will be reviewed in more detail during the executive session.

President Daley updated the Board on the status of the Ellington Transfer Station sale. He indicated the draft survey drawing with the proposed lot line adjustment in conformance with the zoning regulations has been reviewed internally and by outside counsel. Outside counsel is also drafting the cross easement that CTDEEP will need for its landfill caretaking activities. The Authority, through its outside counsel will soon be coordinating with the buyer, with CTDEEP, and with local Planning and Zoning on the proposed lot line adjustment and easement.

President Daley provided an update on the information being provided to DAS. The Authority met with DAS on the inventory of real and personal property and contracts with a follow-up distribution of the information on all of that property, real property, personal property and contracts. The Authority has provided a Google Drive to DAS that has all of our contracts accessible and organized for them.

President Daley indicated it was agreed with DAS that the Authority will be pursuing a sale of the Hartford Solar project. He also reviewed with DAS challenges in some of the other possible sales with respect to Bridgeport and the Shelton Transfer Station.

President Daley stated the Finance Committee was notified of the receipt of the proposals for the equipment here on site and salvage operations.

President Daley mentioned that the HR Committee meeting was held this morning with our HR counsel and the Committee discussed all of the details of the separation notices, process agreements and proposed resolution dealing with the unavailability of Cobra for employees. He stated more information would be provided in the executive session..

Director Barkin asked President Daley to clarify his statement that the transferring of operations of the Essex Transfer Station is unlikely, because Director Barkin understood the transfer operations was still a possibility. President Daley indicated that it was his opinion based on discussions at the meeting that the transfer of operations by June 30, 2025 is unlikely. Chairperson Hunter noted that this is the President’s view.

Director Dayton commented that he has asked that Directors take a look at that wind -down schedule. DAS is asking that there be a more aggressive attempt by the MDA staff to sell or transfer property and contracts. He stated that the Board will see the proposed actions that MDA is being asked to take beyond those included initially in the wind down plan even though there is no guarantee the proposed actions will result in the transfer of additional property or contracts.

Director Harrington asked and received confirmation that the proposed actions are included in Attachment 2(a).

Director Beccaro echoed Director Dayton’s comments.

c. Review and Approve - Resolution Regarding United Security

Director Harrington introduced and summarized the item. He indicated resolution was passed at Finance Committee and the contract expires on June 30th. After that, DAS can make a decision if it wishes to renew the contract. Director Harrington asked President Daley to comment.

President Daley noted that the Authority requested a modification to the scope of work which will add security services during daytime weekend hours in response to the trespassing issues he previously discussed. He asked if the Board would consider a friendly notation to the resolution to change the not-to-exceed price in the resolution from \$80,000 to \$90,000.

Director Harrington made a motion to approve the resolution regarding security services for the MIRA Dissolution Authority South Meadows Site, noting that the contract value will not exceed \$90,000. The motion was seconded by Director Looney. 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	X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh					Not Present
8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

d. Discussion - FY2025 Hartford PILOT

Director Harrington introduced the item and provided a summary. He indicated the Committee had a lengthy discussion of the Fiscal Year 2025 Hartford PILOT at its last meeting. After consulting with the City Assessor and the Authority's outside counsel, it was confirmed the City of Hartford would not be receiving a property tax payment from the new owner until after June 30, 2025 and Director Harrington's recommendation is that the Authority should pay the City the \$1.5 million that was budgeted for the PILOT in its FY2025 budget. He stated no action was taken at the Finance Committee.

Director Harrington then made a motion to approve a \$1.5 million PILOT to the City. Director Dayton indicated his appreciation for the work that went in to understanding the issue and that work has confirmed for him that neither the Authority nor the City are receiving a windfall.

President Daley suggested from a procedural standpoint, since the item is on the agenda as a discussion item, that the contract for the PILOT be finalized and a formal resolution be brought back to the February Board meeting for approval. Director Harrington agreed and withdrew his motion. Directors agreed that it was not necessary to bring the item back to the Finance Committee prior to bringing it to the full Board in February.

e. Review - Draft Fiscal Year 2026 CSWS Budget

The Board agreed to move item 5(e) to after the executive session item and Director Harrington concluded his Finance Committee report.

6. South Meadows Transition Committee Report – Agenda Item 6

a. Update and Discussion Regarding the South Meadows Redevelopment Considerations Study

Chairperson Hunter introduced the item and asked Director Beccaro for a report. Director Beccaro asked President Daley for a report. President Daley stated Weston & Sampson is wrapping up the South Meadows Redevelopment Considerations Study. The Committee reviewed an outline of the Study's Executive Summary and provided good feedback with respect to the topics included, the arrangement of the topics, and the recommended length of the Executive Summary. Weston & Sampson also provided an informal update on the study topics. The main point is on the additional paint sampling done in the power block and analyzed for PCBs and the results indicate that most of the structural steel in the buildings will be eligible for recycling while a small portion would require landfilling due to higher contamination. Weston & Sampson is also reviewing the draft cost estimates that it has received from its sub –consultant, Tetrattech, including the cost of the hazardous building materials abatement, as well as building demolition. Led By Us the community outreach sub-consultant, has completed two interviews with the identified stakeholders and eight and eight additional stakeholder interviews are in the works. Kelvin Ayala from Led By Us is here to answer any questions. One thing of importance that needs to be resolved is on the schedule for the study. The draft study report is expected to be ready for presentation to the Board in the first full week of February. President Daley proposed scheduling a special Board meeting to be held sometime during the first week of February to review the full draft study report in executive session. Additional opportunities for feedback on the draft report will be available at the regular committee meeting on February 11, and again at the regular Board meeting on February 19th. Once all of the feedback is received, Weston & Sampson would look to finalize the report by March 10th.

President Daley indicated the final public information meeting would be scheduled approximately one week after the report is finalized and is again proposed to be held at the Metzner Community Center with a 6:00pm start time. He also indicated Weston & Sampson will be available to make a formal presentation to

the legislature if that is desired.

Director Beccaro thanked President Daly and Kelvin Ayala from Led By Us. He emphasized the importance of disseminating the information in the report to the public. He recommended that representatives from Led By Us participate in all future meetings on the study. Director Beccaro asked the board to review and think about the study and to send any comments they have to him. He asked them for their thoughts on a presentation to the legislature or other presentations along with possibly putting together an accessible Power Point presentation for access by the public.

Chairperson Hunter and Director Beccaro thanked the Board, MDA staff and Weston & Sampson for their efforts.

7. Attached Supplemental Information – Agenda Item 7

Chairperson Hunter asked President Daley if he had anything of note to report. President Daley indicated both the CSWS and Property Division Budgets are to the good compared to budget.

- 8. Executive Session - to discuss i) potential public supply contracts for the Sale and Removal of Equipment Located at the South Meadows Site and/or Engineering, Procurement and Major Salvage Operations Management Services for the South Meadows Site, including discussion of proposals received and ongoing negotiations with potential suppliers(Attachment 6), ii) to discuss attorney-client privileged memos from Attorney Ann Catino relating to the MIRA DA / DAS succession and transfer of MIRA DA's operations, real and personal properties, the use of the Tip Fee Stabilization Fund and MIRA DA's wind down, under Public Act 23-170, iii) to discuss Attorney – Client Privileged Memorandum from Attorney Miguel A. Escalera Jr. concerning human resources issues related to ceasing MDA Operations on 7/1/2025, and the sale of real estate owned by the Authority in Shelton and the recently received real estate appraisal for the Shelton property, and feasibility estimates and evaluations related to future operations and ownership of the Torrington Transfer Station and Essex Transfer Station. – Agenda Item 8.**

Chairperson Hunter Read the purpose of the Executive Session into the record. President Daley confirmed all Directors and Members of the Board, along Earnestine Weaver of DAS, himself and Ann Catino would be invited to the entire Executive Session.

For Executive Session item (i) only, the following additional MDA staff were invited:

David Bodendorf
Roger Guzowski
Tom Gaffey

For Executive Session item (ii) only, the following NHCOG representatives were invited:

Rob Phillips	David Barger
Rista Malanca	Todd Carusillo
David Zabel	Curtis Rand
Casey Flanagan	
Dan Jerram	
Gordon Ridgeway	
Todd Arcelaschi	

Director Hunter made a motion to enter executive session with the attendees listed above. Director Harrington seconded the motion. 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					Not Present
8 - John Fonfara			X		
9 - Paul Harrington		X	X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

Executive Session ended and President Daley indicated no votes were taken and that Agenda Item 5(e) is being tabled. Director Harrington made a motion to adjourn, which was seconded by Director Dayton and unanimously approved. The meeting was adjourned at 1:03 p.m.