



Dissolution Authority

300 Maxim Road, Hartford, Connecticut 06114

Telephone (860) 757-7700

Fax (860) 757-7725

MIRA DISSOLUTION AUTHORITY

April 16, 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, April 16, 2025. Present in person or via audio or video conferencing were:

Appointed Directors:

Bert Hunter, Chairperson
Matthew Dayton
David Barkin
Joseph DeNicola (temporary designee of DEEP Commissioner)
William Beccaro
Rachel Taylor (via Zoom)
Michael Walsh (via Zoom)
Paul Harrington
Carl Fortuna (via Zoom)
David Steuber

Appointed Members:

William DiBella

Present from Authority Staff:

Mark Daley, President & CFO
Tom Gaffey, Director of Recycling and Enforcement (via Zoom)
Cheryl Kaminsky, Comptroller
Dave Bodendorf, Manager of Engineering, Construction and Power Assets (via Zoom)
Chris Shepard, Environmental Compliance Manager
Roger Guzowski, Supply Chain Manager

Others Present:

Ann Catino, Halloran & Sage	Earnestine Weaver (via Zoom)
Town of Middlebury (via Zoom)	Raymond Drew (via Zoom)
Earnestine Weaver (via Zoom)	Brendan Rea (via Zoom)
Ed Spinella	Dom Delvecchio (via Zoom)
Todd Arcelaschi	Neal O’Leary (via Zoom)
FMA	860-463-7103
860-937-7151	203-228-3018
860-729-0601	860-747-1335
860-729-0602	860-746-3200

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

Chairperson Hunter called the meeting to order at 9:32am. He asked for a roll-call of Directors present and noted a quorum.

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

Chairperson Hunter asked if any of the members of the public wished to comment. Todd Arcelaschi, Administrator for RRDD1 introduced himself. He provided background on RRDD1 and the services it provides. He indicated RRDD1 submitted a written request to opt out of the MDA Municipal Service Agreement. The MDA denied the request and asked for a detailed proposal for an alternative option. He explained that the request to opt out of the MSA is being done because of the elevated tip fee being charged by MDA and because the Northwest Hills COG has no experience in solid waste management. He is also concerned about potential future environmental liability and associated costs for a public entity owning the Torrington Transfer Station.

Edward St. John introduced himself as the First Selectman of the Town of Middlebury and former Authority Board member. He spoke in support of his town and others who have requested to opt out of the MSAs and requested MDA allow the opt-out.

Brendan Rea introduced himself as the First Selectman of the town of Durham. He stated that MDA has been provided a proposal for an alternative option for the Essex Transfer Station and requested that Durham-Middlefield be allowed to opt out of the MSA.

Edward Spinella introduced himself and indicated he represents USA Hauling. He stated USA intends to refine and resubmit its proposal next week per the request of MDA and asked that the Board defer any actions until after it receives the revised proposal. He stated the revised proposal will maintain the firm commitment to lower tip fees through June 30, 2027 as compared to the MDA tip fees. He indicated the proposal includes purchase of the Torrington Transfer Station for \$3.25 million as-is with no conditions. He reminded the Board of Chairperson Hunter’s report to the legislature in January 2024, which included a commitment by MDA to preserve MDA reserve funds while maintaining service until alternative becomes available and stated his client’s proposal to purchase the transfer station and provide continued service aligns with those goals. He stated in October 2023, the Board amended its procurement policy to allow the sale of real property with one appraisal and without the need for a competitive process. He indicated his clients proposed purchase price is above appraised value and he does not believe the transfer station can be sold to a competing proposer for less than \$3.25 million. He ended by requesting the term sheet between MDA and the City of Torrington be made public.

3. Review and Approve – minutes of the March 12, 2025 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 Dayton, 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	X		
3 – David Barkin			X		
4 – Joseph DeNicola			X		X
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		

8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

4. Review and Approve - minutes of the March 18, 2025 Special Board Meeting –Agenda Item 4

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

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

Chairperson Hunter introduced the item and asked President Daley for a report. President Daley asked the Board to consider some changes to the agenda. He requested that Agenda Item 11, Executive Session be amended to include discussion of real estate with respect to Ellington and Hartford. The second agenda change requested by President Daley is an addition to Item 6b, regarding legal funding for the Town of Essex. Chairperson Hunter asked that the Executive Session item be amended to also include discussion of the Torrington Transfer Station.

Director Harrington made a motion to amend Agenda Items 6b and 11 as requested by President Daley and Chairperson Hunter and described above. The motion was seconded by Director Steuber and 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 – Joseph DeNicola			X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber		X	X		

6. Finance Committee Report – Agenda Item 6

a. Review and Approve - Resolution Regarding Temporary Services For E&I Technician – Agenda Item 6a

RESOLVED: The Board authorizes the addition of a budget line for temporary services within the FY25 Property Division Operating Budget (account code 35-001-501-52615), and authorizes expenditure of up to \$45,800 to be charged directly to such Property Division temporary services, which expenditure is sufficient to fund the E&I Technician for up to 40 hours per week through June 30, 2025, including emergency engagement described herein, and which expenditures are to be funded from savings within other budget lines of the FY25 Property Division Operating as further discussed in this meeting; and

FURTHER RESOLVED: The Board ratifies the President’s emergency engagement of the E&I Technician for up to 80 hours to cure the Emergency Situation as described herein.

President Daley summarized the item, including the need to authorize emergency engagement of the E&I Technician to address an issue with the wastewater discharge system. Director Harrington made a motion to approve the resolution. The motion was seconded by Director Beccaro. 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 – Joseph DeNicola			X		
5 - William Beccaro		X	X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara			X		Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

b. Review and Approve – Resolution Concerning Funding of Legal Services – Agenda Item 6b

RESOLVED: That the President is authorized fund additional legal services properly allocable to the Authority Budget as described herein through use of the Authority’s Severance Fund in an amount not to exceed fifty-five thousand dollars (\$55,000).

Chairperson Hunter introduced the item and Director Harrington summarized the discussion from the finance committee meeting. He stated that he was hoping to review some of the legal invoices. President Daley stated there is a shortfall in the Authority budget for legal services. The shortfall is due to funding legal work related to the employee terminations and the related shutdown activity, including our general counsel. The resolution authorizes 55,000 additional spending expended by the projected surplus in our severance fund. There are also additional legal costs being incurred for the transfer station transitions, which we should be able to cover with our surpluses of the CSWS budget line items. The additional estimates would be funded with these surpluses once a request for services is completed and agreed to.

President Daley indicated the item was tabled at the Finance Committee at the request of Director Harrington pending review of additional information related to estimates and tasks being undertaken. This information was provided Monday morning to Director Harrington, Director Dayton, and Chairperson Hunter. We did keep this on the board agenda with the objective of addressing this before May because we need our attorneys fully on board to complete the wind down activities.

President Daley mentioned a funding request from the Town of Essex for its transition activity and recommended providing \$20,000 of funding to facilitate the transition.

Chairperson Hunter agreed that it is important to have legal funding in place to continue the Authority’s shutdown activities. He stated the costs are unavoidable as they are related to employment matters, drafting of severance agreements, and shutting down the 401K plan. He believes these activities are straightforward and asked Director Harrington if there was a specific area he wants more detail on. He stated that the proposed funds to facilitate the Essex transition are appropriate in that it will help the Authority continue with its mission.

Director Harrington stated the request for information was not just coming from the Finance Committee Chair, but from the full Board. He did receive a memo Monday or Tuesday, but was hoping to review some actual legal invoices.

Director Dayton stated he does not think the Board is questioning the invoices but from his perspective, he understands that we need to get moving. He requested that the going forward, that the Finance Subcommittee be alerted as to what is being asked so we know what to expect. To the extent that we need legal services, he is very happy to continue to pay for it. He does want to make sure that the attorneys are not doing work that is unnecessary. Director Dayton made a motion to adopt the resolution. Director Beccaro seconded the motion and echoed Director Dayton’s comments.

Chairperson Hunter reminded Director Harrington that he has access to all Authority records and asked Director Harrington what he would like to review. Director Harrington requested copies of legal invoices for fiscal year 2025.

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

b1. Review and Approve Resolution Concerning Funding of Legal Services – (Added to Agenda Item 6b)

RESOLVED: that the Board of Directors of the MIRA Dissolution Authority authorizes the President, on behalf of the Authority and its successors, to enter into an agreement with the Town of Essex to provide payment to the Town up to \$20,000 for legal services associated with the transfer of the Essex Transfer Station operations upon confirmation from the First Selectman that such amounts are have been incurred for such purposes, are financial obligations of the Town and are due and owing to outside counsel selected by the Town of Essex.

Director Harrington indicated his support for the resolution and asked for comment. Director Beccaro stated the CSWS Transition Committee met last week with personnel from DAS and the office of Senator and First Selectman Needleman. Essex indicated it does not have the in-house capability or the budget to hire outside counsel to act as representative for the Town in negotiation of an agreement and related documents with Attorney Catino. First Selectman Needleman suggested an attorney that he believes is qualified to represent the Town and who Director Beccaro believes has a good working relationship with Attorney Catino. Director Beccaro indicated he and Chairman Hunter agree that a not to exceed budget of \$20,000 is reasonable to get the process moving and asked the Board to support that amount.

Chairperson Hunter stated this work is consistent with Public Act 23-170 along with the October 7th letter from OPM, DAS, and DEEP directing that the Authority seek to complete transfer, sale and closure of the transfer facilities. He said the Board has been working toward trying to move these away from the Authority, or for a number of months now. So this really follows on with that request of the Secretary and the two Commissioners. In that regard the Authority received a proposal from First Selectman/Senator Needleman. To move that proposal forward, the town requires legal counsel representing its interests. He indicated his support for the Authority to fund the Town's legal assistance at a not to exceed price of \$20,000.

Director Dayton asked about the ethics of paying the legal bills of your counterparty. Attorney Catino indicated it can be done and she anticipates the Authority and the Town of Essex could have an agreement that the attorney of First Selectman would sign an affidavit indicating attorney's fees have been incurred and are due and owing, and they're x amount of dollars. The agreement would not require that we review the details of the invoices. Attorney Catino read the following proposed resolution into the record: "Resolved that the President to enter into an agreement with Essex to provide legal services to the town for the transfer of the Essex transfer station operations up to \$20,000 upon confirmation from the town, that such amounts have been incurred and are due and for such purposes".

Director Barkin suggested that the Authorities successors be included in the resolution. Director Steuber asked for clarification that the Authority would be providing funding to Essex in order to hire legal representation, they would have a separate firm, and separate counsel. Attorney Catino confirmed this.

Director Walsh asked if this funding is providing a subsidy to the Essex towns that was not provided to towns that previously left the Authority at their own expense and that the Board would be making these funds available to these towns because we need to close this as of June 30th. He pointed out that this could be viewed as as disadvantaging towns who have heretofore gone, and advantaging towns who are still around. If I'm mischaracterizing that, let me know.

Chairperson Hunter indicated that Essex is a host community with a facility and that is why we need to deal with them. Director Dayton provided his opinion that this is part of the whole wind down of the Authority and absent this assistance provided to Essex, this deal will not go through. He believes providing the assistance is more in the interest of the Authority than Essex. Director Steuber indicated is support.

Chairperson Hunter asked for a motion to approve the resolution. A motion was made by Director Harrington to approve the resolution read into the record by Attorney Catino as modified by Director Barkin. The motion was seconded by Director Fortuna. 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 – Joseph DeNicola			X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna		X	X		
11 - David Steuber			X		

c. Review and Approve - Resolution regarding increased budget for Structural Inspection Work – Agenda Item 6c

RESOLVED: That the President is authorized to execute an additional Request For Service, in the form of a request for service or increase letter to the existing Request For Service with HDR Engineering, Inc., for a not to exceed price of \$15,000, in accordance with the Background attached to this resolution and as further discussed in this meeting.

FURTHER RESOLVED: That a budget of \$15,000 is hereby established for the conduct of such additional Inspection and Maintenance work which shall be funded through the Property Division’s South Meadows Transition Contingency Reserve.

Director Harrington asked President Daley for comment. President Daley provided a summary of the item. Director Harrington made a motion to approve the resolution. The motion was seconded by Director Barkin. 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	X		
4 – Joseph DeNicola			X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

d. Review and Approve – Resolution Regarding Cleaning of the Fuel Storage Tank and Fuel Supply Lines at the South Meadows Station Jet Turbine Facility in Hartford – Agenda Item 6d

RESOLVED: That the President is hereby authorized to enter into a Request for Services with TRC Environmental Corporation, Inc. to oversee and document the cleaning of the fuel storage tank and fuel supply lines by a subcontracted environmental services firm at the South Meadow Station Jet Turbine Facility, substantially as discussed and presented at this meeting.

Chairperson Hunter introduced the item and Director Harrington asked President Daley to summarize. President Daley explained that this resolution is for work required to be done prior to the sale and/or scrap of the Jet Turbine Facility and associated fuel tank and piping.

Director Barkin asked why TRCs consulting cost is almost fifty percent of the contractor’s cost. Mr. Shepard explained the extent of work that would be done by TRC. President Daley indicated the TRC cost is a time and materials cost. Director Barkin asked if MDA staff would be overseeing TRC and the contractor. President Daley confirmed that Mr. Shepard and Mr. Bodendorf would be overseeing the work.

Director Harrington made a motion to approve the resolution. 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			X		
2 - Matthew Dayton		X	X		
3 – David Barkin			X		
4 – Joseph DeNicola			X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara					Not Present
9 - Paul Harrington	X		X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

e. Review and Approve - Resolution regarding the Connecticut Solid Waste System Waste and Recyclables Hauler Deliver Agreement (Torrington Commercial Hauler Agreements) for Fiscal Year 2026 – Agenda Item 6e

RESOLVED: The President is authorized to enter into revenue contracts with commercial haulers providing for the delivery of Acceptable Solid Waste and Acceptable Recyclables to the Torrington Transfer Station and Essex Transfer Station during Fiscal Year 2026 (Commercial Hauler Agreements) attached hereto as Exhibit A and substantially as discussed and presented in this meeting.

Director Harrington introduced the item and indicated the Finance Committee had tabled this item as premature.

President Daley stated the Authority’s hauler agreements are annual agreements and the current agreements expire June 30, 2025. The agreements are typically renewed this time of year and work in tandem with the MSAs. Edits have been made to the standard hauler agreement to form a template both for Torrington and Essex instead of an overall CSWS agreement. A clause has been included on page 7 of the of the agreement which acknowledges the transition from MDA to a third party future operator so the transition

could be done seamlessly. If the agreements are not put in place in a way that they assign automatically to the future operators, the future operators are going to be in a bit of a scramble to get them ready and in place once they are ready to do that. President Daley stated his belief that it is important to have all of the agreements in place for Torrington and acknowledged that Essex is not as critical as we wait to see what happens there.

Several Directors questioned whether or not it was critical to get the hauler agreements in place at this time. The Directors generally agreed it was not critical. Director Dayton made a motion to table the item. The motion was seconded by Director Steuber. The motion to table was approved by roll-call vote as indicated in the table below.

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

7. South Meadows Transition Committee Report – Agenda Item 7

Chairperson Hunter asked Director Beccaro for a report. Director Beccaro indicated he would withhold comment until the end and asked Chairperson Hunter or President Daley to provide an update.

President Daley stated that the committee was updated on the Exit Strategy and on the South Meadows Redevelopment Considerations Study. He indicated the Study is complete and has been made available at the Hartford public library and sent to the Legislative Library. Chairperson Hunter suggested copies should also be sent to the legislative committees of cognizance. President Daley stated the committee was also updated on the Verification Report. The site has been remediated to industrial commercial standards as CRRA agreed to when it acquired the site. The Environmental Land Use Restriction is complete and filed on the land records, which now allows the Verification Report to be finalized and submitted to DEEP. Once received by DEEP, the report is reviewed, and if accepted, that is the end of the process. The site will be verified that it has been remediated to the commercial/industrial standard. Mr. Shepard confirmed that the Verification Report is expected to be submitted to DEEP before the end of April.

President Daley described the seven operating plans being put together for the site by Chris, Tom, and Dave. The plans will be used by the successor to MDA that will be responsible for the South Meadows Site. The plans are expected to be completed for final review at the May South Meadows Transition Committee meeting.

Chairperson Hunter asked for confirmation that the South Meadows Redevelopment Considerations Study was sent to the Hartford Mayor’s Office and the City Council. Mr. Shepard confirmed that it was and that links to the report were sent to other stakeholders identified by Led By Us during public outreach.

Chairperson Hunter asked if there were other comments regarding the South Meadows Transition Committee. Director Beccaro thanked President Daley and MDA staff for their work on the Report. He stated his belief that the Report will serve as useful blueprint for people going forward, and as the non-technical chair of that subcommittee, he deeply appreciates the assistance from MDA staff and the consultants, but mainly the staff at this Authority

Director Steuber agreed that the Report is a great gift to the community as the discussion continues about

what to actually do with the future of the site. The Report does exactly what was set out to do in commissioning the Study and lays a solid groundwork of good information, from which further discussion can take place. Director Steuber thanked everyone who participated in the process.

Chairperson Hunter asked if there would be an update on the discussions between the Authority and the City of Hartford regarding the Solar EGF. President Daley indicated that the Executive Session was amended to include discussion of the Solar EGF.

8. HR Committee Report – Agenda Item 8

a. Review and Approve - Resolution regarding the termination of the Fidelity 401K Plan – Agenda Item 8a

RESOLVED, all Plan participants shall be 100% vested in their account balances as of the Termination Date.

FURTHER RESOLVED, that Mark Daley, President & Chief Financial Officer, and Cheryl Kaminsky, Comptroller, are hereby authorized and directed to take such actions as may be necessary or desirable to effectuate the termination of the Plan as of the Termination Date, including executing any required Plan amendments, engaging and directing any Plan vendors, advisors, consultants or service providers as needed to assist in the termination process, and performing such other acts as they, in their sole judgment, deem necessary or desirable to effectuate the intent of the foregoing resolutions.

Chairperson Hunter introduced the item and asked Director Taylor for a report. Director Taylor stated the HR Committee took action to approve the resolution regarding the termination of the Fidelity 401K Plan and asked President Daley for more detail.

President Daley stated the 401K plan has to be terminated and there is a process that must be followed, beginning with a “letter or direction” that is included in the package. That letter was initially provided by Fidelity in a template form for review and comment by MDA and its Attorneys. Attorney Escalera and Attorney Garrity, who specializes in such matters, have provided support to the Authority. The letter of direction is now ready for signature. Also included as an attachment to the resolution is a service agreement with Inspira Financial. This agreement will provide for a default, qualified IRA for any former employees still in the plan, who the Authority has been unsuccessful in contacting. The final attachment to the resolution is a letter required by Fidelity that provides a required 12 month notice to liquidate a fund called the “managed income portfolio”. The resolution acknowledges that all participants are 100% vested and that acknowledgement is being done as part of Fidelity’s requirements. The resolution authorizes Cheryl Kaminsky and Mark Daley to take all actions and execute all documents needed for termination of the plan, which has been in existence for over four decades. Part of the process is to make sure all of the plan documents are up to date with respect to IRS compliance matters. The Attorneys have recommended we do a restatement of the 401K plan effective January 1, 2025, which is authorized by the resolution. This was all reviewed with the HR Committee this morning. Fidelity has also reviewed the resolution and they require the Board to authorize the resolution prior to taking any action to terminate the 401K.

Director Harrington asked if the statement within the resolution that all employees are 100% vested was a cost to the Authority. President Daley confirmed that there was no cost to the Authority as all employees are 100% vested and the money within the 401K plan is all employee money. President Daley confirmed there are 14 existing employees within the plan and 26 former employees remaining in the plan. President Daley also confirmed there was a 6 month eligibility period for employees to participate in the plan, but there was no vesting period once an employee was in the plan.

Director Taylor made a motion to approve the resolution. The motion was seconded by Director DeNicola and 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 – Joseph DeNicola		X	X		
5 - William Beccaro			X		
6 - Rachel Taylor	X		X		
7 – Michael Walsh			X		
8 – John Fonfara					Not Present
9 - Paul Harrington			X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

9. Attached Supplemental Information – Agenda Item 9

Chairperson Hunter brought the Board’s attention to the supplemental financial information and asked if any Directors had questions to please reach out to President Daley.

10. CSWS Transition Committee Report – Agenda Item 10

- a. Discussion of Proposal to Transition Essex Transfer Station**
- b. Discussion of Proposals for the transfer of the Torrington Transfer Station**

Chairperson Hunter introduced the item and asked Director Fortuna for comment. Director Fortuna indicated the Essex towns are working on the Essex Transfer Station transition. He stated he met with Senator Needleman and the Commissioner in Hartford last week and there are some follow-up meeting scheduled. He stated the towns are hoping to come to a resolution over the next two to three weeks.

Chairperson Hunter introduced the Torrington discussion item and indicated MDA has been working on a term sheet with the local COG. He asked President Daley for a report. President Daley stated MDA has been working closely on a transition with the COG and the City of Torrington for several months. This work is being done to ensure the successor will be ready to go on July first and there is more work to be done. Staff was asked by the Finance Committee to get letters of support from towns in the region and the Authority has received letters of support from nine towns, both for continuing with the MSAs through June 30, 2027 and moving forward with the public option beyond June 30, 2027. He expressed his appreciation to the City of Torrington for their efforts to set up the Regional Waste Authority. He expects the RWA to be established May 5, 2025.

President Daley updated the Board on the offer provide by U.S.A. MDA requested more information regarding the offer from the towns requesting to opt out of the MSAs. MDA also requested some indication from the DEEP Commissioner that the offer is acceptable. Chairperson Hunter asked if we had received any such indication from the Commissioner on the RWA proposal. President Daley confirmed that we did receive such indication from the Commissioner.

Director Harrington stated the U.S.A. Torrington proposal was well written and he does not believe the Board asked U.S.A to provide proof that the DEEP Commissioner was amenable to the proposal by March 31, or that March 31 was a deadline for U.S.A. to provide additional information.

There was discussion as to whether the resolution passed by the Board required alternate proposals to show the proposal is amenable to DEEP as a condition of submission and it was decided that proposals did not require DEEP to be amenable when submitted.

Director Dayton stated he is looking back at the minutes and he believes there may be a conflation of what was required to be submitted. He agreed that the offer would have to be acceptable to the Board and to

the Commissioner, but he does not think there was an implication the proposal would have to be signed off by DEEP. President Daley agreed. Director Dayton stated that the legislation that was passed requires the Commissioner of DEEP to deem an alternative acceptable, but acceptability to the Commissioner is not required to review a proposal. It was confirmed that the Commissioner did sign off on the term sheet. Director Beccaro stated the Commissioner signed off on a concept represented by the term sheet.

Director Harrington commented that he read the letters of support received from the 9 towns to maintain a public option through June 30, 2027. He is looking for the best option for his town over the long term, not simply two years. Director Harrington read an excerpt from the letter from the City of Torrington which indicates the City is “strongly considering” exercising flow control to direct its MSW to the Torrington Transfer Station, which is not a confirmation that they are going to actually do so.

President Daley stated that the letters received from the 9 towns are clear that they believe the best option moving forward is the public option. Director Harrington said only his town has put this as an item on an open agenda and none of the towns that sent the letters have brought the item up to a full Board of Selectmen or Council.

Chairperson Hunter asked if there were any additional comments from the Board. Director Harrington asked the Board to confirm that both proposals for Torrington and the proposal in Essex are still viable proposals because the Board has yet to vote either way. The Board was in agreement.

Chairperson Hunter stated there is a lot of complexity with the arrangements at each transfer station between various agreements and permits, which the Board is grappling with. He indicated the Board is trying to balance the interests of the towns. He is hopeful something fruitful will come from the discussions and meetings that have occurred and are continuing.

11. Executive Session – to discuss i) the sale of real estate owned by the Authority in Shelton, Ellington, and Hartford, and any pending consummation, termination or abandonment of all transactions or proceedings concerning any such sale; ii) feasibility estimates and evaluations regarding future operation of the Essex Transfer Station including draft terms and conditions associated with such future operation and iii) attorney-client privileged memo concerning the transition of Connecticut Solid Waste System facilities pursuant to Public Act 23-170. – Agenda Item 11

Chairperson Hunter read the purpose of the Executive Session into the record, as amended earlier in the meeting to include property in Ellington and Hartford. He made a motion to go into executive session and asked President Daley who would be attending Executive Session. Chairperson Hunter stated the following invitees to Executive Session: All Directors and Members, Attorney Catino, Attorney Weaver from DAS, President Daley, and Attorney Spinella (if needed). The motion was seconded by Director Harrington and 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 – Joseph DeNicola			X		
5 - William Beccaro			X		
6 - Rachel Taylor			X		
7 – Michael Walsh			X		
8 – John Fonfara					Not Present
9 - Paul Harrington		X	X		
10 - Carl Fortuna			X		
11 - David Steuber			X		

Executive Session concluded at 12:15pm. Chairperson Hunter stated no actions were taken. He adjourned the meeting.