

CONNECTICUT RESOURCES RECOVERY AUTHORITY

FOUR HUNDRED AND TWENTY-FIFTH MEETING

JUNE 28, 2007

A Regular meeting of the Connecticut Resources Recovery Authority Board of Directors was held on Thursday, June 28, 2007 at 100 Constitution Plaza, Hartford, Connecticut. Those present were:

Chairman Michael Pace

Directors: Mark Cooper
James Francis (Present beginning by telephone from 10:35 – 10:40 a.m.
and present in person beginning at 11:00 a.m.)
Michael Jarjura (Present beginning at 10:20 a.m.)
Edna Karanian
Mark Lauretti
Raymond O'Brien
Linda Savitsky
Timothy Griswold, Ad-Hoc – Mid-Connecticut Project
Elizabeth Horton Sheff, Ad-Hoc - Mid-Connecticut Project (Present until
12:30 p.m.)
Jason Perillo, Ad Hoc – Bridgeport Project

Present from the CRRA staff:

Tom Kirk, President
Jim Bolduc, Chief Financial Officer
Peter Egan, Director of Environmental Affairs
Floyd Gent, Director of Operations
Laurie Hunt, Esq., Director of Legal Services
Paul Nonnenmacher, Director of Public Affairs
Michael Bzdyra, Government Relations Liaison
Robert Constable, Controller
David Bodendorf, Senior Environmental Engineer
Steve Yates, Air Compliance Manager
Donna Tracy, Executive Assistant
Kristen Greig, Secretary to the Board/Paralegal

Also present were: Richard Goldstein, Esq. of Pepe & Hazard, Susan Hemenway of BRRFOC, John Pizzimenti of USA Hauling & Recycling, and Jerry Tyminski of SCRRRA.

Chairman Pace called the meeting to order at 9:35 a.m. and stated that a quorum was present.

PLEDGE OF ALLEGIANCE

Chairman Pace requested that everyone stand for the Pledge of Allegiance, whereupon, the Pledge of Allegiance was recited.

PUBLIC PORTION

Chairman Pace said that the agenda allowed for a public portion in which the Board would accept written testimony and allow individuals to speak for a limit of three minutes.

With no comments from the public, Chairman Pace stated that the regular meeting would commence.

INTRODUCTION OF NEW BOARD MEMBER

Chairman Pace introduced Jason Perillo, a new ad-hoc Board member representing the Bridgeport Project. Director Perillo said that he appreciates the opportunity from the Governor and is looking forward to working with the other members of the Board.

APPROVAL OF THE MINUTES OF THE MARCH 1, 2007 SPECIAL BOARD MEETING

Chairman Pace requested a motion to approve the minutes of the March 1, 2007 Special Board Meeting. Director O’Brien made a motion to approve the minutes, which was seconded by Director Savitsky.

Director O’Brien noted that these minutes are now available for approval by the Board since the gag order is no longer in effect. Chairman Pace requested that Attorney Hunt explain why these minutes were handled in the manner they were. Attorney Hunt explained that a court-imposed gag order was in effect, which did not prevent CRRA from holding the meeting, but did create some concerns about posting the minutes on the internet and distributing them to the public. Attorney Hunt said that now that the gag order is lifted, the Board is free to discuss the minutes.

The minutes were approved as presented. Directors Griswold and Horton Sheff abstained.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Timothy Griswold, Ad Hoc, Mid-Connecticut			X
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut			X
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

APPROVAL OF THE MINUTES OF THE MAY 31, 2007 REGULAR BOARD MEETING

Chairman Pace requested a motion to approve the minutes of the May 31, 2007 Regular Board Meeting. Director O’Brien made a motion to approve the minutes, which was seconded by Director Savitsky. The minutes were approved unanimously by roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Non Eligible Voters			
Timothy Griswold, Ad Hoc, Mid-Connecticut			
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut			
Jason Perillo, Ad Hoc, Bridgeport			

CHAIRMAN’S REPORT

Chairman Pace stated that a decision was issued in the New Hartford case. Chairman Pace noted that the Board would be discussing the decision with legal counsel later in the meeting in Executive Session. Chairman Pace stated that CRRA had already planned to return a figure similar to the amount of the award to the towns, but if the award stands, that amount will now be distributed less attorney’s fees.

Chairman Pace said that it was clear that the judge understood some of the issues related to the actions of the Board, especially the fact that the new CRRA Board faced a huge challenge and has essentially pulled the company out of bankruptcy. Chairman Pace added that the decision clearly states that CRRA has a fiduciary responsibility to CRRA and the State of Connecticut. Chairman Pace emphasized that CRRA is here to serve the municipalities in Connecticut and said that CRRA has done exactly what the legislature charged it to do.

Chairman Pace noted that there are comments in the decision that concern him. Chairman Pace stated that he wanted it to be clear that he, as Chairman, and the Board never had any animosity toward the plaintiffs in this case. Chairman Pace said that one of CRRA’s concerns is how this case became a class action suit. Another issue deals with CRRA’s reserves. Chairman Pace said that reserves have been utilized in the public’s best interests to fulfill its obligations of moving waste through the system, generating energy, and improving the positioning of the State of Connecticut.

Chairman Pace stated that the judge recognized that CRRA always intended on returning funds to the towns. Chairman Pace pointed out that the award requires CRRA to return funds to

the towns that is has been planned on returning all along. Chairman Pace noted, however, that CRRA has to carefully evaluate what this award means to CRRA, the State, and CRRA's other pending litigation. CRRA has made a commitment to the public to recover as much money as possible from the other companies that were involved in the Enron transaction. Chairman Pace said that he, the Board, and CRRA's attorneys will be discussing the possibility of an appeal, but have not yet made a decision. CRRA's main concern is protecting the public's interests.

Director Lauretti noted that he sent a "Letter to the Editor" regarding this issue expressing his opinions on the decision. The letter was sent to the Board, the Chief Elected Officials of the Mid-Connecticut Project towns, the Hartford Courant, the Connecticut Post, the New Haven Register, and the Waterbury Republican.

PRESIDENT'S REPORT

Mr. Kirk informed the Board that management has been reviewing the impact of the New Hartford decision with legal counsel and will review these discussions in Executive Session. Mr. Kirk noted that at a Special meeting earlier in the month, the Board adopted a new energy contract with Constellation Energy that will be effective on July 1st. Mr. Kirk stated that Wheelabrator negotiations are continuing slower than CRRA would have liked due to scheduling conflicts.

RESOLUTION REGARDING ENVIRONMENTAL EQUITY STATEMENT

Chairman Pace requested a motion regarding the above-captioned matter. The following motion was made by Director O'Brien:

RESOLVED: That the Board hereby adopts the Environmental Equity Statement substantially as presented and discussed at this meeting.

The motion was seconded by Director Savitsky.

Director O'Brien commended Mr. Nonnenmacher on his continuing efforts in working with the Policies & Procurement Committee on refining this document. Director O'Brien stated that the statement now includes all of the points that are important to CRRA, without extraneous points that could cause CRRA difficulties in the future. Director O'Brien also noted that this is consistent with CRRA's mission statement.

Chairman Pace pointed out that this statement reinforces CRRA's commitment to environmental equity. Director Horton Sheff said that she is glad to see this statement. While she knows CRRA has worked closely with Hartford, it always helps to have something in writing to show CRRA's commitment.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Non Eligible Voters			
Timothy Griswold, Ad Hoc, Mid-Connecticut			
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut			
Jason Perillo, Ad Hoc, Bridgeport			

RESOLUTION ADOPTING A POLICY AND PROCEDURES FOR THE USE OF MEETING ROOM AT THE TRASH MUSEUM AND THE GARBAGE MUSEUM

Chairman Pace requested a motion regarding the above-captioned item. Director O'Brien made the following motion:

RESOLVED: That the Board hereby adopts the Policy and Procedures for the Use of Meeting Rooms at the Trash Museum and the Garbage Museum substantially as presented and discussed at this meeting.

The motion was seconded by Director Savitsky.

Chairman Pace stated that his concern with this policy is that there are often children in the museums and he wants to make certain the safety and security of those children is the top priority. Chairman Pace asked if the policy defines what groups are allowed to use the meeting rooms, if there are groups that are excluded, and what kind of activities can take place. Director Savitsky responded that any organization who wants to use a meeting room must meet the insurance requirements in the contract. If an organization cannot meet those requirements, they cannot use the room. Director Savitsky said that this gives CRRA a level of control over who can and cannot use the room.

Director Griswold asked if there have been requests by outside groups to use the meeting rooms. Mr. Nonnenmacher responded that there are currently a couple of groups that meet at the museums regularly so it makes sense to set some guidelines for use of the rooms. To address the security concerns mentioned, CRRA requires that all groups that use the rooms utilize a member of their group to escort guests into and out of the room.

Director Griswold asked if the administrative work required a lot of staff time to coordinate the use of the rooms. Mr. Nonnenmacher responded that the time is minimal and it is not a problem to have certificates of insurance sent to CRRA's risk manager. Mr. Kirk added that this is a community outreach by CRRA, but if it becomes burdensome, the issue will be brought back to the Board for review. Director Savitsky stated that having this policy will

actually eliminate some of the work that staff has to do because interested parties can be directed to look at requirements for use on the internet.

Director Horton Sheff stated that the difficulty with this policy is that there may be groups that wish to use the facility that have a certificate of insurance, but it may not be suitable for these groups to meet in a location where there are children. Director Horton Sheff said that she is not sure that CRRA can legally differentiate between “desirables and undesirables.”

Director O’Brien pointed out that there are positive benefits to allowing groups to use the rooms. Particularly, since these are recycling facilities, the more people CRRA can get in the facilities, the more it can fulfill its mandates to encourage and promote recycling activities. Mr. Nonnenmacher stated that even though the policy does not specifically spell out that these are facilities that are used by children, the safety and security of the children is always the top priority with anything having to do with the museums.

Chairman Pace said that there needs to be clear rules as to where visitors are allowed to go in the museums and to ensure that there are no interruptions when classes are in session. Chairman Pace stated that he wants it to be known that the primary business is educating the children. Director Lauretti stated that he agreed a policy is not only beneficial, but necessary and the policy should be geared at protecting the public because there are public interests at stake.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Non Eligible Voters			
Timothy Griswold, Ad Hoc, Mid-Connecticut			
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut			
Jason Perillo, Ad Hoc, Bridgeport			

RESOLUTION REGARDING EXPENDITURES FOR ODOR MONITORING SERVICES AT THE MID-CONNECTICUT WASTE PROCESSING FACILITY & HARTFORD LANDFILL

Chairman Pace requested a motion regarding the above-captioned item. Director O’Brien made the following motion:

RESOLVED: That the President of CRRA be authorized to execute a Request for Services with TRC Environmental Corporation for Odor Monitoring Support at the Mid-

Connecticut Waste Processing Facility and Hartford Landfill, substantially as presented and discussed at this meeting.

The motion was seconded by Director Savitsky.

Mr. Kirk noted that this was a matter of significant discussion at the previous regular meeting, where the Board requested that management review the recommendation and provide further information. Mr. Kirk said that, while there was some discussion about whether these services were still necessary, management feels that the reduced scope of work is valid and appropriate to preserve the good will and progress CRRA has made with the neighbors of the facilities in Hartford. Director Savitsky agreed that this is a small price to pay for positive public relations and said that she would strongly urge the Board to give serious consideration to approval of this contract.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Timothy Griswold, Ad Hoc, Mid-Connecticut	X		
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut	X		
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

RESOLUTION REGARDING FIRST AMENDMENT FOR METALS RECOVERY AND MARKETING SERVICES WITH wTe RECYCLING, INC.

Chairman Pace requested a motion regarding the above-captioned item. Director O'Brien made the following motion:

RESOLVED: The President is authorized to enter into the First Amendment with wTe Recycling, Inc. for the transportation, processing and marketing of metals generated at the Mid-Connecticut Resources Recovery Facility and the Hartford Landfill substantially in accordance with the terms and conditions discussed at this meeting.

Director Savitsky seconded the motion.

Attorney Hunt stated that this contract is an emergency three-month extension of a revenue contract to allow services to continue while CRRA goes out to bid. Attorney Hunt

explained that there was an internal error in tracking the end date of the contract and the contract ended a year sooner than CRRA’s records indicated, which did not allow time for a full bid process to be completed. Mr. Kirk added that these are favorable prices, but CRRA would be completing a formal bid process to see if the prices can be improved.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Laretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Timothy Griswold, Ad Hoc, Mid-Connecticut	X		
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut	X		
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

RESOLUTION REGARDING TRANSFER STATION HOST COMMUNITY AGREEMENT – MID-CONNECTICUT PROJECT

Mr. Gent stated that management is requesting that the matter regarding the Host Community Agreement behind Tab 9 be tabled. Director O’Brien made a motion to table, which was seconded by Director Savitsky. The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Laretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Timothy Griswold, Ad Hoc, Mid-Connecticut	X		
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut	X		
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

ADDITION TO THE AGENDA

Chairman Pace requested a motion to add an item regarding the use of the Shelton Landfill Postclosure Reserve. The motion made by Director O'Brien and seconded by Director Cooper was approved unanimously by roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
James Francis	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Timothy Griswold, Ad Hoc, Mid-Connecticut	X		
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut	X		
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

FINANCE COMMITTEE UPDATE

Director Francis stated that the Finance Committee discussed putting the FY08 Mid-Connecticut Project budget on the agenda for the Board meeting to review the implications of the New Hartford lawsuit. Director O'Brien added that the Committee discussed the write-off of some receivables for the Bridgeport Project, but that matter is still pending.

Chairman Pace requested a short recess. The recess began at 10:40 a.m. and ended at 11:00 a.m.

RESOLUTION REGARDING THE USE OF THE SHELTON LANDFILL POSTCLOSURE RESERVE

Chairman Pace requested a motion regarding the above-captioned item. Director O'Brien made the following motion:

WHEREAS: The Bridgeport Project is currently running a deficit for fiscal year 2007, which has resulted in the depletion of its working capital balance; and

WHEREAS: Certain Bridgeport Project customers are delinquent in paying their May 2007 invoices further reducing the working capital balance; and

WHEREAS: The Authority is required by the Bridgeport Project Bond Trust Indenture to pay certain operating expenses and bond payments at contracted times; and

WHEREAS: As a result of the inadequate working capital balance and the requirement to pay certain costs the Authority must temporarily use funds from the Shelton Landfill Postclosure Reserve to pay certain expenses.

THEREFORE, BE IT RESOLVED: That the Authority’s management be authorized to withdraw funds from the Shelton Landfill Postclosure Reserve to fund certain operating expenses and bond payments during fiscal year 2007 and 2008 when the timing of funds results in the working capital balance to be insufficient to cover these costs;

FURTHER RESOLVED: That the Authority’s management be authorized to replenish the Shelton Landfill Postclosure Reserve for those amounts temporarily withdrawn to fund certain operating expenses and bond payments upon receipt of the outstanding receivables.

Director Savitsky seconded the motion.

Mr. Bolduc informed the Board that there is a very limited amount of working capital in the Bridgeport Project. In addition to the limited working capital, there are four accounts receivable in arrears in the amount of approximately \$1.6 million. Mr. Bolduc explained that there were two payments that had to be wired yesterday, one to Wheelabrator and one for the bonds. In order to make those payments and avoid defaulting on the bonds, funds had to be moved out of the Postclosure Reserve. Mr. Bolduc stated that this resolution would document the Board’s approval of this action since it is a Board designated reserve and would allow that reserve to be replenished upon receipt of the outstanding receivables. Mr. Bolduc added that the resolution also gives authorization for similar actions to be taken over the next couple of months if the Project’s working capital falls short again. This would allow CRRA to avoid defaulting on the bonds and having to pay significant penalties for making late payments to Wheelabrator.

Director Lauretti asked how much was transferred. Mr. Bolduc responded that \$815,000 was transferred yesterday. Chairman Pace asked what would have happened if this reserve was not available. Mr. Bolduc said that CRRA would probably have defaulted on the bonds. Chairman Pace stated that this is a situation where having a reserve is an obvious benefit to the Project.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
James Francis	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		

Raymond O'Brien	X		
Linda Savitsky	X		
Jason Perillo, Ad Hoc, Bridgeport	X		
Non Eligible Voters			
Timothy Griswold, Ad Hoc, Mid-Connecticut			
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut			

RESOLUTION AUTHORIZING RETENTION OF A HOST COMMUNITY LIAISON

Chairman Pace requested a motion regarding the above-captioned item. Director O'Brien made the following motion:

RESOLVED: That the President is hereby authorized to amend its agreement with Attorney Thomas Ritter to serve as CRRA's liaison with its host communities and pertinent or related groups and organizations as presented and discussed at this meeting.

Director Savitsky seconded the motion.

Mr. Kirk explained that the current Host Community Liaison expires at the end of the month and CRRA would like to avoid discontinuity in this important service. Mr. Kirk stated that this short extension will allow CRRA to do a Request for Qualifications ("RFQ") and determine if there are other individuals who are qualified and interested in helping with these tasks. Mr. Kirk noted that CRRA's experience with Attorney Ritter has been excellent and said that his assistance was instrumental in the permitting for the new recycling center and the closure agreement with the City of Hartford for the Hartford Landfill. Mr. Kirk gave a brief overview of the anticipated projects that will require Attorney Ritter's services over the course of the proposed contract extension.

Director Savitsky noted that Attorney Ritter's primary area of influence is in Hartford and asked if there would be an effort made to contract with individuals that may have influence in other areas of the state. Mr. Kirk responded in the affirmative and said that he would like a "stable" of liaisons from throughout the state, which would be accomplished with the RFQ.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
James Francis	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		

Timothy Griswold, Ad Hoc, Mid-Connecticut	X		
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut	X		
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

RESOLUTION REGARDING THE INSTALLATION OF A LANDFILL CAP OVER A PORTION OF THE PHASE 1 ASH AREA

Chairman Pace requested a motion regarding the above-captioned item. Director O’Brien made the following motion:

RESOLVED: That the President is hereby authorized to execute an agreement with E. T. & L. Corp. to install a landfill cap over approximately 7.2 acres of the Phase 1 Ash Area at the Hartford Landfill, substantially as presented and discussed at this meeting.

Director Savitsky seconded the motion.

Mr. Egan informed the Board that this contract involves closing and installing a cap on approximately 7 acres of the Hartford Landfill. Mr. Egan said that it is appropriate to close that area now because if it is not closed permanently, funds will have to be spent on installing a temporary cap. Mr. Egan added that this is the side of the landfill that faces Interstate 91 so closing it sooner and growing vegetation on that area will improve the appearance of the landfill from the highway. Mr. Egan stated that this is the first step in final closure of the landfill and gave a thorough overview of the layers of environmental protections built into the landfill.

Mr. Bodendorf explained that the cost of this project is driven by the cost of materials, including soil and the synthetic materials for the cap. There was a brief discussion regarding the source of the soil for the project and potential other sources of soil.

Director Karanian asked what the plan is to make the community aware of the activities that will be taking place at the landfill. Director Horton Sheff informed the Board that she has a show on public access and offered to talk with someone from CRRA on her show.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
James Francis	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O’Brien	X		
Linda Savitsky	X		

Timothy Griswold, Ad Hoc, Mid-Connecticut	X		
Elizabeth Horton Sheff, Ad Hoc, Mid-Connecticut	X		
Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

EXECUTIVE SESSION

Chairman Pace requested a motion to enter into Executive Session to discuss pending litigation, real estate acquisition and personnel matters with appropriate staff. The motion made by Director Martland and seconded by Director Savitsky was approved by roll call. Chairman Pace requested that the following people be invited to the Executive Session in addition to the Directors and Mid-Connecticut Ad Hocs:

- Tom Kirk
- Jim Bolduc
- Robert Constable
- Peter Egan
- Floyd Gent
- Laurie Hunt, Esq.
- Paul Nonnenmacher
- Richard Goldstein, Esq.

The Executive Session began at 11:32 a.m. and concluded at 12:55 p.m. Chairman Pace noted that no votes were taken in Executive Session. Please note that Directors Cooper and Francis exited the room during a portion of the Executive Session due to conflicts of interests.

The meeting was reconvened at 12:55 p.m.

ADDITION TO THE AGENDA

Chairman Pace requested a motion to add an item regarding the Bridgeport Project. The motion made by Director O’Brien and seconded by Director Francis was approved unanimously.

RESOLUTION REGARDING THE CONSENT TO ASSIGNMENT, ACCESS AGREEMENT, AND THE AMENDED AND RESTATED BRIDGEPORT SOLID WASTE DELIVERY AGREEMENT

Chairman Pace requested a motion regarding the above-captioned item. Director O’Brien made the following motion:

RESOLVED: That the President is authorized to execute a Consent to Assignment, Access Agreement, and the Amended and Restated Bridgeport Solid Waste Delivery Agreement substantially as presented and discussed at this meeting.

Director Francis seconded the motion.

Mr. Gent stated that this resolution is for approval of three agreements: a Consent to Assignment, Access Agreement, and the Amended and Restated Bridgeport Solid Waste Delivery Agreement. Mr. Gent informed the Board that CRRA recommended that a letter of credit be provided by the prospective buyer of the Waste Management business. Since there was not enough time before the closing to secure that letter of credit without interrupting service, Waste Management sent CRRA a letter agreement on an interim basis designating the buyer as an agent of Waste Management until the terms of the letter of credit can be finalized and received by CRRA. Mr. Gent gave a lengthy description of the terms the letter of credit, the guarantees of payment by Murphy Road Recycling’s parent company, and changes to the terms of the other agreements as a result of the assignment.

The motion previously made and seconded was approved unanimously.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
James Francis	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Jason Perillo, Ad Hoc, Bridgeport	X		
Non Eligible Voters			
Timothy Griswold, Ad Hoc, Mid-Connecticut			

ADDITION TO THE AGENDA

Chairman Pace requested a motion to add an item regarding Town of New Hartford et al v. CRRA. The motion made by Director O’Brien and seconded by Director Francis was approved unanimously.

RESOLUTION REGARDING APPEAL IN THE MATTER OF TOWN OF NEW HARTFORD ET AL. V. CRRA

Chairman Pace requested a motion regarding the above-captioned item. Director O’Brien made the following motion:

WHEREAS, on June 19, 2007, the Court issued a Memorandum of Decision in the matter of *New Hartford et al v. CRRA*; and

WHEREAS, CRRA believes that the said Memorandum contains errors of both fact and law; and

WHEREAS, CRRA believes said errors include, among others, the Court's findings that all loss caused by the Enron Transaction was passed on to the member towns and that CRRA incurred no losses as a result of the Enron transaction; and

WHEREAS, CRRA has not been made whole for the losses incurred as a result of the Enron Transaction; and

WHEREAS, CRRA has a statutory duty to recover funds lost as a result of the Enron Transaction; and

WHEREAS, on the advice of counsel, it appears that such errors could, among other things, have a very significant detrimental impact on CRRA'S ability to recover damages in its Enron-related Global Lawsuit and on the defense of CRRA's former directors in the pending action against them brought by the Town of New Hartford (in which matter, CRRA is legally obligated to indemnify the said directors); and

WHEREAS, an appeal must be filed, if at all, within twenty days from the date on which the Memorandum of Decision was issued;

Now, THEREFORE, it is

RESOLVED: That the Board of Directors of CRRA hereby charges the President to proceed to cause an appeal in the matter of *New Hartford et al v. CRRA* to be timely filed, and to take all other actions to prosecute such appeal as may be reasonably necessary and appropriate to correct the record in this matter.

Director Lauretti seconded the motion.

Attorney Hunt explained that the Board discussed the possibility of an appeal in the matter of *New Hartford et al v. CRRA*. Attorney Hunt explained that the major item that concerns the Board is the impact that the decision could have on efforts to recover further Enron losses in other cases.

Chairman Pace stated that CRRA has a fiduciary responsibility to the State. Chairman Pace said that when he took over as chair, it was his charge to reduce costs, stabilize the company, and recover the Enron losses. To that end, the Attorney General, through Pepe & Hazard has worked to accomplish that through the "global proceedings." Chairman Pace stated that CRRA was, in fact, harmed by the Enron transaction.

Chairman Pace noted that CRRA only received \$84 million from the bankruptcy settlement. The rest of the total \$111 million was a result of management's recommendation to sell the claim. Chairman Pace stated that CRRA still has to recover approximately \$100 million

of the losses. While CRRA cannot predict how much of that can be recovered, CRRA has an obligation to try.

Chairman Pace emphasized that this is not an argument with the towns, but a means for the Board to carry on its obligations to CRRA, the State of Connecticut, and the towns. Chairman Pace said that the recovery of these funds will ultimately benefit the towns. Chairman Pace stated that the Board had to decide if CRRA should leave the potential recovery of \$100 million on the table and was unwilling to do so. Chairman Pace stated that the legal opinions of CRRA’s inside counsel and Pepe & Hazard be considered and noted that it is his understanding that the Attorney General has been notified of this decision. Attorney Goldstein added that the statute clearly states that it is the responsibility of this Board to recover all funds from the Enron transaction and the Board’s actions today are in accordance with the duties found in the statutes.

Director Savitsky stated that, in light of the gag order that CRRA has been under, and to correct misinformation that she has heard from member towns, it is CRRA’s responsibility and duty to reach out to the Mid-Connecticut Project towns to explain the things that CRRA was precluded from saying while the gag order was in effect.

Director Jarjura stated that he came here prepared not to support an appeal of the decision. However, Director Jarjura said that after the extensive discussion in Executive Session, he felt he would be derelict in his duties to jeopardize the potential recovery of additional monies that would ultimately benefit the member towns by keeping the tip fee reasonable for the long term. Director Jarjura added that if this was as simple as writing a check to the towns for the award and there were no other consequences, he would not support the appeal, but the fact that doing so could jeopardize other pending claims has weighed heavily on his decision to support this action.

Chairman Pace said that it is important for the towns and the press to fully understand why CRRA is taking this action.

Ms. Greig noted that although she could not be present for the vote, Director Horton Sheff expressed her support for the appeal.

The motion previously made and seconded was approved. Directors Cooper and Francis abstained.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper			X
James Francis			X
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Timothy Griswold, Ad Hoc, Mid-Connecticut	X		

Non Eligible Voters			
Jason Perillo, Ad Hoc, Bridgeport			

ADJOURNMENT

Chairman Pace requested a motion to adjourn the meeting. The motion to adjourn made by Director O’Brien and seconded by Director Savitsky was approved unanimously.

There being no other business to discuss, the meeting was adjourned at 1:25 p.m.

Respectfully submitted,

Kristen B. Greig
Secretary to the Board/Paralegal