CONNECTICUT RESOURCES RECOVERY AUTHORITY

THREE HUNDRED SIXTY-SIXTH MEETING

DECEMBER 23, 2003

A Special telephonic meeting of the Connecticut Resources Recovery Authority Board of Directors was held on Tuesday, December 23 2003 at 100 Constitution Plaza, Hartford. Those present were:

Chairman Michael Pace

Directors: Stephen Cassano

Andrew Sullivan

Mark Lauretti (arrived at 9:55 a.m.)

Theodore Martland

Mark Cooper Ray O'Brien

Present from the CRRA staff:

James Bolduc, Chief Financial Officer Bettina Bronisz, Assistant Treasurer & Director of Finance Angelica Mattschei, Corporate Secretary

Chairman Pace called the meeting to order at 2:11 p.m. and noted that a quorum was present.

EXECUTIVE SESSION

Chairman Pace requested a motion to convene an executive session in order to discuss a resolution regarding an IRS settlement. Vice Chairman Cassano made the motion which was seconded by Director O'Brien. Chairman Pace requested that Messrs. Kirk and Bolduc remain during the executive session. The motion previously made and seconded was approved unanimously.

The Executive Session began at 2:12 p.m.

The Executive Session concluded at 2:25 p.m.

Chairman Pace reconvened the Board meeting at 2:26 p.m.

Chairman Pace noted that no votes were taken in Executive Session.

AUTHORIZATION REGARDING IRS SETTLEMENT

Chairman Pace requested a motion on the referenced topic. Director O'Brien made the following motion:

RESOLVED: that the Board hereby approves the "Closing Agreement on Final Determination Covering Specific Matters" between CRRA and the Internal Revenue Service ("IRS") as substantially presented at this meeting;

FURTHER RESOLVED: that the Board hereby authorizes the President to sign the aforementioned agreement and authorizes the payment of One Hundred Fifty Thousand (\$150,000) Dollars to the IRS in settlement of the aforementioned matter.

Director Sullivan seconded the motion which was approved. The vote was taken by roll call and approved by two-thirds (2/3) of the Directors.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Stephen Cassano, Vice Chairman	X		
Theodore Martland	X		
Ray O'Brien	X		
Andrew Sullivan	X		
Mark Lauretti	X		
Mark Cooper	Х		

ADJOURNMENT

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

There being no other business to discuss, the meeting was adjourned at 2:35 p.m.

Respectfully submitted,

Angelica Mattschei Corporate Secretary to the Board

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EXECUTIVE SESSION

DECEMBER 23, 2003

An Executive Session called for the purposes of discussing a resolution regarding an IRS settlement was convened at 2:12 p.m.

<u>DIRECTORS</u> <u>STAFF</u>

Chairman Pace Director Cassano Director O'Brien Director Lauretti Director Martland

Director Martland Director Sullivan

Director Cooper

Tom Kirk James Bolduc

No votes were taken in Executive Session.

The Executive Session was adjourned at 2:25 p.m.