

CONNECTICUT RESOURCES RECOVERY AUTHORITY

FOUR HUNDRED AND SIXTIETH

DECEMBER 17, 2009

A regular meeting of the Connecticut Resources Recovery Authority Board of Directors was held on Thursday, December 17, 2009, in the Board Room at CRRA Headquarters, 100 Constitution Plaza, Hartford, Connecticut. Those present in Hartford were:

Chairman Michael Pace

Directors: David B. Damer
Alan Desmarais
Timothy Griswold (present beginning 10:02 a.m.)
Michael Jarjura
Mark Lauretti (present beginning 10:11 a.m.)
Theodore Martland
Raymond O'Brien
Linda Savitsky
Stephen Edwards, Bridgeport Project Ad-Hoc
Warren Howe, Wallingford Project Ad-Hoc
Geno Zandri, Jr., Wallingford Project Ad-Hoc

Present from CRRA management:

Tom Kirk, President
Jim Bolduc, Chief Financial Officer
Jeffrey Duvall, Manger of Budgets and Forecasting
Peter Egan, Director of Environmental Affairs & Development
Tom Gaffey, Director of Recycling and Enforcement
Laurie Hunt, Director of Legal Services
Paul Nonnenmacher, Director of Public Affairs
Mike Tracey, Director of Operations
Eric Womack, Human Resources Manager
Moira Kenney, Secretary to the Board/Paralegal

Also present were: Dan Mara, Esq., of Sandler & Mara; John Pizzimenti of USA Hauling & Recycling; and Jerry Tyminski of SCRRRA.

Chairman Pace called the meeting to order at 9:30 a.m. and said 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.

As there were no members of the public present wishing to speak, Vice-Chairman O'Brien proceeded with the meeting agenda.

APPROVAL OF THE NOVEMBER 19, 2009, MINUTES

Chairman Pace requested a motion to approve the Nov. 19, 2009, minutes. Vice-Chairman O'Brien made the motion which was seconded by Director Savitsky.

The motion to approve the minutes was approved by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Martland, Director Savitsky, Director Edwards, Director Howe, and Director Zandri, voted yes. Director Mullane abstained as he was not present at the meeting.

Directors	Aye	Nay	Abstain
David Damer	X		
Alan Desmarais	X		
Theodore Martland	X		
Nicholas Mullane			X
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport	X		
Warren Howe, Wallingford	X		
Geno Zandri, Wallingford	X		

RESOLUTION REGARDING THE RECEIPT OF SETTLEMENT FUNDS

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

WHEREAS, the Connecticut Resources Recovery Authority's (the "Authority") attorneys have received \$494,463.52 in an Enron-related litigation settlement, which is part of the Mid-Connecticut Project; and

WHEREAS, the Mid-Connecticut Project's Hartford Landfill Post Closure Reserve is not yet fully funded; and

WHEREAS, the funding source for the Mid-Connecticut Project's Hartford Landfill Post Closure Reserve would otherwise be from Mid-Connecticut Project tip fees.

NOW, THEREFORE, it is

RESOLVED: that \$494,463.52 be wired to the Authority and deposited to the Hartford Landfill Post Closure Reserve account. As of November 30, 2009, the Hartford Landfill Post Closure Reserve and Hartford Landfill Post Closure Non-GASB 18 Reserve had a combined balance of \$15,701,588.

Director Desmarais seconded the motion.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Wallingford			

RESOLUTION REGARDING CERTAIN PROJECT RESERVES

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

WHEREAS, The Authority has recorded its landfill postclosure liabilities on its financial statements for the Ellington, Hartford, Shelton, Wallingford and Waterbury landfills in two individual Short Term Investment Fund (STIF) for each landfill that represent the Government Accounting Standards Board (GASB) 18 and non-GASB 18 anticipated future expenses; and

WHEREAS, the Authority wishes to maintain accounting and reporting transparency by simplifying the manner in which it records the various postclosure landfill reserves; and

WHEREAS, the Authority has received an opinion from its auditors that combining the GASB 18 and non-GASB 18 reserve accounts for each landfill is acceptable as long as expenses are accounted for properly and that the Authority only files the GASB 18 portion with the Connecticut Department of Environmental Protection.

NOW, THEREFORE, BE IT:

RESOLVED: That the non-GASB 18 individual Short Term Investment Fund (STIF) accounts for the Ellington, Hartford, Shelton, Wallingford and Waterbury landfills postclosure be

dissolved and that the funds from each reserve be transferred to its corresponding landfill postclosure reserve.

Director Desmarais seconded the motion.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Wallingford			

RESOLUTION REGARDING DISBURSEMENT OF AUTHORITY FUNDS

Chairman Pace requested a motion regarding the above-captioned matter.

RESOLVED: That the funds of the Authority deposited in Bank of America or otherwise invested (except Trustee-held funds) be subject to withdrawal or charge at any time and from time to time upon checks, notes, drafts, bills of exchange, acceptance, or other instruments for the payment of money or upon directions for the wire transfer of money, when made, signed, drawn, accepted, or endorsed on behalf of the Authority, by any two of the following: Michael Pace, Tom Kirk, Jim Bolduc, Bettina Ferguson, Jeffrey Duvall or Nhan Vo-Le provided, however, wire transfers between Authority bank accounts or otherwise invested Authority funds (including to and from Trustee-held funds) shall require instructions from one of the foregoing.

FURTHER RESOLVED: That Trustee-held funds be subject to withdrawal or charge at an time and from time to time upon requisitions/instructions, checks, notes, drafts, bills of exchange, acceptance or other instruments for payment of money or upon directions for the wire of transfer money, when made, signed, drawn, accepted, or endorsed on behalf of the Authority, by any one of the above individuals.

Director Savitsky said that this item was moved along by the Finance Committee with no recommendation. She said there are issues concerning the resolution which need to be discussed in executive session and asked that the item be held until those discussions take place.

RESOLUTION REGARDING CONTRACT WITH CT DEP FOR REIMBURSEMENT OF COSTS ASSOCIATED WITH ANNUAL STACK TESTING AT MID-CT RRF FOR CALENDAR YEARS 2010 AND 2011

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

RESOLVED: That the President is hereby authorized to enter into a contract with the Connecticut Department of Environmental Protection for reimbursement of costs associated with the annual stack testing at the Mid-Connecticut RRF for calendar years 2010 and 2011, substantially as discussed and presented at this meeting.

Director Martland seconded the motion.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O’Brien, Director Damer, Director Desmarais, Director Griswold, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Wallingford			

RESOLUTION REGARDING MID-CONNECTICUT PROJECT SOLID WASTE TRANSPORTATION AND DISPOSAL WORK

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

WHEREAS: That the President is hereby authorized to execute agreements for Mid-Connecticut Project solid waste export transportation and disposal work with the following firms, substantially as presented and discussed at this meeting:

- CWPM, LLC
- F&G, LLC
- Riccelli Enterprises, Inc.
- Santaro Development, LLC

- Waste Management of Massachusetts, Inc.

Director Damer seconded the motion.

AMENDMENT TO THE MOTION REGARDING MID-CONNECTICUT PROJECT SOLID WASTE TRANSPORTATION AND DISPOSAL WORK

Vice-Chairman O’Brien made a friendly amendment to the motion. He said that after the colon the phrase “to retain and pay these firms for services on an as needed basis” will be added.

Director Damer agreed as the seconder of the motion.

VOTE ON THE RESOLUTION REGARDING MID-CONNECTICUT PROJECT SOLID WASTE TRANSPORTATION AND DISPOSAL WORK AS AMENDED

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

WHEREAS: That the President is hereby authorized to execute agreements for Mid-Connecticut Project solid waste export transportation and disposal work with the following firms, substantially as presented and discussed at this meeting:

- CWPM, LLC
- F&G, LLC
- Riccelli Enterprises, Inc.
- Santaro Development, LLC
- Waste Management of Massachusetts, Inc.

Director Damer seconded the motion.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O’Brien, Director Damer, Director Desmarais, Director Griswold, Director Lauretti, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Mark Lauretti	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			

Warren Howe, Wallingford			
Geno Zandri, Wallingford			

MOTION TO ADD AN ITEM TO THE AGENDA CONCERNING APPROVAL OF THE CRRA BOARD AND COMMITTEE MEETINGS FOR 2010

Chairman Pace requested a motion to add an item to the agenda.

The motion was made by Vice-Chairman O'Brien and seconded by Director Martland.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Griswold, Director Lauretti, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Mark Lauretti	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Wallingford			

VOTE ON APPROVAL OF THE CRRA BOARD AND COMMITTEE MEETINGS FOR 2010 AS POSTED TO THE SECRETARY OF STATE

Chairman Pace requested a motion regarding the above-captioned matter. The motion was made by Vice-Chairman O'Brien and seconded by Director Desmarais.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Griswold, Director Lauretti, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Mark Lauretti	X		

Theodore Martland	X		
Nicholas Mullane	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Wallingford			

EXECUTIVE SESSION

Chairman Pace requested a motion to enter into Executive Session to discuss pending litigation, real estate acquisition, pending RFP's, and personnel matters with appropriate staff. The motion made by Vice-Chairman O'Brien and seconded by Director Damer was approved unanimously by roll call. Vice-Chairman O'Brien requested that the following people be invited to the Executive Session in addition to the Directors:

Tom Kirk
Jim Bolduc
Laurie Hunt, Esq.

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Griswold, Director Lauretti, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Mike Lauretti	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Jr., Wallingford			

The Executive Session began at 10:29 a.m. and concluded at 12:32 p.m. Chairman Pace noted that no votes were taken in Executive Session.

The meeting was reconvened at 12:32 p.m., the door to the Board room was opened, and the Board secretary and all members of the public (of which there were none) were invited back in for the continuation of public session.

MOTION TO TABLE THE RESOLUTION REGARDING DISBURSEMENT OF AUTHORITY FUNDS

Chairman Pace requested a motion regarding the above-captioned matter. Director Savitsky made the motion to table.

RESOLVED: That the funds of the Authority deposited in Bank of America or otherwise invested (except Trustee-held funds) be subject to withdrawal or charge at any time and from time to time upon checks, notes, drafts, bills of exchange, acceptance, or other instruments for the payment of money or upon directions for the wire transfer of money, when made, signed, drawn, accepted, or endorsed on behalf of the Authority, by any two of the following: Michael Pace, Tom Kirk, Jim Bolduc, Bettina Ferguson, Jeffrey Duvall or Nhan Vo-Le provided, however, wire transfers between Authority bank accounts or otherwise invested Authority funds (including to and from Trustee-held funds) shall require instructions from one of the foregoing.

FURTHER RESOLVED: That Trustee-held funds be subject to withdrawal or charge at an time and from time to time upon requisitions/instructions, checks, notes, drafts, bills of exchange, acceptance or other instruments for payment of money or upon directions for the wire of transfer money, when made, signed, drawn, accepted, or endorsed on behalf of the Authority, by any one of the above individuals.

Vice-Chairman O’Brien seconded the motion to table the resolution regarding disbursement of authority funds.

The motion to table was approved unanimously by roll call. Chairman Pace, Vice-Chairman O’Brien, Director Damer, Director Desmarais, Director Griswold, Director Lauretti, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Mike Lauretti	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O’Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Jr., Wallingford			

RESOLUTION REGARDING ADDITIONAL PROJECTED LEGAL EXPENDITURES

Chairman Pace requested a motion on the above-referenced item. Director Savitsky made the motion, which was seconded by Director Martland

WHEREAS, CRRA has entered into Legal Service Agreements with various law firms to perform legal services; and

WHEREAS, the Board of Directors has previously authorized certain amounts for payment of fiscal year 2010 projected legal fees; and

WHEREAS, CRRA expects to incur greater than authorized legal expenses for General Counsel services;

NOW THEREFORE, it is RESOLVED: That the following additional amount be authorized for projected legal fees and costs to be incurred during fiscal year 2010:

<u>Firm:</u>	<u>Amount:</u>
Halloran & Sage	\$635,000

AMENDMENT TO THE RESOLUTION REGARDING ADDITIONAL PROJECTED LEGAL EXPENDITURES

Chairman Pace requested a motion on the above-referenced item.

Director Savitsky made a friendly amendment to reduce the legal expenditures to \$300,000. Director Martland seconded the motion as amendment.

VOTE ON THE AMENDED RESOLUTION REGARDING ADDITIONAL PROJECTED LEGAL EXPENDITURES

Chairman Pace requested a motion on the above-referenced item. Director Savitsky made the motion, which was seconded by Director Martland

WHEREAS, CRRA has entered into Legal Service Agreements with various law firms to perform legal services; and

WHEREAS, the Board of Directors has previously authorized certain amounts for payment of fiscal year 2010 projected legal fees; and

WHEREAS, CRRA expects to incur greater than authorized legal expenses for General Counsel services;

NOW THEREFORE, it is RESOLVED: That the following additional amount be authorized for projected legal fees and costs to be incurred during fiscal year 2010:

Firm:

Amount:

Halloran & Sage

\$300,000

The motion previously made and seconded was approved unanimously by roll call. Chairman Pace, Vice-Chairman O'Brien, Director Damer, Director Desmarais, Director Griswold, Director Lauretti, Director Martland, Director Mullane, and Director Savitsky voted yes.

Directors	Aye	Nay	Abstain
Chairman Pace	X		
David Damer	X		
Alan Desmarais	X		
Timothy Griswold	X		
Mark Lauretti	X		
Theodore Martland	X		
Nicholas Mullane	X		
Raymond O'Brien	X		
Linda Savitsky	X		
Ad-Hocs			
Stephen Edwards, Bridgeport			
Warren Howe, Wallingford			
Geno Zandri, Wallingford			

ADJOURNMENT

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

There being no other business to discuss, the meeting was adjourned at 12:40 p.m.

Respectfully submitted,

Moira Kenney
Secretary to the Board/Paralegal