CONNECTICUT RESOURCES RECOVERY AUTHORITY

FOUR HUNDRED AND TWENTY-EIGHTH MEETING

OCTOBER 25, 2007

A Regular meeting of the Connecticut Resources Recovery Authority Board of Directors (hereinafter referred to as 'CRRA' or the 'Authority') was held on Thursday, October 25, 2007 at 100 Constitution Plaza, Hartford, Connecticut. Those present were:

Chairman Michael Pace

Directors: Mark Cooper

Michael Jarjura Edna Karanian Mark Lauretti Theodore Martland

James R. Miron (Present by telephone)

Raymond O'Brien Linda Savitsky

Timothy Griswold, Ad-Hoc – Mid-Connecticut Project

Stephen Edwards, Ad-Hoc – Bridgeport Project Warren C. Howe, Jr., Ad-Hoc – Wallingford Project

Present from the CRRA staff:

Tom Kirk, President

Jim Bolduc, Chief Financial Officer

Michael Bzdyra, Government Relations Liaison

Robert Constable, Controller

Peter Egan, Director of Environmental Affairs

Laurie Hunt, Director of Legal Services

Chris Hyfield, Human Resources Manager

Paul Nonnenmacher, Director of Public Affairs

Michael Tracey, Operations Manager, Construction Management

Nhan Vo-Le, Director of Accounting

Moira Kenney, Secretary to the Board/Paralegal

Also present were: John Pizzimenti of USA Hauling & Recycling, Jerry Tyminski of SCRRRA, Tom Ritter of Brown Rudnick Berlack Israels, LLP, Cheryl Thibeault of Covanta, and Lisa Bremmer

Chairman Pace called the meeting to order at 10:58 a.m. and stated that a quorum was present.

PLEDGE OF ALLEGIANCE

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

PUBLIC PORTION

Chairman Pace said 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.

Cheryl Thibeault stated she was the business manager of Covanta Energy, the plant operators at CRRA's Mid-Conn and Wallingford facilities. She explained her intent was to let the CRRA Board and management know she is seeking support of both CRRA, and the member towns to reach out to the Connecticut Delegation of U.S. Representatives and Senators regarding the development of energy bills in Congress. She explained that both the House and Senate had recently presented a bill that did not include waste to energy as a renewable energy source. Ms. Thibeault explained that Congress will bypass the bills from the Senate and the House and through informal meetings work to draft a new energy bill. Congressman John Larson is the fifth ranking Democrat in the House and is well positioned to help influence this emerging federal legislation. She asked that the Mayors and First Selectman reach out to Congressman Larson, Senator Dodd, and Senator Lieberman to seek inclusion of energy from waste in any renewable portfolio standard. This will give Covanta the ability to work with member communities to seek favorable markets, favorable credits, and allow Covanta to be on an equal footing with other renewable energy portfolios and to compete in a fossil fuel world.

Ms. Thibeault explained she would provide the member communities with a draft letter and several talking points. Mr. Pace asked for a copy of the current legislation, which Ms. Thibeault explained was currently being developed as presently there is no current legislation pending. Mr. Pace asked what the purpose of the bill that is being drafted is Ms. Thibeault explained the bill is federal energy legislation, and that renewable energy is a portion of that. She explained the legislation and said Covanta hopes to level the playing field and avoid the possibility that the legislation would apply only to waste-to-energy plants that are new or expanded from 2001 and forward. They would like all renewable energy plants included. Mr. Pace asked Ms. Thibeault to get all of her material to Mr. Bzydra, who will advise the Board on the political impacts. Ms. Thibeault agreed and explained that in the interim Covanta will be reaching out to the member communities because time is of the essence.

<u>APPROVAL OF THE MINUTES OF THE SEPTEMBER 27, 2007 REGULAR BOARD MEETING</u>

Chairman Pace requested a motion to approve the minutes of the September 27, 2007 Regular Board Meeting. The motion was made by Director O'Brien and seconded by Director Martland.

The motion previously made and seconded was approved by roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	Х		
Mark Cooper	X		
Michael Jarjura	Х		
Edna Karanian	Х		
Mark Lauretti	Х		
Theodore Martland	Х		
Raymond O'Brien	X		
James Miron	X		
Linda Savitsky	X		
Non-Eligible Voters			
Stephen Edwards, Ad-Hoc, Bridgeport			
Timothy Griswold, Ad-Hoc, Mid-CT			
Warren C. Howe Jr., Ad-Hoc, Wallingford			

ACTION ITEMS RAISED DURING MINUTES DISCUSSION

Director O'Brien thanked both management and the Board Secretary for inclusion of this item, but had nothing to discuss at the current meeting.

RESERVE ANALYSIS

Chairman Pace requested a motion to discuss the above-captioned matter. The motion was made by Director O'Brien and seconded by Director Martland.

Director O'Brien stated the prior year's surplus under explanation of bonds should be on the termination of the Municipal Solid Waste Management Services Agreement (hereinafter referred to as 'MSA'). Director O'Brien felt the change would make the language clearer. Mr. Bolduc agreed. Mr. O'Brien also asked that pre-judgment be changed to post-judgment where it was inaccurately referred to. Director O'Brien explained the Finance Committee had discussed the Reserve Analysis at their last meeting and made a recommendation that the language needed to be made clear. The recommendations was based on the Finance Committee's finding, as well as Mr. Bolduc's concern that CRRA account for liabilities, and establish reserves to fund those liabilities.

Mr. Bolduc explained by indicating the accounting as a liability it operates more as a restricted net asset, as opposed to an unrestricted Board designated net asset. The particular items in question are the closure and post-closure costs associated with the Hartford, Shelton, Waterbury, Wallingford and Ellington landfills. He explained one issue that arose as a result of the audit was designating the unrestricted net assets. A change was made to ensure that the Board was comfortable with the placement of the funds and that they weren't sitting in a collective

account. What the resolution does is establish STIF separate accounts for each of the landfill closure and post closure costs.

The motion previously made and seconded was passed through roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	Х		
Mark Cooper	Х		
Michael Jarjura	Х		
Edna Karanian	Х		
Mark Lauretti	Х		
Theodore Martland	Х		
Raymond O'Brien	Х		
James Miron	Х		
Linda Savitsky	X		
Non-Eligible Voters			
Stephen Edwards, Ad-Hoc, Bridgeport			
Timothy Griswold, Ad-Hoc, Mid-CT			
Warren C. Howe Jr., Ad-Hoc, Wallingford			

RESOLUTION REGARDING A CHANGE TO THE WALLINGFORD PROJECT GUARANTEE OF PAYMENT

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

RESOLVED: That the Guaranty of Payment requirement of at least three (3) months of waste disposal charges be reduced to a requirement of at least two (2) months of waste disposal charges in the Wallingford Project Permitting, Disposal and Billing Procedures.

Chairman O'Brien asked that the Board consider that the Wallingford Policy Board has already passed the modification unanimously. Chairman Pace introduced Warren C. Howe, Jr. from the Wallingford Project as the newest ad-hoc member of the CRRA Board.

Mr. Bolduc explained that the modification was being made to standardize for the haulers because they are not being restricted by project.

The motion previously made and seconded by Director Martland was approved unanimously by roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	Х		
Mark Cooper	Х		
Edna Karanian	Х		
Mark Lauretti	Х		
Theodore Martland	Х		
Raymond O'Brien	Х		
Linda Savitsky	Х		
Non-Eligible Voters			
Stephen Edwards, Ad-Hoc, Bridgeport			
Timothy Griswold, Ad-Hoc, Mid-CT			
Warren C. Howe Jr., Ad-Hoc, Wallingford			

ORGANIZATIONAL SYNERGY & HUMAN RESOURCES

Chairman Pace requested a motion to move to the Organizational Synergy & Human Resources Committee agenda item regarding the Human Resources Consulting Request for Services Horton International. Director Cooper made the motion which was seconded by Director Martland.

The motion to move to the Organizational Synergy & Human Resources Committee portion agenda item regarding the Human Resources Consulting Request for Services Horton International was approved by roll call. Director Savitsky abstained.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	Х		
Mark Cooper	Х		
Michael Jarjura	Х		
Edna Karanian	Х		
Mark Lauretti	Х		
Theodore Martland	Х		
Raymond O'Brien	Х		
James Miron	Х		
Linda Savitsky			Х
Non-Eligible Voters			
Stephen Edwards, Ad-Hoc, Bridgeport			
Timothy Griswold, Ad-Hoc, Mid-CT			
Warren C. Howe Jr., Ad-Hoc, Wallingford			

<u>AUTHORIZATION REGARDING THE HUMAN RESOURCES CONSULTING REQUEST FOR SERVICES HORTON INTERNATIONAL</u>

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

RESOLVED: That the President is hereby authorized and directed to execute, a "Request for Services" letter for the recruitment to replace the Director of Operations utilizing Horton International (CRRA Contract #070101).

Chairman Pace stated CRRA had used Horton International in the past and had found them to be both reliable and successful. Mr. Kirk stated the payment to Horton would be done in three pieces, and may not be the full \$56,000 if the search for a candidate is not completed. Chairman Pace asked if there were any changes in the job description. Mr. Kirk replied that the job description was similar to the one used three years ago when this position was being filled.

Mr. Griswold asked Mr. Kirk if the fee charged by Horton is based on a percentage of the anticipated salary. Mr. Kirk replied yes, the charge is a routine process, one third at engagement, one third upon presentation of a slate of candidates, and one third upon completion of the search. Mr. Hyfield stated that the \$56,000 is an estimate based on what the annual salary would be. He also stated the range for the position is from \$120,000 to \$175,000, and the Horton contract used the top-end to establish the 33% charge with a basis on the estimated salary.

Director Savitsky felt \$56,000 was expensive and asked if the company specialized in this type of work. Mr. Hyfield answered the fee was typical for the executive recruiter industry and that Horton International has been contracted with CRRA for the past six years for this type of work. Director Savitsky asked if the firm specialized in hiring executives. Mr. Hyfield responded that Horton International is generalists, hiring executives and professionals from all industries with strong contacts in our industry.

There was discussion by the Board on other positions and contracts Horton has been involved with in the past.

The motion previously made and seconded by Director O'Brien was approved by roll call. Director Savitsky abstained.

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

Non-Eligible Voters		
Stephen Edwards, Ad-Hoc, Bridgeport		
Timothy Griswold, Ad-Hoc, Mid-CT		
Warren C. Howe Jr., Ad-Hoc, Wallingford		

RESOLUTION REGARDING THE REFURBISHMENT OF STEEL PAN CONVEYOR CV-100B AT THE MID-CONNECTICUT WASTE PROCESSING FACILITY.

Chairman Pace requested a motion on the above captioned matter. Director O'Brien made the following motion:

RESOLVED: That the President is hereby authorized to execute an agreement with Lydon Millwright Services, Inc. to refurbish steel pan conveyor CV-100B at the Mid-Connecticut Waste Processing Facility, substantially as presented and discussed at this meeting.

Mr. Kirk stated the write up was well written and clearly stated and any questions may be broached to Mr. Tracey. Mr. Tracey explained this was one of the capitol projects at the Waste Processing Facility CRRA is planning on implementing this fiscal year. The project is a critical transition conveyor. CRRA only received one bid due to the stringent licensing requirements put into effect by the Department of Consumer Protection this past year. Due to the nature of the conveyor the work needs to be done within a short time frame. Mr. Kirk added that in the past this type of work would have been done by MDC but has been brought back in-house with substantial savings.

The motion previously made and seconded by Director Savitsky was approved unanimously by roll call.

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

Non-Eligible Voters		
Stephen Edwards, Ad-Hoc, Bridgeport		
Timothy Griswold, Ad-Hoc, Mid-CT		
Warren C. Howe Jr., Ad-Hoc, Wallingford		

RESOLUTION REGARDING THE FISCAL YEAR 2008 METROPOLITAN DISTRICT COMMISSION MID-CONNECTICUT PROJECT ANNUAL OPERATING BUDGET

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

RESOLVED: That the fiscal year 2008 Metropolitan District Commission ("MDC") Mid-Connecticut Project Annual Operating Budget be amended as follows:

• That an additional \$475,800 be authorized for the Waste Processing Facility function to cover the projected additional capital costs;

FURTHER RESOLVED: That the cost of the additional capital projects incurred by the MDC in the amount of \$475,800 to be funded from the Mid-Connecticut Project Facility Modification Reserve.

Director Cooper seconded the motion.

Director O'Brien stated the write-up requests an additional \$475,800 for work that was planned and identified by outside engineering consultants but weren't estimated at the time the budget was put together. The amount necessary has now been estimated and MDC has the capability of doing the work. The jobs need to be done; many of them are important safety requirements.

Director Martland asked why the work couldn't be done in house. Mr. Kirk explained CRRA doesn't currently have the manpower and resources to cover every project. He stated management is careful to choose bigger projects where the most money can be saved. He also explained that CRRA has a responsibility in their contract to have MDC take care of certain portion of projects and their cooperation with CRRA should be noted.

Mr. Tracey explained the list of projects being completed in house is a little over \$2 million worth of work and that most, if not all of the projects are big ticket items of roughly \$150,000 plus. Some of the projects being handled by MDC are smaller and more suited to their intimate knowledge of the plant, such as the fire safety panels. The project is a result of much discussion by the district and CRRA staff.

The motion previously made and seconded was approved unanimously by roll call. Director Martland abstained.

Eligible Voters	Aye	Nay	Abstain
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Michael Pace, Chairman	X	
Mark Cooper	X	
Michael Jarjura	X	
Edna Karanian	X	
Mark Lauretti	X	
Theodore Martland		Х
Raymond O'Brien	X	
James Miron	X	
Non-Eligible Voters		
Stephen Edwards, Ad-Hoc, Bridgeport		
Timothy Griswold, Ad-Hoc, Mid-CT		
Warren C. Howe Jr., Ad-Hoc, Wallingford		

RESOLUTION REGARDING THE AUTHORITY BYLAWS

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

RESOLVED: That the Authority's Bylaw language pertaining to budget submission deadlines be amended as substantially presented and discussed at this meeting.

Director O'Brien stated the change to the Bylaws had already been passed by the Finance Committee. He stated the current Bylaws were set up when the new Board came to the Authority and these changes put the Authority on a better schedule, which requires the budgets be presented first to the Finance Committee prior to being presented to the Board, and must also be included in the Board package to allow ample time for the Directors to review the budgets.

Mr. Bolduc explained that the changes clean up the original Bylaws which don't provide enough time for the Finance Committee to approve budgets before sending the information to the Board. The proposed changes allow for more review time by the Board and streamline the budget approval process.

The motion previously made and seconded by Director Martland was approved unanimously by roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	X		
Michael Jarjura	X		
Edna Karanian	X		
Mark Lauretti	Х		
Theodore Martland	Х		

Raymond O'Brien	X	
James Miron	X	
Non-Eligible Voters		
Stephen Edwards, Ad-Hoc, Bridgeport		
Timothy Griswold, Ad-Hoc, Mid-CT		
Warren C. Howe Jr., Ad-Hoc, Wallingford		

ORGANIZATIONAL SYNERGY & HUMAN RESOURCES

Chairman Pace requested a motion to move to the Organizational Synergy & Human Resources Committee portion item which proposes the addition of health insurance for part-time employees. Director Cooper made the motion which was seconded by Director O'Brien.

The motion to move to the Organizational Synergy & Human Resources Committee agenda item which proposes the addition of health insurance for part-time employees was approved by roll call.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	Х		
Mark Cooper	Х		
Michael Jarjura	Х		
Edna Karanian	Х		
Mark Lauretti	Х		
Theodore Martland	Х		
Raymond O'Brien	Х		
James Miron	Х		
Non-Eligible Voters			
Stephen Edwards, Ad-Hoc, Bridgeport			
Timothy Griswold, Ad-Hoc, Mid-CT			
Warren C. Howe Jr., Ad-Hoc, Wallingford			

RESOLUTION REGARDING ORGANIZATIONAL SYNERGY & HUMAN RESOURCES COMMITTEE RECOMMENDATION TO THE BOARD OF DIRECTORS REGARDING ADDITION OF HEALTH INSURANCE FOR PART-TIME EMPLOYEES BASED ON EMPLOYEE ONLY ENROLLMENT

Chairman Pace requested a motion regarding the above captioned matter. Director Cooper made the following motion:

RESOLVED: That the Board of Directors approves the proposal to add health insurance benefits for part-time employees as recommended by the CRRA Organizational Synergy & human Resources Committee and CRRA management.

Director Cooper explained the Human Resources Committee had approved of adding health insurance for part-time employees, both to use as added incentives for securing part-time help in the future, and for those hard working part-time employees who are currently without health insurance.

Mr. Hyfield gave the Board a synopsis on the proposition. He stated that CRRA's part-time employees work between 25 and 28 hours a week and CRRA's health insurance provider ConnectiCare requires part-time employees work a minimum of 20 hours a week to be eligible. One reason to offer the plan is for employee retention, another is increased flexibility for the Authority if any changes need to be made in the future. The offer is extended to employees only, spouses and dependents are not eligible. Currently, the Authority is the only quasi-public that does not offer part-time employees health benefits and the proposed plan is far less generous than other quasi-publics but is fair.

Director O'Brien asked that the threshold for the minimum requirement of hours worked to be eligible for the health insurance be set at 25 hours a week, versus 20. There was substantial discussion by the Board and CRRA management on the pros and cons of offering the health insurance to CRRA's part-time employees. Director Lauretti expressed concern over CRRA's ability to make changes to the coverage in the future. CRRA's management agreed to change the language of the write up to reflect a higher 25 hour work week minimum for eligibility, and flexibility in future instances with the amount of employees able to receive the health insurance.

The motion previously made and seconded by Director Martland was approved by roll call with the understanding that management would make the requested changes to the language.

Eligible Voters	Aye	Nay	Abstain
Michael Pace, Chairman	X		
Mark Cooper	Х		
Michael Jarjura	X		
Edna Karanian	Х		
Mark Lauretti		X	
Theodore Martland	X		
Raymond O'Brien	X		

James Miron	X	
Non-Eligible Voters		
Stephen Edwards, Ad-Hoc, Bridgeport		
Timothy Griswold, Ad-Hoc, Mid-CT		
Warren C. Howe Jr., Ad-Hoc, Wallingford		

EXECUTIVE SESSION

Chairman Pace requested a motion to enter into executive session to discuss pending litigation and personnel matters with appropriate staff. The motion was made by Director O'Brien and seconded by Director Martland. The motion previously made and seconded was approved unanimously. 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
Mike Bzdyra
Laurie Hunt, Esq.
Rob Constable
Paul Nonnenmacher
Tom Ritter, Brown Rudnick Berlack Israels, LLP

The executive session began at 11:04 a.m. and concluded at 11:50 a.m. Chairman Pace noted that no votes were taken in Executive Session.

The meeting was reconvened at 12:51 p.m.

CHAIRMAN'S, PRESIDENT'S AND COMMITTEE REPORTS

CHAIRMAN'S REPORT

Chairman Pace had nothing to report and asked Mr. Kirk for his report.

PRESIDENT'S REPORT

Mr. Kirk stated that Covanta's President and CEO had been sent a letter from CRRA putting them on notice of CRRA's disappointment with their performance and expectations in the future. Mr. Kirk requested Covanta and CRRA's engineering, and management schedule plans for returning to historical levels of availability and performance. Mr. Kirk stated he is optimistic that they will respond in a positive manner with plans for improvement.

Mr. Kirk explained that CRRA is waiting on a proposal from Covanta regarding the future of the Wallingford Projects when the contacts expire in 2010, and price to continue Wallingford Future Options, which was due last month. Covanta has not yet provided the price, citing issues revolving around their inability to provide a price absent involvement with other projects. This is unacceptable to CRRA as the proposal must serve exclusively Wallingford project and cannot be subsidized in any way with another CRRA project. There was substantial discussion on Covanta's failure to produce performance minimums on industry standards.

Mr. Kirk stated that CRRA is currently investigating communication discrepancies raised by Director Martland between town's and the CT DEP concerning contractual requirements that CRRA has with it's member towns. CT DEP appears to be telling the towns one thing while CRRA's contracts stipulate another. They are minor issues involving how waste is to be collected and how it can be mixed and processed. CRRA's concern is that CT DEP should be providing accurate information and is working with the CT DEP to remedy the issue.

Mr. Kirk explained the Bridgeport renewal pricing proposal is due from Wheelabrator this month. Mr. Kirk stated he was not confident that Wheelabrator will provide the proposal on time as they have failed to meet schedules in the past, and there are significant advantages to delaying their proposal until the market price is revealed. CRRA will commit to each town that an option is available and is currently encouraging them to take advantage of the best option.

Mr. Kirk discussed the SWEROC recycling issue. He stated that due to renewed competition in the Southwest area of the State that Norwalk, Greenwich and, in particular, Stamford may have other opportunities which may be better for the individual towns due to transportation cost issues. However, this has prompted a more innovative look at the recycling CRRA can provide. In particular, CRRA is working with FCR to look at direct to mills shipments of fiber out of the major transfer stations (which are Norwalk, Stamford and Greenwich). FCR has come back with an opportunity to ship from our Stratford facility with prepositioned trucks at the three sites providing at least 300 tons are generated. The fiber will then be direct shipped from there to the mills, eliminating transportation costs for the towns and also allowing CRRA to provide the services for the containers at a cost effective measure. He explained the original proposal considers by SWEROC will not work, but negotiations are continuing which are a benefit to the town, and will still be positive revenue sharing for the towns and CRRA.

ADJOURNMENT

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

There being no other business to discuss, the meeting was adjourned at 1:00 p.m.

Respectfully submitted,

Moira Kenney Secretary to the Board/Paralegal