

**Policies & Procurement Committee
June 23, 2005 Meeting**

Draft Minutes

Members Present: Benson Cohn, Committee Chairman
Michael Pace, Board Chairman
Theodore Martland, Committee Vice-Chairman (Present beginning
at 9:10 a.m.)
Mark Cooper
Raymond O'Brien

CRRA Staff Present: Tom Kirk, President
Peter Egan, Director of Environmental Affairs and Development
Jim Ruel, Purchasing Manager
Kristen Greig, Secretary to the Board/Paralegal

Chairman Cohn called the meeting to order at 9:00 a.m. and noted that there was a quorum.

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

1. APPROVAL OF MINUTES OF THE MAY 12 AND 13, 2005 POLICIES & PROCUREMENT COMMITTEE MEETING

Chairman Cohn requested a motion to accept the minutes of the May 12 and 13, 2005 Policies & Procurement Committee meeting. The motion made by Director O'Brien was seconded by Director Cooper.

Chairman Cohn, referencing page 2, noted that he was not present for the interview with the representatives from Cohn, Birnbaum & Shea because his cousin is a partner at the firm and she has performed legal work for him.

The minutes as amended were approved unanimously.

2. APPROVAL OF MINUTES OF THE MAY 19, 2005 POLICIES & PROCUREMENT COMMITTEE MEETING

Chairman Cohn requested a motion to accept the minutes of the May 19, 2005 Policies & Procurement Committee meeting. The motion made by Director O'Brien was seconded by Director Cooper.

Chairman Cohn requested that the spelling of “Drony” of Levy & Drony be checked. Chairman Cohn said that he believed “Droney was the correct spelling. The spelling was confirmed with a representative of the firm as “Drony.”

The minutes were approved unanimously.

3. RESOLUTION REGARDING ADDITIONAL PROJECTED LEGAL EXPENDITURES

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

WHEREAS, CRRA has entered into Legal Service Agreements with Pullman & Comley to perform legal services; and

WHEREAS, the Board of Directors, on September 23, 2004, authorized \$100,000 for payment of Pullman & Comley’s fiscal year 2005 projected legal fees; and

WHEREAS, CRRA has incurred greater than anticipated legal expenses in connection with the use of its Enron settlement proceeds, ownership of the Projects upon termination of the municipal solid waste contracts and expiration of the bonds, review of proposed legislation, and certain other matters;

NOW THEREFORE, it is RESOLVED: That the following additional amount be authorized for payment of projected legal fees to be incurred through June 30, 2005:

<u>Firm:</u>	<u>Authorized Amount:</u>	<u>Increase Amount:</u>	<u>Total Amount Authorized for FY05:</u>
Pullman & Comley	\$100,000	\$48,000	\$148,000

Director Cooper seconded the motion.

The motion previously made and seconded was approved unanimously.

4. RESOLUTION REGARDING PROJECTED LEGAL EXPENDITURES

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

WHEREAS, CRRA has negotiated three-year Legal Service Agreements with various law firms for the provision of legal services from July 1, 2005 through June 30, 2008; and

WHEREAS, CRRA now seeks Board authorization for projected legal expenditures during the first year of the term of said Agreements;

NOW THEREFORE, it is RESOLVED: That the following amounts be authorized for projected legal fees to be incurred during fiscal year 2006:

<u>Firm:</u>	<u>Amount:</u>
Brown Rudnick	\$300,000
Cohn Birnbaum & Shea	55,000
Halloran & Sage	500,000
Heneghan Kennedy & Doyle	75,000
Kainen, Escalera & McHale	50,000
McCarter & English	350,000
Perakos & Zitser	150,000
Pepe & Hazard	250,000
Pullman & Comley	175,000
Sidley Austin	80,000
McGuireWoods	150,000

Director Cooper seconded the motion.

Director O'Brien pointed out that there was an 18% increase over the Board approved amount through June of 2005 for Pullman & Comley and asked why there was such a significant increase. Mr. Kirk stated that a substantial portion of that was anticipated for funding of the landfill development, where Brown Rudnick would be working on the environmental portion of that project. Director O'Brien said that the summary report should include that information to explain the increase. Mr. Egan added that Pullman & Comley would also be looking into ownership of the Projects including the status of assets at the expiration of the Project contracts. Director O'Brien stated that the ownership matter was part of the justification for the increase for FY05. Ms. Greig explained that Pullman & Comley had already begun evaluating the ownership of the Projects, which was not anticipated at the beginning of this fiscal year when annual expenditures were budgeted. Ms. Greig stated that CRRA has been invoiced for some of that work but said that the work has not yet been completed and will be rolling into the next fiscal year.

Director O'Brien asked if Brown Rudnick would only be handling the landfill development. Mr. Kirk responded that Brown Rudnick also worked on general environmental matters.

Chairman Cohn asked the Committee if they were comfortable recommending the resolution for the Board meeting immediately following the Committee meeting. Director O'Brien said that he would just like the comments from the Committee to be included in the minutes of the Board meeting.

Chairman Cohn stated that he would like a more complete description of the matters being handled by the firms.

Director O'Brien asked that a more complete description of the matters and a breakdown of how the estimates were developed be provided at the next Policies & Procurement Committee.

Director O'Brien asked if Pepe & Hazard's anticipated expenditures were only for expenses since they have a contingency fee arrangement. Mr. Kirk noted that all expenses were paid upfront. Chairman Cohn added that Pepe & Hazard was also handling the New Hartford suit.

The motion previously made and seconded was approved unanimously.

5. UPDATE ON E-PROCUREMENT STATUS

Mr. Kirk informed the Committee that the E-Procurement system was working out well. Mr. Kirk said that the biggest advantages have been the work flow, the reduction of paper, and the reduction in delays on waiting for signatures. Mr. Kirk said that the employees were still familiarizing themselves with the system, but overall, the system was working well.

6. INFORMATIONAL REPORTS

Director O'Brien made a motion to acknowledge the receipt of the reports on vendors exceeding \$50,000 on cumulative contracts and exceptions to the competitive process. Director Cooper seconded the motion. The motion previously made and seconded was approved unanimously.

7. ADJOURNMENT

Chairman Cohn requested a motion to adjourn the meeting. The motion made by Director O'Brien and seconded by Director Cooper was passed unanimously.

The meeting was adjourned at 9:25 a.m.

Respectfully submitted,

Kristen B. Greig
Secretary to the Board/Paralegal