

13

Common Council Committee of the Whole

To: Honorable Mayor Mark D. Boughton and members of the Common Council

Re: Minutes of the Common Council Committee of the Whole held on January 12, 2009

Council President Cavo called the Common Council Committee of the Whole to order at 7:55PM.

The members were recorded as follows:

Louise P. McMahon, Shay Nagarsheh, Charles Trombetta, Duane E. Perkins, Fred Visconti, Benjamin Chianese, John J. Esposito, Thomas J. Saadi, Joseph M. Cavo, Paul T. Rotello, Jane Diggs, Robert F. Arconti, Philip Curran, Jack Knapp, Warren M. Levy, Robert Riley, Gregg Seabury and Colleen A. Stanley

Present: 18 Absent: 2 There is one (1) vacancy.

Councilman Calandrino and Councilwoman Teicholz were not feeling well.

1. Ordinance- Creation of the Danbury Solid Waste and Recycling Authority and Designation of Directors

Mayor Boughton introduced Bob Schneider, Vice President of Malcolm Pirnie and extended an invitation to Council members to attend a Power Point presentation and discussion with the state legislative delegation. The meeting will take place on January 15, 2009 at 8:30AM and is closed to the public. Mayor Boughton also noted that Cheryl Reedy of HRRRA, Atty. Bob Yamin, Corporation Counsel, Atty. Laszlo Pinter, Deputy Corporation Counsel, Atty. Dan Casagrande and Antonio Iadarola, P.E. were also in attendance.

Mr. Schneider gave a brief overview of the firm Malcolm Pirnie. The firm only deals with water, waste water and solid waste matters and has worked with several municipalities. Malcolm Pirnie is currently in the process of doing a number of assessments to determine the best course of action for the acquisition and operation of the transfer station. The organization specializes in the operations of public or private transfer stations and the formation of authorities. The Red Oak Division handles the economics and financial calculations associated with environmental projects.

Several Council members made inquiries and entered into discussion. Among other things, the expertise of the Directors as well as, their role and duties as a citizen panel bringing a variety of qualifications to the Authority was discussed. Discussion also took place regarding constituent concerns, language contained in the proposed Ordinance, opportunities to study pre-existing agreements and additional time to consider the proposal before the Committee of the Whole.

Councilman Seabury, stated for the record, that he had an opportunity to speak with Ms. Mann and endorsed her for a position on the Authority. Councilman Seabury moved to recommend adoption of Ordinance-Creation of the Danbury Solid Waste and Recycling Authority and Designation of Directors, seconded by Councilman Riley.

Discussion followed.

Mayor Boughton advised that there were two individuals who expressed an interest in serving on the Authority and they may be added as alternates or the number of Directors could be expanded to seven (7), with the consensus of the Council. The federal government is in the process of compiling the bid specifications, there will be 45 days to respond and it will take 90-120 days to award the bid. There are other avenues that the Authority will explore and present the acquisition plan to the Council for their consideration.

Discussion followed regarding a companion letter with more details. Councilmen Saadi, Levi, Visconti and Perkins stated that they would like to have more information and time to consider the proposal.

Mayor Boughton stated that if the seating of the Authority is not approved at the meeting, the process cannot move forward. The Mayor stated that it would be prudent to continue moving forward, allowing the Authority to do their due diligence and coming before the Council at a future date.

Discussion followed regarding conflicts of interest, parameters of state statutes and the powers of the Authority. Atty. Pinter referred to Charter Section 8-3A and Code of Ordinances Section 2-466. All sections take these points into account. He further advised that in order to commence the process, the Authority has to be in place. There are also state statutes guiding the creation and powers of the Authority.

Councilman Trombetta spoke in favor of approving the Ordinance. Councilman Chianese encouraged a sign of solidarity to move forward with the Authority stating that all questions would be answered in time.

President Cavo passed the gavel to Councilman Seabury. President Cavo encouraged a vote in favor of establishing the Authority to send a message to the federal officials, that the City is serious in moving forward and that questions will be answered as the process moves along. The gavel was passed back to President Cavo.

Councilman Riley moved the question, seconded by Councilman Nagarsheth. A roll call vote was taken as follows: McMahon, Nagarsheth, Trombetta, Cavo, Diggs, Arconti, Curran, Knapp, Riley, Seabury voted in favor. Perkins, Visconti, Chianese, Esposito, Saadi, Rotello, Levy and Stanley voted in opposition. **Motion carried 10/8.**

A roll call vote on the main motion was taken as follows: McMahon, Nagarsheth, Trombetta, Chianese, Esposito, Cavo, Rotello, Diggs, Arconti, Curran, Knapp, Riley, Seabury, and Stanley voted in favor. Perkins, Visconti, Saadi and Levy voted in opposition. **Motion carried 14/4.**

Mayor Boughton thanked the Council for the vote and reminded Council members about the walking tour of the facility on January 24, 2009 and the briefing/presentation on January 15, 2009. A special meeting will be scheduled to provide an update.

Councilman Nagarsheth moved to adjourn at 9:10 PM, seconded by Councilman Saadi. Motion passed by unanimous vote. **Motion passed by unanimous vote.**

Respectfully submitted,

Doratheia A. Gulya-Stasny
Recording Secretary

Attest

Joseph Cavo
President



13-7

ORDINANCE

CITY OF DANBURY, STATE OF CONNECTICUT

COMMON COUNCIL

Be it ordained by the Common Council of the City of Danbury:

AN ORDINANCE RELATING TO THE CREATION OF THE DANBURY SOLID WASTE AND RECYCLING AUTHORITY

Section I. Statement of Purpose.

The Danbury Solid Waste and Recycling Authority (the "Authority") is hereby created as a municipal resource recovery authority pursuant to CGS Sections 7-273aa to 7-273oo, inclusive. The Authority is a public body politic and corporate of the State of Connecticut (the "State"), and is a political subdivision of the State established and created for the performance of the essential public and governmental function of furthering the health, safety and welfare of the residents of the City of Danbury, Connecticut (the "City") by exercising supervision and control over the operation and administration of the solid waste and recycling operations at the transfer station located at White Street and Beaver Brook Road, Danbury, Connecticut (the "Transfer Station").

Section II. Definitions.

For purposes of this Ordinance, each of the following terms shall have the meaning set forth below:

"Asset Transfer Agreement" shall mean an agreement by and between the City and the Authority which shall set forth the terms and conditions of the disposition by the City to the Authority by sale or lease of the Solid Waste Assets.

"Authority" shall mean the Danbury Solid Waste and Recycling Authority established pursuant to this Ordinance.

"Board" means the Board of Directors of the Authority.

"Bylaws" shall mean the rules and regulations that, subject to statutory law and the articles of incorporation, govern the business and conduct of the affairs of the Authority.

"CGS" shall mean the General Statutes of Connecticut, Revision of 1958, as amended.

"City" shall mean the City of Danbury, Connecticut.

"Effective Date" shall mean the date upon which this Ordinance becomes effective.

"Mayor" shall mean the mayor of the City of Danbury.

"Solid Waste Assets" shall mean such real and personal property utilized for the reduction and transfer of solid waste and recycling at the Transfer Station, including such assets as may be transferred to the Authority by the City, such Solid Waste Assets to be further defined under the Asset Transfer Agreement.

Section III. Creation and Powers.

The City hereby adopts the provisions of CGS Chapter 103b and creates the Board of Directors of the Authority as its municipal resource recovery authority. The Authority shall have all the powers set forth in CGS Chapter 103b and the powers and duties of a municipal authority pursuant to CGS Chapters 446d and 446e.

Section IV. Articles of Incorporation of the Authority.

A. Name, Address, Authority for Creation.

The Authority is created as a municipal resource recovery authority pursuant to CGS Sections 7-273aa to 7-273oo, inclusive, and shall be known as the "Danbury Solid Waste and Recycling Authority" with its principal office at 155 Deer Hill Avenue, Danbury, Connecticut 06810.

B. Initial Directors. Names, Addresses, Terms of Office.

The names, addresses and terms of office of the initial directors of the Authority are set forth on Exhibit A attached hereto.

Section V. Board of Directors.

The business of the Authority shall be managed by or under the direction of the Board of Directors which may exercise all such powers of the Authority and do all such lawful acts and things as are allowed by the CGS and the Bylaws.

A. Number of Directors.

The Authority shall have a Board of Directors consisting of five (5) directors. All directors shall be residents or electors of the City.

B. Compensation.

The directors shall serve without compensation.

C. Method of Appointment and Removal.

The Mayor of the City, with the approval of the majority of the Common Council, shall select and appoint the directors of the Board, and the Mayor may remove a director.

The Board of Directors may not remove a director of the Board.

The terms of directors shall be so arranged such that less than one-half of such terms of directors shall expire within any one calendar year.

D. Term of Office.

Except for the initial terms of the initial directors, the term of office of directors shall be for three (3) years, commencing on January 1 of the first year of the term and expiring on December 31 of the third year of the term.

The initial term of office of each of the initial directors of the Authority shall commence on the Effective Date and shall expire on either December 31, 2009, December 31, 2010 or December 31, 2011, as set forth on Exhibit A attached hereto. Upon the expiration of each initial term of office for each of the initial directors, a new term of office of three (3) years shall commence for each subsequent director appointed.

E. The formation of the Board of Directors shall comply with all other applicable state and local laws, as may be applicable. All relevant federal, state and local laws pertaining to conflicts of interest by Board membership shall be strictly observed and enforced.

Section VI. Disposition and Transfer of Assets.

Any and all assets to be transferred to the Authority by the City, including assets to be transferred under the Asset Transfer Agreement shall be transferred in accordance with any requirements of the Charter of the City, including, without limitation Section 3-17, and any requirements of the General Statutes of Connecticut, including, without limitation CGS Section 7-163e and Sections 22a-134 through 22a-134e.

Section VII. Other Ordinances and Repealer.

A. Article V, Municipal Solid Waste Management, of the Code of Ordinances of the City of Danbury (the "Code") and any other ordinances in the Code that pertain to solid waste and recycling shall, for the purposes of this Section VII, be referred to as the "Solid Waste Ordinances". The Authority is hereby expressly empowered and authorized to administer and/or enforce the Solid Waste Ordinances to the extent necessary to effectuate this Ordinance and to the extent of the Authority's powers as set forth in this Ordinance, and provided that there shall at all relevant times be a furtherance of the purpose for which the Authority has been created. Nothing herein gives the Authority sole and exclusive control over the administration and/or enforcement of all of the Solid Waste Ordinances. To the extent that the Authority adopts regulations or rules that conflict with the Solid Waste Ordinances, the Solid Waste Ordinances shall govern.

13-21

- B. This Ordinance shall supersede and replace ordinances of the City in existence to the extent that they are inconsistent with this Ordinance.

Section VIII. Flow Control.

The City hereby agrees to maintain an ordinance, to the extent lawful pursuant to the CGS and all other applicable law, for the purpose of designating an area or areas where all solid waste and recyclables, as designated in such ordinance, generated within the boundaries of the City shall be disposed.

Section IX. Dissolution.

The City retains the right to dissolve the Authority. Upon dissolution, the City agrees to assume, or satisfy, the liabilities and outstanding obligations of the Authority, including without limitation, and bonds or notes issued by the Authority, and all of the Authority's interest in all assets of the Authority shall be transferred to and vest in the City.

Section X. Severability.

The invalidity of any one or more of the words, phrases, sentences, clauses, sections or subsections contained in this Ordinance shall not affect the enforceability of the remaining portions of this Ordinance or any part hereof, and, if any one or more of the words, phrases, sentences, clauses, sections or subsections contained in this Ordinance shall be declared invalid by a court of competent jurisdiction, this Ordinance shall be construed to most closely effectuate the intentions of the City and the remainder of the Ordinance shall be valid and effective.

Section XI. Effective Date.

Pursuant to Chapter 3 of the Charter of the City, this Ordinance shall take effect on the thirty-first (31st) day following publication of its enactment.

Section XII. Annual Budget

The Authority shall hold a public hearing prior to the adoption of each annual budget of the Authority and publish notice of a public hearing at least twenty-four (24) hours prior to the public hearing in a newspaper having general circulation in the City. The Executive Director of the Authority shall oversee the proper publication and notice of each public hearing regarding each annual budget in accordance with applicable law.

13-5

Exhibit A

Initial Directors

	<u>Name</u>		<u>Address</u>	<u>Term of Office (Date Ending)</u>
Director	Andrew Blom	(R)	200 Middle River Road	12/31/09
Director	Robert L. King	(R)	44 East Gate Road	12/31/10
Director	Robert N. Talarico	(D)	10 Deer Hill Avenue	12/31/10
Director	Paul D. Estefan	(D)	156 Triangle Street	12/31/11
Director	Victoria A. Hickey	(R)	Hawthorne Terrace	12/31/11