



**MIDCOAST SOLID WASTE CORPORATION  
BOARD OF DIRECTORS MEETING  
August 28, 2019**

**MEMBERS PRESENT:** Owen Casas (Chair) – Rockport, Debra Hall – Rockport, Alison McKellar (Treasurer) – Camden, Robert Falciani – Camden, Keryn Laite – Lincolnville, Michael Brown (Vice-Chair) – Hope, Wendy Pelletier – Hope, David Barrows (Secretary) – Lincolnville

**MEMBERS ABSENT:** None

**REPRESENTATIVES PRESENT:** Audra Caler-Bell – Camden Town Manager, David Kinney-Town Administrator Lincolnville, William Post – Town Manager Rockport, T. Baridi Nkokheli, Manager MCSWC

**REPRESENTATIVES ABSENT:** Samantha Mank – Hope Town Administrator

Owen Casas, Chair, called the meeting to order at 6:34 pm.

**A. PUBLIC COMMENT: None**

**B. AGENDA ADJUSTMENTS:**

Changes were made, at the discretion of the Chair, to add a discussion during the Executive Committee reports on the leachate pump update and a proposal to deal with drive-off customers that don't pay their tab and to hold that discussion later in the meeting. Additionally, a Manager's update will be included under Executive Committee reports.

**C. APPROVE MINUTES OF July 5, 2019 and June 26, 2019 MEETINGS:**

Chair Casas entertained a motion to approve the minutes of July 5, 2019. Debra Hall asked to correct the attendance to read that she was not present and correct to read David Barrows was present. . ***Falciani moved to approve the July 5, 2019 minutes as amended. Barrows seconded. Motion passed 5-3-0 (70.22 favored, 28.78 abstained, 0 opposed (Hall, Laite and Brown Abstained due to absence).***

Chair Casas entertained a motion to approve the minutes of June 26, 2019. ***Falciani moved to approve the June 26, 2019 minutes as presented. Laite seconded. Motion passed unanimously.***

**E. WASTE WATCH COMMITTEE REPORT:**

Casas read the report from the Waste Watch Committee Chair, Marci Casas reporting that the swap shop was running smoothly. The Committee expanded the hours from 8 am to 4 pm on Saturday's following a trial period. A press release is being worked on and will include photographs for publication in early September.

Roadside Clean Up's are scheduled for September with Rockport being held on September 27 and 28<sup>th</sup>, Camden and other towns will announce dates when finalized. A listing for area non-profits where items turned away from the Swap Shop could be used is being generated for distribution. A marine cleanup was held locally in conjunction with Rozalia Project. Casas reported that 340 lbs of trash was brought to MCSWC and an additional 200 lbs went to the Rockland Transfer station; it was considered a successful undertaking. More information can be seen at <https://rozaliaproject.org/>.

**F. ANNUAL ELECTION OF OFFICERS:**

Owen Casas, Chair opened the nominations for officers.

***Casas called for nominations for the position of Board Chair for the 2019-2020 fiscal year. Alison McKellar nominated Owen Casas. Hall seconded the nomination. A brief discussion on the nomination was held. With no further nominations, the motion passed unanimously.***

***Barrows nominated Michael Brown for the position of Board Vice-Chair for the 2019-2020 fiscal year. Laite seconded the nomination. No discussion, the motion passed unanimously.***

***Brown nominated Dave Barrows for the position of Board Secretary for the 2019-2020 fiscal year. Laite seconded the nomination. No discussion, motion passed unanimously.***

***Falciani nominated Alison McKellar for the position of Treasurer for the 2019-2020 fiscal year. Hall seconded the motion. No discussion, motion passed unanimously.***

**COMMITTEE ASSIGNMENTS:**

Casas entertained approval of the Committee member assignments as presented. Pelletier asked that the Governance Committee be added to the general information sheet for the Board of Directors.

***Hall moved to approve the Committee slate as set forth in the document Sub Committee Assignments of FY20 provided with the board packet. Laite seconded. No discussion, motion passed unanimously.***

**G. ACCEPTANCE OF WEIGHTED VOTE:**

Casas entertained approval of the weighted votes. A discussion was held on the figures being incorrect as they did not reflect the FY20 assessments. A second discussion on having the Governance Committee review the procedures on voting annually on the weighted vote percentages as determined by the interlocal agreement. The vote was tabled by consensus until the next Board meeting to confirm the accuracy of the numbers.

**H. INCREASE CD&D PRICING:**

Casas presented the price increase from \$100/ton to \$140/ton was effective as of August 26, 2019 following a 30 day public notice in local papers and online media. Additionally the notice went out on account statements and through flyers handed out at the gatehouse.

A second discussion on the activity of customers driving off from the facility without paying was held. The discussion included ideas on how to abate the problem using methods including, taking drivers licenses, camera placement and writing down vehicle license plate numbers. Casas reported that with information on vehicles, the local police will be able to assist with identifying drive offs and following up on the theft of services.

Nkokheli stated that for a few days license were being held and that there were no incidents. Nkokheli also stated that 2 attendants will be placed in the gatehouse at all times to assist with the chain of custody on the

license issue and to assist with unidentified loads to catch more detail on what is coming into the facility. A Following a discussion on the use of Nest Camera's on site, Barrows agreed the use of cameras were a more passive means of getting information vs. taking a license. Laite backed the idea of taking down plate numbers to avoid mix ups on licenses. Casas presented that camera installation will be vetted out and Nkokheli will inform the Board on the initial outcome.

#### FEE SCHEDULE REVIEW and APPROVAL:

The change in the CD&D pricing requires an updated vote from the Board to approve the change on the fee schedule presented to the public. Pelletier asked to clarify the changes following prior approval for the board. Falciani reminded the membership that continued review of the fee schedule will take place over the coming months as the Manager reviews individual processes but this particular fee and what it affects requires a new vote per policy set by the Board.

***Chair Casas entertained a motion. Falciani moved to approve the CD&D rate change on the fee schedule for items affected by the increase which include mattress prices; with new pricing reflecting a Twin \$14, Double \$ 21, Queen \$28, and King \$35. Laite seconded. Motion passed 6-1-0 (95.03 favored, 4.97 abstained, 0 opposed (Pelletier abstained).***

#### **I. LANDFILL FIRE UPDATE – Event Date July 5 – 9, 2019:**

Cases provided a timeline of events to the Board to date on the fire event that began on July 5, 2019. Actions and costs will be formulated and a report made to the Board. Casas stressed that even though the hot spot was managed, it did eventually flame on July 6<sup>th</sup> and an injection system of water ports was placed in the area. The fire support was substantial and there was a large amount of water used from local sources to subdue the fire. JBI Construction hauled 6 tons of clay to the site to cap the landfill which was determined to be the best method to control the fire and spread. The work has assisted greatly. There is some odor but it is being monitored along with temperature readings of the entire landfill. The DEP, our Engineer Staff at Sevee & Mahar (Steve Patch), met with the Executive Committee and others to review the event and set a process for moving forward. Caler-Bell mentioned that the cost of the fire is still to be determined. A new line is being added to the Expense Report to track the costs and final fund allocation will be determined at a later date. A brief discussion on the new sub-account to the Landfill Development line was held.

#### **Compactor Availability:**

Casas presented that Rockland Transfer Station may have a compactor that could benefit MCSWC. Casas is working with Tom Luttrell, Rockland City Manager to put together a lease agreement for consideration of the Board. Nkokheli and Casas will follow up on this matter.

#### **J. EXECUTIVE COMMITTEE REPORT:**

Casas expressed appreciation for the work of the employees at MCSWC for their assistance with continuing the work at the facility while the Manager search took place. Casas also highlighted the assistance that all the member towns have provided to allow their staff to help with the oversight was instrumental in the successful continued running of the transfer station over the last six months.

**Leachate Pump Quotes:** Nkokheli provided the Board with a recommended quote for the repair of the leachate pump in Jacobs Quarry South end. The quote includes some adjustments to the actually casing that will enhance

the ability to work on the pump in the future. A brief discussion on the quote policy for the Corporation and when to move items forward to the Finance Committee was held (\$5000 and up is the current requirement) for Finance Committee approval being necessary.

Casas introduced and welcomed William (Bill) Post, the new Town Manager of Rockport. Post commented that he has 24 years of Transfer Station experience working with other municipalities in Maine. He is looking forward to working with MCSWC.

**K. Strategic and Capital Planning Committee Report:**

There are no specific updates available but the group will be looking to hold a meeting soon. Falciani expressed the need to designate a Chairperson for the Committee to assist with information and meeting schedules as the committee moves forward. A brief discussion on Committee's designating Chairs was held. Casas agreed for the need of a Chair and that will be worked on at the next meeting.

**L. FINANCE COMMITTEE:**

McKellar provided an update on the work of the Finance Committee. The FY 2018-2019 year end expense and revenue reports were reviewed as presented in the packet. Several expenditures were looked at and it was noted that several expense lines are over drawn. Several unexpected maintenance and repair actions were undertaken in the budget year including recycling can repairs, MSW compactor repairs and yard repairs to the recycling area. A discussion on the use of Equipment Reserves was held, Kinney expressed that reserve account funds were not used to date. A lengthy discussion on the under collected revenues set for the year was held. The Executive Committee, Finance Committee and Auditing Staff of RHR Smith will continue to look at the finances for FY19 and following the draft audit report the financial status of FY19 will come back to the Board for review. Kwiatkowski stated that the Audit for FY18-19 has begun and Jodi Hanson and Kwiatkowski have provided the initial documents needed to start the audit process. McKellar asked that Nkokheli and Finance Committee members be included in all communication. Discussion followed, Hall suggested that McKellar be the liaison for the audit work and that she would pass on information as the Chair to the Finance Committee. Hall also reminded the Board that the Governance Committee meets prior to the regular monthly Board meeting at 5:00 in the French Conference Room.

**M. GOVERNANCE COMMITTEE:**

Hall reviewed her informational memorandum that was included in the board packet. A brief discussion on the outcome of work done with Greg Im of Drummond and Woodsum law firm to determine the type of organization MCSWC is and how to best conduct affairs with respect to FOAA and being a non-profit. Hall stated that MCSWC will continue to operate under the same limitations on investment as other Maine municipalities. Hall also stated that under FOAA, MCSWC Board Meetings will continue to be open to the public and its records available for review.

Pelletier informed the membership that the Governance Committee will tackle policies coming up and asked Nkokheli to get them pulled together for future review. Board policies will also be reviewed along with documents such as the Interlocal Agreement and By-Laws of the Corporation as the group moves forward and will keep the Board informed.

**N. FINANCIALS:**

Audra Caler-Bell informed the Board that she is working with the revenue report to determine final figures. Items such as the correct percentage of unassigned fund balance and retention percentages will be reviewed with the figure of 12% being in the required range. The availability of working capital figures is under discussion; somewhere in the range of \$35,000 may be used. There is a figure of \$11,000 that was never brought forward into the revenue reporting in the Landfill Development line that is also under review.

Kwiatkowski reported that all MSW fees that were billed to the commercial haulers following the discovery of a billing error have been paid in full. Kwiatkowski highlighted how the cooperation of the haulers was appreciated and has assisted the facility with this issue after discovery.

McKellar pointed out that the leachate line in the expense reports will likely exceed budgeted amounts and will need attention as past manipulations of the leachate pump, based on environmental factors, by the prior manager assisted with keeping leachate processing costs in check at the Waste Water Treatment Plant.

**O. ADJOURN:**

***Chair Casas entertained a motion to adjourn. McKellar moved to adjourn the meeting at 8:45 pm. Falciani seconded. No Discussion. Motion passed unanimously.***

Respectfully Submitted,

Beth Kwiatkowski  
Recording Secretary

**SCHEDULED MEETINGS:**

**Board of Directors Meetings:**

September 25, 2019 Meeting, 6:30 pm at the French Conference Room in Camden, ME

**Executive Committee Meeting:** TBD

**Committee Meetings:**

**Finance:** TBD

**Governance:** Camden Conference Room – 5:00 PM – September 25<sup>th</sup>

**Personnel:** TBD

**Strategic & Capitol Planning:** TBD