



**MIDCOAST SOLID WASTE CORPORATION
BOARD OF DIRECTORS MEETING
November 20, 2019**

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

REPRESENTATIVES PRESENT: Samantha Mank – Hope Town Administrator, William Post – Town Manager Rockport, T. Baridi Nkokheli, Manager MCSWC

REPRESENTATIVES ABSENT: David Kinney-Town Administrator Lincolnville, Audra Caler-Bell – Camden Town Manager

Due to a lack of quorum Mike Brown, Acting Chair, opened a workshop meeting at 6:35 pm to review agenda items and defer any voting until a quorum is met. The public recording program for the meeting was not working correctly early in the meeting.

A. PUBLIC COMMENT: None

B. AGENDA ADJUSTMENTS: None – Hall held a brief discussion to continue the meeting as a workshop if a quorum is not met. Barrows noted that the meeting minutes for approval on the Agenda should reflect the date of November 7, 2019.

D. WASTE WATCH COMMITTEE REPORT:

McKellar reported information provided by Chair Marci Casas on the collection numbers for the community roadside cleanups held this fall. The figures were as follows: over 1185 lbs. of debris collected in Rockport, 760 lbs. in Lincolnville and 200 lbs. in Hope. McKellar noted there were fewer large items discovered during the collection; additionally, there were less volunteers this year because of impact of a Holiday in Hope. Visits from ecomaine educational staff will continue in the area. Programs at local schools in the four Towns have been held and Ashwood Waldorf School in Rockport is planning a visit; Casas is extending invitations to Sweet Tree Arts in Hope and the Riley School in Rockport. Members of Waste Watch will update the recycling video from last season. A new survey to collect information on commercial hauling is being developed. There is no meeting in November; the next meeting is on December 19.

E. SCHEDULE OF COMPLIANCE DISCUSSION AND REVIEW:

Nkokheli reported Lou Pizzuti, DEP Representative, received the corrected Schedule of Compliance (SOC) document and will attend the upcoming meeting on December 18; Pizzuti will discuss the updated changes to language and answer questions with the Board. Nkokheli pulled out language from the Consent Decree to be

included in the new SOC document. Pizutti has provided Nkokheli with information that the State of Maine may reimburse MCSWC funds for the cost of replacing the Leachate Pump damaged in the July fire in the landfill MCSWC has received one denial from Colonial underwriting. A second insurance underwriter is still processing a claim with Travelers for reimbursement funds for the cost of leachate pump repairs through Maine Municipal Property & Casualty. Nkokheli will report on the status of the second underwriting claim.

F. DRAFT FY2021 BUDGET: Nkokheli opened the budget discussion by informing the membership that the Finance Committee met with him on 11.20.19 to review the budget figures presented to date. A workshop on the Draft Budget began and Nkokheli provided an overview of FY21 draft expense figures.

NOTE: Acting Chair Mike Brown Called the meeting to order at 7:10 pm in order to move forward with the agenda. The meeting was now being live streamed and recorded at this point.

Nkokheli continued his review of the FY21 Draft Budget expenses on p. 20. A discussion on the overall percentage increase was held. Nkokheli proposed a modest increase for the overall budget; reported to be 4.69%, and Nkokheli noted that he expects that number to decrease in the final draft.

Revenue figures were not available in the FY21 draft budget copy provided.

Nkokheli opened a discussion on the accuracy of figures and forecasting as he has only experienced 4 months of revenue. Post expressed that informational history on past budgets would be useful to set future figures; discussion followed. Laite suggested that averages are useful as the fees have altered, but the data can be relied on and reflected on to complete the budget on schedule by December 31, 2019. McKellar asked if there was an update to the next phase of the Camden Rockport Middle School project. Nkokheli has not been contacted regarding the next phase. A lengthy discussion on the prior request by Nkokheli to extend the budget review and approval into 2020 was held. Hall stated that there is not an option to go past the due dates outlined in the By-Laws and that a final FY21 budget is needed by 12.18.19. Additionally, Hall asked that the Finance Committee meet to review the final draft budget in order to set their recommendations for the Board. McKellar voiced that any change in approval date past December 31, 2019 would cause each town to be involved in approving a new date. Brown agreed that, at a minimum, best estimates are needed in the FY21 budget to keep on schedule as outlined in the By-Laws.

NOTE: Hall presented to the membership that the By-Laws require a 5-day business notice for any special meeting held and that it would be good for the group to pay better attention to this requirement when adding any needed meeting in order to advertise correctly to the public. Laite agreed with Hall on the length and importance of proper notice.

McKellar opened a discussion on reserve fund accounts which need review by the Finance Committee and Manager to complete the FY19 Audit. McKellar asked that the Board task the Manager with looking at lingering issues with all the reserve funds for the upcoming budget; including past decisions on Landfill Development Reserve Fund and its move to a Station Maintenance Fund. McKellar also noted that the Strategic & Capital Planning Committee would also need to meet to provide needed information on capital outlays/changes for the FY21 budget. A meeting between Finance Committee and Manager was set for November 25, 2019 to be held at 1:00 pm at the MCSWC office.

G. DIRECTOR AND EXECUTIVE COMMITTEE COMMENTS AND UPDATES:

Laite provided an update from David Kinney, Administrator Town of Lincolnville, on receipt of a \$600 grant from ecomaine that will assist the Lincolnville Central School in cooperation with ScrapDogs to assist with a

composting program and compost material hauling fees; the project will receive back compost in the spring for use in the school garden. Kinney explained the \$600 figure equals 11 tons of waste that could be diverted from the MSW stream and the cost of transportation to haul that waste to ecomaine. ecomaine is providing a grant sending them less MSW while lowering the costs of processing waste at ecomaine.

McKellar reviewed the legislation petition deadlines for the Natural Resource Council of Maine's (NRC) work to reduce the cost of recycling in Maine municipalities. . The NRC is looking for towns to support the bill, Camden is planning to participate, and McKellar supported all membership towns participating to support the bill that is located on their website. Baridi added that information at the MRRRA Conference was a possative that this may pass helping with the cost burden for recycling materials.

Hall asked that an agenda item be included next month to set an election for a new Chairperson and a new Treasurer noting that both positions were recently been vacated. McKellar confirmed, as Treasurer, she is willing to delay her action. Hall explained that if an officer resigns and there is at least 120 days or more to the next election a new vote is required. Laite supported Halls suggestion adding that an announcement from the Board that Owen Casas has resigned his position of Chair; Mike Brown is now Acting Chair until an election takes place next month.

H. MATCHED CHARITABLE DONATION:

McKellar explained that the employees of MCSWC request a match to a collective donation for the Sussmen House at Penobscot Bay Hospital. The donation honors Sandy Carey, who recently passed away and is a past employee of at MCSWC for many years.

Acting Chair Brown entertained a motion. Alison McKellar motioned to match the employee contribution of \$100.00 to Sussman House in memory of Sandy Carey. Hall seconded. No discussion. Motion passed unanimously.

I. MCSWC WORK from HOME PROCEDURE:

Nkokheli informed the Board that he would like to get feedback on a work from home policy for the Manger position. The policy request is due to the longer commute from where he resides and concerns for bad weather conditions. A policy would assist the manager not to use personal vacation time during these events. Nkokheli expressed his concerns that he is not able to use compensation time worked over 40 hours, as it needs to be included during the 5-day 40/hour workweek. A discussion on the logistics and information provided by the Manager was held. McKellar suggested the matter be referred to the Personnel Committee for further understanding of the policy information presented and how it fits with other personnel policies. Laite supported this recommendations noting that PTO uses need to be reviewed.

J. MANAGER REPORT:

Nkokheli provided feedback to the Board on the facility closing that took place on November 2, 2019.

Nkokheli noted that there was no permission given to the employees by either the Manager or the Chair.

McKellar and Laite asked Nkokheli to take the matter to the Personnel Committee for review and that Committee will direct if Board action is warranted.

Nkokheli reported the following:

The employee bathroom in the MRF facility renovation is complete.

The MRF Baler repaired with a new fabricated door after it was damaged.

A repair of Compactor #3 is pending. This repair may require down time for the compactor and will be planned in advance.

Scale readings will be assisted with the implementation of a new LED display for customers and the gatehouse staff to more accurately read load weights. A bid of \$3,228.00 has been received to install the displays. McKellar asked for the overall status of scale operation. Kwiatkowski confirmed the scale was calibrated annually on schedule and a new electrical box installed to assist with moisture problems that has been a noticeable improvement.

Nkokheli explained the need to hire after recent resignations suggesting replacing the full and part-time position be replaced with a full time employee only. A brief discussion on setting a hiring wage was held. Barrows supported that if a new job description is being developed that the Teamster contract needed to be considered and the Personnel Committee review any changes under consideration. A second discussion on the distribution of funds from within the budget for the position was held. McKellar noted that if the wage line or other lines are being exceeded, that should come back to the Board for review.

C. APPROVE MINUTES OF November 7, 2019 MEETING:

Acting Chair Brown entertained a motion to approve the minutes of November 7, 2019. ***Keryn Laite moved to accept as written. Barrows seconded. No discussion. Motion passed 4-0-2. (79.61 favored, 0 opposed, 20.39 abstained due to absence (Hall and Pelletier))***

K. STRATEGIC and CAPITAL PLANNING COMMITTEE:

Post reported on a meeting that took place November 13 at the Rockport Town Office where the Committee constructed a priority list for the facility. The list, in order, includes Waste Hauling, Disposal Contracts, Building, Equipment and Infrastructure, and Options for Construction and Demolition Debris. A second meeting is scheduled for December 11 at 4:30 pm. Post noted the Manager would be putting together information on hauling and distributing it ahead of time to the Committee for discussion on the 11th. The goal is to bring recommendations forward on the different topics as they are worked through. McKellar asked about the status of the trailer purchase in the current budget. Laite and Post responded the waste hauling contract topic would include the trailer discussion. Post would like to see a Strategic and Capital Plan developed for the facility as the Manager and committee's work moves forward.

L. FINANCE COMMITTEE:

Committee members felt that information was provided during earlier discussions.

M. GOVERNANCE COMMITTEE:

The Governance Committee met today and are developing editable versions of the intergovernmental agreements and By-Laws that will be annotated to show different provisions on state law requirements and include sources of information. The documents will show changes clearly for review by the Board and allow a tracking history as changes and decisions are relayed by Committee or the Board of Directors.

Hall put forth the example of revising the By-Laws to state that only two town managers are needed to have an agenda item discussion and vote. A discussion on the origin of such a requirement was held. Hall explained how the Board needed to direct changes to documents explaining that changes to By-Laws can be made at the board level as needed, but the Interlocal Agreement or implementation needed to go to the Towns for approval. The committee is working to bring a recommendation to the Board in December to place a review of draft changes on the agenda for the January 2020 meeting.

N. FINANCIALS:

McKellar recommended that Nkokheli develop an exception report to be provided with the financial information quarterly, or as needed, to point out issues on the financials that need highlighting.

Hall recommended that a similar tactic be developed for use with the written Manager's Report noting that information within the report is read by members prior to the meeting and does not need to be reviewed in detail during the meeting. Hall suggested the report should continue to be given in the packet, but meeting time would be an opportunity for Directors to ask questions or highlight important issues under that standing agenda item. Nkokheli agreed with the change.

- O. *Executive Session: Debra Hall moved to enter into Executive Session pursuant to 1 M.R.S. sect 405 (6) (A) for personnel Matters at 8:22 pm. Pelletier seconded. No Discussion. Motion passed unanimously.***

P. ADJOURN:

Acting Chair Mike Brown moved to exit executive session and adjourn.

Respectfully Submitted,

Beth Kwiatkowski
Recording Secretary

SCHEDULED MEETINGS:

Board of Directors Meetings:

December 18, 2019 Meeting, 6:30 pm at the French Conference Room in Camden, ME

January 22, 2020 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 – December 18, 2019

Personnel: TBD

Strategic & Capitol Planning: TBD