



**MIDCOAST SOLID WASTE CORPORATION
BOARD OF DIRECTORS MEETING
April 28, 2021**

MEMBERS PRESENT: Bob Falciani (Chair) – Camden, , Alison McKellar (Treasurer) – Camden, Debra Hall – Rockport, Denise Munger – Rockport, Keryn Laite (Vice-Chair) – Lincolnville, Josh Gerritsen – Lincolnville, Brian Powers, Jr – Hope, Wendy Pelletier – Hope

MEMBERS ABSENT:

REPRESENTATIVES PRESENT: Michael Martunas, Manager MCSWC

Guest: Fred Brewer, CPA, William H. Brewer & Co.

Bob Falciani, Chair, called the Annual Meeting to order at 6:30 pm.

A. PUBLIC & DIRECTOR COMMENTS: None

B. APPROVE MEETING MINUTES OF January 14, 2021:

Chair Falciani entertained a motion to approve the minutes of January 14, 2021. Keryn Laite moved to approve the minutes as presented. Powers seconded. Roll call vote: Aye's: Laite, Gerritsen, Pelletier, Powers, Munger, McKellar & Falciani. Hall abstained-not present. No discussion. Motion passed 85.03 for and 14.97 abstained.

C. FACILITY MANAGER REPORT:

Chair Falciani asked the membership if there were any questions/comments on the Manager's report presented in the packet. There was none. Falciani asked Martunas to highlight topics from the report for the members.

Martunas requested the Finance Committee meet to reevaluate the purchase of recycling containers as metal pricing has increased substantially.

Martunas opened discussion on the costs associated with processing credit/debit card transactions at the facility; Falciani suggested Martunas put a proposal together for the June meeting. Powers asked for a brief overview of the allocation of processing costs for the program that will allow credit/debit processing. Martunas provided initial figures on estimated costs and reviewed three different systems equipment/processing options under review for instituting the use of credit cards. A lengthy discussion on how cost instituted by the credit card program and possible fees would be covered. McKellar asked that a convenience fee vs. a fee per transaction be considered.

Laite opened discussion on the existing bottleneck of vehicles that already exists at busy times and how this will affect the gatehouse process. Munger asked about the ability of current charge account receivable payments processed through the new program in the future. Martunas said that could be part of the system. McKellar expressed concern on basing fees off transactions vs. a flat convenience fee for using a credit/debit card. The consensus of the Board was to move forward with providing customers with this capability for paying. Falciani asked Martunas to implement the program, report back through his monthly report the costs and fees after a soft start.

D. REVIEW FY2019-2020 FINANCIAL AUDIT

McKellar introduced Fred Brewer, CPA from William H. Brewer & Company of Bath to the Board. Brewer walked the membership through the different schedules of the FY19-20 audit. Questions from the Board were included in the discussion with Brewer. McKellar and Brewer discussed the format of the MCSWC Corporate Audit, which is now structured to provide information that is more direct to the user. McKellar added the audit presented estimated closure costs and post closure costs terms more clearly and that the figure referenced as a liability obligation will be enhanced by funds accumulated in future years are put toward meeting the liability obligation. Brewer added the audit format discloses calculations for closure and maintenance more transparently than previous audit formats from the past; including notes breaking out the reserves each of the four towns for closure and post closure cost allocations. Brewer provided a brief review on several reserve accounts and future equipment funding if needed. McKellar noted the demolition and landfill totals include annual salvage figures (sales of recyclable materials) and recommended the salvage income be broken out in future audits to better track that income.

E. Vote to Appoint New Members from Lincolnville and Rockport to Personnel Committee:

Chair Falciani opened discussion for Laite to request new appointments to the Personnel Committee. The recent passing of David Barrows and changes in membership from Rockport has left two vacancies on the Committee. Laite recommended Josh Gerritsen serve the remainder of Barrow's term, noting Gerritsen has agreed to serve. Falciani asked about the Rockport seat. A brief discussion on Hall continuing on the MCSWC Board following her term as a Selectperson was held. A Rockport representative will be determined following the next election and Munger will get back to the board when more is decided.

Chair Falciani entertained a motion to approve a new member to the Personnel Committee. Laite moved to approve Josh Gerritsen to the Personnel Committee. McKellar seconded. No Discussion. Roll call vote: Aye's: McKellar, Pelletier, Laite, Munger, Hall, Powers, Gerritsen & Falciani. Motion passed unanimously.

Hall, Falciani and McKellar discussed additional openings that will need filling in the next fiscal year. McKellar asked that the Board revisit a conversation about going to a model that includes committee members that are not necessarily Board Members in the near future.

E. Executive Session: MCSWC Manager's performance evaluation Pursuant to 1 M.R.S.A. § 405 (6) (A) Personnel Matters

Falciani entertained a motion to adjourn the regular meeting at 7:16 pm and convene an executive session under 1 M.R.S.A. § 405 (6) (A) Personnel Matters. Brian Powers motioned to move to executive session as stated. Pelletier seconded. No Discussion. Roll call vote: Aye's: Pelletier, Powers, Laite, Munger, Hall, Powers, Gerritsen & Falciani. Motion passed unanimously by those in attendance.

F. ADJOURN:

Chair Falciani moved to exit executive session and adjourn the regular the meeting at 7:50 pm. No Discussion. Roll call vote: Motion passed unanimously by those in attendance.

Respectfully Submitted,

Beth Kwiatkowski
Recording Secretary

If there are any questions regarding the decisions made at the meeting please refer to the meeting video.

SCHEDULED MEETINGS:

Board of Directors Meetings:

Meeting, June 23, 2021, at 6:30 pm