



**MIDCOAST SOLID WASTE CORPORATION
BOARD OF DIRECTORS ANNUAL MEETING
AUGUST 30, 2023**

MEMBERS PRESENT: Bob Falciani (Chair) – Camden, Alison McKellar (Treasurer) – Camden, Michael Brown – Hope, Sarah Smith – Hope, Keryn Laite (Vice-Chair) – Lincolnville, Eric Boucher – Rockport

MEMBERS ABSENT: Steve Hand – Lincolnville, James Annis – Rockport,

REPRESENTATIVES PRESENT: David St. Laurent, MCSWC Interim Manager

GUEST: Hatchery Program

Falciani Chair called the meeting to order at 6:33 pm.

1. ELECTION and APPROVAL OF OFFICERS of the Corporation:

Falciani, Chair entertained a motion to elect corporate officers for FY24 and opened the floor to motions for Board Chairman.

Laite moved to put forward Bob Falciani as Chairman of the Mid-Coast Solid Waste Board of Directors. Michael Brown seconded. A lengthy discussion took place. Falciani reminded the Board membership that he was no longer a Camden Selectperson but, while willing to fill the role, he offered the position of Chair to other membership considerations should there be any other nominations for a member willing to be considered for the position of Chair. Boucher was willing to be considered. Laite suggested that his motion would allow continuity and institutional knowledge of the MCSWC Board with Falciani as Chair. Additional discussion took place. Falciani moved to table the vote and revisit the Annual Meeting items at the next MCSWC Board of Directors Meeting.

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1. PUBLIC & DIRECTOR COMMENTS: None

2. REVIEW AND APPROVAL MAY 24, 2023, MEETING MINUTES:

Falciani, Chair entertained a motion to approve the minutes of May 24, 2023. ***Brown moved to approve the meeting minutes, as presented. Laite seconded. Motion passed. (94.4% in favor, 0 opposed 5.6% Hope abstained (absent).***

3. FACILITY MANAGER REPORT:

Falciani asked if members had any questions on the content of the Manager's report. There were no questions. St. Laurent discussed the recent opening of the hybrid recycling line on the side of the Recycling Building. He briefly described the reasoning behind the pilot project listing manpower and safety when handling the recycling material as reasons to change the current process. The pilot will be extended if received well. St. Laurent highlighted the compactor area employees, especially Jeff Brazier who works the MSW area, for MSW can weights that are meeting our intended volume of 19-20 tons a load on a regular basis. Smith asked if the volume is seasonal, and St. Laurent replied that Brazier is working these numbers consistently regardless of season. Contracts have been reviewed by Bill Kelly, Esq. for Drumlin Environmental Engineering and Hagerty Well Drilling to move forward with plans and work on the new Jacobs Quarry South landfill well. Onsite inspections from both the Maine Department of Environmental Protection for both the Landfill and Storm Water processes went very well. A recent review of our safety and facility by our insurance representative with Maine Municipal Insurance also went well.

4. DISCUSSION ON MSW 3-YEAR SOLID WASTE CONTRACT PROPOSALS:

a. Michael Carroll, Executive Director of the Municipal Review Committee (MRC)

Chair Falciani introduced Michael Carroll, Executive Director of the Municipal Review Committee who was present via video conference to discuss the newest information available for their project in Hampton, ME which they are now partnering with Innovative Resource Recovery and naming it Municipal Waste Solutions (MWS). The focus will be to recover and divert resources and recycling from the waste stream. MCSWC would be a Non-Charter Member as MCSWC gave up a membership with the MRC in April of 2018 to contract with Ecomaine. MRC currently has 115 Waste contracts and 84 Original Members that have been on by-pass to WM landfill and Juniper Ridge Landfill (JRL). MWS is expected to be processing waste in Hampden by early 2025; until that time MSW waste will be by-passed to the WM Crossroads Landfill and JRL until the MWS Commercial Operations commences.

A contract is under development for Non-Charter Member use and will be available soon. Terms are expected to be as follows:

3-year term contract with three, three-year renewals beginning at \$94.00/ton; and initial \$2.00/ton membership dues to MRC invoiced quarterly. CPI adjustments will occur in January of each year based on the CPI for All Urban Consumers: U.S. City Average, all-items index, published by the US Bureau of Labor Statistics. McKellar added that trucking distance is shorter to Hampden. Carroll expressed that the MRC attorney will provide a sample contract which he will forward to St. Laurent when available using a start date of July 1, 2024. A brief discussion was held on the fees for MSW in the State of Maine and current lobbying efforts from business and municipalities. A brief discussion on bulky waste and tire handling was held. A final discussion on the possible volume of waste handling that MSW could potentially handle, diversion rates and the ownership breakdown in the new business between MRC and MWS. Carroll added that the CPI adjustment may be waived for the first year of the contract only.

Chair Falciani requested that Carroll forward a copy of the current balance sheet and any currently available audits for 2021 and 2022 at minimum. Boucher will review the MRC website and will forward a copy of the current quarterly reports and financial statements available to the membership. St Laurent will forward contract and Balance Sheets when available.

b. Peter Lachapelle, Representative from Waste Management Services of Maine (Crossroads Landfill in Norridgewock)

Chair Falciani introduced Lachapelle, Public Sector Representative for Waste Management (WM) to be present via video conference to review current contract agreement offering, and answer questions from board members. Waste Management is currently contracted to receive all MCSWC municipal solid waste at the Crossroads Landfill in Norridgewock, ME. WM is the leader in comprehensive and environmental services in the area and including Canada. WM is offering a three-year term with two, three-year extensions built into the contract and based on mutual consent. Lachapelle added that a calculation of cost, from an economic standpoint, in the proposed contract pricing taken from the meeting packet, shows that MWS costs would exceed WM per ton costs by \$16 per ton in the first year. The per ton price, plus the \$2.00 membership fee per ton for estimated tonnage of 6500 year makes the proposed MWS costs for MCSWC \$104,000 over the WM costs for the same year and that will continue to change with CPI over the life of the contract. The current contract expires on June 30, 2024. A lengthy discussion followed. Norridgewock is permitted through 2035 but has the possibility of approved expansion. Lachapelle responded to McKellar's comment on WM showing substantial profits explaining that profit descriptions in headline figures published in news media coverage come from 25 different national marketing areas but that all decisions for New England and Upstate New York are done directly and not necessarily tied to or represented by these national figures.

Chair Falciani thanked both representatives for attending via video and the conference was completed.

McKellar suggested a committee be formed for final review of contracts and information. Laite asked about other options like Maine Waste to Energy (MWAC) <https://www.mainewastenergy.com/our-process/> and if that should be considered to have an incineration option. Falciani added that without a contract a financial review is not available and would not be fiduciarily responsible to continue discussing. McKellar noted that MRC is more expensive approximating \$100,000 a year over the three-year term. Falciani added that differentials between the offers could be looked at after receipt of information and that a spreadsheet is helpful. Discussion followed. St. Laurent will update the summary spreadsheet and St Laurent will forward contract and balance sheets when available noting that the terms being discussed are considered long term contract rates.

5. PROPOSAL FROM CAMDEN HILLS REGIONAL HIGH SCHOOL HATCHERY PROGRAM:

McKellar opened a discussion on directing some funds from the Waste Reduction Education Line which has been funded for \$20,000 for several years but not used. McKellar noted a new reserve fund will be created to move this initiative forward. McKellar provided a brief history on The Hatchery Program works on diverting materials for other uses with students at the Camden Hills Regional High School (CHRHS), and how the education funds were formed following MCSWC leaving Ecomaine. St Laurent introduced Danny Salomon, Hatchery Coordinator for CHRHS. Saloman reviewed his written request provided in the board packet with the representatives. He is requesting \$5,000 to purchase a 15" thickness planer w/helical cutterhead for the Hatchery Program.

Chair Falciani entertained a motion on the Hatchery request. McKellar moved to grant the Hatchery Program \$5,000 to continue working on waste reduction education and purchase a tool. Smith Seconded. No Discussion. Motion passed. (100% in favor, 0 opposed)

6. FINANCE COMMITTEE REPORT:

a. Treasurer's Report

McKellar reported that final budget numbers for FY23 are not yet available. The Audit has not been completed. In reviewing the draft year-end expense report for FY23 it was noted that the leachate expense was \$100,000+ over the budgeted figure. A discussion on the leachate expense and how leachate is created at the facility and treated at the Camden Wastewater facility was held. McKellar discussed the FY23 figures presented in the Revenue and Expense Reports noting the areas where overages were created due to budget planning of past managers and known issues such as the cost of wages due to the renewal of the Teamster Local 340 bargaining agreement and higher leachate processing costs due to rain amounts as well and pumping needs. The Teamster Local 340 bargaining agreement is good through June 30, 2024. Planning for a possible pump to be installed in the northern end of the quarry to divert clean water is under review.

b. Review of draft year end FY2023 financials and carry forwards

McKellar presented that an oversight in the budget approval of FY24 regarding her request for a new reserve account to be funded for Waste Reduction in the amount of \$20,000 was not completed correctly; the original line should have been absorbed into the undesignated fund at the end of FY23. To rectify this error McKellar asked for the figure from the Waste Reduction Education Expense Line to be moved to fund the initial Waste Reduction Reserve in the amount of \$20,000 beginning in the FY24 budget. Additionally, the need for new software and hardware to update credit cards and have the necessary hardware/software in the gatehouse is underway. Funds from the current Software License/Support/PC line are needed due to the new quotes being received for the upgrade.

Chair Falciani entertained a motion on approving carry forwards from FY23 to FY24 to include creating a new reserve fund using the old Waste Reduction Education expense line in the amount of \$20,000 with a title to be determined with bookkeeping and a second carry forward from the FY23 Software License/Support/PC expense line to the FY24 budget for same in the amount of \$3,882.57. Discussion followed Boucher noting that the Swap Shop expense line isn't being used but is budgeted in FY24. Laite and Falciani asked if there were any other carry forwards needed. McKellar and St. Laurent agreed only the two figures needed.

McKellar moved to approve the carryforwards as presented. Boucher Seconded. No Discussion. Motion passed. (94.4% in favor, 0 opposed 5.6% Hope abstained (Smith)).

7. Budget Adjustments for landfill closure related engineering (stormwater and leachate management):

St. Laurent asked the Board to authorize preliminary consulting costs to move forward with testing, designing, engineering, and consulting with the DEP for the long-term reduction in leachate costs. St. Laurent expressed that the initial investigation work for leachate management will be a cost of up to \$50,000. Two companies will be hired to begin with – Leachate Management Solutions and an Engineering firm. McKellar presented that the funds normally allocated (annually) to the Jacobs Quarry Closure Fund in the amount of \$100,000 and included in the FY24 budget, be reduced to \$50,000 in FY24 and that \$50,000 be allocated for the consulting fees for the two companies to investigate the feasibility of new leachate management practices. St. Laurent explained that there is initial information needed to approach the DEP to move the project forward and these consultants will work on that process creating information to see if permits can be issued from the Maine DEP. Additionally, testing of the leachate and water sources on site may also be required to look at leachate discharge alternatives and leachate going to the Camden Wastewater Treatment plant. The goal is to reduce pumping and possible treatment of the leachate going forward. Laite reminded the board of the presentation several meetings ago on the leachate discharge issue by Leachate Management Solutions it can be located at https://www.youtube.com/live/vHboLv9Yk5A?si=d2eUn1_57bhapEQ0. McKellar opened a brief discussion on the current topic of PFAS and how it may affect Camden Wastewater.

Chair Falciani entertained a motion to allow \$50,000 to be redirected from the annual figure for the landfill closure reserve account held at Camden National Bank Wealth Management. Boucher moved to set aside \$50,000 from the Landfill Closure Reserve Account for the study of leachate and storm water remediation processes. Laite Seconded. Discussion followed McKellar asked St Laurent to discuss motion with Auditor and Bookkeeper on the best procedure to move the money and have it reflected in the finance documents correctly. Motion passed. (94.4% in favor, 0 opposed 5.6% Hope abstained (Smith).

8. AJOURN:

Chair Falciani entertained a motion to adjourn the meeting at 7:45 p.m. Keryn Laite moved to adjourn the meeting. Brown seconded. Motion passed (100% in favor and 0 opposed).

Respectfully Submitted,

Beth Kwiatkowski
Recording Secretary

If there are any questions regarding the decisions made at the meeting, please refer to the meeting video found at www.youtube.com/TownofCamdenMaine

SCHEDULED MEETINGS:

Board of Directors Meetings:

October 25, 2023, at 6:30 p.m., John French Jr. Conference Room – Camden Town Office