

CORPORATE MEMBER ASSESSMENTS  
Updated Five Year Averages for 6/30/2010

Community	Average MSW Tons for '06-'10	% of Total	Budget FY '12		Difference	Budget FY '11		Proposal 1 Difference	Budget FY '12		Proposal 1 Difference	Budget FY '12		Proposal 2 Difference
			Annual Assessment	Annual Assessment		Annual Assessment	Annual Assessment		Proposal 1	Proposal 2		Proposal 1	Proposal 2	
Bridgton	2,540.69	4.41%	\$206,184.66	\$205,264.45	(\$920.21)	\$205,264.45	\$203,255	\$2,009.09	\$195,760.32	\$203,255	\$2,009.09	\$195,760.32	\$9,504.13	
Cape Elizabeth	3,230.25	5.60%	262,144.65	265,435.15	\$3,290.50	265,435.15	258,420.32	\$7,014.83	248,891.07	258,420.32	\$7,014.83	248,891.07	16,544.08	
Casco	961.52	1.67%	78,030.35	75,965.09	(\$2,065.26)	75,965.09	76,921.76	(\$956.67)	74,085.27	76,921.76	(\$956.67)	74,085.27	1,879.82	
Cumberland	1,936.98	3.36%	157,191.48	167,794.37	\$10,602.89	167,794.37	154,958.24	\$12,836.13	149,244.15	154,958.24	\$12,836.13	149,244.15	18,550.22	
Falmouth	2,477.29	4.30%	201,039.07	204,171.40	\$3,132.33	204,171.40	198,182.88	\$5,988.52	190,874.89	198,182.88	\$5,988.52	190,874.89	13,296.51	
Freeport	2,044.05	3.55%	165,880.69	163,972.02	(\$1,908.67)	163,972.02	163,524.00	\$448.02	157,494.05	163,524.00	\$448.02	157,494.05	6,477.97	
Gorham	2,257.54	3.92%	183,206.03	176,394.35	(\$6,811.68)	176,394.35	180,603.20	(\$4,208.85)	173,943.46	180,603.20	(\$4,208.85)	173,943.46	2,450.89	
Gray	2,665.23	4.62%	216,291.44	206,495.88	(\$9,795.56)	206,495.88	213,218.56	(\$6,722.68)	205,356.13	213,218.56	(\$6,722.68)	205,356.13	1,139.75	
Harrison	1,133.48	1.97%	91,985.09	91,982.31	(\$2.78)	91,982.31	90,678.24	\$1,304.07	87,334.48	90,678.24	\$1,304.07	87,334.48	4,647.83	
Hollis	1,304.57	2.26%	105,869.87	116,273.26	\$10,403.39	116,273.26	104,365.76	\$11,907.50	100,517.27	104,365.76	\$11,907.50	100,517.27	15,755.99	
Limington	1,889.71	3.28%	153,355.38	151,240.57	(\$2,114.81)	151,240.57	151,176.64	\$63.93	145,602.00	151,176.64	\$63.93	145,602.00	5,638.57	
Lyman	1,128.39	1.96%	91,572.02	97,299.14	\$5,727.12	97,299.14	90,271.04	\$7,028.10	86,942.30	90,271.04	\$7,028.10	86,942.30	10,356.84	
North Yarmouth	1,097.55	1.90%	89,069.58	98,265.05	\$9,195.47	98,265.05	87,804.16	\$10,460.89	84,566.38	87,804.16	\$10,460.89	84,566.38	13,698.67	
Ogunquit	670.02	1.16%	54,374.43	53,777.78	(\$596.65)	53,777.78	53,601.92	\$175.86	51,625.35	53,601.92	\$175.86	51,625.35	2,152.43	
Portland	11,054.22	19.17%	897,082.42	887,676.42	(\$9,406.00)	887,676.42	884,337.44	\$3,338.98	851,727.50	884,337.44	\$3,338.98	851,727.50	35,948.92	
Pownal	329.71	0.57%	26,756.94	28,288.83	\$1,531.89	28,288.83	26,376.80	\$1,912.03	25,404.16	26,376.80	\$1,912.03	25,404.16	2,884.67	
Scarborough	6,168.08	10.70%	500,557.57	508,746.94	\$8,189.37	508,746.94	493,446.08	\$15,300.86	475,250.26	493,446.08	\$15,300.86	475,250.26	33,496.68	
South Portland	7,341.99	12.73%	595,823.84	582,173.66	(\$13,650.18)	582,173.66	587,358.88	(\$5,185.22)	565,700.02	587,358.88	(\$5,185.22)	565,700.02	16,473.64	
Waterboro	2,260.91	3.92%	183,479.68	181,407.60	(\$2,072.08)	181,407.60	180,872.96	\$534.64	174,203.27	180,872.96	\$534.64	174,203.27	7,204.33	
Windham	2,319.04	4.02%	188,196.62	181,473.86	(\$6,722.76)	181,473.86	185,522.88	(\$4,049.02)	178,681.72	185,522.88	(\$4,049.02)	178,681.72	2,792.14	
Yarmouth	2,841.08	4.93%	230,562.19	234,555.87	\$3,993.68	234,555.87	227,286.56	\$7,269.31	218,905.37	227,286.56	\$7,269.31	218,905.37	15,650.50	
	57,652.30	100.00%	\$4,678,654.00	\$4,678,654.00	(\$0.00)	\$4,678,654.00	\$4,612,183.68	\$66,470.32	\$4,442,109.41	\$4,612,183.68	\$66,470.32	\$4,442,109.41	\$236,544.59	

ecmaine  
Member Assessments

<u>Measurement Year</u>	<u>Five Year Average</u>	<u>% Change in Tonnage from Prior Year</u>	<u>Applicable Fiscal Year</u>	<u>Assessment</u>	<u>Cost per Ton</u>
6/30/08	63,403.01		FY '09	4,678,654	73.79
6/30/09	60,721.49	-4.2%	FY '10	4,678,654	77.05
6/30/09	60,721.49		FY '11	4,678,654	77.05
6/30/10	57,652.30	-5.1%	FY '12	4,678,654	81.15

Proposals

	<u>Assessment</u>	<u>Savings</u>
1. Freeze cost per ton at \$80	4,612,184	66,470
2. Freeze cost per ton at \$77.05	4,442,110	236,544

**ARTICLE V**  
Executive Committee

Section 1. Composition and Eligibility.

- (a) There shall be ~~a nine (9) member~~ an Executive Committee consisting of the following minimum nine (9) members (“Minimum Membership”) ~~the Chair, Vice-Chair, Secretary and Treasurer of the Corporation and five (5) other members of the Board; provided that the Executive Committee shall include~~: two (2) members from Portland, one (1) member from South Portland, one (1) member from Scarborough and one (1) member from each of the five (5) Executive Committee Districts selected by the Directors representing the Participating Municipalities of such District; in addition, the Executive Committee shall include the Chair, Vice-Chair, Secretary and Treasurer of the Corporation (the “Officers”) and, in the event an Officer is not a member included in the Minimum Membership, the membership of the Executive Committee shall be increased accordingly; and further provided that whenever the Executive Committee votes on any action which directly affects property owned by the Corporation and located in Gorham, the membership of the Committee will be increased to add one (1) member from Gorham, and Executive Committee District 3 shall have one-half (1/2) vote; and further provided that the immediate past Chair, if a member of the Board, shall be a member of the Executive Committee, without vote. In the event that the Directors representing the Participating Municipalities of any Executive Committee District are unable to agree on the selection of a Director to serve as the District’s member on the Executive Committee, the Chair will select a Director to be appointed by the Board to serve as such District’s member on the Executive Committee.



**BY-LAWS**

**OF**

**ecomaine**

**ARTICLE I**

**Name, Principal Office, Corporate Seal**

Section 1. Name. The name of the Corporation shall be ECO Maine (hereinafter referred to as the "Corporation"). The Corporation may do business in the name of "**ecomaine**."

Section 2. Principal Office. The location and principal office of the Corporation shall be in the City of Portland, State of Maine, but the Corporation may also maintain other offices in such places, either within or without the State of Maine, as the Board of Directors may designate or as the business of the Corporation may require from time to time.

Section 3. Registered Office. The registered office of the Corporation in the State of Maine may be (but need not be) the same as the principal office.

Section 4. Seal. The seal of the Corporation shall have inscribed thereon the name of the Corporation, the year of its organization, and the word "Maine."

**ARTICLE II**

**Definitions**

Section 1. Associate Member Municipalities. "Associate Member Municipalities" means such municipalities which may become party to an Associate Member Waste Handling Agreement and be accepted by the Board of Directors as an Associate Member Municipality. Any municipality shall cease to be an Associate Member Municipality upon the date of termination of its Associate Member Waste Handling Agreement.

Section 2. Board. "Board" refers to the Corporation's Board of Directors.

Section 3. Interlocal Agreement. "Interlocal Agreement" means the ECO Maine Interlocal Solid Waste Agreement, by and between the Cities of Portland and South Portland, and the Towns of Bridgton, Cape Elizabeth, Casco, Cumberland, Falmouth, Freeport, Gorham, Gray, Harrison, Hollis, Limington, Lyman, North Yarmouth, Ogunquit, Pownal, Scarborough,



Windham, Waterboro and Yarmouth, dated as of December 1, 2005, as supplemented by an Addendum dated April 13, 2006, and by an Addendum dated June 30, 2006, and as further amended or supplemented by addendum from time to time.

Section 4. Participating Member Municipalities. "Participating Member Municipalities" means any municipalities which are or may later become a party to the Interlocal Agreement and be accepted by the Board of Directors as a Participating Member Municipality. Any municipality shall cease to be a Participating Member Municipality upon the effective date of its withdrawal from the Interlocal Agreement.

### **ARTICLE III** Members

The Corporation shall have no members and shall be a non-membership Corporation.

### **ARTICLE IV** Board of Directors

Section 1. Number and Qualifications. The business and affairs of the Corporation shall be managed by a Board of Directors elected in accordance with the procedures set forth in the Bylaws of the Corporation.

Section 2. Term of Office. Each Director shall serve for a term of three (3) years or until his or her successor is appointed and qualified. Directors shall be appointed prior to the annual meeting of the Board.

Section 3. Election of Directors. Each Participating Member Municipality shall appoint a minimum of one (1) Director to represent and vote the Voting Interest held by such Participating Member Municipality. In addition, a Participating Member Municipality whose Voting Interest is greater than five percent (5%) may appoint an additional Director for each increment of five percent (5%) or portion thereof, provided that the Voting Interest of such Municipality shall be allocated among the Directors representing such Municipality in such proportions as specified by the Municipal Officers of such Municipality, provided, however, in the event that a Participating Member Municipality is represented by more than one Director, unless

otherwise provided by the Municipal Officers of such Municipality, the Voting Interest of such Municipality shall be divided equally between and voted by the Directors representing such Municipality who are actually present at such meeting.

The Municipal Officers of each Participating Member Municipality shall have the right to appoint an alternate Director or Directors who may vote the interest of the Participating Member Municipality on the Board in the absence of its appointed representative(s) to the Board.

Section 4. Vacancies. A vacancy in the Board may occur by the following means: death, resignation, or forfeiture. A member of the Board shall forfeit his/her membership if at any time during his/her term he/she lacks any qualifications of membership prescribed by these By-Laws. If he/she fails to attend at least one-half of the meetings of the Board subsequent to the preceding annual meeting of the Board, or if he/she fails to attend two (2) consecutive meetings of the Board without having provided at least one (1) day's prior notice of such absence to the Chairman, Secretary or General Manager, the Participating Member Municipality from which the member was appointed shall be so notified by the Chair.

Section 5. Filling of Vacancies. If a vacancy in the membership of the Board should occur, his/her successor shall be elected in accordance with the procedure set forth in Section 3.

Section 6. Powers and Functions. The Board shall be the policy making body of the Corporation, and may exercise on behalf of the Corporation those powers and functions which are necessary or convenient to the accomplishment of the purposes stated in the Interlocal Agreement. Its functions and duties shall include:

- (a) election of officers;
- (b) adoption of the annual budget;
- (c) adoption and amendment of these By-laws;
- (d) election of members and alternate members of the Executive Committee;
- (e) election of members and alternate members of the Finance Committee;
- (f) election of members and alternate members of the Audit Committee;
- (g) employment and termination of employment of the General Manager.



Section 7. Annual Meeting. The Board shall meet annually at a time and place to be determined by the Chair, notice thereof being given to each Director at least five (5) days prior to the meeting. Elections of officers shall be held at the annual meeting.

Section 8. Other Meetings. Special meetings of the Board may be held at any time and place upon call by or at the request of the Chair, by a majority vote of the Executive Committee, by call of the Incorporator in the case of the first meeting of the Directors, or by request of Directors representing twenty-five per cent (25%) of the total Voting Interests of the Corporation, notice thereof being given to each Director at least five (5) days prior to the meeting.

Section 9. Notice. Notice of a meeting may be given by the Chair, Secretary, General Manager or by any one (1) of the Directors, and shall be given by written notice delivered personally or sent by mail or telegram to each Director at his or her address as shown by the records of the Corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when the telegram is delivered to the telegraph company.

Section 10. Voting Interest. Each Participating Member Municipality shall have a Voting Interest expressed as a percentage. The Voting Interest of each Participating Member Municipality shall be rounded off to the nearest hundredth of a per cent, and the Voting Interests of all Participating Member Municipalities shall total one hundred percent (100%). The Voting Interests of all Participating Member Municipalities are set forth in Appendix A.

Section 11. Alternates. The Board may appoint one or more alternate members of the Executive Committee, Finance Committee and Audit Committee and any other committee that is created, and may specify their order of preference, provided that alternate members of the Executive Committee may be designated only from among members of the Board. Each such alternate member may attend all meetings of the committee, but shall be without vote unless one or more of the regularly designated members of such committee fails to attend a meeting. In the absence of one or more of the regular members of the committee, such alternate member or members may be counted toward a quorum and may vote as though they were regular members of



the committee. In the event that there are more alternate committee members present than there are absent regular committee members, the alternate members shall have the right to vote in the order of preference specified by the Directors in designating them or, if no order of preference was specified, in the order of their appointment or their listing in a single appointment.

Section 12. Voting. A simple majority, determined by the Voting Interests of Directors, shall constitute a quorum, and, except as otherwise provided in these By-Laws, action of the Board shall be by the majority of Voting Interests cast by those Directors present and voting at any duly called meeting. Except as otherwise provided in these By-Laws, each Director shall be entitled to vote the Voting Interest of the Participating Member Municipality represented by such Director or Directors.

Section 13. Restriction on Certain Expenditures. Action of the Board to approve making, financing or refinancing of any expenditure, the cost of which in the opinion of the Board is too great to be met from annual revenues, shall be by a vote of three-fourths (3/4) of the total Voting Interests of the Directors. Notice of any meeting called for the purpose of determining whether to incur the cost of such an expenditure and acting thereon shall be given to each Director at least thirty (30) days prior to the meeting.

Section 14. Rules and Regulations. The Board may adopt rules and regulations not inconsistent with these By-Laws. Except as otherwise provided in these By-Laws or in such rules and regulations, all business at meetings of the Board shall be conducted in accordance with Robert's Rules of Order.

## **ARTICLE V**

### Executive Committee

Section 1. Composition and Eligibility.

- (a) There shall be a nine (9) member Executive Committee consisting of the Chair, Vice-Chair, Secretary and Treasurer of the Corporation and five (5) other members of the Board; provided that the Executive Committee shall include: two (2) members from Portland, one (1) member from South Portland, one (1) member from Scarborough and one (1) member from each of the five (5) Executive

Committee Districts selected by the Directors representing the Participating Municipalities of such District; and further provided that whenever the Executive Committee votes on any action which directly affects property owned by the Corporation and located in Gorham, the membership of the Committee will be increased to add one (1) member from Gorham, and Executive Committee District 3 shall have one-half (1/2) vote; and further provided that the immediate past Chair, if a member of the Board, shall be a member of the Executive Committee, without vote. In the event that the Directors representing the Participating Municipalities of any Executive Committee District are unable to agree on the selection of a Director to serve as the District's member on the Executive Committee, the Chair will select a Director to be appointed by the Board to serve as such District's member on the Executive Committee.

- (b) The representatives to the Executive Committee shall be appointed by the Board at the Annual Meeting.
- (c) The Executive Committee Districts shall be composed of the following Participating Member Municipalities:
  - (i) District 1: Bridgton; Casco; Gray; Harrison
  - (ii) District 2: Hollis; Limington; Lyman; Ogunquit; Waterboro
  - (iii) District 3: Gorham; Windham
  - (iv) District 4: Cumberland; Freeport; North Yarmouth; Pownal; Yarmouth
  - (v) District 5: Cape Elizabeth; Falmouth
- (d) Each member of the Executive Committee shall serve for a term of three (3) years or until his or her successor is appointed and qualified.

Section 2. Officers, Vacancies, Filling of Vacancies.

- (a) Officers. Officers of the Executive Committee shall include the Chair and President, Vice-Chair, Secretary and Treasurer of the Corporation, and such other officers as the Board of Directors may elect or desire. Only persons who are members of the Board of Directors shall be eligible to be officers of the Executive Committee.
- (b) Vacancies. A vacancy in the Executive Committee may occur by the following means: death, resignation, or forfeiture. A member of the Executive Committee shall forfeit his/her office if at any time during his/her term of office he/she lacks any qualifications of the office prescribed by these By-Laws. If he/she fails to

attend at least one-half of the meetings of the Executive Committee subsequent to the preceding annual meeting of the Board, or if he/she fails to attend two (2) consecutive meetings of the Executive Committee without having provided at least one (1) day's prior notice of such absence to the Chair, Secretary or General Manager, the Participating Municipality from which the member was appointed shall be so notified by the Chair.

- (c) Filling of Vacancies. If a vacancy in the Executive Committee should occur more than one hundred twenty (120) days prior to the next annual meeting of the Board, the Executive Committee shall call a meeting of the Board for the purpose of filling said vacancy. The Executive Committee may fill any other vacancy at any regular or special meeting from the membership of the Board, subject to the requirements of Section 1.

Section 3. Function and Powers. Except as may otherwise be provided by the Board, the Executive Committee shall have the following functions and powers:

- (a) To conduct the business of the Corporation within the policy guidelines of the Board.
- (b) To propose an annual budget.
- (c) To provide for an annual audit.
- (d) To appoint ad hoc or special committees.
- (e) To receive, hold and disburse funds, set fees for services, seek and accept grants, and enter into necessary contracts for the Corporation. .
- (f) To review requests for membership to the Corporation and to make a recommendation to the Board concerning such requests.
- (g) To direct the General Manager to employ or contract for the employment of a staff, including fixing of salary and benefits in accordance with policies established by the Executive Committee, except that the employment and termination of employment of the General Manager shall be the responsibility of the Board in accordance with Article IV, Section 6.
- (h) To review and evaluate annually the performance of the General Manager.
- (i) To exercise such municipal powers as may be delegated to the Corporation by any Participating Municipality.



Section 4. Procedure.

- (a) Meetings. The Executive Committee shall meet monthly or on the call of the Chair or Vice-Chair, or at the direction of the Board.
- (b) Voting. Each member of the Executive Committee shall have one vote, and a simple majority of the voting members of the Executive Committee shall constitute a quorum. No action of the Executive Committee shall be valid, or binding, unless adopted by an affirmative vote of a majority of the voting members of the Executive Committee present and voting at any duly called meeting.
- (c) Rules. The Executive Committee may adopt rules and regulations not inconsistent with these By-Laws. Except as otherwise provided in these By-Laws or in such rules and regulations, all business at meetings of the Executive Committee shall be conducted in accordance with Robert's Rules of Order.

Section 5. Finance Committee.

- (a) Membership. There shall be a Finance Committee of the Treasurer, as Chair, and four (4) or more other persons appointed by the Board.
- (b) Function and Powers. The Finance Committee shall be responsible for preparation of the annual budget for review by the Executive Committee and for oversight of the Corporation's financial matters at the direction of the Executive Committee.
- (c) Meetings. The Finance Committee shall meet semi-annually and specially upon call of the Chair or a majority of its members. Notice of the time and place of the meetings shall be provided to each member of the Committee at least five (5) days prior to the meeting.
- (d) Voting. Each member of the Finance Committee shall have one vote, and a simple majority of the members of the Finance Committee shall constitute a quorum. No action of the Finance Committee shall be valid, or binding, unless adopted by an affirmative vote of a majority of the voting members of the Finance Committee present and voting at any duly called meeting.

**ARTICLE VI**  
Audit Committee

Section 1. Membership. There shall be an Audit Committee of three (3) or more Directors appointed by the Board.

Section 2. Function and Powers. The primary function of the Audit Committee is to assist the Board of Directors in fulfilling its oversight responsibilities related to corporate accounting, financial reporting practices, quality and integrity of financial reports as well as legal compliance and business ethics. Key components of fulfilling this charge include:

- (a) Facilitating and maintaining an open avenue of communication among the Board, the Audit Committee, senior management and the independent external accountants;
- (b) Serving as an independent and objective party to monitor the Corporation's financial reporting process and internal control system; and
- (c) Engaging, reviewing and appraising the efforts of the independent accountants.

Section 3. Meetings. The Audit Committee shall meet semi-annually and specially upon call of the Chair or a majority of its members. Notice of the time and place of the meetings shall be provided to each member of the Committee at least five (5) days prior to the meeting. All meetings will focus primarily on audit/financial issues but will also devote time to ethics and business conduct issues. The Committee will request legal updates from the Corporation's legal counsel and/or outside legal resources as they determine the need exists, but no less than once during each fiscal year. The Committee members will have sole discretion in determining the meeting attendees and agenda.

- (a) Voting. Each member of the Audit Committee shall have one (1) vote, and a simple majority of the members of the Audit Committee shall constitute a quorum. No action of the Audit Committee shall be valid, or binding, unless adopted by an affirmative vote of a majority of the members of the Committee present and voting at any duly called meeting.
- (b) Rules and Regulations. The Audit Committee may adopt rules and regulations, not inconsistent with these By-Laws, which permit the Committee to remain flexible in order to best react to changing conditions and provide reasonable assurance to the Board that the accounting and reporting practices of the Corporation are in compliance with all legal requirements.

**ARTICLE VII**  
Officers, Elections and Vacancies

Section 1. Officers. The officers of the Corporation shall consist of a Chair and President, a Vice-Chair, a Secretary and a Treasurer. Only persons who are members of the Board shall be eligible to be officers.

Section 2. Nominations. The Chair shall appoint a nominating committee of four (4) Directors. The nominating committee shall recommend a slate of officers for election at the annual meeting of the Board. Nominations may also be made from the floor by any Director present.

Section 3. Elections. Elections shall be held at the annual meeting of the Board. A majority of the Voting Interests of the Directors present is required for election to any office.

Section 4. Vacancies, Filling of Vacancies.

- (a) Vacancies. A vacancy may occur by the following means: death, resignation, or forfeiture. An officer forfeits his office if at any time during his term he lacks the qualifications of his office as determined by these By-Laws.
- (b) Filling of Vacancies. Should a vacancy occur in the office of Chair and President, it shall be filled temporarily by the Vice-Chair. If the vacancy in the office of Chair and President should occur more than one hundred twenty (120) days prior to the annual meeting of the Board, then a special meeting shall be called by the Vice-Chair or Secretary for the purpose of electing a new Chair and President. The Board may fill any other vacancy.

Section 5. Powers and Duties of the Chair. The Chair shall preside over all meetings of the Board and in his or her absence, the Vice-Chair shall preside. In the absence of the Vice-Chair, the Secretary or Treasurer may preside at such meetings.

Section 6. Powers and Duties of the Secretary and Treasurer. The Secretary shall record or shall cause to be recorded all the votes and proceedings of the Board meetings in books kept for that purpose. The Secretary and the Treasurer shall also perform such further duties as the Board and/or the Executive Committee may from time to time direct. The Treasurer shall chair the Finance Committee. The Treasurer may be required to give bond for the faithful discharge of his/her duties, in such sum and with such sureties as the Board may require and approve.



**ARTICLE VIII**  
Finances

Section 1. Disbursements of Funds. Funds which accrue to the Corporation for its use in furthering the aims and purposes of the Corporation shall be controlled, disbursed, and accounted for in a manner prescribed by the Executive Committee for general purposes.

Section 2. Fiscal Year. The Corporation's fiscal year shall be from July 1<sup>st</sup> through June 30<sup>th</sup>.

Section 3. Payment In Lieu of Taxes. In partial consideration for the obligations of the Participating Member Municipalities resulting from provisions of the Interlocal Agreement and the applicable waste handling agreements, the Corporation shall pay in lieu of taxes a sum not less than Five Hundred Thousand Dollars (\$500,000.00) annually, based upon the 1987 annual waste tonnage of Regional Waste Systems, which amount shall be increased in proportion to the waste tonnage increase from all sources, other than municipal waste, from the Participating Member Municipalities, and excluding all spot market waste, for the term of the waste handling agreements with Participating Member Municipalities, to be apportioned as follows: five-sevenths (5/7) to Portland; one-seventh (1/7) to South Portland; and one-seventh (1/7) to Scarborough. The Corporation may pay in lieu of taxes additional amounts to any Participating or Associate Member Municipality in which any portion of the realty of the Corporation is located.

**ARTICLE IX**  
Indemnification

To the extent permitted by the laws of the State of Maine as they may now or hereafter exist, the Corporation shall indemnify any officer, director, employee or agent of the Corporation who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, by reason of the fact that he or she is or was an officer, director, employee or agent of the Corporation, against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding; provided that no indemnification shall be provided with respect to any matter as to which he or she shall have been finally adjudicated in any civil proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Corporation or, in any criminal proceeding, to have had reasonable cause to believe that his or

her conduct was unlawful. To the extent permitted by law, the Corporation may purchase and maintain insurance against the liability of its officers, directors, employees or agents.

**ARTICLE X**  
Amendments to By-Laws

These By-Laws may be amended or altered at any meeting of the Board, provided that a written notice shall be sent to each Director no less than five (5) days before the date of such meeting, which notice shall state the proposed amendments. A two-thirds (2/3) vote of the Voting Interests of the Directors present at a duly called meeting is necessary for passage of amendments.

(Adopted 4/13/06)  
(Amended 6/30/06)  
(Amended 9/21/06)  
(Amended 10/18/07)

APPENDIX A

VOTING INTERESTS

Bridgton	4.35%
Cape Elizabeth	5.11%
Casco	1.41%
Cumberland	4.09%
Falmouth	4.05%
Freeport	3.48%
Gorham	4.51%
Gray	3.54%
Harrison	1.80%
Hollis	3.02%
Limington	2.47%
Lyman	2.54%
North Yarmouth	1.83%
Ogunquit	2.82%
Portland	20.01%
Pownal	0.55%
Scarborough	9.77%
South Portland	11.67%
Waterboro	4.09%
Windham	4.08%
Yarmouth	4.81%
	<hr/>
	100.00%



TOWN	POP.	BOARD MEMBERS	TERM EXPIRES	MANAGER'S NAME
Bridgton	5,126	Johnson, Mahlon	7/1/2012	Berkowitz, Mitchell A.
Cape Elizabeth	9,040	McGovern, Michael	12/21/2010	McGovern, Michael
		Jordan, Penny	2/9/2012	
Casco	3,650	Morton, David P.	7/1/2012	Morton, David P.
Cumberland	7,404	McGinty, Susan	7/1/2012	Shane, William
Falmouth	10,996	Rodden, Bonny	6/30/2010	Poore, Nathan
Freeport	8,051	Regier, Rod	7/1/2012	Olmstead, Jr., Dale C.
Gorham	15,338	Miner, Noah	4/7/2012	Cole, David O.
Gray	7,266	Foster, Gary	7/1/2012	Cabana, Deborah
Harrison	2,436	Plante, Bradley	7/1/2011	Plante, Bradley
Hollis	4,609	Van Gaasbeek, Len	7/1/2012	Dunne, Claire M. (Clerk)
Limington	3,695	Doughty, Dennis	5/1/2012	Ramsdell, Patricia M. (Clerk)
Lyman	4,177	St. Clair, Maurice	7/1/2012	Weiss, Polly (Clerk)
North Yarmouth	3,500	Brobst, Richard	7/1/2012	Diffin, Marnie (Town Administrator)
Ogunquit	1,243	Miller, John	7/1/2012	Fortier, Tom
Portland	63,032	Bobinsky, Mike	1/1/2013	Gray, Joseph
		Mavodones, Nick	1/1/2013	
		Gray, Joseph	1/1/2013	
		Anton, John	1/1/2013	
		Moon, Troy	1/1/2013	
Pownal	1,609	Bradstreet, Alan	10/22/2011	Malloy, Kathleen (Clerk)
Scarborough	18,832	Shaw, Mike	10/1/2011	Hall, Tom
		Ahlquist, Ron	12/3/2012	
South Portland	23,746	Gailey, Jim	12/17/2011	Gailey, Jim
		Boudreau, Linda	7/1/2012	
		Smith, Patricia	12/17/2011	
Waterboro	7,251	Woodsome, Dave	6/8/2013	Brandt, Nancy (Town Administrator)
Windham	16,394	Plante, Anthony T.	7/1/2012	Plante, Anthony T.
Yarmouth	8,129	Bickford, Erving	7/1/2012	Tupper, Nathaniel J.
<b>ASSOCIATE MEMBER TOWNS</b>				
Baldwin	1,380			no town mgr, only board of selectmen
Hiram	1,564			no town mgr, only board of selectmen
Naples	3,509			Goodine, Derik - Town Manager
Parsonsfield	1,742			no town mgr, only board of selectmen
Porter	1,487			no town mgr, only board of selectmen
Saco	18,147			Michaud, Richard - Administrator
Standish	9,808			Billington, Gordon - Town Manager
<b>CONTRACT MEMBER TOWNS</b>				
Andover	902			no town mgr, only board of selectmen
Cornish	1,381			no town mgr, only board of selectmen
Harpwell	5,173			Eiane, Kristi - Town Administrator
Livermore Falls	3,215			Chaousis, James - Town Manager
Manchester	2,521			Doyon, Mark - Town Manager
Monmouth	3,866			Lunt, Curtis - Town Manager
Old Orchard Beach	9,252			Turcotte, Jack - Town Manager
Poland	5,320			Lee, Dana - Town Manager
Readfield	2,523			Pakulski, Stefan - Town Manager
Sanford	21,404			Green, Mark - Town Manager
Wayne	1,144			Bernard, Amy - Town Manager
<b>Total Pop. Served:</b>	<b>319,862</b>			



2010- 2011

Chair	Bobinsky, Mike
Vice Chair	McGovern, Mike
Treasurer	Gailey, Jim
Secretary	Foster, Gary

ecomaine Executive Committee - Tony Plante, Chair

District	Municipalities	Term Expires	Representative	Alternates
1	Bridgton, Casco, Gray, Harrison	12/14/2010	Foster, Gary	Johnson, Mahlon
2	Hollis, Limington, Lyman, Ogunquit, Waterboro	7/1/2012	Miller, John	Van Gaasbeek, Len
3	Gorham, Windham	7/1/2012	Miner, Noah	Plante, Tony
4	Cumberland, Freeport, North Yarmouth, Pownal, Yarmouth	7/1/2012	Regier, Rod	Brobst, Richard
5	Cape Elizabeth, Falmouth	12/11/2010	McGovern, Mike	Rodden, Bonny
Portland	Portland	9/15/2011	Moon, Troy	Gray, Joseph
Portland	Portland	12/31/2010	Bobinsky, Mike	Gray, Joseph
Scarborough	Scarborough	10/1/2011	Shaw, Mike	Ahlquist, Ron
South Portland	South Portland	7/1/2012	Gailey, Jim	Boudreau, Linda
<i>Immediate Past Chairman - Tony Plante</i>				

Audit Committee	Members
	Gray, Joseph
Foster, Gary (Chair)	McGinty, Susan
	Morton, Dave
	Van Gaasbeek, Len

Finance Committee	Members
	Bobinsky, Mike
	Boudreau, Linda
	Cole, Dave
	McGinty, Susan
Gailey, Jim (Chair)	Miller, John
	Plante, Tony
	Regier, Rod
	St. Clair, Maurice
	Van Gaasbeek, Len
	Woodsome, Dave

Recycling Committee	Members
	Bernier, Sarah
	Brobst, Richard
	Doughty, Dennis
	Jordan, Penny
Moon, Troy (Chair)	McGinty, Susan
	Miller, John
	Rodden, Bonny
	Smith, Patricia
	Van Gaasbeek, Len
	Wagner, Travis
	Woodsome, Dave



## POSTBURN FERROUS METALS MINING AND RECLAMATION

### ecomaine ASH LANDFILL

#### BACKGROUND:

ecomaine's Ash landfill occupies about 20 acres and operated from 1988 until ash dumping was moved to the new expansion area in July 2009. During approximately 21 years of operation the area received approximately 800,000 tons of ash from the Waste to Energy Plant. This ash contains 9% to 16%, by weight, of ferrous metals. These metals, described as "postburn" include: steel cans, bed springs, plumbing and automotive parts and other iron and steel items mostly small enough to be disposed in household trash. About 2004, ecomaine installed a magnetic separator which removes about 4.5 to 5% (2,000 tons per year) of metal from the ash which is then sold for recycling. The remaining metal which is not picked up by the magnet is then landfilled with the ash. A study conducted in October 2008 indicated that it might be practical to recover an additional 9%, by weight, from the ash presently being landfilled. A conservative estimate of the ferrous metals which might be recoverable from the ashfill is 60,000 to 80,000 tons. The ashfill also contains some non-ferrous metals, primarily consisting of copper and aluminum, although the 2008 study indicated that the non ferrous portion represents only about 5% of the total metal.

#### MINING AND RECLAMATION:

In Mid 2009 ecomaine began discussions with a metal recycler interested in reclaiming the metals from the ashfill. On April 27, 2010 we received a written proposal from **RMG** (Reserve Management Group) of Solon Ohio. **RMG** is a family of distinct but related businesses involved in recycling, scrap metal processing, materials handling, equipment sales and purchasing, and property management. One of RMG's subsidiaries, Resource Reclamation, LLC (**RR**) recovers metals, plastics and other recyclable materials from auto shredder residue and operates at landfills to recover materials that have been landfilled or on the way to a landfill.

During early June 2010 ecomaine staff conducted an extensive internet search in an attempt to determine if other companies were conducting similar metals reclamation. This search was unsuccessful in finding any companies doing this work in the United States or Canada although several Northern European and Asian Companies appear to have ongoing metals recovery projects.

In late June 2010, we were approached by a local representative of Schnitzer Steel Industries, Inc. who expressed an interest in the project. Schnitzer is the second largest metals recycling business in the United States and, although they have no previous experience in recovering metals from ashfills, considered this project as a potential business opportunity. On August 9 and 10, 2010 Schnitzer conducted a metals recovery test from an older portion of the ashfill and excavated approximately 120 tons of ash which was then transported to a Schnitzer processing facility near Concord New Hampshire.



The result of this testing is unknown; however, Schnitzer has withdrawn from the project citing environmental and operational concerns by corporate management.

At this time **RMG** is still interested in the pursuing the project. A summary of the RMG proposal follows:

**RMG PROPOSAL:**

**RMG** proposes to excavate the existing ash in the **ecomaine** ashfill and process it with the intent to recover 40,000 tons of ferrous and non-ferrous metals. In exchange for an exclusive license to reprocess the ash, **ecomaine** would be paid a fee as follows:

<u>Tons of Recovered Material</u>	<u>Fee Per Ton</u>
0 – 2000	\$0.00
2,000 – 10,000	\$5.00
Over 10,000	\$8.00

For 40,000 tons of metals recovered this would bring \$280,000.00 to **ecomaine**. Additionally the removal of 40,000 tons of metal would provide approximately 6,700 cubic yards of landfill space. Based on an estimated \$30 per cubic yard cost to construct new landfill space, the value of the space gained would be \$200,000. This brings the total value to **ecomaine** to \$480,000.

All processing would be done at the **ecomaine** Landfill and the ash separated from the recovered metals returned to the ashfill, compacted, graded and the temporary geomembrane cover replaced. The recovered metals would be shipped directly to the smelters.

**RMG** will assist **ecomaine** in applying for and obtaining all governmental approvals and reimburse **ecomaine** the cost of permit applications and licenses. Additionally **RMG** proposes to carry Liability Insurance with **ecomaine** as a named insured and will provide a bond for the project in an amount of \$200,000.

**ecomaine** staff has reviewed the **RMG** proposal and a proposed agreement and believe that the metals recovery project would not impact the normal operation or environmental integrity of the landfill or create future operations or maintenance problems. Further, based informal discussions between the Landfill Manager and DEP Waste Management Department staff, it appears that the department could approve the necessary license for this project.

PLEASE NOTE: Legislative Information *cannot* perform research, provide legal advice, or interpret Maine law. For legal assistance, please contact a qualified attorney.

## **Resolve, Regarding Waste-to-energy Power**

**Sec. 1 Waste-to-energy power; examination. Resolved:** That the Executive Department, Governor's Office of Energy Independence and Security shall examine the issue of qualifying certain waste-to-energy power for renewable energy credits and renewable resource portfolio requirements. The examination must include, but is not limited to:

1. Relevant legislative proposals and actions in the United States Congress and in other states, with particular attention to other states within New England;
2. Appropriate qualifying criteria and technologies, including but not limited to advanced pyrolysis technology;
3. Potential implications of allowing certain waste-to-energy power to qualify for renewable energy credits and renewable resource portfolio requirements, including but not limited to impacts on the market for renewable energy credits and the environment; and
4. Consideration of the renewable resource portfolio requirements specified in the Maine Revised Statutes, Title 35A, section 3210 and the solid waste management hierarchy specified in Title 38, section 2101.

In carrying out the examination under this section, the Governor's Office of Energy Independence and Security shall, at a minimum, consult with the Passamaquoddy Tribe, the Department of Environmental Protection, the Public Utilities Commission and the Efficiency Maine Trust; and be it further

**Sec. 2 Report; legislation. Resolved:** That, by February 15, 2011, the Executive Department, Governor's Office of Energy Independence and Security shall submit a report of its findings and recommendations under section 1, together with any necessary implementing legislation, to the joint standing committee of the Legislature having jurisdiction over utilities and energy matters. After its review of the report, the joint standing committee may submit a bill to the First Regular Session of the 125th Legislature relating to the report.



## 38 §2101. SOLID WASTE MANAGEMENT HIERARCHY

### 38 §2101. SOLID WASTE MANAGEMENT HIERARCHY

**1. Priorities.** It is the policy of the State to plan for and implement an integrated approach to solid waste management for solid waste generated in this State and solid waste imported into this State, which must be based on the following order of priority:

- A. Reduction of waste generated at the source, including both amount and toxicity of the waste; [1989, c. 585, Pt. A, §7 (NEW).]
- B. Reuse of waste; [1989, c. 585, Pt. A, §7 (NEW).]
- C. Recycling of waste; [1989, c. 585, Pt. A, §7 (NEW).]
- D. Composting of biodegradable waste; [1989, c. 585, Pt. A, §7 (NEW).]
- E. Waste processing that reduces the volume of waste needing land disposal, including incineration; and [2007, c. 583, §7 (AMD).]
- F. Land disposal of waste. [1989, c. 585, Pt. A, §7 (NEW).]

It is the policy of the State to use the order of priority in this subsection as a guiding principle in making decisions related to solid waste management.

[ 2007, c. 583, §7 (AMD) .]

**2. Waste reduction and diversion.** It is the policy of the State to actively promote and encourage waste reduction measures from all sources and maximize waste diversion efforts by encouraging new and expanded uses of solid waste generated in this State as a resource.

[ 2007, c. 192, §2 (NEW) .]

#### SECTION HISTORY

1989, c. 585, §A7 (NEW). 2007, c. 192, §2 (AMD). 2007, c. 583, §7 (AMD).

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**Annual Employee Performance Evaluation**

Employee: Click here to enter text.

Period Covered: Click here to enter text.

Position: Click here to enter text.

Department: Click here to enter text.

Evaluator: Click here to enter text.

**EMPLOYEE OBJECTIVES FOR THE PERIOD INDICATED ABOVE:**

For the choices provided, select the appropriate rating from the drop-down menu (choices are “Did not meet”, “Partially met”, “Met”, “Exceeded” or “Exceptional”). Review objectives below, which were determined during the previous evaluation and evaluate to what extent they were achieved during the above indicated period. Identify all factors that may have allowed the objective to be met, or may have caused the objective to not be met.

**Goals:**

Click here to enter text.

**Accomplishments:**

Click here to enter text.

**Evaluator Comments:**

Click here to enter text.

Rating: Choose an item.

**Goals:**

Click here to enter text.

**Accomplishments:**

Click here to enter text.

**Evaluator Comments:**

Click here to enter text.

Rating: Choose an item.

**Goals:**

Click here to enter text.

**Accomplishments:**

Click here to enter text.

**Evaluator Comments:**

Click here to enter text.

Rating: Choose an item.

**Goals:**

Click here to enter text.

**Accomplishments:**

Click here to enter text.

**Evaluator Comments:**

Click here to enter text.

Rating: Choose an item.

**Goals:**

Click here to enter text.

**Accomplishments:**

Click here to enter text.

**Evaluator Comments:**

Click here to enter text.

Rating: Choose an item.

---

**Goals:**

Click here to enter text.

**Accomplishments:**

Click here to enter text.

**Evaluator Comments:**

Click here to enter text.

Rating: Choose an item.

---

**EMPLOYEE PERFORMANCE IN KEY AREAS**

This section to be used to describe employee performance, for the period indicated at the top of the first page, in specific skill areas. For the choices provided, select the appropriate rating from the drop-down menu (choices are "Not applicable", "Did not meet", "partially met", "Met", "Exceeded" or "Exceptional") and provide comments as appropriate.

---

**Communication:**

Communicates well, both verbally and in writing.

Rating: Choose an item.

Produces accurate and timely reports.

Rating: Choose an item.

Delivers effective presentations and/or briefings.

Rating: Choose an item.

Shares information and ideas with others.

Rating: Choose an item.

Has good listening skills.

Rating: Choose an item.

**Comments and suggestions:**

Click here to enter text.

---

**Initiative:**

Takes on work related problems.

Rating: Choose an item.

Seeks additional responsibilities.

Rating: Choose an item.

Recognizes and acts on opportunities.

Rating: Choose an item.

Generates new ideas and initiates action.

Rating: Choose an item.

Practices self development.

Rating: Choose an item.

Works additional hours to meet job demands.

Rating: Choose an item.

Takes the initiative to resolve challenges.

Rating: Choose an item.

Takes the initiative to include others.

Rating: Choose an item.

**Comments and suggestions:**

Click here to enter text.

---

**Job knowledge:**

Understands job duties and responsibilities.

Rating: Choose an item.

Has necessary job and technical skills and knowledge.

Rating: Choose an item.

Understands and promotes company missions and values.

Rating: Choose an item.

Keeps current with new developments.

Rating: Choose an item.

**Comments and suggestions:**

Click here to enter text.

---

**Dependability:**

Meets commitments.

Rating: Choose an item.

Builds an appropriate bank of Paid Leave or Sick Time.

Rating: Choose an item.

Accepts accountability.

Rating: Choose an item.

Handles change.

Rating: Choose an item.



Stays positive and focused under pressure.

Rating: Choose an item.

Meets attendance requirements and works beyond required work schedule.

Rating: Choose an item.

**Comments and suggestions:**

[Click here to enter text.](#)

---

**Interpersonal skills:**

Builds effective relationships with fellow staff.

Rating: Choose an item.

Has good listening skills.

Rating: Choose an item.

Seeks feedback and constructive criticism.

Rating: Choose an item.

Networks and builds work related relationships.

Rating: Choose an item.

Is flexible and open-minded.

Rating: Choose an item.

Negotiates effectively.

Rating: Choose an item.

Is a good team player.

Rating: Choose an item.

**Comments and suggestions:**

[Click here to enter text.](#)

---

**Productivity:**

Manages assigned, reasonable workload.

Rating: Choose an item.

Takes on additional responsibilities as needed.

Rating: Choose an item.

Manages priorities.

Rating: Choose an item.

Develops and follows clearly defined work procedures.

Rating: Choose an item.

Manages time well.

Rating: Choose an item.

Handles information flow.

Rating: Choose an item.

Carefully manages expenses and budgets.

Rating: Choose an item.

**Comments and suggestions:**

[Click here to enter text.](#)

---

**Organization:**

Completes assignments & duties as assigned.

Rating: Choose an item.

Comes prepared for meetings.

Rating: Choose an item.

Follows through with action items.

Rating: Choose an item.

Keeps information organized and accessible.

Rating: Choose an item.

Maintains clean and functional work space.

Rating: Choose an item.

Prioritizes tasks and manages work flow.

Rating: Choose an item.

Manages time well.

Rating: Choose an item.

Able to manage multiple projects or tasks.

Rating: Choose an item.

**Comments and suggestions:**

[Click here to enter text.](#)

---

**Supervision:**

Expects high levels of performance.

Rating: Choose an item.

Maintains safety as a priority.

Rating: Choose an item.

Recognizes and reinforces outstanding performance and initiates feedback.

Rating: Choose an item.

Displays vigor and enthusiasm for work.

Rating: Choose an item.

Is respectful and fair.

Rating: Choose an item.

Strives to improve employee morale.

Rating: Choose an item.

Communicates effectively with staff.

Rating: Choose an item.

Supports management goals and objectives.

Rating: Choose an item.

Takes on new projects and responsibilities.

Rating: Choose an item.

**Comments and suggestions:**

[Click here to enter text.](#)

---

**OVERALL PERFORMANCE SUMMARY**

Summary of overall achievement and performance:

Rating: Choose an item.

Evaluator Comments:



Click here to enter text.

Final evaluator suggestions:

Click here to enter text.

---

EMPLOYEE COMMENTS:

Click here to enter text.

---

Signature of evaluator: \_\_\_\_\_

Date: Click here to enter a date.

Signature of employee: \_\_\_\_\_

Date: Click here to enter a date.

---

Evaluators' supervisor:

Comments and suggestions:

Click here to enter text.

Signature: \_\_\_\_\_

Date: Click here to enter a date.