

ecomaine

Memorandum

DATE: June 07, 2018

TO: Chairman and Members of the Board

FROM: Kevin H. Roche, CEO/General Manager

SUBJECT: **Agenda for the Board of Directors Annual Meeting**

The Annual Meeting is scheduled for **June 14, 2018 @ 11:30 a.m. located at Brick South @ Thompson Point**. The agenda for this meeting is as follows:

1. Welcome: Troy Moon, Chairman of the Board
2. Approval of the Minutes (*Attachment A*)
3. Finance & Audit Committee Report – Mike Shaw, Chair
4. Outreach & Recycling Committee Report – Caleb Hemphill, Chair
5. Nominating Committee Report – Tony Plante, Chair
6. Vote on Officer and Committee Appointments (*Attachment B*)
7. eco-Excellence Award Winners:
 - Ruth Libby – Ruth’s Reusable Resources – Non-Profit Leadership
 - David Pope – Massabesic Middle School – Individual Leadership
 - Tom Halstead – Allagash Brewing Company – Business Leadership
8. Remarks from Kevin Roche, CEO
9. **Guest Speaker:** **David Biderman - CEO & Executive Director, Solid Waste Association of North America (SWANA)**

SWANA Scholarship Award Presentation:
Taylor Dostie, Freeport High School
10. Closing Remarks from Matthew Frank incoming Chairman & President

ecomaine

Memorandum

DATE: June 4, 2018
TO: Chairman and Members of the Board
FROM: Kevin H. Roche, CEO/General Manager
SUBJECT: Board of Directors Minutes – May 17, 2018

There was a **Full Board of Directors Meeting** held on the date noted above. The meeting was called to order by Troy Moon, Chairman.

Item #1: Approval of the Minutes

Mike Shaw motioned to accept the minutes as written. The motion was seconded by Bill Shane. All in favor.

Item #2: Investment Update: HM Payson – Presentation by Daniel Lay

Daniel Lay presented the investment performance review of **ecomaine's** portfolio equities and allocations for the 3rd Quarter ending 03/31/2018. The presentation included a breakdown by performance groups.

There was a brief Q & A period regarding our investments and cash to cover current capital improvement projects.

The board directed staff to review work with HM Payson to evaluate what are the cash needs of **ecomaine** from now to June 30, 2018.

Item #3: Outreach & Recycling Committee Report, Caleb Hemphill, Chair

Caleb reported out on the recycling program partnership between the Red Claws & the City of Portland. The final waste audit results were 5% higher than the goal set.

The committee reviewed 20 submissions for the Recycling Work of Art Contest, 6 of the 20 submissions were selected and awarded.

The next meeting of the committee will be in September, 2018.

Item # 4: Finance & Audit Committee Report, Mike Shaw, Chair

Mike reported out that the Finance & Audit Committee met on March 22nd to review the FY 19 Budget and met today and discussed the following:

Budget Review FY 19

Staff provided an overview of the FY 19 budget and the committee reviewed it (Budget for FY 19). The committee is recommending to the Full Board to accept

the budget as presented on March 15, 2018.

The committee will review cash flow and projects in September; based on the review we will consider increasing tipping fees to align revenue and expenses.

With the fluctuating recycle and energy markets and significant major projects, our cash balance is expected to decline. We have discussed these cash balance changes each year during our review of our 5 Year Plan.

Financial Audit FY 18

Amy Chasse from RKO was present for our committee meeting and the following was discussed:

- Reviewed the roles and responsibilities for all involved with the Audit.
- We reviewed the Management Letter from FY 17 and staff reported out on the progress of the 2 areas where improvements could be made.
- We reviewed the engagement letter and schedule for the FY 18 Audit.

Financials FY 18

- Financials were reviewed by the committee and will be addressed by General Manager during Manager's Report.

Item # 5: Budget Approval

Based on the recommendations of the Finance & Audit Committee and Staff, Rod Regier motioned to accept the Budget as presented on March 15th, 2018. The motion was seconded by Bill Shane. The motion was unanimously approved.

Item # 6: Recycling Markets – Presentation by Kevin Roche on Current Markets and China

Kevin Roche provided a presentation on the current recycling markets reflecting on the following:

- State of the Recycling Markets and economic impacts.
- China's contamination standards.
- Residential contamination challenges from member communities.

After the presentation, there was a lengthy discussion on contamination and how communities are being charged. The board agreed with the General Manager's recommendation that **ecomaine** should cover these fees for owner communities through the summer months and re-evaluate market conditions in September to decide if fees should be charged for owner communities.

Kevin reviewed with the board our current efforts in reducing contamination. This includes educational sessions here at **ecomaine** for all communities, distributing

educational materials, earned media stories, interviews, tours, presentation, TV, Radio, etc.

Greg L'Heureux recommended utilizing community television for education. Rod Regier inquired as to **ecomaine's** ability to identify the location where a silver bullet was picked up and report out its level of contamination.

Staff will research this information and get back to the board. In addition, staff will provide each board member with a report on the contamination coming from their community.

Item #7: **Managers' Report:**

Due to time constraints, the Managers Report was deferred and the board moved directly to Executive Session to conduct the CEO performance review.

Item # 8: **EXECUTIVE SESSION: CEO Evaluation Review**

All board members were encouraged to participate. The Board went into Executive Session for discussion or consideration of evaluation and compensation of the CEO, under section 405, of the Title 1 of the Maine Revised Statutes.

Christopher Branch made the motion to go into Executive Session for the purpose of conducting the GM/CEO's performance review at 5:25 pm. The motion was seconded by Sherri Benner. All in favor.

Matthew Frank motioned to end the Executive Session at 6:10pm. The motion was second by Bill Shane. All in favor.

Dave Morton made a motion to authorize the CEO's compensation to increase by a total of 4% with the following allocation: No more than 2% may be applied to salary. Up to 4% may be applied to a Retirement Health Savings Plan. The Board finds that retirement contributions should be capped at the current level. The motion was second by Caleb Hemphill. All in favor.

Len Van Gaasbeek motioned to adjourn. The motion was seconded by Christopher Branch. All in favor.

Present:

Dennis Abbott, Maxine Beecher, Sherrie Benner, Anne Bilodeau, Linda Boudreau, Alan Bradstreet, Christopher Branch, Bill Donovan, Matthew Frank, Caleb Hemphill, Greg L'Heureux, Maureen McDevitt, Troy Moon, Dave Morton, Bob Randall, Rod Regier, Bill Shane, Mike Shaw, Erik Street, Matthew Sturgis & Len Van Gaasbeek

Staff:

Cosmo DiPierro, Matt Grondin, Denise Mungen, Kevin Roche & Kevin Trytek

Guest:

DRAFT

Members of the Executive Committee
Slate of Officers for FY 19

Officers of the Executive Committee:

Matthew Frank	Chairman	06/30/2019
Mike Shaw	Vice Chairman	06/30/2019
Erik Street	Treasurer	06/30/2019
Caleb Hemphill	Secretary	06/30/2019
Troy Moon	Past President	06/30/2019

District Members of the Executive Committee:

Dave Morton	District 1 – Bridgton, Casco, Gray & Harrison (Deborah Cabana – Alternate)	06/30/2021
Jeff Amatrudo	District 2 – Hollis, Limington, Lyman, Waterboro (Len Van Gaasbeek - Alternate)	06/30/2021
Tony Plante	District 3 – Gorham & Windham	06/30/2021
Bill Shane	District 4 – Cumberland, Freeport, North Yarmouth, Pownal & Yarmouth (Alternate – Rod Regier)	06/30/2021
Caleb Hemphill	District 5 – Falmouth & Cape Elizabeth	06/30/2020
Christopher Branch	Portland	06/30/2021
Anne Bilodeau	Portland	06/30/2021
Bill Donovan	Scarborough	06/30/2020
Linda Boudreau	South Portland	06/30/2021

Finance & Audit Committee		Outreach & Recycling Committee	
Erik Street, Chair	Troy Moon	Caleb Hemphill, Chair	Bob Randall
Bill Shane, Vice Chair	Dave Morton	Jeff Amatrudo	John Tibbets
Dennis Abbott	Tony Plante	Maxine Beecher	Rob Wood
Anne Bilodeau	Rodney Regier	Alan Bradstreet	
Linda Boudreau	Mike Shaw	Bill Donovan	
Christopher Branch	Len Van Gaasbeek	Jamie Garvin	
Matthew Frank		Maureen McDevitt	
Greg L'Heureux		Rita Perron	