



Memorandum

DATE: January 31, 2018
TO: Chairman and Members of the Board
FROM: Kevin H. Roche, CEO/General Manager
SUBJECT: Board of Directors Minutes – January 18, 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 @ 4:03pm.

Item #1: Minutes

Maxine Beecher motioned to accept the minutes as written. The motion was seconded by Dave Morton. All in favor.

Item #2: Outreach & Recycling, Caleb Hemphill, Chair

Caleb provided highlights from the November 9, 2017, Outreach & Recycling Committee Meeting:

- Staff has received several nominations for eco-Excellence Awards. The deadline for submission is January 19, 2018.
- **ecomaine** had media attention in December and January in the Portland Press Herald, Maine Public Radio & Pen Bay Pilot. The coverage was related to the lithium-ion battery fire at our recycling facility and China's new import restrictions on recycling materials.

The next meeting of the Outreach & Recycling Committee is January 25, 2018.

Save the Date: March 6, 2018 eco-Excellence Award Ceremony luncheon from 11:30am – 1:30pm (snow date is March 20).

Item #3: Audit Committee, Erik Street, Chair

The Audit Committee last met today in a joint meeting with the Finance Committee. The committee's discussions were as follows:

- Discussed Staff's overview of the Finance and Audit Committee functions and the pros and cons of the committees merging.
- Reviewed correspondence on the committee merger from RKO (our Auditor) and Jensen Gardiner Baird & Henry (our legal counsel).
- Discussion on staff's recommendation on merging the two committees together.
- Reviewed the redline version of the by-laws outlining the committee changes.

The next meeting will be the first meeting of the combined Finance & Audit Committee and will be held on March 22, 2018 at 4pm (Budget Workshop).

All are welcome to attend.

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

Mike Shaw provided a summary of the discussions of today's Joint Audit/Finance Committee Meeting

The Cash Disbursement were reviewed and no issues were noted.

The main focus of today's meeting was to discuss the merging of the two committees (Finance & Audit Committee) into one committee for the purpose of efficiency.

After review and discussion, the committees recommend to the board that the committees be merged. The committee will review current representation and ensure all districts are included in the composition of the merged committee.

Amendment to the By Laws on the Combining of the Finance & Audit Committee (Attachment C)

Mike Shaw motioned to amend the red line version of the by-laws on the merging of the Finance & Audit. The motion was seconded by Maxine Beecher. All in favor

The next meeting of the combined committee is March 22, 2018 for a Budget Workshop.

All are invited to attend.

Item #5 – 1st Reading of the Cash Reserve and Investment Policy

Chairmen Moon requested Matthew Frank Vice Chairmen provide the board with brief on the recommended changes to the investment policy. (**Attachment D**) – First Reading of the Amendments to the Cash Reserve and Investment Policy. The Chairman asked if there were any comments or concerns, none were raised. Final reading will be held March 15.

After a brief discussion, Bill Shane recommended that HM Payson our investment advisors attend the March 15, 2018 meeting for the second reading.

Staff will coordinate this meeting.

Item #6: Resolution – Provider change for ecomaine Retirement Plan

Kevin Roche provided a recap on the issues with our current provider of retirement benefits (Met Life) and the issues of fees, the diminishment of services, etc. Kevin discussed the alternatives reviewed and the conclusion of staff's investigation. Staff recommended to the board that we change providers to ICMA-RC for more consistent and comprehensive services and terminate services with Met-Life.

Bill Shane motioned to authorize staff to terminate retirement services with our current provider and begin arrangements with ICMA-RC as stated in the resolution (**Attachment E**). The motion was second by Rod Regier. All in Favor.

Public Disclosure: Greg L'Heureux abstained from voting and disclosed his role with the Advisory Committee of ICMA-RC.

Item #7: Update on Power Purchase Agreement

Kevin Roche provided an overview of the Power Purchase Agreement with Constellation. This year we opted for a 3year contract based on favorable REC pricing from Connecticut. The new contract will be \$46 per Megawatt hour. The 1st year REC price is \$13.00, 2nd year \$12.00 and the final year for \$11.00.

Item #8: Managers Report

Environmental Report Anne Hewes

Anne provided the board with an update on **ecomaine** the results of the stack test and CEMS. There was a question and answer period that followed the presentation.

LAB USA Agreement

Kevin Roche informed the board on the signed 10 year agreement with LAB USA and their work recovering non-ferrous materials from the ash. Discussions have begun on Permitting with DEP and the City of South Portland.

Financial Statements

Kevin Roche reviewed the YTD FY 18 Financial Statements.

Juniper Ridge

The Juniper Ride Landfill has requested a license amendment to extend waste disposal beyond the March, 2018 limit. **ecomaine** is requesting a public hearing on the matter.

Building Improvement Project

ecomaine Staff reviewed the initial designs of the new siding to resolve the water infiltration issues. New floor plans were also reviewed. A walk thru with prospective candidates for Construction Manager was also completed and three construction managers have been invited for interviews.

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

Present:

Jeff Amatrudo, Maxine Beecher, Sherrie Benner, Anne Bilodeau, Linda Boudreau, Christopher Branch, Deborah Cabana, Matthew Frank, Caleb Hemphill, Greg L'Heureux, Troy Moon, Maureen McDevitt, Dave Morton, Tony Plante, Bob Randall, Rod Regier, Bill Shane, Mike Shaw, Erik Street, Matthew Sturgis, Len Van Gaasbeek & Rob Wood

Staff:

Arthur Birt, Denise Mungen, Kevin Roche & Kevin Trytek