

ecomaine
Memorandum

DATE: May 8, 2025
TO: Chairman and Members of the Board
FROM: Kevin H. Roche, CEO/General Manager
SUBJECT: Agenda – Executive Committee Meeting

There is an **ecomaine** Executive Committee Meeting **scheduled for May 15, 2025 @ 4pm**. The meeting will be held at **ecomaine – 64 Blueberry Road, Portland Maine**.

The agenda for this meeting is as follows:

1. Approval of the Minutes (*Attachment A*)
2. Outreach & Recycling Committee Report – Caleb Hemphill, Chair
3. Finance & Audit Committee Report – Michael Foley, Chair
4. Ratification of Reallocation Resolution (*Attachment B*)
5. Review of Leachate Transport Agreement with Kimberly-Clark Corporation
6. Manager’s Report:
 - Update – Recycling Market

Financial Statements **FY 25 (Year-to Date)** (*Provided under separate cover*)

- Financial Summary
- Tonnage
- Statement of Revenue & Expenses
- Statistical Data
- Summary Analysis of All Tons by Community
- Electrical Generations Summary

7. **Executive Session: Report from the Review Committee on the GM Evaluation.** (The Executive Committee may wish to go into Executive Session for any of the above items under Section 405(6)(A) of Title 1 of the Maine Revised Statutes.)

8. Other:

Future Committee Meetings:

Outreach & Recycling Committee 05-22-2025 @ 4pm
Annual Board of Directors Meeting 06-18-2025 @ 11am (Note New Date)

DATE: February 27, 2025

TO: Chairman and Members of the Board

FROM: Kevin H. Roche, CEO/General Manager

SUBJECT: Executive Committee Meeting Minutes – February 13, 2025

There was an **Executive Committee Meeting** held at **ecomaine** on the date noted above. The meeting was called to order by Erik Street, Chair.

Item 1 – Approval of the Minutes:

Troy Moon motioned to approve the minutes from November 21, 2024. The motion was second by Caleb Hemphill. All in favor.

Item 2 – Outreach & Recycling Committee Report – Caleb Hemphill

Caleb reported that the committee met prior to the Executive Committee meeting today and provided the following information:

- **EPA Grant** – The committee received a presentation from Zoe Malia, Program Manager Multi Family Outreach & Recycling Grant through EPA. The program’s objective is to improve recycling access, awareness and participation in multifamily dwellings.
- **P.R & Outreach** – Staff have reached 76,164 people for FY 25 through a multitude of outreach activities such as school assemblies, community events, tours, transfer station visits and other outreach efforts.
- **eco-Excellence** – The Annual eco-Excellence Awards nominations will begin next week, the deadline is April 4, 2025, at which time the committee will begin reviewing. Winners will be announced on Earth Day in April. He asked the committee to consider nominating an individual, business or organization that exemplifies best practices in waste diversion.

Item 3 – Finance & Audit Committee Report – Michael Foley, Chair:

Michael Foley reported the following recap:

- **Budget FY 26 Development** – Staff are developing the FY 26 Budget and anticipate presenting to the Full Board on March 20 and Budget Review on March 27. Staff plans to present to the full board on April 17.

Michael noted that next on the agenda is a presentation on Green Bonds that Greg L'Heureux (Staff) will be presenting to the Executive Committee.

The next meeting as noted of the Finance & Audit Committee is March 27, 2025, at which time we will review the proposed FY 26 Budget. All are welcome to attend.

Item 4 – Discussion on Designating the 2025 Revenue BONDS as Green BONDS:

Greg L'Heureux (Staff) provided a presentation on Green Bonds (*See attached*).

Item 5 – Power Purchase Agreement:

Kevin Roche (Staff) reported that the memorandum sent out to the board on our new Power Purchase Agreement. He stated that our last contract added a Master Service Agreement which allowed us to lock in more easily and to extend the contract. We have a team of staff that monitor the rates and a consultant with Daymark who we have worked with for several years.

Last year staff asked the board that if pricing became favorable on rates if we could lock in a new contract. Based on the favorable information, we were able to lock in a contract with a 40% increase in our contract pricing.

Item 6 – Recycling Facility (MRF):

- **Lease Agreement** – Last month the board approved going forward with negotiations with the property owner William Binnie. Negotiations started at \$4.00 a square foot for the addition which is approximately 11,000 square feet. The primary reason for the extension on the tipping floor is based on Fire Safety. The additional space will also allow us to deal with fires in a more efficient manner, allow better access to maintenance on equipment and more bale storage.

Kevin Roche (Staff) started negotiations at \$2.00 a square foot and landed at \$3.00 a square foot. The cost will be approximately \$33,000 triple net. Contract has not been signed yet; we have a verbal agreement that is in place, attorneys have drawn up contracts and they will go into effect on occupancy. There was a brief discussion on taxes.

- **Equipment** – The Vendor has been selected we are in final negotiations on the design, equipment, layout, final cost and terms of the contract. Most of the terms of the contract have been worked out, but the final terms are challenging. Machinex has given us a not to exceed pricing and has taken responsibility for any imposed tariffs on more than \$600,000. We have a credit coming back to us of roughly \$600,000 if there are no tariffs associated with the project. We currently have a verbal agreement and hope to sign an agreement in the coming days.

Item 7 – New Member Communities:

Kevin Roche (Staff) reported out that the Town of Kennebunk has passed through their special town meeting to become an owner community. The decision is still pending approval from the full select board. We have full support from the Town Manager and Staff as well as many of the select board members. Kevin noted that last month staff reviewed the agreements with the committee and noted that the only push back with some communities is the non-appropriation clause. We are still working on the language that might be included in the contracts. There was a brief discussion.

Item 8 – Managers Report:

- **Turbine Litigation – ecomaine** received notice that PSG would like to schedule mediation and has been scheduled for May 14, 2025. One of the requirements that we will need from the board next month and we can invite Erica Johanson from Jensen Baird for discussion. Staff will need authorization for resolution.

We will not know what this will look like and the board will need to get comfortable with staff going into mediation with the ability to formulate a resolution. We can discuss what exactly that means and what we are looking for and would caution with putting to many parameters around it because we don't know exactly how this will land. Staff will need flexibility to avoid going to court. There was a brief discussion.

- **EPR Education Session** – We have an EPR Educational Session at UMass Amherst. This a Regional effort and SWANA will be involved. It is important for New England to have EPR Laws with consistency.
- **Recycling Markets** – We were having issues with mixed paper; it started with the threat of the long shareman's strike and continued for quite some time. All loads as of yesterday were picked up and shipped out. Kevin Roche (Staff) reviewed other areas of the recycling market commodities. Kevin also reviewed revenues and other areas of finances.

Adjourn:

Troy Moon made a motion to adjourn. The motion was seconded by Tim Thompson. All in favor.

Present: Anne Bilodeau, Linda Boudreau, Dave Durrell, Michael Foley, Caleb Hemphill, Troy Moon, Rod Regier, Erik Street & Timothy Thompson

Staff: Greg L'Heureux, Wei Huang, Denise Mungen, Kevin Roche & Kevin Trytek

ecomaine
Board of Directors

**RESOLUTION AUTHORIZING THE REALLOCATION OF BOND
AUTHORIZATIONS AMONG FINANCED PROJECTS AND ADDITIONAL FUNDS
FOR THE NEW MATERIALS RECOVERY FACILITY PROJECT AND REMOTE
PUMP STATION PROJECT**

WHEREAS, ecomaine is the lessee of the property located at 90 Blueberry Road in Portland (the “Property”) pursuant to that certain Agreement of Lease with Sturbridge Real Estate Corporation dated as of June 8, 2023; and

WHEREAS, ecomaine’s Board of Directors (the “Board”) approved a resolution on October 19, 2023, authorizing the CEO/General Manager or, in the event of his absence or other inability to act, the Acting CEO/General Manager to take steps necessary to pursue the development of a new Materials Recovery Facility (the “New MRF”) at the Property, including, without limitation, selecting and engaging a municipal advisor and bond counsel to facilitate the issuance of the bonds needed to finance the New MRF; and

WHEREAS, ecomaine engaged the services of two engineering firms, RRT Design & Construction and St. Germain (collectively, the “Engineers”), to initiate the design and permitting process for the development of the New MRF at the Property, which had a preliminary, non-binding estimate of cost of approximately twenty-five million dollars (\$25,200,000); and

WHEREAS, pursuant to Section 5(L) of the Eco Maine Interlocal Solid Waste Agreement dated as of December 1, 2005 (the “Interlocal Agreement”), Article IV, Section 13 of the By-Laws of ecomaine adopted on April 13, 2006 (the “Bylaws”), as amended, Title 13-B, Chapter 2, Title 30-A, Chapter 115, Title 10, Chapter 110, Subchapter IV and Title 38, Section 1304-B of the Maine Revised Statutes, the Board approved a resolution (the “Bond Resolution”) on January 18, 2024 authorizing the issuance of bonds and notes in an aggregate principal amount not to exceed \$35,500,000 (the “Bonds”), for the purpose of funding the costs of the following projects and in the following principal amounts for such projects, subject to reallocation as set forth in said Bond Resolution: (a) \$25,200,000 for costs of (i) the planning, design and construction of modifications, repairs and improvements to the New MRF to replace the Existing MRF, (ii) the installation of a new sortation system in the New MRF to increase the capacity and improve the sortation system process of ecomaine, and (iii) equipment acquisition at the New MRF; (b) \$600,000 for costs associated with the connection of electrical services from the Waste to Energy facility to the New MRF in order to provide electrical supply for the New MRF (the “MRF Electrical Connection”); (c) \$5,750,000 for costs of the planning, design and construction of (i) improvements to the Phase 2 East B landfill cell to provide approximately seven years of additional space to landfill waste and (ii) improvements to the Landfill 10B pump station to provide greater capacity to service the existing landfill and the new flows coming from the Phase 2 East B landfill cell; (d) \$1,500,000 for costs of the planning, design and construction related to the replacement of the Landfill remote (West) pump station servicing ecomaine’s landfill and the Kimberly Clark landfill; (e) \$1,300,000 for costs associated with resurfacing the tipping hall floor located at the Waste to Energy Facility with a high strength durable material; (f) \$600,000 for costs of boiler economizer replacements at the Waste to Energy Facility; and (g) \$550,000 for costs of planning, design, installation and construction of ventilation and dust control improvements at the Waste to Energy Facility;

WHEREAS, the estimated cost for improvements of certain projects has increased as follows: 1.) \$30,924,000 combined total estimate for the New MRF (project a above) and the MRF Electrical

Connection (project b above) (collectively the “New MRF Project”), and 2.) \$2,248,000 total estimate for the Landfill remote (West) pump station (project d above) (the “RPS Project”); and

WHEREAS, to enable the New MRF Project and the RPS Project to proceed, the Board, as the body established and authorized under the Interlocal Agreement and the Bylaws to exercise such powers on behalf of ecomaine, desires to reallocate the \$35,500,000 aggregate principal amount of the Bonds and authorize the expenditure of additional funds of ecomaine.

NOW THEREFORE, BE IT HEREBY RESOLVED BY THE BOARD OF DIRECTORS OF ECOMAINE AS FOLLOWS:

1. The Board hereby approves the reallocation of the principal amounts of the Bonds authorized under the Bond Resolution, among the projects as follows:
 - (a) \$26,364,000 for costs of (i) the planning, design and construction of modifications, repairs and improvements to the New MRF to replace the Existing MRF, (ii) the installation of a new sortation system in the New MRF to increase the capacity and improve the sortation system process of ecomaine, and (iii) equipment acquisition at the New MRF;
 - (b) \$700,000 for costs associated with the connection of electrical services from the Waste to Energy facility to the New MRF in order to provide electrical supply for the New MRF;
 - (c) \$5,210,000 for costs of the planning, design and construction of (i) improvements to the Phase 2 East B landfill cell to provide approximately seven years of additional space to landfill waste and (ii) improvements to the Landfill 10B pump station to provide greater capacity to service the existing landfill and the new flows coming from the Phase 2 East B landfill cell;
 - (d) \$2,040,000 for costs of the planning, design and construction related to the replacement of the Landfill remote (West) pump station servicing ecomaine’s landfill and the Kimberly Clark landfill;
 - (e) \$1,136,000 for costs associated with resurfacing the tipping hall floor located at the Waste to Energy Facility with a high strength durable material;
 - (f) \$0 for costs of boiler economizer replacements at the Waste to Energy Facility; and
 - (g) \$50,000 for costs of planning, design, installation and construction of ventilation and dust control improvements at the Waste to Energy Facility.
2. The Board hereby authorizes the Chief Executive Officer to identify and approve up to \$1,068,000 of reductions to the Capital Improvement Plan projects included in the Fiscal Year 2024-2025 budget as approved by the Board and appropriate up to \$935,000 of said funds to the New MRF Project, as needed, and appropriate up to \$133,000 of said funds to the RPS Project, as needed.
3. The Board hereby authorizes the expenditure of up to \$2,925,000 for the New MRF Project from the following reserve accounts:

- (a) Short-Term Capital Reserve: \$925,000
 - (b) Long-Term Capital Reserve: \$1,000,000
 - (c) Discretionary Landfill Closure Reserve: \$1,000,000
4. The Board hereby authorizes the expenditure of up to \$75,000 from the Short-Term Capital Reserve account for the RPS Project.
 5. All provisions of the October 19, 2023 resolution previously adopted by the Board shall remain in full force and effect unless expressly amended by this resolution. Except for the reallocation of the principal amounts of the Bonds expressly approved herein, the Bond Resolution shall remain in full force and effect.
 6. Any capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Bond Resolution.
 7. This resolution shall take effect immediately upon its passage.

DATED: December 19, 2024