

POLLUTION CONTROL FINANCING AUTHORITY  
OF WARREN COUNTY

MINUTES OF REGULAR MONTHLY MEETING  
February 22, 2012

Chairwoman Napolitani called the regular monthly meeting of the Pollution Control Financing Authority of Warren County to order at approximately 2:00 PM.

Authority Members present: Laurel Napolitani, Richard Mach, Todd Yanoff, and Everett Chamberlain.

ROLL CALL:	Ms. Napolitani	-	Present
	Mr. Mach	-	Present
	Mr. Yanoff	-	Present
	Mr. Chamberlain	-	Present

Also present: James Williams, Director of Operations; Charles L. Houck, Chief Financial Officer; Brian Tipton, General Counsel; Mark Swyka, Cornerstone; Rich Preiss, Gable Associates; Pat Ehrhart, Energenic ; Glenn Clouser, General Counsel, Energenic; Steve Poniatowicz, Energenic; Brandon Murdock, Energenic; Jamie Banghart, Recording Secretary.

Pledge of Allegiance / Introductory Statement

ANNUAL REORGANIZATION OF THE AUTHORITY

Mr. Williams assumed the Chair and asked for Nominations and Election of Officers of the Authority.

Mr. Chamberlain nominated Mr. Mach as Chairperson, seconded by Mr. Yanoff.

Mr. Mach was elected as Chairperson.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

The newly elected Chairperson assumed the Chair for the remainder of the meeting

Mr. Chamberlain nominated Mr. Yanoff as Vice Chair, seconded by Ms. Napolitani.

Mr. Yanoff was elected as Vice Chair.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Mr. Chamberlain made a motion to hold off on the nominations of the Treasurer and the Secretary until we have a full Board, seconded by Mr. Mach.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

### MINUTES

The minutes of the regular meeting of January 25, 2012 were presented for approval. Mr. Chamberlain moved for acceptance of the minutes as presented, seconded by Mr. Mach.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

Mr. Mach moved for the acceptance of the Executive Session minutes from the January 25, 2012 meeting, seconded by Mr. Chamberlain.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

### ANNUAL RESOLUTIONS

Mr. Mach motioned to approve all annual administrative resolutions R-02-02-12 through R-02-12-12 with the one exception of R-02-11-12 Cash Management Plan requires a signature of the Secretary, in lieu of the Secretary not being appointed, the Chairperson can sign.

Mr. Chamberlain made a motion to move the resolutions R-02-02-12 through R-02-12-22, seconded by Mr. Yanoff.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

Mr. Chamberlain made a disclosure stating that he does sit as a Director at First Hope Bank.

### CORRESPONDENCE

None

### PUBLIC COMMENTS (AGENDA ITEMS ONLY)

None

### PRESENTATIONS

Mr. Williams stated that the Presentations as presented on the Agenda will be discussed under the Facilities/Recycling portion of the Agenda.

## FACILITIES/RECYCLING

Mr. Williams presented the Solar Project team from Energenic, Gable Associates, and Cornerstone. Mr. Preiss presented a power point presentation as a summary of the Power Purchase Agreement of the Solar Project.

Mr. Williams requested a motion to approve the Solar Panel Power Purchase Agreement and the Solar Panel System Site License Agreement with an additional item that is an amendment to the existing Power Purchase Agreement on the Landfill Gas to Energy that has been reviewed by the Project team and Counsels on both sides.

Mr. Mach made a motion to approve Solar Panel Power Purchase Agreement, seconded by Mr. Chamberlain.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Mr. Mach made a motion to approve the Solar Panel System Site License Agreement, seconded by Mr. Chamberlain.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Mr. Mach motioned to approve the recently added amendment to the Power Purchase Agreement from gas to energy, seconded by Mr. Chamberlain.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

The grass mowing bids were presented by Mr. Williams. Mr. Williams stated that once the solar panels are installed, it will save us approximately \$200.00 per month on the grass mowing.

Mr. Chamberlain made a motion that the Board grants a contract to A.C.E. Landscape, seconded by Mr. Mach.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Mr. Williams presented the Household Hazardous Waste bid. One bid was received from Radiac Environmental.

Mr. Chamberlain motioned to approve the bid from Radiac Environmental to provide the recycling for the Household Hazardous Waste Events, seconded by Mr. Yanoff.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

Mr. Williams presented the bid for the Electronic recycling. One bid was received from Newtech Recycling with a zero dollar cost for the PCFAWC and a \$.03/lb payback.

Mr. Chamberlain motioned to accept the bid from Newtech Recycling with the exclusion of the total fee column, seconded by Mr. Mach.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

Mr. Swyka reported on the sulfur removal system. Mr. Swyka has done some preliminary investigation with the NJ DEP with the respect to how they would receive that modification. Discussions have been made principally with the air group. As a result of the discussion held with the NJ DEP, Mr. Swyka stated that the indications he received are favorable and indicated that it could be treated potentially as a minor modification to the permit. This is a preliminary determination. A trip to Cape May to see the sulfur removal system will be coordinated amongst Mr. Swyka, the Board and Mr. Williams. Mr. Swyka is in the process of working through a Tier 2 testing protocol with NJ DEP for the landfill gas evaluation and the stack testing for the flare.

Mr. Swyka gave an update on the Cell 5 construction. A certification report on the first half of Cell 5A was sent to NJ DEP on January 31, 2012. A preliminary reaction was provided from NJ DEP that the report looks good and expecting approval in the very near future. Atlantic Lining took a winter break after achieving substantial completion on Cell 5A. Atlantic Lining planned to resume work sometime in early April. A mild winter has enabled them to return earlier. Atlantic Lining contacted Mr. Swyka and would like to remobilize to continue the work on the cell construction next week.

Mr. Williams reported on the treatment plant operations. Everything is running good. We are slowly beginning to increase our discharges.

Landfill operations continue to run good. Tonnages are still good attributed to the mild winter.

Recycling tonnages are up.

Mr. Williams informed the Board that Nancy Mason will be going out in the month of April for double knee surgery. She will be out for approximately 10 weeks.

#### FINANCE/PERSONNEL

Mr. Houck gave the financial report. He stated that we are doing very well.

Mr. Chamberlain made a motion to approve the Resolution to Pay Bills (R-02-01-12) [\$1,010,062.66], seconded by Mr. Mach.

ROLL CALL: Ms. Napolitani - Yes  
Mr. Mach - Yes  
Mr. Yanoff - Yes  
Mr. Chamberlain - Yes

Hauler Agreements were presented by Mr. Williams. He requested from the Board, an approval for signatures on the received contracts from haulers.

Mr. Mach made a motion to approve the contracts, seconded by Mr. Chamberlain.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

#### NEW BUSINESS

Mr. Chamberlain made a motion for PCFA to waive the attorney client privilege for Mr. Jones to participate in the investigation process as requested by Judge Wolfson and his team but, that waiver is limited to his participation in the investigation at this time, seconded by Mr. Mach.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

#### GENERAL COUNSEL'S REPORT

None

#### OTHER BUSINESS

None

#### LOSING PUBLIC COMMENT

None

#### PRESS COMMENTS & QUESTIONS

None

#### EXECUTIVE SESSION

Mr. Chamberlain motioned to enter into Executive Session to discuss Potential Litigation, seconded by Mr. Yanoff commencing at 3:08 pm.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Mr. Chamberlain motioned to come out of Executive Session, seconded by Mr. Mach.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Regular session resumed at 3:27 pm.

Upon return to Regular Session, Mr. Chamberlain made a motion that we authorize counsel to investigate all opportunities for restitution of monies lost in the theft through Lucinda Janda, seconded by Mr. Yanoff.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Yanoff	-	Yes
	Mr. Chamberlain	-	Yes

Ms. Napolitani asked if the Board would like to take any action regarding two requests to the Board members with the Wolfson investigation requesting whether their attorney fees for representation for that investigation would be reimbursed by the Authority. Mr. Chamberlain stated that he testified without attorney representation. He felt there wasn't a need for an attorney or for the expense. Ms. Napolitani stated that she has retained an attorney. She was requested to go to the prosecutor's office, which she did do, along with her attorney. Her concern was that if she will be reimbursed for that. Ms. Napolitani does care to have representation, and feels one other Board member felt the same. This other Board member is requesting the same answer. Ms. Napolitani asked the Board for an opinion. Mr. Mach replied that there was apparently no comment. Ms. Napolitani then asked Mr. Tipton where do we go from here. Mr. Tipton replied, if there's not going to be a motion to take action, then there's no action to be taken. Mr. Tipton also stated to Ms. Napolitani, that she has asked if anyone is willing to entertain the idea to approve or deny, and no one is willing to take any action at this time. Mr. Tipton stated that it fails by lack of a motion, unless, Ms. Napolitani makes the motion herself, but then she would need a second. Ms. Napolitani asked Mr. Tipton if this was voluntary to cooperate with this investigation. Mr. Tipton confirmed her question with, yes it is voluntary.

#### ADJOURNMENT

With no other business to discuss, Mr. Chamberlain motioned to Adjourn, seconded by Mr. Mach, at 3:30 pm.

ROLL CALL:	Ms. Napolitani	-	Yes
	Mr. Mach	-	Yes
	Mr. Chamberlain	-	Yes
	Mr. Yanoff	-	Yes

Respectfully submitted by:  
Jamie Banghart

Recording Secretary

Approved: 03/28/12