

POLLUTION CONTROL FINANCING AUTHORITY
OF WARREN COUNTY

MINUTES OF REGULAR MONTHLY MEETING

August 26, 2019

Chairman James Cannon called the regular monthly meeting of the Pollution Control Financing Authority of Warren County to order at approximately 9:38 AM.

Authority Members present: James Cannon, Richard Mach, Bud Allen and Joseph Pryor.

ROLL CALL:	Mr. Perez	- Absent
	Mr. Mach	- Present
	Mr. Pryor	- Present
	Mr. Allen	- Present
	Mr. Cannon	- Present

Also present: James Williams, Director of Operations; Brian Tipton, General Counsel; Jason Sarnoski, Freehold Director; Alex Lazorisak, Deputy County Administrator; Jamie Banghart, Administrative Supervisor and Mariann Cliff, Recording Secretary.

Mr. Cannon stated that he would like to call the meeting to order
The Pledge of Allegiance was led by Chairman Cannon.

Mr. Cannon read the following statement: "Adequate notice of this meeting of August 26, 2019 was given in accordance with the Open Public Meetings Act by forwarding a schedule of regular meetings of the Pollution Control Financing Authority of Warren County (PCFAWC) to the Warren County Clerk, the Warren County Board of Chosen Freeholders, The Express-Times, and by posting a copy thereof on the bulletin board in the office of the PCFAWC. Formal action may be taken by the PCFAWC at this meeting. Public participation is encouraged".

Mr. Cannon stated that this agenda is subject to change and he will be changing it today. Mr. Cannon stated that they were going to jump right to their County Letter from Freeholders Counsel. Then we will have an executive session after that.

Mr. Cannon stated that he just wanted to respond on the record that frankly he is not sure what Advisor Smith has been telling the freeholders as a liaison for all this time, but 99% of what was in this letter was not true. Most of the board and everyone that comes to these meetings monthly has reached out and offered him support about this letter. Some of the words that were spoken were 'how they could not believe it.' Mr. Cannon stated that he had to almost beg a couple of members to even show up today to this meeting because they were so frustrated by whatever may be going on.

Mr. Cannon stated that he has also formed a response letter which will be sent out today after the meeting so that the Freeholders will have a formal response.

Mr. Cannon stated that the one thing he does know after twenty years or so with the landfill was this, back in the day when the original expansion was going on, there was wind in White Township that there were somethings not being done properly. They put a group of people together and came over and they made sure that things were done properly.

Mr. Cannon continued that when White Township Government found out that the formula for the host fee was improper and was not calculated properly, he came and spoke to Mr. Timothy McDonough. They straightened it out, got two years of back payments for host fees and corrected the formula. Shortly thereafter Mr. Cannon was asked to come on to the Board because they did not have a White Township representative on the Board.

Mr. Cannon stated that they had odor problems that they had to try to fix. Anytime that he thought there was something that needed to be fixed or brought forward with White Township he did that. Mr. Cannon stated that he now thinks they have a Board that does not have any conflicts of interest. There are no politics involved. The problems happened in the last 20 years of this PCFA when there were politics involved, or some of the people on the Board had conflicts of interest, with engineers and businesses.

Mr. Cannon stated that this Board has tried to avoid that. He continued and said that he was not going to make a long-winded speech, they will go into executive session afterwards and they will talk about some of the other things. Some other members had some things that they wanted to say on the record and he knew that Mr. Perez emailed him and said he had some things to say but unfortunately, he could not be here.

Mr. Cannon stated that he would like to open the floor up to anyone who would like to put anything on the record before they go into executive session.

Mr. Allen stated that he had a conversation with Mr. Sarnoski about this. Mr. Sarnoski had called him because he knew this letter had been sent out. Mr. Allen stated that he took it as a personal affront to himself as well.

Mr. Allen continued by saying to Mr. Sarnoski that he thought he knew him long enough to know that nobody was going to lead him around by the nose. To imply that he was doing things on this Board because Mr. Cannon wants him to do them is obscene to him. Personally he wonders given the tone of the letter which he finds totally off the wall and too heavy handed.

Mr. Allen asked where the hell Advisor Smith was for the last 2 ½ years? Mr. Allen continued that Advisor Smith attended most of these meetings and the executive sessions, where many of the items in this letter was being discussed. If Advisor Smith was not feeding back to you what was being said and what was being done then you have to write him a letter. A lot of what is in this letter is not true, the PCFA did not create a type 10 issue. The DEP created it, the PCFA has no responsibility for that. Contractually the PCFA cannot deal with it. The PCFA did deal with the type 10 for Oxford, Mr. Sarnoski knows that, Mr. Tipton has advised us of that. There are no loopholes in the contract, the PCFA has not dealt with type 10 except for the Oxford issue. The biggest loser in this is Oxford, eventually if this closes down Oxford loses \$600,000.00 he understands a year.

Mr. Allen stated that this kind of a letter if he was to go back fifteen twenty years ago, this is the kind of letter that may have been sent to a previous Chairman. But not this Chairman.

Mr. Pryor stated that he would just say with respect to the details of the letter he prefers to discuss that in closed session he really would want to keep the temperature in the room low and see if they can work through this.

Mr. Pryor stated that he would like to say for the record that he has enjoyed serving with everyone up here (meaning the other Board members). He has respect for everybody, he has respect for Mr. Cannon's job as Chairman. What they do, they do as an Authority, and they have healthy debate on everything here. As a Board they do not always agree, sometimes they have a split vote. The actions that are brought before the Board, are decided by the Board and he will say that openly. Mr. Pryor continued that he thinks that the rest of this can be worked out in closed session. Or he hopes that they can.

Mr. Cannon asked if anyone else would like to say anything for the record. Since Advisor Smith is not here today, he wanted to do this specifically in open session so hopefully he will read the minutes. Mr. Cannon does not know what has been going back to the Freeholders but it certainly is not what this letter says.

Mr. Mach stated that he had no comment.

Mr. Cannon asked Mr. Sarnoski and Mr. Lazorisak if they would like to add anything to the record.

Mr. Sarnoski replied that they came there for the executive. Mr. Cannon replied ok.

Mr. Cannon asked if he could have a motion to enter into Executive session to discuss this item as to, he thinks it should be called 'contracts'.

Mr. Williams asked if they would like to just stay in and discuss all other items that require closed session?

Mr. Cannon replied that he thought they need to get that straightened out first. He does not know if they will have enough members after that to even continue.

Mr. Williams stated that he defers to counsel as to what this session should be called. Mr. Tipton replied that it was a contractual matter.

EXECUTIVE SESSION

Mr. Cannon replied ok. Then asked if he could have a motion to go into executive session?

Mr. Allen stated that he would make a motion to go into executive session.

Mr. Pryor stated that he would second the motion.

Mr. Cannon stated all in favor say Aye

ROLL CALL:	Mr. Allen	- Aye
	Mr. Pryor	- Aye
	Mr. Mach	- Aye
	Mr. Perez	- Absent
	Mr. Cannon	- Aye

Mr. Cannon stated opposed, sustained, ok we are officially in Executive Session.

***Executive session started at 9:45**

AUTHORIZING EXECUTIVE SESSION

WHEREAS, the Authority has a need to discuss the following matter(s) in Executive Session:

**** Contractual Matters ****

It is not possible, at this time, for the Authority to determine when and under what circumstances the above-referenced item(s), which are to be discussed in Executive Session, can be publicly disclosed;

NOW, THEREFORE, Pursuant to N.J.S.A. 10:4-1 et. seq., BE IT RESOLVED by the Pollution Control Financing Authority of Warren County that the matter(s) as noted above will be discussed in Executive Session.

Moved By: **Mr. Allen**

Seconded By: **Mr. Pryor**

ROLL CALL:	Mr. Allen	- Yes
	Mr. Pryor	- Yes
	Mr. Mach	- Yes
	Mr. Perez	- Absent
	Mr. Cannon	- Yes

I hereby certify the above to be a true copy of a resolution adopted by the Pollution Control Financing Authority of Warren County on the date above mentioned.

Recording Secretary
Mariann Cliff

Dated: September 23, 2019

***Mr. Sarnoski and Mr. Lazorisak left the Boardroom at 10:44am**

Executive Session ended at: 11:30

Mr. Cannon asked if he could have a motion to come back to Public session.

Mr. Pryor stated that he would make a motion to come back into Public session.

Mr. Allen stated that he would second the motion.

Mr. Cannon stated all in favor say Aye

ROLL CALL:	Mr. Allen	- Aye
	Mr. Pryor	- Aye
	Mr. Mach	- Aye
	Mr. Perez	- Absent
	Mr. Cannon	- Aye

Mr. Cannon stated opposed, sustained, ok we are in Public Session. Mr. Cannon asked Mr. Pryor to state what he had proposed for counsel.

Mr. Pryor stated that he would make a motion that Mr. Tipton reach out to the Freeholder director, to describe what we spoke about in closed session, and see if we have an agreement to proceed along those lines.

Mr. Cannon asked if he could have a second.

Mr. Allen stated that he would second the motion.

Mr. Cannon asked if there were any other questions.

Mr. Cannon stated all in favor say Aye

ROLL CALL:	Mr. Allen	- Aye
	Mr. Pryor	- Aye
	Mr. Mach	- Aye
	Mr. Perez	- Absent
	Mr. Cannon	- Aye

Mr. Cannon stated opposed, sustained.

***Mr. Tipton left the Boardroom at 11:36am**

Mr. Cannon asked Mr. Pryor how he would like to proceed.

Mr. Pryor replied that his suggestion would be to pay the bills and go home. Then asked what the Board thought.

Mr. Allen stated to Mr. Cannon that he would speak to him later about the other thing. Mr. Cannon replied ok. Then stated that was fine with him, his spirit was not with him today, let us put it that way.

Mr. Pryor stated yeah he got it, he just thinks that the vendors should be paid, and then we can all reflect on the rest over the weekend.

Mr. Williams and Mr. Cannon replied that is fine.

FINANCE

Mr. Cannon asked if there were any questions about the bills.

Mr. Williams stated that he just wanted to mention, that about the bills probably more than half of this is due to leachate hauling so they know. It was a huge bill.

Mr. Pryor asked if he had a chance to check the rainfall. Mr. Williams replied that he did not, he got wrapped up in all this other stuff. Mr. Pryor replied next time.

Mr. Cannon stated that his only other question was on the pretreatment chemicals on page 26, was that it?

Mr. Williams replied that what they found was, that something was applied to the chemicals account that should not have been there. That was reversed, so next month you will see it. Mrs. Banghart stated that it would show up next month.

Mr. Allen stated that the only thing that he would like to bring up would be, was there concern with anyone over 90 days late in payment. Mr. Williams replied that there was one hauler Global who is no longer delivering waste to us. They owed us about \$46,000.00. They have made one payment so they are way over, the payment made was he believes \$11,000.00 or \$12,000.00 towards that, they are still in arrears for about \$34,000.00. They are getting letters weekly, he believes that two of them are now over 60 days past due.

Mr. Williams stated that, three more invoices were due, so he has asked Mr. Tipton to send them a letter demanding payment otherwise a suit will be filed against them.

Mr. Allen and Mr. Cannon replied ok. Mr. Allen stated that that was all that he had.

Mr. Cannon asked if the bill number was still the same. Mr. Williams and Mrs. Banghart both replied yes.

Mr. Cannon asked if someone would make a motion to pay the bills of August 26, 2019 in the amount of \$776,694.05

On a motion by *Mr. Allen*, seconded by *Mr. Pryor*, the following resolution was adopted by the Pollution Control Financing Authority of Warren County at a meeting held on *August 26, 2019*.

R E S O L U T I O N

R-08-01-19

To Pay Bills – August 26, 2019

WHEREAS, the Pollution Control Financing Authority of Warren County has been presented with invoices for services, supplies and other materials rendered to it or on its behalf;

NOW, THEREFORE, be it resolved by the Pollution Control Financing Authority of Warren County that the following bills be paid:

See Attached

ROLL CALL:	Mr. Allen	- Yes
	Mr. Pryor	- Yes
	Mr. Mach	- Yes
	Mr. Cannon	- Yes
	Mr. Perez	- Absent

We hereby certify Resolution to Pay Bills in the amount of \$ 776,694.05 to be a true copy of a resolution adopted by the Pollution Control Financing Authority of Warren County on the *26th day of August, 2019*.

Mariann Cliff
Recording Secretary

James Williams
Director of Operations

Approved: August 26, 2019

ADJOURNMENT

Mr. Cannon stated that in consideration of our discussion with the Freeholders, and what Counsel was going to propose to them, he thinks that he would like to have a motion to adjourn the meeting. Mr. Cannon stated that we would go from there. Does anyone want to make a motion?

Mr. Allen stated that he would make a motion to adjourn the meeting.
Mr. Mach stated that he would second the motion.

Mr. Cannon asked if there were any questions, hearing none let us call the roll please.

ROLL CALL:	Mr. Mach	- Yes
	Mr. Pryor	- Yes
	Mr. Allen	- Yes
	Mr. Cannon	- Yes
	Mr. Perez	- Absent

Mr. Cannon stated thank you gentlemen.

Meeting was adjourned at 11:36am

Mariann Cliff

Recording Secretary

Approved: September 23, 2019