

POLLUTION CONTROL FINANCING AUTHORITY
OF WARREN COUNTY

MINUTES OF REGULAR MONTHLY MEETING

November 18, 2019

Chairman James Cannon called the regular monthly meeting of the Pollution Control Financing Authority of Warren County to order at approximately 9:32 AM.

Authority Members present: Bud Allen, Alex Lazorisak, James Cannon, Richard Mach and Dan Perez.

Mr. Cannon asked to call to order the Monday November 18, 2019 PCFA meeting please.

ROLL CALL:	Mr. Allen	-	Present
	Mr. Lazorisak	-	Present
	Mr. Mach	-	Present
	Mr. Perez	-	Present
	Mr. Cannon	-	Present

Also present: Brian Tipton, General Counsel; John Daley and Dave Balken of Balken Risk Management; James Williams, Director of Operations; Jamie Banghart, Administrative Supervisor and Mariann Cliff, Recording Secretary.

The Pledge of Allegiance was led by Chairman Cannon.

Mr. Cannon read the following statement: “Adequate notice of this meeting of November 18th 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 the agenda is subject to change and that he was going to change it today, after the minutes and correspondence they are going to go into a little bit of an Executive session just for some contractual issues that they need to discuss before we can move on with the remainder of the meeting.

MINUTES

M-1 Regular monthly meeting minutes – October 28, 2019

Mr. Cannon stated that they could go right to M-1, which is the October 28 2019 regular monthly meeting minutes. Did anyone have any changes, corrections, questions?

Mr. Lazorisak stated that we could remove deputy in front of County Administrator, he had been promoted, a long time ago.

Mr. Cannon replied ok we could do that, then asked Mr. Allen if he had said anything.

Mr. Allen replied that he did not have anything. Mr. Cannon and Mr. Perez both stated that they did not have anything.

Mr. Cannon stated that with the one change could he have a motion to approve the minutes.

Mr. Allen made a motion to approve the Regular Monthly Meeting Minutes from November 18, 2019 as Amended, seconded by **Mr. Mach**.

Mr. Cannon asked all in favor say Aye, or Opposed or Abstain.

ROLL CALL:	Mr. Allen	-	Aye
	Mr. Lazorisak	-	Aye
	Mr. Mach	-	Aye
	Mr. Perez	-	Aye
	Mr. Cannon	-	Aye

Mr. Cannon stated that they have the executive minutes from the same day. October 28 2019 the following items were discussed, the Cell 7 Financing and the Bond Information. Are there any questions, comments, changes? Hearing none could he have a motion to approve M-2 executive session minutes?

Mr. Mach made a motion to approve the Executive Session Minutes from October 28, 2019, seconded by **Mr. Allen**.

Mr. Cannon asked all in favor say Aye, or Opposed or Abstain.

ROLL CALL:	Mr. Allen	-	Aye
	Mr. Lazorisak	-	Opposed
	Mr. Mach	-	Aye
	Mr. Perez	-	Aye
	Mr. Cannon	-	Aye

Mr. Cannon stated that they also have the executive minutes M-3.

Also October 28 2019 we had discussed, Covanta's proposal, the Fence Line relocation and the merit bonus evaluations.

Are there any questions, comments, changes on those? Hearing none could he have a motion to approve M-3 executive session minutes the number 2 executive session?

Mr. Allen made a motion to approve the Executive Session Minutes from October 28, 2019, seconded by **Mr. Mach**.

Mr. Cannon asked if there were any questions, then hearing none stated all in favor say Aye, or Opposed or Abstain.

ROLL CALL:	Mr. Allen	-	Aye
	Mr. Lazorisak	-	Opposed
	Mr. Mach	-	Aye
	Mr. Perez	-	Aye
	Mr. Cannon	-	Aye

CORRESPONDENCE

Mr. Cannon stated that they made it thru the minutes then asked if there were any questions, comments with the correspondence, he thinks that they were pretty self-explanatory if anyone has any questions or if Mr. Tipton would like to talk about it let him know.

Mr. Cannon stated that they would go over Cornerstone later on in the second executive session then asked Mr. Williams if that was correct. Mr. Williams said that it was.

Mr. Cannon asked if Mr. Tipton gave them a handout. Mr. Williams stated that it was he who gave it out and it was just one page.

Mr. Cannon stated that they were going to go into executive now for contractual issues separately and then they would do all of the other matters in the second executive session.

Executive Session

Mr. Cannon stated that a motion was needed for Executive Session (R-10-03-18)

On a motion by, **Mr. Allen**, seconded by, **Mr. Perez**, the Board agreed to an Executive Session at approximately 9:36 AM to discuss Contract Negotiations, at the Pollution Control Financing Authority of Warren County at a meeting held on *November 18, 2019*.

RESOLUTION

R-11-03-19

AUTHORIZING EXECUTIVE SESSION

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

****Contract Negotiations****

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. Perez*

ROLL CALL:	Mr. Allen	-	Yes
	Mr. Lazorisak	-	Yes
	Mr. Mach	-	Yes
	Mr. Perez	-	Yes
	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: November 18, 2019

****Executive Session ended approximately 10:36 am.**

****Public Session resumed approximately 10:36 am.**

Mr. Cannon stated that he needed a motion to come out of Executive session.

On a motion by, **Mr. Allen**, seconded by, **Mr. Lazorisak**, the Board agreed to end the Executive Session at approximately 10:36 am at the Pollution Control Financing Authority of Warren County at a meeting held on *November 18, 2019*.

Mr. Cannon stated all in favor of coming out of Executive Session say aye.

Mr. Allen	-	Aye
Mr. Lazorisak	-	Aye
Mr. Mach	-	Aye
Mr. Perez	-	Aye
Mr. Cannon	-	Aye

Mr. Cannon stated let the record show that they had come out of executive session. Mr. Cannon continued that in the executive session, they had discussed the insurance contractual issues and they have directed the Director of the PCFA to sign the Broker of Record documentations that would be sent over today according to the insurance.

Mr. Cannon asked Mr. Williams if that would cover them. Mr. Williams replied that it was perfect.

****** John Daley and Dave Balken of Balken Risk Management left the boardroom at approximately 10:37am.***

PUBLIC COMMENTS (AGENDA ITEMS ONLY)

Mr. Cannon stated that he would like to move on with the agenda and asked if anyone else had any questions for that in public.

FINANCE

Mr. Cannon stated that they were going to move on to Finance.

A-1

Mr. Williams stated that there was nothing outstanding to report. Finances are good. They still have one past hauler that is still giving us an issue in making his final payment, Mr. Tipton has been working with them on that one. Mr. Williams continued that they do have another one that is an outfit out of California that wrote bad checks and Mr. Tipton has also been assisting them with that one.

Mr. Cannon asked who that person was. Mrs. Banghart replied “Green Office Concept” they came into the landfill in October 3 times and used a check for payment each time. All three of them bounced. Mr. Cannon asked if they were regular customers. Mr. Williams replied no.

Mr. Banghart stated that they did contact the PCFA, they were supposed to have payment last Friday, they never called with a credit card payment, and now they will not answer emails that often. Then all of a sudden, they called and said that they would be sending a payment but they did not. Mr. Cannon asked how much they owed us. Mrs. Banghart replied that it was \$1796.85.

Mr. Williams stated that other than those two everything else is ok.

Mr. Cannon stated that it is more than the \$1100.00 that he saw in the report. Mrs. Banghart replied that the bounced checks had just happened on November 1. Mr. Cannon replied oh ok.

Mr. Cannon stated that for the leachate we are down a little bit right.

Mr. Lazorisak stated that he had a question on that bad check subject, if this company were to come back on the scale, would the people at the scale house know. What is the policy on bad checks?

Mr. Williams replied that there was a list in the scale house of all the people who had written bad checks. All of the scale house personnel is aware to check that list before taking any checks.

Mr. Lazorisak replied ok. Mr. Williams stated that they had a very extensive bad checklist. Mr. Lazorisak asked if it was with pictures. Mr. Williams replied exactly, it reminded him of the Seinfeld episode.

Mr. Cannon stated that they also have a customer who has gone over the weight limits imposed and they put in place a few years ago with the surcharge that they would pay a considerable surcharge to continue to go over their contracted amounts. Mr. Cannon asked if that had started last month with the one vendor. Mrs. Banghart and Mr. Williams both stated that it was last week.

Mr. Cannon stated for the next 2 months November and December they will be paying \$10.00 more per ton. Mr. Williams stated that actually it would be until the end of February. Mr. Cannon replied oh that was right the contract is thru February correct.

Mr. Williams stated that as long as they continue to come in, they will pay the extra surcharge on his weight.

Mr. Cannon asked if anyone else had any questions. Mr. Allen replied that he had a question, it had nothing to do with money but he just caught something on page 6. Comparing tons of waste from last year to tons of waste in 2019. There were 1500 tons more this year but the tons of cover went down.

Mr. Williams replied that the cover was the incinerator ash from Covanta. Mr. Allen replied oh ok.

Mr. Cannon asked if anyone else had any questions regarding the bills. Hearing none could he get a motion to pay the bills of November 18 2019 for the PCFA in the amount of \$363,404.08.

Mr. Perez stated that he would make a motion to pay the bills.

Mr. Lazorisak stated that he would second the motion.

On a motion by *Mr. Perez*, seconded by *Mr. Lazorisak*, the following resolution was adopted by the Pollution Control Financing Authority of Warren County at a meeting held on *November 18, 2019*.

R E S O L U T I O N

R-11-01-19

To Pay Bills – November 18, 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. Lazorisak	-	Yes
	Mr. Mach	-	Yes
	Mr. Perez	-	Yes
	Mr. Cannon	-	Yes

We hereby certify Resolution to Pay Bills in the amount of **\$363,404.18** to be a true copy of a resolution adopted by the Pollution Control Financing Authority of Warren County on the *18th day* of November, 2019.

Mariann Cliff
Recording Secretary

James Williams
Director of Operations

Approved: November 18, 2019

Mr. Williams state that the next item on the list is the Cell 7 financing and his update is that there is no update. Mr. Williams continued that Mr. Cannon and he had been involved in an email chain with John Draikiwicz and their financial advisors with the hope of some kind of discussion occurring since their last meeting with the I-Loans Group. As far as we know as of 8:00am this morning there has not been any discussions so there really is nothing further to update regarding the loan for the Cell 7 construction.

PERSONNEL

Mr. Cannon stated that for personnel they would have one issue later on in executive.

PRESENTATIONS

Mr. Williams stated that they had already covered the presentations in the first executive session.

FACILITIES/RECYCLING

Treatment Plant Operations

Mr. Williams stated that with the Treatment Plant Mothball Update, they finally received the final plan. Mr. Williams stated that he and Mr. Tipton are currently going through it. One of the items that they are asking them to do which they knew was coming and so had already begun the process, was to empty out the three tanks within the treatment plant to get them ready to have a company come in and literally clean them. That way it is ready for if the plant ever does get started back up again. He will get a couple of quotes through the month of December and hopefully he will have something by January.

Mr. Cannon stated that that plan took a long time, was it that complicated. Mr. Williams replied that a lot of it had to do with the OEM manuals for the different pieces that came with the plant and they took a lot of that out of the OEM manuals and put it into a document.

Mr. Allen asked Mr. Williams if he had not already received some prices to clean the tanks. Mr. Williams replied that he had but it was over six months ago so he will get revised ones, he believes that they are out of date.

Mr. Cannon stated that what we are doing is everything in the plant, the equipment and everything is going to be clean and set up so that it could be operational again correct? Mr. Williams replied yes, there is literally a complete shutdown, mothball and then a restart procedure.

Mr. Allen stated that perhaps we could get that company that does that TV show Dirty Jobs to come out!

Landfill Operations

Mr. Williams stated that with the landfill operations there are no issues, everything is going smooth.

Cell 7 Construction

Mr. Williams stated that there is nothing to report here.

OTHER

Mr. Williams stated that they had a number of attachments:

A-3 There was no change in the Waste Disposal Fee Schedule.

A-4 This is an update on the electronics, which continues to be a good program.

A-5 Tire recycling is another program that is going well.

A-6 With our single stream recycling program, it appears that we will break 1 million pounds by the end of the year with what we have collected here with this program. This is working very well.

Mr. Williams stated that was all he had except for one final item. He has had Mott MacDonald come out to look at the retaining wall in front of the building. They took a number of pictures and they will come

up with some ideas and will provide us with a proposal. It should be ready for the December meeting on how to correct it. Mr. Williams stated that it might be partial dismantling and re-mantling.

Mr. Cannon stated to Mr. Williams that he might want to re-share this info so everyone knows what is going on.

Mr. Williams stated that if you go out the front door and take a look at the front retaining wall, it has a huge bow in the front of it and it is getting close to falling over.

Mr. Allen stated that it is an expensive fix. Mr. Williams agreed that it was. Mr. Allen stated that he knew this because in Brookfield they have had to fix two of them and just one of them was \$18,000.00.

Mr. Williams continued that they are going to look at doing it partial, or doing a complete dismantling of it and re-building of it. Mr. Allen stated that that is the only way it can be done.

Mr. Cannon stated that if they fix it, they would avoid any insurance claim over it.

Mr. Williams stated that they are going to give the PCFA a proposal to put an RFP together.

Mr. Cannon stated that if they are going to do it, they should do it right. Mr. Williams replied this way if there is ever any issue, an engineer is involved.

GENERAL COUNSEL'S REPORT

Mr. Cannon asked Mr. Tipton if he had anything for open session. Mr. Tipton replied that he did not.

Mr. Cannon asked if anyone had any other business that he would like to discuss in public.

Executive Session

Mr. Cannon stated that they would have another executive session and asked for a motion to do that.

On a motion by, *Mr. Allen*, seconded by, *Mr. Lazorisak*, the Board agreed to an Executive Session at approximately 10:48 AM to discuss Contract Negotiations, at the Pollution Control Financing Authority of Warren County at a meeting held on *November 18, 2019*.

RESOLUTION

R-11-04-19

AUTHORIZING EXECUTIVE SESSION

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

****Contracts****

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 on November 18, 2019.

Moved By: **Mr. Allen**

Seconded By: **Mr. Lazorisak**

ROLL CALL:	Mr. Allen	-	Yes
	Mr. Lazorisak	-	Yes
	Mr. Mach	-	Yes
	Mr. Perez	-	Yes
	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: November 18, 2019

*****During executive session, at approximately 11:08 Mr. Cannon asked Mr. Williams to leave the room for five minutes.***

*****Executive session ended approximately 11:13***

*****Public session started approximately 11:13***

Mr. Cannon asked for a motion to come out of executive session.

Mr. Allen stated that he would make that motion.

Mr. Perez stated that he would second that motion.

Mr. Cannon stated to Mr. Williams that with the boards consensus, congratulations. They would like to award him the bonus that they had done previously last year with the same percentage that we did with the employees and think that he has done an outstanding job. Mr. Cannon stated that he would not speak

for anyone else but himself, he thinks that this year was more challenges than a few other years. Considering how well in place we are for both the future and the short term, he thinks that Mr. Williams has done a fantastic job and said thank you. Mr. Williams replied thank you all.

Mr. Lazorisak stated that he would like to request for the record Mr. Chairman would you do a roll call on that. Mr. Cannon replied yes of course we are going to do that but would like to give everyone a chance to speak. Mr. Mach Mr. Allen and Mr. Perez replied well-done Mr. Williams. Mr. Lazorisak stated that Mr. Williams has done a great job he will say that.

Mr. Cannon asked if he could have a motion to approve the bonus amount of 4% for the Executive Director.

Mr. Mach made a motion to approve the bonus.

Mr. Allen stated that he would second that motion.

Mr. Cannon asked if there were any questions, then hearing none stated all in favor say Aye, or Opposed or Abstain.

ROLL CALL:	Mr. Allen	-	Aye
	Mr. Lazorisak	-	Opposed
	Mr. Mach	-	Aye
	Mr. Perez	-	Aye
	Mr. Cannon	-	Aye

Closing Public Comments

None

PRESS COMMENTS & QUESTIONS

None

ADJOURNMENT

Mr. Cannon asked if anyone had anything else, then hearing none could he have a motion to adjourn.

Mr. Allen stated that he would make that motion.

Mr. Perez stated that he would second that motion.

Mr. Cannon asked if there were any questions, then hearing none stated all in favor say Aye, or Opposed or Abstain.

ROLL CALL: Mr. Allen - Aye
Mr. Lazorisak - Aye
Mr. Mach - Aye
Mr. Perez - Aye
Mr. Cannon - Aye

Respectfully submitted by:

Mariann Cliff

Recording Secretary

Approved: December 16 2019