

Southern Windsor/Windham Counties Solid Waste Management District



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**Board of Supervisors
Annual District Meeting
Thursday, April 27, 2017
Springfield Select Board Hall, 3rd Floor, Springfield, Vermont**

Public Hearing on FY18 Work Plan and Budget

1. At 6:00 p.m., Forrest Randall, Board Chair, opened the public hearing. F. Randall asked for any questions or comments. John Denner asked about the lack of quantitative or performance goals in the proposed work plan for FY18. Tom Kennedy, District Manager, said that we have to work with 20% of the businesses and five schools. He said that at the District's meeting in July, he could give the figures from the report to the State on businesses and schools. Hearing no additional questions, F. Randall closed the public hearing at 6:05 p.m.

Meeting Minutes

Forrest Randall, Board Chair, called the meeting to order at 6:05 p.m.

2. Roll Call

Board supervisors present included: Forrest Randall, Springfield; Tom Yennerell (alternate), Springfield; Derek Suursoo, Chester; Cynthia Gibbs, Grafton; Kim Record (alternate), Grafton; Wayne Wheelock, Baltimore; Frank Heald, Ludlow; John Denner, (alternate) Ludlow; Bruce McEnaney, Cavendish; Joe Fromberger, Andover; Gary DeRosia, Rockingham; Shane O'Keefe (alternate), Rockingham; Tom Kenyon; West Windsor; and Ed Morris, Weathersfield

Others present included: Tom Kennedy, District Manager; Mary T. O'Brien, District Clerk and Recycling Coordinator; Bob Forguites, District Treasurer; Steve Ankuda, lawyer

A quorum was achieved with ten towns represented and thirty-two possible votes.

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3. Approve minutes of January 26, 2017 meeting

T. Kenyon made a motion to approve the minutes of the January 26, 2017 meeting as published. D. Suursoo seconded the motion. All voted in favor.

4. Acceptance of Treasurer's Report

B. Forguites noted that at this point we are 75% through the fiscal year (end of March). District income is at 68.8% but there was \$21,000 in the budget to help balance the budget. Expenses are at 76.1% of the budget, but the District had USDA grant funds so that some of the expenses will come out of that. The auditor discovered that Waste Management owed the District \$8,700. Therefore, although the net income shows a decrease of \$18,000, we should be able to balance that out at this point and may come out even at the end of June without hitting the \$21,000 in the fund balance.

J. Fromberger made a motion to accept the Treasurer's Report as presented. B. McEnaney seconded the motion. All voted in favor.

5. Election of Officers and Executive Committee Representatives

- Chair F. Randall asked B. Forguites to moderate the meeting during the election of Chair. B. Forguites stated that he would accept nominations for Chair. J. Fromberger nominated Forrest Randall as Chair. There were no other nominations. J. Fromberger made a motion to close the nomination and instruct the Clerk to cast one ballot. B. McEnaney seconded the motion. All voted in favor. F. Randall accepted the nomination and began moderating the election process.
- Vice-Chair T. Kenyon nominated Joe Fromberger as Vice-Chair. There were no other nominations. F. Heald made a motion to close the nomination and instruct the Clerk to cast one ballot. D. Suursoo seconded the motion. All voted in favor.
- Three (3) Executive Committee Representatives T. Kenyon nominated Gary DeRosia, Derek Suursoo, and Frank Heald as the three representatives to the Executive Committee. There were no other nominations. J. Fromberger made a motion to close the nominations and to authorize the Clerk to cast one ballot for the three nominees. B. McEnaney seconded the motion. All voted in favor of the nominations.

Appointment of:

- Clerk J. Fromberger made a motion to appoint Mary O'Brien as Clerk of the District. G. DeRosia seconded the motion. All voted in favor.

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- Treasurer D. Suursoo made a motion to appoint Bob Forguites as District Treasurer. B. McEnaney seconded the motion. All voted in favor.

6. Discussion and vote on the distribution of District Funds

T. Kennedy gave an introduction to the topic with a history of how the Capital Reserve Fund came about. D. Suursoo asked for clarification. T. Kennedy referred to the meeting minutes of October 23, 2008 and of October 28, 2010. At the former, a resolution to create a capital reserve fund was adopted and at the latter, the District's bylaws were revised with the following amendment, "...or other purposes as approved by the Board of Supervisors" [referring to proper uses of the Capital Reserve Fund.] The resolution reads as follows:

"Whereas: On May 1, 2008, the Southern Windsor-Windham Counties Solid Waste Management District, referred to herein as the 'District,' received \$404,193.17 as a result of the dissolution of the New Hampshire/Vermont Solid Waste Project, hereafter referred to as the 'Project'."

"Now Therefore:

The District's Board of Supervisors, under Article IV, paragraph 7, of the District Agreement dated December 16, 1981 hereby establishes a Capital Reserve Fund in the amount of \$379,193.17.

Access to the Capital Reserve Fund will require a properly warned vote by the Board of Supervisors of the Southern Windsor-Windham Counties Solid Waste Management District.

In addition, \$25,000.00 will be set-aside in a Reserve Account to be available in case of cash flow requirements in any given year.

Access to the Reserve Account will be at the discretion of the Executive Committee. The funds used for these cash flow requirements will be replaced in the following budget cycle."

"By this vote the District's Board of Supervisors also directs the Executive Committee to advise and consent to the Treasurer's investment choices for both the Capital Reserve Fund and the Reserve Account."

"Adopted by vote of the District's Board of Supervisors at its meeting on October 28, 2008."

T. Kennedy noted that S. Ankuda had been invited to explain the legality of the issue before the District Board. S. Ankuda noted that according to the May 2010 amendment [resolution], if there is enough money in the Fund, then the Board can use it to carry out the purposes for which the Fund was created. Conversely, if there is not enough money in the Fund to carry

out the purposes for which the Fund was created, then those monies cannot be used for anything else. F. Randall stated the Board's commitment to its philosophy not to own anything. J. Fromberger stated that he is philosophically opposed to using the Fund to give money to the District's member towns because the money in the Fund came from user fees and haulers, not from the towns. Nine years ago when the Solid Waste Project ended, its money was distributed. Vermont's share was \$404,100 which was used to establish two funds as follows - \$379,160.00 went into the newly-created Capital Reserve Fund and \$25,000 went into the newly-created Reserve Account, which was and is to be used to help with cash flow problems only. J. Fromberger stated that the money should not be disbursed to the towns but rather reserved for capital expenditures that may be required by State mandates in the future.

J. Fromberger noted that his reading of the agreement does not include the distribution of funds to the towns. However, the amendment from 2010 does allow for that. He stated that he does not agree because he believes that the State will require things so that the District will then approach the towns to ask for money. B. Forguites went over what the evening's discussion had been thus far, advised supervisors to look at the Balance Sheet and noted that the \$379,193.17 would be distributed according to the table given out at the January 26, 2017 Board meeting. As far as he is concerned, B. Forguites stated that the towns are entitled to a full and final accounting. The money in the Fund, above and beyond the \$379,193 under discussion, which amounts to about \$55,000, would be transferred to the Reserve Account.

More discussion ensued. D. Suursoo stated that he thinks that reducing the Fund is okay but not to zero. He would like to continue negotiations. J. Fromberger stated that the Fund is supposed to be in the interests of all of the towns, not just those with transfer stations. The District was formed because the State demanded that every town have a solid waste plan. The District is all about service to the towns and does things that the towns couldn't do for themselves. D. Suursoo asked whether or not the resolution needed to be warned. T. Kennedy replied that the vote with a monetary figure does need to be warned. He said that he will contact every town and that the resolution would be on the agenda for the District's July 27, 2017 quarterly meeting. B. Forguites noted that he would like each town to sign off on the distribution so that they cannot come back for additional monies. B. Forguites said that when the Fund balance is almost gone, the tip fee for municipal solid waste will have to be increased. The earnings of the Capital Reserve Fund, about \$55,000, could be transferred out of the General Fund into the Capital Reserve Fund; then the \$379,193 could be distributed to the towns. S. Ankuda said that the District's bylaws do not have to be amended to make this transfer. When Athens was accepted as a member of the District, it was specifically stated that Athens would not have a vote or any entitlement to the Capital Reserve Fund. F. Heald made a motion to adopt the resolution which reads as follows, "Resolved that the District Board of

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Supervisors, at a duly warned meeting held on July 27, 2017, hereby resolves that the Capital Reserve Fund established under Article IV, paragraph 7 of the By-Laws be reduced by \$379,193.00 with such funds being distributed to the Member Towns in accordance with the following schedule:”

TOTAL VERMONT DISTRICT TONNAGE 1997-2007

207,518 TONS

Town	11 Year Tonnage	% of Waste	Disbursement Amount
Andover	941	0.4535%	\$1,719
Athens	0	0.0000%	\$0
Baltimore	575	0.2771%	\$1,051
Cavendish	8,092	3.8994%	\$14,786
Chester	16,836	8.1130%	\$30,764
Grafton	2,940	1.4167%	\$5,372
Ludlow	39,641	19.1024%	\$72,435
Plymouth	4,901	2.3617%	\$8,956
Reading	2,141	1.0317%	\$3,912
Rockingham	26,483	12.7618%	\$48,392
Springfield	61,131	29.4582%	\$111,703
Weathersfield	13,371	6.4433%	\$24,433
West Windsor	3,409	1.6427%	\$6,229
Windsor	27,057	13.0384%	\$49,441
Total	207,518	100.0000%	\$379,193

E. Morris seconded the motion. The duly-warned meeting will be on July 27, 2017 which is the District's next quarterly meeting. D. Suursoo questioned why the amount has to be \$379,193.00. Is that in the District's best interest? F. Heald stated that the five towns with transfer stations have to comply with Agency of Natural Resources's requirements. The only equitable way is to distribute by the percentages. The transfer stations need to be modernized. The vote was called and supervisors voted as follows: "NO" – J. Fromberger, W. Wheelock, D. Suursoo, and T. Kenyon; "YES" – B. McEnaney, C. Gibbs, F. Heald, G. DeRosia, and F. Randall. The weighted vote was 8 "NO" voted vs. 26 "YES" votes. The motion passed.

7. Discussion and adoption of FY18 Budget and Work Program

D. Suursoo made a motion to adopt the FY18 Budget and Work Program. G. DeRosia seconded the motion. All voted in favor.

8. Discussion and adoption of FY18 Contract with Regional Planning Commission

T. Kenyon made a motion to adopt the FY18 contract with the Regional Planning Commission. B. McEnaney seconded the motion. All voted in favor.

9. Discussion and adoption of FY18 amended contract with Casella

F. Heald made a motion to enter into a one-year contract extension with Casella according to the memo from Casella dated April 19, 2017. B. McEnaney seconded the motion. Casella has agreed to provide the organics pickup service at the transfer stations as required by Act 148 as of July 1, 2017. Cavendish does not need this service as the transfer station composts on-site. Ludlow may have a different system. The transfer stations may choose to use Grow Compost's service but are not obligated to. The memo reads as follows: "This amendment extends the contract between Casella Waste Management, Inc. and the Southern Windsor/Windham Counties Solid Waste Management District for the 1st of 2 (1) year extension [sic], which is allowed within the contract between the two parties. All other terms and conditions within the contract will apply, except that the district towns may choose to have food waste collection services provided by Casella through its subcontractor Grow Compost of Vermont. The cost for the food waste service is \$26.00/toter per service. The service will be done utilizing 48 gallon toters provided by Grow Compost of Vermont." All voted in favor.

10. Recycling Coordinator's Report

M. O'Brien spoke about the enthusiastic response to the backyard composting workshops.

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11. Old Business: none

12. New Business: none

13. Adjourn

At 7:37 p.m., J. Fromberger made a motion to adjourn the meeting.

Respectfully submitted,

Mary T. O'Brien
District Clerk

The next quarterly District meeting is scheduled for Thursday, July 27, 2017 at 6:00 p.m. at the same location.

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