

**CHITTENDEN SOLID WASTE DISTRICT
SOUTH BURLINGTON CITY HALL
MINUTES OF MEETING
June 27, 2007**

APPROVED COPY

PRESENT

BOARD MEMBERS:

Bolton	-----
Burlington	Steve Goodkind
Charlotte	John Hammer, III
Colchester	Dirk Reith
Essex Junction	John Lajza
Essex	Alan Nye
Hinesburg	Thomas Nostrand
Huntington	-----
Jericho	Bert Lindholm
Milton	Ken Nolan
Richmond	Mary Houle
St. George	-----
Shelburne	Mark Brooks
So. Burlington	Paul Stabler (Chairman)
Underhill	-----
Westford	-----
Williston	Carlisle "Mike" Coates
Winooski	Erik Heikel

STAFF:

Tom Moreau
Jim Ticehurst
Jennifer Getty

OTHERS PRESENT:

Craig Abrahams
Steve Casale

- AGENDA:**
1. Call to Order
 2. Agenda and Public Comment Period
 3. Approval of Minutes (5/23/07)
 4. Finance
 5. Project Sequencing
 - 5.a Biosolids Residuals Agreement
 6. Program Updates
 7. Other Business
 8. Executive Session
 9. Adjournment

1. CALL TO ORDER

Following the conclusion of the annual organizational meeting, Chairman Paul Stabler called the regular meeting to order at 7:40 p.m.

2. AGENDA and PUBLIC COMMENT PERIOD

The Biosolids Residuals Agreement Amendment was added as Item 5.a on the agenda.

Public Comments

Craig Abrahams, member of VOCAL, posed a series of questions to Paul Stabler regarding fuel consumption/savings relative to the proposed CSWD landfill. The questions included clarifying the gallons of fuel saved if the regional landfill is built (estimate of 186,000 gallons or 170,000 gallons), whether the fuel figure includes the removal of glacial till and other material from the site (the exact figure is not available presently because the landfill design is not complete), the amount of fuel projected to be used to move and stockpile sand (there are various considerations; CSWD will pursue the matter in the most cost efficient manner), and the gallons of fuel per year to move trash around the site and apply the daily covering (has not been determined as yet). Mr. Abrahams opined the Board should have rough figures to answer the questions posed since the landfill has been in planning for the past 15 to 16 years. Mr. Abrahams asked if it is fair to say that tens of thousands of gallons of fuel will be consumed on an annual basis for the construction of the landfill. Paul Stabler explained the construction of the landfill will not occur on "an annual basis", but will occur in segments, and operating expenses occur at all landfill facilities. Mr. Abrahams asked additional questions about the impact of the landfill on fuel consumption, and strongly suggested the Board have the numbers (answers) ready because he will ask the questions again. Mr. Abrahams asked Mr. Stabler if he attended the Agency of Natural Resources forum on waste prevention on April 12, 2007 (Mr. Stabler did not attend). It was confirmed Mr. Stabler read the statement by VT ANR Secretary Crombie and Mr. Crombie's address was circulated to the entire Board. Mr. Abrahams asked Mr. Stabler to state the number of landfills Mr. Crombie feels are needed in Vermont. Mr. Stabler answered according to his statement Mr. Crombie feels Vermont does not need additional landfills.

Mary Houle stated the CSWD agenda is published prior to every meeting and suggested Mr. Abrahams post his questions before the meeting so the Board has the opportunity to appropriately respond. Mr. Abrahams interjected the Chairman and Vice Chairman should have the facts.

Steve Goodkind asked if Mr. Abrahams is implying with his questions that landfill space does not require energy to build regardless of the location. Mr. Abrahams stated his point is that Mr. Stabler said the landfill will save or conserve 186,000 gallons, but that is not a factual remark. There was further discussion of energy to build/operate a landfill. Mr. Abrahams stated other landfills do not have glacial till and sand to be moved as is the case with the Williston site. Tom Moreau clarified all landfills have to move materials. At the Williston site there is 800,000 cubic yards of sand and a vast majority or all will be moved by conveyor. The calculations can be done once it is known where the materials are going. Paul Stabler added the engineers will address the issues, and it is preferred not to offer responses until the engineers complete their work.

3. MINUTES OF MAY 23, 2007

MOTION by Alan Nye, SECOND by Ken Nolan, to approve the minutes of 5/23/07 as written. VOTING: all ayes except four abstentions (Mary Houle – Richmond, Thomas Nostrand – Hinesburg, John Lajza – Essex Junction, Erik Heikel – Winooski); motion carried.

4. FINANCE

a) Finance Committee Report of Warrants.

Warrants approved by the Finance Committee. There were no questions from the Board.

b) Bank Balances as of 4/30/07

The Board reviewed the account balances. There were no questions from the Board. Jim Ticehurst briefed the Board on bond payments and interest rates.

c) PUD Transfers: Deferred Compensation & Land Purchase Option Agreement

Jim Ticehurst explained the need to transfer funds from the PUD to the Operating Budget for deferred compensation to employees.

MOTION by Bert Lindholm, SECOND by John Hammer, III, to authorize the transfer of \$18,000 in the PUD for deferred compensation at a later date and the funds be put into the Operating Budget as recommended. VOTING: unanimous; motion carried.

Paul Stabler suggested deferring action on the land purchase option until after Executive Session so new members can be briefed on the matter.

d) Accounts Receivables Policy

Jim Ticehurst explained the policy was drafted to strengthen CSWD's position in handling Accounts Receivables in arrears and to avoid possible disruption of the District's cash flow.

MOTION by Dirk Reith, SECOND by Alan Nye, to accept the Accounts Receivables Management Policy as presented. VOTING: unanimous; motion carried.

e) FY07 Operations Budget, Third Quarter and Year End Projections

Tom Moreau highlighted the following:

- Salaries and Wages is over budget due to the IRS ruling declaring the former deferred compensation agreement to be no longer in compliance.
- Computer Maintenance is over budget because of the purchase of delays in purchasing a new server.
- Revenues are up due to the sale of recyclable materials.
- The anticipated surplus over expenses exceeds \$600,000.
- The MRF has a substantial surplus due to strong recyclable markets currently.

f) FY07 Capital Budget Year End Projections

Tom Moreau reported the land for the landfill project has not yet been purchased and only \$470,000 out of the original \$7.1 million has been spent to date. The remaining funds are in reserves earning interest.

g) FY08 Operating and Capital Budgets

Paul Stabler commended the staff effort in preparing budget materials and presenting the budget to all 18 member municipalities (many meetings to attend). Jim Ticehurst reported all 18 member communities voted in the affirmative on the budget. The Board must approve the FY08 budget to be in effect July 1, 2007.

MOTION by Alan Nye, SECOND by Dirk Reith, to approve the CSWD FY08 Operation and Capital budgets as presented. VOTING: unanimous; motion carried.

5. PROJECT SEQUENCING UPDATE

Tom Moreau reported the Host Town Agreement with Williston states the landfill will be located on site 21, the Hinesburg Sand & Gravel parcel, even though the District owns the surrounding properties and could expand the landfill footprint. The landfill is currently under design to determine capacity, depth, and height. An economic model is being done to show costs, tip fees and potential savings. It will be two to three months before staff has the conceptual design in hand for review. Alan Nye, Thomas Nostrand, Mike Weisel, Tony Barbagallo and Tom Moreau are on the landfill oversight committee that will review the design before it is sent to the full Board for adoption. Once the design is adopted by the Board, public comment will be compiled and the project then may be put on hold for the next 12 months while staff puts energy and resources into diversion programs. Mr. Moreau felt there will be greater public buy-in of the landfill if there are diversion programs in operation rather than just planned. Tony Barbagallo feels the two issues (landfill and diversion programs) should be pursued simultaneously, stated Mr. Moreau. Thus far a meeting with VT ANR Secretary Crombie has not been set due to scheduling conflicts. Staff is still working on the determining the resources needed to pursue both items simultaneously and drafting a timeline for both.

5.a BIOSOLIDS RESIDUALS AGREEMENT AMENDMENT

Tom Moreau briefed the Board on the ten and a half year contract with New England Organics to transport biosolids to Canada. The contract was executed without problems for the past nine years, but now the subcontractor responsible for the compost operations in Quebec has defaulted. Casella has been transporting the material to a landfill, but this is not the beneficial use process desired by the District. The contract has a two and a half year notice of termination which is being amended to nine months. In September, 2007, the contract can again be amended or terminated. It is not possible to build the infrastructure for the biosolids material in four or five years. The District handles almost all the sludge from the Chittenden County wastewater treatment plants. Casella has proposed to re-open a composting facility in New York State with an initial capital input from CSWD. CSWD would like to do a study of all of its long term options. There will be no fee increases, other than the annual CPI to transport the biosolids until July, 2008 when there will be both a \$6/ton and a CPI increase to landfill the material.

MOTION by Bert Lindholm, SECOND by John Hammer, III, to accept the 12th Amendment of the Biosolids Residuals Agreement as presented. VOTING: unanimous; motion carried.

It was noted CSWD owns six trailers to transport biosolids material. One is located in Shelburne, two in Burlington, two in South Burlington, and one is a “floater”.

6. PROGRAM UPDATES

The Board received written briefs on programs/projects in the District.

HS&G Appeal

Tom Moreau reported the Vermont Supreme Court denied the request by Hinesburg Sand & Gravel to reconsider the decision on the HS&G property in Williston.

7. OTHER BUSINESS

None.

8. EXECUTIVE SESSION

MOTION by Bert Lindholm, SECOND by Mary Houle, that the Board of Commissioners of the Chittenden Solid Waste District go into Executive Session to discuss ongoing and pending litigation, property purchases, personnel issues, contract negotiations, and interdepartmental matters that concern matters other than primarily factual matters which are preliminary and prior to formulation of public policy, where premature general public knowledge would clearly place the District, its member municipalities, and other public bodies or persons involved at a substantial disadvantage, and further, to seek and discuss the advice of attorneys on various legal issues where premature public knowledge could adversely affect the outcome of such civil action against the District, and to permit staff, consultant(s), and the Solid Waste District attorney(s) to be present for this session. VOTING: unanimous; motion carried.

The Board entered Executive Session at 8:35 p.m.

MOTION by Dirk Reith, SECOND by Mary Houle, to adjourn Executive Session and reconvene the regular meeting. VOTING: unanimous; motion carried.

Executive Session was adjourned and the regular meeting reconvened at 10:04 p.m.

9. ADJOURNMENT

MOTION by Dirk Reith, SECOND by Mike Coates, to adjourn the meeting. VOTING: unanimous; motion carried.

The meeting was adjourned at 10:05 p.m.

M.E.Riordan, Recording Secretary

I agree that this is an original copy of minutes and they have been approved by motion of the Board of Commissioners at the _____ meeting held in _____.

Carlisle "Mike" Coates, Secretary/Treasurer

**CHITTENDEN SOLID WASTE DISTRICT
SOUTH BURLINGTON CITY HALL
MINUTES OF ANNUAL ORGANIZATIONAL MEETING
June 27, 2007**

APPROVED COPY

PRESENT

BOARD MEMBERS:

Bolton	-----
Burlington	Steve Goodkind
Charlotte	John Hammer, III
Colchester	Dirk Reith
Essex Junction	John Lajza
Essex	Alan Nye
Hinesburg	Thomas Nostrand
Huntington	-----
Jericho	Bert Lindholm
Milton	Ken Nolan
Richmond	Mary Houle
St. George	-----
Shelburne	Mark Brooks
So. Burlington	Paul Stabler
Underhill	-----
Westford	-----
Williston	Mike Coates
Winooski	Erik Heikel

STAFF:

Tom Moreau
Jim Ticehurst
Jennifer Getty

OTHERS PRESENT:

Craig Abrahams
Steve Casale

- AGENDA:**
1. Call to Order and Introduction of New Board Members
 2. Elect Officers
 3. Elect Executive Board and Granting of Authority
 4. Elect or Appoint Finance Committee Members
 5. Set Meeting Schedule
 6. Set Interest Rate for Late Payment
 7. Establish Fidelity Bond for Officers
 8. Approval of Check Signing Privileges
 9. Adjournment
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1. CALL TO ORDER and INTRODUCTION OF NEW BOARD MEMBERS

Bert Lindholm called the meeting to order at 7:05 p.m. and welcomed new board members John Lajza (Essex Junction), Mark Brooks (Shelburne), and Erik Heikel (Winooski).

2. ELECT OFFICERS

Chairman

MOTION by Mary Houle, SECOND by Dirk Reith, to nominate Bert Lindholm as Chairman.

MOTION by Alan Nye, SECOND by Dirk Reith, to nominate Paul Stabler as Chairman.

MOTION by John Hammer, III, SECOND by Alan Nye, to close the nominations.

At the request of the attendees, the weighted vote per member town was read.

MOTION by Alan Nye, SECOND by Dirk Reith, to hold a secret ballot for the election of Chairman.

DISCUSSION: Mike Coates asked to hear from both candidates on their feelings about the job. Paul Stabler stated his willingness to serve, noting his commitment to what the Board does. Mr. Stabler pointed out the close proximity of his work site to the CSWD office which makes him readily available to staff. Mr. Stabler expressed respect for the great job done by Bert Lindholm in filling in for Bill Leach. Bert Lindholm stated the activity of CSWD is significant. Mr. Lindholm mentioned his engineering background and experience in the public process through eight years on the Jericho Planning Commission. Mr. Lindholm noted the surprising amount of interaction with Tom Moreau which led to a better understanding of what is coming forward for CSWD, and that at times Tom Moreau needed a sounding board. Mr. Lindholm stated his willingness to serve as chairman. Mike Coates expressed concern about Mr. Lindholm being away on vacation. Mr. Lindholm said November and April are his vacation times and he stayed in touch with CSWD while on vacation. There were no further comments.

VOTING: unanimous; motion carried.

Secret Ballot Result

Paul Stabler: Individual Votes – 7; Weighted Vote – 22 (Williston, Burlington, Essex, Milton, Colchester, Hinesburg, Richmond)

Bert Lindholm: Individual Votes – 6; Weighted Vote – 13 (Jericho, South Burlington, Shelburne, Winooski, Charlotte, Essex Junction)

Paul Stabler is CSWD Chairman of the Board of Commissioners.

Vice Chairman

MOTION by Alan Nye, SECOND by Mary Houle, to nominate Bert Lindholm as Vice Chairman.

MOTION by Mike Coates, SECOND by Mary Houle to close the nominations.

VOTING: unanimous; motion carried.

Bert Lindholm is CSWD Vice Chairman of the Board of Commissioners. The Board thanked Mr. Lindholm for assuming the Chairmanship during Bill Leach's illness.

Secretary/Treasurer

MOTION by Alan Nye, SECOND by Mary Houle, to nominate Mike Coates as Secretary/Treasurer.

MOTION by Alan Nye, SECOND by Mary Houle, to close the nominations.

VOTING: unanimous; motion carried.

Mike Coates is Secretary/Treasurer for the CSWD Board of Commissioners.

3. ELECT EXECUTIVE BOARD & GRANTING OF AUTHORITY

Executive Board

MOTION by Dirk Reith, SECOND by Mary Houle, to re-elect the current slate of officers from the Executive Board and include Bert Lindholm as the 5th member (Steve Goodkind – Burlington, Mike Coates – Williston, Ken Nolan – Milton, Paul Stabler – South Burlington, Bert Lindholm - Jericho).

MOTION by Mary Houle, SECOND by Dirk Reith, to close the nominations.

VOTING: unanimous; motion carried.

Granting of Authority

MOTION by Alan Nye, SECOND by Mary Houle, to grant authorization to the Executive Board to approve expenditures up to \$100,000 and to authorize the General Manager to expend up to \$25,000.

DISCUSSION: Bert Lindholm asked if the spending limit should be increased to \$150,000 due to anticipated activity in the near future. Tom Moreau stated he has not seen the need for an increase in the limit. Alan Nye said he would not favor increasing the amount because too much power is endowed to the Executive Board. Tom Moreau opined the Executive Board serves as a negative filter in that if an issue is not accepted by the Executive Board it is not likely to be passed by the full board. Mr. Nye stated his philosophy has nothing to do with the General Manager's management style, but rather that member towns should all have a say in matters before the Board. Dirk Reith pointed out the amount being authorized is for emergency expenditures. John Hammer commented the Executive Board can be contentious and gives deep thought to issues. Often the position of the Executive Board is contrary to the position of staff. The Executive Board asks good questions. The committee is appreciated.

VOTING: unanimous; motion carried.

4. ELECT or APPOINT FINANCE COMMITTEE MEMBERS

Mike Coates encouraged new members to participate on the Finance Committee in order to gain solid knowledge of CSWD. It is intense when the budget is being developed, but

staff does a fantastic job of presenting the details of every component, stated Mr. Coates. Paul Stabler asked that another volunteer replace him on the Finance Committee due to the commitments of the Chairmanship. Tom Moreau gave an overview of the activities of the Finance Committee through the course of the year (handling investments, approving warrants, building the budget). Bert Lindholm requested he not be re-elected to the Finance Committee. Alan Nye, Mike Coates, and Thomas Nostrand volunteered for the committee.

MOTION by Mike Coates, SECOND by Mary Houle, to nominate Alan Nye, Thomas Nostrand, and Mike Coates to the Finance Committee. VOTING: unanimous; motion carried.

5. SET MEETING SCHEDULE

Paul Stabler requested the hiatus in the monthly board meetings occur in August rather than July.

MOTION by Alan Nye, SECOND by Mary Houle, to maintain the meeting schedule for the Board of Commissioners and the Executive Board as in the past year with the regular board meeting on the fourth Wednesday of each month and the Executive Board meeting on the third Wednesday of each month except during the months of November and December when the meetings for each board will be held one week earlier to accommodate the holidays, and further, that there be a hiatus for the boards in the month of August unless the Executive Board needs to meet to approve any contracts or handle other business that arises. VOTING: unanimous; motion carried.

6. SET INTEREST RATE FOR LATE PAYMENT

MOTION by Dirk Reith, SECOND by Mike Coates, to set the interest rate for late payment at 1% per month for member towns if assessments are established.

DISCUSSION: Steve Goodkind suggested the late payment charge be eliminated since assessments to the towns are not charged. Tom Moreau stated a change in the charter would be necessary in order to eliminate the change. The legislature must approve the charter change.

VOTING: unanimous; motion carried.

7. ESTABLISH FIDELITY BOND FOR OFFICERS

MOTION by Dirk Reith, SECOND by Mary Houle, to continue the fidelity bond of \$500,000 per incident for commissioners of the Chittenden Solid Waste District, the Finance Manager, the General Manager, and the Finance Committee members.

VOTING: unanimous; motion carried.

8. APPROVAL OF CHECK SIGNING PRIVILEGES

MOTION by Alan Nye, SECOND by Mary Houle, to authorize the Chairman of the Board of Commissioners, the General Manager, the Administrative Manager, and the Treasurer to sign checks and electronic transfers throughout the upcoming year,

and further, any check or electronic transfer greater than \$25,000 shall need two signatures. VOTING: unanimous; motion carried.

9. ADJOURNMENT

MOTION by Dirk Reith, SECOND by Mary Houle, to adjourn the 2007 CSWD organizational meeting. VOTING: unanimous; motion carried.

The meeting was adjourned at 7:40 p.m.

RScty: M.E.Riordan.

I agree that this is an original copy of minutes and they have been approved by motion of the Board of Commissioners at the _____ meeting held in _____.

Mike Coates, Secretary/Treasurer