

1 **NOTE: These minutes are subject to review and modification by the ACSWMD Executive Board at**
2 **its next regular meeting.**
3

4 **ADDISON COUNTY SOLID WASTE MANAGEMENT DISTRICT**
5 **EXECUTIVE BOARD MEETING MINUTES**

6 **January 11, 2023, 4:30 PM**

7 **Virtual Meeting on ZOOM**
8

9 **1. CALL TO ORDER** – Tim Wickland (TW), Board of Supervisors (BOS) Chair, called the meeting
10 of the Executive Board (E.Bd) to order at 4:30 PM. Other E.Bd members present on Zoom: David Olson
11 (DO), Cheryl Brinkman (CB), Bill Munoff (BM), and Deb Gaynor (DG). Staff present: Teri Kuczynski
12 (TK), District Manager; Patti Johnson (PJ), Business Manager; Don Maglienti (DM), Program Manager.
13 Guest: Mark Sperry, Esq., District Legal Counsel.
14

15 **2. APPROVE THE AGENDA –**

16 **Motion #1: BM moved to approve the agenda. DO seconded the motion.**

17 **VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.**
18

19 **3. APPROVE MINUTES OF DECEMBER 7, 2022, MEETING** – TK pointed out a correction
20 needed to agenda item #10 on p. 3: The October invoices had not been approved the prior month.

21 **Motion #2: CB moved to approve the minutes of December 7, 2022. DO seconded the**
22 **motion.**

23 **VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.**
24

25 **4. PUBLIC COMMENT PERIOD** – The Chair opened the public comment period.
26

27 **5. MANAGER REPORT –**

28 **a. Personnel** – N/A.

29 **b. Health & Safety** – Only one staff injury with 3 days lost time was reported on the OSHA 300
30 Log for CY2022. TK reported that an automobile accident occurred yesterday at 2:45 PM outside
31 the gate when a truck had to veer away and hit a guardrail to avoid rear-ending cars stopped behind a
32 car turning left. No injuries resulted, but the truck had to be towed from our site this morning. TK
33 also mentioned that US Bureau of Labor Statistics Survey shows a drop in 2021 nonfatal injury &
34 illness rates for solid waste employees.

35 **c. DM mentioned that Helpsy, the company that had been collecting our textiles, has reportedly**
36 **sold all of its Vermont routes to another company, Apparel Impacts, which operates mostly out of**
37 **New Hampshire and New York State. Apparel Impacts picked up our last two loads of textiles and**
38 **has stated that they will service our location once per week. Gabriella Stevens, our AmeriCorps**
39 **member, is connecting with Apparel Impacts to inquire about contacts, service agreements, and**
40 **materials accepted.**
41

42 **6. FINANCIAL REPORTS –**

43 **a. November 2022 Financial Report** – PJ presented the November Financials showing a
44 (\$33,461) net loss in the General Fund (GF). The Nov. MSW/C&D tonnage of 1,939 tons was 60
45 tons higher than Nov. 2021, and YTD tonnage of 21,851 was 821 tons higher than YTD 2021. Nov.
46 2022 transactions were 5,188, and YTD transactions of 54,731 were 3,983 lower than YTD 2021. As
47 for tires, 39 tons of tires were disposed of in Nov., and YTD 412 tons were 141 tons higher than
48 YTD 2021. Food Waste hauled in Nov. was 7.95 tons, with a YTD total of 53.18 tons, 20.47 tons
49 lower than YTD 2021. The Transfer Station received 365 tons of Single Stream Recyclables in Nov.,
50 with 3,939 tons YTD, 173 tons less than YTD 2021.

51 **b. November 2022 Single Stream Recycling Report** – The Transfer Station delivered 376.31 tons
52 to the Materials Recovery Facility (MRF) in Nov. The Nov. processing fee was \$130/ton, \$2/ton less
53 than last month. YTD fuel surcharge fees were \$3,814.74. YTD net loss was (\$18,973.91).

54 **c. EPA Solid Waste Infrastructure Grant Update** – TK reported that the EPA “SWIFR” grant
55 application deadline has been extended to Feb. 15. We might only be eligible for Phase 2 construction

56 costs that would begin after the grant is approved in Oct and would require a competitive bid process.
57 TK will submit the application with all costs associated with waste diversion and contamination
58 reduction. We will easily meet the \$500,000 threshold for eligibility. None of the ACSWMD towns
59 meets EPA’s definition of a “disadvantaged” community. We will therefore apply for a “Track 2” grant.
60 **d. Municipal Diversion Grant Applications – N/A**
61 **e. School Diversion Grant Applications – N/A**
62

63 **7. NEW BUSINESS –**

64 **a. Update on 2023 Police Service Contract with Addison County Sheriff’s Dept.** – The revised
65 contract was sent to the Addison County Sheriff’s Office on 12/28/2022, after removing the additional
66 \$.05 per mile fuel surcharge they had requested and then agreed to remove upon our request. PJ will
67 follow up on status, as it has not been signed and returned yet.

68 **b. Update on Purchase & Sale Agreement, Design & Permitting – New Haven** – TK updated the
69 E.Bd on the permitting activities. We are approaching the closing date at the end of the month and are
70 tying up loose ends. Mark Sperry will explain the remaining issues to be considered in executive
71 session.
72

73 **8. EXECUTIVE SESSION – For the purpose of discussing confidential attorney-client**
74 **communications made for the purpose of providing legal services to the body.**
75

76 **Motion #3: DB moved to enter into Executive Session for the purpose stated in agenda.**
77 **CB seconded the motion.**

78 **VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.**

79 The E.Bd entered into executive session at 4:40 PM.

80 The E.Bd exited executive session at 4:58 PM.

81 **Motion #4: DG moved to authorize the District Manager to submit a letter to Peter**
82 **Norris indicating that the District is unable to enter into a lease agreement with a non-**
83 **solid waste related entity. CB seconded the motion.**

84 **VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.**
85

86 **Motion #5: On motion by CB, seconded by DO, it was unanimously voted that the Board**
87 **adopt the following ACTIONS BY EXECUTIVE BOARD OF ADDISON**
88 **COUNTY SOLID WASTE MANAGEMENT DISTRICT:**
89

90 WHEREAS, the District, as “Buyer”, entered into a Purchase and Sale Agreement with Peter
91 M. Norris, Sr. and Dolores L. Norris, as “Seller”, dated November 23, 2021, as amended by First
92 Amendment to Purchase and Sale Agreement dated September 27, 2022 (the “Agreement”), and
93

94 WHEREAS, Capitalized terms used but not defined herein shall have the meanings ascribed
95 to them in the Agreement, and
96

97 WHEREAS, all permits and approvals for the Facility have been obtained, and the last appeal
98 period will expire on January 23, 2023, and
99

100 WHEREAS, subject to no appeals being filed respecting such permits and approvals, and subject
101 to all remaining Closing Conditions set forth in the Agreement being completed and the other
102 provisions below, the District anticipates proceeding to Closing and acquisition of the Property.
103

104 NOW THEREFORE, it is hereby:
105

106 RESOLVED, that the District, upon expiration of all appeal periods without appeal, and
107 completion of all remaining Closing Conditions set forth in the Agreement, proceed with Closing,
108 acquisition of the Property, and payment of the Purchase price, and
109

110 RESOLVED, that upon expiration of such appeal periods without appeal, the Manager notify
111 the Seller pursuant to the last (unnumbered) paragraph of Section 5 of the Agreement, that the
112 District will proceed with the purchase contemplated by this Agreement, but subject, however, to
113 the remaining Closing Conditions set forth in the Agreement, and
114

115 RESOLVED, that the District accept a deed to the Property, and execute and deliver to Seller
116 and any other person or entity such other agreements and instruments as may be necessary to
117 complete the acquisition, in such form as the Authorized Signatory (defined below) may approve
118 (collectively "Acquisition Documents"), and
119

120 RESOLVED, that any one of Timothy Wickland, Chair of the District's Board of Supervisors,
121 or any other person designated by vote of the Executive Board, acting alone and without signature
122 of the other (each an "Authorized Signatory") be and hereby is designated as the duly authorized
123 agent of the District to approve, accept, enter into, execute, and deliver the Acquisition Documents,
124 and

125 RESOLVED, that the Manager is authorized to execute and deliver any incidental instruments
126 not requiring execution by an Authorized Signatory, and

127 RESOLVED, that any one of the Authorized Signatories, acting alone and without the consent
128 of the others, is hereby authorized, in the name of and on behalf of the District, to execute all other
129 documents and instruments and undertake any and all actions necessary for the performance of the
130 terms of the Agreement and the Acquisition Documents, and the transactions contemplated thereby,
131 and all actions taken by either of them in furtherance thereof prior to the date of these resolutions
132 are hereby ratified and approved; and

133 RESOLVED, that all previous actions of the District related to the acquisition of the Property
134 are ratified and approved; and

135 RESOLVED, that all resolutions relative to the authority of each Authorized Signatory to act
136 on behalf of the District in any dealing or transaction with the District shall remain in full force and
137 effect until written notice of notification thereof shall be received by a party to any transaction
138 contemplated herein, and that each party may conclusively rely on the signatures of any Authorized
139 Signatory designated in the foregoing resolutions until notified in writing by the District of any
140 change in such Authorized Signatories, and thereafter each party may rely on the signatures of any
141 successor agent(s) designated in such notice; and

142 RESOLVED, that electronic signatures to this instrument shall have the same effect as original
143 signatures.

- 144
- 145 **9. AGENDA ITEMS FOR JANUARY 19, 2023, BOARD OF SUPERVISORS MEETING –**
146 **Motion #6: BM moved to cancel the January 19th BOS meeting due to lack of business.**
147 **DO seconded the motion.**
148 **VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.**
149

- 150 **10. OTHER BUSINESS –** Some E.Bd members are beginning to see haulers increase their rates for
151 curbside collection services.
152

- 153 **11. APPROVAL OF PAYMENTS –**
154 **Motion #7: BM moved to approve the October and November payments as signed by the**
155 **Board Chair. DG seconded the motion.**
156 **VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.**
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- 158 **12. ADJOURN –**
159 **Motion #8: BM moved to adjourn the meeting at 5:23 PM. DO seconded the motion.**

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VOTE: Yes – 5 (DO, DG, BM, TW, CB). No – 0. Abstain – 0.

*I agree that this is an original of the January 11, 2023 minutes that were considered and approved by the
E. Bd at its meeting of _____.*

Teresa A. Kuczynski, District Clerk