

- Chairman Phillips called to order the Rockland Green Board meeting for Thursday, April 22, 2021 at 5:00 p.m.

- Pledge of Allegiance led by Commissioner Specht.

- Roll call by clerk. There is a quorum.

Present

Chairman Phillips
Commissioner Hoehmann
Commissioner Kenny
Commissioner Kohut
Commissioner Moroney

Present

Commissioner Paul
Commissioner Powers
Commissioner Soskin
Commissioner Specht
Commissioner Wieder

Absent

Commissioner Hofstein
Commissioner Hood
Commissioner Jobson
Commissioner Lynn
Commissioner McGowan
Commissioner Monaghan
Commissioner Yeger

Staff

Keith Braunfotel, Jerry Damiani, Yisroel Eisenbach, Noreen Gelok, Jeremy Goldstein, Suzanne Haggerty, Debbie Samuels

Others

Stephanie Kosmos, Rick McCarthy, Ken Murphy, Steve Torres, Teno West

Phillips: Let the record note that Commissioner Monaghan did contact me and the reason why he is not here is because he had a family commitment.

- Introduced by: Hoehmann/Kenny Unan. April 22, 2021

**RESOLUTION No. 31 OF 2021
ADOPTION OF MINUTES, MEETING OF
MARCH 25, 2021**

RESOLVED, that the transcribed Minutes of the Rockland Green are approved for the meeting March 25, 2021 as recorded by the Clerk and are hereby adopted.

5. Introduced by: Soskin/Moroney

Unan.

April 22, 2021

**RESOLUTION NO. 32 of 2021
AUTHORIZING EXECUTION OF AGREEMENT WITH ROCKLAND COUNTY FOR FIRE
INSPECTION SERVICES**

WHEREAS, the Rockland County Solid Waste Management Authority d/b/a Rockland Green (hereinafter “Rockland Green”) currently owns several properties within the County; and

WHEREAS, those properties require certain fire inspection services; and

WHEREAS, Rockland County (the “County”) provides those fire inspection services required by Rockland Green; and

WHEREAS, Rockland Green seeks to obtain fire inspection services from Rockland County and Rockland County seeks to provide such services to Rockland Green; now therefore be it

RESOLVED, that the Executive Director of Rockland Green is hereby authorized to negotiate with the County, and, if negotiations prove successful, execute a fire inspection services agreement; and be it further

RESOLVED, that the fire inspection services agreement shall be substantially in the form presented at this meeting, with such amendments, modifications, changes and omissions thereto as the Executive Director of Rockland Green may negotiate and approve as in the best interests of Rockland Green and not inconsistent with the terms of this resolution, and the execution of the fire inspection services agreement shall constitute conclusive evidence of the valid authorization hereunder of any such amendment, modification, change or omission; and be it further

RESOLVED, that Rockland Green, in its sole discretion, has the right to discontinue negotiations with the County at any time prior to the execution of the fire inspection services agreement, and such agreement shall not be binding and valid until executed by the parties.

Phillips: Jerry can you explain here what we are doing.

Damiani: Thank you Mr. Chairman. This resolution will provide Rockland Green the ability to have a long-term agreement with the County of Rockland and assist us with our annual fire inspections for the Office of Emergency Services. The agreement is for ten years with a ten-year renewal. I spoke to the Office of Emergency Services and they indicated that it will not exceed \$200 per inspection.

6. Introduced By: Wieder/Powers

Unan.

April 22, 2021

RESOLUTION NO. 33 OF 2021**A RESOLUTION DECLARING THE OFFICIAL INTENT OF THE ROCKLAND COUNTY SOLID WASTE MANAGEMENT AUTHORITY D/B/A ROCKLAND GREEN TO REIMBURSE ITSELF FROM THE PROCEEDS OF DEBT FOR CAPITAL EXPENDITURES AND COSTS OF ISSUANCE TEMPORARILY FUNDED FROM REVENUES OR OTHER SOURCES.**

WHEREAS, the Rockland County Solid Waste Management Authority d/b/a Rockland Green (the "Issuer"), a public benefit corporation, duly organized and existing under Title 13-M of the Public Authorities Law of the State of New York (the "Act"), has determined to undertake a project consisting of the acquisition, construction, improvement, renovation and installation of certain real and/or personal property at the Issuer's existing Materials Recovery Facility in Hillburn, New York and related purposes of the Issuer (the "Project");

WHEREAS, the Issuer intends to use a portion of the proceeds of a future debt financing to reimburse itself for Project-related expenditures incurred prior to the date hereof and to be incurred after the date hereof (the "Expenditures"); and

WHEREAS, the Issuer intends to be reimbursed (i) for Expenditures made not more than 60 days prior to the date of this Resolution, (ii) for Expenditures pertaining to costs of issuance, (iii) for Expenditures that do not exceed the lesser of \$100,000 or 5% of the portion of the proceeds of the debt issue used to finance the Project, or (iv) for Expenditures that do not exceed 20% of the portion of the aggregate issue price of the debt used to finance the Project which constitute preliminary Expenditures within the meaning of Treas. Reg. §1.150-2(f)(2); and

WHEREAS, the Issuer intends that this Resolution be determined to be a declaration of official intent under Treas. Reg. §1.150-2 promulgated under the Internal Revenue Code of 1986, as amended (the "Code");

NOW, THEREFORE, BE IT

RESOLVED by the Members of the Issuer, at a duly noticed meeting of the Issuer, as follows:

Section 1. Declaration of Official Intent. The Issuer hereby declares its intent:

(a) That the issuance by the Issuer of debt for the Project be in an amount reasonably expected not to exceed \$35,000,000 in principal amount;

(b) That the Issuer be reimbursed from the proceeds of debt (i) for Expenditures paid for the Project not more than 60 days prior to the date of this Resolution; (ii) for Expenditures pertaining to costs of issuance; (iii) for Expenditures that do not exceed the lesser of \$100,000 or 5% of the proceeds of the debt issue used to finance the Project; or (iv) for Expenditures that do

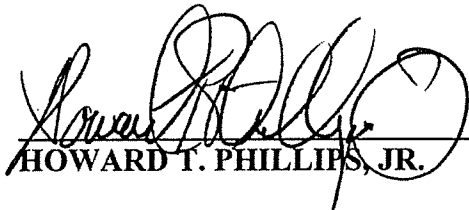
not exceed 20% of the aggregate issue price of the debt issue used to finance the Project which constitute preliminary Expenditures within the meaning of Treas. Reg. §1.150-2(f)(2) promulgated under the Code;

(c) That this Resolution be determined to be a declaration of official intent under Treas. Reg. §1.150-2 promulgated under the Code; and

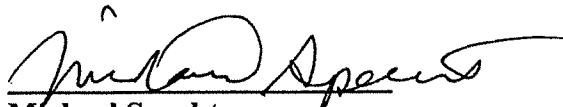
(d) That the issuance of debt to finance the Project occur not later than 18 months after the latest of (i) the date on which the earliest Expenditure subject to Treas. Reg. §1.150-2 is paid, (ii) the date on which the Project is placed in service or abandoned, but in no event more than three years after the earliest Expenditure is paid, or (iii) the date otherwise permitted by the Code or Treasury Regulations promulgated thereunder.

Section 2. Effective Date. This Resolution shall take effect immediately upon adoption this 22nd day of April, 2021.

**ROCKLAND COUNTY SOLID WASTE
MANAGEMENT AUTHORITY, D/B/A
ROCKLAND GREEN**

By: 
HOWARD T. PHILLIPS, JR.

ATTEST:


Michael Specht

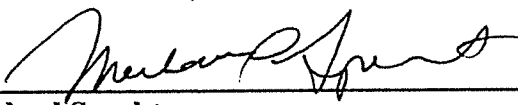
SECRETARY'S CERTIFICATE

The undersigned Michael Specht, Secretary of the Board of the Rockland County Solid Waste Management Authority d/b/a Rockland Green ("Issuer"), does hereby certify that the foregoing is a true and correct copy of a resolution duly adopted at a meeting of the Board of the Issuer duly held on the 22nd day of April, 2021, of which meeting all of the members of the Board of the Issuer had due notice and at which a quorum thereof was present; and that said resolution was adopted by the following vote:

AYES:
NAYS:
ABSENT:

I further certify that said resolution is a true and correct copy of the original resolution so adopted; and that said resolution has not been amended, modified or rescinded since the date of its adoption and is in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Issuer this 22 day of April, 2021.



Michael Specht

[SEAL]

Goldstein: Thank you Mr. Chairman. This is a procedural item related to our upcoming bond offering for the MRF. As everyone is well aware we are going to be doing a rather substantial borrowing for the equipment and building improvements related to the MRF. This resolution essentially allows us to reimburse ourselves from those bond proceeds for future construction costs and past soft costs. To date we have spent over a million dollars in engineering and legal soft costs related to the projects. We are able to reimburse ourselves from bond proceeds for those expenses because we adopt this resolution here tonight.

Phillips: Just remind me are we in a band or did we actually bond.

Goldstein: This will be a bond.

Phillips: Are we doing a twenty-year bond?

Goldstein: It is going to be a thirty-year bond.

Phillips: Before we vote on this, when do you think we will be ready for another inspection of the MRF. Are we still a way off before we actually see anything?

Damiani: Yes. Probably not until the beginning of 2022 on the equipment. The facility improvements we look to start pouring concrete and some excavation prior to the winter months.

Phillips: Maybe in the beginning of 2022 we can arrange for everyone to go up and see the MRF.

7. Tabled

8. Introduced by: Wieder/Kohut

Unan.

April 22, 2021

RESOLUTION NO. 34 of 2021

AWARDING PROPOSAL AND AUTHORIZING EXECUTION OF SERVICE AGREEMENT WITH THE FIRM OF CARLO MINUTO CARTING COMPANY INC. FOR SOLID WASTE COLLECTION, TRANSPORTATION AND DISPOSAL FOR THE VILLAGE OF SPRING VALLEY

WHEREAS, the Rockland County Solid Waste Management Authority d/b/a Rockland Green (hereinafter "Rockland Green") currently provides garbage, bulky items, and recyclables collection services to the Village of Spring Valley (the "Village") pursuant to an intermunicipal agreement between the Village and Rockland Green (the "Intermunicipal Agreement"), and an agreement with Carlo Minuto Carting Company, Inc. to perform said services; and

WHEREAS, the agreement with Carlo Minuto Carting Company, Inc. for the provision of garbage, bulky items, and recyclable materials collection services in the Village is due to expire on April 30, 2021; and

WHEREAS, pursuant to the Intermunicipal Agreement, the Village has authorized Rockland Green to solicit proposals for continued removal and disposal of garbage, bulky items, and recyclable materials from the Village; and

WHEREAS, Rockland Green issued a Request for Proposals for such services on February 19, 2021, as amended pursuant to addenda, (the “RFP”); and

WHEREAS, on March 26, 2021 one (1) proposal was received from Carlo Minuto Carting Company Inc.; and

WHEREAS, Rockland Green’s Evaluation Committee evaluated the proposal and sought clarifications and additional information on April 5, 2021, April 8, 2021, and April 12, 2021, and Rockland Green received timely responses to such requests; and

WHEREAS, the Evaluation Committee held a virtual interview with Carlo Minuto Carting Company Inc. on April 12, 2021; and

WHEREAS, Rockland Green’s evaluation committee evaluated the proposal and clarification responses and, taking into consideration the technical evaluation factors set forth in the request for proposals, including qualifications, experience and price, the Evaluation Committee determined that Carlo Minuto Carting Company Inc. provided a proposal demonstrating its capability to perform the services sought for a reasonable price, and, as such, is an advantageous proposal; and now therefore be it

RESOLVED, that the Executive Director of Rockland Green is hereby authorized to negotiate with Carlo Minuto Carting Company Inc., and, if negotiations prove successful, execute the Solid Waste Collection, Transportation and Disposal Agreement for the Village of Spring Valley as generally such services are described in the specifications set forth in RFP 2021-02, subject to review by Rockland Green Counsel; and be it further

RESOLVED, that the Solid Waste Collection, Transportation and Disposal Agreement for the Village of Spring Valley shall be substantially in the form presented at this meeting, with such amendments, modifications, changes and omissions thereto as the Executive Director of the Rockland Green may negotiate and approve as in the best interests of Rockland Green and not inconsistent with the terms of this resolution, and the execution of the Solid Waste Collection, Transportation and Disposal Agreement for the Village of Spring Valley shall constitute conclusive evidence of the valid authorization hereunder of any such amendment, modification, change or omission; and be it further

RESOLVED, that Rockland Green, in its sole discretion, has the right to discontinue negotiations with Carlo Minuto Carting Company Inc. at any time prior to the execution of the Solid Waste Collection, Transportation and Disposal Agreement for the Village of Spring Valley and such agreement shall not be binding and valid until executed by the parties.

Phillips: Is this a proforma resolution where we are going out and collecting proposals for the garbage collection for residential or is it for businesses as well?

Damiani: It includes single family, two family and three family and multi-use structures.

Wieder: On the motion. I would like to thank Rockland Green and Keith, because there were many issues with garbage collection in the Village of Spring Valley because of single family homes that became two-unit homes. As a result, they were not included in the contract. Multi-unit condos hire to have garbage collection and have agreements, but when you have two neighbors living side-by-side it became extremely difficult to go out and contract. It has been something that the residents of Spring Valley had been bothered by and it was a big issue for them. We worked it out between Rockland Green and Keith helped out and the Mayor of Spring Valley and I hope that this contract also addresses the same issue. On behalf of the people of the Village of Spring Valley I would like to thank Rockland Green.

Phillips: They did a very good job. They found the right piece to the puzzle.

9. **Phillips:** Appointing of General Counsel to Rockland Green. Ken Murphy has been an attorney since 1983. It has to be a temporary appointment until we make a transition with our current Counsel. Ken, I think will do a good job for us and he comes with a great deal of experience.

Introduced by: Hochmann/Full Board Unan. April 22, 2021

**RESOLUTION NO. 35 OF 2021
APPOINTING A GENERAL COUNSEL
TO ROCKLAND GREEN**

WHEREAS, the Rockland County Solid Waste Management Authority d/b/a Rockland Green (hereinafter “Rockland Green”) has determined that it needs to fill the position of General Counsel; and

WHEREAS, Kenneth J. Murphy has sought the position, and appears to be qualified; and

WHEREAS, Mr. Murphy’s application has been determined to be eligible for appointment by the Rockland County Department of Personnel; now therefore be it

RESOLVED, Kenneth J. Murphy is hereby selected for the position of General Counsel to serve in such capacity; and be it further

RESOLVED, that the compensation for such services shall be the sum of \$79,500 annually; and be it further

RESOLVED, that the General Counsel shall perform a minimum of 20 hours of services per week; and be it further

RESOLVED, that the Executive Director is hereby authorized and directed to provide a compensation package as defined by the Employee Handbook and any amendments thereto.

Phillips: Congratulations Ken, welcome.

Murphy: Thank you. It is a great opportunity, and I am looking forward to it. I would like to thank Chairman Phillips as well as Jerry and Keith for the guidance thus far and Jeremy. You have all been very helpful. I very much look forward to working with this team as a life-long Rockland resident. Hopefully, I can make a positive contribution to this great Authority. Thank you.

Wieder: I would like to say for the record, I was able to contact Commissioner Yeger and he is currently volunteering at RCC with the Covid vaccinations and he couldn't make it here tonight.

10. New Business

Goldstein: The first order of new business is related to an underwriter for the upcoming bond series. The Authority issued an RFP for underwriters a couple of weeks ago to four pre-qualified firms and rather large banks. Three components of financing that the Authority plans to do are bonding in regard to the MRF, anaerobic digestion and refunding of a current outstanding series that we have. We received all four proposals back last Friday and I would like to call on the Authority's financial advisor Rick McCarthy to discuss the results of those responses and the Authority's recommendation.

McCarthy: Thank you. As Jeremy said there were four proposers that proposed. The RFP asked them a variety of questions. We asked them to tell us about themselves and their experience in New York State municipal financing and solid waste. We asked them to comment on some of the issues that the Authority has, some technical issues and we asked them for their price. When we did the scoring it was very tight but there were two that tied. One of which was the Bank of America and they had the lowest price. In regard to the municipal industry, they have done 1,008 financings in the period of time that we asked them to give us data. Between their expertise the attractive price and their experience we think they are the best qualified and we recommend that you retain them.

Phillips: Thank you. I want to say that we just went out for a band in Haverstraw for some of the work we are doing at our wastewater treatment plant and it came in at 0.34.

Hoehmann: We just got one at 0.131.

Introduced By: Kohut/Moroney

Unan.

April 22, 2021

RESOLUTION NO. 36 OF 2021

PRESENTATION OF AWARD FOR SELECTION OF SENIOR MANAGING UNDERWRITER

WHEREAS, on March 29, 2021 the Rockland County Solid Waste Management Authority

d/b/a Rockland Green (hereinafter "Rockland Green") issued a Request for Proposals for Senior Managing Underwriter (RFP No 2021-07) for Rockland Green; and

WHEREAS, the RFP was being distributed to obtain investment banking services in connection with the issuance of bonds for the funding of Improvements to the Materials Recovery Facility, the costs of an anaerobic digestion system for food wastes (including preliminary costs therefor), preliminary development costs of an alternative disposal project, and the refunding of the \$7,900,000 General Obligation Bonds, Series 2010A; and

WHEREAS, Rockland Green received underwriter proposals from four (4) firms; and

WHEREAS, Capital Markets Advisors, LLC, Rockland Green's Financial Advisors, have assisted Rockland Green with the evaluation of underwriter proposals; and

WHEREAS, based on the evaluation of the underwriter proposals, the evaluation committee recommends Bank of America as Senior Managing Underwriter; now therefore be it

RESOLVED, that based on the recommendation of the evaluation committee, the Board hereby selects Bank of America as Senior Managing Underwriter for the services described herein.

Damiani: The other new business is the project feasibility study. Shortly after we commenced demolition activity at the preprocessing facility in Hillburn, Rockland County building and trades council President John Maraia contacted Rockland Green inquired about project labor agreement. I asked what that would entail, and he said you have to do a study. We reached out to Arace & Company in Orange County who does this through State contract. The PFS related to project labor agreement basically shows savings on the project determined by the feasibility study includes shift differential, overtime and holidays and Saturday make-up and straight time. The projected savings roughly on a \$6.5 million cost associated with the facility improvements half of that is labor of \$187,261.

Introduced By: Hoehmann/Wieder

Unan.

April 22, 2021

RESOLUTION NO. 37 OF 2021

ACCEPTING THE PROJECT LABOR AGREEMENT FEASIBILITY STUDY AND AUTHORIZING THE NEGOTIATION OF A PROJECT LABOR AGREEMENT FOR CAPITAL IMPROVEMENTS TO THE MATERIALS RECOVERY FACILITY

WHEREAS, the Rockland County Solid Waste Management Authority d/b/a Rockland Green (hereinafter "Rockland Green") is a Public Benefit Corporation, duly organized and existing under the Rockland County Solid Waste Management Authority Act, as set forth under Title 13-M of the Public Authorities Law of the State of New York; and

WHEREAS, Rockland Green maintains the Materials Recovery Facility for the purpose of processing and marketing recyclable materials delivered to such facility; and

WHEREAS, Rockland Green determined that major modifications and upgrades to the Materials Recovery Facility were required; and

WHEREAS, a portion of those major modifications consist of capital improvements to the Materials Recovery Facility site and structure (the "Project"); and

WHEREAS, Rockland retained the services of Arace & Company to perform a Project Labor Agreement Feasibility Study to determine whether a project labor agreement would benefit the Project; and

WHEREAS, the Project Labor Agreement Feasibility Study findings indicated that the use of a project labor agreement would provide labor stability and potential cost savings for the Project; now therefore be it

RESOLVED, that the Board accepts the Project Labor Agreement Facility Study findings, and recommends the pursuit of a Project Labor Agreement; and be it further

RESOLVED, that the Executive Director of the Authority is hereby authorized to negotiate a Project Labor Agreement with the applicable trade unions, and, if negotiations prove successful, execute the Project Labor Agreement; and be it further

RESOLVED, that the Project Labor Agreement for the Project shall be consistent with the findings of the Project Labor Agreement Feasibility Study and any modifications, changes or omissions of such terms as the Executive Director of Rockland Green may negotiate and approve as in the best interests of the Rockland Green and not inconsistent with the terms of this resolution, and the Project Labor Agreement shall constitute conclusive evidence of the valid authorization hereunder of any such amendment, modification, change or omission thereto.

Damiani: Another item under new business I would like Rockland Green to begin a new initiative through recycle partnership where education and outreach staff gets ahead of the collection vehicles and actually inspect what is in the recycling bins that are set out to the curb and provide notification and feedback to the residents in real time. We will analyze that data and we will record that data and take photographs of the bins. If everything in the residents' bin is acceptable, we will provide a certificate of merit and a small giveaway. However, if there are any unacceptable items in the bin, we will give them an oops tag and the hauler is going to be instructed not to collect the material.

Phillips: We have talked about this for years and we have tried to go in a very passive way through education to motivate all of our residents to recycle correctly and of course what we are talking about is the glass and plastics in one container and the paper and cardboard in another container. It has worked to a degree. What is the percentage we have of contamination?

is the glass and plastics in one container and the paper and cardboard in another container. It has worked to a degree. What is the percentage we have of contamination?

Damiani: A little over 14%.

Phillips: So that really is unacceptable and that is costing us money. It is costing the rest of the taxpayers and I think this is how we should think about it. It is costing the rest of the taxpayers money by having the other people not comply with the way in which they are supposed to recycle. We have gone down that path for quite some time and I do think it is time for us to say ok, we have to leave it there. We are not fining the resident but we are leaving it there at the residents with a sticker which will have the website where they can go and there are videos and information they can read. A lot of times they are going to call their local municipality and you can either explain it to them or refer them to Rockland Green and I think that is more appropriate. But, we need to encourage these recyclables not to be contaminated. We are going down this path. Does anybody have any questions on this?

Introduced by: Powers/Kenny

Unan.

April 22, 2021

**RESOLUTION No. 38 of 2021
RECYCLING INSPECTION INITIATIVE
“FEET TO THE STREETS”**

WHEREAS, Rockland Green operates a recycling program for Rockland County residents and businesses with a goal to reduce, reuse and recycle components of the waste stream in order to benefit the environment; and

WHEREAS, the Rockland Green Education Department has been tasked with expanding efforts in Rockland County Towns and Villages to help capture recyclable items that would otherwise be disposed of as solid waste.; and

WHEREAS, the Rockland Green Education Department will be directed to perform community-based outreach and education programs in an effort to improve the quantity and quality of recyclables collected from single-family homes across Rockland. This will better serve our residents and achieve the county’s waste diversion goals. The program puts a team of people on the streets of Rockland to distribute residential recycling information about contamination, provide residents real-time feedback on the quality of their recycling through the use of educational materials.; now therefore be it.

RESOLVED, that the Rockland Green Education Department personnel is hereby authorized to perform community-based outreach and education programs in an effort to improve the quantity and quality of recyclables collected from single-family homes across Rockland. This will better serve our residents and achieve the county’s waste diversion goals. The program puts a team of people on the streets of Rockland to distribute residential recycling information about contamination, provide residents real-time feedback on the quality of their recycling through the use of educational materials.

Phillips: Is there anything else to bring before the Board?

Damiani: I would like to bring to your attention on April 24th we are going to have a paper shredding event in the Town of Clarkstown and on May 15th we will have our Household Hazardous Waste collection event.

Phillips: We always like when we expand in Rockland County and I understand that Izzy Eisenach's wife had a baby girl. Congratulations Izzy.

Phillips: Do we have any other comments from the Commissioners?

Kohut: I want to first welcome Ken Murphy, and to acknowledge the seventeen years of service we have had from Keith on this Authority and to thank him for always putting it above and beyond. The Sewer Commission's gain is going to be our loss.

Phillips: Keith is going to be with us a little bit longer. Do we have any other questions or comments? Since there are no other questions or comments, do we have a motion to adjourn?

Paul: Moved

Specht: Seconded

The meeting was adjourned at 5:25 p.m.

Respectfully submitted,
Suzanne Haggerty