

County of Franklin Solid Waste Management Authority

Minutes of Meeting January 26, 2017
2nd Floor Conference Room, Courthouse

A motion was made from the floor by Andrea Dumas and seconded by Tim Carter to appoint Tom MacDonald as Temporary Board Chairman to run the meeting. All members present were in favor of the motion.

The meeting was called to order by Tom MacDonald at 3:04pm.

The following members were present:

Tim Carter, Andrea Dumas, Dale Earl, Tom MacDonald, Rich Shapiro, and Guy "Tim" Smith. Dave Rhodes excused.

Also present at the meeting were George Eades, Executive Director; Corinne Fitzpatrick, Secretary - Vice Treasurer; Brian Stewart, Attorney; Ellen Hooker-Clooney, Landfill Supervisor and Todd Perry, Engineer. Guests were The Malone Telegram Editor EJ Conzola II and Henry Travers.

RESOLUTION NO. 14 - APPROVAL TO WAIVE THE READING OF THE 12/30/16 MEETING MINUTES

RESOLVED: The governing body of the Authority hereby agrees to waive the reading of the minutes of the 12/30/16 meeting.

The foregoing motion was made by Guy "Tim" Smith and seconded by Tim Carter. All members present were in favor of the motion. Whereupon the Resolution was declared duly adopted, a copy attached hereto.

RESOLUTION NO. 15 - APPROVAL OF THE 12/30/16 MEETING MINUTES

RESOLVED: The governing body of the Authority hereby approves the minutes of the 12/30/16 meeting.

The foregoing motion was made by Tim Carter and seconded by Dale Earl. All members present were in favor of the motion. Whereupon the Resolution was declared duly adopted, a copy attached hereto.

RESOLUTION NO. 16 - APPROVAL OF THE NOVEMBER AND DECEMBER 2016 FINANCIAL STATEMENTS

TABLED: The foregoing motion to approve the monthly financial statements for November and December 2016 was tabled by Guy "Tim" Smith and seconded by Tim Carter. All members present were in favor of the motion. The motion to table the approval of the November and December 2016 Financial Statements was due to the fact no statements were prepared nor presented to the Board.

MONTHLY BILLS - Board members acknowledged receipt of an abstract of the November and December 2016 monthly bills.

UNFINISHED BUSINESS -

- Board members acknowledge the receipt of Crowley and Halloran CPAS, P.C. invoice for the fee of \$13,500 with \$12,000 being the agreed amount of the yearly audit. This excess \$1,500 charge was due to an abnormal number of accounting errors which the auditors had to correct in order to complete the audit. It was agreed the accountants had gone above and beyond their normal scope of work.
The foregoing motion was made by Tim Carter and seconded by Guy “Tim” Smith to pay the excess amount. Members in favor of the motion: Tim Carter, Dale Earl, Tom MacDonald and Guy “Tim” Smith. Member abstained: Andrea Dumas. Member opposed: Richard Shapiro. Motion passed to pay Crowley and Halloran PC \$13,500 for 2015-2016 Financial Audit.

NEW BUSINESS -

- **Regional Landfill Discussion** - The contractors for electrical heating and plumbing have been onsite to continue finishing punchlist items. The majority of the work is to be completed within the next 10 days to 2 weeks. There is painting to be done. Seals on the bottoms of the overhead doors need to be replaced by the subcontractor. Minor electrical items are to be completed.
- **2015-2016 Financial Audit** - Crowley and Halloran CPAS, P.C. have made the requested corrections to “Page 55”. The new page has been forwarded for replacement in the financial statement.
- **Election of Officers** -
 - The foregoing motion was made by Tim Carter and seconded by Andrea Dumas to nominate Tom MacDonald to the position of Board Chairman. All members present were in favor of the motion. Motioned carried.
 - The foregoing motion was made by Richard Shapiro to nominate Dave Rhodes to the position of Vice- Chairman. - No second provided - Motion closed.
 - The foregoing motion was made by Andrea Dumas and seconded by Dale Earl to nominate Tim Carter to the position of Vice Chairman. Members in favor of the motion: Tim Carter, Andrea Dumas, Dale Earl, Tom MacDonald and Guy “Tim” Smith. Member abstained: Richard Shapiro. Motion carried
 - The foregoing motion was made by Tim Carter and seconded by Andrea Dumas to nominate Tim “Guy” Smith to the position of Vice Treasurer. All members present were in favor of the motion. Motioned carried.

Brian Stewart requested an Executive Session to discuss personnel matters at 3:27pm. Guy “Tim” Smith made the motion and seconded by Tim Carter.

Executive Session meeting was terminated at 4:15pm. Tim Carter made the motion and seconded by Dale Earl.

RESIGNATION OF MEMBERS -

- Secretary - Vice Treasurer Corinne Fitzpatrick submitted her resignation effective January 26, 2017.

- Board Member Richard Shapiro submitted his resignation effective January 26, 2017.

Both resignations accepted and duly noted.

RESOLUTION NO. 17 - MOTION TO APPOINT SECRETARY TO THE BOARD

RESOLVED: The governing body of the Authority hereby appoints Ellen Hooker Clookey to the position of Secretary to the Board.

The foregoing motion was made by Dale Earl and seconded by Tim Carter. All members present were in favor of the motion. Whereupon the Resolution was declared duly adopted, a copy attached hereto.

ADJOURNMENT - At 4:30pm, Guy “Tim” Smith moved to adjourn, seconded by Tim Carter. All members present were in favor of the adjournment.

Respectfully submitted,

Ellen Hooker Clookey
Secretary/Vice-Treasurer to the Board