

POLLUTION CONTROL FINANCING AUTHORITY  
OF WARREN COUNTY

MINUTES OF SPECIAL MEETING

APRIL 18, 2007

A special meeting was called to order by Chairman, Angelo Accetturo on April 18, 2007 at approximately 4:00 PM to address contract issues and amendment to the Authority's By-Laws.

Authority Members Present: Angelo Accetturo, Harry R. Pool, Jr., Laurel Napolitani, Everett Chamberlain and Ty Schulze

Also present: Jim Williams, Acting Executive Director; Jeff Long, Chief Financial Officer; Joseph J. Bell, Esquire, interim General Counsel; Beatrice Gonglik, Recording Secretary

Jackie Lindsay, Warren Reporter; Sara Satullo, Express Times; Ron Reece, WRNJ; Michael Frassinelli, The Star Ledger; Jim Smith, Sanico; Mrs. Chamberlain; Bruce Jones, Esquire; Craig Durr, Covanta; and Mary Lou MacGregor, Covanta

Pledge of Allegiance / Introductory Statement

Mr. Accetturo stated items for discussion this evening were appointment of interim general counsel and independent auditor.

A motion was made by Ms. Napolitani, seconded by Mr. Pool to enter into executive session at approximately 4:03 pm to discuss contractual issues.

ROLL CALL:	Mr. Schulze	-	Yes
	Mr. Chamberlain	-	Yes
	Ms. Napolitani	-	Yes
	Mr. Pool	-	Yes
	Mr. Accetturo	-	Yes

A motion was made by Mr. Pool, seconded by Mr. Accetturo to resume open session at approximately 4:25 pm.

ROLL CALL:	Mr. Schulze	-	Yes
	Mr. Chamberlain	-	Yes
	Ms. Napolitani	-	Yes
	Mr. Pool	-	Yes
	Mr. Accetturo	-	Yes

A motion was made by Mr. Pool, seconded by Mr. Schulze to employ Joseph Bell, Esquire of the firm of Bell & Gage as interim general counsel for the Authority.

ROLL CALL:            Mr. Schulze            -            Yes  
                             Mr. Chamberlain       -            Yes  
                             Ms. Napolitani        -            Yes  
                             Mr. Pool                -            Yes  
                             Mr. Accetturo         -            Yes

A motion was made by Mr. Chamberlain, seconded by Ms. Napolitani, to employ Bruce Jones as special counsel for the Authority.

ROLL CALL:            Mr. Schulze            -            Yes  
                             Mr. Chamberlain       -            Yes  
                             Ms. Napolitani        -            Yes  
                             Mr. Pool                -            Yes  
                             Mr. Accetturo         -            Yes

A motion was made by Mr. Chamberlain, seconded by Mr. Pool that we move to solicit the services of Ardito & Company, LLC, from Stroudsburg, Pennsylvania, as the auditor to perform the exit audit. The motion was made in light of the fact that we did not receive responses in a timely manner, to the RFP that was placed on the PCFA website, and now time is of the essence for this audit.

ROLL CALL:            Mr. Schulze            -            Yes  
                             Mr. Chamberlain       -            Yes  
                             Ms. Napolitani        -            Yes  
                             Mr. Pool                -            Yes  
                             Mr. Accetturo         -            Yes

Mr. Williams will contact the firm of Ardito & Company.

Mr. Bell presented a copy of the interlocal services agreement which provides for the County Chief Financial Officer and support staff to assist and assume responsibilities of the PCFA Chief Financial Officer upon his departure from the Authority. Mr. Bell reviewed the contents of the agreement. It has also been forwarded to Mike Lavery, Special County Counsel for review. The agreement would be from May 1, 2007 to December 31, 2007 and costs would not exceed \$76,000. The agreement will be presented to the County Board of Chosen Freeholders at their next regular meeting. Because the agreement was just presented to the members, Mr. Bell suggested action be taken at the next regularly scheduled meeting.

A motion was made by Mr. Schulze, seconded by Mr. Pool to address this agreement at the regular monthly meeting scheduled for May 9, 2007 and make it retroactive to May 1, 2007.

ROLL CALL:            Mr. Schulze            -            Yes  
                             Mr. Chamberlain       -            Yes  
                             Ms. Napolitani        -            Yes  
                             Mr. Pool                -            Yes  
                             Mr. Accetturo         -            Yes

A Resolution Amending and Supplementing the By-Laws of the Authority was presented for discussion.

Mr. Pool stated this is an important amendment to our By-Laws and asked Mr. Bell the legality of this amendment, as in the past he was told we would have to relate funding to a solid waste program or the actions of the Pollution Control Financing Authority. Our Charter is broad, in various projects done in the past. He would like to be sure we are on firm ground with this before proceeding.

Mr. Bell did review minutes from previous meetings and Mr. Pool's concerns relate back to monies distributed to Warren County municipalities as grants but targeted to recycling purposes. Mr. Bell's understanding, reviewing the Charter, State Statute that empowers duties and responsibilities of the Authority, that as long as those monies last year were tied in to a purpose of the Authority, in this case for financing of recycling programs in the various municipalities, the public purpose is encouraged by that grant application. Is Mr. Pool now asking, is the monies previously appropriated to Oxford Township, as to monies going to offset equipment, supplies, materials by First Responders, would it flow from either the State Statute or By-Laws?

Yes, that plus the way the resolution is drawn. Mr. Pool realizes the fire and emergency services do respond to the landfill and broadly speaking, he feels it does comply but he is not an attorney and would bow in the interest of Mr. Bell's expertise so the Board is properly controlled in the future with this resolution.

Mr. Bell asked the members to hold acting on the resolution. He will research more thoroughly and present again at the May 9<sup>th</sup> meeting. This will also comply with the By-Laws, in that any amendments being made should be read at at least two meetings before action is taken.

A motion was made by Mr. Schulze, seconded by Mr. Pool to carry this resolution over to the May 9<sup>th</sup> meeting.

ROLL CALL:	Mr. Schulze	-	Yes
	Mr. Chamberlain	-	Yes
	Ms. Napolitani	-	Yes
	Mr. Pool	-	Yes
	Mr. Accetturo	-	Abstain

The way it is written, if adopted, would this allow present Chair to vote because funds would not be going to the township itself? It would alleviate any conflict that currently exists. Mr. Accetturo could vote but will probably abstain.

#### PUBLIC COMMENT

Mr. Jim Smith, President of Sanico Inc. was at the meeting to address a dispute regarding his 2007 disposal agreement. He did not receive a response to his letter of January 18, 2007 and had his attorney request certain documents from the Authority. Mr. Bell stated all documentation requested was forwarded to the State of New Jersey. There has been no

response to date. He thought Mr. Smith had been copied on all correspondence. Mr. Smith stated he has not received any correspondence from the Authority. He had the disposal agreements with him and requested the Authority sign off on them this evening. Mr. Bell apologized if we have not gotten back to him in a timely fashion and asked that Jim give us until May 9<sup>th</sup> to allow time to review the contract. Mr. Smith would like to know whether or not the current disposal system in this County is still viewed by the Authority as a system or is the burner now a merchant facility free to go its way. A copy of the service agreement has been secured and it says both. Mr. Bell will have a response shortly.

On a motion by Mr. Schulze, seconded by Mr. Accetturo the special meeting of April 18, 2007 was adjourned at 4:38 pm.

Respectfully submitted by:

Beatrice Gonglik  
Administrative Secretary

Approved: May 9, 2007