



A Public Agency

# CONSENT CALENDAR

**DRAFT MINUTES**

SOUTH BAYSIDE WASTE MANAGEMENT AUTHORITY  
MEETING OF THE BOARD OF DIRECTORS  
March 22, 2018– 2:00 p.m.  
San Carlos Library Conference Room A/B

Call To Order: 2:02PM

**1. Roll Call**

Agency	Present	Absent	Agency	Present	Absent
Atherton	X		Menlo Park	X	
Belmont	X		Redwood City	X	
Burlingame		X	San Carlos	X	
East Palo Alto	X		San Mateo	X	
Foster City	X		County of San Mateo	X	
Hillsborough	X		West Bay Sanitary District	X	

**2. Public Comment**

Persons wishing to address the Board on matters NOT on the posted agenda may do so. Each speaker is limited to two minutes. If there are more than five individuals wishing to speak during public comment, the Chairman will draw five speaker cards from those submitted to speak during this time. The balance of the Public Comment speakers will be called upon at the end of the Board Meeting. If the item you are speaking on is not listed on the agenda, please be advised that the Board may briefly respond to statements made or questions posed as allowed under The Brown Act (Government Code Section 54954.2). The Board's general policy is to refer items to staff for attention, or have a matter placed on a future Board agenda for a more comprehensive action or report and formal public discussion and input at that time.

None

**3. Executive Director's Report**

Executive Director La Mariana welcomed new Board Member, Supervisor Carole Groom, representing the County, and he welcomed Interim Finance Manager Marshall Moran back from retirement. He noted that recruitment is ongoing, and the timeline for hiring a Senior Finance Manager has been revised to July. He then welcomed Debra Kaufman, a legislative and regulatory advocacy expert, and noted that she wrote the report that is part of agenda item 5D on today's consent calendar.

He then noted the following hot topics.

- **The revised Battery collection program** have been deferred until April or May as there are still logistics being worked out, and staff is actively working with Recology on options. He also noted that agenda item 5C on today's consent calendar is to work with the California Department of Toxic Substance Control (DTSC) on enforcement of a law passed in 2005 that requires retailers that sell rechargeable batteries to take them back.
- **Insurance** quotes for Shoreway insurance are due next Friday, and will be back to the Board in April as an action item.

- **Household Hazardous Waste (HHW)** County programs are now being marketed at the direction of the Board by the SBWMA as part of the decision to end the Door to Door HHW program. He noted that a post card with all of the HHW special collection drop off events went out on February 19, and participation at both the events and at the drop off facility has gone up by 24%, and two upcoming drop off events directly tied to the post card have increased participation. Redwood City had 63% increase in appointments, and Menlo Park is fully booked four weeks out.

Member Aguirre asked why the address for drop off is not on the post card.

Executive Director La Mariana noted that in the past, if the address was listed material would just be abandoned at the collection site before and after the event which is quite problematic, and because HHW it needs to be technically assessed by chemical composition and it needs to be separated and handled in a very specific way.

- **Franchise Agreements** have now been formally approved by six Member Agencies. Redwood City is scheduled for March 26, and the other 5 are going to be sometime in April or May. When all 12 are approved, Amendment One discussions will commence on Bulky Item Collection, Abandoned Waste, and Storm Water, with the goal of those discussions being complete by the end of 2018.
- **Landfill RFP** is going out, preliminary numbers are expected to be available in June and an action item will take place in September.
- **Budget:** A draft budget will be presented to the finance committee on April 10, and to the Board on April 25. The May Board meeting will be focused on a 5-Year Plan Cap Ex study session and final budget approval will be at the June Board Meeting.
- **Sub Committees** are meeting regularly. The Public Education Committee will be having its second committee meeting on April 4, and the Zero Landfill Committee will be reactivated soon. The Zero Landfill Committee findings were never finalized and brought to the Board, so it will be reactivated. The findings will be reevaluated to meet current market conditions, and after committee review the findings will be presented to the Board.

Executive Director La Mariana then noted the commodity market collapse and gave background on agenda item 5A. He noted that, in total, the SBWMA is about a \$100M per year operation, the Commodity portion of that is about \$10M per year, and this discussion is just the fiber materials which represents 60% part of that \$10M. He noted that, at the close of the People's Congress at the end of October 2017, there was a deadline of January 1 given, which was extended to March 1, 2018 to meet extreme new contamination level standards. As of March 1, the SBWMA had its first load of cardboard rejected by Chinese customs. The new standard for contamination is extremely high - 0.5%. 400 tons of paper is coming back, and now the only option is to double handle it incurring double cost, and send it to potential secondary markets. He noted that the cost of this particular rejected load is \$70,000, but that is a mitigated cost.

Member Carlton asked if it is hard to reach the new standard, is anyone meeting that standard or is this a political decision.

Executive Director La Mariana noted that it definitely appears to be a political situation rather than economic. There is a newly formed department of the environment in China and the driving force behind the tightened restrictions seems to be to improve the quality of their environment. The old contamination threshold was between 5-8%.

Member Carlton asked how contamination affects the Chinese environment.

Executive Director La Mariana noted that the material that isn't usable for secondary packaging has to go to the landfill, and their basic statement is that they don't want to be the world's landfill anymore.

Executive Director La Mariana noted that 60-65% of the material at the MRF is affected by this Chinese market shift. Bottles, cans, and plastics grades one and two are not affected because they have domestic markets. He noted that to address the problem SBR added sort labor as a short term fix, including bale dresses on the floor and additional sorters on the line. They've also run six different tests on the equipment including running a slower speeds, and running the recyclable materials through the machinery twice, but have not gotten anywhere close to an acceptable contamination rate for China. He noted that long term the solution is likely modification of the equipment. He has asked Staff Gans and SBR to give tiered options of costs versus contamination levels and benefits, and the final tiered option will be \$8-10M.

Member Widmer noted that as improvements to the contamination levels are made, it opens up the material to be marketed to other markets including domestic markets. He would like to see an analysis that includes all the potential markets, their volatility, and the cost to get to an acceptable level of contamination for each of those markets.

Chair Bronitsky noted that the May Board meeting will include a cost benefit analysis of equipment improvements.

Member Widmer asked why there wasn't better preparation for rejected loads if the restrictions were known in January.

Executive Director La Mariana answered from October 27 on was the time that the testing was going on, and SBR has been aggressively looking at other markets.

Chair Bronitsky added that historically China has said they're going to adjust their material contamination standards and then they don't.

Vice Chair Benton noted that this is an agenda item, and suggested the continuing the discussion during the agenda item.

#### **4. Approval of Consent Calendar**

Consent Calendar item(s) are considered to be routine and will be enacted by one motion. There will be no separate discussion on these items unless members of the Board, staff or public request specific items be removed for separate action. *Items removed from the Consent Calendar will be moved to the end of the agenda for separate discussion.*

- A. Approval of Minutes from the January 25, 2018 Board of Directors Meeting
- B. Approval of Quarterly Investment Report
- C. Resolution Authorizing the Executive Director to request DTSC to enforcement AB1125 Rechargeable Battery Law
- D. Resolution Approving 2018 Legislative and Regulatory Platform
- E. Resolution Approving Contract with HF&H Consulting to manage the 2019 Compensation Application Review Process
- F. Resolution Authorizing the Executive Director to Approve MRF Sort System Maintenance Service

Member Bonilla pulled agenda item 4F

Member Widmer pulled agenda item 4D

Member Aguirre made a motion to approve items 4A-4C and 4E

Member Hurt seconded the motion

Roll Call Vote: 11-0-0-1

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton	X				Menlo Park	X			
Belmont	X				Redwood City	X			
Burlingame				X	San Carlos	X			
East Palo Alto	X				San Mateo	X			
Foster City	X				County of San Mateo	X			
Hillsborough	X				West Bay Sanitary District	X			

Agenda Item 4D

Member Widmer commented that the platform should be broad, but noted that the broadness of it could easily lead to support of bills that some Board Members wouldn't want to support. He gave the example of the platform noting that the SBWMA would support bills that encourage lower greenhouse gasses, which could be further support for the high speed rail which Atherton does not support. He suggested that as individual bills come up that the SBWMA would support, there would be a further endorsement by the Board.

Chair Bronitsky noted that anything that is remotely controversial would come back to the Board for consideration.

Member Carlton noted that other Boards have a legislative subcommittee and suggested the Executive Committee serve as the subcommittee so these items could be filtered from the view point of an elected official.

Member Bonilla motioned to approve item 4D

Member Rutherford seconded the motion

Roll Call Vote: 11-0-0-1

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton	X				Menlo Park	X			
Belmont	X				Redwood City	X			
Burlingame				X	San Carlos	X			
East Palo Alto	X				San Mateo	X			
Foster City	X				County of San Mateo	X			
Hillsborough	X				West Bay Sanitary District	X			

Agenda Item 4F

Member Bonilla asked if this was a 3<sup>rd</sup> party that would be doing this work or would it be subcontracted.

Staff Gans answered that in the contract with SBR any single expense under \$10,000 SBR covers as routine and preventative maintenance, any major repairs over \$10,000 the SBWMA is responsible for.

Member Bonilla asked if there is an RFP or how hiring is determined.

Staff Gans answered that BHS was selected and it was sole sourced because BHS is the equipment manufacturer and they have their own installer to do that work, it was not bid because it's integral into the equipment system that is already there.

Member Bonilla asked if there are any requirements for training or certification to do the work in the contract.

Staff Gans answered that there are a host of CBA categories for the MRF workers one of which is maintenance, and there are trainings involved for anyone that is qualified to do maintenance.

Member Bonilla noted that if it is Union workers he's fine because there are training and certifications required, and if it's not Union workers then he asked if trainings and certifications are required. There is a lot of really valuable equipment in the facility, so he wanted to make sure trained and qualified people do the work.

Staff Gans noted that that is why BHS and their preferred installer were sole sourced to do the work, and also so that the work would be warranted. He noted that staff would follow up with the installer to get clarification on the warranty and weather it would cover down time.

Member Hurt asked for clarification that this is anticipated maintenance and is pre-budgeted.

Staff Gans answered it was budgeted under the maintenance contingency for repairs.

Member Bonilla motioned to approve 4F

Member Widmer seconded the motion

Roll Call Vote 11-0-0-1

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton	X				Menlo Park	X			
Belmont	X				Redwood City	X			
Burlingame				X	San Carlos	X			
East Palo Alto	X				San Mateo	X			
Foster City	X				County of San Mateo	X			
Hillsborough	X				West Bay Sanitary District	X			

## 5. Shoreway Operations and Contract Management

### A. Shoreway Operations and Market Update

Staff Gans introduced the item and noted that situation is unprecedented, evolving, and there is very little information coming out of China. The SBWMA has no control over the situation. He noted that it has risen to a level of a national pride issue for China and for that reason, he suspects it won't go away. It's going to take time to figure out what it means for the SBWMA business interests. Commodities that were selling for \$150 per ton have dropped to zero.

Chair Bronitsky added that situation is more complicated than that, because not only is there zero income there is increased cost because the items are going to landfill.

Staff Gans noted that staff has done analysis on how low mixed paper would have to go to warrant not processing it and sending it to the landfill, and the analysis was that paying \$60 per ton to a paper mill to take the mixed paper would be cheaper than the current landfill prices.

Member Carlton asked what about alternative markets.

Dan Domonoske, Executive Vice President of Potential Industries, a share owner of South Bay Recycling, who represents the SBWMA in marketing the material, spoke about alternative markets. Dan noted that Potential Industries has been working with other markets in South East Asia for the last 42 years and will continue to do so, and they are currently marketing mixed paper there. He noted that China announced the restrictions being imposed will continue to be enforced, and he suspects pricing will continue to deteriorate, and standards will

continue to increase. He added that China will continue to buy paper from North America, but what the SBWMA is making now China isn't buying. China is still buying cardboard, as in the past, but there is no MRF in the country that can make cardboard with 0.5% contamination threshold. He added that over the last 6 months SBR has tried every conceivable configuration on the equipment and staffing levels, and have been unable to produce a marketable product. In his opinion upgrading the equipment is the only viable solution.

Member Carlton commented that legislation like AB341 prohibits certain items in the landfill which puts the SBWMA between a rock and hard place.

Dan Domonske commented that Cal Recycle is committed to maintaining the diversion requirements that are in place, so yes in a way. He also noted that mixed paper is mostly what the SBWMA MRF is making. It was previously selling for \$100 per ton, and is now selling for \$5 per ton, and it costs an additional \$18 per ton to truck it to Oakland. In his opinion, the only solution was to spend money to make a better quality commodity material, and make a grade called sorted clean news which is currently selling for \$130 per ton. He noted that he and Hilary are working on economic analysis and ROI with different choices.

Member Grassilli asked what can be done in the meantime, while the equipment is being researched and built.

Dan Domonske commented that BHS could add equipment in 3-4 months, and he thought there would be movement for a few more months in the alternative markets despite the less favorable pricing assuming the prohibitive levels hold.

Member Benton asked about cardboard, and where the MRF is in terms of meeting China's standard.

Dan Domonoske commented that cardboard is still very valuable and China is still buying it, but cardboard that goes through a MRF typically has more contamination than the China threshold. The MRF cardboard currently has around 1.2% contamination, about 1/3 of the paper at Shoreway is cardboard, and the rest is mixed paper which China no longer wants.

Member Hurt asked what other countries are doing in this market, and if they are competitors in finding new markets.

Dan Domonoske answered yes and no. Europe has a larger domestic market, Japan is easily meeting the China standard now, Australia is similar to the United States, but no market is as large as North America, and some parts of North America are in a better position than the west coast because they have mills closer by.

Member Hurt questioned if the investment in equipment would move the needle.

Dan Domonoske thinks it will move the needle quite a bit. He suggested to stop making mixed paper, and start making sorted clean news. He added that the ones with the best quality will be the last ones standing.

Member Benton clarified that making material cleaner means to remove stuff from the paper, and what happens to the material that's removed.

Dan Domonoske answered that you sell it if you can, currently 30% of a mixed paper bale is cardboard. But because the cardboard pieces are so small the machinery is not sorting it to cardboard so it ends up as mixed paper. If you invest in more sensitive equipment that can catch that small cardboard it is much more valuable.

Member Dehn asked why he believed that adding new equipment will get the MRF back into the top 25% of MRFs.

Dan Domonoske answered that many MRFs don't have space that our facility has, and smaller private MRFs don't have access to the capital.

#### B. Resolution Approving SBR Sort Labor Reimbursement

Staff Gans noted that this is a specific request by SBR to get reimbursed for additional sort labor through the end of the fiscal year, and in the meantime staff would be back to the Board with the best long-term solution. He added that staff is still working on the best long-term solution whether that be labor or equipment. He has been working on a material quality improvement plan report with SBR. SBR has been doing every possible test they can think of since December to improve the quality of the material, and then reporting on the effect. The report will include how much each solution option would cost, and SBR and he are working to get to a place where there is information about ROI on any capital request. He noted that staff will be tracking Potential's experience with the fiber quality coming off their new equipment over the next four months to help get a sense of ROI. He commented that until then the goal is to maintain movement of material. The request is for \$50,000 a month for an additional 10 sorters that staff has determined is needed to improve the quality to a sellable level.

Chair Brontisky asked if we spend the \$200,000 will the material be sellable.

Staff Gans answered that every day, every month is a different market situation and he is relying on the experts to help make a marketable material, and right now that means additional sort labor, but the long term solution is likely capital.

Member Dehn suggested that the resolution also include a not-to-exceed amount of \$200,000, along with the 4-month limit.

Member Carlton would like to see a cost benefit analysis at the end of the four months.

Member Grassilli noted that the staff report notes that the cost to this point has been shared, and asked what has changed, why is the time they are asking to pick up the entire cost instead of continuing to share it.

Staff Gans answered during the period from December to now, there has been a shared effort to determine a level of quality improvement, and now that that level has been determined the costs going forward are known. He added that if the Board decides not to pay it he didn't know if the material would be marketable.

Member Grassilli asked why the cost wouldn't continue to be shared.

Member Widmer commented that SBR went out on a limb to act in real time to solve a problem in real time to divert a disaster. He thought asking the Board to cover the costs over that period of time was reasonable, but he agreed with Member Grassilli that moving forward until a long-term decision is made, we should move forward with a sharing arrangement.

Chair Bronitsky asked if there is a contractual obligation to pay.

Counsel Savaree noted that SBR has a contractual obligation to provide whatever staff is necessary to complete the task. This is presented as a short-term solution because the concern is that SBR could present this as a

force majeure issue if the increased costs are not covered. This is not to amend the contract, but a short term solution.

Member Carlton asked if there a contractual obligation for quality.

Counsel Savaree answered no.

Chair Bronitsky asked if it was possible to do a two-month trial period instead of four, to see if it's sellable.

Staff Gans answered that more information is better and two months may garner the information needed. But his concern was that the budget process would be a big decision point with these issues, and deciding to increase tip fees to pay for equipment as a long-term solution. And two months is May, when the Capital budget will be presented to the Board, and a two month trial could potentially lead to not being able to address quality and marketability issues for the entire year.

Member Widmer commented that just a few months ago staff asked the Board to pay for the VRS salary raise which was not the SBWMA's obligation, so he thought SBR should work with the Board on this issue.

Member Benton asked for clarification if the program has already been in place since December, why do we need an additional two months of experimenting, of if the he request is to put the experiment into practice.

Dwight Herring of SBR noted that since December these additional sorters have made it possible to market the material and continue to move the material, though it's not going to China it's going to other South East Asian markets.

Member Carlton asked, if the test is already done, why it is limited to four months.

Member Hurt asked why the Board should take on the full amount, if it's not a contractual obligation, and the costs have been shared so far, and profits are only reduced, SBR is not in the negative. She asked what other MRFs in California are doing to deal with these issues.

Dan Domonoske answered that Green Waste Recovery in San Jose added 14 people, 8 of whom are doing the same work as the requested 10 people at Shoreway. He added that the revenue from the sale of the commodities goes to the SBWMA not to SBR. He also added that these 10 extra people are the reason the material has been able to continue to move.

Member Aguirre now absent 3:42

Member Hurt asked if 10 is an average number of sorters that other MRFs are adding.

Dwight answered that typically there are 24 sorters now we have 34, so 10 is the total additional sort labor being requested for our facility.

Member Benton asked for clarification of how commodity revenue is shared.

Dwight Herring answered that there is a minimum revenue guarantee of \$5.5M, once that is met then SBR receives 25%.

Member Benton asked if the \$5.5M has been met yet.

Dwight Herring answered no, typically that happens in the July time frame, but this year it's likely to be near the end of the year.

Member Benton commented that paying for the sort labor is beneficial to them because it gets them closer to their guarantee.

Executive Director La Mariana noted that it's beneficial to both parties.

Staff Gans clarified that the SBWMA gets 100% of the commodity revenue up to \$5.5M, then we share, SBR gets 25%.

Member Benton asked if the SBWMA was guaranteed the \$5.5M regardless of how much revenue there is.

Staff Gans answered yes.

Member Benton commented that the Board doesn't have an incentive to pay \$200,000 to get closer to a number the SBWMA is going to get either way.

Staff Gans noted that that financial issue is if the material doesn't go to market then where does it go, and who pays. If 30% of the volume that comes through the MRF has to be landfilled it is going to add up very quickly.

Member Benton commented that SBR is incentivized because whatever they get is more than paying the guarantee. The shared plan that has been in place seems to be logical, both parties are putting into an agreement that benefits both parties. He noted that he was struggling to accept 100%.

Member Bronitsky asked contractually, if we offer half are they obligated to pay for the other half.

Counsel Savaree suggested that they do.

Member Carlton made a motion to pay for half of the additional sort labor costs until the end of the fiscal year and after that period review the cost benefit analysis of the additional labor.

Member Grassilli seconded the motion.

Discussion:

Member Hurt asked for clarification, noting that it sounds like the \$5.5M minimum guarantee was being subsidized by this agreement.

Staff Gans answered that currently the material is being sold at \$0. If money were being put into labor to get a higher sale amount then maybe it would be a subsidy, but at this point the additional labor is so that the material can keep moving and not be sent to the landfill, its to avoid a crisis.

Member Widmer noted that he was not sure it needed to be for all four months. He added that it is SBRs obligation to make those deliverables on the recyclables. There is risk in signing a 10 year contract with incentives and they need to accept that risk. He thought getting to a shared spot was reasonable, and gets to a place to focus on the long-term solution which will be the equipment.

Member Bonilla commented that what has been put before the Board is the lowest cost option that avoids landfilling recyclables which will cost more and is contrary to our goals, and noted he was in favor of the motion.

Member Hurt asked for a contractual analysis of what this means and how it amends the contract for the future.

Counsel Savaree noted that it was brought forward to the Board today under a section of the contract that does not amend the contract. This is the Board directing that the scope of services of SBR for this particular period be changed.

Roll Call Vote: 9-1-0-2

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton	X				Menlo Park	X			
Belmont		X			Redwood City				X
Burlingame				X	San Carlos	X			
East Palo Alto	X				San Mateo	X			
Foster City	X				County of San Mateo	X			
Hillsborough	X				West Bay Sanitary District	X			

**6. Administration and Finance**

A. Resolution Approving an Extension of Marshall Moran’s Interim Finance Manager Employment Term

Executive Director La Mariana noted that with the vacancy of the Senior Finance Manager position staff is in active recruitment mode, and the first phase of the recruitment has not yielded satisfactory candidates, so the effort is being expanded. In the mean time staff would like to extend Mr. Moran’s services. Some of the cost of Mr. Moran’s salary will be offset by the planned salary and benefits from the vacancy, but because it anticipated that this recruitment is going longer into the fiscal year its no longer just the budgeting process, but also now the compensation application process, and training needs for the new Senior Finance Manager are included in this estimate through July.

Member Widmer asked if the cost of the overlap of hiring a new person with the training time was calculated, and if there is still an offset with the current vacancy.

Executive Director La Mariana answered yes, that was calculated and considered in this total.

Member Widmer asked if there were negotiations on the dollar amount.

Executive Director La Mariana answered that there were little options if Mr. Moran was going to come out of retirement to help during this vacancy, he named a price, the price is fair market value at \$180 per hour, and the terms were agreed upon to get the necessary coverage.

Member Widmer noted that it was a high amount.

Member Grassilli made a motion to approve the contract.

Member Bonilla seconded the motion.

Roll Call Vote: 10-0-1-1

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton			X		Menlo Park	X			
Belmont	X				Redwood City				X

Burlingame				X	San Carlos	X			
East Palo Alto	X				San Mateo	X			
Foster City	X				County of San Mateo	X			
Hillsborough	X				West Bay Sanitary District	X			

**7. Collection and Recycling Program Support and Compliance**

**A. Resolution Approving Change to the Collection Franchise Agreement Contamination Survey and Disincentive Program**

Executive Director La Mariana gave a brief overview noting that there was a previous contractual requirement to have an independent 3<sup>rd</sup> party perform contamination monitoring. The original contract required quarterly monitoring (at a cost of \$50K per monitoring); it was then reduced to two times per year, and now staff is recommending eliminating it entirely which would save ratepayers about \$100,000 per year. He noted that the market dictates when there is a contamination problem, and that the direction from the Board has been to simplify our operations and reduce costs whenever possible, and this is another step in that direction.

Member Widmer asked what the corrective action is if they do an audit.

Staff Gans answered with the current audits, if contamination is found there is incentive/disincentive payments as discussed in the staff report, and depending on the contamination source the contractor is supposed to go work with the customer, route or city to reduce the level of contamination.

Member Widmer commented that just a couple of months ago he wanted to eliminate some other audits to save \$50,000 and he'd rather save \$150,000.

Member Benton asked for clarification on the linkage between this contaminated material, and contaminated material that is rejected per the previous discussion.

Staff Gans answered that it is related, the collector is the one with a relationship with the customer, and they know where the contamination is coming from. By the time the material arrives at the MRF, it's very hard to identify the source of the contamination and to deal with it. So, the contamination monitoring requirements that have been in the contract with Recology were designed to push resolving contamination upstream. The reality is that the contamination levels that are set in the collection contract are being met, so there have been very small disincentive or incentive payments over the last two years, but that threshold is far greater than China's threshold, and if customers needed to sort their blue bin materials to meet China's standard the program would not run.

Member Bonilla made a motion to approve

Member Dehn seconded the motion

Roll Call Vote: 10-0-0-2

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton	X				Menlo Park	X			
Belmont	X				Redwood City				X
Burlingame				X	San Carlos	X			
East Palo Alto	X				San Mateo	X			
Foster City	X				County of San Mateo	X			
Hillsborough	X				West Bay Sanitary District	X			

- 8. Informational Items Only (no action required)**
  - A. Check Register Details for January and February 2018
  - B. Quarterly Update Technical Consulting Contracts
  - C. 2018 Finance and Rate Setting Calendar
  - D. Potential Future Board Agenda Items
- 9. Board Member Comments**
- 10. Adjourn 4:02PM**

## STAFF REPORT

---

**To:** SBWMA Board Members  
**From:** Marshall Moran, Finance Manager  
 Joe La Mariana, Executive Director  
**Date:** April 26, 2018 Board of Directors Meeting  
**Subject:** Resolution Approving Calendar Year 2017 Financial Statements

---

### Recommendation

It is recommended that the SBWMA Board of Directors approve Resolution No. 2018-15 attached hereto authorizing the following action:

- Approving the South Bayside Waste Management Authority's Financial Report for Calendar Year 2017 as reviewed by SBWMA's audit firm, Maze & Associates.

### Analysis

As part of the 2009 Bond Indenture, the SBWMA is required to present unaudited calendar year Financial Report to the bond rating agencies by May 1<sup>st</sup>. This report was reviewed on April 10<sup>th</sup>, 2018 by the Board Finance Committee which recommends approval. The reports are limited to information that is required in the bond indenture and include the results of the bond covenant tests.

The attached SBWMA Financial Report (see Attachment A) for the calendar year ending December 31, 2017, was prepared by the City of San Carlos Administrative Services Department with assistance from SBWMA staff and examined by the independent auditing firm of Maze & Associates. The audit firm reported that the SBWMA's financial report was prepared in conformity with generally accepted accounting principles (GAP); however, the report is unaudited.

### Overview of the Financial Reports

Table 4 of the attached Financial Report, shows operating income for calendar year 2017 of \$4,203,451 (Modified Change in Net Position), while Table 5 shows that the bond covenant requirements have been achieved. The SBWMA is obligated by the bond indenture to set tip fees at Shoreway that produce financial results which generate enough revenue to achieve the covenant tests. The SBWMA is reporting a break-even coverage of 1.06 and a debt service coverage of 2.25 that meet the minimum requirements of 1.0 and 1.40 respectively. These tests are intended to show sufficient liquidity to satisfy bond holders that there is sufficient income to cover bond debt service.

Bond Covenant Test	Minimum	Calendar Year		
	Ratio	2015	2016	2017
<b>Break-Even Test</b>	1.00	1.02	1.02	1.06
<b>Debt Coverage Ratio</b>	1.40	1.58	1.99	2.25

### **Background**

On July 23, 2009 the Board approved a resolution authorizing the issuance of solid waste enterprise revenue bonds Series 2009A (tax-exempt) and Series 2009B (taxable) to the City of Burlingame. In 2013, the Board approved the payoff of the 2009B bond one year early with surplus funds to save interest expense. The bond indenture requires annual financial reporting on a fiscal (audited) and calendar year (unaudited) basis.

Most of our business is conducted on a calendar year basis. Our rates paid to SBR, Recology, and disposal and processing vendors all are adjusted effective January 1<sup>st</sup>. The tip fees at Shoreway are also adjusted, if needed, on January 1<sup>st</sup>. Therefore, for bond reporting, it made sense to report our financial results on a calendar year basis, however, our fiscal year ends on June 30<sup>th</sup>.

Maze & Associates also audits our fiscal year financial statement. The audited financial statement for FY16/17 was approved by the Board at the January 25, 2018 Board meeting.

### **Fiscal Impact**

There is no fiscal impact associated with this item.

#### **Attachments:**

Resolution 2018-15

Attachment A – Calendar 2017 Unaudited Financial Statement



## RESOLUTION NO. 2018-15

### RESOLUTION OF THE SOUTH BAYSIDE WASTE MANAGEMENT AUTHORITY BOARD OF DIRECTORS APPROVING THE CALENDAR YEAR 2017 FINANCIAL STATEMENTS

**WHEREAS**, the South Bayside Waste Management Authority contracted with the audit firm of Maze & Associates to conduct a review of the Agency's financial records in accordance with Governmental Accounting Standards; and

**WHEREAS**, the financial statements for the calendar year ending December 31, 2017 as prepared by said firm have been completed; and

**NOW, THEREFORE BE IT RESOLVED** that the South Bayside Waste Management Authority hereby approves the unaudited Annual Financial Report as prepared by Maze & Associates for the calendar year ending December 31, 2017.

**PASSED AND ADOPTED** by the Board of Directors of the South Bayside Waste Management Authority, County of San Mateo, State of California on the 26<sup>th</sup> of April, 2018, by the following vote:

Agency	Yes	No	Abstain	Absent	Agency	Yes	No	Abstain	Absent
Atherton					Menlo Park				
Belmont					Redwood City				
Burlingame					San Carlos				
East Palo Alto					San Mateo				
Foster City					County of San Mateo				
Hillsborough					West Bay Sanitary Dist.				

I HEREBY CERTIFY that the foregoing Resolution No. 2018-15 was duly and regularly adopted at a regular meeting of the South Bayside Waste Management Authority on April 26, 2018.

ATTEST:

\_\_\_\_\_  
Charlie Bronitsky, Chairperson of SBWMA

\_\_\_\_\_  
Cyndi Urman, Board Secretary

**SOUTH BAYSIDE WASTE MANAGEMENT AUTHORITY**

**UNAUDITED FINANCIAL INFORMATION**

**DECEMBER 31, 2017**

This Page Left Intentionally Blank

SOUTH BAYSIDE WASTE MANAGEMENT AUTHORITY

UNAUDITED FINANCIAL INFORMATION

FOR THE YEAR ENDED DECEMBER 31, 2017

TABLE OF CONTENTS

	<u>Page Number</u>
COMPILATION REPORT .....	1
FINANCIAL INFORMATION	
Unaudited Statement of Revenues, Expenses and Change in Net Position .....	2
Unaudited Calculation of Debt Service Coverage .....	3

This Page Left Intentionally Blank



## INDEPENDENT ACCOUNTANT'S COMPILATION REPORT

To Members of the Board of Directors of the  
South Bayside Waste Management Authority (Authority)  
San Carlos, California

Management is responsible for the accompanying Unaudited Statement of Revenues, Expenses and Changes in Net Position and Unaudited Calculation of Debt Service Coverage (financial information) for the Year ended December 31, 2017, in accordance with the form prescribed by the \$53,500,000 South Bayside Waste Management Authority Solid Waste Enterprise Bonds (Shoreway Environmental Center) Series 2009A Official Statement. We have performed a compilation engagement in accordance with Statements on Standards for Accounting and Review Services promulgated by the Accounting and Review Services Committee of the American Institute of Certified Public Accountants (AICPA). We did not audit or review the financial information nor were we required to perform any procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an opinion, a conclusion, nor provide any form of assurance on these financial information.

The Authority's financial information mentioned above were prepared on the basis in accordance with the form prescribed by the \$53,500,000 South Bayside Waste Management Authority Solid Waste Enterprise Bonds (Shoreway Environmental Center) Series 2009A Official Statement (Official Statement), and are not intended to be a presentation in accordance with accounting principles generally accepted in the United States of America.

Management has omitted the disclosures ordinarily included in financial statements prepared in accordance with accounting principles generally accepted in the United States of America, because such disclosures are not a requirement of the Official Statement.

This report is intended solely for the information and use of the Board of Directors of the Authority for the compliance of with the Official Statement, and is not intended to be and should not be used by anyone other than these specified parties.

*Maze & Associates*

Pleasant Hill, California  
March 21, 2018

**Accountancy Corporation**  
3478 Buskirk Avenue, Suite 215  
Pleasant Hill, CA 94523

T 925.930.0902  
F 925.930.0135  
E [maze@mazeassociates.com](mailto:maze@mazeassociates.com)  
W [mazeassociates.com](http://mazeassociates.com)

**Table 4**  
**SOUTH BAYSIDE WASTE MANAGEMENT AUTHORITY**  
**UNAUDITED STATEMENT OF REVENUES, EXPENSES**  
**AND CHANGES IN NET POSITION**  
**FOR THE YEAR ENDED DECEMBER 31, 2017**

	<u>2017</u>
<b>OPERATING REVENUES</b>	
Charges for services	\$41,853,590
Commodity revenue	8,488,810
Other	121,296
Total Operating Revenues	<u>50,463,696</u>
<b>OPERATING EXPENSES</b>	
Shoreway operations	38,838,913
SBWMA program administration	2,346,164
Franchise Fee-Transfer Station	1,993,028
Total Operating Expenses	<u>43,178,105</u>
Operating Income (Loss)	<u>7,285,591</u>
<b>NONOPERATING REVENUES (EXPENSES)</b>	
Interest Income	160,924
Interest-2009A Bond	(2,739,175)
Facility Fire - Insurance Claim Proceeds	2,627
Facility Fire - Repair Expense	(213,395)
Loss on Disposal of Assets	(293,121)
Net Nonoperating Revenues (Expense)	<u>(3,082,140)</u>
<b>MODIFIED CHANGE IN NET POSITION <sup>(1)</sup></b>	4,203,451
<b>RECONCILIATION OF NET POSITION</b>	
Reduction of Bond Liability	(1,365,000)
Payment of Principal	1,365,000
Premium 2009A Reserved Fund FHLMC	7,500
Depreciation Expense (non-cash)	(2,992,341)
TOTAL RECONCILIATION TO NET PENSION	<u>(2,984,841)</u>
NET CHANGE IN NET POSITION	1,218,610
NET POSITION AT BEGINNING OF YEAR	<u>19,443,712</u>
NET POSITION AT END OF YEAR	<u><u>\$20,662,322</u></u>

(1) Includes interest income and interest expense

See Independent Accountants' Compilation Report

**Table 5**  
**SOUTH BAYSIDE WASTE MANAGEMENT AUTHORITY**  
**UNAUDITED CALCULATION OF DEBT SERVICE COVERAGE**  
**FOR THE YEAR ENDED DECEMBER 31, 2017**

	<b>2017</b>
Operating and Non-Operating Revenues (from Table 4)	\$50,627,247
Rate Stabilization Fund reserves <sup>(See Note)</sup>	
<b>Total Revenues and Additional Revenues</b>	<b>50,627,247</b>
<b>Expenses</b>	
O&M Cost	41,185,077
Facility Fire - Repair Expense	213,395
Debt Service	4,104,175
Subordinate charges	1,993,028
Loss on Disposal of Assets	293,121
<b>Total Expenses</b>	<b>47,788,796</b>
Coverage (Total Revenues/Total Expenses) <sup>(1)</sup>	<u>1.06</u>
Operating and Non-Operating Revenues (from Table 4)	\$50,627,247
<i>plus</i> Rate Stabilization Fund reserves <sup>(see Note)</sup>	
<b>Total Revenues</b>	<b>50,627,247</b>
<i>less</i> O&M Expenses	41,398,472
<i>equals</i> Net Revenues	9,228,775
Debt Service	4,104,175
Coverage (Net Revenues/Debt Service) <sup>(2)</sup>	<u>2.25</u>
Ending Unrestricted Net Position	\$15,250,391

- (1) Required to be 1.0 or greater
- (2) Required to be 1.4 or greater

**Source:** The Authority

**Note:** Reserves from the Rate Stabilization Fund are legally available for the payment of debt service. The purpose of the Rate Stabilization Fund is to minimize Transfer Station rate increases resulting from significant one-time revenue shortfalls (e.g. commodity price decreases, loss of tipping fee revenues due to short or long-term closures of the Shoreway facility, etc.). None was required for the year ended December 31st, 2017.

**See Independent Accountants' Compilation Report**

This Page Left Intentionally Blank