

**Authority Meeting Minutes
368th Meeting (via Conference Call)
February 7, 2023 at 12 p.m.**

Members Present: Joseph J. Siemek
Rhody Holthaus
Guillermo (“Willie”) Wainer
Dr. Charles Glass
Phil Harris
Mark DeLuca (joined at 12:18 p.m.)
D’Andrea Walker
Cliff Engle

Other Participants: Andrew Kays (NMWDA)
Kim Gordon (NMWDA)

Public access via livestream at the following link: https://youtu.be/j0e_0QYJdkQ. *This stream was turned on at 12:02 p.m. local time.*

Board Chairman, Joseph Siemek opened the meeting at 12:03 p.m. local time after confirming the presence of a quorum. Mr. Siemek noted that the instructions for the public to view the meeting were provided in advance and that there were no plans for any portion of the meeting to be held in closed session. Mr. Siemek requested that Members identify themselves when speaking and confirmed the presence of a quorum.

Mr. Siemek noted consideration of the minutes of the previous Board Meeting on December 6, 2022, and that such minutes were approved and posted on the Authority website.

ACTION ITEM NO. 2023-1-1 – On-Call Contract Amendments

A motion was made by Willie Wainer and seconded by Rhody Holthaus to approve this item.

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nmwda.org / Business-to-Business Recycling: mdrecycles.org
Tower II – Suite 402, 100 S. Charles Street, Baltimore, MD 21201-2705

Comprehensive Waste Management Through Recycling, Reuse, Resource Recovery and Landfill

MEMBERS:

Rhody R. Holthaus, Anne Arundel County / Vacant, Baltimore City / D’Andrea L. Walker, Baltimore County / Clifford J. Engle, Carroll County
Phillip S. Harris, Frederick County / Joseph J. Siemek, Harford County / Mark A. DeLuca, Howard County / Guillermo Wainer, Montgomery County
Charles Glass, Maryland Environmental Service / Andrew Kays, Executive Director



Andrew Kays explained that contracts amendments are needed for on-call consultants as follows:

1. Pinnacle: Anne Arundel County and Baltimore County are utilizing Pinnacle for their respective communication and advertising efforts in connection with solid waste planning. An increase in the amount of \$150,000 is needed for the Pinnacle contract to fund such efforts and other anticipated efforts for the Member Jurisdictions.
2. SCS Engineers (SCS): Montgomery County is utilizing SCS for work associated with water processing at the RRF. Additionally, other Member Jurisdictions are anticipating using SCS for various efforts. An increase in the amount of \$400,000 is needed for the SCS contract to fund such efforts.

Staff is requesting increases for the Pinnacle and SCS contracts in the respective amounts as set forth above.

Joseph Siemek asked if there were any questions or matters for discussion. There being none, a vote was taken, and the item was unanimously approved.

ACTION ITEM NO. 2023-1-2 – Budget Amendments

A motion was made by Cliff Engle and seconded by D'Andrea Walker to approve this item.

Andrew Kays explained that Authority budget amendments are needed as follows:

1. Source of Funding: Baltimore County Purchase Order.

Baltimore County General Account: Staff is requesting an increase in the amount of \$200,000 to support procurement services work performed by Gershman, Brickner & Bratton, Inc. (GBB) in connection with the County's Transfer Stations.

2. Source of Funding: (a) Montgomery County will reimburse the Authority under the Waste Disposal Agreement for the water effort; and (b) funding for transfer station planning efforts will be through the issuance of a Purchase Order, as set forth below.

(a) Montgomery County RRF Account: Staff is requesting an increase to the account in the amount of \$50,000. The budget needs to be increased by \$50,000 in support of the work for the water processing effort set forth in Action Item 2023-1-1(2), and

(b) Montgomery County General Account: Staff is requesting an increase to the account in the amount of \$50,000 for the transfer station planning efforts.

Joseph Siemek asked if there were any questions or matters for discussion. There being none, a vote was taken, and the item was unanimously approved.

ACTION ITEM NO. 2023-1-3 – Approval of Award of Revised Master Service Agreement for Textile Collection and Reuse/Recycling Services

A motion was made by D’Andrea Walker and seconded by Rhody Holthaus to approve this item.

Andrew Kays explained that on December 6, 2022, the Authority’s Board awarded a sole source Master Service Agreement (“Master Service Agreement” or “MSA”) for Textile Collection and Reuse/Recycling Services to ReClothing, LLC, doing business as (“DBA”) HELPSY, (the “Contractor”). The Master Service Agreement was approved substantially in the form as provided to the Board.

After award of the MSA, during the signature process, Helpsy requested several substantial changes to the contract that they missed during their initial review process. The Authority staff reviewed and distributed the requested revisions to the Member Jurisdictions (“Members”), and those jurisdictions interested in this service provided their review and approval of the requested changes. Mr. Kays noted that there are no changes to the pricing for the services under the MSA.

Mr. Kays noted that more specifically, most of these changes are tied to the fact that the Contractor is not able to base payments by weighing their collection trucks at the Member Jurisdiction Designated Collection Sites or at their own facilities, since the trucks will not necessarily be empty upon arrival and may contain textiles collected from other sites. Accordingly, the payment (revenue) calculations were revised to be based on both the bag counts documented at the pickup points and on an average weight per bag established for certain periods of time. Members retain the right to request weight verifications under the MSA and require the Contractor to weigh in and out of Member scales, if requested, for internal Member tracking purposes. Members can request revised payments (i.e., more revenue) based on these Member tracked weights, if desired.

Mr. Kays explained that net weights are calculated when the Acceptable Material is unloaded and weighed at the Contractor’s warehouses and during the outbound shipping process to buyers. The Contractor converts bag counts into pounds by dividing total net weight collected by the number of bags collected, to establish a set weight per bag for invoicing purposes. The weight per bag will then be multiplied by the number of bags for each location to determine that location’s per-pound payments for the applicable reporting period. Mr. Kays reminded the Board that the participating Member Jurisdictions would be receiving a payment from the service, not necessarily incurring a cost. Regularly (usually every quarter), the Contractor will compare the total net weight collected by the Contractor from each Designated Collection Site and the reported bag counts of each Designated Collection Site in order to recalculate average weight per bag by location. Any discrepancies noted for bag counts/weight, identified in writing by the Member Jurisdiction or the Authority, will be investigated, resolved and the payments recalculated to the satisfaction of the Member Jurisdiction and the Authority.

Additional revisions include the removal of certain Acceptable Material items due to limited markets, and changes to allow more flexibility, per the approval of the applicable Member Jurisdiction, regarding the reporting and payment requirements.

The Authority presents the revised form of the Master Service Agreement to the Authority's Board for final approval, as the Authority has concluded these requested changes are within the industry standard for textile reuse/recycling operations and practices. Helpsy has confirmed that there will be no additional changes requested during the signature and contract execution process.

Therefore, the Authority recommends awarding a sole source Master Service Agreement (substantially in the revised form provided to the Board and made publicly available on the Authority's website) to Reclotting, LLC.

In accordance with COMAR Section 14.13.01.11, the Board is asked to approve the sole source procurement and to authorize the Executive Director to execute the Master Service Agreement with HELPSY, for a term from the effective date per contract execution (anticipated to be in February 2023) through June 30, 2027. Member Jurisdictions utilizing the Reuse/Recycling Services will enter into a separate Confirmation with the Contractor as set forth in the Master Service Agreement.

Mr. Siemek asked if there were any questions or matters for discussion. There being none, a vote was taken, and the item was unanimously approved.

Discussion Item – Legislative Update

Having completed the Action Items on the Agenda, Mr. Siemek noted a Discussion Item regarding a legislative update by Andrew Kays.

Mr. Kays provided a brief summary of some of the solid waste and related bills that the Authority is tracking during the 2023 General Session. Bills included in the summary were: HB 109 Task Force on Recycling Policy and Recycling and Waste Systems in Maryland; HB 255 Maryland Paint Stewardship; HB 284 Environment – Reducing Packaging Materials – Producer Responsibility; HB 609 Environment – Waste Haulers – Reporting Requirement; HB 499 Environment – Publicly Owned Treatment Works – PFAS Monitoring; and HB 161 Northeast Maryland Waste Disposal Authority – Evaluation and Termination of Bond Authority (Northeast Maryland Waste Disposal Authority Sunset Act). Mr. Kays explained that the brief overview was not meant to be exhaustive in terms of the session or topic, and that many additional bills are expected to be introduced.

Mr. Kays noted that the hearing for HB 161 is scheduled for February 8, 2023 and that the Authority submitted an informational letter to the Environment and Transportation Committee. Mr. Kays explained that he signed up to be present at the hearing to answer questions only, as the Board has not formally adopted a position regarding HB 161. Joseph Siemek provided that he also will attend the hearing as the Director of Public Works for Harford County. Mr. Siemek noted that while he will identify himself as the Chairman of the Authority Board, he will not be speaking in such capacity.

Joseph Siemek asked if there were any questions regarding the legislative update. D'Andrea Walker inquired whether Mr. Kays would send a legislative summary to the Board, as has been his practice. Mr. Kays informed the Board that the summary will be sent to the Board within the next few days.

Joseph Siemek asked if there were any additional matters for discussion. There being no additional comments or discussion items, the meeting adjourned at 12:20 p.m.

TRUE TEST COPY

A handwritten signature in black ink, appearing to read "Andrew Kays", is written over a horizontal line.

Andrew Kays, Executive Director