

NEW RIVER SOLID WASTE ASSOCIATION
SPECIAL CALLED BOARD MEETING MINUTES
February 23, 2017

The New River Solid Waste Association Board of Directors met for a Special Called Meeting on February 23, 2017 with the following members present:

Commissioner Karen Cossey, Chairwoman
Commissioner James Croft, Vice-Chairman
Commissioner Kenny Thompson, Secretary/Treasurer
Commissioner Chris Dougherty
Commissioner Cathy Rhoden

Others present were: Darrell O'Neal, Executive Director
Perry Kent, Assistant Director
Melissa Waters, Chief Finance Officer
Lydia Greene, Office Manager/Admin. Asst.
Russell Wade, Attorney

Chairwoman Cossey called the meeting to order. Prayer was led by Commissioner Thompson followed by the Pledge of Allegiance.

Chairwoman Cossey called for discussion of agenda item #2, Discuss Alachua County RFP Issued on February 15, 2017 and agenda item #3, Discuss Hiring Special Counsel to Assist New River in Responding to Alachua County RFP. Mr. O'Neal advised the board that Alachua County has issued an RFP for Solid Waste Disposal on February 15, 2017. The RFP contains some contentious items such as the contract start date is October 1, 2018 which is before our agreement expires on December 31, 2018. Mr. O'Neal added that the RFP includes a 24 hour without cause cancellation clause by the county. There are some other items included in the RFP that will require our attention before our response is submitted. Mr. O'Neal said it is important for New River to put together a good team to prepare our response to the RFP. A key person for that team is attorney David Dee whose credentials were provided to the board. Mr. Dee has represented a number of counties and cities in Florida and more than any other attorney in the state in environmental law. Mr. O'Neal said we were fortunate to be able to hire Mr. Dee and that he has requested (and received) a release from

NRSWA BOARD SPECIAL CALLED MEETING MINUTES February 23, 2017
Pending Board Approval

Alachua County to work for New River. Mr. Dee also contacted the other counties in Florida he has done work for to announce his intentions to represent New River. Mr. O'Neal said that Mr. Dee's and his firm's rates have also been provided which he feels are reasonable. Mr. O'Neal said he would like to hire Mr. Dee if the board agrees. Mr. Dee is located in Tallahassee and would probably be able to do most of his work over the phone or electronically although he will attend the mandatory pre-bid meeting scheduled for March 9th at 2:00 p.m. This is also the date of New River's regular board meeting and we may or may not have information to share with the board at that time. Mr. O'Neal said he feels Mr. Dee should be part of the contract negotiations with Alachua County if we are selected and that this will be a very critical part of the process. Commissioner Cossey asked if there is a cost estimate for the attorney costs. Mr. O'Neal said he did not have an estimate of attorney's expenses at this time as we do not yet know the scope of the process or who will be performing which parts. Mr. O'Neal added that Jones Edmunds will be getting information together for the response to the RFP as will Frankel Media Group. Mr. Dee's role will be to get New River the most points for our RFP submittal and to determine if the content is legally sound. Commissioner Thompson said he feels we don't have a lot of choices at this time. Mr. O'Neal said he feels that Alachua County will determine the amount of time spent on the RFP and the contract negotiations if we are selected. Mr. O'Neal said Mr. Dee will prepare written questions on the RFP, review our RFP submittal to make sure it is the best that can be submitted.

Chairwoman Cossey called for a motion to retain Mr. Dee as special counsel to assist New River with the RFP and contract negotiations. Commissioner Thompson made a motion to hire Mr. Dee as special counsel. Commissioner Rhoden seconded the motion. The motion carried unanimously.

Mr. O'Neal said another item that needs to be discussed in connection with the RFP response is having Jones Edmunds assist New River and Mr. Dee with portions of the submittal. Mr. Woolsey said Work Order #77 is for gathering the technical data for the environmental portion of the RFP and other assistance as needed in an amount not to exceed \$15,000. Mr. O'Neal said that the budget includes additional engineering services so no budget amendments will be needed, if approved.

Chairwoman Cossey called for a motion on Work Order #77 in an amount not to exceed \$15,000. Commissioner Croft made a motion to

NRSWA BOARD SPECIAL CALLED MEETING MINUTES February 23, 2017
Pending Board Approval

approve Jones Edmunds' Work Order #77. Commissioner Thompson seconded the motion. The motion carried unanimously.

Commissioner Croft asked how this will work for an organization that has to comply with the Sunshine Law. Mr. O'Neal said he had asked Mr. Dee about even submitting to the RFP because of this. Mr. Dee said we would risk being excluded if we did not respond to the RFP. Mr. O'Neal said that fortunately the RFP is not just based on price but also has to do with financial stability and environmental factors. Mr. O'Neal said he isn't sure exactly how this is going to work at this time and that the submittal is due on April 5th. They are also allowing questions up to 10 days before the due date, so the due date could change. Mr. Woolsey said the bids are sealed but that doesn't apply to public facilities. Mr. Woolsey added that the RFP states 35% is based on price and 55% is based on environmental and other intangibles. Mr. O'Neal said that the RFP includes a transportation element as well which needs to be discussed with special counsel. We may need to issue an RFP for subcontracting transportation if we decide to submit under that portion. The advantage would be a level playing field for price based on our location. Commissioner Croft asked if New River would get into the transport business. Mr. O'Neal replied that we may but only as a subcontractor. Mr. O'Neal stated without Alachua County's waste and with no additional waste, the annual financial impact to the counties would be approximately \$600,000 for Baker and Bradford Counties and \$500,000 for Union County.

Chairwoman Cossey called for a motion to adjourn. Commissioner Thompson made a motion to adjourn which was seconded by Commissioner Dougherty. The meeting was adjourned.