

# CommonWealth

Resource Management Corporation

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17 October 2019

The Municipal Review Committee, Inc. (the MRC)  
Attn.: Michael Carroll, Executive Director  
PO Box 317  
Brewer, Maine 04412

RE: Joining Member Assets Managed by the MRC in the Third Quarter of 2019:  
Financial Statements and Distributions

Dear Members of the Committee:

CommonWealth Resource Management Corporation (CRMC) herein presents financial statements and cash distributions payable through the third quarter of 2019 for the assets of the Joining Members held by the MRC. The Joining Members include 84 municipalities and public entities that have elected to enter into Joinder Agreements with the MRC for management of their MSW on and after April 1, 2018. The MRC manages various assets of the Joining Members, including their shares of various funds and assets as described herein. The assets include a site and related infrastructure in Hampden, Maine, owned by the MRC on behalf of the Joining Members, which site (the Site) is being leased to Coastal Resources of Maine, LLC (Coastal, which was formed by Fiberight, LLC, and its equity investor) pursuant to a Restated and Amended Site Lease. Coastal is constructing and starting up a processing facility on the Site (the Hampden Facility) that would accept MSW from the Joining Members in accordance with a Master Waste Supply Agreement between Coastal and the MRC. The MRC also manages reserve funds being held on behalf of the Joining Members consistent with the Joinder Agreements.

Regarding the administration of funds on behalf of Joining Members, CRMC offers the following recommendations:

1. Distribute **\$116,133.65** to Joining Members to reduce the effective net disposal costs by \$5 per ton for Joining Members that were Equity Charter Municipalities, and by \$3 per ton for those Joining Members that were New Charter Municipalities, per Exhibit B to the Joinder Agreements.
2. Make payments from the Custody Account of **\$45,536.62** to the Operating Account to reimburse Joining Members for budgeted fee collections lost as a result of interim transportation arrangements, all per Exhibit B to the Joinder Agreements.

3. Transfer **\$31,872.46** from the Custody Account to the Operating Fund to reimburse payments being made on behalf of Joining Members for incremental transportation costs during the interim period.

The remainder of this letter provides the basis for these recommendations, including

- Financial statements for the MRC as of October 1, 2019 and prior quarters (see Tables 1 and 2).
- Basis for distributions to Joining Members (see Table 3).
- Status of the Bridge Waste Reserve Fund for payments to haulers for extra services provided, and lost fee revenues, for Joining Members related to interim transportation arrangements through the third quarter of 2019 (Table 4).
- Projection of the unrestricted cash balance in the Tip Fee Stabilization Fund and Custody Account Basis net of committed funds and projected payables through the projected Commercial Operation Date (COD) (Table 5).

The letter also presents the resources available to meet the reserve fund requirements of the Joinder Agreements.

### **MRC quarterly financial statements**

Table 1 presents balance sheets for the end of the third quarter of 2019 and four preceding quarters in a format that reflects the financial statements prepared by the MRC's auditor. In certain cases, prior statements have been adjusted for consistency with auditor recommendations. As shown, as of October 1, 2019:

- The balance in the **Custody Account** at Bangor Savings Bank was **\$133,954.70**.
- The **Cash Sweep Account** at People's United Bank, which had been used to accumulate interest from the Cash Collateral Account and to pay bank fees, has been closed, and the balance transferred to the **Cash Collateral Agency Account** (see below).
- The value of the **Tip Fee Stabilization Fund** held at People's United Bank, including accrued income through October 1, 2019, was **\$8,210,430.40**, including **\$8,186,558.37** market value of investments and cash, and **\$23,872.03** in accrued interest. The MRC is required under the Site Lease to maintain a balance with a market value of at least \$4.0 million in this fund. The market value of fund holdings as of October, 2019, excluding the accrued interest, included:
  - **\$5,699,991.75** in U.S. Treasury bills and agency bonds with maturities of up to two years.
  - **\$1,391,196.93** in brokered bank certificates of deposits with maturities of up to two years.
  - **\$1,095,369.69** in liquid money market funds.

- The balance in the **MRC Operating Budget Stabilization Fund**, held in a liquid money market at People's United Bank, was **\$5,516.45**.
- The balance in the **Cash Collateral Agency Account**, which serves as the **Delivery Sufficiency Fund** under the Master Waste Supply Agreement, was **\$3,046,610.57**. In May 2019, funds were transferred into the Cash Collateral Agency Account from a predecessor account, the Cash Collateral Account, in order to increase interest earnings. This Fund was held at People's United Bank separately from other MRC assets as required by Schedule B to the Joinder Agreements and by the Master Waste Supply Agreement and the Site Lease, in order to serve as security for certain MRC payment obligations under those agreements. The funds are held in an account in the name of Coastal Resources of Maine, LLC for benefit of the MRC, with transactions controlled by a new agreement between the MRC, Coastal and Fiberight, which is the Agreement Regarding the Cash Collateral Account dated April 15, 2019 (the CCA Agreement). In accordance with the CCA Agreement:
  - The Cash Collateral Agency Account shall maintain a minimum market value of \$3.0 million.
  - Funds are held in U.S. Treasury notes of not more than 12 months duration, laddered so that one note reaches maturity each quarter, with supplementary cash held in a money market fund invested in U.S. Treasury notes.
  - The MRC can direct Coastal to transfer funds in excess of the minimum market value requirement to the MRC Operating Account. The amount transferred would depend on the overall market value of the Fund. The MRC would maintain a cash margin to prepared for anticipated fluctuations in the market value of individual U.S. Treasury notes.

The predecessor Cash Collateral Account was closed and the Direct Account Control Agreement that controlled that account was terminated during the second quarter of 2019.

Note that People's United Bank has given notice to the MRC that its investment and trust accounts, including the Tip Fee Stabilization Fund, the Operating Stabilization Fund, and the Cash Collateral Agency Account, would be transferred to another institution, Bar Harbor Trust Services, as of October 25, 2019. Rather than accept the transfer as presented, in September 2019, the MRC issued a request for proposals (the Banking RFP) in order to solicit proposals from banks and wealth management service providers, with the goal of having a service provider of the MRC's choice in place to succeed People's United Bank by October 25, 2019. The Banking RFP also provided an opportunity for the MRC to consolidate its accounts within one institution in order to improve service and convenience and reduce fees. The status of the Banking RFP, the selection of a successor to People's United Bank and to the other banking institutions that serve the MRC (Bangor Savings Bank and KeyBank), and the status of the effort to transfer funds from People's United Bank to the new service provider(s) will be presented at the Board meeting.

Table 1 shows accounts receivables in the amount of **\$417.31** for tip fees collected by Coastal and payable to the MRC under Section 6 of Exhibit B to the Master Waste Supply Agreement that have not yet been received by the MRC.

Table 1 shows the book value of **\$6,049,828.92** for the Site owned by the MRC, as improved for development of the Hampden Facility, on the basis of past expenditures for site acquisition and infrastructure development. The book value at the end of the quarter reflects adjustments consistent with those recommended by the auditor. Table 1 also shows amounts payable from the Joint Venture as noted, including distributions payable to Joining Members, payables for the Hampden site (which includes the allowance for road repair of **\$62,400.00** approved at a prior Board meeting); and amounts payable for incremental haul costs during the interim period.

The Net Position of the joint venture includes the amounts in the accounts listed above net of the amounts payable shown below.

Table 2 presents the additions (revenues) and deductions (expenditures) of the joint venture for the third quarter of 2019 and preceding quarters. The excess of revenues over expenditures, as adjusted for changes in balance sheet items, is reconciled with the change in the Net Position over each quarter. Table 2 also shows transfers to the MRC Operating Fund in prior quarters to support the costs of negotiating and implementing the Settlement Agreement and otherwise wind up arrangements between the Charter Municipalities and PERC under the Extended Agreements.

### **Distributions, payments and amounts payable**

Table 3 shows amounts payable by the MRC to Joining Members as follows

- **\$116,133.65** for distribution to Joining Members to reduce the effective net disposal costs by \$5 per ton for those Joining Members that were Equity Charter Municipalities and by \$3 per ton for those Joining Members that were New Charter Municipalities (see Table 3). In the Joinder Agreements, Exhibit B, Section 2(c), the MRC is obligated to make such payments in the first 36 months after the Commercial Operation Date, which has not yet occurred. This distribution, which would be made before the Commercial Operation Date, would be made at the discretion of the MRC Board rather than to meet any contractual obligation.
- **\$45,536.62** for payment to the Cities of Bangor and Brewer and the Towns of Hampden and Orono, to reimburse budgeted fees not collected as a consequence of the interim transportation arrangements.

The MRC recognized expenses in the third quarter of **\$85,215.63** for incremental transportation costs associated with interim transportation arrangements in accordance with Exhibit B to the Joinder Agreements, of which **\$31,872.46** was payable at the end of the quarter

**Reserve fund requirements and resources**

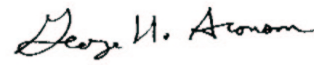
As of October 1, 2019, the MRC was able to satisfy the requirements for reserve funds in Exhibit B, Section 2 of the Joinder Agreements as follows:

<b><i>Reserve fund requirement</i></b>	<b><i>Resources</i></b>
\$5.0 million for actual expenditures for acquisition of the site and development of related infrastructure	Satisfied by prior expenditure in 2016 and 2017
\$1.167 million as the Closure Reserve Fund	Actual expenses were funded by expenditures from the Operating Fund in previous quarters.
\$3.0 million for the Delivery Sufficiency Reserve Fund	Satisfied with over <b>\$3.0 million</b> in a dedicated fund, the Cash Collateral Agency Account, from funds deposited in 2017
Up to \$7.0 million as the Building Reserve	Satisfied by the <b>\$3.0 million</b> in the Cash Collateral Agency Account (for the Delivery Sufficiency Reserve Fund) and a covenant to keep a minimum balance of <b>\$4.0 million</b> in the Tip Fee Stabilization Fund.
\$1.0 million for Bridge Waste transportation costs held in Tip Fee Stabilization Fund and Custody Account (Table 4)	<b>\$ 245,399.08</b> balance as of October 1, 2019 <b>\$ 754,600.92</b> expended since April 1, 2018 <b>\$ 832,010.00</b> expended including amounts payable as of October 1, 2019  <b>\$8,210,430.40</b> in the Tip Fee Stabilization Fund <u><b>133,954.70</b> in the Custody Account</u> <b>\$8,344,385.10</b>
\$4.0 million minimum balance	<b>(\$4,000,000)</b> minimum balance
\$1.5 million in the Target Value Reserve Fund	<u><b>(\$1,500,000)</b> distributions after COD</u>
Unrestricted fund balance	<b>\$2,844,385.10</b> <u><b>(\$ 344,475.06)</b> payables (includes Hampden site)</u> <b>\$2,499.910.04</b> projected balance as of the COD

As of October 1, 2019, the Custody Account had a balance of **\$133,954.70**, with amounts payables from the account of **\$344,475.06** for distributions, Hampden construction site payables, and amounts payable for incremental transportation costs. CRMC recommends that the MRC transfer up to **\$250,000.00** from the Tip Fee Stabilization Fund to the Custody Account to make these payments and leave a margin for future payables.

If you have any further questions, please feel free to contact me.

Sincerely,

A handwritten signature in cursive script, reading "George H. Aronson".

George H. Aronson  
Principal

Attachments   Tables 1 through 4

Table 1									
Joint Venture of the Joining Members of the									
Municipal Review Committee, Inc.									
Governmental Funds Balance Sheet / Statement of Net Position									
Quarterly Basis, 2Q 2018 through 3Q 2019, audited through 1Q 2018									
			Unaudited	Draft audit	Draft audit	Draft audit	Draft audit	Draft audit	Audited
	Notes		1-Oct-19	1-Jul-19	1-Apr-19	1-Jan-19	1-Oct-18	1-Jul-18	1-Apr-18
<b>ASSETS</b>									
<b>Cash and cash equivalents</b>									
Custody Account (Bangor Savings Bank money market fund)	1		133,954.70	148,164.76	383,328.20	655,225.91	860,672.04	948,010.75	2,052,629.50
Maine DOT escrow account (allocated to Equity Charter Joining Members)	2				-	-	-	243,053.93	242,974.67
Cash Sweep Account (Peoples UB)			-	-	5,586.07	6,786.07	2,151.53	1,623.85	469.10
<b>Accounts Receivable</b>									
Receivable from Operating Account	3				580.30	580.30			
Receivable from Coastal (non-CM tip fee increments)			417.31	316.63	133.93	597.98	421.71	176.73	
<b>Investments</b>									
Tip Fee Stabilization Fund (portfolio managed by Peoples UB)									
Account balance (CDs, money market fund, US agency bonds and Treasury notes)	1		8,186,558.37	8,408,694.68	8,347,454.00	8,307,204.70	8,248,473.39	8,209,288.42	18,965,174.95
Accrued interest income	1		23,872.03	39,267.96	37,453.27	20,591.38	37,893.56	36,330.29	57,162.42
MRC Operating Budget Stabilization Fund (Peoples UB)			5,516.45	95,180.94	94,754.11	94,253.35	93,809.71	93,410.91	298,916.80
Cash Collateral Account/Delivery Sufficiency Fund (account control agreement)	4								
Account balance (Money markets and US Treasury notes)			3,042,163.93	3,040,450.22	3,003,425.89	3,000,892.58	3,004,019.26	3,003,126.31	3,002,860.67
Accrued interest income			18,908.11	6,160.35					
Supplemental Cash Collateral Account (temporary acct control agreement)					-	-	-	0.05	0.05
Value of Hampden site, advance to General Fund			-	-	203,640.00	203,640.00	203,640.00	203,640.00	203,640.00
Value of Hampden site, improved (cost basis, allocated to Equity Charter Joining Members)	5		6,049,828.92	5,987,428.92	5,543,298.50	5,543,298.50	5,543,298.50	5,543,298.50	5,543,298.50
Departing Municipalities Escrow Account								11,596,717.37	
<b>TOTAL ASSETS</b>			17,461,219.82	17,725,664.46	17,619,654.27	17,833,070.77	17,994,379.70	29,878,677.11	30,367,126.66
<b>LIABILITIES AND NET POSITION</b>									
<b>Liabilities</b>									
Cash distributions and amounts payable, current quarter	6		344,475.06	358,882.36	174,228.67	249,341.72	157,596.18	237,096.39	546,172.77
Payable to Maine DOT from escrow fund	2							24,223.50	24,223.50
Departing Municipalities Escrow Account								11,596,717.37	
<b>Statement of Net Position held for the benefit of Joining Members</b>			17,116,744.76	17,366,782.10	17,445,425.60	17,583,729.05	17,836,783.52	29,617,357.22	29,796,730.39
<b>TOTAL LIABILITIES AND NET POSITION</b>			17,461,219.82	17,725,664.46	17,619,654.27	17,833,070.77	17,994,379.70	29,878,677.11	30,367,126.66
<b>NOTES</b>									
1	Investments valued per market conditions as of date shown to account for unrealized gains and losses, and accrued interest.								
2	Value held in Maine DOT escrow account at Katahdin Trust Company. Funds released in September 2018 after payment of \$24,223.50 to Maine DOT.								
3	Overpayment for reimbursement of amounts paid to haulers for incremental transportation costs								
4	Reserve funds under account control agreement that requires approval from Coastal prior to withdrawal.								
5	Value includes the following per audit:								
	Investment from Joining Members that were Equity Charter Municipalities		\$ 5,000,000.00	\$ 5,000,000.00	\$ 5,000,000.00	\$ 5,000,000.00	\$ 5,000,000.00		
	Other investment prior to January 1, 2017		212,533.00	212,533.00	212,533.00	212,533.00	212,533.00		
	Nonrefundable infrastructure investment paid to Maine DOT		24,223.50	24,223.50	24,223.50	24,223.50	24,223.50		
	Other investment after January 1, 2017		750,672.42	306,542.00	306,542.00	306,542.00	306,542.00		
			\$ 5,987,428.92	\$ 5,543,298.50	\$ 5,543,298.50	\$ 5,543,298.50	\$ 5,543,298.50		
	Adjustment for investment payable from prior quarter		\$ 62,400.00	\$ 444,130.42					
			\$ 6,049,828.92	\$ 5,987,428.92					
6	Include the following amounts classified as payables								
	Undeposited check to Town of Lincoln for Put Option (deposited Jan 2019)		-	-	-	35,238.02			
	Distributions payable in subsequent quarter		161,670.27	152,295.96	124,131.77	140,053.08			
	Hampden construction site payables		150,932.33	144,110.71					
	Amount payable to haulers for incremental haul costs		11,055.93	26,736.71	38,443.24	74,050.62			
	Amount payable to reimburse Operating Account for hauler payments		20,816.53	35,738.98	11,653.66				
			344,475.06	358,882.36	174,228.67	249,341.72			

Table 2							
Joint Venture of the Joining Members of the							
Municipal Review Committee, Inc.							
Statement of Governmental Fund Revenues, Expenditures and							
Changes in Fund Balance/Statement of Activities							
Quarterly basis, 2018 through 3Q 2019, audited through 1Q 2018							
	Period	Unaudited	Draft audit	Draft audit	Draft audit	Draft audit	Draft audit
	from	3Q 2019	2Q 2019	1Q 2019	4Q 2018	3Q 2018	2Q 2018
	to	1-Jul-19	1-Apr-19	1-Jan-19	1-Oct-18	1-Jul-18	1-Apr-18
		1-Oct-19	1-Jul-19	1-Apr-19	1-Jan-19	1-Oct-18	1-Jul-18
<b>ADDITIONS (revenue)</b>							
Revenue from operations							
Receivable from Coastal		234.61	182.70	133.93	176.27	244.98	176.73
Revenue from investments							
Interest and dividend income net of fees							
Custodial Account		427.66	1,355.13	2,291.46	2,840.41	2,765.28	4,455.32
Cash Sweep Account			(800.00)	(1,200.00)	(1,200.00)	(1,200.00)	(1,200.00)
Tip Fee Stabilization Fund - net earnings		61,170.72	32,255.82	17,854.85	54,332.15	29,764.60	50,093.94
Tip Fee Stabilization Fund - interest accrued		(15,395.93)	1,814.69	16,861.89	(17,302.18)	1,563.27	(20,832.13)
Op Budget Stabilization Fund - net earnings		335.51	426.83	500.76	443.64	398.80	679.75
Cash Collateral Account		14,461.47	18,184.68	2,533.31	2,707.86	2,620.58	2,620.39
Supplemental Cash Collateral Account			-				
Maine DOT escrow account			-			325.04	79.26
Appreciation (depreciation) of investments							
Tip Fee Stabilization Fund		(1,122.19)	28,984.86	22,394.45	5,399.16	9,420.37	6,920.78
MRC Operating Budget Stabilization Fund			-			-	-
Departing Municipality Escrow Account						53,442.92	14,729.18
<b>TOTAL REVENUE (ADDITIONS)</b>		60,111.85	82,404.71	61,370.65	47,397.31	99,345.84	57,723.22
<b>DEDUCTIONS (expenditures)</b>							
Joining Member distributions and reimbursements		214,771.65	200,445.21	239,549.13	243,524.56	72,163.07	237,096.39
Distributions to Charter Municipality(Lincoln)				35,238.02	(35,238.02)	-	546,172.77
Transfer to Operating Fund for operations		172,184.84	17,139.20	-	1,000.00		
<b>TOTAL EXPENDITURES (DEDUCTIONS)</b>		386,956.49	217,584.41	274,787.15	209,286.54	72,163.07	783,269.16
<b>EXCESS OF ADDITIONS OVER DEDUCTIONS</b>		(326,844.64)	(135,179.70)	(213,416.50)	(161,889.23)	27,182.77	(725,545.94)
<b>ADJUSTMENTS</b>							
Change in cash distributions and amounts payable		14,407.30	(184,638.92)	75,113.05	(91,745.54)	(157,596.18)	546,172.77
Received (change in receivables) from Operating Account			(580.30)		580.30		
Paid to Departing Municipalities						(11,650,160.29)	
Paid to Hampden Water District			(202,375.00)				
Change in book value of Hampden Site Costs		62,400.00	444,130.42				
Total adjustments		76,807.30	56,536.20	75,113.05	(91,165.24)	(11,807,756.47)	546,172.77
<b>Adjusted Excess of Additions over Deductions</b>		<b>(250,037.34)</b>	<b>(78,643.50)</b>	<b>(138,303.45)</b>	<b>(253,054.47)</b>	<b>(11,780,573.70)</b>	<b>(179,373.17)</b>
<b>CHANGE IN NET POSITION</b>							
End of period		17,116,744.76	17,366,782.10	17,445,425.60	17,583,729.05	17,836,783.52	29,617,357.22
Start of period		17,366,782.10	17,445,425.60	17,583,729.05	17,836,783.52	29,617,357.22	29,796,730.39
<b>Change in Net Position over Period</b>		<b>(250,037.34)</b>	<b>(78,643.50)</b>	<b>(138,303.45)</b>	<b>(253,054.47)</b>	<b>(11,780,573.70)</b>	<b>(179,373.17)</b>
		-	-	-	-	-	-



Table 3										
MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)										
Joining Members			Tons by month					Distributions		Tip Fee @ \$2.21 per ton
	EDA	Equity/New	Jul-19	Aug-19	Sep-19	Adjustments	Total	Rate	Payment	
Abbott	140	New	15.60	12.81	22.58		50.99	\$ 3.00	152.97	
Albion	900	Equity	70.73	83.28	66.14		220.15	\$ 5.00	1,100.75	
Alton	290	Equity	30.89	26.43	34.29		91.61	\$ 5.00	458.05	
Atkinson	131	Equity	15.38	13.06	13.23		41.67	\$ 5.00	208.35	
Bangor	28,000	Equity	924.49	928.88	874.88		2,728.25	\$ 5.00	13,641.25	
Bar Harbor	5,056	Equity	742.25	742.56	609.71		2,094.52	\$ 5.00	10,472.60	
Belfast	700	New	43.32	20.53	66.37		130.22	\$ 3.00	390.66	
Blue Hill/Surry	4,000	Equity	488.72	455.86	414.22		1,358.80	\$ 5.00	6,794.00	
Boothbay Region	4,500	Equity	652.38	587.31	475.46		1,715.15	\$ 5.00	8,575.75	
Bowerbank	33	New	3.85	3.27	3.32		10.44	\$ 3.00	31.32	
Bradley	400	Equity	39.53	46.18	42.92		128.63	\$ 5.00	643.15	
Brewer	5,275	Equity	245.15	207.70	201.34		654.19	\$ 5.00	3,270.95	
Brooks	417	Equity	55.36	47.13	50.14		152.63	\$ 5.00	763.15	
Brownville	575	Equity	59.21	47.72	50.35		157.28	\$ 5.00	786.40	
Bucksport	1,000	Equity	81.21	57.32	96.35		234.88	\$ 5.00	1,174.40	
Burlington/Lowell	260	Non	34.51	36.86	28.39		99.76	\$ -	-	\$220.47
Carmel	1,150	Equity	114.48	92.04	99.16		305.68	\$ 5.00	1,528.40	
Castine	200	New	35.83	26.40	19.33		81.56	\$ 3.00	244.68	
Central Penobscot	2,500	Equity	225.07	259.69	210.84		695.60	\$ 5.00	3,478.00	
Cherryfield	478	New	52.97	39.13	27.36		119.46	\$ 3.00	358.38	
Chester	414	New	37.18	30.75	32.93		100.86	\$ 3.00	302.58	
China	996	Equity	130.96	130.28	108.42		369.66	\$ 5.00	1,848.30	
Clifton	435	Equity	30.71	35.97	27.72		94.40	\$ 5.00	472.00	
County of Aroostook	23	New	-	-	-		-	\$ 3.00	-	
County of Piscataquis	34	New	21.37	17.05	16.27		54.69	\$ 3.00	164.07	
Cranberry Isle	50	New	23.65	14.00	10.29		47.94	\$ 3.00	143.82	
Dedham	350	Equity	43.84	40.44	30.52		114.80	\$ 5.00	574.00	
Dixmont	153	New	13.30	12.68	21.65		47.63	\$ 3.00	142.89	
Dover - Foxcroft	2,200	Equity	268.58	227.99	231.01		727.58	\$ 5.00	3,637.90	
Eddington	864	Equity	64.40	78.13	66.93		209.46	\$ 5.00	1,047.30	
Franklin	197	New	30.48	25.39	21.95		77.82	\$ 3.00	233.46	
Freedom	115	New	14.73	14.53	10.87		40.13	\$ 3.00	120.39	
Frenchboro	18	Non	3.50	-	2.90		6.40		-	\$14.14
Garland	215	New	18.38	18.38	12.70		49.46	\$ 3.00	148.38	
Guilford	1,256	Equity	134.06	122.97	119.52		376.55	\$ 5.00	1,882.75	
Hampden	3,400	Equity	206.39	167.12	158.14		531.65	\$ 5.00	2,658.25	
Holden	966	Equity	53.51	68.08	56.14		177.73	\$ 5.00	888.65	
Hudson	146	New	16.50	14.04	17.25		47.79	\$ 3.00	143.37	
Knox	410	New	11.52	17.17	13.62		42.31	\$ 3.00	126.93	
Lee	447	Equity	47.00	39.07	33.41		119.48	\$ 5.00	597.40	
Levant	1,000	Equity	97.65	76.43	80.20		254.28	\$ 5.00	1,271.40	
Lucern	301	Equity	35.87	33.08	24.97		93.92	\$ 5.00	469.60	
Mariaville	142	Equity	11.69	21.10	11.36		44.15	\$ 5.00	220.75	
Mattawamkeag	312	Equity	26.98	36.06	25.45		88.49	\$ 5.00	442.45	

Table 3										
MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)										
Joining Members	EDA	Equity/New	Tons by month			Adjustments	Total	Distributions		Tip Fee @ \$2.21 per ton
			Jul-19	Aug-19	Sep-19			Rate	Payment	
Mid-Maine SWD Group	4,283	Equity	448.80	411.68	400.12		1,260.60	\$ 5.00	6,303.00	
Millinocket	2,100	Equity	310.40	242.14	225.56		778.10	\$ 5.00	3,890.50	
Milo	1,300	Equity	123.95	129.22	112.26		365.43	\$ 5.00	1,827.15	
Monson	200	Equity	23.42	23.42	12.78		59.62	\$ 5.00	298.10	
Montville	109	New	11.56	9.77	-		21.33	\$ 3.00	63.99	
Mount Desert	1,600	Equity	260.94	261.30	187.86		710.10	\$ 5.00	3,550.50	
Northern Katahdin	1,150	New	116.17	139.80	92.60		348.57	\$ 3.00	1,045.71	
Oakland	1,750	New	228.50	172.88	210.38		611.76	\$ 3.00	1,835.28	
Orono	3,750	Equity	160.63	185.77	199.94		546.34	\$ 5.00	2,731.70	
Otis	186	Equity	39.21	23.78	22.16		85.15	\$ 5.00	425.75	
Palmyra	850	Equity	67.73	82.37	72.26		222.36	\$ 5.00	1,111.80	
Parkman	150	Equity	21.08	24.99	22.55		68.62	\$ 5.00	343.10	
Pleasant River SWD	500	Equity	49.11	35.52	40.11		124.74	\$ 5.00	623.70	
Sangerville	623	Equity	73.04	62.00	62.84		197.88	\$ 5.00	989.40	
Searsmont	180	New	3.87	4.05	18.02		25.94	\$ 3.00	77.82	
Sebec	195	New	23.05	19.57	19.81		62.43	\$ 3.00	187.29	
Sherman	650	New	73.89	65.49	49.57		188.95	\$ 3.00	566.85	
Sorrento	62	New	-	8.22	10.82		19.04	\$ 3.00	57.12	
Springfield	105	New	-	-	24.38		24.38	\$ 3.00	73.14	
Steuben	640	Equity	68.74	56.21	64.70		189.65	\$ 5.00	948.25	
Sullivan	125	New	15.46	14.42	14.70		44.58	\$ 3.00	133.74	
SW Harbor	1,768	Equity	286.34	259.33	178.55		724.22	\$ 5.00	3,621.10	
Swan's Island	130	New	14.57	31.17	10.99		56.73	\$ 3.00	170.19	
Thorndike	150	Equity	17.05	9.36	18.92		45.33	\$ 5.00	226.65	
Tremont	900	Equity	97.98	110.59	91.17		299.74	\$ 5.00	1,498.70	
Trenton	1,240	Equity	153.43	150.46	131.07		434.96	\$ 5.00	2,174.80	
Troy	120	Equity	18.10	12.14	18.86		49.10	\$ 5.00	245.50	
Union River	375	Equity	33.37	43.16	33.76		110.29	\$ 5.00	551.45	
Unity	927	Equity	79.04	74.88	78.55		232.47	\$ 5.00	1,162.35	
Vassalboro	1,300	Equity	124.84	136.82	132.23		393.89	\$ 5.00	1,969.45	
Verona Island	300	Equity	24.00	30.00	24.00		78.00	\$ 5.00	390.00	
Waldoboro Group	2,646	Equity	263.99	256.28	232.65		752.92	\$ 5.00	3,764.60	
Wiscasset	1,700	New	206.30	189.68	159.06		555.04	\$ 3.00	1,665.12	
	102,513		8,711.74	8,251.34	7,513.83	-	24,476.91		\$ 116,133.65	\$ 234.61

Table 3 (continued)											
Reimbursements of Lost Fee Collections due to Interim Disposal Arrangement per Joinder Agreements, Exhibit B, Section 2(c)											
	Tonnage diversion				Reimbursement of lost rebates			Reimbursement of lost admin fees			
	EDA	3Q 2017	3Q 2019	Basis tons	3Q 2019			3Q 2019			
	Tons/yr	Tons/Qtr	Actual Tons	(Variance)	Basis tons	Rate	Payment	Basis tons	Rate	Payment	
Bangor	28,000	7,014.81	2,728.25	(4,286.56)	4,286.56	\$ 5.00	21,432.80	4,286.56	\$ 2.70	\$ 11,573.71	\$ 33,006.51
Brewer	5,275	1,391.54	654.19	(737.35)	737.35	\$ 5.00	3,686.75	737.35	\$ 3.70	\$ 2,728.20	\$ 6,414.95
Hampden	3,400	883.52	531.65	(351.87)	351.87	\$ 5.00	1,759.35	351.87	\$ 1.95	\$ 686.15	\$ 2,445.50
Orono	3,750	1,052.50	546.34	(506.16)	506.16	\$ 5.00	2,530.80	506.16	\$ 2.25	\$ 1,138.86	\$ 3,669.66
		10,342.37	4,460.43	(5,881.94)	5,881.94		\$29,409.70	5,881.94		\$ 16,126.92	\$ 45,536.62
										\$ 45,536.62	Overall Total

**Table 4**  
**Bridge Waste Reserve Fund**  
**Payments and Balances**

	<b>Period</b>	Opening balance	Haul cost payments	Lost fee payments	Closing balance	Expended to date
Amounts paid						
	2Q 2018	1,000,000.00	64,318.93		935,681.07	64,318.93
	3Q 2018	935,681.07	106,242.46	41,546.29	787,892.32	212,107.68
	4Q 2018	787,892.32	85,928.38	43,963.05	658,000.89	341,999.11
	1Q 2019	658,000.89	111,149.71	43,012.22	503,838.96	496,161.04
	2Q 2019	503,838.96	76,313.44	45,377.70	382,147.82	617,852.18
	3Q 2019	382,147.82	89,082.15	47,666.59	245,399.08	754,600.92
Amounts payable						
	4Q 2019	245,399.08	31,872.46	45,536.62	167,990.00	832,010.00
Totals			564,907.53	267,102.47		832,010.00

**Table 5**  
**Unrestricted Cash Balance Net of Payables**  
Assumes Commercial Operation Date (COD) of August 15, 2019

<b>Date</b>	<b>1-Oct-19</b>	
Tip Fee Stabilization Fund balance	8,210,430.40	
Custody Account balance	133,954.70	
Subtotal	8,344,385.10	
Minimum balance requirement	(4,000,000.00)	
Distributions after COD	(1,500,000.00)	
Unrestricted cash balance	<b>2,844,385.10</b>	
		Payable and Projected 4Q 2019
Hampden site payables		150,932.33
Distributions		116,133.65
Extra transportation costs		31,872.46
Lost fees		45,536.62
Current and projected payables through COD	<b>(344,475.06)</b>	344,475.06
Unrestricted cash balance net of payables	<b>2,499,910.04</b>	