

# CommonWealth

Resource Management Corporation

---

17 July 2020

The Municipal Review Committee, Inc. (the MRC)  
Attn.: Michael Carroll, Executive Director  
20 Godfrey Drive, Suite 213  
Orono, Maine 04473

RE:   Joining Member Assets Managed by the MRC in the Second Quarter of 2020:  
      Financial Statements and Distributions

Dear Members of the Committee:

CommonWealth Resource Management Corporation (CRMC) herein presents financial statements and cash distributions payable through the second quarter of 2020 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 and related funds and assets on and after April 1, 2018. 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) pursuant to a Restated and Amended Site Lease (the Site Lease). Coastal has operated a processing facility on the Site (the Facility) that accepted 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.

On May 28, 2020, Coastal suspended operations of the Facility, stopped accepting MSW from the Joining Members, and became unable to fulfill its contractual obligations to the MRC under the Master Waste Supply Agreement and the Site Lease. Coastal did not have adequate funding to meet these obligations, because Coastal was unable to close on additional financing to meet its cash flow needs in the second quarter of 2020 as had been anticipated. Coastal's suspension of Facility operations had consequences on the MRC's financial position in the quarter that have included the following:

- The MRC had provided Coastal with a short-term bridge loan for \$1.5 million on the expectation that Coastal would repay the loan by June 15, 2020, from the proceeds of the anticipated additional financing. When the additional financing was not available, Coastal did not repay the \$1.5 million loan to the MRC as had been anticipated.
- The MRC, rather than Coastal, is now managing the diversion of all MSW from Joining Members to alternative back-up disposal facilities. In this context, the MRC is now collecting tip fees from Joining Members and paying disposal costs to the operators of the back-up facilities. In this role, the MRC will need working capital to

the extent that payments for disposal costs at back-up facilities exceed tip fees collected from Joining Members.

- Upon the suspension of Facility operations by Coastal, the MRC exercised its rights under the Site Lease to (a) secure the condition of the Facility in order to facilitate re-start and resumption of operations if the needed financing becomes available; and (b) ensure that the Facility stays in compliance with applicable permits and licenses of the Maine Department of Environmental Protection (the Maine DEP) and the Town of Hampden. These actions were performed at substantial cost to the MRC. The MRC is seeking recovery of these costs from reserve funds controlled by Coastal's bondholders and/or from claims against Coastal or its successors.

The financial statements that follow reflect these consequences as experienced through the end of the second quarter of 2020. Accordingly, the balance sheet and statement of activities for the joint venture of the Joining Members and the MRC incorporate new line-items, notes and adjustments related to the MRC's roles in securing the Facility and in managing tip fee collection and disposal cost payments for Joining Members.

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

1. Distribute **\$141,312.70** 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, and to reimburse fees not being collected as a result of current arrangements.
2. Transfer **\$125,000** from the Target Value Reserve Fund (held within the Tip Fee Stabilization Fund) to the Custody Account in order to fund the distribution amount referenced in Item 1 above.
3. Transfer up to **\$300,000** from the Tip Fee Stabilization Fund to the Operating Budget Reserve Stabilization Fund as working capital for payment of disposal fees in advance of collection of tip fees from Joining Members.
4. Transfer up to **\$250,000** from the Tip Fee Stabilization Fund to the MRC Operating Account to cover MRC operating and administrative expenses.

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

- Financial statements for the MRC Joint Venture with the Joining Members as of July 1, 2020 and prior quarters (Tables 1 and 2).
- Basis for distributions to Joining Members (Table 3).

**MRC quarterly financial statements: balance sheets and statements of Net Position**

Table 1 presents balance sheets for the end of the second quarter of 2020 and preceding quarters in a format that reflects the financial statements prepared by the MRC's auditor, with additional line-items and adjustments to present activity related to the suspension of Facility operations.

As shown, as of July 1, 2020, the joint venture of the MRC and the Joining Members had total assets of **\$16,526,673.77** comprised of the following:

- The **Custody Account** balances, which include **\$224,949.65** held at First National Bank (First NB) and **\$524.70** held at Bangor Savings Bank pending transfer to First NB. Note that the Custody Account was used for multiple purposes in the quarter, including payment of distributions to Joining Members; as an escrow account to hold proceeds of the MRC loan until released to Coastal; and for payment of expenses related to securing the Facility's condition and ongoing compliance with environmental permits and licenses. The Custody Account received transfers from the Tip Fee Stabilization Fund in the quarter of \$343,334.07 to fund distributions to the Joining Members and additional work on the access road; \$600,000 to fund expenses related to securing the Facility's condition and ongoing Maine DEP permit compliance; and \$340,000 to pay overdue property taxes in order to avoid tax liens and additional interest charges. Note that the balance for this fund does not reflect \$66,176.07 in disposal fees related to waste disposal to secure the condition of the Facility, which were paid from the Operating Budget Stabilization Fund and will be reimbursed by a transfer from the Custody Account.
- **Accounts Receivable** from the following sources that are new line-items on the balance sheet:
  - Tip fees receivable from Joining Members of **\$486,912.77** for 7,515.85 tons of MSW delivered in the quarter to back-up disposal facilities from May 28, 2020 through June 30, 2020. The amount shown is based on tip fees for MSW delivered for accepted through June 30, 2020, of \$536,932.32 net of \$50,019.55 received in the quarter. Note that the MRC had received an additional \$83,246.19 in tip fees from Joining Members by June 30 that were not deposited until after July 1 and are therefore not recognized as having been received in the second quarter.
  - Tip fees receivable from Coastal of **\$611.01** for MSW from the Towns of Burlington, Lowell and Frenchboro, which pay an additional \$2.21 per ton from not having been Charter Municipalities.
  - Payment receivable of **\$130,534.68** from Coastal's bondholders for reimbursement of certain expenses incurred by the MRC to secure the condition

of the Facility and to ensure that the Facility stays in compliance with applicable Maine DEP permits and licenses.

- The market value of the holdings in the **Tip Fee Stabilization Fund**, which was **\$6,375,610.68** comprised of **\$6,355,283.77** in market value of investments and cash in the form of fixed income assets (US Treasury bills, US agency bonds and commercial bank CDs) and **\$20,326.91** in accrued interest. This fund is managed by First National Wealth Management, which is affiliated with First NB.
- The balance in the **Operating Budget Stabilization Fund** of **\$33,212.54**, which is held in a liquid money market account at First NB. This fund is managed by First National Wealth Management, which is affiliated with First NB. This fund is being used to pay disposal costs to the operators of the back-up facilities and to receive payment of tip fees from Joining Members. This fund received an initial transfer of \$300,000 from the Tip Fee Stabilization Fund as a source of working capital. The balance for this fund reflects payment of \$66,176.07 in disposal fees related to waste disposal to secure the condition of the Facility, which would be reimbursed by a transfer from the Custody Account.
- The balance in the **Cash Collateral Agency Account**, which was **\$1,513,118.52**, all held at First NB in the name of Coastal Resources of Maine, LLC for benefit of the MRC, valued as follows:
  - **\$1,509,643.78** held at First NB in the form of a \$745,000 par value US Treasury Note maturing on August 31, 2020; and \$763,168.68 held in a First NB money market.
  - **\$ 3,474.74** in accrued interest from fixed income assets.
- The loan principal of **\$1.5 million** provided to Coastal in February 2020 as an interim short-term loan to support cash flow. The loan was fully paid out in requisitions, but the principal, due as of June 15, 2020, has not been repaid. The MRC has accrued **\$57,742** in interest and cost reimbursements related to the loan.
- The **Site** owned by the MRC improved for development of the Hampden Facility, with book value of **\$6,203,457.22** on the basis of past expenditures for site acquisition and infrastructure development, adjusted consistent with auditor recommendations.

As Table 1 also shows, as of July 1, 2020, the joint venture of the MRC and the Joining Members had liabilities and payables of **\$592,739.49** comprised of the following:

- Distributions payable calculated as **\$141,312.70** per Table 3 and as described below.

- An amount of **\$1,714.77** to adjust the Custody Account balance for prior distributions to two Joining Members that have not yet cleared.
- Retainage payments of **\$83,084.63** for road construction scheduled to be held through the end of 2020.
- Accrued disposal cost payments of **\$324,982.81** based on disposal fees incurred of \$581,076.47 net of \$256,093.66 paid to the back-up disposal facilities through the end of the quarter.
- Accrued expenses of **\$41,644.58** for clearing and securing the Facility that had not been paid as of the end of the quarter.

Accounting for the Total Assets of \$16,526,673.77 and total liabilities and payables of \$592,739.49, as of the end of the quarter the MRC had a **Net Position** for the benefit of Joining Members of **\$15,933,934.28**.

#### **MRC quarterly financial statements: statement of activities and Change in Net Position**

Table 2 presents the additions (revenues) and deductions (expenditures) of the joint venture for the first quarter of 2020 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. As shown:

- The MRC realized revenue from tip fees for Joining Member MSW delivered and accepted through June 30, 2020, of **\$536,932.32**. Of this amount, \$50,019.55 was received and deposited in the Custody Account in the quarter. An additional \$83,246.19 was received, but not deposited until after July 1 and is therefore not recognized as having been received in the second quarter.
- The MRC also realized revenue from tip fees receivable from Coastal of **\$64.55** for MSW from the Towns of Burlington, Lowell and Frenchboro, which pay an additional \$2.21 per ton from not having been Charter Municipalities.
- The MRC earned a total of **\$126,449.67** in interest, dividends and capital appreciation of investments during the quarter on its various funds.
- The MRC earned **\$11,636.00** in accrued interest and cost reimbursement on its loan to Coastal not included above.

- The MRC paid out cash distributions of **\$121,858.07** to Joining Members in the second quarter.
- The MRC incurred expenses of **\$581,076.47** for disposal of Joining Member MSW at bypass facilities in the quarter, of which \$256,093.66 has been paid and \$324,982.81 was payable at the end of the quarter.
- The MRC incurred expenses of **\$837,761.75** related to clearing and securing the Facility, including payment of back taxes to the Town of Hampden of \$341,319.42 and other costs of \$496,442.33. The MRC had invoiced the bondholders for \$130,534.68 as of the end of the quarter and is seeking recovery of the remaining costs from reserve funds controlled by Coastal's bondholders and/or from claims against Coastal or its successors.
- The MRC transferred **\$27,000.00** from the Cash Collateral Account to the MRC Operating Fund during the quarter in accordance with prior agreements and policies for such transfers.

Accounting for the excess of additions over deductions and adjusting for payment lags due to accounts payable and receivable, the MRC experienced a Change in Position that was a net reduction of **\$781,533.70** in the quarter.

### **Distributions and transfers**

Table 3 shows the basis for the **\$121,858.07** in distributions payable by the MRC to Joining Members as follows

- **\$93,715.57** 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 and for the Town of Oakland. In the Joinder Agreements, Exhibit B, Section 2(c), the MRC is obligated to make such distribution payments in the first 36 months after the Commercial Operation Date, which occurred on November 1, 2019.
- **\$47,597.13** for payment to the Cities of Bangor and Brewer and the Towns of Hampden and Orono, for per-ton distributions and budgeted fees not collected as a consequence of interim transportation arrangements that continued during the quarter.

To fund these payments, CRMC recommends that the MRC transfer **\$125,000** from the Target Value Reserve Fund (held within the Tip Fee Stabilization Fund) to the Custody Account. The transfer amount of \$125,000 represents 1/12th of the \$1.5 million set aside in the Target Value Reserve Fund, corresponding to three of the 36 months over which the fund is budgeted for distributions per the Joinder Agreements. In the eight months

since the Commercial Operation Date of November 1, 2019, which began the 36-month distribution period, MRC will have distributed \$353,350.52 including the distribution recommended herein. This is an excess of \$20,017.19 over the budgeted amount for distributions of \$333,333.33 for the first eight months of the 36 month-period.

Per the above, in the second quarter the Joining Members incurred tip fees of **\$536,932.32** for MSW delivered and accepted at back-up disposal facilities from May 28 through June 30, 2020, corresponding to disposal costs of **\$581,076.47**. This represents a cash loss for disposal service over the period of \$44,144.15. The MRC anticipates that these cash losses will diminish substantially in the next quarter due to new arrangements for interim disposal. Such cash losses would end upon resumption of delivery of MSW to the Facility when it reopens. Until that time, the MRC will have a need to transfer additional funds from the Tip Fee Stabilization Fund to the Operating Budget Stabilization Fund for working capital and to cover cash losses. CRMC recommends that the MRC approve a transfer of up to **\$300,000.00** for such purpose.

As noted above, \$66,176.07 in disposal fees related to waste disposal to secure the condition of the Facility were paid from the Operating Budget Stabilization Fund and will need to be reimbursed by a transfer from the Custody Account.

### **Reserve fund requirements and resources**

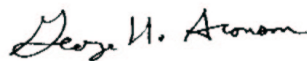
As of July 1, 2020, the MRC was able to satisfy the requirements for reserve funds in Exhibit B, Section 2 of the Joinder Agreements as follows:

<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 expenditures in 2016 and 2017
\$1.167 million as the Closure Reserve Fund	Satisfied by funding expenditures from the Operating Fund
\$3.0 million for the Delivery Sufficiency Reserve Fund	The minimum balance requirement was waived by Coastal with the consent of its lenders as a condition precedent to the short-term interim loan to Coastal.

Up to \$7.0 million as the Building Reserve	Satisfied a covenant to keep a minimum balance of <b>\$4.0 million</b> in the Tip Fee Stabilization Fund, by <b>\$1.5 million</b> in the Cash Collateral Agency Account (after waiver of the minimum balance requirement by Coastal with the consent of its lenders) and by available cash in the Tip Fee Stabilization Account.
\$1.0 million for Bridge Waste transportation costs held in Tip Fee Stabilization Fund and Custody Account (Table 4)	The cost reimbursement period has ended and remaining funds are now included in the Target Value Reserve Fund.
Target Value Reserve Fund	<p>\$1,500,000 reserved  \$ 250,000 transferred through 2Q 2020  <u>\$ 125,000 transfer recommended in 3Q 2020</u>  \$ 375,000 total</p> <p>\$1,125,000 reserved after recommended transfer</p> <p>\$353,350.52 distributed or recommended for distribution since the Commercial Operation Date.</p>
Unrestricted fund balance in the Tip Fee Stabilization Fund and Custody Account (excludes Minimum Balance requirement of \$4.0 million assumed to be suspended under current circumstances)	<p><b>\$6,375,610.68</b> in the Tip Fee Stabilization Fund  <u><b>225,474.35</b> in the Custody Accounts</u>  <b>\$6,601,085.03</b>  <u><b>(\$1,125,000.00)</b> allotted for distributions</u>  <b>\$5,476,085.73</b> remaining balance</p>

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

Sincerely,



George H. Aronson  
Principal

Attachments Tables 1 through 3



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 2019 through 2Q 2020, audited 2Q 2019						
	Notes	Unaudited 1-Jul-20	Unaudited 1-Apr-20	Unaudited 1-Jan-20	Unaudited 1-Oct-19	Audited 1-Jul-19
<b>ASSETS</b>						
<b>Cash and cash equivalents</b>						
Custody Account (First National Bank)	1	224,949.65	380,500.41			
Custody Account (Bangor Savings Bank)		524.70	914.08	30,646.87	133,954.70	148,164.76
<b>Accounts Receivable</b>						
Receivable from Operating Account	2					
Tip Fees receivable for Joining Members MSW		486,912.77				
Tip fees receivable from Coastal for non-Charter JMs		611.01	546.46	390.46	182.70	316.63
Reimbursement receivable from bondholders for Facility costs		130,534.68				
<b>Investments</b>						
Tip Fee Stabilization Fund						
Account balance (at First National Wealth Management)	3	6,355,283.77	7,809,077.80	7,103,973.88	8,186,558.37	8,408,694.68
Accrued income	3	20,326.91	23,497.60	37,852.69	23,872.03	39,267.96
Account balance (at People's United Bank)			-	892,778.26		
MRC Operating Budget Stabilization Fund (First National Bank WM)		33,212.54	5,458.61			
MRC Operating Budget Stabilization Fund (Peoples UB)			-	5,539.56	5,516.45	95,180.94
Cash Collateral Account/Delivery Sufficiency Fund	4					
Account balance (at First National Wealth Management)	3	1,509,643.78	1,538,712.73	3,070,115.93		
Accrued income (at First National Wealth Management)	3	3,474.74	928.15	4,555.67	18,908.11	6,160.35
Account balance (at People's United Bank)				506.70	3,042,163.93	3,040,450.22
Promissory Note (Interim Loan to Coastal Resources of Maine LLC)						
Loan principal	4	1,500,000.00	1,500,000.00			
Accrued interest and cost reimbursement		57,742.00	46,106.00			
Value of Hampden site, improved (cost basis, allocated to Equity Charter Joining Membe	5	6,203,457.22	6,203,457.22	6,043,007.30	6,043,007.30	5,987,428.92
<b>TOTAL ASSETS</b>		16,526,673.77	17,509,199.06	17,189,367.32	17,454,163.59	17,725,664.46
<b>LIABILITIES AND NET POSITION</b>						
<b>Liabilities</b>						
Cash distributions and amounts payable, current quarter	6	267,756.68	426,418.70	390,504.10	337,653.44	358,882.36
Note proceeds set aside for pending requisitions	1		367,312.38			
Tip fees payable to disposal facilities for Joining Member MSW		324,982.81				
<b>Statement of Net Position held for the benefit of Joining Members</b>		15,933,934.28	16,715,467.98	16,798,863.22	17,116,510.15	17,366,782.10
<b>TOTAL LIABILITIES AND NET POSITION</b>		16,526,673.77	17,509,199.06	17,189,367.32	17,454,163.59	17,725,664.46
<b>NOTES</b>						
1	2Q 2020 value Includes \$367,312.38 of note proceeds to be drawn for requisition in April 2020. Unencumbered cash balance in Custody Account was \$13,188.03 at end of 1Q 2020.					
2	Tip fees receivable from Joining Members based on MSW tons and disposal arrangement net of payments received as of 30 June 2020					
3	Investments valued per market conditions as of date shown to account for unrealized gains and losses. Accrued interest shown separately.					
4	The Cash Collateral Account is a reserve fund under account control agreement that requires approval from Coastal prior to withdrawal. Coastal and its lenders consented to withdrawal of \$1.5 million of funding for a Promissory Note as an interim loan to Coastal and waived the minimum balance provision that would otherwise have precluded the 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	966,700.72	966,700.72	806,250.80	806,250.80	306,542.00
		\$ 6,203,457.22	\$ 6,203,457.22	\$ 6,043,007.30	\$ 6,043,007.30	\$ 5,543,298.50
	Adjustment for payable from prior quarter					\$ 444,130.42
		\$ 6,203,457.22	\$ 6,203,457.22	\$ 6,043,007.30	\$ 6,043,007.30	\$ 5,987,428.92
	Investment after January 1, 2017, from prior quarter	\$ 966,700.72	\$ 806,250.80	\$ 806,250.80	\$ 306,542.00	
	Adjustment from prior quarter per audit				\$ 444,130.42	
	Progress payment payable in quarter		\$ 160,449.92		\$ 55,578.38	
		\$ 966,700.72	\$ 966,700.72	\$ 806,250.80	\$ 806,250.80	
6	Include the following amounts classified as payables					
	Member distribution checks not deposited	1,714.77	-	-	-	-
	Distributions payable in subsequent quarter	141,312.70	121,858.07	141,627.95	161,670.27	152,295.96
	Hampden construction site payables	83,084.63	304,560.63	144,110.71	144,110.71	144,110.71
	Amount payable to haulers for incremental haul costs	-			11,055.93	26,736.71
	Disposal costs payable to bypass facilities net of payments	324,982.81				
	Payables incurred for clearing and securing the Facility	41,644.58				
	Amount payable to reimburse Operating Account			104,765.44	20,816.53	35,738.98
		592,739.49	426,418.70	390,504.10	337,653.44	358,882.36

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, 2Q 2019 through 2Q 2020, audited through 2Q 2019						
	Period	Unaudited	Unaudited	Unaudited	Unaudited	Audited
	from	1Q 2020	1Q 2020	4Q 2019	3Q 2019	2Q 2019
	to	1-Apr-20	1-Jan-20	1-Oct-19	1-Jul-19	1-Apr-19
		1-Jul-20	1-Apr-20	1-Jan-20	1-Oct-19	1-Jul-19
<b>ADDITIONS (revenue)</b>						
Revenue from operations						
Tip fees for Joining Members MSW		536,932.32				
New tip fees receivable from Coastal		64.55	156.00	207.76	234.61	182.70
Revenue from investments						
Interest and dividend income net of fees						
Custodial Account(s)		(401.43)	58.19	234.90	427.66	1,355.13
Cash Sweep Account (closed 2Q 2019)						(800.00)
Tip Fee Stabilization Fund - net earnings		30,908.21	46,999.45	30,734.46	61,170.72	32,255.82
Tip Fee Stabilization Fund - interest accrued		(3,170.69)	(14,355.09)	13,980.66	(15,395.93)	1,814.69
Tip Fee Stabilization Fund - appreciation (depreciation)		98,631.83	(40,068.12)		(1,122.19)	28,984.86
Op Budget Stabilization Fund - net earnings		4.11	(80.95)	23.11	335.51	426.83
Cash Collateral Account - net earnings		16,937.10	19,996.21	14,106.26	14,461.47	18,184.68
Cash Collateral Account - interest accrued		2,546.59	(3,627.52)			
Cash Collateral Account - appreciation (depreciation)		(19,006.05)	(1,906.07)			
Promissory Note (interim loan to Coastal)						
Accrued interest and cost reimbursement		11,636.00	46,106.00			
<b>TOTAL REVENUE (ADDITIONS)</b>		675,082.54	53,278.10	59,287.15	60,111.85	82,404.71
		126,449.67				
<b>DEDUCTIONS (expenditures)</b>						
Joining Member distributions and reimbursements		121,858.07	141,627.95	161,670.27	214,771.65	200,445.21
Distributions/adjustments to members						
Disposal costs incurred for Joining Member MSW		581,076.47				
Expenses incurred to clear and secure the Facility		837,761.75				
Transfer to Operating Fund		27,000.00	119,580.71	162,413.15	172,184.84	17,139.20
<b>TOTAL EXPENDITURES (DEDUCTIONS)</b>		1,567,696.29	261,208.66	324,083.42	386,956.49	217,584.41
<b>EXCESS OF ADDITIONS OVER DEDUCTIONS</b>		(892,613.75)	(207,930.56)	(264,796.27)	(326,844.64)	(135,179.70)
<b>ADJUSTMENTS</b>						
Change in cash distributions and amounts payable		202,021.37	(35,914.60)	(52,850.66)	21,228.92	(184,638.92)
Change in receivables from JMs and bondholders		130,534.68			(234.61)	(580.30)
Paid for Hampden site improvement		(221,476.00)				
Paid to Hampden Water District						(202,375.00)
Change in book value of Hampden site improvements			160,449.92	-	55,578.38	444,130.42
Total adjustments		111,080.05	124,535.32	(52,850.66)	76,572.69	56,536.20
<b>Adjusted Excess of Additions over Deductions</b>		<b>(781,533.70)</b>	<b>(83,395.24)</b>	<b>(317,646.93)</b>	<b>(250,271.95)</b>	<b>(78,643.50)</b>
<b>CHANGE IN NET POSITION</b>						
End of period		15,933,934.28	16,715,467.98	16,798,863.22	17,116,510.15	17,366,782.10
Start of period		16,715,467.98	16,798,863.22	17,116,510.15	17,366,782.10	17,445,425.60
<b>Change in Net Position over Period</b>		<b>(781,533.70)</b>	<b>(83,395.24)</b>	<b>(317,646.93)</b>	<b>(250,271.95)</b>	<b>(78,643.50)</b>
		-	-	-	-	-

Table 3													
MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)													
Joining Members			Tons by month			Tonnage	Tonnage					Tip Fee @ \$2.21 per ton	
	EDA	Equity/New	Apr-20	May-20	Jun-20	Adjustments	Total	Rate	Distribution	Distribution adjustments	Adjusted total		
Abbott	140	New	11.23	10.26	13.54		35.03	\$ 3.00	105.09		105.09		
Albion	900	Equity	93.66	71.99	90.93		256.58	\$ 5.00	1,282.90		1,282.90		
Alton	290	Equity	26.21	26.78	34.32		87.31	\$ 5.00	436.55		436.55		
Piscataquis Co (Atkinson)	131	Equity	11.39	10.95	12.49		34.83	\$ 5.00	174.15		174.15		
Bangor	28,000	Equity	923.26	899.94	886.59		2,709.79	\$ 5.00	13,548.95		13,548.95		
Bar Harbor	5,056	Equity	189.39	251.59	327.70		768.68	\$ 5.00	3,843.40		3,843.40		
Belfast	700	New	67.75	52.55	-		120.30	\$ 3.00	360.90		360.90		
Blue Hill/Surry	4,000	Equity	302.87	315.57	347.80		966.24	\$ 5.00	4,831.20		4,831.20		
Boothbay Region	4,500	Equity	317.94	330.53	402.41		1,050.88	\$ 5.00	5,254.40		5,254.40		
Bowerbank	33	New	2.86	2.76	3.14		8.76	\$ 3.00	26.28		26.28		
Bradley	400	Equity	54.26	41.03	41.05		136.34	\$ 5.00	681.70		681.70		
Brewer	5,275	Equity	285.22	268.06	260.49		813.77	\$ 5.00	4,068.85		4,068.85		
Brooks	417	Equity	41.81	35.55	33.06		110.42	\$ 5.00	552.10		552.10		
Brownville	575	Equity	55.59	47.23	34.91		137.73	\$ 5.00	688.65		688.65		
Bucksport	1,000	Equity	97.68	80.51	88.79		266.98	\$ 5.00	1,334.90		1,334.90		
Burlington/Lowell	260	Non	24.43	25.29	27.10		76.82	\$ -	-		-	\$169.77	
Carmel	1,150	Equity	109.28	111.08	118.00		338.36	\$ 5.00	1,691.80		1,691.80		
Castine	200	New	10.82	7.64	9.62		28.08	\$ 3.00	84.24		84.24		
Central Penobscot	2,500	Equity	-	-	-		-	\$ 5.00	-		-		
Cherryfield	478	New	41.81	36.00	41.12		118.93	\$ 3.00	356.79		356.79		
Chester	414	New	33.55	35.61	38.24		107.40	\$ 3.00	322.20		322.20		
China	996	Equity	58.52	62.76	89.78		211.06	\$ 5.00	1,055.30		1,055.30		
Clifton	435	Equity	30.88	37.98	30.67		99.53	\$ 5.00	497.65		497.65		
County of Aroostook	23	New	-	-	-		-	\$ 3.00	-		-		
County of Piscataquis	34	New	14.38	13.76	18.66		46.80	\$ 3.00	140.39		140.39		
Cranberry Isle	50	New	10.12	-	15.28		25.40	\$ 3.00	76.20		76.20		
Dedham	350	Equity	35.67	30.68	32.95		99.30	\$ 5.00	496.50		496.50		
Dixmont	153	New	13.72	15.11	-		28.83	\$ 3.00	86.49		86.49		
Dover - Foxcroft	2,200	Equity	199.11	230.21	218.27		647.59	\$ 5.00	3,237.95		3,237.95		
Eddington	864	Equity	66.89	85.50	64.72		217.11	\$ 5.00	1,085.55		1,085.55		
Franklin	197	New	26.64	17.61	27.13		71.38	\$ 3.00	214.14		214.14		
Freedom	115	New	10.99	31.18	13.14		55.31	\$ 3.00	165.93		165.93		
Frenchboro	18	Non	3.13	2.72	2.11		7.96		-		-	\$17.59	
Garland	215	New	13.63	16.70	13.91		44.24	\$ 3.00	132.72		132.72		
Guilford	1,256	Equity	125.76	117.28	131.56		374.60	\$ 5.00	1,873.00		1,873.00		
Hampden	3,400	Equity	137.77	175.08	173.51		486.36	\$ 5.00	2,431.80		2,431.80		
Holden	966	Equity	69.06	60.62	60.12		189.80	\$ 5.00	949.00		949.00		
Hudson	146	New	45.49	37.49	41.57		124.55	\$ 3.00	373.65		373.65		
Knox	410	New	14.03	17.06	13.66		44.75	\$ 3.00	134.25		134.25		
Lee	447	Equity	35.95	30.33	40.37		106.65	\$ 5.00	533.25		533.25		
Levant	1,000	Equity	99.77	88.53	106.35		294.65	\$ 5.00	1,473.25		1,473.25		
Lucern	301	Equity	29.19	25.11	26.96		81.26	\$ 5.00	406.30		406.30		
Mariaville	142	Equity	11.36	22.87	-		34.23	\$ 5.00	171.15		171.15		
Mattawamkeag	312	Equity	34.19	25.83	25.16		85.18	\$ 5.00	425.90		425.90		

Table 3												
MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)												
Joining Members	EDA	Equity/New	Tons by month			Tonnage Adjustments	Tonnage Total	Rate	Distribution	Distribution adjustments	Adjusted total	Tip Fee @ \$2.21 per ton
			Apr-20	May-20	Jun-20							
Mid-Maine SWD Group	4,283	Equity	421.04	392.65	440.44		1,254.13	\$ 5.00	6,270.65		6,270.65	
Millinocket	2,100	Equity	201.52	192.92	277.55		671.99	\$ 5.00	3,359.97		3,359.97	
Milo	1,300	Equity	135.39	116.32	125.48		377.19	\$ 5.00	1,885.95		1,885.95	
Monson	200	Equity	15.49	11.76	22.60		49.85	\$ 5.00	249.25		249.25	
Montville	109	New	9.34	10.80	-		20.14	\$ 3.00	60.42		60.42	
Mount Desert	1,600	Equity	89.45	98.58	161.44		349.47	\$ 5.00	1,747.35		1,747.35	
Northern Katahdin	1,150	New	103.12	103.21	111.35		317.68	\$ 3.00	953.04		953.04	
Oakland	1,750	New	173.79	206.73	177.84		558.36	\$ 3.00	1,675.08	-	1,675.08	
Orono	3,750	Equity	153.70	164.85	139.85		458.40	\$ 5.00	2,292.00		2,292.00	
Otis	186	Equity	18.79	24.75	28.69		72.23	\$ 5.00	361.15		361.15	
Palmyra	850	Equity	92.89	73.62	70.28		236.79	\$ 5.00	1,183.95		1,183.95	
Parkman	150	Equity	18.62	17.63	19.45		55.70	\$ 5.00	278.50		278.50	
Pleasant River SWD	300	Equity	38.41	25.40	23.36		87.17	\$ 5.00	435.85		435.85	
Sangerville	623	Equity	54.17	52.02	59.36		165.55	\$ 5.00	827.75		827.75	
Searsmont	180	New	11.15	11.42	14.63		37.20	\$ 3.00	111.60		111.60	
Sebec	195	New	17.10	16.39	18.73		52.22	\$ 3.00	156.66		156.66	
Sherman	650	New	63.39	69.34	71.68		204.41	\$ 3.00	613.23		613.23	
Sorrento	62	New	6.91	4.19	-		11.10	\$ 3.00	33.30		33.30	
Springfield	105	New	-	-	-		-	\$ 3.00	-		-	
Steuben	640	Equity	46.51	52.84	63.76		163.11	\$ 5.00	815.55		815.55	
Sullivan	125	New	16.60	14.27	23.19		54.06	\$ 3.00	162.18		162.18	
SW Harbor	1,768	Equity	120.44	128.74	144.74		393.92	\$ 5.00	1,969.60		1,969.60	
Swan's Island	130	New	9.88	9.68	-		19.56	\$ 3.00	58.68		58.68	
Thorndike	150	Equity	19.65	14.35	6.92		40.92	\$ 5.00	204.60		204.60	
Tremont	900	Equity	64.26	64.90	62.40		191.56	\$ 5.00	957.80		957.80	
Trenton	1,240	Equity	88.95	93.08	106.53		288.56	\$ 5.00	1,442.80		1,442.80	
Troy	120	Equity	22.05	20.30	18.81		61.16	\$ 5.00	305.80		305.80	
Union River	375	Equity	33.15	40.40	33.02		106.57	\$ 5.00	532.85		532.85	
Unity	927	Equity	71.44	82.16	66.87		220.47	\$ 5.00	1,102.35		1,102.35	
Vassalboro	1,300	Equity	116.69	136.00	141.15		393.84	\$ 5.00	1,969.20		1,969.20	
Verona Island	300	Equity	30.00	24.00	24.55		78.55	\$ 5.00	392.75		392.75	
Waldoboro Group	2,646	Equity	253.33	275.61	262.41		791.35	\$ 5.00	3,956.75		3,956.75	
Wiscasset	1,700	New	179.32	174.61	227.25		581.18	\$ 3.00	1,743.54		1,743.54	
	102,313		6,483.80	6,528.85	6,901.51	-	19,914.16		93,715.57	-	93,715.57	\$ 187.36

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 distribution			Reimbursement of lost admin fees			
	EDA	2Q 2017	2Q 2020	Basis tons							
	Tons/yr	tons	tons	(Variance)	Basis tons	Rate	Payment	Basis tons	Rate	Payment	
Bangor	28,000	7,316.41	2,709.79	(4,606.62)	4,606.62	\$ 5.00	23,033.10	4,606.62	\$ 2.70	\$ 12,437.87	\$ 35,470.97
Brewer	5,275	1,445.72	813.77	(631.95)	631.95	\$ 5.00	3,159.75	631.95	\$ 2.96	\$ 1,870.57	\$ 5,030.32
Hampden	3,400	896.98	486.36	(410.62)	410.62	\$ 5.00	2,053.10	410.62	\$ -	\$ -	\$ 2,053.10
Orono	3,750	1,153.95	458.40	(695.55)	695.55	\$ 5.00	3,477.75	695.55	\$ 2.25	\$ 1,564.99	\$ 5,042.74
		10,813.06	4,468.32	(6,344.74)	6,344.74		\$31,723.70	6,344.74		\$ 15,873.43	\$ 47,597.13
										\$ 47,597.13	Overall Total