

CommonWealth

Resource Management Corporation

18 October 2021

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 Third Quarter of 2021:
 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 2021 for assets of Joining Members held by the MRC. Joining Members include 83 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 (the Site), owned by the MRC on behalf of the Joining Members, which site is being leased to Coastal Resources of Maine, LLC (Coastal) pursuant to a Restated and Amended Site Lease (the Site Lease). Coastal 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 (MWSA), but suspended operations on May 28, 2020. The MRC also manages reserve funds being held on behalf of the Joining Members consistent with the Joinder Agreements.

When Coastal suspended operations of the Facility, it 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 was also unable to fulfill its payment and other contractual obligations to its lenders and investors. In July 2020, Coastal's lenders had the Facility placed in receivership to facilitate the sale of Coastal's assets. The MRC has been working with the indenture trustee for Coastal's lenders (the Trustee) to negotiate the transfer of ownership of the Facility and other Coastal assets to a new purchaser in order to return the Facility to service.

On December 30, 2020, the MRC entered into a Memorandum of Understanding (MOU) with the Trustee and a potential purchaser of the Facility and Coastal's other assets, Delta Thermo Energy, Inc. (DTE). As of October 1, 2021, the MRC, the Trustee and DTE had substantially negotiated the terms of a purchase agreement, including assignment of the Site Lease and MWSA to DTE; however, as of this writing, the purchase has not closed and there is no definitive closing schedule. The MRC has invited purchase proposals from other parties, but none have been accepted by the Trustee and the MRC to this point. In the absence of a definitive agreement, this letter focuses on the financial status of the MRC as of October 1, 2021 and defers discussion of potential purchase arrangements until they are completed definitively and being implemented.

The suspension of Facility operations has had the following consequences on the MRC's financial position:

- In February 2020, the MRC provided Coastal with a short-term unsecured loan for \$1.5 million on the expectation that Coastal would repay the loan by June 15, 2020, from proceeds of a subsequent refinancing. The refinancing did not close, and Coastal has not repaid the \$1.5 million loan to the MRC. The MRC continues to show the loan as an asset on its balance sheet in anticipation of repayment as part of purchase arrangements.
- In May 2020, 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 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 has been reimbursed for a portion of these costs from reserve funds controlled by the Trustee. The MRC is seeking recovery of the remaining costs through claims against Coastal and as part of the purchase arrangements. The MRC cannot be assured that the costs will be recovered.
- To avoid interruptions in providing MSW disposal services to the Joining Members during the suspension of operations, the MRC assumed, on an interim basis, Coastal's obligation to manage diversion of MSW from Joining Members to back-up disposal facilities. In this context, the MRC is now collecting tip fees from Joining Members and paying disposal costs to the back-up facilities. In this role, the MRC needs working capital to the extent that payments for disposal costs at back-up facilities (a) are payable in advance of receiving tip fees collected from Joining Members; and (b) exceed such tip fees, resulting in cash losses. The MRC is seeking recovery of cash losses through claims against Coastal, and as part of the purchase arrangements. The MRC cannot be assured that cash losses will be recovered.

The financial statements that follow reflect these consequences as experienced through the end of the third quarter of 2021. Accordingly, the balance sheet and statement of activities for the joint venture of the Joining Members and the MRC incorporate 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. Note that the fourth quarter of 2020 was the end of an audit period for the MRC. Financial records for the previous audit period have been prepared and provided to the auditor. The audit is in progress as of this writing.

Regarding the administration of funds, CRMC offers the following recommendations:

1. Distribute **\$167,311.84** 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 **\$170,000** from the Target Value Reserve Fund (held within the Tip Fee Stabilization Fund) to the Development and Distribution Account (the D and D Account, formerly the Custody Account) in order to fund the distribution amount referenced in Item 1 above.
3. Transfer an additional **\$50,000** from the Tip Fee Stabilization Fund to the Contingency Account (formerly the Operating Budget Stabilization Account) to be prepared to meet cash flow needs in the upcoming quarter.
4. Transfer **\$230,612** from the Tip Fee Stabilization Fund to the Operating Fund to reconcile deposits and withdrawals and to support administrative costs per the approved Operating Budget for 2021.

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 October 1, 2021, 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 third quarter of 2021 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 October 1, 2021, the joint venture of the MRC and the Joining Members had total assets of **\$14,889,912.24** comprised of the following:

- The Development and Distribution Account (the D and D Account, formerly the Custody Account) balance of **\$21,394.94** held at First National Bank (First NB). The D and D Account was used during the quarter to pay \$156,275.01 in distributions to Joining Members and to pay \$3,777.48 of expenses related to securing the Facility's condition. Deposits into the D and D Account in the quarter included \$125,000.00 from the Target Value Reserve Fund in the Tip Fee Stabilization Account to fund distributions to the Joining Members, and \$5,659.20 received to reimburse amounts spent by the MRC to secure the Facility.
- Accounts Receivable from the following sources:
 - Tip fees receivable of **\$518,926.63** for MSW delivered from Joining Members to back-up disposal facilities in the quarter.
 - Tip fees receivable from Coastal of **\$611.01** for MSW from the Towns of Burlington, Lowell and Frenchboro, which are invoiced an additional \$2.21 per ton to Coastal in prior quarters for not having been Charter Municipalities.
 - Reimbursements receivable of **\$9,739.95** for expenses to secure to the Facility's condition.
- The Tip Fee Stabilization Account balance, which was **\$4,425,641.85** comprised of

\$4,411,548.86 in market value of investments in the form of fixed income assets (US Treasury bills, US agency bonds, commercial bank CDs and \$337,609.87 in cash equivalents) and **\$14,092.99** in accrued interest. This fund is managed by First National Wealth Management, which is affiliated with First NB. Withdrawals during the quarter include \$150,000 transferred to the D and D Account to fund distributions to the Joining Members, \$125,000 transferred to the MRC Operating Account for administrative expenses and \$375,000.00 transferred to the Contingency Account to pay for deferred bypass disposal costs and to pay electricity costs essential for maintaining the condition of the Facility.

- The Contingency Account (formerly the Operating Budget Stabilization Account) balance of **\$239,770.80**, which is held in a liquid money market account at First NB. This account was used in the quarter to pay \$2,451,872.69 of disposal costs to back-up disposal facilities and to receive payment of \$2,019,256.49 in tip fees from Joining Members. Also, \$375,000.00 was transferred to this account from the Tip Fee Stabilization Account.
- The Cash Collateral Agency Account balance, which was **\$1,531,007.84**, all held at First NB in the name of Coastal Resources of Maine, LLC for benefit of the MRC, valued as follows:
 - **\$1,527,500.89** held at First NB in the form of fixed income funds, short-term investment funds and money market funds. About 97.4 percent was invested, with \$39,614.41 held as cash equivalents.
 - **\$ 3,506.95** in accrued interest from fixed income assets.
- The loan principal of **\$1.5 million** provided to Coastal in February 2020. The loan was fully paid out in requisitions, but the principal, due as of June 15, 2020, has not been repaid. The MRC is owed **\$428,317** for interest and loan-related costs accrued through October 1, 2021.
- The Site owned by the MRC improved for development of the Hampden Facility, with book value of **\$6,214,505.22** on the basis of past expenditures for site acquisition and infrastructure development.

As Table 1 also shows, as of October 1, 2021, the joint venture of the MRC and the Joining Members had liabilities and payables of **\$534,023.94** comprised of the following:

- Distributions and fee reimbursements payable of **\$167,311.84** per Table 3 as described below.
- An amount of **\$2,087.90** to adjust the D and D Account balance for prior distributions to Joining Members that have not yet cleared that account.
- An amount of **\$212,410.45** set aside as payable to reimburse Joining Members for incremental transportation costs.
- Accrued disposal cost payments of **\$152,213.75** based on disposal fees incurred net of payments made to back-up disposal facilities through the end of the quarter. This payable is reduced from prior quarters due to payment of an accrued amount to Crossroads Landfill of \$331,520.60.

Accounting for the Total Assets of \$14,889,912.24 and total liabilities and payables of \$534,023.94, as of the end of the quarter the MRC had a Net Position for the benefit of Joining Members of **\$14,355,888.30**.

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 third quarter of 2021 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 received revenue from tip fees for Joining Member MSW delivered and accepted through October 1, 2021, of **\$2,019,256.49**.
- The MRC received **\$5,659.20** to reimburse advances for Facility costs.
- The MRC earned a net total of **\$27,347.30** in interest and dividends from invested funds in the quarter. Accrued interest increased by **\$2,956.62** during the quarter. The market value of investments depreciated by **\$19,550.56** during the quarter, which is attributable to changes in the market valuations of fixed income assets as interest rates fluctuate. The **\$72,042.00** in accrued interest and loan-related costs for the unsecured loan from the MRC to Coastal are not included in the totals above.
- The MRC incurred payables for cash distributions to Joining Members of **\$156,275.01** in the quarter.
- The MRC paid disposal costs of **\$2,100,350.60** for disposal of bypassed Joining Member MSW in the quarter, including amounts paid for costs accrued previously for disposal at Crossroads Landfill.
- The MRC advanced expenses of **\$13,517.43** related to securing the Facility in the quarter.

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 **\$108,421.57** in the quarter. Note that the reduction in assets from payment of the accrued amount to Crossroads Landfill was offset by a reduction in the associated liabilities.

Distributions and transfers

Table 3 shows the basis for the **\$167,311.84** in distributions payable by the MRC to Joining Members as follows:

- **\$127,333.92** 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.
- **\$39,977.92** 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 **\$170,000** from the Target Value Reserve Fund (held within the Tip Fee Stabilization Fund) to the D and D Account. In the 20 months since the Commercial Operation Date of November 1, 2019, which began the 36-month distribution period, if the recommended distribution is approved, MRC will have distributed \$1,107,168.77 including the distribution recommended herein. This is an excess of \$148,835.44 over the budgeted amount for distributions of \$958,333.33 for the first 23 months of the 36 month-period.

Per the above, the MRC has recognized tip fees from Joining Members of \$2,019,256.49 for MSW delivered to and accepted at back-up disposal facilities, in the quarter, corresponding to disposal costs incurred of \$2,100,350.60. This represents a cash loss for disposal service over the period of \$81,094.31. These cash losses might increase in the future as a consequence of changes in the arrangements for interim disposal and might continue until MSW is delivered to the Facility when it reopens. To prepare for potential cash losses, CRMC recommends that the MRC transfer an additional **\$50,000.00** from the Tip Fee Stabilization Fund to the Contingency Account (formerly the Operating Budget Stabilization Account) at this time.

In addition to the above, CRMC recommends that the MRC transfer **\$230,612.00** from the Tip Fee Stabilization Fund to the Operating Fund to support administrative costs. This transfer would include \$102,916 to reconcile such transfers to date with those anticipated in the MRC's 2021 Operating Budget for administrative costs, and \$127,696 to balance deposits and withdrawals for the year. The MRC Operating Budget for 2021 had incorporated the assumption that the Facility would be purchased out of receivership as of March 31, 2021; however, payments to the MRC projected as part of that purchase arrangement have not been received as the budget had anticipated.

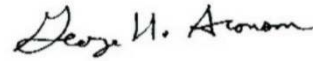
Reserve fund requirements and resources

As of October 1, 2021, the MRC was able to satisfy the requirements for reserve funds in Exhibit B, Section 2 of the Joinder Agreements as follows:

Reserve fund requirement	Resources
\$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 \$4.0 million in the Tip Fee Stabilization Fund, by \$1.5 million 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 D and D Account	The cost reimbursement period ended for the MRC at the Commercial Operation Date. The remaining funds are now included in the Target Value Reserve Fund.
Target Value Reserve Fund	<p>\$1,500,000 reserved \$ 900,000 transferred through 3Q 2021 <u>\$ 170,000 transfer recommended in 3Q 2021</u> \$1,070,000 to be transferred or recommended</p> <p>\$ 430,000 reserved after recommended transfer</p> <p>\$1,107,168.77 distributed or recommended for distribution since the Commercial Operation Date.</p>
Unrestricted fund balance in the Tip Fee Stabilization and D and D Accounts (excludes Minimum Balance requirement of \$4.0 million assumed to be suspended under current circumstances)	<p>\$4,425,641.85 in the Tip Fee Stabilization Account <u>21,391.94 in the D and D Account</u> \$4,447,033.79 (\$ 170,000.00) recommended transfer 4Q 2021 <u>(\$ 430,000.00) reserved for future distributions</u> \$3,844,224.46 remaining unrestricted balance</p>

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

Sincerely,

A handwritten signature in black ink, appearing to read "George H. Aronson". The signature is written in a cursive, flowing style.

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 through 3Q 2021, last audited 2Q 2019

		Unaudited	Unaudited	Unaudited	Audit in progress	Audit in progress	Audit in progress	Audit in progress	Audit in progress	Audit in progress
	Notes	1-Oct-21	1-Jul-21	1-Apr-21	1-Jan-20	1-Oct-20	1-Jul-20	1-Apr-20	1-Jan-20	1-Oct-19
ASSETS										
Cash and cash equivalents										
D and D Account (First National Bank)	1	21,391.94	25,977.36	28,876.23	68,645.20	240,955.52	224,949.65	380,500.41		
Custody Account (Bangor Savings Bank)		-	-	-	233.07	483.07	524.70	914.08	30,646.87	133,954.70
Accounts Receivable										
Receivable from Operating Account		-				-				
Tip Fees receivable for Joining Members MSW		518,926.63	339,053.45	532,067.06	737,006.14	744,475.65	486,912.77			
Tip fees receivable from Coastal for non-Charter JMs		611.01	611.01	611.01	611.01	611.01	611.01	546.46	390.46	182.70
Reimbursements receivable for Facility costs		9,739.95	7,050.79	-	15,342.04	-	130,534.68			
Investments										
Tip Fee Stabilization Fund										
Account balance (at First National Wealth Management)	3	4,411,548.86	5,055,927.52	5,237,748.51	5,520,157.59	5,708,276.87	6,355,283.77	7,809,077.80	7,103,973.88	8,186,558.37
Accrued income	3	14,092.99	12,319.58	9,207.90	19,715.64	18,976.56	20,326.91	23,497.60	37,852.69	23,872.03
Account balance (at People's United Bank)								-	892,778.26	
Contingency Account (First National Bank WM)		239,770.80	335,570.69	286,756.15	368,794.83	126,394.18	33,212.54	5,458.61		
MRC Operating Budget Stabilization Fund (Peoples UB)								-	5,539.56	5,516.45
Cash Collateral Account/Delivery Sufficiency Fund	4									
Account balance (at First National Wealth Management)	3	1,527,500.89	1,525,331.01	1,506,803.43	1,532,869.70	1,512,301.20	1,509,643.78	1,538,712.73	3,070,115.93	
Accrued income (at First National Wealth Management)	3	3,506.95	2,323.74	1,131.13	1,088.33	2,094.72	3,474.74	928.15	4,555.67	18,908.11
Account balance (at People's United Bank)									506.70	3,042,163.93
Promissory Note (Interim Loan to Coastal Resources of Maine LLC)										
Loan principal	4	1,500,000.00	1,500,000.00	1,500,000.00	1,500,000.00	1,500,000.00	1,500,000.00	1,500,000.00		
Accrued interest and cost reimbursement		428,317.00	356,275.00	284,233.00	212,983.00	139,358.00	57,742.00	46,106.00		
Value of Hampden site, improved (cost basis, allocated to Equity Charter Joining Members)	5	6,214,505.22	6,214,505.22	6,214,505.22	6,214,505.22	6,203,457.22	6,203,457.22	6,203,457.22	6,043,007.30	6,043,007.30
TOTAL ASSETS		14,889,912.24	15,374,945.37	15,601,939.64	16,191,951.77	16,197,384.00	16,526,673.77	17,509,199.06	17,189,367.32	17,454,163.59
LIABILITIES AND NET POSITION										
Liabilities										
Cash distributions payable, current quarter	6	167,311.84	151,651.68	126,636.89	149,421.48	158,796.36	141,312.70	121,858.07	141,627.95	161,670.27
Other payables (Facility reimbursements, uncleared distribution checks, haul costs)	6	214,498.35	220,552.75	168,411.60	183,561.15	154,382.27	134,607.48	304,560.63	248,876.15	175,983.17
Note proceeds set aside for pending requisitions	1	-						367,312.38		
Costs payable to disposal facilities for Joining Member MSW	6	152,213.75	538,431.07	489,450.13	645,642.37	326,998.78	324,982.81	-	-	-
Statement of Net Position held for the benefit of Joining Members		14,355,888.30	14,464,309.87	14,817,441.02	15,213,326.77	15,557,206.59	15,925,770.78	16,715,467.98	16,798,863.22	17,116,510.15
TOTAL LIABILITIES AND NET POSITION		14,889,912.24	15,374,945.37	15,601,939.64	16,191,951.77	16,197,384.00	16,526,673.77	17,509,199.06	17,189,367.32	17,454,163.59
NOTES										
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 in the form 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	\$ 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	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	24,223.50	24,223.50	24,223.50	24,223.50
	Other investment after January 1, 2017	977,748.72	977,748.72	977,748.72	977,748.72	966,700.72	966,700.72	966,700.72	806,250.80	806,250.80
		\$ 6,214,505.22	\$ 6,214,505.22	\$ 6,214,505.22	\$ 6,214,505.22	\$ 6,203,457.22	\$ 6,203,457.22	\$ 6,203,457.22	\$ 6,043,007.30	\$ 6,043,007.30
	Adjustment for payable from prior quarter	\$ 6,214,505.22	\$ 6,214,505.22	\$ 6,214,505.22	\$ 6,214,505.22	\$ 6,203,457.22	\$ 6,203,457.22	\$ 6,203,457.22	\$ 6,043,007.30	\$ 6,043,007.30
	Investment after January 1, 2017, from prior quarter	\$ 977,748.72	\$ 977,748.72	\$ 977,748.72	\$ 966,700.72	\$ 966,700.72	\$ 966,700.72	\$ 806,250.80	\$ 806,250.80	\$ 306,542.00
	Adjustment from prior quarter per audit									\$ 444,130.42
	Progress payment paid/payable in quarter				\$ 94,132.63					
	net of retainage				(83,084.63)			\$ 160,449.92		\$ 55,578.38
		\$ 977,748.72	\$ 977,748.72	\$ 977,748.72	\$ 977,748.72	\$ 966,700.72	\$ 966,700.72	\$ 966,700.72	\$ 806,250.80	\$ 806,250.80
6	Include the following amounts classified as payables									
	Member distribution checks not cleared	2,087.90	8,142.30	2,366.40	49,623.36	1,334.24	1,714.77	-	-	-
	Distributions payable in subsequent quarter	167,311.84	151,651.68	126,636.89	149,421.48	158,796.36	141,312.70	121,858.07	141,627.95	161,670.27
	Hampden construction site payables	-	-	-	-	83,084.63	83,084.63	304,560.63	144,110.71	144,110.71
	Amount payable to haulers for incremental haul costs	212,410.45	212,410.45	166,045.20	124,255.85	69,963.40	8,163.50			11,055.93
	Disposal costs payable to bypass facilities net of payments	152,213.75	538,431.07	489,450.13	645,642.37	326,998.78	324,982.81			
	Payables incurred for clearing and securing the Facility	-	-	-	9,681.94	-	41,644.58			
	Amount payable to reimburse Operating Account	-	-	-	-	-	-		104,765.44	20,816.53
		534,023.94	910,635.50	784,498.62	978,625.00	640,177.41	600,902.99	426,418.70	390,504.10	337,653.44

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 through 3Q 2021, audited through 2Q 2019								
	Period from to	Unaudited 3Q 2021 1-Jul-21 1-Oct-21	Unaudited 2Q 2021 1-Apr-21 1-Jul-21	Unaudited 1Q 2021 1-Jan-21 1-Apr-21	Audit in progress 4Q 2020 1-Oct-20 1-Jan-21	Audit in progress 3Q 2020 1-Jul-20 1-Oct-20	Audit in progress 2Q 2020 1-Apr-20 1-Jul-20	Audit in progress 1Q 2020 1-Jan-20 1-Apr-20
ADDITIONS (revenue)								
Revenue from operations								
Tip fees received from Joining Members MSW		2,019,256.49	1,586,077.79	1,524,136.54	1,610,302.35	1,501,230.63	536,932.32	
Tip fees receivable from Coastal (non-Charter JMs)							64.55	156.00
Reimbursements received for Facility costs		5,659.20	38,241.59	53,788.40	13,987.04	184,908.58		
Revenue from investments								
Interest and dividend income net of fees								
D and D (Custody) Account		(192.13)	12.91	(214.78)	(79.50)	86.87	(401.43)	58.19
Cash Sweep Account (closed 2Q 2019)								
Tip Fee Stabilization Fund - net earnings		20,801.61	16,482.05	34,922.67	40,954.08	15,505.68	30,908.21	46,999.45
Tip Fee Stabilization Fund - change to accrued income		1,773.41	3,111.68	(10,507.74)	739.08	(1,350.35)	(3,170.69)	(14,355.09)
Tip Fee Stabilization Fund - appreciation (depreciation)		(15,180.27)	26,696.96	(77,331.75)	(9,940.73)	12,487.42	98,631.83	(40,068.12)
Contingency Account (Op Budget Stab) - net earnings		197.65	157.77	51.65	110.08	24.06	4.11	(80.95)
Cash Collateral Account - net earnings		6,540.17	5,501.19	8,355.56	18,836.77	7,678.35	16,937.10	19,996.21
Cash Collateral Account - change to accrued income		1,183.21	1,192.61	42.80	(1,006.39)	(1,380.02)	2,546.59	(3,627.52)
Cash Collateral Account - appreciation (depreciation)		(4,370.29)	13,026.39	(34,421.84)	1,731.73	(5,020.93)	(19,006.05)	(1,906.07)
Promissory Note (interim loan to Coastal)			-	-				
Change in accrued interest and cost reimbursement		72,042.00	72,042.00	71,250.00	73,625.00	81,616.00	11,636.00	46,106.00
TOTAL REVENUE (ADDITIONS)		2,107,711.05	1,762,542.94	1,570,071.51	1,749,259.51	1,795,786.29	675,082.54	53,278.10
DEDUCTIONS (expenditures)								
Joining Member distributions and reimbursements		156,275.01	126,636.89	149,421.48	158,796.36	141,312.70	121,858.07	141,627.95
Distributions/adjustments to members		4,623.33	(5,775.90)	(49,623.36)	(110,020.88)	(2,959.11)		
Disposal costs paid for Joining Member MSW		2,100,350.60	1,659,340.03	1,419,720.54	1,741,156.49	1,770,792.44	581,076.47	
Expenses paid to secure the Facility		13,517.43	45,292.38	46,764.88	16,538.40	94,593.66	837,761.75	
Transfers to Operating Fund		125,000.00	27,061.93	59,553.57	130,407.46	250,000.00	27,000.00	119,580.71
TOTAL EXPENDITURES (DEDUCTIONS)		2,399,766.37	1,852,555.33	1,625,837.11	1,936,877.83	2,253,739.69	1,567,696.29	261,208.66
EXCESS OF ADDITIONS OVER DEDUCTIONS		(292,055.32)	(90,012.39)	(55,765.60)	(187,618.32)	(457,953.40)	(892,613.75)	(207,930.56)
ADJUSTMENTS								
Change in cash distributions payable to Joining Members		15,660.16	25,014.79	(22,784.59)	(9,374.88)	(17,103.13)	(19,454.63)	(35,914.60)
Change in hauler cost reimbursements payable		-	(46,365.25)	(41,789.35)	(54,292.45)	(61,799.90)	(8,163.50)	
Change in other amounts payable		(6,054.40)	(52,141.15)	(56,938.90)	(108,198.20)	39,628.62	221,476.00	
Change in receivables		(5,659.20)	7,050.79	(15,342.04)	15,342.04	(130,534.68)	130,534.68	
Other adjustment (dues transfer, etc.)		(185.99)	(3,664.33)	1,673.81	7,731.50	1,635.44		
Change in JM tip fees receivable		179,873.18	(193,013.61)	(204,939.08)	(7,469.51)	257,562.87		
Paid for Hampden site improvement					(11,048.00)		(221,476.00)	
Paid to Hampden Water District								
Change in book value of Hampden site improvements					11,048.00			160,449.92
Total adjustments		183,633.75	(263,118.76)	(340,120.15)	(156,261.50)	89,389.22	102,916.55	124,535.32
Adjusted Excess of Additions over Deductions		(108,421.57)	(353,131.15)	(395,885.75)	(343,879.82)	(368,564.19)	(789,697.20)	(83,395.24)
CHANGE IN NET POSITION								
End of period		14,355,888.30	14,464,309.87	14,817,441.02	15,213,326.77	15,557,206.59	15,925,770.78	16,715,467.98
Start of period		14,464,309.87	14,817,441.02	15,213,326.77	15,557,206.59	15,925,770.78	16,715,467.98	16,798,863.22
Change in Net Position over Period		(108,421.57)	(353,131.15)	(395,885.75)	(343,879.82)	(368,564.19)	(789,697.20)	(83,395.24)

Table 3													
MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)													
Joining Members	EDA	Equity/New	Tons by month			Tonnage	Tonnage	Rate	Distribution	Distribution adjustments	Adjusted total	Tip Fee @	
			Jul-21	Aug-21	Sep-21	Adjustments	Total					\$2.21 per ton	
Abbott	140	New	14.39	14.85	14.63		43.87	\$ 3.00	131.61		131.61		
Albion	900	Equity	74.48	92.65	67.22		234.35	\$ 5.00	1,171.75		1,171.75		
Alton	290	Equity	25.64	32.98	28.26		86.88	\$ 5.00	434.40		434.40		
Piscataquis Co (Atkinson)	131	Equity	10.93	14.68	12.83		38.44	\$ 5.00	192.20		192.20		
Bangor	28,000	Equity	975.08	949.36	1,030.43		2,954.87	\$ 5.00	14,774.35		14,774.35		
Bar Harbor	5,056	Equity	771.69	765.69	621.69		2,159.07	\$ 5.00	10,795.35		10,795.35		
Belfast	700	New	62.79	83.41	60.73		206.93	\$ 3.00	620.79		620.79		
Blue Hill/Surry	4,000	Equity	504.88	499.29	435.94		1,440.11	\$ 5.00	7,200.55		7,200.55		
Boothbay Region	4,500	Equity	672.94	634.28	580.17		1,887.39	\$ 5.00	9,436.95		9,436.95		
Bowerbank	33	New	2.75	3.69	3.23		9.67	\$ 3.00	29.01		29.01		
Bradley	400	Equity	42.43	51.70	56.31		150.44	\$ 5.00	752.20		752.20		
Brewer	5,275	Equity	280.46	281.86	300.13		862.45	\$ 5.00	4,312.25		4,312.25		
Brooks	417	Equity	34.32	26.32	23.77		84.41	\$ 5.00	422.05		422.05		
Brownville	575	Equity	53.35	52.53	51.94		157.82	\$ 5.00	789.10		789.10		
Bucksport	1,000	Equity	87.19	120.62	91.18		298.99	\$ 5.00	1,494.95		1,494.95		
Burlington/Lowell	260	Non	48.37	46.99	41.49		136.85	\$ -	-		-	\$302.44	
Carmel	1,150	Equity	112.04	134.43	108.83		355.30	\$ 5.00	1,776.50		1,776.50		
Castine	200	New	28.18	33.29	21.21		82.68	\$ 3.00	248.04		248.04		
Central Penobscot	2,500	Equity	241.45	219.57	206.92		667.94	\$ 5.00	3,339.70		3,339.70		
Cherryfield	478	New	70.26	53.91	40.07		164.24	\$ 3.00	492.72		492.72		
Chester	414	New	30.79	29.30	34.59		94.68	\$ 3.00	284.04		284.04		
China	996	Equity	105.95	136.16	114.39		356.50	\$ 5.00	1,782.50		1,782.50		
Clifton	435	Equity	66.64	32.06	25.83		124.53	\$ 5.00	622.65		622.65		
County of Aroostook	23	New	-	-	-		-	\$ 3.00	-		-		
County of Piscataquis	34	New	17.87	21.26	19.28		58.42	\$ 3.00	175.25		175.25		
Cranberry Isle	50	New	20.70	23.77	20.60		65.07	\$ 3.00	195.21		195.21		
Dedham	350	Equity	45.03	47.94	35.73		128.70	\$ 5.00	643.50		643.50		
Dixmont	153	New	23.01	13.68	15.77		52.46	\$ 3.00	157.38		157.38		
Dover - Foxcroft	2,200	Equity	191.08	256.58	224.28		671.94	\$ 5.00	3,359.70		3,359.70		
Eddington	864	Equity	87.32	66.11	70.08		223.51	\$ 5.00	1,117.55		1,117.55		
Franklin	197	New	30.39	34.60	27.73		92.72	\$ 3.00	278.16		278.16		
Freedom	115	New	10.58	13.07	10.18		33.83	\$ 3.00	101.49		101.49		
Frenchboro	18	Non	10.17	6.93	3.48		20.58		-		-	\$45.48	
Garland	215	New	14.90	17.80	15.78		48.48	\$ 3.00	145.44		145.44		
Guilford	1,256	Equity	156.56	150.26	154.42		461.24	\$ 5.00	2,306.20		2,306.20		
Hampden	3,400	Equity	208.21	216.06	183.15		607.42	\$ 5.00	3,037.10		3,037.10		
Holden	966	Equity	75.17	59.15	86.01		220.33	\$ 5.00	1,101.65		1,101.65		
Hudson	146	New	47.45	45.46	45.75		138.66	\$ 3.00	415.98		415.98		
Knox	410	New	6.75	7.50	9.36		23.61	\$ 3.00	70.83		70.83		
Lee	447	Equity	41.58	49.27	38.01		128.86	\$ 5.00	644.30		644.30		
Levant	1,000	Equity	75.48	98.84	84.93		259.25	\$ 5.00	1,296.25		1,296.25		
Lucern	301	Equity	36.84	39.22	29.24		105.30	\$ 5.00	526.50		526.50		
Mariaville	142	Equity	22.18	10.77	-		32.95	\$ 5.00	164.75		164.75		
Mattawamkeag	312	Equity	36.81	28.19	38.68		103.68	\$ 5.00	518.40		518.40		

Table 3

MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)

Table 3												
MRC Distributions to Joining Members per Joinder Agreements, Exhibit B, Section 2(c)												
Joining Members			Tons by month			Tonnage	Tonnage			Distribution	Adjusted	Tip Fee @
	EDA	Equity/New	Jul-21	Aug-21	Sep-21	Adjustments	Total	Rate	Distribution	adjustments	total	\$2.21 per ton
Mid-Maine SWD Group	4,283	Equity	524.13	503.05	516.96		1,544.14	\$ 5.00	7,720.70		7,720.70	
Millinocket	2,100	Equity	272.97	313.00	287.40		873.36	\$ 5.00	4,366.82		4,366.82	
Milo	1,300	Equity	138.94	140.44	130.52		409.90	\$ 5.00	2,049.50		2,049.50	
Monson	200	Equity	23.96	33.54	41.23		98.73	\$ 5.00	493.65		493.65	
Montville	109	New	7.67	9.47	7.37		24.51	\$ 3.00	73.53		73.53	
Mount Desert	1,600	Equity	296.67	305.09	248.77		850.53	\$ 5.00	4,252.65		4,252.65	
Northern Katahdin	1,150	New	98.79	122.98	117.19		338.96	\$ 3.00	1,016.88		1,016.88	
Oakland	1,750	New	228.22	231.46	199.47		659.15	\$ 3.00	1,977.45	-	1,977.45	
Orono	3,750	Equity	199.48	180.92	241.16		621.56	\$ 5.00	3,107.80		3,107.80	
Otis	186	Equity	31.19	29.43	23.21		83.83	\$ 5.00	419.15		419.15	
Palmyra	850	Equity	88.80	66.23	86.67		241.70	\$ 5.00	1,208.50		1,208.50	
Parkman	150	Equity	19.05	23.55	22.92		65.52	\$ 5.00	327.60		327.60	
Pleasant River SWD	300	Equity	40.02	36.49	27.20		103.71	\$ 5.00	518.55		518.55	
Sangerville	623	Equity	51.96	69.78	60.99		182.73	\$ 5.00	913.65		913.65	
Searsmont	180	New	16.50	21.56	13.82		51.88	\$ 3.00	155.64		155.64	
Sebec	195	New	16.40	22.02	19.24		57.66	\$ 3.00	172.98		172.98	
Sherman	650	New	69.51	82.92	68.93		221.36	\$ 3.00	664.08		664.08	
Sorrento	62	New	5.18	17.63	9.78		32.59	\$ 3.00	97.77		97.77	
Springfield	105	New	-	24.83	27.41		52.24	\$ 3.00	156.72		156.72	
Steuben	640	Equity	127.06	78.16	63.58		268.80	\$ 5.00	1,344.00		1,344.00	
Sullivan	125	New	-	17.22	15.92		33.14	\$ 3.00	99.42		99.42	
SW Harbor	1,768	Equity	276.06	309.84	230.32		816.22	\$ 5.00	4,081.10		4,081.10	
Swan's Island	130	New	-	22.34	21.69		44.03	\$ 3.00	132.09		132.09	
Thordike	150	Equity	22.07	13.93	18.54		54.54	\$ 5.00	272.70		272.70	
Tremont	900	Equity	112.51	102.63	107.03		322.17	\$ 5.00	1,610.85		1,610.85	
Trenton	1,240	Equity	160.04	166.62	138.10		464.76	\$ 5.00	2,323.80		2,323.80	
Troy	120	Equity	17.26	18.77	21.38		57.41	\$ 5.00	287.05		287.05	
Union River	375	Equity	30.29	36.24	37.84		104.37	\$ 5.00	521.85		521.85	
Unity	927	Equity	18.79	57.82	56.73		133.34	\$ 5.00	666.70		666.70	
Vassalboro	1,300	Equity	65.62	140.03	120.60		326.25	\$ 5.00	1,631.25		1,631.25	
Verona Island	300	Equity	156.94	24.00	30.00		210.94	\$ 5.00	1,054.70		1,054.70	
Waldoboro Group	2,646	Equity	301.23	272.68	295.15		869.06	\$ 5.00	4,345.30		4,345.30	
Wiscasset	1,700	New	215.80	207.58	213.35		636.73	\$ 3.00	1,910.19		1,910.19	
Unassigned	102,313		9,108.19	9,218.33	8,604.72	-	26,931.24		127,333.92	-	127,333.92	\$ 347.92
	200											
Total	102,513											

Reimbursements of Lost Fee Collections due to Interim Disposal Arrangement per Joinder Agreements, Exhibit B, Section 2(c)

[illegible]