

July 27, 2009

Mr. Frederick H. Monroe
Chairman of the Board of Supervisors
Warren County
Warren County Municipal Center
1340 State Route 9
Lake George, NY 12845-9803

Dear Fred:

This letter will serve as the proposal by Environmental Capital LLC ("Encap") and Gerhardt LLC ("Gerhardt") to provide solid waste management and financial consulting services to Warren County (the "County") as set forth below.

This letter will serve as an update and amendment to the previous proposal by Environmental Capital LLC ("Encap") and Gerhardt LLC ("Gerhardt") to provide solid waste management and financial consulting services County.

We believe that the most critical tasks are the identification of alternatives for waste disposal in the long term and the negotiation with Wheelabrator Hudson Falls LLC regarding the disposition of the Resource Recovery Facility and the potential future use of the facility by Warren County. As such, we have prioritized these tasks as #1 and #2 below and have provided a not to exceed cost for each task. This work will be the core of the County's long term solid waste management plan. For the remaining tasks (#3 through #8), we have also provided a not to exceed cost but, as described below, we believe that the County may be able to complete part of this work with County staff thereby lowering the cost to the County.

- 1. Provide financial information, including estimated costs with regard to alternatives and/or options available for Warren County concerning solid waste disposal in the year 2011 and thereafter, and make recommendations for solid waste disposal once Warren County's commitment to the Hudson Falls Resource Recovery Facility has expired.**

Not to Exceed Amount \$17,500

2. **Assist in negotiations with the current resource recovery facility operator, Wheelabrator Hudson Falls LLC and its parent (together, "Wheelabrator"), regarding the termination of the current Service Agreement with the County, the ongoing ownership of the facility, the possible negotiation of a new agreement with Wheelabrator and other matters as the County may direct.**

Not to Exceed Amount \$15,000

3. **Examine and identify options available with regard to undeveloped real property in Washington County originally identified but not used for a landfill (Hartford Landfill).**

Not to Exceed Amount (\$11,500)

4. **Make recommendations with regard to Warren County's solid waste and recycling collection and disposal methods. (Currently, Warren County operates a main recycling center, and towns arrange for the collection and transfer of solid waste and recyclables.)**

Not to Exceed Amount \$3,700

5. **Study, review and identify the solid waste management disposal operations currently being used in Warren and Washington Counties.**

Not to Exceed Amount \$2,500

6. **Amend, revise, update and/or rewrite the Solid Waste Management Plan.**

Not to Exceed Amount \$47,500

7. **Attend meetings of the Warren County Board of Supervisors and any public information and/or hearings that may be desired and/or required.**

We will attend meetings as directed by the County. The cost of attendance at meetings by our principals is included in the not to exceed amounts provided above. The number of meetings that you wish us to attend will determine whether the not to exceed amounts need to be amended.

8. **Draft and develop a written report discussing the matters outlined above.**

The County may wish to have any number of reports provided at different times on the various tasks outlined above. We would discuss with you at the time that you request a report whether the work to produce the report would necessitate an amendment to the not to exceed amounts above.

We propose to work on an hourly basis with work performed solely at the direction of the County. The hourly rates are set forth below:

Richard N. McCarthy President - Encap	\$195.00/hour
Hans Arnold President - Gerhardt	\$150.00/hour
Evelyn Lu Associate – Encap	\$125.00/hour

We will incur hours only when directed to do so by the County.

We also anticipate that our out-of-pocket expenses (mostly for travel) will be reimbursed.

We have provided not to exceed amounts for each of the requested tasks. Except for Task #2, the not to exceed amounts are our best estimate of the cost based on our assessment of how much work will be provided. It is our understanding that when and if we approach those amounts, we will discuss with the County how much work remains and what the likely additional cost would be, if any.

Task #2 is a negotiation with a third party. We believe that with our extensive experience in solid waste will enable us to add substantial value to your efforts and save the County money. It may be a very brief assignment with very few hours incurred or it may be much more extensive. The County will directly control our participation; therefore, we will only incur hours at such time as you believe that we are providing value.

Several of the tasks requested require the acquisition of data. We believe that much of the data may be assembled by the County, for the most part the data from within the County, and to the extent that you perform that work, we will not incur hours. Consequently, the total cost that we bill to you will be less.

As an alternative to the hourly basis discussed above, we are prepared to do the Solid Waste Management Plan, Task 5, on a fixed price basis in the amount provided above as a not to exceed amount. That amount, \$47,500, represents our estimate of what the actual hours incurred will be. We are prepared to work with the County, should we be selected, to quantify the amount of work that the County can perform, as discussed in the preceding paragraph, and reduce our price based on the amount of work that the County will do.

We are most interested in working with the County again on its solid waste issues. In addition to the principals at Environmental Capital who have worked successfully with the County before, we propose to add Hans Arnold of Gerhardt, one of the most experienced and most successful solid waste managers in New York State and the Country. We feel that this is a very powerful team to assist the County.

Mr. Monroe
Page 4

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

Sincerely,

Richard N. McCarthy
President

Accepted and Agreed to:

_____ (Name)

_____ (Signature)

_____ (Title)

_____ (Date)

August 12, 2009

Warren County Municipal Center
 1340 State Route 9
 Lake George, New York 12845

Reference: Proposal for Solid Waste Consulting Services
 Warren County, New York; WC 32-09

Dear Warren County Public Works Committee Members:

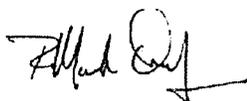
The Stantec team is very excited about the opportunity to assist you in updating Warren County's Local Solid Waste Management Plan (LSWMP). As requested on Friday, August 7, 2009, please find below our proposed fees for the requested scope items.

- Solid Waste Management Plan Update (through submission to NYSDEC) - \$39,000 lump sum
 - Data Gathering (study, review and document existing programs)
 - Looking to the Future (identify, study and recommend solid waste/recycling options including costs)
 - Attendance at four meetings with the Committee
 - Amend, revise, update LSWMP – Draft version of the plan will be submitted for review by the County.
 - A final version will then be prepared to incorporate one round of comments for submission to NYSDEC.
 - Assumptions:
 - County to furnish electronic copy of the existing plan
 - SEQRA/EAS/EIS related services are not included
 - Two hard copies each of the Draft/Final LSWMP will be provided along with a PDF file.
- End of Term Planning - \$22,500 lump sum
 - Upon expiration in 2011 of the County's obligation to deliver waste to Wheelabrator, the County expects the need to have another contract in place to provide disposal services for the County. Thus there is an expected need to develop a Request for Proposal (RFP) for these disposal services. Stantec proposes to assist Warren County with the planning and development of the technical scope of the RFP to be issued to Wheelabrator and/or other vendors. We have assumed that legal, administrative, and contractual sections of the RFP would be prepared by others (County attorney, or outside counsel).
 - Stantec will attend up to two planning meetings with the County and Wheelabrator (or other solid waste disposal vendors)

We hope as you review the final proposals that you will be reassured that Stantec is the best choice for guiding the future direction of the County's solid waste management program. We look forward to working with you.

Respectfully,

STANTEC CONSULTING SERVICES INC.



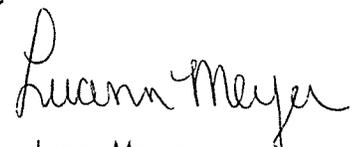
R. Mark Dempf, PE
 Senior Principal
mark.dempf@stantec.com



David P. Belaskas, PE
 Project Manager
david.belaskas@stantec.com



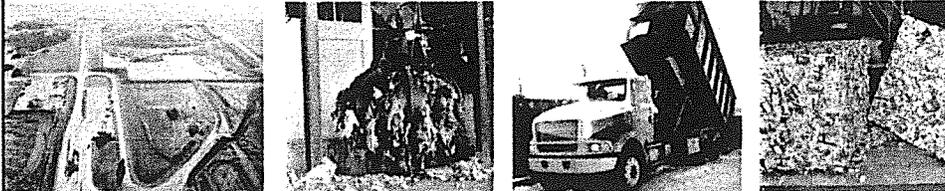
Peter Nielsen, PE
 Project Engineer
peter.nielsen@stantec.com



Luann Meyer
 Solid Waste Planning
luann.meyer@stantec.com

Warren County Solid Waste Consulting Services

August 12, 2009



One Team. Infinite Solutions.



Who is Stantec?

Stantec's services are offered through more than 10,000 employees operating out of over 130 locations in North America and the Caribbean.

Stantec's environmental services are currently provided through 4,000 specialists across North America.

We are recognized as a world-class leader and innovator in sustainable design, infrastructure, and environmental solutions that promote sustainability. We currently have over 340 employees that are LEED Accredited.



Why Stantec?

Global Expertise. Local Delivery.

- ✓ Experience in all aspects of Solid Waste Management
- ✓ New Perspective
- ✓ Realistic Solutions
- ✓ Network within the NYSDEC and Solid Waste Industry
- ✓ Working Relationships with Law firms practicing in Solid Waste area (BS&K)

 Stantec

Solid Waste Experience Highlights

Western Finger Lakes Solid Waste Management Authority

Comprehensive Plan for Four Counties
(Ontario*, Wayne, Seneca & Yates) (*since opted out)

- ✓ Inventory of existing facilities
- ✓ Waste quantities & characteristics
- ✓ Site selection study
- ✓ Waste to Energy feasibility
- ✓ Recycling Analysis
- ✓ DEIS/FEIS



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Project Understanding *Solid Waste Disposal Operations*



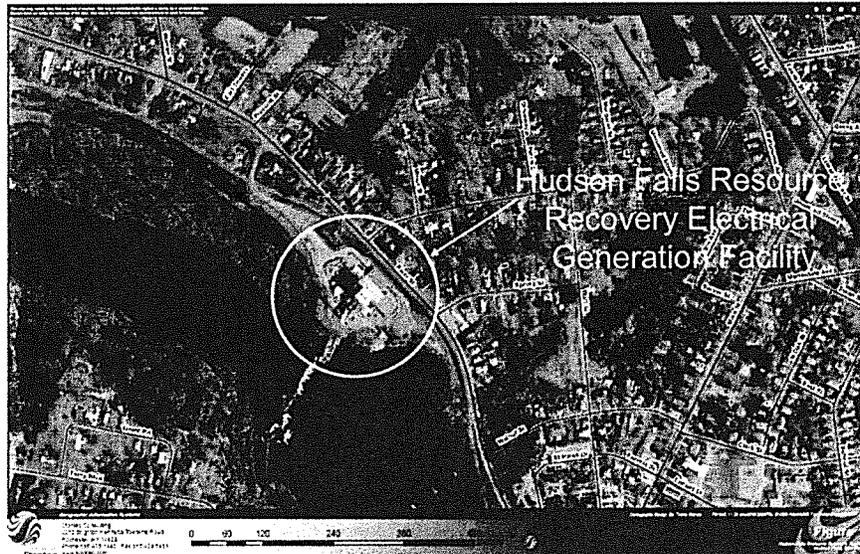
✓ Warren County

- ❖ Operates Transfer Stations in Each Town
- ❖ Hudson Falls Resource Recovery/Bio-mass Electrical Generation Facility

- ⊕ publicly owned/privately operated
- ⊕ built in 1991
- ⊕ Industrial Development Agency of Washington and Warren Counties
- ⊕ Wheelabrator Hudson Falls LLC
- ⊕ Contract expires 2011

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Project Understanding *Solid Waste Disposal Operations*



Stantec

Project Approach

Identify Solid Waste Disposal Options

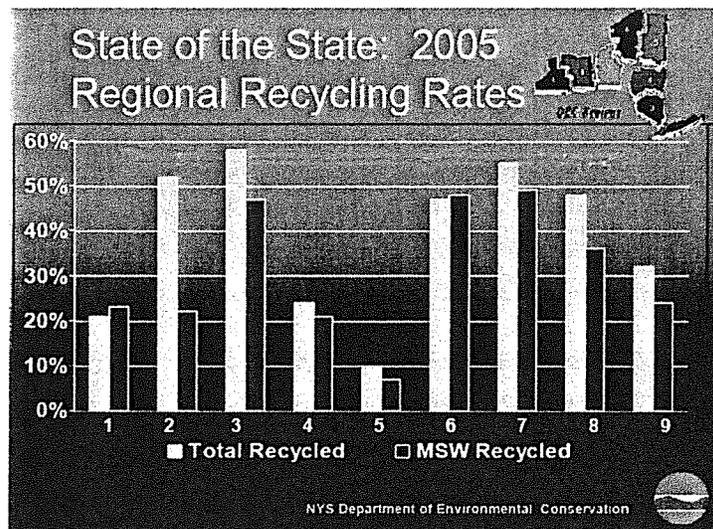
- ✓ Follow State Hierarchy
 - ✓ Reuse, Recycle, Energy Recovery, Landfill
- ✓ Unique Constraints of the Region
- ✓ Private – Public Partnerships
- ✓ New Waste Treatment Technologies
 - ✓ High Temperature Conversion Technologies (gasification, plasma arc conversion, etc.)
 - ✓ Ontario County Landfill Gas to Energy Facility



Stantec

Project Understanding

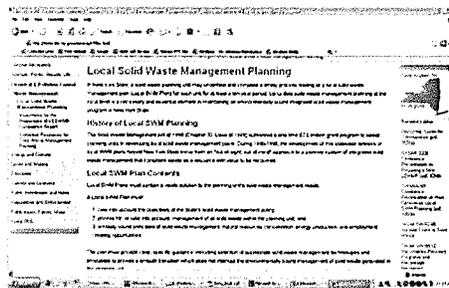
Solid Waste and Recycling Collection & Disposal Options for Warren County



Stantec

Project Approach Local Solid Waste Management Plan (LSWMP)

- ✓ Next Generation Local SWM Planning
- ✓ Potential NYSDEC/Warren County Partnership
- ✓ <http://www.w.dec.ny.gov/chemical/47861.html>



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Why a New Plan?

- ✓ Review Your 20 Years of Experience
- ✓ Set New Goals
- ✓ Address Emerging Issues

- ✓ Region 5 is the lowest recycling rate in NYS
 - ✓ Opportunity!
- ✓ Finite Resources & New Opportunities
- ✓ Recommend Course of Action

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Solid Waste Quantities and Types (including Recyclables) (Chapter 2) Examples...

	Amount Generated	Amount Recovered	Amount Recoverable
Material Type			
Paper - Newsprint			
Paper - Corrugated			
Paper - Mixed			
Metal			
Glass			
Plastic			
Yard Waste			
Food Waste			
C&D Materials			
Sewage Sludge			
Electronics			
Industrial Waste (type)			
*Additional Materials as necessary			
*Additional materials can be subdivided further as appropriate.			

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Existing Program Description (Chapter 3) Examples...

	Facility Type	Expected Life	Operating Status
Facility Name			
<i>ex. Hudson Falls Resource Recovery Facility</i>	Waste to Energy Fac.	2011 <i>(contract expires)</i>	<i>Active</i>
	Landfill		
	SW Transfer Station		
	Recyclables Handling		
	Composting Facility		
	Landspreading		
	C&D Processors		
	HHW Collection/Storage		
	Land Clearing Debris Landfills		
	Scrap Yards		
	On-site Composting		
	Other available facilities		

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**Implementation Schedule (with recovery goals)
(Chapter 7)
Examples...**

	Milestone	Responsible Party	Deliverable	Recycling Goal
Year/Quarter				
Example - 2013/1	Pay-as-you-throw Pilot	Recycling Coordinator		47% (end of 2013)



LSWMP Formal Approval Process

- ✓ All LSWMPs must be submitted to DEC in draft for approval.
- ✓ DEC reviews the draft LSWMP to determine whether it effectively addresses all matters of Part 360-15.9.
- ✓ The PU is then required to submit to the DEC:
 - Final stand-alone LSWMP
 - Resolution of adoption of the LSWMP
 - Negative Declaration
- ✓ The approved LSWMP becomes the LSWMP in effect for the planning unit.



August 12, 2009

Thank you for inviting Barton & Loguidice (B&L) to this second interview for this solid waste planning assignment. Please contact Kevin Voorhees at 315-457-5200 (KVoorhees@BartonandLoguidice.com) if you have any additional questions that you would like to discuss.

Due to the nature of this assignment, which is expected to involve a series of meetings and the development of information tailored to meet your needs, we propose to provide services on a time and expense basis in accordance with our Schedule A Billing Rates in effect at the time that such services are performed. We suggest an initial budgetary allowance of twenty thousand dollars (\$20,000) for this assignment, which can be updated if and as necessary prior to initiation of each new task.

Here is an overview of B&L's experience and expertise that may be of particular interest to you for this solid waste planning assignment:

1. Prepared 27 solid waste management plans, virtually all at the county level, with 11 of these prepared for counties within New York State.
2. Obtained DEC approval of one updated county solid waste management plan in 2006, and currently helping four other NYS counties with their solid waste plan updates.
3. Kevin Voorhees is currently a member of the DEC's Solid Waste Advisory Group, which has been meeting with DEC Central Office staff for the past several months to provide input on draft chapters of the updated State solid waste management plan.
4. Currently provide engineering services to more than half (15 of 27) of the Part 360 landfills operating in New York State. This experience can be used to provide you with a realistic assessment of what it would take to develop the Hartford landfill site.
5. Our relationships with existing publicly owned landfills can also help identify opportunities for inter-municipal agreements to dispose of waste at one or more existing landfills, as one of your disposal options.
6. With approximately 185 employees, B&L has a multi-disciplined staff of engineers, environmental scientists, geologists and planners that can help address virtually any issue that may arise during your solid waste planning process. This includes experience in developing three waste-to-energy facilities for upstate New York Counties, one of which is still in operation today (Oswego County's 200 tons per day Energy Recovery Facility).
7. Please don't hesitate to contact any of B&L's solid waste clients for references, including three of our current solid waste clients that we have listed below.

George Eades, Executive Director
County of Franklin Solid Waste Management Authority
Phone: 518-483-8270 Extension 2

Jim Zecca, Director
Madison County Department of Solid Waste and Sanitation
Phone: 315-361-8408

Vince Spagnoletti, Commissioner
Steuben County Department of Public Works
Phone: 607-664-2460

The experience to **listen.**
The power to **solve.**



Minimalist decor can give a home soul, space and tranquility. **D1**



Elvises: They came, they saw, they shook their pelvises! **B1**

James Fenimore Cooper scholars visit the cave that bears his name. **B1**

MONDAY

June 20, 2006

151st Year, No. 208
Newsstand price 50 cents

T.H.E.
POST STAR

Your life Your newspaper.

THE WEATHER

Today: Mostly sunny. High 79

Tomorrow: Lots of sun and warmer. High in the mid 80s. Details, Page A8



Front Page

Trash plant saves \$3.2M

Warren, Washington counties benefiting from improvements

By CHRISTINE MARGIOTTA
cmargiotta@poststar.com

HUDSON FALLS

Refinancing and an improved operating agreement at the Hudson Falls trash plant has saved taxpayers in Warren and Washington counties \$3.2 million in the past year, the Warren-Washington County Industrial Development Agency announced Friday.

The IDA expects savings to surpass \$8 million by 2012.

Though the trash plant continues to lose money, government officials in both counties are successfully minimizing the shortfalls, said Salem Town Supervisor and Washington County Solid Waste Committee Chairman Bruce Ferguson.

In previous years, Washington County budgeted \$2.4 million for the trash plant, but it will budget just \$1.2 million for the coming year, thanks to the savings.

The extra cash has already been absorbed by other expenses in the 2006 budget, County Administrator Kevin Hayes said after Friday's Board of Supervisors meeting.

Washington County covers a third of the trash plant's costs, while Warren County pays the remaining two-thirds. Warren County will save roughly \$2 million in trash plant expenses, said R. Stephen Lynch, the Intercounty Solid Waste Coordinating Committee's financial adviser.

Fred Monroe, chairman of the Warren County Solid Waste and Recycling committee, announced the savings at Friday's Warren County Board of Supervisors meeting. Monroe could not be reached for further comment.

In 2003, the counties arranged

for the IDA to buy the plant and replace plant operator Foster Wheeler Corp. with Wheelabrator Hudson Falls LLC, Lynch said. Wheelabrator paid roughly \$8 million to Foster-Wheeler to take over the plant's operations and restructure its operating contract with the two counties.

The plant hemorrhaged funds partly because Foster-Wheeler did not conduct competitive bid processes for routine operations such as ash disposal and scrap metal sales, Lynch said.

Wheelabrator, however, agreed in its operating contract to buy these services from the lowest bidders — a pact that helped save both counties about \$300,000 since last year.

Wheelabrator also has the option to buy the plant for \$3 million when the bicounty debt for the plant runs out in 2011. If Wheelabrator buys the plant, the counties will be free to dispose of their trash elsewhere if they so choose, Lynch said.

The largest savings came from refinancing in May 2004 the roughly \$52.4 million in bonds that paid for the plant's construction in the 1980s.

Interest rates on those bonds were slashed from about 9 percent down to 4.4 percent, Lynch said.

"Fred Monroe and everyone else worked very hard for a long time and it's paying off," said IDA Chairman Nick Caimano. Both counties had worked for six years to close on the refinancing, Caimano said in May of 2004.

Ferguson, a known opponent of the trash plant, said he is pleased with the reward from refinancing. "It's still a loss for the counties, but we cut the loss significantly," he said.

\$48,145,000
Solid Waste Revenue Bonds

**Counties of Warren and Washington (NY)
Industrial Development Agency**

Refinancing of a 500 Ton Per Day Solid Waste Disposal Facility in Hudson Falls,
New York

Facility Operator



First Albany Capital Merrill Lynch & Co.

Banc of America Securities LLC

*The undersigned acted as Independent Financial Advisor to Warren County, Washington
County and Warren and Washington County Industrial Development Agency*

R. S. LYNCH & COMPANY



4.8 MW Landfill Gas Fired Electric Generating Facility

City of Albany, NY

Facility Owner and Operator

FORTISTAR METHANE GROUP, LLC

FORTISTAR

The undersigned served as Financial Advisor to the City of Albany for the procurement, negotiation and contracting of this project

R. S. LYNCH & COMPANY

RSL

Helping Municipal Officials Make Good Solid Waste Management Decisions Since 1987

\$255,600,000

Solid Waste Project Financing

MASSACHUSETTS INDUSTRIAL FINANCE AGENCY
Resource Recovery Revenue Bonds

\$110,000,000 Tax-Exempt Facility Expansion Bonds

\$145,600,000 Tax-Exempt Refinancing Bonds

SEMASS PROJECT

A 52 MW, 1900 Tons Per Day Resource Recovery Facility
In Rochester, Massachusetts

Placement Agent
Greenwich Partners, Inc.

The undersigned provided bond proceed bidding and
investment services for this transaction.

R. STEPHEN LYNCH & COMPANY 

\$154,290,000

Resource Recovery Revenue Refunding Bonds

Northeast Maryland Waste Disposal Authority

**WHEELABRATOR SOUTHWEST
RESOURCE RECOVERY FACILITY**

A Solid Waste Disposal Resource Recovery Facility in the
City of Baltimore, Maryland

Placement Agents

**The First Boston Corporation
Alex. Brown & Sons, Incorporated**

*The undersigned provided Investment Agreement
competitive procurement services for this Issue:*

R. S. LYNCH & COMPANY


\$141,695,000

Resource Recovery Revenue Refunding Bonds

Connecticut Resource Recovery Authority
Bridgeport Resco Company, L.P. Project

A 70 MW, 2,250 Ton Per Day Resource Recovery Facility in
Bridgeport, CT.

Salomon Smith Barney

Investment Agreement Provided By

FIRST UNION NATIONAL BANK

The Undersigned Managed The Competitive Procurement of
\$12.2 Million of Bond Proceeds For This Transaction

R. S. LYNCH & COMPANY 

\$128,150,000
Solid Waste Revenue Bonds

Eastern Connecticut Resource Recovery Authority

Construction and Permanent Financing For a 500 Ton Per Day
Solid Waste Disposal Facility in Lisbon, Connecticut

Facility Constructor and Operator:

a subsidiary of



Wheelabrator Technologies Inc.

***ALEX. BROWN & SONS
INCORPORATED***

MERRILL LYNCH & CO.

***ADVEST, INC.
CARMONA, MOTLEY & COMPANY, INC.
GRUNTAL & CO., INCORPORATED***

***BEAR, STEARNS & CO. INC.
GRIGSBY BRANFORD & CO., INC.
MURIEL SIEBERT & CO., INC.***

***The undersigned acted as Independent Financial Advisor
to the Eastern Connecticut Resource Recovery Authority:***

R. STEPHEN LYNCH & COMPANY

RSL

\$112,985,000
Resource Recovery Bonds

County of Westchester (NY)
Industrial Development Agency

WESTCHESTER RESCO COMPANY PROJECT

A Solid Waste Resource Recovery Facility

Bonds Insured By
AMBAC Indemnity Corporation

Investment Agreement Provider:
WESTDEUTSCHE LANDESBANK GIROZENTRALE

*The Undersigned Served as Financial Advisor for the Competitive
Reinvestment of Bond Proceeds for this Issue:*

R. S. LYNCH & COMPANY 

\$87,700,000
Solid Waste Project Financing

Town of Babylon Industrial Development Agency

A Mass Burn Solid Waste Disposal, Resource Recovery Facility

Facility Constructor and Operator:
OGDEN MARTIN CORPORATION

*Donaldson, Lufkin & Jenrette
Securities Corporation*

Dillon, Read & Co., Inc.

*Kidder, Peabody & Co.
Incorporated*

Merrill Lynch Capital Markets

*The undersigned provided bond proceeds restructuring and
investment services for this Issue:*

R. S. LYNCH & COMPANY 

\$43,200,000
Solid Waste Facilities Refunding

Town of Babylon, New York

Closure of a Town Landfill and Construction of a New
Ash Landfill Facility

Funds Provided Through the

**NEW YORK STATE
ENVIRONMENTAL FACILITIES CORPORATION
Water Pollution Control Revolving Fund**

Bear, Stearns & Co. Inc. First Albany Corporation

*The undersigned served as Independent Financial Advisor
and provided escrow procurement services for this Issue:*

R. S. LYNCH & COMPANY 

February 28, 1996

\$29,000,000
Project Financing

New Jersey Economic Development Authority
First Mortgage Gross Revenue Bonds
(Morris County Transfer Station Project)
\$22,500,000 Tax-Exempt Variable Rate Demand Notes
\$6,500,000 Taxable Variable Rate Demand Notes



CHAMBERS
Development Company, Inc.

Chambers Morris County Land, Inc.
Morris County Transfer Station, Inc.
Chambers New Jersey Trucking, Inc.

Letter of Credit provided by
NCNB National Bank of North Carolina
Irving Trust Company
Bank of New England
Citizens & Southern National Bank

NCNB Investment Banking Company
First Fidelity Bank, N. A., New Jersey

The undersigned acted as financial advisor to the original principals
of Morris County Transfer Station, Inc. and as financial advisor to
First Fidelity Bank, N. A., New Jersey for this transaction.

R. STEPHEN LYNCH & COMPANY

\$161,000
Solid Waste Facility Development Funding

***Northeastern Connecticut
Regional Resource Recovery Authority***

Development Financing for a 200 Ton Per Day
Mixed Waste Co-Composting Facility in Plainfield, Connecticut

Facility Owner, Constructor and Operator:

Bedminster Bioconversion Corporation

Non Recourse Development Funds Provided by:

The Procter & Gamble Company

*The undersigned, as Independent Financial Advisor to the
Northeastern Connecticut Regional Resource Recovery Authority,
initiated and negotiated this transaction:*

R. STEPHEN LYNCH & COMPANY

RYL

R. S. LYNCH & COMPANY

RSL

Helping Municipal Officials Make Good Solid Waste Management Decisions Since 1987

If selected to provide Warren County with the solid waste planning services indicated in the RFP, R. S. Lynch & Company would approach the engagement with the following key principles.

PROPOSED KEY ENGAGEMENT PRINCIPLES OF R. S. LYNCH & COMPANY

1. Don't Re-invent the Wheel...Draw from the extensive Warren County solid waste data and analysis which R. S. Lynch & Company has previously assembled in the course of our work as Solid Waste Coordinator and as Author of numerous special solid waste studies and analyses since 2000.

As solid waste coordinator since 2000, R. S. Lynch and Company has maintained extensive data and records of waste quantities, by various sources and categories, in both Warren and Washington County. Furthermore, as principal financial architects of the restructuring and refinancing of the waste-to-energy facility in 2003 and 2004, we are intimately familiar with the County's end of term (2011) financial rights, obligations and options regarding disposal of that portion of the County waste stream which cannot be reduced or recycled. End of term disposal planning is one very important element of County waste and recycling planning which will occur under this engagement.

Finally, R. S. Lynch & Company has completed many special Warren and Washington County solid waste studies and analyses since 2000, including, among others:

- Warren/Washington County 2009 Projected Solid Waste Service Fees: Presented 2/5/2009
- Monthly WWIDA Report (Includes up-to-date waste delivery, Tip Fee, and Accounts Receivables analysis)
- Monthly detailed report identifying detailed waste-to-energy facility user information (Including tonnage delivered to the facility and origin of the waste)
- Completed application for the New York State Adirondack Smart Growth Grant Program 2007-2008: Submitted December 28, 2007
- Analysis of Waste Collection and Transfer Station Options for the Town of Chester, NY: Presented February 13, 2007
- Analysis of In-County Waste Volume Trends: Presented August 21, 2006
- Completed a Revised Draft of Proposed Host Community Benefits package for the Town of Hartford regarding the proposed C&D landfill
- Survey of New York State and Other Host Community Benefit Programs: Presented July 11, 2006
- Future Solid Management Options: Presented February 9, 2006
- Warren/Washington County Overview of a Possible Electronics Recycling Program
- Presentation to the Town of Hartford Regarding the Development, Financing and Operation of a 25 Truck per day Construction & Demolition Debris Landfill: May 24, 2004

- Comparison of Proposed Restructuring/Refinancing to Status Quo and Direct County Purchase of the Hudson Falls Waste-to-Energy Facility: Presented August 12, 2003

In addition, our firm is also helping to prepare several other new Solid Waste Management Plans, including plans for the City of Albany, Washington County and for a group of 15 Connecticut Cities and Towns. We have also completed over 25 other solid waste planning studies for Counties, Solid Waste Authorities and municipalities throughout New York and Connecticut, covering many of the issues to be addressed by Warren County in the present engagement. Unlike many solid waste planning consultants who would make minor revisions to already completed reports and charge the full cost of the report to multiple clients, we would make the content of reports we have previously done available to Warren County and charge only for the time required to update them.

This offer will be of substantial value to Warren County particularly in the area of new solid waste/recycling technology review and evaluation, a substantial section required by the DEC in all new Solid Waste Management Plans. R. S. Lynch & Company has previously completed a detailed and extensive review and evaluation of new solid waste/recycling technologies for two municipal clients: Sullivan County NY in November, 2005 and the South Central Regional Council of Governments (CT) in January, 2009. By making this substantial body of work available to Warren County without charge the County can avoid approximately \$20,000 - \$35,000 worth of time required to create such information and analysis from scratch.

Other topics which the DEC requests that the County address in its new Solid Waste Management Plan for which our firm has up-to-date pre-existing data and analysis include waste districting, hauler licensing, electronics recycling and waste exportation options. These issues will require only modest customizing and updating.

2. Assist the County in creating a new Warren County Solid Waste Management Plan instead of the joint Warren & Washington County Plan in order to focus clearly on the unique circumstances of Warren County. Coordinate with Washington County in areas of mutual benefit.

Areas where coordination with Washington County may be mutually beneficial include end of term negotiation with Wheelabrator and competitive solicitation of waste export options. During the course of our work with the County, the extent of coordination with Washington County, if any, will be decided by Warren County officials. To the extent that Warren County decides to coordinate some aspects of its waste/recycling planning with Washington, we believe that our firm's role as solid waste advisor to Washington will be greatly beneficial.

Some DEC requested sections of the new Warren County Solid Waste Management Plan will, in fact, be quite similar to the corresponding sections of the new Washington County Solid Waste Management Plan such as the survey of regional markets for various recyclables, review of new waste/recycling technologies and review of waste export destinations, to name a few. If requested by Warren County, we would seek to reduce costs to Warren County by coordinating these areas of data gathering and analysis with Washington County.

3. Carefully follow the various directives of the DEC in helping to prepare the new Warren County Solid Waste Management Plan

Because we are working on Solid Waste Management Plans for other New York Planning Units, R. S. Lynch & Company enjoys a strong working relationship with various officials at the DEC who oversee the State's Local Solid Waste Management Planning Program. We are intimately familiar with what these officials will require in Warren County's new plan. Furthermore, these requirements have been presented and documented by the DEC at several industry conferences in which our firm has participated. We believe that by following both the formal and informal planning directives and preferences of the DEC up-front, Warren County can save substantial time and expense that will otherwise be required by modifications and delays if the draft plan requires substantial restructuring and revision.

One important issue which Warren County will have to address is whether to create a new Solid Waste Management Plan or whether a modification of the current plan will be sufficient. The current Bi-County Plan will expire on December 31, 2010. Based upon our understanding of the DEC's requirements we believe that a modification will not be acceptable due to the substantially changed circumstances regarding waste and recycling in the region and the fact that the new plan will no longer be a Bi-County plan.

The attached "Draft Outline of Proposed New Warren County Solid Waste Management Plan" (Attachment C) reflects the DEC's most current and detailed guidance to date on the required content of new County plans.

4. Carefully coordinate various separate but related 2009 and 2010 solid waste planning and policy tasks by engaging a unified team of consultants

In addition to the data gathering, analysis and document drafting/revision tasks which will be jointly performed by the County and its chosen planning consultant in order to create a new Warren County Solid Waste Management Plan, there are several separate but related waste planning and policy tasks which will be underway during 2009 and 2010.

These include:

1. The SEQR process relating to Warren County's new Solid Waste Management Plan including designation of Lead Agency (most likely Warren County), determination of Negative Declaration or EIS and, if necessary, development and approval of the EIS.
2. The SEQR process relating to Washington County's new Solid Waste Management Plan including designation of Lead Agency (most likely Washington County), determination of Negative Declaration or EIS and, if necessary, development and approval of the EIS.
3. The SEQR process relating to the renewal of the waste-to-energy facility's NYDEC 360 Solid Waste Permit which needs to be renewed in 2010. Similar issues as those mentioned above, including designation of Lead Agency, determination of Negative

Declaration or EIS and, if necessary, development and approval of the EIS will be addressed.

4. End of term negotiations with Wheelabrator regarding the selection and implementation of new ownership or leasing arrangements of the waste-to-energy facility and the related identification and evaluation of alternative regional waste disposal options.

Washington County intends to use R. S. Lynch & Company to perform those tasks required for the creation of the new Washington County Solid Waste Management Plan which cannot be completed by County officials and staff. In addition, as Warren & Washington County Solid Waste Coordinator, R. S. Lynch & Company will be involved in issues relating to renewal of the waste-to-energy facility permit, including the SEQR issues mentioned above as well as with end of term planning issues on behalf of the InterCounty Solid Waste Coordinating Committee and the IDA.

If selected by Warren County to assist in the creation of its new Solid Waste Management Plan, we believe that we could offer unique and substantial benefits to Warren County through the careful planning and strategic coordination of each of these separate but closely related planning projects.

In fact, the DEC has suggested that the Counties consider approaching the approval of each County's new Solid Waste Management Plan and the renewal of the waste-to-energy facility's 360 Permit as a single SEQR project. This idea deserves careful consideration by the Counties ... it could offer substantial consultant cost savings by avoiding duplication, overlap and communication issues that could easily arise if different consulting teams are engaged separately for each of these closely related tasks. However, the Counties should be careful to avoid making renewal of the waste-to-energy facility permit subject to the DEC getting everything they want in the two new County Solid Waste Management Plans. We envision that these types of important strategic DEC issues will be handled primarily by the two County Attorneys with input and coordination, as requested, from us.

R. S. LYNCH & COMPANY

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Helping Municipal Officials Make Good Solid Waste Management Decisions Since 1987

Environmental Advisory Services

R. S. Lynch & Company provides environmental planning, analysis, financing and administrative services with emphasis in the solid waste, landfill gas, renewable energy and sewer and water fields. The firm also provides independent financial and economic analysis of new municipal jail facilities. The firm represents state and local governments and authorities, as well as private sector developers and environmental service companies. Drawing on the extensive experience of its principals and associates who have successfully completed numerous projects within both the public and private sector, the firm emphasizes experience-based, hands-on advisory services.

R. S. Lynch & Company has been ranked among the top ten solid waste advisory firms, nationwide, by Securities Data, Inc. and has participated in the planning and implementation of over \$3 Billion of environmental projects and systems.

Environmental Project Financing

R.S. Lynch & Company is a "Red Book" listed independent Financial Advisor serving tax exempt bond issuers and has been ranked among the top 10 solid waste Financial Advisors, nationwide, by Security Data Corporation. The firm has managed or advised on the financing of Billions of dollars of environmental facilities.

Renewable Energy Financing

Over the past few years the world of renewable energy finance has been completely and substantially altered by the emergence of new and robust markets for various environmental attributes associated with these projects and new project financing options.

For example the substantial value of a project's carbon emission reduction credits, potential Section 45 Renewable Energy Production Tax Credits and Renewable Energy Certificates, can often be the overriding factor to a projects financial viability. R. S. Lynch & Company has emerged as the Nation's leading financial advisor for waste-based renewable energy projects in large part due to our thorough and up-to-date knowledge and experience with these new project financing markets and structures.

To assist our clients with the monetization of Carbon Credits and other environmental attributes, R. S. Lynch & Company offers its proprietary competitive sale tool, TheCarbonAuction.Com.

The Carbon Auction (**TCA**) brings a new level of **integrity, transparency and efficiency** to the trading of voluntary carbon credits in the U.S. **TCA** has been developed to coincide with the launch of the registry systems which will support the new **Voluntary Carbon Standard (VCS)** and **California Climate Action Registry's Protocol (CCAR)**. **TCA** offers sellers of Voluntary Carbon Units, RGGI offsets, RECs, Renewable Energy Tax Credit and other environmental attributes a cost effective, demonstrably fair, open, efficient, competitive and accountable mechanism for maximizing net sales proceeds.

Administrative Services

R.S. Lynch & Company serves as contract administrator of two major regional solid waste systems: the Eastern Connecticut Resource Recovery Authority and the Adirondack Resource Recovery Project (NY). In this capacity we manage waste procurement, systems operations, planning, budgeting, and reporting for more than \$200 million of in-place solid waste facilities with a combined annual budget in excess of \$45 million.

Expert Witness and Corporate Due Diligence Services

Since 1987, R. S. Lynch & Company has completed numerous Expert Witness and Corporate Due Diligence engagements, including a successful litigation of a \$110 million waste-to energy dispute on behalf of a municipal defendant and an \$8 million settlement of a waste-to-energy Official Statement disclosure dispute on behalf of a private sector plaintiff.

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Current & Recent Projects

Since its beginning in 1987, R. S. Lynch & Company has provided environmental, planning, analysis, financing and administrative services to a wide variety of clients including the following:

Selected Public Sector Clients

- The United State Senate, Committee on the Environment
- The National Solid Waste Management Association
- The National League of Cities
- The New York State Environmental Facilities Corporation
- The Government Development Bank for Puerto Rico
- Warren & Washington Counties, NY
- Sullivan County, NY
- New York City Dept. of Sanitation
- The City of Mt. Vernon, NY
- The St. Lawrence County, NY Solid Waste Disposal Authority
- The City of Albany , NY
- Chautauqua County, NY
- Broome County, NY
- Delaware County, NY
- Dutchess County, NY
- The Northeastern Connecticut Regional Resource Recovery Authority
- The Eastern Connecticut Resource Recovery Authority
- The South Central Regional Council of Governments, CT
- The City of Middletown, CT
- Catoosa County, GA
- Columbia County, GA
- The City of Bath, ME
- The City of Montreal, Quebec

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Mr. R. Stephen Lynch, Founder and President of R. S. Lynch & Company, Inc., is a nationally recognized expert regarding the economics, financing and development of environmental facilities. Mr. Lynch previously served as First Vice President, National Solid Waste Financing Coordinator for E.F. Hutton and Company Inc. In this capacity he managed all solid waste, cogeneration and environmental projects, nationwide. During his 18 years as a specialist in the area of environmental facility developing and financing, Mr. Lynch has personally participated in the financing of over \$3 billion of such facilities including the following:

- City of Los Angeles
\$ 235,000,000 Financing of the "Lancer" project
- Regional Waste Systems (Maine)
\$ 80,000,000 Financing of the Portland Facility
- The City of St. Paul, Minnesota
\$ 36,000,000 Financing of Downtown District Heating System
- Suffolk County, New York
Refinancing of the Southwest Sewer District
- Eastern Connecticut Resource Recovery Authority
\$ 128,000,000 Resource Recovery Revenue Bonds
- Northeast Connecticut Resource Recovery Authority
\$166,000 Mixed Waste t Project Development Capital
- Massachusetts Industrial Finance Agency
\$255,600,000 Solid Waste Financing (SEMASS Project)
- Town of Babylon, New York
\$43,200,000 Million Landfill Closure and Ash Monofill Refunding

Mr. Lynch holds a Masters in Business Administration from The Wharton School of Finance, a General Course certificate from the London School of Economics, and a Bachelor of Arts Degree from Bowdoin College. He is a frequent publisher and speaker in the field of solid waste, landfill, gas and renewable energy financing, and is a nationally recognized authority on solid waste flow control issues and policies and carbon credit monetization.