

DELAWARE COUNTY REGIONAL  
WATER QUALITY CONTROL AUTHORITY  
100 EAST FIFTH STREET  
CHESTER, PENNSYLVANIA 19013

MINUTES

FEBRUARY 18, 2020

The Regular Meeting of the Delaware County Regional Water Quality Control Authority was held on Tuesday, February 18, 2020, at 3:30 P.M. in the Board Room of the Administration Building at 100 East Fifth Street, Chester, Pennsylvania. REGULAR MEETING

Messrs. Boland, Kester, Knapp, Lucas, Monaghan, Mullen, Pisani, Zidek, Madam Sage, Board Members, constituting a quorum were present. ROLL CALL

Messrs. Centrone, Cherico, DiSantis, Hurst, Kochubka, Krause, Lenton, McNichol, Pileggi, Shinn, Willert, Mesdames Amadio, Bonnett, Byrd, Carrero-Papi, Caulk, Cummings, and Fitzgerald, were also present.

PUBLIC ATTENDANCE: Tom Wyatt of Obermayer was present. No other members of the public were present. PUBLIC

Mr. Kester, Chairman, called the meeting to Order.

ORDER OF BUSINESS

PLEDGE OF ALLEGIANCE: The Pledge of Allegiance was recited by all parties present. PLEDGE OF ALLEGIANCE

PRESENTATION AND APPROVAL OF RESOLUTION NO. 2020-01 HONORING THE SERVICE OF KEVIN SHINN UPON HIS RETIREMENT RES. No. 2020-01

Mr. Willert recognized Mr. Shinn for his 24 years of service at DELCORA. Mr. Willert stated that Kevin was a reliable employee and will be missed. Mr. DiSantis stated that when he started, Kevin was the Operations Foreman and that he did a great job. Mr. DiSantis thanked him for his daily contributions to DELCORA. Mr. Lenton stated that he and Kevin started around the same time. Mr. Lenton stated that Kevin has been a very loyal employee. When Kevin took over as the Safety Coordinator, he always put the safety of the employees first and that he hopes he has a wonderful retirement.

Mr. Lucas read the resolution aloud and presented the resolution plaque to Mr. Shinn.

It was moved by Mr. Lucas, seconded by Mr. Kester, and unanimously carried to adopt Resolution No. 2020-01.

APPROVAL OF MINUTES: It was moved by Ms. Sage, seconded by Mr. Lucas, and unanimously carried that the minutes of the Regular Meeting of January 21, 2020, be approved as submitted.

APPROVAL  
OF MINUTES

REPORTS:

REPORTS

1. COMMITTEES:

COMMITTEES

a. Human Resources and Administration. Mr. Lucas stated that the Committee met on February 10, 2020. There were no additions to the meeting minutes.

Human Resources  
and Administration

b. Strategic Planning and Goals. Mr. Boland stated that the Committee met on February 10, 2020. There were no additions to the meeting minutes.

Strategic, Planning  
& Goals

c. Operations and Engineering. Mr. Mullen stated that the Committee met on February 11, 2020. There were no additions to the meeting minutes.

Operations and  
Engineering

d. Finance. Mr. Knapp reported that the Committee met on February 12, 2020. There were no additions to the meeting minutes.

Finance

e. Pension. Mr. Boland stated that there was no formal meeting of the Pension Committee and had nothing to report at this time.

Pension

2. CHAIRMAN: Mr. Kester had no items to report at this time.

CHAIRMAN

3. EXECUTIVE DIRECTOR: Mr. Willert stated that there were no additions to the written report.

EXECUTIVE  
DIRECTOR

4. DIRECTOR OF ENGINEERING: Mr. Hurst stated that there were no additions to the written report.

DIRECTOR OF  
ENGINEERING

5. DIRECTOR OF OPERATIONS & MAINTENANCE: Mr. DiSantis stated that there were no additions to the written report.

DIRECTOR OF  
OPERATIONS &  
MAINTENANCE

6. SOLICITOR: Mr. McNichol had no items to report at this time.

SOLICITOR

OPERATING FUND PAYMENTS:

OPERATING  
FUND PAYMENTS

1. DIRECTOR OF FINANCE REPORT: Mr. Pileggi stated that there were no additions to the written report.

DIRECTOR OF  
FINANCE

2. PAYMENT OF BILLS:

PAYMENT OF  
BILLS

Approval of Operating Statement, Statement of Fund Balances and List of Bills for the month of January 2020.

Mr. Zidek had questions regarding the payment of the bills. Regarding the payment to Obermayer of \$72,000, Mr. Zidek asked if this was just one-month worth of legal fees. Mr. Pileggi stated that it is a month of legal fees not necessarily last month. Mr. Zidek asked what the hourly rates DELCORA is paying to Obermayer. Mr. Wyatt estimated the rates are \$370.00 for partner and \$300.00 for associate. Mr. Wyatt stated he would get further detailed information to Mr. Zidek. Mr. Zidek asked if Mr. Wyatt's presence today was requested by anyone in particular. Mr. Wyatt stated he would only be in attendance if there was something related to the Aqua Agreement on the agenda. Since there was an item on the Finance agenda regarding an Amendment to the Asset Purchase Agreement, he is in attendance today. Mr. Zidek stated that at the January Board meeting there was no item regarding the APA on that agenda and Mr. Wyatt was in attendance. Mr. Wyatt responded that he felt fortunate that he was in attendance since there were questions from the public that he was able to answer at that meeting.

Mr. Zidek questioned the bill for \$61,000.00 to Pennoni Associates for ongoing Engineering Consulting. Mr. Zidek asked if Pennoni is a General Contractor and is the charge affiliated with one specific project. Mr. Pileggi stated that it is for Engineering valuation of the assets. Mr. Pileggi stated that this was subcontracted out by the Engineering Department. Mr. Zidek asked if it was a recurring evaluation and Mr. Hurst stated that it was a one-time evaluation. Mr. Zidek asked if Pennoni has done evaluations before. Mr. Hurst stated that they have done evaluations before. Mr. Wyatt stated that getting the application approved at the PUC, the application was going forward as a Fair Market Value Deal and under the statute, it is required that DELCORA choose an engineer to do a Cost Study or Inventory of all Assets. Mr. Wyatt stated that Pennoni is very qualified to complete this work due to the previous projects they have completed. Mr. Zidek asked if there will be additional bills for Pennoni Associates. Mr. Hurst stated that he assumes there will be one more bill, but the work has been completed.

Mr. Zidek noted that there was another bill for \$23,000.00 for DWD Mechanical and asked how long DWD has been doing the Preventative Maintenance work for DELCORA. Mr. DiSantis stated that the fee is for the Annual Maintenance Contract for Preventative Maintenance through the GESA Contract that DELCORA has with CM3. DWD does the work on the HVAC systems. Mr. Zidek asked if CM3 hired DWD as a subcontractor. Mr. DiSantis stated that they are not on the PM work due to CM3 typically not adding on an additive to the PM work. Mr. DiSantis stated that DWD bills us directly. Mr. Zidek stated that DELCORA can only have one contract and asked if the contract was with CM3 or DWD. Mr. DiSantis stated that the contract was with CM3. Mr. Zidek asked how long DWD has been doing preventative maintenance for CM3. Mr. DiSantis stated around 3 years. Mr. Zidek asked if the CM3 contract was through a competitive bid. Mr. DiSantis stated that it was through an RFP.

It was moved by Mr. Knapp, seconded by Mr. Pisani, and unanimously carried that the statement and the list of bills in the amount of \$4,775,187.29 for the month of January 2020 contained in the Director of Finance report be approved.

CONSTRUCTION FUND PAYMENTS:

CONSTRUCTION  
FUND PAYMENTS

1. ENGINEERING ADVISOR'S REPORT: Mr. Kochubka stated that there were no additions to the written report.

ENGINEERING  
ADVISOR

2. CHANGE ORDERS:

CHANGE ORDERS

- Contract No. PR-1703-C – Remote Pumping Stations Bar Screen Replacements – Contract A – General Construction - Change Order No. 3 – Increase In Contract Time of 88 Days Due to Screw Conveyor And Panel Modifications At Darby Creek Pump Station (Eastern Environmental Contractors, Inc.)

Contract No.  
PR-1703-C -  
Contract A – General  
Construction  
CO #3  
Remote PS Bar  
Screen Replacement

- Contract No. PR-1703-C – Remote Pumping Stations Bar Screen Replacements – Contract B – Electrical Construction – Change Order No. 1 – Increase In Contract Time of 588 Days Due to Screw Conveyor And Panel Modifications At Darby Creek Pump Station (Eastern Environmental Contractors, Inc.)

Contract No.  
PR-1703-C -  
Contract B - Electrical  
CO #1  
Remote PS Bar  
Screen Replacement

Mr. Zidek had a question regarding the change order for Contract No. PR-1703-C – Contract B – Electrical stating that the contract time is being increased by 588 days. Mr. Hurst stated that the contract time is being increased due to the extension of the contract time for Contract A which caused an additional delay in the Electrical Contract.

Mr. Mullen stated that the above contract change orders were discussed at the Operations and Engineering Committee meeting, and it was the consensus of the committee to recommend Board approval.

It was moved by Mr. Mullen, seconded by Mr. Pisani, and unanimously carried to approve the above contract change orders.

3. CONTRACT CLOSEOUT AND FINAL PAYMENT APPROVAL:

CONTRACT  
CLOSEOUT

- Contract No. PR-1703-C – Remote Pumping Stations Bar Screen Replacements – Contract A – General Construction (Eastern Environmental Contractors, Inc.)

Contract No.  
PR-1703-C -  
Contract A – General  
Construction  
Remote PS Bar  
Screen Replacement

- Contract NO. PR-1703-C – Remote Pumping Stations Bar Screen Replacements – Contract B – Electrical Construction (Eastern Environmental Contractors, Inc.)

Contract No.  
PR-1703-C -  
Contract B – Electrical  
Remote PS Bar  
Screen Replacement

Mr. Mullen stated that the above contract closeouts were discussed at the Operations and Engineering Committee meeting, and it was the consensus of the committee to recommend Board approval.

It was moved by Mr. Mullen, seconded by Mr. Pisani, and unanimously carried to approve the above contract closeouts and final payments.

4. PAYMENT OF BILLS:

PAYMENT OF  
BILLS

It was moved by Mr. Knapp, seconded by Mr. Pisani, and unanimously carried as follows: (a) that the bills of contractors, engineers and others for construction costs, engineering services and related costs under the Renewal & Replacement Fund in the amount of \$366,381.40, the Sewer Revenue Bond Series of 2016 in the amount of \$1,332,034.34 are hereby approved; and (b) the requisitions on the Renewal & Replacement Fund and the Sewer Revenue Bond Series of 2016 under the Trust Indenture with TD Bank, in payment of said bills, are hereby approved pending approval by the Treasurer, and the proper officers be and are hereby authorized and directed to execute same.

AUTHORIZATION TO ADVERTISE CONTRACTS: Mr. Kester stated that there were no Authorizations to Advertise Contracts at this time.

AUTHORIZATION  
TO ADVERTISE  
CONTRACTS

AWARD OF CONTRACTS: Mr. Kester stated that there were no contract awards at this time. AWARD OF CONTRACTS

OLD BUSINESS: Mr. Kester stated that there was no Old Business at this time. OLD BUSINESS

NEW BUSINESS: NEW BUSINESS

1. Authorization for Professional Services: (Capital Funds) Authorization for Professional Services

A. Gannett Fleming, Inc. – Proposal Dated January 17, 2020 – For Professional Engineering Services For The Sludge Cake Pump Station Design – Total Amount Not To Exceed \$168,700.00 (Capital Funds) Gannett Fleming. Sludge Cake Pump Station Design

B. Greeley And Hansen – Proposal Dated January 28, 2020 – For Professional Engineering Services Related To The Eastern Service Area Program Value Engineering Session (Task Order No. 7) – Total Amount Not To Exceed \$8,500.00 (Capital Funds) Greeley And Hansen ESA Program Value Engineering Session

C. Buchanan Public Relations, LLC. – Proposal Dated February 7, 2020 – For Professional Services For Public Relations And Communications Support – Total Amount Not To Exceed \$50,000.00 (Capital Funds) Buchanan Public Relations, LLC Public Relations and Communications Support

Mr. Zidek asked how the contractors are chosen for these projects. Mr. Hurst stated that Gannett Fleming has done previous studies for DELCORA and similar projects and they can do the work cost effectively. He stated that we did not get multiple proposals due to Gannett's knowledge of the facility, therefore, we proceeded with Gannett Fleming. Mr. Zidek asked why not get multiple proposals for this project. Mr. Hurst stated that there are times that we do get competitive proposals from multiple firms usually when projects are new and if the scope of work is large. Mr. Hurst stated that across the country there are states that require you to get multiple proposals, and there are states that prohibit you to get multiple proposals for lower price. Mr. Zidek stated he is advocating to get more bids; however, he is not advocating to go with the lowest cost. He stated that one could receive multiple bids but go with a contractor based off experiences. Mr. Zidek stated that the county is required to get proposals for anything above \$25,000.00 so he would prefer that. Mr. Hurst stated that the Engineering Department will discuss and review about getting more proposals for future projects.

Mr. Mullen stated that items "A" and "B" were discussed at the Operations and Engineering Committee meeting, and it was the consensus of the committee to recommend Board approval of the above proposals.

It was moved by Mr. Mullen, seconded by Mr. Lucas, and carried to approve the Professional Services proposals "A" and "B" listed above, with a 'nay' vote from Mr. Zidek.

Mr. Mullen stated that the above proposal "C" was added to the agenda and not previously discussed at the Operations and Engineering Committee meeting. It was the consensus of the Board to recommend approval.

Mr. Zidek asked Mr. Hurst to review this item. Mr. Hurst stated that this proposal is for the ESA project and redirecting the flow from Philly to the Western Regional Treatment Plant.

Mr. Hurst stated that this redirection will impact individuals by surveying the land and digging up the street for the pipe. Mr. Hurst stated that this proposal is to assist in answering questions individuals and the public may have for those out in the field doing this work. Mr. Hurst stated that we are three years away from starting construction, but that field activities to support design (survey and soil sampling) would start in several months. Mr. Zidek asked what the process is for adding something to the agenda, stating that this initially was not on the agenda and then was added. Mr. Hurst stated that in this instance the Engineering Department was talking with multiple firms and looking at rates from multiple firms and decided that DELCORA wanted to proceed with the above-mentioned firm. Since it was after the committee meeting, it was discussed with the Staff and Executive Director to add the item to the Board agenda.

It was moved by Mr. Mullen, seconded by Mr. Lucas, and carried to approve the Professional Services proposal "C" listed above, with a 'nay' vote from Mr. Zidek.

2. Authorization for Professional Services: (Operating Funds)  
Mr. Kester stated that there were no Authorization for Professional Services (Operating Funds) at this time

Authorization for  
Professional  
Services

3. Authorization To Purchase One 2020 Case 590SN Backhoe From Eagle Power Equipment Corp. Through PA DGS Contract #4400019935 For A Total Amount Not-To-Exceed \$116,230.64 (Capital Funds): Mr. DiSantis stated that this is a budgeted item in DELCORA' s Capital Plan. He also stated that the last backhoe

Authorization to  
Purchase

purchase was in 2008 and the other backhoe was purchased in 1998. Mr. DiSantis stated that the 1998 backhoe is being traded in as part of the purchase and the new backhoe will replace it.

Mr. Zidek asked if this was through COSTARS. Mr. DiSantis stated that it was through the Department of General Service which is similar to COSTARS.

It was moved by Mr. Mullen, seconded by Mr. Lucas, and unanimously carried to approve the purchase.

4. Authorization for Payment Of \$10,000.00 To The Firm Of Manko, Gold, Katcher & Fox, LLP For Membership In The Delaware Estuary TMDL Coalition (Operating Funds): Mr. DiSantis stated that for many years DELCORA has belonged to the Delaware Estuary TMDL Coalition which is a group of Dischargers along the Delaware River, who work together to address initiatives coming down the line which will affect DELCORA. For instance, they are working together to address the PCB issue. To belong to the Coalition, each member contributes \$10,000.00. This is not an annual fee. There is only a fee when there is an issue that needs to be addressed.

Manko- Gold  
Delaware Estuary

It was moved by Mr. Mullen, seconded by Mr. Lucas, and unanimously carried to approve the authorization for payment.

5. Consideration of Amendments To Certain Disclaimers By DELCORA And Representations And Warranties Of Buyer In The Asset Purchase Agreement With Aqua Pennsylvania Wastewater, Inc.: Mr. Wyatt requested approval for an amendment to the Asset Purchase Agreement with Aqua, dated September 17, 2019. Mr. Wyatt stated that this revision is minor and will allow the process with the PUC to potentially go more smoothly since it would reflect recent settlement requests by the Investigation and Enforcement Department. Mr. Wyatt reported that a certain disclaimer of Uniform Commercial Code provisions will be amended to remove certain implied warranties prior to closing. Mr. Wyatt stated that removing certain language presents no appreciable risk to DELCORA due to DELCORA's assets and because the implied warranties would apply post-closing. Mr. Wyatt reported that making this revision could possibly remove certain objections that have been previously made in the PUC process.

Amendment to Asset  
Purchase Agreement

Mr. Zidek asked why the clause was put in initially. Mr. Wyatt stated that it was put in to remove all risks possible with client in transaction. I&E objected to similar language in recent transactions before the PUC. Mr. Wyatt stated he told I&E that it was only applied



to the Uniform Commercial Code. Mr. Wyatt stated that it was placed to protect the client. Mr. Wyatt did mention that the tailoring of this amendment only applies to that exact issue with I&E and it does not rearrange anything between Aqua and DELCORA. Mr. Zidek stated that it does increase the risk to DELCORA. Mr. Wyatt stated yes it does raise a minimal risk to DELCORA. For instance, if DELCORA's chlorine was not fit for wastewater treatment prior to the time of closing, DELCORA would have to fix that issue and at the time of closing the disclaimers pick up again.

It was moved by Mr. Mullen, seconded by Mr. Pisani, and carried to approve the Amendment to the Asset Purchase Agreement, with a 'nay' vote from Mr. Zidek.

COMMENTS FROM THE PUBLIC: There were no public comments PUBLIC COMMENTS

EXECUTIVE SESSION. There was no Executive Session. EXECUTIVE SESSION

ADJOURNMENT: It was moved by Mr. Lucas, seconded by Mr. Knapp, and unanimously carried to adjourn the meeting at 4:09 P.M. ADJOURNMENT

ATTEST  
Secretary