

MINUTES

HUMAN RESOURCES & ADMINISTRATION COMMITTEE MEETING

AUGUST 9, 2021 (VIRTUAL)

Attendants: Messrs. Cherico, Kern, Knapp, Lenton, Monaghan, Mullen, Nagle, Pisani, and Willert, Mesdames Byrd, Bonnett, Cummings, Nichols, and Sage.

There were no members of the public present.

1. ROLL CALL: Eight members of the DELCORA Board of Directors were present constituting a quorum.

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

3. DIRECTOR OF HUMAN RESOURCES' REPORT: The report was provided for the Committee's information. In Mrs. Amadio absence, Ms. Byrd mentioned there wasn't too much to report. She stated that, we continue to monitor the guidance from the CDC and the PA Health Department and will make updates and changes to our policies as needed. We continue to practice social distancing and thorough cleaning each day. Ms. Byrd had no additions to the written report, but would answer any questions. Mr. Willert asked Mr. Lenton if he knew the percentage of employees in the plant who have been vaccinated. Mr. Lenton reported that we haven't asked people to let us know who has been vaccination but talking with employees, he estimate about 65%-70% have been vaccinated. Mrs. Nichols asked if DELCORA was still letting employees know where they can get vaccinated if they chose. Mr. Willert responded that we have sent employees e-mail messages, posted at time clocks, and circulated the information Mrs. Nichols sent to let employees know where they can get the vaccine. The committee had no other questions or comments to the written report.

4. ADMINISTRATION REPORT: Ms. Bonnett stated that the report lists the items that the Admin team worked on during the last four weeks. Under Public Work Contracts, there is one contract that was advertised on August 4th with bid documents going on sale on August 10th. Also, there are the same three contracts going through both the close out and change order process. There were six sewer planning module applications received and processed, and various pretreatment correspondence was finalized and mailed, as shown on the report. Examples for the item "various regulatory reports were completed and submitted", reports completed by Engineering and recently submitted to the PADEP include the Annual Resource Recovery Report for 2020 and the Preventative & Corrective Maintenance Report for the 2nd Quarter 2021. On a monthly basis, she and Meghan Cummings continue to rotate the preparation of the finance and O&E Committee meeting items and upload those items to BoardPq. Then, from the audio recording, they create the minutes of the meetings and then upload them to BoardPq. Ms. Bonnett prepares the Board agenda using the items from the Committee meetings that require Board approval, as well as, the other standard items listed on the agenda. The Staff reviews it and makes changes or additions when needed. This is also uploaded to BoardPq along with any attachments. The Board

minutes are created using the audio recording. Ms. Bonnett also stated that progress continues on the cleanout of files in the basement that don't need to be retained. The remainder of the report lists the other routine items the Admin team processed. Ms. Bonnett had no other additions to the report, but would answer any questions. The Committee had no questions or comments to the written report.

5. GRIEVANCE ACTIVITY: Mr. Willert reported there were no grievances at this time.

Prior to adjournment Mr. Kern mention a couple of issues as to the post-sale of DELCORA. Mr. Kern wanted to propose a couple of amendments to the By-laws. He also had a question about insurance coverage. Mr. Kern mentioned concerns regarding the By-laws. He wanted to propose a couple of provisions be included. He reported that two people that could help with the wording would be Jim Burns and Adam Matlawski. One concern is a Director and Office Liability identification provision. This is a provision in the By-laws that would say that the Authority would cover any liability claims against a Board member or officer in case they validated their public trust. This would provide for the defense of claims against a Board member. Mr. Matlawski helped put together an insert by using Robert's Rules with the solicitor as a parliamentarian and also allowing Board members to attend meeting virtually and be counted as present and voting. The second item Mr. Kern was concerned about was our insurance policy. The policy only mentions the Officers Liability, Mr. Kern wanted to know if this included Board members or just the officers that we elect. Mr. Kern also was concerned that in a post-sale situation our General Liability policy only covers a liability claims if made before policy expires. Any liability claim after policy expired would not be cover. Mr. Kern was wondering since the Authority would still be operating after the policy expired how any liability claims should be handled. Would any other insurance policy be needed? Mr. Willert suggested a meeting would be set-up with our insurance company to enquire what procedure should be followed.

6. EXECUTIVE SESSION: There was no Executive Session.

7. ADJOURNMENT: It was moved by Mr. Monaghan seconded by Mr. Nagle, and unanimously carried to adjourn the meeting at 3:42 p.m.