

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

MINUTES

JANUARY 17, 2023 (ON-SITE / VIRTUAL OPTION)

The Regular Meeting of the Delaware County Regional Water Quality Control Authority was held on Tuesday, January 17, 2023, at 3:30 P.M. The meeting was held in the Board Room of the Administration Building at 100 East Fifth Street, Chester, Pennsylvania and virtually via Zoom.com. REGULAR MEETING

Messrs. Kern, Knapp, Monaghan, Moss, Mullen, Nagle, and Mesdames Billings, Nichols, and Sage, Board Members, constituting a quorum were present. ROLL CALL

Messrs. Cherico, Diewald, DiSantis, Garner, Hurst, Lehman, Lenton, Rice, Willert, and Mesdames Amadio, Bonnett, Byrd, Caulk, and Cummings were also present. Mr. Michael Clarke and Ms. Samantha Newell of Rudolph Clarke were also present.

PUBLIC ATTENDANCE: The following was present: Mike Ewall. No other members of the public were present. PUBLIC

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

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

ORDER OF BUSINESS

COMMENTS FROM THE PUBLIC: Mr. Kern stated that there were no comments received from the public. PUBLIC COMMENT

2023 REORGANIZATION: 2023 REORGANIZATION

A. Election of Temporary Chairman. Mr. Kern requested a nomination for Temporary Chairman. Ms. Nichols nominated Mr. Nagle as Temporary Chairman for the purposes of reorganization. Motion was seconded by Ms. Sage and unanimously carried. Election of Temporary Chairman

B. Election of Temporary Secretary. Mr. Nagle requested a nomination for Temporary Secretary. Ms. Nichols nominated Ms. Billings as Temporary Secretary for the purposes of reorganization. Motion was seconded by Mr. Moss and unanimously carried. Election of Temporary Secretary

C. Election of Authority Officers for 2023. Election of Authority Officers for 2023

Mr. Nagle requested nominations for all Authority Officers for 2023.

Ms. Nichols nominated Jim Kern as Chairman, John Nagle as Vice-Chairman, Paul Mullen as Secretary, Anthony Moss as Treasurer, and Gina Sage as Assistant Secretary/Treasurer.

Chairman
Vice Chairman,
Secretary,
Treasurer,
Assistant
Secretary/Treasurer

It was moved by Ms. Billings, seconded by Mr. Monaghan and unanimously carried to retain the same Officers for 2023.

Mr. Nagle relinquished the meeting to Mr. Kern.

D. Chairman – Committee Appointments for 2023. Mr. Kern announced that Committee Appointments for 2023 would remain the same. He stated the following:

Committee
Appointments for
2023

- Mr. Mullen will be Chairman of the Operations & Engineering Committee.
- Mr. Knapp will be Chairman of the Finance Committee.
- Ms. Nichols will be Chairperson of the Human Resources & Administration Committee.
- Ms. Billings will be the Legal Liaison Chairperson, including Mr. Kern and Mr. Mullen as members.
- Mr. Nagle will be Chairman of the Strategic Planning and Goals Committee.
- Mr. Monaghan will be Chairman of the Pension Board, including Mr. Nagle and Mr. Moss as members.

APPROVAL OF MINUTES: It was moved by Mr. Nagle, seconded by Ms. Sage, and unanimously carried, that the minutes of the Regular Meeting of December 20, 2022, be approved as submitted.

APPROVAL OF
MINUTES

REPORTS:

REPORTS

1. COMMITTEES:

COMMITTEES

a. Human Resources and Administration. Ms. Nichols stated that the Committee met on January 9, 2023. There were no additions to the meeting minutes.

Human Resources
and Administration

b. Strategic Planning and Goals. Mr. Nagle reported that the Committee met on January 9, 2023. There were no additions to the meeting minutes.

Strategic Planning
& Goals

c. Operations and Engineering. Mr. Mullen stated that the Committee met on January 10, 2023. He noted items requiring Board action would be considered later in the agenda. There were no additions to the meeting minutes.

Operations and
Engineering

d. Finance. Mr. Knapp stated that the Committee met on January 11, 2023. There were no additions to the meeting minutes.

Finance

e. Pension. Mr. Monaghan stated that there was no formal meeting of the Pension Committee and had nothing to report at this time. Mr. Kern noted that there will be a Pension meeting in February.

Pension

f. Legal Liaison. Ms. Billings stated that Rudolph Clarke will continue as DELCORA's special legal counsel for ongoing litigation matters. The sale to Aqua is again before the PUC and hearings are being held on February 14th and 15th onsite in Harrisburg. DELCORA will be represented by legal counsel. There is no update on the suit with the City of Chester. That is on hold right now. Ms. Billings requested an Executive Session after the regular meeting to discuss several pending litigation matters.

Legal Liaison

2. CHAIRMAN: Mr. Kern thanked the Board for their continued trust by re-appointing him as Chairman. He stated that the Authority received a letter from the Philadelphia Water Department advising that they are changing the rate model for how they charge wholesale customers like DELCORA. Their new rate model will be effective September 1, 2023. He requested a meeting with PWD so we can assess the impact that this is going to have on our projected 5-year rate model. Hopefully, that meeting will be held in the next few weeks.

CHAIRMAN

3. EXECUTIVE DIRECTOR: Mr. Willert commended Mr. Kern for his time and efforts as Chairman, and 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. Rice stated that he had no items to report at this time.

SOLICITOR

OPERATING FUND PAYMENTS:

OPERATING
FUND PAYMENTS

1. MONTHLY FINANCIAL REPORT: Mr. Cherico stated that there were no additions to the written report.

CHIEF FINANCIAL
OFFICER

2. PAYMENT OF BILLS:

PAYMENT OF
BILLS

Approval of Operating Statement, Statement of Fund Balances and List of Bills for the month of December 2022.

It was moved by Mr. Knapp, seconded by Mr. Nagle, and unanimously carried that the statement and the list of bills in the amount of \$3,883,215.63 for the month of December 2022 contained in the Chief Financial Officer report be approved.

CONSTRUCTION FUND PAYMENTS:

CONSTRUCTION
FUND PAYMENTS

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

ENGINEERING
ADVISOR

2. CHANGE ORDERS: Mr. Kern stated that there were no Contract Change Orders at this time.

CHANGE ORDERS

3. CONTRACT CLOSEOUT AND FINAL PAYMENT APPROVAL: Mr. Kern stated that there were no Contract Close-Outs at this time.

CONTRACT
CLOSEOUT

4. PAYMENT OF BILLS:

PAYMENT OF
BILLS

It was moved by Mr. Knapp, seconded by Mr. Moss, 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 \$1,451,135.62, are hereby approved; and (b) the requisitions on the Renewal & Replacement Fund 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. Kern stated that there were no Authorizations to Advertise Contracts at this time.

AUTHORIZATION
TO ADVERTISE
CONTRACTS

AWARD OF CONTRACTS:

AWARD OF
CONTRACTS

• Contract No. SC-2101-C – Townsend Street CSO #5 Partial Separation Project. Mr. Kern stated that five bids were received and that the lowest qualified bidder was Allan Myers, L.P. with a total bid amount of \$3,515,555.00 and was in full compliance with DELCORA's requirements.

Contract No.
SC-2101-C
Townsend St.

It was moved by Mr. Mullen, seconded by Mr. Nagle, and unanimously carried to award Contract No. SC-2101-C to Allan Myers, L.P. in the amount of \$3,515,555.00.

• Contract No. SEW-2204-CO – Annual Paving Restoration Contract. Mr. Kern stated that two bids were received and the lowest qualified bidder was A. F. Damon, Inc. with a one-year bid amount of \$230,875.00 and a total two-year bid amount of \$465,600.00, and was in full compliance with DELCORA's requirements.

Contract No.
SEW-2204-CO
Annual Paving
Restoration

It was moved by Mr. Mullen, seconded by Mr. Nagle, and unanimously carried to award Contract No. SEW-2204-CO to A. F. Damon, Inc. for a two-year contract in the amount of \$465,600.00.

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

NEW BUSINESS: NEW BUSINESS

1. Authorization for Professional Services: (Capital Funds). Mr. Kern stated that there were no Authorizations for Professional Services using Capital Funds at this time. Authorization for Professional Services

2. Authorization for Professional Services: (Operating Funds) Authorization for Professional Services

A. AQUALAW PLC Of Richmond Virginia – Proposal Dated December 22, 2022 – For Professional Services To Provide Continued Assistance For The Long Term Control Plan Update, Consent Decree, And Permitting Matters – Total Additional Amount Not To Exceed \$50,000.00 (Operating Funds) (AQUALAW is not affiliated with Aqua PA). Mr. Kern stated that this item was discussed at the Operations and Engineering Committee meeting, and it was the consensus of the committee to recommend Board approval. AquaLaw PLC Continued Assistance With LTCPU, Consent Decree & Permitting Matters

It was moved by Mr. Mullen, seconded by Ms. Billings, and unanimously carried to approve this Professional Services proposal.

B. Chavond-Barry Engineering Corp. – Proposal Dated January 8, 2023 – For Professional Engineering Advice For The Year 2023 – Total Amount Not To Exceed \$30,000.00 (Operating Funds). Mr. Kern stated that this item was discussed at the Operations and Engineering Committee meeting, and it was the consensus of the committee to recommend Board approval. Chavond-Barry Engineering Advice For 2023

It was moved by Mr. Mullen, seconded by Ms. Billings, and unanimously carried to approve this Professional Services proposal.

C. Chavond-Barry Engineering Corp. – Proposal Dated January 8, 2023 – For 2023 Incinerator Operator Training – Total Amount Not To Exceed \$10,000.00 (Operating Funds). Mr. Kern stated that this item was discussed at the Operations and Engineering Committee meeting, and it was the consensus of the committee to recommend Board approval. Chavond-Barry 2023 Incinerator Operating Training

It was moved by Mr. Mullen, seconded by Ms. Sage, and unanimously carried to approve this Professional Services proposal.

D. Bradford Engineering Associates, Inc. – Proposal Dated January 12, 2023 – For Professional Engineering Services For The Preparation Of The 2022 Chapter 94 Report For Edgmont Township – Total Amount Not To Exceed \$7,350.00 (Operating Funds). Mr. Kern stated that this proposal was added to the agenda and not Bradford Eng. Prepare Ch 94 Report for Edgmont Twp.

previously discussed at the Operations and Engineering Committee meeting. It was the consensus of the Board to approve this proposal.

It was moved by Ms. Billings, seconded by Mr. Moss, and unanimously carried to approve this Professional Services proposal.

3. Authorization To Purchase:

- Levan Machine And Truck Equipment – Proposal Dated December 15, 2022 – To Provide And Install (2) Utility Bodies And (1) Power Liftgate To Three Of Our Recently Purchased F-250 Pickup Trucks Via PA CO-STARs Purchase Contract #025-E22-435 – Total Amount Not To Exceed \$24,485.00 (Capital Funds).

Authorization to Purchase

Levan Machine Utility Bodies & Liftgate

Mr. Kern stated that this item was 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. Moss, seconded by Mr. Nagle, and unanimously carried to approve the above purchase.

4. Motion To Authorize Special Litigation Counsel To Initiate Legal Action To Seek A Declaratory Judgement Regarding A Judicial Determination On The Board's Legal Position.

Special Litigation Counsel

Ms. Billings stated that the Declaratory Judgment is requesting the Common Pleas Court to make a determination on two matters: 1) whether the County's 2020 Ordinance dissolving the Authority is a final action that prohibits the Authority from carrying out the material transactions of the Asset Purchase Agreement with Aqua, in other words, completing the sale to Aqua, and 2) in the event that DELCORA does retain the ability to close the sale to Aqua, would DELCORA, under the Municipal Authorities Act, be permitted to exist solely as a Trust and whether DELCORA would maintain the protections of a municipal entity while serving as a Trust. She stated that this question has not been posed to the courts before and it's a determination that would be helpful going forward. Ms. Billings noted that these are the two issues in the Declaratory Judgment that would be prepared by our legal counsel, Michael Clarke, who is present today.

It was moved by Ms. Billings, seconded by Mr. Nagle, and unanimously carried to authorize the initiation of the Legal Action specified above.

EXECUTIVE SESSION: There was an Executive Session held after the regular meeting to discuss several legal matters.

EXECUTIVE SESSION

ADJOURNMENT: It was moved by Ms. Billings, seconded by Mr. Nagle, and unanimously carried to adjourn the regular meeting at 3:50 P.M.

ADJOURNMENT

ATTEST
Secretary