

# Weaverland Valley Authority

## Meeting Minutes

August 1, 2016

The Board of the Weaverland Valley Authority (“Authority”) met at the East Earl Township building 4610 Division Hwy, East Earl, Lancaster County, Pennsylvania on August 1, 2016. Chairman Ken Witmer called the meeting to order at 6:30 p.m. and informed all present that the meeting was being recorded by a resident. Ken also noted that any agenda items should be sent to Denise Bensing and she will prepare the agenda going forward.

The following Board members were present: Ken Witmer, Harold Kilhefner, Scott Marburger, Jerrene Zimmerman, Scot Ash & Randy Miller. Also present were Bradford J. Harris, Good & Harris LLP; Jeff Sweater, ELA; Denise Bensing, Administrative Assistant.

**MINUTES:** A motion was made by Harold Kilhefner and seconded by Scott Marburger, that the minutes of the July 7, 2016 meeting be approved as submitted. The motion carried unanimously.

**ADMINISTRATIVE REPORT:** Denise reported that she received the check from Chester County Solid Waste Authority. She explained that when the bylaws are approved, she will be able to set up the escrow account.

### **ENGINEER’S REPORT:**

**Rules & Regulations:** Jeff reported that the rules and regulations are almost finished. The board requested that the rules and regulations be distributed to them before the meeting so they can be reviewed prior.

**Regional Wastewater Treatment Plant & Conveyance System:** Jeff reported that he is working on setting up a meeting with Pennvest and USDA to discuss funding options. He also noted that Concord Financial has had some interest from some banks. He is also working on setting up a pre-application meeting with DEP to discuss the NPDES, water quality management, storm water, and stream encroachment permits. After preparing a preliminary layout of the collection and conveyance system, they will know what kind of flows to expect which is necessary for the NPDES permit.

**Chester County Solid Waste Authority (CCSWA):** Preliminary data has been received. They are currently performing UF pretreatment sampling to determine if using only the UF system treatment will allow them to discharge to the public sewer. CCSWA would like to eliminate the reverse osmosis treatment. If this can’t be done, it may not make sense for them to proceed.

### **SOLICITOR’S REPORT:**

**DOS certification** – All officer information has been received and the DOS Certification was filed July 22, 2016.

**EIN** – The EIN was received July 11, 2016 and is as follows: 81-3187085.

**Short-term Financing Update** – The RFP’s were sent out and the proposals are due back Aug. 19, 2016. Everything is on schedule for the Authority to select a lender on Sept. 8, 2016 and for the municipalities to approve guaranties at their Sept. 13, 2016 meetings. Brad reached out to Frank Mincarelli with Blakinger Thomas and Bill McCarty with Barley Snyder in regards to Note/Bond Counsel. Brad did not hear back from Frank. Bill McCarty provided an estimate of fees (\$10,000-counsel fees, \$2,000-advertising, and \$500 misc. costs).

### **NEW BUSINESS:**

**Appointment of Note/Bond Counsel** – Jerrene Zimmerman made a motion to appoint Barley Snyder as bond counsel for the short-term financing, seconded by Randy Miller. Motion carried unanimously.

**Appointment of Accountant/Auditor** – Scot Ash made a motion to appoint Weinhold Nickel as the accountant/auditor for the Authority, seconded by Scott Marburger. Motion carried unanimously.

**OLD BUSINESS:**

**Bylaws** – Brad noted that the main changes to the bylaws were in the indemnity section. Brad explained to the board why he felt it was important to include the indemnity section. Jerrene explained to the board why she felt section 5.2b was too broad and should be removed as well as removing 5.2c. After a long discussion, a motion was made by Scot Ash to include employee in the wording of Article 5 (Indemnification) and accept the other wording as written, seconded by Scott Marburger. A vote was taken by a show of hands and the vote was 5 to 1 in favor of including Section 5. A motion was then made by Randy Miller to accept the complete bylaws with the addition of employee in Section 5, seconded by Harold Kilhefner. A vote was taken by a show of hands and the vote was 5 to 1 in favor of accepting the bylaws. Jerrene noted that she was only opposed to Article 5 of the bylaws.

Harold Kilhefner moved to adjourn the meeting at 7:58 p.m., seconded by Randy Miller. The next meeting will be held on September 8, 2016, beginning at 6:30 p.m.

Respectfully submitted,

Denise A. Bensing

Cc: Scot Ash  
Robert Jackson  
Harold Kilhefner  
Scott Marburger  
Randy Miller  
L. Eugene Pierce  
Kenneth Witmer  
Jerrene Zimmerman  
Bradford J. Harris, Attorney  
East Earl Township  
Terre Hill Borough  
Robert Rissler  
Jeff Sweater, Consulting Engineer  
Gary Martin, Becker Engineering  
Frank Mincarelli, Blakinger Thomas