

**South Middleton Township Municipal Authority—January 9, 2023**  
**Regular Meeting**

**Board Members Present:** Bryan Gembusia, Chairman, William Brown, Vice-Chairman, Steve Aichele, Treasurer, Duff Manweiler, Secretary, Maurita Abeln, Asst. Sec./Treas.,

**Staff Present:** Josephine Hall, Manager, Robert Kissinger, Consultant

**Professional Services Present:** Howard Butler, Engineer (GHD Engineering) Idan Ghazanfari, Solicitor, (Salzmann Hughes)

**Visitors:** Cory Adams, SMT Manager, Brian O'Neill, SMT Engineer

Mr. Brown called the meeting to order at 6:00 p.m. He turned the meeting over to Mr. Ghazanfari to lead the reorganization for 2023.

**Reorganization**

Mr. Ghazanfari opened the floor for nominations for the position of Chairman.

**Mr. Manweiler nominated Bryan Gembusia for Chairman for 2023. Mr. Ghazanfari asked if there were any other nominations for Chairman. With no other nominations and no request for discussion, Mr. Ghazanfar asked for a vote on the nomination of Bryan Gembusia for Chairman. The vote was 5-0 in favor of Mr. Gembusia for Chairman.**

Mr. Ghazanfari opened the floor for nominations for the position of Vice Chairman.

**Mr. Gembusia nominated William Brown for Vice Chairman for 2023. Mr. Ghazanfari asked if there were any other nominations for Vice Chairman. With no other nominations and no request for discussion, Mr. Ghazanfar asked for a vote on the nomination of William Brown for Vice Chairman. The vote was 5-0 in favor of Mr. Brown for Vice Chairman.**

Mr. Ghazanfari opened the floor for nominations for the position of Secretary.

**Ms. Abeln nominate Duff Manweiler for Secretary for 2023. Mr. Ghazanfari asked if there were any other nominations for Secretary. With no other nominations and no request for discussion, Mr. Ghazanfar asked for a vote on the nomination of Duff Manweiler for Secretary. The vote was 5-0 in favor of Mr. Manweiler for Secretary.**

Mr. Ghazanfari opened the floor for nominations for the position of Treasurer.

**Mr. Brown nominate Steve Aichele for Treasurer for 2023. Mr. Ghazanfari asked if there were any other nominations for Treasurer. With no other nominations and no request for discussion, Mr. Ghazanfar asked for a vote on the nomination of Steve Aichele for Treasurer. The vote was 5-0 in favor of Mr. Aichele for Treasurer.**

Mr. Ghazanfari opened the floor for nominations for the position of Assistant Secretary/Treasurer.

**Mr. Brown nominate Maurita Abeln for Assistant Secretary/Treasurer for 2023. Mr. Ghazanfari asked if there were any other nominations for Assistant Secretary/Treasurer. With no other nominations and no request for discussion, Mr. Ghazanfar asked for a vote on the nomination of Marita Abeln for Assistant Secretary/Treasurer. The vote was 5-0 in favor of Ms. Abeln for Assistant Secretary/Treasurer.**

**Mr. Ghazanfari turned the floor over to Chairman Gembusia to finish the balance of the reorganization.**

Mr. Gembusia requested a nomination for Authority Engineer for 2023. **Mr. Brown made a motion to reappoint GHD, Inc. for Engineer for 2023. Mr. Aichele seconded the motion. The motion carried 5-0.**

Mr. Gembusia requested a nomination for Authority Solicitor for 2023. **Mr. Brown made a motion to reappoint Salzmann Hughes for Solicitor for 2023. Mr. Manweiler seconded the motion. The motion carried 5-0.**

Mr. Gembusia requested a nomination for Authority Auditor for 2023. **Mr. Abeln made the motion to appoint Smith, Elliot & Kerns CPA for Auditor for 2023. Mr. Aichele seconded the motion. The motion carried 5-0.**

Mr. Gembusia requested a nomination for Authority Bond Counsel for 2023. Mr. Brown made the motion to reappoint Eckert Seamans for Bond Counsel for 2023. Mr. Aichele seconded the motion. The motion carried 5-0.

The minutes from the December 12, 2022 meeting were presented for approval. Mr. Aichele made a motion to approve the December 12, 2022 minutes as presented. Ms. Abeln seconded the motion. The motion carried 5-0.

The monthly operations invoices were presented for payment and all board members present initialed the payment register. Mr. Aichele made a motion to pay the monthly operations invoices as presented. Mr. Manweiler seconded the motion. The motion carried 5-0.

The following requisitions were presented for payment from the M & T Trust Company 2013 Sewer Bond Redemption and Improvement Fund:

<u>Req. No.</u>	<u>Payee</u>	<u>Amount*</u>
615	GHD, Inc.	\$ 467.25
616	Alfa Laval	\$ 31,246.76

The following requisitions were presented for payment from the M & T Trust Company 2013 Water Bond Redemption and Improvement Fund:

<u>Req. No.</u>	<u>Payee</u>	<u>Amount*</u>
516	GHD, Inc.	\$ 8,709.00
517	Honor Engineering, Inc.	\$ 6,500.00

The following requisition was presented for payment from the M & T Trust Co. 2013 Water Clearing Fund—for transfer of funds for daily operation expenses.

<u>Req. No.</u>	<u>Payee</u>	<u>Amount*</u>
37	SMTMA Water Operations	\$ 300,000.00

\* A description of all payments is shown on the Summary of Requisitions report distributed in the meeting packet and will be filed with the minutes as a permanent record.

Ms. Abeln made a motion to authorize payment of the following requisitions: from the M & T Trust Company 2013 Sewer Bond Redemption and Improvement Fund: Req. No. 615 & 616, and from the M & T Trust Company 2013 Water Bond Redemption and Improvement Fund: Req. No. 516 & 517. And from the M & T Trust Company 2013 Water Clearing Fund, Req. No. 37. Mr. Aichele seconded the motion. The motion carried 5-0.

Public Input—None.

SMT Update/ Issues—No report this month.

MANAGER'S REPORT— Ms. Hall's monthly operations status report was included in the meeting packet for the Board's review. (A copy of the Manager's report is filed as a permanent record with these minutes.)

Hiring Authorization—Ms. Hall asked for Board approval to adjust the pay cap for hiring of new staff. Previously caps were set for wages for the Office Manager position at \$30.00 per hour and for the Operation/Mechanic position at \$28.00 per hour. Ms. Hall asked for approval to adjust the hourly cap for the Office Manager position to \$33.00 per hour and the cap for the Operations/Mechanics position to \$30.00 per hour. Mr. Manweiler made a motion to approve the adjustment of hourly rate caps for the Office Manager position from \$30.00 per hour to \$33.00 per hour and the hourly rate cap for the Operations/Mechanics positions from \$28.00 per hour to \$30.00 per hour. Mr. Aichele seconded the motion. The motion carried 5-0.

**Discussion and Potential Execution of Management Agreement**—Ms. Hall indicated that Mr. Wakefield directed that the discussion and potential action for the Management Agreement be covered in the Manager's report section of this meeting. Ms. Hall asked for the Board's approval to execute the SMT/SMTMA Management Agreement. Mr. Aichele asked if there was anything in the Management Agreement that would allow South Middleton Township to acquire or accept sewer or water facilities outside of the Township without approval of the South Middleton Township Municipal Authority Board. After some discussion, an assurance was made that there is nothing in the Management Agreement that would allow SMT to acquire or accept facilities of any system or systems outside of SMTMA's service area without approval from the SMTMA Board. **Mr. Manweiler made a motion to execute the SMT/SMTMA Management Agreement. Mr. Aichele seconded the motion. The motion carried 5-0.**

**Discussion and Potential Execution of WellSpan Agreement**—Not action was taken on this item.

**CONSULTING ENGINEER'S REPORT (GHD)**—Mr. Butler presented the monthly project and task order report, as distributed in the meeting packet, detailing the progress of the open Task Orders prepared by GHD. (The report is filed with these minutes as a permanent record).

**Task Order Update**—Mr. Butler informed the Board that related to the I & I Rehab Project, all documents have been reviewed and at this time supplies to complete the job are available. The contractor contacted him to inquire as to when they might receive the authorization to proceed. Ms. Hall asked if GHD will have inspection staff available for the project. Mr. Butler said that they will have staff available as this project should be able to be completed in a matter of a few days. Ms. Hall asked that the project move forward as soon as possible. She asked Mr. Butler to schedule a pre-construction meet so that the contractor can begin.

**SOLICITOR'S REPORT**—Mr. Ghazanfari presented two items for discussion.

**Discussion and Potential Execution of the Allenberry Resort Community Agreement**—Mr. Ghazanfari presented the final draft of the agreement with correction of all items addressed with Mr. Wakefield. Mr. Wakefield sent his recommendation to execute the agreement with 3 contingencies: 1-Final review and approval by Solicitor and SMTMA staff, 2-Submission of the cost estimate documents required in the agreement and 3-Approval by other parties to the agreement. **Mr. Manweiler made a motion to authorize execution of the Allenberry Resort Community Agreement contingent upon final review by solicitor and staff, submission of the required cost estimates and approval by other parties to the agreement. Ms. Abeln seconded the motion. Motion carried 5-0.**

**Discussion and Potential Action on the USA Spares Agreement**—Mr. Ghazanfari presented information received from USA Spares counsel requesting a revision to the agreement prepared by Mr. Wakefield to add a clause for a 20-year grace period related to connection of public sewer at the time that the public system is extended or by development becomes adjacent to the USA Spares property. A discussion was held regarding what the criteria activates requested the grace period. Ms. Hall stated that the grace period would begin with the execution of the agreement. After discussion the matter, **Mr. Brown made a motion to grant USA Spares a ten-year (10) grace period beginning on the date the agreement is recorded. Mr. Aichele seconded the motion. Motion carried 5-0.**

#### **SPECIAL COMMITTEE REPORTS**

**HR Committee**—Nothing to report.

**Capital Projects Committee**—Nothing to report.

**Tapping Fee Adjustment Committee**—Nothing to report.

**Transition Committee**—Nothing to report.

**Special Counsel Committee**—Nothing to report.

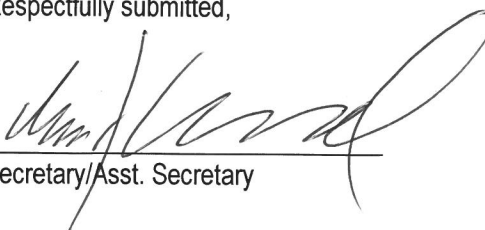
**NEW BUSINESS**—None.

At 7:01 p.m. Mr. Gembusia adjourned the regular meeting to enter executive session to discuss matters of potential litigation.

At 7:46 p.m. the regular meeting was reconvened. No action was taken related to the executive session.

At 7:46 p.m. Mr. Aichele made a motion to adjourn. Ms. Abeln seconded the motion. The motion carried 5-0.

Respectfully submitted,



Secretary/Asst. Secretary