

Board of Directors | Meeting Minutes

DATE: November 18, 2022

TIME: 7:30 a.m.

Attendance

BOARD OF DIRECTORS: Blowers, Brubaker, Deerin, Dzurik, Gordon, Houck, Rettew, Ulrich, and Weibel.

STAFF: Adams, Barnett, M. Brown, Devaney, Fetterolf, Gross, Henderson (Legal Counsel), Marsh, Morris, Patzer, Plasterer, Sultzbaugh, Youngs, and Zorbaugh.

ALSO PRESENT: Dave Sharp from Covanta, and Dr. Leslie Osborne.

NOTE: This meeting of the Board of Directors was held in person and virtually. All individuals attending the meeting could hear, and be heard by, all other attendees.

Opening

Chairperson Brubaker requested a moment of silence followed by the pledge to the flag.

Approval of Minutes | 2023 Board Meeting Schedule

Action Items

1. BOARD ACTION NO. 1: APPROVAL OF MINUTES OF OCTOBER 21, 2022

Chairperson Brubaker asked for any additions or corrections to the meeting minutes. Being none, a motion was requested to approve the Minutes of October 21, 2022, as distributed.

Motion: E. Gordon

Seconded: S. Dzurik

Adopted: Unanimously

2. BOARD ACTION NO. 2: APPROVAL OF 2023 BOARD MEETING SCHEDULE

Chairperson Brubaker asked for a motion to approve the 2023 Board Meeting Schedule, as distributed. Public notice will be published.

Motion: K. Weibel

Seconded: J. Blowers

Adopted: Unanimously

Nominating Committee Appointments

3. CHAIR APPOINTS NOMINATING COMMITTEE

Chairperson Brubaker asked for Board volunteers to serve on the Nominating Committee for the purpose of recommending Officers to the Board of Directors for 2023, including Chair, Vice Chair, Secretary, and Treasurer. Chairperson Brubaker recognized Mr. Ulrich, Mr. Houck, and Mr. Deerin and requested a motion to confirm their appointment to the Nominating Committee.

Motion: K. Weibel

Seconded: J. Blowers

Adopted: Unanimously

Public Comment

None

Chief Executive Officer

Mr. Zorbaugh began with mention of another solid year of accomplishments toward goals that were set for 2022.

Next, Mr. Zorbaugh provided details of topics discussed at the Annual Manor Township Meeting held at Rieber House, including projects for 2023 and concerns expressed around future landfill capacity planning.

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In addition, Mr. Zorbaugh provided a recap on meetings in London with insurance companies. LCSWMA was well-received with insurers and positive feedback was provided regarding LCSWMA's efforts with fire suppression and updated appraisals. Mr. Zorbaugh also explained that increases in the cost of insurance are expected and reiterated that LCSWMA's position is favorable within the market.

Finally, Mr. Zorbaugh introduced two action items for Board consideration and fielded questions from the Board regarding the 2023 Budget, including rate increases, and approval of Resolution No. 2022-16 authorizing and approving a Grant Agreement between the Susquehanna National Heritage Area (SNHA) and LCSWMA. Copies of the action items are attached.

4. BOARD ACTION NO. 3: MOTION TO APPROVE 2023 OPERATING AND CAPITAL BUDGET/2023 LCSWMA RULES & REGULATIONS

Chairperson Brubaker asked for a motion to approve the 2023 Operating and Capital Budget, and the 2023 Rules & Regulations.

Motion: G. Rettew

Seconded: L. Houck

Adopted: Unanimously

5. BOARD ACTION NO. 4: MOTION TO APPROVE RESOLUTION NO. 2022-16: AUTHORIZING AND APPROVING A GRANT AGREEMENT BETWEEN SNHA AND LCSWMA

Chairperson Brubaker asked for a motion to approve Resolution No. 2022-16: Authorizing and Approving a Grant Agreement between SNHA and LCSWMA.

Motion: E. Gordon

Seconded: J. Blowers

Adopted: Unanimously

Chief Financial Officer

Mr. Youngs opened with a review of the Authority's financials and provided insights on an Executive Summary of LCSWMA's efforts around Cyber Security, including details on disaster recovery and a planned live shutdown test. Further, Mr. Youngs reiterated that no Board action would be required in the case of a cyber-attack and answered questions from the Board.

Finally, Mr. Youngs introduced three action items for Board consideration and approval, including October Disbursements, a motion to approve an engagement with a new auditor, RKL Advisors LLP, and Resolution No. 2022-17: authorizing and approving LCSWMA to join the Pennsylvania Local Government Investment Trust ("PLGIT") program. Copies of the action items are attached.

6. BOARD ACTION NO. 5: MOTION TO APPROVE OCTOBER DISBURSEMENTS

Chairperson Brubaker asked for a motion to approve October disbursements as set forth in the Board packet in the amount of \$7,776,467.51. A copy of the October disbursements is attached.

Motion: G. Rettew

Seconded: J. Deerin

Adopted: Unanimously

7. BOARD ACTION NO. 6: MOTION TO APPROVE AUDIT ENGAGEMENT

Chairperson Brubaker asked for a motion to approve Audit Engagement.

Motion: K. Weibel

Seconded: L. Houck

Adopted: Unanimously

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8. BOARD ACTION NO. 7: MOTION TO APPROVE RESOLUTION NO. 2022-17: AUTHORIZING AND APPROVING PARTICIPATION IN THE PENNSYLVANIA LOCAL GOVERNMENT INVESTMENT TRUST

Chairperson Brubaker asked for a motion to approve Resolution No. 2022-17.

Motion: K. Weibel

Seconded: L. Houck

Adopted: Unanimously

Chief Operating Officer

Mr. Adams introduced four action items for Board consideration and approval, the first three of which related to LCSWMA's service agreement with Covanta. Copies of the action items are attached.

Mr. Adams continued with explanations of each of the first three action items: Resolution No. 2022-18, Resolution No. 2022-19, and Resolution No. 2022-20.

9. BOARD ACTION NO. 8: MOTION TO APPROVE RESOLUTION NO. 2022-18: AUTHORIZING AND APPROVING EXECUTION OF AMENDMENT NO. 1 TO THE LANCASTER APPENDIX TO THE MANAGEMENT AND PROFESSIONAL SERVICES AGREEMENT BETWEEN LCSWMA AND COVANTA

Chairperson Brubaker asked for a motion to approve Resolution No. 2022-18.

Motion: J. Deerin

Seconded: S. Dzurik

Adopted: Unanimously

10. BOARD ACTION NO. 9: MOTION TO APPROVE RESOLUTION NO. 2022-19: AUTHORIZING AND APPROVING EXECUTION OF ADDENDUM NO. 1-MPSA TO THE MANAGEMENT AND PROFESSIONAL SERVICES AGREEMENT BETWEEN LCSWMA AND COVANTA

Chairperson Brubaker asked for a motion to approve Resolution No. 2022-19.

Motion: J. Blowers

Seconded: E. Gordon

Adopted: Unanimously

11. BOARD ACTION NO. 10: MOTION TO APPROVE RESOLUTION NO. 2022-20: AUTHORIZING AND APPROVING EXECUTION OF A MODIFICATION TO THE MANAGEMENT AND PROFESSIONAL SERVICES AGREEMENT BETWEEN LCSWMA AND COVANTA

Chairperson Brubaker asked for a motion to approve Resolution No. 2022-20.

Motion: S. Ulrich

Seconded: K. Weibel

Adopted: Unanimously

Finally, Mr. Adams provided a detailed explanation of the fourth action item, Board Action No. 11.

12. BOARD ACTION NO. 11: MOTION TO APPROVE AWARD OF CONTRACT FOR TSC ADMINISTRATIVE BUILDING RENOVATION PROJECT

Chairperson Brubaker asked for a motion to approve Award of Contract for TSC Administrative Building Renovation Project.

Motion: S. Ulrich

Seconded: K. Weibel

Adopted: Unanimously

Chief Business & Compliance Officer

Ms. Marsh was pleased to open by deferring to Ms. Brown to make introductions to the Board of Ms. Kelly Morris, Recycling Manager. The Board welcomed Ms. Morris to the LCSWMA team.

Next, Ms. Marsh presented the assessment outcome of LCSWMA's ISO Certificate Renewal Audit, including the auditor's noted strengths and a few minor nonconformances, as well as opportunities for

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improvement. Ms. Marsh recognized Mr. Brown and the operational team for their significant contribution to the audit.

Finally, Ms. Marsh introduced one item for Board action, Resolution No. 2022-21, regarding a residential lease agreement. A copy of the action item is attached.

13. BOARD ACTION NO. 12: MOTION TO APPROVE RESOLUTION NO. 2022-21: AUTHORIZING AND APPROVING EXECUTION OF A RESIDENTIAL LEASE AGREEMENT AT 821 FARMINGDALE ROAD, LANCASTER, PENNSYLVANIA

Chairperson Brubaker asked for a Motion to Approve Resolution No. 2022-21: Authorizing and Approving Execution of a Residential Lease Agreement at 821 Farmingdale Road, Lancaster, Pennsylvania.

Motion: J. Deerin

Seconded: E. Gordon

Adopted: Unanimously

Other Business

The next meeting of the Board will be held on December 16, 2022.

Adjournment

The Board Meeting adjourned at 9:17 a.m.

APPROVED THE 16th DAY OF DECEMBER 2022.



J. Scott Ulrich, Secretary