

# **Cumberland-Franklin Joint Municipal Authority**

(February 12, 2015)

- Chairman Tom Ginnick called the regular meeting of the Cumberland-Franklin Joint Municipal Authority to order in the office of C.F.J.M.A. at 6:00 p.m. He asked for a moment of silence and the pledge to the flag followed.
- Those present were:

Dwain Koser	Attorney Jim Robinson	Jerome Kater
Steven Wolfe	George Foreman, engineer	George Bauserman
Lisa Suders	Thomas Ginnick	Steve Oldt
Angelique Brown	Attorney Bryan Salzmann	Crystal Miller
- The minutes from the January 8, 2015 meeting were motioned for approval by Mr. Bauserman, and seconded by Mr. Kater. Motion carried.
- There were no public comments.
- Under correspondence, the Borough of Shippensburg received an approval letter from DEP for the upgrade of the sewer plant for their ACT 537.
- Motion for approval of the February 12, 2015 Treasurer's Report was given by Mr. Oldt and seconded by Mr. Wolfe. Motion carried.
- Chairman Ginnick recognized Crystal Miller, congratulating her for 10 years of outstanding service to the Authority and presented her with a commemorative plaque. Mr. Kater commented about how friendly she is when he calls into the office.
- Under the Solicitor's Report, Attorney Robinson presented the following:
  1. The United Business Park Project (Route 696) is substantially complete. We are in receipt of the deed of easement, dedication and maintenance bond. Mr. Oldt made a motion to accept the dedication of the system at that location. Mr. Kater seconded the motion and it carried.
  2. He presented the "**Amendment to Proposed Project Assignment #1**" – "A total deferred fee in the amount of \$35,000.00 per the original agreement. The Client shall receive a credit toward the deferred fee equal to the total amount of the monthly retainers paid to date, by the Client, which equals Ten Thousand Dollars (\$10,000.00) and an additional discount of \$5,000.00 as the work was completed by the end of 2014. This remaining deferred fee (\$20,000.00) may be paid, at Client's option, at Closing in April 2015 for the work performed in 2014." **(See attached)** Mr. Kater motioned the acceptance of the amendment and Mr. Bauserman seconded the motion. Motion carried.
  3. We received a commitment letter from F&M Bank approving our "request for a non-revolving line of credit to term loan in an amount not to exceed \$3,500,000.00 for the

purpose of financing additional costs associated with the expansion and upgrading of the sewer system (the “Loan”).” **(See attached)** Mr. Oldt made a motion to accept the commitment letter and Mr. Bauserman provided a second to the motion. Motion carried.

4. **Resolution 2015-01** was presented to the board, “Accepting a bank loan proposal; authorizing a loan agreement between this authority and F&M Trust, as lender; authorizing the issuance of a maximum principal amount of \$3,500,000.00 as contemplated by the loan agreement; appointing Salzman Hughes, P.C. as Note Counsel; and approving the execution of related documents and actions.” **(See attached)** Mr. Oldt made a motion to accept the resolution as written. Mr. Kater seconded the motion and it carried.
  5. He drafted a letter to Guilford Water Authority to connect with them on the subject of enacting the Water Services Act on CFJMA customers who have water that is provided by their jurisdiction.
- Under the Manager’s Report, Dwain presented the following:
    1. CFJMA negotiated an agreement with Shippensburg University on their transportation fee. It increased from \$1.25 to \$1.54. After 5 years, it will be with the National CPI index. The agreement was effective January 1, 2015. Mr. Oldt motioned acceptance of the agreement and Mr. Kater seconded the motion. Motion carried.
  - There was no Old Business.
  - Under New Business, Bryan Salzman briefly discussed the contents of the letter from DEP to the Borough, approving the upgrade of the sewer plant for their ACT 537.
  - Motion to go into executive session at 6:48 p.m. was given by Mr. Oldt “for the purposes of consulting with our solicitor and special counsel concerning possible litigation and/or anticipated complaints that may be filed relating to the spills at the Shippensburg Wastewater Treatment Plant in February and March 2014.” Mr. Kater seconded the motion and it carried.
  - Motion was made by Mr. Bauserman to come out of executive session at 7:21 p.m. Mr. Kater seconded the motion and it carried.
  - Motion to adjourn the meeting at 7:21 p.m. was given by Mr. Ginnick and seconded by Mr. Kater. Motion carried.

Respectfully submitted,

Steve Wolfe, Assistant Secretary