

PRESENT: John P. McBlain, Chairman; Colleen P. Morrone, Vice Chairman; Michael F. Culp, Council Member; Marianne Grace, Executive Director; Michael L. Maddren, Solicitor; and Anne M. Coogan, County Clerk.

The Special Meeting of Delaware County Council was held on Wednesday, December 18, 2019 at 10:00 A.M. in the County Council Meeting Room, Government Center Building located at 201 W. Front Street, Media, PA. Chairman McBlain called the meeting to order followed the Pledge of Allegiance. Executive Director Grace gave the invocation.

Chairman McBlain said this special meeting was duly advertised for the purpose of the Second Reading and Public Hearing on Proposed Ordinance 2019-4 which authorizes the Delaware County Regional Water Quality Control Authority to amend its Articles of Incorporation to permit the creation of a trust or non-profit entity for the purpose of stabilizing rates upon the dissolution of the Authority or sale of all or substantially all of its assets.

This appeared on our December 11 Agenda but have discovered since that time it was not advertised due to an internal error. Therefore, this special meeting was scheduled to present the Second Reading and proposed adoption of Ordinance 2019-4.

Solicitor Maddren gave the Second Reading (or Third Reading) of Ordinance 2019-4. He said Ordinance 2019-4 would authorize the Delaware County Regional Water Quality Control Authority to amend its Articles of Incorporation to permit the creation of a trust or non-profit entity for the purpose of stabilizing rates upon the dissolution of the Authority or sale of all or substantially all of its assets.

Solicitor Maddren said DELCORA has entered into an agreement with Aqua of PA to sell its assets. This is not an ordinance that would approve that agreement. The ordinance lies outside of the agreement and is not contingent upon Council's adoption of this ordinance. What this ordinance would do is permit DELCORA to create, what is now targeted as a trust, to put proceeds of that sale into and to stabilize rates for rate payers throughout the county.

A roll-call vote was taken on the motion by County Clerk Coogan. The following votes were registered on the approval of Ordinance 2019-4: McBlain - Yay, Morrone - Yay, Culp - Yay. The motion passed with a unanimous vote of 3-0.

PUBLIC COMMENT: None

COUNCIL: None

There being no further County business, nor public discussion, motion made by Mrs. Morrone to adjourn the meeting, seconded by Mr. Culp and carried unanimously.

ANNE M. COOGAN, County Clerk

RECORDED BY: Nancy Scallan

ORDINANCE 2019-4

**AN ORDINANCE OF DELAWARE COUNTY, PENNSYLVANIA
AUTHORIZING THE DELAWARE COUNTY REGIONAL WATER
QUALITY CONTROL AUTHORITY TO AMEND ITS ARTICLES OF
INCORPORATION TO PERMIT THE CREATION OF A TRUST OR
NON-PROFIT ENTITY FOR THE PURPOSE OF STABILIZING
RATES UPON THE DISSOLUTION OF THE AUTHORITY OR SALE
OF ALL OR SUBSTANTIALLY ALL OF ITS ASSETS.**

WHEREAS, the Delaware County Regional Water Quality Control Authority ("Authority") is a municipal authority, originally incorporated under the Municipal Authorities Act of 1945, as amended and supplemented, pursuant to appropriate action by this Council duly taken on October 20, 1971; and

WHEREAS, the Authority is governed by the Municipal Authorities Act, 53 Pa. C.S. § 5601 *et seq.* (the "Act"); and

WHEREAS, the Authority, by vote at a public meeting pursuant to its by-laws, authorized an amendment to its articles of incorporation to permit certain actions of the Authority in anticipation of the dissolution of the Authority and/or the transfer and sale of all or substantially all of the Authority's assets, property and projects; and

WHEREAS, §5605 of the Pennsylvania Municipal Authorities Act (the "Act") provides the process through which the Authority may amend its articles of incorporation; and

WHEREAS, §5605(b) of the Act provides that every amendment to the articles of incorporation shall first be proposed by the board of the Authority by the adoption of a resolution setting forth the proposed amendment and directing that it be submitted to the governing body which composed the authority, and

WHEREAS, pursuant to the Act, Delaware County Council is the governing authority that composed the Authority; and

WHEREAS, §5605(b) of the Act further provides that after the amendments have been submitted to the governing body, such governing body shall adopt or reject such amendment by resolution or ordinance; and

WHEREAS, this Ordinance shall authorize the amending of the articles of incorporation amended as provided herein subject to completion of the requirements of §5605 of the Act.

NOW THEREFORE, the Delaware County Council here ordains that:

1. The minutes of the board of the Authority proposing the amendment to the articles of incorporation, and the resolution of the Authority authorizing such amendment, are hereby adopted by Delaware County (the "County").

2. The County authorizes and approves an amendment to the articles of incorporation of the Authority by the addition of Section (g) as follows:

(g) In anticipation of the dissolution the Authority and/or the transfer and sale of all or substantially all of the Authority's assets, property and projects in exchange for the receipt of a cash payment, the Authority and its Board, in addition to any other authority granted by applicable law, shall have the full authority, without limitation, to: (1) establish a trust or non-profit entity to exist for the benefit of rate payers to distribute to rate payers some or all of the proceeds received from any transfer and sale, in accordance with applicable law and any agreements concerning the transfer and sale of any assets and/or the Authority's dissolution; and (2) execute any necessary agreements to effectuate this purpose prior, during or after any transfer and sale and dissolution.

3. All ordinances, resolutions and parts of ordinances and resolutions, insofar as the same shall be inconsistent herewith, shall be and the same hereby expressly are repealed.

ENACTED AND ORDAINED this 11th day of December 2019.

John P. McBlain, Chairman

Colleen P Morrone, Vice Chair

Michael F. Culp, Council Member

Kevin M. Madden, Council Member

Brian P. Zidek, Council Member

ATTEST:

Anne M. Coogan
County Clerk