



# Board of Directors | Meeting Minutes

**DATE:** December 15, 2023

**TIME:** 7:30 a.m.

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## Attendance

**BOARD OF DIRECTORS:** Becker, Blowers, Brubaker, Deerin, Gordon, Rettew, Ulrich, and Weibel.

**STAFF:** Adams, Altman, Barnett, Cutarelli, Devaney, Fetterolf, Gross, Henderson (Legal Counsel), Kohr, Manning, Marsh, Morris, Roy, Sultzbaugh, Youngs, and Zorbaugh.

**BOARD OF DIRECTORS ABSENT:** Dzurik.

**ALSO PRESENT:** Dave Sharp from Covanta, Scott Snyder from Samaritan Consulting, Al DeGennaro and Jeff Furmanchin from J. P. Mascaro/Total Recycle, 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 Rettew requested a moment of silence followed by the pledge to the flag.

## Nominating Committee Report | Audit Committee Approval of Appointments

### Action Items

#### **1. BOARD ACTION NO. 1: 2024 ELECTION OF OFFICERS**

Mr. Ulrich presented the report of the Nominating Committee (Ms. Weibel, Mr. Ulrich, and Mr. Becker). On behalf of the Nominating Committee, Mr. Ulrich nominated Mr. Rettew as Chairperson, Mr. Blowers as Vice Chairman, Mr. Ulrich as Secretary and Mr. Becker as Treasurer. Chairperson Rettew asked for other nominations and there were none. Chairperson Rettew then asked for a motion to approve the nominations made by Mr. Ulrich.

**Motion:** K. Weibel

**Seconded:** M. Brubaker

**Adopted:** Unanimously

#### **2. BOARD ACTION NO. 2: AUDIT COMMITTEE APPROVAL OF APPOINTMENTS**

Chairperson Rettew asked for a motion to approve Mr. Ulrich, Mr. Becker and Mr. Brubaker to serve on the Audit Committee.

**Motion:** K. Weibel

**Seconded:** J. Deerin

**Adopted:** Unanimously

In addition, in consequence of Mr. Gordon's retirement from the Board, Chairperson Rettew appointed Mr. Becker to the Personnel Committee. Chairperson Rettew asked Mr. Becker to accept his appointment. Mr. Becker accepted. No motion was necessary for this appointment.

## Public Comment

Mr. DeGennaro introduced himself and Mr. Furmanchin and expressed their excitement to begin a mutually beneficial relationship with LCSWMA and to serve the Authority's single stream recyclable processing needs.

## Chief Executive Officer

Mr. Zorbaugh began with highlights of the board reports, including an update on the Manor Township Zoning Ordinance text amendment proposal following the Manor Township Planning Commission meeting on October 10 and the Lancaster County Planning Commission meeting on December 11. Mr. Zorbaugh, General Counsel Henderson, and Ms. Gross attended the meetings. There was public comment concerning the historic environmental record of the Creswell site and the amount of Dauphin County

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SRMC ash and C/D going into the FFLF. Both Planning Commissions took action on the amendment and found in favor of the text amendment. The next step will be a Manor Township Board of Supervisors hearing on the text amendment slated for January 2, 2024. Mr. Zorbaugh and General Counsel Henderson will attend that meeting and report back to the Board.

Next, Mr. Zorbaugh mentioned the 2023 recap agenda item and would save comments on the monthly reports for each Executive Team member to elaborate on.

In conclusion, Mr. Zorbaugh introduced several action items for Board consideration and approval, as well as a few key items on a Consent Agenda which he walked through individually prior to the Board taking action.

**3. BOARD ACTION NO. 3: RESOLUTION NO. 2023-21: MOTION TO APPROVE AMENDMENT OF CITIZENS ADVISORY COMMITTEE BYLAWS REGARDING DURATION OF MEMBER TERMS:**

Chairperson Rettew asked for a motion to approve the request to amend the Bylaws of the Citizens Advisory Committee to extend the duration of term for Citizens Advisory Committee members. A copy of the Board action is attached.

**Motion:** J. Deerin

**Seconded:** J. Blowers

**Adopted:** Unanimously

## Consent Agenda

**4. BOARD ACTION NO. 4: MOTION TO APPROVE/ADOPT:**

1. Minutes from November 17, 2023
2. November 2023 Disbursements
3. Purchase of Kraft Bags
4. Purchase of Recycle Bins
5. HHW – Rejection of Bids

Copies of the Board actions are attached.

**Motion:** E. Gordon

**Seconded:** S. Ulrich

**Adopted:** Unanimously

## Chief Financial Officer

Mr. Youngs opened by providing highlights of LCSWMA's financials for the month of November, as distributed in his report.

Finally, Mr. Youngs presented details on three action items for Board consideration. Copies of the Board actions are attached.

**5. BOARD ACTION NO. 5: RESOLUTION NO. 2023-22: MOTION TO APPROVE CAPTIVE INSURANCE RENEWAL.**

Chairperson Rettew asked for a motion to authorize and approve the board action.

**Motion:** K. Weibel

**Seconded:** J. Blowers

**Adopted:** Unanimously

**6. BOARD ACTION NO. 6: RESOLUTION NO. 2023-23: MOTION TO APPROVE ADDITIONAL CAPTIVE FUNDING.**

Chairperson Rettew asked for a motion to authorize and approve the board action.

**Motion:** E. Gordon

**Seconded:** J. Blowers

**Adopted:** Unanimously



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**7. BOARD ACTION NO. 7: RESOLUTION NO. 2023-24: MOTION TO APPROVE ANCILLARY CASUALTY INSURANCE POLICIES RENEWAL.**

Chairperson Rettew asked for a motion to authorize and approve the board action.

**Motion:** S. Ulrich

**Seconded:** E. Gordon

**Adopted:** Unanimously

Chairperson Rettew recognized the preventative measures taken by the organization. Ms. Weibel thanked Mr. Fetterolf and his team for their impressive job with regard to cyber security.

## Chief Operating Officer

Mr. Adams deferred to his executive report, as submitted.

As there were no questions from the Board, Mr. Adams presented details on three action items for Board consideration and approval. Copies of the board actions are attached.

**8. BOARD ACTION NO. 8: MOTION TO AUTHORIZE AND APPROVE PENN WASTE DISPOSAL AGREEMENT.**

Chairperson Rettew asked for a motion to authorize and approve the board action.

**Motion:** J. Deerin

**Seconded:** D. Becker

**Adopted:** Unanimously

**9. BOARD ACTION NO. 9: MOTION TO AUTHORIZE AND APPROVE THE AWARD OF CONTRACT FOR SINGLE STREAM RECYCLABLES PROCESSING.**

Chairperson Rettew asked for a motion to authorize and approve the board action.

**Motion:** K. Weibel

**Seconded:** J. Blowers

**Adopted:** Unanimously

**10. BOARD ACTION NO. 10: AWARD OF CONTRACT FOR THE TRANSFER COMPLEX ENTRANCE SIGN**

Following an informative discussion of the proposed sign specifications, there was a desire for further investigation into various signage options. It was noted that the bids remain open for 60 days. Chairperson Rettew asked for a motion that the Board take no action at this meeting.

**Motion:** D. Becker

**Seconded:** J. Deerin

**Adopted:** Unanimously

## Chief Business & Compliance Officer

Before initiating the 2023 Recap focus topic, Ms. Marsh briefly touched on one federal regulatory item from her Executive report; an update on potential revised Maximum Achievable Control Technology (MACT) regulations for large municipal waste combustors.

## Focus Topic: 2023 Recap

Ms. Marsh began the 2023 recap with a review on energy, including a summary of energy revenue by facility, wholesale market performance, and electric hedging at Lancaster WTE. Ms. Marsh continued with highlights on the excellent 2023 environmental performance across the LCSWMA facilities, including successful audits and inspections and the advancement of key initiatives and regulatory objectives.

Ms. Marsh concluded her recap with details on safety, including a summary of EHS performance monthly throughout 2023, highlighting various types of scenarios and incidents.

Mr. Zorbaugh continued the 2023 recap covering details on Communications, including 2023 community outreach initiatives, educational campaigns, publications, and funding directed at community projects.

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Also, Mr. Zorbaugh emphasized numerous opportunities for stakeholders to engage in the organization's community efforts, as well as outreach to public officials and customer appreciation. Additionally, Mr. Zorbaugh commended Ms. Gross, Communications Manager, on her successful efforts throughout 2023.

Next, Mr. Adams delivered a detailed recap on the waste business, including highlights from 2023 on a successful budget projection and rate change management. Mr. Adams also provided comparisons on year-over-year refuse and C/D changes from 2007 through 2023.

Finally, Mr. Adams gave a detailed recap on 2023 capital projects, including highlights on capital spend, ash reuse analysis, and all major projects completed or in process at each site.

Mr. Youngs began his presentation with a recap on 2023 IT and Human Resources highlights, including improved IT penetration testing and recovery plan, as well as the addition of a Sr. Financial Analysis role and solutions for document management and learning system enhancements. In addition, Mr. Youngs gave a recap on various projects related to Human Resources, as well as the bench strength hire of Ms. Tankalavage as Human Resources Generalist.

Mr. Youngs concluded the 2023 recap with highlights on financial performance, including operating revenue and expenses, EBITDA, and unrestricted reserves and capex spend by year since 2021, as well as percentage changes from 2021 and 2022 to 2023 forecasted financials.

At the conclusion of the 2023 recap, Mr. Zorbaugh recognized Mr. Gordon for his many years of service on the Board of Directors, insight and dedication to the betterment of the organization as he exits the Board into retirement. Mr. Gordon graciously thanked everyone.

Mr. Zorbaugh announced that Jacqueline Eby will join the Board of Directors beginning January 2, 2024.

## **Executive Session**

Mr. Henderson, General Counsel, stated that an Executive Session would be held to discuss a potential litigation matter, as well as several personnel matters, but no actions will be taken during the Executive Session. Mr. Henderson also stated that there will be a need for the Board to reconvene after the Executive Session for an action item.

Following the Executive Session the Board returned to regular session at 10:40 am.

## **CEO Appointment**

### **11. BOARD ACTION NO. 11: MOTION TO APPOINT CEO EFFECTIVE SEPTEMBER 30, 2024**

Chairperson Rettew asked for a motion to appoint Daniel G. Youngs as Chief Executive Officer of the Lancaster County Solid Waste Management Authority, effective September 30, 2024, in accordance with the December 1, 2023 CEO Succession Committee offer letter to Mr. Youngs.

**Motion:** J. Blowers


**Seconded:** J. Deerin

**Adopted:** Unanimously

## **Adjournment**

The Board Meeting adjourned at 10:44 a.m.

**APPROVED THE 19<sup>th</sup> DAY OF JANUARY 2024.**



J. Scott Ulrich, Secretary