

Orange Water and Sewer Authority
Virtual Work Session of the Board of Directors
September 9, 2021

The Board of Directors of the Orange Water and Sewer Authority (OWASA) held its duly noticed regular work session by virtual means in accordance with law, on Thursday, September 9, 2021, at 6:00 p.m. utilizing Microsoft Teams software.

Board Members present: Yinka Ayankoya (Vice Chair), John N. Morris (Secretary), Todd BenDor, Bruce Boehm, Raymond (Ray) DuBose, and Kevin Leibel. Board Member absent: Jody Eimers (Chair). As Chair Eimers was unable to attend tonight, the meeting was chaired by Vice Chair Ayankoya.

OWASA staff present: Mary Darr, Monica Dodson, Robert Epting, Esq. (Epting and Hackney), Vishnu Gangadharan, Christopher Giesting, Stephanie Glasgow, Robin Jacobs (Epting and Hackney), Deepthi Kalyanam, Wil Lawson, Andrea Orbich, Ruth Rouse, Todd Taylor, Mary Tiger, Stephen Winters, and Richard Wyatt.

Others present: Meg Holton (UNC Water Resources Manager) and Kelly Satterfield.

Motions

1. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority approved the Resolution Authorizing Orange Water and Sewer Authority's Executive Director to Apply for Loans from the State of North Carolina. (Motion by Ray DuBose, second by Bruce Boehm and the Motion was unanimously approved.)
2. Ray DuBose made a Motion to approve the Minutes of the August 26, 2021, Closed Session of the Board of Directors for the purpose of discussing a personnel matter; second by Bruce Boehm and the Motion was unanimously approved.

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Announcements

Vice Chair Yinka Ayankoya announced that due to COVID-19 public health concerns, the OWASA Board of Directors held this meeting virtually utilizing Microsoft Teams software. Ms. Ayankoya stated that Board Members, General Counsel, and staff participated in the meeting remotely.

Ms. Ayankoya asked if any Board Member knew of a conflict of interest or potential conflict of interest with respect to any item on the agenda tonight to disclose the same at this time. None were disclosed.

Ms. Ayankoya said on Thursday, September 23, 2021, members of the Orange County Board of County Commissioners and the Orange County Appointees to the OWASA Board (Jody Eimers and Ray DuBose) will meet at 9:00 a.m. to discuss items of mutual interest.

Item One: Annual Report on Disposal of Surplus Personal Property

The Board accepted this as an information item.

Item Two: Resolution Authorizing OWASA's Executive Director to Apply for Loans from the State of North Carolina

Ray DuBose made a Motion to approve the resolution; second by Bruce Boehm and the Motion was unanimously approved. Please see Motion 1.

Item Three: Minutes

Ray DuBose made a Motion to approve the Minutes of the August 26, 2021, Closed Session of the Board of Directors for the purpose of discussing a personnel matter; second by Bruce Boehm and the Motion was unanimously approved. Please see Motion 2.

Item Four: Diversity and Inclusion Program Progress Report and Equal Employment Opportunity/Affirmative Action Report for Fiscal Year 2021

Stephanie Glasgow, Director of Human Resources and Safety, provided an overview and answered questions on the Fiscal Year 2021 (FY 2021) Diversity and Inclusion (D&I) Program. She also provided an update on the FY 2021 Equal Opportunity/Affirmative Action Report.

The Board expressed appreciation to staff on this important and well-done report; it was suggested the use of a funnel graph and conversion table be added to show the various stages next steps in the recruitment and hiring process as well as possible points of improvements. It was also suggested benchmarking against other area utilities and to include a breakdown of job classifications.

Item Five: Strategic Plan Update

Mary Tiger (Strategic Initiatives Manager), Coleman Olinger (Utilities Engineer), and Addison McDonough (Business Systems Analyst) provided an update on the development of the strategic plan including a review and key themes identified in other strategic planning documents, survey design and participation results. All this work is being collected, analyzed, and will help inform the next steps in the development of the plan.

John Morris said he felt the goal to keep OWASA's services affordable is important.

Item Six: Update on Area Local Entities COVID Vaccination Requirements, Testing Protocols and Vaccination Rates

Todd Taylor (Executive Director) and Stephanie Glasgow (Director of Human Resources and Safety) provided an update and answered questions on COVID-19 vaccination and screening protocols in place with local government entities. As of September 7th, approximately 73% of OWASA staff have shown proof of vaccination, and unvaccinated employees provide weekly COVID-19 tests as part of the screening process.

Item Seven: Review Board Work Schedule

The Board discussed scheduling upcoming Strategic Plan work sessions and agreed two options for the November and December 2021 session will be provided and resent to the Board. Once confirmed the Board Strategic Plan work sessions will be virtual and recorded for those members who are unable to attend. The January and February 2022 work sessions will be finalized in December 2021.

Item Eight: Summary of Work Session Items

Todd Taylor said staff will incorporate the Board's feedback in the Fiscal Year 2022 Equal Opportunity Report.

Item Nine: Closed Session

Without objection, the Board of Directors convened in a Closed Session for the purpose of discussing a personnel matter as provided in N.C. General Statutes 143.318.11(6).

Following the Closed Session, the Board reconvened in open session, reported no action was taken in the closed session, and the meeting at 8:46 p.m.

Respectfully submitted by:



Andrea Orbich
Executive Assistant/Clerk to the Board

Attachments

**RESOLUTION AUTHORIZING ORANGE WATER AND SEWER AUTHORITY'S
EXECUTIVE DIRECTOR TO APPLY FOR LOANS FROM THE
STATE OF NORTH CAROLINA**

WHEREAS, the Federal Clean Water Act Amendments of 1987 and the North Carolina Water Infrastructure Act of 2005 (NCGS 159G) have authorized the making of loans and grants to aid eligible units of government in financing the cost of construction of drinking water treatment works, wastewater collection system, and wastewater treatment works projects; and

WHEREAS, the Orange Water and Sewer Authority has need for and intends to complete several water and sewer utility system improvements projects described as:

- (a) Water Treatment Plant Electrical Distribution Improvements,
- (b) Morgan Creek Interceptor Replacement,
- (c) Wastewater Treatment Plant Secondary Clarifier Conversion,
- (d) Chapel Hill North Pump Station Rehabilitation; and

WHEREAS, the Board of Directors of Orange Water and Sewer Authority intends to request state loan assistance for the projects;

NOW, THEREFORE, BE IT RESOLVED:

1. That Orange Water and Sewer Authority will arrange financing for all remaining costs of the project, if approved for a state loan award.
2. That Orange Water and Sewer Authority will adopt and place into effect on or before completion of the project a schedule of fees and charges and other available funds which will provide adequate funds for proper operation, maintenance, and administration of the system and the repayment of all principal and interest on the debt.
3. That the governing body of the Orange Water and Sewer Authority agrees to include in the loan agreement a provision authorizing the State Treasurer, upon failure of the Orange Water and Sewer Authority to make scheduled repayment of the loan, to withhold from the Orange Water and Sewer Authority any state funds that would otherwise be distributed to the local government unit in an amount sufficient to pay all sums then due and payable to the state as a repayment of the loan.
4. That Orange Water and Sewer Authority will provide for efficient operation and maintenance of the projects on completion of construction thereof.
5. That Todd Taylor, Executive Director of Orange Water and Sewer Authority, and successors so titled, is hereby authorized to execute and file an application on behalf of the Orange Water and Sewer Authority with the State of North Carolina for loans to aid in the construction of the projects described above.
6. That Todd Taylor, Executive Director of Orange Water and Sewer Authority, and successors so titled, is hereby authorized and directed to furnish such information as the appropriate state agency may request in connection with such application or the project: to make the assurances as contained above; and to execute such other documents as may be required in connection with the application.

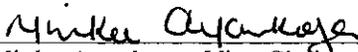
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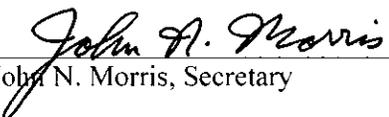
7. That Orange Water and Sewer Authority has substantially complied or will substantially comply with all federal, state, and local laws, rules, regulations, and ordinances applicable to the above projects and to federal and state grants and loans pertaining thereto.

Adopted this 9th day of September 2021.



Yinka Ayankoya, Vice Chair

ATTEST:



John N. Morris, Secretary