

## **Consent Item 12:**

Orange Water and Sewer Authority

Meeting of the Board of Directors

June 13, 2024

The Board of Directors of the Orange Water and Sewer Authority (OWASA) held a regular meeting on Thursday, June 13, 2024, at 6:00 p.m. in OWASA's Community Room, 400 Jones Ferry Road, Carrboro.

Board Members present: Bruce Boehm (Chair), Melody (Mel) Kramer (Vice Chair), Elmira Mangum (Secretary), Jody Eimers, Kyle Onda, and Kim Piracci. Board Members absent: Todd BenDor, Susana Dancy, and Pedro Garcia.

OWASA staff present: Mary Darr, Monica Dodson, Robert Epting, Esq. (Epting and Hackney), Carmen Gutierrez, Vishnu Gangadharan, Carmen Gutierrez, Brian Hill, Caitlin Hughes, Robin Jacobs, Kim Nimmer, Andrea Orbich, Allison Spinelli, Todd Taylor, Mary Tiger, and Stephen Winters.

Public present: Abigail Haydon, Jocely Tsai, John Rees, Jason Baker, Brian Crawford, Asher Crawford, and Bridgett Agbozo (Carrboro residents).

### **Motions**

1. Elmira Mangum made a motion to approve the Minutes of the May 9, 2024, OWASA Board of Directors Public Hearing and Meeting, second by Mel Kramer, and the Motion was unanimously approved.
2. Elmira Mangum made a motion to approve the Minutes of the May 9, 2024, Closed Session of the OWASA Board of Directors, second by Mel Kramer, and the Motion was unanimously approved.
3. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Reappointing the Firm of Epting and Hackney as General Counsel to Orange Water and Sewer Authority. Motion by Elmira Mangum, second by Mel Kramer, and the Motion was unanimously approved.
4. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Honoring the Service of Jody Eimers to the Carrboro-Chapel Hill-Orange County Community. Motion by Elmira Mangum, second by Kim Piracci, and the Motion was unanimously approved.
5. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Adopting the Schedule of Rates, Fees, and Charges Effective October 1,

2024; Motion by Kim Piracci, second by Jody Eimers, and the Motion was unanimously approved.

6. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Adopting the Annual Budget for Orange Water and Sewer Authority for the Fiscal Year July 1, 2024, through June 30, 2025. Motion by Jody Eimers, second by Kyle Onda, and the Motion was unanimously approved.

7. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Approving the Capital Improvements Program and Budget for Fiscal Years 2025-2029. Motion by Elmira Mangum, second by Jody Eimers, and the Motion was unanimously approved.

8. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Capital Project Resolution for Fiscal Year 2025 Infrastructure Improvements. Motion by Elmira Mangum, second by Jody Eimers, and the Motion was unanimously approved.

9. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Updating the Schedule of Employee Classification and Authorized Compensation; Adjusting Affected Employees' Compensation to the Minimum of the Pay Range; Authorizing Cost of Labor and Merit Pay Increases for Eligible Employees; and Adding Two New Positions to the Schedule of Employee Classification and Authorized Compensation. Motion by Kim Piracci, second by Jody Eimers, and the Motion was unanimously approved.

10. Jody Eimers made a Motion to elect Mel Kramer as Chair by acclamation of the Board of Directors; second by Elmira Mangum and the Motion was unanimously approved.

11. Mel Kramer made a Motion to elect Kyle Onda as Vice Chair by acclamation of the Board of Directors; second by Jody Eimers and the Motion was unanimously approved.

12. BE IT RESOLVED THAT the Board of Directors of the Orange Water and Sewer Authority adopts the Resolution Adjusting the Executive Director's Compensation by 5.25%. Motion by Mel Kramer, second by Elmira Mangum and the Motion was unanimously approved.

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### Announcements

Chair Boehm 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.

Mel Kramer provided an update on the June 4, 2024, OWASA Annual Update to the Carrboro Town Council.

Chair Boehm announced that on May 21, 2024, the Orange County Board of Commissioners appointed Michael Hughes to the OWASA Board of Directors. On Friday, June 28, 2024, a new Board Member Orientation will be held for Mr. Hughes.

Chair Boehm announced that on June 4, 2024, the Carrboro Town Council reappointed Mel Kramer to the OWASA Board of Directors effective July 1, 2024, through June 30, 2027.

Chair Boehm noted that on June 17, 2024, the Chapel Hill Town Council is scheduled to make its OWASA Board of Directors' appointment.

Stephen Winters, Deputy Executive Director, announced OWASA's Series 2024 Revenue Bonds were sold on June 27, 2024, at an effective interest rate of 3.93%. The refunding of the Series 2014 Revenue Bonds was canceled due to market conditions; the existing rate on the Series 2014 Bonds was about the same as the rate that we could have received on the refunding.

#### Petitions and Requests

Chair Boehm asked for petitions and requests from the public, Board, and staff; none were provided.

#### Consent Item One: Minutes of the May 9, 2024, Public Hearings and Meeting of the Board of Directors

Elmira Mangum made a Motion to approve the Minutes of the May 9, 2024, Public Hearings and Meeting of the Board of Directors, seconded by Mel Kramer, and the Motion was unanimously approved. Please see Motion 1.

#### Consent Item Two: Minutes of the May 9, 2024, Closed Session of the Board of Directors

Elmira Mangum made a Motion to approve the Minutes of the May 9, 2024, Closed Session of the Board of Directors, seconded by Mel Kramer, and the Motion was unanimously approved. Please see Motion 2.

#### Consent Item Three: Resolution Reappointing the Firm of Epting and Hackney as General Counsel to Orange Water and Sewer Authority

Elmira Mangum made a Motion to approve the Resolution; seconded by Mel Kramer, and the Resolution was unanimously approved. Please see Motion 3.

Discussion and Action Item One:     Resolution Honoring the Service of Jody Eimers to the Carrboro-Chapel Hill-Orange County Community

Chair Boehm read aloud the resolution and, on behalf of the Board, expressed profound appreciation to Jody Eimers for her service as a Member of the OWASA Board of Directors.

Elmira Mangum made a Motion to approve the Resolution; second by Kim Piracci and the resolution was unanimously approved. Please see Motion 4.

Discussion and Action Item Two:     Draft Fiscal Year (FY) 2025 Budget and Rate Information

Kim Piracci made a Motion to adopt the Resolution Adopting the Schedule of Rates, Fees, and Charges Effective October 1, 2024; second by Jody Eimers and the resolution was unanimously approved. Please see Motion 5.

Jody Eimers made a Motion to adopt the Resolution Adopting the Annual Budget for Orange Water and Sewer Authority for the Fiscal Year July 1, 2024, through June 30, 2024; second by Kyle Onda and the resolution was unanimously approved. Please see Motion 6.

Elmira Mangum made a Motion to adopt the Resolution Approve the Capital Improvements Program and Budget for Fiscal Years 2025-2029; second by Jody Eimers and the resolution was unanimously approved. Please see Motion 7.

Elmira Mangum made a Motion to adopt the Capital Project Resolution for Fiscal Year 2025 Infrastructure Improvements; second by Jody Eimers and the resolution was unanimously approved. Please see Motion 8.

Kim Piracci made a Motion to adopt the Resolution Updating the Schedule of Employee Classification and Authorized Compensation; Adjusting Affected Employees' Compensation to the Minimum of the Pay Range; Authorizing Cost of Labor and Merit Pay Increases for Eligible Employees; and Adding Two New Positions to the Schedule of Employee Classification and Authorized Compensation. The Motion was seconded by Jody Eimers and the resolution was unanimously approved. Please see Motion 9.

Information and Reports Item One:     Review Board Work Schedule

Chair Boehm requested staff provide information on microplastics; Kyle Onda requested the rate study items be added to the 12 Month Board Meeting Schedule; and the Board agreed to cancel the July 11 and August 8, 2024, OWASA Board of Director Meetings.

Election of Officers Item One:     Report of the Nominations for Elections of Officers

Robert Epting, General Counsel, provided the Board an overview on how the election of officers will proceed and reminded the Board that the term of the new Board Officers will begin July 1, 2024. Mr. Epting said nominees for the office of Chair, Vice Chair and Secretary, were nominated by the Board on April 11, 2024, as required in the Bylaws, and no further nominations were allowed.

Mr. Epting reported that on May 6, 2024, Elmira Mangum requested her name be withdrawn from the list of candidates for the positions of Vice Chair and Secretary; on June 6<sup>th</sup> Todd BenDor requested his name be withdrawn from the list of candidates for the position of Chair; and on June 13<sup>th</sup> Susana Dancy requested her name be withdrawn from the list of candidates for Secretary.

Mr. Epting said the candidate for Chair of the Board is Mel Kramer.

Jody Eimers made a Motion to elect Mel Kramer as Chair by acclamation of the Board of Directors; second by Elmira Mangum and the Motion was unanimously approved. Please see Motion 10.

Mr. Epting said the candidate for Vice Chair of the Board is Kyle Onda.

Mel Kramer made a Motion to elect Kyle Onda as Vice Chair by acclamation of the Board of Directors; second by Jody Eimers and the Motion was unanimously approved. Please see Motion 11.

Mr. Epting said the candidate for Secretary of the Board are Todd BenDor and Pedro Garcia. The Clerk to the Board distributed the ballots for the election of Secretary of the Board of Directors; Board Members cast their votes and Pedro Garcia was elected as Secretary of the Board of Directors with a vote of five to two.

#### Summary of Board Meeting Items:

Todd Taylor said staff will provide a microplastics communication strategy; include the Rate Study items to the 12 Month Board Meeting Schedule; and cancel the July and August Board meetings.

#### Closed Session

The Board of Directors convened in a Closed Session for the purpose of discussing personnel matters as provided in N.C. General Statutes 143.318.11(6).

Following the Closed Session, the Board reconvened in open session.

Action Item One:      Resolution Adjusting the Executive Director's Compensation

Once the Board returned to open session, Mel Kramer made a Motion to approve the Resolution Adjusting the Executive Director's Compensation by 5.25%; the Motion was seconded by Elmira Mangum and the resolution was unanimously approved. Please see Motion 12.

There being no further action before the Board, and the meeting was adjourned at 6:51 p.m.

Respectfully submitted by:

Andrea Orbich  
Executive Assistant/Clerk to the Board

Attachments