

MINUTES OF THE BOARD OF DIRECTORS OF THE SOUTHEASTERN PUBLIC SERVICE AUTHORITY OF VIRGINIA

January 25, 2023

The Regular Meeting of the Board of Directors of the Southeastern Public Service Authority (SPSA) was held at 9:30 a.m. in the Regional Board Room at the Regional Building, 723 Woodlake Drive, Chesapeake, Virginia. The following members were in attendance or as noted:

Mr. John Maxwell	(CH)	Mr. Earl Sorey(<i>absent</i>)	(CH)
Ms. Sheryl Raulston	(FR)	Ms. Amanda Jarratt	(FR)
Mr. Dale Baugh	(IW)	Mr. Randy Keaton ¹	(IW)
Mr. John Keifer	(NO)	Mr. Richard Broad	(NO)
Mr. C.W. "Luke" McCoy	(PO)	Ms. Lavonda Graham-Williams ²	(PO)
Mr. Tony Parnell	(SH)	Ms. Lynette Lowe	(SH)
Mr. D. Rossen S. Greene	(SU)	Mr. Albert Moor (<i>absent</i>)	(SU)
Mr. Thomas Leahy	(VB)	Mr. L.J. Hansen	(VB)

(CH) Chesapeake; (FR) Franklin; (IW) Isle of Wight; (NO) Norfolk; (PO) Portsmouth, (SH) Southampton County; (SU) Suffolk; (VB) Virginia Beach

Others present at the meeting included Alternate Ex-Officio Members Mr. Jeremy Kline (VB), Mr. Michael Etheridge (IW), Mr. Robert Lewis (SU)³, and Mr. Greg Martin (CH),⁴ SPSA executives, Mr. Dennis Bagley, Executive Director, Ms. Tressa Preston, Secretary and Director of Administration, and Mr. Brett Spain, General Counsel.

To accommodate those who could not attend in person, through the meeting notice, members of the public were also invited to listen to, and view presentations displayed at the meeting, by registering for attendance using a GoTo Webinar teleconferencing platform. Members of the public were also invited to speak at the SPSA Board of Directors Meeting during the designated public comment period at the beginning of the meeting by registering in advance with the Secretary through contact information published in the meeting notice. Members of the public were also invited to listen to the SPSA Board Meeting via toll-free telephone.

1. **CALL MEETING TO ORDER**

Dr. Baugh, Chairman of the Board of Directors, called the January Board Meeting to order at 9:30 a.m. and led the Pledge of Allegiance.

2. **PUBLIC COMMENT**

Ms. Preston reported that there were no requests for public comment.

¹ Mr. Keaton left the meeting at 11:47 a.m., at which time Mr. Etheridge stepped in as the voting Ex-Officio Member from Isle of Wight County.

² Ms. Graham-Williams arrived at 9:39 a.m.

³ In Mr. Moor's absence, Mr. Lewis participated as the voting Ex-Officio Member from the City of Suffolk.

⁴ In Mr. Sorey's absence, Mr. Martin participated as the voting Ex-Officio Member from the City of Chesapeake.

3. CHAIRMAN'S COMMENTS

Chairman Baugh informed the Board that the meeting agenda for the day was extensive and that a great deal of activity impacting SPSA business had taken place since the December Board Meeting. He assured the Board that Mr. Bagley and his team have responded with excellence in each instance, always with a focus on maintaining service for municipalities such that many members may not have noticed any impact at all. Chairman Baugh went on to say that while staff has been managing these new circumstances they have also been looking ahead and planning the best course possible for sustainable operations in both the short- and long-term future. He outlined the meeting agenda for the day, noting that he looked forward to the Board's support and participation in the day's important discussions.

4. APPROVAL OF MINUTES

The minutes of the December 14, 2022 Board Meeting had been distributed. Chairman Baugh asked if there were any additions or changes and there were none.

Ms. Jarratt moved, seconded by Mr. Keifer, to approve the December 14, 2022 minutes of the SPSA Board of Directors, as presented. The motion was adopted by a unanimous vote in favor.

5. EXECUTIVE DIRECTOR UPDATES

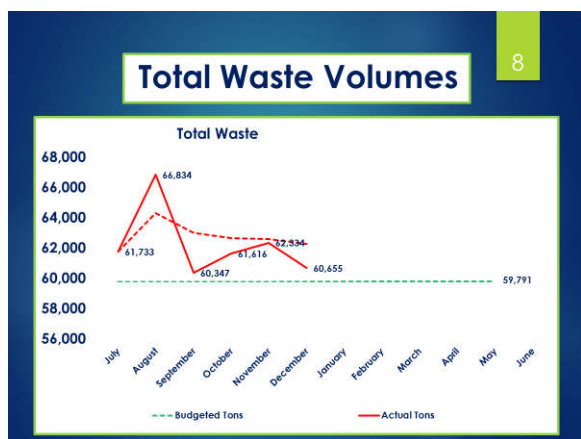
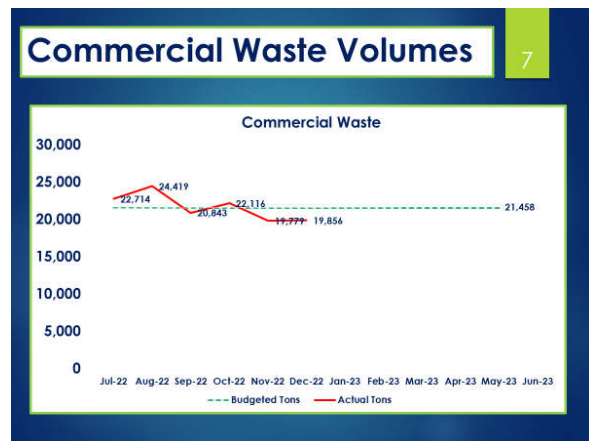
Mr. Bagley recognized IT Specialist, Mr. Rob Romano, as the SPSA Values in Action Employee of the Month. Although Mr. Romano only joined the SPSA team a year ago, he has made a great impact with his perspective and insight. As the senior member of SPSA's IT team prepares for retirement Mr. Romano is poised to take the lead and move SPSA forward and continue to improve service. Mr. Baugh presented Mr. Romano with a certificate and lapel pin as a token of the Board's appreciation.

Regarding the Portsmouth Transfer Station, WIN Waste still has the term sheet that Mr. Bagley sent them for review in October and they have requested a delay in that review process because of the conveyor fire that took place at their Portsmouth facility on December 16, 2022. On February 1, 2023, if discussions have not resumed, SPSA will send a letter officially requesting finalization of the term sheet so that an agreement can be put in place.

The wetlands permitting process and the work on the Environmental Impact Statement (EIS) with the Army Corps of Engineers continues with weekly meetings with Corps staff and monthly meetings with Colonel Hallberg. Meetings with the Colonel have been fruitful as he is especially helpful in moving the project forward. Staff is working with Southampton County and will be briefing their Board of Supervisors in February on the status of the public meeting to be held on the off-site alternative in Ivor. SPSA is also helping the County with language for a resolution for the Board to consider that could be helpful in addressing the off-site alternative in the future. The Administrator of Region 3 of the EPA has responded to SPSA's request for a meeting but has not yet confirmed a meeting date. The latest estimate from the Corps for the release of the Draft EIS is June 8, 2023, with public comment to follow. This puts the record of decision sometime in January of 2024. Mr. Bagley also informed the Board that during the closed session there would be discussion of several topics related to the EIS process and wetland mitigation credits.

The final update topic was alternative disposal methods. As the Chairman mentioned, staff has been looking to the future, strongly considering alternative disposal methods, and are considering appropriate timing to issue requests for proposals. Mr. Bagley reported that staff is working with a company that is showing real possibilities for new methods in waste management. AMP Robotics is initiating a pilot program in the area to test the efficacy of the proprietary technology that they have been using successfully to sort residual recycling to sort single stream municipal waste. They have invested a great deal of capital with no subsidy dollars and they will be present at the February Board Meeting to explain their processes to the Board in a brief closed session. Mr. Bagley is excited for the Board to hear from AMP in person and he encourages Board Members to visit their website to familiarize themselves with the company and the innovation that they are bringing to the waste industry.

Mr. Bagley reviewed municipal and commercial waste volumes for the reporting period, as well as total waste volumes and tons diverted. As the graphs show, municipal waste is very slightly above the anticipated average and commercial waste remains slightly below the expected average for the reporting period. There is a steep increase in diverted municipal waste that is the result of the fire at WIN Waste. Mr. Bagley pointed out that, in terms of total waste volumes, SPSA remains above the budgeted tonnage which indicates better than anticipated total revenues.



Mr. Henry Strickland delivered the operations report stating that in the month of December 814,333 gallons of leachate, the equivalent of 177 tanker loads, was hauled to HRSD, and 643,764 gallons were pumped, thereby avoiding 140 tanker loads. He noted that heavy rain

events impacted the flow of the force main resulting in the 72% allowable usage for the reporting period, rather than the more ideal 95%.

Construction at the Regional Landfill continues with a few small items remaining for completion on the administration building. Mr. Strickland thanked Ms. Deborah White for her assistance with the purchase and delivery of the furniture for that building which was delivered earlier in the week. The HHW building is on schedule for completion on January 31, 2023 with a plan to begin servicing customers on February 21, 2023. The storage and fleet buildings are also scheduled for completion at the end of January. Mr. Strickland reminded the Board that the liquidated damages for this contract were extended to January 31, 2023 due to supply chain issues out of the control of the contractor.

The leachate evaporator construction skids are nearing completion and site work is underway at the landfill. Mr. Strickland anticipates some delays in the procurement of electronics for the SCADA system and other tie-in electronic components. DEQ has also notified staff that, due to their workload, the permitting will likely be delayed, but staff is working diligently to try to push the permit process forward. Aside from the permitting challenge, there are no issues anticipated with the construction or planned operations. The RNG facility is scheduled for a February completion and construction is moving quickly. A satisfactory survey of the TC Energy gas line has still not been completed, which could delay commissioning of the facility. SPSA's legal team is working closely with TC Energy's attorneys to come to a final conclusion of the matter as soon as possible. Mr. Strickland offered to answer any questions.

Mr. Hansen asked for more information regarding the delayed permitting for the leachate evaporator, particularly given that DEQ has been known to allow some facilities to begin operation without a final air permit in some circumstances. Mr. Strickland responded that DEQ has extended permits for the landfill due to similar workload issues that they are facing now, but with the leachate evaporator being a new construction it is unclear as to whether or not there will be allowances. It is likely that the delay will be not only for the air permit but also for the solid waste permit. Mr. Bagley added that when he and Mr. Strickland met with DEQ about the project and spoke to their permit writers they explained the importance of completing the permit and DEQ seemed to understand the significance. There was even discussion of engaging the permit writer who had just completed a very similar permit in the northern region to speed the process along. There were no further questions.

6. WIN WASTE UPDATE

Mr. Bagley has been giving the Board regular updates via email to keep them informed, and took the first Board Meeting since the conveyor fire at WIN Waste as an opportunity to go through the series of events and bring the full Board up to speed on where SPSA operations are today as they relate to impacts from the fire.

WIN Waste Update

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December 16, 2022

- Conveyor fire
- RDF stopped accepting waste on December 16th
- SPSA diverted waste from all transfer stations to the RLF, Atlantic, and Bethel
- RLF began around the clock operations
- WIN began hauling waste from the RDF plant to Bethel and Atlantic
- Bethel notified WIN they would only accept 27 tipper trucks a day
- Agreement put in place to allow Portsmouth trucks to dump at RDS
- WIN stopped ash delivery to the RLF
- WIN dropped down to operation of two boilers

WIN Waste Update cont.

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December 20, 2022

- SPSA began hauling approximately 10 loads to the RDF plant during the night shift
- SPSA backed off 24-hour operation at the RLF
- SPSA agreed to loan 3 walking floor trailers to WIN to facilitate the hauling of processed waste from the RDF facility to the WIN WTE pit

December 26, 2022

- WIN received extra support from MBI and was able to begin hauling processed waste to the WTE plant, freeing up approximately 800 tons per day on the tip floor

December 31-January 1, 2023

- Working to increase to 1,000 TPD processing or about half of SPSA's total load

WIN Waste Update cont.

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WIN Facilities Update

- After multiple delays, the removal of the damaged conveyor was completed, and the Jordan Bridge re-opened on January 9th
- WIN is "Evaluating" replacement options
- No word on when or if the conveyor will be replaced
- WIN will continue to process what waste they can and haul the processed waste to the WTE pit to feed two boilers
- Auxiliary boiler is available to be used to supplement steam production

WIN Waste Update cont.

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WIN Facilities Update

January 19, 2023

- SPSA Received Notices of Uncontrollable Circumstances from WIN Waste
 - **Will only be taking 1000 Tons Per Day**
 - **Will not be taking Commercial Waste**
 - **Wants Waste Management to Charge SPSA**
 - **Does not address how this will impact the hauling component of the Waste Disposal and Hauling Agreement**
- Notices will be addressed in Closed Session later in meeting

Mr. Bagley offered to answer any questions and also let the Board know that Mr. Bob Hely, Market Manager from WIN Waste, was present to speak with them. Mr. Bagley asked Mr. Hely to introduce the staff he had with him. Mr. Hely's comments and the resulting discussion were as follows:

Mr. Hely: "Also with me is Mary Urban, Director of Community Engagement out of our corporate office in New Hampshire. And of course, Clint is here, who runs a daily operation. So we're glad to be here to address any concerns you have. For more than a decade, we've been providing the services to SPSA, and we're glad to do so. As you know, we're committed to providing the services in the safe and most efficient manner that we possibly can. And the fire is a very, very unfortunate situation. SPSA has dealt with this in the past, had the same type of situation occur prior to us obtaining the facility. I guess the most important thing is we're proud of what happened. Our people jumped on this pretty quickly, minimized the damage, got the fire out with safety being of the utmost concern. So once we got that under control, I think the next biggest opportunity was to figure out how it impacted the community. How do we get the road back open? What do we need to do? What resources do we need to have in place on a go forward? We took the very, very proactive approach to reduce the impact to the community just as fast as we could. As soon as it happened, we kind of set a plan in place. What do we need to do? Let's get the road opened. How do we minimize the impact to SPSA as it relates to processing the municipal solid waste both at the RDF and down at our facility across the street, the power plant as well. So in order to we did, as Dennis addressed most of the concerns, we went out and we found some through MBI, who is our trucker that normally hauls for us, and found another trucking company so that currently

we're taking approximately 55 loads a day from the RDF across the street by truck, bypassing the conveyor system. If anybody had been by there, about half the conveyor system over the road has been removed. We're still under—we still have a little bit more work to do to dismantle the rest of the operation. From a corporate standpoint, this is at the top of our absolute priority list. And there's a daily meeting with the CFO, the operation folks, all the financial folks, the insurance folks, the legal folks, myself to determine where we are and what we need to do to assess the damage. It gets pretty complicated when trying to address and assess the damages that relates to our obligations to SPSA, our obligation to fulfill the Navy STEAM contract, the legal obligations of the of our contracts, and again, this is an everyday discussion. So I apologize that Pete couldn't be here from an operational standpoint, but I certainly think Clint knows as much about the operations as anybody. I come here representing more from the contract standpoint. And what we've tried to do is work through Dennis with Dennis to give him one single point of contact. So we didn't have a legal contact, an operation contact, a safety contact and kind of offer myself up as the funnel for any and all concerns. Not that I know all the issues as it relates to operations, legal or safety, but just so we have one point of contact so we don't have miscommunications on the go forward. Senior leadership is absolutely committed to getting you guys back and answer as quickly as we possibly can with the assessment, both from a financial standpoint and financial impact and how it affects you all and us on a go forward basis. Our relationship has been in place for a long time, and this is a start out by saying a very, very unfortunate situation, certainly something beyond our control. The only thing that was under our control was, I think once it happened, are people reacting in such a positive way to minimize the damage and the impact that today we are able to move towards addressing SPSA and Dennis's concerns of getting about 1000 tons a day processed and moved, which also affords us the opportunity to fulfill the Navy contract. So we've looked at bringing in the potential for the backup boiler that would allow us to fulfill the Navy contract if needed to be. But once we get the timeframe and the assessments done, we will be in touch with you just as quickly as we possibly can. So be glad to address any of those concerns from the contract standpoint. Or as I said, I have Mary is here also from a community engagement and a corporate support. And again, Clint from the operations side.”

Ms. Graham-Williams: “Thank you, Dennis, and thank you for coming and explaining that. I am one of the representatives from Portsmouth and obviously your relationship to SPSA is very important to Portsmouth because it is our transfer station right now. Two questions: You mentioned that this was a situation beyond your control, and I'm interested to know if there's been any investigation on the cause of the fire and what preventative measures were taken up to the time of the incident. And, also, are your discussions including what will happen for the future of that station as your obligations to SPSA? Are those plans still in place? Are you still looking to continue to fulfill the obligations that have been discussed about that transfer station? I just want to know if that's still in the talks.”

Mr. Hely: “Let me address the second question first. We are we are in receipt of, I believe, Dennis's notification, asking for us to address the Portsmouth potential transfer station on a long-term basis that will be picked back up. I have a note based on Dennis's comments in the Executive director's report today to follow that up today. On a safety standpoint, we have not determined, we've not been able to determine, what the actual cause of the fire was. We had recently done a major cleanup in the conveyor system. All the fire suppression system was in place. Everything was working the way it needed. Everything did work the way it needed to, but we have not been able to pinpoint the exact cause of that fire.”

Mr. Keifer: “Bob, thank you for coming and facing us with all this. You said you are able to meet your requirements within your contract with the Navy. And do you anticipate continuing to be able to meet those requirements?”

Mr. Hely: “We do. We do.”

Mr. Hansen: “In Dennis’s presentation he said that WIN is evaluating replacement options.

Mr. Hely: “Correct.”

Mr. Hansen: “Can you describe the activities that you’re doing to evaluate those options?”

Mr. Hely: “Yeah, we’re doing the assessment. First of all, what we needed to do was take the kind of the decommission, the removal of the existing impacted area. And what we are doing is through our general contractors doing the removal, but simultaneously putting together, getting quotes, bids and whatever in terms of what it would cost and what the timeframe would be to rebuild the whole entire conveyor system from the RDF across to the power plant.

Mr. Hansen: “So are your activities exclusively looking at the potential for rebuilding that conveyor? In other words, my question is, is your remediation effort either rebuild the conveyor or is there another option?”

Mr. Hely: “The other option is continuing like we’re doing now with just trucking across the street. But we have not, we’re not at a point yet to that we’ve been able to make that decision. It gets complicated because we’ve got a Navy contract to fulfill. They’re still doing their power plant. It’s not ready to go. We’ve got an obligation to be able to provide Dennis and SPSA the disposal needs that that that they need to use the RDF facility at least from a tipping floor standpoint. It relates back to our insurance coverages. So it gets extremely complicated, but we’re not—we will in the next, I would guess, as Dennis might imagine, probably in the next two weeks, they have a full term assessment as to where we are, what the cost and timeframe would be.”

Mr. McCoy: “Thank you, Mr. Chairman. Bob, nice having you here today. I would like to follow up on Graham-Williams’s comments about the transfer station. I served, off and on, probably some 20 to 22 years on this Board, and obviously transfer has always been a problem for Portsmouth since inception, long before we ever became involved. And as we move forward, it’s still a big concern for my representation to the City of Portsmouth. I just want you to be aware that day to day operations is very critical for you and for us to bring our waste to the transfer station so I encourage you to continue to work as our host community with Dennis to ensure that Portsmouth waste is handled in an efficient manner.”

Mr. Hely: “Yes, sir. And I believe that, you know, reiterate that the RDF for, say as it post 2024, when we anticipated that would be a viable option for a transfer station for Portsmouth, was really not impacted in this scenario. Ok? So I still think that’s there. I do agree that Dennis put a timeframe on there to pick those discussions back up February 1st. Again, I’ll emphasize that I will expedite that today and find out where we stand in terms of getting some of those discussions back on the table that is longer term. Now, obviously, this fire and again, it’s a very unfortunate situation, a hazard of being in the solid waste business that we are, but that slowed that down. But we do need to pick those discussions up and it’s certainly our intentions to do that. With that, I’ll close if there’s nothing else, and let you know that we are

committed to continue to provide the services at the highest level we possibly can to help you guys fulfill your needs so it has the least impact on your operations.”

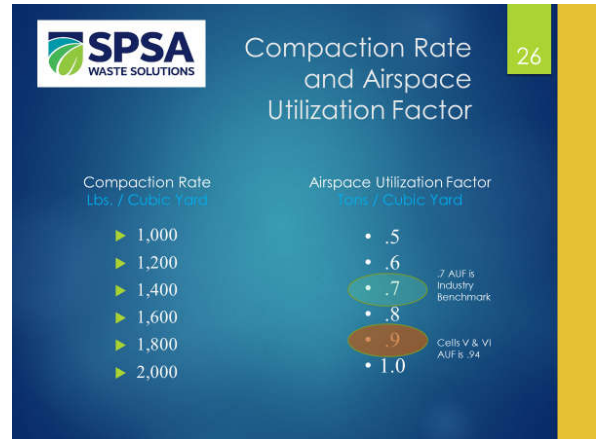
Mr. Bagley thanked Mr. Hely and moved to the next matter, which was informing the Board of an emergency procurement. As a result of the fire, the RDF plant was not able to process waste and their tip floor was at capacity, but SPSA has an obligation to ensure that the City of Portsmouth always has a tipping floor to utilize. RDS is located in the City of Portsmouth, had available capacity, and agreed to a tipping fee based on the amount of tons delivered per day. The range began at \$65 per ton for 0-50 tons per day and dropped to \$55 per ton for 150 or more tons per day.

Mr. Hansen asked if the fee includes disposal cost or if other costs were incurred. Mr. Bagley clarified that the cost includes disposal and there are no additional fees. Mr. Hansen asked if waste was still being delivered to RDS. Mr. Bagley stated that SPSA would like for Portsmouth to be utilizing the RSD for their estimated 200 tons a day, but that Portsmouth has only been sending some of their municipal collections there. Mr. Keifer asked for the total estimated value and duration of the contract, but Mr. Bagley explained that will depend on how long the WIN tipping floor is unavailable, and how many tons of waste the City of Portsmouth delivers to RDS, both of which are out of SPSA’s control. A discussion was held about clarifying communication with Portsmouth waste management and Ms. Graham-Williams felt confident that the matter would be rectified shortly and that once waste delivery to RDS is clarified, contract cost concerns may be put to rest as well. Mr. Keifer commended Mr. Bagley and staff for their response to the fire and recognized the long hours they put in over the holiday season calling it a job very well done in response to a very difficult situation.

7. 2022 AIRSPACE UTILIZATION UPDATE

Mr. Bagley presented the 2022 Airspace Utilization Report which shows capacity through April 2027 at current rates and that compaction is well above acceptable industry levels.

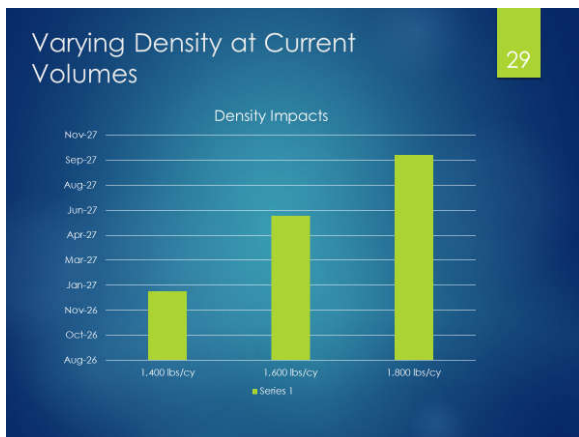
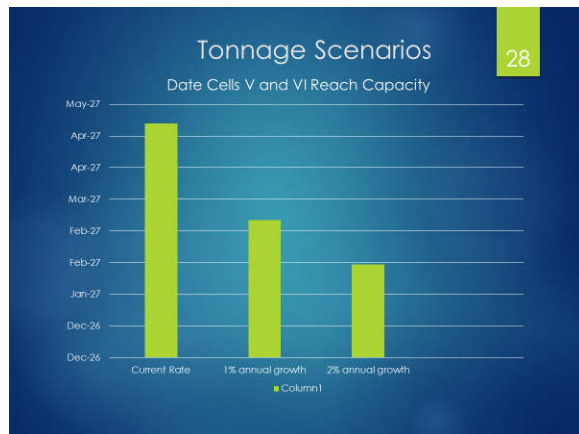




Year Over Year Comparison

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Metric	2020	2021	2022
Tons Disposed	338,787 Tons	305,222 Tons	299,556 Tons
Airspace Consumed	355,981 CY	343,303 CY	316,262 CY
A.U.F.	.95	.89	.94
Operational In Place Density	1,903 Lbs. / CY	1,773 Lbs. / CY	1,830 Lbs. / CY
Disposed In Place Density	1,999 Lbs. / CY	2,006 Lbs. / CY	2,002 Lbs. / CY

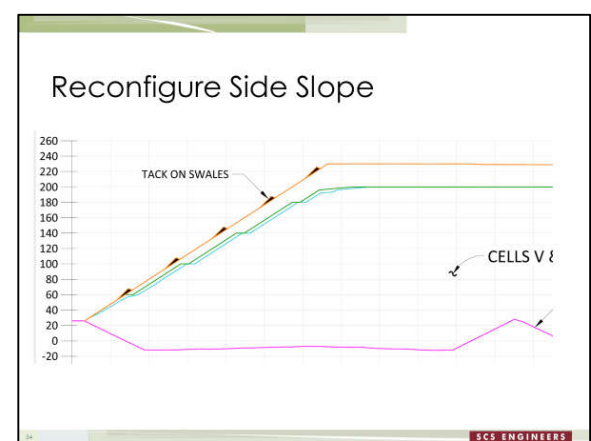
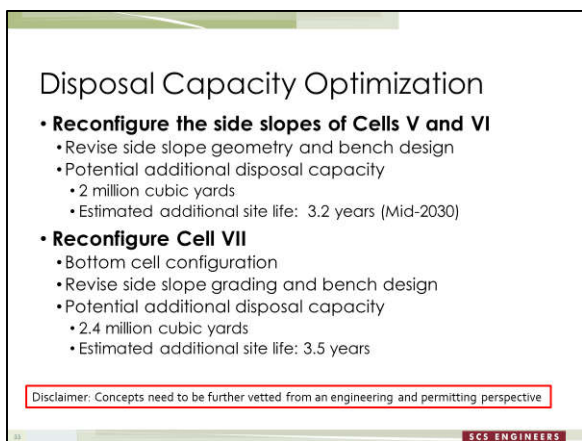
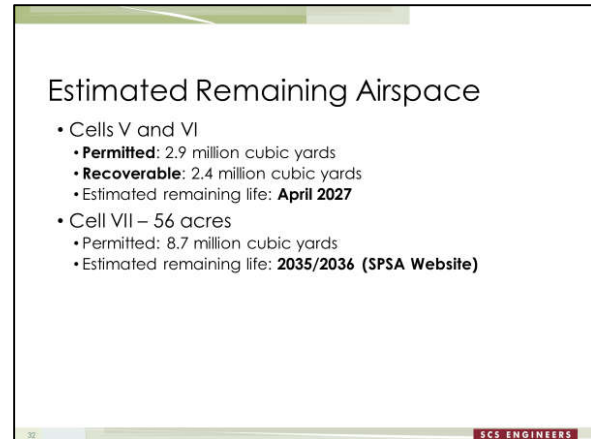
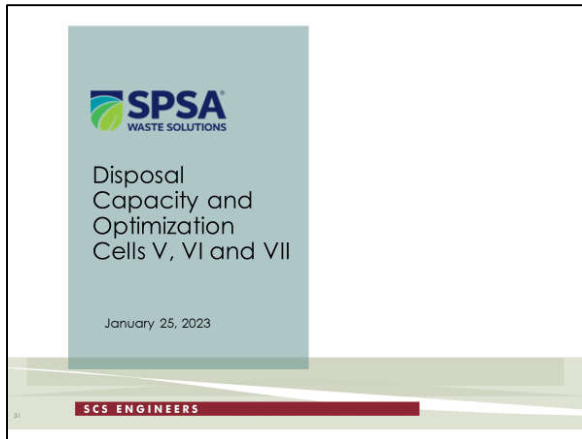


Further Analysis of Airspace

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- HDR Engineering has performed all previous Annual Airspace Reports.
- SCS Engineers was contracted to perform the same task to compare results and ensure accuracy.
- SCS Engineers report concluded essentially the same results as the HDR report.
- SCS also identified opportunities to increase the permitted capacity of Cells V & VI as well as Cell VII through design changes.
- Staff will be working with SCS Engineers and DEQ to modify our current permits to increase capacity, further extending the life of currently permitted cells.

Mr. Bob Gardner of SCS Engineers presented supplemental information regarding the potential for recapturing airspace in Cells V and VII.



Mr. Bagley and Mr. Gardner offered to answer any questions. Mr. Leahy commented that he understood that the airspace report came in around the same time as the conveyor fire at WIN Waste. He asked if the operational changes due to the fire, such as reduction in ash and increase in waste at the landfill, were built into future airspace projections. Mr. Bagley responded that they were not, as the reporting was on the previous year and the assessment was taking place in the same timeframe as the fire, as Mr. Leahy noted. However, Mr. Bagley went on to say that he and Mr. Gardner have discussed the topic extensively and because staff can fly the drone to measure landfill topography daily, if necessary, they will develop a more robust plan to measure airspace on a quarterly basis to ensure that compaction remains on track. Mr. Bagley also said that the first quarterly airspace report should be a good indication of the impact the fire-based operational changes are going to have on landfill capacity, but he was clear that there will be an impact. This was one of the reasons he asked Mr. Gardner to present at the meeting because if extra capacity can be realized in existing landfill cells it will be incredibly valuable in light of these changing needs. Mr. Bagley summarized that although the 2022 report doesn't reflect the changing post-fire circumstances, there are solid plans to both increase airspace monitoring and explore capturing previously unrealized airspace.

Mr. Keifer asked for an update on the schedule for the design and construction of Cell VII. Mr. Bagley responded that the current schedule anticipates completing construction in 2026, bringing in "fluff" waste material for the first year and being fully operational in July of 2027. Mr. Hansen asked questions and discussed with Mr. Bagley, Mr. Strickland, and Mr. Gardner some of the engineering challenges that would be involved in seeking to capture additional airspace along the existing exterior slopes of the landfill. There were no further questions.

8. CLOSED SESSION

Chairman Baugh reminded those present that a closed session to discuss the WIN Waste contract and contract negotiation regarding wetlands mitigation was on the agenda. The discussion on AMP Robotics originally listed in the agenda had been tabled for a later meeting. He announced that only Board Members, SPSA executive staff (Dennis Bagley, Tressa Preston, and Henry Strickland), and SPSA legal counsel (Brett Spain, Brad Nowak, Patrick Hanes, and Speaker Pollard) would be present for the closed session. There were no objections to that plan.

Motion to Approve Request for Closed Meeting.

I move that a closed session be held for discussions regarding (a) the impact of the recent fire at the WIN Waste facility on WIN Waste's continued performance under the Waste Disposal and Services Agreement executed by SPSA and WIN Waste's predecessor on September 18, 2018, in accordance with Virginia Code Section 2.2-3711(A)(8) for the purpose of consulting with legal counsel regarding specific legal matters requiring the provision of legal advice by such counsel; and (b) the potential acquisition of real property for wetlands mitigation and/or the purchase of wetlands mitigation bank credits in conjunction with the permitting process for Cells VIII and IX, in accordance with Virginia Code Section 2.2-3711(A)(3) for the purpose of discussion or consideration of the acquisition of real property for a public purpose where discussion in an open meeting would adversely affect the bargaining position or negotiating strategy of the public body and Virginia Code Section 2.2-3711(A)(29) for the purpose of considering the negotiation and award of a public contract involving the expenditure of public funds and discussion of the terms or scope of such contract, where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the public body

Mr. Maxwell moved, seconded by Mr. Leahy, to enter closed session, as presented. The motion was adopted by a unanimous roll call vote in favor.

Once back in open session at 12:37 p.m. both in person and electronically the following motion took place.

Motion to Approve Certification after Closed Meeting.

The Board hereby certifies that, to the best of each member's knowledge: (i) only public business matters lawfully exempted from open meeting requirements by Virginia law under the Virginia Freedom of Information Act; and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered in the closed meeting just concluded.

Mr. McCoy moved, seconded by Ms. Graham-Williams, to certify the closed session, as presented. The motion was adopted by a unanimous roll call vote in favor.

9. ACTION ARISING FROM CLOSED SESSION

Mr. Bagley reminded those present that SPSA has been involved in the process of seeking an Environmental Impact Statement (EIS) from the Army Corps of Engineers, as well as working on a Joint Permit Application, in connection with the proposed expansion at the Regional

Landfill. Staff has reached the point in these processes when it has become necessary to submit a mitigation package. Mr. Bagley went on to say that the number of wetlands credits that SPSA intends to propose is 220 and that, within the Regional Landfill's hydrological unit code there are 76 credits being offered to SPSA at \$45,000 per credit. The other bank with credits available has pricing at \$70,000 per credit. It is staff's recommendation that the Board authorize the Executive Director to authorize a contract with the Great Dismal Swamp Restoration Bank for 76 wetlands credits in the amount of \$3,420,000 with \$342,000 due at signing and the remainder due in six months.

Mr. Keifer moved, seconded by Ms. Jarratt, to authorize the Executive Director to award a contract for wetlands mitigation credits, as presented. The motion was adopted by a unanimous vote in favor.

10. WRITTEN REPORTS

Chairman Baugh asked if there were any questions for WIN Waste representatives regarding the written WIN Waste Report or for Mr. Bagley regarding the Financial Report, but there were none.

11. OTHER BUSINESS

Chairman Baugh asked if there was any other business, but there was none.

12. ADJOURN MEETING

There being no further business to come before the Board of Directors, the regular meeting was adjourned at 12:44 p.m.



Dennis L. Bagley
Executive Director

Submitted by: Tressa Preston, Secretary, SPSA Board of Directors