

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

April 26, 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 (<i>absent</i>)	(CH)	Mr. Earl Sorey	(CH)
Ms. Sheryl Raulston	(FR)	Ms. Amanda Jarratt (<i>absent</i>)	(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	(PO)
Mr. Tony Parnell (<i>absent</i>)	(SH)	Ms. Lynette Lowe	(SH)
Mr. D. Rossen S. Greene	(SU)	Mr. Albert Moor	(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), Mr. Greg Martin (CH), and Ms. Jocelyn Terry-Adumuah (PO), SPSA executives, Mr. Dennis Bagley, Executive Director, Ms. Tressa Preston, Secretary and Director of Administration, Ms. Sandy Schreiber, Treasurer and Director of Finance, 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 April Board Meeting to order at 9:30 a.m., asked Ms. Preston to explain to those in attendance changes in procedure related to the use of microphones in the Board Room, and then he led the Pledge of Allegiance.

2. **PUBLIC HEARING ON SCHEDULE OF FEES AND CHARGES**

Chairman Baugh informed those in attendance in person and electronically, that the subject of the public hearing was the preliminary Schedule of Fees and Charges as adopted at the March 22, 2023 Board Meeting and made available for public consideration. The desire was to change certain fees previously fixed by SPSA for the services available through its refuse collection and disposal system, primarily by increasing rates payable for disposal of municipal solid waste

¹ Mr. Keaton arrived at 9:35 a.m.

and contract non-municipal solid waste, with such changes to be effective July 1, 2023, and that following the close of the public hearing, the Board could take such action on the preliminary tipping fee schedule and any amendments thereto which it deemed appropriate.

To open the public hearing, Ms. Preston read the following statement for the record:

“This public hearing is being held in accordance with Section 15.2-5136 of the Virginia Water and Waste Authorities Act. Its purpose is to take public comment on the proposed Schedule of Fees and Charges adopted in preliminary form by the Board of Directors of the Southeastern Public Service Authority of Virginia on March 22, 2023.

The notice of public hearing was published in The Virginian Pilot on March 28th and April 4th as required by law. After conclusion of the public hearing, the Board of Directors will consider comments offered here today and will proceed to adopt a final schedule to become effective July 1, 2023, and to continue in effect until such time as modified by the Board of Directors in accordance with the procedures set forth in the Virginia Water and Waste Authorities Act.”

Ms. Preston informed Chairman Baugh that she received no requests, either in person or electronically, to speak at the public hearing. Seeing that there were no comments to be made, Chairman Baugh concluded the public hearing portion of the meeting.

3. PUBLIC COMMENT

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

4. CHAIRMAN’S COMMENTS

Chairman Baugh reviewed the day’s agenda noting that there were several positive updates from staff. He also played a recent news report on SPSA’s E-Waste program, noting Ms. Preston’s efforts to work toward the Executive Committee’s goal of improved branding and imaging for the organization and thanking her on behalf of the Board.

5. APPROVAL OF MINUTES

The minutes of the March 22, 2023 Board Meeting had been distributed. Chairman Baugh asked if there were any additions or changes and there were none.

Ms. Graham-Williams moved, seconded by Mr. McCoy, to approve the March 22, 2023 minutes of the SPSA Board of Directors, as presented. The motion was adopted by a unanimous vote in favor.

6. ACTION ARISING FROM PUBLIC HEARING

Chairman Baugh noted that there were no comments made or feedback given at the Public Hearing on the Schedule of Fees and Charges. In light of that fact, he opened the floor for a motion to approve the advertised schedule of fees and charges as presented at the March 22, 2023 Board Meeting.

Mr. Keaton moved, seconded by Ms. Graham-Williams, to approve the Schedule of Fees and Charges, as advertised. The motion was adopted by a unanimous vote in favor.

7. EXECUTIVE DIRECTOR UPDATES

Mr. Bagley recognized HR Manager, Jasmin Walters as the SPSA Values in Action Employee of the Month, noting that after today's presentation everyone present would have a full understanding of why she was being recognized. Having come to SPSA in October of 2022, she feels as though she has been a part of the team for years and has been instrumental in changing corporate culture and moving SPSA toward becoming a better place to work through her efforts. Dr. Baugh presented Ms. Walters with a certificate and lapel pin as a token of the Board's appreciation.

Mr. Bagley updated the Board on the wetlands permitting process necessary for the planned expansion at the Regional Landfill. The draft Environmental Impact Statement (EIS) is currently being reviewed by consulting parties so that their comments may be incorporated before releasing the draft EIS for public comment. There is a meeting set to review those comments on May 5, 2023 and the publication of the draft EIS is scheduled for around June 8, 2023 with the public comment period to follow. Mr. Bagley encouraged the Board to speak to their member communities about adding their comments of support to the public comment process. The Joint Permit Application (JPA) for Cells VIII and XI should be submitted in the next two weeks and the function and use assessment of the wetlands at the Regional Landfill is now underway. Once the JPA is completed there will be a public notice that is issued about the project. Colonel Hallberg of the Army Corps of Engineers has suggested that SPSA hold a total of four public meetings on the EIS so that there is ample opportunity for the public to understand and comment on the proposed action and alternatives. Ms. Preston explained that the first two meetings will be held shortly after publication of the draft EIS as "informational meetings" in an effort to help the public better understand the EIS document and how the comment process will work. Those meetings will be held on June 21st in Suffolk at the Regional Landfill and then on June 22nd at the Ivor Town Hall. The second set of meetings will take place toward the end of the comment period on July 26th and 27th at the Suffolk Recreational Center and the Ivor Town Hall, respectively. These meetings will be presided over by Colonel Hallberg, or his representative, and a stenographer will be present to record public comments. Mr. Bagley added that, due to the addition of these meetings and a potential virtual meeting room for public comment, he will be returning to the Board with a change order to cover these new costs for the third-party consultant, which were not anticipated in the original scope of work.

Regarding Cells VIII and XI Solid Waste Permitting, the Part A Permit is ready for submittal to DEQ immediately following a required public meeting. This meeting will be held on May 18, 2023 at the Regional Landfill from 4:00 p.m. to 6:00 p.m. This meeting is so that the public can ask any questions on the planned construction and once that meeting has been concluded the permit application can be filed. Mr. Bagley clarified that the solid waste permitting process is being conducted simultaneously with the wetlands permitting process with the goal that they can be successfully accomplished in tandem rather than one after the other.

Mr. Bagley was happy to report that the pace for DEQ permitting of the leachate evaporator has accelerated, largely he believes, because he and Mr. Strickland were able to meet with DEQ and explain the significance of the project and enhance communications on emissions calculations. He also reported that the construction skids have been completed and that the new critical path is the site plan application, which he is working on with the City of Suffolk. HRSD has been updated on the progress of the project.

Construction of the Renewable Natural Gas (RNG) facility is nearing completion, and the anticipated start-up date is May 28, 2023. Sales of RNG should begin in June which Mr. Bagley noted times nicely with the beginning of the FY 2024 budget, as it anticipates revenue from the facility. He also mentioned that the facility itself and the engineering involved are very impressive.

The Landfill Facility Upgrade Project has been completed. Mr. Bagley commented that there are a few ongoing warranty items to be completed, but that all facilities are being utilized. He thanked the Board for their support of these improvements, noting that staff is very pleased with all four of the facilities.

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 solid waste is moving back up toward the average budgeted tonnage. Mr. Bagley noted that commercial waste is up and that the average budgeted tonnage has been adjusted to show only contract and non-contract commercial waste, which is approximately 18,000 tons per month. Total average budgeted waste volumes remain above total average budgeted waste volumes.



Leachate levels remain well below permit requirements and pond levels are well under control. Issues with low flow pumps continue resulting with only 564,112 gallons pumped and 776,385 gallons hauled to HRSD in the reporting period. Mr. Bagley reported that staff is doing an outstanding job managing leachate while solutions are developed for the low flow system, and they await the completion of the leachate evaporator.

Regarding airspace at the Regional Landfill, waste diverted from WIN/Wheelabrator is being managed daily. Staff is incredibly conscious of how much waste is being brought into the landfill, and is paying critical attention to compaction rates to conserve airspace. In addition to that staff has been working with consultants SCS Engineers to seek opportunities to increase airspace in Cells V and VI. Mr. Bagley drew the Board's attention to the technical memo from SCS that had been placed at their tables which outlines a plan to change the final closure design for Cells V and VI which could provide the essential breathing room necessary to allow SPSA to meet its obligations while preparing for the construction of Cell VII given the recent changes to waste stream. Mr. Robert Gardner of SCS Engineers was present to answer any questions as Mr. Bagley went on to address concerns raised at previous meetings. He called the plan achievable given that it is based on altering the final cover, rather than altering operations and that a similar alteration was just made at the Virginia Beach Landfill. Similar changes may be possible for future cells, as well. SPSA will be submitting a revision to the Solid Waste Permit-417 to change the final closure design for Cells V and VI to increase available airspace. Mr. Bagley anticipates this process will take approximately 6 months and reiterated that the proposed change is an established engineering practice with a record of successful completion. There were no questions.

In the newsletter that Mr. Bagley sent to the Board there were some safety statistics that Mr. Bagley wanted to take a moment to clarify, as he had received some questions about the difference between an "OSHA recordable" incident and a "lost time" incident. The Occupational Safety and Health Administration (OSHA) defines a recordable injury or illness, at its least severe, as any work-related injury or illness requiring medical treatment beyond first aid. But a lost-time accident is one that is severe enough that someone is unable to complete their regularly assigned job duties for a minimum of one shift. This means that a location can have a higher number of recordable incidents and a lower number of lost-time accidents.

There were no environmental issues in the reporting period and all permits were in compliance. Mr. Bagley informed the Board that at their tables there was a completed revised environmental compliance matrix that outlined all of SPSA's responsibilities. He also noted that, at the suggestion of Ms. Raulston, Environmental Manager, Mr. Mike Kelley, works with a more detailed matrix that breaks down each responsibility by staff member. He and Mr. Kelley offered to answer any questions. Ms. Raulston congratulated the team on the completion of this important tool. Mr. Kelley thanked Ms. Raulston for her help on the project. Mr. Bagley recognized Mr. Keith Matteson of SCS Engineers, who was present, for all of his assistance.

8. HUMAN RESOURCES UPDATES

Ms. Jasmin Walters, Human Resources Manager, made a presentation to the Board on the extraordinary progress being made in SPSA's HR Department, including improved recruitment practices, expedited hiring, deliberate focus on building organizational culture and morale, and the training and development of staff.



HUMAN RESOURCES REPORT

You wanted to see a lot of things done differently in SPSA's world of HR. Here's an update on the progress we've made so far.



Our Objectives

A snapshot of our highest priorities.

- Recruitment Practices**
Increased SPSA's community presence with diversified partnerships and marketing strategies.
- Expedited Hiring**
Contingent offers post-interview. Communication methods catered to the candidate. Applicant tracking system.
- Organizational Culture and Morale**
Orientation overhaul. Soft launch of DEI initiatives through monthly campaigns.
- Training and Development**
Quarterly supervisor training. Building relationships with local vocational programs.



Recruitment Practices

Increased SPSA's community presence with diversified partnerships and marketing strategies.

- Community Events
- TCC Tidewater Tech ATI
- Local Universities
- Government Jobs via NeoGov

- Suffolk Farmer's Market
- Keep Suffolk Beautiful
- Tidewater Career Fair
- Tidewater Tech Career Fair (Pictured)
- TCC Community College Career Fair
- ATI Heavy Equipment Operator Training input
- TCC Heavy Equipment Operator Training input
- Local University Career Centers
- Indeed, VEC and the addition of Government Jobs
- Personal LinkedIn Profile and Word of Mouth
- Values first sales approach

Expedited Hiring

Contingent offers post-interview. Communication methods catered to the candidate. Applicant tracking system.


- Meeting People Where They Are**
Various communication methods: in-person, phone, e-mail and text.
- Fast-Tracking Offers**
Candidates can go from interview to paperwork as quickly as 8 days!
- NEOGOV Technology**
User-friendly application process. Ease of communication between departments.
- Pay & Classification Study**
Ensuring our current and future employees are paid fairly and provided opportunity to grow.

NeoGov will revolutionize our Recruitment and Hiring Practices

One of the greatest features of NeoGov's technology is its ability to collect data and analytics. Although we know diversity is more than a number, this statistical data is imperative.

- Retention statistics
- Understand recruitment practices
- Best allocate advertising dollars
- Quantify and report diversity statistics

The implementation of NeoGov's technology is a critical step towards moving SPSA's recruiting and onboarding experiences into the modern era.




Compensation and Classification Study and Analysis Project Plan

Board of Directors Meeting
April 26, 2023

Presented by:
Jasmin Walters
Human Resources Manager, SPSA

Consultant:
Kerri Arnold, SHRM-SCP, SPHR, CCP
Principal, Compensation Consulting



Project Steps

Compensation and Classification Study and Analysis



Project Step	Timeline
1 Project Planning & Approach	December
2 Total Rewards Philosophy Discussion	December
3 Market Pricing Analysis	Preliminary Feb 2023
4 Job Classification System	March (Preliminary)
5 Pay Grades & Ranges Development	March (Preliminary)
6 Employee Benefits Analysis	March
7 Employee Pay Analysis	April
8 Salary Administration Guidelines	April
9 Staff & Management Communication Strategy	April
10 Final Report & Presentation	May or June
	Green = Complete

Project Accomplishments



Total Rewards Philosophy Discussion

- To strategize how to align pay program with SPSA's goals & objectives

Published Compensation Data Review

- Partnership approach to review market job match comparisons

Peer Group Compensation Review

- Pay Ranges, Pay Policy Documents & Benefits Plan Summaries collected & analyzed from 8 Member Communities

- City of Franklin
- City of Chesapeake
- City of Norfolk Public Works Dept.
- City of Portsmouth
- City of Suffolk
- City of Virginia Beach
- Isle of Wight County
- Southampton County



Culture & Morale

Orientation overhaul. Soft launch of DEI initiatives through monthly campaigns.

Trash Bash

The Trash Bash marks the beginning of annual employee appreciation events.



Orientation

Including a tour of the Landfill and team building exercises to build morale.



Monthly Initiatives

SPSA Partnered with the Random Acts of Kindness Organization to incentivize kindness throughout the organization. We also held a NCAA March Madness competition.



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Including a tour of the Landfill and team building exercises to build morale.



Training & Development
Quarterly Supervisor Training

Branding & Tone
During the December Joint Staff meeting, Supervisors and Managers learned the importance of branding and tone. They were also given the opportunity to recommend changes to employee policy. Training such as this allows SPSA to become one united voice. Recruitment and retention both require us to invest in our employees' growth.

Empathetic Leadership
During the March Joint Staff meeting, Supervisors and Managers participated in the first of many Leadership Trainings. These trainings will help us recognize what we all have in common and how to work alongside each other's differences. Mastering these basic principals: empathy, gratitude, kindness, communication, etc. will create a foundation for more complex ideas regarding Diversity, Equity and Inclusion.



Thank You!

Thank you for understanding the importance of a values first HR approach and providing us the opportunity to grow in this direction.

Questions?

Ms. Graham-Williams complimented Ms. Walters on her excellent presentation calling her a gem and a true asset to SPSA with a smart, purposeful, data-driven approach. Mr. McCoy echoed Ms. Graham-Williams' sentiments. Mr. Leahy asked Ms. Walters about employee surveys, including exit surveys, and offered the use of the City of Virginia Beach's as a possible template, which Ms. Walters thanked him for. Mr. Keifer asked about the department's approach to felony convictions and poor driving records. Ms. Walters replied that if someone has a poor driving record in the past but has made quantifiable efforts to improve that record that will be taken into consideration. Similarly, she said, convictions are handled on a case-by-case basis and while, for example, someone with an embezzling charge is likely not be the right person to work in SPSA's accounting department, if someone has repaid their debt to society and has improved their life and habits, SPSA will certainly consider them as a viable applicant. Mr. Hansen agreed that Ms. Walters' presentation was excellent and asked that when the consultant presents the findings of the classification and compensation study that the private sector be included as well as peer groups. Ms. Walters assured him that both the commercial market and municipal salaries were being examined and that she would be sure to have the consultant speak to both in her presentation. There were no further questions or comments.

9. QUARTERLY FINANCIAL REPORT

Ms. Schreiber presented the quarterly financial report. Starting with revenues, Ms. Schreiber listed third quarter revenues from the current budget and year to date numbers, along with third

quarter actuals from FY 2022 and FY 2021 so that comparisons could be more accurate. She noted revenue highlights to put the figures into better context, as well as reporting that for the third quarter revenues were at 78.5% of the annual budget.

Revenues 36

	Fiscal Year 2023 – Quarters 1 - 3			Historical Comparison	
	Budget	YTD	% of Budget	FY - 22	FY - 21
Revenues					
Tipping Fees	\$50,145,512	\$38,904,382	77.6%	\$36,203,154	\$33,449,871
Tires/HHW/White Goods	\$1,255,000	\$1,144,338	92.8%	\$1,085,231	\$713,014
Miscellaneous	\$848,729	\$723,426	108.8%	\$410,839	\$1,915,090
Total Operating Revenue	\$52,249,241	\$40,992,146	78.5%	\$37,899,224	\$36,077,975

- ### Revenue Highlights 37
- Due to current market conditions, our YTD interest earnings continue to be significantly higher than projected. As of March 31, 2023 total interest earnings are \$682 thousand, as compared to \$182 thousand last year.
 - As of the end of March, the market value of our investment portfolio has decreased \$432 thousand since the end of Fiscal Year 2022. We have one investment maturing in May for \$1 million. The current rate of that investment is 1.69%. The Virginia Investment Pool rate at the end of March was 5.01%.

Ms. Schreiber also said that it was worth noting that overall tipping revenue was up by approximately \$2.7 million and that from January through March the new E-Waste program generated revenue of \$2,010 and had 134 users.

Moving on to expenditures, Ms. Schreiber took the same approach of comparing FY 2023 third quarter budget and March 31, 2023 expenses with third quarter actuals from FY 2022 and FY 2021 broken out by expenditure type. Ms. Schreiber also included expenditure highlights that put year over year changes into better context and noted that operational expenses are at 72.8% of the annual budget for the third quarter of FY 2023.

Expenditures 39

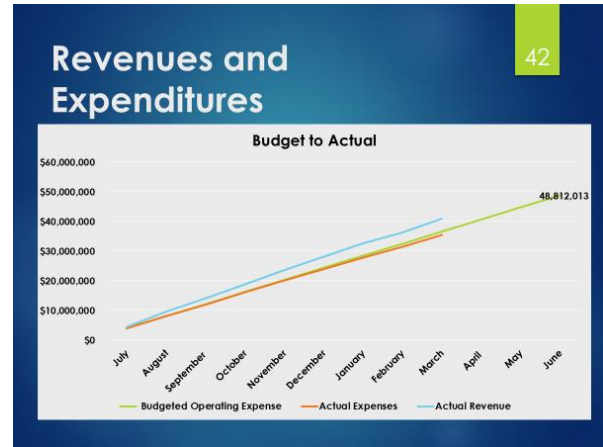
	Fiscal Year 2023 - Quarters 1 - 3			Historical Comparison	
	Budget	YTD	% of Budget	FY - 22	FY - 21
Expenditures					
Salaries/Wages and Employee Benefits	\$9,896,311	\$7,314,082	73.9%	\$6,184,425	\$6,414,926
Professional/Contracted Services	\$3,441,944	\$2,430,402	70.1%	\$2,140,494	\$2,229,471
Other Operating Expenses	\$1,249,640	\$927,900	73.1%	\$793,311	\$824,442
Materials/Supplies	\$2,294,604	\$1,754,600	76.5%	\$1,308,048	\$947,282
Waste Disposal and Hauling	\$23,956,192	\$16,929,826	70.8%	\$16,401,004	\$15,160,793
Other	\$8,005,000	\$4,000,000	50.0%	\$4,482,265	\$3,254,063
Total Expenditures	\$48,812,013	\$35,544,110	72.8%	\$31,779,849	\$28,835,377

- ### Expenditure Highlights 40
- Due to the fire and the cancellation of the Wheelabrator Waste Hauling and Disposal contract, we expect Waste Hauling and Disposal costs to be under budget at year end. As of this quarter end, we are at 70.8% of the annual budget for Waste Hauling and Disposal.
 - Money saved from reduced Wheelabrator costs will be used to cover additional overtime, fuel, and maintenance costs for SPSA to haul more waste than originally budgeted. We will also use that to cover the cost of Waste Management disposal fees at Bethel and Atlantic landfills, and RDS for City of Portsmouth disposal.
 - Operating expenses overall are at 74.6% of the annual budget as of March 31, 2023.

Ms. Schreiber also presented revenues versus expenditures in chart and graph form.

Revenues vs. Expenditures 41

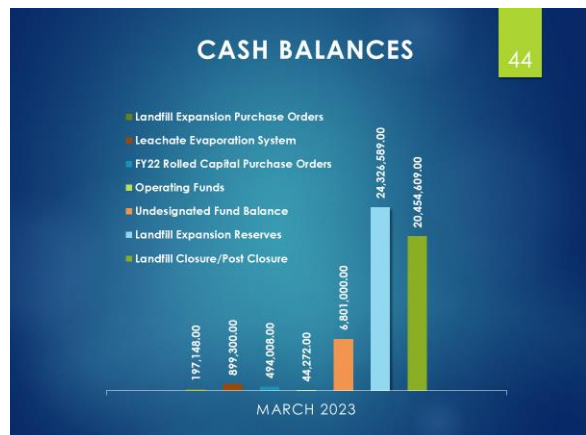
	Fiscal Year 2023 Budget	Fiscal Year 2023 – Quarters 1 - 3		Historical Comparison	
	Budget	YTD		Q3 FY-22	Q3 FY-21
Total Revenue	\$52,249,241	\$40,992,146	78.5%	\$37,899,224	\$36,077,975
Total Expenses	\$48,812,013	\$35,546,111	72.8%	\$31,779,869	\$28,825,376
Net Revenue / Expenses	-0-	\$5,446,035		\$6,119,355	\$7,252,599



Capital expenditures were listed year to date and cash balances were broken down by fund and amount as of March 31, 2023.

Capital Expenditures 43

	Budget	Year to Date
Total Capital Expenditures	\$13,923,258	\$14,146,666
Current Year	\$3,500,000	\$3,390,441
Rolled Capital Projects from Prior Year	\$10,423,258	\$10,756,025



Ms. Schreiber offered to answer any questions. Mr. Leahy suggested future consideration of having more than three months operational expenses in the undesignated fund balance to allow for greater flexibility if needed.

Mr. Keifer moved, seconded by Mr. Leahy, to approve the quarterly financial reports as presented, pending audit. The motion was adopted by a unanimous vote in favor.

10. CONTRACTS

Ms. Preston reminded the Board that the two contracts for consideration are in response to operational changes made necessary by the fire at the WIN Waste facility. SPSA agreed to WIN Waste/Wheelabrator’s request to terminate the Waste Hauling and Disposal Agreement dated May 24, 2017 and as of April 1, 2023 became responsible for the hauling and disposal of all commercial waste delivered to SPSA’s transfer stations. Previously, WIN managed this waste in conjunction with third-party hauler, MBI. SPSA is electing to manage this waste with separate agreements for disposal and hauling.

For waste disposal, SPSA is seeking to modify the existing agreements with Waste Management to dispose of waste at their Bethel and Atlantic facilities. Sole source agreements had already been procured in September of 2021 in an effort to conserve airspace at the

Regional Landfill, but given the increased tonnage, new, lower rates were negotiated. The current rate is \$37 per ton. The amended rates at \$35 per ton at Bethel and \$33 per ton at Atlantic. Ms. Preston offered to answer any questions, but there were none.

Ms. Raulston moved, seconded by Ms. Graham-Williams, to authorize the Executive Director to amend the contracts with Waste Management for waste disposal, as presented. The motion was adopted by a unanimous vote in favor.

For waste disposal services, SPSA issued RFP 02-23 for Solid Waste Hauling Services for Non-Municipal Waste Received at SPSA Transfer Stations by electronic vendor sourcing on the Virginia procurement forum eVA, as well as the SPSA website. There were no responses to this request for proposals. SPSA then reached out to MBI, the third-party contractor working with WIN/Wheelabrator to propose a plan for them to continue to haul waste from SPSA's transfer stations. Staff was able to negotiate an agreement with MBI at similar pricing as they were able to provide to WIN/Wheelabrator and a pricing sheet was included in the Board Agenda packet. The estimated annual cost for the contract is \$2,870,000 which is on target with what SPSA would have been paying WIN/Waste for hauling under the previous agreement. Ms. Preston commented that, given the circumstances, SPSA is in a very good position to continue working with a trusted partner that is familiar with SPSA's operations. Ms. Preston offered to answer any questions but there were none.

Mr. Leahy moved, seconded by Mr. McCoy, to authorize the Executive Director to award a contract to MBI for waste hauling, as presented. The motion was adopted by a unanimous vote in favor.

11. CLOSED SESSION

Chairman Baugh informed those present there was a closed session on the agenda for discussion about the WIN Waste contract to seek advice from counsel. Chairman Baugh announced that only Board Members, SPSA executive staff (Dennis Bagley, Tressa Preston, and Sandy Schreiber), and legal counsel (Brett Spain, Patrick Hanes and Brad Nowak for SPSA and Ellen Bergren for the City of Chesapeake) 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 the impact of the December 2022 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;

Mr. Broad moved, seconded by Mr. Sorey, to enter closed session, as presented. The motion was adopted by a unanimous roll call vote in favor by all voting members present as noted. The closed session began at 10:58 a.m.

Once back in open session at 11:25 a.m. both in person and electronically the following motion was read.

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. Keifer moved, seconded by Mr. Hansen, to certify the closed session, as presented. The motion was adopted by a unanimous roll call vote in favor by all voting members present as noted.

12. WRITTEN REPORTS

Chairman Baugh asked if there were any questions regarding the written Financial Report or the WIN Waste Report but there were none.

13. OTHER BUSINESS

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

14. ADJOURN MEETING

There being no further business to come before the Board of Directors, the regular meeting was adjourned at 11:27 a.m.



Dennis L. Bagley
Executive Director

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