

WESTERN WESTMORELAND MUNICIPAL AUTHORITY

SPECIAL MEETING – FEBRUARY 3, 2009

The Board of Directors of the Western Westmoreland Municipal Authority held a special meeting on Tuesday, February 3, 2009 at 5:30 P.M. in the Authority conference room, duly advertised, as required, and with the following persons in attendance:

1. Roll Call:

Board Members in Attendance:

Mr. Larry Chrzan	Mr. Charles Konkus	Mr. Anthony Marks
Mr. Robert Pioth	Mr. Sam Testa	Mr. Tim Watson

Mr. Dan Hall Arrived at 5:35 P.M.

Absent:

Ms. Pat Altman	Mr. Robert Zentner
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Others in Attendance:

Mr. John Campfield, Solicitor  
Mr. Thomas Lynch, Special Bond Counsel  
Mr. Kevin Fisher, General Manager  
Mrs. Johanna Wtorkowski, Assistant Secretary-Treasurer/Recording Secretary

- Mr. Pioth led the Pledge of Allegiance and moment of silence for troops overseas.
- Public Comments: None – There were no visitors in attendance.
- A motion was made by Mr. Testa, and seconded by Mr. Konkus, to approve Resolution No. 2009-01, to authorize the Board Chairman or Vice-Chairman to terminate the Authority's Interest Rate Swap Agreement with PNC, NA. Mr. Pioth asked if the Swap would be terminated as of February 3, 2009. Mr. Campfield stated that Mr. Lynch would explain the specifics regarding termination of the Swap. The motion passed unanimously. At this time, Mr. Hall joined the meeting. Mr. Campfield suggested that, given the wording of the Resolution, and the fact that Mr. Hall joined the meeting, a roll-call vote should be requested. A roll-call vote was requested.

Mr. Chrzan – yes	Mr. Hall – yes	Mr. Konkus – yes
Mr. Marks – yes	Mr. Pioth – yes	Mr. Testa – yes
Mr. Watson – yes		

The motion passed, 7-0.

Mr. Lynch explained that he spoke with Mr. Richard Pierce, who is PNC's manager of swaps. Mr. Lynch informed Mr. Pierce of the Authority's intent to terminate the swap. This resolution gives the authority to terminate the swap provided that the current value is more than

\$50,000.00. The value as of February 2, 2009 was \$63,208.00, rounded up. The value that the Authority will receive is equal to the value as of February 4, 2009. Mr. Lynch estimates this amount to be approximately \$65,000.00. Mr. Lynch stated that he will hand-deliver the resolution to PNC Bank tomorrow. PNC will waive the five-day waiting requirement, and will terminate the swap as of February 4, 2009, and provide those monies to an Authority account within two business days, meaning that the Authority will have the money on Friday. Mr. Pioth asked how much of the stated value the Authority would receive. Mr. Lynch stated that the Authority would receive all of the stated value, because PNC does not charge any fees for the termination. Mr. Lynch stated that his fees should total \$500.00. Mr. Marks asked if fees were paid up front when the swap agreement was signed. Mr. Lynch explained that fees were paid, but not by the Authority. Mr. Pioth asked if any further action was required regarding the resolution. Mr. Campfield stated that the copies needed to be signed.

5. Mr. Fisher reported that, during a recent boiler inspection, it was discovered that the heat exchanger No. 2 was leaking. Mr. Fisher stated that he obtained a price of \$17,900.00 to repair the heat exchanger. Mr. Fisher advised against repairing the unit at this time, due to the anticipated plant upgrades. Mr. Fisher stated that the PaDEP should be made aware that the Authority will not repair the heat exchanger No. 2; that the heat exchanger No. 1 was recently overhauled and is in good working condition; that the heat exchanger No. 2 can be used for spare parts for Unit No. 1; and the Authority is currently in the process of putting out a request for proposal for plant upgrade design. A motion was made by Mr. Hall, and seconded by Mr. Testa to authorize Mr. Fisher to notify the PaDEP of the situation regarding the heat exchanger. The motion passed unanimously.

6. Board Member Comments – None

Mr. Campfield stated that a conference has been scheduled by Judge Gary Caruso for February 25, 2009, regarding the Trafford complaint.

Mr. Pioth extended to Mr. Lynch an invitation to submit to the Board a proposal for Bond Counsel services.

7. There was no executive session.

Mr. Fisher stated that a pre-engineering proposal meeting has been scheduled for Thursday, February 5, 2009, at 9:00 A.M. Mr. Fisher explained that he will receive sealed bids, which will be opened on Friday, February 13, 2009, at 9:00 A.M. Each Board Member will receive a sealed copy of the bids for their review.

8. A motion to adjourn the meeting was made by Mr. Hall, and seconded by Mr. Chrzan. The motion carried unanimously. The time was 5:55 P.M.

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Anthony Marks  
Secretary