

Clarksburg Sanitary Board
Special Meeting
May 30, 2025

The Sanitary Board met in a **SPECIAL MEETING** on May 30 at 11 AM to consider the asset purchase agreement for the acquisition of the Summit Park PSD sewer utility.

MEMBERS PRESENT:

Tiffany Fell, Chairman
Frank Ferrari, Board Member

ALSO PRESENT:

Tim Stranko, Sanitary Board Attorney
Drew Eddy, Superintendent – WWTP
Jason Lane, City Engineer
Kelly Cross, Recording Secretary
Will Hyman, City Council Representative
Jerry Riffle, City Councilman
Larry Yoders, Public Works Superintendent

With roll call taken upon arrival, Tiffany Fell, Chairman, called the meeting to order.

The following issues were raised by the Directors and discussed with the Clarksburg Sanitary Board (CSB):

- 1) What impact will the acquisition have on the fiscal condition of Clarksburg Sanitary Board?

Staff estimates that CSB will realize approximately a net gain of \$228,000 in operating revenue with the acquisition.

- 2) Will CSB assume the Summit Park PSD debt/liabilities?

Yes, the PSD debt would be transferred to CSB with the acquisition. Staff finds that the debt is less than \$200K, and is considering recommending liquidation of the debt upon acquisition.

- 3) Will Clarksburg Water Board assist CSB with water consumption data and the associated billing of the new customers?

Yes.

- 4) Will CSB add Summit Park PSD employees after the merger?

No

- 5) What other benefits will be realized by the proposed combination?

CSB will spread its fixed costs over a larger customer base, thus lowering the share of fixed costs to be paid by each CSB customer.

CSB Staff will improve customer service and watershed protection by its professional and dedicated workforce. CSB will improve the collection system to the operational benefit of its downstream facilities, particularly including the WWTP.

- 6) Is there action by City Council required to approve the proposed combination?

No. WV Code 16-13-1 (a)(1) and (2) give CSB the power to acquire (within 20 miles of City limits) sewage collection systems such as the one owned by Summit Park PSD. Because there is no financing contemplated in this transaction, CSB has the unilateral power to make the asset purchase agreement (WV Code 16-13-3).

Because CSB intends to assign its existing Tariff Schedule 2 (direct service outside corporate limits) to former Summit Park customers, no tariff change ordinance is required of City Council.

- 7) What is the approval process to realize the proposed combination?
(WV Code 16-13A-18a)

- a. CSB approval (completed 30 May)
- b. Duly noticed Summit Park PSD public hearing; Approval vote by Summit Park PSD Board (scheduled 16 June)
- c. Duly noticed County Commission hearing/vote (schedule TBD)
- d. Submission to West Virginia PSC for formal case approval/ PSC proceedings (TBD)
- e. West Virginia PSC Final Order

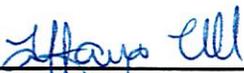
- 8) What risks may the proposed combination present to the City?

None. CSB has adequate fiscal and operational strength to make this a successful and seamless combination.

CONSIDERATION TO ENTER INTO AN ASSET PURCHASE AGREEMENT WITH SUMMIT PARK PSD

MOTION to APPROVE TO ENTER INTO AN ASSET PURCHASE AGREEMENT WITH SUMMIT PARK PSD was made by Frank Ferrari and **SECONDED** by Tiffany Fell and **UNANIMOUSLY APPROVED**.

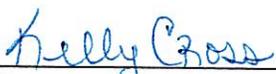
There being no further business to come before the Board, **MOTION** by Frank Ferrari, **SECONDED** by Tiffany Fell and **UNANIMOUSLY APPROVED** for adjournment of the meeting.



Tiffany Fell, Chairman



Frank Ferrari, Board Member



Approved