

**MINUTES
REGULAR MEETING
FAIRFIELD JOINT WATER AND SEWER SYSTEM COMMISSION
NOVEMBER 25, 2019**

Present: Don Wood, Neil Robinson, Jason Taylor, Kyle Crager, Commissioners.

Absent: Roger A. Gaddy.

Others Present: C. D. Rhodes, Patti L. Davis, Ty Davenport, Chris Clauson, Laura Johnson, Lisa Muzekari, Brad Sanderson.

In accordance with the South Carolina Code of Laws, 1976, Section 30-4-80 (e), as amended, the following persons and/or organizations have been notified of the time, date and location of this meeting: The Independent Voice of Blythewood and Fairfield, The Country Chronicle and one hundred thirty one other individuals.

1. CALL TO ORDER

In Chairman Gaddy's absence, Vice-Chairman Robinson called the Regular Meeting to order at 5:00 p.m.

2. APPROVAL OF AGENDA

Motion made by Commissioner Taylor, properly seconded by Commissioner Crager, to approve the agenda. ***The motion carried unanimously 4-0.***

3. APPROVAL OF MINUTES

Motion made by Commissioner Crager, properly seconded by Commissioner Taylor, to approve the minutes of October 30, 2019. ***The motion carried unanimously 4-0.***

4. Territorial Maps and Planning Update - Chris Clauson

Mr. Clauson stated the engineers will be sharing further information on the territorial maps. There have been further discussions with the Town of Winnsboro, and they were amenable to the previous proposal. There have been preliminary discussions with Town of Ridgeway, and the plan is to meet after Thanksgiving to discuss the next steps, including bringing the matter before the Ridgeway Council. There have also been discussions with Mr. Gregory Sprouse and the Planning Advisory Committee, which will be further

discussed by the engineers. The plan will be discussed preliminarily at the January meeting with a follow up meeting potentially in February.

5. Engineering Update - Lisa Muzekari

Ms. Muzekari provided an update on the Syrup Mill property. Phase I has been completed and came back clean with no recognizable conditions that would affect the property onsite or offsite. The wetlands assessment has been completed with the final report to come. Threatened and endangered species assessment has been completed with no findings. The Geo-Tech will begin in December. Late last week the waste load allocation was received from DHEC for the proposed plant being located at the Syrup Mill property. Proposed limits were received for both 2 MGD and 4 MGD with no major changes further upstream on Big Cedar Creek. Fred Sororian, Process Engineer, and Jeff deBessonnet, who is also a part of the team, will review the waste load allocation and provide feedback. With the proposed limits in the waste load allocation, there would be no process changes needed to the proposed plan as included in the draft engineering report. Commissioner Taylor inquired of the percentage of wetlands. Per Mr. Sanderson, the report has not been received yet. Ms. Muzekari stated the creek is the northern boundary, so preliminary plant layout was closer to the stream and staying off that area thinking it may be an issue.

6. Resolution 2019-01: Procurement Policy - C. D. Rhodes

Per Mr. Rhodes, the draft procurement policy was discussed at the last meeting. The suggested changes have been worked into the final document. If the changes are satisfactory to the Commission, this document can be adopted tonight. Motion made by Commissioner Crager, properly seconded by Commissioner Taylor, to adopt Resolution 2019-01. ***Motion carried unanimously 4-0.***

7. Financial Adviser - C. D. Rhodes

Per Mr. Rhodes, information was handed out from two firms who work in South Carolina. Information from a third firm can be sent out prior to the next scheduled meeting. The two firms who submitted information include Stifel (Brent Robertson) and First Tryon (Walter Goldsmith/David Cheatwood). Brent Robertson with Stifel has previously performed work for Fairfield County and is very familiar with the County finances. He has also performed a lot of utility work and other work in South Carolina. He is perfectly capable and would be more than willing to serve as the Joint System's financial adviser.

The second firm is First Tryon Advisers. Mr. Rhodes has worked with this firm, and they represent utilities all over the state in very complex planning and financial/bond issuance matters. They perform a lot of work pertaining to financial planning, capital improvement and capital acquisition modeling for utilities. As we discussed before, the cost of the wastewater treatment plant and any of the connecting lines will be more than any single source of funds can meet. To the extent that the Joint System, through its membership, pays for what may be a significant percentage of the cost of the plant along with the assistance of the State of South Carolina, it will be a matter of cobbling together a number of different sources of funds to make this happen. The County is limited to being able to use its own internally generated funds to issue bonds; however, a Joint System can use contributions from its members in many different ways. There will be many options as to how bonds will be issued to pay for a portion of the plant. All of these considerations come along with financial assumptions. The County may be able to borrow money at a lower rate than the Joint System. There may also be ways the Joint System can borrow money that the County or Town would not be able to do. There are many different permutations to this, and ultimately a professional is needed who can help model this and who is helping utilities frequently go to the market to borrow money. They will be able to tell us which entity would get the best rate, what kind of terms to look at, and finally, what can be expected from the markets. Once all this information is gathered, we can then go back to the State to say this is what the Joint System can do and this is what is needed from the State. Getting a financial adviser is essential to getting to this point. The two firms presented tonight are exceptionally well qualified, and Mr. Rhodes would be comfortable with either firm. If possible, he would like to get a third option. Therefore, he proposes the firms be brought in, at some point in time, for an opportunity to inform the Commission what they can do and to also answer any questions the Commission may have. Based on this information, the Commission can then make the decision as to which firm to retain. As the rate study is completed and potential wholesale/retail customers are identified, we will be quickly getting to the point where numbers will be coming in that a financial adviser will be needed to assist in synthesizing those into what can be potentially borrowed. Mr. Rhodes asked the Commission to look over the proposals given out tonight, and he will get a third distributed soon.

8. FOIA Policy - C. D. Rhodes

Per Mr. Rhodes, a draft FOIA Policy was distributed to the Commission. This is the next logical step for needed policies. Transparency is important, and it is a constant consideration that local government has to face. It is very

important to have a policy that directs the staff on exactly how to handle FOIA matters. It is important that a policy be established by the Commission to both support the spirit and the letter of FOIA. It also is required that every local government adopt a fee schedule for FOIA. The draft policy is a standard policy and generally works well. Some key differences include the fact that the Commission does not currently have staff, and it is dependent upon the County to provide the secretary, to schedule meetings and to stay in contact with the commissioners. The system also does not have anyone to respond to FOIA requests. The way the policy is written, the County bears a lot of this burden, and we can discuss how that needs to work. It will be important that FOIA requests be sent to a specific individual if at all possible so they are efficiently routed. Right now, these requests would go to Patti. We do recognize at this time the County provides the most assistance. Therefore, to the extent that costs are recouped, they should be retained by the County rather than the system retaining those costs. Mr. Rhodes proposed for the Commission to peruse the document and route any questions to him via email. It can then be discussed further at the next meeting, and we may be in a position to adopt this by Resolution at that time.

9. EXECUTIVE SESSION (The following statement is provided in compliance with the South Carolina Freedom of Information Act: Subsequent to Executive Session, Commission may take action on matters discussed in Executive Session.)

A. Receipt of Legal Advice Regarding 208 Plan Amendments and Supporting Resolutions

At 5:21 p.m., motion made by Commissioner Taylor, properly seconded by Commissioner Crager, to enter into executive session. ***The motion carried unanimously 4-0.***

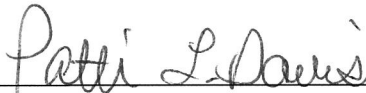
At 6:20 p.m., motion made by Commissioner Crager, properly seconded by Commissioner Wood, to come out of executive session and return to open session. ***The motion carried unanimously 4-0.***

Motion made by Commissioner Crager, properly seconded by Commissioner Taylor, for County staff to extend an offer to the Town of Ridgeway to join the Joint Service Authority, and if unsuccessful, at a minimum for them to relinquish part of their 208 service area to the Joint System. ***Motion carried unanimously 4-0.***

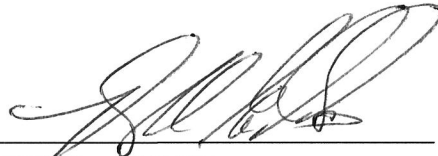
Discussion ensued concerning the next meeting date. Per Mr. Rhodes, a meeting needs to be held well in advance of the EPAC Committee which is on January 15, but it also needs to be after the December 12 Ridgeway meeting. It was decided the Regular Meeting would be scheduled for December 18, 2019, at 5:00 p.m. with a subsequent meeting scheduled for January 14, 2020, at 5:00 p.m.

10 ADJOURNMENT

At 6:25 p.m., the Regular Meeting was adjourned by motion of Commissioner Taylor, properly seconded by Commissioner Crager. ***The motion carried unanimously 4-0.***



PATTI L. DAVIS
SECRETARY



ROGER A. GADDY
CHAIRMAN