

**WEDNESDAY, FEBRUARY 20, 2013:**

The Adams County Board of Commissioners met this date in regularly scheduled session at 1:06 p.m. in the Ceremonial Courtroom with Board Chairman Randy L. Phiel Presiding. The following were in attendance: Commissioners James E. Martin and Marty Karsteter Qually; John Hartzell, Solicitor; Albert Penksa, County Manager; Steve Renner, County Controller; Judge Robert Bigham; President Judge Michael George; Judge Thomas Campbell; Sue Cohick, Children & Youth Administrator; Nick Colonna, Planning Director; John Eline, Emergency Services Director; Larry Martick, Conservation District Manager; Daryl Crum, Tax Services Director; Don Fennimore, Court Administrator; Beth Cissel, Deputy Controller; Melissa Devlin, Finance Director; Michele Miller, Human Resources Director; County Employees: Several Court Staff; Anne Thomas, Planning Department; Jill Kuhn, Administrative Assistant; County Citizens: Bill Hanne, Robin Fitzpatrick – ACEDC, Scott Pitzer, Bob Jackson, Jim Behm and Stan Clark; News Reporters: Jarrad Hedes, *The Gettysburg Times*, and Craig Paskoski, *Hanover Evening Sun* and Chief Clerk Paula Neiman.

**Pledge of Allegiance**

**Minutes:**

Mr. Martin moved, seconded by Mr. Qually to approve the Minutes of the February 6, 2013 Commissioners' Meeting as presented.

Motion carried.

**Proclamations:**

Mr. Qually moved, seconded by Mr. Martin to approve and proclaim **Court Reporting & Captioning Week February 17-23, 2013** – in Adams County. President Judge George recognized the court reporters for their dedicated work.

Motion carried.

**Water Resources Advisory Committee (WRAC):**

Bill Hanne, WRAC Chairman – presented a brief summary of the committees' activities to the Board of Commissioners.

**Public Comment:**

There was no Public Comment addressed to the Board at this time.

**Commissioners:**

- With recommendation by Albert Penksa, County Manager, Mr. Martin moved, seconded by Mr. Qually to authorize the Board of Commissioners to sign Resolution No. 2 of 2013 expressing the intention of the County to guarantee debt for Industrial Development in support of the Adams County Industrial Development Authority Gettysburg Station Project. Robin Fitzpatrick, Director Adams County Economic Development Corp. provided an overview of the project.

RESOLUTION  
Number 2 of 2013

A RESOLUTION  
OF THE BOARD OF COMMISSIONERS OF THE COUNTY OF ADAMS,  
COMMONWEALTH OF PENNSYLVANIA (THE "COUNTY"),  
EXPRESSING THE INTENTION OF THE COUNTY TO GUARANTY DEBT  
TO BE ISSUED BY A CERTAIN AUTHORITY FOR THE PURPOSE OF  
FUNDING A PORTION OF THE COST OF A CERTAIN CAPITAL  
PROJECT, AND SUCH DEBT TO BE INCURRED AS LEASE RENTAL  
DEBT IN ACCORDANCE WITH THE LOCAL GOVERNMENT UNIT DEBT  
ACT; AUTHORIZING AND DIRECTING OFFICIALS OF THE COUNTY

TOGETHER WITH THE COUNTY SOLICITOR, NOTE COUNSEL AND THE FINANCIAL ADVISOR HEREBY APPOINTED BY THE COUNTY TO DO AND TO TAKE CERTAIN ACTION PREPARATORY TO AND IN FURTHERANCE OF THE ISSUANCE OF SUCH DEBT, AND RESCINDING PRIOR INCONSISTENT RESOLUTIONS.

**WHEREAS**, the County of Adams ("County"), Commonwealth of Pennsylvania, is a political subdivision of the Commonwealth of Pennsylvania ("Commonwealth"), organized and existing under the laws thereof, and is a Local Government Unit, as defined in the Local Government Unit Debt Act ("Debt Act"), 53 Pa.C.S. § 8001 *et seq.*, as amended and supplemented, which Debt Act sets forth the procedures for issuing debt to finance capital projects; and

**WHEREAS**, the Adams County Industrial Development Authority ("Authority"), is a public instrumentality and a body politic and corporate organized and existing under the laws of the Commonwealth, having been duly organized by the County, pursuant to the provisions of the Act of August 23, 1967, P.L. 251, of the Commonwealth, as amended and supplemented, known as the Economic Development Financing Law ("Act"); and

**WHEREAS**, the Act specifies, *inter alia*, that the purpose of the Authority shall be for "acquiring, holding, constructing, improving, maintaining, owning, financing and leasing, either in the capacity of lessor or lessee, projects, which include 'public facilities,' including facilities owned or leased by a municipality...which serves a public purpose"; and

**WHEREAS**, in furtherance of its statutory purpose, the Authority, with the consent of the County, has determined to undertake a project ("Gettysburg Station Project" or "Project") consisting of the acquisition of real property located within the Borough of Gettysburg, Pennsylvania, which real property has industrial structures and buildings that are significantly deteriorated and unfit for present-day industrial or commercial development; and

**WHEREAS**, The Authority heretofore has requested from certain banking institutions a loan in the maximum principal amount of \$1,750,000, or so much thereof as may hereafter be advanced to the Authority; and

**WHEREAS**, Susquehanna Bank ("Bank") has submitted to the Authority a proposal for a loan in the principal amount of \$1,750,000 ("Proposal") for the purpose of financing a portion of the costs of the Gettysburg Station Project, which Proposal the Authority Board approved on February 14, 2013; and

**WHEREAS**, as a condition of the Proposal, the Bank requires that the County, acting in accordance with the applicable provisions of the Debt Act, guaranty the full payment of the principal of and accrued interest on the Note issued by the Authority to the Bank; and

**WHEREAS**, The County has agreed to guaranty the Note and has determined to incur lease rental debt in accordance with the Debt Act by undertaking to guaranty debt ("County Guaranty") to be issued by the Authority for the purpose of funding the Local Share portion of the cost of the Gettysburg Station Project, which undertaking constitutes a "project" as such term is defined in the Debt Act; and

**WHEREAS**, The Authority and the Bank will enter into a Loan Agreement ("Loan Agreement"), which will provide, *inter alia*, that the Bank loan the Note proceeds to the Authority and that the Authority covenants to: (1) pay to the Bank or its assigns certain loan payments in an amount sufficient to make debt service payments on the Note when due; (2) undertake to complete the Gettysburg Station Project; and (3) meet all other covenants imposed upon the Authority under the Loan Agreement; and

**WHEREAS**, the Note will be additionally secured by the County Guaranty; and

**WHEREAS**, The Governing Body of the County by this Resolution desires to appoint Eckert Seamans Cherin & Mellott, LLC as note counsel with respect to matters relating to the Gettysburg Station Project and the issuance County Guaranty to secure the finance for the Gettysburg Station Project and further, to direct Susquehanna Group Advisors Inc., the County's financial advisor, to assist the County and the Authority in this undertaking; and

**WHEREAS**, the Governing Body of the County desires the County administration, the County Solicitor, note counsel, financial advisor and the Authority, and its solicitor, to prepare certain documents required by law or by custom, and as are otherwise deemed necessary and appropriate, for the Authority to undertake the issuance of the Note for the purpose of financing the Gettysburg Station Project; and

**WHEREAS**, the County desires to take all necessary action authorizing the approval, execution, attestation and delivery by the appropriate officials

thereof of all documents, certificates and instruments required in connection with the Gettysburg Station Project and the financing thereof, including, but not limited to, the Proposal, the Debt Ordinance, and related documents collectively constituting the debt proceedings for approval by the Pennsylvania Department of Community and Economic Development (the "Department") pursuant to the Debt Act, and the Loan Agreement, and to take any and all other necessary or appropriate action to carry out the undertaking of the Gettysburg Station Project, the financing thereof and the intent of this Resolution, and ratifying and confirming prior action taken by County officers and officials in furtherance of the Gettysburg Station Project and the financing thereof.

**NOW THEREFORE, BE IT RESOLVED** by the Board of Commissioners of the County of Adams, Commonwealth of Pennsylvania, as follows:

1. The foregoing recitals to this Resolution are incorporated herein and made a part hereof. The Gettysburg Station Project, or so much thereof as hereafter specifically authorized, and the financing of the Gettysburg Station Project are approved for action as set forth in this Resolution and in accordance with applicable federal and state law. It is the intent of the County and the Authority to undertake the Gettysburg Station Project and the financing thereof by the issuance of the Note by the Authority and the guaranty thereof by the County.

2. The County hereby appoints Eckert Seamans Cherin & Mellott, LLC, Harrisburg, Pennsylvania as special counsel for the Gettysburg Station Project and as note counsel with respect to the issuance of the Note (hereinafter, "note counsel"). Note counsel shall review all documents prepared by others relating to the Gettysburg Station Project and the issuance of the Note for compliance with applicable law. Note counsel shall prepare those documents usual and customary for note counsel to prepare as well as any other documents necessary to complete the financing of the Gettysburg Station Project, or as otherwise requested hereafter by the County or another party to the Gettysburg Station Project or the financing thereof. Further, the County directs the financial advisor to assist the County and the Authority in undertaking and completing the Gettysburg Station Project.

3. The County determines that it shall guaranty the debt service on the Note. County officials and the Authority, acting through the County Administrator, the County solicitor, and other persons and entities, whether employed or retained by the County, shall assist the solicitor, and note counsel in the preparation of a financing plan for the Gettysburg Station Project and the documentation required by the Debt Act in order for the County to incur lease rental debt and issue its guaranty of the Note. Solicitor and note counsel shall report, either directly or through the Chief Clerk of the County on the status of the financing plan to the Board of Commissioners of the County no less often than monthly. Reporting required hereby shall be in such manner as the Chief Clerk of the County shall deem appropriate.

4. The authorization granted in this Resolution shall include authorization to prepare such financial and legal documents necessary and proper under federal and state law and customary in issuing taxable debt.

5. County officials shall provide solicitor and note counsel all necessary information appropriate to planning and development of the Gettysburg Station Project and the financing thereof, including financial and statistical data necessary for them to prepare presentations and reports.

6. County officials, County Solicitor and note counsel are authorized and directed to take such action as is necessary and proper to fulfill the obligations imposed thereon by this Resolution subject at all times to ratification by the Board of Commissioners of the County.

**DULY ADOPTED** this 20th day of February 2013.

**ATTEST**

By: \_\_\_\_\_/s/\_\_\_\_\_  
Paula V. Neiman, Chief Clerk

**ADAMS COUNTY COMMISSIONERS**

By: \_\_\_\_\_/s/\_\_\_\_\_  
Randy L. Phiel, Chairman

By: \_\_\_\_\_/s/\_\_\_\_\_  
James E. Martin, Vice-Chairman

By: \_\_\_\_\_/s/\_\_\_\_\_  
Marty Karsteter Qually, Commissioner

Motion carried.

### Belmont Road Bridge:

With recommendation from William Cameron, P.E., Bridge Engineer, Mr. Qually moved, seconded by Mr. Martin to approve the following Contract Change Orders for Adams County Bridge No. 124, T-348 (Belmont Road) over CSX Transportation Railroad:

- Change Order No. 2 – Additional waterproofing at abutments as requested by PennDOT
- Change Order No. 3 – Toe Wall at Abutment 1 Wing A as requested by CSX Transportation, Inc.
- Change Order No. 4 – Slope protection along Storm property
- Change Order No. 5 – Adjustment to total contract price through period ending January 18, 2013

Motion carried.

### **Tax Services:**

With recommendation from Darryl Crum, Tax Services Director, Mr. Martin moved, seconded by Mr. Qually to approve the personal tax exemption requests for the following who have met the guidelines:

- Cumberland Township Residents – George I. Nelson, III; Loretta Fritz; Mary J. Lambert; Ethel V. Ditzler
- Oxford Township Residents – Agertha Holloway; Jane H. Flory; Marlene Donsen; Vera Sites; Constance Milhimes

Motion carried.

### **Emergency Services:**

With recommendation from John Eline, Director, to approve and sign the following:

- Mr. Qually moved, seconded by Mr. Martin to enter into a 9-1-1 Inter-County Call Handling Agreement with Cumberland County.

Motion carried.

- Mr. Martin moved, seconded by Mr. Qually to sign the Emergency Management Performance Grant for the federal fiscal year of 2013 which provides a 50% reimbursement of the Directors and Administrative Assistant salary and benefits.

Motion carried.

### **Planning Commission:**

With recommendation from Anne Thomas, Grants Coordinator, Mr. Qually moved, seconded by Mr. Martin to approve and sign the following 2012 Community Development Block Grant Subrecipient Agreements:

- York Springs Municipal Authority – Water System Improvements \$28,196; Possum Valley – Aspers Water System Improvements \$97,633; Tyrone Township – Heidlersburg LMI Sewer Hookup Project \$68,400; SCCAP Food Services Development \$12,000 and Adams County Arts Council Scholarships \$20,000.

Motion carried.

### **Children & Youth Services:**

With recommendation from Sue Cohick, Administrator, Mr. Martin moved, seconded by Mr. Qually to approve and sign the following:

Purchase of Service Agreements:

2012-2013 – see Agreement for Per Diems:

- Bethany Home; Catholic Charities; Children’s Home of York; Cornell Abraxas Group; DIAKON Lutheran Social Ministries; Drug & Alcohol; George Junior Republic in Pennsylvania; Glen Mills Schools; NHS Pennsylvania; NHS YouthServices; Outside In School of Experiential Education; PA Child Corporation; Pinkney’s Vineyard of Faith Ministries; Youth Educational Services; Youth Services Agency of Pennsylvania

2012-2013 Contract Amendment – see Agreement for Per Diems:

- Children’s Advocacy Center; Hempfield Behavioral Health PEACE Program

2011-2012 Contracts & Amendments – see Agreement for Per Diems:

- Perseus House, Inc.; Devereux Foundation; Family Care Services; Vision Quest

Letter of Agreement:

- Between Children & Youth Services and York County Human Services for fiscal year 2012-2013 for the CASSP Program.

Motion carried.

**Personnel Report:**

Mr. Qually moved, seconded by Mr. Martin to approve the following personnel actions:

Register & Recorder:

Recommendation from Register & Recorder Linda Myers to approve the employment of Kelly Grammer, Deputy Clerk, effective February 19, 2013.

Sheriff:

Recommendation from Sheriff Jim Muller to approve the employment of Douglas Fishel and Carl Boyer, Part time Deputy Sheriff, effective February 25, 2013.

Emergency Services:

Recommendation from John Eline, Director, to approve the employment of four (4) part time Telecommunicators – Kyle Harne; Robert Brown; Stacie Weaver; Felicity Zinn, effective March 6, 2013.

District Attorney:

Note the transfer of Megan Zei from the Law Clerk position to Assistant District Attorney, effective March 11, 2013.

Separation of Employment:

- Carole Byers, Records Manager, Adams County Adult Correctional Complex, effective February 22, 2013
- Jade Scholl, Caseworker II, effective February 7, 2013
- Shannan Sanders, Accounting Clerk II, Domestic Relations Department, effective February 15, 2013

Motion carried.

**Finance:**

Liquid Fuels:

Mr. Martin moved, seconded by Mr. Qually to approve and sign the Report of Adams County Liquid Fuels Tax Fund for Year 2011 and for the Act 44 Liquid Fuels Fund for Year 2011 for submission to the PA Department of Transportation, Bureau of Municipal Services.

Motion carried.

**Expenditures:**

Mr. Qually moved, seconded by Mr. Martin to approve the following expenditures for the period February 4, 2013 through February 15, 2013:

General Fund	\$ 1,109,531.44
911 Fund	\$ 6,557.12
Children & Youth Services	\$ 180,756.96
HazMAT Fund	\$ 105.15
Law Enforcement	\$ 40.00
HOME Grant	\$ 44.00
Ag Land Funds	\$ 123,627.01
Capital Project GO Note 09	\$ 2,250.00
Commissary Fund	\$ 2,297.49

Motion carried.

**Other Business:**

There was no Other Business brought before the Board at this time.

**Salary Board Meeting:**

The Salary Board Meeting will be held following the Commissioners Meeting.

**Adjournment:**

Mr. Martin moved, seconded by Mr. Qually to adjourn the Commissioners Meeting at 9:50 a.m. this date.

Motion carried.

Respectfully submitted,

Paula V. Neiman  
Chief Clerk