

**IN THE COURT OF COMMON PLEAS OF ALLEGHENY COUNTY, PENNSYLVANIA
CIVIL DIVISION**

CLAIRTON MUNICIPAL AUTHORITY
1 North State Street
Clairton, PA 15025,

JAMES CERQUA,

DOUG OZVATH,

Plaintiffs,

vs.

CITY OF CLAIRTON
551 Ravensburg Boulevard
Clairton, PA 15025,

Defendant.

Civil Action

No: GD-

Type of Pleading:

**Action for Declaratory Judgment and
Injunctive Relief**

Filed on Behalf of Plaintiffs,
Clairton Municipal Authority, James
Cerqua, and Doug Ozvath

Counsel of Record:

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*Counsel for Plaintiffs
Clairton Municipal Authority, James
Cerqua, and Doug Ozvath*

**IN THE COURT OF COMMON PLEAS OF ALLEGHENY COUNTY, PENNSYLVANIA
CIVIL DIVISION**

CLAIRTON MUNICIPAL AUTHORITY,)	Civil Action
JAMES CERQUA, DOUG OZVATH,)	
)	No: GD-
Plaintiffs,)	
vs.)	
)	
CITY OF CLAIRTON)	
)	
Defendant.)	

NOTICE TO DEFEND

YOU HAVE BEEN SUED IN COURT. If you wish to defend against the claims set forth in the following pages, you must take action within twenty (20) days after this complaint and notice are served, by entering a written appearance personally or by attorney and filing in writing with the court your defenses or objections to the claims set forth against you. You are warned that if you fail to do so the case may proceed without you and a judgment may be entered against you by the court without further notice for any money claimed in the complaint or for any other claim or relief requested by the plaintiff. You may lose money or property or other rights important to you.

YOU SHOULD TAKE THIS PAPER TO YOUR LAWYER AT ONCE. IF YOU DO NOT HAVE A LAWYER, GO TO OR TELEPHONE THE OFFICE SET FORTH BELOW. THIS OFFICE CAN PROVIDE YOU WITH INFORMATION ABOUT HIRING A LAWYER. IF YOU CANNOT AFFORD TO HIRE A LAWYER, THESE OFFICES MAY BE ABLE TO PROVIDE YOU WITH INFORMATION ABOUT AGENCIES THAT MAY OFFER LEGAL SERVICES TO ELIGIBLE PERSONS AT A REDUCED FEE OR NO FEE:

Lawyer Referral Service
Allegheny County Bar Association
11th Floor Koppers Building
436 Seventh Avenue
Pittsburgh, Pennsylvania 15219
(Tel): 412-261-5555

/s/Gary J. Matta
Gary J. Matta, Esquire
Joseph R. Dalfonso, Esquire

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CLAIRTON MUNICIPAL AUTHORITY,)	Civil Action
JAMES CERQUA, DOUG OZVATH,)	
)	No: GD-
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vs.)	
)	
CITY OF CLAIRTON)	
)	
Defendant.)	

ACTION FOR DECLARATORY JUDGMENT

AND NOW, comes the Plaintiffs, Clairton Municipal Authority, James Cerqua, and Doug Ozvath, by and through its undersigned counsel and files this instance Action for Declaratory Judgment as follows:

Preliminary Statement

1. This is an action brought by Plaintiffs against Defendant, City of Clairton, seeking to have this Honorable Court determine the validity of the Defendant's Ordinance, Number 1957, (hereinafter "Ordinance 1957") and render a judgment declaring such Ordinance invalid and in violation of Pennsylvania's Sunshine Act. A true and correct copy of Ordinance 1957 is attached hereto as "Exhibit A", and a true and correct copy of the Defendant's November 10, 2020 Agenda is attached hereto as "Exhibit B".

2. Plaintiffs submit that Ordinance 1957 is in violation of Pennsylvania's Sunshine Act, and therefore must be declared invalid as a matter of law, because it was improperly passed by Defendant at the November 10, 2020 Council Meeting. Defendant failed in providing the public at large, including Plaintiffs, Doug Ozvath and James Cerqua, the ability to fully participate in the meeting and to provide comment before any decision and/or vote was made on Ordinance 1957.

3. More specifically, Defendant violated the Sunshine Act in mandating that anyone who was not permitted to attend the Council Meeting live¹ by dialing into a conference call line which required a fee, to listen, participate, or speak at the Council Meeting. Simply put, the Sunshine Act does not permit any agency to charge residents to attend a public meeting. Section 702(a) declares that "the right of the public to be present at all meetings of agencies ... is vital to ... the democratic process." There is no room in that section (or any other section of the Sunshine Act) for an agency to charge a fee, no matter how small, and Ordinance 1957 must be declared invalid as it was passed through this illegal mandate in requiring the use of technology that charged a monetary amount to participate in the Council Meeting.

4. Second, for those individuals, including Plaintiff Doug Ozvath, that did participate via conference call, the Defendant provided a faulty line where the audio quality was extremely poor and lacking, and individuals could not hear council members or the public speak. Multiple public citizens expressed their inability to hear the discussions and deliberations during the meeting via the conference call line, and the Defendant did not remedy this problem – but instead pushed a vote on this Ordinance forward; fully knowing that it was a popular topic with varying disputed views. Providing an alternative means that did not provide the public at large a sufficient – let alone complete and full – ability to hear the Ordinance being presented and/or any public comments or deliberations goes directly against the entire purpose of the Sunshine Act. It would be akin to the members of an agency meeting in public but then having the public not be able to hear the discussions and/or deliberations of agency business.

¹ Plaintiffs acknowledge that public agencies need to take necessary precautions in potentially limiting the number of individuals that attend an indoor event, in this case, a Council Meeting, and Plaintiffs are not suggesting that the Sunshine Act was violated because individuals should have been allowed to attend in person. Whereas, Plaintiffs' issues are that Defendant violated the Sunshine Act by not offering an effective alternative means to participate at the Council Meeting that was in compliance with the Sunshine Act.

5. Each of these individual reasons above is why Plaintiffs' declaration action must be granted. Accordingly, Plaintiffs respectfully request that this Honorable Court declare that the November 10, 2020 Council Meeting was in direct violation of Pennsylvania's Sunshine Act, and as a result, hold that the enactment of Ordinance 1957, the appointment of RBC Capital as Sell-Side Advisor and all other matters voted upon as invalid.

6. Notably, the Plaintiffs' Action for Declaratory Judgment is not asking the Court to declare Ordinance 1957 invalid, whereas all Plaintiffs are requesting is that this Honorable Court hold that the meeting was in violation of Pennsylvania Sunshine's Act and as a result the Defendant's must redo this vote, including all of the necessary notice requirements, and have the vote on Ordinance 1957 and appointment of RBC Capital, LLC at a subsequent Council Meeting that fully complies and satisfies the mandates set forth in Pennsylvania's Sunshine Act; namely that the Defendant does require any individual to participate via the conference call which a fee to do so is necessary and provide an audio line where anyone dialing in can be able to hear the motion, deliberations, comments, and corresponding vote.

Parties

7. Plaintiff, Clairton Municipal Authority, is a Municipal Authority organized and operated under the law of the Commonwealth of Pennsylvania, with its administrative offices located at 1 North State Street, Clairton, Pennsylvania, 15025 (hereinafter referred to as "Plaintiff"). Its Board of Directors are all residents of the City of Clairton appointed by Mayor and Council of the City.

8. Plaintiff, James Cerqua, is an adult individual residing at 302 Nth. 4th Street, Clairton, Pennsylvania 15025.

9. Plaintiff, Doug Ozvath, is an adult individual residing at 231 Pennsylvania Avenue, Clairton, Pennsylvania 15025.

10. Defendant, City of Clairton, is a Pennsylvania Municipality, with its offices located at 551 Ravensburg Boulevard, Clairton, Pennsylvania 15025 (hereinafter referred to as “Defendant”).

Jurisdiction and Venue

11. This Court has jurisdiction over this action pursuant to 42 Pa. C.S.A. §931 and the Pennsylvania Declaratory Judgments Act, 42 Pa.C.S.A. §7531.

12. Pursuant to the Pennsylvania Rules of Civil Procedure 1006, venue is proper because both the Plaintiffs and Defendant are located in the County of Allegheny and the Ordinance at issue, City of Clairton Ordinance Number 1957, is for the action of services within Allegheny County.

Facts

13. On November 10, 2020, the City of Clairton, by and through its Council and Mayor, placed as New Business on the meeting’s agenda the consideration of a motion approving Ordinance No. 1957. *See* Exhibit “B”. In particular part, the agenda stated:

- a. Consider a motion approving Ordinance No. 1957, requiring the Clairton Municipal Authority to convey the sewer system and all property and assets of the Authority to the City under provisions of Section 5619 and Section 5622 of the Municipal Authorities Act; establishing a conveyance date by which the Authority shall convey by the appropriate instrument the sewer system and all property and assets; authorizing and directing the assumption of all of the Authority’s financial obligations and non-financial obligations; notifying the Authority and all other

parties to immediately cease and desist from all actions or activities that could decrease the value of the sewer system or otherwise interfere with or delay conveyance of the sewer system to the City; authorizing identical action to be taken as specified officers of the City; and repealing inconsistent ordinances and resolutions.

- b. Consider a motion to appoint RBC Capital Markets, LLC as Sell-Side Advisor in relation to evaluating the City of Clairton's options with regard to the Clairton Municipal Authority.

14. Prior to calling the meeting to order, the Defendant offered tickets whereby only sixteen (16) individuals from the public could attend, live, in present, to voice any comment or opinion to these two (2) New Business items. Individuals that were not able to secure a ticket were given the option to participate in the meeting via conference call whereby they would have to pay a monetary charge per minute giving them access into the meeting.

15. The meeting progressed, including having individuals, including, Plaintiff, Doug Ozvath participate via the conference call line. During the proceedings, multiple attendees on the conference call noted the fact that they were unable to hear any of the deliberations and/or discussions due to inadequate and poor audio quality. Despite the repeated objections and in bringing the poor audio quality and inability to hear the discussions at the meeting, Defendant, through its Council and Mayor, proceeded to vote on these two (2) items of New Business, thereby in violation of Pennsylvania's Sunshine Act.

16. As a result, Plaintiffs respectfully request that this Honorable Court declare that the November 10, 2020 Council Meeting was in direct violation of Pennsylvania's Sunshine Act, and

as a result hold that the enactment of Ordinance 1957, the appointment of RBC Capital as Sell-Side Advisor and all other matters voted upon are invalid.

Count I – Declaratory Judgment
(Plaintiffs v. Defendant)

17. Plaintiffs incorporate by references all of the preceding paragraphs of this Complaint as if fully set forth herein. Plaintiffs repeat and realleges each and every allegation contained in paragraphs 1 through 16 above with the same force and effect as if fully set forth herein.

18. The Pennsylvania Sunshine Act, 65 Pa. C.S.A. §§ 701-716, requires that municipal agencies provide the right to “its citizens to have notice of and the right to attend all meetings of agencies at which any agency business is discussed or acted upon...” 65 Pa C.S.A. 702(b).

19. In response to the COVID-19 Pandemic, the Pennsylvania Legislature enacted Act 15 which in part allowed municipalities to provide the public the opportunity to participate in public meetings through the use of teleconferencing or videoconferencing technology. 35 Pa.C.S.A. § 5741.

20. The Sunshine Act does not permit an agency to charge residents to attend a public meeting. Section 702(a) declares that "the right of the public to be present at all meetings of agencies ... is vital to ... the democratic process." There is no room in that section (or any other section of the Sunshine Act) for an agency to charge a fee, no matter how small or in any fashion, for public citizens to attend and/or participate at the public meeting.

21. Pursuant to the Pennsylvania Declaratory Judgments Act, 42 Pa. C.S.A. § 7531, *et seq.*, the Plaintiffs are interested parties affected by the enactment of Ordinance 1957 and seeking to have determined the validity arising under this Ordinance, as attempted to be enacted on November 10, 2020. *See* 42 Pa. C.S.A. § 7533.

22. The Plaintiffs are seeking to obtain relief from uncertainty and security with respect to its rights, status, and other legal relations as impacted by the Defendant's attempt to enact Ordinance 1957 without satisfying the democratic safeguards as governed under Pennsylvania's Sunshine Act.

23. There exists a direct, substantial and immediate threat to the Plaintiffs' interest, and with any public citizens' interest, as the Defendant improperly attempted to suppress the basic rights afforded under the Sunshine Act by (i) not requiring for public citizens who were not given a ticket to attend the Council Meeting in person, to pay a fee through attending via conference call line, and for those individuals that did attend by conference call, they were not provide the ability to have a clear audio line to hear all of the comment, discussions, and or deliberations discussed at the Council Meeting, including but not limited to, the consideration of enacting Ordinance 1957 and/or appointing RBC Capital Markets, LLC as Sell-Side Advisor in relation to evaluating the City of Clairton's options with regard to the Clairton Municipal Authority.

24. All parties that are necessary to this proceeding are joined as Plaintiff, Clairton Municipal Authority is the agency directly affected through Ordinance 1957 and Plaintiffs Cerqua and Ozvath are residents of the City of Clairton and have standing to assert the protections afforded under Pennsylvania's Sunshine Act, thereby assuring that public citizens have the ability to fully participate in accord with the Sunshine Act's intention of "fulfilling its role in a democratic society." Furthermore, the Defendant is the agency that controlled how the Council Meeting was to proceed, and the agency that violated the Sunshine Act in attempt to pass Ordinance 1957 and in appointing RBC Capital, LLC.

25. The Plaintiffs are suffering from direct, immediate and substantial injury in the form of having their rights infringed upon through the Defendant's violation of the Sunshine Act in attempt to enact Ordinance 1957 and appointment of RBC Capital, LLC.

26. WHEREFORE, Plaintiffs respectfully requests that this Honorable Court issue judgment in its favor and hold that Defendant's violation of the Pennsylvania Sunshine Act renders their vote on Ordinance 1957 and appointment of RBC Capital, LLC null and void, and that the Defendant must redo the vote, including all of the necessary notice requirements, on Ordinance 1957 and the appointment of RBC Capital, LLC at a subsequent Council Meeting that fully complies and satisfies the mandates set forth in Pennsylvania's Sunshine Act; namely that the Defendant does not charge any individual to participate via the conference call, and provide an audio line where anyone dialing in can be able to fully and completely hear the motion, deliberations, comments, and corresponding vote on these items of New Business.

Count II – Injunctive Relief
(Plaintiffs v. Defendant)

27. The Plaintiffs incorporate by references all of the preceding paragraphs of this Complaint as if fully set forth herein. The Plaintiffs repeat and reallege each and every allegation contained in paragraphs 1 through 26 above with the same force and effect as if fully set forth herein.

28. The Plaintiffs seek injunctive relief in the form of this Court enjoining Defendant from attempting to enforce Ordinance 1957, having RBC Capital, LLC act at the Sell-Side Advisor to the Defendant, and all remaining actions taken at the meeting held on November 10, 2020, until Plaintiff's Complaint for Declaratory Action is fully adjudicated.

29. The Plaintiff, Clairton Municipal Authority, will suffer immediate and irreparable harm in the absence of an injunction enjoining the Defendant from enforcing Ordinance 1957 or

appointing RBC Capital, LLC as a Sell-Side Advisor because Ordinance 1957, among other things, seeks to dissolve the municipal authority, and directs CMA to convey its sewer system and all property and assets to the City. Additionally, this Ordinance authorizes the City to assume CMA's financial obligations.

30. Greater injury will result by not granting the relief, and there is no other remedy to ensuring that the Sunshine Act is properly followed then to order the Defendant to redo the vote, including all of the necessary notice requirements, on Ordinance 1957 and the appointment of RBC Capital, LLC at a subsequent Council Meeting that fully complies and satisfies the mandates set forth in Pennsylvania's Sunshine Act; namely that the Defendant does not charge any individual to participate via the conference call, and provide an audio line where anyone dialing in can be able to fully and completely hear the motion, deliberations, comments, and corresponding vote on this items of New Business.

31. The injunction would restore the status quo because the Defendant would still have the opportunity to pass Ordinance 1957 and appoint RBC Capital, LLC, at a subsequent Council Meeting after it fully complies with the mandates of Pennsylvania's Sunshine Act. Moreover, no irreparable harm will occur to the Defendant by having them redo this vote in compliance with the Sunshine Act.

32. Furthermore, the injunction will not adversely affect the public interest, rather it would only enhance the public interest by providing public citizens the right to attend the Council Meeting and participate in the consideration of the Defendant's motion to enact Ordinance 1957 and/or appointment of RBC Capital, LLC.

WHEREFORE, Plaintiffs respectfully requests that this Honorable Court grant its request for injunction enjoining Defendant from enforcing Ordinance 1957 or appointing RBC Capital, LLC as a Sell-Side Advisor because of Ordinance 1957.

REQUEST FOR RELIEF

WHEREFORE, Plaintiffs respectfully requests that this Honorable Court enter judgment in its favor and grant the following relief:

- a. Judgment declaring that the November 10, 2020 Council Meeting was in direct violation of Pennsylvania's Sunshine Act, and as a result holding that the enactment of Ordinance 1057 and appointment of RBC Capital as Sell-Side Advisor is invalid.
- b. Judgment enjoining the Defendant from enforcing Ordinance 1957 or appointing RBC Capital, LLC as a Sell-Side Advisor unless and until Defendant holds a subsequent meeting, including providing all of the necessary notice requirements, and have the vote on Ordinance 1957 and appointment of RBC Capital, LLC that fully complies and satisfies the mandates set forth in Pennsylvania's Sunshine Act; namely that the Defendant does not charge any individual to participate via the conference call, and provide an audio line where anyone dialing in can be able to hear the motion, deliberations, comments, and corresponding vote.
- c. Any other further relief that this Court deems necessary and appropriate.

Respectfully Submitted:

DODARO, MATTA & CAMBEST, P.C.

By: /s/ Gary J. Matta, Esquire
Gary J. Matta, Esquire
Joseph R. Dalfonso, Esquire

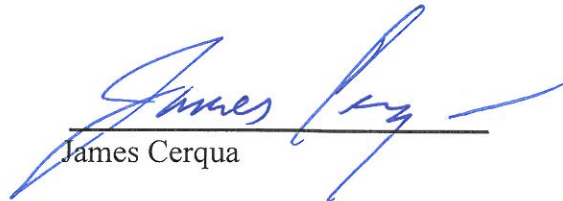
*Council for Plaintiffs Clairton
Municipal Authority, James Cerqua,
and Doug Ozvath*

VERIFICATION

The language of the foregoing document is that of counsel and not necessarily my own; however, I have read the foregoing document and the factual information contained therein is true and correct to the best of my personal knowledge, except as to any averments specifically stated to be "on information and belief." To the extent that the factual averments of this document are stated to be "on information and belief," the averments are true and correct to the best of my information and belief. To the extent that the content of the foregoing document is that of counsel, I have relied upon counsel in making this Verification and said content is true and correct to the best of my information and belief.

I understand that false statements which are made herein are subject to penalties of 18 Pa. C.S.A. §4904 relating to unsworn falsification to authorities.

Date: 11/13/2020



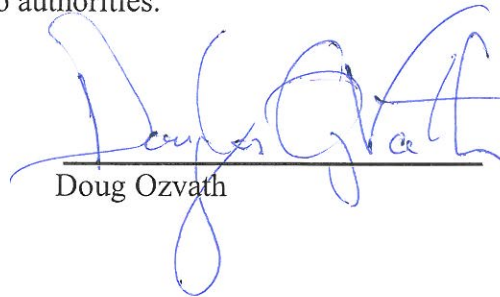
James Cerqua

VERIFICATION

The language of the foregoing document is that of counsel and not necessarily my own; however, I have read the foregoing document and the factual information contained therein is true and correct to the best of my personal knowledge, except as to any averments specifically stated to be "on information and belief." To the extent that the factual averments of this document are stated to be "on information and belief," the averments are true and correct to the best of my information and belief. To the extent that the content of the foregoing document is that of counsel, I have relied upon counsel in making this Verification and said content is true and correct to the best of my information and belief.

I understand that false statements which are made herein are subject to penalties of 18 Pa. C.S.A. §4904 relating to unsworn falsification to authorities.

Date: 11/13/2020



Doug Ozvath

CITY OF CLAIRTON
A Home Rule Municipality
Allegheny County, Pennsylvania

ORDINANCE NO. 1957

AN ORDINANCE REQUIRING THE CLAIRTON MUNICIPAL AUTHORITY (THE "AUTHORITY") TO CONVEY THE SEWER SYSTEM AND ALL PROPERTY AND ASSETS OF THE AUTHORITY TO THE CITY UNDER PROVISIONS OF SECTION 5619 AND SECTION 5622 OF THE MUNICIPALITY AUTHORITIES ACT; ESTABLISHING A CONVEYANCE DATE BY WHICH THE AUTHORITY SHALL CONVEY BY APPROPRIATE INSTRUMENT THE SEWER SYSTEM AND ALL PROPERTY AND ASSETS; AUTHORIZING AND DIRECTING THE ASSUMPTION OF ALL OF THE AUTHORITY'S FINANCIAL OBLIGATIONS AND NON-FINANCIAL OBLIGATIONS; NOTIFYING THE AUTHORITY AND ALL OTHER PARTIES TO IMMEDIATELY CEASE AND DESIST FROM ALL ACTIONS OR ACTIVITIES THAT COULD DECREASE THE VALUE OF THE SEWER SYSTEM OR OTHERWISE INTERFERE WITH OR DELAY THE CONVEYANCE OF THE SEWER SYSTEM TO THE CITY; AUTHORIZING INCIDENTAL ACTION TO BE TAKEN BY SPECIFIED OFFICERS OF THE CITY; AND REPEALING INCONSISTENT ORDINANCES AND RESOLUTIONS.

WHEREAS, the City of Clairton (the "City") is a Home Rule Municipality organized and operating in accordance with the Charter of the City as permitted by the Home Rule Charter and Optional Plans Law, 53 Pa. C.S. 2901 *et seq.* (the "Charter"); and

WHEREAS, the City created the Authority in 1950 and the Authority currently owns and operates a sanitary wastewater collection and disposal system (the "System") that provides wastewater service to various customers within the City and several municipal customers pursuant to a certain wastewater treatment agreement; and

WHEREAS, the System is a project of a character which the City has the power to establish, maintain or operate pursuant to the City's Charter; and

WHEREAS, the City has decided to acquire the System and to assume or pay off all outstanding obligations of the Authority pursuant to provisions of the Municipality Authorities Act, 53 Pa. C.S. §§5601 *et seq.* including, but not limited to §§5619; 5622 (the "Act").

NOW THEREFORE, BE IT ORDAINED AND ENACTED by the City Council of the City of Clairton as follows:

1. City's Acquisition of System

The City Council hereby authorizes the acquisition of the System, including all monies, funds and property, real, personal and mixed (and any interest therein), and all contracts related to the Authority's ownership, maintenance and operation of the System, and all right, title and

interest of the Authority thereto, pursuant to the rights and powers vested in the City under the Act. The City Council further authorizes the operation of the System by the City from the date of the acquisition forward and authorizes City staff to prepare for the transition of the System from Authority to City ownership, operation and control.

To effectuate the City's right to own, operate and maintain the System for its residents, the City Council hereby commands and orders the Authority, through its board members, to convey the System and all property of the Authority to the City pursuant to the Act by written instrument(s) in form and substance acceptable to the City five (5) days after the City's assumption or discharge of all of the Authority Obligations as defined hereinafter and in accordance with the Act (the "Conveyance Date").

2. Assumption or Payment of Authority Financial Obligations

Pursuant to the Act, the City Council hereby authorizes and approves the assumption or payment (or the provision of payment) by the City on or before the Conveyance Date, of all outstanding financial obligations incurred or owing by the Authority with respect to the System (the "Authority Financial Obligations"). The City Council hereby orders the Authority to, commencing on the Effective Date of this Ordinance, cooperate with the City, its agents and representatives, to effectuate the assignment and assumption of all Authority Financial Obligations. The Authority is ordered to use its best efforts to effectuate the assignment or repayment of the Authority Financial Obligations by the City in accordance with the Act, including, without limitation, promptly providing copies of documents and records relating to all Authority Obligations (defined below) to the City and requesting the consent of such assignment from any lender, entity or individual associated with any Authority Financial Obligations.

3. Assignment and Assumption of Authority Non-Financial Obligations

The City Council hereby authorizes and approves the assumption by the City on or before the Conveyance Date, of all other Authority obligations with respect to the System, including without limitation the assumption of the Authority's regulatory obligations and permits (e.g., NPDES Permit No. PA0026824) (the "Authority Non-Financial Obligations" and together with the Authority Financial Obligations, the "Authority Obligations"). For the avoidance of doubt, the Authority Obligations constitute all of the obligations incurred by the Authority with respect to the System in accordance with the Act. The City Council hereby orders the Authority to, commencing on the Effective Date of this Ordinance; cooperate with the City, its agents and representatives, to effect the assignment and assumption of the Authority Non-Financial Obligations. The Authority is ordered to use its best efforts to make the assignment of the Authority Non-Financial Obligations from the Authority to the City in accordance with all applicable law, including the Act, the Pennsylvania Public Utility Code (if applicable) and the Department of Environmental Protection's regulations.

4. Prohibition of Authority Action

Other than the ordinary operation of the System, the Authority and any agents or representatives of the Authority shall not take any action upon or expend any funds: (i) related to

any projects, including, but not limited to the incurrence by the Authority of any obligations or indebtedness for any purpose, or the expansion, encumbrance transfer or other disposition of any of the System or any property of the Authority; (ii) on or in connection with ordering or obtaining any valuation, study or report of or in connection with the System; or (iii) which could have a negative effect on the value or operation of the System or could deplete or make unavailable any asset of the Authority. Notwithstanding the foregoing, the Authority is expressly permitted to undertake and complete certain improvements and upgrades to the System in compliance with the direction and the requirements of the Pennsylvania Department of Environmental Protection.

5. Authority's Use of Funds

With the exception of any actions needed to protect the rights of any bondholders to any bond issuance of the Authority, the Authority or any other party is hereby expressly prohibited from taking any action or expending any funds, for the purpose of challenging the right of the City to take the actions set forth in this Ordinance or which would have the effect of directly or indirectly, hindering, impeding or otherwise adversely affecting the City's ability to obtain ownership, operation or control of the System. Unless approved by City Council on or after the Effective Date, the Authority is ordered to (a) refrain from entering into any agreement or settlement of claims against it and (b) formally rescind any agreement or settlement of claims ("Anticipated Obligations") that, while approved by the Authority board of directors, is not yet enforceable against the Authority. Unless approved by City Council on or after the Effective Date, all Anticipated Obligations on the Effective Date are void and do not constitute Authority Obligations. City Council interprets a violation of this provision as cause for the removal of members of the board of the Authority under Section 5610(d) of the Act and grounds for surcharge and City hereby directs its agents and employees, to take any and all necessary actions required to remove such violation.

6. City's Use of Authority Funds

Pursuant to Section 5622(d) of the Act, following the Authority's conveyance of the System to the City, the City shall only use the Authority's reserves derived from the Authority's operations, for the purposes of operating, maintaining, repairing, improving and extending the System. In furtherance of the foregoing, the City is hereby directed to hold Authority reserves in a separate fund, which shall only be used for operating, maintaining, repairing, improving and extending the System. Further, money received from the Authority which represents the proceeds of financing shall be retained by the City in a separate fund which shall only be used for improving or extending the System or other capital purposes related to it.

7. General Authorization

The City Council hereby further authorizes and directs the City, its agents and employees, to take any and all necessary actions required by the Charter of the City and other applicable law to complete the conveyance of the System as permitted by applicable law.

8. Severability

The provisions of this Ordinance are intended to be severable, and if any section, sentence, clause, part or provision hereof shall be held illegal, invalid or unconstitutional by any court of competent jurisdiction, such decision of the court shall not affect or impair the remaining sections, sentences, clauses, parts or provisions of this Ordinance. It is hereby declared to be the intent of the City Council that this Ordinance would have been adopted even if such illegal, invalid or unconstitutional section, sentence, clause, part or provisions had not been included herein.

9. Effective Date

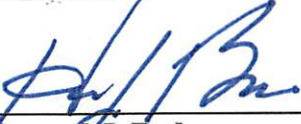
This Ordinance shall take effect and be in force five (5) days from and after its approval as required by the Charter of the City (the "Effective Date").

10. Repealer

All other ordinances and resolutions or parts thereof as they are inconsistent with this Ordinance are hereby repealed.

ENACTED AND ORDAINED this 10th day of November, 2020.

ATTEST:



Howard J. Bednar
City Manager / Finance Director

CITY OF CLAIRTON



Richard L. Lattanzi, Mayor

**AGENDA
CITY OF CLAIRTON
REGULAR SCHEDULED COUNCIL MEETING
TUESDAY, NOVEMBER 10TH, 2020
7:00 P.M.**

- 1. Call to Order**
- 2. Pledge of Allegiance**
- 3. Moment of Silent Prayer**
- 4. Roll Call**

OLD BUSINESS:

1. City Council met in Executive Session prior to the meeting to discuss legal and / or personnel matters.
2. Motion to approve the minutes of the October 13th, 2020 Legislative meeting and October 31st Special Legislative Meeting of City Council.

OPPORTUNITY FOR CITIZENS TO ADDRESS COUNCIL:

(Note: Three (3) minutes given to each citizen and please no repetition)

NEW BUSINESS:

1. Consider a motion approving Ordinance No. 1957, requiring the Clairton Municipal Authority to convey the sewer system and all property and assets of the Authority to the City under provisions of Section 5619 and Section 5622 of the Municipal Authorities Act; establishing a conveyance date by which the Authority shall convey by the appropriate instrument the sewer system and all property and assets; authorizing and directing the assumption of all of the Authority's financial obligations and non-financial obligations; notifying the Authority and all other parties to immediately cease and desist from all actions or activities that could decrease the value of the sewer system or otherwise interfere with or delay conveyance of the sewer system to the City; authorizing incidental action to be taken as specified officers of the City; and repealing inconsistent ordinances and resolutions.
2. Consider a motion to appoint RBC Capital Markets, LLC as Sell-Side Advisor in relation to evaluating the City of Clairton's options with regard to the Clairton Municipal Authority.

3. Consider a motion appointing Matthew Lasich fill the open unexpired term on the Zoning Hearing Board. Term to run through December 31st, 2022.
4. Consider a motion to nominate Russell Behary to the Planning Commission.
5. Consider a motion to nominate Sherry Dadey to the Zoning Hearing Board.
6. Consider a motion to nominate Melissa Davis to the vacant unexpired term on the Personnel Board.
7. Consider a motion to approve and ratify expenditures for General Fund Warrant Nos. 10022020 for \$37,942.12, 10092020 for \$26,083.76, 10162020 for \$430,971.87, 10232020 for \$8,097.51 and 10302020 for \$11,949.10.

OTHER BUSINESS:

City Manager / Finance Director

City Solicitor

City Council Comments

1. Councilman Richard Ford (Ward 2)
2. Councilwoman Denise Johnson-Clemmons (Ward 4)
3. Deputy Mayor Tony Kurta (Ward 1)
4. Councilwoman Lee Lasich (Ward 3)
5. Mayor Richard Lattanzi

Adjournment:

1. Consider a motion to adjourn the meeting.