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Council of the City of York, PA  
Session 2021  
Resolution No. 38

Introduced by: Sandie Walker

Date: April 6, 2021

WHEREAS, the York City Sewer Authority (the "Seller") owns and operates the System that provides public wastewater collection and treatment service to various customers in the City of York, PA (the "City") and public wastewater treatment and conveyance services to the City, Manchester Township, West Manchester Township, York Township, North York Borough, West York Borough, Spring Garden Township, and Springettsbury Township; and

WHEREAS, at all time, the System was operated by the City; and

WHEREAS, on March 2, 2021 the City approved [Ordinance No. 6](#) authorizing the execution of an Asset Purchase Agreement (the "Purchase Agreement") with Pennsylvania- American Water Company (the "Buyer") whereby the Seller and the City agree to sell, transfer and convey to Buyer all of the assets of the System (other than the Excluded Assets), and in connection therewith , Buyer agrees to assume certain ongoing obligations and liabilities of Seller and the City related to such acquired assets, all on the terms and conditions set forth in the Purchase Agreement (the "Transaction"); and

WHEREAS, the Purchase Agreement provides for certain obligations and actions of the Seller; and

WHEREAS, the City intends to assume responsibility for the actions of Seller under the Purchase Agreement; and

WHEREAS, under the Purchase Agreement the Seller would be required to make certain representations; and

WHEREAS, the Seller intends to indemnify the Buyer Indemnified Persons as more fully described in Article VII of the Purchase Agreement; and

WHEREAS, the Seller will dissolve post-closing of the Transaction; and

WHEREAS, the City is requesting the Seller to approve and execute the Purchase Agreement and Seller supports the Purchase Agreement and Transaction.

NOW, THEREFORE, BE IT RESOLVED, by the Council of the City of York, Pennsylvania, that Council hereby authorizes the agreement between the York City Sewer Authority and the City of York, PA, a copy of which is attached hereto and made a part hereof, to approve and execute the Purchase Agreement for the sale of the wastewater collection and treatment system to Pennsylvania-American Water Company.

PASSED FINALLY: April 6, 2021

BY THE FOLLOWING VOTE:

YEAS: Rivera, Walker, Nixon – 3, \_\_\_\_\_, \_\_\_\_\_

NAYS: Washington – 1

ATTEST:

  
Henry Hay Nixon, President of Council

  
Dianna L. Thompson-Mitchell, City Clerk