

WASHINGTON SUBURBAN SANITARY COMMISSION

MINUTES OF THE COMMISSION MEETING

**Monday, February 8, 2016
Laurel, Maryland**

Vice Chair Chris Lawson, participating by telephone, called the special meeting to order at 9:33 a.m., in the Commissioners' Conference Room, of the Washington Suburban Sanitary Commission (hereinafter "WSSC"), Richard G. Hocevar Building, 14501 Sweitzer Lane, Laurel, Maryland 20707, with due notice having been given to all members of the Commission and the public. In addition to the Vice Chair, Commissioners Fausto R. Bayonet, Omar M. Boulware, Howard A. Denis and Mary Hopkins Navies, participated by telephone. WSSC Corporate Secretary Sheila R. Finlayson, Esquire, who facilitated the meeting and recorded the minutes, was present in person, along with General Manager Carla A. Reid, General Counsel Jerome K. Blask, Intergovernmental Relations Director Michael Stroud, Chief Financial Officer Yvette Downs and Chief Engineer Gary Gumm. Other members of management also attended. Delegate Al Carr joined the meeting at 9:45 a.m.

The Vice Chair asked the Corporate Secretary to conduct a roll call to confirm the Commissioner attendees present by phone, and following such action, the Corporate Secretary declared the presence of a quorum, with all five Commissioners in attendance.

The Vice Chair then stated the purpose of the special meeting, which is to consider two matters pertaining to WSSC pending legislation and the GM/CEO Delegation of Authority.

AGENDA APPROVAL

Commissioner Boulware moved to adopt the Agenda for the Special Commission Public Meeting of Monday, February 8, 2016, as drafted. Commissioner Denis seconded the motion. A roll call vote was conducted by the Corporate Secretary, resulting in five votes in the affirmative from the following Commissioners: Fausto Bayonet, Omar Boulware, Howard Denis, Chris Lawson and Mary Hopkins Navies.

The motion carried unanimously by a vote of five-to-zero.

OPEN SESSION

Consideration of Proposed Legislation. Intergovernmental Relations Director Michael Stroud presented the two bills, PG/MC 108-16 - WSSC Ratemaking Structure Study Bill and PG/MC 104-16 - WSSC Budget Approval Bill, for the Commission's consideration along with management's recommendations.

In summary, Mr. Stroud provided background information, legislative summaries and the positions of the Councils and County Executives for both respective Counties for PG/MC 108-16 and PG/MC 104-16 including the proposed amendments being offered by Delegate Carr with respect to PG/MC 108-16 and the Prince George's County Council with respect to PG/MC 104-16. Management recommended that the Commission take positions of "Oppose" on both of the proposed amendments for each bill. Specific details relating to the above can be found in the meeting materials incorporated herein by reference.

PG/MC 108-16. Delegate Carr was recognized to explain the purpose behind his proposed amendments to the bill, which he indicated were well-intended and address the concerns raised by many of his constituents. He believes such amendments to the original bill offered by Delegate Barkley, which extend further than the proposed study, will provide WSSC with greater flexibility to establish different rates for different classes of customers. Management is recommending that the Commission oppose the proposed Carr amendments as it believes that this action is too premature at this state as WSSC would like to wait to see what the study yields.

Whereupon, a motion was made by Commissioner Boulware and seconded by Commissioner Denis, to take the position of "Oppose" on the Carr Amendment No. 2 to PG/MC 108-16 - WSSC Ratemaking Structure Study Bill, as recommended by management. The motion carried unanimously with five affirmative votes.

PG/MC 104-16. Mr. Stroud explained that the amendments to this proposed bill which are being made by the Prince George's County Council would impact WSSC drastically. The Commission took the position of "Oppose" on the original bill and management is recommending that the Commission oppose the proposed amendments and continue with its opposition to the bill.

Following discussion, and on motion made by Commissioner Boulware and seconded by Commissioner Denis, the Commission voted unanimously five-to-zero, to take the position of "Oppose" on the Amendment offered by the Prince George's County Council to PG/MC 104-16 - WSSC Budget Approval Bill and Ratemaking Study, as recommended by management.

Commissioner Boulware indicated he had to discontinue his participation at this juncture; 10:32 a.m.

Delegate Al Carr departed at 10:33 a.m.

GM/CEO Delegation of Authority. The Vice Chair explained that the new GM/CEO Ms. Reid would like to advance with hiring her leadership team and that he believed it was time for the Commission to consider reinstating the GM's delegated authority with regard to the staffing personnel decisions that have been traditionally delegated by the Commission to the GM/CEO.

Following discussion, the Commission determined to reinstate the personnel authority under Paragraph 31 of Resolution 2010-1876, which delegates certain authority to the WSSC General Manager/CEO, as follows:

"With the exception of the offices of the Corporate Secretary and Internal Auditor, organize WSSC staff, departments and other divisional units, prescribe the functions, approve all personnel actions including but not limited to authority to approve all employments and make appointments, discharge and set total compensation and terms of employment for all executives and department level positions in a manner that promotes the efficient disposition of all matters within the WSSC's jurisdiction; appoint, discharge and fix the compensation of all other employees by observing the requirements of Maryland Code, Public Utilities Article, Title 18."

Such Amendment, as described above, will be regarded as Amendment No. Seven to Resolution 2010-1876.

Whereupon, a motion was made by Commissioner Bayonet and seconded by Commissioner Navies to adopt Amendment Seven to WSSC Resolution 2010-1876, which delegates certain authority to the General Manager/CEO, as discussed and agreed upon by the Commission at

this meeting. The motion carried with four affirmative votes and one absent. Commissioner Boulware was absent from the vote.

ADJOURNMENT

There being no additional business, the Vice Chair called for a motion to adjourn, whereby, Commissioner Denis moved to adjourn the meeting. Commissioner Navies seconded the motion. A roll call vote was conducted by the Corporate Secretary resulting in four aye votes from the following Commissioners: Fausto Bayonet, Howard Denis, Chris Lawson and Mary Hopkins Navies.

At 10:45 a.m., the meeting was declared adjourned.

Respectfully submitted,

//signed//

Sheila R. Finlayson, Esq.
Corporate Secretary