

WASHINGTON SUBURBAN SANITARY COMMISSION

MINUTES OF THE COMMISSION MEETING

**Wednesday, October 17, 2018
Laurel, Maryland**

Chair T. Eloise Foster called the meeting to order at 10:06 a.m., in the Auditorium of the Washington Suburban Sanitary Commission (hereinafter "WSSC") Richard G. Hocevar ("RGH") 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 Chair Foster, Commissioners Fausto R. Bayonet, Omar M. Boulware, Howard A. Denis, Chris Lawson and Thomasina V. Rogers, were present at the meeting, reflecting the presence of a quorum. Also in attendance were WSSC General Manager and Chief Executive Officer Carla A. Reid, General Counsel Amanda Stakem Conn and Corporate Secretary Sheila R. Finlayson, Esq., who recorded the minutes of the meeting. Other members of WSSC management were called upon, during certain portions of the meeting, to provide information to the Commission.

PLEDGE OF ALLEGIANCE

Chair Foster opened the meeting by welcoming everyone and asking Commissioner Bayonet to lead the pledge of allegiance.

Following the pledge, the Chair asked General Manager Carla Reid to lead the Commission in the recitation of its mission and vision statements.

AGENDA APPROVAL

Commissioner Boulware moved to adopt the Commission's Public Meeting Agenda of October 17, 2018, as drafted, to which Commissioner Denis seconded the motion. The motion carried unanimously with six affirmative votes.

Upon adoption of the Meeting's Agenda, the Chair inquired of Commissioners as to whether the Commission was comfortable with keeping next month's regular November meeting on its originally-scheduled date of Wednesday, November 21, 2018, which is the day

before the Thanksgiving holiday; or, whether the Commission preferred to reschedule the meeting to the following Wednesday - November 28, 2018.

There was general agreement to move the November regular meeting from November 21, 2018 to Wednesday, November 28, 2018, at 10:00 a.m., to which the Chair, so ordered.

APPROVAL OF MINUTES

Commissioner Bayonet moved to approve the open session minutes of the July 18, 2018 Regular Commission Meeting, as drafted.

Commissioner Boulware seconded the motion. The motion carried unanimously with six affirmative votes.

Adoption of the August 15, 2018 Minutes was deferred until next month, at the request of the Corporate Secretary.

WSSC RETIREES

WSSC Retirement and Investments Division Manager Richard Baker recognized the following Retirees for the month of October 2018:

Loree Benziger, Budget Analyst III, Budget Division, retires with 20 years and 8 months of service.

Lorelei Savoy (present), Administrative Assistant II, Utility Services South Division, retires with 33 years and 9 months of service.

COMMISSIONER/PUBLIC COMMENTS

Commissioners shared the following highlights:

Chair Foster began her comments by welcoming WSSC's recently appointed and first Inspector General, Arthur A. Elkins, Jr., to the Commission. Mr. Elkins began his tour of duty on October 15, 2018 and comes with a rich background and wealth of experience, having previously served as the U.S. Environmental Protection Agency's Inspector General for the past eight years.

Next, the Chair commended staff and volunteer co-chairs Betty Buck and Catherine Leggett, on the wonderful Blue Tie Ball that WSSC held last month to raise money for the Water Fund, exclaiming that the location, program and food were all very good, to which other Commissioners joined in agreement.

There were no comments from the public.

GENERAL MANAGER'S REPORT

Monthly Report. General Manager ("GM") Carla Reid provided her monthly report, reporting from a power point presentation displayed at the meeting and incorporated herein by reference. The GM's full report can be found in the presentation handout and corresponding segment of the archived meeting video and both are referred to for this purpose.

Following the GM's briefing and Commissioner questions, the GM's Monthly Report was received as information.

INTERNAL AUDIT REPORT

Monthly Activity Report. Internal Audit Director Maxene Bardwell reported on the monthly activities of the Internal Audit Office (IAO) for the period of September 6, 2018 to October 5, 2018. Ms. Bardwell presented from a power point presentation displayed at the meeting and incorporated herein by reference. The full report can be found in the presentation handout and corresponding segment of the archived meeting video and both are referred to for this purpose.

Following Ms. Bardwell's report, Commissioners took an opportunity to recognize and thank Ms. Bardwell for her service and professionalism in leading the Internal Audit Team for the past twelve years. They also congratulated Ms. Bardwell on a recent honor, whereby she had been recognized and received the "2018 Women to Watch Emerging Leader Award" from the Maryland Association for Certified Public Accountants (MACPA).

The IAO report was received as information.

OTHER REPORTS**ENGINEERING & CONSTRUCTION****Resolution 2019-2202 - Approval of SMECO Interconnection****Agreement and Delegation of Authority to General Manager to**

Execute. Chief Engineer Gary Gumm, along with Facilities Design and Construction Project Manager Phil Hwang, presented this item for Commission approval. Mr. Gumm and Mr. Hwang reported from a power point presentation contained in the advanced materials and incorporated herein by reference. In summary, management reported that Southern Maryland Electric Cooperative, Inc. ("SMECO") currently provides electricity to the Piscataway Water Resource Recovery Facility (Piscataway WRRF) and that an Interconnection Agreement between WSSC Piscataway WRRF and SMECO, along with a payment of \$2.5 million to SMECO, is required before SMECO will begin design and construction improvement work to its substation at the Piscataway WRRF. The improvements are necessary for the Bio-Energy Project.

Following discussion, a motion was made by Commissioner Lawson and seconded by Commissioner Bayonet, to adopt Resolution 2019-2202, approving the proposed SMECO Interconnection Agreement with contemplated costs at \$2.5 million, and authorizing the General Manager to execute the agreement on behalf of the Commission.

The motion carried unanimously with six affirmative votes.

Right to Audit - Procurement Contract 6519 Briefing. Per the Commission's request at the August 2018 meeting as a result of the audit findings related to procurement of this contract (Production Contract for Repairing and Repainting Interior and Exterior of St. Barnabas Ground Tank), management provided a follow-up briefing to address questions and concerns raised by Commissioners. Chief Engineer Gary Gumm reported from a power point presentation contained in the advance materials and incorporated herein by reference. Specific details can be found in the presentation handout and the respective segment of the archived meeting video.

Following discussion, the report was received as information.

INFORMATION TECHNOLOGY (IT)

Quarterly IT Status Update. Chief Information Officer (CIO) Vennard Wright provided the quarterly IT update on pending IT projects and the strategic IT plan, reporting from a power point presentation contained in the advance materials and incorporated herein by reference. Specific details can be found in the presentation handout and archived meeting video.

Following discussion, the Quarterly IT Status Report was received as information.

Monthly Project Cornerstone Update. Next, Mr. Wright, along with the new Program Director Abe Meer, provided the monthly update on Project Cornerstone, reporting from a power point presentation contained in the advance materials and incorporated herein by reference. Specific details can be found in the presentation handout and archived meeting video. As part of the reporting, Mr. Wright reviewed a contract that management would like approved (BOA 1111) which will provide additional funding and support for Project Cornerstone.

Following discussion, the monthly update report was received as information.

Approval of Contract 1111, IT Customer Care and Billing Consulting and Integration Services BOA, Change Order No. 1.

On motion made by Commissioner Bayonet and seconded by Commissioner Denis, the Commission voted unanimously six-to-zero, to approve Change Order No. 1 to IT Contract (BOA) 1111, IT Customer Care and Billing Consulting and Integration Services, to Black & Veatch Management, in the amount of \$9,000,000.00, as recommended by management.

Fiscal Year 2018 OSDI Programs' Performance Results Report and Small Local Business Enterprise Guidelines. Acting OSDI Director Courtney Edmonds provided an overview of the FY 2018 Performance Results Report (formerly "Legislative Report") created in accordance with Maryland Annotated Code, Public Utilities Article, Section 20-207, for distribution to Maryland legislators by October 31, 2018. Additionally, Ms. Edmonds reviewed the Small Local Business Enterprise (SLBE) Guidelines, required to be reviewed and discussed with Commissioners on an annual basis. Ms. Edmonds reported from a power point presentation contained in the advance materials and incorporated herein by reference. Details can be found in the presentation handout and corresponding segment of the archived meeting video.

The Commission received the OSDI briefing as information. The Commission expressed no objection to the public distribution of the performance report, as presented.

STAT OFFICE

Approval of Contract 1137, Performance Measurements, Change Order No. 5. STAT Office Senior Strategic Management Advisor Martin Rookard presented this contract for Commission approval, reporting from a memorandum he provided to Commissioners in the advance materials. The memorandum provided specific details and background information for the change order request, which will help support Project Cornerstone activities in FY 2019.

Whereby, following his recommendation, a motion was made by Commissioner Lawson and seconded by Commissioner Denis, to approve Change Order No. 5 to Contract 1137, Performance Measurements, to Municipal & Financial Services Group, in the amount of \$200,000.00.

The motion carried unanimously with six affirmative votes.

GENERAL COUNSEL'S OFFICE (GCO)

Approval of WSSC Code of Regulations. General Counsel Amanda Conn presented this item for Commission action, whereby the GCO

is requesting commission approval to legalize and adopt WSSC's new Code of Regulations which is a compilation of WSSC regulations adopted by the Commission over the years. The GCO worked to compile the regulations, with the assistance of a publishing company, into one comprehensive Code of Regulations. Details can be found in the corresponding segment of the archived meeting video.

Upon counsel's recommendation, a motion was made by Commissioner Boulware and seconded by Commissioner Denis, to adopt Resolution 2019-2203, approving and legalizing the WSSC Code of Regulations of 2019, to take effect on January 1, 2019.

The motion carried unanimously with six affirmative votes.

CONSENT CALENDAR

Contracts for Approval

The Chair asked if Commissioners wanted to remove one or both contracts included on the Consent Calendar prior to consideration of the Resolution, to which there was no such request.

Whereby, a motion was made by Commissioner Rogers and seconded by Commissioner Denis, to adopt Resolution 2019-2204, approving the two contracts included on the Consent Calendar for the October 17, 2018 Commission Meeting, as follows:

A. Engineering and Construction - Architect/Engineer Contract

1. **Contract BF1582G91, Rocky Gorge Raw Water Pumping Station Upgrade, Design Services During Construction, Change Order No. 2, to CDM Smith, Inc., in the amount of \$489,160.00, for cumulative contract value of \$1,837,946.00. Change Order extends contract term through August 30, 2019.**

B. Utility Services

1. **Contract 1158, Small Water Valves Condition Assessment, to M.E. Simpson, Co., Inc., in not to exceed amount of**

\$4,500,000.00, with three year base term and one (1) one-year option to renew, subject to Commission approval.

The motion carried unanimously with six affirmative votes.

ADDITIONAL BRIEFINGS

COMMISSION OFFICE

Corporate Secretary Report. Corporate Secretary Sheila Finlayson provided an overview of her activities for the month, presenting from her report distributed to Commissioners in the advance materials. No questions were raised.

The Commission received the Corporate Secretary's report as information.

WSSC Employees' Retirement Plan Board of Trustees. Commissioner Lawson reported on the recent meeting of the Board of Trustees held on September 26, 2018. As of August 31, 2018, the Plan's assets were \$850.7 million which represents a year-to-date investment gain of \$30.9 million, or an increase of 3.9% from December 31, 2017 to August 31, 2018.

The Commission received the report of the Retirement Plan Board, as delivered by Trustee Lawson, as information.

Governance & Strategic Visioning Committee. No report.

Legislative & Compliance Committee. At the request of Commissioner Denis, the Intergovernmental Relations Office (IRO) Director provided a brief update of IRO activities.

The report was received as information.

Audit Committee. No report.

Customer and Other Stakeholder Relations Committee. No report.

Innovation & Infrastructure Committee. Committee Chair Bayonet reported that next meeting is expected to be held in November.

Following Committee reports, Chair Foster announced that the Morning Open Session business had concluded and that additional open session business would be conducted in the afternoon following the closed session. She then called for a motion to go into Closed after noting approval of the written closing statement.

CLOSED SESSION

Whereby, at 1:14 p.m., Commissioner Boulware moved and Commissioner Bayonet seconded, that the Commission go into Closed Session, pursuant to Maryland Code Annotated, General Provisions Article: Section 3-305(b) (13) to approve the July 18, 2018 Closed Session Minutes; Sections 3-305(b) (7) and 3-305(b) (8) to consult with counsel to obtain legal advice and discuss pending or potential litigation for attorney/client privileged legal matters; and Section 3-305(b) (1) to discuss personnel matters.

The motion carried unanimously with six affirmative votes.

The Chair declared the meeting was closed at 1:14 p.m. The Commission then took a lunch recess with the Commission reconvening in Closed at 2:21 p.m. in the Commission Office Large Conference Room.

ATTENDEES: Chair Eloise Foster, Vice Chair Chris Lawson, Commissioners Fausto Bayonet, Omar Boulware, Howard Denis and Thomasina Rogers. Staff present: General Manager Carla Reid, Corporate Secretary Sheila Finlayson, General Counsel Amanda Conn, Senior Counsel Russel Beers, Deputy General Manager (DGM) Joseph Beach, DGM Joe Mantua, DGM Monica Johnson and Police and Homeland Security Division Manager David McDonough.

Closed Session Minutes - On motion made by Commissioner Boulware and seconded by Commissioner Rogers, the Commission voted

unanimously six-to zero, to approve the closed session minutes of its July 18, 2018 regular meeting, as drafted.

Pending Litigation/Legal Advice - Commissioners were briefed by the General Counsel, members of her legal team and other staff, on pending attorney/client privileged litigation and legal matters.

At 3:15 p.m., Commissioner Boulware moved to end the Closed Session. Commissioner Bayonet seconded the motion. The motion carried unanimously with six affirmative votes.

OPEN SESSION RESUMED

WSSC Re-Branding Project Update. Communications Director Chuck Brown led this discussion, along with GM Reid, sharing management's ideas for a proposed re-branding of WSSC's name and logo based on a recent study WSSC conducted. Majority of Commissioners expressed concern with name change at this time. Management to review further due to feedback and come back to Commissioners at a later date.

Comprehensive Facilities & RGH Renovations Plan Update. General Services Director Laura Ruprecht provided an update to Commissioners on management's plans to renovate RGH and its various facilities, reporting from a power point presentation distributed to Commissioners. Specific details can be found in the presentation handout.

CLOSED SESSION RESUMED

Following the afternoon open session briefings, Commissioners reconvened in closed executive session at 5:30 p.m. to discuss personnel matters. All members of management were excused.

At 7:00 p.m., Commissioner Lawson moved to end the Closed Session. Commissioner Denis seconded the motion. The motion carried unanimously with six affirmative votes.

ADJOURNMENT

There being no additional business, the Chair called for a motion to adjourn, to which Commissioner Lawson moved to adjourn the meeting. Commissioner Denis seconded the motion. The motion carried unanimously with six affirmative votes.

At 7:00 p.m., the meeting was declared, adjourned.

Respectfully submitted,

//signed//

Sheila R. Finlayson, Esq.
Corporate Secretary