

WASHINGTON SUBURBAN SANITARY COMMISSION

MINUTES OF THE COMMISSION MEETING

**Wednesday, May 20, 2020
Laurel, Maryland**

Chair Chris Lawson called the virtual¹ meeting of the Washington Suburban Sanitary Commission (hereinafter "WSSC Water"), 14501 Sweitzer Lane, Laurel, Maryland, 20707, to order at 10:10 a.m., with due notice having been given to all members of the Commission and the public. In addition to Chair Lawson, Commissioners Fausto R. Bayonet, Keith E. Bell, Howard A. Denis, T. Eloise Foster and Sandra L. Thompson, were present virtually, reflecting a quorum. Also, in attendance were WSSC Water General Manager and Chief Executive Officer ("GM") 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 Water management were called upon, during certain portions of the meeting, to provide information to the Commission.

PLEDGE OF ALLEGIANCE

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

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

AGENDA APPROVAL

Commissioner Thompson moved to adopt the Commission's Public Meeting Agenda of May 20, 2020, as drafted, to which Commissioner Foster seconded the motion. The motion carried unanimously with six affirmative votes.

¹ Virtual meeting conducted due to the global COVID-19 pandemic and public health emergency. Stay-at-Home Orders in place in Maryland as well as all other parts of the region and country.

APPROVAL OF MINUTES

Commissioner Foster moved to approve the open session minutes of the April 15, 2020 Regular Commission Meeting, as drafted.

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

RETIREES

Retirement & Investments Division Manager Richard Baker recognized the Retirees for the months of March, April and May 2020, reporting from a power point presentation displayed at the meeting reflecting the Retirees' names and photos for the respective retirement periods. Such retirees' information can be found in the archived meeting video and presentation, incorporated herein by reference.

COMMISSIONER COMMENTS

Commissioner Comments. Commissioners recognized and thanked the Corporate Secretary and General Manager for the exceptional job the Corporate Secretary did in planning and executing the Commission's first virtual meeting and the extraordinary work the GM has done in executing the emergency strategy during the current COVID-19 national crisis/pandemic and communicating to employees on emergency plans and continuity of operations.

The Corporate Secretary recognized and thanked both the IT and Communication Teams for their assistance and support.

GENERAL MANAGER'S REPORT

Monthly Report. 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, which focused on how WSSC Water is operating during the pandemic, can be found in the presentation handout and corresponding segment of the archived meeting video, and both are referred to for this purpose.

Following Commissioner questions/comments, the GM's Report was received as information.

COVID-19 Emergency Update. Emergency Manager David McDonough provided further details on the Commission's emergency planning during the pandemic. Mr. McDonough'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.

The Commission received the COVID-19 Emergency Planning Update, as information.

INSPECTOR GENERAL REPORT

Monthly Activity Report. Inspector General ("IG") Arthur Elkins reported on the monthly activities of the Office of the Inspector General (OIG), for the month of April 2020. Mr. Elkins 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 the report, the Commission received the OIG Report, as information.

Resolution 2020-2248 - Adoption of Proposed New and Amended WSSC Water Regulations to Reflect IG Act Requirements and Other Technical Changes. The OIG had briefed Commissioners last month on new regulations and amendments being proposed for Commission consideration, for purposes of aligning and incorporating the IG Act requirements mandated by Maryland law with WSSC regulations. Other technical clean up changes were also made to other certain provisions of the WSSC Water Code, as requested by the General Counsel and Corporate Secretary. The OIG is now before the Commission for approval.

Whereby, a motion was made by Commissioner Bayonet and seconded by Commissioner Thompson, to approve Resolution 2020-2248, adopting the proposed new and amended provisions to the WSSC Water Code of Regulations, as requested and recommended by management.

The motion carried unanimously with six affirmative votes.

OTHER REPORTS

General Counsel's Office (GCO)

Ethics Program Update. Ethics Program Activity Report for April 2020 was provided in advance materials. No questions were raised.

The Commission received the Ethics Program Update, as information.

Resolution 2020-2249 - Transmittal of Annual Ethics Report to Counties. Following the report out and discussion, a motion was made by Commissioner Bayonet and seconded by Commissioner Thompson, to adopt Resolution 2020-2249, approving the Calendar Year 2019 WSSC Annual Ethics Report for transmittal to the governing bodies of Prince George's and Montgomery Counties, as requested by the WSSC Water Board of Ethics.

The motion carried unanimously with six affirmative votes.

Ratification of Emergency Action Extending Deadline for Submission of Annual Disclosure Statements. On motion made by Commissioner Thompson and seconded by Commissioner Denis, the Commission voted unanimously six-to-zero, to ratify the emergency action of the Commission Chair and Vice Chair, taken on April 23, 2020, in temporarily extending the deadline for the filing of annual disclosure statements by WSSC Water Employees from April 30, 2020 to July 31, 2020. Such action was initiated at the request of the WSSC Water Board of Ethics due to the COVID-19 pandemic and public health emergency.

Finance

Request to Set Front Foot Benefit Appeals Hearing Date.

Management reported that it had not received any requests for hearings per communication management had sent out to affected property owners last month. As a result, management's anticipated request for the Commission to set a hearing date was no longer warranted.

The Commission received the report as information.

Information Technology (IT)

Monthly Project Cornerstone Update. IT Project Manager Anthony Ferrara and Chief Strategy and Innovation Officer Jackie Vincent provided the monthly update on Project Cornerstone, reporting from a power point presentation contained in the advance materials and incorporated herein by reference.

Release 1.2 was implemented on May 2, 2020 and resolved 24 defects; 192 defects remain with 15 identified as high priority. On target with stabilization metrics with no infrastructure or application component failures.

Additional details can be found in presentation handout incorporated herein by reference.

The Commission received the Cornerstone monthly update, as information.

IT Contract 128733, Oracle Solutions Hardware and Software Maintenance and Support Renewal. Following presentation and discussion of this contract, a motion was made by Commissioner Bayonet and seconded by Commissioner Bell, to award IT Contract No. 128733, for Hardware and Software Maintenance and Support for Oracle Solutions, to Mythics, Inc., in the total amount of \$12,000,000.00, for a one-year base term, beginning June 1, 2020 through May 31, 2021, with two (2) one-year options to renew, if exercised by the Commission.

Commissioner Thompson requested that information on minority participation be provided to Commissioners as a stipulation to approving, to which management committed to providing.

The motion carried unanimously with six affirmative votes.

Engineering & Construction (E/C)

Piscataway Bioenergy Design Build Project Update. Chief Engineer Mike Harmer, along with Facilities Design and Construction Division Manager Theon Grojean and OSDI Director Courtney Edmonds, provided an update on this project and contract, per the request of Commissioners following last month's discussion and approval of such contract. Specific details can be found in the meeting materials' memorandum and corresponding segment of the archived meeting video.

The Commission received the update briefing as information.

E/C Contract PM0005A15, Water Main Replacement and Rehabilitation IDIQ, Option Term 2. Following presentation and discussion of this contract, a motion was made by Commissioner Bell and seconded by Commissioner Bayonet, approving management's request to exercise Option Term 2 to E/C Contract No. PM0005A15, Water Main Replacement and Rehabilitation, IDIQ, to the ten contractors named under the contract, in the amount of \$80,000,000.00, for total cumulative contract amount of \$250,500,000.00.

The motion carried unanimously with six affirmative votes.

Customer Service

Customer Affordability Briefing. Customer Service Director Crystal Knight-Lee provided a briefing on Customer Affordability, reporting from a memorandum contained in the advance materials and incorporated by reference. In summary, Ms. Knight-Lee walked through the various actions, programs and options that WSSC is offering, to assist customers during the COVID-19 pandemic.

Following discussion, the Commission received the report as information.

Resolution 2020-2250 - Suspension of Six-Month Estimated Billing Provision, PUA Section 25-504. Ms. Knight-Lee covered this request in her Affordability briefing, whereby management is requesting the Commission's approval to suspend the six-month

meter reading requirement under the PUA and allow estimated billing for an extended period due to the pandemic and WSSC's inability to enter many customers' homes to read meters. Further details can be found in the related meeting materials incorporated herein by reference.

Following discussion, a motion was made by Commissioner Bell and seconded by Commissioner Foster, to adopt Resolution 2020-2250, temporarily suspending the six-month meter reading requirement for customers with inside and remote water meters, as contained under Maryland PUA, Section 25-504, and requested by management, due to the COVID-19 pandemic and public health emergency.

The motion carried unanimously with six affirmative votes.

CONSENT CALENDAR

Contracts for Approval

The Commission removed Contract 115613 from the Consent Calendar for discussion.

A motion was then made by Commissioner Foster and seconded by Commissioner Thompson, to adopt Resolution 2020-2251, approving the remaining six contracts on the Amended Consent Calendar for the May 20, 2020 Commission meeting, as follows:

A. Engineering and Construction

Construction and Architectural/Engineering (A/E) Contracts

1. AC6516A18, Area Water House Connections, Option Term 1, to Capitol Paving of DC, Inc., in the amount of \$3,675,165.00, for a cumulative contract amount of \$7,350,330.00.
2. CI5300A11, IDIQ, Sewer Main, Sewer House Connections and Sewer Manhole Repair, Replacement and Rehabilitation, ESA, Northwest Branch Basin, Option Term 1, to Granite Inliner, LLC, SAK Construction Corporation and Ross Contracting, to each in the amount of \$3,000,000.00, for a total amount of \$9,000,000.00 for the option year, and a cumulative contract amount of \$69,000,000.00.
3. PM5425A12, IDIQ, Sewer Main, Sewer House Connections and Sewer

Manhole Repair, Replacement and Rehabilitation, ESA, Parkway Basin, Option Term 1, to Inland Waters Pollution Control, Inc., in the amount of \$5,000,000.00, for cumulative contract amount of \$13,750,000.00.

4. CD6630A19, Solids Screening at Four Water Resource Recovery Facilities, to CPP Construction Company, Inc., in the amount of \$4,334,000.00.

5. 7115, Water Planning A/E Services Basic Ordering Agreement (BOA), Option Term 1, to Arcadis, U.S., Inc., in the amount of \$2,000,000.00, for a cumulative contract amount of \$8,000,000.00.

C. Utility Services

1. Contract 7174, Engineering SSO Consent Decree BOA, Option Term 1, to Black and Veatch Corporation, in the amount of \$1,000,000.00, for a cumulative contract amount of \$2,500,000.00.

The motion carried unanimously with six affirmative votes.

Production Contract 115613, Polymer. Following discussion, the Commission unanimously approved Option Terms 1 through 4, to Contract 115613, Polymer (Sole Source), to Polydyne, Inc., in the total amount of \$12,400,000.00, for a cumulative contract amount of \$13,210,000.00. Mover: Commissioner Thompson; Seconder: Commissioner Bayonet; Approved 6-0.

ADDITIONAL BRIEFINGS

COMMISSION OFFICE

Corporate Secretary Report. Corporate Secretary Sheila Finlayson provided an overview of her activities for the period beginning February 15, 2020 through May 19, 2020, presenting from her report distributed to Commissioners in the advance materials. Highlights included: planning virtual Commission meetings for April and May and related TEAMS training for Commissioners, working with Governance consultant to draft work products in preparation for Commissioner work sessions, and finalizing Commission Office Compliance Audit response to OIG in preparation for Exit Conference.

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

WSSC Water Employees' Retirement Plan Board of Trustees. No Report.

Governance & Strategic Visioning Committee. Commissioner Foster reported that the Commission has hired a Governance Consultant and will conduct first work session following this meeting. Focus will be on refining the Board's role, reviewing and developing the board's strategy, and creating a Governance handbook to house governance materials.

The Commission received the report of the Governance Committee Chair, as information.

Legislative & Compliance Committee. No report.

Audit Committee. The Chair called for adoption of the Audit Committee Minutes of February 19, 2020, whereby, a motion was made by Commissioner Denis and seconded by Commissioner Thompson, to adopt the Audit Committee Minutes of February 19, 2020. The motion carried unanimously with six affirmative votes.

Customer and Other Stakeholder Relations Committee. No report.

Innovation & Infrastructure Committee. Commissioner Bayonet recognized Keith Tyson for his Committee oversight and James Haldeman for his excellent work in developing and creating frames for face shields (PPEs) to provide to local hospitals.

The Commission received the update as information.

Quarterly Audit Committee Meeting. The Commission officially convened in open session as an Audit Committee at 1:17 p.m. to conduct its quarterly meeting. Business related to the Audit Committee concluded at 1:39 p.m. Minutes of this proceeding were recorded separately and can be found in the Audit Committee

Minutes, incorporated herein by reference. Additional details can also be found in the corresponding segment of the archived meeting video.

Following the conclusion of the Audit Committee meeting, the Chair announced that the Morning Open Session business had concluded and called for a lunch recess (1:45 p.m.). Virtual Meeting to convene in Open Session at approximately 2:30 p.m., for Procurement briefing.

Point of Information: No closed business was conducted.

OPEN SESSION RESUMED

The afternoon open session business resumed at 2:41 p.m., with all Commissioners in attendance by virtual participation.

Procurement of Contracts Briefing - Management reviewed the process for procurement of contracts, reporting from a power point presentation provided in the advance materials. Details can be found in the presentation handout and corresponding segment of the archived meeting video.

Following discussion, the Commission thanked management for walking through the process, thereby receiving the briefing as information.

Governance Work Session. The Commission conducted a governance work session in its administrative function capacity.

ADJOURNMENT

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

At 3:35 p.m., the meeting was declared, adjourned.

Respectfully submitted,

//signed//

Sheila R. Finlayson, Esq.
Corporate Secretary