

**WASHINGTON SUBURBAN SANITARY COMMISSION**

**MINUTES OF THE COMMISSION MEETING**

**Wednesday, July 15, 2020  
Laurel, Maryland**

Chair Howard Denis called the virtual<sup>1</sup> meeting of the Washington Suburban Sanitary Commission (hereinafter "WSSC Water"), 14501 Sweitzer Lane, Laurel, Maryland, 20707, to order at approximately 10:02 AM, with due notice having been given to all members of the Commission and the public. In addition to Chair Denis, Commissioners Fausto R. Bayonet, Keith E. Bell, Chris Lawson, 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 Denis opened the meeting by welcoming everyone and asking Commissioner Lawson 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 Vice-Chair Bell to lead the recitation of the vision statements.

**AGENDA APPROVAL**

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

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

**APPROVAL OF MINUTES**

**Commissioner Bayonet moved to approve the open session minutes of the May 20, 2020 Regular Commission Meeting, as drafted. Commissioner Lawson seconded the motion. The motion carried unanimously with six affirmative votes.**

**RETIREES**

Retirement & Investments Division Manager Richard Baker recognized the Retirees for the month of June 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.** There were no Commissioner comments.

**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 and on the measures taken by WSSC Water to adjust workflows, operating processes, and budgets based on new needs caused by 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 GM Reid's report, Chair Denis asked about the DC Water Board and the status of having a WSSC Water seat on that Board. Inter-governmental Relations Director Karyn Riley responded to the Chair's question and explained the different ideas that have been discussed and will continue to look at the county and federal routes. Chair Denis also requested an update on commercial and residential water use. Crystal Knight-Lee, Director of Customer service responded that consumption is down in both commercial and residential. Finally, Chair Denis requested an update on the plans to return to the WSSC Water buildings. GM Reid stated that there is no target date but that

September 8<sup>th</sup> is the intended date to have an update for WSSC Water employees.

Commissioner Lawson asked for follow-up information from Ms. Riley about Montgomery County's legislation for appointing members to the DC Water Board.

**Following Commissioner questions/comments, the GM's Report was received 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 June 2020. Mr. Elkins presented from a power point presentation displayed at the meeting and incorporated herein by reference. The report summarized the ongoing reviews being conducted and introduced Larry R. Carr, the new OIG Criminal Investigator. 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.**

#### **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.**

#### **Finance**

##### **Work Session/Briefing: Fiscal Year 2022-2027 Capital Improvements Program.**

Chief Financial Officer Patti Colihan presented the Capital Improvements Program ("CIP") review process, strategic priorities, Capital budget policy guidelines, Capital budget affordability, cost saving efforts, FY 2022 CIP overview and the impacts of CIP reductions. Brian Halloran, Budget Analyst, presented an overview of the "combined program" which includes the CIP and information only projects.

Following the presentation, Commissioner Thompson expressed concern regarding the model using the assumption of a rate

increase of 10.1%. She requested to see the model run at different levels of rate increases. Vice-Chair Bell asked whether there was a target for how low the rate increase could be and whether the rate increase could be spread over several years.

**The Commission received the report as information.**

**Resolution 2021-2258 - Authorization for Issuance of Consolidated Public Improvement Refunding Bonds**

Ms. Colihan recommended approval of the resolution that will allow WSSC Water to issue up to \$740 million of Consolidated Public Improvement Bonds. Commissioner Thompson requested that after the sale takes place that the Commissioners receive an after action review. **Following the presentation and discussion, Vice-Chair Bell motioned that the Commission adopt Resolution 2021-2258, authorizing and providing for the issuance, sale, delivery, and publication of notice of sale of sewage disposal refunding bonds, water supply refunding bonds and general construction refunding bonds to refund certain outstanding bonds of the WSSC and providing for the payment of such outstanding bonds from an escrow account and for the payment of such refunding bonds and providing for the consolidation of such bonds for issuance, sale and delivery as a single issue of bonds as stipulated in Resolution 2021-2258. The Motion was seconded by Commissioner Foster. The Motion carried unanimously with six affirmative votes.**

**Information Technology (IT)**

**Monthly Project Cornerstone Update.** Chief Information Officer Christopher Carter, Chief IT Governance Officer Stacey Chisolm and IT Project Manager Anthony Ferrara provided the monthly update on Project Cornerstone, reporting from a power point presentation contained in the advance materials and incorporated herein by reference.

Release 1.2.2 was implemented on June 28, 2020, which added WSSC's Fiscal Year 2021 Water/Sewer Rates; 213 defects remain with 16 identified as high priority. The Technology Stabilization metrics are on target with no infrastructure or application component failures.

Additional details can be found in presentation handout incorporated herein by reference. Ms. Knight-Lee presented the metrics for accounts billed.

Commissioner Thompson asked further questions regarding the defects and updates to the program.

**The Commission received the Cornerstone monthly update, as information.**

**Engineering & Construction (E/C) SSO Consent Decree Update.** Chief Engineer Mike Harmer, along with Pipeline Design Division Manager Marcia Tucker provided an update on this project. 99% of the road work has been completed; 79% of rehab work in Environmentally Sensitive Areas has been completed. Specific details can be found in the meeting materials' memorandum and corresponding segment of the archived meeting video. Vice-Chair Bell asked if it was anticipated that the deadlines of the Consent Decree would be met. Commissioner Thompson asked for follow-up information on all the consent decrees.

**The Commission received the update briefing as information.**

#### **Equal Employment Opportunity (EEO)**

##### **Resolution 2021-2261 - Proposed EEO and Anti-Harassment**

**Regulations.** EEO Officer Donald King provided a briefing on the updated EEO and Anti-Harassment Regulations. Commissioner Thompson commented that she was pleased that these processes and penalties were in place for this critical issue.

**Following the presentation, a motion was made by Commissioner Bayonet and seconded by Commissioner Thompson, to adopt Resolution 2021-2261 adopting the proposed Equal Employment Opportunity and Anti-Harassment Chapter on the Title 9 Subtitle 5 of the WSSC Code of Regulations.**

**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 period beginning June 17, 2020 through July 13, 2020, presenting from her report

distributed to Commissioners in the advance materials.

**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 Committee met with the GM Reid and her team to discuss the actions needed and to set the first step in an ongoing process. As the Committee moves forward, the Commissioners made it clear that they see it as a partnership.

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

**Legislative & Compliance Committee.** Commissioner Bayonet reported on the Covid-19 legislation activity and the county delegation updates.

**Audit Committee.** The Chair called for adoption of the Audit Committee Minutes of May 20, 2020, whereby, a motion was made by Commissioner Thompson and seconded by Commissioner Foster, to adopt the Audit Committee Minutes of May 20, 2020. The motion carried unanimously with six affirmative votes. No further report.

Following the conclusion of the Audit Committee meeting, the Chair announced that the Morning Open Session business had concluded and called for a motion to move in to Closed Session. The Chair indicated that he had reviewed and approved the closing statement and called for a vote.

**Closed Session**

Whereby, at approximately 1:20 PM, Vice-Chair Bell moved and Commissioner Foster seconded, that the Commission go into Closed, pursuant to Maryland Code Annotated, General Provisions Article, Title 3, Open Meetings Act, Subtitle 3, Open Meetings Requirements - Closed Sessions: Section 3-305(b) (13) to approve the April 15, 2020 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; Section 3-305(b) (15) to discuss cybersecurity, if the public body determines that public discussion would constitute a risk to: (i) security assessments or deployments relating to information resources technology; (ii) network security information, including information that is: 1) related to passwords, personal identification numbers, access codes, encryption, or other components of the security system of a governmental entity; 2) collected, assembled, or maintained by or for a governmental entity to prevent, detect, or investigate criminal activity; or 3) related to an assessment, made by or for a governmental entity or maintained by a governmental entity, of the vulnerability of a network to criminal activity; or (iii) deployments or implementation of security personnel, critical infrastructure, or security devices; and Section 3-305(b) (9) to conduct collective bargaining negotiations or consider matters that relate to the negotiations. The motion carried unanimously with six affirmative votes.

The Commission Reconvened in Closed Session at approximately 1:25 PM with by virtual participation.

ATTENDEES: Chair Howard Denis, Vice Chair Keith Bell, Commissioners Fausto Bayonet, Eloise Foster, Chris Lawson, and Sandra Thompson. Staff present: Corporate Secretary Sheila Finlayson, GM Carla Reid, General Counsel Amanda Conn, Deputy General Manager Jay Price, Deputy General Manager Monica Johnson, Deputy General Manager Joe Beach, Associate Counsel Rahel Kifle, Associate Counsel Stephanie Epps, Acting Director of Human Resources DeAnna Thomas, Acting Chief Strategy and Innovation Office Todd Allen, Police and Homeland Security Manager David McDonough, Chief Information Office Christopher Carter, and Senior Manager IT Security & Compliance Christine Grooby.

Closed Session Minutes - Approval of the April 15, 2020 Closed Session Minutes.

Pending or potential litigation - Discussion on collective bargaining negotiations relating to activities in May and June.

**Cybersecurity - Briefing on a IT security event.**

At approximately 2:55 PM, The motion to end closed session and resume open session carried unanimously with six affirmative votes.

The afternoon open session business resumed at 3:00 p.m., with all Commissioners in attendance by virtual participation.

**ADJOURNMENT**

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

At 3:05 p.m., the meeting was declared, adjourned.

Respectfully submitted,

//signed//

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Julianne M. Montes de  
Oca, Esq.  
Acting Corporate  
Secretary