

**WASHINGTON SUBURBAN SANITARY COMMISSION**

**MINUTES OF THE COMMISSION MEETING**

**Wednesday, September 18, 2013  
Laurel, Maryland**

Vice Chair Chris Lawson, serving as the Acting Chair, called the meeting to order at 8:42 a.m., in the Auditorium 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 Vice Chair Lawson, Commissioners Mary Hopkins Navies, Antonio L. Jones, Adrienne A. Mandel, and Roscoe M. Moore, Jr., were present at the meeting. Chair Gene W. Counihan was on travel out of the country and thus, absent from the meeting. Also in attendance were WSSC General Manager and Chief Executive Officer Jerry N. Johnson, General Counsel Jerome K. Blask, and Corporate Secretary Sheila R. Finlayson, Esq., who recorded the minutes of the meeting. Other members of WSSC management were also called upon, during certain portions of the meeting, to provide information to the Commission.

**PLEDGE OF ALLEGIANCE**

The Acting Chair opened the meeting by asking Commissioner Navies to lead the pledge of allegiance.

**AGENDA APPROVAL**

Commissioner Mandel shared a proposed amendment to the agenda, whereby the General Manager requested that the agenda be amended to include an addition to the Closed Session portion of the Meeting Agenda to consider the acquisition of real property for a public purpose and related matters, pursuant to the exceptions allowed under Section 10-508(a)(3) of the Maryland Open Meetings Act.

Commissioner Mandel then moved to adopt the Commission's September 18, 2013 Public Meeting Agenda, as amended. Commissioner Jones seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).

**APPROVAL OF MINUTES**

Commissioner Jones moved to approve the open session minutes of the August 21, 2013 Commission Meeting, as drafted, to which Commissioner Moore seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).

**WSSC RETIREES**

Richard Baker, Executive Director of the WSSC Employees' Retirement Plan, recognized the following WSSC Retirees for the month of September 2013: Robert Kim Harley, Sr., Utility Technician II, Human Resources/COB, retired with 22 years and 5 months of service; Yvonne D. McKinney, Human Resources Director, Human Resources/COB, retired with 7 years and 2 months of service; Marion C. Myles (present at meeting), Senior Collections System Analyst, Wastewater Collections System Group/COB, retired with 36 years and 3 months of service; and, Angelyn D. Payne, (present at meeting), Administrative Assistant II, Human Resources/COB, retired with 25 years and 9 months of service.

**COMMUNICATIONS VIDEO**

Communications and Community Relations Director Jim Neustadt presented a video on the "WSSC Student Intern Program," wherein several students shared their summer internship experiences.

**COMMISSIONER COMMENTS**

Commissioner Jones led a moment of silence for the victims and families of the senseless tragedy that occurred earlier this week at the Washington Navy Yard. Commissioner Moore also recognized and paid special remembrance to the four young black girls that were killed in the Sixteenth Street Baptist Church bombing in Birmingham, Alabama, fifty years ago, on September 15, 1963, which marked a turning point for the Civil Rights Movement and contributed to the passage of the Civil Rights Act of 1964.

Commissioner Mandel shared her experience at the Maryland/District of Columbia Utilities Association Annual Fall Conference that took place on September 11-13, 2013, in Cambridge, Maryland, where the General Manager was also featured as one of the panelists on the Conference's Utility Executive Panel. The theme of the Conference was "Fueling the Economic Engine" with a focus on infrastructure challenges facing utilities and economic opportunities.

**PUBLIC/MEDIA COMMENTS**

There were no comments from the public or media.

**GENERAL MANAGER'S REPORT**

General Manager and Chief Executive Officer Jerry Johnson reported that the call center is showing some improvement, at 90%, which is slightly better than last month. Management is continuing to work toward 95% goal. All plants and operations are well within the permit parameters for the month; no violations for the month.

The Maryland Department of Agriculture (MDA) request for emergency implementation of the new nutrient management guidelines on phosphorus (submitted to the AELR Committee in July) was withdrawn in August due to resistance from multiple affected groups. It is expected that the MDA will move forward with this regulation in a modified form which will severely restrict WSSC's ability to land apply bio solids in Maryland.

Water main reconstruction is ahead of target. Sewer main construction remains behind target due to the DNR issue.

Management has modified its time to fill positions' schedule; 60-days is more appropriate as opposed to the previous 45-day target.

The General Manager addressed 700 attendees at the Maryland Hispanic Business Conference held on September 3, 2013 in Bethesda, Maryland. The focus was "the Subtle Erosion of MBE Programs in the U.S. and why it is in Corporate America's Best Interest to Buck and Reverse that Trend."

WSSC has received an \$8,400 grant from the Maryland State Highway Administration, which WSSC plans to match and use such funds to purchase and install signs in the watershed area. This will go a long way and help to resolve the poor signage issue that was cited as a huge problem in the watershed study. Also, more than 170 students from the University of Maryland partnered with WSSC to clear Kudzu along the Patuxent River.

Lastly, WSSC has been getting a good amount of coverage surrounding the "flushables" issue and is working with other utilities in the industry and around the country to advance "appropriate" labeling of these products.

**Supply Chain Management Transformation.** Chief Procurement Officer Cathy Martin was recognized by the General Manager to provide an

overview of the new supply chain management philosophy and transformation currently being instituted at WSSC. Ms. Martin reported from a slide presentation circulated to the Commission which is incorporated herein by reference. In summary, Ms. Martin provided a road map for how the agency plans to enhance its procurement practices/operations and achieve its procurement goals by adopting a new philosophy across the board, along with the incorporation of best practices which will drive down costs and allow the agency to operate more efficiently and effectively. A full strategic plan will be provided to Commissioners at the October meeting.

**Following discussion, the General Manager and Chief Executive Officer's Report was received as information.**

#### **INTERNAL AUDIT REPORT**

**Monthly Activity Report.** Senior Internal Auditor Dana Whiting reported on the monthly activities of the Internal Audit office for the period of August 5, 2013 through September 6, 2013. Fiscal year-to-date savings for the System Development Charge (SDC) Audits total approximately \$2,500. With regard to internal audit follow-up activities, as of September 6, 2013, there were 35 pending management action items, one implemented-pending internal audit verification and 147 closed management actions for a total of 183 management action items related to 13 audits. Since last status report, management has closed 12 action items. The Internal Auditor pointed out where the 35 pending or started action items reside and which have been identified as delinquent.

**Board of Ethics.** The Board held its regularly-scheduled meeting on August 1, 2013 and discussed several open and closed items.

**Code of Ethics Training.** The Ethics Officer provided training to 10 new hires. Commission-wide annual ethics training is also being conducted. To date, 90% of the WSSC workforce has been trained.

**Hotline.** As of September 1, 2013, the top five cases for the last 12 months are fraud, policy issues, discrimination, employee relations and falsification of company records. 57 cases have now been closed since hotline launched.

**Ethics Update Report.** Ethics Officer Kim Neal provided a summary of the Ethics Update she had circulated to Commissioners on September 16, 2013, which included an overview of the top three concerns/ethic issues (outside employment, nepotism, annual disclosure reporting) raised since 2012. Specific details are provided in the Ethics Update Memorandum to Commissioners. Ms. Neal is recommending the implementation of policies and procedures to address these issues and ensure compliance with ethical rules throughout the agency.

**The report of the Internal Audit Office was received as information.**

**DEPARTMENT BRIEFINGS****ACTION ITEMS****ENGINEERING AND CONSTRUCTION***Contracts for Commission Approval*

Systems Infrastructure Group Leader Marcia Tucker (serving as Acting Team Chief in Gary Gumm's absence) of Engineering & Construction presented one architect/engineer contract for a basic ordering agreement in support of the large transmission main replacement program and one construction contract in support of the water main reconstruction program, for Commission approval. [Such contracts were approved as part of the September Meeting Consent Calendar].

**FINANCE**

**Schedule for Approval of 2014 Front Foot Benefit Rates.** New front foot benefit and house connection rates will be effective as of January 1, 2014. The approval process includes one Commission work session, advertisement of the proposed rates and a public hearing. Management presented a proposed schedule for timing of the rate setting process with the Commission work session on preliminary rate calculations to be conducted during the November 20, 2013 Commission meeting and a public hearing on the front foot benefit and house connection rates to be held at WSSC on November 20, 2013 at 2:30 p.m. (following the conclusion of the November Commission meeting). The Commission would then approve the proposed rates at its December 18, 2013 Commission Meeting. [Action captured under Consent Calendar section.]

**Resolution 2014-2027 - Appointment of Trustees to WSSC Employees' Retirement Plan Board of Trustees.** Management has interviewed potential retiree representatives for the open board positions and is recommending Roland Steiner and Sheila Cohen for appointment as the Retiree Representatives to the Board of Trustees for four year terms beginning September 19, 2013 and expiring September 18, 2017. The Montgomery County Executive has nominated Sylvia Brown Olivetti for reappointment as the Montgomery County Public Member on the Board of Trustees for a three year term beginning September 19, 2013 and expiring September 18, 2016.

**Whereupon, a motion was duly made by Commissioner Jones and properly seconded by Commissioner Moore, to adopt Resolution 2014-2027 appointing Mr. Roland Steiner, Ms. Sheila Cohen and Ms. Sylvia Brown Olivetti as Trustees to the WSSC Employees' Retirement Plan Board of Trustees for respective terms to begin September 19, 2013 and end as described in the Resolution and pursuant to the terms of the Trust Agreement. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).**

**Resolution 2014-2023 - Authorization for Issuance of Water Supply Bonds.** Management is seeking approval to sell general obligation bonds to fund capital requirements for fiscal year 2014. The estimated bond issuance cost of \$620,000,000 is consistent with WSSC's Capital Improvements Program requirements and is within budget estimates.

**Whereupon, a motion was duly made by Commissioner Mandel and properly seconded by Commissioner Jones to adopt Resolution 2014-2023 authorizing the issuance of water supply bonds, as stipulated in the aforementioned Resolution. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).**

**Resolution 2014-2024 - Authorization for Issuance of Sewage Disposal Bonds.** Management is seeking approval to sell general obligation bonds to fund capital requirements.

**Whereupon, a motion was duly made by Commissioner Jones and properly seconded by Commissioner Moore to adopt Resolution 2014-2024 authorizing the issuance of sewage disposal bonds, as stipulated in the aforementioned Resolution. The motion carried**

**with five affirmative votes (Commissioner Counihan absent from vote).**

**Resolution 2014-2025 – Authorization for Issuance of General Construction Bonds.** Management is seeking approval to sell general obligation bonds to fund capital requirements.

**Whereupon, a motion was duly made by Commissioner Navies and properly seconded by Commissioner Mandel to adopt Resolution 2014-2025 authorizing the issuance of general construction bonds, as stipulated in the aforementioned Resolution. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).**

**Resolution 2014-2026 – Authorization Providing for Public Sale and Publication of Notice of Sale of Water Supply Bonds, Sewage Disposal Bonds and General Construction Bonds and Providing for Consolidation of Such Bonds for Issuance, Sale and Delivery as a Single Series of Bonds.** Management is seeking approval to sell general obligation bonds to fund capital requirements.

**Whereupon, a motion was duly made by Commissioner Jones and properly seconded by Commissioner Moore to adopt Resolution 2014-2026 authorizing and providing for the public sale, and publication of the notice of sale, of the water supply bonds, the sewage disposal bonds and the general construction bonds, and providing for the consolidation of such bonds for issuance, sale and delivery as a single series of bonds, as stipulated in the aforementioned Resolution. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).**

**Special Telephone Meeting.** Acting Chief Financial Officer Chris Cullinan apprised Commissioners of the need to conduct a special meeting next week for the Commission to approve the transmittal of the Commission's Proposed CIP for Fiscal Years 2015-2020 to the Counties by the October 1, 2013 statutory deadline. **The Corporate Secretary to coordinate scheduling for either Tuesday, September 24, 2013 or Wednesday, September 25, 2013 based on Commissioners availability.**

**CONSENT CALENDAR**

**Schedule for Approval of the 2014 Front Foot Benefit Rates and House Connection Rates.** Due to subsequent discussions surrounding the scheduling of the public hearing on the front foot benefit and house connection rates and the date and time proposed by management, this item was voted on separately by the Commission.

Commissioner Moore recommended that the Commission set the public hearing for 2:30 p.m. on November 20, 2013, followed by the quorum refund hearing that the Corporate Secretary is in the process of scheduling for that date.

**Whereupon, Commissioner Moore moved that the Commission adopt the proposed schedule for timing of the rate setting and approval process in connection with the 2014 Front Foot Benefit Rates and House Connection Rates with the public hearing set for November 20, 2013 at 2:30 p.m. [at WSSC RGH Building]. Commissioner Navies seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).**

Acting Chair Lawson then called for a vote of the contracts listed on the Consent Calendar for the September 18, 2013 Commission Meeting.

**Whereupon, Commissioner Mandel moved to adopt Resolution 2014-2022, approving the remaining items on the Consent Calendar for the September 18, 2013 Commission Meeting, as follows:**

**A. Engineering and Construction**

**Architect/Engineer Contracts**

1. PM0001A11, Water and Sewer Rehabilitation Basic Ordering Agreement, to Whitman, Requardt & Associates, LLP, in an amount not to exceed \$5,000,000.00.

**Construction Contracts**

1. BR5432A12, Water Main Reconstruction, College Park V, to J. Fletcher Creamer & Son, Inc., in the amount of \$3,487,472.50.

Commissioner Jones seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).

**ADDITIONAL BRIEFINGS****INTERGOVERNMENTAL RELATIONS OFFICE**

**Approval of 2014 Legislative Proposals.** Director Kirk Wineland of the Intergovernmental Relations Office provided a summary of the proposed WSSC bills for the 2014 Maryland General Assembly Session.

In summary, the 2014 Proposed WSSC Legislation is as follows:

- 1) Natural Resources Article, Title 5, Subtitle 16, Forest Conservation, Section 5-1602 (broaden terms of current statute and provide an exception to any public utility for the cutting or clearing of forest associated with rehabilitation or maintenance of public utility infrastructure located in public utility rights of way).
- 2) Commission Infractions, Section 29-102 - Watershed Regulations (increase the current amount of fines for civil infractions of the Watershed Regulations to \$250 for first offense and \$500 for repeat offenses).
- 3) Natural Resources Article, Title 5, Subtitle 4, Trees and Forest Nurseries Part 1. Roadside Trees, Section 5-403 (broaden terms of current statute and provide for same exception as noted above under first proposed legislation).
- 4) Customer Affordability Program, Section 25-501 - Service Rates Generally (give the Commission authority to establish a Customer Affordability Program and to establish or adopt criteria for eligibility in the program).

**Following discussion, on motion made by Commissioner Mandel and seconded by Commissioner Jones, the Commission approved, by a vote of five-to-zero, the proposed WSSC Legislation for the 2014 Maryland General Assembly Session, as recommended by management (Chair Counihan absent from vote).**

**The Commission received the report of the Intergovernmental Relations Office on the 2014 WSSC Legislative Agenda, as information.**

**COMMISSION OFFICE**

**Virginia Manor Road - Proposed MOU between Prince George's County and WSSC.** Vice Chair Lawson shared that he had circulated a letter with attachments to Commissioners on August 26, 2013 relating to the Virginia Manor Road development project and a request from Prince George's County to enter into a fifty-percent cost-sharing agreement with WSSC to relocate two of WSSC's pre-stressed concrete cylinder pipes ("PCCP") in connection with the County reconstruction project. The General Manager has met with Prince George's County officials to discuss this project and the request from the County. Two representatives from the County (Darrell Mobley, Director, Prince George's County Department of Public Works and Transportation and Edward Binseel, Associate Director, Prince George's County Department of Public Works and Transportation) were present at the meeting to provide further details and respond to Commissioner questions/inquiries. The Vice Chair recognized the General Manager, who summarized the request, as follows:

*"Prince George's County (the County) has requested the relocation of approximately 3,992 feet of 30-inch and approximately 3,604 feet of 42-inch Pre-stressed Concrete Cylinder Pipe (PCCP). The County is requesting that these segments of 30-inch and 42-inch WSSC water mains be constructed during FY 2014 to 2015. They are the remaining segments of 30-inch and 42-inch WSSC water mains between the two ongoing State Highway Authority ("SHA") projects at the Contee Road Interchange and the ICC D & E as part of the County's Virginia Manor Road ("VMR") reconstruction project. This pipe relocation would be accomplished through a special agreement (MOU or other contractual agreement) between Prince George's County and the Commission.*

*The County is partnering with the Maryland Department of Transportation (MDOT) to construct the realignment and reconstruction of Virginia Manor Road; a longstanding County CIP project. It is the County's preference to have the water and sewer pipelines aligned along the roadway path. Consequently, they are requesting relocation of the 30 and 42 inch pipelines to be aligned with the new roadway.*

*The 30-inch PCCP was constructed in July 1944 and the 42-inch PCCP was constructed in September 1955. Based on an October 2007*

*assessment that included testing and visual observations conducted, the existing pipelines were found to be in very good condition, and there was no evidence of deterioration of the pipe (notably, these are gravity fed pipes and, as a result, experience considerably less stress than their pressurized counterparts).*

*The County has estimated the total project cost at \$11,177,897.40. The Commission's cost would therefore be \$5,588,948.70. Although pipe conditions are good, the cost to relocate the pipes under this 50/50 arrangement will be considerably less expensive for the Commission than if the work was done several years from now after development has occurred along the existing right-of-way. It therefore makes better economic sense for the Commission to replace and relocate the pipes at this time.*

*Under the proposal advanced by the County, The Commission would agree to pay 50% of the cost to relocate the 30 inch and 42 inch pipes; at a cost not to exceed \$5,588,948.70. The existing right-of-way would be abandoned by WSSC and a new one would be provided through the County following the new alignment of the reconstructed roadway.*

*There is currently no allocation in WSSC's budget for this work. Funding would need to be identified from the approved FY '14 and proposed FY '15 budgets. It is my understanding that the County will finance its portion through State participation as a grant funded project.*

*Authority is requested to enter into an agreement with the County as described above for a cost sharing agreement and to execute the work required for relocating the pipes."*

[Memorandum memorializing the General Manager's report above along with a map and drawing detailing the vicinity description of relocation and roadway realignment area and existing water main alignment and proposed relocation site were distributed to Commissioners and are thereby incorporated herein by reference.]

Following significant discussion between Commissioners, the General Manager and the two County representatives, Commissioners chose not to act on the matter at this time and will wait until the full Commission body has an opportunity to weigh in since the Chair is absent from today's meeting. The Commission will take the matter up again at the October Commission Meeting.

**The Commission received the General Manager's report relating to the Virginia Manor Road Reconstruction Project and Proposed MOU between WSSC and Prince George's County, as information.**

**Corporate Secretary Report.** Corporate Secretary Sheila Finlayson provided an overview of her activities for the month, sharing, among other things, that additional scholarship awards under the 2013 Starks/Counihan Engineering Scholarship Program had been provided to two previous scholarship winners based on policy revisions approved by the Commission last year. The Standard Procedure relating to the Engineering Scholarship Program was revised last year to allow for subsequent awards to be made to winners of the engineering scholarship for a period of up to four years provided the past winners met the grade and sanitary district residency requirements (i.e., maintained a 2.5 or greater grade point average (GPA) and maintained continued permanent residency in Prince George's and/or Montgomery County). As a result, a total of three scholarships for \$1000 each were awarded in 2013: 1) Adeolu Zion Babayemi (2013 recipient from Prince George's County); 2) Sebastian Snowberger (2012 recipient/past winner from Montgomery County who met the grade and residency requirements for 2013); and 3) Kiran Fatima (2011 recipient/past winner from Montgomery County who met the grade and residency requirements for 2013).

Ms. Finlayson also reminded Commissioners about the quorum refund hearings that she is in the process of scheduling over the next few months to rectify the backlog issue with respect to these hearings. Refund Hearings (requiring a quorum of Commissioners to preside over such hearings) will be conducted following the Commission meetings on September 18, 2013 (today); October 16, 2013 (confirmed) and November 20, 2013 (to be confirmed).

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

**WSSC Employees' Retirement Plan Board of Trustees.** Commissioner Moore reported that the WSSC Employees' Retirement Plan Board of Trustees did not meet in August 2013 and that the next meeting is scheduled for September 25, 2013 at 3:30 p.m.

**The Commission received the report of the WSSC Employees' Retirement Plan Board, as information.**

**Personnel, Governance & Legislation.** Commissioner Mandel provided an update of the activities of the Committee, noting that the Committee has established a process for "reporting leave" for the Commission Office direct reports, whereby the Commission is requiring that the three direct reports provide the Corporate Secretary with at least two-weeks notice when possible for annual leave requests. The Corporate Secretary will maintain a log of Annual, Sick and other leave requests for each direct report and will provide such a log to the Chair and Vice Chair on a regular basis and upon receipt of leave requests. The Chair and Vice Chair will direct the Corporate Secretary to approve or deny the requested leave and note such approval/denial on the respective forms/logs for each direct report. It is the Commission's desire that each of the Commission's direct reports be present and in attendance at each of the respective regularly-scheduled Commission Meetings. This reporting process will take effect as of today's date [September 18, 2013].

The Committee also discussed the concept of an Audit Committee with the Internal Audit Manager and determined not to institute a separate sub-committee of the Board for this purpose, indicating that the full Commission as a whole will continue to serve as the Audit Committee. The Internal Audit Manager has agreed to bring any matters falling under the purview of the Audit Committee to the attention of the Chair and Vice Chair immediately as opposed to waiting for the full Board to convene in order to address the matter. The Committee will provide some guidelines to Commissioners as to how the Board should handle its Audit Committee responsibilities.

Lastly, the Committee is in the process of scheduling the annual performance reviews for the General Manager and Internal Audit Manager.

**The Commission received the Personnel, Governance and Legislation Committee report, as information.**

**Bi-County Infrastructure Funding Working Group.** Commissioner Jones reported that due to scheduling conflicts, the subgroup on

unserved and underserved areas from the two counties has not had an opportunity to meet to finalize its research and presentation to the full working group. The subgroup plans to schedule a meeting within the next week and will then quickly move to schedule a meeting of the full group hopefully by the time of the next Commission Meeting.

**The Commission received the report of the Bi-County Infrastructure Funding Working Group, as information.**

The Corporate Secretary advised the Acting Chair that the Commission should entertain a motion to go into Closed while in Open Session, to which the Acting Chair agreed, noting that he would entertain a motion to go into Closed Session and then would take a recess for lunch. The Commission to reconvene in Closed Session in the Commissioners' Conference Room following lunch.

**CLOSED SESSION**

Whereby at 11:59 a.m., Commissioner Mandel moved that the Commission go into Closed Session pursuant to Maryland Code Annotated, State Government Article 10, Subtitle 5: Section 10-508(a)(13) to approve the August 21, 2013 Closed Session Minutes; Section 10-508(a)(7) to consult with counsel to obtain legal advice; Section 10-508(a)(8) to consult with staff, consultants or other individuals about pending or potential litigation; Section 10-508(a)(3) to consider the acquisition of real property for a public purpose and matters directly related thereto; and, Section 10-508(a)(1) to discuss personnel matters pertaining to performance evaluations and proposed leave policy for Commissioners' direct reports. Commissioner Navies seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from the vote).

At 12:00 p.m., Acting Chair Lawson declared the meeting was Closed. The Acting Chair then called a recess for lunch at 12:00 p.m. The meeting reconvened into Closed Session in the Commissioners' Conference Room at 1:17 p.m.

**ATTENDEES:** Vice Chair Chris Lawson (Acting Chair); Commissioners Antonio Jones, Mary Hopkins Navies, Adrienne Mandel, and Roscoe Moore, Jr. **Absent:** Commissioner Gene Counihan. Staff present: General Manager Jerry Johnson, General Counsel Jerry Blask,

**Corporate Secretary Sheila Finlayson, and Associate Counsel Heather Ashbury.**

Intergovernmental Relations Director Kirk Wineland joined the closed session for a portion of the discussion relating to additional proposed legislation for the 2014 Maryland General Assembly Session. Following this discussion, Mr. Wineland, along with Ms. Ashbury, departed the meeting at 2:16 p.m.

General Counsel Jerry Blask was excused at 2:37 p.m.

**Closed Session Minutes.** Commissioner Mandel moved to adopt the Closed Session Minutes of August 21, 2013, as drafted. Commissioner Jones seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).

**Legal Advice/Pending and Potential Litigation.** Commissioners met with legal counsel to obtain legal advice on additional proposed legislation for the 2014 Maryland General Assembly surrounding the Public Utilities Article provision relating to System Development Charges ("SDCs"). Commissioners also discussed certain privileged information with internal counsel relating to pending/potential litigation and other legal matters including the matter added to the Closed Session Agenda pertaining to the acquisition of real property for a public purpose. The Commission determined to add consideration of the additional legislation being proposed by management to next week's special commission meeting agenda, along with the item relating to approval of the transmittal of WSSC's Proposed CIP to the Counties. The Corporate Secretary to coordinate scheduling of the special meeting for Tuesday, September 24, 2013 or Wednesday, September 25, 2013, based on Commissioner availability.

**Personnel Matters.** The Personnel, Governance and Legislation Committee provided their update, pertaining to the proposed leave reporting process/policy for Commission Office direct reports and performance evaluations to be conducted, in open session; no further discussion was therefore required in Closed Session. The General Manager provided a brief follow-up report on the recruitment status of acting and vacant senior leadership positions at WSSC. The initial update was provided to Commissioners last month during the August Closed Session Meeting.

At 2:53 p.m., Commissioner Jones moved to end the closed session. Commissioner Mandel seconded the motion. The motion carried with five affirmative votes (Commissioner Counihan absent from vote).

OPEN SESSION RESUMED

ADJOURNMENT

There being no additional business, the Acting Chair called for a motion to adjourn, whereby, Commissioner Mandel moved to adjourn the meeting. Commissioner Jones seconded the motion. The motion carried with five affirmative votes. Commissioner Counihan absent from the vote.

At 2:54 p.m., the meeting was declared adjourned.

Respectfully submitted,

//signed//

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Sheila R. Finlayson, Esq.  
Corporate Secretary