

**WASHINGTON SUBURBAN SANITARY COMMISSION**

**MINUTES OF THE COMMISSION MEETING**

**Wednesday, March 17, 2010  
Laurel, Maryland**

Chair Gene W. Counihan called the meeting to order at 8:48 a.m. in the Auditorium of the Richard G. Hocevar Building, 14501 Sweitzer Lane, Laurel, MD 20707, with due notice having been given to all members of the Commission and the public. Vice Chair Joyce Starks, Commissioners Prem P. Agarwal, Adrienne A. Mandel, Dr. Roscoe M. Moore, Jr., and Antonio L. Jones were present at the meeting. Also, present were General Manager Jerry Johnson, Corporate Secretary Charlett Bundy and General Counsel's Office was represented by Senior Counsel, Vicki Webb until the arrival of General Counsel Jerry Blask (10:15 a.m.).

**AGENDA APPROVAL**

Commissioner Moore moved to approve the agenda for the Commission meeting of Wednesday, March 17, 2020. Commissioner Mandel seconded the motion. Commissioner Mandel asked to amend the agenda to add consideration of the January 20, 2010 Executive Session minutes during the executive session. Commissioner Moore agreed to the amendment. The motion carried unanimously. Chair Counihan asked Vice Chair Starks to lead the pledge of allegiance.

**BYLAWS**

Commissioner Moore thanked Commissioner Jones for his assistance in making the revisions to the Bylaws. He then moved to render the Bylaws effective as of the meeting date by adopting Resolution 2010-1865. Commissioner Jones seconded the motion. During discussion Commissioner Agarwal expressed concern over the language of Paragraph 3.01 in the Bylaws regarding the description of majority vote. Vice Chair Starks raised several questions about this draft of the Bylaws: making the description of when a vice chair could be elected the same description as when the chair could be elected; explain a footnote regarding Title 29 citations; and change the font in citations to the WSSC web site to be consistent as either caps or lower case. Commissioner Agarwal accepted the amendment to Paragraph 3.01 to read, "An additional basic requirement of a majority vote is that the tally of the majority of the vote must include at least one vote from a commissioner from each county." The motion carried with a unanimous vote.

Chair Counihan commended the Commissioners for their work in making a historic change to the Bylaws, one that for the first

time in the history of the company requires a majority vote to include a vote from a commissioner in each county.

#### **MINUTES**

Commissioner Agarwal moved to approve the open session minutes of the February 17 and March 1, 2010 Commission meetings. Commissioner Agarwal seconded the motion. The motion carried unanimously.

#### **WSSC RETIREES**

There were three retirees this month: Ron Mason, Facilities Unit Coordinator retired with 31 years and 7 months of service; Monroe Pickard, Utility Technician III, retired with 19 years and 8 months of service; and Karen DiPaula, Administrative Assistant II, retired with 19 years and 1 month of service.

#### **EMPLOYEE EXCELLENCE**

This month's video presentation featured employees working in the Community Outreach division of the Communications Office.

#### **COMMISSIONERS' COMMENTS**

Chair Counihan reminded Commissioners that upon adoption of the new Bylaws, when one Commissioner is absent, one Commissioner no longer needs to abstain to balance the representation. Under the new Bylaws, all Commissioners can participate and vote without any hesitance with the knowledge that each county will have some representation before something can be adopted by majority vote. He noted, this rule, "truly moves the Commission towards a bi-county agency."

Vice Chair Starks wished all employees Happy St. Patrick's Day and Happy Easter because the Commission will not meet before the latter holiday. Later in the meeting she urged the General Manager to determine if there are any idle analog lines or other communication land lines that could be deleted from the billing to save the commission money.

#### **GENERAL MANAGER'S OFFICE**

**Monthly Report.** Mr. Johnson started his report with a discussion about the generosity of WSSC employees who donated to the WSSC fund for disaster relief for the victims of the earthquakes in Haiti. The funds totaled \$3655 and were donated to the Red Cross. Ms. Diane Miner accepted the funds on behalf of the Red Cross. Ms. Miner presented WSSC a Certificate of Appreciation and noted the Red Cross is grateful for the donation.

Next, Mr. Johnson introduced Cathy Martin, the newly-hired Director of Acquisition who joined WSSC on February 22, 2010. She

has more than 20 years of experience in Acquisition with her most recent tenure as the Deputy of Procurement with the City of Atlanta. Ms. Martin stated she is looking forward to working with all the members of the WSSC team.

All plants and facilities are functioning well within their permit parameters and Mr. Johnson congratulated plant operators for maintaining this record during the trying times brought on by the blizzards in February 2010.

A report outlining delinquency rates was reviewed. The data in that report proved that the residential customers are the most significant in terms of dollar amounts on the delinquent accounts list, not the federal government accounts as was reported at the February commission meeting. Efforts to reduce these delinquencies include broader outreach program; changes in the call center; working to identify social service agencies to assist residential customers; implementing the round-up program in July 2011 to provide additional contributions for the water fund to help delinquent customers; hiring outside collection firms; and billing on a monthly basis instead of quarterly.

Commissioners were advised that the SLMBE hosted the Acquisition Vendor day that attracted 70 attendees; and a Women Business Owners Exposition with Congresswoman Donna Edwards delivering the keynote speech. Twelve outside agencies exhibited their information designed to help women business owners become more successful.

Jim Neustadt, Director of Communications will be presenting a white paper at the American Water Works Association national convention in Chicago next summer detailing the Customer Notification System, a WSSC innovation that has received national attention.

Roscoe Wade was recognized for his dual duties as Logistics Director and Director of Acquisition. Mr. Johnson congratulated Mr. Wade for leading both departments until the hiring of the new Director of Acquisition.

Three firms have been interviewed as potential candidates to conduct the next disparity study for WSSC. The closing date is March 31<sup>st</sup> and the top-ranked firm has been contacted to begin negotiations for finalizing a contractual agreement. Linda Gorman is the project manager who has been hired to supervise the project once it begins. She has extensive experience in project management.

Tom Traber provided a mid-year update on the financial projections for the year. No changes in water production

estimates but he presented reduced estimates for water and sewer revenues. The net result of the changes in projections for sewer and water revenue leads to a projected break even bottom line.

Mr. Johnson mentioned the progress in selecting a consultant to lead the strategic planning process for Commissioners. He also mentioned that WSSC is now pursuing a broad range of options to deal with delinquencies including receiverships and liens to order reduce uncollectable account.

Lastly, Mr. Johnson advised that the union would meet near the end of March to ratify the WSSC labor agreement so that Commissioners could review the contract at the April Commission meeting. The union has indicated support for the action the Commissioners took to reduce both the cost of living and merit raises for non-union WSSC employees.

#### **Press/Public Comments**

Dr. Steven Hausman, a candidate to be appointed to the WSSC Board of Ethics expressed his gratitude for the support from the Internal Audit Office and the General Counsel's Office for their support of the work of the WSSC Board of Ethics.

There were no comments from the press.

#### **Internal Audit Office**

**Monthly Activity Report.** Ms. Bardwell presented activities of her department for the period February 8 through March 5, 2010. The department continued to complete the risk-based audit plan. Three ongoing projects were highlighted: 1) the Development Group's operations audit; 2) the System's Control Group specified audit; and 3) the Human Resources regulatory compliance audit. Auditors facilitated an on-line ethics training to a focus group and new hires received ethics training.

Next Ms. Bardwell reported on the activities of WSSC's Board of Ethics. Several open items were reviewed including the lobbyist awareness campaign; training for commissioners; conflict of interest disclosures; annual on-line ethics training; and the draft of the Fraud, Waste, and Abuse Hotline Policy. The Ethics Board also considered four closed session items.

**Resolution 2010-1845.** The General Counsel's office completed the review of the Fraud, Waste, and Abuse Hotline Policy. It is ripe for commissioners to approve at the April commission meeting.

**Resolution 2010-1865.** Vice Chair Starks moved to approve Resolution 2010-1865 that reappoints Steven J. Hausman as a

regular member of the Board of Ethics. Commissioner Mandel seconded the motion. Commissioner Moore asked that the motion be amended to include also appointing Mr. Hausman as the chair of the Board of Ethics. Vice Chair Starks accepted the amendment as did Commissioner Mandel. The motion carried unanimously.

#### **BRIEFING AND ACTION ITEMS**

##### **Finance**

**Resolution 2010-1863.** Commissioners were asked to approve May 19, 2010, 5:00 pm as the date and time for informal hearings on appeals of front foot benefit assessments with a commissioner and alternate commissioner in case the number of appellants warrants additional hearings. Vice Chair Starks volunteered to preside over the hearings. Commissioner Agarwal moved that the Commission approve Resolution 2010-1863 that adopts a hearing date for appeals of front foot benefit assessments. Commissioner Mandel seconded the motion and volunteered to be the alternate commissioner to preside over the hearing. The motion carried unanimously.

##### **Engineering & Construction**

Chief Engineer, Gary Gumm presented four water main reconstruction contracts: BR4908A08 - Water Main Replacement for Tantaloon I, Prince George's County; BR/MV4893A08 - Water Main/Vault Replacement for Morningside I & II, Prince George's County; BR4271G05 - Water Main Replacement for Silver Spring VI, Montgomery County; and BR/CR4889B08 - Water/Sewer Main Replacement for Riverdale II, Prince George's County.

At the conclusion of the briefing, Commissioner Mandel moved that the four contracts be moved to a consent calendar: BR4908A08, BR/MV4893A08, BR4271G05, and BR/CR4889B08. Commissioner Agarwal seconded the motion. The motion carried with six affirmative votes.

##### **Customer Care**

**Resolution 2010-1861** - Designation of Agent and Secondary Agent for FEMA Transactions. Mr. Chow presented Commissioners with the nominations for agents who would submit claims to the U.S. Federal Emergency Management Agency. Angelia Butler was nominated as the primary agent and Sheila Cohen as the secondary agent. Commissioner Mandel moved to adopt Resolution 2010-1861 that names two WSSC employees to serve respectively, as an agent and secondary agent for FEMA transactions related to WSSC business. Commissioner Agarwal seconded the motion. The motion carried with six affirmative votes.

**CONSENT CALENDAR**

**Resolution 2010-1860.** The consent calendar for this month included the following contracts from the Logistics Department: 5745 for Graded Aggregate Base and 5524 for Hauling and Disposal of Debris. The following Goods and Service Contracts from the Customer Care Team: P73322, Sewer Line Chemical Root Treatment, and P73318, Storm water Management & Stream Restoration.

Commissioner Mandel moved to adopt Resolution 2010-1861 that approves the award of the contracts on the Consent Calendar for March 17, 2010. The motion failed for want of a second. Vice Chair Starks then moved to approve Resolution 2010-1861 that approves the award of the contracts on the Consent Calendar for March 17, 2010 as well as items added to the consent calendar from Engineering & Construction, (i.e., Contracts BR4908A08, BR/MV4893A08, BR4271G05, and BR/CR4889B08). Commissioner Moore seconded the motion. The motion carried with six affirmative votes.

**DEPARTMENT BRIEFINGS****Engineering & Construction**

**Contract 5791 - Emergency Rehabilitation and Repair of Prestressed Concrete Cylinder Pipe.** Mr. Gumm presented Commissioners with information on this contract that would improve pricing by allowing the pricing to be determined in a non-emergency time-frame and allow as many as three contractors to address the emergency repair to PCCP pipe at once, saving WSSC money and reducing lost use due to repair time.

**Acquisition**

**Resolution 2010-1862 Approving Standard Procedure ACQ 10-01: Revised Centralized Bidder Registration (CBR) Procedures.** Commissioners received a briefing from Mr. Roscoe Wade on this policy revision that clarifies when a registrant in the WSSC CBR is eligible to bid on WSSC projects.

**Corporate Asset Management Office**

**Update progress of Utility Master Plan (UMP).** Mr. Gary Boykin provided Commissioners with an overview of the status of Phase II of the plan.

**Intergovernmental Relations Office**

**Senate Bill 158.** This legislation addresses foreclosures for unpaid water and sanitary charges and prevents property from

being sold for unpaid water and sanitary charges. The General Manager recommends opposition to the bill because it may have a negative impact on how WSSC collects delinquent accounts. The bill has been heard but has not moved. Vice Chair Starks moved that Commission take no position on this bill. Commissioner Agarwal seconded the motion. The motion failed as the vote was tied two to two. Vice Chair Starks and Commissioners Agarwal voted aye; Chair Counihan and Commissioner Mandel voted nay; Commissioner Jones abstained to balance the representation because Commissioner Moore was temporarily off the dais. Commissioner Moore returned to the dais and abstained because the vote by Commissioner Jones had been cast and he wanted to maintain the balance of representation.

Commissioner Mandel moved that the Commission support the general manager's position that the Commission oppose Senate Bill 158. Chair Counihan seconded the motion. The motion failed as there was no affirmative vote from a commissioner in each county as required by the newly-adopted Bylaws. Chair Counihan, Commissioners Mandel and Moore voted aye; Vice Chair Starks and Commissioner Jones voted nay. Commissioner Agarwal abstained because he needed additional information to understand the bill.

**Senate Bill 911. Damage prevention to underground facilities.** This bill increases penalties for non-compliance with the legislation and authorizes a task force to hear complaints and levy fines against those who damage underground facilities. The General Manager recommends that the Commission support the bill. Commissioner Mandel moved that the commission support Senate Bill 911. Commissioner Moore seconded the motion. The motion carried with six affirmative votes.

**Senate Bill 775. Road Salt Management Program.** This bill provides that state and local governments responsible for highway maintenance confer on salt use for roadways. The General Manager made no recommendation on this item. Commissioners took no action on this bill.

**House Bill 813. Application of Sludge.** The Department of Agriculture under authority of this bill would adopt regulations for winter application of sludge similar to the regulations that impact winter application of animal manure. The General Manager recommended the Commission oppose this bill. Commissioner Mandel moved that the Commission oppose House Bill 813 Agriculture Sludge and Timing of Winter Application. Commissioner Jones seconded the motion. The motion carried with six affirmative votes.

**House Bill 1325. State and Local Government Procurement  
Banking and financial services preference for state institutions.**

CFO Tom Traber advised Mr. Wineland that this bill will not affect WSSC because the sophistication of WSSC's financial transactions requires national banking institutions instead of smaller, state-chartered institutions. The latter would not meet the minimum requirements to bid on offering financial services to WSSC. On the basis of this advice, there was no recommended action for the Commission to take on this bill thus, Commissioners took no action.

On the request of Commissioner Mandel, Mr. Wineland provided updates on House Bill 617, House Bill 637, and PG/MC 117-10. Commissioner Mandel moved that the Commission oppose PG/MC 117-10. Commissioner Moore seconded the motion. Chair asked for a showing of hands: Chair Counihan and Commissioners Mandel and Moore voted in favor of the motion and Vice Chair Starks and Commissioners Agarwal and Jones voted nay. The motion failed as the vote was tied at three to three.

**COMMISSIONERS**

**Continued Business and  
Sub-committee Reports**

**Personnel/Governance Committee - Independence of Commissioners.** Commissioner Moore asked General Counsel Blask to share his opinion about the independence of Commissioners from their appointing authority. Mr. Blask stated Commissioners are not independent because Article 29 does not use the term "independence" in describing the Commission or commissioners; there is no "for cause" basis for terminating commissioners; and the county executive or county council may terminate Commissioners at will.

**Bi-County Working Group Committee**

This Committee is awaiting nomination from Prince George's County and a meeting will be scheduled before the March Commission meeting.

**Pension Committee**

Commissioner Mandel advised Commissioners of the annual meeting scheduled for later in the day and invited other Commissioners to attend.

**CORPORATE SECRETARY**



**Commissioners' Cell Phone/Employee Benefit Policy.**

Commissioners reviewed a standard procedure that allows Commissioners to receive in lieu of the free cell phone provided as a WSSC employee benefit, the cost to WSSC of paying for such employee benefit. Commissioner Mandel moved that the Commission approve Standard Procedure GOV 10-01, titled "Allocation of the Employee Benefit WSSC Cell Phone Use for Commissioners."

Commissioner Jones seconded the motion. The motion carried with six affirmative votes.

Ms. Bundy reviewed her non-routine activities for the month.

**EXECUTIVE SESSION -  
COMMISSIONERS' CONFERENCE ROOM**

Commissioner Mandel moved to close the meeting for February 17, 2010 pursuant to Maryland State Government Article 10, Subtitle 5, Section 10-508(a)(13) to approve the January 20 and February 17, 2010 Executive Session minutes; Section 10-508(a)(1) to discuss employment contracts of two direct reports; and Section 10-508(a)(7) to receive legal advice on pending legal matters. Commissioner Jones seconded the motion. There were five aye votes on the motion so the motion carried. At 2:24 p.m. the meeting was declared closed.

**ATTENDEES:** Chair Gene Counihan, Vice Chair Starks; Commissioners Prem Agarwal, Adrienne Mandel, Dr. Roscoe Moore and Antonio Jones; General Manager Jerry Johnson, Deputy General Manager Teresa Daniell, General Counsel Jerry Blask, and Corporate Secretary Charlett Bundy were present.

**Update on Litigation Matters.** Mr. Blask provided Commissioners with update on certain litigation matters.

**Minutes.** Commissioner Mandel moved to approve the minutes of the Executive Session for February 17, 2010 meetings. Commissioner Jones seconded the motion. Commissioner Mandel asked for an amendment to clarify a sentence. The amendment to the approval of the minutes was accepted before the vote. The motion carried with six affirmative votes.

Commissioner Jones moved that the Commission approve the minutes of the Executive Session held January 20, 2010. Commissioner Agarwal seconded the motion. Approval of these minutes was special ordered to the Executive Session at the April Commission meeting because the changes from the original were not visible in the copies in Commissioners' packets. Mr. Blask left the meeting at the conclusion of this discussion (1:45 p.m.).

**ATTENDEES ADMINISTRATIVE MATTER - Direct Report Evaluation:**

**Chair Gene Counihan, Vice Chair Starks; Commissioners Prem Agarwal, Adrienne Mandel, and Antonio Jones, Jerry Johnson, and Teresa Daniell were present.**

There was first discussion about the FY 2009 performance evaluation of a direct report. Commissioner Moore made a motion made to approve the evaluation. Commissioner Jones seconded the motion. After discussion Commissioner Moore moved to special order the evaluation to the April commission meeting. Vice Chair Starks seconded the motion. The motion carried with five affirmative votes as Commissioner Mandel voted nay.

**ATTENDEES ADMINISTRATIVE MATTER - Direct Report Contract Renewal: Chair Gene Counihan, Vice Chair Starks; Commissioners Prem Agarwal, Adrienne Mandel, and Antonio Jones.**

Vice Chair Starks moved that the Commission empower the Personnel/Governance sub-committee to negotiate a new employment contract (that was presented to the Commissioners in the meeting packet) with a direct report and authorize the Chair to sign a Personnel Action Notice to enact the terms once accepted by the employee. Commissioner Jones seconded the motion. The motion carried unanimously.

Commissioner Mandel moved to go into open session. Chair Counihan seconded the motion. The motion carried unanimously.

**OPEN SESSION RESUMED**

At 2:56 p.m. Chair Counihan declared the meeting was open.

**Adjournment**

Commissioner Mandel moved to end the meeting. Commissioner Moore seconded the motion. The motion carried unanimously.

The motion carried with four affirmative votes. At 2:57 p.m. Chair Counihan declared the meeting was adjourned.

Respectfully submitted,

//signed//  
Charlett Bundy  
Corporate Secretary