

WASHINGTON SUBURBAN SANITARY COMMISSION

MINUTES OF THE COMMISSION MEETING

**Wednesday, May 19, 2010
Laurel, Maryland**

Chair Gene W. Counihan called the meeting to order at 8:42 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 Vicki Webb. General Counsel Jerry Blask joined the meeting at 2:00 p.m.

AGENDA APPROVAL

Commissioner Moore moved to approve the agenda for the Commission meeting of Wednesday, May 19, 2010. Commissioner Mandel moved to add a closed session item on legal advice regarding the MBE program. Vice Chair Starks asked to add an item to discuss correspondence under Commissioners' comments and then seconded the motion. The amendments were accepted and the motion carried with six affirmative votes.

Chair Counihan asked Commissioner Jones to lead the pledge of allegiance. Before leading the pledge, Commissioner Jones asked for a moment of silence to recognize a fallen Maryland son, Marine Corporal Kurt Shea of Frederick, Maryland who died May 10 in the Afghanistan War.

MINUTES

Commissioner Agarwal moved to approve the open session minutes of the April 21, 2010 Commission meetings. Commissioner Jones seconded the motion. He asked that certain minor items that were technical in nature be addressed before the vote. The motion was special ordered to later in the meeting.

WSSC RETIREES

This month three persons retired. Geoffrey A. Vanhorn was recognized for retiring as a, Senior Wastewater Plant Operator with 37 years and 4 months of service.

The two retirees who did not attend were: Francis J. Carmody, Jr. retired as a Bonds and Insurance Specialist in the Technical Services Group with 28 years and 9 months of service and Anthony R. Thomas retired from the Communications Community Relations group with 8 years and 10 months of service.

COMMISSIONERS' COMMENTS

Vice Chair Starks asked that the policy regarding issuing correspondence to the media be sent to the Commissioners' office prior to it being shared with the media.

Commissioners then discussed two letters sent in reply to a complaint received in the Commissioners' Office.

PRESS AND PUBLIC COMMENTS

There were no public or press comments.

GENERAL MANAGER'S OFFICE

Monthly Report. Mr. Johnson first advised Commissioners that all plants were operating within permit levels but noted a problem with the Potomac Plant filtration system and summarized the work done to correct the problem. Mr. Johnson reported that estimates for completing the amount of sewer replacements had been over ambitious and that the total number of miles would be less than estimated partly due to unknown and unforeseen costs related to the replacement work. The water supply report from the Potomac River Basin Commission indicated rainfall rates will render WSSC in good shape for the summer high use season. Next Mr. Johnson remarked about delinquent accounts and disconnection patterns. An aggressive collection policy has resulted in fewer such accounts. He described a notice that would be sent to a federal customer regarding that customer's delinquent account and updated Commissioners on the account for a condominium complex that is in bankruptcy: The complex's repayment plan is current.

WSSC's budget is on target for the year. WSSC participated in a water taste test as part of a conference held at the Spring 2010 meeting of the Chesapeake Section of the American Waterworks Association (AWWA). WSSC ranked first in the taste test.

Mr. Johnson advised Commissioners that the Disparity Study had an official kick-off with Mason Tillman & Associates, the firm that won the bid to conduct the study. Mason Tillman has completed over 108 disparity studies since 1990 for such clients as Baltimore County, Montgomery County, and the District of Columbia. The study is expected to be completed by November 30, 2010. WSSC hired Ms. Linda Dorman as the study's project manager. The president of Mason Tillman will present at the June Commission meeting as part of the public education of the study process.

On May 14th WSSC the Change Leadership Team was among the 1200 persons who attended the annual breakfast sponsored by the Maryland-DC Minority Contractors Association. WSSC was highlighted for exceeding its MBE payment objectives in the past fiscal year. On May 18th, WSSC was an active participant in Pro

Biz 2010, a small and minority business procurement opportunities conference and participated in several panels of that conference.

The WSSC Children's Water Festival brought 700 4th graders from schools in Montgomery and Prince George's County to Brighton Dam for a day of learning about water and the environment. Mr. Johnson thanked the employees who volunteered their help with the event, especially Angela Ballard Landers of the Community Outreach Group who spearheaded the activity. Nearly 200 people attended the H2O Fest, participating in green living exercises. A charity bike ride held as part of the event raised \$800 for the WSSC Water Fund. A family movie night raised additional money (\$300) for the Haitian Relief Fund.

Ten WSSC employees have been mentoring 16 female students from MLK Middle School in Beltsville, Prince George's County. The mentors from WSSC -- Wonderful Success Sisters Crew -- held a year-end celebration for the students and Mr. Johnson addressed the young ladies who participated in the program. A program to mentor boys at that school is planned to begin in the summer.

In closing Mr. Johnson reminded all that WSSC's Employee Appreciation Day would be held June 12, at Brighton Dam from noon to 4 p.m.

2. Delegation of Authority. Mr. Johnson reviewed the proposed Delegation of Authority that would repeal all previous delegations. Commissioner Mandel moved to approve the Delegation of Authority as presented by the General Manager. Commissioner Jones seconded the motion. He then asked to amend the contracting authority from \$1.5 million to \$750,000. Commissioners then reviewed how this amendment would impact other paragraphs/terms in the proposed Delegation of Authority. Paragraphs six and seven were also amended to limit the upper threshold of authority to \$750,000 rather than \$1 million. Item 13 was removed. The word substantive was added to paragraph 15. The matter was special ordered until later in the meeting when a document with all of the changes could be reviewed before taking a vote.

Internal Audit Office

1. Monthly Activity Report. A summary of the activities in the Internal Audit Office were reviewed by Ms. Bardwell. She first noted that the system development charge savings for the month totaled \$1.6 million. Other audits in process were cited including two special audit requests: Sick leave bank and special accounting group audit. Under the enterprise risk management section, it was noted that the Fraud Waste and Abuse Hotline Policy was advertised on May 1 on the WSSC Internet, Intranet and

the Montgomery and Prince George's County versions of the Washington Post. A risk management workshop was conducted for the WSSC Police Department's Investigation Unit. The Board of Ethics' meeting agenda was reviewed. Lastly Ms. Bardwell summarized the annual financial disclosure filings.

2. Delegation of Authority. Ms. Bardwell presented a draft of the Delegation of Authority for the Internal Auditor. After much discussion the vote on this document was special ordered to the June meeting.

Corporate Secretary

Delegation of Authority. Ms. Bundy provided a draft for review. Commissioners decided to postpone a vote to approve this Delegation until the June Commission meeting.

GENERAL MANAGER'S OFFICE

General Manager's Delegation of Authority - Resumed. The revised document was presented to Commissioners. A redline version showing the changes was also presented for comparison. Additional discussion followed. Chair Counihan asked for votes to approve the amendments, i.e., the redline items noted in the final draft. Mr. Johnson noted two additional amendments: Paragraph 25 reduced to \$150,000 and the effective date changed to July 1, 2010. Mr. Jones accepted the additional amendments to his original motion amendment. The motion to accept all of the amendments to the General Manager's Delegation of Authority carried unanimously. Next, Commissioner Mandel moved to adopt Resolution 2010-1876 which delegates certain authority to the general manager/chief executive officer. Commissioner Jones seconded the motion. The motion carried unanimously.

CONSENT CALENDAR

Vice Chair Starks moved that the Commission approve Resolution 2010-1872 approving the consent calendar for the May 19, 2010 meeting. Commissioner Agarwal seconded the motion. The motion carried with six affirmative votes.

CUSTOMER CARE TEAM

Commissioner Mandel moved to approve Resolution 2010-1871 that amends the refund schedule in Standard Procedure 3.01 and 3.02 to note that no refunds will be available for unusually high bills as a result of the removal of this item from WSSC's Fiscal Year 2011 Budget. Commissioner Jones seconded the motion. The motion carried with four votes: Vice Chair Starks voted nay; Commissioner Mandel was temporarily off the dais and did not vote; Chair Counihan and Commissioners Agarwal, Moore and Jones voted aye.

Chair Counihan then recessed the meeting for lunch until 1:09 p.m.

BRIEFING AND ACTION ITEMS

Internal Audit Office

Internal Auditor's Delegation of Authority - Resumed. Ms.

Bardwell brought a revised document showing additional changes discussed in the morning. The Audit Charter was discussed in conjunction with the Internal Auditor's Delegation of Authority as well as the specific changes made to the proposed Delegation. The effective date was to be July 1, 2010 to coincide with other delegations. Chair Counihan asked that the revised Audit Charter and Delegation of Authority be reviewed to determine how to proceed and asked that Commissioners receive it a week after the May Commission meeting in order to bring it to the June Commission meeting for a vote.

PRODUCTION TEAM

Contract 5571, Option Year 1. Mr. Price briefed

Commissioners on the details of this first of four option year extensions of Contract 5571 for Biosolids maintenance and utilization at Blue Plains Water Treatment Plant.

ENGINEERING & CONSTRUCTION

Architectural & Engineering Services. Mr. Gumm provided a

briefing on Contract BR4797A08 which purchases a design for lining 42" PCCP water main and Contract 23302326A for conducting a feasibility study for anaerobic digesters and combined heat and power at Seneca and Piscataway treatment plants.

INTERGOVERNMENTAL RELATIONS OFFICE

Mr. Wineland provided a wrap-up of federal legislative that could impact WSSC operations, legislation proposed by Senator Cardin and Congressman Cummings, and proposed legislation re-enacting the Clean Water Act and how it would impact clean-up and restoration of WSSC's water shed areas.

COMMISSIONER REPORTS

Personnel & Governance Group

Commissioners' Cell Phone Policy. As a follow-up, Ms. Bundy

noted that the Commissioners' Cell Phone Benefit policy was in effect as of the March 17th meeting and that a waiver for Commissioners would be available for signing for those Commissioners who wish to opt out of receipt of the cell phone benefit.

Commissioners' Travel Policy. Commissioners reviewed their

interest in adopting the staff travel policy, Standard Procedure

FIN08-01 with some modifications as the policy that would govern their travel and reimbursement.

Bi County Committee

A first committee meeting was held. Chair Counihan asked Mr. Johnson to circulate a narrative statement of the committee's purpose before the second meeting.

WSSC Employees Retirement Board of Trustees

Commissioner Mandel reported on the status of the Retirement Plan's assets and investments for March 31, 2010.

Ad Hoc Group

Chair Counihan reminded Commissioners of the strategic planning workshop to be held at the Universities at Shady Grove on May 21st and May 22nd.

Continued Business

Commissioner Moore indicated that the procedure for paying legal fees for Commissioners would be presented for discussion at the June meeting.

EXECUTIVE SESSION

Commissioner Jones moved to close the meeting pursuant to Maryland State Government Article 10, Subtitle 5, Section 10-508(a)(13) to approve the April 21, 2010 Executive Session minutes; Section 10-508(a)(7) to provide legal advice on recent decisions and litigation strategy in certain cases impacted by budget, and the MBE program; Section 10-508(a)(1) to discuss a personnel matter: Employment contract renewal of a direct report. Commissioner Agarwal seconded the motion. The motion carried with six affirmative votes. At 3:17 p.m. Chair Counihan declared the meeting was closed.

COMMISSIONERS' CONFERENCE ROOM

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

The meeting convened in the Conference Room at 3:27 p.m. Commissioners by consensus agreed not to record the closed session as a test to establishing a permanent policy to not record the closed sessions.

Minutes. Commissioner Agarwal moved to approve the minutes of the Executive Session for April 21, 2010. Commissioner Moore seconded the motion. The motion carried with five affirmative votes. Commissioner Mandel abstained because she was absent from the April 21, 2010 meeting.

Legal Matters. Mr. Blask provided legal advice on recent court decisions and reviewed the necessity for increasing a contract for legal services. A motion to increase the contract's upset limit was seconded and approved unanimously.

At 4:20 p.m. all were asked to leave the meeting except for the six Commissioners who addressed the remaining issues on the agenda for the Executive session. No other business was discussed.

Commissioner Agarwal moved to end the executive session. Commissioner Jones seconded the motion. The motion carried with six affirmative votes. At 5:05 p.m. the meeting was declared open.

OPEN SESSION RESUMED

Minutes

Commissioner Jones moved to approve the April 21, 2010 minutes that included his technical corrections. Commissioner Mandel seconded the motion. The motion carried with five affirmative votes as Vice Chair Starks had left the meeting to preside over the Front Foot Benefit Hearing.

Adjournment

Commissioner Jones moved to end the meeting. Commissioner Moore seconded the motion. The motion carried with five affirmative votes as Vice Chair Starks had left the meeting to chair the Front Foot Benefit Hearing. At 5:10 p.m. Chair Counihan declared the meeting was adjourned.

Respectfully submitted,

 //signed//
Charlett Bundy, Esq.
Corporate Secretary