

**WASHINGTON SUBURBAN SANITARY COMMISSION**

**MINUTES OF THE COMMISSION MEETING**

**Wednesday, August 18, 2010  
Laurel, Maryland**

Chair Antonio Jones called the meeting to order at 8:45 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 Dr. Roscoe M. Moore, Jr., Commissioners Prem P. Agarwal, Adrienne A. Mandel, and Joyce Starks, were present at the meeting. Also, present were General Manager Jerry Johnson, Deputy General Manager Teresa Daniell, Corporate Secretary Charlett Bundy, and General Counsel Jerry Blask (who arrived at 9:24 a.m.). Commissioner Gene W. Counihan was unable to be present.

**AGENDA APPROVAL**

Commissioner Mandel moved to approve the agenda for Wednesday August 18, 2010. Commissioner Agarwal seconded the motion. Commissioner Mandel asked that the agenda be amended to allow for the review of the Vision Statement to be an action item. Commissioner Starks opposed the amendment stating that in the absence of Commissioner Counihan it might be preferable to wait until he could provide input. After the vote was called by Chair Jones, the motion carried with five affirmative votes. Chair Jones asked Javier Arias, the recipient of the 2010 Joyce Starks Engineering Scholarship to lead the pledge of allegiance.

**MINUTES**

Commissioner Mandel moved to approve the minutes of the meeting held July 21, 2010. Commissioner Agarwal seconded the motion. The motion with carried with five affirmative votes.

**WSSC RETIREES**

Neither of the two employees who retired in August was present at the meeting to be recognized. The two were: Barbara A. Porter, Administrative Assistant I, who retired after 28 years and 3 months of service and Evelyn J. Washington, a Human Resource Coordinator who retired after 24 years of service.

**JOYCE STARKS ENGINEERING SCHOLARSHIP**

Mr. Javier Arias of Temple Hills, MD was awarded the 2010 Joyce Starks Engineering Scholarship. Mr. Ariel is a graduate of Prince George's Community College and will be attending the University of Maryland as an engineering major in the Fall. He was accompanied by his mother, Mrs. Oneida Arias. Mr. Arias wrote about a family trip to El Salvador that sparked Mr. Arias' interest in water conservation/engineering. This trip was the subject of the essay that was part of his application for the scholarship.

#### **MEDIA / PUBLIC COMMENTS**

There were no comments from the public or the media.

#### **COMMISSIONERS' COMMENTS/INTENTIONS**

Commissioner Mandel announced that Commissioner Gene Counihan is recovering from a serious illness that necessitated hospitalization. She noted Mr. Counihan is making positive progress. Many are following Chair Jones' suggestion to pray or meditate at noon every day for Commissioner Counihan.

Commissioner Starks noted that children are returning to school and wished the families of the WSSC employees a successful school year. She thanked the picnic committee for continuing to do a great job with the picnic.

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

**Monthly Report.** Mr. Johnson noted the year-end audit is underway by the external audit team and that no issues or problems have as yet surfaced during their work. Next he remarked about the significant progress in WSSC's Call Center to improve customer service. About 5,000 customers signed up for the Round Up Program (some signed up for ongoing round ups while others are for a one time deduction). This program allows for rounding up the bill amount to a whole dollar with the change going to the WSSC Water Fund. Nearly \$2500 has been raised thus far. This program and the Can the Grease Programs were promoted at the Montgomery County Fair by the nearly 37 WSSC employees who volunteered to work WSSC's booth at the Fair.

The start-up following a major power outage at the Potomac Plant occurred without incident. Other spotty power outages caused by a storm were covered by generators. Although WSSC is one of PEPCO's highest priorities, issues related to power outages will be discussed in a meeting with PEPCO to discuss outages and power restoration.

Damage at Piscataway by a contractor has been repaired and work continues on the water main. All plants are operating within permit parameters.

Mr. Johnson advised that the Disparity Study is slightly behind schedule because of data collection and he will meet with the contractor to adjust the schedule to hold the published deadlines. WSSC placed an ad in the Small Business Resource Magazine which reaches 300,000 businesses across the country.

On the matters of environment, Mr. Johnson described the release of 450,000 lady bugs in the WSSC Azalea Garden to ward off other pests in the garden.

A reception for the nearly 200 employees that volunteer to help with commission projects was held to express appreciation for the volunteers and to promote the importance of WSSC continuing to be a good corporate citizen.

#### **Internal Audit Office**

**1. Monthly Activity Report.** Ms. Bardwell provided an update on the type of audits conducted since the previous month's report.

**2. Delegation of Authority to the Internal Auditor.** After reviewing the document, Commissioner Agarwal moved that the Commission approve Resolution 2011-1892 that delegates certain authority to the Internal Auditor. Commissioner Mandel seconded the motion. The motion carried with five affirmative votes.

**3. Draft—FY 2011 Risk-Based Audit Plan.** Commissioners discussed this plan which will be up for approval at the September 15, 2010 Commission Meeting.

#### **AUGUST BRIEFING ITEMS**

##### **Engineering and Construction**

**Contract CI4898B08, Change Order 1.** Mr. Gumm presented this change order for construction sewer main lining, sewer house connection renewal and other sewer rehabilitation (Consent Decree). It was moved to the Consent Calendar for a vote.

##### **Customer Care Team**

**Contract Consent Decree Items.** Mr. Chow gave an overview of three basic ordering agreements that need approval: Contract PM0002A08, Change Order 1; Contract PM006A07, Option Year 1, Change Order 1 for SSO Rehabilitation Support Program; and Contract PM005A07, Option Year 1, Change Order 1. All items were moved to the Consent Calendar for a vote.

##### **Finance**

**Public Hearing Dates for FY 2012 Proposed Budget.** Mr. Traber presented the hearing dates for the 2012 Proposed Budget. No action was needed by Commissioners.

#### CONSENT CALENDAR

Commissioner Mandel moved that the Commission approve Resolution 2011-1891 that adopts the consent calendar for the August 18, 2010 meeting. Commissioner Agarwal seconded the motion. Commissioner Starks expressed concern over voting to approve a change order that was valued at more than half of the price of the original contract. She asked General Counsel Blask to determine the legality of such approval before the Commissioners voted. Chair Jones then tabled voting on the motion until later in the meeting.

#### Finance Office

**Resolution 2011-1890.** Mr. Rick Baker requested on behalf of the WSSC Employees' Retirement Board of Trustees that Commissioners reappointment Sally Barkley as the Employee Representative to the Retirement Board of Trustees.

#### COMMISSIONER REPORTS

##### Chair's Items

**Strategic Planning Workshop Follow-up.** Commissioner Mandel discussed the results of the review by the Change Leadership Team of the proposed Vision Statement options. After discussion, the following statement was presented for a vote:

We will become the world class provider of safe, reliable water/wastewater services that protect the health, safety, and quality of life for our community.

- Customers are delighted with our excellent products and services
- Relationships with our customers, employees, and business partners surpass expectations.
- The environment is improving as a result of our efforts.
- Quality . . . always.

Commissioner Agarwal moved that the Commission adopt this edited Vision Statement. Commissioner Mandel seconded the motion. The motion carried with five affirmative votes.

Chairman Jones then announced his committees and appointments: Governance and Personnel Committee will be staffed by Vice Chair Moore and Commissioner Agarwal; the Institutional Process Oversight Committee will be staffed by Commissioners Starks and Mandel; the Infrastructure and Fiscal Budget Committee will be staffed by Chairman Jones and Commissioner Counihan. Announcements and minutes (if any are prepared) will be shared with all Commissioners.

**Infrastructure Funding and Fiscal Budget Group  
(Formerly Bi-County Committee)**

The draft charter and minutes of the last meeting of this committee will be available to Commissioners soon. There were no meeting notes and the upcoming meeting dates will be published for anyone to attend.

**Governance/Personnel Group**

**WSSC Employees' Retirement Board of Trustees.** Commissioner Mandel updated Commissioners on the status of investments held by the WSSC Employees' Retirement Board of Trustees Fund noting in summary that all of the investment plan strategies are within the designated range limits.

**Fire Drill for Commissioners.** Chris Brous who leads the Security Force provided a briefing on the exit plans for leaving the auditorium and Commissioners' Conference Room in the event of an emergency.

At 11:54 a.m., Laura Swisher arrived to represent the General Counsel's office while Mr. Blask researched the question of approving the change order that represented more than a 50% increase to the initial contract cost.

**Commissioners' Expense Reimbursement Policy.** Commissioners reviewed the draft policy approved by General Manager Jerry Johnson, General Counsel, and Chief Finance Officer Tom Traber. Vice Chair Moore moved to adopt Standard Procedure GOV 10-01, Commissioners Travel Reimbursement Policy. Commissioner Agarwal seconded the motion. The motion carried with five affirmative votes.

**Access to Closed Session Minutes.** Changes were made to the draft policy presented in the packet. Commissioner Mandel moved to adopt Standard Procedure GOV 10-02, Access to Closed Session Minutes. Commissioner Agarwal seconded the motion. The motion carried with five affirmative votes.

**Corporate Secretary**

**Monthly Report.** Ms. Bundy provided her monthly report. Part of the report addressed establishment of the WSSC Ethics Officer position which had been approved in the FY 2011 Budget. Commissioners determined that the Ethics Officer would report to the Internal Auditor administratively and to the WSSC Ethics Board, functionally. The decision was based on information in an opinion provided by the General Counsel's Office on the legality of having the Ethics Officer report functionally to a board of volunteers. The interview panel for reviewing candidates for the Ethics Officer position will include a member of the Ethics Board.

**Change Order Discussion Resumed.** At 1:20 p.m. General Counsel Blask returned to the meeting. He provided his opinion on the legality of approving change orders that exceed 100% or more of the original contract price. He assured Commissioners that approval of the Consent Calendar that contained a contract that requested a change order at a value higher than the original contract did not violate any contracting policy or laws. Commissioner Mandel requested staff provide improved justification for change orders.

**CONSENT CALENDAR RESUMED**

The previous motion to adopt the consent calendar was called up with the resulting vote four affirmative and one nay vote from Commissioner Starks. Thus, the four votes: Two aye votes from each county caused the motion to adopt the consent calendar as published to carry.

**CLOSED SESSION**

Commissioner Agarwal moved to close the meeting pursuant to Maryland State Government Article 10, Subtitle 5, Section 10-508(a)(13) to approve the July 21, 2010 Closed Session minutes and Section 10-508(a)(7) to receive legal advice on recent developments in certain litigation and legal advice on the standard procedure on access to closed session minutes. Commissioner Mandel seconded the motion. The motion carried with five affirmative votes. At 2:08 p.m. Chair Jones declared the meeting was closed.

**COMMISSIONERS' CONFERENCE ROOM**

**ATTENDEES:** Chair Antonio Jones, Vice Chair Dr. Roscoe Moore; Commissioners Prem Agarwal, Adrienne A. Mandel, and Joyce Starks; General Manager Jerry Johnson, General Counsel Jerry Blask, and Corporate Secretary Charlett Bundy. Attorney Russel Beers joined the meeting for the discussion on the legal advice regarding litigation in progress.

Commissioners reviewed the legal advice from General Counsel Blask on Standard Procedure GOV 10-02, Access to Closed Session Minutes; Attorney Beers provided an update on certain litigation.

**Closed Session Minutes.** Commissioner Moore moved to approve the minutes of the Closed Session for July 21, 2010. Commissioner Mandel seconded the motion. The motion carried with five affirmative votes.

Commissioner Mandel moved to end the closed session.  
Commissioner Starks seconded the motion. The motion carried with five affirmative votes. At 3:27 p.m. the meeting was declared open.

**OPEN SESSION RESUMED**

**Adjournment**

Commissioner Agarwal moved to adjourn the meeting.  
Commissioner Starks seconded the motion. The motion carried with five affirmative votes.

At 3:28 p.m. Chair Jones declared the meeting was adjourned.

Respectfully submitted,

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Charlett Bundy  
Corporate Secretary