

WASHINGTON SUBURBAN SANITARY COMMISSION

MINUTES OF THE COMMISSION MEETING

Wednesday, October 17, 2007

Laurel, Maryland

Chairman Prem Agarwal called the meeting to order at 8:43 a.m. in the Commissioners' Conference Room at 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. Commissioners Joyce Starks, Juanita D. Miller, Norman Pruitt, Gene Counihan and Adrienne Mandel were present. Also, present were General Manager Andy Brunhart, General Counsel Jerry Blask and Corporate Secretary Charlett Bundy.

Agenda Approval

Commissioner Pruitt moved to adopt the agenda. Commissioner Miller seconded the motion. The motion carried with five affirmative votes as Commissioner Starks arrived after the vote was taken.

Later in the meeting, the agenda was amended by a motion from Commissioner Agarwal who moved to amend the agenda to include the item, "approval of reallocation of funds for the Internal Audit Manager's office budget." Commissioner Pruitt seconded the motion. The motion carried unanimously.

FINANCE OFFICE

WSSC Employee Retirement Plan - Board of Trustee Research. Mr. Traber briefed Commissioners on the proposal to change the constitution of the Board of Trustees of the WSSC Employee Retirement Plan. He noted the change was designed to allow for appointment of qualified persons to the Board rather than persons who would receive a popular vote.

June 2007 Status Monthly Report. Commissioners were advised that the report had been transmitted to the appropriate finance committee in Prince George's County and Montgomery County.

Reappointment of Employee Representatives to WSSC Employee.

Sheila Cohen and David Anthony Russell were nominated to be reappointed as the employee representatives on the WSSC Employee Retirement Plan Board of Trustees.

CUSTOMER CARE

Contract 5232. Mr. Chow briefed Commissioners on Contract 5232 for Locating and Identifying Underground facilities within the WSSC water/sewer system.

ENGINEERING AND CONSTRUCTION

Contract PM0005A07 & PM0006A07. Commissioners were briefed on Contract PM0005A07 for an architect/engineering Basic Ordering Agreement

for sanitary sewer repairs to 75 miles of pipe per year, for two years and to address and reduce sanitary sewer overflows. The other contract on which Commissioners received a briefing was Contract PM0006A07, titled "Rehabilitation Support Program."

Contract BE3452A02. The next briefing covered work proposed for the Southern Prince George's County Elevated Water Storage Tank.

ACQUISITION

Mr. Laboon briefed Commissioners on the steps he has undertaken to improve the efficiency and competency of his department and staff.

MOTION TO CLOSE THE MEETING

At 11:37 a.m. Commissioner Miller moved that the meeting be closed pursuant to Government Article, Maryland Code: (1) Section 10-508(a)(13) to 1) approve the September 19, 2007 Closed Session Minutes and 2) approve the FY 2008 Audit Plan. Commissioner Starks seconded the motion. The motion carried with six affirmative votes.

**CLOSED SESSION
COMMISSIONERS' CONFERENCE ROOM**

When the closed session convened at 11:39 a.m., Chair Agarwal, Commissioners Starks, Miller, Pruitt, Mandel and Counihan were present. Mr. Brunhart, Ms. Bundy, Mr. Blask and Internal Audit Manager Maxene Bardwell were also present.

Commissioner Miller moved to approve the closed session minutes for the September 19, 2007 Commission meeting. Commissioner Starks seconded the motion. The motion carried with four affirmative votes. Commissioners Mandel and Counihan abstained because they were not present at the meeting. Ms. Bardwell, Internal Audit Manager, provided an overview of the audit plan and the risk-based assessment including the outcomes of the risk ratings, for the benefit of the new Commissioners. Other Commissioners had been briefed on the audit/risk plan in the previous month's meeting. Some motions regarding the audit department's budget were made and withdrawn and tabled until later in the Commission meeting as the motions related to an item (audit department budget) that was not on the closed session agenda.

Commissioner Counihan moved to approve the 2008 Audit Plan. Commissioner Starks seconded the motion, but the motion was withdrawn as the Open Meetings Act requires that the motion and vote take place during the open session.

MOTION TO END THE CLOSED SESSION

Commissioner Miller moved to end the closed session at 12:19 p.m. and resume the public meeting. Commissioner Counihan seconded the motion. There were six affirmative votes so the motion carried. At 12:20 p.m. the open meeting resumed.

OPEN SESSION -- AUDITORIUM

At 1:05 p.m. Chair Agarwal called the public meeting to order. Chair Agarwal introduced the newly-appointed Commissioners from Montgomery County, Commissioners Pruitt, Mandel and Counihan. Chair Agarwal asked Commissioner Starks to lead the pledge of allegiance.

APPROVAL OF MINUTES

Commissioner Miller moved that the Commission approve the open session minutes from the September 19, 2007 Commission meeting. Commissioner Starks seconded the motion. The motion carried with four affirmative votes. Commissioners Mandel and Counihan abstained because neither was present at the September Commission meeting.

AREA PRESS QUESTIONS

There were no press questions.

PRESENTATION OF WSSC RETIREES

One retiree was present to receive recognition: Samuel A. Richardson, Laboratory Support Unit Coordinator, who retired with 22 years and 8 months of service.

Retirees who did not attend included: Robert H. Drummer, Senior Counsel who retired with 22 years and 7 months of service; Albert J. Guynn, Jr., Meter Reader II, who retired with 29 years and 3 months of service.

EMPLOYEE EXCELLENCE

Mr. Brunhart recognized several employees by presenting them with a General Manager's Letter of Appreciation for their work that resulted in a \$600,000 savings in electrical capacity charges by reducing and shifting electrical consumption at the WSSC Potomac Water Treatment Plant during the five hottest days of the Summer of 2007. They were: David W. Boyd, Franz Eder, Renato O. Esposito, Joseph R. Frost, David K. Goetz, Harold D. Pendergraft, Gary M. Staubs, Bradley W. Utterback, and Perry A. Violet of the Potomac Water Treatment Plant; and William E. Dove, Elvretta Edwards-Jenkins, Christopher D. Jones, John Kasprzak, Michael Minarcin, William A. Stapleson, Todd R. Supple, and Larry Web of the Systems Control group.

Commissioner Starks presented a letter of appreciation to General Manager Brunhart, Thomas Buckley, Chief Plumbing Inspector and Robert Youngquist, Sr. Plumbing Inspector for the work they did to ensure that the plumbing work at a private school in Prince George's County was inspected timely thereby avoiding the delay of the opening of the school. Mr. Youngquist was on call and unable to attend.

Jim Neustadt facilitated the showing of a video highlighting the Property Management Team's work.

COMMISSIONERS' ITEMS

Chair Agarwal highlighted his tenure with the Commission as chair. He acknowledged all of the assistance from his fellow

Commissioners, especially Commissioner Starks, the General Manager and the staff. Under his leadership two major accomplishments occurred: The MBE legislation had been restored and the contract to award a \$150 million wind energy contract to reduce energy costs. He noted that he had promised to keep WSSC on the path to being a world class utility and he said this was easy because he and his fellow Commissioners all worked together to make this happen. He extended a very special thanks to Charlett Bundy, the Corporate Secretary. He then asked for a motion for election of the chair.

Election of Chair. Commissioner Norman Pruitt nominated Adrienne A. Mandel as Chair of WSSC for the remainder of the fiscal year 2008 and moved that the nominations be closed. Chair Agarwal seconded the nomination simultaneously with Commissioner Counihan. Chair Agarwal conceded his second to Mr. Counihan. Five affirmative votes were voiced. Commissioner Miller was temporarily off the podium but added her yea vote when she returned. With six total affirmative votes, the motion carried. Chair Mandel then received the gavel from Mr. Agarwal.

She thanked Mr. Agarwal and her colleagues for the privilege of leading WSSC during fiscal year 2008. She also thanked County Executive Ike Leggett and Council President Praisner and other elected officials for their confidence and support. She also thanked her husband Manny, and her children and grandchildren for understanding her desire to continue in public service. Lastly, as the Chair, Ms. Mandel observed that her years of service as a Delegate in the Maryland General Assembly have come full circle with her appointment to WSSC as a Commissioner and Chair. She expects to move forward WSSC's mission in a responsible, ethical and responsive manner and noted that she looks forward to a productive year with her colleagues, the professional management staff and employees of WSSC to meet the shared goal of becoming a world class provider of water and waste water services.

Chair Mandel then requested nominations for Vice Chair.

Election of Vice Chair. Commissioner Agarwal nominated Joyce Starks as Vice Chair of WSSC. Commissioner Counihan stated he takes great pride in seconding the nomination of Joyce Starks as Vice Chair of the Commission. The vote was unanimous.

Ms. Starks expressed her gratitude to Prince George's County Executive Jack Johnson for entrusting the Prince George's Commissioners with the important job of serving the public. She thanked her fellow Commissioners for voting her Vice Chair. She stated she will "continue to represent Prince George's County well and meet her fiduciary responsibility of serving both counties with a high level of professionalism, respect and humbleness to the rate payers." She remarked on the contributions of former Chair Agarwal and Commissioner

Miller and thanked them for their important contributions to the Commission. She acknowledged former Montgomery County Commissioners - Lieber, Botts and Allen - for their efforts in moving WSSC towards world class status. She also thanked Mr. Brunhart and the staff for moving WSSC towards being best in class. Vice Chair Starks welcomed the three new Montgomery County Commissioners and expressed her intention to have a good working relationship with them all.

GENERAL MANAGER'S ITEMS

Mr. Brunhart congratulated the newly-elected chair and vice chair.

**CONTRACT AWARDS/RESOLUTIONS
Production Team**

Contract 4666A, Change Order No. 2. Commissioner Agarwal moved that the Commission approve Change Order No. 2 to Contract 4666A for Rehabilitation of Patuxent Reservoirs No. 5 to Corfu Contractors, Inc. increasing the cost of inlet/outlet valves from \$60,000 to \$270,000, resulting in a revised total award of \$1,395,325. Commissioner Pruitt seconded the motion. The motion carried with five affirmative votes. Commissioner Miller voted nay.

General Counsel's Office

Standard Procedure No. L-07-02, Procedure for Adjudicatory Hearings. Commissioner Pruitt moved that the commission adopt Standard Procedure No. L-07-02, Procedure for Adjudicatory Hearings. Commissioner Miller seconded the motion. The motion carried unanimously.

Engineering and Construction

Contract IC2007A07. Commissioner Pruitt moved that the Commission award Contract IC2007A07 for Architect/Engineering Construction and Paving Inspection in the amount of \$3,624.911 to Professional Services Contract Development Facilitators, Inc. Commissioner Agarwal seconded the motion. The motion carried unanimously.

**AFTERNOON SESSION -
COMMISSIONERS' CONFERENCE ROOM**

The meeting resumed at 2:05 p.m. in the Commissioners' Conference Room with newly-installed Chair Mandel presiding.

COMMISSION OFFICE

SLMBE Office: Ms. Livingston summarized the work her department has completed to date regarding the development of a policy governing contract awards to minority, small and/or local business enterprises.

Mr. Blask advised that either a permanent policy or another extension of the current temporary policy would have to be voted on at the December 2007 commission meeting to avoid the program lapsing without a replacement. It was agreed that Commissioners would try to set up a meeting before the November Commission meeting to provide background information to the three Montgomery County Commissioners and any Prince George's County Commissioners who would like to attend.

General Manager's Report

Mr. Brunhart discussed the ceremony to initiate WSSC water service at Marlboro Meadows and invited Commissioners to attend. He gave a list of the politicians who will attend. He announced that the Bi-County Leadership meeting will be held October 31, from 8 a.m. to 10 a.m. to discuss the counties' individual position on the infrastructure challenges and the 30-year utility plan. He highlighted the issue of developers gaining a right of way to build adjacent to WSSC property and then building on top of that property which may contain WSSC pressurized pipes. Mr. Brunhart commented that backyards of certain houses that abut 96" water mains face the danger of being blown off their foundations if the water main below or near the foundation erupts.

He gave a synopsis of the progress of the improvements made by the IT department as well as the dashboard statistics for watermain breaks, SSOs and basement backups.

Internal Audit Manager: Monthly Report. Ms. Bardwell's report discussed the status of several audits including, the DC Water and Sewer Authority audit, the WSSC sewer main audit, and the System Development Charge audit. The FY 08 Audit plan was presented including the budget reallocation needed to support the plan. Commissioner Counihan moved for the reallocation of \$106,000 to the Internal Audit Department budget. Commissioner Miller seconded the motion. The vote was unanimous in favor of the motion so the motion carried.

Corporate Secretary: Monthly Report. Ms. Bundy provided Commissioners a report of her monthly activities. LaToya Harding, Ms. Bundy's assistant provided Commissioners information on how to participate in the United Way drive. Commissioners also discussed a location for a retreat.

**AFTERNOON CLOSED SESSION -
COMMISSIONERS' CONFERENCE ROOM**

Commissioner Miller moved pursuant to Subtitle 5 of Title 10 of the State Government Article, Maryland Code Section 10-508(a)(7) to discuss settlement offers received by General Counsel for EEO lawsuits; Section 10-508(a)(1) to discuss performance review for the Internal Audit Manager; and Section 10-508(a)(13) to approve the FY 2008 Audit

Plan. Commissioner Counihan seconded the motion. The motion carried with a unanimous vote.

At 4:42 p.m. the closed session convened with Chair Mandel, Commissioners Agarwal, Starks, Miller, Pruitt, and Counihan present. Mr. Brunhart, Ms. Bundy and Mr. Blask were also present. Ms. Bardwell was present for the vote on the audit plan.

Commissioner Agarwal moved that the Commission approve the FY 2008 Audit Plan as presented. Commissioner Pruitt seconded the motion. The motion carried unanimously. Thereafter, Ms. Bardwell left the meeting. A discussion ensued about settlement offers in certain legal matters.

At 5:16 p.m. the meeting recessed so Commissioners could attend the dedication of the plaque memorializing WSSC employees who have died while on duty.

**WSSC EMPLOYEE MEMORIAL PLAQUE
DEDICATION SERVICE**

Commissioners joined staff, members of the families of the honorees, and the public in dedicating a plaque in the lobby of the Robert G. Hovevar Building that memorializes WSSC employees who died while on duty. The honored employees were: Alonzo Sharps, Michael Johnson, Leland Grow, Harry Mobley, Jr., Paul Smith, David Huffman, and Johnnie McBride.

CLOSED SESSION RESUMED

At 6:07 p.m. the meeting resumed in the conference room. The discussion about the legal bases for settling any of the pending cases and the history of the settlement of other cases continued. In addition to the six Commissioners, Mr. Blask, Ms. Bundy and Mr. Brunhart were present. At the conclusion of this discussion, Mr. Brunhart and Mr. Blask left the meeting as did Commissioner Agarwal.

Commissioners then discussed issues related to the performance review for the internal audit manager.

MOTION TO END THE CLOSED SESSION

Commissioner Miller moved to end the closed session at 6:50 p.m. and resume the public meeting. Chair Mandel seconded the motion. There were six affirmative votes so the motion carried. At 6:51 p.m. the open session resumed.

ADJOURNMENT

Commissioner Miller moved to adjourn the meeting. Commissioner Pruitt seconded the motion. The motion carried with five affirmative votes.

