

WSSC CODE OF REGULATIONS 2021

Title 1: Governance Subtitle I: Policy and Procedure Chapter 1.15: Bylaws, Rules, and Regulations

[Article I. The Commission

1.15.010 Statutory basis.

The Commission is established under the laws of the State of Maryland, and its authority, functions and responsibilities are set forth in the Public Utilities Article, § [16-101](#) et seq., Annotated Code of Maryland.

1.15.020 Members of the Commission.

The Commission is composed of six members, three each from Montgomery County and Prince George's County, serving four-year terms as set forth in the Public Utilities Article, § [17-102](#), Annotated Code of Maryland.

1.15.030 Commission staff.

(a) *General Manager.*

- (1) The Commission is permitted to appoint and prescribe the functions of a General Manager (GM) pursuant to the Public Utilities Article, § [18-106\(b\)\(2\)](#), Annotated Code of Maryland.
- (2) The GM shall be appointed, and may be removed, by action taken in accordance with this chapter.
- (3) Pursuant to the WSSC Delegation of Authority, and/or other directives of the Commissioners, the GM is charged with the day-to-day supervision, operation and management of the Commission and with carrying out the Commissioners' actions, decisions, and policies.

(b) *Corporate Secretary.*

- (1) The Commission shall appoint a Corporate Secretary to conduct the administrative, policy, and governance activities of the Commissioners' Office.
- (2) The Corporate Secretary shall be appointed by action taken in accordance with Article [II](#) of this chapter.
- (3) The Corporate Secretary shall have the authority vested as the Commission's Parliamentarian at Commission meetings.

(4) The Corporate Secretary shall have such other duties as the Commissioners may prescribe and/or as delegated in the Delegation of Authority.

(c) *Other Positions as May Be Determined by the Commission.*

(1) The Commissioners shall direct the policy aspects of the duties of positions as may be determined by the Commission.

(2) The other positions as may be determined by the Commission shall have such duties as the Commissioners may prescribe or as are delegated in the Delegation of Authority.

1.15.035 Inspector General.

(a) The Commission shall appoint an Inspector General in accordance with the Public Utilities Article, Title 17, Subtitle 6, Annotated Code of Maryland.

(b) The Inspector General shall be appointed by action taken in accordance with Article [II](#) of this chapter.

(c) The Inspector General shall have the duties as prescribed in state law.

(d) In accordance with state law, the Office of the Inspector General shall operate independent from the management of the Commission.

Article II. Commission Meetings

1.15.040 Open meetings.

The Commission shall conduct all sessions in accordance with the Maryland Open Meetings Act (OMA) contained in the General Provisions Article, § [3-101](#) et seq., Annotated Code of Maryland. Pursuant to the General Provisions Article, § [3-101](#) et seq., Annotated Code of Maryland, except as otherwise expressly provided by law, the Commission shall meet in open session.

1.15.050 Definition of meeting.

The term “meeting,” and all similar terms, means the convening of a quorum of the Commissioners for the consideration or transaction of public business. As stated in the General Provisions Article, § [3-103](#), Annotated Code of Maryland, the OMA does not apply when the WSSC is carrying out an administrative function, judicial function, or quasi-judicial function, or to a chance encounter, social gathering, or other occasion that is not intended to circumvent the OMA.

1.15.060 Definition of a quorum.

A quorum consists of four members of the Commission. (Bylaws, rules, and regulations § 2.03, dated May 16, 2012)

1.15.070 Meetings.

- (a) Meetings of the Commission will usually be held at the principal offices of the Commission in Laurel, Maryland.
- (b) The Commission, by majority vote at the first Commission meeting after May 31st of each year, shall set the fiscal year's schedule of meetings.
- (c) The Commission, by majority vote, may cancel, reschedule, or postpone any regularly scheduled meeting as it deems necessary or appropriate under the circumstances.
- (d) Meetings of the Commission may be recorded. Recordings will be preserved for a period of one year or as prescribed in the Open Meetings Act.

1.15.080 Meetings by telephone.

- (a) *Statutory Authority for Telephonic Meetings.* All telephone meetings are subject to the Open Meetings Act.
- (b) *Telephone Meeting Protocols.*
 - (1) The Chair shall have the authority to call for a meeting to be held by telephone when deemed necessary or appropriate. As used in Article [II](#) of this chapter, the term "telephone" includes videoconferencing.
 - (2) The telephonic meeting shall be held in open session, unless closed pursuant to law.
 - (3) The telephone meeting's agenda shall be published in the same manner as for any other meeting.
 - (4) The public shall be advised of the meeting in the same manner as any other meeting, pursuant to WSSC [1.15.100](#).
 - (5) The public shall be permitted to participate in all open sessions held by telephone in the same manner as if the session were held in person. The Corporate Secretary, or a person designated in writing by the Corporate Secretary, shall be present in the designated meeting room to preside over the public attendees to a telephonic meeting. Alternatively, the Commission shall provide a call-in telephone number for public participation in open, telephone-only meetings.
- (c) *Telephonic Participation by Temporarily Absent Commissioner(s) During In-Person Meetings.*
 - (1) One or more Commissioner(s) unable to be physically present at a meeting may participate in a Commission meeting by means of a speakerphone.
 - (2) Conduct of all meetings involving telephonic communication shall be in accordance with this chapter.

1.15.090 Other nonemergency meetings.

- (a) The Chair shall have the authority to call such other meetings of the Commission that the Chair deems necessary.
- (b) A meeting shall be called by the Chair if requested by a majority of the Commissioners.
- (c) The notice for, and conduct of, such meetings is subject to this chapter, the Maryland Open Meetings Act, the Maryland Public Information Act and any other applicable Maryland law.

1.15.100 Notice of public meetings.

The Commission shall give reasonable advance notice of public meetings and shall comply with all notice requirements stated in the Open Meetings Act.

- (a) Notice shall be given by posting on an identified web page located on the WSSC Internet website (www.wsscwater.com);
- (b) The notice shall be in writing and state the date, time, and place of the session, and, if appropriate, include a statement that a part or all of a meeting may be conducted in closed session and the reason for closing the meeting;
- (c) The notice shall be posted near the agenda which states the order of business but such agenda shall be subject to change on the day of the meeting.

Article III. Official Action

1.15.110 Definition of majority vote.

Unless provided otherwise by statute, regulation, this chapter or other applicable law:

- (a) “Majority vote” is a majority of the Commissioners present and voting at a meeting; but
- (b) An additional basic requirement of a majority vote is that the tally of the majority must include one vote cast by at least one Commissioner from each county; and
- (c) A Commissioner who abstains is present but is not counted as voting.

In the limited situations and for the specific purposes set forth in WSSC Chapter 1.35, Procedure for Obtaining Payment of, or Reimbursement for, Legal Expenses of an Incumbent or Former Commissioner, the voting provisions stated therein shall be controlling notwithstanding anything to the contrary in this chapter, including but not limited to the requirements of this section.

1.15.120 Majority vote as basis for official action.

- (a) The Commission acts by majority vote, in open or closed sessions, with the exception of the Chair acting pursuant to Article [IV](#) of this chapter.
- (b) No Commissioner or group of Commissioners may act in the name of the Commission outside of meetings, unless previously authorized by official Commission action as defined in this chapter.
- (c) The Chair or any Commissioner so authorized by official Commission action shall represent the Commission and express the Commission's position in all matters relating to the business of the Commission.

1.15.130 Official action without a vote.

Matters of routine or minor significance, as determined by the Chair, may be carried without a formal motion or objection, and unless a member objects or such action is prohibited by this chapter or other law applicable to WSSC, that action shall be deemed taken and shall be so recorded by the Corporate Secretary.

1.15.140 Distinguishing personal opinions from official Commission action.

Any Commissioner may present his/her individual views, minority views or supplemental reports, regarding any matter related to the business of the Commission including legislation and legislative reports; provided, that the Commissioner identifies such views as personal or minority views and not the position of the Commission. No Commissioner or group of Commissioners shall directly or by implication represent that a Commissioner's personal opinions are the position of the Commission.

Article IV. Official Emergency Action

1.15.150 Official emergency action defined.

An emergency shall be deemed such when there is a serious, imminent, and unforeseen threat to the safety of the public, or to the WSSC system, its personnel, structures, or equipment. The GM with the concurrence of the Chair and the Vice Chair may declare an emergency.

1.15.160 Action to abate a declared emergency.

In the event that an emergency is declared, and if the GM, Chair and Vice Chair reasonably believe that there is insufficient time to consult with the remaining Commissioners, the Chair and Vice Chair may exercise the powers of the Commission to the extent, and solely to the extent, necessary to address the imminent threat. Such exercise of power constitutes an emergency meeting, subject to the Open Meetings Act and this chapter. Such actions shall be confirmed at the next regularly scheduled meeting of the Commission by adoption of the minutes of that emergency meeting.

1.15.170 Emergency action constitutes official action.

Any emergency action taken by the Commission shall be an official act of the Commission. (Bylaws, rules, and regulations § 4.03, dated May 16, 2012)

1.15.180 Recording emergency action.

Any emergency action taken by the Commission shall be communicated to the Corporate Secretary who shall prepare a summary of the action taken, including the vote of each Commissioner and record the same in official Commission minutes. Such actions shall be confirmed at the next regularly scheduled meeting of the Commission by adoption of the minutes.

Article V. Meeting Agendas

1.15.190 Preparation of meeting agendas.

(a) *Regular Meetings.* The Corporate Secretary, subject to the approval of the Chair, shall prepare an agenda for each regularly scheduled meeting called pursuant to WSSC [1.15.070](#) and [1.15.080](#).

(b) *Emergency Meetings.* If time permits and subject to the approval of the Chair, the Corporate Secretary shall prepare an agenda for an emergency meeting.

(c) A member of the Commission may request item(s) be placed on any agenda or rearranged on any agenda by communicating such request to the Chair prior to publication of the agenda.

(d) The Chair shall determine the final agenda for distribution and posting subject to WSSC [1.15.230](#).

1.15.200 Distribution of draft meeting agendas.

The Corporate Secretary, subject to the approval of the Chair, shall prepare and provide a copy of a draft meeting agenda to each Commissioner in advance of such meeting, preferably no less than three days before meeting packets are due to be distributed. (Bylaws, rules, and regulations § 5.02, dated May 16, 2012)

1.15.210 Publication of agendas.

(a) All agendas for regular meetings shall be posted on the WSSC website, www.wsscwater.com, within a reasonable time preceding the regular meeting.

(b) All agendas for emergency meetings shall be posted prior to the meeting if time permits and if not, shall be posted within five business days after an emergency meeting absent exigent circumstances.

1.15.220 Meetings shall follow agendas.

The order of business at all meetings of the Commission shall follow the agenda unless the Commission orders otherwise.

1.15.230 Modifying an agenda after publication.

At a meeting by majority vote, agenda items may be rescheduled, removed, or deferred, and additional items may be added as authorized by the Open Meetings Act, Robert's Rules of Order or other applicable Maryland law.

Article VI. Meeting Procedures

1.15.240 Open meeting procedures.

(a) *Governing Law.* Meetings shall be conducted in accordance with a current version of Robert's Rules of Order, Revised, the Open Meetings Act, or other applicable Maryland law except where otherwise specifically required by this chapter. The method for temporary suspension of the bylaws codified in this chapter is specified in Article [IX](#) of this chapter.

(b) All meetings of the Commission shall be open to the public unless closed in accordance with the Open Meetings Act and Article [II](#) of this chapter.

1.15.250 Closed meeting procedures.

(a) The Commission may meet in closed session only for the reasons enumerated in the General Provisions Article, § [3-305](#), Annotated Code of Maryland.

(b) The Commission may meet in closed session only if by majority vote the Commissioners elect to do so, even where the Open Meetings Act may authorize the meeting's closure.

(c) Before the Commission meets in closed session, the Chair of the Commission shall ensure that such closure conforms to all relevant provisions of the Open Meetings Act.

(d) Before the Commission meets in closed session, the Chair shall comply with the Open Meetings Act.

1.15.260 Method of voting at meetings.

(a) A Commissioner shall vote either yea, nay, or abstain on actions where a vote is taken.

(b) Failure to indicate yea, nay, or abstention will be construed and recorded as a yea vote.

(c) A Commissioner may not vote "present."

(d) A Commissioner who determines that he/she has a conflict of interest under the Maryland Public Ethics Law (the General Provisions Article, Title 5, Annotated Code of Maryland), or any successor provision thereto, with respect to a matter, shall announce his/her intention to abstain at the earliest opportunity, typically at the beginning of the Commission meeting at which the matter is to be considered for the first time. A Commissioner who announces his/her intention to abstain shall give the reason for his/her abstention, and thereafter be disqualified from any or further participation in that matter including moving reconsideration, and

the same shall be recorded by the Corporate Secretary. For purposes of this subsection, the term “participation” shall mean the contribution in any manner to a proceeding or recommendation or to the rendering of a determination, or the approval or denial of an award, license, contract, or transaction, or failure to act with respect thereto when such failure to act is material.

1.15.270 Recording votes at meetings.

At all meetings of the Commission, the name of the movant and of the Commissioner seconding a motion shall be recorded and a vote shall be taken by yeas, nays, or abstentions with the vote of each member recorded.

1.15.280 Motion to reconsider.

Commissioners may move to reconsider actions as follows:

(a) A Commissioner who is absent from a Commission meeting may move to reconsider any action taken by the Commission during that Commissioner’s absence but:

- (1) Such motion to reconsider must be made within the next two succeeding Commission meetings following the Commissioner’s absence;
- (2) Shall not require a second; and
- (3) Must be approved by majority vote.

(b) Motions to reconsider for reasons other than Commissioner absence from a meeting shall be made:

- (1) By a Commissioner who voted with the prevailing side;
- (2) On the same day the vote to be reconsidered was taken; and
- (3) Must be approved by majority vote.

(c) In the limited situations and for the specific purposes set forth in WSSC Chapter 1.35, Procedure for Obtaining Payment of, or Reimbursement for, Legal Expenses of an Incumbent or Former Commissioner, the voting provisions stated therein shall be controlling notwithstanding anything to the contrary in this chapter, including but not limited to the requirements of this section.

1.15.290 Minutes.

- (a) Written minutes shall be kept of all Commission meetings.
- (b) The Corporate Secretary is responsible for drafting minutes of all Commission meetings.
- (c) The minutes shall conform to the requirements of the Open Meetings Act.
- (d) The minutes shall include a record of the vote of each member on all actions taken.

- (e) A Commissioner may orally request that an explanation of his/her vote be included in the record at the time the vote is taken.
- (f) The minutes shall also carry the reason for an abstention.
- (g) The written minutes shall be retained indefinitely.
- (h) Minutes of an open session must contain the following information about a closed session:
 - (1) The item discussed;
 - (2) Where and the time the meeting took place;
 - (3) Who attended the session;
 - (4) The authority in the Open Meetings Act that sanctions the closing;
 - (5) Who voted to close; and
 - (6) Actions taken.
- (i) Minutes of public meetings shall be open for public inspection during ordinary business hours of the WSSC headquarters office.
- (j) The minutes of closed sessions shall not be open to public inspection unless it is determined by a court of competent jurisdiction that such an inspection would not frustrate the purpose for having the closed session.

1.15.300 Rules regarding conduct of persons attending meetings and public information hearings.

- (a) Members of the general public have a right to attend the open meetings of the Commission.
- (b) The Commission may remove or cause the removal of any person or persons from an open meeting upon a determination by the Chair that the person's behavior is disrupting an open session.
- (c) The presentation of each speaker shall be limited to five minutes.
- (d) The Chair with the consent of the Commissioners may grant extended time to elected officials, representatives of local government or other organizations, or any other person where an extension of time is considered helpful to the Commission.
- (e) When a public informational hearing is scheduled, the procedural ground rules, including but not limited to provisions for the taking of testimony and time limits imposed, shall be as formulated by the Commission. The person conducting the meeting shall announce to the members of the public in attendance the stated procedures and requirements which shall be observed during the conduct of the hearing.

(f) Rules in this article satisfy the mandate in the General Provisions Article, § [3-303](#), Annotated Code of Maryland, that the Commission promulgate rules regarding videotaping, televising, photographing, broadcasting, or recording open sessions.

Article VII. Duties of the Chair, Vice Chair and Commissioners

1.15.310 Chair.

- (a) The Commission shall, at the first meeting in June of each year, or as soon thereafter as possible, elect from among its members a Chair to serve for a one-year term, or until a successor is elected, as specified in the Public Utilities Article, § [17-105](#), Annotated Code of Maryland.
- (b) The elected Commissioner, at his or her option, may use “Chairman,” “Chair,” or other similar title.
- (c) The Chair or any member serving as Chair shall preside over a meeting of the Commission.
- (d) The Chair shall have the right to vote on such matters unless otherwise precluded from voting pursuant to any statutory provision.

1.15.320 Chair’s duties.

The Chair has the following duties and responsibilities:

- (a) The Chair shall preside at meetings of the Commission, and perform the customary duties of the office of the Chair of a corporate governmental body;
- (b) The Chair shall represent the Commission and express the Commission’s position in all matters relating to the business of the Commission;
- (c) Each year, the Chair shall appoint Commissioners to serve for a one-year term on WSSC Commission Committees including:
 - (1) The WSSC Employees’ Retirement Plan Board of Trustees;
 - (2) Other ad hoc committees at the discretion of the Chair;
- (d) The Chair of each standing committee may appoint the Parliamentarian to the committee to ensure compliance with the Open Meetings Act and Robert’s Rules of Order, Revised. (Bylaws, rules, and regulations § 7.02, dated May 16, 2012)

1.15.330 Chair’s appointments to ad hoc committees and boards.

The Chair may, with the advice and consent of a majority of Commissioners, select and name any member or members of the Commission, the Commission staff, a private citizen, or any combination thereof, to serve on an ad hoc committee of the Commission, or to serve as a WSSC representative on any board, panel or other such organization of interest to the Commission.

1.15.340 Vice Chair.

(a) The Commission shall, at the first meeting in June of each year, or as soon thereafter as possible, elect from among its members a Vice Chair, as specified in the Public Utilities Article, § [17-105](#), Annotated Code of Maryland.

(1) The elected Commissioner, at his or her option, may use “Vice Chairman,” “Vice Chair,” or other similar title.

(2) The Vice Chair shall act for the Chair and perform the Chair’s duties in the latter’s absence.

1.15.350 Commissioners.

(a) *Appointment.* Commissioners are appointed pursuant to the Public Utilities Article, § [17-103](#), Annotated Code of Maryland, and take an oath to serve the ratepayers and employees of the Washington Suburban Sanitary Water District and others as appropriate.

(b) *Responsibilities.*

(1) Commissioners must exercise care, diligence and skill that an ordinary, prudent person would exhibit under similar circumstances.

(2) Commissioners must pursue WSSC’s best interests.

(3) Commissioners must avoid self-dealing.

(4) Full disclosure and Commission approval should be sought in each case that may be questionable.

(5) Commissioners must act in accordance with WSSC’s rules and regulations and in furtherance of its goals as stated in the following WSSC documents:

(i) The Public Utilities Article, § [17-101](#), Annotated Code of Maryland.

(ii) Bylaws.

(iii) Mission Statement.

(iv) Employee Communications Policy.

(v) Personnel Policy.

(vi) Code of Ethics (WSSC Chapter [1.70](#)).

(6) Provide oversight of the personnel matters of direct reports to Commissioners, and others as may be stated in the WSSC Delegation of Authority.

1.15.360 Commissioners' duties.

- (a) Attend all commission meetings in person and by telephone/video when circumstances preclude in-person attendance;
- (b) Set WSSC's mission and purpose in an annual strategic plan;
- (c) Select a General Manager;
- (d) Support the General Manager;
- (e) Ensure effective organizational planning by evaluating the GM's performance;
- (f) Ensure adequate corporate resources by prudent management of the WSSC capital and operating budgets;
- (g) Promote accountability of all management in an annual statement of ethical responsibility of all employees;
- (h) Monitor legal and ethical integrity of WSSC contracting and personnel policies and their application;
- (i) Enhance WSSC's public image; and
- (j) Accept and perform all committee assignments with professionalism.

1.15.370 Temporary Chair.

If neither the Chair nor the Vice Chair is present at a meeting another member shall be elected to act as Temporary Chair. A Temporary Chair shall be elected by majority vote.

Article VIII. Code of Ethics – Lobbying Activity Reports

1.15.380 Code of Ethics applicability.

- (a) WSSC Resolution No. 82-723, adopted on November 24, 1981, extended applicability of the WSSC Employees' Code of Ethics to Commissioners.
- (b) By adoption of the regulations codified in this chapter, promulgated under statutory authority and in accordance with the General Provisions Article, § [5-823](#), Annotated Code of Maryland, the Commission is required to submit an annual report concerning conflict of interest issues involving Commissioners and/or WSSC employees that arose and were under review or resolved within the previous calendar year ending March 31st.

1.15.390 Financial disclosure filing – Counties.

WSSC Resolution No. 82-724, adopted on November 24, 1981, promulgated under statutory authority and in accordance with the State Government Article, § [15-820](#), Annotated Code of Maryland, requires each

Commissioner to file with the Chief Administrator's Office of Montgomery and Prince George's Counties, on or before April 15th of each year, a report concerning lobbying activities on WSSC actions that occurred within the previous calendar year ending March 31st.

1.15.400 Financial disclosure filing – State.

Pursuant to the Public Ethics Law found in the General Provisions Article, § [5-824](#) et seq., Annotated Code of Maryland, each Commissioner must file with the State Ethics Commission a financial disclosure statement on or before April 30th for the calendar year immediately preceding such year in office.

Article IX. Amendment or Suspension of Bylaws

1.15.410 Method of amendment.

The bylaws, rules, and regulations codified in this chapter may be amended or repealed, and new bylaws, rules, and regulations may be adopted.

(a) Fourteen days' written notice must be given of the intention to amend or repeal or to adopt new bylaws.

(1) The written notice requirement shall be satisfied if the proposal to change is made at a regular meeting; and

(2) There is a minimum 14-day period between the meeting at which the proposal is made and the meeting at which the matter is voted upon.

(b) Alterations to the bylaws, rules and regulations codified in this chapter is by official Commission action only when six Commissioners are present.

1.15.420 Method of notice of amendment.

(a) Publication of notice of a meeting wherein the bylaws, rules and regulations codified in this chapter will be amended must conform to the meeting notice requirements of the Open Meetings Act.

(b) Publication of notice of any adopted changes to the bylaws, rules and regulations codified in this chapter must conform to the notice requirement set forth in the Public Utilities Article, § [17-403\(b\)](#), Annotated Code of Maryland.

1.15.430 Temporary suspension.

Any WSSC bylaw, rule, or regulation or the provisions of any WSSC bylaw, rule, or regulation may be temporarily suspended for a meeting provided that the motion for suspension is carried by an affirmative vote of five members of the Commission. The bylaw, rule, or regulation or the provisions of that bylaw, rule, or regulation may be temporarily suspended for not more than two additional subsequent regular meetings or other meetings upon the affirmative vote of five members of the Commission.]

1.15.010 DEFINITIONS

(A) IN THIS CHAPTER, THE FOLLOWING WORDS HAVE THE MEANINGS INDICATED.

(B) “EMERGENCY” MEANS A SERIOUS, IMMINENT, AND UNFORESEEN THREAT TO THE SAFETY OF THE PUBLIC OR TO THE WSSC SYSTEM, IT’S PERSONNEL, STRUCTURES, OR EQUIPMENT.

(C) “GM” MEANS GENERAL MANAGER.

(D) “MAJORITY VOTE” MEANS A MAJORITY OF THE COMMISSIONERS PRESENT AND VOTING AT A MEETING AND REQUIRES ONE VOTE CAST BY AT LEAST ONE COMMISSIONER FROM EACH COUNTY.

(E) “MEETING,” AND ALL SIMILAR TERMS, MEANS THE CONVENING OF A QUORUM OF THE COMMISSIONERS FOR THE CONSIDERATION OR TRANSACTION OF PUBLIC BUSINESS.

(2) “MEETING” INCLUDES USE OF TELEPHONE MEETING, VIDEOCONFERENCING, AND OTHER VIRTUAL MEETING METHODS.

(3) “MEETING” DOES NOT INCLUDE WHEN:

(I) THE COMMISSION CARRIES OUT AN ADMINISTRATIVE FUNCTION, JUDICIAL FUNCTION, OR QUASI-JUDICIAL FUNCTION; OR

(II) THE COMMISSIONERS MEETING IN A CHANCE ENCOUNTER, SOCIAL GATHERING, OR OTHER OCCASION THAT IS NOT INTENDED TO CIRCUMVENT THE OMA.

(F) “QUORUM” MEANS A GATHERING OF FOUR MEMBERS OF THE COMMISSION.

ARTICLE I. THE COMMISSION

1.15.020 MEMBERS OF THE COMMISSION.

(A)(1) THE COMMISSION IS COMPOSED OF SIX MEMBERS.

(2) THREE COMMISSIONERS ARE FROM MONTGOMERY COUNTY AND THREE COMMISSIONERS ARE FROM PRINCE GEORGE’S COUNTY.

(3) APPOINTMENT TERMS FOR COMMISSIONERS ARE FOR A MAXIMUM OF FOUR-YEAR TERMS AS SET FORTH IN THE PUBLIC UTILITIES ARTICLE, § [17-102](#), ANNOTATED CODE OF MARYLAND.

(B)(1) AT THE FIRST MEETING IN JUNE OF EACH YEAR OR AS SOON THEREAFTER AS POSSIBLE, THE COMMISSION SHALL ELECT FROM AMONG ITS MEMBERS A CHAIR TO SERVE FOR A ONE-YEAR TERM, OR UNTIL A SUCCESSOR IS ELECTED, AS SPECIFIED IN THE PUBLIC UTILITIES ARTICLE, § [17-105](#), ANNOTATED CODE OF MARYLAND.

(2) THE ELECTED COMMISSIONER MAY USE “CHAIRMAN,” “CHAIR,” OR OTHER SIMILAR TITLE.

(3) THE CHAIR SHALL HAVE THE RIGHT TO VOTE ON SUCH MATTERS UNLESS OTHERWISE PRECLUDED FROM VOTING PURSUANT TO ANY STATUTORY PROVISION.

(C)(1) AT THE FIRST MEETING IN JUNE OF EACH YEAR OR AS SOON THEREAFTER AS POSSIBLE, THE COMMISSION SHALL ELECT FROM AMONG ITS MEMBERS A VICE CHAIR, AS SPECIFIED IN THE PUBLIC UTILITIES ARTICLE, § [17-105](#), ANNOTATED CODE OF MARYLAND.

(2) THE ELECTED COMMISSIONER MAY USE “VICE CHAIRMAN,” “VICE CHAIR,” OR OTHER SIMILAR TITLE.

(3) THE VICE CHAIR SHALL ACT FOR THE CHAIR AND PERFORM THE CHAIR’S DUTIES IN THE LATTER’S ABSENCE.

(D)(1) IF NEITHER THE CHAIR NOR THE VICE CHAIR IS PRESENT AT A MEETING, ANOTHER MEMBER SHALL BE ELECTED TO ACT AS TEMPORARY CHAIR.

(2) A TEMPORARY CHAIR SHALL BE ELECTED BY MAJORITY VOTE.

ARTICLE II. DUTIES OF COMMISSIONERS

1.15.030 CHAIR’S DUTIES.

(A) THE CHAIR, OR ANY MEMBER SERVING AS CHAIR, SHALL PRESIDE AT MEETINGS OF THE COMMISSION, AND PERFORM THE CUSTOMARY DUTIES OF THE OFFICE OF THE CHAIR OF A CORPORATE GOVERNMENTAL BODY.

(B) THE CHAIR SHALL REPRESENT THE COMMISSION AND EXPRESS THE COMMISSION’S POSITION IN ALL MATTERS RELATING TO THE BUSINESS OF THE COMMISSION.

(C) EACH YEAR, THE CHAIR SHALL APPOINT COMMISSIONERS TO SERVE FOR A ONE-YEAR TERM ON WSSC COMMISSION COMMITTEES INCLUDING:

(1) THE WSSC EMPLOYEES’ RETIREMENT PLAN BOARD OF TRUSTEES; AND

(2) OTHER AD HOC COMMITTEES AT THE DISCRETION OF THE CHAIR.

1.15.040 CHAIR’S APPOINTMENTS TO STANDING AND AD HOC COMMITTEES.

(A) A STANDING COMMITTEE SHALL BE CREATED BY STATUTE, REGULATION, OR RESOLUTION.

(B) AD HOC COMMITTEES MAY BE CREATED TO MEET THE NEEDS OF THE COMMISSION.

(C)(1) THE CHAIR MAY, WITH THE ADVICE AND CONSENT OF A MAJORITY OF THE COMMISSIONERS, APPOINT MEMBERS OF THE COMMISSION TO A STANDING OR AD HOC COMMITTEE.

(2) EACH STANDING OR AD HOC COMMITTEE MAY APPOINT A COMMITTEE CHAIR.

(D) THE CHAIR OF EACH STANDING OR AD HOC COMMITTEE MAY REQUEST THE ASSISTANCE OF THE CORPORATE SECRETARY OR OTHER STAFF WITH THE DUTIES OR FUNCTIONING OF THE COMMITTEE.

1.15.050 COMMISSIONERS.

(A) *GENERALLY.*

(1) COMMISSIONERS SHALL EXERCISE CARE, DILIGENCE AND SKILL THAT AN ORDINARY, PRUDENT PERSON WOULD EXHIBIT UNDER SIMILAR CIRCUMSTANCES.

(2) COMMISSIONERS SHALL PURSUE WSSC’S BEST INTERESTS.

(3)(I) COMMISSIONERS SHALL AVOID SELF-DEALING.

(II) FULL DISCLOSURE AND COMMISSION APPROVAL SHALL SOUGHT IN EACH CASE THAT MAY BE QUESTIONABLE.

(5) COMMISSIONERS SHALL ACT IN ACCORDANCE WITH WSSC’S RULES AND REGULATIONS AND IN FURTHERANCE OF ITS GOALS AS STATED IN THE FOLLOWING WSSC DOCUMENTS:

(I) THE PUBLIC UTILITIES ARTICLE, § [17-101](#), ANNOTATED CODE OF MARYLAND;

(II) BYLAWS;

(III) MISSION STATEMENT;

(IV) EMPLOYEE COMMUNICATIONS POLICY, WSSC CHAPTER 9.25;

(V) PERSONNEL POLICY; AND

(VI) CODE OF ETHICS (WSSC CHAPTER [1.70](#)).

(6) PROVIDE OVERSIGHT OF THE PERSONNEL MATTERS OF DIRECT REPORTS TO COMMISSIONERS, AND OTHERS AS MAY BE STATED IN THE WSSC DELEGATION OF AUTHORITY.

(B) SPECIFIC DUTIES.

COMMISSIONERS SHALL:

(1) ATTEND ALL COMMISSION MEETINGS;

(2) SET WSSC'S MISSION AND PURPOSE IN AN ANNUAL STRATEGIC PLAN;

(3) SELECT A GM;

(4) SUPPORT THE GM;

(5) ENSURE EFFECTIVE ORGANIZATIONAL PLANNING BY EVALUATING THE GM'S PERFORMANCE;

(6) ENSURE ADEQUATE CORPORATE RESOURCES BY PRUDENT MANAGEMENT OF THE WSSC CAPITAL AND OPERATING BUDGETS;

(7) PROMOTE ACCOUNTABILITY OF ALL MANAGEMENT IN AN ANNUAL STATEMENT OF ETHICAL RESPONSIBILITY OF ALL EMPLOYEES;

(8) MONITOR LEGAL AND ETHICAL INTEGRITY OF WSSC CONTRACTING AND PERSONNEL POLICIES AND THEIR APPLICATION;

(9) ENHANCE WSSC'S PUBLIC IMAGE; AND

(10) ACCEPT AND PERFORM ALL COMMITTEE ASSIGNMENTS WITH PROFESSIONALISM.

1.15.060 COMMISSION STAFF.

(A) *GENERAL MANAGER.*

(1) THE COMMISSION SHALL APPOINT AND PRESCRIBE THE FUNCTIONS OF A GM PURSUANT TO THE PUBLIC UTILITIES ARTICLE, § [18-106\(B\)\(2\)](#), ANNOTATED CODE OF MARYLAND.

(2) THE GM SHALL BE APPOINTED BY ACTION TAKEN IN ACCORDANCE WITH THIS CHAPTER.

(3) PURSUANT TO THE WSSC DELEGATION OF AUTHORITY, AND OTHER DIRECTIVES OF THE COMMISSIONERS, THE GM IS CHARGED WITH:

(I) THE DAY-TO-DAY SUPERVISION, OPERATION AND MANAGEMENT OF THE COMMISSION; AND

(II) CARRYING OUT THE COMMISSIONERS' ACTIONS, DECISIONS, AND POLICIES.

(B) *CORPORATE SECRETARY.*

(1) THE COMMISSION SHALL APPOINT A CORPORATE SECRETARY TO CONDUCT THE ADMINISTRATIVE, POLICY, AND GOVERNANCE ACTIVITIES OF THE COMMISSIONERS' OFFICE.

(2) THE CORPORATE SECRETARY SHALL BE APPOINTED BY ACTION TAKEN IN ACCORDANCE WITH ARTICLE [III](#) OF THIS CHAPTER.

(3) THE CORPORATE SECRETARY SHALL HAVE THE AUTHORITY VESTED AS THE COMMISSION'S PARLIAMENTARIAN AT COMMISSION MEETINGS.

(4) THE CORPORATE SECRETARY SHALL HAVE SUCH OTHER DUTIES AS THE COMMISSIONERS MAY PRESCRIBE AND AS DELEGATED IN THE DELEGATION OF AUTHORITY.

(C) *OTHER POSITIONS AS MAY BE DETERMINED BY THE COMMISSION.*

THE COMMISSIONERS MAY DIRECT THE CREATION OF OTHER POSITIONS AND DETERMINE THE DUTIES OF THOSE POSITIONS.

1.15.070 INSPECTOR GENERAL

(1) THE COMMISSION SHALL APPOINT AN INSPECTOR GENERAL IN ACCORDANCE WITH THE PUBLIC UTILITIES ARTICLE, TITLE 17, SUBTITLE 6, ANNOTATED CODE OF MARYLAND.

(2) THE INSPECTOR GENERAL SHALL BE APPOINTED BY ACTION TAKEN IN ACCORDANCE WITH ARTICLE [III](#) OF THIS CHAPTER.

(3) THE INSPECTOR GENERAL SHALL HAVE THE DUTIES AS PRESCRIBED IN STATE LAW.

(4) IN ACCORDANCE WITH STATE LAW, THE OFFICE OF THE INSPECTOR GENERAL SHALL OPERATE INDEPENDENT FROM THE MANAGEMENT OF THE COMMISSION.

ARTICLE III. COMMISSION MEETINGS

1.15.080 OPEN MEETINGS.

(A) THE COMMISSION SHALL CONDUCT ALL SESSIONS IN ACCORDANCE WITH THE MARYLAND OPEN MEETINGS ACT CONTAINED IN THE GENERAL PROVISIONS ARTICLE, § [3-101](#) ET SEQ., AND PUBLIC UTILITIES ARTICLE, § 17-106, ANNOTATED CODE OF MARYLAND.

(B) EXCEPT AS OTHERWISE EXPRESSLY PROVIDED BY LAW, THE COMMISSION SHALL MEET IN OPEN SESSION.

(C)(1) MEETINGS SHALL BE CONDUCTED IN ACCORDANCE WITH A CURRENT VERSION OF ROBERT'S RULES OF ORDER, REVISED, THE OPEN MEETINGS ACT, OR OTHER APPLICABLE MARYLAND LAW EXCEPT WHERE OTHERWISE SPECIFICALLY REQUIRED BY THIS CHAPTER.

(2) IN THE EVENT OF A CONFLICT IN THE REQUIREMENTS OF ROBERT'S RULES OF ORDER, REVISED, THE OPEN MEETINGS ACT, OR OTHER APPLICABLE MARYLAND LAW, THE REQUIREMENTS OF THE OPEN MEETINGS ACT SHALL PREVAIL.

(D) ALL MEETINGS OF THE COMMISSION SHALL BE OPEN TO THE PUBLIC UNLESS CLOSED IN ACCORDANCE WITH THE OPEN MEETINGS ACT AND ARTICLE [III](#) OF THIS CHAPTER.

(E) MEETINGS MAY BE CONDUCTED IN PERSON, TELEPHONICALLY, OR BY VIDEOCONFERENCING OR OTHER SIMILAR TECHNOLOGY.

1.15.090 CLOSED MEETING PROCEDURES.

(A) THE COMMISSION MAY MEET IN CLOSED SESSION ONLY FOR THE REASONS ENUMERATED IN THE GENERAL PROVISIONS ARTICLE, § [3-305](#), ANNOTATED CODE OF MARYLAND.

(B) THE COMMISSION MAY MEET IN CLOSED SESSION ONLY IF BY MAJORITY VOTE THE COMMISSIONERS ELECT TO DO SO, EVEN WHERE THE OPEN MEETINGS ACT MAY AUTHORIZE THE MEETING'S CLOSURE.

(C) BEFORE THE COMMISSION MEETS IN CLOSED SESSION, THE CHAIR OF THE COMMISSION SHALL ENSURE THAT SUCH CLOSURE CONFORMS TO ALL RELEVANT PROVISIONS OF THE OPEN MEETINGS ACT.

1.15.100 MEETINGS.

(A)(1) MEETINGS OF THE COMMISSION WILL USUALLY BE HELD AT THE PRINCIPAL OFFICES OF THE COMMISSION IN LAUREL, MARYLAND.

(2) IN THE EVENT THAT A MEETING IS HELD VIA TELEPHONE OR OTHER VIRTUAL TECHNOLOGY MEANS, THE PUBLIC SHALL BE PERMITTED TO OBSERVE OPEN SESSION IN A SIMILAR MANNER AS IF THE SESSION WERE HELD IN PERSON.

(B) AT THE FIRST COMMISSION MEETING AFTER MAY 31 EACH YEAR, THE COMMISSION SHALL SET THE FISCAL YEAR'S SCHEDULE OF MEETINGS BY MAJORITY VOTE.

(C)(1) THE CHAIR SHALL HAVE THE AUTHORITY TO CALL SUCH OTHER MEETINGS OF THE COMMISSION THAT THE CHAIR DEEMS NECESSARY.

(2) IF REQUESTED BY A MAJORITY OF THE COMMISSIONERS, THE CHAIR SHALL CALL A MEETING.

(3) THE NOTICE FOR, AND CONDUCT OF, SUCH MEETINGS IS SUBJECT TO THIS CHAPTER, THE MARYLAND OPEN MEETINGS ACT, THE MARYLAND PUBLIC INFORMATION ACT AND ANY OTHER APPLICABLE STATE LAW.

(D) THE COMMISSION MAY CANCEL, RESCHEDULE, OR POSTPONE ANY REGULARLY SCHEDULED MEETING AS IT DEEMS NECESSARY OR APPROPRIATE UNDER THE CIRCUMSTANCES, BY MAJORITY VOTE.

(E)(1) MEETINGS OF THE COMMISSION MAY BE RECORDED.

(2) RECORDINGS WILL BE PRESERVED IN ACCORDANCE WITH STATE LAW.

(F) A COMMISSIONER UNABLE TO BE PHYSICALLY PRESENT AT A MEETING MAY PARTICIPATE IN A COMMISSION MEETING BY MEANS OF TELEPHONE, VIDEOCONFERENCING, OR OTHER VIRTUAL MEETING METHODS .

1.15.110 NOTICE OF PUBLIC MEETINGS.

(A) THE COMMISSION SHALL GIVE REASONABLE ADVANCE NOTICE OF PUBLIC MEETINGS AND SHALL COMPLY WITH ALL NOTICE REQUIREMENTS STATED IN THE OPEN MEETINGS ACT.

(B) NOTICE SHALL BE GIVEN BY POSTING ON AN IDENTIFIED WEB PAGE LOCATED ON THE WSSC INTERNET WEBSITE.

(C) THE NOTICE SHALL BE IN WRITING AND STATE THE DATE, TIME, AND PLACE OF THE SESSION, AND, IF APPROPRIATE, INCLUDE A STATEMENT THAT A PART OR ALL OF A MEETING MAY BE CONDUCTED IN CLOSED SESSION AND THE REASON FOR CLOSING THE MEETING.

ARTICLE IV. MEETING PROCEDURES

1.15.120 METHOD OF VOTING AT MEETINGS.

(A) A COMMISSIONER SHALL VOTE EITHER YEA, NAY, OR ABSTAIN ON ACTIONS WHERE A VOTE IS TAKEN.

(B) FAILURE TO INDICATE YEA, NAY, OR ABSTENTION WILL BE CONSTRUED AND RECORDED AS A YEA VOTE.

(C) A COMMISSIONER MAY NOT VOTE “PRESENT.”

1.15.130 ABSTENTIONS.

(A) IN THIS SECTION, THE FOLLOWING WORD HAS THE MEANING INDICATED.

(B) “PARTICIPATION” MEANS:

(1) THE CONTRIBUTION IN ANY MANNER TO A PROCEEDING OR RECOMMENDATION OR TO THE RENDERING OF A DETERMINATION;

(2) THE APPROVAL OR DENIAL OF AN AWARD, LICENSE, CONTRACT, OR TRANSACTION; OR

(3) FAILURE TO ACT THERETO WHEN SUCH FAILURE TO ACT IS MATERIAL.

(C)(1) A COMMISSIONER WHO ANNOUNCES THE INTENT TO ABSTAIN SHALL GIVE THE REASON FOR THE ABSTENTION.

(2) THE MINUTES SHALL REFLECT THE COMMISSIONER’S ABSTENTION AND THE REASON FOR THE ABSTENTION.

(3)(I) AN ABSTAINING COMMISSIONER SHALL BE DISQUALIFIED FROM ANY FURTHER PARTICIPATION IN THAT MATTER INCLUDING MOVING RECONSIDERATION.

(II) THE CORPORATE SECRETARY SHALL RECORD THE COMMISSIONER'S DISQUALIFICATION.

(D) A COMMISSIONER WHO DETERMINES THAT SAID COMMISSIONER HAS A CONFLICT OF INTEREST UNDER THE MARYLAND PUBLIC ETHICS LAW, WITH RESPECT TO A MATTER, SHALL ANNOUNCE THE INTENTION TO ABSTAIN AT THE EARLIEST OPPORTUNITY, TYPICALLY AT THE BEGINNING OF THE COMMISSION MEETING AT WHICH THE MATTER IS TO BE CONSIDERED FOR THE FIRST TIME.

(E) A COMMISSIONER WHO ABSTAINS IS PRESENT BUT IS NOT COUNTED AS VOTING.

1.15.140 RECORDING VOTES AT MEETINGS.

AT ALL MEETINGS OF THE COMMISSION, THE NAME OF THE MOVANT AND OF THE COMMISSIONER SECONDING A MOTION SHALL BE RECORDED AND A VOTE SHALL BE TAKEN BY YEAS, NAYS, OR ABSTENTIONS WITH THE VOTE OF EACH MEMBER RECORDED.

1.15.150 MOTION TO RECONSIDER.

(A) A COMMISSIONER WHO IS ABSENT FROM A COMMISSION MEETING MAY MOVE TO RECONSIDER ANY ACTION TAKEN BY THE COMMISSION DURING THAT COMMISSIONER'S ABSENCE BUT:

(1) SUCH MOTION TO RECONSIDER SHALL BE MADE WITHIN THE NEXT TWO SUCCEEDING COMMISSION MEETINGS FOLLOWING THE COMMISSIONER'S ABSENCE;

(2) SHALL NOT REQUIRE A SECOND; AND

(3) SHALL BE APPROVED BY MAJORITY VOTE.

(B) MOTIONS TO RECONSIDER FOR REASONS OTHER THAN COMMISSIONER ABSENCE FROM A MEETING SHALL BE MADE:

(1) BY A COMMISSIONER WHO VOTED WITH THE PREVAILING SIDE;

(2) ON THE SAME DAY THE VOTE TO BE RECONSIDERED WAS TAKEN; AND

(3) SHALL BE APPROVED BY MAJORITY VOTE.

1.15.160 RULES REGARDING CONDUCT OF PERSONS ATTENDING MEETINGS AND PUBLIC INFORMATION HEARINGS.

(A) MEMBERS OF THE GENERAL PUBLIC MAY ATTEND THE OPEN MEETINGS OF THE COMMISSION.

(B) THE COMMISSION MAY REMOVE OR CAUSE THE REMOVAL OF ANY PERSON OR PERSONS FROM AN OPEN MEETING UPON A DETERMINATION BY THE CHAIR THAT THE PERSON'S BEHAVIOR IS DISRUPTING AN OPEN SESSION.

(C) WHEN THE COMMISSION PROVIDES TIME FOR PUBLIC COMMENT ON THE AGENDA, EACH SPEAKER MAY PRESENT FOR THREE MINUTES, UNLESS DUE TO TIME CONSTRAINTS, THE CHAIR DETERMINES OTHERWISE.

(D) THE CHAIR WITH THE CONSENT OF THE COMMISSIONERS MAY GRANT EXTENDED TIME TO ELECTED OFFICIALS, REPRESENTATIVES OF LOCAL GOVERNMENT OR OTHER ORGANIZATIONS, OR ANY OTHER PERSON WHERE AN EXTENSION OF TIME IS CONSIDERED HELPFUL TO THE COMMISSION.

(E)(1) WHEN A PUBLIC INFORMATIONAL HEARING IS SCHEDULED, THE PROCEDURAL GROUND RULES, INCLUDING PROVISIONS FOR THE TAKING OF TESTIMONY AND TIME LIMITS IMPOSED, SHALL BE AS FORMULATED BY THE COMMISSION.

(2) THE PERSON CONDUCTING THE MEETING SHALL ANNOUNCE TO THE MEMBERS OF THE PUBLIC IN ATTENDANCE THE STATED PROCEDURES AND REQUIREMENTS WHICH SHALL BE OBSERVED DURING THE CONDUCT OF THE HEARING.

1.15.170 MEETING AGENDAS.

(A) THE CORPORATE SECRETARY, SUBJECT TO THE APPROVAL OF THE CHAIR, SHALL PREPARE AN AGENDA FOR EACH REGULARLY SCHEDULED MEETING CALLED PURSUANT TO WSSC [1.15.080](#).

(B) IF TIME PERMITS AND SUBJECT TO THE APPROVAL OF THE CHAIR, THE CORPORATE SECRETARY SHALL PREPARE AN AGENDA FOR AN EMERGENCY MEETING.

(C) A MEMBER OF THE COMMISSION MAY REQUEST ITEMS BE PLACED ON ANY AGENDA OR REARRANGED ON ANY AGENDA BY COMMUNICATING SUCH REQUEST TO THE CHAIR PRIOR TO PUBLICATION OF THE AGENDA.

(D) THE CHAIR SHALL DETERMINE THE FINAL AGENDA FOR DISTRIBUTION AND POSTING SUBJECT TO SUBSECTION (H) OF THIS SECTION.

(E) THE CORPORATE SECRETARY, SUBJECT TO THE APPROVAL OF THE CHAIR, MAY PREPARE AND PROVIDE A COPY OF A DRAFT MEETING AGENDA TO EACH COMMISSIONER IN ADVANCE OF SUCH MEETING.

(F)(1) ALL AGENDAS FOR REGULAR MEETINGS SHALL BE POSTED ON THE WSSC WEBSITE, WITHIN A REASONABLE TIME PRECEDING THE REGULAR MEETING.

(2) ALL AGENDAS FOR EMERGENCY MEETINGS SHALL BE POSTED PRIOR TO THE MEETING IF TIME PERMITS AND IF NOT, SHALL BE POSTED WITHIN FIVE BUSINESS DAYS AFTER AN EMERGENCY MEETING ABSENT EXIGENT CIRCUMSTANCE.

(G) THE ORDER OF BUSINESS AT ALL MEETINGS OF THE COMMISSION SHALL FOLLOW THE AGENDA UNLESS THE COMMISSION ORDERS OTHERWISE.

(H) AT A MEETING BY MAJORITY VOTE, AGENDA ITEMS MAY BE RESCHEDULED, REMOVED, OR DEFERRED, AND ADDITIONAL ITEMS MAY BE ADDED AS AUTHORIZED BY THE OPEN MEETINGS ACT, ROBERT'S RULES OF ORDER OR OTHER APPLICABLE MARYLAND LAW.

1.15.180 MINUTES.

(A) WRITTEN MINUTES SHALL BE KEPT OF ALL COMMISSION MEETINGS.

(B) THE CORPORATE SECRETARY, OR THE CORPORATE SECRETARY'S DESIGNEE, IS RESPONSIBLE FOR DRAFTING MINUTES OF ALL COMMISSION MEETINGS.

(C) THE MINUTES SHALL CONFORM TO THE REQUIREMENTS OF THE OPEN MEETINGS ACT.

(D) THE MINUTES SHALL INCLUDE A RECORD OF THE VOTE OF EACH MEMBER ON ALL ACTIONS TAKEN.

(E) A COMMISSIONER MAY ORALLY REQUEST THAT AN EXPLANATION OF THE COMMISSIONER'S VOTE BE INCLUDED IN THE RECORD AT THE TIME THE VOTE IS TAKEN.

(F) THE MINUTES SHALL ALSO CARRY THE REASON FOR AN ABSTENTION.

(G) THE WRITTEN MINUTES SHALL BE RETAINED INDEFINITELY.

(H) MINUTES OF AN OPEN SESSION MUST CONTAIN THE FOLLOWING INFORMATION ABOUT A CLOSED SESSION:

(1) THE ITEM DISCUSSED;

- (2) WHERE AND THE TIME THE MEETING TOOK PLACE;**
- (3) WHO ATTENDED THE SESSION;**
- (4) THE AUTHORITY IN THE OPEN MEETINGS ACT THAT SANCTIONS THE CLOSING;**
- (5) WHO VOTED TO CLOSE; AND**
- (6) ACTIONS TAKEN.**

(I) MINUTES OF PUBLIC MEETINGS SHALL BE OPEN FOR PUBLIC INSPECTION DURING ORDINARY BUSINESS HOURS OF THE WSSC HEADQUARTERS OFFICE.

(J) THE MINUTES OF CLOSED SESSIONS SHALL NOT BE OPEN TO PUBLIC INSPECTION.

ARTICLE IV. OFFICIAL ACTION

1.15.190 MAJORITY VOTE AS BASIS FOR OFFICIAL ACTION.

(A)(I) EXCEPT AS PROVIDED IN PARAGRAPHS (II) AND (III) OF THIS SUBSECTION, THE COMMISSION SHALL ACT BY MAJORITY VOTE, IN OPEN OR CLOSED SESSIONS.

(II) WHEN THE CHAIR ACTS TO DECLARE AN EMERGENCY ACTION PURSUANT TO SUBSECTION 1.15.200 OF THIS CHAPTER, THE COMMISSION ACTS WITH A MAJORITY VOTE.

(III) WHEN THE COMMISSION ACTS PURSUANT TO WSSC CHAPTER 1.35, PROCEDURE FOR OBTAINING PAYMENT OF, OR REIMBURSEMENT FOR, LEGAL EXPENSES OF AN INCUMBENT OR FORMER COMMISSIONER, THE COMMISSION SHALL ACT ACCORDING TO THE TERMS OF THAT CHAPTER.

(B) NO COMMISSIONER OR GROUP OF COMMISSIONERS MAY ACT IN THE NAME OF THE COMMISSION OUTSIDE OF MEETINGS, UNLESS PREVIOUSLY AUTHORIZED BY OFFICIAL COMMISSION ACTION AS DEFINED IN THIS CHAPTER.

(C) THE CHAIR OR ANY COMMISSIONER SO AUTHORIZED BY OFFICIAL COMMISSION ACTION SHALL REPRESENT THE COMMISSION AND EXPRESS THE COMMISSION'S POSITION IN ALL MATTERS RELATING TO THE BUSINESS OF THE COMMISSION.

1.15.200 OFFICIAL ACTION WITHOUT A VOTE.

MATTERS OF ROUTINE OR MINOR SIGNIFICANCE, AS DETERMINED BY THE CHAIR, MAY BE CARRIED WITHOUT A FORMAL MOTION OR OBJECTION, AND UNLESS A MEMBER OBJECTS OR SUCH ACTION IS PROHIBITED BY THIS CHAPTER OR OTHER LAW APPLICABLE TO WSSC, THAT ACTION SHALL BE DEEMED TAKEN AND SHALL BE SO RECORDED BY THE CORPORATE SECRETARY.

1.15.210 DISTINGUISHING PERSONAL OPINIONS FROM OFFICIAL COMMISSION ACTION.

(A) PROVIDED THAT THE COMMISSIONER IDENTIFIES SUCH VIEWS AS PERSONAL OR MINORITY VIEWS AND NOT THE POSITION OF THE COMMISSION, A COMMISSIONER MAY PRESENT INDIVIDUAL VIEWS, MINORITY VIEWS, OR SUPPLEMENTAL REPORTS, REGARDING ANY MATTER RELATED TO THE BUSINESS OF THE COMMISSION INCLUDING LEGISLATION AND LEGISLATIVE REPORTS.

(B) NO COMMISSIONER OR GROUP OF COMMISSIONERS SHALL DIRECTLY OR BY IMPLICATION REPRESENT THAT A COMMISSIONER'S PERSONAL OPINIONS ARE THE POSITION OF THE COMMISSION.

1.15.220 OFFICIAL EMERGENCY ACTION.

(A) IN THE EVENT OF AN EMERGENCY, THE COMMISSIONERS DELEGATE TO THE GM, CHAIR, AND VICE CHAIR, AUTHORITY TO DECLARE AN EMERGENCY IN ACCORDANCE WITH THIS SECTION.

(B)(1) IF THE GM, CHAIR AND VICE CHAIR REASONABLY BELIEVE THAT THERE IS INSUFFICIENT TIME TO SCHEDULE A MEETING OF A QUORUM OF COMMISSIONERS, THE GM WITH THE CONCURRENCE OF THE CHAIR AND THE VICE CHAIR MAY DECLARE AN EMERGENCY.

(2) THE DECLARATION OF AN EMERGENCY BY THE COMMISSION SHALL BE COMMUNICATED TO THE CORPORATE SECRETARY WHO SHALL PREPARE A SUMMARY OF THE DECLARATION, INCLUDING THE VOTE OF EACH COMMISSIONER.

(C) IN THE EVENT THAT AN EMERGENCY IS DECLARED, THE CHAIR AND VICE CHAIR MAY EXERCISE THE POWERS OF THE COMMISSION TO THE EXTENT, AND SOLELY TO THE EXTENT, NECESSARY TO ADDRESS AN IMMINENT THREAT.

(D) AT THE NEXT REGULARLY SCHEDULED MEETING OF THE COMMISSION BY ADOPTION OF THE MINUTES OF THAT EMERGENCY MEETING, THE COMMISSION SHALL RATIFY THE:

(I) DECLARATION OF AN EMERGENCY;

(II) ANY ACTIONS TAKEN BY THE CHAIR AND VICE CHAIR TO ADDRESS THE EMERGENCY; OR

(III) BOTH.

(E) THE DECLARATION OF AN EMERGENCY AND ANY ACTION TAKEN BY THE COMMISSION TO ADDRESS AN EMERGENCY SHALL BE AN OFFICIAL ACT OF THE COMMISSION.

ARTICLE VI. CODE OF ETHICS – LOBBYING ACTIVITY REPORTS

1.15.230 CODE OF ETHICS APPLICABILITY.

(A) AS REQUIRED BY WSSC RESOLUTION NO. 82-723, ADOPTED ON NOVEMBER 24, 1981, THE WSSC EMPLOYEES' CODE OF ETHICS SHALL APPLY TO COMMISSIONERS.

(B) THE COMMISSION SHALL SUBMIT AN ANNUAL REPORT CONCERNING CONFLICT OF INTEREST ISSUES INVOLVING COMMISSIONERS AND WSSC EMPLOYEES THAT AROSE AND WERE UNDER REVIEW OR RESOLVED WITHIN THE PREVIOUS CALENDAR YEAR ENDING MARCH 31ST.

1.15.240 LOBBYING REPORT.

(A) THE COMMISSION SHALL PREPARE AN ANNUAL REPORT OF THE LOBBYING BEFORE THE COMMISSION AND REGULATION OF THAT LOBBYING IN ACCORDANCE WITH GENERAL PROVISIONS ARTICLE 5-830.

(B) THE COMMISSION SHALL SUBMIT A COPY OF THE REPORT TO THE GOVERNING BODY OF MONTGOMERY AND PRINCE GEORGE'S COUNTIES AND PUBLISH THE REPORT ON ITS WEBSITE.

1.15.250 FINANCIAL DISCLOSURE FILING

(A) PURSUANT TO THE PUBLIC ETHICS LAW FOUND IN THE GENERAL PROVISIONS ARTICLE, § [5-824](#) ET SEQ., ANNOTATED CODE OF MARYLAND, EACH COMMISSIONER SHALL FILE WITH THE STATE ETHICS COMMISSION A FINANCIAL DISCLOSURE STATEMENT ON OR BEFORE APRIL 30TH FOR THE CALENDAR YEAR IMMEDIATELY PRECEDING SUCH YEAR IN OFFICE.

(B) EACH COMMISSIONER SHALL ALSO SUBMIT A COPY OF THE FINANCIAL DISCLOSURE STATEMENT, OR OTHER COUNTY REQUIRED DOCUMENTATION, TO THE CHIEF ADMINISTRATIVE OFFICER OF THE COUNTY FROM WHICH THE COMMISSIONER IS APPOINTED.

(C) COMMISSIONERS OF MONTGOMERY COUNTY SHALL SUBMIT A COPY OF THE FINANCIAL DISCLOSURE STATEMENT TO THE COUNTY COUNCIL.

ARTICLE VII. AMENDMENT OR SUSPENSION OF BYLAWS

1.15.260 GENERALLY.

(A) THE BYLAWS CODIFIED IN THIS CHAPTER MAY BE AMENDED OR REPEALED, AND NEW BYLAWS MAY BE ADOPTED.

(B) FOURTEEN DAYS' WRITTEN NOTICE SHALL BE GIVEN OF THE INTENTION TO AMEND OR REPEAL OR TO ADOPT NEW BYLAWS.

(1) THE WRITTEN NOTICE REQUIREMENT SHALL BE SATISFIED IF:

(I) THE PROPOSAL TO CHANGE IS MADE AT A REGULAR MEETING; AND

(II) THERE IS A MINIMUM 14-DAY PERIOD BETWEEN THE MEETING AT WHICH THE PROPOSAL IS MADE AND THE MEETING AT WHICH THE MATTER IS VOTED UPON.

(2) PUBLICATION OF NOTICE OF A MEETING WHEREIN THE BYLAWS CODIFIED IN THIS CHAPTER WILL BE AMENDED SHALL CONFORM TO THE MEETING NOTICE REQUIREMENTS OF THE OPEN MEETINGS ACT.

(C) PUBLICATION OF NOTICE OF ANY ADOPTED CHANGES TO THE BYLAWS CODIFIED IN THIS CHAPTER SHALL CONFORM TO THE NOTICE REQUIREMENT SET FORTH IN THE PUBLIC UTILITIES ARTICLE, § [17-403\(B\)](#), ANNOTATED CODE OF MARYLAND.

(D) ALTERATIONS TO THE BYLAWS CODIFIED IN THIS CHAPTER IS BY OFFICIAL COMMISSION ACTION ONLY WHEN ALL APPOINTED COMMISSIONERS ARE PRESENT.

(E)(1) ANY WSSC BYLAW OR THE PROVISIONS OF ANY WSSC BYLAW MAY BE TEMPORARILY SUSPENDED FOR A MEETING PROVIDED THAT THE MOTION FOR SUSPENSION IS CARRIED BY AN AFFIRMATIVE VOTE OF FIVE MEMBERS OF THE COMMISSION.

(2) THE BYLAW OR THE PROVISIONS OF THAT BYLAW MAY BE TEMPORARILY SUSPENDED FOR NOT MORE THAN TWO ADDITIONAL SUBSEQUENT REGULAR MEETINGS OR OTHER MEETINGS UPON THE AFFIRMATIVE VOTE OF FIVE MEMBERS OF THE COMMISSION.

(3) IN THE EVENT THERE ARE ONLY FOUR APPOINTED COMMISSIONERS, THE PROVISIONS OF PARAGRAPHS (1) AND (2) OF THIS SUBSECTION MAY BE EXERCISED BY THE UNANIMOUS VOTE OF THE FOUR APPOINTED COMMISSIONERS.