

**WASHINGTON SUBURBAN SANITARY COMMISSION MINUTES OF
THE COMMISSION MEETING**

**Wednesday, November 18, 2020
Laurel, Maryland**

Chair Howard Denis called the virtual¹ meeting of the Washington Suburban Sanitary Commission (hereinafter "WSSC Water"), 14501 Sweitzer Lane, Laurel, Maryland, 20707, to order at 10:03 a.m., with due notice having been given to all members of the Commission and the public. In addition to Chair Denis, Commissioners Fausto R. Bayonet, Keith E. Bell, Chris Lawson, T. Eloise Foster and Sandra L. Thompson, were present virtually, reflecting a quorum. Also, in attendance were WSSC Water General Manager and Chief Executive Officer ("GM") Carla A. Reid, General Counsel Amanda Stakem Conn and Acting Corporate Secretary Julianne M. Montes de Oca, Esq., who recorded the minutes of the meeting. Other members of WSSC Water management were called upon, during certain portions of the meeting, to provide information to the Commission.

PLEDGE OF ALLEGIANCE

Chairman Denis began the meeting by asking Vice-Chair Bell to lead the pledge of allegiance.

Mission/Vision Statements

Chairman Denis asked General Manager, Carla Reid to recite the Mission Statement which was followed by the recitation of the Vision Statement by Commissioner Bayonet.

APPROVAL OF PUBLIC COMMENT PERIOD

Chairman Denis entertained a motion to limit the public comments for the meeting to three minutes per speaker.

Commissioner Bayonet moved to limit the length of time for public comments to three minutes per person for the November 18, 2020 Commission Meeting to which Commissioner Lawson seconded the motion. The motion carried unanimously with six affirmative votes.

AGENDA APPROVAL

Commissioner Foster moved to adopt the Commission's Public Meeting Agenda of November 18, 2020, as drafted, to which Vice Chair Bell seconded the motion.

The motion carried unanimously with six affirmative votes.

¹ Virtual meeting conducted due to the global COVID-19 pandemic public health emergency and the Social Distancing Orders in place in Maryland as well as all other parts of the region and country.

APPROVAL OF MINUTES

Having no corrections to the open session minutes of the January 15, 2020, February 19, 2020 and the October 21, 2020 Regular Commission Meeting, the minutes stood approved.

RESOLUTION 2021-2268

Resolution 2021-2268 Amendment to Resolution 2020-2252 To Change the Date of the January 2021 Commission Meeting. Due to the Presidential Inauguration falling on the third Wednesday of January, Chairman Denis entertained a motion made by Commissioner Lawson to adopt Resolution 2021-2268 Resolution 2021-2268, amending the date of the January 2021 Commission Meeting to January 27, 2021. Commissioner Bayonet seconded the motion. **The motion carried unanimously with six affirmative votes.**

WSSC WATER RETIREES

WSSC Water Retirees. Retirement & Investments Division Manager Richard Baker recognized the Retirees for the month of November 2020, reporting from a power point presentation displayed at the meeting reflecting the Retirees' names and photos. Retirees' information can be found in the archived meeting video and presentation, incorporated herein by reference.

COMMENTS

Commissioner Comments. Chairman Denis provided comments and several personal stories to honor the passing of former WSSC Water Commissioner and friend, Anthony "Tony" Morello as a photograph of he and his wife Connie Morello were displayed. Vice Chairman Bell corrected a statement he made during the October 21, 2020 Commission Meeting regarding Dr. Leeka Kheifets. Vice Chair Bell went on to explain why Commissioners decided to bring expert witness, Dr. David Carpenter in to speak. In closing, Vice Chair Bell recognized Director of Utility Services, Damion Lampley for an outstanding job in making a case for the use of AMI technology within WSSC Water. The full comments are available in the live recording of the meeting.

Public Comments. The following individuals provided testimonies regarding their concern and or opposition of AMI Smart Meters, each having various concerns including but not limited to its health effects, costs, public safety or impact to human resources:

Anna Pritchard, Montgomery County

Theodora Scarato, Montgomery County

Natalie Rosser, Montgomery County

Robert Janku, Montgomery County

Molly Hauck, Montgomery County

Katherine Katzin, Montgomery County

Cyndie Baughman of Montgomery County emailed her comments to the Commissioners before the meeting.

Their full comments are available in the live recording of the meeting.

GENERAL MANAGER'S REPORT

Monthly Report. Before presenting, General Manager (GM), Carla Reid honored and requested a moment of silence in recognition of the passing of fellow H2O member, Thomas Mason. GM Carla Reid provided her monthly report, reporting from a power point presentation displayed at the meeting and incorporated herein by reference. The GM's Report included but not limited to an update on the New Normal Taskforce, delinquent account update and the spending affordability update. GM Carla Reid recognized Christopher Carter, Keith Tyson, Yvonne Carney and the entire New Normal Taskforce for their assistance in achieving the Winter 2020 Special District Award for WSSC Water. The award was given by AT&T and Government Tech Magazine. GM Reid also recognized James Haldeman for his invention of a fire hydrant repair tool. The GM's full report can be found in the presentation handout and corresponding segment of the archived meeting video, and both are referred to for this purpose.

Following Commissioner questions/comments, the GM's Report was received as information.

OFFICE OF THE INSPECTOR GENERAL REPORT

Monthly Activity Report. Inspector General ("IG"), Arthur Elkins reported on the monthly activities of the Office of the Inspector General (OIG), for the month of October 2020. Mr. Elkins presented from a power point presentation displayed at the meeting and incorporated herein by reference. The full report can be found in the presentation handout and corresponding segment of the archived meeting video and both are referred to for this purpose.

External Auditors' Report. External Auditor, Sean Walker reported on the independent audit results for fiscal year 2020. Mr. Walker presented from a power point presentation displayed at the meeting and incorporated herein by reference. Commissioner Thompson requested a summarization of fiscal year 2020 key contributors for revenue and expenditures. Chief Financial Officer, Patti Colihan provided a detailed response to Commissioner Thompson's request. Commissioner Thompson directed a question regarding the GASB 87 and its impact to the balance sheet to the External Auditor, Sean Walker to which he responded in detail.

The full report can be found in the presentation handout and corresponding segment

of the archived meeting video and both are referred to for this purpose.

CONSENT CALENDAR

Contracts for Approval

A motion was then made by Commissioner Thompson and seconded by Commissioner Bayonet, to adopt Resolution 2021-2269, approving the four contracts on the Consent Calendar for the November 18, 2020 Commission meeting, as follows:

A. Engineering and Construction

1. IC2020A20, Inspection Support Services.
2. BT6417A17, St. Clair 16" Water Main Replacement.

B. Utility Services

1. 16536, By-pass Pumping Services.

The motion carried unanimously with six affirmative votes.

OTHER REPORTS

General Counsel's Office (GCO) Ethics Program Update. The Ethics program update was included in the advance materials.

Advanced Meter Infrastructure (AMI)

Finance. Deputy General Manager (DGM), Joe Beach and Director of Utility Services, Damian Lampley reported on the AMI cost benefit analysis from a power point presentation displayed at the meeting and incorporated herein by reference. Commissioner Foster requested more information on the positions being retained for Meter Readers, the upward mobility opportunities associated with them and if would be a management decision to reassign. Mr. Beach and Mr. Lampley provided a detailed response to Commissioner Foster's question. Commissioner Thompson asked if the 17.9-million-dollar figure presented was an actual FTE savings for WSSC Water and questioned other benefit savings. Mr. Beach provided a detailed response to Commissioner Thompson. Chairman Denis entertained thoughts around the current financial economic state and the varying levels of anxiety of residents whether management considered postponing the AMI project. Both Mr. Beach and Mr. Lampley provided responses to Chairman Denis.

Utility Services. Director of Utility Services, Damian Lampley presented on the Advanced Meter Infrastructure Opt-Out from a power point presentation displayed at the meeting and incorporated herein by reference. Following the presentation, the following questions were raised by Commissioners:

1. Are photo-meter read submissions an option WSSC Water has considered or able to accept? (Foster)
2. With the COVID-19 environment, rising number of COVID-19 cases, financial uncertainty and the rising number of delinquent accounts, what is your

perspective on moving forward with this project? (Thompson)

Mr. Lampley provided detailed responses to both questions and ended by requesting the Commissions' approval of managements recommendation.

A motion was then made by Commissioner Bayonet to adopt, as recommended by management, Option 3, manual read, and Option 4, relocation, for the AMI Opt-Out Options. The motion was not seconded.

A motion was then made by Vice Chair Bell that the Commission postpone the vote on an opt-out provision for AMI and that any further action by WSSC toward the implementation of AMI deferred indefinitely. **The motion was seconded by Commissioner Foster and the vote carried five to one.**

FINANCE

Work Session - 2020 Front Foot Benefit Rates and House Connection Charges. Chief Financial Officer, Patti Colihan provided a report of the 2020 Front Foot Benefit Rates and House Connection Charges, reporting from a power point presentation displayed at the meeting and incorporated herein by reference.

Business Investment & Growth (BIG) Program 2019 Annual Report. DGM Joe Beach and Chief Financial Officer, Patti Colihan provided information on the Business Investment & Growth (BIG) Program 2019 Annual Report, reporting from a power point presentation displayed at the meeting and incorporated herein by reference. Commissioner Thompson asked the following questions:

1. Can the criteria amount to start the BIG Program could be explained further?
2. What are the banks that fall between \$200 million dollars and below?

Mr. Beach agreed to provide Commissioner Thompson with responses to the questions above.

INFORMATION TECHNOLOGY (IT)

Monthly Project Cornerstone Update. Chief Information Officer, Christopher Carter, IT Chief Governance Officer, Stacey Chisolm, IT Project Manager, Anthony Ferrara, and Director of Customer Service, Krystal Knight-Lee provided the monthly update on Project Cornerstone, reporting from a power point presentation contained in the advance materials and incorporated herein by reference.

INTERGOVERNMENTAL RELATIONS (IRO)

Legislative Update. Director of Intergovernmental Relations, Karyn Riley reported on legislative updates such as the status of MC/PG 103-21 - State Board of Elections Retention of Financial Disclosure Forms for Bi-County Agency Applicants and informed the Commission of the expected 2,000 bills to be drafted in the coming weeks. A detailed report was provided in advance materials and incorporated herein by reference.

Position Recommendation: MC/PG 100-21 - WSSC - Vote Video Streaming and Archiving Meetings and Late Payment Charges.

Director of Intergovernmental Relations, Karyn Riley and General Counsel, Amanda Conn provided information on the legal concerns as well as other information around the proposed bill. The main concern is that the bill puts in to law the requirement to use a certain type of technology. A technology "glitch" could make the streaming service unavailable for a live-in-person meeting and the meeting would have to be canceled until the streaming was available. Following Commissioner questions/comments, a motion was made by Commissioner Lawson and seconded by Commissioner Bayonet, that the Commission oppose proposed bill MC/PG 100-21 - WSSC - Vote Video Streaming and Archiving Meetings and Late Payment Charges Water Bill Relief Program as recommended by management.

The motion carried unanimously with six affirmative votes.

Water Bill Relief Program.

Director of Intergovernmental Relations, Karyn Riley provided information on the Water Bill Relief Fund and its origin by way of the CARES Act. Ms. Riley stated she will continue to work with both counties' council members and seeks the support of the Commissioners to ensure residents of both counties are afforded opportunities to the potential relief funding.

CUSTOMER SERVICE

Resolution 2021-2270 Extension of Payment Plan Timeframe for Non-CAP Customers.

Director of Customer Service, Krystal Knight-Lee presented on the Resolution 2021-2270 Extension of Payment Plan Timeframe for Non-CAP Customers, presenting from a Power Point Presentation displayed at the meeting and incorporated herein by reference. A motion was made by Vice Chair Bell and seconded by Commissioner Foster, that the Commission adopt Resolution 2021-2270, extending the maximum length of a customer payment plan from 24 months to 36 months as recommended by management.

The motion carried unanimously with six affirmative votes.

ADDITIONAL BRIEFINGS

COMMISSION OFFICE

Corporate Secretary Report. Acting Corporate Secretary Julianne M. Montes de Oca started by recognizing Karen Wright, Angela Makle-Fortune, Courtney Edmonds and J.D. Noell for assisting with identifying Commission Office archived records, photos and other aging documentation. Acting Corporate Secretary Julianne M. Montes de Oca submitted an overview of her activities for the prior month in a report distributed to Commissioners in the advance materials. **The Commission**

received the Corporate Secretary's report, as information

WSSC Water Employees' Retirement Plan Board of Trustees. Commissioner Lawson reported on the WSSC Water Employees' Retirement Plan Board of Trustees Meeting was held October 28, 2020 where it was discussed the September 2020 results. Commissioner Lawson reported that on September 30, 2020 the Plans' assets were at \$803,600,000. This represents decrease of 1.5% from December 31, 2019 to September 30, 2020. Commissioner Lawson closed by reporting as of September 30, 2020 all assets classes were within the investments policy range limit set by the Board of Trustees. **The Commission received the report of the WSSC Water Employees' Retirement Plan Board of Trustees Committee Chair Lawson, as information.**

Governance & Strategic Visioning Committee.

Commissioner Foster reported on the Governance & Strategic Visioning Committee and reported that she and Vice Chair Bell continued to meet with Consultant, LeRoy Thompson regarding the Governance Handbook and that there were no specific updates to report. **The Commission received the report of the Governance Committee Chair Foster, as information.**

Legislative & Compliance Committee. No report.

Audit Committee. Quarterly Audit Committee Meeting.

Commissioner Thompson serving as Audit Committee Chair, requested a motion to approve the November 18, 2020 Audit Committee Meeting Agenda, to which Commissioner Foster moved and was seconded by Vice Chair Bell.

The motion carried unanimously with six affirmative votes. Audit Committee Chair Thompson then stated there were no corrections to the minutes. Hearing no corrections, the minutes stood approved.

Audit Committee Chair, Commissioner Sandra Thompson, Inspector General, Arthur Elkins, Assistant Inspector General for Audit, Maxine Bardwell, Deputy Assistant Inspector General for Audit, Dana Whiting, Associate Counsel, Tamika Taylor, Supervisory Auditor, James Wall, Supervisory Auditor, Jane Lewis and Auditor, Janice Hicks provided the monthly report, reporting from a power point presentation displayed at the meeting and incorporated herein by reference. The Committee's full report can be found in the presentation handout and corresponding segment of the archived meeting video, and both are referred to for this purpose. Following the report, Committee Chair Thompson requested a motion to close the November 18, 2020 Audit Committee Meeting, to which Commissioner Foster so moved and was seconded by Commissioner Lawson.

The motion carried unanimously with six affirmative votes and the meeting was adjourned.

Following the conclusion of the Audit Committee Meeting, the Chair requested a motion to end the Open Session and to go into Closed Session.

CLOSED SESSION

Whereby, at 3:16 p.m., Commissioner Foster moved, and Commissioner Thompson seconded, that the Commission go into Closed session to approve the Closed Session minutes for January 15, February 19, and October 21, 2020, pursuant to General Provisions Article section 3-305, subsection b, paragraph 13; and to consult with counsel to obtain legal advice and discuss pending PSC litigation and other pending litigation pursuant to sections 3-305 subsection b, paragraphs 7 and 8.

The motion carried unanimously by a vote of 6-0.

The Chair declared the meeting was closed at 2:02 p.m. The Chair then called for a short recess.

The Commission reconvened in Closed Session by virtual meeting at 2:13 p.m.

ATTENDEES: Chair Howard Denis, Vice Chair Keith Bell, Commissioners Fausto Bayonet, Chris Lawson, T. Eloise Foster and Sandra Thompson.

Staff present: Acting Corporate Secretary Julianne M. Montes de Oca, General Counsel Amanda Conn, Deputy General Counsel Russel Beers, Associate Counsel Stephanie Epps, Associate Counsel Danny O'Connor, Associate Counsel Heather Ashbury, GM/CEO Carla Reid, and DGMs Jay Price, Joe Beach, and Monica Johnson.

Closed Session Minutes - Approved the January 15, February 19, and October 21, 2020 Closed Session Minutes.

Legal Matters - PSC Rate Case update.

Legal Matters - Update on the initiation of a new legal matter.

ADJOURNMENT

There being no additional business, **the Commissioners voted unanimously to end the Closed Session and adjourn.**

At 2:41 p.m., the meeting was declared, adjourned.

Respectfully submitted,

//signed//

Julianne Montes De Oca
Corporate Secretary (Acting)