

WASHINGTON SUBURBAN SANITARY COMMISSION

Minutes for February 2021 Commission Meeting

02/17/2021 | 10:00 AM - Eastern Time (US and Canada)

Virtual

Attendees

Chairman Howard Denis; Vice Chair Keith Bell; Commissioners Christopher Lawson; Sandra Thompson; Fausto Bayonet; and Eloise Foster; General Manager/CEO, Carla Reid; General Counsel, Amanda Stakem Conn; and Acting Corporate Secretary, Julianne Montes de Oca. Other members of WSSC Water management were called upon, during certain portions of the meeting, to provide information to the Commission.

Chairman Howard Denis called the virtual meeting of the Washington Suburban Sanitary Commission to order at 10:00 am, with due notice having been given to all members of the Commission and to the public.

Pledge of Allegiance

Chairman Denis began the meeting by asking Commissioner Thompson to lead the pledge of allegiance.

Mission/Vision Statements

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

Approval of Agenda

Commissioner Bayonet moved to adopt the Commission's Public Meeting Agenda of February 17, 2021, as drafted, to which Commissioner Lawson seconded the motion.

The motion carried unanimously with six affirmative votes.

Approval of Minutes January 27, 2020

Having no corrections to the open session minutes of the January 27, 2020 Regular Commission Meeting, the minutes stood approved.

Retirees

Retirement & Investments Division Manager, Richard Baker recognized the Retirees for the month of January 2021, 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: Commissioners and Public

Commissioner Comments

Chairman Denis provided comments in honor Black History Month and chose to highlight the life and legacy of Frederick Douglas. Chairman Denis closed by reading an excerpt from one of Frederick Douglas's auto-biographies, "How I Learned to Read" and provided a brief overview of some of the significant contributions of Douglas. Commissioner Foster also provided comments in honor Black History Month and highlighted the Congressional Black Caucus (CBC). Celebrating its 50th anniversary, Commissioner Foster shared how the organization started with 13 members and now holds the record of having the first CBC member (Barak Hussein Obama) to advance to the nation's highest political office, President of the United States of America, as well as the first CBC member (Kamala Harris) to graduate from a Historically Black College University and advance to the second highest political office, Vice President of the United States of America. Commissioner Thompson closed Commissioner comments by offering inspiring words on how Black History Month is a time to celebrate and reflect on the life changing contributions and meaningful impacts that people of African descent have made to the world. Commissioner Thompson also gave public acknowledgement to WSSC Water for participating in various programs and initiatives that highlight Black History and HBCUs.

Public Comments

Natalie Rosser, Montgomery County resident, stated concerns regarding potential rate increases and its possible causes. She also stated her belief that the Customer Assistance Program restrictions are not reasonable.

General Manager's Office

Monthly Report

General Manager (GM), Reid provided her monthly report, reporting from a power point presentation displayed at the meeting and incorporated herein by reference. GM Reid began by extending condolences to the families of two WSSC Water retirees that recently passed away. The GM's Report included: an update on the recent water system hacker incident in Florida and WSSC Water's increase of water security; COVID-19 trends; outreach initiatives; and a highlight on several Commission-wide

events that have taken place such as the Global Holocaust Remembrance Memorial Day and various Black History events being featured throughout the month of February. In response to a question from Commissioner Thompson, GM Reid reported that the Salvation Army has reported that the overall number of people seeking utility assistance is reduced. GM Reid closed her presentation by offering congratulations to employee, Angela Ballard-Landers, who was recently named Vice President of the American Water Works Association. Following Commissioner questions/comments, the General Manager's Report was received as information.

Office of the Inspector General: 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 January 2021. 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. Mr. Elkin's report focused on the number of audits in the planning (3), fieldwork (4) and reporting phases and the number of open and closed (1) corrective actions in the management action plans. Following Commissioner questions/comments, the Monthly Activity Report was received as information.

Quarterly Audit Committee Meeting

Chairman Denis transitioned to the Audit Committee agenda item to convene the Quarterly Audit Committee Meeting. The Commission convened in open session as the Audit Committee at 11:00 am. Business related to the Audit Committee concluded at 11:41 am. Minutes of this proceeding were recorded separately and can be found in the Audit Committee Minutes. Additional details can also be found in the corresponding segment of the archived meeting video.

Consent Calendar - Resolution 2021-2274

Chairman Denis requested a motion to approve the current Consent Calendar. A motion was then made by Vice Chair Bell and seconded by Commissioner Foster, to adopt Resolution 2021-2274, approving the two contracts on the Consent Calendar for the February 17, 2021 Commission Meeting, as follows:

Information Technology

1. 16653, E-Business Suite Upgrade

Utility Services

1. 16566, Inflow and Infiltration Analysis (BOA)

The motion carried unanimously with six affirmative votes.

Finance: Proposed Fiscal Year (FY) 2022 Operating and Capital Budget and Transmittal to the Counties

Budget Division Manager, Letitia Carolina-Powell presented and requested approval of the proposed Fiscal Year (FY) 2022 Operating and Capital Budget and transmittal to the counties. Ms. Carolina-Powell explained the process for submitting the budget to the counties, what changes were made to the Capital Budget since it was briefed in December, and the range of customer comments received. 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. Commissioners questioned Ms. Carolina-Powell on the changes to the budget, the cost of meter replacements, the number of vacant positions and frozen positions and the ability to fund unfrozen positions. CFO Colihan explained how the budget was reduced and Commissioners asked that the reduction list be broken out by county. Commissioners also requested information on the amount of the original Arcadis contract, the savings on that contract, and how much it had been drawn down. Finally, Chairman Denis asked how the proposed budget fits with WSSC Water's bond rating to which CFO Colihan replied that the budget strengthens WSSC Water's metrics. Following Commissioner questions/comments, a motion was then made by Commissioner Bayonet and seconded by Vice Chair Bell, to approve the proposed Fiscal Year (FY) 2022 Operating and Capital Budget and transmittal to the counties.

The motion carried unanimously with six affirmative votes. Commissioner Thompson stated with her vote that she would have liked to get the information on the changes made to the budget sooner as the numbers had changed since the Commissioners were briefed in December.

Mid-Cycle Update for the Proposed FYs 2022 – 2027 Capital Improvements Plan (CIP) and Transmittal to the Counties

Budget Section Manager, Mark Brackett presented and requested approval of the Mid-Cycle Update for the Proposed FYs 2022 – 2027 Capital Improvements Plan (CIP) and transmittal to the counties. The mid-cycle update will close out and remove AMI from the CIP. 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. A motion was then made by Commissioner Foster and seconded by Vice Chair Bell, to approve the Mid-Cycle Update for the Proposed FYs 2022 – 2027 Capital Improvements Plan (CIP) and transmittal to the counties.

The motion carried unanimously with six affirmative votes.

Resolution No. 2021-2275 Authorizing the Issuance of Water Quality Bonds, Series 2021

CFO Colihan presented and requested approval of Resolution No. 2021-2275 Authorizing the Issuance of Water Quality Bonds, Series 2021. The bonds are for the Piscataway Bio-Energy project and at .41% interest are a very inexpensive financing. 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. A motion was then made by Commissioner Lawson and seconded by Commissioner Bayonet, to approve Resolution No. 2021-2275 Authorizing the Issuance of Water Quality Bonds, Series 2021.

The motion carried unanimously with six affirmative votes.

General Counsel's Office: Ethics Program Update

The monthly ethics program report was provided in the advance materials and can be found in the presentation handout. The Ethics Program Update was received as information.

Intergovernmental Relations

Legislative Update

Director of Intergovernmental Relations, Karyn Riley, along with Government Affairs Manager, Guy Andes, provided an update on federal and state legislation relevant to WSSC Water. 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. Ms. Riley provided a quick overview of the pending bills that she and her team are monitoring such as the CARES Act. Mr. Andes provided an update on the two WSSC Water related bills which were recently assigned hearing dates. Following Commissioner questions/comments, the Legislative Update was received as information.

Strategy & Innovation

16623, Organizational Development Basic Ordering Agreement (BOA)

Chief Strategy & Innovation Officer, Todd Allen provided an overview of previous basic ordering agreement (BOA) Contract 1111 and briefed Commissioners on Contract 16623, Organizational Development BOA, which would replace Contract 1111. Contract 16623 will provide change management, training, report writing, and business process development related to Project Cornerstone.

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. Following Commissioner questions/comments, 16623, Organizational Development BOA was received as information.

General Services

16601, Mechanical Joint (MJ) Gate Valves

Director of General Services, Al Roshdieh, presented and requested approval of Contract 16601, Mechanical Joint (MJ) Gate Valves. 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. Commissioner Thompson asked about the minority allocations for this contract and whether the contract was for the commodity or for the service. Commissioner Lawson followed up on those questions by asking how SLMBE firms are included in the bidding process. Following Commissioner questions/comments, a motion was then made by Commissioner Thompson and seconded by Commissioner Lawson, to approve Contract 16601, Mechanical Joint (MJ) Gate Valves.

The motion carried unanimously with six affirmative votes.

Commission Office

Corporate Secretary Report

Acting Corporate Secretary, Julianne Montes de Oca began by recognizing Krystal Knight-Lee for her service as a member of the Commissioner's Engineering Scholarship Committee. Ms. Montes de Oca reported that Angela Ballard-Landers would be replacing Krystal Knight-Lee on the Commissioner's Engineering Scholarship Committee and took time to welcome and thank Ms. Ballard-Landers for her new appointment to the Committee. Ms. Montes de Oca also provided a brief update on the number of outstanding Corporate Secretary level refund hearing requests. A report outlining her activities for the prior month was distributed to Commissioners in the advance materials. Following Commissioner questions/comments, the Commission received the Corporate Secretary's report, as information.

Committee Reports

WSSC Employees' Retirement Plan Board of Trustees

No report.

Governance & Strategic Visioning

Commissioner Foster reported that she has been advised that the conversion to an online performance evaluation process for Commissioner's three direct reports (the General Manager, the Inspector General and the Corporate Secretary) is complete. Commissioner Foster stated the Committee expects to receive a final draft of the Governance Handbook by the end of the week. An update on this matter will be provided at the March 2021 Commission Meeting.

Legislative & Compliance

Commissioner Bayonet reported that due to scheduling conflicts, the Committee was unable to meet but the Committee will provide a detailed report at the March 2021 Commission Meeting.

Adjournment

Upon completion of the Committee Reports, Chairman Denis declared that the Commission had completed its open session business and that he would entertain a motion to enter Closed Session.

Whereby, at 12:51 p.m., Commissioner Thompson moved that the Commission go into Closed Session, to approve the Closed session minutes for January 27, 2021 pursuant to General Provisions Article section 3-305, subsection b, paragraph 13; to consider matters related to collective bargaining negotiations pursuant to section 3-305, subsection b, paragraph 9; to discuss an investigative proceeding on actual or possible criminal conduct pursuant to section 3-305, subsection b, paragraph 12; to discuss cybersecurity where a public discussion would constitute a risk to security assessments or deployments related to information resources technology, network security information, or deployments or implementation of security personnel, critical infrastructure, or security devices pursuant to section 3-305, subsection b, paragraph 15; subsection b, paragraph 12; and to consult with counsel to obtain legal advice pursuant to section 3-305, subsection b, paragraph 7. Commissioner Foster seconded the motion.

The motion carried unanimously with six affirmative votes.

The Chairman declared that the open session of the Commission meeting had concluded and that the meeting was closed at 12:53 p.m. The Chairman then called for a short recess.

Closed Session

The Commission reconvened in Closed Session by virtual meeting at 1:12 p.m.

Attendees:

Chairman Denis, Vice Chair Bell, Commissioners Bayonet, Foster, Lawson and Thompson.

Staff: General Manager/CEO, Carla Reid; Deputy General Managers, Monica Johnson, James Price and Joseph Beach; Acting Corporate Secretary, Julianne M. Montes de Oca; General Counsel, Amanda Stakem Conn; Deputy General Counsel, Russel Beers; Associate Counsels, Stephanie Epps, Danny O'Connor and Heather Ashbury; Chief Information Officer, Christopher Carter; IT Security & Compliance Senior Manager, Christine Grooby; Director of Human Resources, DeAnna Thomas; Director of Police & Homeland Security, David McDonough; Process Control Engineering Division Manager, Bill Cantwell; Officer of Supplier Diversity & Inclusion Director, Courtney Edmonds; and outside counsel, Sarah Von der Lippe.

Closed Session Minutes: There being no corrections to the Closed Session Minutes of January 27, 2021, the Minutes stood approved.

Investigation Update: A update was provided on a specific possible criminal investigation.

IT Security: A briefing on a specific aspect of IT security, the related risks, and actions taken to strengthen IT security.

Collective Bargaining: An update provided on the status and posture of collective bargaining negotiations.

PSC Rate Case Legal Matter: Provision of attorney-client privileged advice related to the PSC Rate case.

Disparity Study Legal Matter: Provision of attorney-client privileged advice.

Following the completion of the Closed Session business, Commissioner Bayonet motioned, and Commissioner Bell seconded, that closed session end and the meeting adjourn. The motion passed unanimously by a vote of 5-0 with one absence (Thompson).

Chairman Denis declared the meeting adjourned at 2:53 pm.

Respectfully submitted,

//Original signed//

Julianne M. Montes de Oca
Acting Corporate Secretary