



**WASHINGTON SUBURBAN  
SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN**

**FINANCIAL STATEMENTS AND  
INDEPENDENT AUDITOR'S REPORT**

DECEMBER 31, 2010 AND 2009



**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT  
DECEMBER 31, 2010 AND 2009**

**TABLE OF CONTENTS**

	<b><u>PAGE</u></b>
Independent Auditor's Report .....	1
Management's Discussion & Analysis .....	3
Statements of Plan Net Assets .....	6
Statements of Changes in Plan Net Assets .....	7
Notes to Financial Statements .....	8
Required Supplementary Information .....	15
Schedules of Funding Progress and Employer Contributions .....	17
Supplemental Schedule of Investments as of December 31, 2010 .....	18



www.tcba.com

**THOMPSON, COBB, BAZILIO & ASSOCIATES, PC**

*Certified Public Accountants and Management, Systems and Financial Consultants*

1101 15<sup>th</sup> Street, NW • Suite 400 • Washington, DC 20005 • (202)737-3300 • (202)737-2684 FAX

## **INDEPENDENT AUDITOR'S REPORT**

The Commissioners  
Washington Suburban Sanitary Commission

The Board of Trustees  
Washington Suburban Sanitary Commission  
Employees' Retirement Plan

We have audited the accompanying Statements of Plan Net Assets of the Washington Suburban Sanitary Commission Employees' Retirement Plan (the "Plan") as of December 31, 2010 and 2009, and the related Statements of Changes in Plan Net Assets for the years then ended. These basic financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform an audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the basic financial statements referred to above present fairly, in all material respects, the net assets of the Plan as of December 31, 2010 and 2009, and the changes in its net assets for the years then ended, in conformity with accounting principles generally accepted in the United States.

The management's discussion and analysis, the schedules of funding progress and employer contributions, and the notes to the required supplementary information are not a required part of the basic financial statements but are supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the required supplementary information. However, we did not audit the information and express no opinion on it.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The supplemental schedule of investments as of December 31, 2010, is presented for purposes of additional analysis and is not a required part of the financial statements. The supplemental schedule of investments has been subjected to the auditing procedures applied in our audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

Washington, D.C. *Thompson, Cobb, Baglieri : Associates, P.C.*  
September 7, 2011

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
MANAGEMENT'S DISCUSSION & ANALYSIS  
DECEMBER 31, 2010**

The Washington Suburban Sanitary Commission Employees' Retirement Plan (the "Plan") provides retirement benefits to the employees, retirees, and beneficiaries of the Washington Suburban Sanitary Commission. To facilitate understanding the Plan's financial performance for the calendar year ended December 31, 2010, management has prepared this discussion and analysis. This discussion and analysis should be read in conjunction with the Plan's financial statements and supplementary information provided in this report.

**OTHER SIGNIFICANT MATTERS**

During 2010, financial markets continued their recovery from the significant declines in 2008 and early 2009. As of December 31, 2010, the improvement in market conditions is reflected in the investments of the Plan reported in the accompanying financial statements. During this period, and to the date of this report, the market has experienced additional volatility. As the values of investments fluctuate with market conditions, the amount of investment gains or losses that the Plan will recognize in future financial statements, if any, cannot be determined.

**FINANCIAL HIGHLIGHTS**

On December 31, 2010, the Plan's net assets held in trust for current and future retirement benefits were \$646.0 million. This reflects an increase in the Plan's net assets of \$55.2 million from the prior year. Total net investment gains were \$81.6 million dollars, comprised of \$69.7 net gain in the fair market value of investments, \$12.9 million in dividends and interest, and investment expenses of \$1.0 million. This is compared to net assets of \$590.8 million and net investment income of \$109.3 million for calendar year 2009. The 2010 increase reflects the continued improvement in financial markets throughout 2010.

Participant and Plan sponsor contributions increased in 2010 to \$20.9 million from \$19.6 million in 2009 due to an increase in the number of employees and higher salary levels. Calendar year retirement annuity benefit payments totaled \$47.1 million. This represented an increase of \$600,000 from 2009 to 2010 due to an increase in the number of retirees and a small cost-of-living increase.

The total fund investment return for 2010 was 12.8%. For the five-year period ending December 31, 2010, the Plan returned 3.7% per annum, and 4.6% annualized over the past ten years.

**BOARD ACTIONS**

During the year, the Board of Trustees (the "Board") took the following actions:

- Ended the Plan's domestic large cap investment in the Vanguard Growth Index Fund, with the final \$9.6 million in funds redeemed in order to fund retiree annuity obligations.
- Voted to redeem \$8 million from domestic small cap manager Investment Counselors of Maryland in order to meet the Plan's retiree annuity obligations.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
MANAGEMENT'S DISCUSSION & ANALYSIS  
DECEMBER 31, 2010**

- Chose to remain in domestic real estate manager Sentinel's redemption queue, with cash distributions and final redemption proceeds of \$28.5 million received in 2010.
- Entered into a contract with a new investment consultant, the Peirce Park Group, to replace the incumbent.

Subsequent to year end, the Board took the following actions:

- Issued a Policy Statement on Divestment from the Sudan, which calls for monitoring and review of existing actively-managed, separate accounts and inquiries of new managers for the same.
- Voted to fund two separate \$50 million investments with Global Tactical Asset Allocation managers.
- After approving the appropriate changes to the Asset Allocation Policy, the Board made investments in the Wellington Opportunistic Investment Allocation and BlackRock Global Allocation Funds. The total investment of \$100 million was made with proceeds from ICM (\$40 million), Vanguard Total Stock Market Index (\$20 million), State Street Value Index (\$10 million), Artio International Equity II (\$10 million), and Income Research & Management (\$20 million).
- Re-allocated \$4 million from Treasury Inflation Protected Security manager Income Research and Management to real estate manager CB Richard Ellis.

## **PLAN FUNDING**

The Plan's actuarially determined target rate of investment return is 8.0% net of expenses. On an annual basis, the market value of the Plan's assets and its investment gains and losses are reviewed by the Plan's actuary to determine the viability and funding progress of the Plan.

The Plan began using the Average Value Method to determine actuarial asset value, effective July 1, 2006. This smoothing method explicitly recognizes each year's investment gain or loss over a five-year period with the final actuarial value not less than 80% or more than 120% of the market value of assets. As required by Governmental Accounting Standard Board pronouncements 25 and 27, the Plan's reported funding progress (expressed as the ratio of the actuarial value of assets to the actuarial accrued liability) was 95.8% on June 30, 2010, compared to 94.4% on June 30, 2009.

## **OVERVIEW OF THE FINANCIAL STATEMENTS AND SCHEDULES**

The financial information presented in this report includes two financial statements, the notes to the financial statements, and supplementary information.

*The Statements of Plan Net Assets* shows the amount of assets, liabilities, and net assets held in trust for pension benefits as of the end of the current and prior calendar years.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
MANAGEMENT'S DISCUSSION & ANALYSIS  
DECEMBER 31, 2010**

*The Statements of Changes in Plan Net Assets* show the additions to and reductions in the Plan's net assets during the current and prior calendar years.

*The Notes to the Financial Statements* contain disclosures and discussions which support the data presented in the financial statements. The notes present information about the creation and administration of the Plan, significant accounting policies, and investments. The notes are an integral part of the financial statements and should be considered in conjunction with any review of the financial statements.

*The Supplementary Information* includes additional information on the Plan's financial condition and trends, including information on employer contributions, actuarial assumptions, funding status, and investments for the last six fiscal years.

**ADDITIONAL INFORMATION**

These financial statements present the finances of the Plan in accordance with accounting principles generally accepted in the United States of America. Questions about these financial statements or other inquiries should be addressed to the Executive Director, WSSC Employees' Retirement Plan, Washington Suburban Sanitary Commission, 14501 Sweitzer Lane, Laurel, MD 20707-5901.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
STATEMENTS OF PLAN NET ASSETS  
DECEMBER 31, 2010 AND 2009**

	2010	2009
<b>ASSETS</b>		
Cash and Cash Equivalents	\$ 3,528,030	\$ 6,066,483
Investments at fair value:		
Mutual and/or commingled funds	406,955,480	368,922,388
U. S. Government and agency bonds	84,543,982	78,973,272
Corporate bonds	21,342,314	20,919,135
Common stock	46,430,394	38,258,015
Investment contracts with insurance company	76,188,310	46,035,562
Other holdings		
Cash collateral received under		
securities lending agreements (Note H)	40,151,928	57,465,169
Real estate fund units (Note F)	15,333,958	39,470,324
Limited partnership units	20,000	46,251
Total investments	690,966,366	650,090,116
Dividends and accrued interest receivable	1,152,989	1,351,733
Contributions receivable from employees	293,705	246,942
Total Assets	695,941,090	657,755,274
<b>LIABILITIES</b>		
Payable for collateral received under		
securities lending agreements (Note H)	40,151,928	57,465,169
Collateral deficiency liability (Note H)	-	204,323
Benefits payable and accrued expenses	636,260	864,559
Deferred prefunded WSSC contributions (Note C)	9,112,402	8,379,133
Total Liabilities	49,900,590	66,913,184
<b>NET ASSETS HELD IN TRUST FOR PENSION BENEFITS</b>	<b>\$ 646,040,500</b>	<b>\$ 590,842,090</b>

The accompanying notes are an integral part of these financial statements.



**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
STATEMENTS OF CHANGES IN PLAN NET ASSETS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

	2010	2009
<b>ADDITIONS</b>		
Income from investments:		
Dividends and interest	\$ 12,879,310	\$ 13,030,187
Net appreciation in the fair value of Plan investments	69,726,930	97,440,906
Less investment expenses	(1,029,105)	(1,144,824)
Net investment income	81,577,135	109,326,269
Contributions (Note C):		
WSSC contributions	17,491,535	16,337,171
Employee contributions	3,405,564	3,303,553
Total contributions	20,897,099	19,640,724
Total Additions	102,474,234	128,966,993
<b>DEDUCTIONS</b>		
Benefit payments to retirees	47,106,606	46,476,934
Refunds of employees' contributions and interest earned	169,218	509,355
Total Deductions	47,275,824	46,986,289
NET INCREASE IN NET ASSETS	55,198,410	81,980,704
<b>NET ASSETS HELD IN TRUST FOR PENSION BENEFITS</b>		
BEGINNING OF YEAR	590,842,090	508,861,386
END OF YEAR	\$ 646,040,500	\$ 590,842,090

The accompanying notes are an integral part of these financial statements.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

Basis of Accounting

The financial statements of the Washington Suburban Sanitary Commission Employees' Retirement Plan (the "Plan") are presented on the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

Cash and Cash Equivalents

The Plan considers all cash and highly liquid investments with an original maturity of three months or less to be cash and cash equivalents.

Investments

Investments are stated at fair value. The fair value is generally based on quoted market prices on the last business day of the Plan's year end.

The Plan holds investment contracts with Prudential Financial. The fair value of these contracts is determined based on the fair value of the underlying pooled assets, and is an estimate only and not the result of a precise calculation which would be done at contract discontinuance or to measure the impact of excess withdrawals in any calendar year. It does not constitute an offer by Prudential Financial or a final experience adjustment.

Net appreciation in the fair value of investments reflected in the Statements of Changes in Plan Net Assets includes realized gains and losses on investments that were sold during the year and unrealized appreciation in the fair value of investments.

The Plan's investments, in general, are exposed to various risks, such as interest rate, credit and overall market volatility risk.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE B. DESCRIPTION OF PLAN**

General

The Plan, a single employer contributory defined benefit retirement plan, was established in 1967 to provide retirement and death benefits for the employees of the Washington Suburban Sanitary Commission (WSSC) under conditions set forth in the Plan Document based on an employee's age, length of service, and compensation. The Retirement Plan Document is amended from time to time, with the Plan last amended on January 21, 2009. WSSC has the right to amend the Plan Document via Commission resolution.

WSSC implemented the Open version of the Plan on July 1, 1978. Members of the Plan as of June 30, 1978 had an option to be included in the Open Version. This option expired December 31, 1978. The Open Version is mandatory for new employees. It generally provides for reduced employee contributions and benefits. As of December 31, 2010, there were 1,466 employees participating in the Open Version of the Plan, and 29 employees in the Closed Version of the Plan, a total of 1,495 employee participants.

The Plan provides for a review process for Participants whose claim for benefits is denied. As of December 31, 2010, there were no reviews pending.

Contributions

The Plan requires employees under the Closed Version to contribute 6% of gross wages and employees under the Open Version to contribute 3% of gross wages as a condition of employment.

Expenses

WSSC pays the administrative expenses of the Plan other than investment management and consulting fees.

Pension Benefits

The Plan provides for 100% vesting of retirement benefits after five years of credited service.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE B. DESCRIPTION OF PLAN (Continued)**

Generally, the normal retirement benefits payable to an eligible participant are equal to the sum of:

1. 2.1% of final average monthly compensation multiplied by the Closed Version credited service, plus
2. 1.4% of final average monthly compensation multiplied by the Open Version credited service where the sum of Closed Version credited service and Open Version credited service, exclusive of accumulated sick leave service is subject to a maximum of 36 years.

The Plan provides options for disability and early retirement to eligible participants or their surviving spouses.

The Plan provides for periodic cost of living increases to retirement benefits. Participants covered by the Closed Version will receive an increase two months following a sustained increase in the Consumer Price Index of 3% or more. Participants in the Open Version receive an increase each March 1, based on the preceding calendar year's increase in the Consumer Price Index. The first increase may be pro-rated depending on the time of retirement.

As of December 31, 2010, there were 1,433 retirees and/or beneficiaries receiving benefits from the Plan, and there were 64 terminated vested employees not yet receiving benefits. Ten employees retired as of December 31, 2010 and began receiving benefits in January 2011.

**Plan Termination**

In the event of termination, Plan assets are to be allocated in the following priorities:

1. Expenses, fees and other charges under the Plan, not previously paid.
2. Pension benefits based upon contributions made by employees and interest earned thereon.
3. Pension benefits based upon contributions made by the employer which are vested.
4. All other pension benefits under the Plan.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE C. CONTRIBUTIONS**

WSSC funds annual pension plan costs based upon a level percentage of payroll costs. WSSC's contribution, which is made in a lump sum on July 1 each year, amounted to \$18,224,813 and \$16,758,266 on July 1, 2010 and 2009 respectively. For the years ended December 31, 2010 and 2009, the Plan recognized WSSC's contributions of \$17,491,535 and \$16,337,171, respectively. At December 31, 2010 and 2009, \$9,112,402 and \$8,379,133, respectively, of these contributions were recorded as deferred prefunded WSSC contributions.

**NOTE D. TRUSTEES OF THE PLAN**

WSSC established a Board of Trustees for the Plan to be responsible for the investment management of the Plan's assets for the exclusive benefit of the Plan's participants. The trustees are governed by a Trust Agreement. The agreement provides for trustees to be appointed by WSSC and for the Board to be composed of two Commissioners, one staff expert, four employees who are participants of the Plan, and four representatives of the public.

The administration of the Plan is managed by the Executive Director who is appointed by the Commission.

**NOTE E. INTERNAL REVENUE STATUS**

The Plan obtained its latest determination letter on October 25, 2002, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code and, therefore, that the Plan was qualified and the related Trust was tax exempt as of December 31, 2010 and 2009.

**NOTE F. INVESTMENT IN REAL ESTATE FUND**

The Plan invests in the CB Richard Ellis Global REIT Fund, which is valued by using quoted market prices on the last business day of the Plan's year-end. Domestic real estate manager Sentinel was terminated and cash distribution of \$28.5 million was received in 2010.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE G. SIGNIFICANT INVESTMENTS**

Individual investments that represent 5 percent or more of the fair value of the Plan's net assets are as follows.

	December 31,	
	2010	2009
ICM Small Company Portfolio	\$ 101,792,012	\$ 89,824,459
Vanguard Total Stock Market Index Fund	95,829,891	81,711,792
State Street Global Advisor	56,281,785	48,727,815
Morgan Stanley Investment Management International Equity Trust	48,910,684	46,107,703
Prudential Financial Investment Contract	49,199,664	44,771,562
Artio Global Investors	47,658,136	44,256,837
Vanguard High Yield Corporate Fund	33,145,249	*

\*Balance less than 5% prior year.

Except for investments in U.S. Government or Agency securities, investment managers invest no more than 7 percent of their portion of Plan assets, at cost, and no more than 10 percent at market, in securities of any one issuer or its subsidiaries or affiliates.

**NOTE H. SECURITIES LENDING**

The Board of Trustees (the "Board") permits the Plan to lend its securities to broker-dealers and other entities ("Borrowers") for collateral that will be returned for the same securities in the future. The Plan's custodian is the agent in lending the Plan's securities for collateral of 102 percent for domestic securities and 105 percent for international securities. The custodian receives cash, securities or irrevocable bank letters of credit as collateral. All securities loans can be terminated on demand by either the Plan or the Borrowers. Cash collateral received from the Borrowers is invested by the lending agent, as an agent for the Plan, in a short-term investment pool in the name of the Plan, with guidelines approved by the Board. Such investments are considered a collateralized investment pool. The relationship between the maturities of the investment pool and the Plan's loans is affected by the maturities of securities loans made by other plan entities that invest cash collateral in the investment pool, which the Plan cannot determine.

**WASHINGTON SUBURBAN SANITARY COMMISSION**  
**EMPLOYEES' RETIREMENT PLAN**  
**NOTES TO FINANCIAL STATEMENTS**  
**FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE H. SECURITIES LENDING (Continued)**

The Plan records a liability for the return of the cash collateral shown as collateral held for securities lending in the Statements of Plan Net Assets. The Board does not restrict the amount of loans the lending agent may make on its behalf. The agent indemnifies the Plan by agreeing to purchase replacement securities, or return the cash collateral thereof, in the event a Borrower fails to return loaned securities or pay distributions thereon.

On September 19, 2008, Northern Trust declared a collateral deficiency for its Core USA collateral pool. This resulted in the creation of a liability to Core USA for all clients based upon their pro rata participation in the pool at that time. This liability was valued at \$1,054,230 as of December 31, 2008. In October of 2008, Northern Trust contributed approximately \$150 million in the aggregate to make up a portion of the collateral deficiency in five securities lending pools. This resulted in a \$124,720 credit to the Plan's accounts.

Effective November 30, 2009, the Northern Trust Company processed a partial reversal of the Core USA collateral deficiency charged to its clients in 2008. The partial reversal of \$888,361 reduced the original payable amount by 77% after accounting for realized losses. As of December 31, 2009, the remaining amount subject to reversal was \$204,323. Calendar year 2009 realized losses totaled \$165,869, including the \$17,501 cost of sub-fund units. Northern Trust's 2008 capital contribution of \$124,720, plus the 12-month adjusted fee split which ended September 30, 2009, added approximately \$31,250 in additional revenue offsetting most of the Plan's realized losses.

On March 15, 2010, the Northern Trust Company processed a reversal of the remaining collateral deficiency, fully eliminating the remaining \$204,323 payable.

As of December 31, 2010 and 2009, the fair value of securities on loan was \$39,365,067 and \$56,074,038, respectively. Cash received as collateral and the related liability of \$40,151,928 and \$57,465,169 as of December 31, 2010 and 2009, respectively are shown on the Statements of Plan Net Assets. Securities received as collateral are not reported as assets since the Plan does not have the ability to pledge or sell the collateral securities.

Securities lending revenues and expenses amounting to \$227,990 and \$171,668, respectively for December 31, 2010 and 2009, and \$373,841 and \$206,022, respectively for December 31, 2010 and 2009, have been classified with investment income and investment expenses, respectively, in the accompanying financial statements.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
NOTES TO FINANCIAL STATEMENTS  
FOR THE YEARS ENDED DECEMBER 31, 2010 AND 2009**

**NOTE H. SECURITIES LENDING (Continued)**

The following represents the balances relating to the securities lending transactions as of December 31, 2010 and 2009:

	<u>Fair Value of Underlying Securities</u>	<u>Cash Collateral Investment Value</u>
<u>December 31, 2010</u>		
Securities Loaned for Cash Collateral		
Corporate Bonds	\$ 3,045,906	\$ 3,104,465
Common Stock	8,035,809	8,249,459
U.S. Government & Agency Bonds	<u>28,283,352</u>	<u>28,798,004</u>
Total	<u>\$ 39,365,067</u>	<u>\$ 40,151,928</u>
 <u>December 31, 2009</u>		
Securities Loaned for Cash Collateral		
Corporate Bonds	\$ 2,108,596	\$ 2,163,660
Common Stock	7,971,524	8,221,912
U.S. Government & Agency Bonds	<u>45,993,918</u>	<u>47,079,597</u>
Total	<u>\$ 56,074,038</u>	<u>\$ 57,465,169</u>

At year-end, the Plan has credit risk exposure to Borrowers because the amount the Plan owes the Borrowers is less than the amounts the Borrowers owe the Plan. The Plan is fully indemnified by its custodial bank against any losses incurred as a result of Borrower default.

Custodial credit risk is the risk that, in the event of the failure of the counterparty, the Plan will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. At December 31, 2010 and 2009, there were no funds held by a counterparty that was acting as the Plan's agent in securities lending transactions.



**REQUIRED SUPPLEMENTARY INFORMATION**

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
REQUIRED SUPPLEMENTARY INFORMATION  
(UNAUDITED)  
FOR YEAR ENDED DECEMBER 31, 2010 AND 2009**

The information presented in the required supplementary schedules of funding progress and employer contributions was determined as part of the actuarial valuations at the dates indicated. Additional information as of June 30, 2010, underlying the actuarial computations are as follows:

Valuation date	June 30, 2010
Actuarial method	Frozen initial liability modification of the entry age normal method.
Amortization method	Prior to the effective date of GASB 25, the method is a 15-year amortization at 8% interest adjusted for the yearly increase in salary scale. Beginning with the effective date, the amortization method is based on a level percentage of projected payroll.
Remaining amortization	For the amortization component of the ARC (Annual Required Contribution), the effective remaining period is 7 years.
Asset valuation method	Beginning July 1, 2006, the Average Value Method is used to determine the Actuarial Asset Value. This method determines the value of assets so that asset appreciation or depreciation is only partially recognized in the year of occurrence. The result is a gradual recognition of 20% per year over a 5-year period of each year's appreciation or depreciation in excess of or less than that which was assumed. The Actuarial Asset Value must be within 80% to 120% of the Market Value of Assets.
<u>Actuarial assumptions:</u>	
Rate of return on investments	8%
Yearly increase in cost of living	3.5%
Yearly increase in salary scale	5%
Yearly increase in total payroll	5%
Annual rates of severance prior to retirement	Severance due to withdrawal is based on WSSC experience. Severance due to mortality or disability is based on published rates adjusted to reflect actual experience.
Mortality rates after retirement	RP 2000 Healthy Annuitant mortality table for non-disability retirement pensioners. GA-1983 mortality table assumed forward ten years for disability retirement pensioners.
Retirement age assumptions	Ranging from age 45 to 69.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
REQUIRED SUPPLEMENTARY INFORMATION  
(UNAUDITED)**

SCHEDULE OF FUNDING PROGRESS

Actuarial Valuation Date	Actuarial Value of Assets (a)	Actuarial Accrued Liability (AAL) (b)	Unfunded AAL (UAAL) (b-a)	Funded Ratio (a/b)	Covered Payroll (c)	UAAL as a Percentage of Covered Payroll ((b-a)/c)
6/30/2005	\$ 572,869,929	\$ 616,371,030	\$ 43,501,101	92.9%	\$ 88,934,061	48.9%
6/30/2006	\$ 601,159,241	\$ 642,651,894	\$ 41,492,653	93.5%	\$ 89,509,798	46.4%
6/30/2007	\$ 689,681,811	\$ 730,211,276	\$ 40,529,465	94.4%	\$ 97,976,657	41.4%
6/30/2008	\$ 727,310,385	\$ 769,488,003	\$ 42,177,618	94.5%	\$ 102,652,120	41.1%
6/30/2009	\$ 619,401,976	\$ 655,824,629	\$ 36,422,653	94.4%	\$ 108,582,987	33.5%
6/30/2010	\$ 672,657,242	\$ 701,998,709	\$ 29,341,467	95.8%	\$ 110,028,784	26.7%

SCHEDULE OF EMPLOYER CONTRIBUTIONS

Year Ended June 30	Annual Required Contribution (ARC)	Employer Contributions Made	Percentage Contributed*
2006	\$ 18,091,839	\$ 15,743,897	87.0%
2007	\$ 19,541,202	\$ 15,762,030	80.7%
2008	\$ 21,786,354	\$ 15,748,374	72.3%
2009	\$ 14,444,809	\$ 15,741,076	109.0%
2010	\$ 12,201,033	\$ 16,016,323	131.3%
2011	\$ 26,295,382	\$ 16,756,099	63.7%

\* Employer contributions made are based upon a level percentage (16.9%) of a budgeted payroll amount. This amount is determined subsequent to the actuarial valuation date and, therefore, will be a different percentage of covered (actuarial) payroll than calculated in the annual valuation.

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

		<u>Cost</u>	<u>Fair Value</u>
<b>Mutual and/or Commingled Funds:</b>			
Shares			
3,360,581	ICM Small Company Portfolio	\$ 87,403,355	\$ 101,792,012
261,683	Morgan Stanley Investment Management International Equity Trust	4,619,636	48,910,684
645,402	Dimensional Fund Advisors	22,606,614	23,337,723
5,814,956	Vanguard High Yield Corporate Fund	34,699,676	33,145,249
3,357,740	Vanguard Total Stock Market Index Fund	106,015,678	95,829,891
1,351,109	State Street Global Advisor	39,504,150	56,281,785
327,953	Artio Global Investors	43,971,272	47,658,136
<b>TOTAL MUTUAL AND/OR COMMINGLED FUNDS</b>		<b>338,820,381</b>	<b>406,955,480</b>
<b>U.S. Government and Agency Bonds:</b>			
<u>Par</u>			
\$ 400,000	Federal Home Loan Mortgage Corporation 4.00%, due June 12, 2013	399,508	429,672
360,000	Federal Home Loan Mortgage Corporation 5.875%, due March 21, 2011	368,402	363,686
610,000	Federal Home Loan Mortgage Corporation 2.215%, due September 21, 2012	622,981	625,615
15,134	Federal Home Loan Mortgage Corporation Group #E88105, 6.00%, due March 1, 2017	15,267	16,517
186,204	Federal Home Loan Mortgage Corporation Pool #G13076, 5.00%, due March 1, 2023	185,563	196,707
11,522	Federal Home Loan Mortgage Corporation Group #E00546, 5.50%, due March 1, 2013	11,184	12,030
7,796	Federal Home Loan Mortgage Corporation Pool #E00938, 7.00%, due January 1, 2016	7,987	8,489
159,929	Federal Home Loan Mortgage Corporation Group #E01098, 6.00%, due February 1, 2017	161,878	173,704
237,488	Federal Home Loan Mortgage Corporation 4.50%, due April 1, 2019	230,604	250,699
902,982	Federal Home Loan Mortgage Corporation Pool #G12395 6.00%, due October 1, 2021	978,289	991,163
970,773	Federal Home Loan Mortgage Corporation Pool #J02815 5.5%, due June 1, 2021	1,041,609	1,054,347

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

U.S. Government and Agency Bonds (continued):		Cost	Fair Value
<u>Par</u>			
\$ 335,419	Federal Home Loan Bank, 5.46%, due November 27, 2015	\$ 348,944	\$ 363,803
214,556	Federal Home Loan Bank, 5.27%, due December 28, 2012	214,498	227,022
840,000	Federal National Mortgage Association 5.50%, due March 15, 2011	891,116	848,823
260,000	Federal National Mortgage Association 6.125%, due March 15, 2012	288,688	277,442
350,000	Federal National Mortgage Association 5.25%, due August 1, 2012	349,402	373,905
510,000	Federal National Mortgage Association 5.375%, due July 15, 2016	532,654	585,639
1,825,579	Federal National Mortgage Association Pool #AA7755, 4.5%, due June 1, 2024	1,894,395	1,932,831
1,421,099	Federal National Mortgage Association Pool #AA7889 5.0%, due June 1, 2024	1,502,590	1,527,908
3,033,661	Federal National Mortgage Association Pool #AA8719 5.0%, due June 1, 2039	3,142,209	3,237,007
674,740	Federal National Mortgage Association Pool #AC4521 4.0%, due August , 2024	706,790	695,934
2,054,756	Federal National Mortgage Association Pool #AC5454 6.0%, due November 1, 2039	2,194,737	2,252,609
648,258	Federal National Mortgage Association Pool #AE5105 4.50%, due October 1, 2040	685,634	666,830
18,037	Federal National Mortgage Association Pool #253883, 6.00%, due August 1, 2016	18,120	19,635
13,102	Federal National Mortgage Association Pool #253941, 7.00%, due August 1, 2016	13,415	14,442
43,206	Federal National Mortgage Association Pool #254259, 5.50%, due April 1, 2017	42,665	46,588
6,778	Federal National Mortgage Association Pool #535006, 7.00%, due November 1, 2014	6,608	7,335

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

U.S. Government and Agency Bonds (continued):		Cost	Fair Value
<u>Par</u>			
\$ 6,157	Federal National Mortgage Association Pool #535201, 7.50%, due March 1, 2015	\$ 6,168	\$ 6,747
5,873	Federal National Mortgage Association Pool #535377, 8.00%, due June 1, 2015	5,878	6,441
20,963	Federal National Mortgage Association Pool #545404, 6.00%, due January 1, 2017	20,969	22,820
5,177	Federal National Mortgage Association Pool #545093, 7.50%, due June 1, 2016	5,347	5,703
8,534	Federal National Mortgage Association Pool #580052, 6.00%, due July 1, 2016	8,638	9,290
4,441	Federal National Mortgage Association Pool #580044, 6.00%, due June 1, 2016	4,445	4,834
8,775	Federal National Mortgage Association Pool #630293, 6.00%, due March 1, 2017	8,912	9,572
22,116	Federal National Mortgage Association Pool #634771, 6.00%, due March 1, 2017	22,330	24,124
165,382	Federal National Mortgage Association Pool #789085, 5.50%, due August 1, 2019	165,692	179,982
281,845	Federal National Mortgage Association Pool #910434, 6.00%, due January 1, 2037	284,091	308,984
441,312	Federal National Mortgage Association Pool #916933, 5.50%, due May 1, 2037	473,031	477,345
342,952	Federal National Mortgage Association Pool #929627, 5.50%, due June 1, 2038	346,703	368,252
2,024,039	Federal National Mortgage Association Pool #930134 5.50%, due November 1, 2038	2,143,584	2,203,207
198,622	Federal National Mortgage Association Pool #976406 5.50%, due March 1, 2038	198,591	213,275

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

U.S. Government and Agency Bonds (continued):		Cost	Fair Value
<u>Par</u>			
\$ 11,699	Government National Mortgage Association Pool #403952, 8.00%, due September 15, 2024	\$ 12,107	\$ 13,785
5,408	Government National Mortgage Association Pool #423986, 8.00%, due August 15, 2026	5,510	6,373
1,900,000	United States Treasury Notes, 6.00%, due February 15, 2026	2,230,051	2,349,171
2,440,000	United States Treasury Notes, 3.625%, due April 15, 2028	4,074,126	4,258,956
1,980,000	United States Treasury Notes, 3.875%, due April 15, 2029	3,451,104	3,532,798
4,840,000	United States Treasury Notes, 2.375%, due January 15, 2025	5,754,265	6,249,064
2,055,000	United States Treasury Notes, 2.00%, due January 15, 2026	2,152,943	2,404,338
965,000	United States Treasury Notes, 2.375%, due January 15, 2027	1,058,215	1,163,041
1,114,000	United States Treasury Notes, 3.375%, due November 15, 2018	1,225,684	1,184,931
1,767,000	United States Treasury Notes, 2.625%, due February 29, 2016	1,806,608	1,813,522
2,460,000	United States Treasury Notes, 1.875%, due July 15, 2013	2,973,886	3,123,588
3,236,000	United States Treasury Notes, 2.00%, due January 15, 2014	3,897,068	4,112,074
2,618,000	United States Treasury Notes, 2.00%, due July 15, 2014	3,098,570	3,283,118
1,130,000	United States Treasury Notes, 2.15%, due February 15, 2040	1,188,687	1,210,220
1,315,000	United States Treasury Notes, 1.625%, due January 15, 2015	1,550,245	1,606,062
2,150,000	United States Treasury Notes, 1.875% due July 15, 2015	2,438,960	2,618,742
1,900,000	United States Treasury Notes, 2.00%, January 15, 2016	2,125,795	2,279,744

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

U.S. Government and Agency Bonds (Cont'd)		Cost	Fair Value
<u>Par</u>			
\$ 2,565,000	United States Treasury Notes, 2.50%, due July 15, 2016	\$ 2,902,422	\$ 3,117,581
1,640,000	United States Treasury Notes, 2.375%, due January 15, 2017	1,831,103	1,981,987
685,000	United States Treasury Notes, 2.00%, due April 15, 2012	774,190	765,092
1,490,000	United States Treasury Notes, 2.735%, due July 15, 2017	1,598,000	1,789,343
500,000	United States Treasury Notes, 1.625%, due January 15, 2018	516,516	558,549
345,000	United States Treasury Notes, 4.398%, due January 15, 2011	438,720	433,961
1,103,000	United States Treasury Notes, 1.375%, due July 15, 2018	1,129,961	1,178,878
1,117,000	United States Treasury Notes, .625%, due April 15, 2013	1,128,547	1,190,715
1,668,000	United States Treasury Notes, 2.125%, due January 15, 2019	1,782,045	1,880,150
1,213,000	United States Treasury Notes, 3.00%, due July 15, 2012	1,544,666	1,567,200
3,649,000	United States Treasury Notes, 1.875%, due July 15, 2019	3,840,750	4,063,763
274,000	United States Treasury Notes, 4.25%, due August 15, 2015	287,176	303,391
216,000	United States Treasury Notes, 4.50%, due November 15, 2015	232,086	241,836
584,000	United States Treasury Notes, 5.125%, due May 15, 2016	669,439	672,832
1,063,000	United States Treasury Notes, 5.50%, due August 15, 2028	1,252,688	1,252,512
300,000	United States Treasury Notes, 1.291%, due April 15, 2014	319,260	326,030
940,000	United States Treasury Notes, .505%, due April 15, 2015	988,446	969,677
<b>TOTAL U.S. GOVERNMENT AND AGENCY BONDS</b>		<b>80,829,955</b>	<b>84,543,982</b>



**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Corporate Bonds</b>		<u>Cost</u>	<u>Fair Value</u>
<u>Par</u>			
\$ 200,000	American Express Credit., Notes, 5.875%, due May 2, 2013	\$ 199,314	\$ 217,508
300,000	Bank of America Corp., Senior Notes, 4.90%, due May 1, 2013	299,534	312,783
420,602	Bear Stearns Notes, 4.735%, due September 11, 2042	422,899	422,456
400,000	Bear Stearns Notes, 5.710%, due September 11, 2038	402,190	419,520
220,889	Bear Stearns Notes, 5.464%, due April 12, 2038	222,065	221,401
330,000	Bear Stearns Notes, 5.209%, due December 11, 2038	331,814	345,150
565,000	Bear Stearns Notes, 5.736%, due June 11, 2050	577,402	593,124
650,000	Bear Stearns Notes, 5.309%, due February 11, 2044	629,440	684,658
500,000	BellSouth Capital Funding Notes, 7.875%, due February 15, 2030	576,485	602,430
520,000	Citigroup Notes, 5.39%, due July 15, 2044	532,272	551,478
550,000	Caterpillar Financial Service Corp., Notes, 4.90%, due August 15, 2013	550,129	599,781
250,000	Canadian Pacific Railroad Co., Notes, 7.25%, due May 15, 2019	252,468	297,390
260,000	CSX Corp 6.30%, due March 15, 2012	284,404	275,866

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Corporate Bonds (continued):</b>		<u>Cost</u>	<u>Fair Value</u>
<u>Par</u>			
\$ 263,000	Coca Cola Enterprises Inc., Notes, 8.50%, due February 1, 2012	\$ 342,553	\$ 284,621
200,000	Coca Cola Enterprises Inc., Notes, 7.375%, due March 3, 2014	217,952	233,146
240,000	Colgate-Palmolive Corp., Notes, 5.98%, due April 25, 2012	240,000	256,716
300,000	Conoco Phillips GTD Notes, 5.75%, due February 1, 2019	299,227	341,884
100,000	Dell Computer Corp., Notes, 7.10%, due April 15, 2028	108,047	112,064
575,000	E. I. Du Pont De Nemours Notes, 4.75%, due March 15, 2015	573,356	628,800
250,000	ERP Operating LP Notes, 5.25%, due September 15, 2014	249,693	272,641
120,000	Emerson Electric Co. Notes, 4.875%, due October 15, 2019	119,543	129,450
53,132	Federal Express Corp., Notes, 7.39%, due January 30, 2013	55,213	55,450
330,000	General Electric Capital Corp., Notes, 5.625%, due September 15, 2017	306,567	361,845
480,000	General Electric Capital Corp., Notes, 6.00%, due June 15, 2012	485,455	513,124
250,000	General Worth Financial Corp., Notes, 4.95%, due October 1, 2015	233,794	244,263
800,000	GMAC Notes, 5.118%, due April 10, 2040	839,594	833,377
450,000	Goldman Sachs Group Inc., Notes, 5.15%, due January 15, 2014	455,760	484,679

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Corporate Bonds (continued):</b>		<u>Cost</u>	<u>Fair Value</u>
<u>Par</u>			
\$ 325,000	Goodrich B F Co. Notes, 6.8%, due February 1, 2018	\$ 331,175	\$ 377,949
280,000	Hewlett Packard Co. Notes, 4.75%, JUNE 2, 2014	279,980	306,791
275,000	ITT Corp. Notes, 4.90%, due May 1, 2014	274,470	295,229
325,000	Illinois Tool Works Inc., Notes, 5.15%, due April 1, 2014	324,740	358,476
200,000	International Business Notes, 7.00%, due October 30, 2025	231,956	245,053
380,000	JP Morgan Chase Notes, 5.294%, due January 12, 2043	381,888	395,405
300,000	Jefferies Group Notes, 8.5%, due July 15, 2019	296,742	343,014
400,000	Kimberly Clark Corp., Notes, 5.00%, due August 15, 2013	399,492	437,327
402,000	Lehman Brothers Holdings Inc., Senior Notes, 7.20%, due December 31, 2040	462,191	92,962
171,000	Liberty Mutual Group Inc., Senior Notes, 7.25%, due September 1, 2012	171,000	181,471
90,000	Lowes Cos. Inc., Notes, 5.60%, due September 15, 2012	89,848	97,104
360,000	Met Life Inc., Notes, 5.375%, due December 15, 2012	389,192	385,497
350,000	Mid American Energy Notes, 6.125%, due April 1, 2036	358,470	378,067
325,000	Morgan Stanley Dean Witter & Co. Notes, 6.75%, due April 15, 2011	331,575	330,422

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Corporate Bonds (continued):</b>		<u>Cost</u>	<u>Fair Value</u>
<u>Par</u>			
\$ 200,000	Morgan Stanley Dean Witter & Co. Notes, 6.60%, due April 1, 2012	\$ 206,656	\$ 213,094
500,000	National Rural Utilities Notes, 7.25%, due March 1, 2012	533,070	535,998
260,000	Nations Bank Corp., Notes, 7.75%, due August 15, 2015	266,711	290,426
180,000	Novartis Sec Investment Notes, 5.125%, due February 10, 2019	179,680	199,086
100,000	Pepsi Bottling Group Inc., Notes, 7.0%, due March 1, 2029	118,179	122,989
300,000	Pfizer Inc., Notes, 6.2% due March 15, 2019	299,697	351,408
530,461	Residential Funding Mortgage Securities Notes, 5.31% due February 25, 2036	527,212	288,965
270,000	Staples Inc., Notes, 9.75% due January 15, 2014	273,488	327,200
260,000	Starbucks Corp., Notes, 6.25%, due August 15, 2017	260,133	290,636
400,000	TD Ameritrade Holdings Notes, 5.6%, due December 1, 2019	402,032	418,884
400,000	Travelers Property Casualty Corp., Notes, 5.00%, due March 15, 2013	406,588	430,562
800,000	UBS Notes, 5.398%, due February 15, 2040	855,063	820,429
350,000	United Technologies Corp., Notes, 4.875%, due May 1, 2015	348,030	387,453

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Corporate Bonds (continued):</b>		<u>Cost</u>	<u>Fair Value</u>
<u>Par</u>			
\$ 325,000	Verizon Inc., Notes, 6.875%, due April 1, 2012	\$ 327,514	\$ 346,694
120,000	Walgreen Co., Notes, 5.25%, due January 15, 2019	119,372	133,428
230,000	Wal Mart Stores Inc., Notes, 5.80%, due February 15, 2018	229,593	264,278
120,000	Walt Disney Co. Notes, 4.50%, due December 15, 2013	118,831	131,055
375,000	Waste Management Inc., Senior Notes, 7.65%, due March 15, 2011	418,278	379,672
875,000	Wells Fargo & Co., Notes, 5.375%, due February 7, 2035	818,011	889,685
<b>Total Corporate Bonds</b>		<b>20,838,026</b>	<b>21,342,314</b>
<b>Common Stock</b>			
<u>Shares</u>			
21,500	Allergan Inc.	1,327,378	1,476,405
2,600	Amazon Inc.	349,358	468,000
28,900	American Express Co.	1,248,678	1,240,388
19,400	Anadarko Petro Corp.	875,163	1,477,504
21,400	Ansys Inc.	806,408	1,114,298
6,500	Apple Inc.	900,574	2,096,640
18,600	Baker Hughes Inc.	1,019,251	1,063,362
18,200	Borg Warner Inc.	831,725	1,316,952
4,800	Citrix System Inc.	229,643	328,368
23,400	Coach Inc.	938,247	1,294,254
70,100	Cypress Semiconductor Corp.	1,064,408	1,302,458
23,900	Deere & Co.	1,575,381	1,984,895
42,300	Dicks Sporting Goods Inc.	1,024,395	1,586,250
11,500	Exxon Mobile Corp.	656,507	840,880
3,600	F5 Networks Inc.	188,640	468,576
5,900	Freeport-McMoran Copper & Gold Inc.	453,103	708,531
10,000	Genesee & Wyo Inc.	318,571	529,500
9,800	Guess Inc.	312,632	463,736
13,900	Halliburton Co.	457,904	567,537

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Common Stock (continued)</b>		<u>Cost</u>	<u>Fair Value</u>
<u>Shares</u>			
11,000	Hospira Inc.	\$ 635,856	\$ 612,590
35,100	J.B Hunt Transport Services, Inc.	1,022,462	1,432,431
9,500	Intercontinental Exchange Inc.	1,031,195	1,131,925
3,600	Intuitive Surgical Inc.	958,805	927,900
7,200	Johnson CTL Inc.	159,368	275,040
15,400	Kohl's Corp.	741,490	836,836
10,926	Lincoln Electric Holdings Inc.	593,576	713,140
21,100	Medco Health Solution Inc.	1,074,955	1,292,797
5,200	Mettler-Toledo International Inc.	753,022	786,292
8,600	Monsanto Co.	570,704	598,904
25,600	Netapp Inc.	1,020,325	1,406,976
7,000	Netflix Inc.	1,066,882	1,229,900
62,400	Oracle Corp.	1,766,330	1,953,120
23,900	Paccar Inc.	867,793	1,372,338
16,800	Parker-Hannifin Corp.	1,131,959	1,449,840
22,600	Pepsi-co Inc.	1,445,332	1,476,458
11,500	Perrigo Co.	760,001	728,295
16,600	Range Res Corp.	767,806	746,668
29,200	St. Jude Medical Inc.	1,093,469	1,248,300
6,200	Salesforce Com Inc.	658,848	818,400
11,900	Schlumberger Ltd.	776,931	993,650
65,000	Charles Schwab	1,074,714	1,112,150
14,300	Southwestern Energy Co.	595,356	535,249
16,100	TJX Cos. Inc.	635,584	714,679
4,700	Union Pacific Corp.	365,929	435,502
33,000	Verifone Systems Inc.	890,159	1,272,480
	<b>Total Common Stock</b>	<b>37,036,817</b>	<b>46,430,394</b>
 <b>Investment Contracts with Insurance Company:</b>			
	<u>Par</u>		
\$ 26,988,646	Investment Contract with Prudential Financial #IN15546	26,988,646	26,988,646
49,199,664	Investment Contract with Prudential Financial #IN17086	49,199,664	49,199,664
	<b>TOTAL INVESTMENT CONTRACTS</b>	<b>76,188,310</b>	<b>76,188,310</b>

**WASHINGTON SUBURBAN SANITARY COMMISSION  
EMPLOYEES' RETIREMENT PLAN  
SUPPLEMENTAL SCHEDULE OF INVESTMENTS  
AS OF DECEMBER 31, 2010**

<b>Other Holdings:</b>	<u>Cost</u>	<u>Fair Value</u>
<u>Units</u>		
4,000 Peachtree Cable Association Ltd., Limited Partnership Units	\$ 4,000	\$ 20,000
10,000,000 CB Richard Ellis Global REIT Fund	10,000,000	15,333,958
40,151,928 Cash collateral received under securities lending agreements	<u>40,151,928</u>	<u>40,151,928</u>
<b>TOTAL OTHER HOLDINGS</b>	<b><u>50,155,928</u></b>	<b><u>55,505,886</u></b>
<b>TOTAL INVESTMENTS</b>	<b><u>\$ 603,869,417</u></b>	<b><u>\$ 690,966,366</u></b>