



Service Authority

K. Jack Kooyoomjian, Ph.D., Chairman
Joyce P. Eagles, Vice Chairman
Marlo Thomas Watson, Secretary-Treasurer
Mark Allen, Member
B. Paul O'Meara, Jr., Member
Kurt E. Voggenreiter II, Member
Harry W. Wiggins, Member

Dean E. Dickey, General Manager

MINUTES OF BOARD OF DIRECTORS MEETING OF FEBRUARY 11, 2021

Board Members Present: Joyce P. Eagles, K. Jack Kooyoomjian, Ph.D., B. Paul O'Meara, Jr., Marlo Thomas Watson, Kurt Voggenreiter, and Harry Wiggins.

Staff : Dean Dickey, Astrid Nelson, Theresa O'Quinn, Don Pannell, Lake Akinkugbe, Lyle Beefelt, Samer Beidas, Michael Fox, Tony Piccione, Doug Shoop, and Kim Murray.

Legal Counsel : Mark Viani/Bean Kinney & Korman.

Absent : Mark Allen.

1. CALL TO ORDER and GENERAL MATTERS

Chairman Kooyoomjian called the meeting to order at 6:45 PM.

a) Approval of Minutes of January 14, 2021 Meeting

Chairman Kooyoomjian called for approval of the Minutes of the January 14, 2021 Board meeting.

Motion: Mrs. Thomas Watson moved to approve the Minutes of the January 14, 2021 Board meeting.

Second: Mrs. Eagles

Ayes : Thomas Watson, Eagles, Kooyoomjian, O'Meara, Voggenreiter, Wiggins

Absent : Allen

b) Consideration of Announcements by Staff

There were no announcements.

c) Citizens' Time

There were no citizens attending.

2. COMMENDATIONS

Mr. Dickey asked Board Members to approve both commendation resolutions together, as the gentlemen were coworkers. Mr. Johnson had 30 years and six months of service; Mr. Marshall had 32 years and two months of service.

a) Commend: Jackie Johnson

Motion: Mr. O'Meara moved that the Prince William County Service Authority Board of Directors does hereby commend Jackie Johnson for his exceptional service to the customers of the Prince William County Service Authority and the citizens of Prince William County, and conveys best wishes in his retirement.

Second: Mrs. Thomas Watson

Ayes : O'Meara, Thomas Watson, Eagles, Kooyoomjian, Voggenreiter, Wiggins

Absent : Allen

b) Commend: Joseph Marshall

Motion: Mr. O'Meara moved that the Prince William County Service Authority Board of Directors does hereby commend Joseph Marshall for his exceptional service to the customers of the Prince William County Service Authority and the citizens of Prince William County, and conveys best wishes in his retirement.

Second: Mrs. Thomas Watson

Ayes : O'Meara, Thomas Watson, Eagles, Kooyoomjian, Voggenreiter, Wiggins

Absent : Allen

3. ACTION MATTERS

a) Approval of Agreement SA-2107 with W.C. Spratt, Inc. for Construction Contract for Occoquan Forest Sewage Pumping Station #36 Replacement (OQL36), Occoquan Forest Sewage Pumping Station #37 Rehabilitation (OQL37) and Nokesville Sewage Pumping Station and Force Main Replacement (L20).

Mr. Dickey noted these stations are at the end of their lives and need to be replaced; he asked Board Members to approve the resolution.

Motion: Mr. Wiggins moved that the Prince William County Service Authority Board of Directors hereby approves Agreement SA-2107 and authorizes the General Manager to execute the contract with W.C. Spratt, Inc. for the construction of the Occoquan Forest Sewage Pumping Station #36 Replacement (OQL36), Occoquan Forest Sewage Pumping Station #37 Rehabilitation (OQL37) and Nokesville Sewage Pumping Station and Force Main Replacement (L20) in the amount of \$6,435,752.00, plus a five percent (5%) contingency in the amount of \$321,787.60, for a total authorization not to exceed \$6,757,539.60.

Second: Mr. O'Meara

Ayes : Wiggins, O'Meara, Eagles, Kooyoomjian, Thomas Watson, Voggenreiter

Absent : Allen

- b) Approval of a Master Plan Utility Adjustment Agreement between Prince William County Service Authority and Woodbourne Venture, LLC for the Installation of a 12-Inch Sanitary Sewer Main with the Route 29 Sanitary Sewer Public Improvement Plan.

Mr. Dickey stated the Authority needs to do this work to increase capacity in the area; the project will also allow staff to install a larger line. He asked Board Members to approve the resolution.

Motion: Mrs. Eagles moved that the Prince William County Service Authority Board of Directors hereby authorizes the General Manager to execute a Master Plan Utility Adjustment Agreement with Woodbourne Venture, LLC for the design, easement acquisition, and construction of 533 linear feet of 12-inch C-900 sanitary sewer interceptor, 42 feet of 8-inch ductile iron force main, 101 feet of 3-inch polyvinyl chloride low pressure force main, and 36 feet of 2-inch polyvinyl chloride low pressure force main in the amount of \$1,571,529, plus a 10% contingency of \$157,153, for a total authorization not to exceed \$1,728,682.

Second: Mr. O'Meara

Mr. O'Meara noted this is a good opportunity to leverage relationships with the private sector to maintain the Authority's system. Mr. Wiggins asked about the life expectancy of the 8-inch main; Mr. Pannell explained the average is 50 years. The line being replaced was installed in 1983. Mr. Wiggins asked about the funding difference in the memo versus the Capital Improvements Program (CIP) sheet; Mr. Pannell advised the CIP sheet is a planning-level estimate for all Master Plan Utility Adjustments; however, the funding for each MPUA depends on the specific project.

Ayes : Eagles, O'Meara, Kooyoomjian, Thomas Watson, Voggenreiter, Wiggins
Absent : Allen

4. GENERAL MANAGER'S REPORT

a) COVID-19 Update: Mr. Dickey reported there have been no significant changes; staff is waiting for vaccines. Frontline workers are classified as priority 1c. Vaccines will be optional to all staff. Chairman Kooyoomjian expressed his concern that staff does not have a higher priority on receiving vaccines.

b) COVID-19 Municipal Utility Relief Program Update: Mr. Dickey reported the program closed yesterday; the Authority received customer applications for the full \$1,372,697 awarded. Mr. Dickey commended Mrs. Nelson and staff for their work on this program.

c) Nutrient Credit Transfer to Prince William County (PWC): Mr. Dickey reported PWC has requested nutrient credits for nitrogen, phosphorous, and sediment. He noted that the Board passed a resolution in 2018 [resolution 18-07-46] authorizing the transfer of any surplus credits requested by PWC. Mr. Wiggins stated his strong opposition to transferring the credits to PWC. Chairman Kooyoomjian explained the transfer helps with the county's budget. Mr. O'Meara asked if there would be any fines to PWC if they did not have the credits. Mr. Dickey did not know if there would be any fines; he explained the county might request the credits from another entity. Mr. O'Meara stated he would be willing to engage in a board-to-board level discussion with the Prince William Board of County Supervisors (BOCS) if they would like to meet with the Authority's Board of Directors and

discuss moving forward with the credits. Mr. Dickey advised the nutrient credit transfer would not take place until April 2021. Discussion was held.

Motion: Mr. Wiggins moved to rescind Resolution 18-07-46, which awards the county the nutrient credits.
Second: Mrs. Thomas Watson

Chairman Kooyoomjian advised the Board should not take action until they have more background and information.

Motion: Mrs. Eagles moved to table Mr. Wiggins' motion until Board Members can have further discussion.
Second: Mr. O'Meara
Ayes : Eagles, O'Meara, Kooyoomjian, Thomas Watson, Voggenreiter
Nays : Wiggins
Absent : Allen

The motion to table Mr. Wiggins' motion was approved.

d) Mr. Dickey reported the BOCS recently designated the Service Authority as the Lead PWC Agent for the Regional Water Supply Plan with the Northern Virginia Regional Commission (NVRC). The Authority previously served in this capacity from 2008-2012. The NVRC usually charges a fee, and the Authority Board previously approved the Authority paying that fee.

e) The Authority recently received a report that there is a sheen of unknown substance on the Potomac River in West Virginia. Fairfax Water (along with other agencies) is watching the situation closely and currently does not anticipate any problems with it.

f) Mr. Dickey announced the virtual Water Art Invitational (WAI) will be held Thursday, March 11 from 6:00-6:30 PM (online event) just prior to the regular Board meeting. Board Members may watch the event in the Board Room. (Details are on the flyer that was provided in the Board package this month.)

g) Mr. Dickey reported Supervisor Franklin asked staff to change out a few of the WAI artwork pieces at the Ferlazzo Building.

h) Mr. Dickey stated a closed meeting is needed.

5. ATTORNEY'S TIME

Mr. Viani confirmed a closed meeting is needed under Code of Virginia § 2.2-3711A1, Personnel; § 2.2-3711A6, Expenditure of Public Funds for Procurement; § 2.2-3711A7, Litigation; and § 2.2-3711A19, Security.

6. CONSIDERATION OF MATTERS PRESENTED BY MEMBERS

Mr. Wiggins asked for the cost of the Comprehensive Annual Financial Reports; Mr. Dickey stated the cost was \$42 per printed copy.

Mr. O'Meara advised he has been researching the COVID-19 vaccine rankings; he asked that the Board direct staff to draft a letter from the chairman to the governor expressing the Board's concerns about the 1c vaccine rating for its water and wastewater workers, noting that all of the individuals in priority 1a and 1b rely on clean water and wastewater services to do their jobs. He wants the chairman's letter to ask that the Authority's essential workers be moved up to vaccine priority 1b.

Mr. O'Meara stated the Authority has to work with its partners (the BOCS) and the Authority does not make land use policy; it simply makes sure there is delivery of services and the infrastructure to meet the demand. The BOCS has signaled that they want to explore the rural crescent and opening that up where it has not been in the past. Mr. O'Meara wants to put it on everyone's radar that the Authority may need to start looking at its Strategic Plan in the coming year; he did not know how that is impacted by the Master Plan process. Mr. Dickey advised the Authority works hand-in-hand with the county's planning staff on the Authority's Master Plan.

Mr. O'Meara noted the Compensation Committee's Charter states the committee will review the General Manager's compensation package annually. He noted it has not been handled that way in the past; it is currently a five-year contract. He asked Mr. Wiggins if he would agree to defer implementation of the charter until Board Members can better understand the language of the charter and how it will work with the way the Board has currently done business for the past 15 years or more (possibly since 1983), to make it work more harmoniously with the existing PWCSA documents and policies. Mr. Wiggins stated the Compensation Committee not only would address the General Manager but the whole compensation framework. He agreed to defer implementation of the committee's charter. Mrs. Eagles stated her support for the delay; the Board has to be sure they understand the effect it has on all of the employees. Mr. O'Meara asked staff to review the charter's language for any changes that could be made, and report back to the Board on what they find that may be in conflict. Mrs. Eagles referenced a document Mr. Dickey wrote to the Policy Committee in 2008 that outlines his responsibility as the Authority's Chief Executive Officer/General Manager. It includes his being responsible for managing compensation for the whole staff; Mr. Dickey confirmed that has been the policy for a long time. Mr. Viani advised the Board adopted the Compensation Committee Charter on November 12, 2020; he added that having a resolution deferring the application of the charter to a date certain would be appropriate. Mr. O'Meara offered to write the resolution for the Board's consideration. Mr. Wiggins asked how long the deferral would be; Mr. O'Meara asked Mr. Dickey for a recommendation on how long the project would take staff to complete. Mr. Dickey noted that to review the existing policies and compare them to the charter, he said he could get the information to the Board by the March 11, 2021 Board meeting.

Motion: Mr. O'Meara moved that that the Compensation Committee Charter shall have no force or effect during the deferral period not to extend beyond April 22, 2021; and that the Prince William County Service Authority Board of Directors directs the General Manager to examine the Compensation Committee Charter language for any conflicts with existing Prince William County Service Authority documents and policies, and report his findings to the Board at the March 11, 2021 regular Board of Directors meeting.

Second: Mr. Wiggins

Chairman Kooyoomjian asked to add clarification in the charter with respect to the retention policy for highly credentialed employees, to give the General Manager flexibility for retaining highly credentialed employees.

Ayes : O'Meara, Wiggins, Eagles, Kooyoomjian, Thomas Watson, Voggenreiter
Absent : Allen

Chairman Kooyoomjian thanked staff for the Budget Guidance Work Session. He also thanked all staff who worked on the COVID-19 relief financial efforts; their professionalism is truly exceptional and outstanding. Dr. Kooyoomjian added that he looks forward to the virtual Water Art Invitational.

7. ADMINISTRATIVE REPORTS

Chairman Kooyoomjian asked Board Members to provide any questions they may have on the Administrative Reports to Mr. Dickey for dissemination to the appropriate staff member.

8. CLOSED MEETING

Chairman Kooyoomjian announced a closed meeting at 7:38 PM to discuss Personnel under Code of Virginia § 2.2-3711A1; Expenditure of Public Funds for Procurement under § 2.2-3711A6; Litigation under § 2.2-3711A7; and Security under § 2.2-3711A19; and requested a motion for same.

Motion: Mrs. Eagles
Second: Mr. O'Meara
Ayes : Eagles, O'Meara, Kooyoomjian, Thomas Watson, Voggenreiter, Wiggins
Absent : Allen

Upon conclusion of the closed meeting at 9:41 PM, and in compliance with the Freedom of Information Act, a motion was made by Mrs. Eagles and seconded by Mr. O'Meara to return to an open meeting certifying that to the best of the members' knowledge, the only matters considered were those that were appropriate to be discussed under Code of Virginia § 2.2-3711A1, Personnel; § 2.2-3711A6, Expenditure of Public Funds for Procurement; § 2.2-3711A7, Litigation; and § 2.2-3711A19, security.

CERTIFICATION FOR CLOSED MEETING

WHEREAS, the Prince William County Service Authority Board of Directors has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and,

WHEREAS, § 2.2-3712 of the Code of Virginia requires a certification by the Prince William County Service Authority Board of Directors that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the Prince William County Service Authority Board of Directors hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered in the closed meeting.

Motion: Mrs. Eagles
Second: Mr. O'Meara
Ayes : Eagles, O'Meara, Kooyoomjian, Thomas Watson, Voggenreiter, Wiggins
Absent: Allen

Mr. Viani provided public notice that pursuant to § 2.2-3712, Subsection B of the Code of Virginia, the Board will hold closed meetings within the next 15 days to conduct interviews for the position of chief administrative officer and those meetings will be conducted at Old Hickory Golf Club.

9. ADJOURNMENT

The meeting adjourned at 9:44 PM.



Marlo Thomas Watson
Secretary-Treasurer