

A REGULARLY SCHEDULED MEETING OF THE BOARD OF DIRECTORS OF THE UPPER OCCOQUAN SERVICE AUTHORITY WAS HELD JUNE 17, 2021 IN THE OPERATIONS BUILDING LOCATED AT 14631 COMPTON ROAD, CENTREVILLE, VIRGINIA 20121.

A. Calling of the Meeting to Order

1. The Board of Directors of the Upper Occoquan Service Authority convened its Regularly Scheduled Meeting at 4:00 P.M.

**Directors Present:**

Tony Dawood	Shahram Mohsenin
Dean E. Dickey	Jeanette M. Rishell
Gary Fields	Glenn Simpson
Michael McGrath	Nancy Vehrs

**Directors Absent:**

None

**Others Present:**

UOSA Staff:	Robert W. Angelotti
	Brian L. Owsenek
	Kevin D. Wolfe
	Mishelle R. Noble-Blair
	John W. Airhart
	June A. Mahoney

Legal Counsel:	Sally Ann Hostetler
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Engineer:	Don Forgacs, Jacobs
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B. Approval of Minutes

1. Chairman Mohsenin referenced the Board Minutes dated May 20, 2021 and asked the Board for their approval.

MOTION: Director Vehrs moved to approve the minutes of the May 20, 2021 Board meeting.

SECOND: Director Simpson

ABSTAINED: Director Fields

VOTE: Unanimous

C. Public Comment Time

1. Chairman Mohsenin asked if there was any known interest or request received by the Public to speak at the meeting.
2. Ms. Mahoney stated that none were received ahead of the meeting.

D. Financial Reports

1. Chairman Mohsenin referenced staff memorandum, *May 2021 Financial Summary* (filed as Exhibit A) and asked if there was anything unusual to report.
  - a. Mr. Wolfe stated that the May Financial Summary reflected lower O&M expenses than planned primarily due to combination of lower Personnel, Electric Power, Process Chemicals, and budget timing differences for Contract Services, which were partially offset by higher Facilities Maintenance expenses. Flows were 17 percent lower than planned for the month. Year-to-date FY-21 actual expenses through May were lower than budget by approximately \$1.76 million primarily due to a combination of lower Contract Services, Electric Power, Process Chemicals, Facilities Maintenance, Facilities Operations, Miscellaneous and Administration expenses. Year-to-date flows were 0.6 percent lower than planned.

MOTION: Director Vehrs moved to receive and file the May 2021 Financial Summary.

SECOND: Director Simpson

VOTE: Unanimous

2. Chairman Mohsenin referenced staff memorandum, *UOSA O&M Budget Surplus Return* (filed as Exhibit B).
  - a. Mr. Wolfe reminded the Board that the O&M Budget Surplus Return Procedures approved in 2014 indicate that an O&M Budget surplus over the \$1 million threshold for expenses through May would be designated as a significant surplus and fifty percent of the surplus would be credited to the jurisdictions in the June quarterly billing. He reported that the current year-to-date O&M Budget surplus through May is over the \$1 million threshold and that UOSA will be returning fifty percent of the \$1.76 million surplus or \$877,839, to the jurisdictions in the June quarterly billing.
  - b. In response to Director Dickey, Mr. Wolfe advised that the surplus return will appear as a credit on the June billing with a rough estimate of: \$320,000 to \$330,000 for Fairfax County, \$340,000 to \$350,000 to Prince William County, \$160,000 to \$170,000 for City of Manassas, and \$35,000 to \$40,000 for City of Manassas Park.

MOTION: Director Vehrs moved to approve staff returning fifty percent of the \$1.76 million surplus to the jurisdictions as a credit in the June billing.

SECOND: Director McGrath

VOTE: Unanimous

E. FY-21 Audit

1. Chairman Mohsenin referenced staff memorandum, *FY-21 Audit* (filed as Exhibit C).
  - a. Mr. Angelotti asked Mr. Wolfe to brief the Board on any comments shared by the Auditors in the Audit Committee meeting that was held just prior to the regular Board meeting. On behalf of the Audit

Committee, Director Simpson said the meeting was open to questions and the Auditors described the audit process.

- b. Mr. Wolfe added that the Auditor staff attending the meeting introduced themselves to the Audit Committee as the client service team and discussed the audit approach and scope, as well as the Auditor's responsibilities.

F. Major Project Reports

1. Chairman Mohsenin referenced staff memorandum, *June 2021 Project Summary* (filed as Exhibit D).
  - a. Mr. Airhart reported on Plant Projects. He stated that the NOVEC transformer replacement project will be included on the Project Summary report now that an agreement was executed between NOVEC and UOSA to replace two high voltage transformers that provide the step down electric power to the entire plant. He reminded the Board that NOVEC acts as the prime contractor and UOSA will reimburse NOVEC in three phased payments totaling approximately \$1.6 million. The tentative completion date is anticipated to be in May 2022.
  - b. In response to Director Dawood, Mr. Airhart said each transformer is 14 megawatts in size and has a nine to twelve months lead time, with an approximate eight week installation schedule. He further added that one transformer will belong to UOSA and the other will belong to NOVEC.
  - c. Mr. Airhart stated that the Contract AWT (Advanced Wastewater Treatment) contractor moved their office trailer onsite and continued to provide the administrative and other submittals for the engineer's review. The Substantial Completion Date is May 10, 2023.
  - d. The Ozone Biofiltration design engineer continued to progress the project toward the 90 percent design review and staff expect the 90 percent submission by the end of July.
  - e. For Contract R2D2 (Renovations to Residuals and Building D/2), Digester 7/2 was placed into operation and stabilized in order to turn over Digester 7/1 to the contractor shortly after 7/1 is dewatered. The work to safely purge methane gas from 7/1 using nitrogen gas began that morning. The contractor restored disturbed areas of the site and installed the cerium chloride storage tank at Building D/2, along with some paving work in that area. The contractor also completed the commissioning, testing and balancing of the major HVAC system in Building D/2. The project includes two subprojects; the substantial completion date for Subproject A, work in Building D2, was January 1, 2021 and the staff and engineer continue negotiating an amicable settlement. The substantial completion requirement for Subproject B work in the Digesters and Building E is unchanged at January 11, 2022.
  - f. For the P2NR (Phase 2 Nutrient Reduction) full-scale settleability pilot project, the Board may recall that last month the team was not able to produce a project report due to issues beyond the engineer's manageable interest and expects that report by the end of June.
  - g. Mr. Airhart reported on the single active Delivery System Project. He said for the YPIU (Yorkshire Park Interceptor Upgrade) the engineers

continue to work towards 90 percent design while staff continue to review the memorandum laying out the various options for bypass pumping routes.

- h. In response to Director Vehrs concern about the timing of construction around the Park Authority's Blue Bell Trail, Mr. Airhart acknowledged that UOSA has done work in that area before and is aware of the sensitivity to the blooming season of the blue bells. He advised that bid-ready documents will address construction-timing constraints and once ready, staff will return to the Board to request permission to advertise the bid invitation and that the bidding process typically takes six to eight weeks. Staff will return to the Board once again to request approval to award the contract, and one could expect another three to four months before the contractor would start construction activity in the field. Mr. Angelotti advised that construction during this calendar year is unlikely.
- i. In response to Director Dickey, Mr. Angelotti stated that UOSA does not have a documented community outreach policy. However, UOSA does have a general philosophy that when a construction project runs through or around neighborhoods or is in a particularly sensitive area, that staff arrange to meet with local stakeholders such as homeowner associations and even hold public hearings in special cases. He said each project has slightly different special interests, and each are handled with those special needs in mind.

MOTION: Director Simpson moved to receive and file the report.

SECOND: Director Rishell

VOTE: Unanimous

#### G. Service Agreement Revisions

- 1. Chairman Mohsenin referenced staff memorandum, *Expansion Related Service Agreement Revisions* (filed as Exhibit E)
  - a. Mr. Angelotti said the Board may recall the future 6 MGD plant expansion that was described in Jacob's 2020 Master Plan, which provided the original need for UOSA to amend the service agreement. While recently in that amendment process, the Board requested that staff and legal counsel propose some additional revised language to help with flexibility in dealing with flow and load exceedances. At the last Board meeting, there was quite a bit of discussion and staff got the impression that the Board would like to segregate the required expansion related service agreement amendments, from the optional flow and load amendments that staff proposed. The flow and load amendments pose complexity that requires a work session to resolve. June reached out to get the work session scheduled and staff is working on an agenda for the work session.
  - b. Mr. Angelotti stated that as a result of the last Board meeting, staff recommends moving forward with the required expansion related service agreement amendments. He suggested that the Board record a vote on the subject agenda item so that staff can proceed by sharing the amendments with bond counsel and the member jurisdictions for approval of the proposed language.

MOTION: Director Dickey moved to approve the Service Agreement Amendment for the 6 mgd expansion and to direct staff and counsel to consult with the member jurisdictions and Bond Counsel pursuant to seeking required authorizations. A final version of the proposed Amendment will be resubmitted to the Board for action once Bond Counsel and all Jurisdictions are satisfied with the language.

SECOND: Director McGrath

VOTE: Unanimous

DISCUSSION:

- c. Director Dickey stated that he wanted to remind everyone that improvements benefiting all UOSA jurisdictions should not be included in the expansion project that is paid for by only two jurisdictions. Mr. Dickey reiterated that if improvements benefitting all are included then that needs to be accounted for and made fair. Mr. Angelotti said Director Dickey's concern is duly noted.

H. Staff Reports

2. Safety Briefing

- a. Ms. Mishelle Noble-Blair stated that a copy of UOSA's monthly Safety Newsletter was left at the Board Member's places to read at their leisure and said they would find a number of timely articles and information included. She provided a quick safety update, and said the outside counter that you see when you enter the plant is currently at 80 days without a lost time accident and that staff continues to implement safety programs and has an active safety committee that is meeting monthly. She reported that UOSA has gone seventeen weeks straight with no new COVID-19 cases and that UOSA remains diligent about following the Infectious Disease and Preparedness and Response Plan while encouraging staff to obtain their vaccines. She further reported that UOSA has made appropriate changes to the Plan to allow for business related travel as long as the employee conforms to the related CDC guidelines at that time.

2. Executive Director's Report

- a. Mr. Angelotti stated that he had nothing additional to report.
- b. In response to Director Dawood, Mr. Angelotti advised that staff would be addressing the status of employee pay increases at the July Board meeting.

3. Legal Counsel's Report

- a. Ms. Hostetler stated that she had nothing to report.

I. Closed Meeting

1. Chairman Mohsenin announced that a closed meeting was needed for the purpose of discussing personnel matters and cyber security.

MOTION: Director Vehrs moved that the Board of Directors of the Upper Occoquan Service Authority (UOSA) convene a closed meeting at 4:20 P.M.

pursuant to Virginia Code Section 2.2-3711 (A), Subsection 1, to discuss personnel matters, and Subsection 19, to discuss of plans to protect public safety relating to cyber security threats.

SECOND: Director Dawood  
VOTE: Unanimous

MOTION: Director Dickey moved to return to regular session at 4:39 P.M.  
SECOND: Director Vehrs  
VOTE: Unanimous

2. Chairman Mohsenin made the following certification pertaining to the closed meeting.

#### CERTIFICATION OF CLOSED MEETING

WHEREAS, the Upper Occoquan Service Authority Board of Directors ("UOSA") 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 § 2.1-344.1 of the Code of Virginia requires a certification by UOSA that such closed meeting was conducted in conformity with Virginia law,

NOW, THEREFORE, BE IT RESOLVED that UOSA 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.

3. Chairman Mohsenin said, "You have before you the Certification of Closed Meeting." He said if any member of the Board believed there was a departure from this Certification, he/she should so state now, indicating the substance of the departure that, in his/her judgment, had taken place.

MOTION: Director Dickey moved to accept Certification of Closed Meeting.  
SECOND: Director Vehrs  
VOTE: Unanimous

#### J. Adjournment

MOTION: Director Vehrs moved to adjourn at 4:40 P.M.  
SECOND: Director McGrath  
VOTE: Unanimous

  
Jeanette M. Rishell, Secretary  
UOSA Board of Directors

Date: July 15, 2021

*These minutes are unofficial until signed.*