

A REGULARLY SCHEDULED MEETING OF THE BOARD OF DIRECTORS OF THE UPPER OCCOQUAN SERVICE AUTHORITY WAS HELD NOVEMBER 21, 2024, IN THE CHARLES P. BOEPPLE 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:

Calvin D. Farr, Jr.	Allan Rowley
Michael McGrath	Patrick Small
Richard Meyer	Nancy Vehrs
Shahram Mohsenin	Gary L. Fields (via electronic video conferencing)

Directors Absent:

None

Others Present:

UOSA Staff:	Brian Steglitz Brian L. Owsenek Kevin D. Wolfe Montee McGowan June Mahoney
Legal Counsel:	Sally Ann Hostetler, Odin, Feldman, & Pittleman, P.C.
Engineers:	Don Forgacs, Jacobs

B. Approval of Board Member Electronic Participation

1. Chairman Mohsenin advised that Director Fields wished to participate remotely due to a personal matter. Pursuant to UOSA's Electronic Meeting Policy, Director Fields was asked to identify the nature of the personal matter and state his current location.
2. Director Fields (who was attending via video conference) stated that he was attending a family wedding in Bay City, Michigan. This was the second remote participation for Director Fields in 2024.
3. By unanimous consent, Chairman Mohsenin heard no objections and permitted Director Fields' remote participation.

C. Approval of Minutes

1. Chairman Mohsenin referenced Board Minutes dated October 17, 2024, and asked the Board for their approval.

MOTION:	Director Vehrs moved to approve the minutes of the October 17, 2024, Board meeting.
SECOND:	Director Small
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 she had not received any ahead of the meeting. None were brought forward during the meeting.

D. FY-24 Audit

1. Chairman Mohsenin referenced staff memorandum, *FY-24 Audit Presentation* (filed as Exhibit A).
 - a. Mr. Wolfe announced that the Audit Committee met prior to the Board meeting and advised that Mr. Mike Garber, a Partner with UOSA's audit firm PBMares, L.L.P., was there in-person and would present the audit results to the Board.
 - b. Mr. Garber announced that PBMares issued a clean, unmodified opinion for UOSA's annual comprehensive financial report and internal controls as there were no findings. He stated these opinions are the highest opinions that an auditor can issue. He thanked Mr. Wolfe and the finance staff for another great audit.
 - c. Director Fields spoke on behalf of the Audit Committee, saying that the finance staff were well prepared to answer any questions and once again performed a great job with regard to the audit process

MOTION: Director Small moved to accept the audit report.

SECOND: Director Vehrs

VOTE: Unanimous

E. Administrative Reports

1. Chairman Mohsenin referenced staff memorandum, *October 2024 Financial Report* (filed as Exhibit B).
 - a. Mr. Wolfe reported that the October Financial Summary dashboard shows that the year-to-date O&M expenses remain in line with our budgets. He said Reserve Maintenance expenses are running a little ahead of the budget due to timing issues as staff purchased several planned reserve maintenance items in the month of September. Expenses are 36 percent complete and flows continue to run under budget for the fiscal year.
 - b. Mr. Wolfe provided a quick update on the 2024 Series Bonds that closed on November 14, 2024 through a negotiated sale to Bank of America for a new rate of 3.35 percent. He said an updated Debt Service schedules for the member jurisdictions would be distributed once they became available.

MOTION: Director Small moved to receive and file the October 2024 Financial Summary.

SECOND: Director Vehrs

VOTE: Unanimous

2. Chairman Mohsenin referenced staff memorandum, *FY-25 First Quarter O&M Budget Review* (filed as Exhibit C).
 - a. Mr. Wolfe reported that the first quarter FY-25 O&M budget review for the period ending September 30, 2024, reflected a favorable variance of \$750,000 or 7 percent.
 - b. Mr. Wolfe said that actual flows for the first quarter were 9 percent below budget. He reported that during the first quarter all budget lines except Administration were lower than planned. The favorable variance was primarily due to lower Electrical Power, Miscellaneous, Chemicals, and Personnel expenses.

MOTION: Director Small moved to receive and file the FY-25 First Quarter O&M Budget Review.

SECOND: Director Vehrs

VOTE: Unanimous

3. Chairman Mohsenin referenced staff memorandum, *Draft Annual Comprehensive Financial Report (ACFR) – FY-24* (filed as Exhibit D).

MOTION: Director Farr moved to approve the Annual Comprehensive Financial Report for the fiscal year ended June 30, 2024 and authorize its publication and distribution.

SECOND: Director Vehrs

VOTE: Unanimous

4. Chairman Mohsenin referenced staff memorandum, *GFOA Certificate of Achievement for Excellence in Financial Reporting for FY-23* (filed as Exhibit E).

- a. Mr. Wolfe reported that UOSA had received a Certificate of Achievement for Excellence in Financial Reporting from the Government Finance Officers Association (GFOA) of the United States and Canada for its Annual Comprehensive Financial Report (ACFR) for the period ending June 30, 2023. He announced that this was the thirty-fifth consecutive year UOSA had received this honor and offered his gratitude to the entire Finance staff. The GFOA considers this award the highest form of recognition in the area of governmental accounting in financial reporting, and that its attainment represents a significant Finance team accomplishment with tremendous effort and attention to detail in the face of ever-increasing requirements.

- b. Chairman Mohsenin along with Mr. Wolfe, presented the GFOA plaque to UOSA's Assistant Controller, Ms. Christina Campbell, who was in attendance to accept the award on behalf of the Finance Division who is primarily responsible.

5. Chairman Mohsenin referenced staff memorandum, *November 2024 Project Summary* (filed as Exhibit F).

- a. Mr. Steglitz reminded the Board that as a result of feedback at recent meetings, staff attempted to include construction project related information in a new dashboard-style reporting format. He explained the

new dashboards in detail and asked for further feedback. With regard to the projects in the design phase and how much of the design work had been paid out, Chairman Mohsenin suggested adding the status in terms of the design schedule as well. After some more discussion, the Board provided staff with guidance on what level of detail the Board would like to see in future dashboards.

MOTION: Director Small moved to receive and file the report.
SECOND: Director Vehrs
VOTE: Unanimous

6. Chairman Mohsenin referenced staff memorandum, *November 2024 Safety Report* (filed as Exhibit G).

MOTION: Director Farr moved to receive and file the report.
SECOND: Director Vehrs
VOTE: Unanimous

F. Action Items (None)

G. Staff Reports - Presentations

1. Chairman Mohsenin referenced content provided in the Board package, *HSD Metrics – 2024 Employee Engagement Survey Results* (slides filed as Exhibit H).
 - a. Mr. Steglitz provided a general update on UOSA's Employee Engagement Survey (i.e. cultural survey). He introduced UOSA's Chief People Officer, Ms. McGowan, to present the background of the survey, an overview of the results, and its key takeaways.
 - b. Mr. Steglitz acknowledged that this survey provided a current starting point, and that staff will plan to do this in a regular cadence so as to remain aware of UOSA's cultural environment and the expectations from staff and the Board with regards to making improvements and moving forward with new initiatives.

H. Staff Reports – Executive Director's Report

1. Mr. Steglitz advised that UOSA has been awarded a Water Research Foundation Project, entitled, "One PFAS: A One Water Approach to Managing PFAS Pollution", in partnership with Fairfax Water, Prince William Water, and Virginia Tech. This project is in the form of a grant from the water district. He said Fairfax Water and OWML are the leads on the project with Eric Rosenfeldt, from Hazen & Sawyer, involved along with staff from Micron. The focus of the project is to bring partners together and to determine the interests of the different parties and how we can come up with a solution that is good for the region by utilizing modeling of the watershed. The project is anticipated to take 18 months to complete.
2. Mr. Steglitz brought the Board's attention to a letter (filed as Exhibit I) dated November 4, 2024, from the U.S. Department of Commerce's 2024 SABIT Municipal Water Management Program. This was a formal acknowledgement and appreciation to UOSA staff for providing a tour of its facility to a group of utility professionals from Europe and Asia.

3. Mr. Steglitz reflected on the great work that was accomplished at the recent Board Retreat, held on Tuesday of that week. He advised that UOSA's upper management folks met on Wednesday to do a similar exercise and to continue work on the Vision/Mission statements and the Strategic Goals drafted by the Board. He advised that staff will take the next few weeks to review the goals and establish how best to align things going forward and return to the Board with an update at a future meeting.

I. Staff Reports - Legal Counsel's Report

1. Ms. Hostetler had nothing to report.

J. Adjournment

MOTION: Director Small moved to adjourn at 5:33 P.M.

SECOND: Director McGrath

VOTE: Unanimous



Richard Meyer, Secretary
UOSA Board of Directors

Date: January 16, 2025

These minutes are unofficial until signed.