

A REGULARLY SCHEDULED MEETING OF THE BOARD OF DIRECTORS OF THE UPPER OCCOQUAN SERVICE AUTHORITY WAS HELD JANUARY 15, 2026, 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.	Shahram Mohsenin
Michael McGrath	Stacy Seiberling
Richard Meyer	Patrick Small
Joshua McNeal, IV	Nancy Vehrs

**Directors Absent:**

None

**Others Present:**

UOSA Staff:

Brian Steglitz  
Kevin D. Wolfe  
Doug Hague  
June A. Mahoney

Legal Counsel: Sally Ann Hostetler, Odin, Feldman, & Pittleman, P.C.

Engineers: Don Forgacs, Jacobs

Consultants: Christine Noonan and Edward Mullen,  
Founding Partners, Seven Hills Strategy Group  
(via remote participation)

B. Approval of Minutes

1. Chairman Mohsenin referenced Board Minutes dated November 20, 2025, and asked the Board for their approval.
2. Mr. Steglitz brought attention to a typo; advising the meeting adjourned at 5:09 P.M. and not 4:09 P.M. The correction was made for the record.

MOTION: Director Vehrs moved to approve the corrected minutes of the November 20, 2025 Board meeting.

SECOND: Director Meyer

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. None were brought forward during the meeting.

D. Administrative Reports

1. Chairman Mohsenin referenced staff memorandum, *November 2025 Financial Summary* (filed as Exhibit A) and *December 2025 Financial Summary* (filed as Exhibit B) and asked for Mr. Wolfe to focus his report on the later of the two unless there is something to highlight otherwise.

- a. From the November report, Mr. Wolfe highlighted that flows were under budget by 20 percent.
- b. Mr. Wolfe said that the December Financial Summary dashboard the total Operations and Maintenance (O&M) budget and actuals continue to be in line with each other at 51 percent and 49 percent complete respectively. Year-to-date O&M expenses were 5 percent or approximately \$1.08 million under budget overall.

December's O&M was under budget primarily due to lower pricing and budget timing differences for Chemicals, budget timing differences for Facilities Maintenance and Contract Services, and higher credits than planned for Electric. Year-to-date O&M was under budget, primarily due to budget timing differences in regulatory activity and higher septage hauler fees than planned in our Miscellaneous category, along with budget timing differences and lower usage of Chemicals and lower Personnel. Those were partially offset by higher requirements for maintenance materials, outside services, and buildings and grounds.

- a. Mr. Wolfe stated that Reserve Maintenance remained under budget and ended the month at 39 percent complete year-to-date. He said Reserve Maintenance budget gaps were expected to tighten up later in the year. Flows were under budget by approximately 21 percent for December and nearly 13 percent year-to-date

MOTION: Director Vehrs moved to receive and file the November and December 2024 Financial Summaries.

SECOND: Director McGrath

VOTE: Unanimous

2. Chairman Mohsenin referenced staff memorandum, *FY-26 Second Quarter Plant Performance Report* (filed as Exhibit C).

- a. As stated in the memo prepared by Mr. Hague, UOSA's Chief Operating Officer, Mr. Steglitz reported that performance during the quarter was excellent as the plant continued with outstanding performance for meeting our water quality interests.
- b. Chairman Mohsenin and Director McGrath congratulated the staff for this achievement once again.

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

SECOND: Director McGrath

VOTE: Unanimous

3. Chairman Mohsenin referenced staff memorandum, *December 2025 Project Summary* (filed as Exhibit D).
  - a. As shared in the memo prepared by Mr. Atapoor, UOSA's Capital Program Manager, Mr. Steglitz mentioned a few current project highlights.
  - b. Chairman Mohsenin took a moment to welcome Mr. Nat Atapoor and said he was an excellent addition to the UOSA team.

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

4. Chairman Mohsenin referenced staff memorandum, *January 2026 Safety, Security, and Emergency Preparedness Report* (filed as Exhibit E).
  - a. In addition to the memo prepared by Mr. Gruenspecht, UOSA's Safety & Security Program Manager, Mr. Steglitz announced that the Safety & Security Team is now fully staffed with the addition of Ms. Bree Aboulhosn entering her new role at UOSA as a Safety and Security Coordinator.

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

5. Chairman Mohsenin referenced staff memorandum, *January 2026 Strategic Communications & Engagement Report* (filed as Exhibit F).
  - a. As shared in the memo prepared by Ms. Schaefer, UOSA's Communication Specialist, Mr. Steglitz said she has been quite busy on the communication strategy and increasing UOSA's social media presence, such as LinkedIn. Chairman Mohsenin said that he has connected with UOSA's LinkedIn account and likes the content being shared.
  - b. In response to Director Vehrs, Ms. Schaefer advised that she was connected to the Next-Door app platform and has been addressing public comments. Ms. Schaefer offered to join additional platforms and/or engage with other neighborhood communities if the Board had any recommendations.

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

6. Chairman Mohsenin referenced staff memorandum, *UOSA 2025 Year in Review* (filed as Exhibit G).
  - a. Mr. Steglitz said the Board may recall that last year was the first time staff introduced a GIS Story Map. He said thanks again to Ms. Kandi Mitchell, UOSA's GIS Specialist, for the heavy lift on pulling this year's report together. He also acknowledged staff that participated in providing its content for the 2025 Year in Review.
  - b. In response to Director McGrath's inquiry on how many clicks the

Review received, Mr. Steglitz advised that the link was not yet posted to UOSA's outward-facing website. Staff wanted the Board to have the first opportunity to view the information and said it would be available to the public after today's meeting.

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

7. Chairman Mohsenin referenced staff memorandum, *Rerating Summary Report and Proposed Load Allocations* (filed as Exhibit H).
  - a. Mr. Steglitz said this was a culmination of several years' worth of work. The final report shared by Black & Veatch was recently sent out, via email with a link, to stakeholders and representatives from all the jurisdictions who participated in the workshops. Feedback is due back to UOSA staff by EOB Friday, February 13, 2026.
  - b. Mr. Steglitz reminded the Board that as part of this work, one of the outcomes is to look at what the new load capabilities are of the facility and then subsequently distribute that load to the jurisdictions. There are no changes to the formula on how the load is allocated. He said a preview of what UOSA would be proposing based on the outcome of the work is included in the Board memo and staff will be seeking Board approval of the reallocations at a future Board meeting, probably in March.
  - c. In response to Director Small, Mr. Steglitz agreed that the redistribution or reallocation will provide additional capacity for those jurisdictions that have exceeded their limits and reduce the risk of a three-month in-a-row exceedance that triggers a potential moratorium on new connections at the discretion of the Board, per the Service Agreement.

MOTION: Director Farr moved to receive and file the Final Rerating Summary Report and Proposed Load Allocations report.  
SECOND: Director Meyer  
VOTE: Unanimous

#### E. Action Items

1. Chairman Mohsenin referenced staff memorandum, *Protect Safe Yield of Occoquan Reservoir Legislation* (filed as Exhibit I).
  - a. Mr. Steglitz said he would like to address some of the comments that were made in Director Farr's communication, dated January 5, 2026, and then address any questions the Board may have before asking Ms. Hostetler to speak about the legal implications of the legislation.
  - b. Mr. Steglitz said in reviewing Director Farr's letter, he supported all recommendations that Director Farr identified, and that UOSA could have done a better job of being a regional partner and a collaborator on this issue. Mr. Steglitz intends to incorporate the recommendations that were identified and will keep the Board in the loop on the progression of consideration of looking at a diversion of UOSA's effluent for use for industrial cooling.
  - c. Additionally, Mr. Steglitz provided the Board with a detailed timeline regarding the feasibility study, explaining his efforts to include Fairfax Water and his response to Board questions at prior meetings. He

confirmed that no work has started and UOSA has not committed any resources beyond his attendance at four meetings to date.

Mr. Steglitz also advised the Board that he serves on the WaterReuse Association Board and is VAMWA Co-Chair of the Reuse Committee. In those capacities he has attended meetings with those entities along with VDEQ and VDH where reuse has been discussed, including discussions as part of the strategic goals of the WaterReuse Association regarding advocacy and renewal of the regulations in Maryland, Virginia, and DC. This effort has included many Virginia stakeholders throughout the Commonwealth.

- d. Director Small asked Mr. Steglitz if he believed he exceeded the limits of his administrative authority for UOSA. Mr. Steglitz said no. Director Small and Chairman Mohsenin advised that there is no need for Mr. Steglitz to apologize for his actions. Chairman Mohsenin stated that Mr. Steglitz was acting properly in looking out for UOSA's best interest by trying to bring additional revenue into the organization, and acting as the co-chair of the VAMWA Reuse Committee, and as a WaterReuse organization member.
- e. Director Farr appreciated Mr. Steglitz's reflection and confirmed his confidence in Mr. Steglitz as the Executive Director of UOSA. He reiterated his concern for the protection of the Occoquan Reservoir as a drinking water source but wanted to put on record that he is not against reuse and supports collaboration with all jurisdictions.
- f. Director McGrath asked if there were impediments to communication between the different jurisdictions, particularly with the data centers. Mr. Steglitz advised that he would give that more thought, but that he had put in place communication pathways with member jurisdictions, including quarterly meetings.
- g. Director McGrath stated that NDAs create a difficult situation related to data centers and he would like UOSA to work through that with counsel. Another challenge with data centers is that they sometimes do not directly approach Fairfax Water or UOSA, but approach politicians, and we need to look at how we're addressing this.
- h. Director Meyer asked about the relationship between a feasibility study that's forward-looking and legislation that's already been introduced. He stated that it would seem to him that if you're going to do a feasibility study, that suggests you're going to wait until the feasibility study is done. Director Small asked about the purpose and the extent of the feasibility study.
- i. Mr. Steglitz said the feasibility study scope was to see if there were means to satisfy the cooling water needs of a data center and not jeopardize the safe yield need of the drinking water system. The feasibility study would explore that and evaluate cost.
- j. Director Small stated the issue should not be framed around data centers, but rather, is the effluent consumptive or non-consumptive reuse. He asked Ms. Hostetler if there was a difference between consumptive reuse of effluent from UOSA and water that is removed from the waste stream prior to getting to UOSA. Ms. Hostetler advised that the statute as proposed does not define diversion or withdrawal.
- k. In response to Director Small, Ms. Hostetler advised that under UOSA's

Amended Articles of Incorporation, UOSA has the right to sell its effluent. Mr. Steglitz stated that there is an existing regulatory process for permitting reuse, and if UOSA wanted to sell its effluent, UOSA would have to seek approval by the DEQ to do so. In response to Director Small, Mr. Steglitz said the feasibility study would have looked at what the cost is to move the effluent to its destination.

- l. Director Seiberling asked if the reaction to the feasibility study was expected or was this just because it was for the purpose of a data center (i.e. a hot button issue). Mr. Steglitz stated that he thought the reaction was to the feasibility study itself and not necessarily because the use was for a data center. He stated that while the reaction was unexpected by him, others saw the study itself as a threat to the drinking water supply.
- m. Director Farr asked if the feasibility study request was urgent. Mr. Steglitz responded that UOSA did not see it as urgent and was only responding to an opportunity that had arisen. It was a business opportunity and a potential revenue source that could be a benefit to UOSA and the members jurisdictions it serves.
- n. In response to Director Small, Mr. Steglitz provided the Board with the status of the feasibility study. He said in the January 9, 2026 meeting, which included Fairfax Water, there was discussion about whether the project moves forward. No decision was made on next steps or if the project would proceed.
- o. In response to Director Small, Mr. Steglitz advised that UOSA was approached by the data center looking to perform the feasibility study. Currently, no work has been started as the stakeholders, including Fairfax Water, are looking to get alignment first as discussed in the January 9, 2026 meeting. In response to Director Vehrs, Mr. Steglitz suggested that the study would have determined the value of a potential revenue stream to offset UOSA operating expenses for the member jurisdictions.
- p. Director Vehrs stated that data centers are the biggest hot button issue in Prince William County, including issues of water supply which includes, groundwater and the impact on private wells. With respect Director Small again stated the issue needs to be separated from data centers alone, he said he is more concerned about the long-term implications of reuse such as what Loudoun calls purple pipe. Hydroponic users are other examples of consumptive users, as well as Micron who has looked at adaptive reuse of effluent. There are overall policy issues regarding who owns the effluent and who has the right to use it. These are some of the issues raised by Fairfax Water's proposed legislation.
- q. Director Small stated that the City of Manassas requested a meeting with Fairfax Water. He said, "the meeting was held within the last week and that the City Manager, Assistant City Manager for Operations, and the Director of Utilities all participated. Fairfax Water invited Director Farr to participate as well. During that meeting, the City in no uncertain terms expressed its opposition to this legislation. The City specifically requested that Fairfax Water withdraw the legislation to allow all the parties to have productive dialog. The City is not necessarily disputing or minimizing Fairfax Water's concerns but is concerned that it is staring down the barrel of a gun for the second legislative session in a row where Fairfax Water has introduced legislation that could have a detrimental impact on the City of Manassas's interest in the 11th hour." Director Small continued to say Fairfax Water's General Manager agreed to take that to the Fairfax Water Board, which is meeting tonight, and likely the

reason Fairfax Water did not have a representative tonight's UOSA's Board meeting. The City sent a representative to Fairfax Water's board meeting and is hopeful that their Board will agree to withdraw this legislation so that all have productive dialog. But for that reason, Director Small expressed significant concern about a partner that he does not believe is dealing in good faith. There have been a lot of internal conversations about adaptive reuse of wastewater within the City of Manassas. As the City starts to run up against the capacity of their treatment plant and the safe yield of their own reservoir, this becomes a very critical issue, not just for the City, but also for two partners at the table that buy water from the City of Manassas. He hoped that the Board would come out of a closed session with unanimity to ask Fairfax Water to postpone this legislation for a year until we all have the ability to work constructively with one another. He did not think it was an unreasonable position to hold.

- r. Ms. Hostetler briefly addressed some of her questions over the proposed legislation including how it would impact the existing regulatory framework of reuse and the Occoquan Policy and the OWML. She reminded the Board that UOSA's Charter states that is "shall have the power to sell effluent or other byproducts of its sewage treatment in such manner as it shall determine" which would be impaired by the proposed legislation. She further stated that the lack of definitions in the legislation was problematic. UOSA's current usage of 2 million gallons a day of reclaimed water would be at risk impairing existing operations – whether called a diversion or a withdrawal. She advised that there were many questions about the proposed legislation that have not been answered. In response to Director McGrath, she agreed to discuss legal issues in closed session.

#### F. Closed Meeting

1. Chairman Mohsenin announced that a closed meeting was needed to consult with Legal Counsel regarding the legal implications for UOSA regarding the proposed legislation set forth in agenda topic, Protect Safe Yield of Occoquan Reservoir Legislation.

MOTION: Director Small moved that the Board convene a closed session at 5:08 P.M. pursuant to Virginia Code § 2.2-3711 (A)(8) to consult with Legal Counsel regarding the legal implications for UOSA regarding the proposed legislation set forth in agenda topic, Protect Safe Yield of Occoquan Reservoir Legislation, and pursuant to Virginia Code § 2.2-3711(A)(5) to discuss a feasibility study proposed by an industry seeking to develop and expand its existing relationship with UOSA where no previous announcement has been made and there is a non-disclosure agreement between that entity, UOSA and Fairfax Water regarding the scope of that business interest, and as it regards to participants in the closed session, allow the consultants and any staff that Mr. Steglitz deem necessary.

SECOND: Director Seiberling

VOTE: Unanimous

2. RETURN TO REGULAR/OPEN SESSION

MOTION: Director Meyer moved to return to regular session at 6:12 P.M.

SECOND: Director Small

VOTE: Unanimous

3. Chairman Mohsenin asked for a motion to accept certification of the closed meeting per the following:

#### 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 provision 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.

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

MOTION: Director Small moved that the Executive Director is authorized to work with its consultant, Seven Hills Strategy Group ("Seven Hills"), to seek a tabling of the proposed legislation that to provide time to study the impacts and work towards a compromise that addresses the water security concerns identified by Fairfax Water and preserves UOSA's rights under its articles of incorporation. Upon such agreement to table the bill, UOSA would agree to cease conversations with third parties about any proposal to divert its effluent for one year, to allow time for mutual agreement to be reached with stakeholders.

If such tabling of the proposed legislation is unsuccessful, the Executive Director is authorized to work with Seven Hills to oppose the proposed legislation in its current form and to ensure UOSA's rights under its articles of incorporation are retained.

SECOND: Director Seiberling  
VOTE:

Ayes: Directors Seiberling, Meyer, McGrath, McNeal, Vehrs, Mohsenin, and Small

Nays: None

Abstained: Director Farr

MOTION PASSED

#### DISCUSSION:

4. Director Meyer suggested that those involved in the communication process be allowed to quickly engage with interested parties as time is of the essence so the Fairfax Water Board can be made aware of the UOSA Board's motion. The consultants at Seven Hills Strategy Group were to contact Fairfax Water's lobbyist (at AquaLaw). Mr. Steglitz made a call and left a message with the General Manager of Fairfax Water.

5. Director Small requested that Ms. Mahoney send a copy of the motion to all of the Board so they may have it on hand, instead of waiting for the formal minutes.

#### G. Staff Reports

##### 1. Executive Director's Report

- a. Mr. Steglitz advised the Board that he attended and spoke at the City of Manassas Council Meeting, as well as, at the Governing Body meeting for the City of Manassas Park. He said both were interested in hearing about the Jurisdictional Cost Allocation Project and its roadmap timeline.
- b. Mr. Steglitz stated that the STAG grant that UOSA applied for for its SRF project has been included in the Mini-Bus bill that was passed by the House of Representatives and will be going to the Senate soon. He said that staff are optimistic it will be passed by the Senate and signed by the President. This project will be an earmark for just over \$1 million. He thanked those who submitted letters of support from all of the member jurisdictions that helped this effort get the attention it needed.

He also advised that it is time to start the same application process again for next year's AG funding. He said UOSA's consultant lobbyist on the Federal side have identified another opportunity through the Water Resources Development Act and Environmental Impact through the Corps of Engineers. Staff are working to gather information for a potential project to consider.

- c. Mr. Steglitz stated that staff continue to track PFAS related bills in the Virginia House of Delegates. Many may not impact UOSA, although there are some relating to biosolids testing. An update will be given as staff monitor their progress.
- d. Mr. Steglitz thanked Director Vehrs for sharing an announcement of a timely webinar about the Occoquan Reservoir (titled, *Bubbling up: What Did The Occoquan Model Find Beneath the Surface?*). This was part of the Prince William County Comprehensive Plan for the future water needs for the region. The webinar was scheduled for January 22, 2026 via Zoom; with Mr. Normand Goulet from Northern Virginia Regional Commission and Mr. Stanley Grant from the Occoquan Watershed Monitoring Lab (OWML) to provide their remarks.

##### 2. Legal Counsel's Report

- a. Ms. Hostetler said the Board may recall staff received authorization to move forward with two condemnations pertaining to the YPIU project. She reported that one condemnation resolved itself and the other is currently in negotiations.

#### H. Adjournment

MOTION: Director Farr moved to adjourn at 6:27 P.M.

SECOND: Director Vehrs

VOTE: Unanimous

*June Mahoney for*  
Asst. Secretary  
Richard Meyer, Secretary  
UOSA Board of Directors

Date: February 19, 2026

*These minutes are unofficial until signed.*