

ORANGE WATER AND SEWER AUTHORITY

MEETING OF THE BOARD OF DIRECTORS

AUGUST 28, 2014

The Board of Directors of the Orange Water and Sewer Authority (OWASA) held a regular meeting on Thursday, August 28, 2014, at 7:00 PM in OWASA's Community Room at 400 Jones Ferry Road, Carrboro.

Board Members present: John A. Young, Chair; Michael M. Hughes, P.E., Vice Chair; Heather Payne, Secretary; Terri Buckner; Stephen (Steve) Dear; Quinton Harper; David (Dave) Moreau; Ruchir Vora; and Amy Witsil.

OWASA staff present: Ed Kerwin; Stuart Carson; Mary Darr; Patrick Davis; Greg Feller; Stephanie Glasgow; Andrea Orbich; Ruth Rouse; Kelly Satterfield; Todd Taylor; Stephen Winters; Robert Epting, Esq., Epting and Hackney.

Others present: Ben Poulson, Associate Director of Energy Services and Meg Holton, Water, Wastewater, and Stormwater Manager, University of North Carolina at Chapel Hill.

There being a quorum present, Chair John Young called the meeting to order.

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MOTIONS ACTED UPON

1. Terri Buckner made a motion to approve the July 10, 2014 Minutes of the Board of Directors; second by Quinton Harper, and unanimously approved.

2. BE IT RESOLVED THAT the Orange Water and Sewer Authority adopt the resolution titled Resolution Changing the Name of OWASA's Taste of Hope Customer Assistance Program to Care to Share. (Resolution so titled attached hereto and made a part of these minutes. Motion by Steve Dear, second by Amy Witsil and unanimously approved.)

3. Dave Moreau made a motion that the Board convene in a Closed Session for the purpose of discussing two items: a pending claim in litigation and a personnel matter; second by Terri Buckner and unanimously approved.

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OATH OF OFFICE

Andrea Orbich administered the Oath of Office to Ruchir Vora, Town of Chapel Hill appointee.

ANNOUNCEMENTS

Conflict Of Interest

John Young said any Board Member who knows of a conflict of interest or potential conflict of interest with respect to any item on the agenda tonight is asked to disclose the same at this time. There were none.

Assignment of the Standing Committees of the Board

John Young announced the following members of the Standing Committees of the Board:

Community Engagement:

Steve Dear, Chair
Terri Buckner
Quinton Harper
Michael Hughes

Human Resources:

Michael Hughes, Chair
Steve Dear
Ruchir Vora
Amy Witsil

Finance:

Heather Payne, Chair
Quinton Harper
Dave Moreau
Amy Witsil

Natural Resources and Technical Systems:

Terri Buckner, Chair
Dave Moreau
Heather Payne
Ruchir Vora

Executive Committee Meeting

Michael Hughes said the Executive Committee met on August 14, 2014, to discuss the scope and schedule for the Board's deliberations of the annual employee performance review system and pay adjustments. As a result, the Committee requested that staff tonight present background information about the employee performance review and merit pay system and the Waters Consulting Group's Compensation and Classification Study. Mr. Hughes said that the Committee also discussed and agreed that a meeting be scheduled with all committee chairs to discuss coordination and new work session format.

Executive Committee And Committee Chairs Meeting

John Young said that on August 25, 2014, the Executive Committee and Committee Chairs met to discuss two documents: Board Work Session Purpose and Format; and Framework for OWASA Board and Committee Roles. Mr. Young said that Board Members agreed with the documents with changes which were distributed to the full Board earlier today. These documents will be a topic for discussion at the Board's September 11, 2014 Work Session.

PETITIONS AND REQUESTS

John Young asked for petitions and requests from the public, Board and staff; there were none.

ITEM ONE: EQUAL EMPLOYMENT OPPORTUNITY/AFFIRMATIVE ACTION
REPORT FOR FISCAL YEAR 2014

The Board received this report as an information item.

Terri Buckner encouraged diversity in the recruitment/selection committees to include more than one minority and John Young suggested diversity training for staff. Staff will follow up.

ITEM TWO: ANNUAL REPORT ON DISPOSAL OF SURPLUS PERSONAL
PROPERTY

The Board received this report as an information item.

ITEM THREE: UPDATE ON COMPLETION OF REMEDIATION ACTIVITIES ON
OWASA'S QUARRY RESERVOIR PROPERTY

The Board received this report as an information item.

ITEM FOUR: MINUTES

Terri Buckner made a motion to approve the July 10, 2014 Minutes of the Board of Directors; second by Quinton Harper, and unanimously approved. Please see Motion No. 1 above.

ITEM FIVE: FINANCIAL REPORT FOR THE TWELVE MONTH PERIOD ENDED JUNE
30, 2014

The Board received this report as an information item.

ITEM SIX: SEMIANNUAL STATUS REPORT FOR VARIOUS CAPITAL PROJECTS

The Board received this report as an information item.

ITEM SEVEN: PROPOSED CONVERSION OF TASTE OF HOPE CUSTOMER
ASSISTANCE PROGRAM TO "CARE TO SHARE"

Steve Dear made a motion to approve the Resolution Changing the Name of OWASA's Taste of Hope Customer Assistance Program to Care to Share; second by Amy Witsil, and unanimously approved. Please see Motion No. 4 above.

The Board supported option 1 as the website icon/graphic for the Care to Share program in the staff memorandum.

ITEM EIGHT: PRESENTATION OF BACKGROUND INFORMATION ON EMPLOYEE
PERFORMANCE REVIEW AND COMPENSATION SYSTEM WITH

DISCUSSION REGARDING INFORMATION REQUESTED FOR
SEPTEMBER 11, 2014 BOARD WORK SESSION REGARDING FY 2015
EMPLOYEE COMPENSATION

Staff presented background information on OWASA's employee performance review and compensation system. After Board discussion, the Board requested the following information: a link to the final report on Employee Pay and Classification by the Waters Consulting Group in October 2012; information on the 2013 employee appeals of performance reviews; a link to the Employee Opinion Survey report by CAI including written comments by employees which was presented to the Human Resources (HR) Committee in June 2014; a copy of tonight's staff presentation; and a list of the all HR Committee items for the Board's consideration at the September 11, 2014 Work Session.

ITEM NINE: DISCUSSION REGARDING GENERAL COUNSEL AND EXECUTIVE
DIRECTOR PERFORMANCE REVIEW

Michael Hughes said that it is important the Board maintain a consistent review performance schedule for General Counsel and the Executive Director. This year the Board will begin with a closed session of General Counsel's annual review following the meeting tonight. The Board will meet again with General Counsel following the Board's September 11th work session. Mr. Hughes noted that the Board's September 25, 2014 Annual Meeting will include an engagement letter for reappointment of General Counsel for the Board's consideration.

Mr. Hughes said that the Board will begin the annual review process for the Executive Director following the September 25, 2014 meeting in closed session and will meet with the Executive Director following the Board's October 9, 2014 work session. This performance review schedule is consistent with OWASA employee performance review schedule.

Mr. Hughes said the Board will meet in closed sessions with both the General Counsel and the Executive Director at least biannually to review performance and/or receive updates on legal issues if necessary.

ITEM TEN: EXECUTIVE DIRECTOR WILL SUMMARIZE THE KEY ACTION ITEMS
FROM THE BOARD MEETING AND NOTE SIGNIFICANT ITEMS FOR
DISCUSSION AND/OR ACTION EXPECTED AT THE NEXT BOARD
MEETING

Ed Kerwin summarized the meeting as follows:

- Staff will follow up on several items to prepare for the September 11, 2014 work session as well as action items regarding Care to Share.

- September 11, 2014 Work Session
 - o Employee Compensation for FY 2015
 - o Draft Charter for Advanced Metering Infrastructure

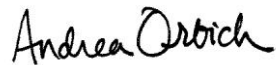
- Review the Draft Schedule for Addressing the Strategic Plan and other Key Initiatives
- Framework for OWASA Board and Committee Roles and Work Session Purpose and Format
- Closed Session to discuss performance review with General Counsel

ITEM ELEVEN: CLOSED SESSION

Dave Moreau made a motion that the Board convene in a Closed Session for the purpose of discussing two items: a pending claim in litigation and a personnel matter; second by Terri Buckner and unanimously approved. Please see Motion No. 3 above.

There being no further business to come before the Board, the Board adjourned the meeting at 10:08 PM.

Respectfully submitted,



Andrea Orbich

Executive Assistant/Clerk to the Board

Attachments

OATH OF OFFICE

I, Ruchir Vora, do solemnly affirm that for so long as I may serve I will support and maintain the Constitution and laws of the United States, and the Constitution and laws of North Carolina not inconsistent therewith, and that I will diligently, faithfully and truly, perform the duties as a Member of the Orange Water and Sewer Authority to the best of my ability, skill and judgment.



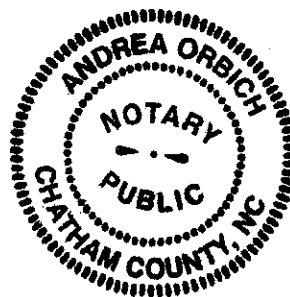
RUCHIR VORA

Sworn to and subscribed before me this 28th day of August, 2014.



ANDREA ORBICH, NOTARY PUBLIC

My commission expires October 4, 2016.



RESOLUTION CHANGING THE NAME OF OWASA'S TASTE OF HOPE CUSTOMER ASSISTANCE PROGRAM TO CARE TO SHARE

WHEREAS, by resolution dated July 17, 1997, the Board of Directors of Orange Water and Sewer Authority established a customer assistance program to provide financial assistance to customers needing help to temporarily meet their water and/or sewer needs; and

WHEREAS, the program has operated under the name, "Taste of Hope" since its inception; and

WHEREAS, through voluntary on-bill contributions made by about 6% of OWASA's customers, the program has provided approximately \$5,000 per year to help OWASA customers who need financial assistance to pay for water and sewer service; and

WHEREAS, the amount of funds raised by the program falls significantly short of meeting the needs of the community; and

WHEREAS, the OWASA Board of Directors wishes to continue the program; and

WHEREAS, an inter-agency work-group consisting of representatives from the Town Council of Chapel Hill, Board of Aldermen of the Town of Carrboro, Orange County Board of Commissioners, Inter-Faith Council for Social Services (IFC), University of North Carolina (UNC), UNC healthcare, EmPOWERment, and OWASA Board of Directors, has requested that the name and branding of the program be changed.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS:

1. That the name of OWASA's customer assistance program is hereby changed to "Care to Share."
2. That the Executive Director be, and hereby is, directed to take the necessary steps to effect the name change.
3. That the Board of Directors appreciates the efforts and recommendations of the inter-agency working group, and looks forward to receiving and considering additional recommendations from the working group.

Adopted this 28th day of August 2014



John A. Young, Chair

ATTEST:



Heather Payne, Secretary