



Larry Hogan GOVERNOR

Boyd K. Rutherford LT. GOVERNOR

Charles Glass, Ph.D., P.E. EXECUTIVE DIRECTOR

**BOARD OF DIRECTORS  
MEETING MINUTES  
MEETING 07-21  
July 15, 2021**

**LOCATION:** Conference/Video Call

**TIME:** 9:30 a.m.

**DIRECTORS PRESENT:** Charles Glass, Executive Director (video)  
Judge Frederic Smalkin, (video)  
Robert Witt, (video)  
Robert Neall (video)  
Shelley Heller (video)  
Marian Hwang, Esq. (video)  
Bernadette Benik (video)

**DIRECTORS ABSENT:** None

**OTHERS PRESENT:** Sean Coleman, Esq. (video)  
Winsome Condra (video)  
Amanda Cooper  
Hattie Crosby (video)  
Ellen Frketic, Deputy Director (video)  
Tim Ford (video)  
Pamela Fuller (video)  
Steven King (video)  
Jana Leech (video)  
Sharon Merkle (video)  
Hament Patel (video)  
Casey Powers (video)  
Melissa Slatnick (video)  
Rebecca Sprouse (video)  
Partha Tallapragada (video)  
Jeff Tosi (video)  
Jewel White (video)

**CALL TO ORDER**

Dr. Glass called the meeting to order at 9:30 a.m. A roll call of Board members was taken. Board members and staff participated via Zoom video. The meeting was streamed live to the public on YouTube.

**ELECTION OF BOARD OFFICERS**

Effective, July 1<sup>st</sup>, 2021, the Chair of the Board is required to be selected from among the current board members. Dr. Glass nominated Judge Smalkin to serve as the Chair of the Board. Ms. Heller seconded the motion, the motion passed unanimously, with Judge Smalkin abstaining.

Judge Smalkin then assumed control of the meeting and welcomed each of the Board members and said a few words about each. Curriculum vitae for each member can be found on the MES website. The Board now consist of eight members (there is currently 1 vacant seat). Five voting members constitute a quorum. The Executive Director is a non-voting member of the Board.

In addition to the Chair, two other officers are required to be selected from among the members: Secretary and Treasurer.

Dr. Glass nominated Mr. Witt for the Secretary position, which was seconded by Secretary Neall. All members voted in favor, except that Mr. Witt abstained.

Ms. Hwan nominated Secretary Neall for the Treasurer position, which was seconded by Dr. Glass. All members voted in favor, except that Secretary Neall abstained.

**COMMITTEE ASSIGNMENTS**

There are two committees of the MES Board established by Board Resolution 02-08-1R, the Audit Committee and the Human Resources Committee.

Dr. Glass nominated Ms. Heller to serve as Chair of the Audit Committee, Judge Smalkin seconded. All members were in favor, Ms. Heller abstained. Judge Smalkin volunteered to serve on the Audit Committee. Ms. Benick volunteered Treasurer Kopp to serve on the Audit Committee. No members objected to Judge Smalkin and Treasurer Kopp serving on the Audit Committee.

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Dr. Glass nominated Ms. Hwang to serve as the Chair of the HR Committee, Judge Smalkin seconded. All members were in favor, Ms. Hwang abstained. Judge Smalkin, Secretary Neall and Mr. Witt also volunteered to serve on the HR Committee. No members objected to Judge Smalkin, Secretary Neal and Mr. Witt serving on the HR Committee.

**DEPUTY TREASURER**

Maryland Annotated Code, §3-103(e)(2) authorizes the MES Treasurer to appoint a Deputy Treasurer, with the Board's approval. Secretary Neall designated Mr. Patel to serve as the Deputy Treasurer, Ms. Heller seconded the designation. All members were in favor. Mr. Patel accepted.

**MES REFORM ACT OF 2021 – OVERVIEW**

Mr. Tosi presented an overview of the MES Reform Act of 2021. The Act made structural changes to MES governance. There are several items that need to be accomplished before the end of the year. Several policies need to be adopted, including a Conflict of Interest Policy for the Board. The Board is required to complete annual training on the Standard of Care, Ethics, Harassment, Diversity, and policies adopted or readopted by the Board. That training is currently being scheduled for September.

Mr. Coleman discussed the Standard of Care required of Directors Section 2-405.1 of the Corporation and Associations Article. There is currently no statutory standard for government boards. The Director and the Board must act in good faith and in a manner they reasonably believe to be in the best interest of the agency. Members of the board may rely on agency staff and outside experts in good faith.

Mr. Coleman also reminded the Board members that they are required to file Financial Disclosure statements within 30 days of their appointment.

Mr. Tosi stated that the agency must also obtain an assessment of the Board's operations by an independent consultant. An RFP for this consultant was recently issued. RSM will conduct the annual financial audit. The Board will evaluate the performance of the Executive Director.

**MINUTES**

Judge Smalkin requested discussion or a motion for the approval of the minutes of the meeting of June 24, 2021. The minutes were unanimously approved.

**EXECUTIVE DIRECTOR'S REPORT**

Dr. Glass presented his expense report for the last month. There were only two charges, the lunch for staff during his visit to the Greenbrier State Park water and wastewater plants that he mentioned last month, and registration for Deputy Director Frketic to attend the Annual Conference of the Chesapeake Water Environment Association in Ocean City.

The Maryland Municipal League (MML) conference was very productive. Dr. Glass and Mr. Tosi are following up on 14 requests for further information. It is hoped the Maryland Association of Counties (MACO) conference next month will be as successful.

On the way back from Ocean City, Dr. Glass attended the ribbon cutting of the newly completed wastewater treatment plant at the ECI. The plant is achieving industry low total nitrogen and total phosphorus, that is among the lowest in the country. AVE Construction and KCI have done a great job executing the project on time and on budget for MES client, DPSCS. He also toured the ECI Cogen Facility.

On July 1, the Water/Wastewater Engineering team, Ms. Frketic, and Dr. Glass hosted representatives from Gross-Wen Technologies, a growing company from the Midwest that was introduced to MES by Ms. Beth Wojton who is now with Ecologix. The company treats wastewater with algae attached to a rotating belt press device. Gross-Wen has an interest in piloting their technology in the Mid-Atlantic as it is completing pilots in Iowa, Illinois, and Minnesota. The technology seems promising and based on sound wastewater treatment principles. It was a great first meeting and engineering is analyzing the data that they have produced to ascertain the capabilities of the system.

On July 7th Dr. Glass attended the ribbon cutting of the commercial opening for the BioEnergy DevCo facility. Bioenergy DevCo is constructing two large Anaerobic Digesters to process 100,000 tons per year of food waste. The facility is located adjacent to the Maryland Food Center and has secured contracts from large commercial fruit and vegetable processors in Howard County. MES has been interacting with the company for a few years now and played a role in this facility being the first of its kind in the US (the Italian parent company has over 100 facilities in Europe that have been operating for 25 years). There is a possibility that MES will be asked to provide operators for the facility. A meeting is scheduled in late July with the CEO as a follow up.

Thanks to the efforts of Mr. Patel and Fleet Manager Harry Burman, MES has purchased its first all-electric vehicle, a Chevy Bolt. The agency plans to continue to purchase EV's, including the Ford Lightning once it becomes available. In addition, charging stations powered by the solar canopy are planned.

### **AGENCY ACTIVITY REPORT**

Judge Smalkin presented the Agency Activity Report and asked if there were any questions.

### **FINANCIAL REPORT**

Mr. Patel reported that the FY21 financial reports are currently being finalized.

Mr. Patel presented an overview of the MES Finance department. The Finance department uses Workday for its Project Based Accounting. They routinely process payroll for over 750 employees each pay period, payment of about 500 invoices each month, and 1,200 AR invoices monthly. Credit approvals and collections are also handled. They also prepare monthly and yearly Financial Statements, and aid 3 outside auditors. They also manage a fleet of approximately 238 vehicles.

### **HUMAN RESOURCES REPORT**

Ms. White reported that the agency has 856 current positions. The vacancy rate will be 6.37% once pending new hires are brought on board. Remote hiring and orientation are ongoing.

Ms. White presented updates to the MES Salary scale that reflect the recent increase in the State minimum wage to \$15. MES salary grade 1 is the only grade effected at this time. Ms. Heller made a motion to approve the updated Salary Scale, Mr. Neall seconded. The motion passed unanimously.

Dr. Glass requested permission to grant Performance Based Compensation increases to eligible employees. The amounts granted will be based on FY21 evaluations, with an upper limit of 3%. There were no questions. Dr. Glass made the motion to approve the compensation increase, Ms. Heller seconded. The motion passed unanimously.

**RESOLUTION 2021-07-1R**

Ms. White and Mr. Coleman presented Resolution 2021-07-1R authorizing the addition of Juneteenth as an official holiday for MES employees. Secretary Neall made the motion to approve the Resolution, Ms. Heller seconded. The resolution passed unanimously.

**GROUP UPDATES**

Ms. Slatnick, the Acting Division Chief for the Environmental Dredging & Restoration (EDR) group presented an overview of service areas which include Operations, Engineering, and Environmental Remediation. She also reviewed the EDR clients and projects.

Mr. Ford, Acting Managing Director, Environmental Operations summarized the major tasks including: Recycling Operations and Marketing, Landfill Operations, Solid Waste Transfer Operations, Solid Waste Collections, Composting Organics, Biomass to Energy Project, Environmental Monitoring-Landfills and Solid Waste Facilities, Scrap Tire Management, and Solid Waste Engineering.

Ms. Sprouse, Division Chief, Environmental Monitoring presented an overview of the Technical & Environmental Services (TES) group. The group consists of 2 main groups: Environmental Monitoring and Geospatial & Engineering Services (GES).

Mr. Tallapragada, Acting Division Chief, Water and Wastewater Engineering presented an overview of the Water and Wastewater group which consists of 2 main areas, Operations and Engineering. The O&M division operates 250 facilities. Engineering division consists of Stormwater services, Construction Management & Inspection, and Biosolid management.

**PROCUREMENT ITEMS**

Ms. Crosby introduced Item 1. The procurement is for operations and maintenance at the Brown Station Road Sanitary Landfill and County Corrections Center Landfill Gas fueled power plants. Curtis Power Solutions, LLC will provide the services at a cost of \$1,801,372. There is a 0% MBE goal. The sole source was requested by the County as part of a larger project. This contractor is already in place. The work will be bid out next year. Judge Smalkin made the motion to approve the item, Ms. Heller seconded. The motion passed unanimously.

Ms. Crosby introduced Item 2. The procurement is for engineering assistance at the Dundalk Marine Terminal Groundwater Treatment Plant. KCI Technologies, Inc. will provide the services at a cost of \$475,000. There is a 50% MBE goal. Judge Smalkin made the motion to approve the item, Secretary Neall seconded. The motion passed unanimously, with the exception of Ms. Hwang who abstained.

Ms. Crosby introduced Item 3. The procurement is a change order with Shore Waste LLC for \$109,725, bringing the total contract value to \$309,225. It is for transportation of the City of Cambridge's dewatered sludge to the Dorchester County Landfill. Secretary Neall made the motion to approve the item, Mr. Witt seconded. The motion passed unanimously, with the exception of Ms. Hwang who abstained.

Ms. Crosby introduced Item 4. The procurement is for Workday subscription renewal, training and implementation support. Workday will provide the services at a cost of \$2,684,667. There is not an MBE goal. Judge Smalkin made the motion to approve the item, Ms. Heller seconded. The motion passed unanimously, with the exception of Ms. Hwang who abstained.

Ms. Crosby introduced Item 5. The procurement is for design, bid and construction services at the Cunningham Falls Rt 177 Sanitary Sewer replacement. Watek Engineering Corporation will provide the services at a cost of \$295,833. There is a 29% MBE goal. Judge Smalkin made the motion to approve the item, Ms. Hwang seconded. The motion passed unanimously.

Ms. Crosby introduce Item 6. The procurement is for boiler modifications and installation of natural gas equipment at the ECI Cogen. Delval Equipment Corporation will provide the services at a cost of \$1,925,000. There is a 0% MBE goal. Judge Smalkin made the motion to approve the item, Secretary Neall seconded. The motion passed unanimously.

Ms. Crosby introduce Item 7. The procurement is for wastewater hauling and disposal at the BWI-Marshall Airport Fire-Rescue training pit. Kalyani Environmental Solutions, LLC will provide the services at a cost of \$850,000. There is a 13% MBE Goal. Judge Smalkin made the motion to approve the item, Ms. Benik seconded. The motion passed unanimously.

The Board Notifications for Contracts, Purchase Orders, Amendments and Change Order between \$25,000 and \$200,000 were reviewed.

**OLD/NEW BUSINESS**

Judge Smalkin asked if there was any old or new business the board would like to consider. Hearing none, the upcoming schedule of Board meetings was reviewed. The next meeting of the Board is scheduled for August 19<sup>th</sup>, 2021 at 9:30 a.m. Many members will be at MACO this week. Dr. Glass asked if the Board would consider moving the August meeting to August 26<sup>th</sup>. Ms. Fuller was instructed to contact the Board regarding their schedules for August, and for the required training date.

**CLOSED SESSION**

At 11:40 a.m., in accordance with MD. Code Ann., Gen. Prov. §3-305(b)(1), (7), and (8) Judge Smalkin stated that the Board intended to enter closed session to approve the minutes of a prior closed meeting session, to discuss the performance of one of more individuals, to obtain advice of counsel, and to discuss current litigation. Judge Smalkin asked if anyone objected to the Board entering closed session, and no objections were heard. He also stated that any member of the viewing public who objected, could submit their objection via email to the agency. Secretary Neall then made a motion that the Board enter closed session for the reasons stated above. Ms. Benik seconded the motion, all members voted in favor of closing the meeting. Judge Smalkin announced that the meeting of the Board of Directors would immediately adjourn following the closed session. The public meeting then ended at 11:44 am. The Board members and Mr. Coleman and Ms. Fuller were then transferred to a secure conference video line.

Judge Smalkin called the meeting of the closed session of the Board to order at 11:45 a.m. Present during the closed session of the Board were Board members Glass, Smalkin, Heller, Benik, Hwang, Neall, and Witt, Assistant Attorney General Coleman, and Paralegal Fuller.

At the start of the closed session Mr. Coleman requested approval of the minutes of the closed session from the meeting of April 29, 2020. There were no comments or corrections. The minutes were unanimously approved.

During the closed session the Board consulted with counsel on various litigation and investigation matters.

Dr. Glass left the closed session at 12:19 pm. The Board then reviewed and discussed a proposed employment contract for the Executive Director.

No official action was taken. The closed meeting adjourned at 1:06 p.m.



**ADJOURNMENT**

Upon motion by Judge Smalkin, the meeting adjourned at 1:06 p.m.



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**ROBERT L. WITT, II**  
**SECRETARY**



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**HONORABLE FREDERIC N. SMALKIN**  
**CHAIR**