



## CWEA Board Meeting Minutes

Friday, December 15, 2011 Noon

WSSC Consolidated Lab Conference Room, 12245 Tech Road, Silver Spring, MD 20904

### CWEA 2012 forward – **CWEA Strategic Plan and**

#### **Business Practices**

##### **Attendance:**

Ted DeBoda

Tim Wolfe

Chein-Chi Chang

Ann Baugher

Meredith Welle

Bob Beringer

Jeff Cantwell

Hiram Tanner

Joan Fernandez

Neha Hridaya

Burt Curry

Paul Sayan

Al Will

Joe Swaim

Rob Kershner

##### **Call-In Attendance:**

Kraig Moodie

Matt Roder

Paul Hlavinka

##### **Absent:**

Scott Shipe

Sorin Swartz

Sam Amad

Tiffany Bain

Clarence Beverhoudt

Susan MacNeil

1. **Call to Order by CWEA President Ted DeBoda at 9:32 a.m., December 15, 2011.**

2. **2011 – 2012 TIMELINE** – Ted DeBoda

a. Remainder of year CWEA Board Meeting dates was discussed as shown below. All meetings begin at 9:30 a.m.

1. **Thursday, February 9, 2012 – NASSCO, Owings Mills**

- i. Select WEF award nominees
- ii. Federal/CWEA joint luncheon

2. **Thursday, April 12, 2012 – UMBC, Chesapeake Chapter EWB**

- i. Host 2012 WEFMAX – Baltimore

3. **Thursday, June 21, 2012 - TBA**

- i. Approve officer nominations

b. Coordinating Meetings (*overview*) – Ted DeBoda

1. Strategic Planning – met November 8, 2011
2. Media – *Ecoletter* first issue, *e-CWEA News*, Public Education
3. Business Practices – Short Course – later in Agenda - discussed by Ted DeBoda
4. Others – Tri-Con

### 3. COMMITTEE REPORTS

a. **Delaware Trustee (Jeff Cantwell)** –

1. **Publications** – Joan Fernandez

a. **Deadlines:**

- o January 9, 2012 – Winter issue (published early February 2012)
- o March 26, 2012 – Spring issue (early May 2012)
- o June 4, 2012 – Summer issue (early July 2012)
- o September 28, 2012 – Fall issue (early November 2012)

b. Feedback - First issue of *Ecoletter* arriving in mailboxes, great feedback, Kelman easy to work with, payment for ½ of fall *Ecoletter* payment has been mailed to Kelman, with WWOA to do same. President DeBoda thanked Joan Fernandez and Kristi Perri for taking over as CWEA's *Ecoletter* Co-Editors.

c. Mr. DeBoda briefed the CWEA Board on the status of the local joint publication of the *Ecoletter* prior to contracting with an outside publisher. Discovery of sporadic or no advertising collection, for a minimum of three years, was discovered in March, 2011 by Ann Baugher while setting up CWEA's finances on QuickBooks. The Board was briefed and WWOA notified. In March, 2011, authorization to collect was granted by both associations. Invoices were prepared and mailed April 1, 2011, to advertisers for 2009, 2010 and 2011. Since all *Ecoletter* expenses and revenues were channeled through CWEA, this collection process was channeled through CWEA as well. A 75% success rate was realized in back-invoicing. CWEA then furnished WWOA a 3-year history. WWOA asked for an additional 3-year history. A 6-year revenue and expense spreadsheet was prepared. Ted DeBoda presented to WWOA President Karl Ott for Board review. The net joint *Ecoletter* 6-year loss was found to be over \$62, 000.00. WWOA will review CWEA's findings, discuss it with their board with Mr. DeBoda working closely with Mr. Ott, WWOA President, on resolution. Discussion ensued with suggestions being made to accept a payment plan. Al Will noted the good job by all involved in this entire reconciliation process. Mr. Rob Kershner, new Business Practices Chair, suggested careful consideration during Kelman renewal negotiations of the *Ecoletter*, when contract nears term-end, to assure what is best for CWEA/WWOA and their membership regarding contract renewal terms.

2. **Public Education** – Matt Roder

Accepted Chair of Public Education. Committee focus - getting out CWEA message, increase public exposure by means of media, importance of clean water in our lives, local school exposure, prepare articles to be published in local newspapers to educate the public on CWEA. Noted of importance, elevating operators to get them more recognition and higher salaries.

Board comments:

- a. Rob Kershner recently spoke to a Rising Sun High School class in Cecil County. Being very well received, Mr. Kershner will talk with Matt Roder regarding speaking potential in other schools within the Chesapeake region.
- b. Burt Curry reminded the Public Education committee of WEF's enormous amount of Public Education material available to CWEA to assist in the committee's endeavors.
- c. Al Will announced WEF's "Water is Worth It" campaign has been rolled out.
- d. Student outreach participation need in Delaware
- e. Joe Swain commented more private schools are adding Engineering curriculums.

5. **Student Activities** – New Committee Chair, Meredith Welle – working with David Smith, CSAWWA, on the annual Career Fair, to be held February 17, 2012, at Engineers Club in Baltimore. Looking for participants to interview and sponsors are needed. Tri-Con 2012 Student Poster contest activity will begin in March, 2012, with funding needed to send winner to WEFTEC 2012, in New Orleans. Working on Student Design Competition - reaching out to universities and possibly doing joint with CSAWWA. Beginning Student Chapters is included in the Committee's plan. Ted mentioned Craig Murray, as a University of Delaware point of contact regarding organizing a Student Chapter. It was suggested the Committee consider offering CWEA memberships and then use them to build upon acquiring additional members. Committee to narrow down ideas and report at the next board meeting. **[Meredith Welle]**
  6. **Student Paper Award(s)** – Mr. Hiram Tanner stated CWEA had a national winner two years ago and would like to see that happen again.
  7. **Water for People (WFP)** – In conjunction with this charity, which has historically been the recipient of the Ed Norton/Gary Wyatt Golf tournament donation, other charitable organizations integral to overall strategic planning efforts will be reviewed. Neha Hridaya asked to be involved in the search for additional industry-related charitable organizations. *WFP Committee has been renamed Charity Events Committee.*
  8. **Young Professionals** – Neha Hridaya, new YP Chair. Happy Hour scheduled after the Career Fair, jointly with CSAWWA. Committee plans to have quarterly events and contact Neha with any ideas. Neha willing to go to YP Summit and Board asked Ms. Hridaya to develop attendee cost with Board to review cost and approval via e-mail within the week, post-meeting. Al Will asked Neha to touch base with him or DuWayne Potter regarding YPs becoming more involved in the annual Tri-Association Conference and possibly begin a networking event during the Career Fair. **(See Post Hoc Motion)**
  9. **Membership** – Scott Shipe is CWEA's new Membership Chair. Mr. Cantwell reported to the Board Scott's great track record when Membership Chair with AWWA, record revealed CSAWWA had its highest membership ever. Mr. Cantwell, on Mr. Shipe's behalf, presented a 2012 Membership Campaign (*attached*). Scott has already contacted WEF to acquire the "drop list" and will call former members asking them to renew or join again.
- b. Maryland Trustee (Paul Sayan) –**
1. **Biosolids/Residuals** – no report
  2. **Collection Systems**- Collection Systems and Storm Water committees' joint November 15, 2011, very successful event held at MITAGS had record attendance, 200 +/- . Committee activities: Spring luncheon April, 2012, at the Dutch's Daughter; Ed Norton/Gary Wyatt Golf tournament, Woodland's Golf Course in Winters Mills, Short Course, June 3-8, 2012, Mount Saint Mary's, Emmitsburg, MD; and Ops Challenge winners were sponsored by CWEA to attend WEFTEC. [Article can be found in the WE&T December 2011 issue]. Congratulations to *Terminal Velocity from the City of Virginia Beach*, and *Centrifugal Force from DC Water*.
  3. **Website** – no report
  4. **Water Reuse** – Joint CWEA/CSAWWA seminar, April 26, 2012 at MITAGS. Working on speakers

5. **Technical Education** – no report – Tech Ed starting Stormwater Committee was noted by Jeff Cantwell. Has direct involvement in the Short Course and Tri-Association Conference technical program.
6. **Stormwater** – Recent joint seminar with Collection Systems Committee covered under item b. 2. above. Mr. Cantwell asked all to “save the date” for the first WEF Stormwater Symposium to be held in Baltimore, July 19-20, 2012.

**c. DC Trustee (Chein-Chi Chang) –**

1. **Plant O&M** – Akshay Kumar has stepped down with Bob Wimmer, new Plant O&M Chair. No report.
2. **Safety** – No report. Chein-Chi Chang announced committee is looking for a Tri-Con presenter.
3. **Laboratory** – no report
4. **Spring Meeting** – New Chair - Joe Swaim. Looking to lock in 2012 location at either Six Flags or Washington Aqueduct. Spring Meeting set for Friday, May 11, 2012 with light breakfast in the morning, 1 to 1.5 contact hours of credited technical presentations, lunch, water taste test, and afternoon contests. Committee working with CSAWWA and will advise Board of progress at the next board meeting [**Joe Swaim**].
5. **Short Course** – Ted DeBoda received communication from Chair Wayne Reed – asking CWEA to support; and define Small Systems operators. Ted DeBoda expressed concern regarding Short Course operations and the lack of reporting to the three associations, outlined within the current governing document, January, 1990 Short Course Committee Operating Procedures. Mr. DeBoda had conference call with the other two associations’ Chair and President and has contacted Wayne Reed via e-mail and voice mail requesting meeting with the Short Course Committee regarding the lack of financial reporting and assignment input not happening. There is need to bring them back into the fold and all three associations are concerned with liability issues.

**d. President-Elect (Bob Beringer)**

1. **Awards** – Hiram Tanner to prepare information regarding WEF and CWEA awards and their respective deadlines for placement in the *Ecoletter* and *e-CWEA News* to encourage award nominations within categories [**Hiram Tanner**]. WEF’s awards deadline is April 1, 2012. Ray Schulte and Chein-Chi serving on his committee. Mr. Tanner asked attendees to put some effort into recognizing those where you work since good awards are not being given.
2. **Conference** – CWEA’s 2012 Tri-Association Conference four (4) voting members - Al Will, Kraig Moodie, Kristi Perri and Joan Fernandez are attending the monthly meetings. Ted DeBoda is serving as Tri-Con Treasurer, but not a voting Tri-Con member. CWEA has very active role in the annual Tri-Conference and a lot of work goes into this annual event. Call for Papers again through Precis. Host conference hotel will be The Grand. Each association will receive another \$3,500.00, with each association realizing a total of \$41,000.00 profit. Discussion regarding ongoing construction at the convention center and loss of potential exhibitor space a concern. Rob Kershner asked the CWEA Tri-Con voting members to suggest at the next Tri-Con Committee meeting, due to the Convention Center construction, consideration

be given to vendors to purchase exhibit space in a roped-off area of the parking lot, and, also schedule an outdoor barbeque lunch. **[Al Will and Ted DeBoda]** to present these exhibitor ideas at the next Tri-Con committee meeting.

3. **TRE** - Committee met in early December, per Gary Wagner. CWEA had no applications submitted.
4. **Other** - At President Ted DeBoda's request, search for the Kappe Fund endowment documentation to be done. **[Bob Beringer]**.

**e. Vice President (Burt Curry)**

1. **WERF Liaison** – no report
2. **Government Affairs (GA)** – Approval secured from MD Licensing agent with regard to PDHs, all that is needed is proof. Article explanation has been included in the Fall 2011 *Ecoletter*. No events, since function is to supply information to other committees. Paul Sayan will attend the Joint Fly-In, March 7-8, 2012 in Washington, DC. Bob Beringer, while attending WEFMAX, noted how strong other associations Government Affairs Committees are and suggested our GA touch base with strong GA Committees in New York, Pennsylvania and New Jersey.
3. **MAMWA Liaison** – no report

**f. President (Ted DeBoda)**

1. **Bylaws and Directory** – Al Will asked if Board wished any amendments be made. Board discussion regarding a core group, to expedite board meetings followed.

President DeBoda proposed, in order to expedite board meetings, a core group be formed, known as the "Executive Committee" and comprised of the President, Vice-President, President-Elect, Secretary, Treasurer and Administrator. After discussion, a motion and vote followed.

**Motion No. 45-11. Motion made by Bob Beringer, seconded by Kraig Moodie, to authorize the President, to formulate a committee of up to five (5) members, in establishing an "Executive Committee", who will be authorized to carry on business between established board meetings, without voting rights. One opposed. Motion carried.**

2. **Nominations** – no report
3. **Strategic Planning** – Acknowledging WEF's Strategic Plan not being rolled out for another year or two, CWEA's Strategic Planning Committee met on several occasions to move forward as an MA and has identified a market segment and propose standing committee realignment(*chart attached*). President DeBoda asked the Board for financial consideration in 2012 that would allow contracting a consultant to keep CWEA on track with general discussion on long-range planning and development of CWEA's Strategic Plan. The Objectives of a Strategic Plan were read (*attached*) and Mr. DeBoda expressed strides have been made placing our finances onto QuickBooks.

Articles for *Ecoletter* expected from every Committee and President DeBoda stressed if committees not giving reports, consideration should be given in

sunsetting these committees. Joan Fernandez asked Trustees to review the reports received; and, Mr. DeBoda asked Trustees to do quality control before sending to the co-editors.

CWEA representatives will participate in the WEF/AWWA Fly-In – March 7-8, 2012 in Washington, DC

4. **Budget/Finance** – Tim reviewed the budget pointing out key issues. After line-by-line discussion, agreed upon adjustments will be done with Tim Wolfe, Treasurer giving it a final review. It will be then forwarded to the President by year end for circulation and adoption.
5. **Other**
  - i. **PWO** - discussion on Sam's replacement upon fulfilling his maximum term to serve. ***[Tabled to a later date].***
  - ii. **CWEA fiscal year changed to calendar year** - IRS Form 990 filing fiscal year is a calendar year. Motions and votes to align CWEA, budget, and Administrator contract to a calendar year held.

**Motion No. 46-11: Motion made by Al Will, seconded by Paul Sayan, that effective January 1, 2012, the fiscal year of the Chesapeake Water Environmental Association, Inc. shall begin on January 1 and end on December 31. This change will be reflected in the next revision to the Association Bylaws. Motion carried.**

- iii. **Business Practices** – Rob Kershner, Chair. General discussion concerning current state of CWEA Business Practices and need to develop.
  1. Ted DeBoda will work with Rob Kershner to establish. ***[Ted DeBoda, Rob Kershner].*** Customize committee roles/mission and committee duties to lead CWEA. ***[Rob Kershner along with Strategic Planning Committee]***
  2. Business Practices to include that Committee Chairs maintain “member in good standing” to serve in a Board capacity.

#### 4. SECRETARY REPORT (Kraig Moodie)

1. Kraig Moodie presented the September 2, 2011 Minutes for adoption.

**Motion No. 47-11: Motion made by Kraig Moodie, seconded by Bob Beringer, to approve the September 2, 2011 Minutes, as presented with comments incorporated. Motion carried with minutes to be posted to the CWEA website.**

2. Administrator's contract for two (2) years 2012 – 2013 was presented.

**Motion No. 48-11: Motion made by Bob Beringer, seconded by Paul Sayan, to approve the Administrator two-year contract, through 12-31-2013. Motion carried.**

3. Kraig Moodie presented a thank you gift to Ann Baugher, in appreciation of her efforts to CWEA in 2011. Ms. Baugher thanked CWEA for their kind generosity.

**5. TREASURER’S REPORT (Tim Wolfe)**

1. Checking Account balance \$ 83,715.48
2. Savings Account balance \$ 9,611.80
3. Kappe Fund balance \$ 21,857.84.

**6. DELEGATE’S REPORT(S) –**

1. Hiram Tanner – no report
2. Al Will – Reported that beginning in 2012, WEFMAX agenda will change and CWEA, in the past, has attempted to be represented at each WEFMAX. Al Will suggested the Board address, ahead of time, who will be attending 2012 WEFMAX and WEFTEC. This planning will assist in budgeting and scheduling for those representing CWEA at both WEFTEC and WEFMAX.

**SCHEDULE OF EVENTS**

<b>Date</b>	<b>Event/Location</b>	<b>Organization</b>	<b>Contact</b>
February 9, 2012	NASSCO, Owings Mills, MD	CWEA	Kraig Moodie
February 17, 2012	Joint Career Fair – Student Activities/YPs	CWEA & CSAWWA	Meredith Welle
March 7-8, 2012	Joint Fly-In, Washington, DC	WEF/AWWA	WEF/AWWA
March 26-28, 2012	Raleigh Convention Center, Raleigh, NC	Residuals and Biosolids 2012	WEF.org
April 12, 2012	UMBC, with Chesapeake Chapter EWB	CWEA	Kraig Moodie
April 19-20, 2012	Fells Point, The Admiral Inn	WEFMAX	CWEA Host
April 26, 2012	Joint Water Reuse Seminar MITAGS	CWEA & CSAWWA	Tiffany Bain
May 11, 2012	TBD	Joint Spring Meeting w/CSAWWA	Joe Swain
June 3 – 8, 2012	Mount St. Mary’s Emmittsburg, MD	Short Course Committee	Wayne Reed
June 21, 2012	CWEA Board Meeting - TBD	CWEA	Kraig Moodie
July 19-20, 2012	Stormwater Symposium, Sheraton Baltimore City Center, Baltimore, MD	WEF/CWEA	WEF/Jeff Cantwell

August 28 – August 31, 2012	2012 Tri-Association Conference, Ocean City, MD	CWEA/CSAWWA/WWOA	DuWayne Potter
September 29 – October 3, 2012	New Orleans, LA	2012 WEFTEC	<a href="http://wef.org">wef.org</a>

### UNFINISHED BUSINESS

1. Partner with Federal WEA for a joint luncheon – Ted DeBoda will again contact Federal WEA for securing a date **[Ted DeBoda]**
2. Credit Card machine – not covered due to time restraints
3. 501(c) (3) status – 2007 Maryland Personal Property tax issue has been resolved. AI Will notified so CWEA can pursue the (c) (3) status instead of the current (c) (6) status and apply for tax-exempt status. **[AI Will]**
4. Signature rights – not discussed 9/2/11 but carry-over from April 14, 2011 adopted Minutes - per AI Will, authority needs to be defined for all to be aware of policy. AI Will to draft something for distribution regarding signature rights. **[AI Will]** Need copy of policy. - CWEA President, Vice President and Treasurer can sign. Board has fiduciary responsibility with respect to contract obligations. AI Will to track down signature policy that exists today with Section Administrator to distribute to Board and attach said policy to future minutes. **[AI Will]**

### NEW BUSINESS

1. Confirm WEFTEC attendees list – all attendees, not just those CWEA funds – tabled due to time constraint

### ANNOUNCEMENTS

1. Ted announced the realignment of committees will be cleaned up and final version distributed. **[Joan Fernandez]**
2. Ted announced an e-vote on the 2012 budget to be conducted after the first of the year 2012. Board asked to review and adopt.

**ADJOURN** – Motion to adjourn meeting.

**Motion No. 49-11: Motion to adjourn meeting was made by Bob Beringer, seconded by Tim Wolfe. Meeting adjourned at 2:04 pm. Motion carried.**

### POST HOC:

In order to handle items of business that needed consideration and/or vote prior to the next CWEA Board meeting on February 9, 2012, the Board agreed e-votes would be conducted post-meeting regarding YP's attending the 2012 YP Summit and review and vote on the proposed 2012 Membership Campaign (*attached*). The following motions were presented to the CWEA Officers post hoc for vote. Motions are included as a part of these minutes.

Decision to send CWEA Young Professionals to the 2012 Young Profession (YP) Summit in Miami, Florida was voted upon after total cost was collected and reviewed.



**Motion No. 50-11 (Post Hoc): Motion by Ted DeBoda, seconded by Hiram Tanner, to approve \$3,000 in expenses for three (3) CWEA Young Professionals to attend the YP Summit on January 30<sup>th</sup>, 2012 in Miami Florida and includes projected travel expenses, contingencies, and preparation of a detailed report to be provided to the CWEA Board at the following board meeting. E-vote conducted, motion carried.**

Decision was made to approve in the 2012 Membership budget category, monies for a Membership Campaign to assist in boosting CWEA membership.

**Motion No. 51-11 (Post Hoc): Motion by Ted DeBoda, seconded by Paul Sayan, to approve \$4,000 in expenses for the membership committee to start a new CWEA Membership campaign, to include meaningful awards for a membership contest, an exhibit to provide at conferences and events, new member packages, and miscellaneous expenses. As a recognized strategic objective, expenditures will be monitored by the Strategic Planning committee as well as the Membership committee, and results will be reported at each CWEA Board meeting. E-vote conducted and motion carried.**

Decision was made to move forward on executing a Resolution with Morgan Stanley Smith Barney LLC in order to be able to present to the Board, "moving" all monies in this investment account over to a Bank of America account or accounts, preferably Certificates of Deposits with staggered due dates to obtain higher rate-of-return. The following motion was put into action to accomplish.

**Motion No. 52-12 (e-vote) made by Ted DeBoda, seconded by Bob Beringer, to update the "Resolution Naming Authorized Officers (Form # 5277)" with Morgan Stanley Smith Barney LLC, Account Number 41P-15920-19 903, registered to Chesapeake Water Environment Association, Inc. Said resolution will authorize those named to conduct business on behalf of CWEA. This newly executed resolution will replace the current resolution whereby Robert Wimmer was authorized to conduct business on this account. Account address of record to be updated via letter to Morgan Stanley under CWEA letterhead accompanying executed resolution and W-9. Motion presented via e-vote, six(6) IN FAVOR; two(2) OPPOSED; and four(4) NO VOTE. Motion carried. [1-13-2012]**

Decision was made to vote on the 2012 at the earliest possible date since already into the fiscal year 2012. Treasurer, Tim Wolfe, sent out the final 2012 budget version to all CWEA Officers for vote. The following motion was a result of that e-vote process.

**Motion No. 53-12 (e-vote): Motion by Tim Wolfe, seconded by Hiram Tanner, to approve the 2012 budget as presented by Treasurer Tim Wolfe, January 31, 2012 at 11:56 PM via e-mail. All CWEA officers voted to approve via e-vote. Motion carried. [2-6-12]**

Respectfully submitted,

Ann Baugher  
CWEA Administrator

Submitted to the President and Secretary for Review and Comment: 1/7/11  
Submitted to the Board for adoption review: 2/6/12

Edited and Printed: 2/6/12

**NOTE:** Follow-up action needed – names can be found “in brackets, bolded and italicized” within these minutes that require attention by *next* Board meeting.

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