

Minutes of the 895<sup>th</sup> Meeting  
***“Celebrating Over 60 Years of Continuous Environmental Excellence”***  
Alexandria Renew Enterprises  
6:00 p.m., Tuesday, June 21, 2022

On Tuesday, June 21, 2022, the Alexandria Renew Enterprises Board of Directors held its regular Board of Directors meeting in the Edward Semonian Board Room at 1800 Limerick Street, with the following present:

Members:                   Mr. John Hill, Chairman  
                                  Mr. James Beall, Vice Chairman  
                                  Mr. William Dickinson, Secretary-Treasurer  
                                  Ms. Adriana Caldarelli, Member  
  
                                  Mr. Kerry Donley, Member (Attended Virtually)

Staff:                        Ms. Karen Pallansch, Chief Executive Officer  
                                  Ms. Christine McIntyre, Chief Financial Officer  
                                  Ms. Caitlin Feehan, RiverRenew Program Director  
                                  Ms. Lorna Huff, Secretary to the Board

Counsel:                    Mr. Jonathan Rak, General Counsel,  
                                  McGuireWoods LLP  
  
                                  Ms. Amanda Waters, General Counsel  
                                  McGuireWoods LLP

Fairfax County  
Representative:            Mr. Shahram Mohsenin, Director  
                                  Wastewater Planning & Monitoring Division

City Representative:      Mr. Lu Zhang, Civil Engineer IV  
                                  T&ES/Sanitary Sewer Infrastructure Division

Consultants:               Mr. Justin Carl, Owner’s Advisor  
                                  Brown & Caldwell

Call to Order

The Chairman called the meeting to order at 6:01 p.m.

Approval of Agenda

The Chairman requested that members review and approve the agenda. Mr. Beall moved, and Mr. Donley seconded. The Board unanimously approved.

Public Comment Period

There were no members of the public in attendance and the Chairman closed the public comment period.

### Consent Agenda

The Chairman requested members review the Consent Agenda which contained the Minutes of the May 17, 2022 meeting and an action item for Review and Approval of Solids Master Planning Services. Mr. Dickinson inquired about the scope of the project. Ms. Pallansch reported that the Solids Master Planning Services is a CIP Project which will determine AlexRenew's feasible options for the beneficial reuse of solids. It is a complete planning process to update the system and improve compliance. Mr. Donley inquired about the duration of Phase1 of the project. Ms. Pallansch reported that she thought it was about 12-18 months but would confirm.

There were no additional questions or comments. Mr. Donley moved approval and Mr. Beall seconded. The Board unanimously approved.

### New Business

- A. Review and Approve Amendment #2 to Professional Services Agreement for Tunnel System Resident Engineering and Inspection Services
- B. Review and Approve Amendment #3 to Professional Services Agreement for Tunnel System Resident Engineering and Inspection, FY23 Budget Authorization
- C. Review and Approve Amendment #8 to Professional Services Agreement for RiverRenew Owner's Advisor Services FY23 Budget Authorization, Brown & Caldwell

### Discussion

The Chairman recognized Ms. Pallansch who provided background on the contracts. Ms. Pallansch reported that these contracts are a routine part of AlexRenew's planned CIP for this project. Members requested that these contracts be reviewed under new business due to the dollar amounts. She noted these contracts support the planning, design, oversight, and execution of the Traylor Shea Joint Venture (TSJV) RiverRenew project. The first contract is a no cost change to complete the fiscal year. The second memo is to approve for the full year for RE&I services. The third memo approves the Brown & Caldwell Owner/Advisor contract. All the budgeted amounts are in the CIP and a continuation of services that are currently underway.

The Chairman inquired if members had questions or comments. Mr. Hill inquired on the impact of current prices and costs. Ms. Pallansch reported that the contractor is being impacted from labor shortages to supply chain issues. There are mechanisms in the TSJV contract where staff is kept informed of significant delays and cost impacts.

The Chairman inquired if the contracts could be approved together. Counsel reported that they could. Ms. Caldarelli moved and Mr. Dickinson seconded. The Board unanimously approved the following new business items;

**Be It Resolved That** the Board authorizes the CEO to renew the contract with EPC for (1) additional three-year period to support RiverRenew implementation through March 2026.

**Be It Resolved That** the Board authorizes the CEO to execute Amendment #3 to Contract 20-013 to cover the third year Agreement for FY2023 for an amount not to exceed \$10,982,300.

**Be It Resolved That** the Board authorizes the CEO to execute Amendment #8 to Contract 17-022 to cover the Sixth Year Scope of Services and Budget for FY2023 for an amount not to exceed \$14,752,000

### CEO Monthly Outcome Reports

Ms. Pallansch noted her written report and had no additions. She inquired if members had questions or comments on the CEO Report.

#### RiverRenew Dashboard

Ms. Pallansch reviewed the May Dashboard reporting that staff continues to document any significant delays. The ship carrying the tunnel boring machine (TBM) has arrived in Norfolk. She noted the second page and the status of current projects. She reported on the Community Listening Sessions, Council Board Workgroup, and the Tunnel Welcoming Session during the week of July 11.

Mr. Donley requested that the CEO provide an overview of the community outreach sessions, The Community Listening Sessions are public noticed and held at each of four locations: 001 (Pendleton Street), 002 (Royal Street) 003-004 at Duke Street, and one at the AlexRenew plant. The contractors will be present to answer questions, discuss the current work at the site and what is anticipated to be there upon completion. The sessions run from 6:30 p.m. to 8:30 p.m. Ms. Pallansch reported that she will send the information on the sessions to the Board via email.

Mr. Dickinson congratulated the CEO on getting the \$40 million from the State for the RiverRenew project and inquired whether AlexRenew would get the grant money directly. Ms. Pallansch reported that the \$40 million is ARPA money and will go directly to AlexRenew.

#### Financial Report

Ms. Pallansch inquired if there were any questions or comments on the financials. Mr. Donley reported that financials look good and commended Ms. McIntyre and her team.

### Closed Session

At 6:27 p.m., the Chairman moved to enter a closed session to discuss 1) a potential amendment to deed of trust securing payment for transferred developments rights involving the disposition of publicly held real property, where discussion in an open meeting would adversely affect the bargaining position of the public; 2) potential amendments to RiverRenew contract involving expenditure of public funds were discussion in an open session would adversely affect the negotiating strategy of the public body; and 3) a personnel matter. Mr. Beall seconded. The Board unanimously approved.

The meeting returned to open session, and the following certification was unanimously adopted by the members: "Pursuant to 2.2-3712(D) of the Virginia Freedom of Information Act, it is hereby certified that to the best of each Member's knowledge, (1) only public business matters lawfully exempted from the open meeting requirements of the Act, and (2) only public business matters identified in the motion by which this closed meeting was convened were heard, discussed, or considered by Alexandria Renew Enterprises."

Mr. Donley moved, and Mr. Beall seconded. All Members present voted via roll call:

Mr. Hill	Aye
Mr. Beall	Aye
Mr. Dickinson	Aye
Mr. Caldarelli	Aye
Ms. Donley	Aye

Upon return to open session, Mr. Beall moved to approve the Independent Contractor Agreement with Karen Pallansch as reviewed and amended during the Closed Session. Mr. Dickinson seconded. The Board unanimously approved.

There being no additional Board business, the Chairman requested a motion to adjourn. Mr. Beall moved, and Ms. Caldarelli seconded. The Board unanimously approved.

**APPROVED:**

A handwritten signature in blue ink, appearing to read "Caldarelli", written over a horizontal line.

**Secretary-Treasurer**