



Agenda
 Alexandria Renew Enterprises Board of Directors Meeting
 Saturday, December 3, 2022, @ 8:00 a.m.
 1800 Limerick Street, Alexandria, VA 22314



No.	Item	Presenter	Action Required
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The Saturday, December 3, 2022, Board of Directors meeting is being held at Alexandria Renew Enterprises (1800 Limerick Street, Ed Semonian Boardroom, Alexandria, VA 22314). Members of the Board and staff are participating in person. The public can access the meeting in Conference Room 104.

Public comments will be received at this meeting. If you wish to speak during the public comment, please email or call the Board Secretary at (703) 721-3500 ext. 2260 in advance so you can be added to the speakers list. Submission of written statements is encouraged. Written statements may be emailed to the Board Secretary at lorna.huff@alexrenew.com.

1.	Call to Order (8:00 a.m.)	Chairman	
2.	Approval of Agenda (8:02 a.m.)	Chairman	Approval
3.	Public Comment Period (8:05 a.m.)	Chairman	
4.	Consent Agenda (8:10 a.m.)	Chairman	Approval
	A. Minutes (Meeting November 15, 2022)		
	B. Minutes (Meeting December 1, 2022) (Tab 1)		
5.	Closed Session for discussion, consideration or interviews of prospective candidates for employment. (8:15 a.m.)	Chairman	Information
6.	Unfinished Business (10:15 a.m.)	Chairman	
	A. Endorsement of Candidate as approved in Closed Session and authorize Chairman, with review by General Counsel, to enter into a contract with the selected candidate consistent with the terms agreed upon in Closed Session.		
7.	Adjourn (10:30 a.m.)	Chairman	

*Times shown in parentheses are approximate and serve as guidelines
 If you need an interpreter, translator, materials in alternate formats or other accommodations to access this service, activity or program, please call (703) 721-3500 ext. 2260 at least three business days prior to the meeting.*

The next Regular Board of Directors meeting is scheduled for Tuesday, December 20, 2022 @ 6:00 p.m.

Members of the public may park in the parking lot across the street from AlexRenew at the corner of Limerick & Bartholomew Streets

**Chairman- John Hill • Vice Chairman- Jim Beall
 • Secretary-Treasurer-William Dickinson
 • Members- Adriana Caldarelli, Mark Jinks**

Minutes of the 899th Meeting
“Celebrating Over 60 Years of Continuous Environmental Excellence”
Alexandria Renew Enterprises
6:00 p.m., Tuesday, November 15, 2022

On Tuesday, November 15, 2022, the Alexandria Renew Enterprises Board of Directors held its regular Board of Directors meeting virtually with all members attending from remote locations with the following present:

Members: Mr. John Hill, Chairman
Mr. James Beall, Vice Chairman
Ms. Adriana Caldarelli, Member
Mr. Mark Jinks, Member

Excused: Mr. William Dickinson, Secretary Treasurer

Staff: Ms. Karen Pallansch, Chief Executive Officer
Ms. Wendy Callahan, interim Chief Human Resources
Ms. Caitlin Feehan, RiverRenew Program Director
Ms. Lorna Huff, Secretary to the Board

Counsel: Ms. Amanda Waters, General Counsel,
McGuireWoods LLP

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

Mr. William Barrack, Branch Chief
Wastewater Planning & Monitoring Division

City Representative: Mr. Lu Zhang, Civil Engineer III
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 6:00 p.m.

Approval of Agenda

The Chairman asked that members review and approve the agenda. Mr. Jinks moved, and Mr. Beall 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 asked that members review the minutes from the October Board meetings. Mr. Jinks requested an amendment to the October 18 minutes to note his inquiry on fixed income investments. The Board Secretary will amend the minutes as requested. There being no additional questions or comments, the Chairman requested a motion to approve the Consent Agenda as amended. Mr. Jinks moved approval and Mr. Beall seconded. The Board unanimously approved.

Unfinished Business

A. CEO (Chief Executive Officer) Search Progress Report

Discussion

The Chairman reported the CEO job search was progressing according to schedule. Polihire received 39 responses to the job notice and reported out nine qualified candidates. On Saturday, October 22, the Board met to review resumes and agreed to interview six of the candidates. The first two interviews begin on Wednesday, November 16 and Thursday, November 17. Interviews resume on November 28 and continue through December 2. The Board meets on Saturday, December 3 to review and select a candidate.

The Chairman recognized Ms. Waters who read into the record the following statement: Pursuant to the Virginia Freedom Information Act, Section 2.2-3712.B, the Board will be holding closed meetings solely for the purpose of interviewing candidates for the position of chief executive officer. Interviews conducted pursuant to this notice will be held within 15 days at Alexandria Renew Enterprises, 1800 Limerick Street, Alexandria, Virginia 22314.

New Business

A. None

CEO Monthly Outcomes Reports

Ms. Pallansch referenced her written report and inquired if members had questions or comments. Ms. Pallansch referenced the attachment to the CEO Board Report noting that staff and the Board will have to set rates in FY24. She reviewed the schedule and highlighted important dates. The February meeting will review the history and background of AlexRenew rates. March will be the formal presentation of the FY24 Preliminary Budget and the Rate Proposal to the Board. Staff will work with the Finance & Audit Committee Chair to schedule a meeting with Raftelis to review the draft budget and rate proposal. At the April 18 meeting, the Board and staff will continue to receive comments. Members will need to approve a resolution to hold a public hearing on the rates and the FY24 Budget. Staff will post a first and second public notice. The Board will hold its regular meeting on May 16, and May 20 is tentatively set for the public hearing. At the June 20 meeting, the Board will approve the budget and rate adjustment.

There were no questions on the FY24 Proposed Budget and Rate Adjustment calendar and Ms. Pallansch reported on the RiverRenew Dashboard.

RiverRenew Dashboard

Ms. Pallansch reported that Hazel is in the ground and making progress. She referenced the last page of the Dashboard noting that due to soil conditions at the Pendleton Street outfall and the depth needed to drive piles, the work will be noisy. Community outreach has been implemented. This will also

be addressed at the upcoming Stakeholder Advisory Group (SAG) meeting to get their feedback and additional direction. She encouraged members to attend if they were able.

Mr. Beall inquired on Hazel's progress. Ms. Pallansch reported that Hazel has broken through the front wall and, as anticipated, work had to stop to change the front tools for concrete boring to those needed for the next area. She is about a month behind but the team expects to make that up. She has gone approximately 36 feet. There were no additional questions. Mr. Hill noted that according to the earned value analysis, the project is approximately a third complete.

At 6:14 p.m., the Chairman, pursuant to Section 2.2-3711 of the Code of Virginia, moved the Board into a closed session to discuss the upcoming interviews of prospective candidates for the CEO position. Mr. Beall seconded. The Board unanimously approved.

At 6:48 p.m., 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. Beall moved, and Mr. Jinks seconded. All Members present voted via roll call:

Mr. Hill	Aye
Mr. Beall	Aye
Ms. Caldarelli	Aye

At 6:49 p.m. with no additional business, Ms. Caldarelli moved and Mr. Jinks seconded the Board meeting adjourned.

APPROVED:

Secretary-Treasurer

Minutes of the 900th Meeting
“Celebrating Over 60 Years of Continuous Environmental Excellence”
Alexandria Renew Enterprises
5:30 p.m., Thursday, December 1, 2022

On Thursday, December 1, 2022, the Alexandria Renew Enterprises Board of Directors held a special Board of Directors meeting with all members attending in person except Mr. Mark Jinks, who participated from a remote location due to illness in accordance with the Virginia Freedom Information Act (FOIA) Section 2.2-3708.2.

Members: Mr. John Hill, Chairman
Mr. James Beall, Vice Chairman
Mr. William Dickinson, Secretary Treasurer
Ms. Adriana Caldarelli, Member
Mr. Mark Jinks, Member

Staff: Ms. Wendy Callahan, interim Chief Human Resources Officer

Counsel: Ms. Amanda Waters, General Counsel,
McGuireWoods LLP

Call to Order

The Chairman called the meeting to order at 5:30 p.m.

Approval of Agenda

The Chairman asked that members review and approve the agenda. Mr. Dickinson moved, and Mr. Beall 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.

Unfinished Business

The Chairman read into the record the following statement: Pursuant to FOIA Section 2.2-3712.B, the Board will be holding closed meetings solely for the purpose of interviewing candidates for the position of chief executive officer. Interviews conducted pursuant to this notice will be held within 15 days at Alexandria Renew Enterprises, 1800 Limerick Street, Alexandria, Virginia 22314.

New Business

None

Closed Session

At 5:32 p.m., the Chairman, pursuant to FOIA Section 2.2-3711, moved the Board into a closed session to interview a prospective candidate for the CEO position. Ms. Caldarelli seconded. The Board unanimously approved.

At 7:46 p.m., 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. Beall moved, and Ms. Caldarelli seconded. All Members present voted via roll call:

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

At 7:47 p.m. with no additional business, Ms. Caldarelli moved, and Mr. Dickinson seconded the Board meeting adjourned.

APPROVED:

Secretary-Treasurer

DRAFT