

Minutes of the 918<sup>th</sup> Meeting  
AlexRenew Board of Directors  
6:00 p.m., Tuesday, May 21, 2024

On Tuesday, May 21, 2024, the AlexRenew Board of Directors held its regular meeting in the Edward Semonian Board Room at 1800 Limerick Street, and broadcast via Microsoft Teams, with the following present:

Members: Mr. John Hill, Chair  
Mr. James Beall, Vice Chair  
Ms. Adriana Caldarelli, Secretary-Treasurer  
Mr. Mark Jinks, Member  
Ms. Becky Hammer, Member

Staff: Mr. Justin Carl, General Manager/Chief Executive Officer  
Ms. Amanda Waters, General Counsel/Deputy General Manager  
Ms. Felicia Glapion, Chief Engineering Officer  
Mr. Lake Akinkugbe, Director of Finance  
Mr. Matt Robertson, Director of Communications  
Mr. Kevin Pilog, Engineering Manager  
Ms. Lorna Huff, Executive Assistant to the Board

Counsel: Mr. T.W. Bruno, McGuireWoods

Fairfax County  
Representative: Mr. Shahram Mohsenin, Division Chief  
Wastewater Planning and Monitoring Division

City Representative: Ms. Erin Bevis-Carver, Division Chief,  
Sanitary Infrastructure Division

Consultants: Ms. Sarah Frey, Director, PFM Financial Advisors, LLC  
Ms. Priyanka Saha, Project Manager, Brown and Caldwell

1. Call to Order

The Chair called the meeting to order at 6:00 p.m.

2. Approval of Agenda

The Chair requested that members review the agenda. There being no changes, the Chair moved approval and Ms. Hammer seconded. The Board unanimously approved.

3. Public Comment Period

There were no members of the public in attendance and wishing to speak; the Chair closed the public comment period.

4. Consent Agenda

Members reviewed the Consent Agenda which contained the Minutes of the April 16, 2024, meeting, and an action item to review and approve an update to the Board policy on Electronic Participation. There being no questions or comments on the Consent Agenda, the Chair requested a motion to

approve. Ms. Caldarelli moved and Mr. Jinks seconded. The Board unanimously approved.

## 5. Member and Committee Updates

- a. Community Meetings  
Nothing to report.
- b. Finance and Audit Committee  
Mr. Jinks reported on the public hearing and changes to the budget due to debt service.
- c. Governance Committee  
Nothing to report.

## 6. Unfinished Business

- a. Board Retreat  
Mr. Carl provided a preview of the Board Retreat to discuss AlexRenew rates and processes scheduled for the afternoon of Friday, February 7 through Saturday, February 8, 2025. Speakers will include Mr. Manny Teodoro of the Water & Health Advisory Council and consultants from Raftelis.
- b. Updated to Lifeline Emergency Assistance Program (LEAP)  
Mr. Robertson reported that LEAP opened to delinquent customers on May 20, 2024, with \$20,500 in initial funding. AlexRenew has partnered with Dollar Energy Fund for program administration. ALIVE, the Salvation Army, and Christ Church have agreed to accept customer applications on AlexRenew's behalf. Mr. Robertson reviewed the process for applying for LEAP and eligibility requirements. The initial annual maximum disbursement for a participant is \$350. Staff hopes to increase this amount and will review periodically.

Donations to LEAP can be made through the monthly bill, AlexRenew's website, the Dollar Energy site, and QR coded signage on the 6<sup>th</sup> floor. Additional sources of funding may include leasing of the 5<sup>th</sup> floor space, energy demand reduction programs, and donations resulting from Environmental Center 6<sup>th</sup> floor usage. Members discussed the number of current participants (7). Ms. Hammer requested that staff provide the Board with periodic updates and metrics.

## 7. New Business

- a. Approval of Update to Board Policy on Construction Management At-Risk (CMAR) and Design-Build (DB) Procurement  
Mr. Carl referenced the Policy and noted where changes had been made to clarify language from a procedural standpoint and where changes were made to comply with new legal requirements effective July 1, 2024. He noted that AlexRenew could no longer use previous design-build and CMAR experience during the prequalification stage of the procurement. Ms. Waters reported that this policy is effective on July 1, 2024.

There being no additional discussion, the Chair requested a motion to approve, Mr. Jinks moved approval and Mr. Beall seconded. The Board unanimously approved.

- b. Overview of Solids Upgrade Program CMAR  
The CEO recognized Ms. Glapion and Mr. Pilong. Ms. Glapion and Mr. Pilong explained the existing solids program, its history and short-term and long-term goals for the program. They provided an overview of project delivery methods, contractor scoring and weightings, and

qualifications at each stage of the procurement process, plus the key benefits of using CMAR, the scope of work during preconstruction and next steps. Staff has selected PC Construction for the contractor award. The preliminary schedule of the project began in January 2024 and is tentatively scheduled for completion at the end of 2025 or 2026, depending on which drying upgrades are selected in the final packages of the project. Members inquired about contractor performance metrics.

c. Review and Approve Construction Management At-Risk (CMAR) contract to Support Solids Upgrade Program

The Chair requested a motion to approve the award of a contract with PC Construction to support the Solids Upgrade Program. Mr. Beall moved and Ms. Caldarelli seconded. The Board unanimously approved.

**Be It Resolved that:** The Board authorizes the CEO to execute a contract for preconstruction services for the Solids Upgrade Program with PC Construction in the amount of \$440,000.

d. City-AlexRenew Commonwealth Separate Sanitary Sewer System Infiltration and Inflow (I&I) Study

Mr. Carl reported that the I&I study is a joint project between the City and AlexRenew. Ms. Bevis-Carver and Ms. Saha presented on the Study; provided background on the excess I&I problem into the Commonwealth Interceptor and the separate sanitary sewer system; discussed approaches to alleviate excess I&I; summarized past City practices for the inspection, lining and rehabilitation of sewer laterals; and provided a timeline for completion of the joint City AlexRenew study. Members discussed the City's program for mitigating excess I&I problems, and next steps. The Chair commended the CEO and City for collaborating on this initiative.

e. Approval of a Resolution Authorizing up to \$51 million in revenue bonds & refinance of 2014-C Bonds

The CEO recognized Mr. Akinkugbe and Ms. Frey. Ms. Frey reported that based on market analysis and comparison with other funding sources, public bonds currently offer the lowest interest financing option for implementing upgrades to improve the reliability and operational performance of AlexRenew's preliminary, primary, tertiary and solids processes.

Members discussed the number of bond agencies solicited for AlexRenew's bond issuance and advantages to using only S&P.

The refinancing bond which is a separate approval, is anticipated to provide debt service savings of approximately \$1 million.

The Chair requested a motion to approve the resolution authorizing up to \$51 million in sewer revenue bonds. Mr. Jinks moved and Ms. Caldarelli seconded. The Board unanimously approved.

**Be It Resolved That:** The Board authorized the CEO to issue wastewater revenue bonds in an aggregate principal amount of up to \$51 million.

f. Approve Resolution Authorizing Sewer Revenue Refunding Bond

There being no questions on the refinance, the Chair requested a motion to approve. Mr. Jinks moved approval of the refinance of the sewer revenue bond. Mr. Beall seconded. The Board unanimously approved.

**Be It Resolved That:** The Board Authorized the CEO to execute documents associated with the Series 2014-C Bond.

8. AlexRenew Monthly Outcomes Update

a. Discussion.

The Chair recognized the CEO who requested that the motions for approval of the CMAR contract and updates to the Board CMAR/DB policy be re-voted on to be captured for the record. Mr. Hill moved approval of the updates to the CMAR policy and authorizing the CEO to execute a contract with PC Construction to support the Solids Upgrade Program. Mr. Beall seconded. The Chair requested a roll call vote with all members voting aye.

Mr. Carl reported that the monthly report has been revamped to align with the strategic outcomes. He reported that staff continues to make progress on the RiverRenew Dashboard with the last section of the tunnel being done.

The Chair asked about the timeline for delinquencies. He noted a decrease over the month. Mr. Carl reported that staff has been increasing the amount of outreach around LEAP.

There being no additional questions or comments, the Chair requested a motion to adjourn. Ms. Caldarelli moved and Mr. Jinks seconded. The Board unanimously approved.

The meeting adjourned at 8:12 p.m.

APPROVED:



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Secretary-Treasurer