

HRSD COMMISSION MEETING AGENDA
9:00 A.M. – May 26, 2020

LOCATION: Electronic Meeting in Accordance with Chapter 1283, Virginia 2020 Acts of Assembly

Limited SKYPE observation is available by reservation on a first come, first serve basis and must be received by Jennifer Cascio at jcascio@hrsd.com by noon on Friday, May 22, 2020.

Public Comments to be made during the meeting should be submitted to Jennifer Cascio by email to jcascio@hrsd.com or by phone to 757.460.7003, and must be received by noon on Friday, May 22, 2020.

**HRSD COMMISSION OPERATIONS & NOMINATIONS COMMITTEE
MEETING AGENDA**

May 26, 2020

To convene after adjournment of regular meeting

<u>No.</u>	<u>Topic</u>	<u>Resource</u>
1.	Nomination of Officers	Henifin
2.	Commission Governance Guidelines Review	Henifin
3.	Commission Adopted Policy Review	Henifin
	a. Ethics Policy	
	b. Remote Participation	

Note: Public comments will be received during item number 18 of the May 26, 2020 regular meeting.

**HRSD COMMISSION
O&N COMMITTEE
May 26, 2020**

Committee Procedures and Duties:

1. The committee is appointed each year by the Commission chair.
2. During its first meeting, which typically is held immediately following the Commission meeting in which they were appointed (May), the committee reviews its duties, establishes procedures and designates a chair for the committee.
3. The committee also should annually review the following and recommend proposed modifications to the Commission when appropriate and when statutes or regulations dictate changes:
 - Commission Governance Guidelines (including the schedule of items to be considered by the Commission to ensure effective oversight and efficient meetings)
 - Remote Participation Policy
 - Ethics Policy (suggest work session in October. Annual filing due February 1)

A work session can be scheduled to review these policies with the entire commission.

4. A second committee meeting will be held before the next Commission meeting when it proposes a slate.
5. Nomination language: **“Mr. Chair, the Nominating Committee submits the following nominations: for Chair, _____; for Vice-Chair _____ for the fiscal year beginning in July.”**
6. Chair for 2020 Committee: **Willie Levenston**

Guidelines:

1. Committee members cannot communicate with each other by phone or email. They may only meet in person if a public notice of the meeting has been posted in accordance with FOIA.

When committees and subcommittees are created to perform delegated functions of the public body or to advise the public body, they must also follow FOIA's rules. Where it gets tricky is when members of the public body are also members of the committee. FOIA would allow two members of a board to meet together without it being considered a meeting, but if those two members are two-thirds of a three-member subcommittee, then they would have to follow FOIA.
2. There is no term limit to each office.
3. The Committee may want to determine first whether the current chair and vice-chair would like to continue to serve and to poll other Commissioners regarding their willingness to serve as chair or vice-chair.
4. Individuals must give their consent before being nominated.
5. The following factors have been considered in the past when choosing nominees:
 - Residence (Having the chair from one “shore” and the vice-chair from the other embraces the concept of regional leadership.)
 - **The Chair and Vice-Chair tenure should not expire on the same date.**
 - Availability to represent HRSD at special functions such as luncheons, apprenticeship graduations, etc. and to sign documents such as minutes, bonds, resolutions, certificates, graduation diplomas, service award letters, etc.

**HRSD Commissioners
June 25, 2019**

LastName	FirstName	Cell Phone	Email	Jurisdiction
Elofson	Rick	757.344.7117	Rick.elfson@hrsd.com	Newport News
Glenn	Mike	757.651.7779	Mike.glenn@hrsd.com	Norfolk
Lakdawala	Vishnu	757.748.6744	Vishnu.lakdawala@hrsd.com	Virginia Beach
Levenston, Jr.	Willie	757.650.8159	Willie.levenston@hrsd.com	Portsmouth
Lynch	Mo	757.870.9106	Mo.lynch@hrsd.com	Gloucester James City King & Queen King William Mathews Middlesex Poquoson Urbanna Williamsburg York
Rodriguez	Steve	757.751.1516	Steve.rodriquez@hrsd.com	Chesapeake
Taraski	Elizabeth	757.708.6114	Elizabeth.taraski@hrsd.com	Suffolk
Ward	Molly	757.771.2211	molly.ward@hrsd.com	Hampton

**HRSD COMMISSION
O&N COMMITTEE
May 26, 2020**

HRSD Commission Chairs and Vice-Chairs

Name	Jurisdiction	Service Dates	Chair	Vice-Chair
Taussig, Admiral J. K.		1941-1943	1941-1943	
Biggins, J. C.		1941-1949	1946-1949	
Darling, J. S.		1941-1951	1950-1951	1946-1950
Borland, Charles		1943-1946	1943-1946	
Gresham, E.T.		1946-1972	1951-1958	1951
Treakle, G. A.		1949-1973		1958-1973
Morris, J. Clyde		1950-1982	1958-1973	1951-1958
McDonald, Kenneth		1972-1976		1973-1975
Cox, Jr., William	Virginia Beach	1972-1982	1975-1977	
Heide, Robert	Norfolk	1972-1983	1973-1975	
Coffman, Carolyn	Suffolk	1973-1985	1980-1981	
Holloway, Duane		1974-1980	1977-1979	1975-1977
Parker, William T		1974-1980	1979-1980	1977-1980
McFerren, Carl		1980-1984		1983-1984
Bailey, R. Rives	Yorktown	1980-1984	1981-1983	1980-1981
Trotman, Edward		1980-1984	1983-1984	1981-1983
Patterson, Dennis		1982-1986		1984-1986
Barr, Stanley		1983-1995	1984-1995	
Traynham, Wade		1984-1988		1986-1988
Hearing, Sr., William	Chesapeake	1984-2000	1995-2000	
Heyman, Joseph	Williamsburg	1985-1997		1988-1997
Goldsticker, Edmund	Virginia Beach	1994-2002		2000-2002
Grantham, Linda	Newport News	1994-2002	2000-2002	1997-2000
Pierce, William	Chesapeake	2000-2006	2002-2006	
Carson, Parris	Suffolk	2001-2009		2006-2008
Bland, Tyler	West Point	2001-2009	2006-2009	2002-2006
Lakdawala, Vishnu	Virginia Beach	2002-present	2009-2016	2008-2009
Davis, Anne	Portsmouth	2003-2012		2009-2012
Elofson, Frederick	Newport News	2006-present	2016	2012-2016
Lynch, Maurice	Williamsburg	2009-present		2016

HRSD Commission Governance Guidelines

The Commission is charged with managing and controlling the functions, affairs and property of the Hampton Roads Sanitation District (HRSD). HRSD's operation is accomplished by its employees under the direct supervision of the General Manager. These governance guidelines are intended to support the Commission in its oversight role, which is set forth in the Acts of Assembly. Some additional Commission responsibilities are specified in HRSD's Trust Agreements, required by federal law or mandated by the Virginia Public Procurement Act.

The Commission and HRSD's management recognize that the interests of HRSD are advanced by responsibly addressing the concerns of other constituencies, including employees, customers and the communities in which HRSD provides services. The Commission will review these guidelines regularly in its continuing effort to achieve this goal.

SECTION 1. ROLE AND FUNCTION OF THE COMMISSION

A. Composition

1. The Commission consists of eight members appointed by the Governor of Virginia to four-year terms.
2. At the time of their appointment, Commissioners shall reside in the locality from which they were appointed. Moving from this locality terminates the appointment.
3. With the exception of the aforementioned residency restriction, a Commissioner's term continues until the successor is appointed. Any person appointed to fill a vacancy shall serve for the unexpired term.
4. Commissioners are eligible for reappointment without limitation to the number of terms. Members may be suspended or removed at the Governor's pleasure.

B. Structure

1. The Commission shall annually elect one of its members as chair and another as vice-chair.
2. The Commission's committees are (1) Finance and (2) Operations and Nominations (O&N). These committees report as needed to the full Commission. The Commission may elect to form a new standing or special committee or to disband an existing committee.
 - a. The Finance Committee shall review the Comprehensive Annual Financial Report; ensure the annual audit is completed and receive the audit report from the external auditor; review the work plan and receive reports from the audit firm performing internal audits; review the financial forecast and the annual operating and capital budgets

HRSD Commission Governance Guidelines

and report out to the full Commission prior to Commission action on the annual budgets; participate in selection of internal and external auditors; and other financial related matters as may be referred to the committee by the chair.

- b. The O&N Committee shall prepare a slate of officers for Commission consideration annually; review the Governance Guidelines on a regular basis; review the Remote Participation Policy annually; review the Ethics Policy; and review other Commission polices as required or directed by the chair.
3. The Commission chair annually appoints the committee members and chairs. Committees are composed of two Commissioners and both are required for a quorum. All Commissioners are invited to participate in all Committee meetings.

C. Operation

1. The Commission has the authority to adopt bylaws and to make rules and regulations for the management of its affairs and the conduct of its business.
2. Unless otherwise announced, the Commission meets on the fourth Tuesday of each month January through November and on the third Tuesday of December. Special meetings are held when necessary. The General Manager sets the meeting agendas with advice from the Department Directors and the chair. Agendas, with any relevant accompanying information or reports, are distributed to the Commissioners prior to meetings for review. When circumstances require, items may be added to the agenda after it has been distributed.
3. Four members shall constitute a quorum.
4. The rules contained in the current edition of *Rosenberg's Rules of Order* shall govern the Commission in all cases to which they are applicable and in which they are not inconsistent with state law or any special rules of order the Commission may adopt.

D. Commissioner Policies

1. Newly appointed Commissioners will receive a briefing from the General Manager and Department Directors regarding matters related to HRSD's mission and core services. At a minimum, Commissioners are briefed on operations, financial matters and strategic directions. The Commission Secretary will provide information related to [Virginia's Freedom of Information Act](#) and Commission membership. In addition, new Commissioners shall tour HRSD facilities as their schedules permit and be

HRSD Commission Governance Guidelines

introduced to the chief elected officials of their localities as appropriate and practical to facilitate effective working relationships.

2. Commissioners are expected to devote as much time and attention as necessary to discharge their duties. This includes attending all monthly Commission meetings and the meetings of any committees on which they may serve. Commissioners should notify the Commission Secretary whenever they are unable to attend a scheduled meeting. Commissioners may participate remotely in accordance with the Remote Participation Policy. Commissioners must notify the Chair of their desire to participate remotely prior to the meeting. Commissioners also may be asked to participate in special events and to represent HRSD at public meetings.
3. Commissioners shall be mindful of the best interest of the HRSD service area at large as opposed to those of the localities in which they reside.
4. At the request of the Commission, individual Commissioners may serve as liaisons to officials in the communities in which they reside or other localities within HRSD's service area.
5. Commissioners receive no salary but are compensated for travel and expenses associated with meeting attendance at the rate paid to members of the Commonwealth Transportation Board.
6. Each Commissioner shall be covered by a public official's liability policy paid for by HRSD.
7. Commissioners are expected to recuse themselves from discussion and abstain from voting on matters in which they may have a personal or professional conflict, and to announce the recusal or abstention in advance.

E. Responsibilities

The Acts of Assembly authorize and empower the Commission to perform a variety of specified acts by means of its own officers, agents and employees or by contracts with any persons. Some of the most significant functions are:

1. To construct, improve, extend, enlarge, reconstruct, maintain, equip, repair and operate a sewage disposal system or systems.
2. To issue revenue bonds, notes or other obligations.
3. To fix and collect rates, fees and other charges for the services.
4. To acquire land, structures, property, rights, rights-of-way and easements by purchase, lease, grant or the exercise of the right of eminent domain.

HRSD Commission Governance Guidelines

5. To employ, in its discretion, consulting engineers, attorneys, accountants, construction and financial experts, managers and other such officers, employees and agents as may be necessary, and to fix their compensation.
6. To sue and to be sued.
7. To prevent any person, jurisdiction or corporation from discharging into District waters any sewage, industrial wastes or other refuse that would pollute these waters.
8. To seek civil penalties or civil charges against owners in violation of pretreatment standards in permits.
9. To make and enter into all contracts and agreements necessary or incidental to the performance of its duties and execution of its powers.
10. The Commission does not have the power to mortgage, pledge, encumber or otherwise dispose of any part of the sewerage system except that which may no longer be necessary or useful.

SECTION 2. HRSD MANAGEMENT AND THE COMMISSION

Commissioners have complete access to the General Manager, who may refer them to Department Directors or other appropriate resources for assistance. The Commission Secretary shall assist Commissioners with matters related to scheduling, expense reimbursement, access to information and meeting attendance.

A. Staff Relations

1. The Commission appoints a General Manager, who serves at the pleasure of the Commission. As the chief administrative officer, the Commission delegates day-to-day operations to the General Manager within the broad framework of Commission established policies and strategies. The Commission shall review the General Manager's performance and set compensation at least annually.
2. The Commission appoints a Secretary and a Treasurer who serve in these roles at the pleasure of the Commission. These appointments are made from existing staff positions. The Commission fixes their compensation through the annual budget process as these positions are in the HRSD position classification and compensation system.
3. The Commission periodically reviews and assesses the compensation paid to all HRSD employees as part of the annual budget process.
4. Establishment and maintenance of appropriate human resource policies have been delegated to the General Manager.

HRSD Commission Governance Guidelines

B. Financial Oversight

1. The Commission approves HRSD's Financial Policy.
2. The Commission approves the Annual Budget, Capital Improvement Program (CIP), Financial Plan and Schedule of Rates.
3. The Finance Committee meets as required to perform their financial oversight duties, including overseeing the Financial and Internal Auditors, and reports to the Commission regarding these activities.

SECTION 3. COMMISSION ACTIONS

A. Commission Approval Items

1. Policies – All policies that govern HRSD business processes, financial practices, service to localities, etc.
2. Annual Operating Budget – Budget policy allows General Manager to transfer between budget object codes within total approved budget without further Commission action. Additional action is only required if total annual operating budget is amended.
3. Capital Improvement Program
 - a. 10-year program without authorization of specific projects
 - b. Authorization of projects in first year without appropriation
 - c. Changes in program that impact first-year projects previously authorized
4. Capital Improvement Projects
 - a. Appropriation of full project funding specific to each project at time first dollar is to be spent
 - b. Changes requiring additional funding
 - c. Changes resulting in significant reduction in scope (greater than 25 percent of appropriation)

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5. Schedule of rates including facility charges
6. Resolutions authorizing issuance of definitive bonds, interim receipts or temporary bonds, notes or other obligations
7. Acceptance or award of grants
8. Procurement
 - a. The HRSD Procurement Policy
 - b. Use of alternative project delivery methods prior to solicitation (Design-Build, Construction Management, etc.)
 - c. Agreements – Contracts, task orders or purchase orders where the total value is projected to exceed \$200,000
 - d. Rejection of bids for all contracts where total value is projected to exceed \$200,000
 - e. Change orders to contracts that will result in changing the total value of the contract inclusive of all change orders to either 125 percent or more of the original contract award amount or \$50,000, whichever is greater
 - f. HRSD use of an existing competitively awarded contract vehicle (State contract, cooperative procurement, General Services Administration, etc.) where the total value of HRSD participation is projected to exceed \$200,000
 - g. Sole Source Procurement – Initial sole source determination for specific vendor, item(s) and location(s) where total value is projected to exceed \$10,000
 - h. Debarment – Review staff recommendation and make the final determination of all firm/contractor debarment, the conditions and length of term for the debarment.

HRSD Commission Governance Guidelines

- i. Real Property
 - (1) Acquisition by condemnation in accordance with the Code of Virginia §15.2
 - (2) Acquisitions by purchase, lease, grant or conveyance
 - (3) Sale, lease or permanent encumbrance of HRSD property
 - (4) Easements or Right of Entry Agreements (temporary or permanent) with value in excess of \$25,000
 - ~~(4)~~(5) *Transfer of ownership*
 - (6) *Disposition of easements*
 - ~~(5)~~(7) *Easement vacation*
- 9. Intellectual Property (IP)
 - a. IP rights agreements
 - b. Royalty distribution agreements
- 10. Personnel
 - a. Compensation of General Manager
 - b. Compensation of Treasurer, Secretary and other employees through annual budget process
- 11. Regulations
 - a. HRSD Industrial Wastewater Discharge Regulations
 - b. Enforcement Response Plan
- 12. Selection of Commission consultants
 - a. Legal
 - b. Auditors
 - (1) Financial Auditors
 - (2) Internal Auditors
- 13. Agreements with other entities meeting one of the following criteria:

HRSD Commission Governance Guidelines

- a. Design or construction of infrastructure with a constructed value in excess of \$50,000
- b. Provides use of real property for temporary (greater than one year) or permanent use
- c. Provides use of personal property valued at more than \$50,000 for temporary (greater than one year) or permanent use
- d. Provides a service or other benefit that spans multiple years
- e. Obligates significant financial resources (\$200,000 or more)
- f. Obligates significant personnel resources (one full time employee or more)
- g. Is or has the potential to be politically significant

B. Commission Recognition Items

- 1. Employees celebrating length of service 20 years and above (in increments of 5)
- 2. New employees Grade 9 and above
- 3. Awards and recognition earned by HRSD
- 4. Awards and recognition granted by HRSD

C. Commission Information Items

- 1. Monthly reports from General Manager and each Department Director
- 2. Monthly Interim Financial Report (included in Director of Finance report)
- 3. Notice of declaration of emergency
- 4. Internal Audit Reports and updates
- 5. Quarterly Investment Report
- 6. Quarterly CIP Update

HRSD Commission Governance Guidelines

SECTION 4. COMMISSION MEETINGS

All meetings of the Commission shall be held in accordance with the Virginia Freedom of Information Act. Remote participation in meetings shall be in accordance with the Remote Participation policy.

A. Commission Meeting Agenda

The Commission meeting agenda shall be prepared by the General Manager and distributed to the Commission typically five calendar days prior to the meeting date. Public notice of the meeting and posting of the agenda shall be in accordance with the Virginia Freedom of Information Act (§ 2.2-3700 et. Seq. of the Code of Virginia). The General Manager shall review the agenda with the chair prior to the meeting.

The agenda shall be structured to ensure efficient and effective use of Commissioner's time and expertise.

1. Full agenda items with briefings may be provided for the following items and other items as deemed appropriate:
 - a. Annual Budget
 - b. Capital Improvement Program
 - c. Individual Capital Improvement Projects when requesting appropriation or additional appropriations to individual Capital Improvement Projects
 - d. Changes in CIP that impact first-year projects
 - e. Schedule of Rates
 - f. Resolutions related to bonds, notes or other obligations
 - g. Resolutions related to certain employee benefit plans
 - h. Acceptance or award of grants
 - i. New, modified, amended or reissued Commission approved policies

HRSD Commission Governance Guidelines

- j. Use of alternative project delivery methods for contracts
 - k. Agreements
 - l. Rejection of bids for contracts
 - m. Real estate acquisitions by condemnation including requisite public hearings
 - n. Real estate acquisitions
 - o. Sale, lease or conveyance of HRSD property
 - p. Intellectual property agreements
 - q. Patent applications
 - r. Changes, amendments or reissuance of the Industrial Wastewater Discharge Regulations or Enforcement Response Plan
 - s. Selection of Commission consultants
 - t. Agreements requiring Commission approval
2. Consent agenda items shall be limited to items meeting the requirements for Commission approval as detailed herein but not typically warranting of a full briefing due to the nature of the action or previous communication with the Commission.
- a. Contract awards
 - b. Contract Change orders
 - c. Task orders
 - d. HRSD use of existing competitively awarded contract vehicle
 - e. Sole source procurement
 - f. *Transfer of Ownership of Sanitary Sewer Facilities*

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g. Vacation of Easement

e-h. Service Area Expansion

3. Informational agenda items (with or without briefings) may be presented with the agenda as appropriate.

- a. Monthly reports
- b. Quarterly investment reports
- c. Emergency declarations
- d. CIP update
- e. Strategic Planning Metrics Summary
- f. Effluent Summary (Monthly and Annual)
- g. Air Summary (Monthly and Annual)
- h. Other items as needed

B. Commission Workshops

Workshops shall be scheduled as needed to allow informal dialogue on a topic or narrow range of topics. Appropriate staff shall be available to brief and facilitate as well as provide subject matter expertise. No official actions shall be taken during workshops. Workshops are public meetings and shall be held in conformance with Virginia's Freedom of Information Act.

C. Committee Meetings

Committee meetings shall be scheduled as needed. Committee meetings are public meetings and shall be held in conformance with Virginia's Freedom of Information Act. Remote participation in committee meetings is not allowed. The Commission Chair shall be an ex-officio member of all committees, with voice and vote. However, the Commission Chair shall not be counted in determining the number required for a Committee quorum or in determining whether or not a quorum is present.

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SECTION 5. ANNUAL CALENDAR OF COMMISSION ACTIONS

Action	Schedule
Quarterly CIP Update	January
Finance Committee Meeting to Review Operating Budget	March
Quarterly CIP Update	April
Receive Finance Committee report	April
Appoint Operations & Nominations (O&N) Committee	May
Approve Annual Budget, CIP, Financial Plan and Schedule of Rates	May
O&N Committee Meeting after Regular Meeting	May
O&N Committee Meeting before Regular Meeting	June
Elect Officers	June
Quarterly CIP Update	July
Appoint Finance Committee	July
Finance Committee Meeting to Review Comprehensive Annual Financial Report (CAFR)	September -October
Accept CAFR	September-October
Quarterly CIP Update	October
Diversity Procurement Report	October
Evaluate General Manager's Performance	October

SECTION 6. ADVISORY ROLE OF FORMER COMMISSIONERS

So as not to lose the benefit of the insights gained during their years of service, former Commissioners may be asked to serve in an advisory role following the end of their term. Equipment required to facilitate communications with the General Manager and Commission officers may be provided to those serving in an advisory role.

SECTION 7. MODIFICATIONS

The operation of HRSD is a dynamic and evolving process. As such, the O&N Committee annually reviews these Guidelines and recommends proposed modifications to the Commission when appropriate and when statutes or regulations dictate changes.

The O&N Committee also annually reviews the schedule of items to be considered by the Commission to ensure effective oversight and efficient meetings.

HRSD Commission Governance Guidelines

SECTION 8. APPENDIX

The most current versions of the following documents are available on HRSD.com or, upon request, in hard copy.

- Budget
- Capital Improvement Program
- Comprehensive Annual Financial Report
- Enabling Act
- Schedule of Rates
- Trust Agreements

1.0 Purpose and Need

As a public body, gaining and keeping the trust of the public is paramount. HRSD Commissioners and employees are committed to maintaining high ethical standards in every aspect of their business as members of a public body. As a political subdivision of the Commonwealth, HRSD Commissioners and employees are committed to complying with all applicable laws and regulations governing ethics and conflicts of interest. **This policy is applicable to all HRSD employees.**

2.0 Definitions

Conflict of Interest – A situation in which a person is in a position to derive personal benefit from actions or decisions made in their official capacity.

HRSD Commissioner – A non-salaried citizen member of the HRSD Commission.

Gift – Any goods, meals, services, loans, tickets to events, greens fees, travel, lodging or similar items with monetary value or discounts, favors, gratuities, hospitality, forbearance, etc. This includes prizes awarded from drawings or similar games of chance at events attended in an official capacity. This also includes wreaths, candy, cookies, fruit baskets, etc., whether addressed to an individual or to HRSD.

Not a Gift – For the purposes of this policy the following are not considered gifts:

- Offer of a ticket, coupon, admission or pass if such item is **not** used
- Honorary degrees
- Food or beverage consumed and mementos received at an event at which an individual is performing official duties or is a speaker
- Registration or attendance fees (not travel costs) at an event at which individual is a speaker or event coordinator
- Unsolicited awards of appreciation or recognition (plaque, trophy, wall or desk memento)
- Gifts from relatives or Personal Friends
- Travel paid for by the government
- Travel, meals and activities directly associated with and paid for by a professional association that HRSD pays dues to on behalf of the agency or individual as part of their official duties
- Scholarships awarded competitively
- Travel related to an official meeting of HRSD
- Travel, lodging, meals, activities and logo clothing and related similar items associated with recruitment activities for permanent employment outside of HRSD while employed in an intern position

Immediate Family – Includes spouse and any other person who resides in the same household and who is a dependent of the Commissioner or employee.

Intern Positions – On-the-job experience for high school students, college and university students, or post-graduate adults, hired on a part-time seasonal or part-time temporary basis.

Personal Friend – An individual whose relationship with an HRSD employee or Commissioner pre-dates employment/appointment with HRSD and the relationship has a history of gift exchange or with whom a personal relationship developed totally unrelated to the employee's or Commissioner's position with HRSD.

Widely Attended Event – An event to which at least 25 persons have been invited or there is a reasonable expectation that at least 25 persons will attend the event and the event is open to individuals (i) who are members of a public, civic, charitable or professional organization, (ii) who are from a particular industry or profession, or (iii) who represent persons interested in a particular issue. Golf outings are never considered a widely attended event or a part of a widely attended event.

3.0 Guiding Principles

HRSD Commissioners and employees shall conduct themselves beyond reproach. Improprieties or the appearance of improprieties will not be tolerated. All prohibitions herein apply to Commissioners, employees and their immediate families.

Soliciting, accepting or receiving any Gift from a lobbyist, lobbyist's principal or any entity or person seeking to contract with HRSD is prohibited subject to exemptions for Gifts from relatives or Personal Friends.

Personal interest in or benefit from any contract with HRSD other than the employee's own employment contract is prohibited. Where such interest pre-exists, it shall be disclosed and the Commissioner or employee shall refrain from voting on or acting on behalf of HRSD in any manner in relation to the contract.

Participation in a transaction with HRSD where the employee has a personal interest in or may benefit from the transaction is prohibited. Such interest shall be disclosed and the Commissioner or employee shall refrain from voting on or acting on behalf of HRSD in any manner in relation to the transaction.

Engaging in transactions (excluding those associated with connection, payment or maintenance of a sewer service account or related activities available to all HRSD customers) with HRSD is prohibited for a period of six months post-employment or appointment (excluding employees in intern positions).

Food, beverages, mementos, entertainment or the cost of admission may be accepted when such a Gift is accepted or received while in attendance at a Widely Attended Event and is associated with the event.

Gifts received without specific recipients identified shall be returned whenever practicable. If return is not practicable, perishable gifts may be shared with the entire work center. Non-perishable gifts shall be collected and distributed to local charities as appropriate.

4.0 Procedures

This policy shall be communicated and provided to all HRSD Commissioners and employees upon commencement of appointment/employment and an acknowledgement of such shall be retained permanently in each employee's personnel file [Enterprise Resource Planning (ERP) System]. Commissioners' acknowledgements shall be retained by the Commission Secretary.

HRSD Commissioners or employees who have a personal interest in a company doing business with HRSD, or believe they have any other conflict requiring disclosure, shall disclose those interests immediately upon discovery of the personal interest in a company doing business with HRSD or other potential conflict. The Conflict of Interest Disclosure Form will include name and address of company doing business with HRSD, name and position of person at the company, as well as start and end date of the conflict.

HRSD Commissioners or employees who receive gifts at widely attended events that exceed \$100 in value shall disclose those gifts within 60 days of receiving a qualifying gift. The Gift Disclosure Form will include the name of the company/vendor giving the gift, estimated value and date received.

Employee disclosure forms will be available in the ERP system. HRSD Commissioner disclosure forms shall be obtained through, filed with and retained by the Commission Secretary. All disclosure forms may be reviewed by legal counsel.

Training on the Ethics Policy shall be provided to all HRSD employees on a biannual basis with records of attendance maintained in the ERP system. Training on the Ethics Policy will be provided to HRSD Commissioners at time of appointment and periodically thereafter.

COMMISSION ADOPTED POLICY
Ethics



Adopted: October 27, 2015

Revised: March 26, 2019
Effective: April 1, 2019

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5.0 Responsibility and Authority

This policy shall be reviewed annually by the Operations and Nominations Committee and revised as required to conform to current law and regulations.

Approved:

Frederick N. Elofson, CPA
Commission Chair

Date

Attest:

Jennifer L. Cascio
Commission Secretary

Date

1.0 Purpose and Need

On occasion a Commissioner may be unable to attend a meeting of the Commission due to an emergency or personal situation. This policy covers how a Commissioner may still participate from a remote location in meetings of the HRSD Commission by electronic means as permitted by Virginia Code § 2.2-3708.1 on these rare occasions.

2.0 Definitions

Emergency or personal matter – Examples include but are not limited to car trouble on the way to the meeting; traffic congestion or stoppage; personal, family or business emergency; blizzard, flood or other sudden severe weather conditions that prevent travel to the meeting location.

Physical disability or other medical condition – Examples include but are not limited to temporary hospitalization or confined to home, contagious illness, any permanent physical disability that prevents travel to the meeting location.

Quorum - Four members of the Commission physically assembled in one location shall constitute a quorum.

3.0 Guiding Principles

The HRSD Commission practices open and transparent governance in full compliance with FOIA and other applicable laws and regulations. Commissioners shall make every effort to physically attend every meeting of the Commission.

Remote participation in committee or subcommittee meetings, as a committee member, shall not be permitted.

This policy shall apply to the entire membership and without regard to the identity of the member requesting remote participation or the matters that will be considered or voted on at the meeting.

Use of a mobile device while driving should be avoided.

Remote participation due to an emergency or personal matter is limited to two meetings per member per year out of the twelve required meetings of the Commission held each year. This limit does not apply to remote participation due to a physical disability or other medical condition.

COMMISSION ADOPTED POLICY
Remote Participation



Adopted: July 28, 2015

Revised: August 25, 2015

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Commissioners with temporary or permanent disability or other medical condition that prevents the Commissioner's physical attendance may participate remotely in accordance with this policy.

4.0 Procedures

In order to permit a Commissioner to participate in a meeting by electronic means, a quorum of the HRSD Commission must be physically assembled at the noticed meeting location. Arrangements will be made for the voice of the remote participant to be heard by all persons at the noticed meeting location.

On or before the day of a properly noticed meeting, a Commissioner that is unable to attend shall notify the Chair and identify with specificity the nature of the emergency or personal matter.

The specific reason that the member is unable to attend the meeting and the remote location from which the member participates will be recorded in the meeting minutes.

Individual participation from a remote location must be approved by majority vote of the Commissioners physically assembled at the noticed meeting location. If the HRSD Commission votes to disapprove of the member's participation because such participation would violate this policy, such disapproval will be recorded in the minutes with specificity.

5.0 Responsibility and Authority

This policy shall be reviewed annually by the Operations and Nominations Committee and revised as required to conform to current law and regulations.

Approved:

Handwritten signature of Vishnu K. Lakdawala in black ink.

Vishnu K. Lakdawala, Ph.D.
Commission Chairman

8/25/2015

Date

Attest:

Handwritten signature of Jennifer L. Cascio in blue ink.

Jennifer L. Cascio
Commission Secretary

8/25/2015

Date