MASSACHUSETTS WATER RESOURCES AUTHORITY

Meeting of the Board of Directors

July 29, 2026

A meeting of the Massachusetts Water Resources Authority (MWRA) Board of Directors was held on July 29, 2026 at MWRA Headquarters at Deer Island, Boston, and via remote participation.

Chair Tepper presided from MWRA Headquarters. Board Members Flanagan, Pappastergion, Peña, and Vitale participated at MWRA Headquarters. Board Members Foti, Taverna and Wolowicz participated remotely. Board Members Swett, Jack Walsh and Patrick Walsh were absent.

MWRA Executive Director Stephen Estes-Smargiassi; General Counsel Carolyn Francisco Murphy; Deputy General Counsel Michael Altieri; Chief Operating Officer Kathy Murtagh; Deputy Chief Operating Officers Stephen Cullen and Rebecca Weidman; Director of Finance Thomas Durkin; Director of Administration Michele Gillen; Chief Equity and Inclusion Officer (AACU) Wendy Chu; Construction Director Martin McGowan; Environmental and Regulatory Affairs Director Colleen Rizzi; Security Services Manager Kathryn Keating; MIS Director Paula Weadick; Construction Coordinator Jeffrey Bina; Waterworks Director Valerie Moran; Chief of Staff Katie Ronan; Associate General Counsels Angela Atchue and Kristen Schuler; IT Asset and Configuration Manager Michael Curtis; and, Assistant Secretary Kristin MacDougall were among those attending at MWRA Headquarters.

Vandana Rao, EEA attended remotely.

Chair Tepper called the meeting to order at 1:05pm.

The Chair noted that the Annual Meeting of the Personnel and Compensation Committee Independent of Management would immediately follow Personnel and Compensation Approvals.

ROLL CALL

Assistant Secretary Kristin MacDougall took roll call of Board Members in attendance and announced that Board Members Foti, Taverna and Wolowicz were participating remotely. The Chair announced that the meeting was being held at MWRA Headquarters and virtually via a link posted on MWRA's website. She added that the meeting was being recorded, and the agenda and meeting materials were available on MWRA's website.

(Ms. Wolowicz temporarily left the meeting after Roll Call.)

APPROVAL OF JUNE 24, 2026 AND JULY 10, 2026 MINUTES

A motion was duly made and seconded to approve the minutes of the June 24, 2026 and July 10, 2026 Board of Directors' meetings as presented and filed with the records of this meeting.

Chair Tepper asked if there was any discussion or questions from the Board. Hearing none, she requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		

Documents used for this meeting and cited in these minutes, including meeting materials/staff summaries, presentations, and approved minutes, are posted on MWRA's website. https://www.mwra.com/about-mwra/governance-management/board-directors/archive-agendas-and-minutes

Yes	No	Abstain
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		

(ref. I)

REPORT OF THE CHAIR

Secretary Tepper thanked Board members for their participation in the July 10, 2026 Board of Directors' meeting at the Quabbin Visitors Center. She relayed that she was moved by the Quabbin watershed community representatives' testimonies and appreciated the number in attendance, and the meeting was informative. Chair Tepper advised that she hopes the Board will move forward with some concrete responses to the communities; and she would spend time considering ideas and return to the Board with ways to answer some of the questions and resolve some of the issues. Finally, the Chair reported that the Mass Ready Act (Environmental Bond Bill) was in conference. (ref. II)

REPORT OF THE EXECUTIVE DIRECTOR

MWRA Executive Director Stephen Estes-Smargiassi confirmed that the August 19, 2026 Board of Directors' meeting was cancelled. He then reported that MWRA had met a significant milestone on the Saugus River Crossing Section 56 Pipeline Replacement project ("Section 56") which was nearly complete, and invited MWRA Director of Construction Martin McGowan to update the Board.

Mr. McGowan noted that the Section 56 pipeline was disinfected and presented slides with drone video footage showing the project's large scale, complex and challenging location. He reported the pipe string was successfully pulled through during a 21-hour effort and described the construction equipment and operations. In response to a question from Mr. Flanagan, Mr. McGowan explained that the pipeline installation took place approximately 35 feet below the riverbed at its lowest point. Mr. McGowan then discussed challenges and highlighted photos of the project's equipment, the Lynn side exit pit and the horizontal directional drilling breakthrough. He reported that the contractor was demobilizing the drilling equipment; presented photos of the remaining near surface pipe to be connected; and relayed that staff were working to complete the drilling operation and exit the Point of Pines Yacht Club site as quickly as possible. In response to questions from Mr. Pappastergion, Mr. McGowan explained that drilling was performed prior to pipe pullback. Mr. Estes-Smargiassi added that the operation took place over 8-10 weeks. There was discussion with questions and answers about the drilling operation and the soil conditions (cobbles, boulders, glacial till).

Secretary Tepper congratulated staff on the success of the project and remarked on the presentation.

Mr. Estes-Smargiassi resumed his report. He relayed that drought conditions continued, and MWRA has been communicating with customers, including through its website, social media and water quality reports. He reported that the Quabbin reservoir was approximately 81% full as of that morning, adding that he hoped expected rainstorms would help to increase its volume. Mr. Estes-Smargiassi also noted that MWRA, with cooperation from DPH and DEP, had conducted over 50,000 free drinking water lead tests for area schools and daycares since 2016; several senior managers had recently attended the National Association of Clean Water Agencies conference; and public outreach for the Draft Long-Term

Combined Sewer Overflow ("CSO") Control Plan continued, including meetings with local officials and activist groups. Next, Mr. Estes-Smargiassi reported that an electrical breaker trip at the Clinton Wastewater Treatment Plant Chemical Building and failure of the alarming software caused a gap in the treatment chemical feed during the late afternoon of July 26 into the morning of July 27, 2026. He advised that the DEP was informed; staff were investigating; and regulatory tests for effluent bacteria levels met all standards. He indicated that staff do not believe the incident is a violation and acknowledged it warrants investigation to determine the causes of the initial issue and alarm failure. Finally, Mr. Estes-Smargiassi briefly updated the Board on land acquisition related to the Metropolitan Water Tunnel Program. (ref. III)

(Ms. Wolowicz returned to the meeting during the report.)

ADMINISTRATION, FINANCE AND AUDIT

Information

Delegated Authority Report – July 2026

Committee Chair Flanagan invited Board Members' questions about the Delegated Authority Report for July 2026.

Mr. Flanagan asked if there was any discussion or questions from the Board. Hearing none, he moved to the next Information Item. (ref. IV A.1)

Annual Update on New Connections to the MWRA System

Colleen Rizzi, MWRA Environmental and Regulatory Affairs Director, provided an annual update on new connections to the MWRA system as detailed in the Staff Summary and PowerPoint presentation ("meeting slides"). She presented an overview of MWRA system expansion policies, new sewer connections since 2022 including the Crescent Ridge Dairy and the Rivers School, and new water connections since 2002 including the Lynfield Water District and two straddle connections. Ms. Rizzi noted that new connections are governed by agreements that stipulate limits, and no communities exceeded withdrawal limits in 2025. She then discussed communities that are in the process of pursuing short-term admission to the MWRA's water or sewer systems and noted that staff are working with some potential sewer system users seeking to transmit relatively low volumes. Finally, Ms. Rizzi relayed that 2025 was a busy year for new connection activity and staff expect the program to ramp up through 2026.

Mr. Peña asked if Billerica would be eligible for MWRA's current water system entrance fee waiver policy (OP.10). Ms. Rizzi outlined the waiver requirements with respect to economic development impacts, water supply or water quality issues, and location in a stressed basin; explained that Billerica would be eligible if it met the requirements and briefly discussed admitted communities' eligibility under OP.10. In response to Mr. Peña's follow-up questions, Ms. Rizzi explained that a community must meet one of the criteria to be eligible for admission and the entrance fee assessment is based on a community's volume share. Mr. Peña asked if a community that receives an entrance fee waiver for partial service can carry the waiver forth if it subsequently joins on a full-service basis. Ms. Rizzi explained that waivers are issued on a one-time basis and cannot be applied to subsequent requests for additional volumes or services. There was brief, general discussion about the one-time use provision. (ref. IV A.2)

Contract Amendments/Change Orders

Security Guard Services for Various MWRA Facilities: United Security, Inc., Contract EXE-048, Amendment 1

A motion was duly made and seconded to authorize the Executive Director, on behalf of the Authority, to execute Amendment 1 to Contract EXE-Security Officer Services for various MWRA facilities, with United Security, Inc., exercising the first option to renew, increasing the contract amount by $3,214,429.74, from $8,694,782.87 to an amount not to exceed $11,909,212.61, and extending the contract term by 365 calendar days from February 6, 2027 to February 6, 2028.

Kathryn Keating, MWRA Security Services Manager, requested Board approval of Amendment 1 to a Security Officer Services contract with United Security Inc. ("USI") as presented in the Staff Summary. She outlined the scope, cost and terms of the proposed Amendment and the original contract to provide 24-7/365 security at various MWRA facilities. Ms. Keating reviewed USI's responsibilities, qualifications and high level of performance and highlighted USI staff's positive interactions with the public during the Sail Boston event at Deer Island in July 2026. Finally, she explained that staff seek to extend the current contract because of USI's performance, and to maintain service continuity and leverage exiting pricing stability.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. IV B.1)

Infor Lawson CloudSuite Upgrade: RPI Consultants, LLC, Contract No. 7286, Amendment 2

A motion was duly made and seconded that the Executive Director, on behalf of the Authority, approve Amendment 2 to Contract 7286, Infor Lawson CloudSuite Upgrade with RPI Consultants, LLC, increasing the contract amount by $3,513,373, from $8,914,440 to $12,427,813, and extending the contract term by 38 months, from September 17, 2026 to November 15, 2029.

Paula Weadick, MWRA MIS Director, sought Board approval for an Amendment with a cost and time increase to a contract with RPI Consultants, LLC ("RPI") for the migration of MWRA's Enterprise Resource Planning (ERP) system to Infor CloudSuite as detailed in the Staff Summary. She outlined the scope and cost of the original contract and reported the new ERP system successfully went live in February 2026 with some challenges. Ms. Weadick relayed that staff were requesting this Amendment for a three-year subscription renewal and an allowance increase for engineering services in support of system improvements on a task order basis.

In response to Chair Tepper's request for clarification, Ms. Weadick explained that the requested time extension would cover the duration of the software subscriptions. In response to the Chair's follow-up questions, Ms. Weadick affirmed that MWRA would pay for the software subscriptions every year. She explained that this proposed Amendment includes a three-year subscription, and staff plan to seek a direct purchase from the manufacturer in the future. Mr. Estes-Smargiassi added staff had planned to make a direct purchase, however, extensions for the contract and license agreements were now requested to continue work underway.

There was brief, technical discussion with questions and answers about the terms "staging" and "production" with respect to licensing agreements. Mr. Vitale requested more information about the ERP migration challenges noted in the Staff Summary. Ms. Weadick described challenges related to business rules for time entry and overtime for Union staff, noting that MWRA has five Unions.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
		Foti
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(Foti, inaudible, technical difficulty)
(ref. IV B.2)

WASTEWATER POLICY AND OVERSIGHT
CONTRACT AMENDMENTS/CHANGE ORDERS
Deer Island Treatment Plant Clarifier Rehabilitation, Phase II: Walsh Construction Company II, LLC, Contract 7395, Change Order 4

A motion was duly made and seconded to authorize the Executive Director, on behalf of the Authority, to approve Change Order 4 to Contract 7395, Deer Island Treatment Plant Clarifier Rehabilitation, Phase II, with Walsh Construction Company II, LLC, for an amount not-to-exceed $685,962.04, increasing the contract amount from $297,511,276.68 to $298,197,238.72, with no increase in contract term.

Further, a motion was duly made and seconded to authorize the Executive Director to approve additional change orders as may be needed to Contract 7395 in an amount not-to-exceed the aggregate of $1,000,000, and 180 days in accordance with the Management Policies and Procedures of the Board of Directors.

MWRA Construction Director Martin McGowan requested Board approval of proposed Change Order 4 to the Deer Island Treatment Plant ("DITP") Clarifier Rehabilitation Contract 7395 with Walsh Construction Company II, LLC ("Walsh"). He presented a summary of the proposed scope and cost and relayed that Change Order 4 was for two items associated with the channel aeration system and an increase to the Fire Department allowance.

Mr. McGowan noted that with respect to redelegation, 7395 was by far MWRA's largest active construction contract and MWRA Construction Coordinator Jeffrey Bina was working closely with the contractor to move through some change orders. He added that this project and the application of change orders is challenging because it entails work on a significant number of tanks (48 primary and 54 secondary clarifiers). Mr. McGowan also relayed that staff and the contractor are working to develop a plan to effectively use the requested delegated allowance and expect to request additional change orders at future meetings.

Mr. McGowan then presented photos of the channel aeration system in operation and discussed work to be performed under proposed Change Order 4, including the installation of additional main header supports due to pipe stress analysis findings, and diffuser assembly modifications to address the accumulation of rags (non-flushable wipes that are advertised as "flushable") as detailed in the Staff Summary and meeting slides. He presented photos of the significant accumulation of rags after a one-year period and described MWRA's ongoing outreach efforts to encourage the public to reduce the use of wipes. Mr. McGowan added that proposed Change Order 4 included an increase for Fire Department allowances in support of hot work such as welding within the clarifiers.

Next, Mr. Bina presented a brief update including secondary clarifier tank rehabilitation and influent valve installation. He noted the substantial number of workers on site, the complex project sequencing, that the contract is behind schedule, and that the contractor is working extended hours and that staff are working with the contractor to help improve the schedule.

Mr. McGowan added that staff were evaluating the contractor's schedule and expect to return to the Board to request additional change orders and an Amendment with time extension to the associated resident engineering/resident inspection/engineering services during construction contract with CDM Smith. Mr. Estes-Smargiassi added that due to DITP's age, staff expect to present a number of future contracts that are similarly large in scale and noted the logistical complexity of performing such work while continuing operations.

(Ms. Wolowicz left and returned to the meeting during the presentation.)

In response to a question from Chair Tepper, Mr. McGowan explained that staff were currently requesting delegated authority in an amount up to $1 million, and/or 180 calendar days; the proposed amount is expected to cover one or two additional change orders in process; and staff are likely to request an additional change order in Fall, 2026. In response to the Chair's follow-up question, Mr. McGowan affirmed that the purpose of the delegation is to fund future change orders for known work without needing to seek Board approval and relayed that MWRA's delegated authority limit had been increased from $250,000 to $1 million in recent years.

Mr. Estes-Smargiassi briefly summarized the delegated authority process and outlined some of its cost and time benefits. There was discussion with questions and answers about why some change orders required Board votes, while others were executed under delegated authority and how delegated authority streamlines Board Meetings. Mr. Pappastergion noted the in-depth discussion that took place when delegated authority limits were last increased and suggested that the Board may want to consider another update. Mr. Estes-Smargiassi agreed, noting inflation.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. V A.1)

WATER POLICY AND OVERSIGHT

Approvals

Memorandum of Agreement between Massachusetts Water Resources Authority and Boston Water and Sewer Commission (BWSC) Related to Replacement of MWRA Water Main by BWSC during its Lake Street Culvert Replacement Contract

A motion was duly made and seconded to authorize the Executive Director, on behalf of the Authority, to execute a Memorandum of Agreement with Boston Water and Sewer Commission (BWSC), substantially in the form attached to the July 29, 2026 Staff Summary presented and filed with the records of this meeting, related to reimbursement to BWSC for construction costs associated with replacement of Authority's Section 47 water main, under BWSC's Construction Contract 18-309-003, in a not to exceed amount of $70,000.

Further, a motion was duly made and seconded to authorize the Executive Director, on behalf of the Authority, to approve and execute amendments to such Memorandum of Agreement, in an amount not to exceed the aggregate of $17,500, for further reimbursement to BWSC for additional costs approved by the Executive Director relating to the replacement of the Authority's Section 47 water main.

Valerie Moran, MWRA Waterworks Director, presented the history and location of MWRA's Section 47 water main in Brighton that runs under a c.1895 BWSC field stone culvert. She relayed that during the design phase for a recently completed Section 47 cleaning and relining project (Contract 6392), BWSC had notified MWRA of plans to replace the culvert; and, while it was originally anticipated that both projects would proceed on a similar timeline, the schedules did not ultimately align. Ms. Moran explained that replacement of the BWSC culvert presented a construction conflict with increased risk of damage to Section 47 beneath due to the culvert's location and deteriorating condition; therefore, MWRA and BWSC developed a coordinated approach to mitigate the risk and improve future maintenance that includes the relocation of approximately 90 feet of Section 47 to above the culvert; and, this approach is incorporated into this proposed Memorandum of Agreement (MOA). Finally, Ms. Moran requested Board authorization of the MOA with delegated authority and summarized its scope, terms and cost, all as detailed in the Staff Summary.

In response to a question from Mr. Taverna, Ms. Moran relayed that a bypass pipeline was not required because the main could be isolated to maintain supply. In response to Mr. Taverna's follow-up question, Ms. Moran affirmed that the pipe would be moved above the culvert to a sidewalk area with ample clearance below the frostline.

In response to a question from Mr. Pappastergion, Ms. Moran advised that BWSC would perform the project work. Referring to the Staff Summary (page 2, paragraph 3) Mr. Vitale noted on behalf of BWSC Chief Engineer John Sullivan that MWRA was two years ahead of BWSC on this project.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. VI A.1)

PERSONNEL AND COMPENSATION
Approvals
Non-Union Manager Compensation Study (vote)
Personnel and Compensation Committee and Non-Union Manager Compensation Subcommittee (NU Subcommittee") Chair Wolowicz invited Board Vice-Chair Pappastergion to open discussion on the non-union manager compensation study.

Mr. Pappastergion observed that the most recent, in-depth Board discussion about the study took place in spring, 2026 with no action taken. He relayed to MWRA staff that the Board has taken the study very seriously and wanted to make real-time changes to make things right with non-union managers; and, as a Board Member, he did not wish to send a message to staff that the study has been completed with no Board action or discussion. Mr. Pappastergion encouraged the Board to discuss the matter during the next several months and recommended a goal of taking action before the end of 2026, with implementation at the start of 2027. Mr. Pappastergion acknowledged some overlap between members of the NU Subcommittee and the Preliminary Screening Committee for the Executive Director Position and suggested that the Board could adjust the NU Subcommittee membership if needed to accommodate any conflicts and accelerate the process. He reiterated his call for the Board to discuss the NU compensation by November 2026 and implement some of its recommendations at a future meeting. Finally, Mr. Pappastergion noted the study report was well-prepared, and staff had provided additional information to Board members.

Mr. Vitale expressed support for Mr. Pappastergion's position and relayed that he would second a proposed motion.

Chair Tepper asked Messrs. Vitale and Foti if they were able to continue serving on the NU

Subcommittee, and they responded in the affirmative. In response to Mr. Pappastergion's follow-up question, Ms. Wolowicz affirmed that she was able to continue as Subcommittee Chair.

Ms. Wolowicz thanked Mr. Pappastergion for his recommendations and noted some factors that had affected the study timeline including former MWRA Executive Director Fred Laskey's recent retirement. She expressed confidence in Mr. Estes-Smargiassi's ability to help expedite the process and appreciation for MWRA staff and NU managers. Mr. Pappastergion noted that after some thought, he believed that it would be fairer to the next Executive Director if the Board took action and implemented any changes before the end of 2026.

Chair Tepper requested a sense of the Board on Mr. Pappastergion's recommendations, and the Members expressed consensus.

A motion was duly made and seconded that the Board of Directors charge the Non-Union Manager Compensation Study Subcommittee with (i) reviewing the completed non-union manager compensation study, and any other relevant documents, information and data, (ii) developing possible implementation options and scenarios and a recommendation, with cost information, for the Board's consideration, and (iii) reporting back to the Board of Directors no later than the November 2026 Board meeting, with the goal of allowing any Board-approved implementation to take effect in or about January 2027, or another date approved by the Board. If appropriate, MWRA staff shall provide requested documents, information and data to the Subcommittee. This motion does not obligate the Board of Directors to take any action with respect to nonunion manager compensation or any recommendation of the Subcommittee or to bind the Board to any outcome. Action, if any, with respect to non-union manager compensation and any recommendation of the Subcommittee shall remain within the discretion of the Board of Directors.

There was brief, general discussion, and Mr. Pappastergion relayed that this motion intends to clarify that the full Board of Directors would be included in decisions with respect to NU Manager compensation. Mr. Vitale agreed.

Noting that some values may have changed over time, Mr. Peña requested that staff update the sample implementation spreadsheet and the Subcommittee take a forward look at the NU Total Compensation Report prepared by the UMass Boston Collins Center to ensure that it is up to date. He also requested that MWRA Finance staff weigh in on the values for approximately 12 months ahead.

In response to a question from Mr. Pappastergion, Ms. Gillen and Ms. Francisco Murphy relayed that the Collins Center contract had ended and the Study was complete. There was further general discussion, and Board Members expressed agreement with Mr. Peña's request for updated values. Mr. Foti requested that staff also provide updates on the difference between current NU Manager salaries and those included in the completed study report. There was brief, general discussion about the information updates.

Chair Tepper noted that the PSC has frequently heard that the salary offered for the MWRA Executive Director position is low and may discourage some applicants. In response to Mr. Pappastergion's question, the Chair affirmed that the Executive Director's salary was recently adjusted, however, the PSC has received feedback indicating that it is low. Mr. Vitale acknowledged the Chair's point, adding that BWSC has been receiving feedback from out-of-state professionals regarding the high cost of living in

Massachusetts, and Chair Tepper noted Governor Healey's initiatives for affordability.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. VII A.1)

July 2026 PCR Amendments

A motion was duly made and seconded to approve amendments to the Position Control Register (PCR) as presented in, and attached to, the July 29, 2026 Staff Summary and filed with the records of this meeting.

Michele Gillen, MWRA Director of Administration, requested Board approval for four recommended PCR Amendments, including the creation of a new Deputy Director, Procurement Strategies and Compliance position to support an anticipated uptick in Capital spending projects such as at DITP and headworks facilities and for the Metropolitan Water Tunnel and CSO Control Programs. She relayed that staff anticipate presenting additional recommendations with respect to the staffing and organizational structure needed to support increased Capital spending efforts.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. VII A.2)

Appointment of Kathleen M. Baskin, Director, Planning and Sustainability, Operations Division

A motion was duly made and seconded to approve the appointment of Ms. Kathleen M. Baskin to the position of Director, Planning and Sustainability (Non-Union, Grade 16) at an annual salary of $191,604 commencing on a date to be determined by the Executive Director.

Ms. Gillen relayed that the Director of Planning and Sustainability is a key management position, discussed the recommended candidate's qualifications and work experience, and noted that Ms. Baskin would be a valuable member of the team. There was brief discussion about the position's salary. Chair Tepper relayed that Ms. Baskin would be a great addition to MWRA staff. There was brief, general discussion about permitting.

Hearing no further discussion or questions from the Board, Chair Tepper requested a roll call vote in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. VII A.3)

ANNUAL MEETING OF THE PERSONNEL AND COMPENSATION COMMITTEE INDEPENDENT OF MANAGEMENT

Chair Tepper announced that the Annual Meeting of the Personnel and Compensation (P&C") Committee Independent of Management was next, with Committee Chair Wolowicz presiding.

Call to Order

The meeting was called to order at 2:10pm.

Ms. Wolowicz announced that the Personnel and Compensation Committee would conduct the annual Accountability and Transparency Act review independent of management, and that the same Board members who were attending the Board of Directors' meeting were also attending and participating in this review independent of Management.

Authority Accountability and Transparency Act Compliance

MWRA General Counsel Carolyn Francisco Murphy briefly explained the Authority Accountability and Transparency Act ("Transparency Act Review") and asked MWRA non-union managers to leave the meeting, which was open to the public. The managers and Ms. Francisco Murphy left the meeting.

Ms. Wolowicz invited Board Members' comments on the information presented in the Staff Summary. There was general discussion about the purpose, procedures and frequency of the Transparency Act Review, including of the salaries of MWRA's Executive Director, General Counsel, Chief Operating Officer, Director of Finance and Director of Administration ("five Directors").

Chair Tepper relayed that she had reviewed the information provided in the Staff Summary and in her view, the salaries of the Finance Director and General Counsel appeared low in comparison to those at other comparable organizations, while some of the salaries appeared about right.

Mr. Foti noted that the NU study was an acknowledgement of the Board's intention to take action regarding compensation for the five Directors and other staff. He suggested including any recommendations with respect to the five Directors' salaries in the Board's planned fall 2026 deliberations about NU managers compensation. There was brief discussion about this approach.

Ms. Wolowicz relayed that the Board would typically vote on increases for the five Directors at this Transparency Act Review; agreed that salary recommendations should not be made at this meeting; and noted any future recommendations could be applied retroactively. Board members expressed agreement.

Mr. Pappastergion relayed that he recommended making no changes to the Executive Director compensation at this time as it was recently increased and is advertised; in his view the Chief Operating Officer salary appeared appropriate and was close to colliding with that of the current Executive Director; he was still considering recommendations for increasing the other Directors' salaries; and agreed that no action should be taken during this Transparency Act Review. He noted that this exercise is mandated by state law, and there was discussion about how this meeting fulfilled requirements. Mr. Vitale agreed with Mr. Pappastergion and noted that the Executive Director's performance review and contract would typically be discussed at this time during the Board meeting cycle.

There was brief, general discussion about this meeting's procedures, the order of operations, next steps, and the motion regarding NU manager compensation that was made and passed earlier in the meeting (ref. VII A.2). Mr. Peña relayed that per his understanding, the NU study implementation plan would include placing current NU managers into the closest step within the salary range as recommended in the study report, and the Board could make additional adjustments at its discretion. Mr. Foti agreed.

A motion was duly made and seconded to adjourn the Authority Accountability and Transparency Act Review Independent of Management.

which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. VII)

The meeting concluded at 2:17pm. (ref. VII)

Ms. MacDougall invited MWRA Managers back to the meeting.

RESUMPTION OF BOARD OF DIRECTORS' MEETING
The Board of Directors' meeting resumed at 2:18pm.

Chair Tepper announced that the Board did not take any action regarding salaries during the Annual Meeting of the Personnel and Compensation Committee Independent of Management given the earlier motion with respect to the NU managers' compensation study (ref. VII A.2), and all salaries would be looked at the same time during the Board's review of NU managers' compensation. She relayed the Board's commitment to performing this review quickly and with a goal of completion this year.

CORRESPONDENCE TO THE BOARD

Chair Tepper announced that the Board of Directors had received a July 14, 2026 email and letter from Jane Peirce regarding equity for Quabbin watershed towns and a July 14, 2026 letter from Raymond Bricault, Jr. regarding equity for Wachusett Reservoir watershed towns. She noted she had read this correspondence, which was consistent with other issues heard at the July 10, 2026 Board of Directors' meeting; found the Wachusett Watershed communities' view that all watershed communities share some of the same issues to be reasonable and noted they should be looked at. She then invited Board discussion. Hearing none, the Chair moved to Other Business.(ref. VIII)

OTHER BUSINESS

Preliminary Screening Committee (Executive Director Position)

Preliminary Screening Committee Update (verbal)

Chair Tepper reported that the Preliminary Screening Committee ("PSC") was scheduled to meet on August 5, 2026 to continue the review of resumes; round one of the virtual interviews was planned for August 17 and 18 and round two interviews were expected to be held in person in September. There was brief discussion with questions and answers about the number of applications received, upcoming PSC meetings and the anticipated number of round one interview candidates. Chair Tepper briefly described the PSC's resume review process to date and the Committee's next steps. In response to a question from Mr. Pappastergion, Chair Tepper relayed that the PSC intended to present at least two final candidates to the full Board. (ref. IX A.1)

EXECUTIVE SESSION

Having no further Business in Open Session, Chair Tepper requested a motion to conclude Open Session and enter into Executive Session to discuss Real Estate and Litigation, noting that Open Session may have a detrimental effect on the litigating and negotiating positions of the Authority. The Chair announced the planned topics for Executive Session were watershed land acquisition and discussion of strategy with respect to litigation. She announced that the Board would not return to Open Session after the conclusion of Executive Session.

Mr. Vitale acknowledged and thanked MWRA staff for their excellent work during the Sail Boston event at Deer Island, which he attended on July 11, and requested that the following names be entered into the records of this meeting: Stephen Estes-Smagiassi, Michele Gillen, Steve Cullen, Gary Cacace, Lee Dagger, Edna Fils-Aime, Leo Haskell, Tim Jonah, Kathryn Keating, Kristin MacDougall, Leo Maxwell, Erin Olivera, David Stokes, Mike Strangie, Nicole Vitale, Chad Whiting, and all of the team members who may have been inadvertently omitted from this list. He reported that the event was well organized; shared some examples of staff's helpfulness and friendliness toward members of the public; and relayed that the successful event was a positive indication of MWRA as an organization. There was brief, general discussion about Sail Boston including staff's roles and the cleanliness of the DITP facilities and grounds.

A motion was duly made and seconded to conclude Open Session and enter Executive Session for the purposes outlined.

Ms. MacDougall reminded Board members that under the Open Meeting Law members who were participating remotely in Executive Session must state that no other person is present or able to hear the discussion at their remote locations. A response of “yes” to the Roll Call to enter Executive Session when their name was called would also be deemed their statement that no other person was present at their remote location or able to hear the Executive Session discussion.

Upon the motion duly made and seconded, a roll call vote was taken in which the members were recorded as follows:

Yes	No	Abstain
Tepper		
Flanagan		
Foti		
Pappastergion		
Peña		
Taverna		
Vitale		
Wolowicz		

(ref. X)

Voted: to conclude Open Session, and to enter Executive Session.

The meeting concluded at 2:25pm.

*** Executive Session ***

The meeting entered Executive Session at 2:26pm and adjourned at 3:09pm.

Approved: September 23, 2026

Attest: Kristin MacDougall for
Brian Peña, Secretary

LIST OF DOCUMENTS AND EXHIBITS USED

- Draft Minutes of the June 24 and July 10, 2026 Board of Directors’ meetings (ref. I)
- 7/29/26 Presentation – Section 56 Saugus River Crossing Drone Footage (ref. III)
- 7/29/26 Staff Summary – Delegated Authority Report – June 2026 (ref. IV A.1)
- 7/29/26 Staff Summary and Presentation – 2025 Annual Update on New Connections to the MWRA System (ref. IV A.2)
- 7/29/26 Staff Summary – Security Guard Services for Various MWRA Facilities: United Security, Inc., Contract EXE-048, Amendment 1 (ref. IV B.1)
- 7/29/26 Staff Summary – Infor Lawson CloudSuite Upgrade: RPI Consultants, LLC, Contract No. 7286, Amendment 2 (ref. IV B.2)
- 7/29/26 Staff Summary and Presentation – Deer Island Treatment Plant Clarifier Rehabilitation,

Phase II: Walsh Construction Company II, LLC, Contract 7395, Change Order 4 (ref. V A.1)

- 7/29/26 Staff Summary and Presentation – Memorandum of Agreement between Massachusetts Water Resources Authority and Boston Water and Sewer Commission (BWSC) Related to Replacement of MWRA Water Main by BWSC during its Lake Street Culvert Replacement Contract (ref. VI A.1)
- 7/29/26 Staff Summary – PCR Amendments – July 2026 (ref. VII A.2)
- 7/29/26 Staff Summary – Appointment of Director, Planning and Sustainability, Operations Division (ref. VII A.3)
- 7/29/26 Staff Summary – Authority Accountability and Transparency Act Compliance (ref. VII)
- Correspondence to the Board: 7/14/26 Email and Letter, Jane Peirce, Regarding Equity for Quabbin Watershed Towns; 7/14/26 Letter, Raymond J. Bricault Jr., Vice-Chair, West Boylston PILOT Equity committee, regarding Wachusett Reservoir Watershed Town Equity (ref. VIII)