SPECIAL MEETING OF THE BOARD OF DIRECTORS
MINUTES OF THE MEETING
JUNE 5, 2026, 9:00 AM
(Via Microsoft Teams)

DIRECTORS PRESENT

District of Columbia Members

1. Unique Morris-Hughes, Principal, Board Chair
2. Rachna Bhatt, Principal
3. Anthony Giancola, Principal
4. Howard Gibbs, Principal
5. Richard Jackson, Principal
6. Jed Ross, Principal
7. Alexander McPhail, Alternate
8. Jimmy Ortiz, Alternate
9. Robert Hawkins, Alternate

Prince George's County Members

1. Kevin Stephen, Principal
2. Samuel Moki, Principal
3. Oluseyi Olugbenle, Alternate

Montgomery County Members

1. Fariba Kassiri, Principal
2. Jennifer Macedonia, Principal
3. Amy Stevens, Alternate
4. John Markovs, Alternate

Fairfax County Members

1. Christopher Herrington, Principal
2. Sarah Motsch, Alternate

<u>DC WATER STAFF</u>

1. David Gadis, CEO and General Manager
2. Gregory Hope, Interim Chief Legal Officer & EVP
3. Lola Oyeyemi, Interim Chief Financial Officer & EVP
4. Matthew Brown, Chief Operating Officer & EVP
5. Kirsten Williams, Chief Administrative Officer & EVP
6. Debra Mathis, Acting Secretary to the Board

The Special Meeting of the Board of Directors was called to order by Chair Dr. Unique Morris-Hughes at 9:24 a.m. The meeting was held via Microsoft Teams. Acting Board Secretary Debra Mathis confirmed a quorum was present.

I. EXECUTIVE SESSION

Following a motion and majority vote, the Board entered executive session at 9:29 a.m. in accordance with D.C. Official Code § 2-575(b)(4)(A), for the purpose of obtaining legal advice and preserving attorney-client privilege regarding settlement terms. The Board sought and received counsel related to a matter concerning the Chief Executive Officer and General Manager.

During the executive session, the Board received a comprehensive legal briefing. Members deliberated the merits of negotiating a settlement and separation agreement pertaining to the employment of the Chief Executive Officer and General Manager. The discussion included consideration of the most favorable terms for such an agreement.

Upon conclusion of these deliberations, the Board authorized the termination of the contract and the commencement of negotiations for a settlement and separation agreement based on the draft terms presented. In addition, the Board agreed to retain outside counsel to negotiate the terms of any future agreement. Consequently, following a motion, the Board of Directors voted to approve Joint-Use Resolution No. 26-38, with eight members in favor and three abstentions.

II. ADJOURN

The Board reconvened in open session and hearing no further business, the meeting adjourned at 11:06 a.m.

Debra A Mathis

Acting Secretary to the Board of Directors