

**MINUTES**

**REGULAR MEETING OF THE**

**BOARD OF DIRECTORS**

**THE METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA**

**June 14, 2011**

**48684** The Board of Directors of The Metropolitan Water District of Southern California met in Regular Meeting in the Board Room located in the building at 700 North Alameda Street in the City of Los Angeles, State of California, on Tuesday, June 14, 2011.

Chairman Foley called the Meeting to order at 12:12 p.m.

**48685** The Meeting was opened with an invocation by Stephen Hubbard, Senior Programmer Analyst, Business Technology Group.

**48686** The Pledge of Allegiance to the Flag was given by Director Brett R. Barbre.

**48687** In the absence of Board Secretary Morris, Chairman Foley designated Director Judy Abdo as Secretary Pro Tem.

**48688** Secretary Pro Tem Abdo called the roll. Those answering present were: Directors Abdo, Ackerman, Ballin, Barbre, Blake, Brick, Brown, Camacho, De Jesus, Dick, Edwards, Evans, Fellow, Fleming, Foley, Friedman, Grandsen, Gray, Griset, Grunfeld, Heidel, Lewinger, Little, Montalvo, J. Murray, K. Murray, Peterson, Record, Sanchez, Steiner, Wright, and Wunderlich.

Those not answering were: Directors Bowersox, Hawkins, Lowenthal (entered 12:49 p.m.), Morris, and Quiñonez.

Chairman Foley declared a quorum present.

Director Barbre withdrew from the Meeting at 12:15 p.m.

**48689** Chairman Foley invited members of the public to address the Board on matters within the Board's jurisdiction.

Conner Everts, Southern California Watershed Alliance, requested Metropolitan continue maintaining its conservation incentives.

General Manager Kightlinger recognized and thanked members of the Solar Cup Staff Team.

**48690** Chairman Foley presented to Director Abdo a pin for her 15 years of service on Metropolitan's Board, representing the City of Santa Monica.

**48691** There being no objection, Chairman Foley ordered the reading of the Minutes of the Meeting of May 10, 2011, dispensed with, a copy having been mailed to each Director.

Vice Chairman J. Murray moved, seconded by Director Edwards and carried, approving the foregoing Minutes as mailed.

**48692** A written report of meetings attended by Directors at Metropolitan expense during the month of May was distributed, which was received and filed.

Director Edwards requested that his attendance at the Colorado River Water Users Association board meeting in Las Vegas on May 19 and 20 be added to the record.

**48693** Director Edwards moved, seconded by Director Ballin and carried, approving a 60-day leave of absence for Director Anthony Fellow, effective July 1, 2011.

**48694** Audit and Ethics Committee Chair Friedman reported that Agenda Item 5E, the amendment to the Ethics Officer's terms of employment, was considered jointly with the Organization, Personnel and Technology Committee, and that the committees voted to table the item to an unspecified future date and directed the Ethics Officer to limit her work hours in accordance with the terms of her employment contract. A&E Committee Chair Friedman then moved, seconded by OP&T Committee Chairman J. Murray, that the action taken by both committees be approved.

Audit and Ethics Committee Chair Friedman then amended the motion to expressly direct the Ethics Officer to not work in excess of an average of 18.5 hours per week. The amended motion was seconded by Director Blake.

Following discussion, Chairman Foley called for a vote on the motion with its amendment, which carried.

Director Edwards requested to be recorded as voting no.

**48695** Director Blake moved, seconded by Director Grunfeld and carried, that the Board approve the following committee assignments as recommended by Chairman Foley:

Director Camacho to the Communications and Education Committee, Legislation Committee, Special Committee on Bay-Delta, and Agriculture and Business Outreach Committee.

Director Montalvo to the Legislation Committee

**48696** No report was given by Chairman Foley.

**48697** Regarding matters relating to Metropolitan's operations and activities, General Manager Kightlinger referred to the activity report for May dated May 31, 2011, which was posted to the Directors' website. He acknowledged the seventieth anniversary of the first delivery of water through the Colorado River Aqueduct.

General Manager Kightlinger reported that in the month of June Metropolitan will be issuing close to \$400 million in new debt, which will realize \$37 million in present value savings, and that the interest on the new debt will be less than two percent. He complimented the CFO, staff, and the legal team for their effective work.

General Manager Kightlinger commented that Diamond Valley Lake is operationally full with about 790 thousand acre-feet of water.

General Manager Kightlinger announced that at each Director's desk was a commemorative edition of the History and First Annual Report of The Metropolitan Water District of Southern California, dated June 2011.

**48698** Regarding Legal Department activities, Interim General Counsel Scully referred to the General Counsel's activity report for May dated June 6, 2011, which was posted to the Directors' website.

Interim General Counsel Scully had nothing further to report.

**48699** General Auditor Riss referred to the Audit Department's activity report for the month of May, dated May 31, 2011, which was posted to the Directors' website.

General Auditor Riss stated that three audit reports were issued, with opinions ranging from satisfactory internal control structure, generally satisfactory internal control structure, and less than satisfactory internal control structure. The report receiving the less than satisfactory opinion was referred to IT management, who has taken steps to remediate the problems.

General Auditor Riss reported that reviews were also completed on (1) the Official Statement for the Water Revenue Refunding Bonds, 2011 Authorization, Series A-1, A-2, A-3, and A-4; and (2) Employee Separations Review. Item (1) was a "comfort" letter that consisted of specific procedures required by the Official Statement, and that no exceptions were noted. Regarding Item (2) the General Auditor stated that the scope was limited and no opinion was expressed on the system of internal controls.

**48700** Ethics Officer Elliott referred to the activity report for May dated May 31, 2011, which was posted to the Directors' website.

Ethics Officer Elliott reported that the U.S. Supreme Court has upheld state ethics law that required that public officials recuse themselves in conflict of issues situations. This was an interesting case that arose out of Nevada.

Ethics Officer Elliott stated that the revisions of the employee ethics manual are now complete but would not go to print until the new fiscal year. Dr. Elliott announced that Jeff Cable, the Ethics Educator, has taken the required sessions and is now a newly certified compliance ethics professional.

Director Blake moved seconded by Director Ballin and carried, and the Board approved the Consent Calendar Items, **M.I. 48701** through **M.I. 48703**, as follows:

**48701** Adopted the California Environmental Quality Act (CEQA) determination and approved up to \$1.085 million to renew or replace the Aircraft Liability, Crime, Property Damage, Excess General Liability Policies, and Excess Workers' Compensation Policy maintaining the existing \$5 million self-insured retention, coverage limits of \$50 million; and obtain coverage for the employees in Washington, D.C., as set forth in the letter signed by the General Manager on June 2, 2011.

**48702** Adopted the CEQA determinations and (a) appropriated \$260,000 (Appropriation No. 15441, No. 32, from the Revenue Bonds, Replacement and Refurbishment or General Funds); and authorized (b) construction of current drain stations for the Calabastas Feeder; and (c) preliminary design of current drain stations for the Sepulveda Feeder South, as set forth in the letter signed by the General Manager on May 31, 2011.

**48703** Adopted the CEQA determination and (a) appropriated \$510,000 (Appropriation No. 15441, No. 33, from the Revenue Bonds, Replacement and Refurbishment or General Funds); and (b) authorized agreement with Roctest, Inc., in an amount not to exceed \$425,000, for Automatic Data Acquisition system upgrades at Garvey Reservoir, as set forth in the letter signed by the General Manager on April 25, 2011.

**48704** Finance and Insurance Committee Chairman Grunfeld moved, seconded by Committee Vice Chairman Blake and carried, that the Board adopt the CEQA determination and (a) approve staff's recommendation to adopt the Statement of Investment Policy shown in Attachment 1 to the letter signed by the General Manager on June 1, 2011; and (b) delegate authority to invest to the Treasurer.

**48705** Water Planning and Stewardship Committee Chairman De Jesus moved, seconded by Committee Vice Chairman Wright and carried, that the Board adopt the CEQA determination and authorize the General Manager to execute the State and Federal Contractors Water Agency Activity Agreement for the Tule Red Habitat Restoration Project; appoint the General Manager as Metropolitan's representative on the Activity Agreement Steering Committee; and commit up to \$413,167 for Metropolitan's cost share of property acquisition for the Tule Red Property located

in Suisun Marsh, as set forth in the confidential letter signed by the General Manager on June 8, 2011.

Director Edwards requested to be recorded as abstaining.

**48706** Engineering and Operations Committee Chairman Evans moved, seconded by Director Grunfeld and carried, that the Board adopt the CEQA determination and (a) appropriate \$3 million for capital projects costing less than \$250,000 for fiscal year 2011/12 (Appropriation No. 15470 from the Revenue Bonds, Replacement and Refurbishment or General Funds); (b) authorize the General Manager to initiate capital projects costing less than \$250,000 and perform all work including the preparation of necessary environmental documentation; and (c) designate the General Manager as the decision-making body for purposes of reviewing, approving, and certifying any environmental documentation that may be required for such projects, as set forth in the letter signed by the General Manager on June 1, 2011.

Engineering and Operations Committee Chair Evans reminded the Board that the Engineering and Operations Committee inspection trip would take place on June 24 and invited all Directors to participate.

**48707** Engineering and Operations Committee Chairman Evans moved, seconded by Director Grunfeld and carried, that the Board adopt the CEQA determination and (a) appropriate \$4.86 million (Appropriation No. 15436, No. 13, from the Revenue Bonds, Replacement and Refurbishment or General Funds); and (b) award \$3,599,284.68 contract to ERS Industrial Services, Inc. to replace filter media at the Robert B. Diemer Water Treatment Plant, as set forth in the letter signed by the General Manager on May 31, 2011.

**48708** Water Planning and Stewardship Committee Chairman De Jesus moved, seconded by Director Fleming, that the Board adopt the CEQA determination and authorize the General Manager to make payments of (a) \$2.63 million to the State Water Contractors; and (b) \$815,000 to the State Water Project Contractors Authority, as set forth in the letter signed by the General Manager on June 1, 2011.

Chairman Foley called for a vote on the motion which required a two-thirds vote. The motion carried.

**48709** Water Planning and Stewardship Committee Chairman De Jesus moved, seconded by Committee Vice Chairman Wright and carried, that the Board adopt the CEQA determination and authorize the General Manager to enter into a Local Resources Program agreement with the Inland Empire Utilities Agency, Western Municipal Water District, and Chino Basin Desalter Authority for up to 35,200 acre-feet per year of recovered groundwater under terms included in the letter signed by the General Manager on June 2, 2011.

In response to a question from Director Lewinger, Committee Chairman De Jesus stated that a letter was distributed to all Directors from the General Manager in response to the letter from San Diego County Water Authority.

Directors Evans and Camacho requested to be recorded as abstaining.

Directors Heidel, Lewinger, and Steiner requested to be recorded as voting no.

Director Lewinger referred to the letter dated June 13, 2011, addressed to Chairman John Foley, from Directors Bowersox, Heidel, Lewinger, and Steiner re Board Memo 8-6 - Consolidated Agreement for Chino Basin Desalination Program, and asked that this memo be made a part of the record.

Director Lowenthal took her seat at 12:49 p.m.

**48710** Legal and Claims Committee Chairman Wunderlich moved, seconded by Director Evans, that the Board approve Option #3 as set forth in the letter signed by the General Manager on June 2, 2011, and adopt the CEQA determination and

(a) In order to continue providing Metropolitan's regional residential and commercial direct rebates to citizens within San Diego County Water Authority's service area, do not approve termination of the two regional commercial and residential conservation incentives agreements, and instead direct staff to cease approving or providing funding for the Water Authority's member agency-administered conservation projects through the regional agreements; and

(b) Approve termination of the remaining two active conservation and Local Resources Program funding agreements with San Diego County Water authority pursuant to the rate structure

integrity provisions of those agreements. (At the time of action on this recommendation, only two agreements remained for termination instead of the three mentioned in the board letter.)

Board Vice Chairman J. Murray remarked on the staff's recommendation of Option #1 in the aforementioned board letter and commented on the conservation program. Board Vice Chairman J. Murray then offered a substitute motion to approve Option #1, seconded by Director Blake, that the Board adopt the CEQA determination and approve termination of five conservation and Local Resources Program funding agreements with San Diego County Water Authority pursuant to the rate structure integrity provisions of those agreements.

Director Friedman withdrew from the Meeting at 12:53 p.m.

A discussion ensued among the Board regarding the rate structure integrity language and conservation incentives.

Directors Heidel, Lewinger, and Steiner recused themselves and did not participate in this discussion.

Chairman Foley called for a vote on Option #1, the substitute motion.

The following is a record of the vote on the substitute motion:

Ayes: Fullerton (Dir. Blake, 1,450 votes), Los Angeles (Ayes: Dirs. Fleming, Grunfeld, and J. Murray. Absent: Dir. Quiñonez. 39,492 votes), San Fernando (Dir. Ballin, 144 votes), West Basin Municipal Water District (Dirs. Gray and Little, 13,723 votes), Western Municipal Water District of Riverside County (Dir. Evans, 7,409 votes). Total 62,218 votes.

Noes: Anaheim (Dir. K. Murray, 3,405 votes), Beverly Hills (Dir. Wunderlich, 2,102 votes), Burbank (Dir. Brown, 1,818 votes), Calleguas Municipal Water District (Dir. Grandsen, 7,870 votes), Central Basin Municipal Water District (No: Dir. Montalvo. Absent: Dir Hawkins. 10,798 votes), Compton (Dir. Sanchez, 316 votes), Eastern Municipal Water District (Dir. Record, 5,341 votes), Foothill Municipal Water District (Dir. Edwards, 1,278 votes), Inland Empire Utilities Agency (Dir. Camacho, 7,988 votes), Las Virgenes Municipal Water District (Dir. Peterson, 1,918 votes), Long Beach (Dir. Lowenthal, 3,731

votes), Municipal Water District of Orange County (Noes: Dirs. Ackerman, Dick, and Foley. Absent: Dir. Barbre. 34,418 votes), Pasadena (Dir. Brick, 2,058 votes), Santa Ana (Dir. Griset, 1,966 votes), Santa Monica (Dir. Abdo, 2,371 votes), Three Valleys Municipal Water District (Dir. De Jesus, 4,896 votes), Torrance (Dir. Wright, 2,211 votes) Upper San Gabriel Valley Municipal Water District (Dir. Fellow, 7,263 votes). Total 101,748 votes.

Abstain: San Diego County Water Authority (Abstain: Dirs. Heidel, Lewinger, and Steiner. Absent: Dir. Bowersox. 36,545 votes). Total 36,545 votes.

Absent: San Marino (Dir. Morris, 422 votes), Glendale (Dir. Friedman, 2,256 votes). Total 2,678 votes.

Chairman Foley declared the substitute motion failed by a vote of 62,218 ayes, 101,748 noes, 36,545 abstain, and 2,678 absent.

Chairman Foley then called for a vote on Option #3, the original motion.

The following is a record of the vote on the original motion:

Ayes: Anaheim (Dir. K. Murray, 3,405 votes), Beverly Hills (Dir. Wunderlich, 2,102 votes), Burbank (Dir. Brown, 1,818 votes), Calleguas Municipal Water District (Dir. Grandsen, 7,870 votes), Central Basin Municipal Water District (Aye: Dir. Montalvo. Absent: Dir. Hawkins. 10,798 votes), Compton (Dir. Sanchez, 316 votes), Eastern Municipal Water District (Dir. Record, 5,341 votes), Foothill Municipal Water District (Dir. Edwards, 1,278 votes), Inland Empire Utilities Agency (Dir. Camacho, 7,988 votes), Las Virgenes Municipal Water District (Dir. Peterson, 1,918 votes), Municipal Water District of Orange County (Ayes: Dirs. Ackerman, Dick, and Foley. Absent: Dir. Barbre. 34,418 votes), Pasadena (Dir. Brick, 2,058 votes), Santa Ana (Dir. Griset, 1,966 votes), Santa Monica (Dir. Abdo, 2,371 votes), Torrance (Dir. Wright, 2,211 votes) Upper San Gabriel Valley Municipal Water District (Dir. Fellow, 7,263 votes), West Basin Municipal Water District (Dirs. Gray and Little, 13,723 votes), Western Municipal Water District of Riverside County (Dir. Evans, 7,409 votes). Total 114,253 votes.

Noes: Fullerton (Dir. Blake, 1,450 votes), Long Beach (Dir. Lowenthal, 3,731 votes), Los Angeles (Noes: Dirs. Fleming, Grunfeld, and J. Murray. Absent: Dir. Quiñonez. 39,492 votes), San Fernando (Dir. Ballin, 144 votes), Three Valleys Municipal Water District (Dir. De Jesus, 4,896 votes). Total 49,713 votes.

Abstain: San Diego County Water Authority (Abstain: Dirs. Heidel, Lewinger, and Steiner. Absent: Dir. Bowersox. 36,545 votes). Total 36,545 votes.

Absent: San Marino (Dir. Morris, 422 votes), Glendale (Dir. Friedman, 2,256 votes). Total 2,678 votes.

Chairman Foley declared the original motion carried by a vote of 114,253 ayes, 49,713 noes, 36,545 abstain, and 2,678 absent.

**48711** Legislation Committee Chair Ackerman moved, seconded by Director Edwards and carried, that the Board adopt the CEQA determination and authorize the General Manager to express Metropolitan's support for SB 900 (Steinberg, D-Sacramento) - California regional water quality control boards: members, as set forth in the letter signed by the General Manager on June 2, 2011.

**48712** Legislation Committee Chair Ackerman moved, seconded by Director Edwards and carried, that the Board adopt the CEQA determination and express support for S. 138 (Feinstein, D-California), if amended, as described in the letter signed by the General Manager on June 2, 2011.

**48713** Legislation Committee Chair Ackerman moved, seconded by Director Edwards, that the Board adopt the CEQA determination and express support for S. 629 (Murkowski, R-Alaska) - Hydropower Improvement Act of 2011, and seek amendments, as set forth in the letter signed by the General Manager on June 2, 2011.

**48714** The following communication was submitted to the Board for information:

- a. Review potential for future land fallowing program in Bard Water District, signed by the General Manager on May 31, 2011.

**Minutes**

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**June 14, 2011**

**48715**      There being no objection, the Chairman adjourned the Meeting at 1:05 p.m.

**JUDY ABDO**  

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**SECRETARY PRO TEM**

**JOHN V. FOLEY**  

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**CHAIRMAN**



# San Diego County Water Authority

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June 13, 2011

Jack Foley, Chairman  
Metropolitan Water District of Southern California  
P.O. Box 54153  
Los Angeles, CA 90054-0153

**MEMBER AGENCIES**

- Carlsbad Municipal Water District
- City of Del Mar
- City of Escondido
- City of National City
- City of Oceanside
- City of Poway
- City of San Diego
- Fallbrook Public Utility District
- Helix Water District
- Lakeside Water District
- Oliverholm Municipal Water District
- Otay Water District
- Padre Dam Municipal Water District
- Camp Pendleton Marine Corps Base
- Rainbow Municipal Water District
- Ranona Municipal Water District
- Rincon del Diablo Municipal Water District
- San Dieguito Water District
- Santa Fe Irrigation District
- South Bay Irrigation District
- Vallecitos Water District
- Valley Center Municipal Water District
- Vista Irrigation District
- Yuima Municipal Water District

Re: Board Memo 8-6 – Consolidated Agreement for Chino Basin Desalination Program – **OPPOSE**

Dear Chairman Foley and Members of the Board of Directors,

We have reviewed June Board Item 8-6 regarding the consolidation of local resources program agreements for the Chino Basin Desalination Program and must inform you that we cannot support approval of this item for reasons described below

**No Showing of Regional Benefit**

While the Chino Basin Desalination program is undoubtedly a wise local water supply project, Board Memo 8-6 fails to establish a regional benefit that would support the payment of MWD subsidies to pay for the project. No regional benefit is established by saying that, under this agreement MWD will pay less than it would pay under a different agreement with MWD– unless that agreement provides a regional benefit. Although the board memo states that MWD would be helping avoid the spread of contamination and the potential loss of additional groundwater resources, MWD does not have any water rights or other interest in the Chino groundwater basin. There is no indication that MWD has acquired any water or storage right or other regional benefit that would support its payment of these local water supply costs. While we strongly support local water supply development, we do not believe that San Diego County’s ratepayers may reasonably be required to fund local water supply projects solely for the benefit of other MWD member agencies, especially at a time when MWD’s own water sales are already plummeting.

**The Analysis is Flawed Because it Depends on Outdated Facts**

In addition to the above concerns, there is no rational basis for including a replenishment assessment (RA) as an eligible project cost when calculating MWD’s subsidy payments. The inclusion of RA makes clear that this project requires replacement water to sustain the production. The 1991 memorandum that purportedly supports inclusion of these costs is outdated and based on the notion that expanded groundwater use will be helpful during “drought” periods; written at a time when replenishment water continued to be available during non-drought periods. Today’s reality is just the opposite – with imported water expected to be available for storage in only three out of every 10 years and with MWD highly dependent on storage of this water to meet water supply demands in dry years. It does not make sense for MWD to subsidize one member agency’s purchase of imported water to replenish groundwater basins – for any reason. It is time

*A public agency providing a safe and reliable water supply to the San Diego region*

**OTHER REPRESENTATIVE**

County of San Diego

for a complete overhaul of MWD's LRP program to reflect current water supply and financial realities.

**Agreement is Inconsistent with Board Policy Accounting for Grant Funding**

The board's existing LRP policy is to reduce project costs by 100% of grant funding. This is done to ensure equity and that the recipient agency does not pay less for its subsidized local water supply project than the cost of MWD water. Under the proposed agreement, this protection is arbitrarily reduced by half – the result being that the rest of MWD's member agencies pay more in order for one member agency to pay less.

**Agreement Violates Board Policy and Terms for All LRP Funding Agreements**

At the time the Water Authority's Carlsbad seawater desalination project came before the board of directors, the following motion was passed by the board of directors:

Adopt the CEQA determination and authorize the General Manager to enter in an SDP agreement with SDCWA and its retail agencies for 56,000 AFY under terms included in this letter provided that the SDP agreement will terminate if (A) Metropolitan determines that it will no longer (i) provide incentives or other financial support to its member agencies for seawater desalination, water recycling or groundwater recovery projects through the Local Resources Program, Seawater Desalination Program or similar programs; or (ii) utilize the Water Stewardship Rate, or a similar charge to fund the Local Resources Program, Seawater Desalination Program or other similar programs; or (iii) include the Water Stewardship Rate as a charge for all water conveyed on the system; and (B) the member agency included in such SDP agreement or a delegate from that member agency votes in favor of such determination. These provisions would apply only so long as all new agreements contain similar provisions.

In accordance with this board policy, all subsequent LRP funding agreements have included this condition on funding. But the proposed agreement under Board Memo 8-6 violates this board policy by providing a firm financing commitment instead of an agreement that that is consistent with board policy and can be terminated by MWD on the conditions noted above. While we agree that a fixed financing commitment improves the project proponent's ability to secure bond funding and other financing, that is exactly the argument that was made by the Water Authority and rejected by the MWD board when it adopted the board policy it is now disregarding. MWD is administering subsidy programs in an inconsistent and arbitrary and capricious manner.

**MWD Should Collect the \$6 Million Overpayment to CDA and Increase Oversight**

According to the board memo, CDA has been paid \$6 million more than it was entitled to receive under the existing agreement. Given MWD's current and projected budget deficits and rate pressures, MWD should require repayment of this money now, rather than "finance" it as part of a new agreement. Clearly, additional auditing and oversight is also needed to better track payments to member agencies under the LRP program.

Mr. Foley  
June 13, 2011  
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**Effect of Disqualification of the Water Authority from Subsidy Program Benefits**

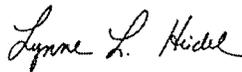
The Water Authority pays more to support MWD's conservation and local supply programs than any other MWD member agency. By MWD's own estimate, the Water Authority averages \$22.5 million annually in Water Stewardship Rate payments; yet, under MWD board policy and action under the RSI clause, the Water Authority and the ratepayers it serves are ineligible for program benefits. The Water Authority hereby makes formal demand that MWD cease collection of Water Stewardship Rate dollars from the Water Authority's ratepayers so we may fund our own conservation and local water supply development projects directly. The Water Authority will commit to spend these dollars on water conservation and local supply development in San Diego County *so that there will be no net impact to MWD in achieving its articulated water conservation and local water supply development objectives.* Those MWD member agencies that choose to "pool" their funding for the development of local water supplies would remain free to do so.

For these reasons, the Water Authority delegates do not support item 8-6.

Sincerely,



Jim Bowersox  
Director



Lynne Heidel  
Director



Keith Lewinger  
Director



Fern Steiner  
Director

cc: Jeff Kightlinger, MWD General Manager