



**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
MINUTES**

Regular Meeting of the Board of Directors
December 8, 2021 – 9:30 a.m.

CALL TO ORDER at 9:30 a.m.

PLEDGE OF ALLEGIANCE – led by Chair Angela Ramirez Holmes

ROLL CALL OF DIRECTORS

Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
Paul Sethy, Director, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Ellen Wehr, Director, Grassland Water District
Linda J. LeZotte, Director, Santa Clara Valley Water District

ALTERNATE DIRECTORS

Jonathan Wunderlich, Alternate, Alameda County Water District
Ernesto Avila, Alternate, Contra Costa Water District
Ricardo Ortega, Alternate, Grassland Water District
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate, San Luis & Delta-Mendota Water Authority
John Varela, Alternate, Santa Clara Valley Water District
Sandy Figuers, Alternate, Zone 7 Water Agency

ABSENT

Dennis Herrera, Director, San Francisco Public Utilities Commission
Lesa McIntosh, Alternate, East Bay Municipal Utility District

OTHERS PRESENT

Marguerite Patil, Contra Costa Water District
Mimi Mehaouchi, Contra Costa Water District
Maureen Martin, Contra Costa Water District

James Ciampa, Lagerlof, LLP, Interim General Counsel
Nat Logar, Lagerlof, LLP
Rosemarie Perea, Interim Clerk
Approximately 18 others

CONSIDER ADOPTION OF RESOLUTION NO. 12-21-01 RE-RATIFYING THE PROCLAMATION OF A STATE OF EMERGENCY BY GOVERNOR GAVIN NEWSOM, AND AUTHORIZING REMOTE TELECONFERENCE MEETINGS OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY FOR THE PERIOD FROM DECEMBER 8, 2021 TO JANUARY 6, 2022 PURSUANT TO BROWN ACT PROVISIONS.

James Ciampa, Interim General Counsel, advised that at the November 10, 2021 Board of Directors' meeting the Board approved Resolution No. 11-21-01, which authorized the Board to conduct its meetings remotely by teleconference. That resolution made certain findings as required by Assembly Bill 361 (AB 361) with respect to such remote meetings.

AB 361 requires that a subsequent resolution be adopted every 30 days to make findings that the emergency conditions justifying such remote meetings continue to exist. Resolution No. 12-21-01 sets forth those required findings to allow for continued remote teleconferenced Board meetings, including that requiring in-person attendance at meetings of the Board would pose an imminent risk to the health and safety of those in attendance, while ensuring public access to those meetings. The resolution is substantially similar to the resolution the Board previously adopted.

The resolution will take effect immediately and will be effective for 30 days, or until such time as the Board of Directors adopts a subsequent resolution in accordance with Government Code section 54953(e)(3) to extend the time during which the Board may continue to meet by teleconference without compliance with Government Code section 54953(b)(3).

After discussion and upon motion by Director Borba, seconded by Director LeZotte, Resolution No. 12-21-01 was approved by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
Paul Sethy, Director, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Ellen Wehr, Director, Grassland Water District
Linda J. LeZotte, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate, San Francisco Public Utilities Commission

NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

APPROVAL OF AGENDA

Upon motion by Director Borba, seconded by Director LeZotte, the December 8, 2021 agenda was approved by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
Paul Sethy, Director, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Ellen Wehr, Director, Grassland Water District
Linda J. LeZotte, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate, San Francisco Public Utilities Commission

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

PUBLIC COMMENT ON NON-AGENDA ITEMS

None.

CONSENT CALENDAR

1.1

Approval of Minutes from November 10, 2021, Board of Directors' Meeting

The Board discussed the form of minutes it desired. The consensus of the Board was to have future minutes include a summary of the Board's discussion of respective items, instead of having minutes that reflect only the action the Board takes.

Upon motion by Director Coleman, seconded by Director Borba, the November 10, 2021 minutes, in the form presented, were approved by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
Paul Sethy, Director, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Ellen Wehr, Director, Grassland Water District
Linda J. LeZotte, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate, San Francisco Public Utilities Commission

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

ACTION ITEMS

2.1

Election or Appointment by Motion of Authority Secretary

James Ciampa, Interim General Counsel, advised the Board that Section 4.3 of the Los Vaqueros Reservoir Joint Exercise of Powers Agreement authorizes the Board of Directors to appoint the Authority's Secretary. The Secretary is to be responsible for the minutes and other records of proceedings of the Board, to perform such other duties specified by the Administrator pursuant to the Administrative Agreement and to perform such other duties as the Board specifies.

After discussion and upon motion by Director Borba, seconded by Director Hansen, and unanimously carried, Director Wehr was appointed the Authority's Secretary. The motion was approved by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
 Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
 Paul Sethy, Director, Alameda County Water District
 Lisa Borba, Director, Contra Costa Water District
 John Coleman, Director, East Bay Municipal Utility District
 Ellen Wehr, Director, Grassland Water District
 Linda J. LeZotte, Director, Santa Clara Valley Water District
 Steve Ritchie, Alternate, San Francisco Public Utilities Commission

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

2.2

Consideration and Possible Approval of Administrative Agreement

James Ciampa, Interim General Counsel, advised the Board that the Los Vaqueros Reservoir Joint Exercise of Powers Agreement contemplates an agreement between the Authority and the Administrator under which the Administrator will provide administrative services to the Authority and will be reimbursed for the costs of those services. Included in the action the Board took at its November 10 meeting in appointing CCWD as Administrator was direction for the Interim General Counsel to prepare that Administrative Agreement with CCWD.

CCWD has been performing the contemplated administrative duties related to the Project pursuant to the Cost Share Agreement for Los Vaqueros Reservoir Expansion Project Planning and related amendments (collectively, the "Multi-Party Agreement") for the sharing of Project costs that have been in place for the past several years. That agreement, as amended, specifies in detail the functions CCWD is to provide and how CCWD is to be reimbursed by the Project partners - now JPA Members. The Administrative Agreement presented to the Board incorporates by reference the pertinent provisions of the Multi-Party Agreement and addresses the future revision to the payment flow once the Authority has established its finance functions. The Administrative Agreement includes CCWD's assignment of the Administrator function to Marguerite Patil, with

Maureen Martin to serve as Ms. Patil's alternate. The Administrative Agreement has been negotiated with, and approved by, CCWD's legal counsel and Ms. Patil, but will need to be approved by CCWD's Board of Directors.

Director Coleman mentioned the need to have more lead time of up to three weeks to review materials on important policies and actions. Director Borba requested that the term "initial" Administrator be replaced by "Interim" Administrator in Section A of the Agreement and anywhere else it appears in the Agreement, as the context requires.

After discussion and upon motion by Director Borba, seconded by Director Sethy, and unanimously carried, the Administrative Agreement, with the addition to the reference of Interim Administrator, was approved by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
 Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
 Paul Sethy, Director, Alameda County Water District
 Lisa Borba, Director, Contra Costa Water District
 John Coleman, Director, East Bay Municipal Utility District
 Ellen Wehr, Director, Grassland Water District
 Linda J. LeZotte, Director, Santa Clara Valley Water District
 Steve Ritchie, Alternate, San Francisco Public Utilities Commission

NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

2.3 Consideration of Establishing Committees

Article 5 of the Los Vaqueros Reservoir Joint Exercise of Powers Agreement authorizes the Board, by majority vote, to form committees for any purpose. In discussions related to the Authority's formation, the members' representatives contemplated several standing committees to be developed, including an Operations and Engineering Committee, Finance Committee and Communications and Outreach Committee.

Ms. Patil suggested that those three committees be established. The Board then discussed the possible makeup of those committees. The Board concurred that Directors and Alternates should be allowed to be members of committees, with Member agency staff to act in a support role. Those details will be addressed in the Bylaws that will be prepared and presented at the January Board meeting. Alternate Director Avila noted that it would be helpful to incorporate a mission statement for each committee. Director Borba agreed that committees would be very helpful, with two to three members on each. Mr. Ciampa advised that having three members does not present a quorum issue. A motion was made by Director Borba, seconded by Director Coleman, to establish the Operations and Engineering Committee, Finance Committee and the Communications and Outreach Committee. The motion was unanimously approved as follows:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
Paul Sethy, Director, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Ellen Wehr, Director, Grassland Water District
Linda J. LeZotte, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate, San Francisco Public Utilities Commission

NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

DISCUSSION ITEMS

3.1

Discussion of Board Policy and Action Calendar

James Ciampa, Interim General Counsel, advised the Board that as a new public agency, there are policies the Board will need to adopt in the coming months. At the suggestion of Alternate Director Avila at the November 10, 2021 Board meeting, a calendar and outline of potential policies and upcoming proposed Board actions was prepared for the Board's information. Director Borba stated that she supported looking at the year ahead and Alternate Director Avila stated that it was a good starting point provided the Board is given ample time to consider any action.

After discussion and consideration of the outline of Authority policies and future actions provided, it was the consensus of the Board to consider their adoption at future Board meetings.

3.2

Discussion of Director and Alternate Director Roles

At the November 10, 2021, Board meeting, Chair Ramirez Holmes requested that the Interim General Counsel prepare a summary of the respective roles of the Directors and Alternate Directors. Based on the provisions of the Authority's Joint Exercise of Powers Agreement, that summary was provided for the Board's information.

3.3

Discussion of Possible Alternatives for Authority Liability and Errors and Omissions Insurance

The Board discussed the Authority's procurement of general liability and errors and omissions insurance coverage for any Authority and Board actions. Mr. Ciampa advised that several alternatives are available which the Board may want to consider, including ACWA-JPIA, California Special Districts Association - SDRMA, California Association of Mutual Water Companies Joint Powers Risk and Insurance Management Authority (JPRIMA), California Rural Water Association MemberGuard Program, and commercial insurance.

The insurance provided by the various statewide associations require membership in those associations. Thus, depending upon the pricing and terms of coverage available, the membership dues associated with any particular insurance program must also be factored into the economic analysis.

Chair Ramirez Holmes stated she favored bringing back to the Board for consideration three quotes for that insurance. Members of the Board discussed the coverage that each of their agencies has and it was the consensus of the Board that staff bring back to the Board three quotes for consideration at the February Board meeting.

3.4

2022 Meeting Schedule

Members of the Board of Directors were provided with a 2022 Meeting Schedule noting that all meetings will commence at 9:30 a.m. on the second Wednesday of each month. Location for any in-person meetings to be determined. Board meeting materials will be distributed electronically to the Board by 12 noon on the Thursday preceding the scheduled meeting and posted to the Authority website shortly thereafter in compliance with the Brown Act. Directors are responsible for communicating with their alternates to ensure agency representation at Board meetings.

Vice Chair Hansen suggested that the Zoom invites for at least the next two months be sent out to members of the Board. Director LeZotte questioned where the meetings would be held once remote participation is no longer viable. Interim Counsel, Jim Ciampa, advised that in person meetings could be held anywhere in the Authority's jurisdiction, which covers a large area. Further discussion on the location of in-person meetings will take place at future meetings.

3.5

Discussion of Proposed Revisions to Authority Fact Sheet

The Board was asked to review the revised Authority Fact Sheet and provide input regarding the document. The following suggestions were made:

- Director Borba suggested that the website reference be larger and more prominent on both pages
- Director Ritchie suggested more clarity for the font
- Secretary Wehr asked whether the City of Tracy should be referenced as a participating agency through San Luis & Delta-Mendota Water Authority

Ms. Patil stated the Fact Sheet would be revised and updated and posted to the Authority website.

FUTURE AGENDA ITEMS

- Alternate Director Ritchie requested that a Diversity Policy be considered for the JPA.

REPORTS

4.1

Directors

None.

4.2

Interim General Counsel

Mr. Ciampa advised the Board that all Form 700s are in hand or on their way and he thanked all members of the Board for their assistance in this matter. The Form 700s will be filed with the FPPC and the Oaths of office will be filed with the Secretary of State. All required notices to the respective county Local Agency Formation Commissions have been provided.

4.3

Interim Administrator

Ms. Patil provided the following:

- The Contact List (for internal use only) is being prepared
- Biographies and headshots for the website will be requested from members of the Board
- Coordination with the Department of Water Resources (DWR) to designate its representative on the Authority's Board – a letter from the Chair to DWR to designate a staff member will be sent

The meeting was adjourned at 10:53 a.m.

Angela Ramirez Holmes
[Angela Ramirez Holmes \(Jan 21, 2022 14:09 PST\)](#)

Angela Ramirez Holmes, Chair

ATTEST:

Ellen Wehr

[Ellen Wehr \(Jan 21, 2022 15:13 PST\)](#)

Ellen Wehr, Secretary








Los Vaq JPA 12-8-21 Minutes (Final) (00517103xE9A33)

Final Audit Report

2022-01-21

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