



**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
MINUTES**

Regular Meeting of the Board of Directors
April 13, 2022 – 9:30 a.m.

CALL TO ORDER at 9:31 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District

ALTERNATE DIRECTORS

Jonathan Wunderlich, Alternate Director, Alameda County Water District
Ernesto Avila, Alternate Director, Contra Costa Water District
Ricardo Ortega, Alternate Director, Grassland Water District
*Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
*Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District
Sandy Figuers, Alternate Director, Zone 7 Water Agency

*Alternate Directors who replaced absent Directors from their member agencies

ABSENT

Gary Kremen, Director, Santa Clara Valley Water District [to be sworn in]
Dennis Herrera, Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Lesa McIntosh, Alternate Director, East Bay Municipal Utility District

OTHERS PRESENT

Marguerite Patil, Interim Administrator

James Ciampa, Lagerlof, LLP, Interim General Counsel
Rosemarie Perea, Interim Board Clerk
Diane Schmidt, Lagerlof, LLP
David Moore, Clean Energy Capital
Maureen Martin, Contra Costa Water District
David Gordon, Department of Water Resources
Approximately 16 others

CONSIDER ADOPTION OF RESOLUTION NO. 4-22-01 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 APRIL 8, 2022 TO MAY 7, 2022 PURSUANT TO BROWN ACT PROVISIONS.

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. Attached Resolution No. 4-22-01 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 attached resolution is substantially similar to the resolutions 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 Alternate Director Ritchie, seconded by Director Borba, Resolution No. 4-22-01 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote

PUBLIC COMMENT ON NON-AGENDA ITEMS

Interim General Counsel, James Ciampa, advised that two written public comments were received

on March 9, 2022 and March 12, 2022, respectively, from Leland Frayseth regarding the Los Vaqueros Reservoir Expansion Project and the Proforma Financial Model for the project. Staff responded to thank Mr. Frayseth for his comments.

CONSENT CALENDAR

1.1

APPROVAL OF MINUTES FROM MARCH 9, 2022 BOARD OF DIRECTORS' MEETING

Upon motion by Treasurer Sethy, seconded by Director Coleman, the March 9, 2022 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

ACTION ITEMS

2.1

CONSIDER ADOPTION OF ORDINANCE NO. 01-2022 – AN ORDINANCE OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY ADOPTING AND IMPLEMENTING CLAIMS PROCEDURES

Interim General Counsel, James Ciampa, advised that in accordance with Government Code Section 935, a draft ordinance setting forth the Authority's Claims Procedures was presented at the March 9 Board meeting. No further comments were received to that draft Ordinance.

Directors Borba and Coleman thanked staff for the excellent job in formulating these claims procedures and other policies. After discussion and upon motion by Director Borba, seconded by Director Coleman, and unanimously carried, Ordinance No. 01-2022 Adopting and Implementing Claims Procedures was adopted 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

2.2

CONSIDER ADOPTION OF RESOLUTION NO. 4-22-02 – RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY ADOPTING THE STATE CEQA GUIDELINES FOR IMPLEMENTING THE CALIFORNIA ENVIRONMENTAL QUALITY ACT (CALIFORNIA CODE OF REGULATIONS, TITLE 14, CHAPTER 3) AND ADOPTING ENVIRONMENTAL REVIEW PROCEDURES

Interim General Counsel Ciampa informed the Board that the California Environmental Quality Act (“CEQA”), in Public Resources Code Section 21082, requires that all public agencies adopt their own guidelines and procedures to implement CEQA. Section 15022(d) of the State of California CEQA Guidelines authorize a local agency to adopt the State CEQA Guidelines by incorporation by reference to those regulations. The resolution being presented would adopt the State CEQA Guidelines, as they may be subsequently amended, as the Authority’s CEQA Guidelines. Mr. Ciampa stated this resolution had been presented to the Board of Directors at the March 9 Board meeting and no comments were received to that draft.

After discussion and upon motion by Alternate Director LeZotte, seconded by Director Borba, and unanimously carried, Resolution No. 4-22-02 Adopting the State CEQA Guidelines for Implementing the California Environmental Quality Act (California Code of Regulations, Title 14, Chapter 3) and Adopting Environmental Review Procedures, was adopted 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

2.3

CONSIDER ADOPTION OF RESOLUTION NO. 4-22-03 – RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY ESTABLISHING ITS INVESTMENT POLICY

Interim General Counsel Ciampa stated that Government Code Section 53646(a)(2) provides that a local agency may adopt a statement of investment policy to govern the investment of any surplus monies. Mr. Ciampa stated the Investment Policy being presented generally tracks various provisions of the Government Code and he then reviewed pertinent provisions of that policy.

Mr. Ciampa stated the Finance Committee approved the draft Investment Policy at its March 31, 2022 meeting, but subsequent discussions resulted in proposed changes to the draft Policy, which are redlined in the version presented to the Board. Mr. Ciampa then specifically reviewed those proposed changes.

Chair Ramirez Holmes pointed out the provision in the staff report that stated the Policy also delegates certain investment-related decisions to the Treasurer, although with the Authority’s unique structure, the intent is for the Treasurer to provide oversight of such decisions in working with Authority staff and contractors.

Treasurer Sethy noted the Finance Committee gave Resolution No. 4-22-03 a thorough review prior to presenting it for Board approval. After discussion and upon motion by Treasurer Sethy, seconded by Vice Chair Hansen, and unanimously carried, Resolution No. 4-22-03 Establishing Its Investment Policy, was adopted 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

2.4

CONSIDER ADOPTION OF RESOLUTION NO. 4-22-04 – RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY ESTABLISHING DEBT MANAGEMENT POLICY

Interim General Counsel Ciampa then reviewed the draft Debt Management Policy that also was recommended for approval by the Finance Committee. Mr. Ciampa provided an overview of the draft Policy.

Chair Ramirez Holmes asked for clarification with respect to the reference to a capital improvement program set forth on page 44 of the agenda packet and regarding the role of Disclosure Counsel in preparing official statements on bond issuances. Interim Administrator Patil provided further information regarding the Authority's contemplated capital projects. Interim General Counsel Ciampa stated he would add a provision to include preparation of official statements in the Disclosure Counsel's functions.

After discussion and upon motion by Director Coleman, seconded by Treasurer Sethy, and unanimously carried, Resolution No. 4-22-04 Establishing Debt Management Policy, was adopted 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
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Linda J. LeZotte, Alternate Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

DISCUSSION ITEMS

3.1

JPA BOARD IN-PERSON MEETINGS

Interim Administrator Patil started the discussion regarding the current status of public meetings. Interim General Counsel Ciampa then reviewed the memorandum he had prepared that summarized the pre-COVID-19 Brown Act requirements for teleconference participation in Board meetings and the current requirements under AB 361 for such remote participation. He then reviewed the three options for meetings once the requirements of AB 361 can no longer be met: (i) fully in-person meetings, (ii) hybrid meetings and (iii) fully virtual meetings.

Directors and Alternate Directors stated their preferences with respect to future Board meetings, with the consensus of the Board, due to the wide geographical spread of the Authority's Members, being to continue with fully virtual meetings as long as legally possible and then moving to a hybrid approach, with some Directors and Alternate Directors attending in person and others by video conference.

A question was raised by Alternate Director LeZotte regarding whether Alternate Directors are subject to the pre-COVID-19 Brown Act teleconference requirements. Interim General Counsel Ciampa will research that issue and report back at the May 11 Board meeting.

3.2

WIFIA FUNDING APPROACH

Interim Administrator Patil advised that the Water Infrastructure Finance and Innovation Act (“WIFIA”) was enacted by Congress to accelerate investment in water infrastructure projects by providing long-term, low-cost supplemental loans for regionally and nationally significant projects. Ms. Patil stated that WIFIA provides a suitable and cost-effective financing alternative for the Authority in place of bond issuances.

David Moore of Clean Energy Capital, the financial consultant who has been working with the Local Agency Partners on the Phase 2 Los Vaqueros Reservoir Expansion Project for the past several years, then reviewed the WIFIA funding process and proposed next steps in the process for the Authority to obtain funding under WIFIA.

3.3

REVIEW OF BOARD POLICY AND ACTION CALENDAR

Interim Administrator Patil provided the updated Board Policy and Action Calendar for the Board’s information. The Calendar is presented in outline form including Authority Board meeting items by month for the next six months. In addition, the overview graphic is included, organized by functional area to show potential discussion and action items for Authority Board and Committee meetings for 2022 and early 2023.

FUTURE AGENDA ITEMS

None.

REPORTS

4.1 – Directors

Chair Ramirez Holmes advised that the Ad Hoc Committee on the Executive Director Recruitment, consisting of her and Alternate Directors Gutierrez and Ritchie, had met. Chair Ramirez Holmes also mentioned that members of the Board who are planning to attend the ACWA Spring Conference should take the opportunity to meet in person to get to know each other. More information on a possible event will be forthcoming.

Director Borba announced that she will be resigning from the CCWD Board at the end of the month and thus would also be leaving this Board. She thanked the Board for the opportunity to serve over the past few months.

4.2 - Treasurer

Treasurer Paul Sethy referred to the Treasurer’s Report included in the Board packet. The next meeting of the Finance Committee will be held on April 28, 2022 at 3:00 p.m. Interim Administrator Patil advised that she is working with the Finance Committee on how to present the Treasurer’s Report at subsequent Board meetings.

4.3 - Interim General Counsel

Interim General Counsel Ciampa advised the Board that a Public Records Act request was received from Leland Frayseth on March 13, 2022, seeking information on bond documents and other financial documents related to the Authority’s purported bond issuance. The Authority responded

as required under that Act and informed Mr. Frayseth the requested records are not available because the Authority has not issued any bonds. Mr. Ciampa further reported that he is working on the committee Charters and will have the draft Charter for the Finance Committee ready for its April 28 meeting, with the Operations and Engineering and Communications and Outreach Charters ready for their May meetings.

4.4 - Interim Administrator

Interim Administrator Patil stated the Authority received a letter from the California Water Commission making a 1.5% inflation adjustment to the Maximum Conditional Eligibility Determination, equating to over a \$7 million increase in the award for the Project. The letter will be posted to the Authority's website. Staff is working on the contract with the Executive Director recruiting firm. Ms. Patil also informed the Board that she is working with the Department of Water Resources (DWR) on a memorandum of understanding concerning DWR's role in filling the Ex Officio Director position.

The meeting was adjourned at 11:04 a.m.



Angela Ramirez Holmes, Chair

ATTEST:

Ellen Wehr

Ellen Wehr (Jul 27, 2022 18:25 PDT)

Ellen Wehr, Secretary