



**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
MINUTES**

Special Meeting of the Board of Directors
November 10, 2021 – 9:30 a.m.

CALL TO ORDER at 9:34 a.m.

PLEDGE OF ALLEGIANCE – led by James Ciampa

ROLL CALL OF DIRECTORS

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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

ABSENT

Dennis Herrera, Director, San Francisco Public Utilities Commission

OTHERS PRESENT

Jonathan Wunderlich, Alternate, Alameda County Water District
Ernesto Avila, Alternate, Contra Costa Water District
Lesa McIntosh, Alternate, East Bay Municipal Utility District
Ricardo Ortega, Alternate, Grassland Water District
Jose Gutierrez, Alternate, San Luis & Delta-Mendota Water Authority
John Varela, Alternate, Santa Clara Valley Water District
Sandy Figuers, Alternate, Zone 7 Water Agency
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
Nate Logar, Lagerlof, LLP
Joel Lopez, Lagerlof, LLP

Rosemarie Perea, Interim Board Clerk
Approximately 27 others

ADMINISTRATION OF OATHS OF OFFICE

James Ciampa, Lagerlof, LLP, administered the Oath of Office to:

Paul Sethy, Director, Alameda County Water District
Jonathan Wunderlich, Alternate, Alameda County Water District
Lisa Borba, Director, Contra Costa Water District
Ernesto Avila, Alternate, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Lesla McIntosh, Alternate, East Bay Municipal Utility District
Ellen Wehr, Director, Grassland Water District
Ricardo Ortega, Alternate, Grassland Water District
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
John Varela, Alternate, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency
Sandy Figuers, Alternate, Zone 7 Water Agency

CONSIDER ADOPTION OF RESOLUTION NO. 11-21-01 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 NOVEMBER 10, 2021 TO DECEMBER 9, 2021 PURSUANT TO BROWN ACT PROVISIONS.

James Ciampa, Interim General Counsel, advised the Board that Resolution No. 11-21-01 includes an affirmation that a state of emergency persists, and that requiring in-person attendance at meetings of the Board would pose an imminent risk to the health and safety of those in attendance.

The resolution will take effect immediately upon its adoption and will be effective for 30 days, or until such time 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 Coleman, seconded by Director Borba, Resolution No. 11-21-01 was approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission

Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

APPROVAL OF AGENDA

Upon motion by Director LeZotte, seconded by Director Holmes, the November 10, 2021, Agenda was approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

PUBLIC COMMENT ON NON-AGENDA ITEMS

None.

ACTION ITEMS

1.1

Election or Appointment by Motion of Chair and Vice Chair of Board of Directors

James Ciampa, Interim General Counsel, advised the Board that the Los Vaqueros Reservoir Joint Exercise of Powers Agreement creating the Authority calls for two primary Board officers in Sections 4.1 and 4.2, respectively, a Chair and Vice-Chair. The Chair shall preside at all meetings of the Board and shall exercise and perform such other powers and duties as may be assigned by the Board. The Vice-Chair shall perform the duties of the Chair in the absence or disability of the Chair. These officers hold office for a term of one year. The Chair may not serve more than four (4) consecutive terms.

After discussion and upon motion by Director LeZotte, seconded by Director Coleman, and unanimously carried, Angela Ramirez Holmes was appointed Chair and Anthea Hansen was appointed Vice Chair of the Board of Directors. The motion was approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

1.2

Consider Adoption of Resolution No. 11-21-02 for Appointment of Contra Costa Water District as Interim Administrator

Mr. Ciampa advised the Board that pursuant to Section 4.5.1 of the Los Vaqueros Reservoir Joint Exercise of Powers Agreement (JPA Agreement), the Board is empowered to select the Authority's Administrator, who is to provide management and administrative services for the Authority, as described in Section 4.5.2 of the JPA Agreement. Section 4.5.1 further provides that Contra Costa Water District (CCWD) shall serve as the initial Administrator, with its rights and responsibilities in that role to be determined in an Administrative Agreement between the Authority and CCWD, although the Board has ultimate discretion in selecting the Administrator.

After discussion and upon motion by Director Coleman, seconded by Director Sethy, Resolution No. 11-21-02 appointing Contra Costa Water District as Interim Administrator was unanimously approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

1.3

Consider Appointment of James Ciampa of Lagerlof, LLP as Authority Interim General Counsel and Approving Related Agreement for Interim General Counsel Services

Marguerite Patil of Interim Administrator CCWD provided background information regarding the legal services James Ciampa of Lagerlof, LLP has provided in connection with the drafting,

negotiating and formation of the Authority. She further mentioned that his legal service costs to date have been shared equally among the member agencies and that future legal costs are provided for under the current Multi-Party Agreement, and have been within the contemplated and budgeted amounts.

The proposed agreement for Mr. Ciampa's legal services as Interim General Counsel provides that these initial legal services will be utilized in the short-term (3 to 6 months) to get the Authority established and that the Board would proceed with a request for proposal solicitation process within that period to engage permanent General Counsel, which may be Mr. Ciampa or some other person or law firm.

After discussion and upon motion by Director LeZotte, seconded by Director Borba, and unanimously carried, James Ciampa of Lagerlof LLP was appointed as Authority Interim General Counsel and the related agreement, in the form presented to the Board, for Interim General Counsel Services was approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

1.4

Consider Appointment of Rosemarie Perea as Interim Clerk

Mr. Ciampa advised the Board he was directed to attempt to locate a suitable person to serve as the Authority's initial Clerk on an interim basis, until the Authority is firmly established and can engage a permanent clerk. He has worked with Ms. Perea over the past 20 years in her capacity as Director of Administrative Services at Rowland Water District in Los Angeles County and learned she would be retiring effective December 31, 2021. He thought she was well-suited for the position and her current employer would allow her to provide services to the Authority until her retirement occurs.

The Interim Clerk's duties will focus on scheduling of Board meetings, ensuring communications are effectively and timely provided to the Directors and Alternates and their respective agencies, preparing and distributing agendas and meeting materials and preparing the minutes of the Board meetings.

Ms. Perea will be engaged through Mr. Ciampa's firm until such time as a permanent clerk is engaged, and the Authority will reimburse Mr. Ciampa's firm for Ms. Perea's services. The

Interim Clerk costs will be included in the legal fees to be paid initially under the Multi-Party Agreement now in place.

After discussion and upon motion by Director Wehr, seconded by Director Hansen, and unanimously carried, Rosemarie Perea was appointed Interim Clerk, by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

1.5

Consider Adoption of Resolution No. 11-21-03 Designating Authority's Initial Principal Office and Establishing the Time and Place for the Authority's Regular Meetings

James Ciampa, Interim General Counsel, advised the Board that Government Code Section 54954, requires the adoption of a resolution specifying the time and place of regular meetings of the Board of Directors of the Authority, and that the Authority should also establish its principal office location.

The Board discussed the Authority's principal business office and reached consensus that the principal office should be the offices of Contra Costa Water District, located at 1331 Concord Avenue, Concord, California.

The Board then discussed establishing the date and time for regular Board meetings. After discussion, the Board reached consensus to have the regular Board meetings occur on the second Wednesday of each month at 9:30 a.m., with the location to be determined after circumstances allow in-person meetings to resume.

After discussion and upon motion by Director Borba, seconded by Alternate Director Ritchie, Resolution No. 11-21-03 was unanimously approved designating the Authority's principal office at: Contra Costa Water District, located at 1331 Concord Avenue, Concord, California, and establishing that the regular meetings of the Board of Directors will be held on a monthly basis, at 9:30 a.m. on the second Wednesday of each month, in accordance with the Ralph M. Brown Act, which includes provisions for virtual meetings so long as emergency conditions continue. When in-person meetings are to occur, the Board's regular meetings will be held at a location to be determined by the Board, likely from among the members' offices. The motion was approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

1.6

Consider Adoption of Resolution No. 11-21-04 Permitting Closed Session Disclosures by Directors and Alternates to Their Member Agencies' Governing Boards and Legal Counsels under Certain Circumstances

Interim General Counsel Ciampa explained the need for the resolution, as permitted under the Brown Act, to allow for disclosure of Authority closed session discussions by member agencies and their respective attorneys. He then reviewed suggested changes to Sections 2 and 3 of the resolution in the form presented to the Board based on his discussion with Jon Rubin, counsel for Westlands Water District.

After discussion and upon motion by Director Borba, seconded by Director Sethy, Resolution No. 11-21-04, as revised by Mr. Ciampa, was unanimously approved by the following roll call vote:

AYES: 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
Steve Ritchie, Alternate, San Francisco Public Utilities Commission
Anthea Hansen, Director, San Luis & Delta-Mendota Water Authority
Linda LeZotte, Director, Santa Clara Valley Water District
Angela Ramirez Holmes, Director, Zone 7 Water Agency

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

DISCUSSION ITEMS

2.1

Discussion of Form 700 Filing Requirements by Directors, Alternates and Other Staff

Interim General Counsel Ciampa provided a verbal report relating to the requirements of filing Form 700 Statement of Economic Interests by Directors, Alternates, the Administrator, General

Counsel, and other staff handling financial matters for the Authority. He advised the Board that an Assuming Office Form 700 must be filed with the FPPC within thirty (30) days of assuming the office, which occurred today with the administration of the Oaths of Office. That timing establishes December 9, 2021 as the applicable filing deadline. He advised the Board that a Form 700 packet with instructions will be e-mailed to each Director and requested that those Directors filing their Form 700 electronically provide the Interim Clerk with an acknowledgment of the filing for tracking purposes and those requesting a mail-in, hard copy filing with the FPPC, mail their original completed Form 700 to the Interim Board Clerk at 155 North Lake Avenue, 11th Floor, Pasadena, California 91101.

2.2

Discussion of Initial JPA Press Release

Marguerite Patil, Interim Administrator, provided a verbal report relating to the proposed issuance of a Press Release to announce the formation of the Authority and the election of the Chair and Vice-Chair. Several Board members offered comments and suggestions in connection with the Press Release. Ms. Patil stated the revised Press Release would be provided to Chair Ramirez Holmes for her review and approval of the final version before it is released. Ms. Patil advised that the Los Vaqueros Reservoir JPA website will include the Press Releases.

FUTURE AGENDA ITEMS

- Appointment of Secretary and Treasurer
- Insurance
- Create a Logo
- Create an Administrative Calendar for Various Board Policies

REPORTS

3.1

Directors

Director Lisa Borba thanked the Board for the opportunity to be a member of the JPA.

Director Coleman noted that this partnership will benefit many in the Bay Area and he is looking forward to working with the JPA.

Director Avila advised that it is an honor to be working with the Board and that he is looking forward to the future.

Director Ramirez Holmes requested that the JPA Agreement be re-circulated to the members of the Board.

3.2

Interim General Counsel

Mr. Ciampa advised the Board that he will be filing required documents with the Secretary of State and the Local Agency Formation Commission in each county in which a member agency has jurisdiction.

3.3

Interim Administrator

Ms. Patil provided the following:

- The Contra Costa Water District newsletter regarding Los Vaqueros project issues will be distributed to the Board and will be posted on the JPA website
- Financial Report: Current cash on hand is \$2.6 million; all member agencies are current; next invoice will go out in January 2022
- City of Tracy, a member of the San Luis & Delta-Mendota Water Authority, has been added to the SLDMWA Activity Agreement for the Los Vaqueros project
- Website: Working on updating the website and postings; Ms. Patil requested that each member provide a short biography and headshot for posting to the website
- Media: East Bay Times will be publishing an article on the project tomorrow

The meeting was adjourned at 11:01 a.m.

Angela Ramirez Holmes

Angela Ramirez Holmes (Jan 25, 2022 09:24 PST)

Angela Ramirez Holmes, Chair

ATTEST:

James Ciampa

James Ciampa (Jan 25, 2022 09:25 PST)

James D. Ciampa, Interim General Counsel









Los Vaq JPA Minutes - 11-10-21 (Final) (00518099xE9A33)

Final Audit Report

2022-01-25

Created:	2022-01-24
By:	D Schmidt (dschmidt@lagerlof.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAO1Z7ZfgJfVYIG8GI3xR0Kzj7vz5IH1cQ

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