



**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
AGENDA**

Regular Meeting of the Board of Directors
January 11, 2023 – 9:30 a.m.

SPECIAL NOTICE OF TELECONFERENCE ACCESSIBILITY

Pursuant to the provisions of Government Code Section 54953(e), as amended by Assembly Bill 361, any Director and any member of the public who desires to participate in the open session items of this meeting may do so by accessing the Zoom link below without otherwise complying with the Brown Act's teleconference requirements.

Please click the link below to join the webinar:

<https://lagerlof.zoom.us/j/87545898409?pwd=U2RRSXU0QzRSNkR4Wkt3bWE4MTc5QT09>

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Any member of the public wishing to make any comments to the Board of Directors may do so by accessing the above-referenced link where they may select the option to join via webcam or teleconference. Members of the public may also submit written comments to the Clerk by 4:00 p.m. on the day prior to the meeting for the Clerk to read into the record (subject to three-minute limitation). The meeting Chair will acknowledge such individual(s) at the appropriate time in the meeting prior to making their comment. Members of the public will be disconnected from the meeting prior to any Closed Session, if applicable.

NOTE: To comply with the Americans with Disabilities Act, if you need special assistance to participate in any Board meeting, please contact the Authority's Interim Clerk at rperea@lagerlof.com by 4:00 p.m. on January 10, 2023 to inform the Authority of your needs and to determine if accommodation is feasible. Each item on the Agenda shall be deemed to include any appropriate motion, resolution, or ordinance, to take action on any item. Materials related to items on this Agenda are available for public review at: www.losvaquerosjpa.com/board-meetings.

CALL TO ORDER

PLEDGE OF ALLEGIANCE

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
Ernesto Avila, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Dennis Herrera, Director, San Francisco Public Utilities Commission
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District
TBD, Director – Ex Officio - Department of Water Resources

ALTERNATE DIRECTORS

Jonathan Wunderlich, Alternate Director, Alameda County Water District
Antonio Martinez, Alternate Director, Contra Costa Water District
Lesa McIntosh, Alternate Director, East Bay Municipal Utility District
Ricardo Ortega, Alternate Director, Grassland Water District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Jim Beall, Interim Alternate Director, Santa Clara Valley Water District
Sandy Figuers, Alternate Director, Zone 7 Water Agency
TBD, Alternate Director – Ex Officio, Department of Water Resources

PUBLIC COMMENT ON NON-AGENDA ITEMS

Any member of the public wishing to address the Board of Directors regarding items not on the Agenda should do so at this time. The Board welcomes your comments and requests that speakers present their remarks within established time limits and on issues that directly affect the Authority or are within the jurisdiction of the Authority.

CONSENT CALENDAR

- 1.1 Consider Adoption of Resolution No. 1-23-01 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 January 4, 2023 to February 2, 2023 Pursuant to Brown Act Provisions**
- 1.2 Approval of Minutes from December 14, 2022 Board of Directors Meeting**
- 1.3 Treasurer’s Report – Month Ended November 30, 2022**

ACTION ITEMS

- 2.1 Approval of Resolution No. 1-23-02 Approving First Amendment to Authority's Bylaws**
- 2.2 Election of Officers for 2023**

DISCUSSION ITEMS

None

FUTURE AGENDA ITEMS

REPORTS

- 4.1 Directors**
- 4.2 General Counsel**
- 4.3 Executive Director**
- 4.4 Board Policy and Action Calendar**
- 4.5 Committee Meeting Summaries**

ADJOURNMENT

CONSENT CALENDAR

ITEM 1.1: CONSIDER ADOPTION OF RESOLUTION NO. 1-23-01 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 JANUARY 4, 2023 TO FEBRUARY 2, 2023 PURSUANT TO BROWN ACT PROVISIONS

RESPONSIBLE/LEAD STAFF MEMBER:

James Ciampa, General Counsel

RECOMMENDATION:

That the Los Vaqueros Reservoir Joint Powers Authority (Authority) Board of Directors' (Board) approve the above-referenced resolution making certain findings to allow for the Authority's Board meetings to continue to be conducted remotely by teleconference without compliance with the Brown Act's established teleconference meetings requirements, as allowed by AB 361, while ensuring public access to such Board meetings.

DISCUSSION:

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 virtually by video conference. That resolution made certain findings as required by Assembly Bill 361 (AB 361) with respect to such remote meetings. That resolution has been continued at the subsequent Board 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. Attached Resolution No. 1-23-01 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 and the findings continue to be valid in light of the persistent COVID-19 statistics.

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).

ALTERNATIVES:

If the Board does not adopt the resolution, in-person attendance will be required, or for those calling in, compliance with the notice and posting, in-person participation, and quorum requirements in Government Code section 54953(b)(3) would be required.

FISCAL ANALYSIS:

Not applicable

ENVIRONMENTAL REQUIREMENTS:

Not applicable

EXHIBITS/ATTACHMENTS:

Resolution No. 1-23-01

RESOLUTION NO. 1-23-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS
RESERVOIR JOINT POWERS AUTHORITY 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 JANUARY 4, 2023 TO FEBRUARY 2, 2023
PURSUANT TO BROWN ACT PROVISIONS**

WHEREAS, the Los Vaqueros Reservoir Joint Powers Authority (the “Authority”) is committed to preserving and nurturing public access and participation in meetings of its Board of Directors; and

WHEREAS, all meetings of the Authority’s Board of Directors are to be open and public, as required by the Ralph M. Brown Act (California Government Code Sections 54950 – 54963), so that any member of the public may attend, participate, and watch the Board conduct its business; and

WHEREAS, the Brown Act, in Government Code Section 54953(e), makes provision for remote teleconferencing participation in meetings by members of a legislative body without compliance with the requirements of Government Code Section 54953(b)(3), subject to the existence of certain conditions; and

WHEREAS, a required condition for application of Section 54953(e) is that a state of emergency is declared by the Governor pursuant to Government Code Section 8625, proclaiming the existence of conditions of disaster or of extreme peril to the safety of persons and property within the state caused by conditions as described in Government Code Section 8558; and

WHEREAS, a proclamation is made when there is an actual incident, threat of disaster, or extreme peril to the safety of persons and property within the jurisdictions that are within the Authority’s boundaries, caused by natural, technological or human-caused disasters; and

WHEREAS, it is further required that state or local officials have imposed or recommended measures to promote social distancing, or the legislative body meeting in person would present imminent risks to the health and safety of attendees; and

WHEREAS, the Authority’s Board of Directors previously adopted Resolutions finding that the requisite conditions exist for the Authority’s Board of Directors to conduct remote teleconference meetings without compliance with paragraph (3) of subdivision (b) of Government Code Section 54953; and

WHEREAS, such conditions continue to exist in the Authority’s geographical jurisdiction, specifically, a state of emergency has been proclaimed in the State of California pertaining to the threat to the health, safety and well-being of the Authority’s directors, staff,

vendors, contractors, customers and residents presented by COVID-19, and its Delta, Omicron, BA.2, BA.5 and possibly other variants, which remain highly contagious; and

WHEREAS, orders and guidance from local counties and regulations from the State of California impose limitations on gatherings and provide guidance on best practices with respect to actions to reduce the spread of COVID-19; and

WHEREAS, allowing all individual members of the Authority's Board of Directors and staff to travel from various areas around the state to meet in person would present an imminent risk to the health and safety of attendees given the spread of the Delta, Omicron and other variants of the COVID-19 virus throughout the state; and

WHEREAS, the Authority's Board of Directors does hereby find that the continuing state of emergency poses imminent risks to attendees and has caused, and will continue to cause, conditions of peril to the safety of persons within the Authority's jurisdiction that are likely to be beyond the control of services, personnel, equipment, and facilities of the Authority, and the Board of Directors desires to re-ratify the proclamation of state of emergency by the Governor of the State of California; and

WHEREAS, as a consequence of the continuing local emergency, the Board of Directors does hereby find that the Authority's Board of Directors and any Authority committees shall conduct their meetings without compliance with paragraph (3) of subdivision (b) of Government Code Section 54953, as authorized by subdivision (e) of Section 54953, and shall continue to comply with the requirements to provide the public with access to the meetings as prescribed in paragraph (2) of subdivision (e) of Section 54953; and

WHEREAS, the Authority will provide proper notice to the public regarding all Authority Board of Directors' and committee meetings, in accordance with Government Code Section 54953(e)(2)(A) and shall provide notice to the public of how they may access any such meeting via call-in number and/or internet link.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

Section 2. Proclamation Regarding Local Emergency. The Board of Directors hereby proclaims that a local emergency continues to exist in the geographical jurisdiction of the Authority and allowing individual members of the Authority's Board of Directors and members of the public to meet in person would present an imminent risk to the health and safety of attendees, and that conducting Authority Board of Directors virtually will minimize the possible spread COVID-19 and any variant thereof.

Section 3. Re-Ratification of Governor’s Proclamation of a State of Emergency. The Board hereby again ratifies the Governor of the State of California’s Proclamation of State of Emergency regarding COVID-19, dated March 4, 2020.

Section 4. Remote Teleconference Meetings. The Executive Director, Interim Administrator, Authority staff and the Board of Directors are hereby authorized and directed to take all actions necessary to carry out the intent and purpose of this Resolution including, continuing to conduct open and public meetings in accordance with Government Code Section 54953(e) and other applicable provisions of the Brown Act.

Section 5. Effective Date of Resolution. This Resolution shall take effect immediately upon its adoption and shall be effective until the earlier of (i) the expiration of thirty (30) days from the date this Resolution was adopted, as set forth below, or (ii) 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 of Directors of the Authority may continue to teleconference without compliance with paragraph (3) of subdivision (b) of section 54953.

PASSED AND ADOPTED by the Board of Directors of the Los Vaqueros Reservoir Joint Powers Authority this 11th day of January, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

Angela Ramirez Holmes, Chair

Attest:

Ellen Wehr, Secretary

ITEM 1.2: APPROVAL OF MINUTES FROM DECEMBER 14, 2022 BOARD OF DIRECTORS MEETING

RESPONSIBLE/LEAD STAFF MEMBER:

James Ciampa, General Counsel

RECOMMENDATION:

That the Authority's Board of Directors approve the attached minutes from the December 14, 2022 Board of Directors meeting.

DISCUSSION:

The Clerk, General Counsel and Executive Director have prepared the attached draft minutes from the December 14, 2022 Board of Directors meeting.

ALTERNATIVES:

Any suggested revisions to the draft December 14, 2022 Board meeting minutes will be considered.

FISCAL ANALYSIS:

Not applicable

ENVIRONMENTAL REQUIREMENTS:

Not applicable

EXHIBITS/ATTACHMENTS:

Draft minutes from December 14, 2022 Board of Directors meeting.



**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
MINUTES**

Regular Meeting of the Board of Directors
December 14, 2022 – 9:30 a.m.

CALL TO ORDER at 9:35 a.m.

PLEDGE OF ALLEGIANCE – led by Chair Angela Ramirez Holmes

James Ciampa, General Counsel, administered the Oath of Office to Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District and to Jim Beall, Alternate Interim Director, Santa Clara Valley Water District.

ROLL CALL OF DIRECTORS

Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
John Coleman, Director, East Bay Municipal Utility District
Ernesto Avila, Director, Contra Costa Water District
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District

ALTERNATE DIRECTORS

Jonathan Wunderlich, Alternate Director, Alameda County Water District
Antonio Martinez, Alternate Director, Contra Costa Water District
Sandy Figuers, Alternate Director, Zone 7 Water Agency
*Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Ricardo Ortega, Alternate Director, Grassland Water District
*Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Jim Beall, Alternate Interim Director, Santa Clara Valley Water District.

*Alternate Directors who replaced absent Directors from their member agencies

ABSENT

Anthea Hansen, Vice Chair, San Luis & Delta-Mendota Water Authority
Dennis Herrera, Director, San Francisco Public Utilities Commission
Lesa McIntosh, Alternate Director, East Bay Municipal Utility District

OTHERS PRESENT

Marguerite Patil, Interim Administrator (filling in for Executive Director Taryn Ravazzini who was absent due to illness)
Maureen Martin, Deputy Interim Administrator
James Ciampa, Lagerlof, LLP, General Counsel
Rosemarie Perea, Board Clerk
David Moore, Clean Energy Capital
Will Lockwood, Clean Energy Capital
Approximately 20 others

PUBLIC COMMENT ON NON-AGENDA ITEMS

None

CONSENT CALENDAR

Items 1.2 and 1.3 were pulled to provide for discussion.

Upon motion by Director Coleman, seconded by Director Avila, Item 1.1 (Adoption of Resolution No. 12-22-01 Authorizing Remote Teleconference Meetings) and Item 1.4 (Treasurer’s Report for Month Ended October 31, 2022) of the Consent Calendar were approved by the following roll call vote:

- AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Ernesto Avila, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
- NOES: None
- ABSENT: None
- ABSTAIN: None

The motion passed with an 8-0 vote.

The approval of Items 1.1 and 1.4 of the Consent Calendar included:

1.1 Consider Adoption of Resolution No. 12-22-01 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 December 5, 2022 to January 3, 2023 pursuant to Brown Act Provisions

1.4 Treasurer’s Report – Month Ended October 31, 2022

The meeting next considered Item 1.2 – Approval of Minutes from November 9, 2022 Board of Directors Meeting. Chair Ramirez Holmes mentioned she thought two changes to the draft minutes were appropriate to better capture the Board’s questions and discussion concerning the process for procurement of professional services and to recognize the reading of the resolution honoring Alternate Director LeZotte and that the Directors applauded Alternate Director LeZotte’s public service and service on the Board.

1.2 Approval of Minutes from November 9, 2022 Board of Directors Meeting

General Counsel Ciampa presented a redlined version of the draft November 9, 2022 Board meeting minutes showing the changes Chair Ramirez Holmes suggested.

Upon motion by Alternate Director Ritchie, seconded by Interim Director Eisenberg, the November 9, 2022 Board of Directors Meeting Minutes, as revised, were approved by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Ernesto Avila, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

The meeting next considered Item 1.3 – Approval of Standard Services Agreement with Ibrahim Khadam for Program Support Services (not to exceed \$49,500.00 through June 30, 2023). Treasurer Sethy requested this item to be pulled from the Consent Calendar to allow the Board to inquire regarding Mr. Khadam’s background and the need for this agreement. Interim Administrator Marguerite Patil informed the Board that Ibrahim Khadam is a consultant who has worked on the Project through his prior employment with Stantec for many years and has excellent relationships with U.S. Bureau of Reclamation staff and management. Mr. Khadam possesses a unique skill set that will be of great assistance in the coming months as the Authority moves into the negotiation and drafting of the Service Agreements and the WIFIA loan application process.

1.3 Approval of Standard Services Agreement with Ibrahim Khadam for Program Support Services (not to exceed \$49,500.00 through June 30, 2023)

Upon motion by Treasurer Sethy, seconded by Secretary Wehr, the Board approved the Standard Services Agreement with Ibrahim Khadam for Program Support Services (not to exceed \$49,500.00 through June 30, 2023) by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Ernesto Avila, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District

NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

ACTION ITEMS

2.1

Approval of Formation of Ad Hoc Committee Regarding Design and Construction Principles
Interim Administrator Patil advised the Board that CCWD staff has made presentations to the Operations and Engineering Committee and Finance Committee regarding the draft Design and Construction Principles applicable to the Los Vaqueros Reservoir Expansion Project. Those draft principles have been reviewed by the Design Review Team, which consists of various Member agency staff members. However, those principles have not been reviewed by Authority staff or at the Board level. Staff believes it is prudent to have the Design and Construction Principles reviewed at the Board level and use of an ad hoc committee will allow that to occur in an efficient manner. Section 4.1 of the Authority's Bylaws require that the Authority's Board of Directors approve formation of any committee.

Director Avila questioned the need to establish a separate ad hoc committee for an item the Operations and Engineering Committee could review. Chair Ramirez Holmes responded that it would be more transparent if CCWD was not involved in the Authority's review of the Design and Review Principles, which will inform the subsequent Design and Construction Agreement into which the Authority will enter with CCWD. Chair Ramirez Holmes advised that if the Ad Hoc Committee is approved, she will appoint three members to the committee, which will consist of Directors and/or Alternate Directors.

Upon motion by Director Coleman, seconded by Secretary Wehr, the Board approved the formation of an Ad Hoc Committee Regarding Design and Construction Principles by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority

NOES: Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District
Ernesto Avila, Director, Contra Costa Water District
ABSENT: None
ABSTAIN: None

The motion passed with a 7-1 vote, with Director Avila opposed.

2.2

Approval of Conflict of Interest Code

General Counsel Ciampa advised the Fair Political Practices Commission (“FPPC”) has approved the Authority’s draft Conflict of Interest Code. He reviewed the change made from the version presented at the October Board meeting and also suggested a further minor revision to replace references to “Administrator” to the “Executive Director,” as shown to the Board.

Upon initial approval of the Code, a 45-day public comment period will commence to run and if any interested person requests, a public hearing would be held in connection with the final adoption of the Code. If no request for a public hearing is received, the Board would provide its final approval of the Conflict of Interest Code at a meeting after the 45-day comment period has ended.

Upon motion by Alternate Director Ritchie, seconded by Alternate Director Gutierrez, the Board approved the Conflict of Interest Code as presented by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Ernesto Avila, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District
NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

2.3

Approval of Credit Rating Agency for WIFIA Loan

Interim Administrator Patil advised that the Authority has been invited to submit an application for a loan under the U.S. Environmental Protection Agency’s WIFIA Loan Program. David Moore of Clean Energy Capital stated his firm has solicited and received pricing proposals from three credit rating agencies to obtain the ratings required for the potential WIFIA loan. Mr. Moore then introduced his associate, Will Lockwood, who presented a summary of the proposals received and advised that Clean Energy Capital recommends Standard & Poor’s be selected to provide the credit ratings as Standard & Poor’s submitted the lowest fee proposal and has a reasonable discount at risk.

Interim Director Rebecca Eisenberg asked whether there has been a historical look as to which agency the U.S. EPA prefers. David Moore responded that U.S. EPA has no preference as to credit ratings agencies and the rating merely needs to show the proposed borrower is of investment grade, which should not be a problem for the Authority. Alternate Director Ritchie asked a question regarding the amount of the annual ongoing monitoring fee among the rating agencies, as Standard & Poor's did not charge an annual fee. Mr. Moore responded that issue will be confirmed in the contract with Standard & Poor's. Mr. Moore then stated the interest rate on the WIFIA loan is calculated using the U.S. Treasury rate for State and Local Government Series securities, plus one basis point.

Upon motion by Treasurer Sethy, seconded by Interim Director Eisenberg, the Board approved Standard & Poor's as the credit rating agency for the WIFIA loan, and authorized the Executive Director to execute a contact with Standard & Poor's, by the following roll call vote:

AYES: Angela Ramirez Holmes, Chair, Zone 7 Water Agency
Ellen Wehr, Secretary, Grassland Water District
Paul Sethy, Treasurer, Alameda County Water District
Ernesto Avila, Director, Contra Costa Water District
John Coleman, Director, East Bay Municipal Utility District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Rebecca Eisenberg, Interim Director, Santa Clara Valley Water District

NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

DISCUSSION ITEMS

None.

FUTURE AGENDA ITEMS

None.

REPORTS

4.1 – Directors

- Chair Ramirez Holmes, reported on her attendance at the ACWA Fall Conference and her trips to Sacramento and Washington D.C. She advised Governor Newsom has given a target date of November 2023 for breaking ground on the Los Vaqueros Reservoir Expansion Project. She will be reaching out to Directors regarding interest in serving on Design and Construction Principles Ad Hoc Committee and will report on the committee member selections at the January meeting. Board reorganization will also be addressed at the January meeting.
- Treasurer Sethy advised that Alameda County Water District has unanimously approved Amendment No. 4 to the Multi-party Cost Share Agreement and that he has been appointed to serve as President of ACWD's Board of Directors.

- Alternate Director Ritchie advised the San Francisco Public Utilities Commission also approved Amendment No. 4 to the Multi-party Cost Share Agreement. He noted that before any Project construction can begin, much work remains to be done in reaching necessary agreement on various points.
- Director Coleman noted there needs to be a concerted effort to advise Members' Boards on the benefits of the expansion of the Los Vaqueros Reservoir and related projects.
- Director Avila concurs with Director Ritchie's comment regarding the necessity to have further discussions in reaching agreement before any construction can begin.

4.2 - General Counsel

General Counsel Ciampa advised that a Doodle poll had been circulated to the Legal Work Group to commence discussions in January regarding the Service Agreement.

4.3 – Executive Director

Interim Administrator Patil advised that many Project-related meetings occurred at the recent ACWA Fall Conference. Among the meetings was a meeting with the Bureau of Reclamation's Regional Director. A meeting with the Members' General Managers took place at the conference and more frequent meetings with the General Managers will occur moving forward. Also, development of the draft fiscal year 2023 budget is in progress and will be presented to the Finance Committee. In answer to Interim Alternate Director Beall's request for a tour of the Los Vaqueros facilities, Director Avila offered a tour of the Project facilities and Interim Administrator Patil advised that a field trip to tour the facilities is in the process of being scheduled for the spring concurrent with a JPA Board meeting.

4.4 - Board Policy and Action Calendar

Chair Ramirez Holmes stated the updated Board Policy and Action Calendar was included in the meeting materials for the Board's information.

4.5 - Committee Meeting Summaries

Summaries from the November 17, 2022 Operations and Engineering Committee meeting and the November 16, 2022 Finance Committee meeting were attached for the Board's information.

The meeting was adjourned at 10:43 a.m.

Angela Ramirez Holmes, Chair

ATTEST:

Ellen Wehr, Secretary

ITEM 1.3: TREASURER’S REPORT – MONTH ENDED NOVEMBER 30, 2022

RESPONSIBLE/LEAD STAFF MEMBER:

Taryn Ravazzini, Executive Director

DISCUSSION:

Staff has prepared the Treasurer’s Report for November 2022. This report was reviewed by the Finance Committee at its December 22, 2022 meeting.

ALTERNATIVES:

For discussion purposes

FISCAL ANALYSIS:

None

ENVIRONMENTAL REQUIREMENTS:

Not applicable

EXHIBITS/ATTACHMENTS:

Treasurer’s Report for Month Ended November 30, 2022



TREASURER’S MONTHLY REPORT

MULTI-PARTY AGREEMENT STATUS

Amendment No. 4 to the Multi-party Cost Share Agreement (MPA) was approved by the JPA on November 9. Following approval and execution by the JPA Members an invoice for \$1,094,00 per agency will be sent out in January 2023.

DECEMBER 19, 2022

UPCOMING ACTIVITIES

December 22 at 1:00 p.m. – Finance Committee Meeting via Zoom

January TBD – Finance workgroup meetings (Draft Term sheet and Service Agreement Development)

January 26 at 1:00 p.m. – Finance Committee Meeting via Zoom

Finance Committee Members:

Chair: Anthea Hansen, SLDMWA

Vice-Chair: Paul Sethy, ACWD

John Coleman, EBMUD

ACRONYM KEY

ACWD – Alameda County Water District

CCWD – Contra Costa Water District

CWC – California Water Commission

EBMUD – East Bay Municipal Utility District

LAP – Local Agency Partners

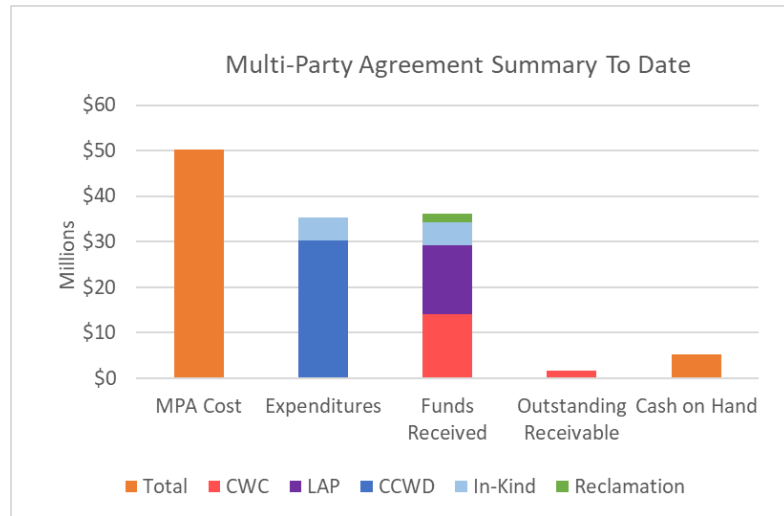
MPA – Multi-party Cost Share Agreement

SCVWD – Santa Clara Valley Water District (Valley Water)

SLDMWA – San Luis & Delta-Mendota Water Authority

WIFIA LOI – Water Infrastructure Finance and Innovation Act Letter of Interest

The following chart provides an overview of the MPA expenditures through November 30, 2022 in addition to in-kind services, funds received, outstanding receivable, and cash on hand. All LAPs remain in good standing and the Project cash on hand remains positive.



MPA Summary to Date:

MPA Cost: \$50,187,865 (total through Amendment No. 3)

Expenditures:

CCWD: \$30,298,843 (includes consultants and legal services)
 LAP: \$4,962,107 (in-kind services)
 Total: \$35,260,950

Funds Received:

CWC: \$14,015,691
 Reclamation: \$2,022,209
 LAP: \$15,194,842 (cash contributions)
 LAP: \$4,962,107 (in-kind services)
 Total: \$36,194,850

Outstanding Receivable:

CWC: \$1,729,043
 Reclamation: \$0
 LAP: \$0

Cash on Hand: \$5,153,384

FEDERAL FUNDING STATUS

A total of \$82 million was allocated to the Project in the Bipartisan Infrastructure Law FY22 Spend Plan. Previous awards of Federal funding during FY21 and FY22 include \$10 million in pre-construction funding and \$54 million in construction funding. An assistance agreement has been executed with Reclamation for a total of \$7.2 million in federal funding for permitting, design, and other pre-construction activities and the initial invoice has been paid.

Future Federal funding requests include the remainder of the requested federal share of 21 percent of the total project cost (approximately \$67 million). Some portion of the federal funding share may be available in the upcoming appropriations under the Water Infrastructure Improvements for the Nation (WIIN) Act.

STATE FUNDING STATUS

The Project qualified for funding under the Water Storage Investment Program and received an adjusted Maximum Conditional Eligibility Determination of \$477,558,343 from the California Water Commission (CWC) on March 16, 2022. This amount reflects an additional inflation adjustment of 1.5 percent and an increase in over \$7 million from the previous award.

The Early Funding Agreement with the CWC provides for a cost share of 50 percent of eligible costs during pre-construction. An amendment was executed in November 2022 that extends the agreement through December 31, 2023 and included \$927,917 in additional early funding that is now available as a result of the inflation adjustments to the total award amount. The summary below reflects the Total Budget and other budget status information of the amended Early Funding Agreement.

Early Funding Agreement Summary to Date:

Total Budget:	\$47,755,834
Total Program Funding:	\$23,877,917 (50 percent cost share)
Total Billed To Date:	\$29,881,739 (63% spent to date)
Total Amount Remaining:	\$17,874,095
Total Retention To Date:	\$623,884
Outstanding Invoices:	\$1,105,159

ACTION ITEMS

ITEM 2.1: APPROVAL OF RESOLUTION NO. 1-23-02 APPROVING FIRST AMENDMENT TO AUTHORITY'S BYLAWS

RESPONSIBLE/LEAD STAFF MEMBER:

Taryn Ravazzini, Executive Director

DISCUSSION:

In reviewing the Authority's Bylaws in connection with the formation of the Design and Construction Principles Ad Hoc Committee at the December 14, 2022 Board meeting, staff confirmed that Board approval of an ad hoc committee is required. Upon discussion with Chair Ramirez Holmes and general counsel, staff believe it is prudent to allow for the Chair to form an ad hoc or temporary committee in order to expedite that formation process, with the requirement for the Chair to report the formation of any ad hoc or temporary committee to the Board at the next regularly scheduled Board meeting. The attached draft amendment would revise the Authority's Bylaws to allow for such committee formation by the Chair.

ALTERNATIVES:

The Board could proceed without the amendment, in which case the formation of any ad hoc committee would require Board of Directors' approval.

FISCAL ANALYSIS:

Not applicable

ENVIRONMENTAL REQUIREMENTS:

Not applicable

EXHIBITS/ATTACHMENTS:

Resolution No. 1-23-02

RESOLUTION NO. 1-23-02

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE LOS VAQUEROS
RESERVOIR JOINT POWERS AUTHORITY APPROVING
FIRST AMENDMENT TO AUTHORITY BYLAWS**

WHEREAS, Section 2.4 of the Joint Exercise of Powers Agreement for the Los Vaqueros Reservoir Joint Powers Authority authorizes the adoption of Bylaws to address the Authority's governance and operations; and

WHEREAS, by Resolution No. 2-22-02 adopted on February 9, 2022, the Authority's Board of Directors approved the Authority's Bylaws; and

WHEREAS, Section 2.5 of the Authority's Bylaws provides for the amendment of those Bylaws with the vote of at least six (6) Directors; and

WHEREAS, the Authority's Board of Directors has determined that Section 4.1 of the Bylaws should be amended to facilitate the formation of ad hoc committees,

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY DOES HEREBY RESOLVE TO ADOPT THE FIRST AMENDMENT TO THE AUTHORITY'S BYLAWS IN THE FORM PRESENTED AND ATTACHED TO THIS RESOLUTION.

PASSED AND ADOPTED by the Board of Directors of the Los Vaqueros Reservoir Joint Powers Authority this 11th day of January, 2023 by the following vote:

AYES:

NOES:

ABSTAIN:

ABSENT:

Angela Ramirez Holmes, Chair

Attest:

Ellen Wehr, Secretary

**FIRST AMENDMENT TO THE BYLAWS OF THE
LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY**

1. Section 4.1 of the Bylaws is amended as follows, with the newly added language underlined:

4.1 Formation. The Board may form committees by majority vote, and any such Board action shall include the purpose of the committee and details concerning the appointment of the chair and members of the committee; provided that ad hoc or temporary committees may be formed by the Chair, who will report the formation of any such committee at the next regularly scheduled Board meeting. Related Activity Committees may be formed and operated in accordance with Section 6.1 of the JPA Agreement.

2. Except as amended in paragraph 1, above, the Bylaws shall remain unchanged and in full force and effect.

Angela Ramirez Holmes, Chair

SECRETARY'S CERTIFICATE

The undersigned hereby certifies that she is the Secretary of the Los Vaqueros Reservoir Joint Powers Authority, a joint exercise of powers authority; that attached hereto is a true, correct and complete copy of the First Amendment to the Bylaws of the Los Vaqueros Reservoir Joint Powers Authority; and that said Bylaws are in full force and effect as of the date hereof.

Dated: _____

Ellen Wehr, Secretary

ITEM 2.2: ELECTION OF OFFICERS FOR 2023

RESPONSIBLE/LEAD STAFF MEMBER:

Taryn Ravazzini, Executive Director

DISCUSSION:

Section 3.5 of the Authority’s Bylaws provides that the election of the Authority’s officers is to take place at the January Board meeting or at the next regular Board meeting if the January meeting does not occur. Section 3.6 of the Bylaws provides that officers’ terms are for one year and until the officer’s successor is elected or appointed. Section 3.6 provides for the election of the Chair and Vice Chair by the Board and the Board may also appoint the Secretary or Treasurer or can delegate one or both of those appointments to the Administrator, as provided in the JPA Agreement. The Chair is limited under Section 3.6 to serving four consecutive terms.

As this is the January Board meeting, it is necessary for the Board to conduct the election of officers for 2023.

ALTERNATIVES:

The Board could delegate the appointment of the Secretary and/or Treasurer to the Administrator.

FISCAL ANALYSIS:

Not applicable

ENVIRONMENTAL REQUIREMENTS:

Not applicable

EXHIBITS/ATTACHMENTS:

None

ITEM 4.4: BOARD POLICY AND ACTION CALENDAR

RESPONSIBLE/LEAD STAFF MEMBER:

Taryn Ravazzini, Executive Director

DISCUSSION:

The updated Board Policy and Action Calendar is provided for the Board's information, 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 the first six months of 2023.

ALTERNATIVES:

Not applicable

FISCAL ANALYSIS:

Not applicable

ENVIRONMENTAL REQUIREMENTS:

Not applicable

EXHIBITS/ATTACHMENTS:

6-Month Calendar and Outline of Board Policies and Actions

Overview Graphic of 2023 Draft Major Policy Calendar

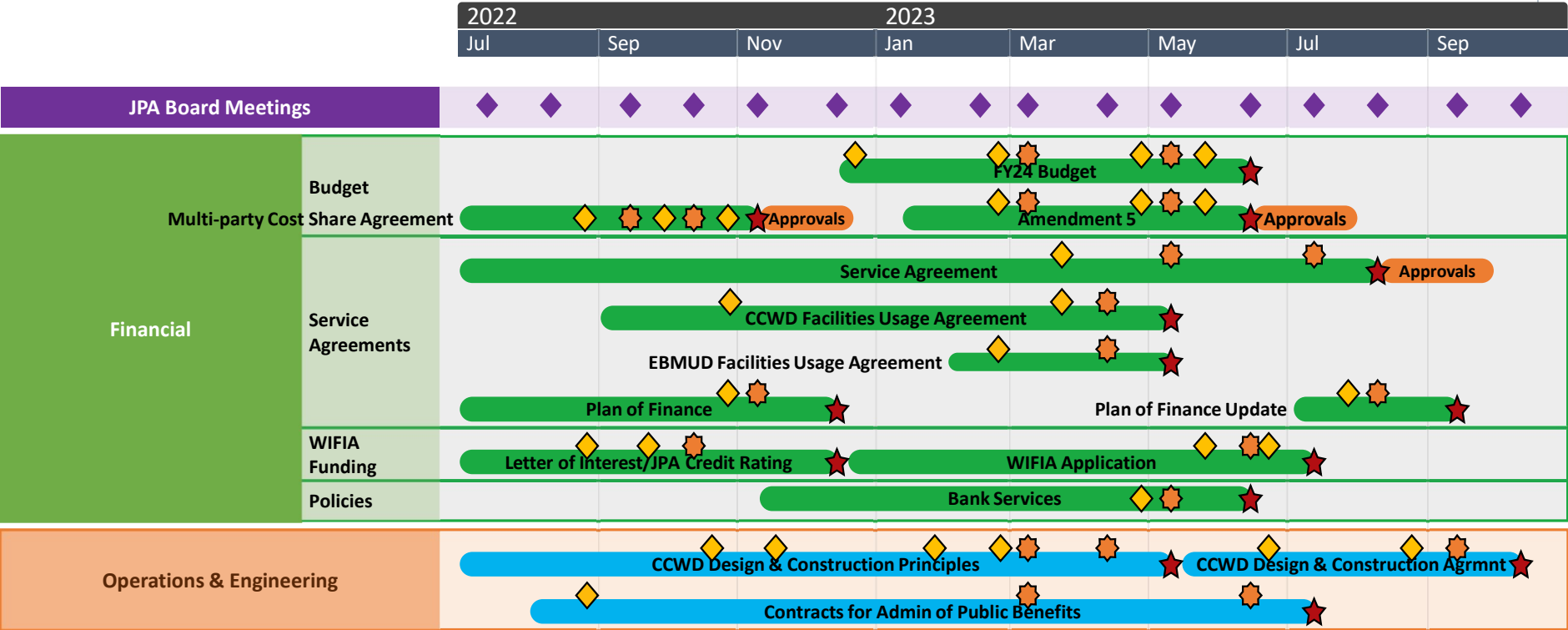
**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
6-MONTH CALENDAR AND OUTLINE OF BOARD POLICIES AND ACTIONS**

6-Month Calendar	
Board Activities	Committee Activities
<i>January 2023</i>	
Amendment to Authority Bylaws [Action]	Draft CCWD Design and Construction Agreement Principles [Ad Hoc Committee]
<i>February 2023</i>	
Program Management Services RFP [Action] Amendment to the Administrative Agreement [Action] Liability and Errors and Omissions Insurance [Discussion]	Draft CCWD Design and Construction Agreement Principles [Ad Hoc Committee] Draft FY24 Budget [Finance Committee] Multi-Party Amendment 5 [Finance Committee] Bridge Funding [Joint Finance and O&E Committee] EBMUD Facilities Usage Agreement [O&E Committee]
<i>March 2023</i>	
Liability and Errors and Omissions Insurance [Action] Draft Contracts for Administration of Public Benefits [Discussion] FY 24 Budget [Discussion] Multi-Party Amendment 5 [Discussion]	Service Agreement [Finance Committee] Transfer Bethany Pipeline Inspection Results [O&E Committee] Draft CCWD Design and Construction Agreement Principles [Ad Hoc Committee]
<i>April 2023</i>	
DWR-JPA MOU [Action] Program Management Agreement [Action] Draft CCWD Facilities Usage Agreement [Discussion] Draft EBMUD Facilities Usage Agreement [Discussion] CCWD Design and Construction Principles [Discussion]	FY 24 Budget [Finance Committee] Multi-Party Amendment 5 [Finance Committee] Bank Services [Finance Committee]

6-Month Calendar	
Board Activities	Committee Activities
<i>May 2023</i>	
CCWD Facilities Usage Agreement [Action] EBMUD Facilities Usage Agreement [Action] CCWD Design and Construction Principles [Action] FY 24 Budget [Discussion] Multi-Party Amendment 5 [Discussion] Service Agreement Approach [Discussion] Bank Services [Discussion]	FY 24 Budget [Finance Committee] Multi-Party Amendment 5 [Finance Committee] WIFIA Application [Finance Committee]
<i>June 2023</i>	
FY 24 Budget [Action] Multi-Party Amendment 5 [Action] Bank Services [Action] WIFIA Application [Discussion] Contract for Administration of Public Benefits [Discussion]	WIFIA Application [Finance Committee] CCWD Design and Construction Agreement [Ad Hoc Committee]

Los Vaqueros Reservoir Joint Powers Authority Draft 2023 Major Policy Calendar *Dates Subject to Change*

CWC Award Hearing



Future Agreements to Develop (Schedules TBD)

EBMUD Design & Construction Agreement, Conveyance Agreement(s) (e.g., SBA), O&M Agreements, CCWD Backstop Agreement

Key: ◆ Committee Discussion ☆ Board Discussion ★ JPA Board Action

ITEM 4.5: COMMITTEE MEETING SUMMARIES

RESPONSIBLE/LEAD STAFF MEMBER:

Taryn Ravazzini, Executive Director

RECOMMENDATION:

None

DISCUSSION:

The Operations and Engineering Committee and Finance Committee meeting summaries from their respective December meetings follow.



SUMMARY OF REGULAR MEETING OF OPERATIONS AND ENGINEERING COMMITTEE

December 15, 2022 – 10:00 a.m.

Chair Jose Gutierrez and Committee Members Antonio Martinez, Steve Ritchie and Jonathan Wunderlich were present.

1.1 November 17, 2022 Operations and Engineering Committee Meeting Summary.

The summary from the November 17, 2022 Operations and Engineering Committee meeting was presented. Committee member Antonio Martinez requested a change to item 1.3 to include his comment regarding the fact that under a Project Labor Agreement, trade unions must continue to provide services in the event of a labor dispute, which will avoid possible work stoppages. The draft summary was accepted with that revision.

1.2 Review of Pumping Plant #1 Physical Model Results.

Interim Administrator Patil introduced Chris Hentz, CCWD's LVE Engineering Manager, to provide information regarding Pumping Plant #1. Mr. Hentz then introduced Stan Ali, Senior Engineer at CCWD, who provided the Committee with an overview of the work contemplated at Pumping Plant #1 and to discuss the results from the recently completed physical modeling of Pumping Plant #1. Members of the committee posed questions regarding sources of power to the pumping plant, repairs and maintenance, security and canal subsidence. Mr. Hentz provided supplemental information in answer to committee members' questions, including that CCWD acquires power for the plant from the Central Valley Project and Modesto Irrigation District and that CCWD maintains security for the plant.

FUTURE AGENDA ITEMS:

- General Counsel James Ciampa stated Executive Director Taryn Ravazzini requested the Committee be informed that it will meet as usual in January, but that a joint meeting with the Finance Committee will be scheduled in February to focus on bridge funding.
- Discussion of power to the various Project facilities.
- Transfer Pipeline inspection presentation.

The next Committee meeting is scheduled for January 19, 2023 at 10:00 a.m.

The meeting was adjourned at 10:46 a.m.

James D. Ciampa

James D. Ciampa
General Counsel



SUMMARY OF REGULAR MEETING OF FINANCE COMMITTEE

SUMMARY OF REGULAR MEETING OF FINANCE COMMITTEE

December 22, 2022 – 1:00 p.m.

Present at the meeting were Chair, Anthea Hansen, Vice Chair, Paul Sethy, and Committee member John Coleman. Staff and 11 others also attended the meeting.

1.1 November 16, 2022 Finance Committee Meeting Summary. The draft summary of the November 16, 2022 Finance Committee meeting was presented for the Committee’s information. General Counsel James Ciampa stated this summary was previously included in the materials at the December 14, 2022 Board of Directors’ meeting. No changes were made by the Committee.

1.2 Draft Fiscal Year 2023-24 Budget. Marguerite Patil, Interim Administrator, advised the Executive Director would not be attending the meeting due to illness and that Ms. Patil would be presenting the draft Fiscal Year 2023-24 Budget (“FY24 Budget”) for discussion. She advised that the Los Vaqueros Reservoir Joint Exercise of Powers Agreement (“JPA Agreement”) requires the Board of Directors to adopt a budget prior to the start of each Fiscal Year, which may be a single year or two-year budget, in the Board of Directors’ discretion. The JPA Agreement also requires that a draft of the capital budget is presented six months in advance of the fiscal year in December. Given the current uncertainty with respect to the timing of the commencement of Project construction activities, staff believes it is prudent to again proceed with development of a Budget for a single fiscal year.

The FY24 Budget will cover the period from July 1, 2023 through June 30, 2024. Interim Administrator Patil and Chris Hentz, CCWD’s Los Vaqueros Reservoir Expansion Project Engineering Manager, jointly presented the draft FY24 Budget for initial discussion.

Vice Chair Sethy inquired about the structure and timing of the Service Agreements. Interim Administrator Patil advised there will likely be one master Service Agreement, with appended schedules for the participating members. The goal is to have the Service Agreements completed by September 2023 to allow the final award hearing with the California Water

Commission to occur in October 2023. Committee Member Coleman remarked that is important for the FY24 Budget to include alternatives in the event funding under the WIFIA loan is not secured and/or if the final award hearing is delayed. Interim Administrator Patil stated the FY24 Budget will include alternative funding scenarios.

Chris Hentz reviewed the sources and uses of funds to be included in the FY24 Budget. The sources of funds include local funding from the members under the Multi-Party Agreement (and likely an Amendment No. 5 to that agreement), state funding through the Early Funding Agreement with the California Water Commission and final award from the Commission, and federal funding from the U.S. Bureau of Reclamation under several programs. The baseline draft FY 24 Budget, without construction costs, is \$19,601,000.

The uses of funds include JPA services, CCWD services (i.e., services contracted by CCWD in support of the Project), CCWD labor, reserves, as required by the JPA Agreement, and contingency. Also, potential design and construction costs for Pumping Plant No. 1 are estimated to be \$21,306,000 and will be included as an appendix to the FY24 Budget.

Committee Member Sethy asked whether the Transfer-Bethany Pipeline’s capacity could be increased. Mr. Hentz responded that pipeline is designed with a capacity of 300 cfs but can convey up to 400 cfs in times of emergency. Committee Member Sethy also asked if all JPA members will share in the cost of Pumping Plant No. 1. Mr. Hentz responded the proportional cost for that facility will be shared by all members as determined in the Service Agreement. Committee Member Sethy also recommended a further breakdown of CCWD’s labor costs by component, such as salary, benefits and overhead, be included in the FY24 Budget.

The Committee expressed its appreciation and compliments to Ms. Patil, Mr. Hentz and CCWD staff for the thorough presentation.

1.3 Draft Treasurer’s Report – Month Ended November 30, 2022. Interim Administrator Patil presented the draft Treasurer’s Report for November 2022 for the Committee’s review and discussion and noted the JPA remains in a good position from a cash flow perspective.

FUTURE AGENDA ITEMS:

- General Counsel Ciampa stated the Executive Director may convene a joint meeting between the Finance Committee and Operations and Engineering Committee in February to discuss bridge funding.

The meeting adjourned at 2:26 p.m.

James D. Ciampa

James D. Ciampa
General Counsel