



**LOS VAQUEROS RESERVOIR JOINT POWERS AUTHORITY
MINUTES**

Regular Meeting of the Board of Directors
Held at: **ZONE 7 WATER AGENCY**
100 North Canyons Parkway, Livermore, CA 94551
March 8, 2023 – 9:30 a.m.

Chair Angela Ramirez Holmes called the meeting to order at 9:32 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
Michael Tognolini, Director, East Bay Municipal Utility District
Rebecca Eisenberg, 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
*Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Sandy Figuers, Alternate Director, Zone 7 Water Agency
Jose Gutierrez, Alternate Director, San Luis & Delta-Mendota Water Authority
Richard Santos, Alternate, Santa Clara Valley Water District
TBD, Alternate Director – Ex Officio, Department of Water Resources
*Alternate Director who replaced absent Director from his member agency

ABSENT

Dennis Herrera, Director, San Francisco Public Utilities Commission
Ernesto Avila, Director, Contra Costa Water District
Ricardo Ortega, Alternate Director, Grassland Water District
Lesla McIntosh, Alternate Director, East Bay Municipal Utility District

OTHERS PRESENT

Taryn Ravazzini, Executive Director
James Ciampa, Lagerlof, LLP, General Counsel
Marguerite Patil, Contra Costa Water District
Rosemarie Perea, Board Clerk (by telephone)
Norma Alley, Assistant Board Clerk
David Moore, Clean Energy Capital
Numerous others were present in person and by telephone

PUBLIC COMMENT ON NON-AGENDA ITEMS

None

CONSENT CALENDAR

1.1 Approval of Minutes from February 8, 2023, Board of Directors Meeting

A motion was made by Director Tognolini, seconded by Director Eisenberg, to table this item to the April Board meeting to consider a proposed revision to the draft minutes from the February 8 Board meeting. The motion passed unanimously.

1.2 Treasurer’s Report – Month Ended January 31, 2023

Upon motion by Alternate Director Ritchie, seconded by Treasurer Sethy, Item 1.2 of the Consent Calendar was unanimously 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
Michael Tognolini, Director, East Bay Municipal Utility District
Rebecca Eisenberg, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Antonio Martinez, Alternate Director, Contra Costa Water District
- NOES: None
- ABSENT: None
- ABSTAIN: None

The motion passed with an 8-0 vote.

ACTION ITEMS

2.1 Approval of Conflict of Interest Code

General Counsel, James Ciampa, advised that at the December 14, 2022 Board of Directors meeting, the Board of Directors approved the Authority’s draft Conflict of Interest Code. That version of the Code was posted for public comment on the Authority’s website. No public comments were received during the 45-day comment period.

General Counsel Ciampa reported that in late December, the Fair Political Practices Commission (“FPPC”) provided feedback on several requested changes regarding the filing process for the Authority’s Forms 700 – Statements of Economic Interest. General Counsel Ciampa advised the Authority is being requested to move to electronic filing of the Forms 700 for future years, but given the timing for the 2022 filings (which must be received by April 3, 2023) it was decided that paper filings of the Form 700 would be used for the 2022 filing year. General Counsel Ciampa stated that the process would be determined and utilized for the 2023 filings. In addition, the FPPC recommended deleting disclosure category 2 from the Program Manager position. Those changes are incorporated in the Code presented for approval.

After discussion, upon motion by Alternate Director Antonio Martinez, seconded by Alternate Director Ritchie, the Conflict of Interest Code was unanimously approved as presented 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
Michael Tognolini, Director, East Bay Municipal Utility District
Rebecca Eisenberg, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Antonio Martinez, Alternate Director, Contra Costa Water District
- NOES: None
ABSENT: None
ABSTAIN: None

The motion passed with an 8-0 vote.

2.2 May Board Meeting Rescheduling

Executive Director, Taryn Ravazzini, advised that at the February 8 Board of Directors meeting, the Board discussed the need to reschedule the May regular Board of Directors meeting due to the conflict of the May 10 regular meeting date with the ACWA Spring Conference.

After polling the Directors and Alternate Directors for alternative dates, no one date was available for all Directors and Alternate Directors could attend. However, two dates received responses that would allow for attendance by almost all of the Directors or their Alternates – Monday, May 15 at 10:00 a.m. and Friday, May 19 at either 9:30 a.m. or 10:00 a.m. Based on the responses received, staff recommends Friday, May 19 as the date to which the May Board meeting should be rescheduled.

After discussion, upon motion by Director Eisenberg, seconded by Secretary Wehr, the May Board meeting was rescheduled to Friday, May 19, 2023, at 10:00 a.m. 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
Michael Tognolini, Director, East Bay Municipal Utility District
Rebecca Eisenberg, Director, Santa Clara Valley Water District
Steve Ritchie, Alternate Director, San Francisco Public Utilities Commission
Antonio Martinez, Alternate Director, Contra Costa Water District

NOES: None

ABSENT: None

ABSTAIN: None

The motion passed with an 8-0 vote.

DISCUSSION ITEMS

3.1 Overview of Current Financial Processes and Procedures

Taryn Ravazzini, Executive Director, advised that since the formation of the Authority, Contra Costa Water District (“CCWD”) has acted as the Authority’s “bank,” handling all accounting and financial reporting, the receipt and deposit of all Authority monies and the processing of all Authority payments. In the coming months, those financial functions will mostly be transferred to the Authority. Executive Director Ravazzini thanked CCWD for all of their work in connection with the accounting and financial reporting conducted on behalf of the JPA to date.

David Moore of Clean Energy Capital, the Authority’s financial consultant, provided an overview of those functions, along with discussing how the transition of those functions to the Authority will occur. Discussion ensued on various issues, including the possible use of a member agency to provide the accounting and financial services. Directors expressed concern regarding the possible public perception of having a member agency provide those services. Staff will proceed with the request for proposal for accounting services and will also discuss with interested member agencies regarding details and possible costs to provide those accounting services.

3.2 Auditor and Accounting Requests for Proposals

Taryn Ravazzini, Executive Director, discussed the Requests for Proposal for the Auditor and Accounting Services separately. She reported the audit report for the 2022 Fiscal Year must be filed with the State Controller by June 30, 2023 and thus staff intends to proceed with having CCWD’s auditor, Maze and Associates, proceed with the preparation of that audit and the Authority’s Special District Financials Transactions Report, which must be filed with the State Controller by March 20. Maze and Associates submitted a proposal to perform that work at a cost of \$7,800.00. General Counsel Ciampa stated the JPA Agreement required the Board to appoint the Authority’s auditor, so that action for Fiscal Year 2022 will be brought to the Board at the April 12 Board meeting.

Upon further discussion, staff was directed to proceed with a request for proposal for audit services for the 2023 and 2024 Fiscal Years, with an alternative for the preparation of an agreed upon procedures review of the 2022 Fiscal Year.

As discussed under Item 3.1, staff will proceed with preparing a request for proposals for accounting services, to transition those financial processes from CCWD.

The proposed timeline for the release of that RFP and selection of a qualified CPA/accounting firm is as follows:

- March 23 –Finance Committee input on RFP components
- March 31 – Target date for release of RFP
- April 28 – Target Proposal due date
- Mid-Late May – Interviews & selection
- Late May/June – Contract discussions
- June 14 – Board Action for Contract Approval

FUTURE AGENDA ITEMS

- Finance Committee to draft an Audit Policy to be brought to the Board for approval.

REPORTS

4.1 – Directors

Chair Ramirez Holmes apologized for the audio issue at the beginning of the meeting, which was promptly corrected. She advised that with Director Tognolini replacing former Director Coleman on the Board, she has appointed Director Tognolini to the Finance Committee to fill former Director Coleman’s position. Executive Director Ravazzini will be distributing copies of two letters received from CCWD regarding engagement of the Bureau of Reclamation.

Secretary Wehr advised she was a guest on a *Golden State Naturalist* podcast on February 23, 2023 and she spoke about California water and the benefits of the Los Vaqueros Reservoir Expansion project.

4.2 - Executive Director

Executive Director Ravazzini reported on various matters, including: (1) her attendance and report on the Project at the February 15 Zone 7 Water Agency Board Meeting; (2) meetings with Save Mount Diablo to discuss Project status and, specifically, the Transfer Bethany Pipeline configuration; (3) release of the RFP for Program Management Services on Thursday, February 23, 2023, with proposals due by 5:00 p.m. Pacific Time on Thursday, March 23, 2023; (4) the Authority’s State Legislative Day on March 22, 2023; (5) contracts awarded in February to Smith Policy Group for support with the State Legislative Day in an amount not to exceed \$10,000.00 and to RGS for Assistant Board Clerk services in an amount not to exceed \$25,000.00.

4.3 - General Counsel

General Counsel, James Ciampa, advised the Legal Work Group met on February 14, 2023 and he has started drafting certain legally oriented provisions of the Service Agreement.

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 February 16, 2023 Operations and Engineering Committee meeting and the February 23, 2023 Finance Committee meeting were provided for the Board’s information.

In addition, a revision to the December 22, 2022 Finance Committee meeting summary was made at the suggestion of CCWD to clarify the planned capacity of the Exchange Transfer Facility pump station to be constructed in connection with the Transfer-Bethany Pipeline. That revision was approved at the February 23, 2023 Finance Committee meeting.

The meeting was adjourned at 10:50 a.m.

Angela Ramirez Holmes
Angela Ramirez Holmes (Apr 24, 2023 22:25 PDT)

Angela Ramirez Holmes, Chair

ATTEST:

Ellen Wehr
Ellen Wehr (Apr 21, 2023 16:57 PDT)

Ellen Wehr, Secretary