

**BAY AREA WATER SUPPLY AND CONSERVATION AGENCY
BOARD OF DIRECTORS MEETING****September 16, 2021 – 6:30 p.m.**

DUE TO COVID-19, THIS MEETING WAS CONDUCTED AS A TELECONFERENCE PURSUANT TO THE PROVISIONS OF GOVERNMENT CODE SECTION 54953(e). MEMBERS OF THE PUBLIC COULD NOT ATTEND THIS MEETING IN PERSON.

MINUTES**1. Call to Order/Pledge of Allegiance/Roll Call – 6:33 pm following introductory instructions for conducting the meeting virtually through Zoom.**

BAWSCA Chair, Gustav Larsson, called the meeting to order. Nicole Sandkulla called the roll. Twenty (20) members of the Board were present at roll call. Two (2) members logged in after roll call. A list of Directors present (22), absent (4) is attached.

2. Comments by the Chair:

Chair Larsson noted that the agenda includes discussion and action items that address BAWSCA's goal of ensuring a reliable supply of high-quality water at a fair price. The Board will be updated on the Regional Water System's current water supply conditions, and will consider refunding a portion of the existing revenue bonds originally issued by BAWSCA in 2013. Approval of the bond refunding presents a significant savings to the water customers that BAWSCA represents, and the chair expressed his support for the staff recommended action.

3. Board Policy Committee Report:

Committee Chair Zigterman reported that the Committee held a special meeting on September 7th in which it voted unanimously to support 1) authorizing the increase in the contract amount with Maddaus Water Management and to extend the completion date for the 2021 Demand Study Update, and 2) the authorization of BAWSCA's issuance of refunding a portion of its 2013A bonds.

The BPC summary report included in the Board agenda packet presents an accurate summary of the discussions the Committee had on the items.

Director Cormack noted an omission of Palo Alto in the BPC summary report, page 5, first sentence of the last paragraph.

4. Public Comments on Items Not on the Agenda:

Public comments were made by Peter Drekmeier, Policy Director of Tuolumne River Trust.

5. SFPUC Report:

SFPUC Assistant General Manager Steve Ritchie reported on current water supply conditions, the Regional Water System's storage levels to date, and SFPUC's efforts to address the curtailment orders issued by the State.

Public comments were made by Mr. Drekmeier.

6. Consent Calendar:

Director Barber noted that the attendance record of the July 15th BAWSCA Board meeting minutes need to be corrected to reflect his attendance instead of former Director Rob Kuta.

Director Wood made a motion, seconded by Director Vella, to approve the Minutes of the July 15, 2021 meeting with the noted correction; receive and file the Pre-Audit Budget Status Report, the Investment Report, and the Directors' Reimbursement Report as of June 30, 2021; receive and file the Bond Surcharge Collection, Account Balance and Payment Report for Fiscal Year ending June 30, 2021; Establish a Debt Management Policy; and Authorize the Increase in the Contract Amount with Maddaus Water Management and Extend the Completion Date for the 2021 Demand Study Update.

The motion carried unanimously by roll call vote.

7. Action Calendar:

- A. Authorization of BAWSCA's Issuance of Refunding Revenue Bonds in an Aggregate Principal Amount Not-To-Exceed \$180 Million, Including Authorizing the Forms of and Directing the Execution of the Related Documents.

There were no comments from members of the public.

Director Quigg made a motion, seconded by Director Hardy, that the Board approve the following actions needed to continue proceeding with BAWSCA's potential bond refunding:

1. **Adopt Resolution No. 2021-01 authorizing the issuance of the Refunding Revenue Bonds in an amount not to exceed \$180 million and authorizing the forms of the following financing documents provided as attachments to this staff report:**
 - a. **Second Supplemental Revenue Bond Indenture;**
 - b. **Contract of Purchase;**
 - c. **Continuing Disclosure Certificate;**
 - d. **Escrow Agreement**
 - e. **Preliminary Official Statement; and**
2. **Authorize the CEO/General Manager to execute these financing documents in substantially the form approved, subject to the satisfaction of specified criteria:**
 - a. **NPV savings of not less than \$20 million over the term of the bonds;**
 - b. **Principal amount of refunding bonds does not exceed \$180 million; and**
 - c. **Underwriter's discount does not exceed 0.25% of the principal amount.**

The motion carried unanimously by roll call vote.

8. Reports and Discussions

BAWSCA Legal Counsel reported that existing modifications to Brown Act teleconference requirements will expire on October 1, 2021. AB 361 was passed and signed by the Governor, which allow agencies to conduct teleconference meetings under certain requirements. BAWSCA will continue to meet remotely and take the necessary steps during meetings to comply with AB 361

Legal Counsel will continue to monitor this situation and update the Chair and CEO.

There were no comments from members of the public.

9. Closed Session #1:

The meeting adjourned to Closed Session #1 at 7:48pm. There were no comments from members of the public prior to the Board going into Closed Session.

10. Report After Closed Session:

Closed Session ended at 8:20pm. Legal Counsel, Allison Schutte, convened Open Session and reported that no action was taken during Closed Session.

11. CEO Reports:

Ms. Sandkulla reported on current water supply conditions and the FERC and Bay Delta Plan.

12. Closed Session #2:

The meeting adjourned to Closed Session #2 at 8:30pm. There were no comments from members of the public prior to the Board going into Closed Session.

13. Report After Closed Session #2:

Legal Counsel, Allison Schutte, reported that the Board's evaluation of the CEO/General Manager's performance was outstanding in FY2020-21.

There was no need for Agenda Items #14 and #15. The meeting will proceed to Agenda Item #16A Action Item Following Closed Session.

Given the time duration of the meeting, the Board voted to extend the meeting until 10pm.

Director Wood made a motion, seconded by Director Pierce, to extend the meeting time until 10m.

The motion passed unanimously by roll call vote.

16. Action Item Following Closed Session #2:

A. Consider Compensation Adjustment for CEO/General Manager for FY 2021-22

Director Pierce made a motion, seconded by Director Quigg, that the Board approve the contract amendment to the CEO/General Manager's Employment Agreement.

The motion passed unanimously by roll call vote.

There were no comments from members of the public.

17. Directors' Discussion: Comments, Questions and Agenda Requests:

There were no further comments from members of the Board or the public.

Ms. Sandkulla expressed her gratitude for the late and former Board member, Rosalie O'Mahony.

In memory of former Director O'Mahony, the board observed a moment of silence.

18. Date, Time and Location of Next Meeting: The next meeting is scheduled on November 18, 2021 at 6:30pm.

19. Adjournment: The meeting adjourned at 9:30pm.

Respectfully submitted,



Nicole M. Sandkulla
Chief Executive Officer/General Manager

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Attachments: 1) Attendance Roster

Bay Area Water Supply and Conservation Agency

**Board of Directors Meeting
Attendance Roster**

Director	Agency	Sept. 16, 2021	July 15, 2021	May 20, 2021	Mar. 18, 2021	Jan. 21, 2021	Nov. 19, 2020	Sept. 17, 2020
Barber, George	Cal Water	✓	✓	✓*	✓*	✓*	✓*	✓*
Benton, Jay	Hillsborough	✓	✓	✓	✓	✓	✓	✓
Breault, Randy	Guadalupe		✓		✓		✓	✓
Chambers, Tom	Westborough	✓	✓	✓	✓	✓	✓	✓
Combs, Drew	Menlo Park	✓	✓	✓*	✓*	✓*	*	✓*
Cormack, Alison	Palo Alto	✓	✓	✓	✓	✓	✓	✓
Hamilton, Tom	San Bruno	✓	✓	✓	✓	vacant	✓*	
Hardy, Karen	Santa Clara	✓		✓	✓	vacant	✓*	✓*
Hindi, Sam	Foster City	✓	✓	✓	✓	✓		✓
Jordan, Steve	Purissima	✓	✓	✓	✓	✓	✓	✓
Larsson, Gustav	Sunnyvale	✓	✓	✓	✓	✓	✓	✓
Liccardo, Sam	San Jose							
Lopez, Antonio	East Palo Alto			*	✓*	✓*	✓*	✓*
Manalo, Juslyn	Daly City	✓	✓	✓	✓	✓	✓	✓
Matichak, Lisa	Mountain View	✓	✓	✓	✓	✓	✓	✓
Mendall, Al	Hayward	✓	✓	✓	✓	✓	✓	✓
Mickelsen, Chris	Coastside	✓	✓	✓	✓	✓	✓	✓
Montano, Carmen	Milpitas	✓	✓	✓	✓	✓	✓	
O'Brien, Ann	Burlingame		✓	✓	✓	✓*	✓*	✓*
Piccolotti, Tom	North Coast	✓	✓					
Pierce, Barbara	Redwood City	✓	✓	✓	✓	✓	✓	✓
Quigg, Dan	Millbrae	✓	✓	✓	✓	✓	✓	✓
Vella, Lou	Mid-Peninsula	✓	✓	✓	✓	✓	✓	✓
Weed, John	ACWD	✓	✓	✓	✓	✓	✓	✓
Wood, Sepi	Brisbane	✓	✓	✓	✓	✓	✓	✓
Zigterman, Tom	Stanford	✓	✓	✓	✓	✓	✓	✓

✓ : Present
* : Predecessor