

SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY
BOARD OF DIRECTORS MEETING

Thursday, January 20, 2022

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

The following members of the RFA Board are listed to permit them to appear telephonically at the Board Meeting on January 20, 2022: Jay Benton, Randy Breault, Tom Chambers, Drew Combs, Alison Cormack, Carole Groom, Tom Hamilton, Karen Hardy, Sam Hindi, Steve Jordan, Gustav Larsson, Sam Liccardo, Antonio López, Juslyn Manalo, Lisa Matichak, Al Mendall, Chris Mickelsen, Carmen Montano, Ann O'Brien, Tom Piccolotti, Barbara Pierce, Dan Quigg, Lou Vella, John Weed, and Sepi Wood.

Members of the public wanting to participate in the meeting may do so by:

Participating via Video Conference:

Click on the link to Join the meeting, <https://us02web.zoom.us/j/88176864150>

- Meeting ID: **881 7686 4150**
- Password: **010208**
- The web browser client will download automatically when you start or join your first Zoom meeting. It is also available for [manual download here](#).

OR,

Participating via Telephone:

- **Dial (888) 788-0099** US Toll-free, and entering **Meeting ID 881 7686 4150** and **Password 010208** when prompted.
- To Mute or UnMute, Press *6.
- To Raise Hand, Press *9.
- The Presentation will be available prior to the meeting at www.bawsca.org.

All audio and video will be OFF upon entry. Remaining on mute will reduce background noise.

Videos of non-Board member meeting participants will be kept OFF at all times during the meeting. Audio for non-Board member meeting participants will be enabled during allocated public speaking times and will be disabled when public comment time has expired.

In the event of technical malfunction on Zoom, the meeting will be conducted via the Call-In #.

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SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY

BOARD OF DIRECTORS MEETING

THURSDAY, JANUARY 20, 2022

The RFA meeting will convene immediately following Item #3 of the BAWSCA Board agenda, Election of Officers for Calendar Year 2022, and no earlier than 6:30 P.M.

AGENDA

<u>Agenda Item</u>		<u>Page #</u>
1. Call To Order/Roll Call	(Larsson)	
2. Consent Calendar	(Larsson)	
<i>All matters listed under on the Consent Calendar are considered by the Board to be routine and will be enacted by one motion without discussion. If discussion is desired, the subject item may be removed and considered separately.</i>		
a. Adoption of Resolution #2022-02 declaring that the RFA meeting will be held via teleconference.		<i>Pg 5</i>
b. Approve minutes from meeting of January 21, 2021 (<i>Attachment</i>)		<i>Pg 9</i>
c. Adopt FY 2021-22 Budget (<i>Attachment</i>)		<i>Pg 13</i>
3. Special Order of Business -- Election of Officers for Calendar Year 2022 (<i>Attachment</i>)	(Larsson)	<i>Pg 15</i>
a. Election of Chair		
b. Election of Vice Chair		
<i>(The term of the new Chair and Vice Chair commence at the end of the meeting at which they are elected)</i>		
4. Comments by Chair	(Larsson)	
5. Public Comments	(Larsson)	
6. General Manager's Report	(Sandkulla)	
a. FY 2021-22 Statement of Economic Interest Form 700		
7. Directors' Comments	(Larsson)	
8. Adjourn to next meeting scheduled for January 19, 2023	(Larsson)	

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SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY

BOARD OF DIRECTORS MEETING

Agenda Title: **Declaring that San Francisco Bay Area Regional Water System Financing Authority (RFA) Meetings Will be Held via Teleconference**

Summary:

The RFA has followed relaxed teleconference requirements under Executive Orders issued by the Governor in response to the COVID-19 pandemic. Those Executive Orders have since expired. Assembly Bill (AB) 361 now allows the RFA to continue meeting under the same procedures. The attached resolution declares the RFA's intent to continue meeting via teleconference under AB 361.

Fiscal Impact:

This item has no impact on the RFA's annual operating budget.

Recommendation:

That the RFA adopt Resolution #2022-02 declaring that it will continue to meet via teleconference, in accordance with AB 361 and the provisions of Government Code Section 54953(e).

Discussion:

On March 4, 2020, Governor Newsom declared a State of Emergency to make additional resources available, formalize emergency actions already underway across multiple state agencies and departments, and help the State prepare for a broader spread of COVID-19. On March 17, 2020, in response to the COVID-19 pandemic, Governor Newsom issued Executive Order N-29-20, which suspended certain provisions of the Ralph M. Brown Act in order to allow local legislative bodies to conduct meetings electronically without a physical meeting place.

On June 11, 2021, Governor Newsom issued Executive Order N-08-21, which among other things, rescinded his prior Executive Order N-29-20, effective October 1, 2021. At that point, agencies would have transitioned back to public meetings held in full compliance with the preexisting Brown Act teleconference rules. Since the Governor issued Executive Order N-08-21, COVID cases have continued to spread throughout the state. As a result, the Governor's proclaimed State of Emergency remains in effect, and state and local officials, including the San Mateo County Health Officer, the California Department of Public Health and the Department of Industrial Relations, have imposed or recommended measures to promote social distancing.

On September 16, 2021, the Governor signed Assembly Bill (AB) 361 into law, effective October 1, 2021, to allow agencies to use teleconferencing for public meetings during proclaimed state of emergencies without requiring the teleconference locations to be accessible to the public or a quorum of the members of the legislative body of the agency to participate from locations within the boundaries of the agency's jurisdiction. AB 361 will sunset on January 31, 2024.

Under AB 361, a local agency will be allowed to meet remotely without complying with prior Brown Act teleconference requirements when:

- The local agency holds a meeting during a state of emergency declared by the Governor, and either
 - State or local health officials have imposed or recommended measures to promote social distancing, or
 - The legislative body finds that meeting in person would present imminent risks to the health or safety of attendees.

As discussed above, state and local officials continue to recommend social distancing. Therefore, the RFA can conduct meetings via teleconference, as long as it adheres to the following emergency requirements under Government Code Section 54953(e)(2), added by AB 361:

1. The legislative body gives notice and posts agendas as otherwise required by the Brown Act, including directions for how the public can access the meeting.
2. The legislative body does not take formal action on any item whenever there is a disruption in the meeting broadcast.
3. The public is allowed to provide comment in real time.
4. The legislative body allows time during a public comment period for members of the public to register with any internet website required to submit public comment.

Attachment:

1. Resolution # 2022-02, Declaring that the RFA meetings will be held via Teleconference

RESOLUTION NO. 2022 – 02
BY THE BOARD OF DIRECTORS OF THE
SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY
DECLARING THAT REGIONAL FINANCING AUTHORITY MEETINGS WILL BE HELD VIA
TELECONFERENCE

WHEREAS, on March 4, 2020, Governor Newsom declared a State of Emergency to make additional resources available, formalize emergency actions already underway across multiple state agencies and departments, and help the State prepare for a broader spread of COVID-19; and

WHEREAS, on March 17, 2020, in response to the COVID-19 pandemic, Governor Newsom issued Executive Order N-29-20, which suspended certain provisions of the Ralph M. Brown Act in order to allow legislative bodies to conduct meetings electronically without a physical meeting place; and

WHEREAS, on June 11, 2021, Governor Newsom issued Executive Order N-08-21, which specified that Executive Order N-29-20 would remain in effect through September 30, 2021, at which point it would expire; and

WHEREAS, on September 16, 2021, the Governor signed Assembly Bill 361 into law as urgency legislation that went into effect on October 1, 2021, amending Government Code Section 54953 of the Brown Act to allow legislative bodies to continue to meet remotely during a proclaimed state of emergency where state or local officials have recommended measures to promote social distancing; and

WHEREAS, the Governor's proclaimed State of Emergency remains in effect, and State and local officials, including the California Department of Public Health and the Department of Industrial Relations, have imposed or recommended measures to promote social distancing.

NOW, THEREFORE, BE IT RESOLVED that, in order to ensure the health and safety of the public, meetings of the Board of Directors of the San Francisco Bay Area Regional Water

System Financing Authority will continue to be held via teleconference in accordance with Assembly Bill 361 and the provisions of Government Code Section 54953(e).

Regularly passed and adopted this 20th day of January, 2022 by the following vote:

AYES:

NOES:

ABSENT:

CHAIR, BOARD OF DIRECTORS

ATTEST:

Board Secretary

**SAN FRANCISCO BAY AREA
REGIONAL WATER SYSTEM FINANCING AUTHORITY****BOARD OF DIRECTORS MEETING
January 21, 2021 – 6:30 p.m.**

DUE TO COVID-19, THIS MEETING WAS CONDUCTED AS A TELECONFERENCE VIA ZOOM PURSUANT TO THE PROVISIONS OF THE GOVERNOR'S EXECUTIVE ORDERS N-25-20 AND N-29-20, WHICH SUSPEND CERTAIN REQUIREMENTS OF THE RALPH M. BROWN ACT. MEMBERS OF THE BOARD, BAWSCA STAFF, AND OF THE PUBLIC COULD NOT ATTEND THIS MEETING IN PERSON.

MINUTES

1. Call to Order/Roll Call – 6:44 p.m.

RFA Chair Barbara Pierce called the meeting to order. CEO/General Manager Nicole Sandkulla called the roll. Eighteen (18) members of the board were present at roll call, constituting a quorum. A list of directors present (18), vacant (4), and absent (5) is attached.

2. Special Order of Business – Election of Officers for Calendar Year 2021: Chair Pierce called for nominations for the position of Chair of the RFA Board. Director Mendall nominated Gustav Larsson for Chair, seconded by Director Quigg. There being no other nominations, nominations were closed by consensus.

The Board unanimously voted to elect Gustav Larsson as Chair of the San Francisco Bay Area Regional Water System Financing Authority for calendar year 2021 to commence at the adjournment of the meeting at which he was elected.

Chair Pierce called the nominations for the position of Vice-Chair of the RFA Board. Director Wood nominated Tom Chambers for Vice-Chair, seconded by Director Vella. There being no other nominations, nominations were closed by consensus.

The Board unanimously voted to elect Tom Chambers as Vice-Chair of the San Francisco Bay Area Regional Water System Financing Authority for calendar year 2021 to commence at the adjournment of the meeting at which he was elected.

3. Comments by the Chair: Chair Pierce emphasized that the RFA continues to be an important authority that needs to be in place because of its critical role in ensuring, should there be a need, financial resources are available to fund actions needed to protect and improve the reliability of the Regional Water System.**4. Consent Calendar:**

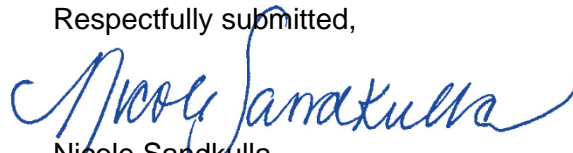
Director Vella made a motion to approve the Consent Calendar.

Director Mendall seconded the motion to approve the minutes of January 16, 2020, and to adopt the FY 2020-21 Budget of \$2,025.

The motion passed by roll call vote.

- 5. Public Comments:** There were no public comments.
- 6. General Manager's Report:** Ms. Sandkulla reminded the Board that the Annual FPPC Form 700 Filing for FY 2020-21 are due by April 1, 2021. An email notice will be sent via BAWSCA's electronic filing system.
- 7. Directors' Comments:** There were none.
- 8. Adjournment:** The meeting was adjourned at 6:56pm.
- 9. Date, Time and Location of Next Meeting:** The next meeting is scheduled for January 20, 2022 at 6:30 p.m.

Respectfully submitted,



Nicole Sandkulla
Chief Executive Officer/General Manager and
Secretary

NS/le

Attachments: 1) Attendance Roster

SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY (RFA)

Board of Directors Meeting Attendance Roster

Director	Agency	Jan. 21, 2021	Jan. 16, 2020	Jan. 17 2019	Jan. 18 2018	July 20, 2017
Benton, Jay	Hillsborough	✓	✓	✓	✓	*
Breault, Randy	Guadalupe			✓	✓	✓
Chambers, Tom	Westborough	✓	✓	✓	✓	✓
Cormack, Alison	Palo Alto	✓	✓	✓*	✓*	*
Carole Groom	Cal Water	✓			✓	✓
Hindi, Sam	Foster City	✓		✓	*	*
Jordan, Steve	Purissima	✓	✓	✓*	*	✓*
Larsson, Gustav	Sunnyvale	✓	✓	✓	✓	✓
Liccardo, Sam	San Jose					
Manalo, Juslyn	Daly City	✓				
Matichak, Lisa	Mountain View	✓	✓	*	*	✓*
Mendall, Al	Hayward	✓	✓	✓	✓	✓
Mickelsen, Chris	Coastside	✓	✓	✓		✓
Montano, Carmen	Milpitas			*	*	*
Moody, Larry	East Palo Alto	✓	✓			
Mueller, Ray	Menlo Park		✓*	*	✓*	*
O'Mahony, Rosalie	Burlingame	✓	✓	✓	✓	✓
Piccolotti, Tom	North Coast				✓	
Pierce, Barbara	Redwood City	✓	✓	✓	✓	✓
Quigg, Dan	Millbrae	✓	✓	✓	✓	✓
Vella, Lou	Mid-Peninsula	✓	✓	✓	✓	✓
Weed, John	ACWD	✓	✓	✓	✓	✓
Wood, Sepi	Brisbane	✓	✓	✓	✓	✓
Vacant	Stanford		vacant	vacant	vacant	vacant
Vacant	San Francisco		*	*	✓*	*
Vacant	Santa Clara		✓*	vacant	✓*	✓*
Vacant	San Bruno		vacant	✓*	*	✓*

✓ : Present

* : Predecessor

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SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY

BOARD OF DIRECTORS MEETING

Agenda Title: **Adoption of the FY 2021-22 Budget for the San Francisco Bay Area Regional Water System Financing Authority**

Summary:

The BAWSCA Board of Directors adopted its FY 2021-22 budget on May 20, 2021. That budget contains a budget allowance to cover the few operating expenses that are anticipated to be incurred by the San Francisco Bay Area Regional Water System Financing Authority (RFA). The California Water Code requires the RFA Board of Directors to adopt a budget for each fiscal year (Division 31.7, Section 81650). While the BAWSCA Board adopted the BAWSCA FY 2021-22 budget in May 2021, which included the RFA budget allowance, January 20, 2022 is the only RFA meeting in FY 2021-22 and therefore, the RFA budget adoption action is scheduled accordingly.

As of November 30, 2021, the RFA expenses for FY 2021-22 are \$0, or 0% of the RFA budget allowance adopted by the BAWSCA Board in May 2021. No change to the RFA budget allowance is proposed as part of this recommended action.

Fiscal Impact:

The adopted FY 2021-22 BAWSCA budget of \$4,783,794 includes the budgeted allowance of \$2,025 for RFA expenses to cover anticipated director attendance fees, legal expenses, insurance, and other costs.

Table A. Budget Summary by Major Expenditure Category

Cost Category	Proposed FY 2021-22 Budget
Legal	\$1,000
Administration Director attendance fees, Insurance, postage, other expenses	\$1,025
Total Operating Expenditures	\$2,025

The RFA budget for FY 2020-21 was \$2,025. Total expenses for the RFA in FY 2020-21 were \$588 or 28% of budget.

Recommendation:

That the RFA Board adopt the proposed FY 2021-22 budget for the RFA totaling \$2,025.

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SAN FRANCISCO BAY AREA REGIONAL WATER SYSTEM FINANCING AUTHORITY

BOARD OF DIRECTORS MEETING

Agenda Title: **Election of Officers for Calendar Year 2022**

Summary:

The State Water Code (Division 31, Section 81401) requires the Board to elect a chair and vice chair each year at the January meeting. The term of officers of the Board commences at the close of the meeting at which they are elected.

Discussion:

In a virtual meeting format, the suggested process for electing the chair is as follows:

1. Call for nominations for the position of chairperson.
2. Chair will close nominations once no further names are offered.
3. If there is only one nominee, call for the vote by roll call.
4. If there is more than one nominee, then proceeding alphabetically:
 - a. Ask each nominee to give a brief statement on his/her qualifications and interest in the position.
 - b. Directors who would like to comment on behalf of the nominee can “raise hand” on zoom. For those calling in, push *9 for the “raise hand” function
 - c. Call for a vote of those in favor of each nominee, by roll call.
 - d. Once a majority elects a nominee, the election is over.

Following the election of the chair, proceed to the election of vice chair using the same process.

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