

**MINUTES OF THE MEETING OF THE
BOARD OF DIRECTORS OF
UNION SANITARY DISTRICT/UNION SANITARY DISTRICT FINANCING
AUTHORITY
November 8, 2021**

This meeting was held pursuant to Government Code Section 54953 (as amended by AB 361), which authorizes teleconferenced meetings under the Brown Act during a proclaimed state of emergency. The Governor of California proclaimed a State of Emergency related to COVID-19 on March 4, 2020. Consistent with Government Code Section 54953, this meeting was not physically open to the public and all Board Members teleconferenced into the meeting. To maximize public safety while still maintaining transparency and public access, members of the public were able to observe the Board Meeting and provide public comment by sending comments to the Board Clerk.

CALL TO ORDER

President Kite called the meeting to order at 4:00 p.m. The regular meeting time was modified due to the COVID-19 emergency.

SALUTE TO THE FLAG

ROLL CALL

PRESENT: Pat Kite, President
Anjali Lathi, Vice President
Manny Fernandez, Secretary
Jennifer Toy, Director
Tom Handley, Director

STAFF: Paul Eldredge, General Manager/District Engineer
Karen Murphy, District Counsel
Mark Carlson, Business Services Manager/CFO
Sami Ghossain, Technical Services Manager
Armando Lopez, Treatment and Disposal Services Manager
Jose Rodrigues, Collection Services Manager
Robert Simonich, Fabrication, Maintenance, and Construction Manager
Ric Pipkin, Enhanced Treatment and Site Upgrade Program Manager
Marcus Lee, Treatment and Disposal Services Coach
Ric Pipkin, Enhanced Treatment and Site Upgrade Program Manager
Curtis Bosick, Enhanced Treatment and Site Upgrade Program Coordinator
Karoline Terrazas, Organizational Performance Manager
Jason Yeates, Organizational Performance Coordinator
Lily Moreno, Accounting and Financial Analyst
May Bautista, Administrative Specialist
Regina McEvoy, Executive Assistant to the General Manager/Board Clerk

VISITORS: Lora Carpenter, Fieldman Rolapp & Associates
Doug Brown, Stradling Yocca Carlson & Rauth
Lawrence Chan, Stradling Yocca Carlson & Rauth

APPROVE MINUTES OF THE UNION SANITARY DISTRICT BOARD MEETING OF OCTOBER 25, 2021

It was moved by Secretary Fernandez, seconded by Vice President Lathi, to Approve the Minutes of the Board Meeting of October 25, 2021. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

SEPTEMBER 2021 MONTHLY OPERATIONS REPORT

General Manager Eldredge introduced the new format for the Monthly Operations report and provided an overview of the Odor Report and Work Group Reports. Business Services Manager/CFO Carlson provided an overview of the financial reports.

WRITTEN COMMUNICATIONS

There were no written communications.

PUBLIC COMMENT

There was no public comment.

UNION SANITARY DISTRICT FINANCING AUTHORITY

AUTHORIZING THE EXECUTION AND DELIVERY OF A WIFIA LOAN AGREEMENT IN ACCORDANCE WITH THE TERM SHEET, A WIFIA NOTE, AN INSTALLMENT PURCHASE AGREEMENT, AND CERTAIN OTHER DOCUMENTS IN CONNECTION THEREWITH AND CERTAIN OTHER MATTERS

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge and Business Services Manager/CFO Carlson stated staff submitted an Environmental Protection Agency (EPA) Water Infrastructure Finance and Innovation Act (WIFIA) loan application on April 30, 2021. The WIFIA loan will be used to fund 49% of current estimated costs for design and construction of the Enhanced Treatment and Site Upgrade (ETSU) project. District staff, bond counsel, and financial advisors have worked with the EPA and their consultants to develop the final loan agreement and term sheet included in the Board meeting packet. The resolutions presented in the Board meeting packet will approve execution and delivery of the proposed loan and authorize staff and the finance team to execute certain other actions in connection therewith. Staff recommended the Board of Directors of the Union Sanitary District Financing Authority (USDFA) adopt the proposed resolution authorizing execution and delivery of a WIFIA Loan Agreement in support of the fixed-rate WIFIA Loan up to \$188,758,204 to partially fund the ETSU projects and authorizing execution and delivery of certain documents and other actions in connection therewith.

It was moved by Vice President Lathi, seconded by Director Toy, to Adopt Resolution No. 2939, a Resolution of the Board of Directors of Union Sanitary District Financing

Authority Authorizing the Execution and Delivery of a WIFIA Loan Agreement, a WIFIA Note, an Installment Purchase Agreement and Certain Other Documents in Connection Therewith and Certain Other Matters. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSTAIN: None

ABSENT: None

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UNION SANITARY DISTRICT FINANCING AUTHORITY

RESOLUTION NO. 2939

**A RESOLUTION OF THE BOARD OF DIRECTORS OF
UNION SANITARY DISTRICT FINANCING AUTHORITY
AUTHORIZING THE EXECUTION AND DELIVERY OF A
WIFIA LOAN AGREEMENT, A WIFIA NOTE, AN
INSTALLMENT PURCHASE AGREEMENT AND CERTAIN
OTHER DOCUMENTS IN CONNECTION THEREWITH AND
CERTAIN OTHER MATTERS**

WHEREAS, the Union Sanitary District Financing Authority (the "USDFA"), a public entity duly organized and existing under a joint exercise of powers agreement and under the Constitution and laws of the State of California (the "State"), has the powers, among others, to issue notes and to finance facilities on behalf of its members; and

WHEREAS, the Union Sanitary District (the "District"), a sanitary district duly organized and existing under and by virtue of the laws of the State, and a member of the USDFA, proposes to acquire and construct certain District facilities (the "Project"); and

WHEREAS, in order to provide for the financing and/or refinancing for the Project, the District has submitted an Application for Financial Assistance to the United States Environmental Protection Agency ("EPA") for a loan under the authority of the Water Infrastructure Finance and Innovation Act (the "WIFIA Loan") to be made to USDFA by the EPA, acting by and through the Administrator of the Environmental Protection Agency (the "WIFIA Lender"); and

WHEREAS, USDFA and the WIFIA Lender have negotiated the terms of the proposed WIFIA Loan which are set forth in a term sheet (the "WIFIA Term Sheet") and a WIFIA loan agreement (the "WIFIA Loan Agreement"), and such documents have been approved by the District; and

WHEREAS, USDFA's obligation to repay the WIFIA Loan will be evidenced by the issuance and delivery by USDFA to the WIFIA Lender of a promissory note (the "WIFIA Note"); and

WHEREAS, USDFA is authorized under the provisions of the joint powers agreement creating USDFA, to enter into the WIFIA Loan Agreement and execute and deliver the WIFIA Note and to pledge payments received by USDFA from the District to secure the WIFIA Loan Agreement and the WIFIA Note; and

WHEREAS, the WIFIA Loan will be payable from revenues of USDFA consisting primarily of payments made to USDFA by the District under an installment purchase agreement between USDFA and the District (the "Installment Purchase Agreement"); and

WHEREAS, the Board of Directors of USDFA (the “Board of Directors”) wishes to take its action at this time authorizing the execution and delivery of the WIFIA Term Sheet, the WIFIA Note, the Installment Purchase Agreement and the WIFIA Loan Agreement and approving related financing documents and official actions; and

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE UNION SANITARY DISTRICT FINANCING AUTHORITY AS FOLLOWS:

SECTION 1. Findings. The Board of Directors hereby specifically finds and declares that the actions authorized hereby constitute and are with respect to public affairs of the USDFA and that the statements, findings and determinations set forth above and in the preambles of the documents approved herein are true and correct.

SECTION 2. WIFIA Loan. The Board of Directors hereby authorizes the incurrence of the WIFIA Loan in accordance with the terms of the WIFIA Term Sheet, the WIFIA Note and the WIFIA Loan Agreement, which documents are authorized to be finalized and executed in accordance with Sections 3 and 4 below; provided, however, that the WIFIA Term Sheet, the WIFIA Note and the WIFIA Loan Agreement shall only be executed if the total principal amount authorized to be drawn thereunder does not exceed \$190,000,000 (excluding capitalized interest).

SECTION 3. Installment Purchase Agreement. The proposed form of the Installment Purchase Agreement, as made available to the Board of Directors, is hereby approved. The Chair and the Vice Chair of the Board of Directors and the Executive Director of the USDFA or the designee thereof (each an “Authorized Officer”) is authorized and directed to execute and deliver the Installment Purchase Agreement, in substantially the form approved herein, with any changes recommended by USDFA General Counsel or Stradling Yocca Carlson & Rauth, a Professional Corporation, as Bond Counsel (“Bond Counsel”), and approved by the Authorized Officer executing the Installment Purchase Agreement, with execution being conclusive evidence of such approval.

SECTION 4. The WIFIA Term Sheet, WIFIA Note and the WIFIA Loan Agreement. The WIFIA Term Sheet, the WIFIA Note and the WIFIA Loan Agreement, as made available to the Board of Directors, are hereby approved. Any Authorized Officer is authorized and directed to execute and deliver the WIFIA Term Sheet, the WIFIA Note and the WIFIA Loan Agreement, with any changes recommended by General Counsel or Bond Counsel and approved by the Authorized Officer executing the same, with execution being conclusive evidence of such approval.

SECTION 5. Good Faith Estimate of Costs. The Board of Directors acknowledges that the good faith estimates required by Section 5852.1 of the California Government Code are disclosed in the staff report and are available to the public at the meeting at which this Resolution is approved.

SECTION 6. Debt Management Policy. The Board of Directors hereby finds that the proposed financing of the Project is consistent with the USDFA's Debt Management Policy (being District Policy No. 2060) (the "Policy") and, to the extent that such proposed financing of the Project is inconsistent with any provisions of the Policy, such provisions of the Policy are hereby waived.

SECTION 7. Other Actions. Each Authorized Officer and the Treasurer of the USDFA or the designee thereof and any other proper officers of the USDFA, acting singly, are each authorized and directed to do any and all things and to execute and deliver any and all documents and certificates which such officers may deem necessary or advisable in order to consummate the sale, execution and delivery of the Installment Purchase Agreement, WIFIA Term Sheet, the WIFIA Note and the WIFIA Loan Agreement and otherwise effectuate the purposes of this Resolution, and such actions previously taken by such officers are hereby ratified and confirmed.

SECTION 8. Definitions. Unless otherwise defined herein, all terms used herein and not otherwise defined shall have the meanings given such terms in the WIFIA Loan Agreement unless the context otherwise clearly requires.

SECTION 9. Effect. This Resolution shall take effect immediately.

SECTION 10. Recitals. Each of the foregoing recitals are true and correct.

On motion duly made and seconded, this resolution was adopted by the following vote on November 8, 2021:

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSENT: None

ABSTAIN: None

DocuSigned by:

Pat Kite

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PAT KITE

President, Board of Directors

Union Sanitary District Financing Authority

Attest:

DocuSigned by:

Manny Fernandez

778EF0E802E8471...

MANNY FERNANDEZ

Secretary, Board of Directors

Union Sanitary District Financing Authority

Certificate Of Completion

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Document Pages: 3 Signatures: 2
Certificate Pages: 5 Initials: 0
AutoNav: Enabled
Envelope Stamping: Enabled
Time Zone: (UTC-08:00) Pacific Time (US & Canada)

Status: Completed

Envelope Originator:
Regina McEvoy
5072 Benson Road
Union City, CA 94587
Reginam@unionsanitary.ca.gov
IP Address: 50.227.238.26

Record Tracking


Status: Original
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Holder: Regina McEvoy
Reginam@unionsanitary.ca.gov

Location: DocuSign

Signer Events

Manny Fernandez
mfernandez@unionsanitary.ca.gov
Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

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Signature Adoption: Pre-selected Style
Using IP Address: 162.236.9.252

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Pat Kite
pkite@unionsanitary.ca.gov
Security Level: Email, Account Authentication (None)

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Agent Delivery Events **Status** **Timestamp**

Intermediary Delivery Events **Status** **Timestamp**

Certified Delivery Events **Status** **Timestamp**

Carbon Copy Events **Status** **Timestamp**

Mark Carlson
markc@unionsanitary.ca.gov
Security Level: Email, Account Authentication (None)

COPIED

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Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure

AUTHORIZING EXECUTION AND DELIVERY OF AN INSTALLMENT PURCHASE AGREEMENT IN CONNECTION WITH A WATER INFRASTRUCTURE FINANCE AND INNOVATION ACT LOAN, AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH AND AUTHORIZING CERTAIN OTHER ACTIONS

This item was reviewed by the Budget & Finance Committee. Business Services Manager/CFO Carlson stated the proposed resolution would enable the District to enter into an Installment Purchase Agreement with the Union Sanitary District Financing Authority (USDFA) and the USDFA will obtain a loan under the authority of the Water Infrastructure and Innovation Act from the United States Environmental Protection Agency. Staff recommended the Board of Directors of the Union Sanitary District adopt the proposed resolution authorizing execution and delivery of an Installment Purchase Agreement in connection with the Water Infrastructure and Innovation Act (WIFIA) Loan Agreement in support of the fixed-rate WIFIA Loan up to \$188,758,204 to partially fund the ETSU projects and authorizing the execution and delivery of certain documents and other actions in connection therewith.

It was moved by Director Handley, seconded by Director Toy, to Adopt Resolution No. 2940, a Resolution of the Union Sanitary District Authorizing Execution and Delivery of an Installment Purchase Agreement in Connection with a Water Infrastructure Finance and Innovation Act Loan, Authorizing the Execution and Delivery of Certain Documents in Connection Therewith and Authorizing Certain Other Actions. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

####

UNION SANITARY DISTRICT

RESOLUTION NO. 2940

**A RESOLUTION OF THE UNION SANITARY DISTRICT
AUTHORIZING THE EXECUTION AND DELIVERY OF AN
INSTALLMENT PURCHASE AGREEMENT IN
CONNECTION WITH A WATER INFRASTRUCTURE
FINANCE AND INNOVATION ACT LOAN, AUTHORIZING
THE EXECUTION AND DELIVERY OF CERTAIN
DOCUMENTS IN CONNECTION THEREWITH AND
AUTHORIZING CERTAIN OTHER ACTIONS**

WHEREAS, the Union Sanitary District (the "District") is a sanitary district duly organized and existing under and by virtue of the laws of the State of California; and

WHEREAS, the District is a member of the Union Sanitary District Financing Authority (the "USDFA"); and

WHEREAS, in order to acquire certain additions to the District's wastewater system (the "Project"), the District proposes to enter into an Installment Purchase Agreement (the "Installment Purchase Agreement") with USDFA, pursuant to which USDFA will acquire additions to the Project and convey such additions to the District and the District will make installment payments to USDFA in consideration thereof; and

WHEREAS, in order to fulfill its obligation to the District under the Installment Purchase Agreement, USDFA proposes to obtain a loan under the authority of the Water Infrastructure Finance and Innovation Act (the "WIFIA Loan") from the United States Environmental Protection Agency, acting by and through the Administrator of the Environmental Protection Agency (the "WIFIA Lender"), pursuant to a loan agreement (the "WIFIA Loan Agreement") among USDFA, the WIFIA Lender and the District; and

WHEREAS, the terms of the proposed WIFIA Loan are set forth in a term sheet (the "WIFIA Term Sheet") and the WIFIA Loan Agreement; and

WHEREAS, the District has agreed to execute the Installment Purchase Agreement, execute and perform certain obligations under the WIFIA Loan Agreement and execute the WIFIA Term Sheet in each case to provide certain assurances with respect to the Project to the WIFIA Lender; and

WHEREAS, the District has determined that it is in the public interest and for the public benefit that the District acquire and construct the Project;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE UNION SANITARY DISTRICT AS FOLLOWS:

SECTION 1. The statements, findings, and determinations set forth above and in the preambles of the documents approved by this Resolution are true and correct.

SECTION 2. The form of the Installment Purchase Agreement on file with the Board Clerk of the District, is hereby approved. The President of the Board of Directors of the District, the Vice President of the Board of Directors of the District, and the General Manager of the District (each, an "Authorized Officer") are each hereby authorized and directed, on behalf of the District, to execute and deliver the Installment Purchase Agreement, in substantially the form approved herein, with any changes recommended by General Counsel or Stradling Yocca Carlson & Rauth, a Professional Corporation, as Bond Counsel ("Bond Counsel"), and approved by the Authorized Officer executing the Installment Purchase Agreement, with execution being conclusive evidence of such approval.

SECTION 3. The WIFIA Term Sheet and the WIFIA Loan Agreement in substantially the forms on file with the District are hereby approved. Each Authorized Officer is hereby individually authorized and directed to execute and deliver the WIFIA Term Sheet and the WIFIA Loan Agreement, with any changes recommended by General Counsel or Bond Counsel and approved by the Authorized Officer executing the same, with execution being conclusive evidence of such approval.

SECTION 4. Notwithstanding anything to the contrary set forth in this Resolution, the WIFIA Term Sheet or the WIFIA Loan Agreement, the District is not a borrower with respect to the WIFIA Loan, the WIFIA Note, or the WIFIA Loan Agreement and the District has no obligation to make any payment or provision for payment of the WIFIA Loan or the WIFIA Note. The WIFIA Loan Agreement shall not constitute a contract between the District and the WIFIA Lender by which the District incurs an indebtedness.

SECTION 5. The Board of Directors acknowledges that the good faith estimates required by Section 5852.1 of the California Government Code are disclosed in the staff report and are available to the public at the meeting at which this Resolution is approved.

SECTION 6. Each Authorized Officer and the Business Services Work Group Manager/Chief Financial Officer of the District or the designee thereof and any other proper officers of the District, acting singly, are each authorized and directed to do any and all things and to execute and deliver any and all documents and certificates which such officers may deem necessary or advisable in order to consummate the delivery of the Installment Purchase Agreement, the WIFIA Term Sheet, the WIFIA Loan Agreement and otherwise effectuate the purposes of this Resolution, and such actions previously taken by such officers are hereby ratified and confirmed.

SECTION 7. The Board of Directors hereby finds that the proposed acquisition and construction of the Project as authorized by this Resolution is consistent with the District's Debt Management Policy (Policy No. 2060) (the "Policy") and, to the extent that such proposed acquisition and construction is inconsistent with any provisions of the Policy, such provisions of the Policy are hereby waived.

SECTION 8. Unless otherwise defined herein, all terms used herein and not otherwise defined shall have the meanings given such terms in the WIFIA Loan Agreement unless the context otherwise clearly requires.

SECTION 9. This Resolution shall take effect immediately upon its passage.

On motion duly made and seconded, this resolution was adopted by the following vote on November 8, 2021:

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSENT: None

ABSTAIN: None

DocuSigned by:

Pat Kite

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PAT KITE

President, Board of Directors
Union Sanitary District

Attest:

DocuSigned by:

Manny Fernandez

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MANNY FERNANDEZ

Secretary, Board of Directors
Union Sanitary District

Certificate Of Completion

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Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator: Regina McEvoy 5072 Benson Road Union City, CA 94587 Reginam@unionsanitary.ca.gov IP Address: 50.227.238.26
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Record Tracking

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Signer Events

Manny Fernandez
mfernandez@unionsanitary.ca.gov
Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

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Pat Kite
pkite@unionsanitary.ca.gov
Security Level: Email, Account Authentication (None)

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Mark Carlson markc@unionsanitary.ca.gov Security Level: Email, Account Authentication (None)		Sent: 11/10/2021 10:26:05 AM Viewed: 11/10/2021 10:55:59 AM
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Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure

RECEIVE PRESENTATION OF THE FISCAL YEAR 2020/21 ANNUAL COMPREHENSIVE FINANCIAL REPORT

This item was reviewed by the Audit Committee. Business Services Manager/CFO Carlson stated the Fiscal Year 2020/21 Annual Comprehensive Financial Report (ACFR), as audited by Lance, Soll & Lunghard, LLP, Certified Public Accountants, was included in the Board meeting packet. The Governmental Accounting Standard Board (GASB) recommended the report formerly known as the Comprehensive Annual Financial Report (CAFR) be changed to the Annual Comprehensive Financial Report (ACFR) and the District elected to change the name of the report for the fiscal year ending June 30, 2021. Staff recommended the Board receive and direct staff to file the Fiscal Year 2020/21 Annual Comprehensive Financial Report (ACFR) as presented.

It was moved by Director Toy, seconded by Secretary Fernandez, to Receive and Direct Staff to File the Fiscal Year 2020/21 Annual Comprehensive Financial Report (ACFR) as Presented. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

CONSIDER ADOPTION OF A RESOLUTION AUTHORIZING THE USE OF TELECONFERENCE MEETINGS IN COMPLIANCE WITH AB 361

District Counsel Murphy stated AB 361 requires public agencies to make findings by majority vote within 30 days of the first teleconferenced meeting under AB 361 and every 30 days thereafter that a state of emergency still exists and continues to directly impact the ability of the members to meet safely in person, or that officials continue to impose or recommend measures to promote social distancing. The District is continuing to hold teleconferenced meetings as allowed under AB 361 due to the ongoing public health threat of COVID-19. The proposed resolution includes findings required by AB 361 to allow the District to hold teleconferenced meetings. Staff recommended the Board adopt a resolution authorizing the use of teleconference meetings in compliance with AB 361.

It was moved by Director Handley, seconded by Secretary Fernandez, to Adopt Resolution No. 2941 Authorizing the Use of Teleconference Meetings in Compliance with AB 361. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

####

RESOLUTION NO. 2941

A RESOLUTION OF THE BOARD OF DIRECTORS AUTHORIZING THE USE OF TELECONFERENCE MEETINGS IN COMPLIANCE WITH AB 361

WHEREAS, the Union Sanitary District is committed to preserving and nurturing public access and participation in meetings of the Board of Directors; and

WHEREAS, all meetings of Union Sanitary District's legislative bodies are open and public, as required by the Ralph M. Brown Act (Cal. Gov. Code 54950 – 54963); and

WHEREAS, the Brown Act, Government Code section 54953(e), makes provisions 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, Government Code 54953(e) permits teleconferencing in the event that a state of emergency is declared by the Governor pursuant to Government Code section 8625, and that either state or local officials have imposed or recommended measures to promote social distancing, or that the legislative body finds that meeting in person would present imminent risks to the health and safety of attendees; and

WHEREAS, such conditions now exist in the District; and

WHEREAS, on March 4, 2020, Governor Newsom issued a Proclamation of a State of Emergency in response to the rapid spread of the highly contagious disease known as COVID-19; and

WHEREAS, on August 3, 2021, the Health Officer of the County of Alameda adopted Order No. 21-03 stating that the Delta variant has been circulating in the County, is highly transmissible in indoor settings and requires multi-component prevention strategies to prevent spread, and that hospitalizations are increasing; and

WHEREAS, despite ongoing efforts to promote masking and vaccinations, COVID-19 continues to threaten the health and lives of the public, especially with the existence of the Delta variant, which is highly transmissible in indoor settings; and

WHEREAS, the increased risk of contracting COVID-19 associated with being indoors with others has caused, and will continue to cause, conditions of peril to the safety of persons within the District that are likely to be beyond the control of services, personnel, equipment, and facilities of the District; and

WHEREAS, on October 25, 2021, the Board adopted Resolution No. 2937, authorizing the use of teleconference meetings in compliance with AB 361; and

WHEREAS, the Board now desires to reaffirm and make the findings required to continue holding teleconference meetings in compliance with AB 361 due to the continuing public health threat of COVID-19.

NOW, THEREFORE, BE IT RESOLVED, BY THE UNION SANITARY DISTRICT BOARD OF DIRECTORS, AS FOLLOWS:

1. The above recitals are true and correct and are material to this Resolution and are incorporated into this Resolution as findings of the District Board.
2. The Union Sanitary District Board finds and declares that the circumstances set forth in Government Code section 54953(e)(1), exist because the State of Emergency continues to exist and meeting in person would present imminent risks to the health and safety of attendees.
3. Pursuant to the requirements of Government Code Section 54953 (e)(3), the District Board makes the following findings:
 - (a) The District Board has considered the circumstances of the continuing state of emergency;
 - (b) The state of emergency continues to directly impact the ability of the members and the public to meet safely in person;
 - (c) Due to COVID-19, holding meetings in person will present imminent risks to the health and safety to attendees; and
 - (d) The District Board will continue to meet by teleconference in accordance with Government Code section 54953(e).
4. The aforementioned findings apply to all committees and subcommittees of the District which are classified as legislative bodies pursuant to Government Code Section 54952.
5. The District Board will reconsider every 30 days, the circumstances of the emergency and review whether it continues to directly impact the ability of the members to meet safely in person.
6. If any section, subsection, subdivision, sentence, clause, phrase, or portion of this Resolution is, for any reason, held to be invalid or unconstitutional by the decision of any court of competent jurisdiction, such decision shall not affect the validity of the remaining portions of this Resolution. The Board hereby declares that it would have adopted this Resolution and each and every section, subsection, subdivision, sentence, clause, phrase, or portion thereof, irrespective of the fact that any one or more sections, subsections, subdivisions, sentences, clauses, phrases, or portions thereof be declared unconstitutional.
7. This Resolution shall take effect immediately upon its adoption.

On motion duly made and seconded, this resolution was adopted by the following vote on November 8, 2021:

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSENT: None

ABSTAIN: None

DocuSigned by:

Pat Kite

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PAT KITE

President, Board of Directors
Union Sanitary District

Attest:

DocuSigned by:

Manny Fernandez

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MANNY FERNANDEZ

Secretary, Board of Directors
Union Sanitary District

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Manny Fernandez
 mfernandez@unionsanitary.ca.gov
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Signature

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Pat Kite
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Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
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Completed	Security Checked	11/15/2021 11:45:02 AM

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AUTHORIZE THE GENERAL MANAGER TO EXECUTE CONTRACT CHANGE ORDER NO. 32 WITH C. OVERAA AND CO. FOR THE PRIMARY DIGESTER NO. 7 PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated Primary Digester No. 7 Project (Project) has been constructed in an area of the District's wastewater treatment plant previously identified as having asphalt pavement in poor condition. The Project scope includes replacement of all pavement surfaces directly affected by the construction work. Contract Change Order No. 32 will allow for removal and replacement of approximately 16,985 square feet of asphalt pavement located near Heating and Mixing Building No. 4. Staff recommended the Board authorize the General Manager to execute Contract Change Order No. 32 with C. Overaa and Co. in the amount of \$146,920 for the Primary Digester No. 7 Project.

It was moved by Secretary Fernandez, seconded by Director Toy, to Authorize the General Manager to Execute Contract Change Order No. 32 with C. Overaa and Co. in the Amount of \$146,920 for the Primary Digester No. 7 Project. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

AUTHORIZE THE GENERAL MANAGER TO EXECUTE AN AGREEMENT AND TASK ORDER NO. 1 WITH HAZEN AND SAWYER FOR THE PUMP STATION ASSET CONDITION ASSESSMENT STUDY

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the purpose of Task Order No. 1 is to authorize Hazen and Sawyer (Hazen) to conduct a condition assessment of the pump and lift stations located in the District's transport system outside of the Alvarado Wastewater Treatment Plant. The Study will review and update the asset inventory at the stations, conduct field condition assessment of the assets, and prioritize the renewal and replacement of the assets in the Capital Improvement Program. Staff anticipates Hazen will complete the Study by Summer 2022. Staff recommended the Board authorize the General Manager to execute an agreement and Task Order No. 1 with Hazen and Sawyer in the amount of \$249,956 for the Pump Station Asset Condition Assessment Study.

It was moved by Director Toy, seconded by Director Handley, to Authorize the General Manager to Execute an Agreement and Task Order No. 1 with Hazen and Sawyer in the Amount of \$249,956 for the Pump Station Asset Condition Assessment Study. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

AUTHORIZE THE GENERAL MANAGER TO EXECUTE CONTRACT CHANGE ORDER NO. 2 WITH GARNEY PACIFIC, INC. FOR THE EMERGENCY OUTFALL IMPROVEMENTS PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the Emergency Outfall Improvements Project's (Project) scope included removing the downstream section of the existing emergency outfall pipeline, installing a new pipeline with a higher outlet elevation, rehabilitating a section of the existing pipeline that remains, constructing a new concrete outlet structure at the Old Alvarado Creek, and installing a second pipeline between the Creek and the Alvarado Wastewater Treatment Plant. Garney Pacific, Inc. (Garney) discovered there was more corrugated metal pipe than the 40 feet anticipated; Garney confirmed the total length of the corrugated metal pipe to be 150 feet. Contract Change Order No. 2 (CCO No. 2) will extend the Project past the original completion date of January 3, 2022. Following execution of CCO No. 2, Garney will assess the time and cost impact for the District's review and consideration. Staff recommended the Board authorize the General Manager to execute Contract Change Order No. 2 with Garney Pacific, Inc. in the amount of \$235,164 for the Emergency Outfall Improvements Project.

It was moved by Director Handley, seconded by Secretary Fernandez, to Authorize the General Manager to Execute Contract Change Order No. 2 with Garney Pacific, Inc. in the Amount of \$235,164 for the Emergency Outfall Improvements Project. Motion carried with the following vote:

AYES: Fernandez, Handley, Kite, Lathi, Toy
NOES: None
ABSTAIN: None
ABSENT: None

INFORMATION ITEMS:

Status of Priority 1 Capital Improvement Program Projects

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the Board approved the Capital Improvement Program (CIP) Budget of \$43.19 million for design and construction of 31 CIP Projects in June 2021. The Projects were ranked Priority 1, 2, or 3 based upon criteria prepared by staff and approved by the Executive Team. There were 18 projects ranked as Priority 1 for Fiscal Year 2022. The status of Priority 1 CIP Projects is reviewed by the Executive Team at the end of each quarter and a copy of the status report was included in the Board meeting packet.

First Quarterly Report on the Capital Improvement Program for FY22

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated first quarter expenditures for Fiscal Year 2022 were presented in graphs included in the Board meeting packet. The graphs depicted actual expenditures versus approved budget for Capacity Fund 900, the Renewal and Replacement Fund 800, and for both funds combined. Total CIP expenditures up to September 30, 2021, were under projections for the first quarter by

approximately \$583,000. Projects that had significant variances from projected expenditures were presented in a table included in the Board meeting packet.

COVID-19 Update

General Manager Eldredge provided an update regarding COVID-19 impacts on District operations and coordination efforts.

Check Register

Staff responded to Boardmember questions regarding the check register.

COMMITTEE MEETING REPORTS:

The Budget & Finance Committee meeting was canceled, and individual briefings were held with Board members. The Audit, Legal/Community Affairs, and Engineering and Information Technology Committees met.

GENERAL MANAGER'S REPORT:

- The California State Water Resources Control Board will recognize the District and other agencies who participated in voluntary wastewater monitoring during the COVID-19 pandemic.

OTHER BUSINESS:

There was no other business.

ADJOURNMENT:

The meeting was adjourned at 5:15 p.m. to a Board Workshop to be held virtually on Wednesday, November 10, 2021, at 4:00 p.m.

SUBMITTED:

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Regina McEvoy
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REGINA McEVOY
BOARD CLERK

ATTEST:

DocuSigned by:
Manny Fernandez
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MANNY FERNANDEZ
SECRETARY

APPROVED:

DocuSigned by:
Pat Kite
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PAT KITE
PRESIDENT

Adopted this 13th day of December 2021

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