

**MINUTES OF THE MEETING OF THE
BOARD OF DIRECTORS OF
UNION SANITARY DISTRICT/UNION SANITARY DISTRICT FINANCING AUTHORITY
December 13, 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
Jennifer Toy, Director
Tom Handley, Director

ABSENT: Manny Fernandez, Secretary (arrived at 4:05 p.m.)

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
Gene Boucher, Human Resources Manager
Ric Pipkin, Enhanced Treatment and Site Upgrade Program Manager
Raymond Chau, Capital Improvement Programs Coach
Marcus Lee, Treatment and Disposal Services Coach
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: Monique Spyke, PFM Asset Management LLC, Managing Director
Lora Carpenter, Fieldman Rolapp & Associates
Doug Brown, Stradling Yocca Carlson & Rauth

Lawrence Chan, Stradling Yocca Carlson & Rauth
Marc Solomon, Hazen and Sawyer

APPROVE MINUTES OF THE UNION SANITARY DISTRICT BOARD MEETING OF NOVEMBER 8, 2021

It was moved by Vice President Lathi, seconded by Director Handley, to Approve the Minutes of the Board Meeting of November 8, 2021. Motion carried with the following vote:

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

APPROVE MINUTES OF THE UNION SANITARY DISTRICT SPECIAL BOARD MEETING OF NOVEMBER 10, 2021

It was moved by Director Handley, seconded by Director Toy, to Approve the Minutes of the Special Board Meeting of November 10, 2021. Motion carried with the following vote:

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

APPROVE MINUTES OF THE UNION SANITARY DISTRICT SPECIAL BOARD MEETING OF NOVEMBER 11, 2021

It was moved by Vice President Lathi, seconded by Director Toy, to Approve the Minutes of the Special Board Meeting of November 11, 2021. Motion carried with the following vote:

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

APPROVE MINUTES OF THE UNION SANITARY DISTRICT SPECIAL BOARD MEETING OF NOVEMBER 15, 2021

It was moved by Vice President Lathi, seconded by Director Toy, to Approve the Minutes of the Special Board Meeting of November 15, 2021. Motion carried with the following vote:

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

OCTOBER 2021 MONTHLY OPERATIONS REPORT

General Manager Eldredge introduced 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.

FISCAL YEAR 2022 1ST QUARTER MANAGED INVESTMENT PORTFOLIO REPORT

This item was reviewed by the Budget & Finance Committee. Business Services Manager Carlson introduced PFM Asset Management Managing Director Spyke who summarized the Investment Portfolio Report included in the Board meeting packet and responded to Boardmember questions.

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 the Union Sanitary District Financing Authority Board approved loan documents and a resolution, with a not to exceed loan amount of \$188,785,204, for the WIFIA loan to fund 49% of the District's ETSU Program on November 8, 2021. The following week, the results of the Aeration Basin Modification bids were opened and revealed the low bid exceeded the District's estimates by \$35 million or 42%. The EPA recommended the District amend the current loan application to meet anticipated higher costs. District staff met with project consultants to reevaluate ETSU project costs, a breakdown of the resulting recommendation was included in the Board meeting packet. Staff presented a substantially final draft of the WIFIA Loan Agreement and the WIFIA Term Sheet for the Board's consideration. The Board previously approved the Installment Purchase Agreement at the November 8, 2021, meeting. Since the agreement was not changed with the exception of updated dates as needed, it was not included in the Board meeting packet and did not need to be approved again. 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 \$249,660,876 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 Vice President Lathi, seconded by Director Toy, to Adopt Resolution No. 2943, 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, 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. 2943

**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, 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, the Board of Directors of USDFA (the “Board of Directors”) adopted Resolution No. 2939 on November 8, 2021 approving the forms of certain documents, including the form of the Installment Purchase Agreement (defined below) relating to the WIFIA Loan; and

WHEREAS, since the adoption of Resolution No. 2939, the USDFA has requested, and the WIFIA Lender has approved, an increase to the maximum amount authorized to be drawn under the WIFIA Loan and the USDFA now desires to approve certain documents relating to the WIFIA Loan as described below, which reflect the increased amount; 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 wishes to take its action at this time authorizing the execution and delivery of the WIFIA Term Sheet, the WIFIA Note, and the WIFIA Loan Agreement and approving related financing documents and official actions.

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 Section 3 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 \$249,660,876 (excluding capitalized interest).

SECTION 3. 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. 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 WIFIA Term Sheet, the WIFIA Note and the WIFIA Loan Agreement, 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 same, with execution being conclusive evidence of such approval.

SECTION 4. 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 5. 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 6. 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 7. 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 8. Effect. This Resolution shall take effect immediately.

SECTION 9. 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 December 13, 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
77BEE9EB02EB471

MANNY FERNANDEZ
Secretary, Board of Directors
Union Sanitary District Financing Authority

Certificate Of Completion

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Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Regina McEvoy
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	Union City, CA 94587
	Reginam@unionsanitary.ca.gov
	IP Address: 50.227.238.26


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Signer Events

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

Signature


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 Signature Adoption: Pre-selected Style
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Pat Kite
 pkite@unionsanitary.ca.gov
 Security Level: Email, Account Authentication (None)

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Mark Carlson
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Notary Events	Signature	Timestamp
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Completed	Security Checked	12/15/2021 2:48:20 PM

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 documents in connection with the Water Infrastructure and Innovation Act (WIFIA) Loan Agreement in support of the fixed-rate WIFIA Loan up to \$249,660,876 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 Secretary Fernandez, to Adopt Resolution No. 2944, a Resolution of the Union Sanitary District Authorizing Execution and Delivery of Certain Documents in Connection with a Water Infrastructure Finance and Innovation Act Loan and Authorizing Certain Other Actions. 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

RESOLUTION NO. 2944

**A RESOLUTION OF THE UNION SANITARY DISTRICT
AUTHORIZING THE EXECUTION AND DELIVERY OF
CERTAIN DOCUMENTS IN CONNECTION WITH A WATER
INFRASTRUCTURE FINANCE AND INNOVATION ACT
LOAN 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 Board of Directors of USDFA previously adopted Resolution No. 2939 and the Board of Directors of the District adopted Resolution No. 2940 on November 8, 2021 approving the forms of certain documents, including form of the Installment Purchase Agreement, relating to the WIFIA Loan; and

WHEREAS, since the adoption of the aforementioned resolutions on November 8, 2021, the USDFA has requested, and the WIFIA Lender has approved, an increase to the maximum amount authorized to be drawn under the WIFIA Loan and the District now desires to approve certain documents relating to the WIFIA Loan as described below, which reflect the increased amount; 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 WIFIA Term Sheet and the WIFIA Loan Agreement in substantially the forms on file with the Board Clerk of the District are 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 to execute and deliver the WIFIA Term Sheet and the WIFIA Loan Agreement, 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 same, with execution being conclusive evidence of such approval.

SECTION 3. 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 4. 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 5. 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 6. 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 7. 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 8. This Resolution shall take effect immediately upon its passage.

On motion duly made and seconded, this resolution was adopted by the following vote on December 13, 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
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	Reginam@unionsanitary.ca.gov
	IP Address: 50.227.238.26


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Manny Fernandez
 mfernandez@unionsanitary.ca.gov
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Signature

DocuSigned by:

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

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AUTHORIZE THE GENERAL MANAGER TO EXECUTE A PROFESSIONAL SERVICES AGREEMENT WITH HAZEN AND SAWYER FOR INTERIM CIP COACH SERVICES

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge stated Technical Services Manager Ghossain will retire on December 31, 2021. Following an interim internal recruitment for the Technical Services Work Group Manager, CIP Coach Chau was offered and accepted the interim position effective January 1, 2022. A formal recruitment for the Technical Services Work Group Manager position will commence in the middle of January 2022. Several options were considered for temporarily backfilling the professional services associated with the CIP Coach position, and it was determined utilizing outside consultant services on an interim basis would be the most advantageous. The District selected Allan Briggs with Hazen and Sawyer due to the right combination of expertise, experience, and knowledge of the District. Staff recommended the Board authorize the General Manager to Execute a Professional Services Agreement with Hazen and Sawyer in an amount not to exceed \$253,344 for a period of up to eight months for Capital Improvement Project (CIP) services.

It was moved by Secretary Fernandez, seconded by Vice President Lathi, to Authorize the General Manager to Execute a Professional Services Agreement with Hazen and Sawyer in an Amount not to Exceed \$253,344 for a Period of up to Eight (8) Months for Capital Improvement Project (CIP) Services. Motion carried with the following vote:

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

REVIEW AND CONSIDER APPROVAL OF SIDE LETTER AGREEMENT BETWEEN UNION SANITARY DISTRICT AND SERVICE EMPLOYEES INTERNATIONAL UNION, LOCAL 1021, EXTENDING MOU THROUGH DECEMBER 31, 2026

Human Resources Manager Boucher stated the District and SEIU, Local 1021, met and agreed to extend the current MOU for an additional four years beyond the current end date of December 31, 2022. The provisions of the extension, outlined in the Board meeting packet, were voted on and accepted by members of SEIU, Local 1021. Staff recommended the Board consider and approve the side letter agreement between the District and Service Employees International Union, Local 1021, extending the current MOU through December 31, 2026.

It was moved by Director Toy, seconded by Director Handley, to Approve the Side Letter Agreement Between the District and Service Employees International Union, Local 1021, Extending the Current MOU Through December 31, 2026. 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 CAROLLO ENGINEERS, INC. FOR THE SODIUM HYPOCHLORITE LOOP IMPROVEMENTS PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the purpose of the task order will be to authorize Carollo to provide final design and bid period services for the Project. A breakdown of the rehabilitations and repairs for the Project was included in the Board meeting packet. Completion of the Project's design is expected by late Spring 2022 and construction is anticipated to begin in Summer 2022. Staff recommended the Board authorize the General Manager to execute an Agreement and Task Order No. 1 with Carollo Engineers, Inc. in the amount of \$280,298 to provide final design services for the Sodium Hypochlorite Loop Improvements Project.

It was moved by Director Handley, seconded by Director Toy, to Authorize the General Manager to Execute an Agreement and Task Order No. 1 with Carollo Engineers, Inc. in the Amount of \$280,298 to Provide Final Design Services for the Sodium Hypochlorite Loop Improvements 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 HEADWORKS DEGRITTING STUDY

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the purpose of Task Order No. 1 would be to authorize Hazen and Sawyer (Hazen) to conduct a study to evaluate the construction sequence and constrains of the future Headworks Degritting Improvement project, as well as several other future projects at the Alvarado Wastewater Treatment Plant and how these projects should be coordinated with the Enhanced Treatment and Site Upgrade and other Capital Improvement Program construction projects. Future projects include the Headworks Degritting Improvements Project, the odor control system replacement at the two primary clarifier buildings and the Headworks building, and the seismic upgrade of the Primary Clarifiers No. 1-4 Building. The Study will help staff plan and coordinate construction activities and their schedules to limit impacts to plant processes. 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 \$199,810 for the Headworks Degritting Study.

It was moved by Secretary Fernandez, seconded by Director Toy, to Authorize the General Manager to Execute an Agreement and Task Order No. 1 with Hazen and Sawyer in the Amount of \$199,810 for the Headworks Degritting Study. 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 AB361

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 Toy, seconded by Secretary Fernandez, to Adopt Resolution No. 2945 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. 2945

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 the new Omicron variant; 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, on November 8, 2021, the Board adopted Resolution No. 2941, authorizing the use of teleconference meetings in compliance with AB 361; and

WHEREAS, on November 15, 2021, the Board adopted Resolution No. 2942, 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; and

(b) The state of emergency continues to directly impact the ability of the members and the public to meet safely in person; and

(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 December 13, 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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 mfernandez@unionsanitary.ca.gov
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Pat Kite
 pkite@unionsanitary.ca.gov
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INFORMATION ITEMS:

FY21 Strategic Performance Annual Report

This item was reviewed by the Legal/Community Affairs Committee. Organizational Performance Manager Terrazas stated the Report summarizes the District's annual strategic performance as indicated by the Operational Excellence Balanced Scorecard Measures and the Safety Balanced Scorecard Measures for Fiscal Year 2021 (July 1, 2020 – June 30, 2021). The report was formatted to highlight major activities for the fiscal year in a simple and informative style; a summary of the Balanced Scorecard Measures was included as well as full tables of all measures in the appendix.

Report on the East Bay Dischargers Authority Meeting of October 21, 2021

Director Toy provided an overview of the EBDA meeting minutes 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, Legal/Community Affairs, and Engineering and Information Technology Committees met.

GENERAL MANAGER'S REPORT:

- The District's time keeping system, Kronos, recently experienced a ransomware attack. District staff will use manual timecard entry until Kronos gets back online.
- The California Association of Sanitary Agencies (CASA) Winter Conference will be held January 19-21, 2022, in Palm Springs. The Board was asked to notify staff if they wish to attend.
- Alameda County Water District declared a drought emergency and will require a 15% reduction in water usage for all customers.
- General Manager Eldredge will present at the Union City Council meeting at 7:00 p.m. on December 14, 2021. The presentation will focus on the Enhanced Treatment and Site Upgrade Project and will include an update on reclaimed waters efforts with Alameda County Water District.
- Board Workshops will be held virtually at 4:00 p.m. on Wednesday, December 15 and Thursday, December 16, 2021.
- General Manager Eldredge wished Technical Services Manager Ghossain well in his retirement.

OTHER BUSINESS:

There was no other business.

ADJOURNMENT:

The meeting was adjourned at 5:05 p.m. to a Board Workshop to be held virtually on Wednesday, December 15, 2021, at 4:00 p.m.

SUBMITTED:

DocuSigned by:
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 10th day of January 2022

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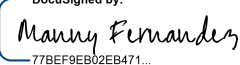
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Regina McEvoy
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 Assistant to GM
 Union Sanitary District
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