MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF UNION SANITARY DISTRICT/UNION SANITARY DISTRICT FINANCING AUTHORITY December 11, 2023

CALL TO ORDER

President Fernandez called the meeting to order at 4:00 p.m.

SALUTE TO THE FLAG

President Fernandez led the salute to the flag.

ROLL CALL

PRESENT: Manny Fernandez, President

Jennifer Toy, Vice President Tom Handley, Secretary

Pat Kite, Director Anjali Lathi, Director

STAFF: Paul Eldredge, General Manager/District Engineer

Karen Murphy, District Counsel

Mark Carlson, Business Services Manager/CFO

Armando Lopez, Treatment and Disposal Services Manager

Jose Rodrigues, Collection Services Manager Raymond Chau, Technical Services Manager

Robert Simonich, Fabrication, Maintenance, and Construction Manager

Alisa Gordon, Human Resources Manager

Ric Pipkin, Enhanced Treatment and Site Upgrade Program Manager Chris Pachmayer, Fabrication Maintenance and Construction Coach

Tim Grillo, Research and Support Coach Richard Thow, Customer Service Coach

Curtis Bosick, Capital Improvement Projects Coach

Karoline Terrazas, Organizational Performance Coordinator

Trieu Nguyen, IT Administrator

Regina McEvoy, Executive Assistant to the General Manager/Board Clerk

VISITORS: Monique Spyke, PFM Asset Management

Jack Alcom, Tri-City Voice

Alice Johnson, League of Women Voters

APPROVE MINUTES OF THE UNION SANITARY DISTRICT BOARD MEETING OF NOVEMBER 13, 2023

It was moved by Director Kite, seconded by Director Lathi, to Approve the Minutes of the Board Meeting of November 13, 2023. Motion carried unanimously.

<u>APPROVE MINUTES OF THE UNION SANITARY DISTRICT SPECIAL BOARD</u> MEETING OF NOVEMBER 15, 2023

It was moved by Secretary Handley, seconded by Vice President Toy, to Approve the Minutes of the Special Board Meeting of November 15, 2023. Motion carried unanimously.

APPROVE MINUTES OF THE UNION SANITARY DISTRICT SPECIAL BOARD MEETING OF NOVEMBER 30, 2023

It was moved by Director Lathi, seconded by Vice President Toy, to Approve the Minutes of the Special Board Meeting of November 30, 2023. Motion carried unanimously.

OCTOBER 2023 MONTHLY OPERATIONS REPORT

This item was reviewed by the Budget & Finance and Legal/Community Affairs Committees. General Manager Eldredge provided an overview of the Monthly Report and Business Services Manager/CFO Carlson provided an overview of the financial reports.

FISCAL YEAR 2024 1ST QUARTER MANAGED INVESTMENT PORTFOLIO REPORT FROM PFM

This item was reviewed by the Investment Portfolio Ad Hoc. Business Services Manager/CFO Carlson introduced PFM Managing Director Spyke who provided an overview of the Investment Report included in the Board meeting packet and responded to questions from Boardmembers.

FISCAL YEAR 2024 1ST QUARTER DISTRICT-WIDE BALANCED SCORECARD

This item was reviewed by the Legal/Community Affairs Committee. Organizational Performance Coordinator Terrazas provided an overview of the Balanced Scorecard included in the Board meeting packet.

President Fernandez recessed the meeting at 4:20 p.m.

President Fernandez reconvened the meeting at 4:26 p.m.

WRITTEN COMMUNICATIONS

There were no written communications.

PUBLIC COMMENT

There was no public comment.

AUTHORIZE THE GENERAL MANAGER TO EXECUTE AN INFORMATION TECHNOLOGY (IT) SUPPORT CONTRACT WITH HALCYON NETWORKS

This item was reviewed by the Engineering and Information Technology Committee. Fabrication Maintenance and Construction Coach Pachmayer stated the District's information technology (IT) Analyst is a member of the United States Naval Reserves and has been called to active duty; the IT Analysts military deployment is expected to occur from January through August of 2024. The District will cover the temporary loss of the IT Analyst position with a full-time consultant from Halcyon Networks who will fulfill the IT Analyst job responsibilities for up to 12 months. The \$208,000 cost of hiring a consultant was not budgeted in the FY 24 Fabrication Maintenance and Construction work group budget. The Navy will pay the IT Analyst a salary during his deployment and the District will make up the difference; the expected salary savings to the District will be \$68,467.73. The remaining funds requested to fund the IT support contract will come from deferring switchgear and breaker maintenance from FY 24 to FY 25. Staff recommended the Board authorize the General Manager to execute an information technology support contract with Halcyon Networks in the amount of \$208,000.

It was moved by Director Lathi, seconded by Director Kite, to Authorize the General Manager to Execute an Information Technology (IT) Support Contract with Halcyon Networks in the Amount of \$208,000. Motion carried unanimously.

CONSIDER AND APPROVE THREE RESOLUTIONS FOR THE APPLICATION FOR CLEAN WATER STATE REVOLVING FUND FINANCIAL ASSISTANCE FOR THE WAS THICKENER PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Capital Improvement Projects Coach Bosick stated the WAS Thickener Replacement Project was previously postponed due to limited staff and financial resources already dedicated to ongoing construction projects. The postponement provided staff with an opportunity to further evaluate funding opportunities, which included applying for Clean Water State Revolving Fund financial assistance; staff will prepare an application package to the State Water Resources Control Board for financial assistance of up to \$22.5 million for design and construction of the Project. The application package requires the Board to adopt three resolutions described in detail below. Staff recommended the Board consider adopting the following resolutions:

- Resolution to authorize the application for the Clean Water State Revolving Fund financial assistance for the WAS Thickener Replacement Project and designate the General Manager or his designee as the District's representative to execute the financial assistance application for a financing agreement; and
- Resolution to dedicate and pledge the Wastewater Enterprise Fund and Net Revenues thereof for the repayment any and all Clean Water State Revolving Fund financial assistance on the WAS Thickener Replacement Project; and

Resolution to reimburse expenditures paid prior to the approval of the WAS
 Thickener Replacement Project Clean Water State Revolving Fund financial
 assistance by the State Water Resources Control Board.

It was moved by Secretary Handley, seconded by Vice President Toy, to Adopt Resolution No. 3002, Authorizing Resolution/Ordinance; Resolution No. 3003, Pledged Revenues and Fund(s) Resolution; and Resolution No. 3004, Reimbursement Resolution. Motion carried unanimously.

####

RESOLUTION NO. 3002

AUTHORIZING RESOLUTION/ORDINANCE

BE IT RESOLVED, by the Board of Directors of the Union Sanitary District (the "Entity"), in Alameda County, California, as follows:

The General Manager (the "Authorized Representative") or designee is hereby authorized and directed to sign and file, for and on behalf of the Entity, a Financial Assistance Application for a financing agreement from the State Water Resources Control Board for the planning, design, and construction of the WAS Thickener Replacement Project (the "Project").

The Authorized Representative, or his/her designee, is designated to provide assurances, certifications, and commitments required for the financial assistance application, including executing a financial assistance agreement from the State Water Resources Control Board and any amendments or changes thereto.

The Authorized Representative, or his/her designee, is designated to represent the Entity in carrying out the Entity's responsibilities under the financing agreement, including certifying disbursement requests on behalf of the Entity and compliance with applicable state and federal laws.

CERTIFICATION

I do hereby certify that the foregoing is a full, true, and correct copy of a resolution duly and regularly adopted at a meeting of the Board of Directors of the Union Sanitary District, in Alameda County, California, held on the 11th day of December 2023.

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSTAIN: None

ABSENT: None

—Docusigned by:

Manny Fernander

MANNY FERNANDEZ
President, Board of Directors
Union Sanitary District

Attest:

DocuSigned by:

tom Handley

TOM HANDLEY
Secretary, Board of Directors
Union Sanitary District

DocuSign

Certificate Of Completion

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Signer Events

Manny Fernandez

mfernandez@unionsanitary.ca.gov

Security Level: Email, Account Authentication

(None)

Docusigned by:

Manny Fernandes

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Tom Handley

Certified Delivered

thandley@unionsanitary.ca.gov

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Tom Handley

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RESOLUTION NO. 3003

PLEDGED REVENUES AND FUND(s) RESOLUTION

WHEREAS, the Union Sanitary District (the "Entity") has established the SRF Contingency Reserve fund for the repayment of the Clean Water State Revolving Fund financial assistance per the Entity's policy; and

WHEREAS, the Board of Directors of the Entity approved the Capital Improvement Program that identified the WAS Thickener Replacement Project.

THEREFORE, BE IT RESOLVED, the Entity hereby dedicates and pledges the Wastewater Enterprise Fund and Net Revenues thereof for the repayment of any and all Clean Water State Revolving Fund and/or Water Recycling Funding Program financing for the WAS Thickener Replacement Project (the "Project"). The Entity commits to collecting such revenues and maintaining such fund(s) throughout the term of such financing and until the Entity has satisfied its repayment obligation thereunder unless modification or change is approved in writing by the State Water Resources Control Board. So long as the financing agreement(s) are outstanding, the Entity's pledge hereunder shall constitute a lien in favor of the State Water Resources Control Board on the foregoing fund(s) and revenue(s) without any further action necessary. So long as the financing agreement(s) are outstanding, the Entity commits to maintaining the fund(s) and revenue(s) at levels sufficient to meet its obligations under the financing agreement(s).

CERTIFICATION

I do hereby certify that the foregoing is a full, true, and correct copy of a resolution duly and regularly adopted at a meeting of the Board of Directors of the Union Sanitary District, in Alameda County, California, held on the 11th day of December 2023.

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSTAIN: None

ABSENT: None

—Docusigned by: Manny Fernandez

MANNY FERNANDEZ

President, Board of Directors
Union Sanitary District

Attest:

—DocuSigned by: Tom Handley

TOM HANDLEY

Secretary, Board of Directors Union Sanitary District

DocuSign

Certificate Of Completion

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Manny Fernandez

mfernandez@unionsanitary.ca.gov

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Signature

Manny Fernandez

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Tom Handley

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tom Handley

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RESOLUTION NO. 3004

REIMBURSEMENT RESOLUTION

WHEREAS, the Union Sanitary District (the "Agency") desires to finance the costs of constructing the WAS Thickener Replacement Project (the "Project"); and

WHEREAS, the Agency intends to finance the construction and/or reconstruction of the Project or portions of the Project with moneys ("Project Funds") provided by the State of California, acting by and through the State Water Resources Control Board (State Water Board); and

WHEREAS, the State Water Board may fund the Project Funds with proceeds from the sale of obligations the interest upon which is excluded from gross income for federal income tax purposes (the "Obligations"); and

WHEREAS, prior to either the issuance of the Obligations or the approval by the State Water Board of the Project Funds the Agency desires to incur certain capital expenditures (the "Expenditures") with respect to the Project from available moneys of the Agency; and

WHEREAS, the Agency has determined that those moneys to be advanced on and after the date hereof to pay the Expenditures are available only for a temporary period and it is necessary to reimburse the Agency for the Expenditures from the proceeds of the Obligations.

- NOW, THEREFORE, THE AGENCY DOES HEREBY RESOLVE, ORDER AND DETERMINE AS FOLLOWS:
- <u>SECTION 1</u>. The Agency hereby states its intention and reasonably expects to reimburse Expenditures paid prior to the issuance of the Obligations or the approval by the State Water Board of the Project Funds.
- <u>SECTION 2</u>. The reasonably expected maximum principal amount of the Project Funds is \$22,500,000.00.
- <u>SECTION 3</u>. This resolution is being adopted no later than 60 days after the date on which the Agency will expend moneys for the construction portion of the Project costs to be reimbursed with Project Funds.
- <u>SECTION 4</u>. Each Agency expenditure will be of a type properly chargeable to a capital account under general federal income tax principles.
- <u>SECTION 5</u>. To the best of our knowledge, this Agency is not aware of the previous adoption of official intents by the Agency that have been made as a matter of course for the purpose of reimbursing expenditures and for which tax-exempt obligations have not been issued.

SECTION 6. This resolution is adopted as official intent of the Agency in order to comply with Treasury Regulation §1.150-2 and any other regulations of the Internal Revenue Service relating to the qualification for reimbursement of Project costs.

SECTION 7. All the recitals in this Resolution are true and correct and this Agency so finds, determines and represents.

CERTIFICATION

I do hereby certify that the foregoing is a full, true, and correct copy of a resolution duly and regularly adopted at a meeting of the Board of Directors of the Union Sanitary District, in Alameda County, California, held on the 11th day of December 2023.

AYES: Fernandez, Handley, Kite, Lathi, Toy

NOES: None

ABSTAIN: None

ABSENT: None

MANNY FERNANDEZ

Manny Fernandes

President, Board of Directors **Union Sanitary District**

Attest:

DocuSigned by:

Tom Handley TOM HANDLEY

Secretary, Board of Directors

Union Sanitary District

DocuSign

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Manny Fernandez

mfernandez@unionsanitary.ca.gov

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Manny Fernandes

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Signature

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Tom Handley thandley @unionsanitary.ca.gov

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tom Handley

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AUTHORIZE THE GENERAL MANAGER TO EXECUTE AN AGREEMENT AND TASK ORDER NO. 1 WITH SIEGEL & STRAIN ARCHITECTS FOR THE FIELD OPERATIONS BUILDING IMPROVEMENTS PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Capital Improvement Projects Coach Bosick stated previous studies concluded the Field Operations Building, constructed in 1999, had various deficiencies. The building includes offices, a crew room, and locker rooms for the Collection Services workgroup, a supplies warehouse, and an auto shop. The objective of the Project will be to construct necessary improvements to address the identified deficiencies, upgrade the building to meet current building and seismic codes, and modify the layout to utilize the available space more efficiently. Staff recommended the Board authorize the General Manager to execute an agreement and Task Order No. 1 with Siegel & Strain Architects in the amount of \$301,310 for the Field Operations Building Improvements Project.

It was moved by Vice President Toy, seconded by Director Kite, to Authorize the General Manager to Execute an Agreement and Task Order No. 1 with Siegel & Strain Architects in the Amount of \$301,310 for the Field Operations Building Improvements Project. Motion carried unanimously.

AUTHORIZE THE GENERAL MANAGER TO EXECUTE AN AGREEMENT AND TASK ORDER NO. 1 WITH LOOKINGPOINT INC FOR NETWORK SERVICES FOR THE ENHANCED TREATMENT AND SITE UPGRADE PHASE 1A CAMPUS PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Enhanced Treatment and Site Upgrade Program Manager Pipkin stated the Enhanced Treatment and Site Upgrade (ETSU) Phase 1A Campus Project will require expanding the existing IT network into the new building to support computer workstations, phones, building HVAC control systems, and security monitoring systems as well as to connect it to the existing treatment plant control systems. Staff issued a Request for Proposals seeking a qualified consultant to provide network design, configuration, and support services for the Project to six firms believed to be qualified to perform the work. Despite outreach to all firms and extending the proposal deadline, staff received one proposal from LookingPoint Inc. LookingPoint has provided network support services to the District in the past and staff have been satisfied with their performance. Staff recommended the Board authorize the General Manager to execute an agreement and Task Order No. 1 with LookingPoint Inc in the amount of \$95,310 for network design, configuration, and support services for the Enhanced Treatment and Sige Upgrade Phase 1A Campus Project.

It was moved by Vice President Toy, seconded by Secretary Handley, to Authorize the General Manager to Execute an Agreement and Task Order No. 1 with LookingPoint Inc in the Amount of \$95,310 for Network Design, Configuration, and Support Services for the Enhanced Treatment and Site Upgrade Phase 1A Campus Project. Motion carried unanimously.

PROVIDE DIRECTION REGARDING THE START TIME FOR REGULAR MEETINGS OF THE BOARD OF DIRECTORS

General Manager Eldredge stated regular meetings of the Union Sanitary District Board of Directors have been held the second and fourth Monday of the month beginning at 4:00 p.m. Staff prepared this item at the Board's request to provide an opportunity for the Board to discuss the start time for Regular Board meetings going forward. Staff recommended the Board provide direction regarding the start time for Regular Board meetings.

The Board directed staff to make no changes to the start time for Regular Board meetings.

INFORMATION ITEMS:

Fiscal Year 2023 Strategic Performance Annual Report

This item was reviewed by the Legal/Community Affairs Committee. Organizational Performance Coordinator Terrazas provided an overview of the annual report and responded to Boardmember questions.

Legislative Update on Issues of Interest to the Board

This item was reviewed by the Legislative Committee. General Manager Eldredge provided an overview of the legislative update and responded to Boardmember questions.

Check Register

There were no questions regarding the check register.

COMMITTEE MEETING REPORTS:

The Investment Portfolio Ad Hoc, Legislative, Engineering and Information Technology, Legal/Community Affairs, and Budget & Finance Committees met.

GENERAL MANAGER'S REPORT:

- General Manager Eldredge provided a COVID update.
- General Manager Eldredge provided an update on the sinkhole in Fremont.
- General Manager Eldredge stated a Board Workshop to be held at 4:00 p.m. on Monday, December 18, 2023, would include the following topics: ETSU Financing Update #2, Process Engineer Job Descriptions, ETSU Campus Power Update, and ETSU Campus Furniture Dais Chairs.

OTHER BUSINESS:

There was no other business.

ADJOURNMENT:

The meeting was adjourned at 5:02 p.m. to a Board Workshop to be held in the Boardroom on Monday, December 18, 2023, at 2:00 p.m.

The Board will then adjourn to the next Regular Meeting to be held in the Boardroom on Monday, January 8, 2024, at 4:00 p.m.

SUBMITTED:

DocuSigned by:

Regina McEvoy

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REGINA McEVOY

BOARD CLERK

APPROVED:

DocuSigned by:

Manny Furnandry

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MANNY FERNANDEZ

PRESIDENT

Adopted this 8th day of January 2024

ATTEST:

DocuSigned by:

Tom Handley

TOM HANDLEY

SECRETARY

Certificate Of Completion

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Manny Fernandez

mfernandez@unionsanitary.ca.gov

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(None)

Signature

Manny Fernandez 77BEF9EB02EB471..

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Regina McEvoy

reginam@unionsanitary.ca.gov

Assistant to GM

Union Sanitary District

Security Level: Email, Account Authentication

(None)

Regia McEvoy

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Tom Handley

thandley@unionsanitary.ca.gov

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Tom Handley C0CC5EF393E9442.

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