

# EAST BAY DISCHARGERS AUTHORITY COMMISSION MEETING MINUTES

**November 21, 2019**

**1. Call to Order**

Chair Cutter called the meeting to order at 9:35 A.M. on Thursday, November 21, 2019, at the Oro Loma Sanitary District Boardroom, 2655 Grant Avenue, San Lorenzo, CA 94580.

**2. Pledge of Allegiance**

**3. Roll Call**

<b>PRESENT:</b>	Dan Walters	Oro Loma Sanitary District
	Thomas Handley	Union Sanitary District
	Ralph Johnson	Castro Valley Sanitary District
	Pauline Cutter	City of San Leandro

<b>ABSENT:</b>	Al Mendall	City of Hayward
----------------	------------	-----------------

**OTHERS**

<b>PRESENT:</b>	Jacqueline Zipkin	East Bay Dischargers Authority
	Eric Casher	Legal Counsel
	Howard Cin	East Bay Dischargers Authority
	Kalena Yambao	East Bay Dischargers Authority
	Alex Ameri	City of Hayward
	Jan Lee	City of Hayward
	Paul Eldredge	Union Sanitary District
	Justin Jenson	City of San Leandro
	Jason Warner	Oro Loma Sanitary District
	David Alvey	Maze & Associates
	Juanita Villasenor	East Bay Dischargers Authority
	Deborah Quinn	East Bay Dischargers Authority

**4. Public Form**

No member of the public requested to address the Commission at the meeting.

## C O N S E N T C A L E N D A R

- 5. Commission Meeting Minutes of October 17, 2019**
- 6. Commission Meeting Minutes of October 29, 2019**
- 7. List of Disbursements for October 2019**
- 8. Treasurer's Report for October 2019**
- 9. Final Adjusted Treasurer's Report for June – September 2019**

Commissioner Handley moved to approve the consent calendar. The motion was seconded by Commissioner Johnson and carried 4-0 (Walters, Handley, Johnson, Cutter; ayes, one absent).

## REGULAR CALENDAR

### **10. General Manager's Report**

The General Manager (GM) deferred her report to David Alvey of audit firm Maze and Associates, who gave a presentation on the financial statements (see item 12 below).

The GM then gave an update on the progress of the JPA approval process, noting City of San Leandro and Oro Loma Sanitary District have both approved the extension and new agreement; the remaining agencies are scheduled to consider approval by the 17<sup>th</sup> of December. The GM discussed her role as facilitator for the upcoming CASA Annual Strategic Planning Retreat. Lastly, the GM noted she will be attending the Bay Area One Water Workshop on December 17<sup>th</sup> and 18<sup>th</sup> as they work to develop a regional vision for water reuse in the Bay Area. It was noted that getting water purveyors and wastewater agencies in the same room will be a critical component for success of recycled water projects in the future.

### **11. Report from the Financial Management Committee**

The Financial Management Committee met with the GM on November 18, 2019, where they reviewed the Audited Financial Statements, List of Disbursements and Treasurer's Report for November, and First Quarter Expense Report. The GM sought direction from the Commission and each agency on whether to apply their 2018/19 fiscal year credit toward a lump sum payment funding the OPEB and Pension liabilities; if no agencies object in the coming month, the GM will bring forward a resolution for adoption next month. The Commission agreed with Committee recommendation to start taking disbursements for retirees from the CERBT. The Committee recommended approval of the resolution for Hanson Bridgett.

Commissioner Walters motioned to approve the report from Financial Management and the motion was seconded by Commissioner Johnson and carried unanimously, 4-0 (Walters, Handley, Johnson, Cutter; ayes, one absent).

### **12. Motion to Accept the Audited Financial Statements for Fiscal Year Ending June 30, 2019.**

David Alvey of Maze and Associates presented the financial statements, including explanations of internal control testing. EBDA has a clean, unmodified audit opinion for the Fiscal Year ended June 30, 2019. Mr. Alvey also noted that there were no findings in the Memorandum on Internal Controls and praised EBDA for its separation of duties, particularly given the small size of the agency. This year marks EBDA's fifth consecutive year with Maze & Associates; the GM will bring back to the Commission for recommendation whether to continue for an additional year or seek an alternative firm.

Commissioner Walters moved to approve the Audited Financial Statement for fiscal year ended June 30, 2019. The motion was seconded by Commissioner Handley and carried unanimously, 4-0 (Walters, Handley, Johnson, Cutter; ayes, one absent).

**13. Resolution Authorizing the General Manager to Amend the Agreement with Hanson Bridgett, LLP in the Amount of \$50,000, for a Total Contract Value of \$150,000.**

Commissioner Johnson moved to adopt the Resolution authorizing the GM to amend the agreement with Hanson Bridgett, LLP. The motion was seconded by Commissioner Walters and carried unanimously, 4-0 by roll call vote.

Ayes: Commissioners Walters, Handley, Johnson, Chair Cutter.  
Noes: None  
Absent: Commissioner Mendall  
Abstain: None

Following approval of the motion, Legal Counsel advised that approval of all five (5) Commissioners is required to take action approving a contract amendment. Furthermore, Legal Counsel advised that the Commissioners consider a motion to rescind the prior motion approving the Hanson Bridgett, LLP contract amendment since only four (4) Commissioners were present. Commissioner Walters moved to rescind the prior motion approving the amendment to the agreement with Hanson Bridgett, LLP. The motion was seconded by Commissioner Handley and carried unanimously, 4-0 by roll call vote. The item will be brought back to the Commission for consideration next month.

Ayes: Commissioners Walters, Handley, Johnson, Chair Cutter.  
Noes: None  
Absent: Commissioner Mendall  
Abstain: None

**14. Report from the Regulatory Affairs Committee**

The Regulatory Affairs Committee met with the GM on November 20, 2019. The GM reviewed the NPDES Status Report, referencing graphs and tables showing compliance for CBOD, TSS, and bacteria limits. The GM noted one high fecal coliform sample in November, still within regulatory compliance. The GM noted the Quarterly Reporting Checklist in the packet, showing regulatory compliance for this quarter. The GM highlighted in the Nutrients Update that the recently adopted five-year watershed permit also has a five-year Science Plan, leaving no room for analysis on which to base the third permit. Water Board staff has expressed support for extending the current permit for a year or more to maximize scientific findings. The GM recapped the Transforming Shorelines Project. The project is funded by a grant from USEPA, and EBDA expenses would be paid for by entering into a funding agreement with Association of Bay Area Governments (ABAG), the fiscal agent of the San Francisco Estuary Partnership who secured the grant. The GM reiterated the potential long-term benefits to the agencies of regional nature-based solutions to sea level rise and nutrient removal. The only cost to the agencies, given the grant, would be the GM's time and involvement in the project. The Commission requested information on the time frame for reimbursement of funds; the GM will review the agreement and relay the information back to the Commission. The Committee recommended approval of Resolutions 16 (Pacific EcoRisk amendment) and 17 (Ayzura purchase order), which will be continued until next month's Commission meeting.

Commissioner Walters moved to approve the report from the Regulatory Affairs Committee. The motion was seconded by Commissioner Johnson and carried unanimously, 4-0 (Walters, Handley, Johnson, Cutter; ayes, one absent).

**15. Resolution Authorizing the General Manager to Enter into a Funding Agreement with the Association of Bay Area Governments for the Transforming Shorelines Project.**

It was determined that since reimbursements are on a reimburse as you accrue basis, the reimbursement time frame will not need to be a stipulation for resolution approval given the dollar amounts will be in smaller increments. Commissioner Johnson moved to adopt the Resolution authorizing the General Manager to enter into a funding agreement with the Association of Bay Area Governments. The motion was seconded by Chair Cutter and carried unanimously, 4-0 by roll call vote.

Ayes: Commissioners Walters, Handley, Johnson, Chair Cutter.  
Noes: None  
Absent: Commissioner Mendall  
Abstain: None

**16. Resolution Authorizing the General Manager to Amend the Professional Services Agreement with Pacific EcoRisk Laboratory in the Amount of \$13,500 for Acute Toxicity Testing Services through FY 21/22 for a Total Contract Value of \$61,500.**

Chair Cutter moved to continue Resolution Items 16 and 17 until next commission meeting which require a 5-0 roll call vote. The motion was seconded by Commissioner Handley and carried unanimously, 4-0 by roll call vote.

Ayes: Commissioners Walters, Handley, Johnson, Chair Cutter.  
Noes: None  
Absent: Commissioner Mendall  
Abstain: None

**17. Resolution Authorizing the General Manager to Issue a Purchase Order for the Period January 2020 through June 2021 to Azyura in the Amount of \$30,000 for Waterbits Licensing and Reporting Services.**

Continued. See Item 16.

**18. Report from the Operations and Maintenance Committee (O&M)**

The Operations and Maintenance Committee met on November 19, 2019 and discussed the status of the EBDA facilities. The Operations and Maintenance Manager provided an update on current projects. At AEPS, pump number five's motor bearing was replaced, and a damaged impeller is being repaired on pump number six. The impeller, however, will need to be replaced, and a resolution for the new impeller will be brought forth next month. At HEPS, the paving is complete, and additional storm drains were installed to avoid water pooling in large flat areas, which required a not to exceed change order for \$17k. At OLEPS, pump number one had a new seal installed on the input shaft. During

that process, the motor was sent out and refurbished and is now operational. For the Electrical Improvements Project, the conduits and water lines are being installed. The Operations and Maintenance Manager summarized the Renewal and Replacement Fund Recap.

Commissioner Walters moved to approve the report from the Operations and Maintenance Committee. The motion was seconded by Commissioner Handley and carried unanimously, 4-0 (Walters, Handley, Johnson, Cutter; ayes, one absent).

**19. Motion to Accept Amended Committee Calendar for FY2019/2020**

Commissioner Handley moved to accept the amended Committee Calendar for FY 2019/2020. The motion was seconded by Commissioner Johnson and carried unanimously, 4-0 (Walters, Handley, Johnson, Cutter; ayes, one absent).

**20. Items from Commission and Staff**

Commissioner Walters and Chair Cutter commented on their agencies' smooth adoption of the JPA and are excited to move forward.

**21. Adjournment**

With no further business, Chair Cutter adjourned the meeting at 10:51 A.M.



Jacqueline Zipkin  
General Manager