



**BOARD OF DIRECTORS  
EAST BAY MUNICIPAL UTILITY DISTRICT**

375 - 11th Street, Oakland, CA 94607

Office of the Secretary: (510) 287-0440

**AGENDA  
REGULAR CLOSED SESSION**

**Tuesday, October 22, 2024**

**11:00 a.m.**

**Boardroom**

**375 11<sup>th</sup> Street**

**Oakland, CA 94607**

**\*\*\*Please see appendix for public participation instructions\*\*\***

**ROLL CALL:**

**PUBLIC COMMENT:** The Board of Directors is limited by State law to providing a brief response, asking questions for clarification, or referring a matter to staff when responding to items that are not listed on the agenda.

**ANNOUNCEMENT OF CLOSED SESSION AGENDA:**

1. Existing litigation pursuant to Government Code section 54956.9(d)(1):
  - a. *East Bay Municipal Utility District v. Contra Costa County, et al.*  
Contra Costa County Superior Court, Case No. N21-1274
2. Significant exposure to litigation pursuant to Government Code section 54956.9(d)(2):  
one matter.
3. Conference with Labor Negotiators Keith Fleming and Stacey Cue from the Industrial Employers Distributors Association; Clifford C. Chan, General Manager; Sophia D. Skoda, Director of Finance; Cindy R. Charan, Director of Human Resources; and Adam Smyer, Manager of Employee Relations, pursuant to Government Code section 54957.6: American Federation of State, County and Municipal Employees, Locals 444 and 2019; International Union of Operating Engineers, Local 39; and International Federation of Professional and Technical Engineers, Local 21.
4. Conference with Board designated representatives President Lesa R. McIntosh, Vice-President William B. Patterson and Director Andy Katz regarding employment contract of the General Counsel pursuant to Government Code section 54957.6.

*(The Board will discuss Closed Session agenda items in Conference Room 8.)*

**REGULAR BUSINESS MEETING**  
**1:15 p.m.**

**\*\*\*Please see appendix for public participation instructions\*\*\***

**ROLL CALL:**

**BOARD OF DIRECTORS:**

- Pledge of Allegiance
- EBMUD Service Award Recipients – July through September 2024

**PRESENTATION:**

- Sustainable Contra Costa 2024 Leadership in Sustainability Award
- American Society of Civil Engineers – Outstanding Environmental Engineering Project and Outstanding Water Project Awards

**ANNOUNCEMENTS FROM CLOSED SESSION:**

**PUBLIC COMMENT:** The Board of Directors is limited by State law to providing a brief response, asking questions for clarification, or referring a matter to staff when responding to items that are not listed on the agenda.

**CONSENT CALENDAR:** (Single motion and vote approving 10 recommendations.)

1. Approve the Regular Meeting Minutes of October 8, 2024.
2. File correspondence with the Board.
3. Authorize an agreement beginning on or after October 22, 2024 with Comprehensive Construction Services, Inc. in an amount not to exceed \$930,507 for the replacement of two potable water tanks at Camanche North Shore Recreation Area and Pardee Center.
4. Authorize an agreement beginning on or after October 22, 2024 with D&M Utility Services of CA in an amount not to exceed \$104,500 for utility locating and mapping services at the Camanche North Shore Recreation Area
5. Authorize an agreement beginning on or after October 22, 2024, with Hazen and Sawyer, Inc. in an amount not to exceed \$2,490,016 for engineering design services for infrastructure and process improvements and engineering services during construction for wastewater Pump Stations B, C, G, J, and R.
6. Authorize an agreement beginning on or after October 22, 2024, with Jacobs Engineering Group, Inc. in an amount not to exceed \$2,428,230 for engineering design services for the rehabilitation of the Alameda Interceptor at Mariner Square Drive (between maintenance holes A47-A48) and South Interceptor at Second Street (between maintenance holes S51-S55).

**CONSENT CALENDAR:** (Continued)

7. Authorize an amendment to the agreement previously authorized under the General Manager's authority with Inspection Services, Inc. to increase the agreement amount by \$200,000 to a total amount not to exceed \$280,000 for special inspection services during construction for the Main Wastewater Treatment Plant Digester Upgrade, Phase 3 Project under SD-356.
8. Authorize an amendment to the Interim Agreement Related to the Supply and Sale of Recycled Water between the Dublin San Ramon Services District (DSRSD)/East Bay Municipal Utility District (EBMUD) Recycled Water Authority (DERWA), DSRSD, and EBMUD to allow EBMUD and DSRSD to connect and serve specific customers via DERWA's recycled water system while preserving the existing moratorium on new customer connections to DERWA's system.
9. Approve the September 2024 Monthly Investment Transactions Report.
10. Authorize the Office of General Counsel to continue the employment of the Law Offices of Curtis T. White for specialized legal services in Federal Communications Commission licensing related matters in an additional amount not to exceed \$40,000.

**DETERMINATION AND DISCUSSION:**

11. Authorize an amendment to the Agreement for Employment of General Manager Clifford C. Chan, to add an indemnification provision effective October 22, 2024. (Resolution)
12. Appoint an ad hoc committee comprised of members of the Board of Directors to advise staff on selecting a facilitator and developing an agenda for a Board retreat in 2025.
13. Review Board of Directors (Board) comments on a draft Board Governance Manual and policies and provide direction to staff on further revisions and a timeline for the Board to adopt the documents.
14. General Manager's Report.

**REPORTS AND DIRECTOR COMMENTS:**

15. Committee Reports:
  - Planning
  - Finance/Administration
  - Sustainability
16. Other Items for Future Consideration.
17. Director Comments.

**ADJOURNMENT:**

***The next Regular Meeting of the Board of Directors will be held at 1:15 p.m. on Tuesday, November 12, 2024.***

**Disability Notice**

*If you require a disability-related modification or accommodation to participate in an EBMUD public meeting please call the Office of the Secretary (510) 287-0404. We will make reasonable arrangements to ensure accessibility. Some special equipment arrangements may require 48 hours advance notice.*

**Document Availability**

*Materials related to an item on this agenda that have been submitted to the EBMUD Board of Directors within 72 hours prior to this meeting are available for public inspection in EBMUD's Office of the Secretary at 375 11<sup>th</sup> Street, Oakland, California, during normal business hours, and can be viewed on our website at [www.ebmud.com](http://www.ebmud.com).*

## BOARD CALENDAR

*Meeting dates, times, and locations are subject to change*

Date	Meeting	Time/Location	Topics
<b>Tuesday, October 22</b>	<b>Finance/Administration Committee</b>	9:00 a.m. Boardroom	<ul style="list-style-type: none"> <li>• Monthly Investment Transactions Report</li> <li>• Quarterly Financial Reports</li> <li>• Fiscal Year 2024 Annual Power Revenue Report</li> <li>• Fiscal Year 2024 Total Annual Budget and Performance Report</li> <li>• Annual Internal Audit Report</li> <li>• Camanche Mobilehome Park Rent – Stabilization Bank Proposal</li> <li>• Draft Board Governance Manual and Policies – Next Steps</li> </ul>
	<b>Sustainability Committee</b>	10:30 a.m. Boardroom	<ul style="list-style-type: none"> <li>• Calendar Year 2023 Greenhouse Gas Inventory</li> </ul>
	<b>Board of Directors</b>	11:00 a.m. Boardroom 1:15 p.m. Boardroom	<ul style="list-style-type: none"> <li>• Closed Session</li> <li>• Regular Meeting</li> </ul>
<b>Monday, November 11</b>	<b>Veteran’s Day Holiday</b>		<ul style="list-style-type: none"> <li>• <i>Offices Closed</i></li> </ul>
<b>Tuesday, November 12</b>	<b>Planning Committee</b>	TBD Boardroom	
	<b>Legislative/Human Resources Committee</b>	TBD Boardroom	
	<b>Board of Directors</b>	11:00 a.m. Boardroom 1:15 p.m. Boardroom	<ul style="list-style-type: none"> <li>• Closed Session</li> <li>• Regular Meeting</li> </ul>
<b>Tuesday, November 26</b>	<b>Finance/Administration Committee</b>	TBD Boardroom	
	<b>Infrastructure Workshop</b>	TBD Boardroom	
	<b>Board of Directors</b>	11:00 a.m. Boardroom 1:15 p.m. Boardroom	<ul style="list-style-type: none"> <li>• Closed Session</li> <li>• Regular Meeting</li> </ul>

**2024 Board Committee Members**

Finance/Administration	Katz {Chair}, Chan, Patterson
Legislative/Human Resources	Patterson {Chair}, Gómez, McIntosh
Planning	Young {Chair}, Chan, Linney
Sustainability	Linney {Chair}, Katz, Young



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## Closed Session and Regular Business Meetings 11:00 a.m. and 1:15 p.m.

*EBMUD public Board meetings will be conducted in person and accessible via Zoom.  
These meetings are recorded, live-streamed, and posted on the District's website.*

### Online\*

<https://ebmud.zoom.us/j/97065086667?pwd=eUdZSGh5SG82akZiRDF2UDg2b0IyUT09>

**Webinar ID: 970 6508 6667**

**Passcode: 238500**

### By Phone\*

**Telephone: 1 669 900 6833**

**Webinar ID: 970 6508 6667**

**Passcode: 238500**

International numbers available: <https://ebmud.zoom.us/u/adMXn1VnPp>

\*To familiarize yourself with Zoom, please visit <https://support.zoom.us/hc/en-us/articles/201362193-Joining-a-Meeting>

**Providing public comment** - *The EBMUD Board of Directors is limited by State law to providing a brief response, asking questions for clarification, or referring a matter to staff when responding to items that are not listed on the agenda.*

- Each speaker is allotted 3 minutes to speak; the Board President has the discretion to amend this time based on the number of speakers
- The Secretary will track time and inform each speaker when the allotted time has concluded
- Comments on **non-agenda items** will be heard at the beginning of the meeting
- Comments on **agenda items** will be heard when the item is up for consideration
- The Secretary will call each speaker in the order received

### In person

- Fill out and submit a blue speaker card which is available in the meeting room

### Via Zoom

- Use the raise hand feature in Zoom to indicate you wish to make a public comment  
<https://support.zoom.us/hc/en-us/articles/205566129-Raising-your-hand-in-a-webinar>
- If you participate by phone, press \*9 to raise your hand
- When prompted by the Secretary, please state your name, affiliation if applicable, and topic

### Submitting written comments or materials

- Email written comments or other materials for the Board of Directors to [SecOffice@ebmud.com](mailto:SecOffice@ebmud.com)
- Please indicate the meeting date and agenda item number or non-agenda item topic in the subject line of the email. Contact information is optional.
- **Please email by 4 p.m. the day prior to the scheduled regular meeting;** written comments and other materials submitted to the Board of Directors will be filed in the record.

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**To view the livestream of Board meetings, please visit:**  
<https://www.ebmud.com/about-us/board-directors/board-meetings/>


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## EAST BAY MUNICIPAL UTILITY DISTRICT

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DATE: October 22, 2024

MEMO TO: Board of Directors

THROUGH: Clifford C. Chan, General Manager 

FROM: Derry L. Moten, Special Assistant to the General Manager 

SUBJECT: Service Award Recipients - July through September 2024

The District values the individual and collective contributions of employees and recognizes that staff longevity is a key factor in successfully providing high quality water and wastewater services for the people of the East Bay. Employee longevity milestones are acknowledged for every five years of service.

During the Board meeting on October 22, 2024, staff will present a list of 84 District employees who reached service award milestones ranging from five to 40 years of service between July 1, 2024 and September 30, 2024. These employees include one employee celebrating 40 years, one employee celebrating 35 years, and four employees celebrating 30 years of service at the District.

Employees who reach service award milestones are also recognized by their organizational leadership through the Employee Recognition and Service Award Program and receive a service award on behalf of the District.

CCC:DLM:yd

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**MINUTES**

**Tuesday, October 8, 2024  
East Bay Municipal Utility District  
Board of Directors  
375 Eleventh Street  
Oakland, California**

**Regular Closed Session Meeting**

President Lesa R. McIntosh called to order the Regular Closed Session Meeting of the Board of Directors at 11:00 a.m. in the Administration Building Boardroom.

**ROLL CALL**

Directors April Chan, Doug A. Linney, William B. Patterson, Marguerite Young and President Lesa R. McIntosh were present at roll call. Director Andy Katz arrived in Conference Room 8 at 11:14 a.m. Director Luz Gómez was absent (excused).

Staff participants included General Manager Clifford C. Chan and General Counsel Derek T. McDonald.

**PUBLIC COMMENT**

- Addressing the Board was Ivette Rivera who commented on documents she provided to the Board, the District's employee experience survey, the Pierce/Bland case, the temperature of employee satisfaction at the District, and the employment contracts for the General Manager and General Counsel.

**ANNOUNCEMENT OF CLOSED SESSION AGENDA**

President McIntosh announced the closed session agenda and the Board convened to Administration Building Conference Room 8 for discussion.

**Regular Business Meeting**

President Lesa R. McIntosh called to order the Regular Business Meeting of the Board of Directors at 1:15 p.m. in the Administration Building Boardroom.

**ROLL CALL**

Directors April Chan, Andy Katz, Doug A. Linney, William B. Patterson, Marguerite Young, and President Lesa R. McIntosh were present at roll call. Director Luz Gómez was absent (excused).

Staff participants included General Manager Clifford C. Chan, General Counsel Derek T. McDonald, and Secretary of the District Rischa S. Cole.

## **BOARD OF DIRECTORS**

President McIntosh led the Pledge of Allegiance.

## **PRESENTATION**

General Manager Clifford C. Chan announced the District received the U.S. Environmental Protection Agency's (EPA) 2024 WaterSense Partner of the Year award. This award recognizes leaders and partners who have gone above and beyond in supporting EPA's WaterSense mission of protecting human health and the environment. The EPA recognized the District for its unwavering commitment to helping consumers and businesses conserve water through a variety of impactful initiatives including Fix a Leak Week. The District distributed toilet leak detection tablets and informational fliers at local hardware stores, shared information on social media, and created a multilingual video library on YouTube with water-saving tips in English, Spanish, and Chinese. Sustainability Committee Chair Doug A. Linney offered congratulations and presented the award to the following staff representing the Water Conservation Division: Charles Bohlig, Manager of Water Conservation; Geneva Gondak, Water Conservation Supervisor; and Jolene Bertetto, Water Conservation Representative.

## **ANNOUNCEMENTS FROM CLOSED SESSION**

There were no announcements required from closed session.

## **PUBLIC COMMENT**

- Addressing the Board was Ivette Rivera who commented on documents she provided to the Board, documents she provided at the Planning Committee meeting, and staff applying for awards for the District.

General Manager Clifford C. Chan commented he does not direct staff to apply for awards for the District.

## **CONSENT CALENDAR**

- Item 7 was pulled from the Consent Calendar for separate discussion.
  - Motion by Director Katz, seconded by Director Linney, to approve the recommended actions for Items 1-6 and 8-9 on the Consent Calendar carried (6-0) by the following voice vote: (Chan, Katz, Linney, Young, Patterson and McIntosh); NOES (None); ABSTAIN (None); ABSENT (Gómez).
1. **Motion No. 185-24** – Approved the Special and Regular Meeting Minutes of September 24, 2024.
  2. The following correspondence was filed with the Board: **1)** Speakers' Bureau and Outreach Record CY24, dated October 8, 2024; **2)** Email dated October 5, 2024 from Ivette Rivera to [SecOffice@ebmud.com](mailto:SecOffice@ebmud.com) et. al regarding the Complex Litigation Appellate Group on the EBMUD Board meeting agenda for October 8, 2024; **3)** Email dated October 8, 2024 from Eric Larsen to Rischa Cole regarding Board Comments on Regular Board meeting agenda items 5 & 6 (with written comments attached); **4)** Document (untitled, undated) containing questions from EBMUD's employee experience survey; **5)** Document titled Mobbing – Emotional Abuse in the

American Workplace (undated); **6)** Notice of Insufficiency dated May 29, 2015 from Michael J. Pattenaude to Ivette Rivera regarding Claim Number 2015-L-129; and **7)** Document titled Saji Pierce, et al., Plaintiffs, v. East Bay Municipal Utility District, et al., Case No. 21-cv-04325-AGT United States District Court Northern District of California Subject to Stipulated Protective Order-Confidential (undated).

3. **Motion No. 186-24** – Awarded a contract beginning on or after October 8, 2024, to Cenveo Worldwide Limited for supplying billing envelopes to the District for one year, with four options to renew for additional one-year periods for a total cost, after the addition of taxes, including option years, not to exceed \$425,986 under Request for Quotation No. 2502.
4. **Motion No. 187-24** – Awarded a contract beginning on or after October 8, 2024 to the lowest responsive/responsible bidder, WestAir Gases & Equipment, Inc., for supplying liquid oxygen (LOX) at the District’s Main Wastewater Treatment Plant (MWWTP) for two years and one preliminary inspection, with one option to renew the contract for supplying LOX at the MWWTP and to supply additional LOX for top-offs or emergency outages for an additional one-year period, for a total cost, after the addition of taxes, not to exceed \$726,644 under Request for Quotation No. 2501.
- 5a- **Motion No. 188-24** – Authorized agreements beginning on or after October 8, 2024 with  
5b. Arrowhead Concrete Construction; Bruce Enterprises; Gary Golobe dba Cornerstone Paving; Pacific General Engineering; Solid Ground Masonry & Concrete Inc.; and Sonnikson and Stordahl Construction for one year in an aggregate amount not to exceed \$2,060,000 for concrete repair services; and authorized additional agreements for concrete repair services, on an as-needed basis and subject to the total aggregate amount authorized by the Board for such services on October 8, 2024, with service providers that meet District standards and offer pricing at or below the range in the proposed agreements with the service providers above to increase flexibility and ensure service provider availability. The Board of Directors will be notified of additional qualified service providers by means of the General Manager’s monthly report.
  - Director Katz referenced the letter from Eric Larsen, President of AFSCME Local 444, regarding the agreements. He requested that the General Manager review the letter and meet with Mr. Larsen about the union’s concerns before the Board’s first Budget Workshop in 2025. In consultation with the Board President, he also suggested considering bringing the concerns to the Legislative/Human Resources Committee for discussion.
- 6a- **Motion No. 189-24** – Authorized agreements beginning on or after October 8, 2024 with Bradley  
6b. Tanks, Inc.; Diède Construction, Inc. dba Hydro X Services; and Presidio Systems, Inc. for one year in an aggregate amount not to exceed \$1,150,000 for hydro/air-vacuum excavation services; and authorized additional agreements for hydro/air-vacuum excavation services, on an as needed basis and subject to the total aggregate amount authorized by the Board for such services on October 8, 2024, with service providers that meet District standards and offer pricing at or below the range in the proposed agreements with the service providers above to increase flexibility and ensure service provider availability. The Board of Directors will be notified of additional qualified service providers by means of the General Manager’s monthly report.

- Director Katz referenced the letter from Eric Larsen, President of AFSCME Local 444, regarding the agreements. He requested that the General Manager review the letter and meet with Mr. Larsen about the union’s concerns before the Board’s first Budget Workshop in 2025. In consultation with the Board President, he also suggested considering bringing the concerns to the Legislative/Human Resources Committee for discussion.

7. **Authorize the Office of General Counsel to continue the employment of the law firm of Complex Appellate Litigation Group LLP, for services of special counsel related to providing representation in the appeal in the *Pierce, et al. v. East Bay Municipal Utility District, et al., matter.***

- Addressing the Board was Ivette Rivera who commented on an email she sent to the Board requesting the amount EBMUD has been invoiced by this company and on the make-up of the company’s employees.
- Motion by Director Young, seconded by Director Patterson to approve the recommended actions for Item 7 carried (6-0) by the following voice vote: (Chan, Katz, Linney, Patterson, Young, and McIntosh); NOES (None); ABSTAIN (None); ABSENT (Gómez).

**Motion No. 190-24** – Authorized the Office of General Counsel to continue the employment of the law firm of Complex Appellate Litigation Group LLP, for services of special counsel related to providing representation in the appeal in the *Pierce, et al. v. East Bay Municipal Utility District, et al., matter.*

8. **Resolution No. 35421-24** – Authorizing Applications To The California Department Of Water Resources For The Dam Safety And Climate Resilience Local Assistance Program And Designating An Authorized Representative To Perform Certain Actions In Furtherance Thereof.
9. **Resolution No. 35422-24** – Authorizing An Application To The United States Bureau Of Reclamation For A Watersmart Water And Energy Efficiency Grant For Fiscal Year 2025 And Designating An Authorized Representative To Execute A Grant Agreement.

**DETERMINATION AND DISCUSSION**

10. **Legislative Update.**

Special Assistant Jennifer B. Williams provided an overview of the final status of those bills on which EBMUD adopted a formal position during the 2023-24 legislative session. Key bill topics include customer assistance; local government finance; water quality protection; water rights/water supply/resource management; wildfire and forest restoration; workforce development; and validations. Additional bills of direct interest (on which the District did not take a position) include a budget bill – water arrearages; discontinuation of water service; system capacity charges; and water rights/resources. Next, Manager of Legislative Affairs Kathy Viatella provided an update on state and federal legislative activities.

11. **Adopt a resolution to recognize and commemorate October 17, 2024, as “Imagine a Day Without Water” and to encourage all employees, customers, and community members to participate in this national day of action.**

Special Assistant to the General Manager Kelly A. Zito announced October 17 is a national day of action as a reminder of how vital water is to every aspect of life and the need to invest in the nation’s water infrastructure. The Board is being asked to adopt a resolution to underscore the District’s dedication to safeguarding water resources, maintaining high-quality service, and supporting investments in critical infrastructure that ensure water delivery for future generations. To recognize and commemorate this day, the District is collaborating with the California Urban Water Agencies, launching a social media campaign, asking employees to pledge to “make every drop count” as part of the District’s internal campaign, and hosting education events for the community. Director Chan pointed out the District’s Water on Wheels trailer will be at the Oakland Roots Soccer Club game on October 26. Staff was asked to contact the club about promoting “Imagine a Day without Water” at the event.

- Motion by Director Linney, seconded by Director Katz to approve the recommended actions for Item 11 carried (6-0) by the following voice vote: (Chan, Katz, Linney, Patterson, Young, and McIntosh); NOES (None); ABSTAIN (None); ABSENT (Gómez).

**Resolution No. 35423-24** – Recognizing And Commemorating The 2024 “Imagine A Day Without Water” Campaign.

12. **General Manager’s Report.**

General Manager Clifford C. Chan announced the Monthly Report was included in the agenda materials and the Speakers’ Bureau and Outreach Record CY24 had been provided at Board places. He reminded Board members to submit their comments and feedback on the draft Board Governance Manual and policies as the items are scheduled for discussion at the October 22 Finance/Administration Committee and Board meetings. He also announced the October 22 Regular meeting agenda would include an item requesting the Board to consider appointing an ad hoc committee to provide input on facilitators and the agenda for a 2025 Board of Directors retreat.

**REPORTS AND DIRECTOR COMMENTS**

13. **Committee Reports.**

- Filed with the Board were the Minutes for the September 24, 2024 Finance/Administration Committee. Director Chan asked if the minutes would be approved at the next Finance/Administration Committee meeting. Secretary of the District Rischa S. Cole clarified Committee meeting minutes are filed with the Board by the Secretary through the General Manager.
- Director William B. Patterson reported the UMRWA Board met on October 4 and accepted the Third Quarter FY 2024 Treasurer’s Report for filing; discussed possible action regarding the Watershed Protection Fee; approved the Arbor Fuels Reduction Project (Bid Item 1) Contract Award; approved the Aspen Restoration Project

Archeological Survey Contract Award; discussed the Biomass Joint Power Authority Initiative Update; and discussed the State Water Resources Control Board Healthy Rivers and Landscapes (Voluntary Agreement) Update. He reported the UMRWA Board did not approve implementation of the Watershed Protection Fee and emphasized the importance of EBMUD's continued alliance with upcountry entities with interests in the watershed. He closed by commending EBMUD staff for their efforts and said it was a privilege and an honor to represent the District on the UMRWA Board over the years.

- Chair Marguerite Young reported the Planning Committee met earlier and received the Water Quality Program Semi-Annual Update – 2024; Backflow Protection Program Update; and Placer County Water Agency-EBMUD Memorandum of Understanding Amendment No. 4.

14. **Other Items for Future Consideration.**

None.

15. **Director Comments.**

- Director Young reported on plans to participate in the presentation on the Sobrante Water Treatment Plant Reliability Improvements Project to the El Sobrante Municipal Advisory Council in El Sobrante on October 9, and the Ward 3 briefing at San Pablo Reservoir and a virtual public meeting on the Sobrante Water Treatment Plant Reliability Improvements Project on October 10.
- Director Patterson reported associates from various entities are discussing plans to host events to honor his years of public service and his desire that the planners consider creating a corpus that would provide funding for families and the communities we serve.
- Director Katz reported attending the Berkeley FireSafe Council meeting over the weekend where EBMUD was informally acknowledged for cooperating on a number of facilities of interest and participation in the East Bay Wildfire coalition along with East Bay Regional Park District and a number of other regional stakeholders.
- Directors Chan, Gómez, Linney, and President McIntosh had no reports.

**ADJOURNMENT**

President McIntosh adjourned the meeting at 2:16 p.m.

SUBMITTED BY:

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Rischa S. Cole Secretary of the District

APPROVED: October 22, 2024

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Lesa R. McIntosh, President of the Board

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# BOARD ACTION

Agenda Number:	3.	Meeting Date:	October 22, 2024
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**TITLE** **CAMANCHE NORTH SHORE AND PARDEE CENTER POTABLE WATER TANKS REPLACEMENT**

**ACTION**       Motion:                                       Resolution:                                       Ordinance:


**RECOMMENDED ACTION**      Authorize an agreement beginning on or after October 22, 2024 with Comprehensive Construction Services, Inc. (CCS, Inc.) in an amount not to exceed \$930,507 for the replacement of two potable water tanks at Camanche North Shore Recreation Area and Pardee Center.

**SUMMARY**      This agreement will provide for the replacement of the deteriorated bolted potable water tanks at Camanche North Shore Recreation Area and Pardee Center and construction of new foundations to meet current seismic criteria, and stairs for safe access. Additionally, the scope of this agreement includes the installation of mixers and power ventilation systems to improve water quality and extend the life of the new tanks.

**DISCUSSION**      The existing tanks at both locations are at the end of their useful life due to corrosion and deterioration of gaskets. A failure of the tank at Pardee Center would lead to a loss of potable water for the facility. The existing 14,400-gallon tank at Pardee Center will be replaced with a new 20,000-gallon tank. A failure of the tank at Camanche North Shore would reduce the available potable water supply by at least 50 percent and could lead to severe rationing. The new tank at Camanche North Shore will be 150,000 gallons which is the same size as the existing tank. The new tanks will provide long-term, reliable potable water storage for both locations. Construction is expected to begin February 2025 and completed in December 2025. This project supports the District’s Long-Term Infrastructure Investment Strategic Plan goal.

**SERVICE PROVIDER SELECTION**      A request for proposals was sent to one resource organization. One service provider submitted a proposal. CCS, Inc.’s proposal was evaluated and determined to meet the District’s needs based on their experience with similar projects, implementation plan, schedule, and cost.

Work under this agreement is subject to the payment of current prevailing wages according to determinations for each craft as established by the Director of the Department of Industrial Relations (DIR) of the State of California. CCS, Inc. is licensed to perform work in California, and is not on the State DIR debarment list. CCS, Inc. and its listed subcontractors are properly registered with the State DIR.

<b>Originating Department:</b> Operations and Maintenance	<b>Department Director or Manager:</b> David A. Briggs	<b>CEP Forms?</b> Yes	<b>Board Action Type:</b> General Services
<b>Funds Available:</b> FY2025: Award #7000300; Page 67; Award #7000299; Page 104	<b>Budget Coding:</b> 11.762.2014944.53120 and 11.762.2011531.53120		<b>Approved:</b> 
<b>Attachment(s):</b> P-035; P-061			

Title:	Camanche North Shore and Pardee Center Potable Water Tanks Replacement	Meeting Date:	October 22, 2024
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**SUSTAINABILITY****Economic**

Funding for this purpose is available in the FY 2025 adopted capital budget for Recreation Area Capital Maintenance & Improvements and Pardee Center Capital Maintenance & Improvements.

**Social**

Local 2019 and Local 21 were notified of this agreement on August 22, 2024 and did not raise any specific issues related to this agreement.

Local 444 was notified of this agreement on August 15, 2024 and did not raise any specific issues related to this agreement.

**Environmental**

The project is exempt from the California Environmental Quality Act (CEQA) under CEQA Guidelines section 15302 which exempts projects consisting of replacement or reconstruction of existing structures and facilities where the new structure will be on the same site and have substantially the same purpose and capacity.

Project generated waste and recyclable materials will be handled per the State Construction Waste Management Requirements and the District's Environmental Requirements Specifications Waste Management Requirements.

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**ALTERNATIVES**

**Perform the work with District forces.** This alternative is not recommended because staff does not have expertise in replacing large potable water tanks.

**Defer the project.** This alternative is not recommended because of the continuing deterioration of the potable water tanks and increased maintenance and repair costs.

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## CONTRACT EQUITY PROGRAM SUMMARY (P-035)

This summary contains information on the contractor's workforce and contract equity participation. (Completed by District)

<b>TITLE</b> <b>General Services Agreement</b> Camanche North Shore and Pardee Center Potable Water Tanks Replacement						<b>DATE:</b> September 30, 2024						
<b>CONTRACTOR:</b> Comprehensive Construction Services, Inc. Valley Springs, CA				Sole Bidder Small Business		<b>PERCENTAGE OF CONTRACT DOLLARS</b>						
<b>BID/PROPOSER'S PRICE:</b>		<b>FIRM'S OWNERSHIP</b>		<b>White Men</b>		<b>25%</b>		<b>96.3%</b>				
\$930,507 *		<b>Ethnicity</b> White	<b>Gender</b> Men	<b>White Women</b>		<b>6%</b>		<b>0.0%</b>				
				<b>Ethnic Minorities</b>		<b>25%</b>		<b>3.7%</b>				
<b>CONTRACT EQUITY PARTICIPATION</b>												
<b>COMPANY NAME</b>		<b>ESTIMATED AMOUNT</b>	<b>ETHNICITY</b>	<b>GENDER</b>		<b>CONTRACTING PARTICIPATION</b>						
				M	W	White-Men	White-Women	Ethnic Minorities	Unclassified	Publicly Held Corp.	Gov't/Non Profit	Foreign
<b>PRIME:</b> Comprehensive Construction Services, Inc.		\$229,999	White	X		24.7%						
<b>SUBS:</b> Tom Shorey Construction		\$92,100	White	X		9.9%						
Darrell Thompson Thompson Tank and Construction, Inc.		\$435,653	White	X		46.8%						
Senders Market and Ace Hardware		\$2,500	White	X		0.3%						
Gaspar Electric		\$32,000	White	X		3.4%						
Foothill Plumbing		\$34,755	American Indian	X				3.7%				
PSI Water Technologies, Inc. dba Cleanwater1, Inc.		\$100,500	White	X		10.8%						
George Reed		\$3,000	White	X		0.3%						
<b>TOTAL</b>		\$930,507				96.3%	0.0%	3.7%	0.0%	0.0%	0.0%	0.0%
<b>CONTRACTOR'S WORKFORCE PROFILE (From P-025 Form)</b>												
			<b>White Men</b>		<b>White Women</b>		<b>Ethnic Minorities</b>		<b>Total Employees</b>			
<b>No. of Employees:</b>			2		1		13		16			
<b>Percent of Total Employees:</b>			12.5%		6.3%		81.3%					
<b>MSA Labor Market %:</b>			28.0%		23.6%		48.4%					
<b>MSA Labor Market Location:</b>			California									
<b>COMMENTS</b>												
<b>Contract Equity Participation:</b> 96.3% White Men participation and 3.7% Ethnic Minority participation. <b>Contract Duration :</b> NA												
*Total not to exceed: \$930,507												
<b>Workforce Profile &amp; Statement of Nondiscrimination Submitted</b>				<b>Good Faith Outreach Efforts Requirement Satisfied</b>				<b>Award Approval Recommended</b>				
NA				Yes								



## AFFIRMATIVE ACTION SUMMARY (P-061)

(Completed by District)

This summarizes information provided by the contractor(s)' P-025 Form regarding their workforce.

Title: <b>Camanche North Shore and Pardee Center Potable Water Tanks Replacement</b>		Ethnic Minority Percentages From U.S. Census Data								
			B	H	A/PI	AI/AN	TOTAL			
General Services Agreement		DATE:								
		9/30/2024	National	10.5	10.7	3.7	0.7	27.3		
			9 Bay Area Counties	5.5	16.2	14.2	0.4	39.9		
		Alameda/CC Counties	10.7	15.6	15.4	0.5	46.2			
R=Recmmd P=Prime S=Sub	Composition of Ownership	Number of Ethnic Minority Employees								
Company Name, Owner/Contact Person, Address, and Phone Number		B	H	A/PI	AI/AN	TOTAL	PERCENT	MSA %		
<b>RP</b>	<b>WM: SBE</b>	<b>Company Wide</b>	0	11	0	0	11	68.8%	48.4%	
Comprehensive Construction Services, Inc. Collette Preszler 2983 Crestview Drive Valley Springs, CA 95252 707-317-3359		Manager/Prof	0	2	0	0	2	100.0%		
		Technical/Sales	0	0	0	0	0	0.0%		
		Clerical/Skilled	0	9	0	0	9	64.3%		
		Semi/Unskilled	0	0	0	0	0	0.0%		
		<b>Bay Area</b>	0	0	0	0	0	0.0%		39.9%
		AA Plan on File: <b>NA</b>	Date of last contract with District: <b>3/8/2021</b>							
		Co. Wide MSA: <b>California</b>	# Employees-Co. Wide: <b>16</b>			Bay Area: <b>0</b>				
<b>S</b>	<b>WM: LBE</b>	<b>Company Wide</b>	0	3	0	0	3	100.0%	37.3%	
Tom Shorey Construction Tom Shorey 9905 Kost Road Galt, CA 95632 209-418-8378		Manager/Prof	0	0	0	0	0	0.0%		
		Technical/Sales	0	0	0	0	0	0.0%		
		Clerical/Skilled	0	3	0	0	3	100.0%		
		Semi/Unskilled	0	0	0	0	0	0.0%		
		<b>Bay Area</b>	0	0	0	0	0	0.0%		39.9%
		Co. Wide MSA: <b>Sacramento</b>	# Employees-Co. Wide: <b>3</b>			Bay Area: <b>0</b>				
<b>S</b>	<b>WM</b>	<b>Company Wide</b>	0	15	0	0	15	78.9%	45.7%	
Darrell Thompson Tank and Construction, Inc. Vicki Thompson 2870 Fruitvale Ave. Bakersfield, CA 93308 661-393-2783 ext. 101		Manager/Prof	0	0	0	0	0	0.0%		
		Technical/Sales	0	0	0	0	0	0.0%		
		Clerical/Skilled	0	15	0	0	15	83.3%		
		Semi/Unskilled	0	0	0	0	0	0.0%		
		<b>Bay Area</b>	0	0	0	0	0	0.0%		39.9%
		Co. Wide MSA: <b>Bakersfield</b>	# Employees-Co. Wide: <b>19</b>			Bay Area: <b>0</b>				
<b>S</b>	<b>WM: LBE</b>	<b>Company Wide</b>	INFORMATION NOT PROVIDED							
Senders Market and Ace Hardware  72 South Highway 26 Valley Springs, CA 95252 209-772-1337		Manager/Prof								
		Technical/Sales								
		Clerical/Skilled								
		Semi/Unskilled								
		<b>Bay Area</b>								
		Co. Wide MSA:								
<b>S</b>	<b>WM: LBE</b>	<b>Company Wide</b>	INFORMATION NOT PROVIDED							
Gaspar Electric  6828 DaLee Court Valley Springs, CA 95252 209-601-1171		Manager/Prof								
		Technical/Sales								
		Clerical/Skilled								
		Semi/Unskilled								
		<b>Bay Area</b>								
		Co. Wide MSA:								
<b>S</b>	<b>EM-AI: L/SBE</b>	<b>Company Wide</b>	INFORMATION NOT PROVIDED							
Foothill Plumbing  6016 Rancho Rd lone, CA 95640 209-781-5189		Manager/Prof								
		Technical/Sales								
		Clerical/Skilled								
		Semi/Unskilled								
		<b>Bay Area</b>								
		Co. Wide MSA:								

WM=White Male, WW=White Women, EM=Ethnic Minority (Ethnicities: B=Black, H=Hispanic, A/PI=Asian/Pacific Islander, and AI/AN=American Indian/Alaskan Native)



# BOARD ACTION

Agenda Number:	4.	Meeting Date:	October 22, 2024
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**TITLE** **CAMANCHE NORTH SHORE RECREATION AREA UTILITY LOCATING SERVICES**

**ACTION**  Motion:  Resolution:  Ordinance:

**RECOMMENDED ACTION** Authorize an agreement beginning on or after October 22, 2024 with D&M Utility Services of CA (D&M) in an amount not to exceed \$104,500 for utility locating and mapping services at the Camanche North Shore Recreation Area (CANS).

**SUMMARY** This agreement provides underground location and mapping services for buried utilities at the CANS, which is owned and operated by the District.

**DISCUSSION** The District operates and maintains underground electrical, communication, water, sewer, storm drain and cable television systems at CANS. This agreement will provide services to locate and map utilities and create a consistent set of as-built drawings. The updated drawings will reduce the risk of damage during excavation and will facilitate repairs, maintenance, and future capital upgrades. This project supports the District’s Long-Term Infrastructure Investment Strategic Plan goal.


**SERVICE PROVIDER SELECTION** A request for proposals was sent to seven service providers. Two service providers submitted proposals. D&M was selected based on their understanding of the project, experience with similar projects, implementation plan, and schedule.

Work under this agreement is subject to the payment of current prevailing wages according to determinations for each craft as established by the Director of the Department of Industrial Relations (DIR) of the State of California. D&M is licensed to perform work in California and is not on the State DIR debarment list. D&M and its listed subcontractors are properly registered with the State DIR.

**SUSTAINABILITY**

**Economic**  
Funding for this purpose is available in the Fiscal Year 2025 adopted capital budget for Recreation Area Capital Maintenance & Improvements.

**Social**  
This type of work is not performed by District forces and consequently union notification was not required. The work includes the use of specialized acoustic and ground-penetrating radar to locate and map underground utilities.

<b>Originating Department:</b> Operations and Maintenance	<b>Department Director or Manager:</b> David A. Briggs	<b>CEP Forms?</b> Yes	<b>Board Action Type:</b> General Services
<b>Funds Available:</b> FY2025; Award#7000300; Page 67	<b>Budget Coding:</b> 11.762.2011531.53120		<b>Approved:</b> 
<b>Attachment(s):</b> P-035; P-061			

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Title:	Camanche North Shore Recreation Area Utility Locating Services	Meeting Date:	October 22, 2024
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ALTERNATIVE

**Do not perform the work.** This alternative is not recommended because accurate as built drawings will support maintenance activities, leak response, and capital project design, and will reduce potential environmental impacts and violations.

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# CONTRACT EQUITY PROGRAM SUMMARY (P-035)

This summary contains information on the contractor's workforce and contract equity participation. (Completed by District)

<b>TITLE</b> <b>General Services Agreement</b> Camanche North Shore Recreation Area Utility Locating Services						<b>DATE:</b> August 27, 2024						
<b>CONTRACTOR:</b> D&M Utility Services of CA Penngrove, CA				<b>PERCENTAGE OF CONTRACT DOLLARS</b>								
<b>BID/PROPOSER'S PRICE:</b>		<b>FIRM'S OWNERSHIP</b>		<b>White Men</b>		<b>25%</b>		<b>100.0%</b>				
		<b>Ethnicity</b>	<b>Gender</b>	<b>White Women</b>		<b>6%</b>		<b>0.0%</b>				
\$104,500 *		White	Men	<b>Ethnic Minorities</b>		<b>25%</b>		<b>0.0%</b>				
<b>CONTRACT EQUITY PARTICIPATION</b>												
<b>COMPANY NAME</b>		<b>ESTIMATED AMOUNT</b>	<b>ETHNICITY</b>	<b>GENDER</b>		<b>CONTRACTING PARTICIPATION</b>						
				<b>M</b>	<b>W</b>	<b>White-Men</b>	<b>White-Women</b>	<b>Ethnic Minorities</b>	<b>Unclassified</b>	<b>Publicly Held Corp.</b>	<b>Gov't/Non Profit</b>	<b>Foreign</b>
<b>PRIME:</b> D&M Utility Services of CA		\$104,500	White	X		100.0%						
<b>SUBS:</b> None												
<b>TOTAL</b>		\$104,500				100.0%	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
<b>CONTRACTOR'S WORKFORCE PROFILE (From P-025 Form)</b>												
		<b>White Men</b>		<b>White Women</b>		<b>Ethnic Minorities</b>		<b>Total Employees</b>				
<b>No. of Employees:</b>		2		0		0		2				
<b>Percent of Total Employees:</b>		100.0%		0.0%		0.0%						
<b>MSA Labor Market %:</b>		32.3%		27.8%		39.9%						
<b>MSA Labor Market Location:</b>		9 Bay Area Counties										
<b>COMMENTS</b>												
<b>Contract Equity Participation:</b> 100% White Men participation. <b>Contract Duration:</b> NA  *Total not to exceed: \$104,500												
<b>Workforce Profile &amp; Statement of Nondiscrimination Submitted</b>				<b>Good Faith Outreach Efforts Requirement Satisfied</b>				<b>Award Approval Recommended</b>				
NA				NA								



## AFFIRMATIVE ACTION SUMMARY (P-061)

(Completed by District)

This summarizes information provided by the contractor(s)' P-025 Form regarding their workforce.

Title: <b>Camanche North Shore Recreation Area Utility Locating Services</b>		Ethnic Minority Percentages From U.S. Census Data								
			B	H	A/PI	AI/AN	TOTAL			
<b>General Services Agreement</b>		DATE:	National							
		8/27/2024	9 Bay Area Counties		10.5	10.7	3.7	0.7	27.3	
			Alameda/CC Counties		5.5	16.2	14.2	0.4	39.9	
R=Recmmd P=Prime S=Sub	Composition of Ownership	Number of Ethnic Minority Employees								
Company Name, Owner/Contact Person, Address, and Phone Number		B	H	A/PI	AI/AN	TOTAL	PERCENT	MSA %		
<b>RP</b>	<b>WM</b>	<b>Company Wide</b>	0	0	0	0	0	0.0%	39.9%	
D&M Utility Services of CA Mike McIntosh 1835 Weiss Lane Penngrove, CA 94951  970-412-0069		Manager/Prof	0	0	0	0	0	0.0%		
		Technical/Sales	0	0	0	0	0	0.0%		
		Clerical/Skilled	0	0	0	0	0	0.0%		
		Semi/Unskilled	0	0	0	0	0	0.0%		
		<b>Bay Area</b>	0	0	0	0	0	0.0%		39.9%
		AA Plan on File:	<b>NA</b>		Date of last contract with District:		<b>5/4/2021</b>			
		Co. Wide MSA:	<b>9 Bay Area counties</b>		# Employees-Co. Wide:		<b>2</b>			
<b>P</b>	<b>WM</b>	<b>Company Wide</b>	0	7	1	0	8	57.1%	37.3%	
2M General Engineering, Inc. Jaime Sousa 1980 South River Road, Suite F West Sacramento, CA 95691  916-237-7445		Manager/Prof	0	2	0	0	2	50.0%		
		Technical/Sales	0	3	1	0	0	66.7%		
		Clerical/Skilled	0	1	0	0	1	50.0%		
		Semi/Unskilled	0	1	0	0	0	50.0%		
		<b>Bay Area</b>	0	0	0	0	0	0.0%		39.9%
		Co. Wide MSA:	<b>Sacramento</b>		# Employees-Co. Wide:		<b>14</b>			

WM=White Male, WW=White Women, EM=Ethnic Minority (Ethnicities: B=Black, H=Hispanic, A/PI=Asian/Pacific Islander, and AI/AN=American Indian/Alaskan Native)



Title:	Engineering Design Services for Facilities Improvements at Wastewater Pump Stations B, C, G, J, and R	Meeting Date:	October 22, 2024
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**CONSULTANT SELECTION**

A request for proposals was posted on the District’s website and sent to 11 firms. Three firms submitted proposals and all were included on the short-list. Hazen was selected based on its extensive experience in infrastructure and process retrofit design for wastewater treatment facilities, the expertise of its team, and the project approach included in its proposal.

Work under this agreement is subject to the payment of current prevailing wages according to determinations for each craft as established by the Director of the Department of Industrial Relations (DIR) of the State of California. Hazen is licensed to perform work in California and is not on the State DIR debarment list. Hazen and its listed subconsultants are properly registered with the State DIR.

**SUSTAINABILITY**

**Economic**

Funding for this purpose is available in the Fiscal Year 2025 adopted capital budget for Interceptors and Pump Stations.

**Social**

Locals 21 and 2019 were notified of this agreement on September 3, 2024. Local 21 issues were addressed in an email dated September 26, 2024 and resolved. Local 2019 did not raise any specific issues related to this agreement.

This project will provide the social benefits of increased operational reliability, worker safety, and improved facility esthetics.

**Environmental**

The pump stations are critical facilities that protect public health and water quality in San Francisco Bay. This project will enhance the resiliency of the pump stations’ operation, support pollution prevention, and help the District comply with environmental laws and regulations.

**ALTERNATIVES**

**Do not authorize this agreement.** This alternative is not recommended because the infrastructure and process improvements are essential for the resiliency and reliable performance of Pump Stations B, C, G, J, and R.

**Perform the work only with District staff.** This alternative is not recommended because District staff does not have specialized expertise in condition assessment and lacks sufficient resources to perform the complete scope of infrastructure and process improvements within the required time frame. District staff are committed to higher priority work.



# CONTRACT EQUITY PROGRAM SUMMARY (P-035)

This summary contains information on the contractor's workforce and contract equity participation. (Completed by District)

<b>TITLE</b> <b>Professional Services Agreement</b> Engineering Design Services for Facilities Improvements at Wastewater Pump Stations B, C, G, J, and R	<b>DATE:</b> <p style="text-align: center;">September 20, 2024</p>
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CONTRACTOR:	PERCENTAGE OF CONTRACT DOLLARS		
Hazen and Sawyer, Inc. New York, NY	Availability Group	Contracting Objectives	Participation
<b>BID/PROPOSER'S PRICE:</b>	<b>FIRM'S OWNERSHIP</b>		<b>White Men</b>
	<b>Ethnicity</b>	<b>Gender</b>	<b>White Women</b>
	White	Men	<b>Ethnic Minorities</b>
\$2,490,016 *			<b>25%</b>
			<b>6%</b>
			<b>25%</b>
			<b>91.3%</b>
			<b>6.9%</b>
			<b>1.7%</b>

CONTRACT EQUITY PARTICIPATION											
COMPANY NAME	ESTIMATED AMOUNT	ETHNICITY	GENDER		CONTRACTING PARTICIPATION						
			M	W	White-Men	White-Women	Ethnic Minorities	Unclassified	Publicly Held Corp.	Gov't/Non Profit	Foreign
<b>PRIME:</b> Hazen and Sawyer, Inc.	\$2,274,110	White	X		91.3%						
<b>SUBS:</b> V & A Consulting Engineers	\$172,894	White		X		6.9%					
Anderson Pine	\$43,012	Black	X				1.7%				
<b>TOTAL</b>		\$2,490,016			91.3%	6.9%	1.7%	0.0%	0.0%	0.0%	0.0%

CONTRACTOR'S WORKFORCE PROFILE (From P-025 Form)				
	White Men	White Women	Ethnic Minorities	Total Employees
<b>No. of Employees:</b>	898	383	413	1,694
<b>Percent of Total Employees:</b>	53.0%	22.6%	24.4%	
<b>MSA Labor Market %:</b>	39.0%	33.7%	27.3%	
<b>MSA Labor Market Location:</b>	USA			

**COMMENTS**

**Contract Equity Participation:** 91.3% White Men participation, 6.9% White Women participation and 1.7% Ethnic Minority participation.  
**Contract Duration:** NA

\*Total not to exceed: \$2,490,016

Workforce Profile & Statement of Nondiscrimination Submitted	Good Faith Outreach Efforts Requirement Satisfied	Award Approval Recommended
NA	NA	



## AFFIRMATIVE ACTION SUMMARY (P-061)

(Completed by District)

This summarizes information provided by the contractor(s)' P-025 Form regarding their workforce.

Title: <b>Engineering Design Services for Facilities Improvements at Wastewater Pump Stations B, C, G, J, and R</b>		Ethnic Minority Percentages From U.S. Census Data							
			B	H	A/PI	AI/AN	TOTAL		
Professional Services Agreement		DATE:	National		10.5	10.7	3.7	0.7	27.3
		9/20/2024	9 Bay Area Counties		5.5	16.2	14.2	0.4	39.9
			Alameda/CC Counties		10.7	15.6	15.4	0.5	46.2
R=Recmmd P=Prime S=Sub	Composition of Ownership	Number of Ethnic Minority Employees							
Company Name, Owner/Contact Person, Address, and Phone Number		B	H	A/PI	AI/AN	TOTAL	PERCENT	MSA %	
<b>RP</b>	<b>WM</b>	<b>Company Wide</b>	72	147	156	0	375	22.1%	27.3%
Hazen and Sawyer, Inc. Denise Townsend 498 Seventh Ave, 11th Floor New York, NY 10018  917-658-3389		Manager/Prof	64	127	145	3	339	21.7%	
		Technical/Sales	3	9	9	0	21	30.9%	
		Clerical/Skilled	5	11	2	0	18	26.9%	
		Semi/Unskilled	0	0	0	0	-	NA	
		<b>Bay Area</b>	1	6	12	0	19	40.4%	39.9%
		AA Plan on File: <b>NA</b>	Date of last contract with District: <b>7/6/2008</b>						
		Co. Wide MSA: <b>USA</b>	# Employees-Co. Wide: <b>1,694</b>		Bay Area: <b>47</b>				
<b>S</b>	<b>WW: L/SBE</b>	<b>Company Wide</b>	4	11	4	0	19	32.2%	27.3%
V & A Consulting Engineers Michelle Crenshaw 1000 Broadway, Suite 320 Oakland, CA 94607  858-779-0334		Manager/Prof	0	5	2	0	7	29.2%	
		Technical/Sales	4	3	1	0	8	40.0%	
		Clerical/Skilled	0	3	1	0	4	26.7%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	2	5	3	0	10	55.6%	39.9%
		Co. Wide MSA: <b>USA</b>	# Employees-Co. Wide: <b>59</b>		Bay Area: <b>18</b>				
<b>S</b>	<b>EM-B: L/SBE</b>	<b>Company Wide</b>	1	1	0	0	2	100.0%	48.4%
Anderson Pine Charles Anderson 505 14th St, Ste 941 Oakland, CA 94612  628-899-7706		Manager/Prof	1	0	0	0	1	100.0%	
		Technical/Sales	0	1	0	0	1	100.0%	
		Clerical/Skilled	0	0	0	0	0	0.0%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	1	0	0	0	1	100.0%	39.9%
		Co. Wide MSA: <b>California</b>	# Employees-Co. Wide: <b>2</b>		Bay Area: <b>1</b>				
<b>P</b>	<b>WM: LBE</b>	<b>Company Wide</b>	31	147	157	4	339	26.5%	27.3%
Carollo Engineers, Inc. Carol Blake 2795 Mitchell Drive Walnut Creek, CA 94598  602-474-4034		Manager/Prof	27	103	143	1	0	25.6%	
		Technical/Sales	3	24	12	3	42	35.0%	
		Clerical/Skilled	1	20	2	0	23	27.1%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	3	13	33	0	49	0.0%	39.9%
		Co. Wide MSA: <b>USA</b>	# Employees-Co. Wide: <b>1,277</b>		Bay Area: <b>149</b>				
<b>P</b>	<b>WM</b>	<b>Company Wide</b>	883	1,862	733	58	3,536	36.2%	27.3%
Black & Veatch Katie Johnson 11401 Lamar Avenue Overland Park, KS 66211  913-458-8243		Manager/Prof	263	476	654	19	1,412	23.3%	
		Technical/Sales	59	99	47	5	210	25.5%	
		Clerical/Skilled	453	979	29	27	1,488	63.1%	
		Semi/Unskilled	108	308	3	7	426	79.8%	
		<b>Bay Area</b>	1	14	35	0	50	47.2%	39.9%
		Co. Wide MSA: <b>USA</b>	# Employees-Co. Wide: <b>9,766</b>		Bay Area: <b>106</b>				

WM=White Male, WW=White Women, EM=Ethnic Minority (Ethnicities: B=Black, H=Hispanic, A/PI=Asian/Pacific Islander, and AI/AN=American Indian/Alaskan Native)



Title:	Agreement for Engineering Design Services for Alameda and South Interceptor Project	Meeting Date:	October 22, 2024
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Work under this agreement is subject to the payment of current prevailing wages according to determinations for each craft as established by the Director of the Department of Industrial Relations (DIR) of the State of California. Jacobs is licensed to perform work in California, and is not on the State DIR debarment list. Jacobs and its listed subconsultants are properly registered with the State DIR.

**SUSTAINABILITY**

**Economic**

Funding for the design phase is available in the Fiscal Year 2025 adopted capital budget for Interceptors and Pump Stations.

**Social**

Locals 21 and 2019 were notified of this agreement on January 3, 2024, and the revised work scope on June 14, 2024, and did not raise any specific issues related to this agreement.

**Environmental**

The interceptor system protects public health and water quality in San Francisco Bay by conveying wastewater to the Main Wastewater Treatment Plant for treatment. This project will support the long-term performance of the interceptor system and reduce the chances of regulatory violations and risks to public health and safety.

**ALTERNATIVES**

**Perform the work with District staff.** This alternative is not recommended because staff lacks sufficient resources to perform the work within the required time frame.

**Do not authorize this agreement.** This alternative is not recommended because timely design work is needed to rehabilitate the aging interceptors and avoid the potential need for emergency repairs.



## CONTRACT EQUITY PROGRAM SUMMARY (P-035)

This summary contains information on the contractor's workforce and contract equity participation. (Completed by District)

<b>TITLE</b> <b>Professional Services Agreement</b>  Agreement for Engineering Design Services for Alameda and South Interceptor Project	<b>DATE:</b>  August 26, 2024
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CONTRACTOR:		PERCENTAGE OF CONTRACT DOLLARS		
Jacobs Engineering Group, Inc. Dallas, TX		Availability Group	Contracting Objectives	Participation
BID/PROPOSER'S PRICE:	FIRM'S OWNERSHIP	White Men	25%	2.5%
		White Women	6%	3.4%
\$2,428,230 *			Ethnic Minorities	4.5%

CONTRACT EQUITY PARTICIPATION												
COMPANY NAME	ESTIMATED AMOUNT	ETHNICITY	GENDER		CONTRACTING PARTICIPATION							
			M	W	White-Men	White-Women	Ethnic Minorities	Unclassified	Publicly Held Corp.	Gov't/Non Profit	Foreign	
<b>PRIME:</b>												
Jacobs Engineering Group, Inc.	\$2,176,033	Publicly Held								89.6%		
<b>SUBS:</b>												
M Lee Corporation	\$40,000	Asian	X					1.6%				
GUIDA Surveying, Inc.	\$65,000	White		X		2.7%						
City Rise Safety dba BATS Traffic Solutions, LLC	\$17,875	White		X		0.7%						
EXARO Technologies Corporation	\$30,000	Hispanic	X					1.2%				
PARIKH Consultants, Inc.	\$19,060	Asian	X					0.8%				
RedZone Robotics, Inc.	\$60,262	White	X		2.5%							
PEC Solutions	\$20,000	Asian	X					0.8%				
<b>TOTAL</b>	\$2,428,230				2.5%	3.4%	4.5%	0.0%	89.6%	0.0%	0.0%	

CONTRACTOR'S WORKFORCE PROFILE (From P-025 Form)				
	White Men	White Women	Ethnic Minorities	Total Employees
<b>No. of Employees:</b>	4,614	2,064	2,829	9,507
<b>Percent of Total Employees:</b>	48.5%	21.7%	29.8%	
<b>MSA Labor Market %:</b>	39.0%	33.7%	27.3%	
<b>MSA Labor Market Location:</b>	USA			

**COMMENTS**

**Contract Equity Participation** - 2.5% White Men, 3.4% White Women and 4.5% Ethnic Minority participation.  
**Contract Duration:** NA

\*Total not to exceed: \$2,428,230

Workforce Profile & Statement of Nondiscrimination Submitted	Good Faith Outreach Efforts Requirement Satisfied	Award Approval Recommended
NA	YES	



# AFFIRMATIVE ACTION SUMMARY (P-061)

(Completed by District)

This summarizes information provided by the contractor(s)' P-025 Form regarding their workforce.

Title: <b>Agreement for Engineering Design Services for Alameda and South Interceptor Project</b>		Ethnic Minority Percentages From U.S. Census Data							
			B	H	A/PI	AI/AN	TOTAL		
<b>Professional Services Agreement</b>		DATE: 8/26/2024	<b>National</b>	10.5	10.7	3.7	0.7	27.3	
			<b>9 Bay Area Counties</b>	5.5	16.2	14.2	0.4	39.9	
			<b>Alameda/CC Counties</b>	10.7	15.6	15.4	0.5	46.2	
R=Recmmd P=Prime S=Sub	Composition of Ownership	<b>Number of Ethnic Minority Employees</b>							
Company Name, Owner/Contact Person, Address, and Phone Number			B	H	A/PI	AI/AN	TOTAL	PERCENT	MSA %
<b>RP</b>	<b>PHC</b>	<b>Company Wide</b>	577	878	1,090	34	2,579	27.1%	27.3%
Jacobs Engineering Group, Inc. Trisha Blaschko 1999 Bryan St, Suite 1200 Dallas, TX 75201  415-871-2735		Manager/Prof	433	748	1,007	25	2,213	26.8%	
		Technical/Sales	94	91	72	7	264	80.0%	
		Clerical/Skilled	50	39	11	2	102	35.8%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	8	11	42	0	61	49.6%	
		AA Plan on File: <b>NA</b>	Date of last contract with District: <b>NA</b>						
		Co. Wide MSA: <b>USA</b>	# Employees-Co. Wide: <b>9,507</b>				Bay Area: <b>123</b>		
<b>S</b>	<b>EMM-A/PI: SBE</b>	<b>Company Wide</b>	3	1	4	0	8	42.1%	48.3%
M Lee Corporation Franklin Lee 601 Montgomery Street, # 2040 San Francisco, CA 94111  415-693-0236		Manager/Prof	3	1	4	0	8	42.1%	
		Technical/Sales	0	0	0	0	0	0.0%	
		Clerical/Skilled	0	0	0	0	0	0.0%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	0	1	4	0	5	35.7%	39.9%
		Co. Wide MSA: <b>San Francisco</b>	# Employees-Co. Wide: <b>19</b>				Bay Area: <b>14</b>		
<b>S</b>	<b>WW: SBE</b>	<b>Company Wide</b>	1	20	10	0	31	36.0%	48.4%
GUIDA Surveying Inc. Candace McInally 200 Commerce, Suite 150 Irvine, CA 92602  949-777-2000		Manager/Prof	1	8	3	0	12	66.7%	
		Technical/Sales	0	12	4	0	16	80.0%	
		Clerical/Skilled	0	0	3	0	3	6.3%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	1	4	6	0	11	42.3%	39.9%
		Co. Wide MSA: <b>California</b>	# Employees-Co. Wide: <b>86</b>				Bay Area: <b>26</b>		
<b>S</b>	<b>WW: LBE</b>	<b>Company Wide</b>	9	262	17	1	289	86.0%	53.9%
City Rise Safety dba BATS Traffic Solutions, LLC Grace Carrera 44800 Industrial Drive Fremont, CA 94538  510-657-2543		Manager/Prof	0	16	4	1	21	72.4%	
		Technical/Sales	0	2	0	0	0	100.0%	
		Clerical/Skilled	0	9	3	0	12	66.7%	
		Semi/Unskilled	9	235	10	0	0	88.5%	
		<b>Bay Area</b>	9	262	17	1	289	86.0%	39.9%
		Co. Wide MSA: <b>Alameda</b>	# Employees-Co. Wide: <b>336</b>				Bay Area: <b>336</b>		
<b>S</b>	<b>EMM-H: SBE</b>	<b>Company Wide</b>	1	10	4	0	15	100.0%	47.9%
EXARO Technologies Corporation Hector M. Dominguez 1831 Bayshore Hwy Burlingame, CA 94010  650-777-4324		Manager/Prof	0	4	0	0	4	100.0%	
		Technical/Sales	1	6	1	0	0	100.0%	
		Clerical/Skilled	0	0	3	0	3	100.0%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	1	10	4	0	15	100.0%	39.9%
		Co. Wide MSA: <b>San Mateo</b>	# Employees-Co. Wide: <b>15</b>				Bay Area: <b>15</b>		
<b>S</b>	<b>EMM-A/PI: SBE</b>	INFORMATION NOT PROVIDED							
PARIKH Consultants Inc. Gary Parikh 1497 N Milpitas Blvd Milpitas, CA 95035  408-452-9000									

WM=White Male, WW=White Women, EM=Ethnic Minority (Ethnicities: B=Black, H=Hispanic, A/PI=Asian/Pacific Islander, and AI/AN=American Indian/Alaskan Native)



# AFFIRMATIVE ACTION SUMMARY (P-061)

(Completed by District)

This summarizes information provided by the contractor(s)' P-025 Form regarding their workforce.

Title:		Ethnic Minority Percentages From U.S. Census Data							
			B	H	A/PI	AI/AN	TOTAL		
<b>Agreement for Engineering Consultant Services for Alameda and South Interceptor Project</b>		National	10.5	10.7	3.7	0.7	27.3		
		9 Bay Area Counties	5.5	16.2	14.2	0.4	39.9		
		Alameda/CC Counties	10.7	15.6	15.4	0.5	46.2		
<b>Professional Services Agreement</b>	DATE:								
	8/26/2024								
R=Recmmd P=Prime S=Sub	Composition of Ownership	<b>Number of Ethnic Minority Employees</b>							
Company Name, Owner/Contact Person, Address, and Phone Number			B	H	A/PI	AI/AN	TOTAL	PERCENT	MSA %
<b>S</b>	<b>WM</b>	<b>Company Wide</b>	5	5	1	0	11	12.4%	13.4%
RedZone Robotics, Inc. Nicole Gianvito 195 Thorn Hill Rd, Suite 110 Warrendale, PA 15086 412-476-8980 ext. 263		Manager/Prof	2	2	1	0	5	10.2%	
		Technical/Sales	1	1	0	0	2	18.2%	
		Clerical/Skilled	2	1	0	0	3	50.0%	
		Semi/Unskilled	0	1	0	0	1	4.3%	
		<b>Bay Area</b>	0	0	0	0	0	0.0%	
Co. Wide MSA: <b>Pennsylvania</b>		# Employees-Co. Wide: <b>89</b>		Bay Area: <b>0</b>					
<b>S</b>	<b>EMM-A/PI: SBE</b>	INFORMATION NOT PROVIDED							
PEC Solutions Hamed Hakimelahe 315 Montgomery St., #915 San Francisco, CA 94104 562-333-0422									
<b>P</b>	<b>WM: LBE</b>	<b>Company Wide</b>	31	147	157	4	339	26.5%	27.3%
Carollo Engineers, Inc. Carol Blake 2795 Mitchell Drive Walnut Creek, CA 94598 602-474-4034		Manager/Prof	27	103	143	1	0	25.6%	
		Technical/Sales	3	24	12	3	42	35.0%	
		Clerical/Skilled	1	20	2	0	23	27.1%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	3	13	33	0	49	0.0%	
Co. Wide MSA: <b>USA</b>		# Employees-Co. Wide: <b>1,277</b>		Bay Area: <b>149</b>					
<b>p</b>	<b>WM: LBE</b>	<b>Company Wide</b>	707	1,140	1,839	55	3,741	23.9%	39.9%
AECOM Carrie Mullin 300 Lakeside Drive, Suite 400 Oakland, CA 94612 609-9704019		Manager/Prof	596	998	1,754	55	3,403	25.2%	
		Technical/Sales	77	99	56	0	232	22.3%	
		Clerical/Skilled	34	43	29	0	0	37.9%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	9	32	140	1	182	36.7%	
Co. Wide MSA: <b>9 Bay Area Counties</b>		# Employees-Co. Wide: <b>15,674</b>		Bay Area: <b>496</b>					

WM=White Male, WW=White Women, EM=Ethnic Minority (Ethnicities: B=Black, H=Hispanic, A/PI=Asian/Pacific Islander, and AI/AN=American Indian/Alaskan Native)

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# BOARD ACTION

Agenda Number:	7.	Meeting Date:	October 22, 2024
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**TITLE** **AMEND AGREEMENT FOR SPECIALTY INSPECTION SERVICES FOR DIGESTER UPGRADE PROJECT – PHASE 3**

**ACTION**       Motion:                                       Resolution:                                       Ordinance:


**RECOMMENDED ACTION**      Authorize an amendment to the agreement previously authorized under the General Manager’s authority with Inspection Services, Inc. (ISI) to increase the agreement amount by \$200,000 to a total amount not to exceed \$280,000 for special inspection services during construction for the Main Wastewater Treatment Plant Digester Upgrade, Phase 3 Project under SD-356.

**SUMMARY**      In August 2022, the initial agreement for special inspection services was authorized for \$80,000 under the General Manager’s authority to assist staff with on-site testing and investigation associated with the digester gasholder membrane failure in April 2021, and for technical inspection and quality control during construction of the anchorage system for the gasholder membranes. An amendment is needed for special inspection services for the duration of project construction. This project was presented at the October 11, 2022, Long-Term Infrastructure Investment Workshop.

**DISCUSSION**      Construction for the Main Wastewater Treatment Plant Digester Upgrade Phase 3 Project began in December 2019 and includes upgrades for Digesters 2, 3, and 4. Upgrades include seismic improvements, new sludge mixing systems, and expanded gasholder capacity. On April 24, 2021, during startup activities, the new gasholder membrane cover on Digester 3 failed. After the failure, the District worked with the construction contractor to provide a more robust anchorage design for the new gasholder membrane systems to be installed on the top of the existing digesters.

The new design includes a reinforced concrete wall cap on the top of the two existing digesters. For each digester, this enhancement requires removal of portions of the concrete wall, installation of dowels into the top of the wall, and installation of reinforcement and anchor bolts prior to pouring concrete. On the third digester, an existing gasholder membrane system will be removed, examined, and the anchorage system modified depending on the results of the examination.

On-site construction activities based on the new design began again in May 2024, and ISI has been providing specialty inspection and quality assurance support for this work. Special inspection services include review of the extent of removal of the existing concrete, monitoring coring and installation of reinforcing dowels into the existing structures,

<b>Originating Department:</b> Wastewater	<b>Department Director or Manager:</b> Amit K. Mutsuddy	<b>CEP Forms?</b> Yes	<b>Board Action Type:</b> Professional Services
<b>Funds Available:</b> FY2025; CIP#7000337; Page 120	<b>Budget Coding:</b> 21-927-2009276-52310		<b>Approved:</b> 
<b>Attachments:</b> P-035; P-061			

Title:	Amend Agreement For Specialty Inspection Services for Digester Upgrade Project - Phase 3	Meeting Date:	October 22, 2024
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performing in-place strength tests of dowels, and review of wall cap reinforcement and anchor bolt placement. Based on the current construction schedule, ongoing special inspection services will be required until August 2025.

The services contracted for in the agreement cannot be satisfactorily performed under the District civil service and therefore contracting out is proper. This project supports the District’s Long-Term Infrastructure Investment Strategic Plan goal.

**CONSULTANT SELECTION**

In March 2022, a request for proposals for the original agreement was posted on the District’s website, sent to 12 firms, including two minority-owned firms, with expertise in on-site structural construction inspection. Four firms submitted proposals. ISI was selected based on its experience, the cost, schedule availability, understanding of the scope of work, inspection methodology, and contract equity program.

Work under this agreement is subject to the payment of current prevailing wages according to determinations for each craft as established by the Director of the Department of Industrial Relations (DIR) of the State of California. ISI is licensed to perform work in California, and is not on the State Department of Industrial Relations debarment list. ISI and its listed subconsultants are properly registered with the State DIR.

**SUSTAINABILITY**

**Economic**

Funding for this purpose is available in the Fiscal Year 2025 adopted capital budget for Digesters.

**Social**

Locals 2019 and 21 were notified of this amendment on September 11, 2024. Local 2019 did not raise any specific issues related to this amendment. Local 21 issues were addressed in an email dated September 25, 2024 and resolved.

**Environmental**

Digester upgrades will increase biogas storage capacity and reduce biogas flaring.

A California Environmental Quality Act Notice of Exemption was filed with the Alameda County Clerk on March 21, 2019.

**ALTERNATIVES**

**Do not amend the agreement.** This alternative is not recommended because it would limit the District’s ability to perform timely and adequate quality assurance for a project that is currently in construction.

**Advertise amendment for competitive proposals.** This alternative is not recommended because ISI is uniquely familiar with the project’s quality control challenges and was originally competitively selected, and because a new selection process would delay construction.



## CONTRACT EQUITY PROGRAM SUMMARY (P-035)

This summary contains information on the contractor's workforce and contract equity participation. (Completed by District)

<b>TITLE</b> <b>Professional Services Agreement - Amendment</b> Amend Agreement For Specialty Inspection Services for Digester Upgrade Project - Phase 3						<b>DATE:</b> September 25, 2024						
<b>CONTRACTOR:</b> Inspection Services, Inc. Berkeley, CA				Local / Small Business		<b>PERCENTAGE OF CONTRACT DOLLARS</b>						
<b>BID/PROPOSER'S PRICE:</b> \$200,000 *		<b>FIRM'S OWNERSHIP</b> Ethnicity: Asian Gender: Women		<b>Availability Group</b> White Men: 25% White Women: 6% Ethnic Minorities: 25%		<b>Contracting Objectives</b>		<b>Participation</b> 0.0% 0.0% 100.0%				
<b>CONTRACT EQUITY PARTICIPATION</b>												
<b>COMPANY NAME</b>		<b>ESTIMATED AMOUNT</b>	<b>ETHNICITY</b>	<b>GENDER</b> M    W		<b>CONTRACTING PARTICIPATION</b>						
<b>PRIME:</b> Inspection Services, Inc.		\$200,000	Asian	X		White-Men: 0.0%	White-Women: 0.0%	Ethnic Minorities: 100.0%	Unclassified: 0.0%	Publicly Held Corp.: 0.0%	Gov't/Non Profit: 0.0%	Foreign: 0.0%
<b>SUBS:</b> None												
<b>TOTAL</b>		\$200,000				0.0%	0.0%	100.0%	0.0%	0.0%	0.0%	0.0%
<b>CONTRACTOR'S WORKFORCE PROFILE (From P-025 Form)</b>												
		<b>White Men</b>		<b>White Women</b>		<b>Ethnic Minorities</b>		<b>Total Employees</b>				
<b>No. of Employees:</b>		28		3		26		57				
<b>Percent of Total Employees:</b>		49.1%		5.3%		45.6%						
<b>MSA Labor Market %:</b>		28.0%		23.6%		48.4%						
<b>MSA Labor Market Location:</b>		California										
<b>COMMENTS</b>												
<b>Contract Equity Participation:</b> 100% Ethnic Minority participation. <b>Contract Duration:</b> NA  *Total not to exceed: \$280,000 = \$80,000 (Original) + \$200,000 (Amendment)												
<b>Workforce Profile &amp; Statement of Nondiscrimination Submitted</b>				<b>Good Faith Outreach Efforts Requirement Satisfied</b>				<b>Award Approval Recommended</b>				
NA				NA								



## AFFIRMATIVE ACTION SUMMARY (P-061)

(Completed by District)

This summarizes information provided by the contractor(s)' P-025 Form regarding their workforce.

Title: <b>Amend Agreement For Specialty Inspection Services for Digester Upgrade Project - Phase 3</b>		Ethnic Minority Percentages From U.S. Census Data							
			B	H	A/PI	AI/AN	TOTAL		
<b>Professional Services Agreement - Amendment</b>		DATE: <b>9/25/2024</b>	<b>9 Bay Area Counties</b>		5.5	16.2	14.2	0.4	39.9
			<b>Alameda/CC Counties</b>		10.7	15.6	15.4	0.5	46.2
R=Recmmd P=Prime S=Sub	Composition of Ownership	<b>Number of Ethnic Minority Employees</b>							
Company Name, Owner/Contact Person, Address, and Phone Number			B	H	A/PI	AI/AN	TOTAL	PERCENT	MSA %
<b>RP</b>	<b>EMW: A/PI - L/SBE</b>	<b>Company Wide</b>	1	9	9	0	19	33.3%	48.4%
Inspection Services, Inc. Leslie Sakai 1798 University Avenue Berkeley, CA 94703  510-900-2100		Manager/Prof	0	2	3	0	5	45.5%	
		Technical/Sales	0	0	1	0	1	100.0%	
		Clerical/Skilled	1	6	5	0	12	27.3%	
		Semi/Unskilled	0	1	0	0	1	100.0%	
		<b>Bay Area</b>	1	6	9	0	16	34.0%	
		AA Plan on File: <b>NA</b>	Date of last contract with District: <b>8/31/2021</b>						
		Co. Wide MSA: <b>California</b>	# Employees-Co. Wide: <b>57</b>		Bay Area: <b>47</b>				
<b>P</b>	<b>WM: LBE</b>	<b>Company Wide</b>	INFORMATION NOT PROVIDED						
Construction Testing Services, Inc.  2118 Rheem Drive Pleasanton, CA 94588		Manager/Prof							
		Technical/Sales							
		Clerical/Skilled							
		Semi/Unskilled							
925-462-5151		<b>Bay Area</b>							
		Co. Wide MSA:							
<b>P</b>	<b>WM: LBE</b>	<b>Company Wide</b>	25	44	55	2	126	40.0%	39.9%
Consolidated Engineering Laboratories Charlie Brice 2001 Crow Canyon Road, Suite 200 San Ramon, CA 94583  925-314-7100		Manager/Prof	0	2	9	0	11	31.4%	
		Technical/Sales	4	1	5	0	10	47.6%	
		Clerical/Skilled	15	26	32	2	75	36.9%	
		Semi/Unskilled	6	15	9	0	30	53.6%	
		<b>Bay Area</b>	25	44	55	2	126	40.0%	
		Co. Wide MSA: <b>9 Bay Area Counties</b>	# Employees-Co. Wide: <b>315</b>		Bay Area: <b>315</b>				
<b>P</b>	<b>EMM: A/PI - SBE</b>	<b>Company Wide</b>	5	0	3	0	8	50.0%	39.9%
RES Engineers Inc. Ross Esfandiari 1250 Missouri Street, Unit 207 San Francisco, CA 94107  415-822-4625		Manager/Prof	1	0	1	0	2	50.0%	
		Technical/Sales	3	0	2	0	5	55.6%	
		Clerical/Skilled	1	0	0	0	1	33.3%	
		Semi/Unskilled	0	0	0	0	0	0.0%	
		<b>Bay Area</b>	5	0	3	0	8	50.0%	
		Co. Wide MSA: <b>9 Bay Area Counties</b>	# Employees-Co. Wide: <b>16</b>		Bay Area: <b>16</b>				

WM=White Male, WW=White Women, EM=Ethnic Minority (Ethnicities: B=Black, H=Hispanic, A/PI=Asian/Pacific Islander, and AI/AN=American Indian/Alaskan Native)



Title:	Amend Dublin San Ramon Services District/East Bay Municipal Utility District Recycled Water Authority Interim Agreement Related To The Supply And Sale Of Recycled Water	Meeting Date:	October 22, 2024
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EBMUD customer sites located in the City of San Ramon that could be served by existing recycled water infrastructure and would add approximately 0.016 million gallons per day (mgd) of average day recycled water demands: Aspenwood Apartments, Belmont Village Senior Home, and City Village.

This proposed second amendment to the Interim Agreement supports the District’s Long-Term Water Supply Strategic Plan goal.

**SUSTAINABILITY**

**Economic**

There will be no new immediate economic impacts. The parties agree to continue allocating DERWA program costs in accordance with the terms of the existing DERWA long-term agreements. The Interim Agreement requires EBMUD and DSRSD to negotiate the cost allocations and secondary effluent supply, which could have future economic impacts depending on the outcome of negotiations.

**Social**

The recommended action supports continued use of recycled water and reduces demand for potable water. The reduction in San Ramon Valley’s potable water use is beneficial during droughts, improves water supply reliability, and supports the regional economy.

**Environmental**

This proposed amendment supports the DERWA program, which provides recycled water to the San Ramon Valley. Recycled water delivery benefits the environment by reducing the demand on potable water supplies and the volume of treated wastewater discharges to San Francisco Bay.

**ALTERNATIVE**

**Do not approve the agreement.** This alternative is not recommended because the proposed second amendment to the Interim Agreement facilitates the use of recycled water in the San Ramon Valley to offset the use of potable water.



# BOARD ACTION

Agenda Number:	9.	Meeting Date:	October 22, 2024
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**TITLE**                      **MONTHLY INVESTMENT TRANSACTIONS REPORT**

**ACTION**                       Motion:     Resolution:     Ordinance:


**RECOMMENDED ACTION**                      Approve the September 2024 Monthly Investment Transactions Report.

**SUMMARY**                      In accordance with Policy 4.07 – Investments, staff prepares a monthly transactions report for the Finance/Administration Committee to review and for the Board to consider each month. The September 2024 report is being brought to the Board for consideration. This report was presented at the October 22, 2024 Finance/Administration Committee meeting.

**DISCUSSION**                      Pursuant to Policy 4.07, staff generates a monthly report of investment transactions (buys, sales, deposits, withdrawals) as well as transactions that occur as a feature of the securities held (interest, calls, maturities). Information on portfolio performance, balances, and other factors is presented in the quarterly investment report.

In September 2024, the portfolio decreased from \$604.6 million to \$592.9 million. Net transactions decreased the total by \$12.7 million. Interest received added approximately \$923,000 to the portfolio. Deposits into short-term liquidity funds totaled \$11.2 million, and withdrawals totaled \$14.4 million. The District purchased \$20.0 million in securities, and \$20.0 million in securities matured. No securities were called or sold. Net transactions at the District’s commercial bank resulted in a decrease of approximately \$9.5 million.

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<b>Originating Department:</b> Finance	<b>Department Director or Manager:</b> Sophia D. Skoda	<b>CEP Forms?</b> N/A	<b>Board Action Type:</b> Financial
<b>Funds Available:</b> N/A	<b>Budget Coding:</b> N/A		<b>Approved:</b> 
<b>Attachment(s):</b> September 2024 Monthly Investment Transactions Report			

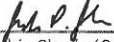
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**Monthly Investment Transactions Report  
September 2024**

This report is presented to the Board pursuant to Government Code Section 53607 and in accordance with the District's Investment Policy 4.07.

The attached report details transactions in the District's portfolio as follows:

- **Monthly Investment Transactions Summary** **Page 1**
- **Monthly Investment Activity** **Page 2**
  - Buys Page 3
  - Deposits Page 4
  - Matured Page 5
  - Calls Page 6
  - Sales Page 7
  - Withdrawals Page 8
- **Monthly Interest Activity** **Page 9**
  - Interest Received (Transferred to Wells Fargo) Page 10
  - Interest Received (Reinvested) Page 11

  
\_\_\_\_\_  
Sophia Skoda (Oct 7, 2024 13:41 PDT)  
Approved by: Sophia D. Skoda, Finance Director

Oct 7, 2024  
Date

SDS:KM:SLS



**EAST BAY MUNICIPAL UTILITY DISTRICT**  
**Monthly Investment Transactions Summary**  
**September 2024**

Portfolio	Beginning Balance*	Monthly Net Transaction Activity	Monthly Interest Activity	Ending Balance
001 - Water System Consolidated	455,736,595	-	428,528	456,165,123
007 - Wastewater Consolidated	94,056,871	-	204,822	94,261,693
049 - Ferc Partnership	2,136,883	-	-	2,136,883
009 - BACWA	2,423,657	-	7,693	2,431,350
015 - DERWA	1,083,378	-	17,504	1,100,883
002 - FRWA	1,082,089	-	11,542	1,093,631
014 - IICP	167,718	-	7,190	174,908
010 - UMRWA	71,203	-	2,050	73,253
003 - Employees Retirement	5,358,541	(3,189,000)	31,509	2,201,050
099 - Wells Fargo**	42,523,380	(9,514,873)	212,500	33,221,007
<b>Total</b>	<b>604,640,316</b>	<b>(12,703,873)</b>	<b>923,339</b>	<b>592,859,781</b>

\* Portfolio balance presented at face value.

\*\*Wells Fargo's month-end available balance per bank statement. Gross amount; not allocated by fund and not included in balances above.

A portion of the balance in Wells Fargo is swept to a money market fund to increase investment earnings.

Sherry Sarcos  
 Prepared by: Sherry Sarcos, Accounting Technician

10/3/24  
 Date

Kevin Ma  
 Reviewed by: Kevin Ma, Accounting Supervisor

Oct 4, 2024  
 Date

David Glasser  
 Approved by: David Glasser, Controller

Oct 7, 2024  
 Date



EAST BAY MUNICIPAL UTILITY DISTRICT  
 Monthly Investment Activity  
 September 2024

Portfolio	Buys	Deposits	Matured	Calls	Sales	Withdrawals	Non-Investment Transactions*	Net Transaction Activity
001 - Water System Consolidated	16,000,000	-	(16,000,000)	-	-	-	-	-
007 - Wastewater Consolidated	4,000,000	-	(4,000,000)	-	-	-	-	-
049 - Ferc Partnership	-	-	-	-	-	-	-	-
009 - BACWA	-	-	-	-	-	-	-	-
015 - DERWA	-	-	-	-	-	-	-	-
002 - FRWA	-	-	-	-	-	-	-	-
014 - IICP	-	-	-	-	-	-	-	-
010 - UMRWA	-	-	-	-	-	-	-	-
003 - Employees Retirement	-	11,192,000	-	-	-	(14,381,000)	-	(3,189,000)
<b>Investment Activity Total</b>	<b>20,000,000</b>	<b>11,192,000</b>	<b>(20,000,000)</b>	-	-	<b>(14,381,000)</b>	-	<b>(3,189,000)</b>
<b>099 - Wells Fargo</b>	<b>(20,000,000)</b>	<b>(11,192,000)</b>	<b>20,000,000</b>	-	-	<b>14,381,000</b>	<b>(12,703,873)</b>	<b>(9,514,873)</b>
<b>Total</b>	-	-	-	-	-	-	<b>(12,703,873)</b>	<b>(12,703,873)</b>

\*Non-investment transactions are net receipts and expenditures in Wells Fargo resulting from activities other than investment and interest transactions detailed in this report.

Steven Goodman-Leibof  
 Reviewed by: Steven Goodman-Leibof, Principal Mgmt Analyst

Oct 7, 2024

Date

Robert L. Hannay  
 Approved by: Robert L. Hannay, Treasury Manager

Oct 7, 2024

Date



EAST BAY MUNICIPAL UTILITY DISTRICT  
 Monthly Investment Activity  
 September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
<b>Buys</b>										
001 - Water System Consolidated	Federal Agency Issues Coupon	FFCB 4 9/19/2025	3133ERTZ4	9/13/2024	9/19/2024	9/19/2025	16,000,000	15,997,760	0	15,997,760
					Total		16,000,000			
007 - Wastewater Consolidated	Federal Agency Issues Coupon	FFCB 4 9/19/2025	3133ERTZ4	9/13/2024	9/19/2024	9/19/2025	4,000,000	3,999,440	0	3,999,440
					Total		4,000,000			
							20,000,000	19,997,200	0	19,997,200



EAST BAY MUNICIPAL UTILITY DISTRICT  
 Monthly Investment Activity  
 September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
<b>Deposits</b>										
003 - Employees Retirement	LAIF	LAIF LGIP	LGIP1005	9/27/2024	9/27/2024	N/A	5,582,000	5,582,000	-	5,582,000
003 - Employees Retirement	LAIF	LAIF LGIP	LGIP1005	9/13/2024	9/13/2024	N/A	5,610,000	5,610,000	-	5,610,000
					Total		11,192,000			

---

11,192,000      11,192,000      -      11,192,000



EAST BAY MUNICIPAL UTILITY DISTRICT  
 Monthly Investment Activity  
 September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
<b>Matured</b>										
001 - Water System Consolidated	US Treasuries	T-Note 0.375 9/15/2024	91282CCX7	9/15/2024	9/15/2024	9/15/2024	16,000,000	16,000,000	-	16,000,000
					Total		16,000,000			
007 - Wastewater Consolidated	US Treasuries	T-Note 0.375 9/15/2024	91282CCX7	9/15/2024	9/15/2024	9/15/2024	4,000,000	4,000,000	-	4,000,000
					Total		4,000,000			
							20,000,000	20,000,000	-	20,000,000



EAST BAY MUNICIPAL UTILITY DISTRICT  
Monthly Investment Activity  
September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
Calls										

\*No Transactions this Period\*



EAST BAY MUNICIPAL UTILITY DISTRICT  
Monthly Investment Activity  
September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
Sales										

\*No Transactions this Period\*

-----



EAST BAY MUNICIPAL UTILITY DISTRICT  
Monthly Investment Activity  
September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
<b>Withdrawals</b>										
003 - Employees Retirement	LAIF	LAIF LGIP	LGIP1005	9/30/2024	9/30/2024	N/A	14,381,000	14,381,000	-	14,381,000
					<b>Total</b>		<b>14,381,000</b>			

14,381,000      14,381,000      -      14,381,000



**EAST BAY MUNICIPAL UTILITY DISTRICT**  
**Monthly Interest Activity**  
**September 2024**

Portfolio	Total Interest Received	Interest Transferred to Wells Fargo*	Net Interest Activity (Reinvested)**
001 - Water System Consolidated	598,528	(170,000)	428,528
007 - Wastewater Consolidated	247,322	(42,500)	204,822
049 - Ferc Partnership	-	-	-
009 - BACWA	7,693	-	7,693
015 - DERWA	17,504	-	17,504
002 - FRWA	11,542	-	11,542
014 - IICP	7,190	-	7,190
010 - UMRWA	2,050	-	2,050
003 - Employees Retirement	31,509	-	31,509
<b>Interest Transactions Total</b>	<b>923,339</b>	<b>(212,500)</b>	<b>710,839</b>
<b>099 - Wells Fargo</b>	<b>-</b>	<b>212,500</b>	<b>212,500</b>
<b>Total</b>	<b>923,339</b>	<b>-</b>	<b>923,339</b>

\*Coupon and other interest received; reinvestment unavailable.

\*\*Coupon and other interest payments reinvested in specific portfolio.

Sherry Sarcos  
 Prepared by: Sherry Sarcos, Accounting Technician

10/3/24  
 Date

Kevin Ma  
Kevin Ma (Oct 4, 2024 10:14 PDT)  
 Reviewed by: Kevin Ma, Accounting Supervisor

Oct 4, 2024  
 Date

David Glasser  
 Approved by: David Glasser, Controller

Oct 7, 2024  
 Date



EAST BAY MUNICIPAL UTILITY DISTRICT  
 Monthly Interest Activity  
 September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
<b>Interest Received (Transferred to Wells Fargo)</b>										
001 - Water System Consolidated	US Treasuries	T-Note 0.375 9/15/2024	91282CCX7	9/15/2024	9/15/2024	9/15/2024	-	-	30,000	30,000
001 - Water System Consolidated	US Treasuries	T-Note 1.75 3/15/2025	91282CED9	9/15/2024	9/15/2024	3/15/2025	-	-	140,000	140,000
								<b>Total</b>		<b>170,000</b>
007 - Wastewater Consolidated	US Treasuries	T-Note 0.375 9/15/2024	91282CCX7	9/15/2024	9/15/2024	9/15/2024	-	-	7,500	7,500
007 - Wastewater Consolidated	US Treasuries	T-Note 1.75 3/15/2025	91282CED9	9/15/2024	9/15/2024	3/15/2025	-	-	35,000	35,000
								<b>Total</b>		<b>42,500</b>
									212,500	212,500



EAST BAY MUNICIPAL UTILITY DISTRICT  
 Monthly Interest Activity  
 September 2024

Portfolio Name	Asset Class	Description	CUSIP/Ticker	Trade Date	Settlement Date	Maturity Date	Face Amount/Shares	Principal	Interest/Dividends	Total
<b>Interest Received (Reinvested)</b>										
001 - Water System Consolidated	Local Government Investment Pool	CAMP LGIP	CAMP6035	9/30/2024	9/30/2024	N/A	-	-	138,187	138,187
001 - Water System Consolidated	Money Market Mutual Funds	Federated MM	GOFXX	9/30/2024	9/30/2024	N/A	-	-	98,828	98,828
001 - Water System Consolidated	Money Market Mutual Funds	Morgan Stanley MM	MVRXX	9/30/2024	9/30/2024	N/A	-	-	92,354	92,354
001 - Water System Consolidated	Money Market Mutual Funds	State Street MM	GVMXX	9/30/2024	9/30/2024	N/A	-	-	99,159	99,159
								<b>Total</b>		<b>428,528</b>
007 - Wastewater Consolidated	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	89,834	89,834
007 - Wastewater Consolidated	Local Government Investment Pool	CAMP LGIP	CAMP6035	9/30/2024	9/30/2024	N/A	-	-	33,417	33,417
007 - Wastewater Consolidated	Money Market Mutual Funds	Federated MM	GOFXX	9/30/2024	9/30/2024	N/A	-	-	28,697	28,697
007 - Wastewater Consolidated	Money Market Mutual Funds	Morgan Stanley MM	MVRXX	9/30/2024	9/30/2024	N/A	-	-	23,886	23,886
007 - Wastewater Consolidated	Money Market Mutual Funds	State Street MM	GVMXX	9/30/2024	9/30/2024	N/A	-	-	28,989	28,989
								<b>Total</b>		<b>204,822</b>
002 - FRWA	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	11,542	11,542
								<b>Total</b>		<b>11,542</b>
003 - Employees Retirement	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	31,509	31,509
								<b>Total</b>		<b>31,509</b>
009 - BACWA	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	7,693	7,693
								<b>Total</b>		<b>7,693</b>
010 - UMRWA	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	2,050	2,050
								<b>Total</b>		<b>2,050</b>
014 - IICP	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	7,190	7,190
								<b>Total</b>		<b>7,190</b>
015 - DERWA	Cash	WELLS FARGO Cash	CASH2017	9/3/2024	9/3/2024	N/A	-	-	17,504	17,504
								<b>Total</b>		<b>17,504</b>
							<b>Total</b>			<b>710,839</b>
							<b>Total</b>			<b>710,839</b>



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## CONTRACT EQUITY PROGRAM SUMMARY (P-035)

This summary contains information on the contractor's workforce and contract equity participation. (Completed by District)

<b>TITLE</b> <b>Professional Services Agreement</b> Authorize Continued Employment of the Law Offices of Curtis T. White for Specialized Legal Services							<b>DATE:</b> October 1, 2024					
<b>CONTRACTOR:</b> Law Offices of Curtis T. White Washington, DC				Small Business			<b>PERCENTAGE OF CONTRACT DOLLARS</b>					
<b>BID/PROPOSER'S PRICE:</b> \$40,000.00 *		<b>FIRM'S OWNERSHIP</b>		<b>White Men</b>		25%		<b>Participation</b>		0.0%		
		<b>Ethnicity</b>	<b>Gender</b>	<b>White Women</b>		6%				0.0%		
		Black	Men	<b>Ethnic Minorities</b>		25%				<b>100.0%</b>		
<b>CONTRACT EQUITY PARTICIPATION</b>												
<b>COMPANY NAME</b>		<b>ESTIMATED AMOUNT</b>	<b>ETHNICITY</b>	<b>GENDER</b>		<b>CONTRACTING PARTICIPATION</b>						
				M	W	White-Men	White-Women	Ethnic Minorities	Unclassified	Publicly Held Corp.	Gov't/Non Profit	Foreign
<b>PRIMES:</b> Law Offices of Curtis T. White		\$40,000.00	Black	X				100.0%				
<b>SUBS:</b> None												
<b>TOTAL</b>		\$40,000		0.0%	0.0%	100.0%	0.0%	0.0%	0.0%	0.0%	0.0%	
<b>CONTRACTOR'S WORKFORCE PROFILE (From P-025 Form)</b>												
		<b>White Men</b>		<b>White Women</b>		<b>Ethnic Minorities</b>		<b>Total Employees</b>				
<b>No. of Employees:</b>		0		0		5		5				
<b>Percent of Total Employees:</b>		0.0%		0.0%		100.0%						
<b>MSA Labor Market %:</b>		19.2%		18.0%		62.8%						
<b>MSA Labor Market Location:</b>		District of Columbia										
<b>COMMENTS</b>												
<b>Contract Equity Participation:</b> 100% Ethnic Minority participation. <b>Contract Duration:</b> NA  *Total not to exceed: \$40,000												
<b>Workforce Profile &amp; Statement of Nondiscrimination Submitted</b>				<b>Good Faith Outreach Efforts Requirement Satisfied</b>				<b>Award Approval Recommended</b>				
NA				NA								





# BOARD ACTION

Agenda Number:	11.	Meeting Date:	October 22, 2024
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**TITLE** **AMEND EMPLOYMENT AGREEMENT WITH THE GENERAL MANAGER TO ADD INDEMNIFICATION PROVISION**

**ACTION**       Motion:                               Resolution:                               Ordinance:

**RECOMMENDED ACTION**      Authorize an amendment to the Agreement for Employment of General Manager Clifford C. Chan, to add an indemnification provision effective October 22, 2024.

**DISCUSSION**

The Board appointed Clifford C. Chan as General Manager of the East Bay Municipal Utility District on June 9, 2020. As part of the appointment, the Board authorized the Agreement for Employment of General Manager (Employment Agreement), which provided for, among other things, a base salary and a contract term of three years.

On August 23, 2022, an amendment to the Employment Agreement was approved by the Board of Directors to extend the Employment Agreement for an additional three-year term to July 22, 2026.


On January 9, 2024, an amendment to the Employment Agreement was approved by the Board of Directors to increase the General Manager’s base salary by five percent. The current term with an end date of July 22, 2026 remained the same.

In September 2024, the Board of Directors appointed President Lesa McIntosh, Vice-President William Patterson and Director Andy Katz to serve on an ad hoc committee to negotiate an amendment to the Employment Agreement with the General Manager to add the following indemnification provision:

**Indemnification and Legal Defense**

The District agrees to indemnify, defend, and hold harmless the General Manager from any and all claims, liabilities, losses, damages, expenses, including but not limited to legal fees, courts costs, and any settlements or judgements, arising out of or in connection with the performance of the General Manager’s duties and responsibilities. This includes actions taken in good faith within the scope of employment, whether brought by third parties, employees, or other entities, except in cases of willful misconduct, gross negligence, or actions outside the scope of employment.

This provision shall survive the termination of the General Manager’s employment and continue to apply to any legal actions or claims that may arise based on acts performed during the period of employment.

<b>Originating Department:</b> Human Resources	<b>Department Director or Manager:</b> Cindy R. Charan	<b>CEP Forms?</b> N/A	<b>Board Action Type:</b> Personnel
<b>Funds Available:</b> N/A	<b>Budget Coding:</b> N/A		<b>Approved:</b> 
<b>Attachment(s):</b> Resolution			

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Title:	Amend Employment Agreement with the General Manager to Add Indemnification Provision	Meeting Date:	October 22, 2024
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If authorized, the proposed amendment to the Employment Agreement shall take effect on October 22, 2024. There are no other changes recommended to the Employment Agreement at this time. The current term remains with an end date of July 22, 2026.

I:\Sec\2024 Board Related Items\102224 Board Agenda Items\HRD-Amend Employment Agreement with the General Manager.docx



RESOLUTION NO. \_\_\_\_\_

AUTHORIZING THIRD AMENDMENT  
TO GENERAL MANAGER EMPLOYMENT AGREEMENT

Introduced by Director \_\_\_\_\_ ; Seconded by Director \_\_\_\_\_

BE IT RESOLVED that the Board of Directors of the East Bay Municipal Utility District hereby authorizes the President of the Board of Directors to execute a Third Amendment to the Agreement for Employment of Clifford C. Chan as General Manager of East Bay Municipal Utility District, in the form attached as Exhibit A, effective October 22, 2024.

ADOPTED this 22nd day of October, 2024 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

\_\_\_\_\_  
President

ATTEST:

\_\_\_\_\_  
Secretary

APPROVED AS TO FORM AND PROCEDURE:

\_\_\_\_\_  
General Counsel

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**THIRD AMENDMENT TO AGREEMENT  
FOR EMPLOYMENT OF CLIFFORD C. CHAN AS  
GENERAL MANAGER OF THE EAST BAY MUNICIPAL UTILITY DISTRICT**

THIS THIRD AMENDMENT TO THE AGREEMENT for Employment of Clifford C. Chan as General Manager of the East Bay Municipal Utility District is entered into this 22nd day of October, 2024 by and between EAST BAY MUNICIPAL UTILITY DISTRICT (“District”) and Clifford C. Chan (“General Manager”).

**W I T N E S S E T H**

WHEREAS, on June 9, 2020, the parties entered into an agreement setting forth the terms and conditions of employment for the position of General Manager of East Bay Municipal Utility District (herein set forth as “Agreement”); and

WHEREAS, the Agreement was subsequently amended on August 23, 2022 to adjust the Base Salary to provide a performance-based merit increase and to extend the term of agreement; and

WHEREAS, the Agreement was subsequently amended on January 9, 2024 to adjust the Base Salary to provide a performance-based merit increase; and

WHEREAS, it is the desire and intention of the parties to amend the Agreement on the basis of the General Manager’s performance evaluation;

NOW, THEREFORE, THE PARTIES DO AGREE to amend the Agreement as follows:

**1. Indemnification and Legal Defense**

The District agrees to indemnify, defend, and hold harmless the General Manager from any and all claims, liabilities, losses, damages, expenses, including but not limited to legal fees, court costs, and any settlements or judgments, arising out of or in connection with the performance of the General Manager's duties and responsibilities. This includes actions taken in good faith within the scope of employment, whether brought by third parties, employees, or other entities, except in cases of willful misconduct, gross negligence, or actions outside the scope of employment.

This provision shall survive the termination of the General Manager's employment and continue to apply to any legal actions or claims that may arise based on acts performed during the period of employment.

**2. Except as expressly provided herein, all other terms and conditions of the Agreement and amendments thereto shall remain in full force and effect.**

WHEREFORE, the parties have entered into this Third Amendment to the Agreement in Oakland, California, on the date first set forth above.

EAST BAY MUNICIPAL UTILITY DISTRICT

By: \_\_\_\_\_  
Lesa R. McIntosh  
President of the Board

\_\_\_\_\_  
Clifford C. Chan  
General Manager



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Title:	Draft Board Governance Manual and Policies for the Board of Directors	Meeting Date:	October 22, 2024
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Governance Manual; no comments were received on the policies. Staff updated the manual, compiled Board comments received to date, and presented these items at the October 22, 2024 Finance/Administration Committee meeting. At the October 22, 2024 Regular Board meeting, staff will review the comments received and seek further direction on finalizing the manual and policies for adoption by the Board.

As additional Board feedback and comments are expected after October 22, staff proposes presenting final versions of the documents for Board adoption at its November 12, 2024 meeting.

---

**SUSTAINABILITY****Economic**

The governance documents to be discussed are intended to promote responsible fiscal management.

**Social**

The intent of the governance documents is to ensure that all business conducted by the Board of Directors complies with District policies and state law.

I:\Sec\2024 Board Related Items\102224 Board Agenda Items\SEC – Draft Board Governance Manual and Policies for the Board of Directors.docx

**(Title Page)**

**East Bay Municipal Utility District Draft Board Member Governance Handbook**

Thank you for your commitment to the East Bay Municipal Utility District (EBMUD). Your role as an EBMUD Board member is critical in supporting the vibrant East Bay community and protecting the environment we all cherish.

You are not alone in this incredible endeavor. Your fellow Board members and skilled and dedicated staff are here to assist you. The General Manager, General Counsel, and Secretary of the District will be your primary points of contact during your tenure on the EBMUD Board.

This handbook contains information to help you understand your role as an EBMUD Board member. All documents referenced in this handbook are available electronically; the Secretary of the District will assist you in accessing these files.

We trust you will find your time on the EBMUD Board rewarding and an opportunity to make a significant impact on the communities we serve.

With sincere appreciation.

---

Lesa R. McIntosh,  
2024 President

---

William B. Patterson  
2024 Vice President

---

April B. Chan

---

Luz M. Gómez

---

Andy Katz

---

Doug A. Linney

---

Marguerite Young

---

Rischa S. Cole  
Secretary of the District

---

Clifford C. Chan  
General Manager

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Derek T. McDonald  
General Counsel

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## Section 1. Introduction

This handbook provides guidance on the practices the Board employs in exercising its authority, complying with various legal requirements, working with the public and EBMUD staff, and otherwise conducting EBMUD business.

Throughout this manual, the terms “EBMUD” and the “District” will be used interchangeably. References throughout are provided in [The Dashboard on OneDrive](#).<sup>1</sup>

### 1.01 What is a Special District?

State law defines a special district as “any agency of the state for the local performance of governmental or proprietary functions within limited boundaries.” In plain language, a special district is a separate local government that delivers specific public services to a geographically limited area, such as water and wastewater service. Special districts have four distinguishing characteristics – they are a form of government; have governing boards; provide services and facilities; and have defined boundaries.<sup>2</sup>

### 1.02 EBMUD Mission Statement

EBMUD’s mission is “to manage the natural resources with which the District is entrusted; to provide reliable, high-quality water and wastewater services at fair and reasonable rates for the people of the East Bay; and to preserve and protect the environment for future generations.”

### 1.03 Principles of Governance

The principles used in accomplishing EBMUD’s mission are:

- Exercise responsible financial management
- Ensure fair and reasonable rates and charges
- Provide responsive quality customer service
- Promote ethical behavior in the conduct of EBMUD business
- Ensure fair and open processes involving the public
- Provide a healthy work environment
- Promote diversity and ~~equality~~ equity in personnel matters and contracting
- Promote environmental, economic, and social sustainability

### 1.04 EBMUD Values

EBMUD has adopted the following values in support of our Board members and employees as they work to achieve the District’s mission:

<sup>1</sup> [The Dashboard is an electronic library of reference documents and materials in a limited-access OneDrive folder provided to the Board and maintained by the Secretary’s Office.](#)

<sup>2</sup> **Reference:** *Institute for Local Governments What’s So Special About Special Districts?*  
<https://www.ca-ilg.org/post/about-special-districts>

**Commented [A1]: Director Comment:** Board members may be unfamiliar with this.

**Commented [A2R1]: Staff Reply:** We have added a footnote to explain.

**Commented [A3]: Director Comment:** Do we mean “equity” here?

**Commented [A4R3]: Staff Reply:** Yes. Edit made.

- Stewardship: I am a steward of our resources and committed to public service
- Integrity: I act with integrity
- Respect: I treat others with respect
- Teamwork: We are EBMUD and we are one team<sup>3</sup>

## Section 2. Municipal Utility District Act

The Municipal Utility District (MUD) Act of California, enacted in 1921, provides the legal framework for the formation and operation of municipal utility districts within the state.<sup>4</sup> These districts are public agencies that provide essential services such as water, wastewater, electricity, and waste collection to their communities. Unlike private utility companies such as Pacific Gas & Electric, which are regulated by the California Public Utilities Commission, municipal utility districts operate independently and derive their powers directly from the MUD Act. The MUD Act enables districts to levy taxes, issue bonds, and acquire, construct, or operate infrastructure necessary to delivery these services with the goal of ensuring reliable and cost-effective public utilities while maintaining local control over resource management.<sup>5</sup>

## Section 3. Role of the Board of Directors

The Board of Directors is the legislative body of EBMUD. The Board sets policy for EBMUD and operates in accordance with and as outlined in MUD Act Article 4, Powers and Duties of Directors and all other applicable laws. As discussed in subsection 3.03, the Board exercises legislative and ministerial powers in providing direction to EBMUD.

### 3.01 Purpose of the Board

The Purpose of the Board is to:

- Develop policies that implement the mission and values of EBMUD.
- ~~Determine the results~~ Establish performance standards and outcomes that reflect the policies set by the Board.
- Provide oversight of EBMUD's performance against the standards established by the Board.
- Make decisions necessary to carry out the mission of EBMUD.

### 3.02 Authority of the Board and Individual Board Members

The Board of Directors is the unit of authority for EBMUD. It is the legislative body of EBMUD and determines all questions of policy.<sup>6</sup> Under the MUD Act, it is empowered to supervise and regulate the utility services provided by EBMUD, including setting rates and fees, and making and enforcing rules, regulations, contracts and practices in

<sup>3</sup> **Resource:** EBMUD Values Splashpad Page, <https://splashpad.ebmud.com/district/values>

<sup>4</sup> **Reference:** Public Utilities Code § 11501 *et seq.*

<sup>5</sup> **Reference:** A hard copy of the MUD Act is provided to every new Board member.

<sup>6</sup> **Reference:** Public Utilities Code § 11883.

**Commented [A5]: Director Comment:** Would it be more accurate to state "public municipal utility districts?"

**Commented [A6R5]: Staff Reply:** A "municipal" entity is a public entity.

**Commented [A7]: Director Comment:** Consider adding: A hard copy of the MUD Act is provided to every new Board member. Consider adding a little more about the difference with Private utilities, and how the CPUC does not regulate us like they do private utilities

**Commented [A8R7]: Staff Reply:** Footnote added re copy of the MUD Act. Language added explaining difference between MUDs and private utilities.

**Commented [A9]: Director Comment:** According to the MUD Act the Board is the legislative body of EBMUD. But it is not merely legislative as it also has executive functions. The Board is also a ministerial body and possesses executive powers. This needs a bit more context.

**Commented [A10R9]: Staff Reply:** Added reference to executive functions, which appear in more detail in section 3.03, and to the MUD Act.

**Commented [A11]: Director Comment (#1):** This sentence is unclear.

**Director Comment (#2):** It is unclear what this means. Does this mean the Board determines the criteria that will be used to evaluate the effectiveness of policies it sets? OR does it mean the Board determines the desired outcomes of these policies?

**Commented [A12R11]: Staff Reply:** Edited for clarity.

**Commented [A13]: Director Comment:** "As established by the Board" seems unnecessary.

**Commented [A14R13]: Staff Reply:** The term is meant to establish the performance metric for which the Board provides oversight, as opposed to more general "performance." Additional language added for clarity.

connection with any service, product, or commodity owned or controlled by EBMUD.<sup>7</sup> The specific duties of the Board, as authorized by the MUD Act, are detailed in subsection 3.03.

The authority above must be exercised by a quorum of the Board, meaning four out of seven Board members. Individual Board members may not commit EBMUD to any policy, act, or expenditure unless authorized by a quorum of the Board.<sup>8</sup>

Individual Board members should respect the decisions made by the Board, regardless of their personal position. Individual Board members may voice their individual opinion about the decisions of the Board, but in doing so, should make it clear that it is their own opinion and not the opinion of the Board or other Board members. Individual Board members are encouraged to notify the General Manager in advance when they plan to speak publicly in opposition to EBMUD's decisions, policies or actions.

### 3.03 Board Duties

The key duties of Board members are to:

- Adopt and regularly update a Strategic Plan for EBMUD that reflects its mission, values and vision.
- Adopt written policies that further the Strategic Plan and mission of EBMUD, while ensuring a high-quality of governance and clear roles in decision-making between the Board and EBMUD staff.
- Adopt rates, rules and regulations for the services provided by EBMUD.
- Approve budgets, rates and long-range capital plans to ensure the long-term ability of EBMUD to fulfill its mission.
- Hire, regularly evaluate and, when necessary, discharge the General Manager and General Counsel.
- Identify and track the performance metrics that reflect the policies set by the Board.
- Provide oversight and track compliance with all relevant laws, regulations, permits and the performance of EBMUD.
- Ensure the organization operates effectively and efficiently to fulfil its mission.
- Comply with the open governance requirements of the Ralph M. Brown Act and the California Public Records Act.
- Communicate with EBMUD customers and community stakeholders to understand their concerns, values and viewpoints.
- Serve as ambassadors for EBMUD and build relationships throughout EBMUD's service area and in those areas of the state impacted by EBMUD's policies and activities.
- Maintain open lines of communication with employee unions and ~~and seek~~ approve collective bargaining agreements and seek alignment with EBMUD's vision and goals.

<sup>7</sup> Reference: Public Utilities Code § 11885.

<sup>8</sup> Reference: Public Utilities Code § 11909.

**Commented [A15]: Director Comment:** This refers to Board Member Conduct, not Authority. The Board's Authority is granted by the MUD Act which includes overseeing the provision of utility services and managing district affairs. Perhaps it is worth summarizing the authority here (please add/subtract based on MUD act authority):

- General governance and policy-making authority
- Control of utility services
- Financial management
- Acquisition and management of property
- Entering into contracts and agreements
- Hiring and management of GM, GC. and Secretary.
- Regulatory and legal compliance
- Imposing fees and assessments
- Eminent domain
- Environmental stewardship

**Commented [A16R15]: Staff Reply:** The purpose of this section is to distinguish between the Board's authority and that of individual Board members. We have edited this to clarify and reference the MUD Act.

**Commented [A17]: Staff Comment:** Added per Director comment below.

**Commented [A18]: Director Comment:** "and seek alignment" should be "which seek alignment" or "in alignment with."

**Commented [A19R18]: Staff Reply:** Edit made.

- Strive to equitably address the needs of impacted all communities served by EBMUD, with a special emphasis on addressing the needs of impacted communities.
- Set Ward boundaries following each decennial census and in accordance with the Fair Maps Act so that each ward accurately reflects population changes and racial diversity.
- Take such actions as are required by law.

**Commented [A20]: Director Comment:** This needs to be stronger in terms of addressing environmental justice. Maybe adding "with special emphasis on addressing needs in communities which have historically been disproportionately impacted."

**Commented [A21R20]: Staff Reply:** Edited in response to this suggestion.

### 3.04 Role of Board Officers

The Board Officers are the President and Vice President.<sup>9</sup> While not considered Board officers, this subsection also describes the role of the President Pro Tem, the chairs of standing committees, and the representatives on the governing bodies of Joint Powers Authorities to which EBMUD is a party.

#### (a) Role of the Board President

The role of the President is to:

- Serve as presiding officer at all Board meetings.
- Develop and approve the regular Board meeting agenda in consultation with the General Manager.
- Administer regular Board meetings under appropriate parliamentary procedure and in accordance with this manual, by:
  - Managing the meeting time;
  - Ensuring appropriate opportunities for public participation;
  - Keeping the Board focused on the discussion at hand; and
  - Avoiding diversions from the agenda or disruptions in the conduct of EBMUD business.
- Sign resolutions, ordinances, and other Board-approved documents on behalf of the Board.
- Make appointments to Standing Board Committees, Ad Hoc Committees, Joint Powers Authorities (JPAs), and as representatives to outside agencies.
- Act as a mentor for newly elected or appointed Board members while avoiding violations of the Brown Act.<sup>10</sup>
- Act as an official representative of EBMUD for ceremonial purposes.
- Ensure Board members abide by Policy 6.04, Ethics of the Board of Directors, and the principles of conduct stated in this manual; in a prompt and timely fashion, investigate reported perceived violations of the Ethics Policy by a Board member, and consider any appropriate action warranted.

**Commented [A22]: Director Comment:** Add provision regarding acting as a mentor for new Board members.

**Commented [A23R22]: Staff Reply:** We have included recommended language and have referenced the Brown Act.

**Commented [A24]: Director Comment (#1):** Add the role of the President described under Ethics to this section as well: "The Board President is responsible for ensuring Board members abide by the Ethics Policy and principles of conduct stated in this manual."

**Director Comment (#2):** Address board member inquiries or concerns regarding potential violations of policies, including the ethics policy, by other board members in prompt and timely fashion.

**Commented [A25R24]: Staff Reply:** Language added to address both comments.

<sup>9</sup> Reference: Public Utilities Code § 11882.

<sup>10</sup> Any Board member who serves as a mentor to other Board members should first consult with the General Counsel for advice on providing mentorship in a manner that does not violate the Brown Act.

(b) Role of the Board Vice President

The Role of the Vice President is to:

- Perform the duties of the President in the President's absence or due to any conflict of interest the President may have under the law or EBMUD policies and procedures.
- Act as a mentor for newly elected or appointed Board members while avoiding violations of the Brown Act.

(c) Role of the President Pro Tem

If both the President and Vice President are absent, the Board member with seniority among the Board members present will serve as president pro tem until such time as the President or Vice President is present.

(d) Role of Committee Chairs

The role of a Committee Chair is to:

- Serve as the presiding officer at committee meetings.
- Develop and approve the committee meeting agenda in consultation with the General Manager.
- Administer committee meetings under appropriate parliamentary procedure and in accordance with this manual.
  - Managing the meeting time;
  - Ensuring appropriate opportunities for public participation;
  - Keeping the committee focused on the discussion at hand; and
  - Avoiding diversions from the agenda or disruptions in the conduct of EBMUD business.
- Report to the Board at the next regular Board meeting following a committee meeting any discussions held at the committee meeting and any recommendations by the committee on actions to be taken by the Board.

### 3.05 Appointees of the Board of Directors

The Board directly appoints the General Manager, the General Counsel, and the Secretary of the District.<sup>11</sup>

(a) Role of the General Manager

The General Manager serves at the pleasure of the Board pursuant to the terms and conditions set forth in an employment agreement with EBMUD. The General Manager is responsible for the management of EBMUD and its employees in accordance with the policies approved by the Board.

The General Manager is responsible for:

<sup>11</sup> Reference: Public Utilities Code §§ 11926 & 11931.

**Commented [A26]: Director Comment:** Add provision regarding acting as a mentor for new Board members.

**Commented [A27R26]: Staff Reply:** We have included recommended language and have referenced the Brown Act.

**Commented [A28]: Director Comment:** Add provision regarding acting as a mentor for new Board members.

**Commented [A29R28]: Staff Reply:** The president pro tem is a temporary position and may change based on the seniority of Board members present at a meeting or during the absence of the Officer.

- Administering the business affairs of EBMUD.
- Enforcing all EBMUD ordinances, rules and regulations.
- Executing Board directives and reporting back to the Board on progress.
- Administering the EBMUD civil service system.
- Hiring, managing and removing EBMUD employees necessary for the administration of the affairs of EBMUD, in accordance with the provisions of the civil service system.
- Managing communications and requests between the Board and staff.
- Attending all regular, special and committee meetings of the Board unless excused.
- Bringing to the attention of the Board matters requiring or deserving its consideration.
- Preparing an annual budget for approval by the Board reflecting the Board's policy and strategic directives.
- Preparing general and specific reports updating the Board on the affairs of EBMUD, including keeping the Board informed on the progress of programs and specific matters.
- Preparing draft agendas and all documents necessary for the Board's governance of EBMUD at regular Board meetings and committee meetings.
- Ensuring that EBMUD effectively interacts with the public it serves and other governmental agencies to inform them of matters of concern and to promote EBMUD policies and programs.
- The full charge and control of the construction of the works of EBMUD and of their maintenance and operations.
- Performing additional duties as the Board may require.<sup>12</sup>

The General Manager performs these duties either directly or through EBMUD staff or contractors, as necessary and appropriate, in accordance with Board policies, EBMUD procedures, and the EBMUD civil service system.

(b) Role of the General Counsel

The General Counsel is ~~an attorney~~ licensed to practice law in the State of California ~~and shall have been actively engaged in the practice of their profession for not less than three years next preceding their appointment.~~<sup>13</sup> ~~The General Counsel is the chief legal officer of EBMUD~~ and serves at the pleasure of the Board pursuant to the terms and conditions set forth in an employment agreement with EBMUD. ~~The General Counsel is the chief legal officer of EBMUD.~~<sup>14</sup>

The General Counsel is responsible for:

- Overseeing and directing EBMUD's strategy in all lawsuits and other legal proceedings in which EBMUD is a party or in which it is legally interested.

<sup>12</sup> **Reference:** Public Utilities Code §§ 11926, 11937 & 12501 *et seq.*

<sup>13</sup> **Reference:** Public Utilities Code § 11932.

<sup>14</sup> **Reference:** Public Utilities Code § 11939.

**Commented [A30]: Director Comment:** Strike "an attorney."

**Commented [A31R30]: Staff Reply:** Done. Additional language from the MUD Act has also been added.

- Advising the Board on compliance with the Brown Act, conflict of interest laws, and other laws related to the Board's governance of EBMUD.
- Providing legal advice to the General Manager and members of the Senior Management Team.
- Providing legal advice in support of the work of EBMUD staff or whenever required by the Board.
- Reporting to the Board situations that present a legal risk to EBMUD that come to the General Counsel's attention.
- Approving as to form all EBMUD ordinances, resolutions, contracts, bonds, and other legal documents connected with the business of EBMUD.
- Attending all regular, special and committee meetings of the Board unless excused.
- Performing additional duties as the Board may require.

The General Counsel performs these duties either directly or through the attorneys and staff of the Office of General Counsel or in conjunction with special counsel retained by the Office of General Counsel, as necessary and appropriate, in accordance with Board policies and EBMUD procedures.

(c) **Role of the Secretary of the District**

The Secretary of the District acts ~~for~~ on behalf of the Board members in a variety of executive, administrative, legal and record-keeping functions, and is part of the EBMUD Senior Management Team. These functions include preparation and distribution of Board and Committee agendas, notices, meeting materials, and minutes; compliance with applicable regulations, including the MUD Act, Public Health and Safety Code, Brown Act, Political Reform Act, and Public Records Act; records management; administration of elections; adherence to Fair Political Practices Commission requirements; compliance with ethics laws; maintenance of Board policies and related administrative procedures; and special projects.

The Secretary of the District:

- Makes independent decisions as necessary to implement Board requests, decisions and official actions.
- Provides administrative support to Board members.
- Performs all duties in compliance with applicable regulations.
- Serves as custodian of the EBMUD seal and the official records of EBMUD.
- Attends all regular, special and committee meetings of the Board unless excused.
- Produces, as appropriate, the minutes and official records of Board and Committee actions.
- Serves as the Filing Official under EBMUD's Conflict of Interest Code and serves as EBMUD's Election Officer to oversee EBMUD election procedures with the Counties of Alameda and Contra Costa.
- May perform any other duties ~~as~~ from time to time as may be prescribed by the Board of Directors.

**Commented [A32]: Director Comment:** Should this state "on behalf of"?

**Commented [A33R32]: Staff Reply:** Edit made.

## Section 4. Principles of Conduct

The Board is committed to acting in the best interests of its ratepayers and the public, providing excellence in leadership and prioritizing EBMUD's mission over personal or other interests. This section presents general principles of Board member conduct.

### 4.01 General Principles of Conduct

The following are the general principles of conduct to be observed by the Board.

- Board members must always demonstrate loyalty to EBMUD by acting in the best interest of EBMUD, its ratepayers and the public, not allowing their actions to be dictated by personal, financial or political interests.
- Board members should make decisions that prioritize the long-term sustainability, financial health, and operational efficiency of EBMUD, while ensuring reliable service to the public.
- Board members should be prepared for Board meeting deliberations in which they are required to or wish to take part.
- Board members should demonstrate EBMUD's values of Stewardship, Integrity, Respect, and Teamwork.
- Board members should endeavor to conduct themselves with civility, respect, and professionalism with each other, EBMUD staff, and the public.
- Each Board member should respect the decision-making authority of the Board and abide by Board-adopted policies and EBMUD-adopted procedures.
- Board members should familiarize themselves with and comply with all applicable laws, regulations and Board-adopted policies regarding governance of EBMUD, about which Board members may seek advice from the General Manager or Secretary of the District, or legal advice from the General Counsel, when necessary.

Board members are encouraged to:

- Stay informed about the issues facing the water and wastewater industry.
- Ask the General Manager questions about Board meeting agenda items ahead of Board and committee meetings to allow time for staff to prepare helpful responses to support the Board's discussion and decision-making.
- Manage conflict carefully and with civility.
- Be respectful of their fellow Board members, staff, guests, and the public.
- ~~Board members~~ Be timely in their attendance ~~of at~~ all Board, ~~and~~ committee, and special meetings.

### 4.02 Conduct Between Board Members

The following principles apply to all conduct between Board members when interacting with each other.

**Commented [A34]: Director Comment:** Add a bullet (run-on sentence).

**Commented [A35R34]: Staff Reply:** Done.

**Commented [A36]: Director Comments:** There appears to be a typo here.

**Commented [A37R36]: Staff Reply:** Extraneous words removed.

**Commented [A38]: Director Comment:** Change to "at."

**Commented [A39R38]: Staff Reply:** Edit made, and added special meetings.

- Each Board member should respect the dignity, values and opinions of other Board members, focusing on policy issues and not personalities.
- The Board is encouraged to work as a team, striving to reach consensus on policy decisions to the extent possible, recognizing that each Board member may have a unique perspective on a policy issue.
- No Board member should put the personal interests of any other Board member above the interests of EBMUD.
- Board members shall not communicate with each other outside of publicly noticed meetings in a manner that violates the **Brown Act**.

#### 4.03 Conduct When Representing EBMUD in Public

The following principles apply to the conduct by Board members when interacting with constituents or representing EBMUD in public settings.

- When responding to constituent requests and concerns, Board members are **encouraged expected** to be courteous and respond to individuals promptly and in a positive manner. The General Manager and the Community Affairs Representative for the Board member's ward are available to provide information or assistance to a Board member in responding to members of the public.
- In communicating with the governing bodies of other agencies, the press, or other members of the public:
  - Board members may speak on behalf of EBMUD or the Board when discussing adopted EBMUD policies or stated Board decisions.
  - In all other circumstances, Board members should make it clear that their opinions and representations are their own and do not reflect the opinions or policies of EBMUD or the Board as a whole.
  - Board members are encouraged to notify the General Manager in advance if they plan to speak publicly in opposition to an EBMUD decision or policy.
- Board members should endeavor to express their individual opinions in a responsible manner that is not detrimental to EBMUD or other Board members and staff.

#### 4.04 Working with Staff

The MUD Act charges the General Manager with the day-to-day management of EBMUD staff.<sup>15</sup> This subsection describes how the Board works with those EBMUD officers appointed by the Board, as well as with EBMUD staff.

##### (a) Working with the General Manager

The Board provides policy direction and instructions to the General Manager on matters within the authority of the Board. The General Manager is responsible for execution of

<sup>15</sup> **Reference:** See Public Utilities Code §§ 11926 & 11937.

**Commented [A40]: Director Comment:** This appears to be the first reference to the Brown Act with respect to Board members. I recommend mentioning this earlier with some background on the act. Perhaps under 3.03 - Duties: "Abide by the Brown Act" and a brief sentence on it.

**Commented [A41R40]: Staff Reply:** Language regarding the Brown Act added to section 3.03.

**Commented [A42]: Director Comment:** Change "encouraged" to "expected".

**Commented [A43R42]: Staff Reply:** Edit made.

**Commented [A44]: Director Comment:** Should this section say something about reporting communications with elected officials or their staffs about EBMUD matters? I believe that is a policy.

**Commented [A45R44]: Staff Reply:** A 2017 Board President's directive requires Board members to announce at the beginning of meetings:

- Any ex parte communications (i.e., an oral or written communication not on the public record) that they have had with legislators or legislative staff which relate to matters under consideration at the Board or a Committee meeting;
- Any ex parte communications that they have had with public officials, developers, consultants, vendors, or others which relate to matters under consideration at the Board or a Committee meeting; and
- Any public statements or presentations outside of a Board meeting concerning items to be addressed or discussed at the Board or a Committee meeting.

The Board should consider if they want to continue this directive as policy and include it here.

the Board's policy direction and instructions. Members of the Board should deal with matters within the authority of the General Manager through the General Manager.

(b) Working with the General Counsel

The General Counsel provides the legal support for the policies adopted by the Board and the procedures approved by the General Manager to implement those policies.

- Board members should consult directly with the General Counsel on any questions regarding compliance with the Brown Act, ethics laws or other laws related to Board governance.
- The General Counsel provides advice to Board members in their official capacity and cannot advise Board members in their individual capacity.
- The General Counsel cannot advise Board members in their capacities as campaign candidates except insofar as their positions as Board members may impose certain legal obligations on them under campaign finance laws.

(c) Working with the Secretary of the District

The Secretary of the District and staff provides administrative support to the Board and performs additional duties as the Board may require. Board members should consult with the Secretary of the District on questions regarding but not limited to EBMUD-related travel, attending conferences, expenses and reimbursement, training requirements, schedule coordination, Board meeting material distribution, Board meeting attendance, [elections](#), [FPPC filings \(e.g. Form 700\)](#), general information (outside of information requested from General Manager), and other regulatory requirements that may govern their role.

(d) Working with EBMUD Staff

When working with or interacting with EBMUD staff, each Board member should:

- Consult directly with the General Manager for information or clarification regarding EBMUD policies, procedures or operations, especially those involving personnel decisions, operations and finances.
- Not exercise individual authority over staff and direct [inquiries regarding](#) the actions of any EBMUD staff member to the General Manager.
- Respect the role and authority of the General Manager and EBMUD's Senior Management Team and employees in the day-to-day management and operations of EBMUD.
- Share concerns about or criticism of the actions of EBMUD staff with the General Manager, in order to respect the privacy or due process rights afforded to all staff.
- Be mindful of requests (e.g., preparing [memoranda](#), reports, or plans) and the impact on the use of staff time and [resources](#), [as follows](#):
  - Board members may work directly with the Community Affairs Representative for their ward in responding to constituent concerns, preparing for meetings with constituents, or on such other matters in which a Board member may interact with a constituent.

**Commented [A46]: Director Comments:** Correct typo.

**Commented [A47R46]: Staff Reply:** Done.

**Commented [A48]: Director Comment:** Add "including the following".

**Commented [A49R48]: Staff Reply:** Added "as follows," since the following text provides the details of how to be mindful of requests for staff time.

- Board members are encouraged to keep the General Manager and Secretary of the District apprised of any need to work with a Community Affairs Representative.
- Other than as set forth above, Board members should direct all individual requests for information, memoranda, plans, documents or other materials to the General Manager or the Secretary of the District.
- Board members should recognize that they are the highest authority at EBMUD and, in order to avoid disruption to the work of EBMUD employees and allow for the free exchange of information, should avoid attending staff meetings or staff events or entering into staff offices or cubicles unless their presence is requested.

#### 4.05 Relationship with Union Representatives

Board members are encouraged to maintain open lines of communication with union leaders to understand concerns associated with pending Board matters, contracts, and employee relations concerns, but should not disclose confidential information to union representatives. Board members should inform the General Manager of discussions with union representatives, as appropriate. Board members should not represent their individual opinions as being the policy or position of EBMUD and should clearly distinguish between personal opinion and the position of EBMUD in such communications.

**Commented [A50]: Director Comment:** Consider adding language regarding representing individual member opinions as union policy or positions.

**Commented [A51R50]: Staff Reply:** Please confirm if added text addresses your comment.

**Commented [A52R50]:** Looks good.

## Section 5. Ethics of the Board of Directors

### 5.01 Principles of Ethics

Board members should avoid impropriety or the appearance of impropriety in their activities. Board members will uphold the highest standards of integrity, honesty, and ethical behavior in all EBMUD-related activities and in accordance with Policy 6.04, Ethics of the EBMUD Board of Directors. Board members are encouraged to review Policy 6.04 and to direct any questions regarding the Policy to the General Counsel.

### 5.02 Failure to Abide by Principles of Ethics and Conduct

The Board President is responsible for ensuring Board members abide by the Ethics Policy and principles of conduct stated in this manual. Violations of Policy 6.04 – Ethics of the Board of Directors, will be addressed in accordance with the procedures set forth in the Policy. Should any Board member have a concern about a violation of the principles of conduct, the Board member is encouraged to raise the concern in private with the Board member in question, or with the Board President, prior to raising the concern in public. However, in the event that misconduct continues, a Any Board member may call for censure or other actions to be taken against the Board member who has violated the principles of conduct.

**Commented [A53]: Director Comment:** A Board member should ALWAYS have the ability to call for censure or other actions.

**Commented [A54R53]: Staff Reply:** Preface words deleted.

**Commented [A55]: Director Comment:** Violated the Ethics Policy or principles of conduct?

**Commented [A56R55]: Staff Reply:** Responding to violations of the Ethics Policy is stated in the Ethics Policy. The intent here was to note that and to separately provide for a response to violations of principles of governance.

## Section 6. Protection of Whistleblowers

The Board promotes and oversees EBMUD's efforts to maintain a healthy and transparent work environment, free from discrimination, harassment or retaliation based on the reporting of improper activities in the workplace. The Board's role in the protection of whistleblowers at EBMUD is described in Policy 6.XX.

## Section 7. Election of Board Officers

### 7.01 Process for Election

#### (a) Time of Election

Board Officers shall be elected as the first order of business during the first regular Board meeting of the calendar year.

#### (b) Nomination of Officers

- Each Board member has the right to nominate a Board member, including themselves, for the role of President or Vice President.
- Each nomination must be seconded by a Board member.
- If more than one Board member is nominated to an Officer position, each nominee must be put to vote in the order the nomination was made.

#### (c) Vote for Board Officers

The positions of President and Vice President shall be elected by a majority vote of the Board (four of seven Board members).

### 7.02 Qualifications of Board Officers

It is important that any Board member being considered for election to an Officer position have the qualifications and experience necessary for effective governance. This includes the following:

- Service on the Board for at least one year prior to the date of the Officer election
- Completion of all required Orientation and Training described in this manual

Traditionally, a Board member shall have served as Vice President prior to serving as President.

In circumstances where none of the Board members meet the qualifications stated above, the Board may vote to elect any Board member to serve as President or Vice President.

### 7.03 Term of Board Officers

The **term** of each Board Officer ~~shall be for one year~~, shall begin immediately following the vote by the Board and shall continue until a new Board Officer is elected.

**Commented [A57]: Director Comment:** Perhaps we need to be more specific and state up front that the term of each Board Officer is one year and shall begin...

**Commented [A58R57]: Staff Reply:** Edit made.

A Board member may not serve more than two consecutive one-year terms in each Board Officer position, unless a situation arises in which the majority of the Board votes to allow an Officer to hold three or more consecutive terms.

### 7.04 Removal of Board Officers

A vote to remove a Board Officer may be initiated following a motion by any Board member and seconded by another Board member. A Board Officer may be removed by a majority vote of the Board (four of seven Board members).

**Commented [A59]: Director Comment:** If this were to happen, what happens next?

**Commented [A60R59]: Staff Reply:** We have added suggested text for a process.

Upon removal of a Board Officer, the Board shall calendar the appointment of a new Officer for the next regular Board meeting. New Officers shall be nominated and approved as set forth in subsection 7.01. The Officer appointed to fill the position shall serve for the remainder of the term for the position.

## Section 8. Filling Director Vacancies

When a vacancy occurs in a ward before the next general election that is scheduled 90 or more days after the effective date of the vacancy, the Board ~~may must~~ vote to either hold a special election in that ward or to appoint a person to fill the vacancy until the next general election.<sup>16</sup>

**Commented [A61]: Director Comment:** Isn't this mandatory, and thus a "must"?

**Commented [A62R61]: Staff Reply:** They may choose one or the other, but, yes, they must choose one option. Edit made.

If the Board chooses to appoint a person to fill the vacancy, the following process may be used.

- At a regularly scheduled or special Board meeting, the Board will appoint an ad hoc committee to facilitate the appointment process.
- A Notice of Vacancy in the ward will be posted in three conspicuous places (EBMUD's Administration Building in Oakland and two places in the ward); on EBMUD's website and social media platforms; published in newspapers; and distributed for posting with cities, towns, chambers of commerce, regional agencies, and elected officials in the ward.
- All interested candidates will receive an information packet that will include a description of the application process and a link to a page on EBMUD's website with information about EBMUD.
- Candidates will be required to mail, email, or hand deliver the following application materials by close of business on a date to be determined by EBMUD:
  - A letter expressing their interest and qualifications (no more than 2 pages);
  - A resume; and

<sup>16</sup> **Reference:** See Public Utilities Code § 11865.

- A minimum of three (3) letters of reference. Additional letters of reference will not be accepted after the submission deadline.
- The Office of the Secretary will conduct the initial screening of all application materials for completeness and confirm with the county that the applicant is a resident of and registered voter in the ward.
- The ad hoc committee will screen applications to develop a shortlist of candidates, if necessary, for final interviews with the full Board.
- Candidate interviews will be conducted as follows:
  - The Board will conduct interviews with each candidate recommended by the ad hoc committee at its next regularly scheduled meeting or at a special meeting, in EBMUD's Administration Building Boardroom or at the Board's discretion, a location within the ward with the vacancy.
  - The interviews will be conducted in person, and if conducted in EBMUD's Administration Building Boardroom, viewable online, and livestreamed on EBMUD's website.
  - The Board will deliberate and, if time permits, vote for the recommended candidate at the conclusion of the interviews.
- If the Board does not vote for the recommended candidate at the conclusion of the interviews, the Board may adjourn the meeting to a future meeting to vote for the recommended candidate.
- The appointee will be sworn in and will serve as the Director for the ward exactly as if elected to office, until the next general election for EBMUD.

This process may be started before the effective date of the Board member's vacancy but must be completed within 60 days of the effective date of the vacancy.<sup>17</sup>

## Section 9. Board Member Orientation and Training

### 9.01 Onboarding and Training of Newly Elected or Appointed Board Members

In order to effectively govern, new Board members should become familiar with the policies, procedures, and operations of EBMUD. During the first four months following election or appointment, the Board member will participate in the following onboarding presentations (2-4 hours) and tours (2 hours - all day):

- Organization Overview, Public Affairs, Administrative Support (Secretary's Office) and Legislative Programs
- Water Quality and Environmental Protection
- Long-Term Water Supply and East Bay Watershed Master Plan
- Long-Term Infrastructure Investment
- Long-Term Financial Stability and Cybersecurity/Information Systems
- Customer and Community Services
- Workforce Planning and Development, including the Diversity, Equity and Inclusion Strategic Plan

**Commented [A63]: Director Comment:** If we use the word "will," then participation in onboarding becomes a matter of policy. Where do we want to land on this?

**Commented [A64R63]: Staff Reply:** This is a matter for Board discussion and determination.

<sup>17</sup> **Reference:** See Public Utilities Code § 11865(a).

- Personal Benefits Orientation and Selection

The following tours will be offered to Board members as part of the orientation and training. Attendance is optional.

- Local Water Distribution System
- East Bay Watershed
- Upcountry Facilities
- Wastewater Facilities

New Board members are also encouraged to complete the California Special Districts Association training for new Board members. The Secretary of the District will assist Board members with enrolling in this training.

**Commented [A65]: Director Comment:** How do new Board members participate in this?

**Commented [A66R65]: Staff Reply:** Language added in response to question.

The Board President and General Manager, in coordination with the Secretary of the District will develop the training and orientation schedule for new Board members. The Board President, with assistance from the Secretary of the District, is responsible for monitoring ~~overseeing the~~ progress of new Board members in the timely completion of their orientation and training.

All onboarding presentations and tours will be led by the General Manager and the Senior Management Team. General Board governance training will be conducted from time-to-time by an outside facilitator.

**9.02 Office of General Counsel Presentation on ~~Ethics Governance Laws and~~ Litigation Presentation**

**Commented [A67]: Director Comment:** This title doesn't seem to fit the topics. I suggest something like "Office of the General Counsel Training."

**Commented [A68R67]: Staff Reply:** Edit made in response to suggestion.

In the first month following election or appointment, each Board member will receive a presentation from the Office of General Counsel on:

- The Municipal Utility District Act
- Open meeting requirements under the Ralph M. Brown Act
- Board governance and Ethics of the EBMUD Board of Directors
- California Conflict of Interest Laws
- The Public Records Act

The presentation will also include information regarding any major litigation in which EBMUD is involved.

**9.03 Required Ongoing Training**

All Board members, as public officials, shall complete the following trainings, as required by law:

**Commented [A69]: Director Comment:** You may want to add that the Secretary's office will work with Board members to meet this requirement and track compliance.

**Commented [A70R69]: Staff Reply:** Language added.

- In accordance with Assembly Bill (AB) 1661, at least two hours of preventing harassment training within six months of assuming office and every two years following the initial training.<sup>18</sup>
- In accordance with AB 1234, at least two hours of ethics training no later than one year from the date the Board member assumes office and every two years thereafter.<sup>19</sup>

The Secretary of the District will assist Board members with enrolling in this training and will maintain records of compliance. Board members' ethics and preventing harassment training certificates will be posted on EBMUD's website.

#### 9.04 Failure to Complete Required Onboarding and Ongoing Training

Board members who fail to complete the onboarding process, including the Office of General Counsel's presentation, and ethics and litigation presentation within the first 6 months of assuming office, and required ongoing training by the prescribed deadlines may:

- Be ineligible to serve as a Board Officer (President or Vice President), chair a standing Board committee, serve on an ad hoc committee, serve on the Retirement Board or serve on the boards of Joint Powers Authorities.
- Be ineligible for approval of travel on behalf of EBMUD or reimbursement of travel expenses.
- Have information posted on the EBMUD website identifying any incomplete training required by law until such time as the required training has been completed.

### Section 10. Training, Educational Programs, Conferences, and Professional Meetings

Board members are encouraged to attend training, educational programs, conferences and professional meetings when the purpose is to support EBMUD or their role as Directors. Attendance at these events must be approved by the Board President in advance. The Secretary of the District manages the budget for these activities and will track requests to attend training, educational programs, conferences, and professional meetings to assist the Board President with reviewing and approving requests. Attendance at these events should not conflict with the Board member's in-person attendance at meetings of the Board of Directors (see Section 11), unless approved in advance by the Board President.

Upon return from any conference attended on behalf of EBMUD, a Director shall file with the Secretary of the District a written report on the Director's activities at the conference (e.g., and what was learned at the conference that may be helpful to the Board or EBMUD and what meetings or sessions the Board member attended).

<sup>18</sup> Reference: Government Code § 53237 et seq.

<sup>19</sup> Reference: Government Code § 53234 et seq.

**Commented [A71]: Director Comment:** Title should include failure to complete onboarding, and section should refer to OGC training.

**Commented [A72R71]: Staff Reply:** Edits made.

**Commented [A73]: Director Comment (#1):** If we say "may" we are leaving this very vague and open to interpretation. If we say "will" it becomes a policy. Where do we want to land on this? Who decides if someone is not eligible to serve as Board Officer if they failed to complete this? Under section 9.01 we use the word "will" - if it's OK to use there, perhaps we can use it here too?

**Director Comment (#2):** At whose discretion are these consequences? This should be changed to, "The Board Secretary will keep individual Board members aware of their status with respect to required training. The Board President will work with board members address any failures. In the event of ongoing non compliance the President may determine that a Board member is ..."

**Commented [A74R73]: Staff Reply:** This is a matter for Board discussion and determination. Once the Board has provided policy direction, this can be edited accordingly.

- The Secretary of the District shall send a copy of the report to the Board President.
- A Director shall not be eligible for reimbursement until they have filed the report with the Secretary of the District.

## Section 11. Meetings of the Board of Directors

A Board “meeting,” as defined by the Brown Act, is any gathering of a quorum of the Board, or of a Board committee, at the same time and place (including electronically) to discuss the business of EBMUD and/or to take action. To comply with the Brown Act, all meetings must be publicly noticed, and the Board’s discussions and actions are limited to the topics specifically stated in the noticed meeting agenda.<sup>20</sup>

### 11.01 Application of the Sturgis Standard Code of Parliamentary Procedure

The Board follows the Sturgis Standard Code of Parliamentary Procedure (Sturgis) for all aspects of the conduct of Board meetings not otherwise required by law, to the extent reasonably practicable.<sup>21</sup>

Deviation from Sturgis in the conduct of Board meetings shall not be grounds for the invalidation of any lawful action taken by the Board.

### 11.02 Types and Purpose of Meetings

There are several types of Board meetings allowed under the Brown Act. Their purpose is described here. The time and place of each meeting described below is stated in subsection 11.04.

#### (a) Regular

The principal type of meeting at which EBMUD business is conducted is a regular Board meeting.

#### (b) Closed Session

The Brown Act requires all Board meetings to be held publicly, unless one of the specific, narrow exceptions defined in the Act applies, in which case the topic may be discussed in a noticed “closed session meeting.”<sup>22</sup> The most commonly cited exceptions for closed session at EBMUD relate to discussion of litigation, real estate negotiations, labor negotiations and the security of EBMUD infrastructure. Only individuals having an official role in the closed session subject matter may attend the closed session.

The Brown Act explicitly prohibits the unauthorized disclosure of confidential information acquired in a closed session by any person present, including Board members.<sup>23</sup> Some

**Commented [A75]: Director Comment:** Where can Board members get a copy of this?

**Commented [A76R75]: Staff Reply:** A copy of Sturgis is provided to each new Board member.

<sup>20</sup> **Reference:** Government Code § 54950 *et seq.*

<sup>21</sup> **Reference:** EBMUD Board Resolution No. 32457.

<sup>22</sup> **Reference:** Government Code §§ 54953(a) & 54962.

<sup>23</sup> **Reference:** Government Code § 54963.

actions taken in closed session must be publicly reported during the regular Board meeting, and the votes for or against the actions must be provided. The Board President generally makes these reports following closed session.

(c) **Special**

Occasionally, special Board meetings are held to discuss a particular topic, conduct a workshop or study session or, if necessary, hold a meeting at a time or date other than a regularly scheduled Board meeting. Special Board meetings generally must be convened within EBMUD's service area. State law requires that agendas for special Board meetings be provided to each local newspaper of general circulation and each radio and television station that has requested such notice in writing and be posted in a public place and on EBMUD's website at least 24 hours prior to the meeting. These meetings are open to the public.

### **11.03 Role of Standing Committees**

(a) **Roles and Responsibilities for Standing Committees**

- With the exception of the Retirement Board, each committee consists of three Board members assigned in accordance with subsection 12.01.
- The committee will receive staff updates on topics within the purview of the committee, as stated in subsection 11.03(b).
- For any action to be taken by the Board that was first presented to a committee for consideration, the committee Chair will inform the Board on its discussions regarding the action, including any relevant policy alternatives, and make a recommendation to the Board on the action to take.
- Though committees may recommend a preferred action or policy decision to the full Board, committees do not have the authority to direct staff to exclude any reasonable action or policy alternative from consideration by the full Board.
- Committees may not speak for or act on behalf of the full Board except when expressly authorized by the Board for a specific and time-limited purpose.
- The committee Chair or, in the absence of the Chair, a representative on the committee, will report on the discussions of the standing committee at the Board meeting following the committee meeting.

(b) **Roles and Responsibilities for Each Standing Committee**

- Finance/Administration Committee. Reviews EBMUD investments, debt service, and related policies, fees and charges, audits, contracts and grants, and policies for acquisition of equipment or services.
- Legislative/Human Resources Committee. Discusses legislative goals and programs, human resources related issues, personnel policies, District training and development, and EBMUD Diversity, Equity, and Inclusion activities.
- Planning Committee. Reviews planning of facilities, capital projects, operational standards, and the acquisition, development and disposition of real property.
- Sustainability Committee. Discusses matters related to sustainability, natural resources, and the environment.

#### 11.04 Time and Place of Meetings

##### (a) Regular Board Meetings

- Regular Board meetings are held on the second and fourth Tuesday of each month.
- The regular meeting is divided into two segments: closed session at 11:00 a.m. and the regular business meeting at 1:15 p.m.
- The Board traditionally cancels the 2<sup>nd</sup> meeting in July and the 2<sup>nd</sup> meeting in December to allow for vacation/break.

##### (b) Planning Committee

Meetings of the Planning Committee will be held at 9:00 a.m. on the second Tuesday of each month.

##### (c) Legislative/Human Resources Committee

Meetings of the Legislative/Human Resources Committee will be held at 10:00 a.m. on the second Tuesday of each month.

##### (d) Finance/Administration Committee

Meetings of the Finance/Administration Committee will be held at 10:00 a.m. on the fourth Tuesday of each month.

##### (e) Sustainability Committee

Meetings of the Sustainability Committee will be held at a time to be determined on the fourth Tuesday, on a quarterly basis.

##### (f) Board Workshops

Board Workshops are special meetings under the Brown Act that will be held at a time to be determined by the General Manager in consultation with the Board President.

##### (g) Retirement Board

The EBMUD Retirement Board meets bi-monthly at 9:00 a.m. on the third Thursday of January, March, May, July, September, and November, respectively. The Retirement Board may change the meeting date from a third Thursday to either a second or fourth Thursday if the third Thursday in the month is in the same week as a regular Board meeting.

##### (h) Date, Time, and Place Considerations for All Meetings

- All Board meetings will be held in the Boardroom of EBMUD's Administration Building located at 375 11th Street, Second Floor, Oakland, California.
- The meeting dates above are subject to cancellation.
- The start times of Board committee meetings stated above may be adjusted to accommodate the agenda for a committee meeting.

### 11.05 Attendance at Meetings

Board members are expected to attend all assigned meetings. Failure to attend meetings, or excessive tardiness, may result in the loss of compensation for the month in question. See subsection 13.01 for more details.

### 11.06 Quorum and Majority

Under the MUD Act, four Board members constitutes a quorum of the EBMUD Board and no Board action is valid unless approved by four Board members.<sup>24</sup> If fewer than four Board members are present at a meeting, the meeting may not proceed and may be cancelled or adjourned to a future date and time.

Note that the MUD Act or other statutes may require that some actions of the Board be taken by supermajority vote, that is, five Board members.

In committee meetings, committee members may take the actions of receiving a report or voting to recommend the full Board take a certain action. For the purposes of such a vote, a quorum of a committee is two of three committee members. If fewer than two committee members are present at a committee meeting, the meeting may not proceed and may be cancelled or adjourned to a future date and time. If the meeting is cancelled or adjourned, staff may present reports on agenda items to the sole committee member present (and the public) for informational purposes only.

### 11.07 Setting Meeting and Committee Agendas

#### (a) Regular Board Meeting Agendas

- The Secretary's Office, in coordination with the General Manager, will prepare a draft of the regular Board meeting agenda. The General Manager will review the agenda with the Board President.
- The Board President may add or delete items for consideration from the regular meeting agenda as the President feels appropriate.
- The Board President shall not remove items for consideration from the regular meeting agenda that are required by law or necessary for EBMUD to conduct its business.

#### (b) Committee Meeting Agendas

- The Secretary's Office, in coordination with the General Manager, will prepare a draft of all committee meeting agendas. The General Manager will review committee meeting agendas with committee Chairs.
- Committee Chairs may add or delete items to committee meeting agendas.
- The Committee Chairs shall not remove items for consideration from the committee meeting agenda that are necessary for EBMUD to conduct its business.

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<sup>24</sup> Reference: See Public Utilities Code § 11909.

(c) Workshop or other Special Meeting Agendas

- The Secretary's Office in coordination with the General Manager will prepare drafts of workshop or other special meeting agendas. The General Manager will review these agendas with the Board President.
- The Board President may add or delete items for consideration from the workshop or special meeting agendas as the President feels appropriate.
- The Board President shall not remove items for consideration from the special meeting or workshop agendas that are required by law or for EBMUD to conduct its business.

(d) Agenda Items Originating from a Board Member

Board Members may request that an item be placed on a future Board agenda by making a request to the General Manager or the Board President. Board members may also ask that an item be placed on a future Board agenda during a Board or committee meeting, either as a follow-up to an item on the meeting's agenda or ~~under during~~ the "Other Items for Future Consideration" item on the meeting agenda prior to the close of a Board meeting.

(e) The Public's Role in Setting Meeting Agendas

Members of the public may request that items of concern be placed on a future regular or committee meeting agenda during a meeting's public comment period. The Board President and General Manager will consider the request. The Board President shall have the sole discretion to approve any requested item for consideration on an agenda.

(f) Urgency Agenda Items

In rare cases, a legitimate urgent need may arise that must be acted upon by the Board even though the item was not on the posted agenda. The Board may discuss and take action on an urgency item under the following circumstances:

- A majority of the Board determines that an emergency, as defined by Government Code section 54956.5, exists; or
- Pursuant to a two-thirds vote of the Board Members present at a meeting (or all Board Members if less than five are present), the Board determines that there is an immediate need to take action, and the need arose after the agenda posting deadline.

The General Counsel should be consulted on the addition of any urgency item to a meeting agenda.

## 11.08 Posting Meeting Agendas

All Board meeting agendas will be posted in accordance with the Brown Act in the front window of the lobby of EBMUD's Main Administration Building and on EBMUD's website.<sup>25</sup>

## 11.09 Public Comment at Board Meetings

### (a) Opportunity for Public Comment

Members of the public may address the Board at all regular meetings, committee meetings and special meetings on matters within the jurisdiction of the Board.<sup>26</sup>

- Comments on non-agenda items are heard during the general public comment period at the beginning of the meeting. At special meetings, public comment is limited to agenda items.
- Comments on agenda items are heard when the item is up for consideration.
- Members of the public are encouraged but shall not be required to identify themselves by name in order to make a public comment.

The Board is limited by the Brown Act to providing a brief response, asking questions for clarification, or referring a matter to staff when responding to public comment on items that are not listed on the meeting agenda.

### (b) Management of Public Comment<sup>27</sup>

- Each member of the public who wishes to address the Board will be given three minutes to speak. This time will be doubled if the speaker requires a translator.
- The Board President has the discretion to amend this time for any or all speakers, taking into consideration such factors as the number of speakers or whether a single speaker is representing a group of interested persons.
- The Secretary of the District will call each speaker in the order in which a speaker card was received or, in the case of remote appearances, a hand was raised.
- The Secretary of the District will track time and inform each speaker when the allotted time has concluded.

### (c) Manner of Public Comment

Specific procedures for participating in Board meetings in person or via an online platform and for submitting written comments and documents to the Board is detailed on EBMUD's website.<sup>28</sup> This process may be updated by the Secretary of the District from time to time.

<sup>25</sup> **Reference:** [Government Code § 54954.2.](#)

<sup>26</sup> **Reference:** [Government Code § 54954.3.](#)

<sup>27</sup> **Reference:** [Government Code § 54954.3\(b\)\(1\).](#)

<sup>28</sup> **Resource:** See <https://www.ebmud.com/about-us/board-directors/board-meetings>

(d) **Disruption of Board Meetings<sup>29</sup>**

- Any person who engages in behavior that disrupts, disturbs, impedes, or renders infeasible the orderly conduct of a Board meeting, including, but not limited to, failing to comply with the procedures of this Governance Policy, may be warned by the presiding officer and, if the behavior continues following the warning, removed from the meeting at the direction of the presiding officer.
- Any person who engages in behavior that constitutes use of force or a true threat of force may be removed from a Board meeting at the direction of the presiding officer without warning.
- The presiding officer may suspend a Board meeting and order the clearing of the Board room in order to stop disruption of the meeting and/or facilitate removal of disruptive persons.

## **Section 12. Committee, Liaison, Retirement Board, JPA Assignments**

### **12.01 Committee Assignments**

The President recommends Board members to serve on standing Board committees, the Retirement Board, and the boards of JPAs (each a “committee”).

- Board members submit their request for committee assignments to the Secretary of the District by the close of business on the Friday following the first Board meeting in January of each year.
- The President of the Board, in coordination with the Secretary of the District, will prepare a proposed list of assignments, including the chair of each EBMUD committee, to be considered by the Board at the second Board meeting in January of each year.
- The Board votes to approve the proposed assignment list by a majority vote of the Board (four of seven Board members) at its second Board meeting in January.
- New committee assignments become effective starting the next meeting following the approval of the assignments.

### **12.02 Creation and Role of Ad Hoc Committees**

The Board may appoint ad hoc committees to serve for a limited duration to address a specific topic of interest to the Board.

- Ad hoc committees may consist of two or three Board members but must consist of less than a quorum of the Board or a quorum of a standing committee.
- The President may recommend members of an ad hoc committee or members may self-nominate for committee membership. The Board shall vote to approve

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<sup>29</sup> **Reference:** [Government Code § 54957.9 & 54957.95.](#)

the membership of an ad hoc committee by a majority vote of the Board (four of seven Board members).

- Ad hoc committees may set their own meeting schedule. Meetings of an ad hoc committee are not required to be publicly noticed or made open to the public under the Brown Act.
- Each ad hoc committee shall report its activities to the full Board at a publicly noticed regularly scheduled Board meeting, as necessary, with the exception of an ad hoc committee appointed to negotiate contracts or contract amendments with the General Manager and General Counsel, in which case the ad hoc committee may receive direction from the Board in closed session.
- An ad hoc committees will be considered to have dissolved once its purpose has been fulfilled.

### 12.03 Board Member Service on Joint Powers and Other Authorities

From time to time, the Board may appoint one or more Board members or EBMUD staff to serve as an EBMUD representative on a Joint Powers Authority (JPA), trade association, or liaison committee.

- Board members are expected to follow the principles of conduct in this manual and shall following Policy 6.04, Ethics of the EBMUD Board of Directors.
- At the next regularly scheduled Board meeting following a meeting of a JPA, trade association or liaison committee, the Board member representative shall report on activities of the JPA, trade association or committee.

### 12.04 Board Member Service on the Retirement Board

The Retirement Board is a separate governing body from the EBMUD Board of Directors. It is publicly charged with responsibility to administer the Retirement System and the Retirement Fund for the benefit of its members, and to secure the payment retirement allowances and other post-retirement benefits authorized by the Retirement Ordinance. It consists of three members (two (2) EBMUD Board members and the General Manager) appointed by the EBMUD Board of Directors, two members elected by and from the membership of the Retirement System (current employees), and one non-voting Retired Member elected by retired members.

## Section 13. Board of Directors Compensation and Benefits

### 13.01 Determination of Compensation

Board members receive monthly compensation in an amount set at a public meeting of the Board of Directors.

- To receive compensation for service in any given month, Board members must attend a minimum of 50 percent of their assigned meetings.<sup>30</sup> Meetings include

<sup>30</sup> Reference: EBMUD Board Resolution No. 35000-16.

**Commented [A77]: Director Comment:** Is this a policy?

**Commented [A78R77]: Staff Reply:** These compensation rules are stated in the current Ethics Policy, but have been removed and put here in this manual because they are not really ethics related. The 50% rule was established in Resolution 35000-16, which has been added as a reference.

regular Board meetings, standing committee meetings, special meetings, joint powers authority meetings, Retirement Board meetings, and closed session meetings.

- Compensation will not be paid to a Board member for any month in which he or she has not attended at least 50 percent of their assigned meetings unless the Board President or committee chair excuses the absence(s) for good cause. Good cause includes, but is not limited to, a Board member's illness, family emergency, or schedule conflict directly related to the business of EBMUD.
- A Board member may not have excused absences for more than three meeting days per calendar year for personal reasons (i.e., vacations) or for attending conferences (even if the conference is directly related to the business of EBMUD). Each meeting day on which a Board member receives an excused absence for either a regular Board meeting, a standing committee meeting, a special meeting, or a combination of these meetings, will be counted as a day for the purposes of this subsection.
- Any Board member arriving 15 or more minutes after roll call for a regular Board meeting, closed session, committee meeting, or special meeting will be considered absent from that meeting for the purposes of determining eligibility for compensation. The Secretary of the District will call roll no later than five minutes after the noticed start time of a meeting unless special circumstances require a later start for the meeting.
- Committee chairs or presiding officers may excuse late arrivals, at their discretion, due to unforeseen circumstances.
- Board members receive compensation based only on attendance at assigned meetings as described above, and do not receive compensation for attendance at non-EBMUD activities.

### 13.02 Annual Review of Compensation

Any adjustment to Board member compensation will be set annually by the Board at a public Board meeting in compliance with the MUD Act and California Constitution.<sup>31</sup>

- The Board may adjust its compensation by providing an increase or a decrease in compensation.
- The Board may increase its compensation by not more than five percent annually.
- If the Board has elected not to increase its compensation in any calendar year, the next time the Board considers an adjustment it may vote to increase its compensation by up to five percent for each calendar year following the operative date of the last compensation increase. In the event the Board votes to increase its compensation in this manner, it should explicitly state the increase for each year following the year of the last compensation increase (i.e., 2.5 percent in year one, two percent in year two, etc.).

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<sup>31</sup> Reference: Public Utilities Code § 11908.1.

- The Board may not apply any increase in compensation retroactively nor award itself retroactive pay in any circumstance.
- Any Board motion to adjust its compensation shall state the effective date of the compensation adjustment.
- No Board action adjusting its compensation shall provide for an automatic increase to that compensation.
- The calculation of Board member compensation will be rounded down to the nearest cent.

### 13.03 Board Member Benefits

Board members are entitled to the following benefits from EBMUD:

- EBMUD will provide health care benefits to Board members under the same terms and conditions as benefits are provided to EBMUD employees.
- Board members may participate in EBMUD’s Employee Retirement System as provided in EBMUD’s Retirement Ordinance.
- Board members may participate in EBMUD’s deferred compensation plans under the same rules as eligible EBMUD employees.
- Board members may participate in the Utility District Employee Association and the Utility District Credit Union under the same rules as eligible EBMUD employees.

## Section 14. Reimbursement of Director Expenses

Board members are entitled to reimbursement of expenses they incur in conducting EBMUD business, as detailed in [Policy 4.14, Reimbursement of Director Expenses](#).

## Section 15. Board Members’ Role in Emergency Situations; Succession Planning

In general, the Board President and Board members have a minimal role in emergency operations. During an emergency, Board members should be available to support the General Manager.

The Board of Directors adopted an Emergency Succession Plan to ensure continuous coverage of the Board of Directors’ duties, critical to the ongoing operations and sustainability of the District,<sup>32</sup> in the event one or more Board members is unavailable following a state of war emergency or in the event of a state of emergency or a local emergency.

<sup>32</sup> **Reference:** EBMUD Board Resolution No. 35038-17. **Resource:** A copy of the Emergency Succession Plan is available on the Dashboard.

**Commented [A79]: Director Comment:** Is this the right number?

**Commented [A80R79]: Staff Reply:** Yes, the reimbursement policy is Policy 4.14.

### **15.01 Selection and Appointment of Standby Officers**

Each Board Member shall designate a minimum of two and no more than three Standby Officers to serve in their place in the event of the Board Member's unavailability in an emergency, as defined by the California Emergency Services Act (CESA). Standby Officer No. 1 must reside within each respective Board member's ward. Standby Officer No. 2 must reside outside of the member's ward and may reside outside the District's service area. A Board member may choose, and the Board has the option to appoint, a third Standby Officer (Standby Officer No. 3). That Standby Officer could reside inside or outside the same ward as the Board member, or outside the District's service area.

The list of Standby Officers shall be approved by Board Resolution and reviewed on an annual basis. The General Manager will determine the availability of the Board Members in an emergency. The Board will endeavor to fill vacancies in accordance with the Municipal Utility District Act and CESA within 60 days of the effective date of the vacancy. Upon appointment by the Board through a Board Resolution, the Standby Officer shall take the oath of office, remain informed of the duties, District business, and be prepared to immediately report for duty during an emergency. Details of this process will be documented in the General Manager's Business Continuity Plan.<sup>33</sup>

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<sup>33</sup> **Reference:** EBMUD Policy 7.03, Emergency Preparedness/Business Continuity.



**ETHICS OF THE EBMUD  
BOARD OF DIRECTORS**

**IT IS THE POLICY OF THE EAST BAY MUNICIPAL UTILITY DISTRICT BOARD OF DIRECTORS TO:**

Promote ethical behavior in the conduct of District business.

**Purpose and Scope** The proper operation of EBMUD requires that Board members remain objective and responsive to the needs of the public, make decisions within the proper channels of governmental structure, and not use public office for personal gain. To further these objectives, certain ethical principles govern the conduct of each member of the EBMUD Board of Directors.

This policy promotes awareness of ethics, integrity and fidelity as critical elements in Board members' conduct and in achievement of the EBMUD mission. It references relevant policies, practices, and procedures that provide the legal framework and operational guidelines for addressing ethical issues.

**Responsibilities of Public Office** EBMUD Board members are dedicated to the concepts of effective and democratic government by responsible elected officials. Board members:

- Uphold the Constitution of the United States and the Constitution of the State of California, and carry out the laws of the nation, the state and local governmental agencies;
- Comply with applicable laws regulating their conduct, including open government, conflict of interest, and financial disclosure laws;
- Fulfill all applicable training requirements, including attending two (2) hours of ethics training (AB 1234) and two (2) hours of sexual harassment prevention training and education (AB 1661) every two (2) years; and
- Work in full cooperation with other public officials, unless they are legally prohibited from doing so.

*[California Government Code Section 1360; California Government Code 53235; California Government Code Section 87200; California Government Code Section 53237; Article 20, Section 3 of the California Constitution.]*

**Fair and Open Processes Involving the Public**

EBMUD Board members promote fair and open public processes. Board members, and persons elected but who have not yet assumed office as members of the Board, **must fully** comply with California's open meeting law for public agencies (the Brown Act).

Disclosure of Communications

- Board members shall publicly disclose any oral or written communications they have had with persons, including, but not limited to, employees, legislators, legislative staff, public officials, developers, **contractors**, vendors, and consultants, that relate to matters at a Board meeting or Committee meeting in which the Board is performing an adjudicatory or quasi-judicial function.
- The disclosure may be made orally or in **written form** and may be made at the start of the meeting or may be made prior to consideration of the agenda item at the meeting.
- The Board shall make a good faith effort to comply with these Disclosure provisions of this Policy. A good faith failure to comply with these provisions shall not be construed to be a violation of this Policy.

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*[California Government Code Section 54950 and following; California Government Code Section 54952.1; California Government Code Section 54959.]*

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**Fair and Equal Treatment**

EBMUD Board members promote diversity, equity, inclusion, and equality in personnel matters and in contracting, consistent with state and federal laws.

- Board members, in performance of their official duties and responsibilities, will not discriminate against or harass any person on the basis of race, color, religion, creed, sex, gender (including breastfeeding), gender identity (including transgender status), gender expression, marital or registered domestic partnership status, age for individuals forty or older, national origin, ancestry, disability (mental and physical), medical condition (cancer and genetic characteristics), genetic information, sexual orientation, military and veterans status, family or medical leave status, pregnancy (including childbirth or related medical condition), pregnancy disability leave status, or any other status protected by federal, state and/or local laws.
- Upon receiving notice of a violation of District Policy 6.06, Equal Employment Opportunity (EEO), a Board member will immediately report the alleged violation to the General Manager. If a complaint is made against the General Manager, the Board member will report the violation to the General Counsel.
- Board members will not grant any special consideration, treatment, or advantage to any person or group beyond that available to every other person or group in similar circumstances.
- Board members will cooperate in achieving the equal opportunity objectives of EBMUD.

*[See, e.g., Article 1, Section 31 of the California Constitution; Age Discrimination in Employment Act of 1967; Americans with Disabilities Act Amendments Act of 2008; Fair Employment and Housing Act; Rehabilitation Act of 1973; Title VII of the Civil Rights Act of 1964; California Labor Code Section 1102. See also EBMUD's Policy 6.06, Equal Employment Opportunity (EEO); Policy 6.08, Contract Equity Program; Policy 6.07, Prevention of Workplace Harassment; and Policy 2.02, Accommodation for Individuals with Disabilities in the Workplace.]*

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**Proper Use and Safeguarding of EBMUD Property and Resources**

EBMUD Board members exercise responsible management of District property and resources in the conduct of District business.

- Board members will safeguard EBMUD property, equipment, moneys, and assets against unauthorized use or removal, as well as from loss including criminal acts or breach of trust.
- A Board member will not ask or require an EBMUD employee to perform services for the personal benefit or profit of a Board member or employee.
- Each Board member will protect and properly use any EBMUD asset within his or her control, including information recorded on paper or in electronic form.
- Board members will maintain written records, including expense accounts, in sufficient detail to reflect accurately and completely all transactions and expenditures made on EBMUD's behalf.
- Board members will adhere to District policies.

*[Article 16, Section 6 of the California Constitution; Penal Code Section 424. See also EBMUD Policy 7.04, Access to District Property for Tours; Policy 7.06, Pardee Conference and Lodging Facility Use; Policy 7.11, Use of District Bay Area Facilities; Policy 4.14, Reimbursement of Director Expenses; Policy 4.20, Use of District Technology Resources]*

**Use of Confidential Information**

Board members will safeguard confidential information.

Board members will not disclose information that legally qualifies as confidential to unauthorized persons without approval of a quorum of the Board. This includes information that:

-(1) has been received for, or during, a closed session Board meeting, either in writing or as part of a discussion,

(2) is protected from disclosure under the attorney/client or other evidentiary privilege, or

(3) is not disclosable under the California Public Records Act.

A Board member may make a confidential inquiry or complaint to a district attorney or grand jury concerning a perceived violation of law, including disclosing facts to a district attorney or grand jury necessary to establish the alleged illegality of a District action. Prior to disclosing confidential information, however, a Board member will first bring the matter to the attention of either the President of the Board or the full Board, in a lawful and appropriate manner, to provide an opportunity to cure an alleged violation.

*[California Government Code Section 54963; California Government Code Section 1098]*

**Conflicts of Interest**

Board members avoid both actual conflicts of interest and the appearance of conflicts of interest with the District.

- A Board member will not have a financial interest in a contract with the District, or be a purchaser at a sale by the District or a vendor at a purchase made by the District, unless his or her participation is legally authorized.
- A Board member will not participate in the discussion, deliberation or vote on a matter before the Board, or in any way attempt to use his or her official position to influence a decision of the Board, if he or she has a prohibited interest with respect to the matter under California law.
- A Board member will not accept any honoraria.
- A Board member will not accept gifts that exceed the limitations specified in California law. Board members will report all gifts, campaign contributions, income and financial information as required under the District's Conflict of Interest Code and the provisions of the Fair Political Practices Act and Regulations.
- A Board member will not recommend the employment of a relative to the District or to any person known by the Board member to be bidding for or negotiating a contract with the District.

*[California Government Code Section 87100 and following; California Government Code Section 1090 and following; California Government Code Section 81000 and following; California Government Code Section 87105; California Government Code Section 89502; Penal Code Sections 68 and 70, and EBMUD Conflict of Interest Code.]*

**Soliciting Political Contributions**

Board members will not solicit political funds or contributions of in-kind services at EBMUD facilities or use EBMUD equipment.

- A Board member will not solicit or direct a political contribution or in-kind services from District officers, employees, consultants or contractors, or from vendors or consultants that have a material financial interest in a contract or other matter while that matter is pending before EBMUD.
- A Board member will not use EBMUD's seal, trademark, stationary, or other indicia of EBMUD's identity or facsimile thereof in any solicitation for political contributions.

*[California Government Code Section 3205 and EBMUD Campaign Finance Reform Ordinance.]*

**Incompatible Offices**

Except as expressly permitted by law, Board members appointed or elected to another public office, the duties of which may legally require action contradictory or inconsistent with the interests of the first entity, will resign from the first entity.

*(See, generally, [California Government Code Section 109973 Cal. Op. Atty. Gen. 357 \(1999\)](#). See also California Government Code Section 53227, under which a special district employee may not be sworn into office as an elected or appointed member of the same special district unless he or she resigns as an employee.)*

~~**Board Member-General Manager Relationship**~~

~~The Board sets District policy and the General Manager is responsible for execution of policy:~~

- ~~• The Board provides policy direction and instructions to the General Manager on matters within the authority of the Board by majority vote of the Board during duly convened Board and Board committee meetings.~~
- ~~• Members of the Board deal with matters within the authority of the General Manager through the General Manager, except when it pertains to the functions of the General Counsel.~~

~~*[Municipal Utility District Act (MUD Act) Sections 11883, 11937 and 11939.]*~~

**Exercise Responsible Financial Management**

The Board ensures the District exercises responsible financial management.

- The Board ensures that EBMUD maintains a system of auditing and accounting that completely and at all times shows the financial condition of the District in accordance with generally accepted accounting principles and legal requirements.
- The Finance/Administration Committee will interview and recommend [to the Board](#) an independent auditor to conduct an annual audit of the District's books, records, financial affairs, and periodic single audits of federal funds received by the District.
- The independent auditor will provide reports and present the results of their audits, including recommendations made to the Board's Finance/Administration Committee. Reports from the auditor will be provided to the Board upon completion as part of the next Board mailing.
- Staff will respond to audit recommendations and provide periodic updates to the Board on the status of the responses to the recommendations.

*[MUD Act Section 11889.]*

~~**Improper Activities and the Reporting of Such Activities; Protection of Whistleblowers**~~

~~The Board ensures that EBMUD maintains a healthy and transparent work environment:~~

- ~~• The General Manager has primary responsibility for ensuring compliance with the District's personnel policies and procedures, and ensuring that District employees do not engage in improper activities, for investigating~~

~~allegations of improper activities, and for taking appropriate corrective and disciplinary actions. The Board ensures that the General Manager is operating the District according to law and the policies approved by the Board.~~

- ~~• Board members will disclose to the General Manager, to the extent not expressly prohibited by law, improper activities within their knowledge. Board members will not interfere with the General Manager's responsibilities in identifying, investigating and correcting improper activities, unless the Board determines the General Manager is not properly carrying out these responsibilities.~~
- ~~• A Board member will not directly or indirectly use or attempt to use the authority or influence of his or her position to intimidate, threaten, coerce, command or influence any other person for the purpose of preventing such person from acting in good faith to bring to the attention of the General Manager or the Board any information that, if true, would constitute: a work-related violation by a Board member or District employee of any law or regulation, gross waste of District funds, gross abuse of authority, a specified and substantial danger to public health or safety due to an act or omission of a District official or employee, use of a District office or position or of District resources for personal gain, or a conflict of interest of a District Board member or District employee.~~

~~[Labor Code Section 1102.5 and following; California Government Code Section 53298 and 53298.5; and EBMUD Equal Employment Opportunity (EEO) Policy 6.06.]~~

**Directors'  
Compensation and  
Expense  
Reimbursement**

~~EBMUD Board members receive a monthly stipend for their public service and the amount of that stipend is reviewed annually. EBMUD reimburses Board members for actual reasonable and necessary expenses incurred in the performance of duties authorized or requested by the Board.~~

- ~~• EBMUD Board members receive monthly compensation in an amount set at a public meeting of the Board of Directors. Board members must attend a minimum of 50% of their assigned meetings. Meetings include regular business meetings, standing committee meetings, special meetings, joint powers authority meetings, retirement board meetings, and closed session meetings. Salary shall not be paid to a Board member for any month in which he or she has not attended the minimum number of meetings unless the Board President excuses the absence(s) for good cause. Good cause includes, but is not limited to, a Board member's illness, family emergency, or schedule conflict directly related to the business and interests of the District.~~
- ~~• Any Board member arriving 15 or more minutes late for a Board or Committee meeting will be considered absent from that meeting. Such absences will be taken into account when determining the minimum number of meetings attended for compensation during that period. Committee chairs or presiding officers may excuse late arrivals, at their discretion, due to unforeseen circumstances.~~
- ~~• Each Board member is encouraged to participate in outside activities and organizations that further the interests of the District. Board members do not receive compensation for attendance at non-District activities. Expenses incurred by Board members in connection with such activities are reimbursable, where authorized in advance or subsequently ratified by the Board President. No personal gain or loss to a Board member is intended. The following rules apply:~~

- ~~a) All expenses must be incurred in compliance with Policy 4.14, Reimbursement of Director Expenses. Any expense that is not specified in Policy 4.14 must be approved in a public meeting by the Board, before it is incurred.~~
- ~~b) All expenses must be reasonable and necessary and Board members will exercise prudence in all expenditures, including transportation, food, lodging, telephone, and technology related charges.~~
- ~~c) Each Board member must use government and group rates offered by a transportation or lodging provider when available.~~
- ~~d) EBMUD does not provide credit cards to Board members. Upon incurring expenses, Board members will submit a reimbursement request, accompanied by evidence of payment of such expenses that will meet the District's requirements.~~
- ~~e) At the next Board meeting, each official shall briefly report on meetings attended at District expense. If multiple officials attended, a joint report may be made.~~

~~[MUD Act Sections 11908 and 11908.1; Resolution No. 35000-16, August 9, 2016; Policy 4.14, Reimbursement of Director Expenses; California Government Code Section 53232.2.]~~

**Candidate's Statement**

A Board member will not include false or misleading information in a candidate's statement for a general District election filed pursuant to Section 13307 of the Elections Code.

~~[Elections Code Sections 13307 and 13313; EBMUD Campaign Finance Reform Ordinance.]~~

**Violation of Ethics Policy**

A perceived violation of EBMUD's ethics policy by a Board member should be referred to the Board President for investigation and consideration of any appropriate action warranted. In the case of a perceived violation by the Board President, the matter should be referred to the Board Vice President. Nothing in this Governance Policy shall be construed to limit the right of any Board member to request that the perceived violation be placed on the agenda for determination and discussion. A violation of this policy may be addressed by remedies available by law, including but not limited to:

- Adopting a resolution expressing disapproval of the conduct of the Board member who has violated this policy,
- Injunctive relief, or
- Referral of the violation to the California Fair Political Practices Commission, District Attorney and/or the Grand Jury.

**Authority**

Resolution No. xxx, (date)

**References**

~~See footnotes~~References are stated in each section above sections.

~~References are available for public review in the Office of the District Secretary.~~

~~Resolution No. 35000-16, August 9, 2016~~

**REIMBURSEMENT OF DIRECTOR EXPENSES****IT IS THE POLICY OF THE EAST BAY MUNICIPAL UTILITY DISTRICT BOARD OF DIRECTORS TO:**

Reimburse Directors as provided in the Municipal Utility District Act, Public Utilities Code Section 11908.1, for reasonable, actual and necessary expenses that are incurred in the performance of duties authorized or requested by the Board.

<b>Purpose and Scope</b>	EBMUD reimburses Directors for reasonable, actual and necessary expenses incurred in the performance of duties authorized or requested by the Board. Each Director is encouraged to participate in outside activities and organizations that further the interests of the District. Expenses incurred by Directors in connection with such activities are reimbursable, where authorized in advance or subsequently <del>ratified</del> <u>approved</u> by the Board President. No personal gain or loss to a Director is intended.
<b>Reimbursable Expenses</b>	Directors are eligible for the reimbursement of expenses they incur in connection with attendance as a representative of the District at <del>such</del> events <u>such</u> as conferences and association meetings. Reimbursable expenses include: <ul style="list-style-type: none"><li>• Travel;</li><li>• Lodging;</li><li>• Meals;</li><li>• Technology Expenses; and</li><li>• Other related expenses incurred in the performance of official District business <u>in accordance with the <i>Guidelines for Reimbursement of Board of Director Expenses</i>, attached to this Policy.</u></li></ul>
<b>Authorization of Reimbursement</b>	Reimbursement of Director expenses must be approved as follows: <ul style="list-style-type: none"><li>• The President of the Board of Directors will approve Reimbursable Expenses incurred by fellow Directors.</li><li>• The Vice President of the Board of Directors will approve expenses incurred by the Board President, and in the President's absence, may approve expenses incurred by fellow Directors.</li><li>• <u>In the absence of both the President and Vice President, the Immediate Past President may also approve expenses of fellow Directors, including the President and Vice President.</u></li><li>• <u>Any expense that is not specified in this Policy must be approved by the Board in a public meeting before it is incurred.</u></li><li>• Under no circumstance may any Director be authorized to approve their own expenses.</li></ul>
<b>Rules Applicable to Reimbursable Expenses</b>	The following rules apply to Reimbursable Expenses: <ul style="list-style-type: none"><li>• Directors will exercise responsible fiscal management in incurring expenses as required by Policy 6.04, Ethics of the EBMUD Board of Directors. All expenses must be reasonable and necessary, and Directors will exercise prudence in all expenditures.</li><li>• Reimbursable Expenses will be incurred and reimbursed in accordance with the <i>Guidelines for Reimbursement of Board of Director Expenses</i>, attached to this Policy.</li></ul>

- Each Director must use government and group rates offered by a transportation or lodging provider, when available.
- EBMUD does not provide credit cards to Directors. Upon incurring expenses, Directors will submit a reimbursement request, accompanied by evidence of payment of such expenses that will meet the District's requirements.
- Upon return from any conference attended on behalf of the District, a Director shall file with the Secretary of the District a written report on the Director's activities at the conference (e.g., and what was learned at the conference that may be helpful to the Board or the District and what meetings or sessions the Board member attended).
  - The Secretary shall send a copy of the report to the Board President.
  - A Director shall not be eligible for reimbursement until they have filed the report with the Secretary.
- At the next Board meeting, following attendance at a conference or meeting for which a Director has received expense reimbursement, the Director each official shall briefly report on the meetings attended at District expense. If multiple ~~officials-Directors~~ attended, a joint report may be made.

**ReferencesAuthority**

Resolution No. xxx, [date]Policy 6.04 – Ethics Policy of the EBMUD Board of Directors

**AuthorityReferences**

Government Code Section 53232.2  
Government Code Section 53232.3  
 Public Utilities Code Section 11908.1  
 IRS Publication 463 – Travel, Entertainment, Gift and Car Expenses  
Policy 6.04GP.XX - Ethics of the EBMUD Board of Directors

## GUIDELINES FOR REIMBURSEMENT OF BOARD OF DIRECTOR EXPENSES

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**PURPOSE** – These guidelines are used to reimburse Board of Directors (Director) for actual, reasonable and necessary expenses while engaged in official District business, as provided in MUD Act Section 11908.1, pursuant to Policy X.XX.

### **Internal Revenue Service (IRS) Requirement**

The District operates under an Accountable Plan, as defined in Internal Revenue Service Regulations 1.62.2. An Accountable Plan is one in which expense reimbursements are not taxable income, not wages, and not included as income. To be an Accountable Plan (according to the IRS), your employer's reimbursement or allowance arrangement must include the following rules:

- Your expenses must have a business connection - that is, you must have been paid or incurred deductible expenses while performing services as a 'Director of the District'.
- You must adequately account to your employer for these expenses within a reasonable period of time.
- You must return any excess reimbursement or allowance within a reasonable period of time.

Reasonable Period of Time: The definition of reasonable period of time depends on the facts and circumstances of your situation. However, regardless of the facts and circumstances of your situation, actions that take place within the times specified in the following list will be treated as taking place within a reasonable period of time.

- You receive an advance within 30 days of the time you have an expense.
- You adequately account for your expenses within 60 days after they were paid or incurred.
- You return any excess reimbursement within 120 days after the expense was paid or incurred.

You are given a periodic statement (at least quarterly) that asks you to either return or adequately account for outstanding advances and you comply within 120 days of the statement.

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### **Authorization**

#### Reimbursable Expenses That Require Prior Authorization

- Conferences, seminars, or similar training courses requiring either a registration fee or overnight lodging costing \$100 or more.
- Travel to destinations in excess of 150 miles from the Director's normal place of work or for overnight lodging of more than one night related to business travel.
- Travel advances and/or prepayment of business expenses that require submission to the Office of the Secretary.

Note: The Board President approves all prior authorization requests from Directors. The Board Vice President approves all prior authorization requests from the Board President, and in the President's absence, may approve fellow Director's authorization requests. In the absence of the President and/or the Vice President, the Immediate Past President may also approve authorization requests including requests from the President or Vice President. Any expenses incurred without prior written approval will not be reimbursed unless it is an emergency related to District business.

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Reimbursable Expenses That Do Not Require Prior Authorization

- Conference, seminar or similar training registration fees costing less than \$100.
- One day travel less than 150 miles from the Director's normal place of work.
- Training with no registration fee or overnight stay.
- Business meetings or District sponsored events:
  - Regular, adjourned regular, and special meetings of the Board.
  - Board committee meetings (as a member or alternate at the request of the committee chairperson) whether standing or ad hoc.
  - Seminars, and non-District meetings or functions when attending as a representative of the Board.
  - Other services rendered as a Director.
- Typical reimbursed monthly expenses:
  - Meals – Refer to meals section.
  - Mileage – Refer to use of private owned vehicles section.
  - Tolls – No receipt required.
  - Parking – Receipt required.
  - Monthly internet charges – Reviewed and approved by Chief Information Officer. Expenses must be submitted within six months of being incurred or expense payment being made.

**Qualifications**

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Director business expenses are reimbursed or paid directly by the District provided they are ordinary, necessary, reasonable, and within the scope of District business for the individual requesting reimbursement. Expenses must meet the following general qualifications:

- Expenses incurred must comply with the provisions of this policy and all expenses must be properly authorized.
- Expenses and business purpose to the District must be adequately documented and explained. Reimbursement of actual expenses requires submission of receipts for all expenses except per diem reimbursement for luggage handling and housekeeping tipping, or reimbursement of bridge tolls.

**Allowable Expenses**

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Registration Fees

Registration fees incurred to participate in conferences, training courses or other similar activities directly related to District business or interests are reimbursable.

Meals

Reimbursement for meals requires an itemized receipt and is limited to the IRS approved per diem rate for the area of travel. Per diem rates are subject to change at any time. The IRS approved per diem rate will be disbursed in whole dollar amounts to approximate 20 percent for breakfast, 30 percent for lunch, and 50 percent for dinner. Current per diem rates can be reviewed at the U.S. General Services Administration website, [GSA Home](#). Click the link to "Per Diem Lookup".

Meal expenses (breakfast, lunch, or dinner) are reimbursable for Directors under these specified conditions:

- For one-day training, conferences, seminars, meetings, and trips.
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- Business meal costs incurred must be reasonable, necessary and at appropriate locations. You must include the names of participants (if being claimed for reimbursement), and the specific business purpose of the meal. Food may be provided at on-site gatherings such as ward events.

It is the Director's responsibility to make necessary arrangements with the host for special dietary requirements. If the Director's special dietary needs request is denied by the host, the Director should receive a meal reimbursement for that meal. The Director is required to provide written details from the host indicating the special dietary needs request cannot be fulfilled.

#### Car Rentals

Car rentals are only approved if public transportation is not reasonably available in the area of travel. Car rentals should be for compact or mid-sized models without upgrades for one or two persons sharing transportation. For three or more persons, or as required to meet District business needs, a larger model may be rented.

The District may contract with a vehicle rental company as a preferred provider. Such a preferred provider will offer governmental rates to Directors for all travel and will not offer liability or collision insurance to Directors on District business because the District is self-insured.

#### Use of Privately Owned Vehicles

Reimbursement for mileage expenses incurred shall be determined as follows:

- Local and long-distance travel shall be reimbursed at the authorized IRS rate per mile.
- Long distance travel - Mileage expenses shall be based upon direct mileage between destinations as determined from established tables of highway distances.
- Directors are personally responsible to pay all traffic citations, parking tickets and any resulting towing or impound charges.
- Mileage to and from the airport and parking at the airport. A receipt is required for cabs, ride-sharing, shuttle service or airport parking.

Note: The mileage reimbursement, plus related en-route expenses per Director, shall not exceed the corresponding lowest quoted round-trip airfare plus an allowance of \$50 covering avoided costs from Oakland, San Francisco, Sacramento or San Jose to the terminal point nearest the point of destination. Lowest quoted round-trip airfare must be documented through services such as Expedia, Travelocity and Orbitz. Questions regarding "in lieu" fare levels can be verified with the Secretary of the District in advance of travel.

#### Lodging

Lodging expenses must be reasonable. When possible, rates should not exceed the maximum group rates published for the conference. Lodging expenses will be reimbursed only when overnight absence from the Director's home is required. An itemized receipt must be attached to the Expense Report. Overnight lodging is not authorized for conferences or seminars that are within the service area without specific advance written approval from the Board President.

Note: If double, deluxe, suite, or other premium-cost accommodations are requested, reimbursement will be at the standard rate for single room occupancy. The receipt should be annotated to show the "standard single" rate if the cost of the accommodations exceeds that rate.

Government, corporate or conference rates must be requested, when available,

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and used if these rates are less than otherwise posted rates.

#### Transient Occupancy Tax (TOT)

When reserving a hotel reservation for a stay in City of Rancho Mirage, San Francisco and Sacramento cities and counties, complete the TOT exemption form. When you check in, show the hotel staff the form, show them your District ID and sign the TOT exemption form. Exemption forms are found on the Travel and Expense (T&E) Splashpad page  
[https://splashpad.ebmud.com/Travel&Expense/Transient\\_Occupancy\\_Tax.pdf](https://splashpad.ebmud.com/Travel&Expense/Transient_Occupancy_Tax.pdf).

#### Airline Fares

Each airline ticket purchased must be at the lowest fare consistent with the business purpose. The District does not reimburse the costs of travel agent fees incurred for the purpose of purchasing airlines tickets. Directors traveling by air for business have the option to reserve and purchase airline tickets on the Internet using their personal credit card and documenting the available fare options that reasonably meet the business purpose.

The following travel service websites are available to research and book reservations:

- Expedia.com
- Travelocity.com
- Orbitz.com
- Travelzoo.com
- Kayak.com

Not all airlines are affiliated with these travel service websites, including Southwest, Jet Blue, ATA, etc. Therefore, those airline websites should also be reviewed for cost comparisons for available flights.

After locating the lowest airfare consistent with the business purpose of the trip, if the airfare is greater than \$250 the Director must provide the information from the website(s) (travel service website and, where used, specific airline website) indicating the alternative options available, in addition to the option ticketed. That documentation must show the lowest fare available for the business trip and must accompany the Expense Report for reimbursement or payment to the District.

#### Miscellaneous

- Internet Access at the hotel or conference center for business use and access to District Information systems.
  - Limits on gratuities are described below:
    - Business meals – 15 percent of the total cost of the meal for an individual or as automatically charged by the restaurant for a group business meal when substantiated by an itemized receipt.
    - Taxi – 10 percent of the cost of taxi fares.
    - Luggage handling and housekeeping – limited to the IRS per diem rate for the area.
    - Laundry services are only reimbursed when travel extends beyond five business days.
  - Minor purchases are reimbursable up to \$500 for non-stock/non-repetitive supplies, or materials that cannot be procured economically through normal
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channels due to time or the value of the purchase.

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**Unauthorized  
Expenses**

Meals

- Meal allowances are not paid for meals en route by air when food is provided by the airline, included with the conference registration, or otherwise provided. (Snacks and continental breakfasts such as rolls, juice and coffee shall not be considered meals.)
- Business discussions during mealtime between Directors, and a Director and employees do not constitute a business meal eligible for reimbursement.
- Alcoholic beverages are not reimbursed except for specific events with prior written approval of the Board President.

Car Rental Insurance and Citations

Directors should not purchase, nor shall the District reimburse the cost of liability or collision insurance as the District is self-insured. Insurance authorized by the Director at the time of rental will not be reimbursed. In the event of an accident while using a rental car, refer the car rental agency to the District's Risk Management Division.

Directors are personally responsible for paying all traffic citations, parking tickets and resulting towing or impound charges in a timely manner.

Airline Fares

Directors will not be reimbursed for the following airline fees:

- Upgraded seating such as first-class, business class, or economy plus
  - When a Director prefers to use a higher class than the economy ticket for reimbursement, the Director must pay the incremental cost of the airfare and provide documentation that shows the incremental cost.
- Early Bird check-in
- Frequent flyer miles or rewards programs
- Cancellation protection or insurance
- Additional travel insurance or premiums

Any requests for a particular airline or routing which results in higher fares will not be reimbursed. The additional costs of airline fares will be the responsibility of the Director.

Miscellaneous

The District provides a cell phone allowance or District cell phones for business related telephone expenses. The District does not provide any additional reimbursement for business or non-business related telephone expenses.

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**Travel and  
Expense  
Authorization**

Travel and Expense Authorizations:

- Must be completed in Elsie for reimbursement of expenses before the expense is incurred unless these guidelines specifically state otherwise.
  - Must be completed by each Director for all travel and approved by the Board President.
  - Travel and Expense Authorizations become a public record upon submission to the District for payment.
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**Processing Travel  
and Expense  
Authorizations**

Director

- Requests Secretary of the District to complete Travel and Expense Authorization in Elsie before expenses are incurred.
- Provides copies of the conference, seminar or training course schedule/agenda to include with the Travel and Expense Authorization.
- Provides written justification stating business purpose for the expense to include with the Travel and Expense Authorization.
- Completes the local TOT exemption form for lodging in California at time of check in if available in that city.

Office of the Secretary

- Prepares Travel and Expense Authorization in Elsie, attaches the required documentation and written request from the Director and obtains approval from the Board President.
- Reviews and approves use of the District Purchase Card for travel and business related expenses and direct travel-related expense payments for up to the total approval amounts shown on Travel and Expense Authorization for transactions requiring payment via purchase/credit card.
- Determines the “reasonableness” of expenses eligible for reimbursement based on time and location of travel, duration of trip and purpose of travel.
- Enters Travel and Expense Authorization with supporting documentation and approvals in Elsie for processing by the Accounting Division.

Board President

- Reviews and approves Travel and Expense Authorization for reasonableness and forwards it to the Office of the Secretary.

Board Vice President

- Reviews and approves, for the Board President and all other Directors in the President’s absence, Travel and Expense Authorization for reasonableness and forwards it to the Office of the Secretary.

Immediate Past President

- In the absence of the Board President and/or the Vice President, reviews and approves for the President, Vice President or other Director’s Travel and Expense Authorization for reasonableness and forwards it to the Office of the Secretary.

Accounting Division

- Accounts Payable (AP) staff, under the direction of the Controller, audits Travel and Expense Authorizations submitted for compliance with procedures.
- Prepares direct travel-related expense payments for up to the total approval amounts shown on the Travel and Expense Authorization for transactions requiring payment by check.

**Expense Report**

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Expense Reports must always be completed by each Director for reimbursement of any business expense after the expense is incurred unless these guidelines specifically state otherwise. All Expense Reports must include adequate documented explanations of the business purpose of the expenses. Expense Reports become a public record upon submission to the District for payment.

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**Processing  
Expense Report**

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Director

- Submits Expense Report and supporting receipts to the Office of the Secretary. Do not include any personal information such as personal credit card information, bank account information, home address or personal phone numbers.
- Always check the Forms Shop for the current form. This form is updated to include current mileage reimbursement rates, regulatory and processing changes.
- The Director incurring the expense cannot approve their own Expense Report.
- Information in the Expense Report must be authorized in writing (e.g., via email) by the Director incurring the expense

Office of the Secretary

- Reviews Expense Report and attachments.
- Sends Expense Report to the Board President for approval.
- Enters Expense Report with supporting documentation and approvals in Elsie for processing by the Accounting Division.

Board President

- Reviews Expense Report for approval after expenses are incurred to determine the need, appropriateness, and reasonableness of each item of expense.
- Sends approved Expense Report to Office of the Secretary for final review before Office of the Secretary enters Expense Report with supporting documentation and approvals into Elsie.

Board Vice President

- Reviews and approves Expense Report for the Board President and all other Directors in the President's absence after expenses are incurred to determine the need, appropriateness, and reasonableness of each item of expense.
- Sends approved Expense Report to Office of the Secretary for final review before entering in Elsie.

Immediate Past President

- In the Board President and/or Vice President's absence, reviews and approves Expense Report of the President, Vice President or other Directors after expenses are incurred to determine the need, appropriateness, and reasonableness of each item of expense.
- Sends approved Expense Report to Office of the Secretary for final review before entering in Elsie.

Accounting Division

- Audits all Expense Reports for compliance with procedures.
- Returns incomplete Expense Reports to the Office of the Secretary with a request for adjustment or explanation.

Advises Office of the Secretary when reimbursement is available for distribution to Director.

**Prepayment of**

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Directors requesting prepayment of expenses for a business trip are required to

**Expenses**

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submit their requests to the Secretary of the District at least ten (10) working days prior to their scheduled departure date or event.

If the District issued a prepayment of expenses, a copy of the Travel and Expense Authorization must be attached to the request. In order to account for prepaid expenses, Expense Reports must be submitted within 15 working days of completion of the business trip.

For periodic expenses when a Travel and Expense Authorization is not required (tolls, BART fares, personal car mileage, etc.) an Expense Report should be submitted within six months.

If the Director chooses not to purchase an airline ticket, the information regarding the ticket selection should be sent to the Secretary of the District who will purchase the ticket at the request of the Director. The charge for the amount of the ticket will be recorded as a prepaid expense to be cleared by a subsequent approved Expense Report.

Cancellations

When traveling on District business, the Director must be reasonably certain that they will be able to complete the trip. Canceling a trip for personal reasons must be approved by the Board President and may result in the Director being responsible for any non-refundable costs. Where possible, another Director may be substituted with the approval of the Board President. If a substitution needs to be made, notify the Secretary's Office and copy the Board President.

Business and Personal Combined

Any Director who wishes to combine personal and business travel should consult with the Secretary of the District who in consultation with the Controller will determine a reasonable allocation of costs. Any cost variance in airfare, car rental, or lodging must be clearly identified on the Travel and Expense Authorization. Charges to accommodate personal preferences will not be reimbursed. Use of frequent flyer miles will not be reimbursed. All other expense reimbursement rules apply.

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**Public Report to the Board**

~~At the next Board Meeting, the Director will make an oral or written presentation to the Board regarding any authorized events attended after business travel outside of the District service area or meetings attended at the District's expense are completed. If multiple Directors attended, a joint report may be made.~~

**Substantiation of Travel Expenses**

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Travel expenses shall be substantiated by any of the following sources:

- Board meeting minutes
- Certification of committee attendance signed by the committee chair
- Verification of attendance at authorized meetings and functions signed by the Board President



# Policy 6.XX

EFFECTIVE DD MON YY

## PROTECTION OF WHISTLEBLOWERS

SUPERSEDES N/A

**Purpose and Scope** The District strives to maintain a healthy and transparent work environment, free from discrimination, harassment, or retaliation based on the reporting of improper activities in the workplace. This Governance Policy describes the roles and responsibilities of the Board of Directors and the General Manager in protecting District whistleblowers.

**Improper Activities** For the purposes of this Governance Policy, “improper activities” includes any violation of state or federal statute; a violation of or noncompliance with a local, state, or federal rule or regulation; or unsafe working conditions or work practices in an employee’s place of employment.

**Role of the General Manager** The General Manager has primary responsibility for ensuring compliance with the District’s personnel policies and procedures, ensuring District employees do not engage in improper activities, investigating allegations of improper activities, and taking appropriate corrective and disciplinary actions.

**Role of the Board of Directors** The Board ensures that the General Manager is operating the District according to law and the policies approved by the Board.

Board members will disclose to the General Manager, to the extent not expressly prohibited by law, improper activities within their knowledge. Board members will not interfere with the General Manager’s responsibilities in identifying, investigating and correcting improper activities, unless the Board determines the General Manager is not properly carrying out these responsibilities.

A Board member will not directly or indirectly use or attempt to use the authority or influence of their position to intimidate, threaten, coerce, command or influence any other person for the purpose of preventing such person from acting in good faith to bring to the attention of the General Manager or the Board any information that, if true, would constitute: a work-related violation by a Board member or District employee of any law or regulation, gross waste of District funds, gross abuse of authority, a specified and substantial danger to public health or safety due to an act or omission of a District official or employee, use of a District office or position or of District resources for personal gain, or a conflict of interest of a District Board member or District employee.

**Claims Against the General Manager or General Counsel** The Board will be notified if, in the initial intake interview for any formal complaint that the General Manager or General Counsel has engaged in an improper activity, the complainant has alleged a prima facie case of an improper activity.

**Authority** Resolution No. xxx, (date)

**References** Labor Code Section 1102.5 *et seq.*  
 Government Code Sections 53298 & 53298.5  
 Policy 6.06, EBMUD Equal Employment Opportunity (EEO)

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ITEM 14

GENERAL MANAGER'S  
REPORT

WILL BE PROVIDED  
AS AN ORAL REPORT

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## EAST BAY MUNICIPAL UTILITY DISTRICT

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DATE: October 17, 2024

MEMO TO: Board of Directors

THROUGH: Clifford C. Chan, General Manager

FROM: Rischa S. Cole, Secretary of the District

SUBJECT: Planning Committee Minutes – October 8, 2024

Chair Marguerite Young called to order the Planning Committee meeting at 9:32 a.m. in the Administration Building Boardroom. Directors April Chan and Doug A. Linney were present at roll call. Staff participants included General Manager Clifford C. Chan, General Counsel Derek T. McDonald, Director of Operations and Maintenance David A. Briggs, Director of Water and Natural Resources Michael T. Tognolini, Manager of Water Quality Susan M. Teefy, Manager of Maintenance & Construction/Water Operations Crystal J. Yezman, Senior Civil Engineer Hasan M. Abdullah, and Secretary of the District Rischa S. Cole.

**Public Comment.** Addressing the Committee was Ivette Rivera who commented on documents she provided to the Committee, sustainability, the Pierce/Bland case, and questions in the District’s recent employee experience survey.

**Presentations/Documentation.** 1) Presentation entitled, “Water Quality Program Semi-Annual Update – 2024,” dated October 8, 2024; 2) Presentation entitled, “Backflow Protection Program Update,” dated October 8, 2024; 3) Presentation entitled, “Placer County Water Agency (PCWA) - EBMUD Partnership Update,” dated October 8, 2024; 4) Document titled Saji Pierce, et al., Plaintiffs, v. East Bay Municipal Utility District, et al., Case No. 21-cv-04325-AGT United States District Court Northern District of California Subject to Stipulated Protective Order-Confidential (undated); and 5) Document (untitled, undated) containing questions from EBMUD’s employee experience survey.

**Water Quality Program Semi-Annual Update – 2024.** Manager of Water Quality Susan Teefy reported that during this period, the District met all state and federal drinking water regulations and 98 percent of its internal water quality goals (124 out of 127). As in previous updates, levels of three types of disinfection byproducts (DBPs) – total trihalomethanes, five haloacetic acids, and N-nitrosodimethylamine were higher than District goals. She reviewed DBP data over the last 10 years and provided an update on the District’s lead programs. Since program inception in early 2017, over 4,200 customers have requested free lead sample vouchers. To comply with state and federal service line inventory requirements, the District has removed all lead service lines and is in the process of removing the remaining approximately 320 galvanized steel lines with short lead connectors within the next three years. New federal regulations for six Perfluoroalkyl and Polyfluoroalkyl substances (PFAS) were implemented in April 2024. The District’s 2023-2024 PFAS levels were below reporting limits, though some creeks exceeded these limits. No modifications for PFAS removal at water treatment plants are warranted currently. A September 2024 federal court ruling requires the U.S. Environmental Protection Agency (EPA) to review fluoride regulations under the Toxic Substances Control Act. The Municipal Utility District Act allows water districts to add fluoride if a majority of voters approve. EBMUD

customers approved adding fluoride in 1974 and again in 1980; fluoride has been added to EBMUD water since 1976. Ms. Teefy discussed the court's decision and reviewed existing maximum contaminant levels (MCLs) for fluoride. The recommended concentration in drinking water is 0.7 mg/L. The California limit, which is presently 2.0 mg/L for all water systems, cannot be less stringent than federal standards. Systems that add fluoride must be in the range of 0.6 to 1.2 mg/L. The District's levels are currently between 0.6 mg/L and 0.8 mg/L. Ms. Teefy responded to questions from the Committee regarding next steps on the court decision, public inquiries to the District following the court decision, and actions the District is taking to decrease DBP levels. The Committee requested information regarding potential legal issues surrounding fluoride use in drinking water. It was moved by Director Chan, seconded by Director Linney, and carried (3-0) by voice vote to accept the report.

**Backflow Protection Program Update.** Manager of Maintenance & Construction/Water Operations Crystal J. Yezman provided the update. In December 2023, the California State Water Resources Control Board adopted the *Cross-Connection Control Policy Handbook (CCCPH)*, which strengthens cross-connection control regulations. By July 1, 2025, public water systems must submit a Cross-Connection Control Plan to the Division of Drinking Water (DDW) detailing compliance with the new requirements. These include stricter rules for backflow prevention assemblies (BPAs), more frequent site surveys, certification of testers and specialists, a backflow incident response plan, public outreach, and coordination with local entities. The District has tested and maintained about 4,600 BPAs for residential services for over 40 years, bearing most costs unless a known cross-connection is identified. The new CCCPH may require BPAs for homes with fire sprinklers and swimming pools. Fire sprinklers have been required in new and remodeled homes since 2010, with approximately 6,000 services potentially needing BPAs. Up to 10,000 homes with pools may also need BPAs. Installation costs range from \$2,000 to \$30,000, with annual testing at \$250. Since 2019, the District has required backflow protection for all dedicated fire service laterals. Up to 4,000 existing fire service laterals may need upgrades, costing between \$30,000 to \$60,000 each. The District may also need to retrofit 700 contractor-issued construction hydrant meters at an estimated cost of \$2.5 million to the contractors. New regulations require regular re-surveys of services with hazards, but resurveying all accounts every 1-2 years is unfeasible. Estimated costs to comply with the new CCCPH requirements are not yet known but may range from \$20 million to \$300 million for the District unless costs are transferred to the customer under modifications to Section 26 of the District's Regulations Governing Water Service. The District will work with DDW on ways to meet the new CCCPH requirements and discuss the District's draft cross-connection control plan. Staff will provide an update on this item in December; any modification to Section 26 will be presented during the Fiscal Year 2026/2027 budget process. The Committee requested options to cover BPA installation costs for residents and asked staff to meet with fire districts and other jurisdictions to discuss the cost/benefit of fire suppression systems in light of the new regulations.

**Placer County Water Agency (PCWA)-EBMUD Memorandum of Understanding (MOU)**

**Amendment No. 4.** Senior Civil Engineer Hasan M. Abdullah provided the presentation. In August 2013, the District and PCWA executed a MOU to develop a long-term water transfer project under which the District would purchase 10,000 to 47,000 acre-feet of PCWA's Sacramento Water Forum Agreement (WFA) environmental releases in dry years. The MOU includes a commitment for the District to cover 20 percent of consulting costs and processing fees and PCWA to cover the remaining 80 percent. The proposed Amendment No. 4 would add \$360,000 to the District's share of consulting

costs and processing fees, increasing the District's total cost share from \$1,319,700 to \$1,679,700. The increase is necessary to perform unanticipated work required to complete the Long-term Warren Act Contract with the U.S. Bureau of Reclamation and the environmental documentation for PCWA's water rights permit extension and WFA water transfer to the District. Mr. Abdullah reviewed the Sacramento WFA, the goal of the PCWA-EBMUD long-term partnership, the project concept, EBMUD's supplemental supply strategy, and the MOU history and previous amendments. Staff recommends supporting the proposed MOU Amendment No. 4, which will be presented to the Board for consideration at its October 22, 2024 meeting. It was moved by Director Chan, seconded by Director Linney, and carried (3-0) by voice vote to support the staff recommendation.

**Adjournment.** Chair Young adjourned the meeting at 10:29 a.m.

CCC:RSC

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