

THE METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA

MINUTES

SPECIAL EXECUTIVE COMMITTEE

December 15, 2020

Chairwoman Gray called the teleconference meeting to order at 12:14 p.m.

Members present: Directors Abdo, Ackerman, Atwater, Butkiewicz, Cordero, De Jesus, Dick, Gray, Kurtz, Murray, Pressman, Quiñonez, Record, Repenning, Smith, and Treviño

Director Ramos entered the Meeting after roll call.

Member absent: Director Hogan

Other Board members present: Directors Apodaca, Ballin, Blois, Camacho, Faessel, Galleano, Goldberg, Hawkins, Kassakhian, Lefevre, McCoy, Morris, Ortega, Peterson, Quinn, Solorio, Tamaribuchi, and Williams

Committee staff present: Aldrete, Beatty, Castro, Chapman, Kasaine, Kightlinger, Patterson, Riss, Salinas, Scully, Upadhyay, Walters, and Zinke.

1. Opportunity for members of the public to address the committee and Board on matters within their jurisdiction

One member of the public responded: Brandon Dawson, Water Policy Advocate from the Sierra Club regarding Metropolitan committee assignments.

2. OTHER MATTERS AND REPORTS

a. Subject: Chairwoman's Report

Presented by: Chairwoman Gloria D. Gray

Chairwoman Gray stated she had nothing to add to her report.

b. Subject: General Manager's report of Metropolitan's activities

Presented by: General Manager Jeffrey Kightlinger

General Manager Kightlinger stated he had nothing to add to his report.

- c. Subject: General Counsel's report of Legal Department activities
Presented by: General Counsel Marcia Scully

General Counsel Scully stated she had nothing to add to her report.

- d. Subject: General Auditor's report of Audit Department activities
Presented by: General Auditor Gerald Riss

General Auditor Riss stated he had nothing to add to his report.

- e. Subject: Ethics Officer's report of Ethics Department activities
Presented by: Ethics Officer Abel Salinas

Ethics Officer Salinas stated he had nothing to add to his report.

Chairwoman Gray called on the Committee Chairs with Agenda Items in January to present their Committee Reports.

- f. Subject: Audit and Ethics Committee
Presented by: Chairwoman Gray

Chairwoman Gray reported there will be no meeting of the Audit and Ethics Committee scheduled in January 2021.

- g. Subject: Bay-Delta Committee
Presented by: Committee Chair Ackerman

Committee Chair Ackerman announced that the Committee will hear an update on Delta Conveyance and the Bay-Delta Manager's report.

- h. Subject: Communications and Legislation Committee
Presented by: Committee Chair Cordero

Chairwoman Gray reported there will be no meeting of the Communications and Legislation Committee scheduled in January 2021, as the meeting was cancelled.

i. Subject: Engineering and Operations Committee

Presented by: Committee Chair Smith

Committee Chair Smith announced that the Committee will consider the following two consent Items:

- Award \$448,900 contract to MCL Constructors, Inc. to make improvements to the Disaster Recovery Facility at Lake Mathews.
- Adopt Mitigated Negative Declaration for the Colorado River Aqueduct Conduit Structural Protection Project and take related CEQA actions.

As well as the following oral reports:

- 2020 System Operations: A Year in Review.
- Source Water Protection Update.
- Innovations in Surveying for Engineering Projects.

And, two management reports:

- Water System Operations Manager's report.
- Engineering Services Manager's report.

j. Subject: Finance and Insurance Committee

Presented by: Committee Chair Quiñonez

Committee Chair Quiñonez announced the committee will hear the following action item:

- Approve and authorize the distribution of Appendix A for use in the issuance and remarketing of Metropolitan's Bonds.

The Committee will also hear one committee item:

- Financing Overview for Bond Issuance.

Lastly, the Chief Financial Officer will present her monthly activity report.

- k. Subject: Legal and Claims Committee
Presented by: Committee Chair Dick

Committee Chair Dick announced the Committee will hear the General Counsel report on her monthly activities and will also receive an update on the San Diego County Water Authority v. Metropolitan rate litigation.

- l. Subject: Organization, Personnel and Technology Committee
Presented by: Committee Chair Murray

Committee Chair Murray announced the Committee will consider the following two action items:

- Approve Job Description, Recruitment Brochure and Outreach Plan for General Manager Recruitment.
- Authorize an agreement with Switch, Inc., in an amount not-to-exceed \$1,062,284 for the lease of space for the Primary location and authorize an agreement with SHI International, Inc., in an amount not-to-exceed \$4,077,866 for the procurement of equipment for the Primary location space for the Datacenter Modernization/Relocation project.

The Committee will also hear the following two presentations:

- Business Outreach 2019-2020 Annual Report.
- Ethics Officer's Monthly Update on Independent Review of Workplace Concerns.

Two Manager's reports will also be presented:

- Human Resources Group Manager Report.
- Information Technology Manager Report.

m. Subject: Real Property and Asset Management Committee

Presented by: Committee Chair Hogan

Chairwoman Gray reported there will be no meeting of the Real Property and Asset Management Committee scheduled in January 2021.

n. Subject: Water Planning and Stewardship Committee

Presented by: Committee Chair Atwater

Committee Chair Atwater announced the Committee will meet jointly with the Conservation and Local Resources Committee and will consider the following action item:

- Authorize the General Manager to enter into a Coordinated Operating Agreement with San Bernardino Valley Municipal Water District and a related agreement among Eastern Municipal Water District, Inland Empire Utilities Agency, Municipal Water District of Orange County, and Western Municipal Water District.

As well as the following Board Information Items:

- Municipal Leak Detection Assistance Demonstration Program.
- Update on the State Water Project Contract Amendment for enhanced Water Management Tools and Actions.

And, the Committee Items:

- Oral Report on Conservation.
- Oral Report on Water Surplus Drought Management Plan.
- Oral Report on the State Water Project Statement of Charged and Audit.

Lastly, the following three management reports will be presented:

- Bay-Delta Matters.
- Colorado River Matters.
- Water Resource Management Manager's Report.

CONSENT CALENDAR ITEMS – ACTION

3. CONSENT CALENDAR OTHER ITEMS – ACTION

- A. Approval of the Minutes of the meeting of the Executive Committee held October 27, 2020
- B. Approve draft committee and Board meeting agendas, and schedule for January 2021

Chairwoman Gray asked Directors if there were any comments or discussion on the Minutes of the October 27, 2020 Executive Committee Meeting. No requests were made.

Director Atwater moved the Consent Calendar.

Chairwoman Gray then asked Directors if there were any additions, corrections to the draft packet. No requests were made.

The following Directors had questions or made comments:

Directors	Comments/Questions
1 Kurtz	Requesting a standing item on board agenda re Update on General Manager Recruitment process; status of interviews, and public outreach meetings. Director Kurtz also seconded approval of Consent Calendar Items.
2 Gray	Asked Director Murray to respond.
3 Murray	Responded to Director Kurtz; recommended that Human Resources Group Manager post the General Manager Recruitment schedule online and report to the Executive Committee after January 2021.

Director Ramos entered the Meeting.

Director Atwater made a motion, seconded by Director Kurtz, to approve Consent Calendar Items 3A and 3B.

The vote was:

Ayes: Directors Abdo, Ackerman, Atwater, Butkiewicz, Cordero, De Jesus, Dick, Gray, Kurtz, Murray, Pressman, Quiñonez, Ramos, Record, Repenning, Smith, and Treviño

Noes: None

Abstentions: None

Absent: Director Hogan

The motion passed by a vote of 17 ayes; 0 noes; 0 abstain; 0 not voting; and 1 absent.

4. CONSENT CALENDAR ITEMS – ACTION

None

END OF CONSENT CALENDAR ITEMS

5. OTHER BOARD ITEMS – ACTION

- a. Chair and Vice Chair of Committee Appointments for the Term Commencing on January 1, 2021

Chairwoman Gray made a statement addressing the Board on concerns raised by Board members regarding committee and executive committee appointments. Chairwoman also referred to a letter dated December 11, 2020 from General Counsel Scully submitted to the Board of Directors on Friday, December 11, 2020, regarding “Authority of Board of Directors Over Selection of Members, Chair and Vice Chair of Standing Committees.”

A letter was received from Sylvia Ballin, Mayor of the City of San Fernando, dated December 14, 2020, regarding Special Joint Meeting of the Executive Committee and Board of Directors Agenda Item #5a - Chair and Vice Chair of committee appointments for the term commencing on January 1, 2021. The letter was received Monday, December 14, 2020 (at 3:39 p.m.)

Correspondence also received regarding Agenda Item #5a from Director Sylvia Ballin on Tuesday, December 15, 2020 (at 12:25 p.m.)

Chairwoman Gray announced the following committee appointments:

- Directors Repenning, De Jesus, Kurtz, and Ackerman as Vice Chairs of the Board.
- Director Glen Peterson as Chair and Director Tamaribuchi as Vice Chair of the Water Planning and Stewardship Committee.
- Director Smith as Chair and Director Camacho as Vice Chair of the Real Property and Asset Management Committee.
- Director Atwater as Chair and Director Cordero as Vice Chair of the Bay-Delta Committee.
- Director Morris as Chair and Director Hawkins as Vice Chair of the Communications and Legislation Committee.
- Director Quinn as Chair and Director Goldberg as Vice Chair of the Conservation and Local Resources Committee.

- Director Blois as Chair and Director Faessel as Vice Chair of the Engineering and Operations Committee.
- Director Galleano as Chair and Director Hogan as Vice Chair of the Agriculture and Industry Relations Committee.
- Director Record as Chair and Director Matt Petersen as Vice Chair of the Finance and Insurance Committee.
- Director Pressman as Vice Chair of the Legal and Claims Committee.
- Director Lefevre as Chair and Director Apodaca as Vice Chair of the Facilities Naming Ad Hoc Committee.

Committee membership remains the same.

The following participants had questions or made comments:

Directors/Staff	Comments/Questions
1 Kurtz	Made motion to approve Chair and Vice Chair Committee Appointments for Term Commencing January 1, 2021
2 Pressman	Seconded Director Kurtz's motion
3 Ballin	Referred to her letter submitted to the Board proposing an alternative slate of committee chairs and vice chairs
4 Butkiewicz	Made Substitute Motion from recommendation made by Director Ballin to "Expressly waive Administrative Code 2205(a) and any other Administrative Code provisions the General Counsel may deem applicable to this motion; and (2) support the alternative slate of committee chairs, and vice chairs appointed on the attachment to the Board"
5 Gray	Asked a General Counsel to respond to motion
6 Ballin	Commented
7 General Counsel Scully	Asked Director Ballin for documentation submitted; information not received
8 Ballin	Responded that document was submitted at start of Executive Committee meeting; (Received at 12:25 p.m.)
9 General Counsel Scully	Commented
10 Ortega	Commented
11 General Counsel Scully	Responded to Ortega
12 Ramos	Commented
13 Ballin	Commented
14 Peterson	Commented
15 Quiñonez	Commented
16 Ballin	Read her recommended slate to the Board

- 17 Butkiewicz Stated that Director Ballin's memo was distributed to the Board ; commented that he would like to reiterate his motion made earlier.
- 18 Record Commented
- 19 De Jesus Asked question
- 20 Butkiewicz Asked question if motion is allowed?
- 21 Gray Commented
- 22 Quiñonez Seconded Director Butkiewicz motion
- 23 General Counsel Scully Commented
- 24 Gray Commented
- 25 Butkiewicz Commented
- 26 Gray Asked question to General Counsel
- 27 General Counsel Scully The motion would be a recommendation to the full Board by Executive Committee (alternative proposal)
- 28 Quiñonez Commented
- 29 Ortega Asked question to General Counsel
- 30 General Counsel Scully Responded to Ortega
- 31 Pressman Asked question
- 32 General Counsel Scully Responded to Pressman
- 33 Gray Called for vote on Substitute Motion
- 34 Ackerman Asked question
- 35 Gray Asked for Substitute Motion to restated
- 36 General Counsel Scully Commented
- 37 Butkiewicz Restated motion again - Recommend to the full Board to "Expressly waive admin code And support alternative slate appointments as presented on the attachment received today from Director Ballin and forwarded to the Board
- 38 Record Commented
- 39 Gray Asked General Counsel to respond
- 40 Quiñonez Asked a question
- 41 General Counsel Scully Responded to Director Quiñonez
- 42 Kassakhian Recommending the committee table this issue and have both sides meet and discuss and return with a solution for the Board to support
- 43 Quiñonez Seconded Kassakhian's request to table item
- 44 Quiñonez Clarifying Kasskahian request
- 45 Kassakhian Responded

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| 46 | General Counsel Scully | Kassakhian cannot make motion |
| 47 | De Jesus | Made Substitute Motion #2 to table item |
| 48 | Abdo | Seconded De Jesus motion to table |
| 49 | Gray | Called for vote on Substitute Motion #2 |
| 50 | Quiñonez | Asked to clarify motion |
| 51 | De Jesus | Clarified motion to Table item and current appointments extended until an agreement can be made |

Director De Jesus made Substitute Motion #2, seconded by Director Abdo, to table Agenda Item 5a.

The vote was:

Ayes: Directors Abdo, Ackerman, Atwater, Cordero, De Jesus, Dick, Gray, Kurtz, Pressman, and Ramos

Noes: Butkiewicz, Murray, Quiñonez, Record, Repenning, Smith, and Treviño

Abstentions: None

Absent: Director Hogan

The Substitute Motion #2 passed by a vote of 10 ayes; 7 noes; 0 abstain; 0 not voting; and 1 absent.

6. BOARD INFORMATION ITEMS

None

7. FOLLOW-UP ITEMS

None

8. FUTURE AGENDA ITEMS

None

The following Directors had questions or made comments:

	Directors	Comments/Questions
1	Peterson	Commented
2	Ortega	Commented
3	Abdo	Commented

The meeting was adjourned at 1:27 p.m.

Gloria D. Gray
Chairwoman of the Board