



**BOARD OF DIRECTORS' MEETING
MOULTON NIGUEL WATER DISTRICT
27500 La Paz Road, Laguna Niguel
November 21, 2013
5:30 PM
Approximate Meeting Time: 2 Hours**

1. CALL MEETING TO ORDER

2. PLEDGE OF ALLEGIANCE

3. MINUTE APPROVAL:

Minutes of the October 17, 2013 Board of Directors' Meeting

4. PUBLIC COMMENTS

Persons wishing to address the Board of Directors on matters not listed on the Agenda may do so at this time. "Request To Be Heard" forms are available at the entrance to the Board Room. Comments are limited to five minutes unless further time is granted by the Presiding Officer. Submit form to the Recording Secretary prior to the beginning of the meeting.

Those wishing to address the Board of Directors on any item listed on the Agenda should submit a "Request To Be Heard" form to the Recording Secretary before the Presiding Officer announces that agenda item. Your name will be called to speak at that time.

CONSENT CALENDAR ITEMS:(Items on the Consent Calendar have been discussed at the regularly scheduled Engineering/Operations and Finance/IT Board meetings)

Consent items: Unless the General Manager or the Board requests that an item be removed from the Consent Calendar, all items will be acted upon as a whole and by one vote. Requests for discussion of any specific item should be made to the Presiding Officer in conjunction with the discussion of the consent motion.

5. REGIONAL LIFT STATION AND LOWER SALADA LIFT STATION FORCE MAINS REPLACEMENT STUDY, PROJECT NOS. 2013.004 AND 2013.005

It is recommended that the Board of Directors approves the Engineering Design Services Contract with Tetra Tech, Inc. for an amount not-to-exceed \$100,000 and approves a project budget expense authorization of \$71,000 for Project No. 2013.004 and \$49,000 for Project No. 2013.005.

6. REHABILITATION OF THE SOUTHRIDGE RECYCLED WATER AND WOOD CANYON POTABLE WATER RESERVOIRS, PROJECT NOS. 2013.003 AND 2013.011

It is recommended that the Board of Directors approves the Construction Services Contract with Advanced Industrial Services in the amount of \$969,175; approves a project budget expense authorization of \$480,000 for Project No. 2013.003 and \$715,000 for Project No. 2013.011; and authorizes the General Manager or designee to execute change orders up to 10% of the contract value from the project contingency.

7. REPLACEMENT OF VEHICLE UNIT 22

It is recommended that the Board of Directors approves the purchase of a 2014 model Ford Explorer from Villa Ford, for a total of \$27,506.53 and approves the salvage of Unit 22.

8. OLD RANCH ROAD EMERGENCY REPAIR

It is recommended that the Board of Directors approve a total project expense authorization of \$105,562.30.

GENERAL MANAGER MATTERS:

9. SOUTH ORANGE COUNTY AGENCIES METROPOLITAN WATER DISTRICT REPRESENTATIVE SELECTION PROCESS

It is recommended that the Board of Directors approve the MET Representative Selection Process.

ENGINEERING & OPERATIONS MATTERS:

10. BAKER WATER TREATMENT PLANT, PROJ. NO. 2006.071, RESOLUTION NO. 13-__

It is recommended that the Board of Directors approves Resolution No. 13-__; approves a project budget and expense authorization of \$35,450,000; and authorizes the Assistant General Manager or designee to approve contract change orders up to 3% of the construction contract amount.

LEGAL MATTERS:

PRESIDENT'S REPORT

BOARD REPORTS

CLOSED SESSION

CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

PURSUANT TO GOVERNMENT CODE SECTION 54956.9(b)(1), A CLOSED SESSION WILL BE CONDUCTED TO CONFER WITH LEGAL COUNSEL REGARDING THE FOLLOWING CLAIMS:

Claim of Mercury Insurance Group for Subrogation – Chacon and Petition to File a Late Claim

LATE ITEMS (Appropriate Findings to be Made)

- a. Need to take immediate action; and
- b. Need for action came to District's attention after Agenda Posting. [Requires 2/3 vote (5 members) or unanimous vote if less than 2/3 are present]

ADJOURNMENT

The Board of Directors' Meeting Room is wheelchair accessible. If you require any special disability related accommodations (i.e., access to an amplified sound system, etc.), please contact the Moulton Niguel Water District Secretary's office at (949) 831-2500 at least forty-eight (48) hours prior to the scheduled meeting. This agenda can be obtained in alternate format upon written request to the Moulton Niguel Water District Secretary at least forty-eight (48) hours prior to the scheduled meeting.

Agenda exhibits and other writings that are disclosable public records distributed to all, or a majority of, the members of the Moulton Niguel Water District Board of Directors in connection with a matter subject to discussion or consideration at an open meeting of the Board of Directors are available for public inspection at the District Office, 27500 La Paz Road, Laguna Niguel, CA ("District Office"). If such writings are distributed to members of the Board less than seventy-two (72) hours prior to the meeting, they will be available in the reception area of the District Office at the same time as they are distributed except that, if such writings are distributed immediately prior to, or during the meeting, they will be available in the Board meeting room and on the District website at www.mnwd.com.

**MINUTES OF THE REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
MOULTON NIGUEL WATER DISTRICT**

**OCTOBER 17, 2013
5:30 PM**

A Regular Meeting of the Board of Directors of the Moulton Niguel Water District was held at the District offices, 27500 La Paz Road, Laguna Niguel, California. There were present and participating:

DIRECTORS

Larry McKenney	President
Scott Colton	Director
Richard Fiore	Director
Larry Lizotte	Director
Brian Probolsky	Vice President

Also present and participating were:

STAFF MEMBERS, LEGAL COUNSEL, AND MEMBERS OF THE PUBLIC

Joone Lopez	General Manager
Matt Collings	Director of Engineering & Operations
Michael Gomez	Director of Finance/Treasurer
Eva Plajzer	MNWD
Kelly Winsor	MNWD
Paige Gulck	MNWD
Ruby Yuen	MNWD
Andy Sells	Chief Executive Officer ACWA/JPIA
Peter Kuchinsky	ACWA/JPIA
Bob Gokoo	Attorney
Pat Giannone	Bowie, Arneson, Wiles & Giannone
Leslie Gray	Board Secretary

1. CALL MEETING TO ORDER

2. PLEDGE OF ALLEGIANCE

3. MINUTE APPROVAL:

MOTION DULY MADE BY SCOTT COLTON AND SECONDED BY LARRY LIZOTTE, MINUTES OF THE REGULAR MEETING OF THE COMMUNITY RELATIONS/CITIZENS' ADVISORY COMMITTEE BOARD OF DIRECTORS DATED SEPTEMBER 11, 2013 AND THE REGULAR BOARD OF DIRECTORS' MEETING DATED SEPTEMBER 19, 2013 WERE APPROVED AS PRESENTED.

4. PUBLIC COMMENTS

5. PRESENTATION BY ANDY SELLS, EXECUTIVE DIRECTOR, ASSOCIATION OF CALIFORNIA WATER AGENCIES/JOINT POWERS INSURANCE AUTHORITY (ACWA/JPIA)

Joone Lopez introduced Andy Sells and Peter Kuchinsky from the Association of California Water Agencies, Joint Power Insurance Authority (ACWA/JPIA).

Andy Sells presented information and background on ACWA/JPIA including the program coverage, services, and training classes provided to their members.

Brian Probolsky arrived at 5:48 p.m.

CONSENT CALENDAR ITEMS: (Items on the Consent Calendar have been discussed at the regularly scheduled Engineering/Operations and Finance/IT Board meetings)

Larry McKenney reported that Consent Calendar Items 6-11 were discussed by the Board of Directors at the Engineering & Operations and Finance & Information Technology Board meetings prior to taking action today.

Larry McKenney asked that Item 11 be pulled for further discussion.

Brian Probolsky asked that Item 6, 7, and 9 be pulled for further discussion.

8. Construction Services Contract Award For El Niguel Recycled Water Line Replacement, Project 2011.031

The Board of Directors rejects the bid from Ferreira Construction for being non-responsive; awards the construction services contract to Paulus Engineering in the amount of \$383,360; approves a project budget expense authorization of \$475,000; and authorizes the General Manager or designee to authorize contract change orders up to 10% of the contract value from the project contingency.

10. Updated Quotes for Fleet Replacement

The Board of Directors increase the purchase authorization for units 45 and 87 to Tuttle-Click Ford by an additional \$8,595.80 for a total of \$62,344.38.

MOTION MADE BY LARRY LIZOTTE AND SECONDED BY SCOTT COLTON, THE BOARD OF DIRECTORS APPROVED CONSENT ITEMS 8 AND 10 AS PRESENTED. RICHARD FIORE ABSTAINED FROM THE VOTE. GARY KURTZ AND DON FROELICH WERE ABSENT.

DISCUSSION:

6. Interconnection Agreement with El Toro Water District (ETWD) and Santa Margarita Water District (SMWD)

The Board of Directors approve the Interconnection Agreement (Agreement) subject to non-substantive changes approved by legal counsel; and authorizes the General Manager to execute the Agreement.

MOTION MADE BY BRIAN PROBOLSKY AND SECONDED BY SCOTT COLTON, THE BOARD OF DIRECTORS APPROVED CONSENT ITEM 6 AS PRESENTED. RICHARD FIORE ABSTAINED FROM THE VOTE. GARY KURTZ AND DON FROELICH WERE ABSENT.

7. Joint Grant Application for Crown Valley Community Park Entry Improvements, Resolution No. 13-__

The Board of Directors adopt the Resolution No. 13-20 authorizing a joint application with the City of Laguna Niguel as lead agency for the Environmental Cleanup, Tier 2 Grant Program under the Orange County Local Transportation Ordinance No. 3 for J03P01 Channel Entry Improvements at Crown Valley Community Park.

MOTION MADE BY BRIAN PROBOLSKY AND SECONDED BY SCOTT COLTON, THE BOARD OF DIRECTORS APPROVED CONSENT ITEM 7 AS PRESENTED. RICHARD FIORE ABSTAINED FROM THE VOTE. GARY KURTZ AND DON FROELICH WERE ABSENT.

9. Annual Pump Maintenance Service Agreement for Fiscal Years 2013-2014 and 2014-2015

The Board of Directors awards a two-year Service Agreement for pump maintenance services to Evans Hydro, Inc. for an amount not-to-exceed \$195,000 and to Vaughan's Industrial Repair Co., Inc. for an amount not-to-exceed \$70,000; and authorizes the General Manager to execute the Service Agreements on behalf of the District.

MOTION MADE BY BRIAN PROBOLSKY AND SECONDED BY LARRY MCKENNEY, THE BOARD OF DIRECTORS APPROVED CONSENT ITEM 9 AS PRESENTED. GARY KURTZ AND DON FROELICH WERE ABSENT.

11. Upper Salada Force Main Valve Replacement

The Board of Directors authorizes the construction services for Paulus Engineering in an amount not-to-exceed \$160,000; and approves a project expense authorization of \$240,000.

MOTION MADE BY LARRY LIZOTTE AND SECONDED BY SCOTT COLTON, THE BOARD OF DIRECTORS REVISED AND APPROVED CONSENT ITEM 11. GARY KURTZ AND DON FROELICH WERE ABSENT.

GENERAL MANAGER MATTERS:

Joone Lopez congratulated staff on receiving the Government Finance Officers Association (GFOA) award.

Joone Lopez thanked Kelly Winsor and Tammy Cutright for their participation in the Aliso Creek Clean-up event. Staff will also be present at the Mission Viejo Emergency Preparedness Expo this Saturday, October 19, 2013.

The October 3, 2013 Blood Drive collected over 45 donations.

The United States Bureau of Reclamation (USBR) workshop is on October 28, 2013.

November 4, 2013 is the State Water Resources Control Board tour.

There are a few Board Workshops in November. Reminders will be sent to the Board.

The WaterReuse conference is in November.

The Southern California Water Committee (SCWC) dinner is on October 24, 2013.

The ACWA Conference is December 3-5, 2013.

The Association of California Water Agencies (ACWA) Region 10 meeting was October 17, 2013. The Statewide Water Action Plan was unanimously adopted by the ACWA Board and can be found on their website at www.acwa.com.

LEGAL MATTERS:

12. APPOINTMENT OF NEW SECRETARY TO THE BOARD AND DISTRICT

MOTION DULY MADE BY RICHARD FIORE AND SECONDED BY LARRY LIZOTTE, THE BOARD OF DIRECTORS APPROVED THE APPOINTMENT OF PAIGE GULCK AS THE NEW SECRETARY TO THE BOARD AND DISTRICT.

The Board of Directors thanked Leslie Gray for her 35 years of service.

Joone Lopez thanked Leslie Gray for her hard work and dedication to the District.

PRESIDENT'S REPORT

None

BOARD REPORTS

None

CLOSED SESSION

CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION (THREE CASES) PURSUANT TO GOVERNMENT CODE SECTION 54956.9(A), A CLOSED SESSION WILL BE CONDUCTED TO CONFER WITH LEGAL COUNSEL REGARDING THE FOLLOWING CASES:

- a. Shapell Industries, Inc., a Delaware Corporation vs Moulton Niguel Water District (Orange County Superior Court)**
- b. Briosa Owners Association, a California Corporation vs Moulton Niguel Water District (Orange County Superior Court)**
- c. Cantora Community Association vs Metropolitan Water District of Southern California, Moulton Niguel Water District (Orange County Superior Court)**
- d. Eckert, Repetti vs. Metropolitan Water District of Southern California, Moulton Niguel Water District (Orange County Superior Court)**
- e. Caito, Cenicerros vs. Metropolitan Water District of Southern California, Moulton Niguel Water District (Orange County Superior Court)**

Larry McKenney stated that there was no reportable action.

LATE ITEMS (Appropriate Findings to be Made)

None

ADJOURNMENT

Therefore, the Regular Meeting of the Board of Directors of the Moulton Niguel Water District was adjourned at 8:06 p.m.

Respectfully submitted,

Paige Gulck
Board Secretary



Moulton Niguel Water District

STAFF REPORT

TO: Board of Directors **MEETING DATE:** November 21, 2013

FROM: Joone Lopez, General Manager

SUBJECT: South Orange County Agencies - Metropolitan Water District Representative Selection Process

SUMMARY:

Issue: Pursuant to the Settlement Agreement between Municipal Water District of Orange County (MWDOC) and its South Orange County member agencies on budget, activities, charges and other issues, the next Metropolitan Water District of Southern California (MET) Director selection will be nominated by the ten South County Agencies.

Recommendation: It is recommended that the Board of Directors approve the MET Representative Selection Process.

Fiscal Impact: None

BACKGROUND:

In 2010, MWDOC and ten of its South Orange County member agencies entered into an Agreement to facilitate a continued working relationship and “accommodate interest of all.” Section 7.1.3 of the Agreement states, “when the first MET Director vacancy occurs..., the South County Agencies that are Member Agency Parties (“South County Parties”) may nominate a candidate of their choosing (“MET Candidate”) through a process to which they all agree, directly to the MWDOC President and Board.”

The South Orange County Agencies formed a subgroup in early 2012 to develop a process and make its recommendation to the full membership. The subgroup reviewed the 2010 agreement, researched other agencies’ processes in selecting their MET Directors, and reached out to MWDOC in developing the selection process.

On February 14, 2013, the South Orange County Agencies subgroup met with MWDOC President Joan Finnegan, Director Jeff Thomas, Director Linda Ackerman,

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Dick Ackerman, and Interim General Manager Karl Seckel, to go over the draft selection process. The process was well received by MWDOC representatives. After the meeting, the South Orange County Agencies group mailed a signed letter to the MWDOC Board President, recapping the meeting.

After the meeting with MWDOC, the South Orange County Agencies agreed to take the MET Representative Selection Process to their respective Boards / Councils for adoption.

DISCUSSION:

The goal of creating the MET Representative Selection Process is to develop a clear, comprehensive, collaborative process that is agreed upon by agencies involved in advance of any vacancy of a MET Director position.

The nomination process begins with the South Orange County Agencies forming a nomination committee of one member from each agency. The agencies and the nominating committee will consider five criteria as described below.

1. Ability to effectively represent the interest of MET
2. Ability to effectively represent MWDOC interest
3. Ability to effectively represent the interest of South County
4. Ability to forge relationships and partnerships
5. Time commitment

The nominating committee will select the nominee, and each committee member will sign the nominating letter to MWDOC.

Staff is proposing the Board of Directors approve the MET Representative Selection Process for South Orange County Agencies.

Attachment: MET Representative Selection for South Orange County Agencies

MET Representative Selection for South County Agencies Recommendation from the South County Agencies Subgroup

Subgroup members

Paul Cook
Joyce Crosthwaite
Laura Freese
Scott Goldman
Larry McKenney

Facilitation

Joone Lopez

Coordination

Kelly Winsor

Background

In 2010, Municipal Water District of Orange County (MWDOC) and ten of its South County member agencies entered into an agreement to facilitate a continued working relationship and “accommodate interests of all.” Section 7 of the agreement outlines the selection of the next Metropolitan Water District of Southern California (MET) director, who will be nominated by the South County Agencies.

The agreement requires that the nomination process be agreed to by all of the South County agencies. The South County Agencies agreed to form a subgroup to develop a process and make its recommendation to the full membership. The subgroup has met three times since November 2012.

The subgroup reviewed the 2010 agreement, researched other agencies’ processes in selecting their MET directors, and reached out to MWDOC in developing the following recommendations.

Goal

Develop a clear, comprehensive, collaborative process that is agreed upon by agencies involved in advance of any vacancy of a MET director position.

RECOMMENDATION:

Overview

When a nomination is needed, the South County Agencies will form a nomination committee of one member from each agency. Candidates will submit letters of interest to South County Agencies, who will vet their candidates and submit nominees to the nominating committee within four weeks. The agencies and the nominating committee will consider five

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criteria as described below. The nominating committee will select the nominee, and each committee member will sign the nominating letter to MWDOC.

Process

- When a South County nomination is needed, the coordinator will send an email to the South County Agencies' city managers and general managers.
- Each of the ten (10) signatory South County Agencies must name a representative to the nomination committee within four (4) weeks of the vacancy notification.
 - Nomination committee representative must be a current member of the agency's governing body.
 - An agency can choose not to participate in the process of reviewing nominees, but its nominating committee representative must sign the letter to MWDOC.
 - Six members of the nomination committee will constitute a quorum.
 - The nomination committee will select its own chair.
 - Voting will be based on a simple majority.
 - The nomination committee will develop a method for any ties.
- South County Agencies will have four (4) weeks to submit qualified candidate(s) to the nomination committee. No limit on number of candidates.
- Candidates must submit a letter of interest to the governing body of at least one of the ten South County Agencies. Each agency will vet its own candidates as determined by its board.
- Each agency will conduct a background check on its candidate(s) – agencies should coordinate their HR departments to perform the checks efficiently and affordably
- Each agency's board will submit its candidate(s) to the nomination committee accompanied by a brief written statement and/or material that addresses the five criteria, and how the candidates meet those criteria.
- Depending on the number of candidates, the nomination committee will interview the candidates or form a subgroup to further narrow the

candidate pool for the interviews. The selection process will be guided by the five criteria described below.

- Simple majority vote to determine the nomination to MWDOC, which will be signed by all members of the nomination committee.

Questions for the five criteria (Guidelines)

The questions set forth below are intended to explain the criteria and serve as suggestions for the nominating committee.

1. Ability to effectively represent the interest of MET

- 1) What do you know about MET and their current major issues? And, what is your understanding of their mission and do you agree with it? Why or why not?
- 2) What do you see as MET's highest priorities now and in the future?
- 3) How have you been involved with MET?
- 4) What is your understanding of current issues facing MET?
- 5) What do you feel is the most important asset that you possess to be able to work with the exceptionally strong and diverse group, which is the composition of the MET Board of Directors at this time?
- 6) Who do you consider to be MET's allies and opponents?

2. Ability to effectively represent MWDOC interest

- 1) What do you see as MWDOC's unique role at MET, if any?
- 2) How do you see Orange County being more effective at MET?
- 3) Do you see an opportunity to improve MWDOC's way of conducting business by being a MET representative from Orange County? If so, how?
- 4) How would you strike a balance when interests of agencies in Orange County conflict?

3. Ability to effectively represent the interest of South County

- 1) What skills do you possess which allows you to represent all South County agencies, from the small to the very large?
- 2) What do you see as Orange County's highest priorities at MET, and what key issues do you see emerging in the near future that will significantly impact us?
- 3) How would you keep the South County Agencies informed and involved in what's happening at MET?

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- 4) How would you go about fostering partnerships when alignments on issues are necessary among Orange County agencies as well as between Orange County and MET?

4. Ability to forge relationship and partnerships

Discussed some measure of ability as:

- Be actively involved
- Understand State/Federal water issues
- Experience and knowledge
- Proven political involvement in MET affairs

- 1) Please give an example of your past history of forming relationships and/or partnerships?
- 2) What relationships do you have now with other MET agencies and directors?
- 3) There are seven representatives from Orange County, how would you try to meet with and involve them?
- 4) What do you see as Los Angeles and San Diego's main goals with MET?

5. Time commitment

- 1) What is your understanding of the time commitment to effectively carry out the responsibilities of a MET representative?
- 2) How would you educate yourself to be an effective MET Representative?
- 3) What are your other commitments and priorities?

PASS/FAIL: Time commitment
Criminal record (pass/fail for felony)
Conflict of interest (pass/fail)

Ranking

100 point weighted system
Criteria #1– 30 points
Criteria #2 – 20 Points
Criteria #3 – 10 Points
Criteria #4 – 40 Points
Criteria #5 – Pass/Fail
Conflict of interest – Pass/Fail
Criminal record (felony conviction) – Pass/Fail

TOTAL POINTS: 100

RESOLUTION NO. 13- __

RESOLUTION OF THE BOARD OF DIRECTORS OF MOULTON NIGUEL WATER DISTRICT APPROVING “AMENDED AND RESTATED AGREEMENT FOR CONSTRUCTION, OPERATION AND MAINTENANCE OF BAKER WATER TREATMENT PLANT,” APPOINTING REPRESENTATIVES TO BAKER WTP PROJECT COMMITTEE AND AUTHORIZING APPROVAL OF BID AWARD FOR BAKER WTP CONSTRUCTION CONTRACT

WHEREAS, Moulton Niguel Water District (MNWD) is a member of the Santiago Aqueduct Commission (SAC), a joint exercise of powers agency formed by agreement on September 11, 1961, to build, operate and manage the Santiago Aqueduct Pipeline, now known as the “Baker Pipeline,” which currently conveys untreated water supplied by Metropolitan Water District to certain SAC members and other parties;

WHEREAS, MNWD is a party to that agreement among certain South Orange County SAC members (“Participants”) entitled “*Agreement for Construction, Operation and Maintenance of the Baker Water Treatment Plant*,” dated December 15, 2008, including Amendment No. 1 thereto, dated December 23, 2009 (“Original Agreement”), which provides for the design and construction of a water treatment plant facility to treat the untreated water conveyed through the Baker Pipeline for potable use by the Participants (“Baker WTP”), provides for the Participants’ respective capacity rights therein, and for other rights and obligations, and sets forth related provisions concerning the Baker Pipeline;

WHEREAS, the MNWD Board of Directors (Board) has been presented with the “*Amended and Restated Agreement for Construction, Operation and Maintenance of the Baker Water Treatment Plant*” (“Final Baker WTP Agreement”) for the purpose of amending, restating and superseding the Original Agreement, including, specifically, providing for the use of the South County Pipeline in lieu of the Allen McColloch Pipeline for the delivery of product water as was contemplated in the Original Agreement, and setting forth additional details, and clarifying certain terms, relating to the use and operation of the Baker WTP;

WHEREAS, the MNWD flow rate/capacity right set forth in the Final Baker WTP Agreement is 13 Cubic Feet per Second (CFS) and is consistent with the flow rate/capacity right that MNWD will have in the Baker Pipeline under the “*Agreement Relating to Baker Pipeline Capacity Transfers Among Baker Treatment Plant Participants*,” which pipeline agreement has been conditionally approved by the Board, pending final approval of the Final Baker WTP Agreement; and

WHEREAS, District Staff has reviewed the bid award recommended by the Project Committee under Section 5.9.1 of the Final Baker WTP Agreement in connection with the District’s final decision for participation in the Baker WTP project through the approval of the Final Baker WTP Agreement, and recommends approval of the bid award.

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NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE MOULTON NIGUEL WATER DISTRICT DOES HEREBY RESOLVE, DETERMINE AND ORDER AS FOLLOWS:

Section 1. The Board approves the Final Baker WTP Agreement in the form attached to this Resolution as **Exhibit A**, subject to non-substantive revisions approved by Legal Counsel and the General Manager, and the President of the Board, or in his absence another officer of the Board, is hereby authorized to execute such agreement.

Section 2. The Board hereby determines that the approval of the Final Baker WTP Agreement and the execution thereof under Section 1 of this Resolution authorizes the District's final decision for participation in the Baker WTP project in accordance with the terms of the Final Baker WTP Agreement.

Section 3. The Board authorizes the Assistant General Manager to act as MNWD's Project Committee representative under the Final Baker WTP Agreement and for the Assistant General Manager's designated representative, such designation to be made in writing which may change from time-to time, to act as MNWD's alternate Project Committee member to serve in the absence of the Assistant General Manager (together, "District Project Committee Representatives").

Section 4. The Board authorizes the District Project Committee Representatives to approve the bid award for the Baker WTP construction contract, consistent with the information presented at this meeting and reviewed by the Board.

APPROVED, SIGNED and ADOPTED this 21st day of November, 2013.

MOULTON NIGUEL WATER DISTRICT

President
MOULTON NIGUEL WATER DISTRICT and the
Board of Directors thereof

Secretary
MOULTON NIGUEL WATER DISTRICT and the
Board of Directors thereof

APPROVED AS TO FORM:

BOWIE, ARNESON, WILES & GIANNONE
Legal Counsel - MNWD

By: _____
Patricia B. Giannone

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EXHIBIT A

Final “*Amended and Restated Agreement for Construction, Operation and Maintenance of the Baker Water Treatment Plant*”