



moulton niguel water district

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

December 10, 2020

A Regular Meeting of the Board of Directors of the Moulton Niguel Water District was held in accordance with the Governor's Executive Order N-29-20 in an effort to prevent the spread of COVID-19 (Coronavirus). As a result, there was no public location for the public to attend in person. The Closed Session was called to order at 5:00 PM and the Open Session was called to order at 6:16 PM on December 10, 2020. There were present and participating at 26880 Aliso Viejo Pkwy, Suite 150, Aliso Viejo, CA:

DIRECTORS

Duane Cave	Vice President
Richard Fiore	Director
Donald Froelich	Vice President
Bill Moorhead	Director
Brian Probolsky	President
Sherry Wanninger	Director

Also present and participating were:

STAFF MEMBERS IN-PERSON

Joone Lopez	General Manager
Matt Collings	Assistant General Manager
Paige Gulck	Board Secretary

STAFF MEMBERS, LEGAL COUNSEL, AND MEMBERS OF THE PUBLIC TELEPHONICALLY

Rod Woods	Director of Engineering
Johnathan Cruz	Director of Financial Planning & Innovation
Gina Hillary	Director of Human Resources
Todd Novacek	Director of Operations
Jeff Ferre	Best, Best, & Krieger (General Counsel)
Tim Bonita	Recording Secretary

Trevor Agrelius	MNWD
Matt Brown	MNWD
Todd Dmytryshyn	MNWD
Ronin Goodall	MNWD
Bryan Hong	MNWD
Medha Patel	MNWD
Laura Rocha	MNWD
Lindsey Stuvick	MNWD

1. CALL MEETING TO ORDER:

The meeting was called to order by President Probolsky at 6:16 p.m. President Probolsky stated that the meeting was being conducted by teleconference pursuant to the Brown Act waivers provided for under the Governor's Executive Orders in response to the COVID-19 State of Emergency. As stated on the agenda, there was no public location for attending the meeting in person. The agenda also stated that the public could listen and provide comment telephonically by calling the number listed on the agenda.

CLOSED SESSION:

2. CONFERENCE WITH LEGAL COUNSEL - ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Government Code Section 54956.9

Receipt of claims

Claimant: La Paz Plaza

Claimant: Ramona Gooding

Jeff Ferre provided a report out on closed session. The Board met in closed session under Government Code Section 54956.9 for the receipt of claims.

In regard to the Claimant La Paz Plaza, a motion was made by Director Fiore, seconded by Director Moorhead, to approve payment of the claim as submitted, contingent upon the execution of a settlement and release agreement by the claimant. The motion passed 6-0.

MOTION DULY MADE BY RICHARD FIORE AND SECONDED BY BILL MOORHEAD, TO APPROVE PAYMENT OF THE CLAIM AS SUBMITTED, CONTINGENT UPON THE EXECUTION OF A SETTLEMENT AND RELEASE AGREEMENT BY THE CLAIMANT. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER ALL VOTING 'AYE'.

In regard to the Claimant Ramona Gooding, a motion was made by Director Cave, seconded by Director Fiore, to approve payment of the claim as submitted, contingent upon the execution of a settlement and release agreement by the claimant. The motion passed 6-0.

MOTION DULY MADE BY DUANE CAVE AND SECONDED BY RICHARD FIORE, TO APPROVE PAYMENT OF THE CLAIM AS SUBMITTED, CONTINGENT UPON THE EXECUTION OF A SETTLEMENT AND RELEASE AGREEMENT BY THE CLAIMANT. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER ALL VOTING 'AYE'.

3. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION

Initiation of litigation pursuant to paragraph (4) of subdivision (d) of Government Code Section 54956.9

One potential case

Jeff Ferre provided a report out on closed session. The Board met in closed session under Government Code Section 54956.9 regarding anticipated litigation. A motion by Director Cave, seconded by Director Fiore, to approve entering into a Common Interest Agreement. The motion passed 6-0.

MOTION DULY MADE BY DUANE CAVE AND SECONDED BY RICHARD FIORE, TO APPROVE ENTERING INTO A COMMON INTEREST AGREEMENT. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER ALL VOTING 'AYE'.

OPEN SESSION - 6:00 PM

4. PLEDGE OF ALLEGIANCE:

Sherry Wanninger led the Pledge of Allegiance.

5. PUBLIC COMMENTS:

President Probolsky stated that as permitted under the Brown Act, and in order to provide an equal opportunity for members of the public to provide comment without everyone talking over one another, public comments, on items on or off the agenda, would be taken during the Public Comment portion of the meeting. President Probolsky then asked if there was anyone on the phone who would like to provide comment. Hearing none, the Public Comment portion of the meeting was closed.

PRESENTATION:

6. MOULTON NIGUEL WATER DISTRICT'S 60TH ANNIVERSARY VIDEO PRESENTATION

Joone Lopez provided a brief introduction to the item. The Board was shown the 60th Anniversary video.

CONSENT CALENDAR ITEMS:(Items on the Consent Calendar have been discussed at the regularly scheduled Administrative and Technical Committee meetings)

7. MINUTES OF THE NOVEMBER 12, 2020 BOARD OF DIRECTORS MEETING

8. MINUTES OF THE NOVEMBER 17, 2020 SPECIAL BOARD OF DIRECTORS MEETING

10. MOBILE GENERATOR PURCHASE

It is recommended that the Board of Directors approve the purchase of a SG1600 Amp Sound Sensitive Generator for \$140,824.

11. RESOLUTION HONORING MR. LARRY MCKENNEY (RESOLUTION 20-16)

It is recommended that the Board of Directors approve the resolution entitled, "Honoring Mr. Larry McKenney for Service to the Metropolitan Water District of Southern California."

12. ADOPTION OF AMENDED CONFLICT OF INTEREST CODE (RESOLUTION 20-17)

It is recommended that the Board of Directors approve the resolution entitled, "Amending the Conflict of Interest Code Pursuant to the Political Reform Act of 1974."

MOTION DULY MADE BY DONALD FROELICH AND SECONDED BY DUANE CAVE, ITEMS 7,8,10,11 AND 12 WERE APPROVED AS PRESENTED. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER ALL VOTING 'AYE'.

9. CONSTRUCTION CONTRACT AWARD FOR THE SADDLEBACK AUXILIARY PUMP AND ENGINE REPLACEMENT

It is recommended that the Board of Directors award the construction services contract to Pascal & Ludwig Constructors in the amount of \$1,069,895; authorize the General Manager or Assistant General Manager to execute the contract; and to approve change orders up to 10% of the contract value.

This item was pulled from consent by Director Wanninger. Discussion ensued regarding the item.

MOTION DULY MADE BY SHERRY WANNINGER AND SECONDED BY BILL MOORHEAD, ITEM 9 WAS APPROVED AS PRESENTED. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER ALL VOTING 'AYE'.

ADMINISTRATIVE MATTERS:

13. AUDIT REPORTS FOR THE FISCAL YEAR ENDED JUNE 30, 2020

It is recommended that the Board of Directors receive and file the following audit reports for the fiscal year ended June 30, 2020:

- Comprehensive Annual Financial Report (“CAFR”), including auditor’s opinion on the fair presentation of the financial statements
- Audit communication letter
- Article XIII-B Appropriations Limit Calculation report
- Single Audit Report, including the letter on internal control

Matt Collings provided information on the item.

MOTION DULY MADE BY DUANE CAVE AND SECONDED BY SHERRY WANNINGER, ITEM 13 WAS APPROVED AS PRESENTED. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER ALL VOTING 'AYE'.

INFORMATION ITEMS:

14. 2020 LONG-RANGE WATER RELIABILITY PLAN UPDATE

Matt Collings provided an update on the 2020 Long-Range Water Reliability Plan.

15. MONTHLY FINANCIAL REPORT

Trevor Agrelius presented the Monthly Financial Report.

CLOSED SESSION:

16. PUBLIC EMPLOYEE PERFORMANCE EVALUATION

Pursuant to Government Code Section 54957
Title: General Manager

17. CONFERENCE WITH LABOR NEGOTIATORS

Pursuant to Government Code Section 54957.6
Agency designated representative: Board President Brian Probolsky
Unrepresented employee: General Manager

The Board entered closed session at 7:06 p.m.

RETURN TO OPEN SESSION:

18. EMPLOYMENT CONTRACT FOR SERVICES AS GENERAL MANAGER AND AMENDMENT #10

It is recommended that the Board of Directors consider, and possibly take action to adopt Amendment #10 to the Employment Contract for Services As General Manager which may include the payment of a bonus and/or other changes in compensation.

The Board exited closed session at 8:55 p.m. and Jeff Ferre provided a report out on closed session.

The Board met in closed session pursuant to Government Code Section 54957 for a performance evaluation of the General Manager and also for a conference with labor negotiators in regard to the General Manager under Government Code Section 54957.7. There was no reportable action for either Item, but the Board then proceeded to Item 18 to consider an Amendment #10 to the Employment Contract for the General Manager.

A motion was made by Director Cave, seconded by Director Fiore, to adopt Amendment #10 to the General Manager's Employment Contract which will provide the General Manager with a one-time bonus of \$20,000.00 and a credit of 120 hours of executive leave. Any unused executive leave will not be cashed out upon employment separation and must be used by June 30, 2021. The motion passed 6-0.

MOTION DULY MADE BY DUANE CAVE AND SECONDED BY RICHARD FIORE, TO ADOPT AMENDMENT #10 TO THE GENERAL MANAGER'S EMPLOYMENT CONTRACT WHICH WILL PROVIDE THE GENERAL MANAGER WITH A ONE-TIME BONUS OF \$20,000 AND A CREDIT OF 120 HOURS OF EXECUTIVE LEAVE. ANY UNUSED EXECUTIVE LEAVE WILL NOT BE CASHED OUT UPON EMPLOYMENT SEPARATION, AND MUST BE USED BY JUNE 30, 2021. THE VOTE WAS UNANIMOUS WITH DIRECTORS DUANE CAVE, RICHARD FIORE, DONALD

FROELICH, BILL MOORHEAD, BRIAN PROBOLSKY, AND SHERRY WANNINGER
ALL VOTING 'AYE'.

GENERAL MANAGER MATTERS:(Brief general updates on District matters and/or
brief general updates from staff - Informational purposes only.)

Joone Lopez provided a COVID-19 update.

PRESIDENT'S REPORT:

No report.

BOARD REPORTS:

Director Cave commented on his reelection and thanked everyone for the next four years.

President Probolsky echoed Director Cave's sentiments and welcomed Director Wanninger to the Board. He continued with noting that Director Jennings resigned from the Board. A special meeting will be scheduled for the end of this month to discuss next steps.

Director Fiore echoed sentiments.

Director Wanninger stated that she is looking forward to being part of Moulton Niguel Water Districts Board.

FUTURE AGENDA ITEMS (Any items added under this section are for discussion at future meetings only.):

None.

LATE ITEMS: (Appropriate Findings to be Made)

None.

ADJOURNMENT:

The meeting was adjourned at 9:06 p.m.

Respectfully submitted,



Tim Bonita
Recording Secretary