EAST BAY DISCHARGERS AUTHORITY
COMMISSION MEETING MINUTES

February 15, 2018

1. Call to Order
Chair Peixoto called the meeting to order at 9:30 A.M. on Thursday, February 15, 2018, at the Oro Loma Sanitary District Boardroom, 2655 Grant Avenue, San Lorenzo, CA 94580.

2. Roll Call
PRESENT: Ralph Johnson, Castro Valley Sanitary District; Pauline Russo Cutter, City of San Leandro; Jennifer Toy, Union Sanitary District; Timothy Becker, Oro Loma Sanitary; Marvin Peixoto, City of Hayward

ABSENT: None

OTHERS PRESENT: Michael Connor East Bay Dischargers Authority
Jacqueline Zipkin East Bay Dischargers Authority
Eric Casher Legal Counsel
Howard Cin East Bay Dischargers Authority
Juanita Villasenor East Bay Dischargers Authority
Alex Ameri City of Hayward
Paul Eldredge Union Sanitary District
Jason Warner Oro Loma Sanitary District
Roland Williams Castro Valley Sanitary District

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

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

4. Commission Meeting Minutes of January 18, 2018
5. Special Commission Meeting Minutes of January 22, 2018
6. List of Disbursements for January 2018
7. Treasurer’s Report for January 2018
8. Second Quarter Expense Summary, FY 2017/2018

Commissioner Johnson moved to approve the Consent Calendar items. The motion was seconded by Commissioner Toy and carried unanimously, 5-0 (Johnson, Cutter, Toy, Becker, Peixoto; ayes).

9. Closed Session
The Commission recessed to closed session at 9:35 a.m. to discuss the new General Manager’s employment agreement.
10. **Reconvene to Open Session**
The Commission returned from closed session at 9:45 p.m. Commission Chair Peixoto stated the General Manager's employment agreement will remain unchanged.

**REGULAR CALENDAR**

11. **General Manager's Report**
The General Manager thanked everyone for their efforts at completing a successful recruitment. The General Manager then deferred his comments to specific agenda items.

12. **Report from the Managers Advisory Committee (MAC)**
The MAC met with the General Manager on February 14, 2018. Guest speakers Hank Ackerman and Sybil Hatch from the County of Alameda Flood Control discussed a partnership with waste water agencies. The MAC also discussed the draft JPA revisions proposed by Oro Loma Sanitary District. The MAC agreed to hold a workshop to continue the JPA renewal discussion.

13. **Report from the Ad Hoc Committee**
The Ad Hoc Committee met with the General Manager on February 14, 2018, and discussed Oro Loma Sanitary District's proposed JPA revisions.

14. **Report from the Financial Management Committee**
The Financial Management Committee met with the General Manager on February 13, 2018, and reviewed the January List of Disbursements and Treasurer's Report, quarterly expenses, and State Controller financial reporting. The Committee was updated on the Authority's pooled liability insurance costs. Lastly, the Committee discussed a mid-year budget modification and recommends Commission approval of the resolution.

Commissioner Toy moved to approve the report from the Financial Management Committee. The motion was seconded by Commissioner Cutter and carried unanimously, 5-0 (Johnson, Cutter, Toy, Becker, Peixoto; ayes).

15. **Resolution Approving FY 2017/2018 Budget Modification No. 1**
Commissioner Cutter moved to adopt the resolution approving FY 2017/2018 budget modifications. The motion was seconded by Commissioner Becker and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None
16. **Report from the Regulatory Affairs Committee**
The Regulatory Affairs Committee met with the General Manager on February 13, 2018. The Committee reviewed permit compliance and the NPDES annual report. The Committee also discussed two funding resolutions: 1) a contract for laboratory services with Caltest Analytical Laboratory; and 2) a purchase order to Azyura for reporting services. The Regulatory Affairs Committee recommends Commission adoption of both resolutions.

Commissioner Johnson moved to approve the report from the Regulatory Affairs Committee. The motion was seconded by Commissioner Becker and carried unanimously, 5-0 (Johnson, Cutter, Toy, Becker, Peixoto; ayes).

17. **Resolution Approving an Agreement with Caltest Analytical Laboratory for Laboratory Analytical Services**
Commissioner Becker introduced the resolution approving an agreement with Caltest Analytical Laboratory for the period of March 1, 2018 through December 31, 2022. The motion was seconded by Commissioner Johnson and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None

18. **Resolution Authorizing the General Manager to Issue a Purchase Order for Calendar Year 2018 to Azyura in the Amount of $20,000 for Waterbits Licensing and Reporting Services**
Commissioner Becker introduced the resolution approving a purchase order to Azyura for calendar year 2018 in the amount of $20,000. The motion was seconded by Commissioner Johnson and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None

19. **Report from the Operations and Maintenance Committee (O&M)**
The Operations and Maintenance Committee met on February 12, 2018 and discussed the status of EBDA facilities. The ongoing facility projects discussed included AEPS No. 1 and No. 6 effluent pumps; Hayward MCC replacement project, No. 2 effluent pump, and generator test; OLEPS fuel tank replacement and Pumps 1 and 4 discharge valve actuator replacement projects; and the MDF water champ; and the SCADA system upgrade. The Committee was updated on the status of special projects including the Transport Pipe Condition Assessment and System Flow Master Plan Modeling.

Commissioner Toy moved to approve the report from the Operations & Maintenance Committee. The motion was seconded by Commissioner Becker and carried unanimously, 5-0 (Johnson, Cutter, Toy, Becker, Peixoto; ayes).
20. **Report from the Personnel Committee**
The Personnel Committee met on February 12, 2108. The Committee discussed several personnel resolutions. The Committee recommends changing the proposed Assistant General Manager classification to Transitional General Manager. The Personnel Committee recommends Commission adoption of the following resolutions: 1) creating a new employee classification; 2) revisions to 17/18 Compensation Plan; and 3) appointing Dr. Connor to the new employee classification with the recommended change to the classification title. The Committee recessed to Closed Session to discuss the General Manager’s agreement. The Committee returned from closed session and stated that there was no reportable action. Lastly, the Committee recommends approval of the employment agreement with Jacqueline Zipkin.

The Commission discussed the proposed new employee classification of Assistant General Manager and agreed that *Transitional General Manager* better represents Dr. Connor’s role.

Commissioner Cutter moved to approve the report from the Personnel Committee. The motion was seconded by Commissioner Becker and carried unanimously, 5-0 (Johnson, Cutter, Toy, Becker, Peixoto; ayes).

21. **Resolution Creating a New Employee Classification for Assistant General Manager and the Budget for the Classification**
Commissioner Becker introduced the resolution creating a new employee classification. The title of the new classification is changed to Transitional General Manager. The motion was seconded by Commissioner Cutter and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None

22. **Resolution Approving Revisions to the FY 2017/2018 Compensation Plan**
Commissioner Cutter introduced the resolution approving revisions to the FY 2017/18 Compensation Plan. The new employee classification was changed to Transitional General Manager. The motion was seconded by Commissioner Becker and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None

23. **Resolution Appointing Michael S. Connor to the Assistant General Manager Classification**
Commissioner Johnson introduced the resolution appointing Michael S. Connor to the newly created employee classification. As agreed to by the Commission, the title is
amended to *Transitional General Manager*. The motion was seconded by Commissioner Toy and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None

24. **Resolution Approving the General Manager’s Employment Agreement**
Commissioner Cutter introduced the resolution approving an employment agreement with Jacqueline Zipkin for the position of General Manager effective February 28, 2018. The motion was seconded by Commissioner Becker and carried unanimously, 5-0.

Ayes: Commissioners Johnson, Cutter, Toy, Becker, and Chair Peixoto
Noes: None
Absent: None
Abstain: None

25. **Items from the Commission and Staff**
EBDA’s member agencies will distribute the press release announcing the appointment of Jacqueline Zipkin to the position of General Manager.

26. **Adjournment**
With no further business, Chairman Peixoto adjourned the meeting at 10:50 a.m.

[Signature]
Michael S. Connor
General Manager