

## Minutes of the Board of Directors Meeting

### DELTA DIABLO

January 12, 2022

The meeting was called to order by Chair Glover at 4:30 p.m., on Wednesday, January 12, 2022, via Zoom. Present were Vice Chair Monica Wilson and Director Juan Banales. Also present were Mary Ann Mason, District Counsel; Vince De Lange, General Manager; Cecelia Nichols-Fritzler, Office Manager/Secretary to the Board; Brian Thomas, Acting Business Services Director; Thanh Vo, Acting Engineering Services Director; Anika Lyons, Finance Manager; Niger Edwards, Human Resources and Risk Manager; Trevor Simpson, Maintenance Supervisor; Christopher O'Connor, WWTP Operator III; Cheryl Rhodes Alexander; and John Cropper.

Chair Glover read the following statement: "In lieu of a public gathering, the Board of Directors meeting will be accessible via ZOOM to all members of the public as permitted by the Government Code Section 54953(e)."

Ms. Nichols-Fritzler read a statement regarding the process for receiving public comments and the availability of presentations on the District's website.

#### PUBLIC COMMENTS

None.

#### BOARD REORGANIZATION

##### Approve Reorganization of the Board for 2022 and Appoint Board Committee Members, Alternates, and Representatives

Mr. De Lange outlined the recommended traditional rotation of the Board positions, committee members, and representatives for 2022, proposed to take effect on February 1, 2022. Vice Chair Wilson moved approval; seconded by Director Banales, and by roll call vote (Ayes: *Banales, Glover, Wilson*; Noes: *None*; Absent: *None*), the Board approved reorganization of the Board and appointment of committee members, alternates, and representatives for 2022.

#### RECOGNITION

##### Adopt Resolution Commending and Congratulating Cheryl Rhodes Alexander, Human Resources and Risk Manager, on Her Retirement from the District

Mr. Thomas recognized Ms. Rhodes Alexander for retiring from the District on December 17, 2021, after achieving 15 years of service at the District. Mr. Thomas noted Ms. Rhodes Alexander effectively managed a broad range of critical functions, including labor relations, recruitment/selection, training/development, and performance management. He noted Ms. Rhodes Alexander was instrumental in adapting to COVID-19 challenges and protecting employee health and safety. In addition, Mr. Thomas noted her commitment to professional development during her tenure and dedication to public service, professionalism, and proactive issue resolution.

Ms. Rhodes Alexander thanked the Board and District staff, while acknowledging Jacqueline McDuffie, Human Resources Analyst II, and expressing confidence in Ms. Edwards joining the District as the new Human Resources and Risk Manager. Chair Glover thanked Ms. Rhodes Alexander for her service to the District. Vice Chair Wilson thanked her for her service and wished her well. Director Banales congratulated Ms. Rhodes Alexander. Ms. Mason thanked Ms. Rhodes Alexander for her service noting that she enjoyed her diligent, dedicated, pragmatic, and compassionate approach, and wished her well.

Vice Chair Wilson moved approval, seconded by Director Banales, and by a roll call vote (Ayes: *Banales, Glover, and Wilson*, Noes: *None*; Absent: *None*, Abstain: *None*), the Board adopted a resolution commending and congratulating Cheryl Rhodes Alexander, Human Resources and Risk Manager, on her retirement from the District.

Introduction of Christopher O'Connor, Wastewater Treatment Plant Operator III, to the District

Mr. De Lange introduced Mr. O'Connor, who began his employment on December 6, 2021, noting that he possesses over five years of experience in the wastewater sector, in addition to four years in the industrial mechanical field. Prior to joining the District, he worked as an Operations & Maintenance Technician 3 for Fairfield Suisun Sewer District. In addition, he has an Associate in Science degree in Wastewater Technology from Solano Community College and holds a WWTP Operator II state certification. The Board welcomed Mr. O'Connor to the District. Mr. O'Connor thanked the Board for the opportunity.

Introduction of Kelly Ring, Chemist I, to the District

Mr. De Lange commented this item would be presented to the Board at its February meeting.

Introduction of Niger Edwards, Human Resources and Risk Manager, to the District

Mr. Thomas introduced Ms. Edwards, who began her employment on December 20, 2021, noting she possesses over 15 years of public sector experience and recently served as Manager of Employee Relations with the East Bay Municipal Utility District. Mr. Thomas noted she has extensive experience in performance evaluations, recruitments, classification and compensation studies, effective communication, and implementation of strategic and organizational improvement initiatives. The Board welcomed Ms. Edwards, who thanked the Board and stated her interest in contributing to the District goals.

Congratulate Doug Schreiner (Senior Operator), Taylor Schofield (WWTP Operator II), Nick Muchmore (WWTP Operator III), Trevor Simpson (Maintenance Supervisor), and Anthony Novero (WWTP Operator II) on Promotions

Mr. De Lange highlighted five recent promotions of District employees and commented that the promotions are a direct result of the employees' commitment to professional development. He provided an overview of the Workforce Development goal in the District's Strategic Plan and highlighted key employee attributes that supported these promotions, noting the direct contributions to achieving the District's mission.

The Board congratulated these employees on their well-deserved recent promotions. Mr. Simpson thanked the Board for the opportunity, noting his appreciation for working at the District.

CONSENT CALENDAR

Vice Chair Wilson moved approval of the Consent Calendar, seconded by Director Banales, and by a roll call vote (Ayes: *Banales, Glover, and Wilson*, Noes: *None*; Absent: *None*, Abstain: *None*), the following Consent items were approved: Approve Minutes of the Board of Directors Meeting, December 8, 2021; Receive Notes from Board of Directors Finance Committee Meeting, January 5, 2022; Receive District Monthly Check Register for November 2021; Adopt Resolution Commending and Congratulating Carol Margetich, Business Services Director, on Her Retirement from the District; Adopt Resolution Commending and Congratulating Jason Wong, Chemist II, on His Retirement from the District; Adopt Resolution Commending and Congratulating Jayne Strommer, Government Affairs Manager, on Her Retirement from the

District; Authorize General Manager to Transfer Monies to Pump Station Facilities Repair Project from Wastewater Capital Asset Replacement Fund Reserves in an Amount of \$400,000, for a Total Project Budget of \$14,718,914, Authorize General Manager to Approve Contract Change Orders in an Amount Not to Exceed 13% of the Construction Contract Amount, for a New Total Authorization of \$11,155,360, W.M. Lyles, Co., and Authorize General Manager to Execute Amendment No. 3 to Consulting Services Contract in the Amount of \$60,000, for a New Total Contract Amount of \$1,457,445, ICM Group, Inc., Construction Management and Inspections Services, Pump Station Facilities Repair, Project No. 80008; Approve and Authorize General Manager to Execute Six-Month General Services Contract for a Total Amount Not to Exceed \$20,378, Including Annual Extensions Not to Exceed Four (4) Years, for a Total Contract Amount Not to Exceed \$183,402, from January 1, 2022 through June 30, 2026, New Image Landscape Company, Landscape Maintenance Services; and Approve and Authorize General Manager to Execute Interagency Agreement for a Total Contract Amount Not to Exceed \$140,000, from November 17, 2021 through June 30, 2022, Contra Costa County, Department of Information Technology, Information Technology Services

### DELIBERATION ITEMS

Consider Adopting Resolution Authorizing the Board of Directors, in All Its Capacities, Including the Integrated Financing Corporation, and Its Subcommittees to Continue Teleconference Meetings Under Government Code Section 54953(e), Make Related Findings, and Take Related Actions

Ms. Nichols-Fritzler presented an overview of Government Code Section 54953(e) and the key provisions of AB 361, which amended the teleconferencing provision of the Brown Act effective October 1, 2021. She noted the Board previously adopted Resolution Nos. 15/2021, 19/2021 at its October 13, 2021 and November 17, 2021 meetings, respectively. She also noted that the Board authorized continuance of teleconference meetings at the December 8, 2021 meeting. In addition, she restated the requirements that the District must follow regarding agenda posting, instructions on how to access the meeting and provide public comment, options for attending a meeting via a call-in or internet-based service option, and Board conduct of meetings in a manner that protects the constitutional and statutory rights of the public. In addition, she noted if there is a disruption in the meeting, the Board must stop the meeting until public access and the ability to comment is restored.

Vice Chair Wilson moved approval to adopt a resolution to authorize the Board of Directors, in all its capacities, and its subcommittees, to conduct teleconference meetings under Government Code Section 54953(e) and make related findings; determine that these bodies will hold virtual meetings for the next 30 days; and direct the General Manager to return this matter to the Board for reconsideration as to all bodies covered by the Resolution, seconded by Director Banales, and by roll call vote (*Ayes: Banales, Glover, Wilson, Noes: None, Abstain: None*), the Resolution was adopted.

### **PRESENTATIONS AND REPORTS**

Receive Audited Annual Comprehensive Financial Report (ACFR) and Memorandum on Internal Control for Fiscal Year 2020/2021

Ms. Lyons provided a brief overview of the District's audit process and introduced Mr. John Cropper from Cropper Accountancy Corporation, noting that this is a new auditing firm for the District in support of continued organizational improvement. Mr. Cropper highlighted the District has exceeded basic financial reporting requirements by including a transmittal letter and statistical section in its ACFR, which is intended to improve reader context and transparency. He commented that the ACFR accurately represents the District's financial position, and the District was issued an "unmodified" or "clean" opinion by the auditor, which represents the highest

quality outcome. Mr. Cropper noted the District continues to maintain a strong financial position, including adding \$19.8 million in net position in FY20/21 for a total net position \$196.2 million as of June 30, 2021, which includes an unrestricted net position of \$64.8 million. He noted increased sewer connection fee revenue, accounting adjustments, reduction in operating expenses, and outside agency reimbursements as key drivers for the increased net position in FY20/21. In addition, Mr. Cropper reviewed operating revenues (\$41.3 million) and operating expenses of (\$31.7 million) resulting in net income of \$9.6 million. In reference to the Memorandum of Internal Control, Mr. Cropper noted there were no material weaknesses or opportunities to strengthen internal controls and operating efficiency identified as part of the audit process.

Chair Glover thanked Mr. Cropper and commented he is pleased to know that the District is operating efficiently and in good order. Director Banales thanked Mr. Cropper and noted his satisfaction with receiving a clean report and future focus on continuing strong internal controls.

MANAGER'S COMMENTS

Mr. De Lange provided an update on the District's response to COVID-19 and noted the near-term focus on effectively managing omicron impacts in the workplace.

DIRECTORS' COMMENTS

None.

CORRESPONDENCE

Receive Monthly Lobbyist Report Dated December 2021, Key Advocates, Inc., Western Recycled Water Coalition, Project No. 90024

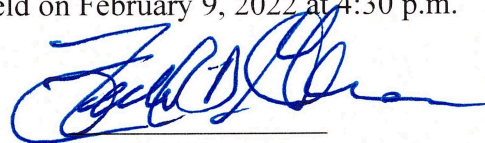
The Board received and filed the report

CLOSED SESSION

None.

ADJOURNMENT

The next Board of Directors meeting will be held on February 9, 2022 at 4:30 p.m.



Federal Glover  
Board Secretary

(Recording Secretary:  
Cecelia Nichols-Fritzler)