

**MINUTES OF THE REGULAR COMMISSION MEETING
OF THE SAN JOAQUIN TRIBUTARIES AUTHORITY**

Turlock, California
13 November 2023

The Commission Meeting of the San Joaquin Tributaries Authority was called to order at 10:00 a.m. in regular session on the 13th day of November, 2023, conducted in-person from the Turlock Irrigation District located at 333 E. Canal Drive, Turlock, CA and via Zoom Webinar.

Present were the following representatives of the member agencies:

Michael Frantz – Turlock Irrigation District (Chair)
Glenn Spyksma – South San Joaquin Irrigation District (Vice Chair)
Robert Frobose – Modesto Irrigation District
Newsha Ajami – City and County of San Francisco

PUBLIC COMMENT

There were no comments from the public.

MOTION APPROVING COMMISSION MEETING MINUTES

Moved by Commissioner Ajami, seconded by Commissioner Spyksma, that the minutes of the regular meeting of August 7, 2023 and the special meeting of September 21, 2023 are approved as presented.

All voted in favor with none opposed. The Chair declared the motion carried.

PRESENTATION OF TREASURER'S REPORT

SJTA Treasurer Michael Clipper presented the Cash Reconciliation, Bank Statement Activity, and Comparison of Revenue and Expenditures to Budget through the end of October 2023.

Commissioners, Mr. Clipper, and Legal Counsel Valerie Kincaid discussed what percentage of the cash call will be placed in the checking account, as well as the fees, term, accounting, and benefits/measured data of the Port of Stockton agreement that funds the Dissolved Oxygen Aeration (water quality) program. Hearing no further comments, the Commission took the following action:

MOTION APPROVING TREASURER'S REPORT

Moved by Commissioner Ajami, seconded by Commissioner Spyksma, that the Treasurer's Report through October 31, 2023 be approved as presented.

All voted in favor with none opposed. The Chair declared the motion carried.

DISCUSSION REGARDING APPOINTMENT OF SECRETARY

Chair Frantz expressed thanks to current SJTA Commission Secretary Tami Wallenburg for her hard work and wished her well as she enters the next phase of life. Hearing no further comments, the Commission took the following action:

MOTION APPOINTING SECRETARY

Moved by Commissioner Frobose, seconded by Commissioner Ajami, that Jennifer Land is hereby appointed as Secretary to the San Joaquin Tributaries Authority, effective November 13, 2023.

All voted in favor with none opposed. The Chair declared the motion carried.

DISCUSSION REGARDING PROPOSED 2024 MEETING SCHEDULE

Chair Frantz spoke regarding the proposed meeting schedule for 2024, noting Commissioners may choose between two different dates in November due to the Veteran's Day holiday. After some discussion, Commissioners selected November 4, 2024 as the 4th quarter meeting date. Hearing no further comments, the Commission took the following action:

RESOLUTION NO. 2023 - 4

RESOLUTION APPROVING THE SAN JOAQUIN TRIBUTARIES AUTHORITY REGULAR MEETING SCHEDULE FOR 2024

WHEREAS, pursuant to Article 7, Section 7.2 of the of the San Joaquin Tributaries Authority (SJTA) Joint Powers Agreement (JPA), the Commission shall hold at least one regular meeting each calendar quarter at a time and place set by the Commission, and such other times as may be determined by the Commission; and

WHEREAS, furthermore, the legislature adopted additional provisions in California Government Code Section 6592.1 which states actions regarding financing shall be adopted by an authority only during a regular meeting held pursuant to Section 54954.

NOW THEREFORE BE IT RESOLVED by the Commission of the San Joaquin Tributaries Authority that the following regular meeting schedule be approved for 2024:

Monday, February 12, 2024 at 10:00 a.m.
Monday, May 13, 2024 at 10:00 a.m.
Monday, August 12, 2024 at 10:00 a.m.
Monday, November 4, 2024 at 10:00 a.m.

BE IT FURTHER RESOLVED that the regular meetings of the SJTA will be held at the Turlock Irrigation District Board Room located at 333 E. Canal Drive, Turlock, CA, unless agendized otherwise.

Moved by Commissioner Spyksma, seconded by Commissioner Ajami, that the foregoing resolution be adopted.

Upon roll call the following vote was had:

| | |
|---------|---|
| Ayes: | Commissioners Spyksma, Frobose, Ajami, and Frantz |
| Noes: | None |
| Absent: | None |

The Chair declared the resolution adopted.

DISCUSSION REGARDING THE PROPOSED EXECUTIVE DIRECTOR POSITION AND JOB DESCRIPTION

SJTA Administrator Jennifer Persike presented an overview of the strategic plan implementation efforts with focuses on “one voice” and “tell the story” to position the SJTA for the future. As part of these efforts, a strategy has been developed to create a sustainable administrative structure, including building the role and job description for a longer-term executive director position. Ms. Persike spoke about having met with the General Managers and Commissioners to determine the desired background, experience, skills, and priorities for this type of position, as well as her research of similar positions and salaries with other JPAs and organizations.. Ms. Persike also reviewed highlights of the job description, expectations for the role, as well as the selection process for the executive director position, including retaining a recruitment firm, interviewing top candidates, and the goal of having this position in place April 1, 2024.

Commissioners and Ms. Persike discussed whether the executive director position would take over the SJTA Administrator role (Ms. Persike’s current position) and how much time she spends per week in this role, why this person can’t be hired by one of the organizations as an employee instead of a contractor to make the position more attractive and potentially reduce the cost, if the position will be full time or half time, and clarification that this will be a contract compensated (not hourly) position to fulfill the role/responsibilities, including travel but without benefits. Further discussion included setting clear expectations and performance measures in order for the position to make a difference, concerns with a firm fulfilling this role rather than a person working alongside the SJTA, proposal to give each of the four agencies veto power over the position – necessitating a unanimous decision by the Commissioners to hire, giving the General Managers the authority to assist with the selection process, and the ability to amend the job description as needed.

General Managers spoke about this being a concept in the works for a long time now, a lot of thought has gone into developing the job description, becoming more proactive than reactive, setting goals and objectives for the new role, being adaptive and representative of collective interests, progress made and benefits of the General Managers working together, and that the contractor model will ensure common vision. Further comments included the amount of time Ms. Persike has been putting in so that the new person can carry out the initiatives and not focus on administrative functions, and that this is a historic moment/opportunity for the SJTA to work collaboratively on a clear path forward.

Commissioners concluded with comments that the hope would be for this position to take a lead role on project administration to relieve agency costs and efforts, having the right set of achievable goals in place such as moving the voluntary agreement forward, interest in working

collectively, appreciation for the General Manager’s comments, and agreement that this is a momentous occasion. Hearing no further comments, Commissioner Spyksma motioned the resolution to approve the executive director position and that the position be approved (hired) unanimously by the Commission. Commissioner Ajami seconded the resolution.

RESOLUTION NO. 2023 - 5

**RESOLUTION APPROVING THE
SAN JOAQUIN TRIBUTARIES AUTHORITY
EXECUTIVE DIRECTOR POSITION AND JOB DESCRIPTION**

WHEREAS, a five-year Strategic Vision Plan was approved in 2022 for the San Joaquin Tributaries Authority; and

WHEREAS, the San Joaquin Tributaries Authority recognizes the importance of increased collaboration and proactive actions to improve outcomes for its members; and

WHEREAS, a key recommendation in the Strategic Vision Plan calls for an executive director to lead the San Joaquin Tributaries Authority, recruit members, increase the voice and influence of the region, and to develop programs and projects that benefit Authority members; and

WHEREAS, a recruitment firm will aide in the development of the job announcement, advertise the position, and facilitate the selection process.

NOW, THEREFORE, BE IT RESOLVED by the Commission of the San Joaquin Tributaries Authority that the proposed position / job description for an Executive Director be approved.

Moved by Commissioner Spyksma, seconded by Commissioner Ajami, that the foregoing resolution be adopted.

Upon roll call the following vote was had:

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|---------|---|
| Ayes: | Commissioners Spyksma, Frobose, Ajami, and Frantz |
| Noes: | None |
| Absent: | None |

The Chair declared the resolution adopted.

DISCUSSION REGARDING THE PROPOSED 2024 FISCAL YEAR BUDGET

SJTA Treasurer Michael Clipper presented information regarding the proposed 2024 fiscal year budget, including comparisons between the 2024 and 2023 budgets, as well as the proposed budget details for 2024, including the executive director position and administrative and legal costs.

Commissioners, Ms. Persike, and Mr. Clipper discussed whether there should be a marketing or communications budget, clarification that the proposed budget includes resources for website & branding updates and strategic plan implementation, desires for the position to create more collaboration around science (model and data), and an inquiry regarding the status of a refund

for legal fees and whether that money can be used to offset some of the proposed budget. Further discussion included clarification that the \$300,000 proposed budget for the executive director includes salary and travel only, the desire to establish a \$25,000 budget allowance specifically for travel, review of administrative, website, and strategic plan implementation elements and associated budgets. General Manager Reimers clarified that some of the administrative costs will be used for TID to recoup some of their staff related costs.

Commissioners agreed there needs to be a separate travel budget allowance for the executive director position and proposed \$280,000 salary and \$20,000 travel, subject to change as needed. It was further noted that Ms. Persike should feel empowered to come back to the Commissioners if additional money is needed to finalize a deal, and that the goal is to get the right person for the job, while still being cost conscientious. Hearing no further comments, Commissioner Ajami motioned the resolution to approve the budget as amended to include the \$280,000 executive director salary and \$20,000 travel allowance with the opportunity to come back to the Commissioners if warranted. Commissioner Frobose added that he would also like any legal fees returned within a timely manner to be considered in this budget/cash call. Commissioner Frobose seconded the resolution.

RESOLUTION NO. 2023 - 6

RESOLUTION APPROVING THE SAN JOAQUIN TRIBUTARIES AUTHORITY 2024 FISCAL YEAR BUDGET

WHEREAS, pursuant to Article 11, Section 11.1 of the San Joaquin Tributaries Authority (SJTA) Joint Powers Agreement (JPA), the Commission shall approve a budget before the beginning of each fiscal year; and

WHEREAS, the SJTA Treasurer in coordination with the SJTA Administrator have developed a proposed budget for fiscal year 2024 totaling \$1.517 million in expenses (as detailed in Exhibit A); and

WHEREAS, the proposed budget for fiscal year 2024 will result in a cash call of \$380,000 from each member agency for operation of the San Joaquin Tributaries Authority and associated business.

NOW, THEREFORE, BE IT RESOLVED by the Commission of the San Joaquin Tributaries Authority that the proposed budget for fiscal year 2024 in the amount of \$1.52 million is hereby approved, along with a cash call of \$380,000 from each member agency (as detailed in Exhibit A). The cash call payment due date will be January 31, 2024 or an alternate date as determined by the Commission.

Moved by Commissioner Ajami, seconded by Commissioner Frobose, that the foregoing resolution be adopted.

Upon roll call the following vote was had:

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|---------|---|
| Ayes: | Commissioners Spyksma, Frobose, Ajami, and Frantz |
| Noes: | None |
| Absent: | None |

The Chair declared the resolution adopted.

MOTION ADJOURNING TO CLOSED SESSION

Moved by Commissioner Ajami, seconded by Commissioner Frobose, that the Commission meeting be adjourned to closed session at 11:37 a.m.:

- A. Conference with Legal Counsel – Existing Litigation**
California Government Code Section 54956.9
San Joaquin Tributaries Authority, et al vs. California State Water Resources Control Board
Tuolumne County Superior Court – Case Number CV62094
Judicial Council Coordinated Proceeding No.5013
- Valerie Kincaid, Legal Counsel
- B. Conference with Legal Counsel – Existing Litigation**
California Government Code Section 54956.9
San Joaquin Tributaries Authority vs. California State Water Resources Control Board
Fresno County Superior Court – Case No. 21CECG02632
- Valerie Kincaid, Legal Counsel
- C. Conference with Legal Counsel – Existing Litigation**
California Government Code Section 54956.9
San Joaquin Tributaries Authority, et al vs. California State Water Resources Control Board
Court of Appeals 6th District – Case No. H047270
Consideration of Settlement Proposal
- Valerie Kincaid, Legal Counsel
- D. Conference with Legal Counsel – Existing Litigation**
California Government Code Section 54956.9
San Joaquin Tributaries Authority, et al vs. California State Water Resources Control Board
Fresno County Superior Court – Case No. 23CECG04201
- Valerie Kincaid, Legal Counsel
- E. Conference with Legal Counsel – Anticipated Litigation**
California Government Code Section 54956.9(d)(2)-(3)
Anticipated Litigation – two potential cases
Potential future State Water Board Action
- Valerie Kincaid, Legal Counsel

All voted in favor with none opposed. The Chair declared the motion carried.

Chair Frantz recessed the meeting (for a short break) at 11:38 a.m., and reconvened to closed session at 11:42 a.m.

RECONVENE – OPEN SESSION

The Commission meeting was reconvened at 12:15 p.m. in open session with all Commissioners present as per the previous open session.

REPORT OF ANY ACTION TAKEN IN CLOSED SESSION

The Chair announced no reportable action was taken in closed session.

MATTERS TOO LATE FOR THE AGENDA

There were none.

FUTURE MEETING

The next regular meeting is scheduled for Monday, February 12, 2024 at 10:00 a.m.

ADJOURNMENT

There being no further business, moved by Commissioner Ajami, seconded by Commissioner Frobose, that the meeting be adjourned at 12:15 p.m.

All voted in favor with none opposed. The motion was carried.

 Jennifer Land
Deputy Secretary to the Commission