



SAN JOAQUIN TRIBUTARIES AUTHORITY

www.SanJoaquinTributariesAuthority.org

COMMISSION MEETING OF THE SAN JOAQUIN TRIBUTARIES AUTHORITY

MONDAY, FEBRUARY 10, 2025 – 10:00 A.M.
REGULAR MEETING AGENDA

TURLOCK IRRIGATION DISTRICT
BOARD ROOM 105
333 E. CANAL DRIVE
TURLOCK, CA 95380

NUGGET CASINO RESORT
REDWOOD 4 CONFERENCE ROOM, SECOND FLOOR
1100 NUGGET AVENUE
SPARKS, NV 89431

ALTERNATE FORMATS OF THIS AGENDA WILL BE MADE AVAILABLE UPON REQUEST TO QUALIFIED INDIVIDUALS WITH DISABILITIES. PERSONS WHO REQUIRE A DISABILITY-RELATED MODIFICATION OR ACCOMMODATION, INCLUDING AUXILIARY AIDS OR SERVICES, SHOULD CONTACT JENNIFER LAND, COMMISSION SECRETARY, IN PERSON OR BY MAIL, AT THE ABOVE (TID) ADDRESS, OR BY TELEPHONE AT (209) 883-8353, NOT LESS THAN 24 HOURS PRIOR TO THE MEETING FOR WHICH THE MODIFICATION OR ACCOMMODATION IS REQUIRED.

1. CALL TO ORDER

Members of the public will have the opportunity to provide public input in-person or via the webinar or phone features. If you wish to speak, click on the “Raise Hand” button via Zoom, or press *9 if using a phone, and wait until your name (or other identifying information) is called by the Commission Secretary.

To join the meeting:

- [Click here to join the video meeting](#)
- Or to join by phone, please dial 669-900-9128 or 346-248-7799
Meeting ID: 987 7839 6076

2. SALUTE TO THE FLAG

3. ROLL CALL OF COMMISSIONERS

4. NEW SJTA COMMISSIONER INTRODUCTION

5. PUBLIC COMMENT PERIOD (5 minutes per speaker)

This time is provided for the public to address the Commissioners of the Authority on matters of concern that fall within the jurisdiction of the Authority that are not on the agenda. Speakers are encouraged to consult Member Management or Directors prior to agenda preparation regarding any Authority operation or responsibility as no action will be taken on non-agenda issues.

6. **MOTION TO APPROVE MINUTES OF THE REGULAR MEETING OF NOVEMBER 4, 2024**
7. **MOTION TO ACCEPT THE TREASURER'S REPORT**
Presentation and acceptance of the Treasurer's Report through January 31, 2025.
- Michael Clipper, SJTA Treasurer
8. **MOTION TO APPOINT THE TREASURER**
Pursuant to the SJTA Joint Powers Agreement and Bylaws, consider appointing Turlock Irrigation District employee Ashley Millsap as Treasurer of the San Joaquin Tributaries Authority for a term of one (1) year.
- Andree Lee, SJTA Executive Director
9. **RESOLUTION TO APPROVE AMENDMENTS TO THE SJTA BYLAWS**
Consider approving amendments to the SJTA Bylaws.
- Andree Lee, SJTA Executive Director
10. **EXECUTIVE DIRECTOR REPORT**
Update on the strategic plan implementation and work plan development.
- Andree Lee, SJTA Executive Director
11. **MOTION TO ADJOURN TO CLOSED SESSION**
 - 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 – three potential cases

Potential future State Water Board Action

- Valerie Kincaid, Legal Counsel

12. **RECONVENE - REPORT OF ANY ACTION TAKEN IN CLOSED SESSION**
13. **MATTERS TOO LATE FOR THE AGENDA**
14. **NEXT REGULAR MEETING DATE - MONDAY, MAY 12, 2025 AT 10:00 A.M.**
15. **MOTION TO ADJOURN**

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

Turlock, California
4 November 2024

The Commission Meeting of the San Joaquin Tributaries Authority was called to order at approximately 10:00 a.m. in regular session on the 4th day of November, 2024, 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
Robert Frobose – Modesto Irrigation District, Vice Chair
Glenn Spyksma – South San Joaquin Irrigation District, Chair

Commissioner Spyksma announced that the City and County of San Francisco does not currently have a representative serving on the SJTA but will likely by the next regular meeting.

INTRODUCTION OF NEW SJTA EXECUTIVE DIRECTOR

Commissioner Spyksma introduced new SJTA Executive Director Andree Lee and spoke about her experience and connection between urban, ag, and environmental water. Commissioners Frobose and Frantz also welcomed Executive Director Lee. Ms. Lee expressed thanks to the Commission and spoke about working to advance collaboration and implement the SJTA Strategic Plan to achieve SJTA's vision.

PUBLIC COMMENT

There were no comments from the public.

MOTION APPROVING COMMISSION MEETING MINUTES

Moved by Commissioner Frantz, seconded by Commissioner Frobose, that the minutes of the regular meeting of August 12, 2024, special meeting of August 29, 2024, and special meeting of September 12, 2024, be approved as presented.

Hearing no comments, the Commission took the following action:

Upon roll call the following vote was had:

Ayes: Commissioners Frantz, Frobose, and Spyksma
Noes: None
Absent: None

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

MOTION APPROVING TREASURER'S REPORT

SJTA Treasurer Michael Clipper announced that the SJTA now has two accounts (interest bearing account and checking account) and presented the cash reconciliation, bank statement activity, and year-to date comparison of revenue and expenditures to budget for these accounts through the end of September 2024.

Hearing no comments, the Commission took the following action:

Moved by Commissioner Frantz, seconded by Commissioner Frobose, that the Treasurer's Report through September 30, 2024, be approved as presented.

Upon roll call the following vote was had:

Ayes: Commissioners Frantz, Frobose, and Spyksma
Noes: None
Absent: None

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

RESOLUTION NO. 2024 - 2

RESOLUTION APPROVING THE SAN JOAQUIN TRIBUTARIES AUTHORITY REGULAR MEETING SCHEDULE FOR 2025

SJTA Executive Director Andree Lee provided information about the meeting schedule for 2025, noting the proposed schedule is generally consistent with the meeting schedule for 2024 with meetings being held quarterly on the second Monday of the month. However, there is one exception for the November meeting due to the veteran's Day holiday; therefore, the first Monday of the month has been proposed as the meeting date instead.

Hearing no comments, the Commission took the following action:

Moved by Commissioner Frobose, seconded by Commissioner Frantz, regular meeting schedule be approved for 2025 as presented:

Monday, February 10, 2025 at 10:00 a.m.
Monday, May 12, 2025 at 10:00 a.m.
Monday, August 11, 2025 at 10:00 a.m.
Monday, November 3, 2025 at 10:00 a.m.

Upon roll call the following vote was had:

Ayes: Commissioners Frantz, Frobose, and Spyksma
Noes: None
Absent: None

All voted in favor with none opposed. The Chair declared the resolution adopted.

UPDATE ON STRATEGIC PLAN IMPLEMENTATION AND NEXT STEPS

SJTA Executive Director Andree Lee spoke about the purpose of this item to provide the Commissioners with a plan to advance the Strategic Plan over the next six months, efforts that have been achieved to date, and turned it over to Administrator Jennifer Persike. Ms. Persike presented a recap of efforts thus far including launch of the Strategic Plan effort in 2021, approval of the Strategic Plan by the Commission in August 2022, and the initial focused goals of “One Voice” and “Tell the Story”. Ms. Persike also reviewed the progress to date including the processes to hire and onboard the Executive Director, revise Bylaws, update key messages, as well as a website refresh/new domain name, and expressed thanks to the Commissioners, General Managers, and staff for their assistance.

Commissioners expressed thanks to Ms. Persike for her hard work and efforts in the Administrator role, which accentuated the need for an Executive Director, and inquired about the status of amendments to the SJTA JPA and Bylaws.

Ms. Lee also expressed thanks to Ms. Persike for her helpfulness and guidance, and reviewed next steps for the upcoming six months to 1) implement immediate actions for the One Voice, Tell the Story, and Cultivate Relationships goals and 2) identify steps and develop a work plan for Optimize Assets, Local Discretion, and Collaborate goals as well as any remaining items related to the Strategic Plan. Ms. Lee Also reviewed the input and roles of the Commissioners and General Managers to help develop and oversee the work plan, timeline and associated actions to be reviewed by the Commission at their upcoming meetings, the 2025 budget approval process scheduled to be considered today, as well as consideration of a future budget amendment in conjunction with the work plan if needed.

Commissioners spoke about the importance of cultivating relationships in a genuine manner, ensuring Ms. Lee is comfortable with the chain of command structure of answering to and having more regular check-ins with the General Managers and periodic check-ins with the Commissioners, encouraged interactions with the General Managers as well as their respective Boards/agencies, and concurrence with the proposed work plan and associated timeline.

RESOLUTION NO. 2024 - 3

RESOLUTION APPROVING THE SAN JOAQUIN TRIBUTARIES AUTHORITY 2025 FISCAL YEAR BUDGET

SJTA Executive Director Andree Lee spoke about the importance of maintaining an adopted budget as we move into the next year and noted some uncertainties associated with the long-term work plan. SJTA Treasurer Michael Clipper presented information about the 2025 fiscal year budget including comparisons between the 2025 proposed and 2024 adopted budgets, budget considerations and assumptions including having received the reimbursement of legal fees from the State Water Resources Control Board (SWRCB) late last week, and reviewed the cost breakdown and cash call associated with the 2025 proposed budget.

Commissioners spoke about the desire to review the Oakdale Irrigation District claim at the February 10 meeting, clarification that the cash call within the proposed budget does not include reimbursement from SWRCB, recommendation to reduce the cash call amount less

\$100,000 per agency, and any potential impacts associated with budget amendments that may be brought forward at a later date.

Commissioner Frobose introduced a modified motion to approve the 2025 budget with a change to the cash call in the amount of \$264,621 per agency, with a window to ask for additional cash call at a later date if needed. Commissioner Frantz seconded the modified motion.

Upon roll call the following vote was had:

Ayes: Commissioners Frantz, Frobose, and Spyksma
Noes: None
Absent: None

All voted in favor with none opposed. The Chair declared the resolution adopted.

MOTION ADJOURNING TO CLOSED SESSION

Commissioner Spyksma adjourned the Commission meeting to closed session at 10:57 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**
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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 – three 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.

RECONVENE – OPEN SESSION

The Commission meeting was reconvened at 11:55 a.m. in open session with all Commissioners present as per the previous open session.

REPORT OF ANY ACTION TAKEN IN CLOSED SESSION

Commissioner Spyskma announced there were no reportable action items to report from closed session.

MATTERS TOO LATE FOR THE AGENDA

There were none.

FUTURE MEETING

The next regular meeting is scheduled for Monday, February 10, 2025 at 10:00 a.m.

ADJOURNMENT

There being no further business, moved by Commissioner Frobose, seconded by Commissioner Frantz, that the meeting be adjourned at 11:55 a.m.

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

Secretary to the Commission of the
SAN JOAQUIN TRIBUTARIES AUTHORITY



SAN JOAQUIN TRIBUTARIES AUTHORITY

www.SanJoaquinTributariesAuthority.org

**San Joaquin Tributaries Authority
Treasurer's Report
through January 31, 2025**



SAN JOAQUIN TRIBUTARIES AUTHORITY

P.O. Box 949
Turlock, CA 95381-0949
(209) 883-8293

San Joaquin Tributaries Authority Cash Reconciliation

Balance as of 1/1/25: **\$76,695.19**

Receipts for the month:

0.00	Cash Call ()	
0.00	Transfer	
<u>0.00</u>		\$0.00

Disbursements for the month:

<u>0.00</u>		\$0.00
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Bank Account Balance: \$76,695.19

Balance as of 1/31/25:

Total Cash Balance: \$76,695.19

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Account Number Page
1

ACCOUNT SUMMARY

ACCOUNT NUMBER	STARTING BALANCE	TOTAL NO	DEBITS AMOUNT	TOTAL NO	CREDITS AMOUNT	TOTAL CHGS	INT PD	NEW BALANCE
CHECKING	76,695.19	0	.00	0	.00	.00	.00	76,695.19

PUBLIC FUNDS DDA

ACCOUNT	DATE	TRANSACTIONS	DEBITS	CREDITS	BALANCE
		*** NO ACTIVITY ***			
		Average Daily Balance			76,695.19

P.O. Box 949
 Turlock, CA 95381-0949
 (209) 883-8293

San Joaquin Tributaries Authority

Cash Reconciliation

Balance as of 1/1/25: **\$1,080,548.08**

Receipts for the month:

0.00	Cash Call ()	
0.00	Attorney Fees	
2,442.33	Interest	
2,442.33		\$2,442.33

Disbursements for the month:

0.00	Transfer	
0.00		\$0.00

Bank Account Balance: \$1,082,990.41

Balance as of 1/31/25: **Total Cash Balance: \$1,082,990.41**



ACCOUNT SUMMARY

ACCOUNT NUMBER	STARTING BALANCE	TOTAL NO	DEBITS AMOUNT	TOTAL NO	CREDITS AMOUNT	TOTAL CHGS	INT PD	NEW BALANCE
CHECKING	1,080,548.08	0	.00	0	.00	.00	2,442.33	1,082,990.41

MONEY MARKET

ACCOUNT	DATE	TRANSACTIONS	DEBITS	CREDITS	BALANCE
	02-FEB	INTEREST DEPOSIT		2,442.33	1,082,990.41
		Average Daily Balance			1,080,548.08

San Joaquin Tributaries Authority

Comparison of Revenue and Expenditures to Budget

Year-to-Date January 2025

	Month of <u>January</u>	2025 <u>YTD Activity</u>	2024 <u>Budget</u>	Budget <u>Variance</u>
Revenue				
2025 Cash Call	0.00	0.00	1,058,484.75	(1,058,484.75)
Interest	2,442.33	2,442.33	0.00	2,442.33
Carryover	1,053,565.25	1,053,565.25	1,053,565.25	0.00
	<u>1,056,007.58</u>	<u>1,056,007.58</u>	<u>2,112,050.00</u>	<u>(1,056,042.42)</u>
Expenditures				
Administration	14,000.00	14,000.00	105,850.00	(91,850.00)
General Legal				
Paris Kincaid	42,356.00	42,356.00	1,061,000.00	(1,018,644.00)
Strategic Visioning Plan	0.00	0.00	0.00	0.00
Executive Director	8,974.69	8,974.69	291,634.75	(282,660.06)
Total Expenditures	<u>65,330.69</u>	<u>65,330.69</u>	<u>1,458,484.75</u>	<u>(1,393,154.06)</u>
Revenue Over Expenditures	<u>990,676.89</u>	<u>990,676.89</u>	<u>653,565.25</u>	<u>337,111.64</u>



MEMORANDUM

To: San Joaquin Tributaries Authority
From: SJTA Executive Director, Andree Lee
Issue: **Amendments to SJTA Bylaws**
Date: February 10, 2025

Summary

The San Joaquin Tributaries Authority (SJTA), in coordination with the SJTA Members, has prepared proposed revisions to its Bylaws (Amended Bylaws) to update the SJTA purpose and clarify some administrative actions. The Amended Bylaws are attached hereto as Exhibit A and summarized below.

Background

The SJTA operates under a Joint Powers Agreement (JPA) by and between its Members, which currently include Turlock Irrigation District, Modesto Irrigation District, South San Joaquin Irrigation District, and City and County of San Francisco. The SJTA Members recently updated the JPA to incorporate several changes related to named common interests, new membership and member withdrawal, and specific projects not necessarily including all members. The First Amended JPA was adopted by each SJTA Member in January 2025.

Within the JPA framework, the SJTA operates and governs subject to its Bylaws (Bylaws) as adopted on May 4, 2012 and amended on March 7, 2013. The SJTA Members have expressed interest in further amending the Bylaws to update the SJTA purpose and incorporate other administrative changes.

Proposed Changes to SJTA Bylaws

The revisions included in the Amended Bylaws are summarized below.

1. SJTA Purpose: Consistent with the SJTA Strategic Visioning Plan, the Amended Bylaws update the SJTA Purpose to the following:

The SJTA advances collaborative, sustainable water management and flood control while providing dependable water supplies for agriculture, the environment, and the communities served by the SJTA members.

2. Alternate Commission Members: The Amended Bylaws clarify that SJTA Alternate Commissioners for its Members may be a general manager.

3. Regular Meetings: The Amended Bylaws reflect the more recent regular meeting schedule of the Commission. Regular meetings are generally held quarterly on the second Tuesday of February, May, August, and November at 10 a.m.
4. Officers: The Amended Bylaws set a two-year term limit for SJTA Commission Officers, including a Chair, Vice-Chair, Secretary, Treasurer, and clarifies that the selection of SJTA Commission members to these Officer roles may be determined by a rotation of seats.

RESOLUTION NO. 2025 -

RESOLUTION APPROVING AMENDMENTS TO THE BYLAWS OF THE SAN JOAQUIN TRIBUTARIES AUTHORITY

WHEREAS, the San Joaquin Tributaries Authority (“SJTA”) formed in May 2012 under a Joint Powers Agreement (“JPA”) by and between its “Members”, created under §6500 et seq. of the California Government Code; and

WHEREAS, the SJTA Commission adopted the Bylaws of the SJTA (“Bylaws”) on May 4, 2012 as a mechanism for its governance and amended said Bylaws on March 7, 2013 to update the SJTA principal location and office to TID’s office in Turlock; and

WHEREAS, the SJTA Members have expressed interest in further amending the Bylaws to update the SJTA purpose and incorporate other administrative changes.

NOW, THEREFORE, BE IT RESOLVED by the Commission of the San Joaquin Tributaries Authority that:

- (1) the Second Amended Bylaws of the San Joaquin Tributaries Authority, attached hereto as Exhibit A, is adopted by the San Joaquin Tributaries Authority.
- (2) The adoption of the Second Amended Bylaws of the San Joaquin Tributaries Authority replaces the Original and First Amended Bylaws in their entirety.

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

Upon roll call the following vote was had:

Ayes:

Noes:

Absent:

The Chair declared the resolution _____.

I, Jennifer Land, Secretary of the Commission of the SAN JOAQUIN TRIBUTARIES AUTHORITY, a California joint powers agency, do hereby certify that the foregoing is a full, true, and correct copy of a resolution duly adopted at a regular meeting of said Commission thereof duly called and held at Turlock Irrigation District office held on the 10th day of February, 2025.

Secretary to the Commission of the
SAN JOAQUIN TRIBUTARIES AUTHORITY

Exhibit A

AMENDED BYLAWS

SECONDED AMENDED
BYLAWS OF THE SAN JOAQUIN TRIBUTARIES AUTHORITY

PREAMBLE

The SAN JOAQUIN TRIBUTARIES AUTHORITY (hereinafter "SJTA") was formed effective April 24, 2012, pursuant to the "Joint Powers Agreement Forming the San Joaquin Tributaries Authority" ("Joint Powers Agreement") and the provisions of Title 1, Division 7, Chapter 5, Article 1 (section 6500 et seq.) of the State of California Government Code, commonly known as the Joint Exercise of Powers Act (hereinafter the "Act"), to enable ~~SITA~~ SJTA to protect, defend, and enhance the water rights of its members, as defined in the Joint Powers Agreement ("Members").

NOW, THEREFORE, the Commission of the ~~SITA~~ SJTA (hereinafter "Commission") hereby adopts the Bylaws, as may be amended and restated from time to time, ("Bylaws") as a mechanism for its governance.

ARTICLE I. PURPOSE

~~The purposes of the SITA are to develop and facilitate an environment in which Members are able to provide water in an efficient manner at a reasonable cost, ensure long term reliability of the systems, and work with other governmental and public agencies to promote the common welfare of the landowners and water users served by SITA Members~~^[JP1]. The San Joaquin Tributaries Authority (SJTA) advances collaborative, sustainable water management and flood control while providing dependable water supplies for agriculture, the environment, and the communities served by the SJTA members.

ARTICLE II. OFFICES

The principal office of the SJTA shall be located at the Turlock Irrigation District in Turlock, California, or at such other place as the Commission shall determine. The Commission may change the location of the principal office to any location within the area where the SJTA is qualified to do business.^[JML2]

ARTICLE III. COMMISSION

Section 1. Powers of Commissioners. Subject to the limitations as provided by law, the Agreement, or these Bylaws, the Commission shall exercise all powers of the SJTA, including the power to acquire and dispose of SJTA property.

Section 2. Composition of the Commission. The Commission shall consist of one (1) Commissioner from each Member.

Section 3. Terms of Commissioners.

Section 3.1. Appointment. Each Commissioner must be appointed by one of the Members and sit on the Governing Board of the appointing Member. Each Commissioner shall certify to the Secretary in writing that he or she has been appointed to be a Commissioner by the

Member and that he or she meets the qualifications established by this section.

Section 3.2. Removal. Commissioners and Alternate Commissioners shall serve at the pleasure of their appointing Member's Governing Board and may be removed or replaced at any time. A Commissioner that no longer meets the qualifications set forth in the Joint Powers Agreement shall be automatically removed from the SJTA Commission. Upon removal of a Commissioner, the Alternate Commissioner shall serve as Commissioner until a new Commissioner is appointed by the Member. Members must submit any changes in Commissioner or Alternate Commissioner positions to the Secretary in writing and signed by the Member.

Section 3.3. Resignation. Any Commissioner may resign at any time by giving written notice of such resignation to the Secretary of the SJTA. Such resignation shall be effective at the time specified therefore, and acceptance of such resignation shall not be necessary to make it effective.

Section 3.4. Vacancies. In the event that any Commissioners dies, resigns, is removed by the appointing Member, or is no longer qualified to serve as a Commissioner for any of the reasons set forth in Government Code section 1770, as may be amended from time to time, the Member which appointed the Commissioner shall designate a replacement within sixty (60) days of the vacancy. This designation shall be made in writing and provided to the Secretary. In the interim, the designated Alternate shall act as a Commissioner.

Section 4. Alternate Commissioners. Each Member shall appoint one Alternate Commissioner. The Alternate Commissioner may be a general manager of a member agency or otherwise must meet the requirements set forth in Section 3.1. [AG3]Alternate Commissioners shall have no vote at Commission meetings if the Commissioner is present. If the Commissioner is not present, the Alternate Commissioner shall be entitled to participate as a regular Commissioner.

Section 5. Voting Rights. Each Commissioner shall have one (1) vote. Except as otherwise specified in the Joint Powers Agreement, all decisions shall be made by the affirmative vote of a majority of Commissioners. Unless there is an abstention for a conflict of interest, all abstentions shall be counted as an affirmative vote in support of the majority vote.

Section 6. Compensation. Commissioners and Alternates shall not receive any compensation from the SJTA for serving as such.

ARTICLE IV. MEETINGS OF THE COMMISSION

Section 1. Regular Meetings. The Commission shall hold its quarterly meetings on the ~~first Friday~~ second Tuesday of ~~January, April, July, and September~~ February, May, August, and November at 10 am [JP4] at its official location or an address otherwise properly noticed. If a Regular Meeting is to be held on a different day, time, or location, the different, day, time, or location shall be noticed consistent with the Ralph M. Brown Act (Government Code Section 54950 et seq.). [JML5]

Section 2. Special Meetings. Special Meetings of the Commission may be called at any time by the ~~Chair~~ ~~Chairman~~ or by a majority of Commissioners. All Commissioners shall be notified of Special Meetings and the purpose or purposes for which such the Special Meeting is called.

Section 3. Annual Meeting. At the Commission's first regularly scheduled meeting of each ~~even~~ ~~numbered~~ year, the Commission shall address annual organizational items, including, the election of officers and the transaction of other annual business. [JML6]

Section 4. Notice. Commission notice of meetings shall be provided in accordance with the Ralph M. Brown Act (Government Code Section 54950 et seq.) to the extent applicable.

Section 5. Quorum. A majority of Commissioners shall constitute a quorum for the transaction of business. In the absence of a quorum, any meeting of the Commissioners may be adjourned from time to time by a majority present, but no other business may be transacted.

Section 6. Conduct. All Commission meetings shall be scheduled and conducted pursuant to the provisions of the Ralph M. Brown Act (Government Code Section 54950 et seq.) to the extent applicable.

Section 7. Minutes. The Secretary of the SJTA shall prepare minutes of all meetings of the Commission and, as soon as possible after each meeting, provide each Commissioner with a copy of the draft minutes.

Section 8. Adjourned Meetings.

Section 8.1. Adjournment. Any Commission meeting, whether or not a quorum is present, may be adjourned from time to time by the vote of a majority of the members of the Commission present, but in the absence of a quorum no other business may be transacted at such a meeting.

Section 8.2. Notice. When any Commission meeting is adjourned, notice of such adjournment shall be provided as required by section 54955 of the Government Code.

Section 9. Closed Session. Any information provided in closed session shall maintain its privileged and confidential nature, pursuant to the provisions included in section 54956.96 of the Government Code.

ARTICLE V. OFFICERS.

Section 1. ~~Offices~~Officers. The Commission shall select a ~~Chairman~~Chair, Vice-ChairmanChair, Secretary, Treasurer and any other officers as determined necessary by the Commission. The officers shall serve two-year terms.

Section 1.1. The selection of officers may be determined by a rotation of seats. The seats on the Commission are: Seat 1 – President, Seat 2 - Vice President, Seat 3 – Commissioner, and Seat 4 – Commissioner. When a newly-appointed Commissioner joins the Commission, they

may assume seat 4. The outgoing President may rotate to seat 4.

Section 2. ~~Chairman~~Chair. The ~~Chairman~~Chair shall preside at all Commission meetings, as authorized by the Commission, shall sign all contracts on behalf of the Commission, and shall perform such other duties as may be imposed and authorized by the Commissioner. The ~~Chairman~~Chair shall determine the order in which agenda items shall be considered for discussion and/or action by the Commission.

Section 3. Vice-~~Chairman~~Chair. The Vice-~~Chairman~~Chair shall act in place of the ~~Chair~~Chairman at meetings should the ~~Chair~~Chairman be absent. The Vice-~~Chair~~Chairman shall act in place of the ~~Chair~~Chairman, and assume the duties and responsibilities of the ~~Chair~~Chairman, should the ~~Chair~~Chairman resign or be removed or should the ~~Chair~~Chairman be otherwise unable to perform his or her duties.

Section 4. Treasurer.

Section 4.1. General Duties. The Treasurer shall be the Treasurer or Chief Financial officer of any Member of the SJTA. The Treasurer shall act as Auditor-Controller for the SJTA. The Treasurer shall be the depository and have custody of all the money of the SJTA and shall keep the SJTA funds in accounts separate from those of the Treasurer's member district. The Treasurer shall exercise the duties and obligations set forth in California Government Code sections 6505 and 6505.6 and shall assure that strict accountability is maintained of all funds and reporting of all receipts and disbursements of the SJTA. The Treasurer shall perform any and all tasks as assigned by the Commission. Jointly, with the ~~Chair~~Chairman, the Treasurer shall have charge of and access to all accounts, funds, and money of the SJTA and all records of the SJTA relating thereto.

Section 4.2. Meeting Reports. For each Regular Commission Meeting, the Treasurer shall prepare or have prepared a detailed report of all funds received and disbursed since the previous meeting. The report shall show funds received into each account for the preceding period and the cumulative balance of funds received to date for the fiscal year. Additionally, all funds disbursed shall be reported in a like manner.

Section 4.3. Annual Reports. The Treasurer shall prepare an annual audit of the accounts and records of the SJTA. A report shall be filed as a public record with the Auditor of the county where the SJTA is domiciled consistent with Government Code section 6505, and with each Member. The report shall also be filed with the Secretary of State within twelve (12) months of the end of the fiscal year under examination.

Section 5. Secretary.

Section 5.1. Minutes. The Secretary shall keep minutes of all meetings of the Commission and shall, as soon as possible after each meeting, forward a copy of the minutes to each member and alternate of the Commission.

Section 5.2. Meeting Packet. In preparation for each Commission meeting, the Secretary shall prepare packets of appropriate materials and agendas for each Commissioner,

each Alternate, and for the public. A reasonable fee may be charged for copies of the Agenda Packet distributed to members of the public and news media. The Secretary shall be responsible for timely and accurately preparing and posting the meeting notices and agendas.

Section 5.3. Duties. The Secretary shall, on behalf of the SJTA, countersign all contracts signed by the ~~Chair~~ Chairman or Vice-~~Chair~~ Chairman, shall perform such other duties as may be directed by the Commission. Jointly with the ~~Chair~~ Chairman, the Secretary shall have charge of, and access to, all records of the SJTA.

Section 6. Term. All Officers shall be chosen at the first Commission meeting and serve for a term of two (2) years. An Officer may serve for multiple consecutive terms.

Section 7. Discipline/Resignation. The hiring, firing, demotion, or disciplining of the ~~Chair~~ Chairman, ~~Vice Chair~~, Treasurer, and ~~Secretary~~ Legal Counsel, consultants, and other professional staff retained directly by the Commission^[MB7] may be exercised at any time by the Commission with at least two-thirds (2/3) affirmative votes. Any Officer may resign at any time upon written notice to the Commission.

Section 8. Bond. Officers or other persons who have charge of or who handle or have access to any property of the SJTA shall file an official bond in an amount determined from time to time by the Commission in accordance with Government Code Section 6505.1.

ARTICLE VI. FINANCES, BUDGET, AND EXPENSES

Section 1. Budget. The Commission ~~shall be presented with a budget for approval at its initial meeting and~~ shall approve a budget before the beginning of each fiscal year ~~thereafter~~. Funding for the budget shall be provided in equal proportion by each Member. Each Member's Governing Board shall approve the funding obligation before the beginning of SJTA's fiscal year.

Section 2. Fiscal Year. Unless the Commission decides otherwise, the fiscal year for the SJTA shall be January 1 through the last day of December the same year.

Section 3. Inspection. The books and records of the SJTA shall be open to inspection at all reasonable times to Members.

Section 4. Execution of Contracts. The Commission may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of the ~~SJT~~ SJTA, and such authorization may be general or confined to specific instances except as otherwise provided by these Bylaws. Unless so authorized by the Commission, no officer, agent, or employee shall have any power to bind the SJTA by any contract or engagement, to pledge its credit, or to render it liable for any purpose or in any amount.

Section 5. Annual Report and Audit. The Commission shall cause an annual report and annual audit to be prepared and sent to the Members after the close of the fiscal year. The minimum requirements of the audit shall be prescribed by the State Controller, as provided in section

26909 of the Government Code.

ARTICLE VII. COMMITTEES OF THE COMMISSION

Section 1. Committees Generally. The Commission may appoint committees to carry out such functions that are designated by the Commission from time to time. Committees may be advisory committees or standing committees created to assist the ~~Commission Board~~ in carrying out its objectives. The advisory or standing committee may be comprised of Commissioners, representatives of the Member agencies, and/or outside consultants.

Section 2. Expenditures. Except as may otherwise be provided by the Commission or these Bylaws, any expenditure of funds by a committee shall require approval of the Commission.

ARTICLE VIII. MISCELLANEOUS

Section 1. Insurance. The SJTA shall at all times maintain with responsible insurers or one of its Members, Worker's Compensation insurance and insurance against public liability and property damage to the extent reasonably necessary to protect the SJTA, its employees, agents, and/or Members.

Section 2. Indemnification. The SJTA shall indemnify, defend, and save harmless its Commissioners, officers, agents and employees, and the Members, and their officers, agents and employees, from and against any and all claims, demands, liability, or damage whatsoever occurring or resulting to persons, firms or corporations furnishing or supplying work, services, materials or supplies to the SJTA in connection with the performance of the Agreement, and, except as expressly provided by law, from any and all claims, demands, liability, or damage accruing or resulting to any persons, firm or corporation, for damage, injury or death arising out of or connected with the SJTA's performance of its duties under this Agreement. The SJTA may also acquire such policies for directors and officers liability insurance and in such amounts as the Commission shall deem prudent.

Section 3. Counsel. The Commission may retain counsel that serves at its pleasure. Counsel shall represent the Members as the Commission determines. In the event a conflict of interest between the Members, an independent attorney shall be retained as special counsel to the extent necessary.

Section 4. Interaction with the Joint Powers Agreement. To the extent the Bylaws conflict or are otherwise inconsistent with the Joint Powers Agreement, the Joint Powers Agreement provisions ~~should~~ shall control.

Section 5. Action Against Members. The SJTA shall not advocate, fund or otherwise take action that would have a specific, substantial adverse impact upon a Member.

ARTICLE IX. AMENDMENT

These Bylaws may be amended or repealed by a two-thirds (2/3) vote of the Commission at a

public hearing duly held and noticed. The Secretary of the Commission shall prepare and distribute any revisions to all Members.

CERTIFICATE OF SECRETARY

I, the undersigned do hereby certify:

1. That I am the duly appointed and acting Secretary of the San Joaquin Tributaries Authority, a California joint power authority created under section 6500 et seq. of the Government Code;
2. That the foregoing Bylaws constitute the Bylaws of the San Joaquin Tributaries Authority as duly stated and adopted by its Commission at a meeting duly held on _____, 2025;
3. That the foregoing Bylaws were PASSED AND ADOPTED on _____, 2025, by the following roll call [vote](#):

AYES:

NOES:

ABSENT:

, Secretary

, Chair



MEMORANDUM

To: San Joaquin Tributaries Authority
From: SJTA Executive Director, Andree Lee
Issue: **Executive Director Letter**
Date: February 10, 2025

This memorandum provides an update on the San Joaquin Tributaries Authority (SJTA) activities, including progress on the Strategic Visioning Plan (Strategic Plan) and next steps in the Strategic Plan implementation.

Background

In 2021, the San Joaquin Tributaries Authority (SJTA) launched a strategic visioning process to create a five-year strategic plan. The overarching goal of the process was to bring SJTA members together around a common vision, mission, and set of goals to leverage its collective assets and position itself for the future. The Strategic Plan was approved by the SJTA Commissioners in August 2022 (*See Exhibit A – Key Elements of SJTA’s Five-Year Strategic Plan*) and establishing the following overarching goals:

- Optimize Assets: Identify, elevate and maximize SJTA’s collective resources, scientific expertise, and proven track record of effective water and energy management.
- Local Discretion: Protect regional water system investments through local control.
- One Voice: Elevate the identity and effectiveness of SJTA by developing a unified voice.
- Cultivate Relationships: Cultivate and broaden relationships with policy leaders, elected officials, and government staff at all levels to strengthen trust and achieve the mission of SJTA.
- Collaborate: Build collaborative partnerships and projects for multiple benefits.
- Tell the Story: Increase awareness and understanding of the widespread benefits from the water systems and resources managed by SJTA members.

Current activities to implement the Strategic Plan are focused on 1) implementing near-term actions related to the “One Voice”, “Tell the Story”, and “Cultivate Relationships” goals of the Strategic Plan, and 2) developing a work plan to establish the next steps for Strategic Plan implementation.

Recent Strategic Plan Implementation Actions

Since November 2024, the SJTA has implemented the following actions towards Strategic Plan implementation:

Strategic Plan Goal	Actions Taken
One Voice	<ul style="list-style-type: none">• Developed Scope of Work and initiated contract actions for SJTA branding• Prepared Draft RFP for SJTA website• Completed Executive Director onboarding and management transition• Coordinated completion and approval of SJTA Amended Agreement and Bylaws
Tell the Story	<ul style="list-style-type: none">• Identified SJTA key issues for 2025• Developed template and Request for Information for SJTA fact sheet
Cultivate Relationships	<ul style="list-style-type: none">• Developed stakeholder list and relationships inventory• Met with all SJTA agencies and multiple stakeholders

SJTA Work Plan Development

To establish the next steps for Strategic Plan implementation, the SJTA Executive Director sought input from general managers and staff on ideas and priorities for a near-term work plan. Overall, input focused on additional actions to support progress toward the “Tell the Story”, “Cultivate Relationships”, “Collaborate”, and “Optimize Assets” goals of the Strategic Plan. Input on potential actions included:

- Expand Messaging Materials: Develop 1) web content to communicate who SJTA and the agencies are, our values, what has been done, and the continued emphasis on improving science and management of the system, and 2) story mapping of systems, interconnectivity, and highlights from projects and science.
- Project Inventory to Support Communication: Develop an inventory and summary of agencies’ past, present, and future investments in science and management to support communication, future collaboration, and optimization of assets.
- Policy Focused Outreach: Provide focused outreach to SWRCB and policymakers.
- Broader Outreach: Provide widespread outreach and connection-building with other San Joaquin River users for a broader voice, including initial introductory outreach followed by hosting of a potential tour or forum.
- Strategic Membership Expansion: Focus on expansion, including review and consideration of alternate membership structures (e.g., “associate members”) to support future growth.

Schedule

The Commission schedule for work plan development and review of progress on other immediate actions is provided below.

Commission Meeting	Agenda Items
February 10, 2025	<ul style="list-style-type: none">• Approve SJTA Amended Bylaws• Review progress on immediate actions• Workshop to seek input on work plan
May 12, 2025	<ul style="list-style-type: none">• Approve work plan• Approve 2025 budget amendment, if needed

Exhibit A

KEY ELEMENTS OF SJTA FIVE-YEAR STRATEGIC PLAN

San Joaquin Tributaries Authority – Five Year Strategic Plan

Key Elements

Vision

Strengthening the resilience and reliability of the San Joaquin River and its tributaries.

Mission

The San Joaquin Tributaries Authority advances collaborative, sustainable water management to achieve reliable and cost-effective water supplies for agriculture, the environment, and communities.

Our Values

The San Joaquin Tributaries Authority, in fulfilling its mission, is committed to these values:

- **Engage in partnerships** and collaborate to advance the SJTA vision and mission.
- **Serve as a regional leader and steward** of our communities, the environment, and economic vitality.
- **Protect natural resources**, water rights, and local discretion.
- **Ensure solid science** supports all decisions and activities for effective water management.
- **Promote a long-term approach** to water management decisions and solutions.

GOALS - INTERNAL	GOALS - EXTERNAL
<p><u>Optimize Assets</u> Identify, elevate, and maximize SJTA's collective resources, scientific expertise, and proven track record of effective water and energy management.</p> <p><u>Local Discretion</u> Protect regional water system investments through local control.</p> <p><u>One Voice</u> Elevate the identity and effectiveness of SJTA by developing a unified voice.</p>	<p><u>Cultivate Relationships</u> Cultivate and broaden relationships with policy leaders, elected officials, and government staff at all levels to strengthen trust and achieve the mission of SJTA.</p> <p><u>Collaborate</u> Build collaborative partnerships and projects for multiple benefits</p> <p><u>Tell the Story</u> Increase awareness and understanding of the widespread benefits from the water systems and resources managed by SJTA members.</p>