

Minutes of the Special Meeting of the Board of Directors of the Devil's Den Water District Board
– October 16, 2018

The special meeting of the Board of Directors of the Devil's Den Water District Board was held at Santa Clarita Valley Water Agency, 27234 Bouquet Canyon Road, Santa Clarita, CA 91350, at 9:38 PM on Tuesday, October 16, 2018 in the Boardroom. A copy of the Agenda is inserted in the Minute Book of the District preceding these minutes.

DIRECTORS PRESENT: Ed Colley, William Cooper, Robert DiPrimio, Jerry Gladbach and R. J. Kelly were in attendance.

DIRECTORS ABSENT: None.

Also present: Steve Cole, SCV Water Assistant General Manager; Joseph Byrne and Tom Bunn, General Counsel; April Jacobs, Board Secretary; Rochelle Patterson, SCV Water Director of Administrative Services; Beverly Johnson, Treasurer; Cris Perez, SCV Water Director of Tech Services; and members of the public.

President Gladbach called the meeting to order at 9:38 PM. A quorum was present.

Upon motion of Director Colley, seconded by Director DiPrimio and carried, the Agenda was approved by the following voice votes (Item 1.4):

| | | | |
|--------------------|-----|-----------------------|-----|
| President Gladbach | Yes | Vice President Cooper | Yes |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |

Upon motion of Vice President Cooper, seconded by Director Kelly and carried, the April 17, 2018 Special Board meeting minutes were approved by the following voice votes (Item 2.1):

| | | | |
|--------------------|-----|-----------------------|-----|
| President Gladbach | Yes | Vice President Cooper | Yes |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |

Upon motion of Vice President Cooper, seconded by Director Colley and carried, the Board approved Resolution No. 18-02 appointing Rochelle Patterson as Treasurer by the following voice votes (Item 2.2):

| | | | |
|--------------------|-----|-----------------------|-----|
| President Gladbach | Yes | Vice President Cooper | Yes |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |

RESOLUTION NO. 18-02

**A RESOLUTION OF THE BOARD OF DIRECTORS
OF THE DEVIL'S DEN WATER DISTRICT
FOR THE APPOINTMENT OF TREASURER**

WHEREAS, it is beneficial for the Devil's Den Water District to, by resolution, appoint individuals to the officer of Treasurer of the District; and

WHEREAS, Rochelle Patterson is well qualified to hold the office of Treasurer.

NOW, THEREFORE, BE IT RESOLVED that Rochelle Patterson is hereby appointed by the required resolution to hold the office of Treasurer of the District.

Upon motion of Director DiPrimio, seconded by Vice President Cooper and carried, the Board approved Resolution No. 18-03 establishing banking authority with Wells Fargo Bank and Resolution No. 18-04 authorizing the investment of monies in the Local Agency Investment Fund (LAIF) by the following voice votes (Item 2.3):

| | | | |
|--------------------|-----|-----------------------|-----|
| President Gladbach | Yes | Vice President Cooper | Yes |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |

RESOLUTION NO. 18-03

RESOLUTION OF THE BOARD OF DIRECTORS OF THE DEVIL'S DEN WATER DISTRICT ESTABLISHING BANKING AUTHORITY WITH WELLS FARGO

WHEREAS, the Devil's Den Water District (the "District"), wishes to enter into a banking relationship with Wells Fargo Bank; and

WHEREAS, said Bank requests that the District define District officials authorized to make withdrawals from and perform other business details concerning said account; and

WHEREAS, consistent with the terms of this resolution, the District's Board finds it to be in the District's best interest to establish authorized District officials to participate in the above banking relationships.

NOW, THEREFORE BE IT RESOLVED that the President, Vice President, Executive Director, Chief Financial and Administrative Officer, Controller or Treasurer is authorized to sign or countersign withdrawal orders, and Wells Fargo is authorized to honor and pay all withdrawal orders – including those drawn to the order of the President, Vice President, Executive Director, Chief Financial and Administrative Officer, Controller or Treasurer signed in the manner required by this resolution.; and

RESOLVED FURTHER that the President, Vice President, Executive Director, Chief Financial and Administrative Officer, Controller or Treasurer is authorized to order withdrawals from said account up to a maximum of \$50,000 per order on his or her signature only, and either said President, Vice President, Executive Director, Chief Financial and Administrative Officer, Controller or Treasurer is authorized to order withdrawals from said accounts exceeding the sum of \$50,000 but not exceeding \$1,000,000 per order on his or her signature when the order is countersigned by one of the authorized signatures of the President, Vice President, Executive Director, Chief Financial and Administrative Officer, Controller or Treasurer; and

RESOLVED FURTHER that the President, Vice President, Executive Director, Chief Financial and Administrative Officer, Controller or Treasurer is authorized to order withdrawals from the account without limit when countersigned by one of the authorized signatures of the President or Vice President; and

RESOLVED FURTHER that any and all of the foregoing six named District Officers are hereby authorized to execute on behalf of the District all Bank forms and agreements which, in their absolute discretion, are consistent with this resolution.

RESOLUTION NO. 18-04

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE
DEVIL'S DEN WATER DISTRICT
AUTHORIZING THE INVESTMENT OF MONIES IN THE
LOCAL AGENCY INVESTMENT FUND (LAIF)**

WHEREAS, Pursuant to Chapter 730 of the statutes of 1976 Section 16429.1 was added to the California Government Code to create a Local Agency Investment Fund in the State Treasury for the deposit of money of a local agency for purposes of investment by the State Treasurer; and

WHEREAS, the Board of Directors does hereby find that the deposit and withdrawal of money in the Local Agency Investment Fund in accordance with the provisions of Section 16429.1 of the Government Code for the purpose of investment as stated therein as in the best interests of the Devil's Den Water District.

NOW THEREFORE, BE IT RESOLVED, that the Board of Directors does hereby authorize the deposit and withdrawal of Devil's Den Water District monies in the Local Agency Investment Fund in the State Treasury in accordance with the provisions of Section 16429.1 of the Government Code for the purpose of investment as stated therein, and verification by the State Treasurer's Office of all banking information provided in that regard.

BE IT FURTHER RESOLVED, that the following Devil's Den Water District officers or their successors in office shall be authorized to order the deposit or withdrawal of monies in the Local Agency Investment Fund:

E.G. "Jerry" Gladbach, President

Eric Campbell,
Chief Financial and Administrative Officer

Rochelle Patterson,
Director of Finance and Administration & Treasurer

Amy Aguer, Controller

April Jacobs, Board Secretary

Upon motion of Director Kelly, seconded by Vice President Cooper and carried, the Board approved Resolution No. 18-05 changing/setting a regular annual meeting date and place for the Devil's Den Water District Board by the following voice votes (Item 2.4):

| | | | |
|--------------------|-----|-----------------------|-----|
| President Gladbach | Yes | Vice President Cooper | Yes |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |

RESOLUTION NO. 18-05

**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE DEVIL'S DEN WATER DISTRICT CHANGING/SETTING
A REGULAR ANNUAL MEETING DATE AND PLACE**

WHEREAS, the Bylaws, Article IX, Section 1, provides the Board of Directors shall hold its regular meetings at such time and place as may be agreed upon by resolution; and

WHEREAS, the Annual Devil's Den Water District Board was held on the second Wednesday, in the month of November of each year, following the regular Castaic Lake Water Agency Board meeting, which commenced at 6:15 PM at 27234 Bouquet Canyon Road, Santa Clarita, CA 91350 as set forth in Resolution No. 10-01; and

WHEREAS, since the Castaic Lake Water Agency and the Newhall County Water District pursuant to SB 634 have merged to form the Santa Clarita Valley Water Agency and that Board meets on the first and third Tuesday's of the month, it would be appropriate to change the Devil's Den Water District Annual meeting to follow the Santa Clarita Valley Water Agency regular Board meeting; and

WHEREAS, the Devil's Den Water District Board of Directors desires to change the date of its Annual Meeting to follow the regular Santa Clarita Valley Water Agency Board meeting held on the first Tuesday of the month of November of each year.

NOW THEREFORE, BE IT RESOLVED,

1. Resolution No. 10-01 is hereby repealed effective November 1, 2018.
2. The Annual Meeting of the Board of Directors shall be held on the first Tuesday of November of each year following the regular Santa Clarita Valley Water Agency Board meeting, which commences at 6:30 PM at 27234 Bouquet Canyon Road, Santa Clarita, CA 91350 commencing in the year 2018.

Upon motion of Director Colley, seconded by Director DiPrimio and carried, the Board received and filed the Devil's Den Water District Third and Fourth Quarter Fiscal Year 2017/18 Investment Reports by the following voice votes (Item 2.5):

| | | | |
|--------------------|-----|-----------------------|-----|
| President Gladbach | Yes | Vice President Cooper | Yes |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |

Upon motion of Director Kelly, seconded by Director Colley and carried, the meeting was adjourned at 9:45 PM by the following voice votes (Item 3):

| | | | |
|--------------------|-----|-----------------------|--------|
| President Gladbach | Yes | Vice President Cooper | Absent |
| Director Colley | Yes | Director DiPrimio | Yes |
| Director Kelly | Yes | | |


April Jacobs, Board Secretary

ATTEST:


President

