

# NOTICE AND CALL OF SPECIAL MEETING

Notice is hereby given that I, Jerry Gladbach, President, of the Devil's Den Water District, hereby call a **SPECIAL MEETING of the Board of Directors of the Devil's Den Water District.**

Said SPECIAL MEETING of the Board to be held on:

**TUESDAY, OCTOBER 16, 2018 AT 7:00 PM  
OR IMMEDIATELY FOLLOWING  
THE REGULAR MEETING OF THE  
BOARD OF DIRECTORS OF THE  
SANTA CLARITA VALLEY WATER AGENCY  
AT THE  
SANTA CLARITA VALLEY WATER AGENCY  
RIO VISTA WATER TREATMENT PLANT  
BOARDROOM  
27234 BOUQUET CANYON ROAD  
SANTA CLARITA, CA 91350**

**DEVIL'S DEN  
WATER DISTRICT**  
**BOARD OF DIRECTORS**  
**PRESIDENT**  
E.G. "JERRY" GLADBACH  
**VICE PRESIDENT**  
WILLIAM C. COOPER  
EDWARD A. COLLEY  
ROBERT J. DIPRIMIO  
R. J. KELLY  
**GENERAL MANAGER**  
MATTHEW G. STONE  
**GENERAL COUNSEL**  
BEST BEST & KRIEGER, LLP  
**SECRETARY**  
APRIL JACOBS

Enclosed with and as part of this Notice and Call is an agenda for the meeting.

Signed:   
Jerry Gladbach, President

Date: 10-9-18

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**SPECIAL MEETING AGENDA**

**MEETING OF THE  
BOARD OF DIRECTORS OF THE  
DEVIL'S DEN WATER DISTRICT  
SANTA CLARITA VALLEY WATER AGENCY BOARDROOM  
27234 Bouquet Canyon Road  
Santa Clarita, CA 91350  
Tuesday, October 16, 2018 at 7:00 PM  
or Immediately Following the Regular Meeting  
of the Santa Clarita Valley Water Agency  
Board of Directors**

DEVIL'S DEN  
WATER DISTRICT  
BOARD OF DIRECTORS

PRESIDENT  
E.G. "JERRY" GLADBACH

VICE PRESIDENT  
WILLIAM C. COOPER

EDWARD A. COLLEY  
ROBERT J. DIPRIMIO  
R. J. KELLY

GENERAL MANAGER  
MATTHEW G. STONE

GENERAL COUNSEL  
BEST BEST, KRIEGER, LLP.

**1. REGULAR PROCEDURES**

- 1.1 Call to Order
- 1.2 Pledge of Allegiance
- 1.3 Public Comments – Members of the public may comment as to items not on the Agenda at this time. Members of the public wishing to comment on items covered in this Agenda may do so now or prior to each item as they arise. Please complete and return a comment request form to the Board Secretary. (Comments may, at the discretion of the Board's presiding officer, be limited to three minutes for each speaker.)
- 1.4 Acceptance of the Agenda

**2. GENERAL AGENDA ITEMS**

**PAGE**

- 2.1. \* Approve Minutes of the April 17, 2018 Special Board Meeting 5
- 2.2. \* Approve a Resolution Appointing the Treasurer for the Devil's Den Water District 9
- 2.3. \* Approve Resolutions Establishing Banking Authority 13
- 2.4. \* Approve a Resolution Changing/Setting a Regular Annual Meeting Date and Place for the Devil's Den Water District Board of Directors 19
- 2.5. \* Approve Receiving and Filing of the Third and Fourth Quarter FY 2017/18 Investment Reports 21

SECRETARY  
APRIL JACOBS

**3. ADJOURNMENT**

\* Indicates attachment

**NOTICES**

Any person may make a request for a disability-related modification or accommodation needed for that person to be able to participate in the public meeting by telephoning April Jacobs, Secretary to the Board of Directors, at (661) 297-1600, 27234 Bouquet Canyon Road, Santa Clarita, CA 91350. Requests must specify the nature of the disability and the type of accommodation requested. A telephone number or other contact information should be included so that Agency staff may discuss appropriate arrangements. Persons requesting a disability-related accommodation should make the request with adequate time before the meeting for the Agency to provide the requested accommodation.

Pursuant to Government Code Section 54957.5, non-exempt public records that relate to open session agenda items and are distributed to a majority of the Board less than seventy-two (72) hours prior to the meeting will be available for public inspection at the Santa Clarita Valley Water Agency, located at 27234 Bouquet Canyon Road, Santa Clarita, California 91350, during regular business hours. When practical, these public records will also be made available on the Agency's Internet Website, accessible at <http://www.yourscvwater.com>.

Posted on October 10, 2018.



Minutes of the Special Meeting of the Board of Directors of the Devil's Den Water District Board  
– April 17, 2018

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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 8:53 PM on Tuesday, April 17, 2018 in the Boardroom. A copy of the Agenda is inserted in the Minute Book of the District preceding these minutes.

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

DIRECTORS ABSENT: William Cooper.

Also present: Matthew Stone, General Manager; Joseph Byrne, General Counsel; April Jacobs, Board Secretary; Valerie Pryor, SCVWA Assistant General Manager; Beverly Johnson, Treasurer; and members of the public.

President Gladbach called the meeting to order at 8:53 PM. A quorum was present.

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

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

Upon motion of Director Colley, seconded by Director Kelly and carried, the November 20, 2017 Special Board meeting minutes were approved by the following voice votes (Item 2.1):

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

Upon motion of Director Colley, seconded by Director DiPrimio and carried, the Board approved Resolution No. 18-01 authorizing the execution and delivery of an amended Joint Exercise of Powers Agreement between the Santa Clarita Water Agency and the Devil's Den Water District by the following voice votes (Item 2.2):

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

**RESOLUTION NO. 18-01**

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE DEVIL'S DEN WATER DISTRICT AUTHORIZING THE EXECUTION AND DELIVERY OF A JOINT EXERCISE OF POWERS AGREEMENT BY AND BETWEEN THE SANTA CLARITA VALLEY WATER AGENCY AND DEVIL'S DEN WATER DISTRICT AND APPROVING CERTAIN MATTERS IN CONNECTION THEREWITH**

**WHEREAS**, the Devil's Den Water District (District), acting pursuant to Article I (commencing with Section 6500) of Chapter 5 of Division 7 of Title 1 of the Government Code of the State of

California, may enter into a joint exercise of powers agreement with one or more other public agencies pursuant to which such contracting parties may jointly exercise any power common to them and, pursuant to Section 6588 of the Government Code of the State of California, to exercise certain additional powers; and

**WHEREAS**, the Board of Directors (Board) of the District determined that it is in the best interest of the District to establish the Upper Santa Clara Valley Joint Powers Authority (the "Authority") and adopted Resolution No. 11-03 on May 26, 2011 to this effect; and

**WHEREAS**, there has been presented at this meeting an amended and restated Joint Exercise of Powers Agreement (Agreement), by and between the District and the Santa Clarita Valley Water Agency; and

**WHEREAS**, under California law and the Agreement, the Authority will be a public entity separate and apart from the parties to the Agreement, and the debts, liabilities and obligations of the Authority will not be the debts, liabilities or obligations of the Agency or any representative of the Agency serving on the governing body of the Authority; and

**NOW, THEREFORE**, the Board of Directors of the Devil's Den Water District hereby finds, determines, declares and resolves as follows:

The Agreement, in substantially the form on file with the Secretary of the Board, is hereby approved, subject to final approval as to form by the District's General Counsel and the law firm of Stradling Yocca Carlson & Rauth, a Professional Corporation ("Special Counsel"). The President and Secretary of the Board are hereby authorized and directed to execute and deliver such Agreement with such changes, insertions and omissions as may be approved by Special Counsel, said District officers' execution being conclusive evidence of such approval.

The Board hereby re-appoints the President of the Board and Director Jerry Gladbach to serve on the Board of Directors of the Authority in accordance with the terms of the Agreement.

The President and the Secretary of the Board, the General Manager, the Treasurer and such other officers of the District are authorized and directed, jointly and severally, to do any and all things and to execute and deliver any and all documents, which they may deem necessary or advisable in order to consummate the establishment of the Authority and the entry into of the Agreement and otherwise effectuate the purposes of this Resolution, and such actions previously taken by such officers are hereby ratified and confirmed.

Unless otherwise defined herein, all terms used herein and not otherwise defined shall have the meanings given such terms in the Agreement unless the context otherwise clearly requires.

This Resolution shall take effect immediately.

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President Gladbach, with the support of the Devil's Den Water District Board, appointed Director Ed Colley to sit on the Upper Santa Clarita Valley Joint Powers Authority.

Upon motion of Director DiPrimio, seconded by Director Colley and carried, the Board authorized the President, or if not available within the election timeframe, the Vice President, to

cast a vote on behalf of Devil's Den Water District in this and future LAFCO elections by the following voice votes (Item 2.3):

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

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Upon motion of Director Colley, seconded by Director Kelly and carried, the Board received and filed the Devil's Den Water District Second Quarter Fiscal Year 2017/18 Investment Reports by the following voice votes (Item 2.4):

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

Upon motion of Director Colley, seconded by Director Kelly and carried, the meeting was adjourned at 8:58 PM by the following voice votes (Item 3):

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

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April Jacobs, Board Secretary

ATTEST:

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President

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**DEVIL'S DEN WATER DISTRICT**

Date: October 9, 2018  
To: Devil's Den Water District Board of Directors  
From: Matthew G. Stone *MGS*  
SCV Water General Manager  
Subject: Approve a Resolution Appointing the Treasurer for the Devil's Den Water District

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**SUMMARY AND DISCUSSION**

Due to various staffing changes, it is necessary to modify the financial officers of the Devil's Den Water District. With the impending resignation of current Treasurer Beverly Johnson, it would be appropriate to replace her with current Director of Administration Rochelle Patterson.

**FINANCIAL CONSIDERATIONS**

None.

**RECOMMENDATION**

That the Devil Den's Water District approve the attached resolution appointing Rochelle Patterson as Treasurer.

MGS/ed

Attachment

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RESOLUTION NO. \_\_\_\_

**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.

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## DEVIL'S DEN WATER DISTRICT

Date: October 9, 2018  
To: Devil's Den Water District Board of Directors  
From: Beverly Johnson *BJ*  
Treasurer  
Subject: Approve Resolutions Establishing Banking Authority

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### SUMMARY AND DISCUSSION

The current Devil's Den Water District Banking Authority needs to be updated to reflect current Board officers. Now, with my impending retirement, it would be appropriate to authorize several new staff members the authority to sign or countersign deposit or withdrawal orders for the Authority's Wells Fargo account as well as the Local Agency Investment Fund (LAIF).

### FINANCIAL CONSIDERATIONS

None.

### RECOMMENDATION

That the Devil's Den Water District approve the attached resolutions establishing banking authority with Wells Fargo and authorizing the investment of monies in the LAIF.

BJ/ed

Attachments

*MBS*

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**RESOLUTION NO. \_\_\_\_**

**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.

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RESOLUTION NO. \_\_\_\_

**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:

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E.G. "Jerry" Gladbach, President

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Eric Campbell,  
Chief Financial and Administrative Officer

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Rochelle Patterson,  
Director of Finance and Administration & Treasurer

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Amy Aguer, Controller

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April Jacobs, Board Secretary

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RESOLUTION NO. \_\_\_\_\_

**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.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary

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ITEM NO.  
2.5

**Devil's Den Water District**

**Approve Receiving and Filing**

**Of the**

**Third Quarter FY 2017/18**

**Investment Report**

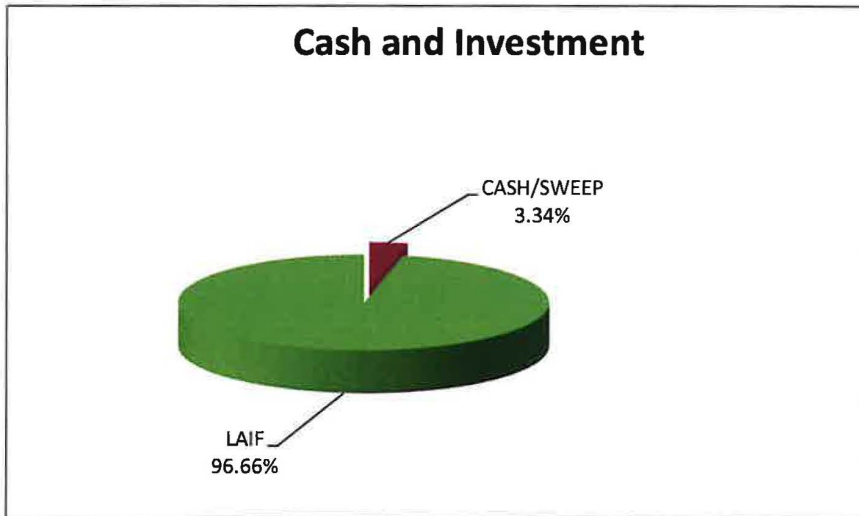
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**Devil's Den Water District  
Cash and Investment Summary  
As of March 31, 2018**

|                                  | BALANCE           | % OF<br>TOTAL  | WGHTD.<br>AVG.<br>YIELD |
|----------------------------------|-------------------|----------------|-------------------------|
| Cash & Sweep Account             | \$ 8,368          | 3.34%          | 0.03%                   |
| LAIF                             | 241,883           | 96.66%         | 1.51%                   |
| <b>Total Cash and Investment</b> | <b>\$ 250,251</b> | <b>100.00%</b> |                         |

I certify the cash and investments balance of the Devil's Den Water District.

*Beverly Johnson*  
 \_\_\_\_\_  
 Beverly Johnson  
 Treasurer



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**Cash and Investment Activity as of March 2018**

|                               | CASH & SWEEP | LAIF    | TOTAL   |
|-------------------------------|--------------|---------|---------|
| Cash & Investments @ 1/1/2018 | 8,213        | 240,986 | 249,199 |
| Cash & Sweep Transactions:    |              |         |         |
| Receipts:                     |              |         |         |
| Taxes                         | 155          |         | 155     |
| Interest                      | 0            |         | 0       |
| Disbursements:                |              |         | 0       |
|                               |              |         | 0       |
|                               |              |         | 0       |
| Investment Transactions:      |              |         |         |
| LAIF Transactions:            |              |         |         |
| Interest Deposited            |              | 897     | 897     |
| Cash & Investments @ 3/31/18  | 8,368        | 241,883 | 250,251 |

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ITEM NO.  
2.5

**Devil's Den Water District**

**Approve Receiving and Filing**

**Of the**

**Fourth Quarter FY 2017/18**

**Investment Report**

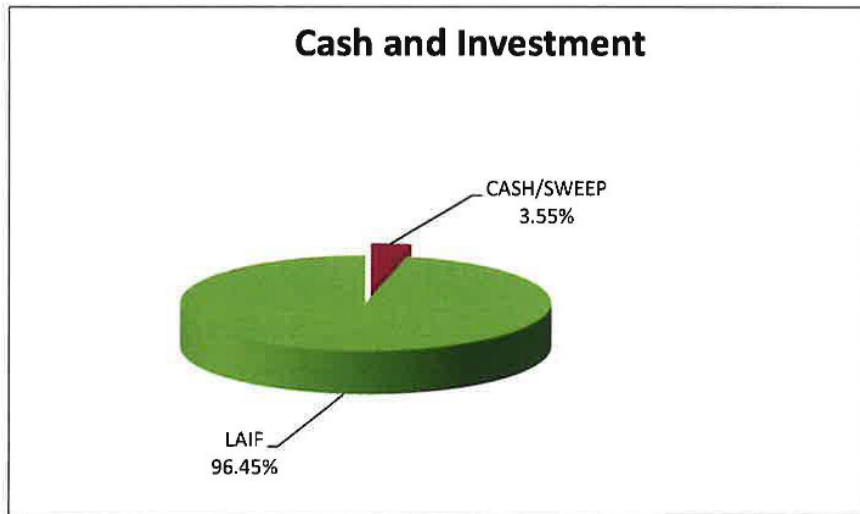
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**Devil's Den Water District  
Cash and Investment Summary  
As of June 30, 2018**

|                                  | BALANCE           | % OF<br>TOTAL  | WGHTD.<br>AVG.<br>YIELD |
|----------------------------------|-------------------|----------------|-------------------------|
| Cash & Sweep Account             | \$ 8,950          | 3.55%          | 0.03%                   |
| LAIF                             | 243,031           | 96.45%         | 1.90%                   |
| <b>Total Cash and Investment</b> | <b>\$ 251,981</b> | <b>100.00%</b> |                         |

I certify the cash and investments balance of the Devil's Den Water District.

*Beverly Johnson*  
 \_\_\_\_\_  
 Beverly Johnson  
 Treasurer



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**Cash and Investment Activity as of June 2018**

|   | CASH & SWEEP | LAIF    | TOTAL   |
|---|--------------|---------|---------|
| Cash & Investments @ 4/1/2018                             | 8,368        | 241,883 | 250,251 |
| Cash & Sweep Transactions:                                |              |         |         |
| Receipts:   |              |         |         |
| Taxes   | 2,032        |         | 2,032   |
| Interest  | 0            |         | 0       |
| Disbursements:  |              |         |         |
| ACWA/JPIA Check #551 (Property Program 4/1/18-4/1/19)     | (500)        |         | (500)   |
| ACWA/JPIA Check #552 (Excess Crime Program 4/1/18-4/1/19) | (950)        |         | (950)   |
|   |              |         | 0       |
| Investment Transactions:                                  |              |         |         |
| LAIF Transactions:  |              |         |         |
| Interest Deposited  |              | 1,148   | 1,148   |
| Cash & Investments @ 6/30/18                              | 8,950        | 243,031 | 251,981 |

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