

Minutes of the Regular Meeting of the Board of Directors of the Santa Clarita Valley Water Agency – January 2, 2018

---

A regular meeting of the Board of Directors of the Santa Clarita Valley Water Agency was held at the Santa Clarita Valley Water Agency, 27234 Bouquet Canyon Road, Santa Clarita, CA 91350, at 6:30 PM on Tuesday, January 2, 2018. A copy of the Agenda is inserted in the Minute Book of the Agency preceding these minutes.

**DIRECTORS PRESENT:** Directors B. J. Atkins, Ed Colley, Kathy Colley, William Cooper, Robert DiPrimio, Dean Efstathiou, Jerry Gladbach, Maria Gutzeit, R. J. Kelly, Gary Martin, Dan Mortensen, Jacque McMillan, William Pecsí and Lynne Plambeck were in attendance.

**DIRECTORS ABSENT:** Tom Campbell.

Also present: Matthew Stone, General Manager; Valerie Pryor, Assistant General Manager; Tom Bunn and Joe Byrne, General Counsel; April Jacobs, Board Secretary; several staff members from the SCV Water Agency staff; Joe Ortiz, Best Best and Krieger; Tara Bravo and Erin Gilhuly, CV Strategies; and members of the public.

The meeting was called to order at 6:30 PM. A quorum was present.

Upon motion of Director Atkins, seconded by Director Gladbach and carried, the Agenda was approved as amended with moving Item 3 to Item 5, Item 4 to 3 and Item 5 to 4 by the following voice votes (Item 4):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
Director Cooper	Yes	President DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Director Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

The Santa Clarita Valley Water Agency Board was ceremonially sworn in (Item 5a).

Director DiPrimio announced the next item of business was Agenda Item 5b the election of Board President and Vice President and requested that the Board Secretary and General Counsel conduct the election of officers.

Upon motion of Director Atkins, seconded by Director Martin and carried, the Board voted to elect two Vice Presidents for only the calendar year 2018 by a raise of hands and verification by a roll call vote (Item 5b).

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	No	Director K. Colley	No
Director Cooper	Yes	President DiPrimio	Yes
Director Efstathiou	No	Director Gladbach	Yes
Director Gutzeit	Yes	Director Kelly	No

Director Martin	Yes	Director McMillan	Yes
Director Mortensen	No	Director Pecsí	Yes
Director Plambeck	No		

The Board Secretary called for nominations for the position of Board President. Director Martin nominated Director Cooper, Director Plambeck nominated Director Atkins and Director DiPrimio nominated Director Gutzeit. There were no further nominations. Director Atkins, Cooper and Gutzeit each then addressed the Board.

Votes were then cast and no nominee received a majority of the votes.

Director Atkins withdrew his nomination.

A second vote was then conducted and Director Cooper received a majority vote of 8.

By motion of Director Colley, seconded by Director Gladbach and carried by a voice vote of 13 ayes and 1 abstention, Director Cooper was elected to the position of President of the Board (Item 5b).

Director Atkins	Abstained	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
Director Cooper	Yes	President DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Director Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

The Board Secretary called for nominations for the position of Board Vice President. Director Martin nominated Director Gutzeit, Director Plambeck nominated Director DiPrimio, who declined the nomination, Director Efstathiou nominated Director Kelly, Director McMillan nominated Director Martin, Director Mortensen nominated Director Atkins and Director Ed Colley nominated Director Gladbach, who declined the nomination. There were no further nominations. Director Atkins, Gutzeit, Kelly and Martin each then addressed the Board.

Votes were then cast and no nominee received a majority of the votes.

Director Atkins and Director Kelly withdrew their respective nominations.

A second vote was cast and Director Gutzeit received a majority vote of 9.

By motion of Director Gladbach, seconded by Director Efstathiou the Board elected Director Gutzeit as a Vice President of the Board by the following voice votes (Item 5b):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	President DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Director Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes

Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

The Board Secretary called for nominations for the second Board Vice President of equal standing. Director Cooper nominated Director Martin, Director Pecsí nominated Director Kelly, Director Plambeck nominated Director DiPrimio, who declined the nomination and Director Plambeck nominated Director Atkins. There were no further nominations.

A vote was taken and no nominee received a majority of the votes.

A second vote was conducted and again no nominee received a majority of the votes.

Director Atkins withdrew his nomination.

A third vote was cast and again no nominee received a majority of the votes. The vote ended in a tie of 7 to 7.

By motion of Director Plambeck, seconded by Director Gladbach and carried, the Board voted to elect the second Vice President at the January 9, 2018 Board meeting by the following voice votes (Item 5b):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	President DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

The Board selected their seating at the Board table (Item 5c).

-----

Upon motion of Vice President Gutzeit, seconded by Director DiPrimio and carried, the Board approved the Consent Calendar pulling Item 6b, 6e, 6g and 6h and approved Resolution Nos. SCV-01, SCV-02 and SCV-03 by the following voice votes (Item 6):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

#### RESOLUTION NO. SCV-01

#### A RESOLUTION OF THE BOARD OF DIRECTORS

**OF THE SANTA CLARITA VALLEY WATER AGENCY  
SETTING THE DATE, TIME AND LOCATION  
OF THE SANTA CLARITA VALLEY WATER AGENCY  
BOARD MEETINGS**

**WHEREAS**, the Santa Clarita Valley Water Agency (SCV Water) was established on January 1, 2018 and the Board of Directors of SCV Water would like to set its regular Board meeting dates, time and location; and

**WHEREAS**, it is in the best interest of the SCV Water Board of Directors to establish regularly scheduled meetings to review and approve proposed actions of the Agency; and

**WHEREAS**, all meetings will be conducted in full compliance with the Brown Act; and

**WHEREAS**, the Board of Directors would like to establish the first and third Tuesday of each month at 6:30 pm for its regular meeting dates; and

**WHEREAS**, the Board of Directors desire to also schedule a regular meeting on January 9, 2018 at 6:30 pm to conduct agency business; and

**WHEREAS**, the location of said meetings would be held at the Santa Clarita Valley Water Agency located at 27234 Bouquet Canyon Road, Santa Clarita, CA 91350 in the Boardroom.

**NOW THEREFORE BE IT RESOLVED** that the Board of Directors of SCV Water does hereby adopt this resolution and the schedule as listed above setting the regular Board meetings to start at 6:30 pm and be held at the Santa Clarita Valley Water Agency located at 27234 Bouquet Canyon Road, Santa Clarita, CA 91350 in the Agency's Boardroom during the first and third Tuesday of each month with one additional regular meeting to be scheduled on January 9, 2018.

**RESOLUTION NO. SCV-02**

**A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE SANTA CLARITA VALLEY WATER AGENCY  
APPOINTING A SECRETARY  
TO THE BOARD OF DIRECTORS**

**WHEREAS**, Section 16 of the Santa Clarita Valley Water Agency Act requires the Board of Directors to appoint a secretary and define the duties for such secretary; and

**WHEREAS**, the Board Policies and Procedures define the duties of the secretary; and

**WHEREAS**, the Board determines that April Jacobs is well-qualified to hold the office of Board Secretary, having previously served in this capacity for over 11 years as Board Secretary to the former Castaic Lake Water Agency, and intends to appoint her.

**NOW, THEREFORE, BE IT HEREBY RESOLVED AS FOLLOWS:**

1. April Jacobs is appointed to the office of Board Secretary to serve in such office at the pleasure of the Board with the compensation established for Agency employees holding such office as may be in effect from time-to-time; and
2. Be it further resolved that such appointment shall not alter or impair April Jacobs' status as an Agency employee other than the level of compensation paid by reason of holding such office.

**RESOLUTION NO. SCV-03**

**A RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE SANTA CLARITA VALLEY WATER AGENCY  
APPOINTING AN AGENCY TREASURER  
AND ASSISTANT TREASURER**

**WHEREAS**, Section 16 of the Santa Clarita Valley Water Agency Act requires the Board of Directors to appoint a Treasurer of the Agency and define the duties of such; and

**WHEREAS**, the Board Policies and Procedures define the duties of the Treasurer and also require that the Board appoint an Assistant Treasurer; and

**WHEREAS**, Valerie L. Pryor, an Agency employee serving as Assistant General Manager, is well qualified to hold the office of Treasurer and is recommended for that office by the General Manager; and

**WHEREAS**, Beverly Johnson, an Agency employee serving as Director of Finance, is well qualified to hold the office of Assistant Treasurer and is recommended for that office by the General Manager.

**NOW, THEREFORE, BE IT RESOLVED** that Valerie L. Pryor is hereby appointed to hold the office of Treasurer of the Agency; and Beverly Johnson is hereby appointed to hold the office of Assistant Treasurer of the Agency.

-----

Upon motion of Vice President Gutzeit, seconded by Director Pecsí and carried, the Board approved the appointment of Joseph Byrne of BB&K and Thomas Bunn of Lagerlof, Senecal, Gosney & Kruse LLP (Lagerlof) as co-general counsel to SCV Water, authorized the General Manager to enter into a legal services agreement with Lagerlof that is based on the same terms and conditions as between Lagerlof and NCWD, incorporating the same insurance requirements as in the CLWA-BB&K agreement with a commitment of reviewing in six months by the following voice votes (Item 6b):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes

Director Plambeck                      Yes

Upon motion of Director Gladbach, seconded by Vice President Gutzeit and carried, the Board approved the list of authorized positions effective January 2018 by the following voice votes (Item 6e):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

Upon motion of Director Colley, seconded by Director Pecsí and carried, the Board approved the Purchasing Policy effective January 2018 by the following voice votes (Item 6g):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

Upon motion of Director Colley, seconded by Vice President Gutzeit and carried, the Board approved Resolution No. SCV-04 the Policy and Procedures Manual for the Board of Directors of the Santa Clarita Valley Water Agency with adding a clarification on the requirements for Directors residency under Section II, E. "Elected Director Qualifications" to match with SB 634 wording and to review Section IV. G and H with a Committee regarding meetings by the following voice votes (Item 6h):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	No		

**RESOLUTION NO. SCV-04**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF  
THE SANTA CLARITA VALLEY WATER AGENCY  
ADOPTING POLICIES AND PROCEDURES FOR THE BOARD OF DIRECTORS**

**WHEREAS**, pursuant to SB 634, the Santa Clarita Valley Water Agency (SVC Water) was created on January 1, 2018 and is the successor entity to the Castaic Lake Water Agency (CLWA) and the Newhall County Water District (NCWD); and

**WHEREAS**, as a new public entity, it is necessary that SCV Water adopt Board policies and procedures; and

**WHEREAS**, the proposed policies and procedures combine and update the previous policies that were in place for CLWA and NCWD.

**NOW, THEREFORE, BE IT HEREBY RESOLVED** that the Board of Directors adopts the Policies and Procedures for the Board of Directors of the Santa Clarita Valley Water Agency attached as Exhibit A to this Resolution.

-----

Upon motion of Director DiPrimio, seconded by Director Gutzeit and carried, the Board approved Resolution No. SCV-05 adopting the Employee Manual by the following voice votes (Item 7a):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Pecsí	Yes
Director Plambeck	Yes		

#### **RESOLUTION NO. SCV-05**

#### **A RESOLUTION OF THE BOARD OF DIRECTORS OF THE SANTA CLARITA VALLEY WATER AGENCY ADOPTING AN EMPLOYEE MANUAL**

**WHEREAS**, the Santa Clarita Valley Water Agency will treat employees and prospective employees in a manner consistent with all applicable employment laws and regulations; and

**WHEREAS**, the Board has determined that there is a need for personnel policies and procedures to ensure that employees and prospective employees are treated in a manner consistent with these laws and regulations; and

**WHEREAS**, the Board recognizes that it is in the best interest of the Agency to have a centralized, coherent and up-to-date employee manual of Agency employees.

**NOW, THEREFORE, BE IT HEREBY RESOLVED AS FOLLOWS:**

1. The Employee Manual attached hereto is hereby adopted; and

2. Be it further resolved that the Employee Manual shall apply to all Agency officials, appointees, employees, volunteers and independent contractors. In the event there is a conflict between these rules and regulations and any Federal or State law, the terms and conditions of the law shall prevail; and
3. Be it further resolved that the provisions of this Manual may be amended and supplemented from time to time without notice and at the sole discretion of the Board; and
4. Be it further resolved that the Agency's General Counsel and General Manager are hereby authorized to make minor changes related to changes in laws and regulations without further action by the Board of Directors.


-----  
There were no AB 1234 Reports (Item 10).  
-----

Upon motion of Director Atkins, seconded by Director Kelly and carried, the meeting was adjourned at 9:23 PM by the following voice votes (Item 13):

Director Atkins	Yes	Director Campbell	Absent
Director E. Colley	Yes	Director K. Colley	Yes
President Cooper	Yes	Director DiPrimio	Yes
Director Efstathiou	Yes	Director Gladbach	Yes
Vice President Gutzeit	Yes	Director Kelly	Yes
Director Martin	Yes	Director McMillan	Yes
Director Mortensen	Yes	Director Peci	Not Present
Director Plambeck	Yes		

  
\_\_\_\_\_  
April Jacobs, Board Secretary

ATTEST:

  
\_\_\_\_\_  
President of the Board

