

**MINUTES OF THE MEETING OF THE
BOARD OF DIRECTORS OF
UNION SANITARY DISTRICT/UNION SANITARY DISTRICT FINANCING AUTHORITY
January 27, 2020**

CALL TO ORDER

President Toy called the meeting to order at 7:00 p.m.

SALUTE TO THE FLAG

ROLL CALL

PRESENT: Jennifer Toy, President
Tom Handley, Vice President
Anjali Lathi, Director
Manny Fernandez, Director

ABSENT: Pat Kite, Secretary

STAFF: Paul Eldredge, General Manager/District Engineer
Karen Murphy, District Counsel
Sami Ghossain, Technical Services Manager
Armando Lopez, Treatment and Disposal Services Manager
James Schofield, Collection Services Manager
Robert Simonich, Fabrication, Maintenance, and Construction Manager
Laurie Brenner, Business Services Coach
Marcus Lee, Treatment & Disposal Services Coach
Regina McEvoy, Executive Assistant to the General Manager/Board Clerk

VISITORS: Roelle Balan, Tri-City Voice Newspaper
Alice Johnson, League of Women Voters
Mike Marzano
Grace Chow, Brown and Caldwell
Bob Williams, RBC Capital Markets
Doug Brown, Stradling Attorneys at Law
Robert Porr, Fieldman, Rolapp & Associates
James Fabian, Fieldman, Rolapp & Associates
Lora Carpenter, Fieldman, Rolapp & Associates

**APPROVE MINUTES OF THE UNION SANITARY DISTRICT BOARD MEETING OF
JANUARY 13, 2020**

It was moved by Director Fernandez, seconded by Vice President Handley, to Approve Minutes of the Union Sanitary District Board Meeting of January 13, 2020. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

APPROVE MINUTES OF THE SPECIAL UNION SANITARY DISTRICT BOARD MEETING OF JANUARY 14, 2020

It was moved by Vice President Handley, seconded by Director Lathi, to Approve Minutes of the Special Union Sanitary District Board Meeting of January 14, 2020. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

DECEMBER 2019 MONTHLY OPERATIONS REPORT

This item was reviewed by the Budget & Finance and Legal/Community Affairs Committees. General Manager Eldredge provided details regarding three odor complaints, and an overview of the December 2019 Monthly Operations Report included in the Board meeting packet. Business Services Coach Brenner provided an overview of the financial reports included in the Board packet.

WRITTEN COMMUNICATIONS

There were no written communications.

PUBLIC COMMENT

There was no public comment.

CONSIDER A BOARD RESOLUTION OF THE UNION SANITARY DISTRICT TO AUTHORIZE THE ISSUANCE OF NOT TO EXCEED \$70,000,000 REVENUE BONDS BY THE UNION SANITARY DISTRICT FINANCING AUTHORITY, AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH AND AUTHORIZING CERTAIN OTHER ACTIONS

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge stated Board Resolution No. 2872 authorized District staff, legal counsel and municipal advisor to prepare documents for the issuance of revenue bonds. The Board appointed Stradling Yocca Carlson & Rauth as Bond Counsel, Quint & Thimmig as Disclosure Counsel, Fieldman, Rolapp and Associates as Municipal Advisor, and RBC as Underwriter for the transaction. Board Resolution No. 2875 approved a Joint Exercise of Powers Agreement with the California Municipal Finance Authority to create the Union Sanitary District Financing Authority. The proposed bonds will be issued by the USD Financing Authority and the Bonds will be secured by payments to be made by the District to the USD Authority. District staff identified approximately \$37 million in capital project funding needs as well as potential savings to be achieved through the refunding of the District's outstanding State Revolving Fund Loans with the State Water Resources Control Board.

General Manager Eldredge introduced Bob Williams, underwriter. Mr. Williams presented information regarding the bonds. General Manager Eldredge stated the Union Sanitary District Board and the Union Sanitary District Financing Authority would take similar

actions and further stated the associated documents had been reviewed by Bond Counsel, District staff, and District Counsel. Staff recommended the Board of Directors of the Union Sanitary District adopt a resolution to authorize the issuance of not to exceed \$70,000,000 Revenue Bonds by the Union Sanitary District Financing Authority and authorize execution and delivery of certain documents and other actions by the District in connection therewith.

It was moved by Director Lathi, seconded by Vice President Handley, to Adopt Resolution No. 2879 Authorizing the Issuance of Not to Exceed \$70,000,000 Revenue Bonds by the Union Sanitary District Financing Authority, Authorizing the Execution and Delivery of Certain Documents in Connection Therewith, and Authorizing Certain Other Actions. Motion carried by the following vote:

AYES:	Fernandez, Handley, Lathi, Toy
NOES:	None
ABSENT:	Kite
ABSTAIN:	None

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UNION SANITARY DISTRICT

RESOLUTION NO. 2879

A RESOLUTION OF THE UNION SANITARY DISTRICT AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$70,000,000 REVENUE BONDS BY THE UNION SANITARY DISTRICT FINANCING AUTHORITY, AUTHORIZING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH AND AUTHORIZING CERTAIN OTHER ACTIONS

WHEREAS, the Union Sanitary District (the "District") is a sanitary district duly organized and existing under and by virtue of the laws of the State of California; and

WHEREAS, the 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 (the "JPA Law"), 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 Government Code Section 6588, exercise certain additional powers; and

WHEREAS, the District is a member of the Union Sanitary District Financing Authority (the "USDFA"); and

WHEREAS, the District has determined that it is in the public interest and for the public benefit that the District finance the acquisition and construction of certain public improvements of the District's wastewater system and refinance all or a portion of the District's outstanding loans from the State Water Resources Control Board through the USDFA;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE UNION SANITARY DISTRICT AS FOLLOWS:

SECTION 1. The statements, findings, and determinations set forth above and in the preambles of the documents approved by this Resolution are true and correct.

SECTION 2. The form of the Installment Purchase Agreement on file with the Board Clerk of the District, is hereby approved. The President of the Board of Directors of the District, the Vice President of the Board of Directors of the District, the General Manager of the District (each, an "Authorized Officer") are each hereby authorized and directed, on behalf of the District, to execute and deliver the Installment Purchase Agreement substantially in the approved form, with such changes as may be recommended by General Counsel or Stradling Yocca Carlson & Rauth, a Professional Corporation, as Bond Counsel ("Bond Counsel"), said execution being conclusive evidence of such approval.

SECTION 3. The form of the Continuing Disclosure Certificate on file with the Board Clerk of the District, is hereby approved. Each Authorized Officer is hereby authorized and directed, on behalf of the District, to execute and deliver the Continuing Disclosure Certificate substantially in the approved form, with such changes as may be recommended by General Counsel or Bond Counsel, said execution being conclusive evidence of such approval.

SECTION 4. The proposed form of the Bond Purchase Agreement, as made available to the Board of Directors, is hereby approved. Any Authorized Officer is authorized and directed to execute and deliver the Bond Purchase Agreement with such changes, insertions and omissions as may be recommended by Bond Counsel, and approved by the Authorized Officer executing the same, said execution being conclusive evidence of such approval; provided, however, that in no event shall the aggregate principal amount of the revenues bonds to be issued by the Authority (the "2020A Bonds") exceed \$70,000,000, nor shall the underwriting discount for the 2020A Bonds exceed 0.325% of the principal amount of the 2020A Bonds, nor shall the true interest cost of the 2020A Bonds exceed 4.00% per annum.

SECTION 5. The preparation and distribution of the information in the Preliminary Official Statement relating to the 2020A Bonds under the captions "THE DISTRICT," "WASTEWATER SYSTEM," "DISTRICT FINANCIAL INFORMATION," "RISK FACTORS RELATING TO THE BONDS," "INVESTMENT OF DISTRICT FUNDS" and "CONTINUING DISCLOSURE" and in Appendices B, D, G and H thereto (collectively, the "District Portion") in the form as made available to the Board of Directors is hereby approved. Any Authorized Officer is authorized individually to sign a certificate pursuant to Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (the "Rule") relating to the District Portion. Any Authorized Officer is authorized and directed to execute, approve and deliver the District Portion to the final Official Statement in the form of the District Portion to the Preliminary Official Statement, with such changes, insertions and omissions as are consistent with this Resolution and which may be recommended by Bond Counsel, in accordance with the Rule, and approved by such Authorized Officer executing the same, said execution being conclusive evidence of such approval.

SECTION 6. The Board hereby authorizes the sale issuance of the 2020A Bonds by the Authority in an amount not to exceed \$70,000,000.

SECTION 7. U.S. Bank, National Association, is hereby appointed to act as trustee under the Indenture of Trust.

SECTION 8. The Board acknowledges that the good faith estimates required by Section 5852.1 of the California Government Code are disclosed in the staff report and are available to the public at the meeting at which this Resolution is approved.

SECTION 9. Each Authorized Officer and the Business Services Work Group Manager/Chief Financial Officer of the District or the designee thereof and any other proper officers of the District, acting singly, are each authorized and directed to do any

and all things and to execute and deliver any and all documents and certificates which such officers may deem necessary or advisable in order to consummate the sale, execution and delivery of the Bonds, the delivery of the Installment Purchase Agreement, the Continuing Disclosure Certificate, the Bond Purchase Agreement, the District Portion to the Preliminary Official Statement and the District Portion to the final Official Statement and otherwise effectuate the purposes of this Resolution, and such actions previously taken by such officers are hereby ratified and confirmed.

SECTION 10. The Board acknowledges that the good faith estimates required by Section 5852.1 of the California Government Code are disclosed in the staff report and are available to the public at the meeting at which this Resolution is approved.

SECTION 11. The Board hereby finds that the proposed financing of the acquisition and construction of improvements to the District's wastewater system the refinancing of all or a portion of the District's outstanding loans from the State Water Resources Control Board as authorized by this Resolution is consistent with the District's Debt Management Policy (Policy No. 2060) (the "Policy") and, to the extent that such proposed financing and refinancing is inconsistent with any provisions of the Policy, such provisions of the Policy are hereby waived.

SECTION 12. This Resolution shall take effect immediately upon its passage.

The foregoing resolution was passed and adopted by the Board of Directors of the Union Sanitary District this 27th day of January, 2020, by the following vote, to wit:

AYES: Fernandez, Handley, Lathi, Toy

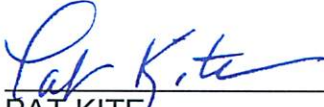
NOES: None

ABSENT: Kite

ABSTAIN: None



JENNIFER TOY
President, Board of Directors
Union Sanitary District



PAT KITE
Secretary, Board of Directors
Union Sanitary District

UNION SANITARY DISTRICT FINANCING AUTHORITY

PRESENTATION OF JOINT EXERCISE OF POWERS AGREEMENT AND REPORT BY EXECUTIVE DIRECTOR REGARDING UNION SANITARY DISTRICT FINANCING AUTHORITY

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge stated that, pursuant to the Joint Powers Agreement, the members of the Board of Directors of the District shall be members of the Board of Directors of the USDFA. The President and Vice President of the Board of Directors of the District are the Chair and Vice Chair of the Board of Directors of the USDFA, respectively. The General Manager of the District is the Executive Director of the USDFA and the Business Services Work Group Manager/Chief Financial Officer, or such other position as may be designated by the General Manager, is the Treasurer of the Authority. The Joint Powers Agreement has been filed with the Secretary of State; the USDFA is now authorized to assist the District in the financing of capital projects through the issuance of bonds and other obligations.

CONSIDER APPOINTMENT OF GENERAL COUNSEL TO THE UNION SANITARY DISTRICT FINANCING AUTHORITY

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge stated the Union Sanitary District Financing Authority was established through the execution and delivery of a Joint Exercise of Powers Agreement between the Union Sanitary District and the California Municipal Finance Authority. The Joint Powers Agreement authorizes the Board of Directors of the USDFA to appoint general counsel to the Authority. General counsel to the Authority will draft and review documents and render legal opinions for the Authority as needed. Staff recommended the Board of Directors of the Union Sanitary District Financing Authority appoint the District's General Counsel as general counsel to the Union Sanitary District Financing Authority (USDFA).

It was moved by Vice President Handley, seconded by Director Lathi, to Appoint the Union Sanitary District General Counsel as General Counsel for the Union Sanitary District Financing Authority. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

CONSIDER ADOPTION OF THE UNION SANITARY DISTRICT'S CONFLICT OF INTEREST CODE, DEBT MANAGEMENT POLICY, AND INVESTMENT POLICY AS SUCH CODES AND POLICIES OF UNION SANITARY DISTRICT FINANCING AUTHORITY

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge stated the Joint Powers Agreement authorizes the Board of Directors of the USDFA to adopt a Conflict of Interest Code, Debt Management Policy, and Investment Policy and further provides that such codes and policies may be the same as those of the District. Staff recommended the Board of Directors of the USDFA adopt the Conflict

of Interest Code, Debt Management Policy, and Investment Policy of the Union Sanitary District as such codes and policies of the USDFA.

It was moved by Director Fernandez, seconded by Vice President Handley, to Adopt the Conflict of Interest Code, Debt Management Policy, and Investment Policy of the Union Sanitary District as such codes and policies of the USDFA. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

CONSIDER A BOARD RESOLUTION OF THE UNION SANITARY DISTRICT FINANCING AUTHORITY TO AUTHORIZE THE ISSUANCE OF NOT TO EXCEED \$70,000,000 AGGREGATE PRINCIPAL AMOUNT OF REVENUE BONDS AND APPROVING CERTAIN DOCUMENTS IN CONNECTION THEREWITH AND CERTAIN OTHER MATTERS

This item was reviewed by the Budget & Finance Committee. General Manager Eldredge stated this item was the USDFA action that accompanied the Union Sanitary District Board action approved by Resolution No. 2879. The item presented for consideration by the Authority included the Indenture of Trust. Staff recommended the USDFA Board consider a resolution to authorize the issuance of not to exceed \$70,000,000 Revenue Bonds by the Authority and authorizing the execution and delivery of certain documents and other actions in connection therewith.

It was moved by Director Lathi, seconded by Vice President Handley, to Adopt Resolution No. 2880, Authorizing the Issuance of not to Exceed \$70,000,000 Aggregate Principal Amount of Revenue Bonds and Approving the Execution and Delivery of Certain Documents in Connection Therewith and Certain Other Matters. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

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UNION SANITARY DISTRICT FINANCING AUTHORITY

RESOLUTION NO. 2880

A RESOLUTION OF THE BOARD OF DIRECTORS OF UNION SANITARY DISTRICT FINANCING AUTHORITY AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$70,000,000 AGGREGATE PRINCIPAL AMOUNT OF REVENUE BONDS AND APPROVING THE EXECUTION AND DELIVERY OF CERTAIN DOCUMENTS IN CONNECTION THEREWITH AND CERTAIN OTHER MATTERS

WHEREAS, the Union Sanitary District Financing Authority (the "USDFA"), a public entity duly organized and existing under a joint exercise of powers agreement and under the Constitution and laws of the State of California (the "State"), has the powers, among others, to issue bonds and to finance and refinance facilities on behalf of its members; and

WHEREAS, the Union Sanitary District (the "District"), a sanitary district duly organized and existing under and by virtue of the laws of the State, and a member of the USDFA, proposes to finance the acquisition and construction of certain District facilities (the "2020A Project") and refinance the acquisition and construction of certain District facilities (the "Refunding Project"); and

WHEREAS, the Board of Directors of the USDFA (the "Board") has determined that it is desirable to issue one or more series of revenue bonds (the "2020A Bonds") to assist the District in financing the 2020A Project and refinancing the Refunding Project; and

WHEREAS, the Board has determined that it is in the best interest of the USDFA to enter into an installment purchase agreement with the District in connection therewith, and to approve certain other documents.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE UNION SANITARY DISTRICT FINANCING AUTHORITY AS FOLLOWS:

SECTION 1. Findings. The Board of Directors hereby specifically finds and declares that the actions authorized hereby constitute and are with respect to public affairs of the USDFA and that the statements, findings and determinations set forth above and in the preambles of the documents approved herein are true and correct.

SECTION 2. Indenture of Trust. The proposed form of the Indenture of Trust, as made available to the Board of Directors, is hereby approved. The Chair and the Vice Chair of the Board and the Executive Director of the USDFA or the designee thereof (each an "Authorized Officer") are each hereby individually authorized and directed to execute and deliver the Indenture of Trust with such changes, insertions and omissions

as may be recommended by the USDFA General Counsel or Stradling Yocca Carlson & Rauth, a Professional Corporation, as Bond Counsel ("Bond Counsel"), and approved by the Authorized Officer executing the same, said execution being conclusive evidence of such approval.

SECTION 3. Installment Purchase Agreement. The proposed form of the Installment Purchase Agreement, as made available to the Board of Directors, is hereby approved. Any Authorized Officer is authorized and directed to execute and deliver the Installment Purchase Agreement with such changes, insertions and omissions as may be recommended by USDFA General Counsel or Bond Counsel, and approved by the Authorized Officer executing the same, said execution being conclusive evidence of such approval.

SECTION 4. Bond Purchase Agreement. The proposed form of the Bond Purchase Agreement, as made available to the Board of Directors, is hereby approved. Any Authorized Officer is authorized and directed to execute and deliver the Bond Purchase Agreement with such changes, insertions and omissions as may be recommended by USDFA General Counsel or Bond Counsel, and approved by the Authorized Officer executing the same, said execution being conclusive evidence of such approval; provided, however, that in no event shall the aggregate principal amount of the 2020A Bonds exceed \$70,000,000, nor shall the underwriting discount for the 2020A Bonds exceed 0.325% of the principal amount of the 2020A Bonds, nor shall the true interest cost of the 2020A Bonds exceed 4.00% per annum.

SECTION 5. Preliminary Official Statement. The preparation and distribution of the Preliminary Official Statement relating to the 2020A Bonds (excepting therefrom the information under the captions "THE DISTRICT," "WASTEWATER SYSTEM," "DISTRICT FINANCIAL INFORMATION," "RISK FACTORS RELATING TO THE BONDS," "INVESTMENT OF DISTRICT FUNDS" and "CONTINUING DISCLOSURE" and in Appendices B, D, G and H thereto, the "Preliminary Official Statement") in the form as made available to the Board of Directors is hereby approved. Any Authorized Officer is authorized individually to sign a certificate pursuant to Rule 15c2-12 promulgated under the Securities Exchange Act of 1934 (the "Rule") relating to the Preliminary Official Statement. Any Authorized Officer is authorized and directed to execute, approve and deliver the Official Statement in the form of the Preliminary Official Statement, with such changes, insertions and omissions as are consistent with this Resolution and which may be recommended by USDFA General Counsel or Bond Counsel, in accordance with the Rule, and approved by such Authorized Officer executing the same, said execution being conclusive evidence of such approval.

SECTION 6. 2020A Bonds. The Board hereby authorizes the sale issuance of the 2020A Bonds in an amount not to exceed \$70,000,000.

SECTION 7. Trustee. U.S. Bank National Association, is hereby appointed to act as trustee under the Indenture of Trust.

SECTION 8. Good Faith Estimate of Costs. The Board acknowledges that the good faith estimates required by Section 5852.1 of the California Government Code are

disclosed in the staff report and are available to the public at the meeting at which this Resolution is approved.

SECTION 9. Bond Counsel. Stradling Yocca Carlson & Rauth, a Professional Corporation, is hereby appointed to act as Bond Counsel to the USDFA in accordance with the terms of the engagement letter on file with the Secretary.

SECTION 10. Debt Management Policy. The Board hereby finds that the proposed financing of the 2020A Project and the Refunding Project are consistent with the USDFA's Debt Management Policy (being District Policy No. 2060) (the "Policy") and, to the extent that such proposed financing and Refunding Project are inconsistent with any provisions of the Policy, such provisions of the Policy are hereby waived.

SECTION 11. Other Actions. Each Authorized Officer and the Treasurer of the USDFA or the designee thereof and any other proper officers of the USDFA, acting singly, are each authorized and directed to do any and all things and to execute and deliver any and all documents and certificates which such officers may deem necessary or advisable in order to consummate the sale, execution and delivery of the 2020A Bonds, the delivery of the Indenture of Trust, the Installment Purchase Agreement, the Bond Purchase Agreement, the Preliminary Official Statement and the final Official Statement and otherwise effectuate the purposes of this Resolution, and such actions previously taken by such officers are hereby ratified and confirmed.

SECTION 12. Effect. This Resolution shall take effect immediately.

SECTION 13. Recitals. Each of the foregoing recitals are true and correct.

The foregoing resolution was passed and adopted by the Board of Directors of the Union Sanitary District Financing Authority this 27th day of January, 2020, by the following vote, to wit:

AYES: Fernandez, Handley, Lathi, Toy

NOES: None


ABSENT: Kite

ABSTAIN: None



JENNIFER TOY
Chair, Board of Directors
Union Sanitary District Financing

Authority



REGINA McEVOY
Secretary, Board of Directors
Union Sanitary District Financing Authority

**CONSIDER A RESOLUTION TO ACCEPT THE CONSTRUCTION OF THE PRIMARY
DIGESTER NO. 3 REHABILITATION PROJECT FROM MONTEREY MECHANICAL
COMPANY**

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the Board awarded the Project's construction contract to Monterey Mechanical Company (MMC) on November 13, 2017, and staff issued the Notice to Proceed on December 4, 2017. The 240-day project was initially scheduled to be completed on August 1, 2018. Contract Change Order No. 9 extended the completion date to March 28, 2019, and MMC substantially completed all contract work on May 3, 2019. Project completion was delayed primarily due to the difficulty in removing existing coatings which then revealed the need for additional repairs. A detailed description of notable change orders was included in the Board meeting packet. Staff recommended the Board consider a resolution to accept the construction of the Primary Digester No. 3 Rehabilitation Project from Monterey Mechanical Company and authorize recordation of a Notice of Completion.

It was moved by Director Fernandez, seconded by Director Lathi, to Adopt Resolution No. 2881 to Accept Construction of the Primary Digester No. 3 Rehabilitation Project Located in the City of Union City, California from Monterey Mechanical Company. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

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RESOLUTION NO. 2881

**ACCEPT CONSTRUCTION OF THE
PRIMARY DIGESTER NO. 3 REHABILITATION PROJECT
LOCATED IN THE CITY OF UNION CITY, CALIFORNIA
FROM MONTEREY MECHANICAL COMPANY.**

RESOLVED, by the Board of Directors of the UNION SANITARY DISTRICT that it hereby accepts the Primary Digester No. 3 Rehabilitation Project from Monterey Mechanical Company, effective January 27, 2020.

FURTHER RESOLVED: That the Board of Directors of the UNION SANITARY DISTRICT authorize the General Manager/District Engineer, or his designee, to execute and record a "Notice of Completion" for the Project.

On motion duly made and seconded, this resolution was adopted by the following vote on January 27, 2020

AYES: Fernandez, Handley, Lathi, Toy

NOES: None

ABSENT: Kite

ABSTAIN: None



JENNIFER TOY
President, Board of Directors
Union Sanitary District

Attest:



PAT KITE
Secretary, Board of Directors
Union Sanitary District

AUTHORIZE THE GENERAL MANAGER TO EXECUTE TASK ORDER NO. 2 WITH CAROLLO ENGINEERS, INC. FOR THE PRIMARY DIGESTER NO. 7 PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated the Board awarded the construction contract for the Project to C. Overaa & Co. on January 13, 2020. Task Order No. 2 will allow Carollo to provide construction management services for the duration of the Project. The scope of services for Task Order No. 2 were outlined in the Board meeting packet. Staff recommended the Board authorize the General Manager to execute Task Order No. 2 with Carollo Engineers, Inc. in the amount of \$1,643,314 to provide construction management services for the Primary Digester No. 7 Project.

It was moved by Director Fernandez, seconded by Vice President Handley, to Authorize the General Manager to Execute Task Order No. 2 with Carollo Engineers, Inc. in the Amount of \$1,643,314 to Provide Construction Management Services for the Primary Digester No. 7 Project. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

AUTHORIZE THE GENERAL MANAGER TO EXECUTE TASK ORDER NO. 3 WITH BROWN AND CALDWEL FOR THE PRIMARY DIGESTER NO. 7 PROJECT

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated Brown and Caldwell completed the Project's final design in June 2019. The scope of services for Task Order No. 3 were outlined in the Board meeting packet. Staff recommended the Board authorize the General Manager to execute Task Order No. 3 with Brown and Caldwell in the amount of \$957,403 to provide engineering services during construction of the Primary Digester No. 7 Project.

It was moved by Director Lathi, seconded by Director Fernandez, to Authorize the General Manager to Execute Task Order No. 3 with Brown and Caldwell in the Amount of \$957,403 to Provide Engineering Services During Construction of the Primary Digester No. 7 Project. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

AWARD THE CONSTRUCTION CONTRACT FOR THE ALVARADO INFLUENT VALVE BOX REHABILITATION PROJECT TO C. OVERAA & CO.

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated four bids were received and opened January 14, 2020, staff utilized the blind bid process. After assessing the Project scope and bid prices and reviewing the Capital Improvement Program budget, staff decided to include Bid Alternates E and H with the base bid in determining the apparent lowest bidder. Bid Alternates A through D, F, G, and I were not selected. Staff reviewed the

bid documents submitted by C. Overaa & Co. (Overaa) and found them to be in order. The Notice of Intent to Award was posted on January 17, 2020. No bid protests were received by the District. Overaa has confirmed that they will construct the project as bid. The District awarded the Primary Digester No. 7 Project to Overaa on January 13, 2020. The contractor will have 198 calendar days to complete the Project from Notice to Proceed, which puts the estimated substantial completion date in August 2020. Construction management and inspection services will be performed by District Staff for this Project. Staff recommended the Board award the construction contract, including Bid Alternates E and H, for the Alvarado Influent Valve Box Rehabilitation Project to C. Overaa & Co. in the amount of \$401,930.

It was moved by Director Fernandez, seconded by Vice President Handley, to Award the Construction Contract, Including Bid Alternates E and H, for the Alvarado Influent Valve Box Rehabilitation Project to C. Overaa & Co. in the Amount of \$401,930. Motion carried by the following vote:

AYES: Fernandez, Handley, Lathi, Toy
NOES: None
ABSENT: Kite
ABSTAIN: None

INFORMATION ITEMS:

Update on the Subsurface Investigation at the Alvarado Wastewater Treatment Plant

This item was reviewed by the Engineering and Information Technology Committee. Technical Services Manager Ghossain stated Alameda County Water District is responsible for regulating the groundwater supply within Union Sanitary District's service area. The purpose of the Plant's groundwater monitoring program was to document groundwater conditions in areas of concern at ten monitoring wells. In September 2019 Brown and Caldwell sampled the groundwater from the seven remaining wells, analyzed the test results, and prepared a report. Conclusions from the 2019 groundwater monitoring event were outlined in the Board meeting packet.

Solar and Cogeneration Facilities Operational Update

This item was reviewed by the Budget & Finance Committee. Technical Services Manager Ghossain stated the total benefit to date for the Alvarado Wastewater Treatment Plant Solar Carport, constructed in 2011, was \$629,540 for a 70.7% simple payback. The total benefit to date for the Irvington Pump Station Solar Facility, constructed in 2012, was \$2,879,728 for a 100.8% simple payback. The total benefit to date for the Cogeneration Facility, constructed in 2014, was \$8,209,981 for a 61.9% simple payback.

Boardmember Expenses, Second Quarter Fiscal Year 2020

Business Services Coach Brenner stated the Board of Directors Quarterly Expenditure Report detailed Boardmember expenditures during the second quarter of Fiscal Year 2020.

Cal-Card 2nd Quarter Activity Report

Business Services Coach Brenner stated the Cal-Card Merchant Spend Analysis detailed Cal-Card activity for the second quarter of Fiscal Year 2020 and covered the period October 23, 2019 through December 23, 2019.

Report on the East Bay Dischargers Authority (EBDA) Meeting of December 19, 2019

Director Handley provided an overview of the EBDA Commission meeting minutes included in the Board meeting packet.

Check Register

There were no Boardmember questions regarding the Check Register.

COMMITTEE MEETING REPORTS:

The Engineering and Information Technology, Budget & Finance, and Legal/Community Affairs committees met.

GENERAL MANAGER'S REPORT:

General Manager Eldredge reported the following:

- Introduced Treatment and Disposal Services Night Coach Marcus Lee.
- There will be a Board Workshop at 5:30 p.m. on Wednesday, January 29, 2020.

OTHER BUSINESS:

There was no other business.

ADJOURNMENT:

The meeting was adjourned at 7:52 p.m. to a Board Workshop in the Alvarado Conference Room on Wednesday, January 29, 2020, at 5:30 p.m.

The Board will then adjourn to the next Regular Meeting in the Boardroom on Monday, February 10, 2020, at 7:00 p.m.

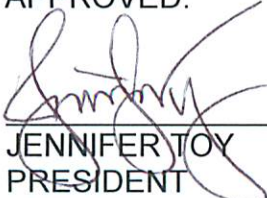
SUBMITTED:


REGINA McEVOY
BOARD CLERK

ATTEST:


PAT KITE
SECRETARY

APPROVED:


JENNIFER TOY
PRESIDENT

Adopted this 10th day of February 2020