

ORANGE COUNTY SANITATION DISTRICT

MINUTES

BOARD OF DIRECTORS

MARCH 26, 2025



**Board Room
Headquarters
18480 Bandilier Circle
Fountain Valley, CA 92708
(714) 593-7433**

CALL TO ORDER

A regular meeting of the Board of Directors of the Orange County Sanitation District was called to order by Board Chairman Ryan Gallagher on Wednesday, March 26, 2025 at 6:00 p.m. in the Orange County Sanitation District Headquarters. Director Glenn Grandis delivered the invocation and led the Pledge of Allegiance.

ROLL CALL AND DECLARATION OF QUORUM

The Clerk of the Board declared a quorum present as follows:

PRESENT: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

ABSENT: None

STAFF PRESENT: Rob Thompson, General Manager; Lorenzo Tyner, Assistant General Manager; Jennifer Cabral, Director of Communications; Mike Dorman, Director of Engineering; Laura Maravilla, Director of Human Resources; Riaz Moinuddin, Director of Operations and Maintenance; Wally Ritchie, Director of Finance; Lan Wiborg, Director of Environmental Services; Kelly Lore, Clerk of the Board; Morty Caparas; Jackie Castro; Sam Choi; Raul Cuellar; Don Cutler; Thys DeVries; Martin Dix; Justin Fenton; Al Garcia; David Haug; Mark Kawamoto; Tom Meregillano; Rob Michaels; Vianey Sorto-Gaona; Sammady Yi; Thomas Vu; Kevin Work; and Ruth Zintzun were present in the Board Room.

OTHERS PRESENT: Scott Smith, General Counsel; and Jason Baltimore, Associate Counsel, Best Best & Krieger LLP were present in the Board Room. Alejandro Velazquez and Christopher McGrath, Black & Veatch were present telephonically.

PUBLIC COMMENTS:

None.

SPECIAL PRESENTATIONS:**1. EMPLOYEE SERVICE AWARDS**[2025-4179](#)

Originator: Kelly Lore

Chair Gallagher recognized the following:

20-year Service Award

Michael Bolster, Maintenance Specialist - Division 821

REPORTS:

Chair Gallagher stated that the Directors and Alternate Directors would be receiving talking points regarding OC San activities for their use while reporting out to your councils, boards, and community groups.

Chair Gallagher reported that letters were sent on behalf of myself to Orange County City Council Members and Mayors, Board of Supervisors, Water Districts, and Sanitary Districts congratulating them on their recent elections and re-elections and provided a brief introduction to OC San along with an invitation to tour our facility with their staff.

Chair Gallagher reported that he and the General Manager would be meeting with members of the Orange County delegation Sacramento in April. He stated that they will meet with various individuals on topics of interest to OC San and the wastewater industry.

Chair Gallagher announced that next month's Operations and Administration Committees will hold their meetings will be at Plant No. 2 and start off with a tour at 4:00 pm.

General Manager Thompson thanked the Directors for their feedback last week at the first Strategic Planning workshop where eight of the policy areas within the current Strategic Plan were covered. He stated that the next meeting will take place on April 16 at 5:00 pm, where he will provide a summary of the topics already discussed, and also the remaining seven policy areas. He also stated that both Directors and Alternate Directors are encouraged to attend.

Mr. Thompson reported that he had recently participated in the first session of OC San's Wastewater 101 with Board Chairman, Ryan Gallagher; attended the SCCWRP Committee Quarterly Meeting; was interviewed by former Board Member Tim Shaw, Government Affairs Director for the Pacific West Association of Realtors for a podcast; and attended the NACWA Region 9 Utility Executive Dialogue.

Mr. Thompson reported that OC San was awarded the 2025 WateReuse Award for Excellence in Outreach and Education for our partnership with the Heritage Museum of Orange County. He stated that the award recognized significant success in advancing public acceptance of recycled water.

CONSENT CALENDAR:

2. APPROVAL OF MINUTES

[2025-4181](#)

Originator: Kelly Lore

MOVED, SECONDED, AND DULY CARRIED TO:

Approve minutes of the Special meeting of the Board of Directors held February 19, 2025; and the Regular meeting of the Board of Directors held February 26, 2025.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

RECEIVE AND FILE:

3. **REPORT OF THE INVESTMENT TRANSACTIONS FOR THE MONTH OF FEBRUARY 2025** [2024-3830](#)

Originator: Wally Ritchie

WITHOUT OBJECTION ACTION TAKEN TO RECEIVE AND FILE THE FOLLOWING:

Report of the Investment Transactions for the month of February 2025.

4. **COMMITTEE MEETING MINUTES** [2025-4032](#)

Originator: Kelly Lore

WITHOUT OBJECTION ACTION TAKEN TO RECEIVE AND FILE THE FOLLOWING:

- A. Minutes of the Steering Committee Meeting held January 22, 2025
- B. Minutes of the Operations Committee Meeting held February 5, 2025
- C. Minutes of the Administration Committee Meeting held February 12, 2025

OPERATIONS COMMITTEE:

5. **BACK-UP POWER FOR LABORATORY EQUIPMENT AT PLANT NO. 1, PROJECT NO. FR1-0022** [2025-4154](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Receive and file Bid Tabulation and Recommendation for Back-up Power for Laboratory Equipment at Plant No. 1, Project No. FR1-0022;
- B. Award a Construction Contract Agreement to LEED Electric, Inc., for Back-up Power for Laboratory Equipment at Plant No. 1, Project No. FR1-0022, for a total amount not to exceed \$133,000; and
- C. Approve a contingency of \$13,300 (10%).

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

6. DIGITAL ASSET MANAGEMENT STUDY, PROJECT NO. PS23-04

[2025-4155](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Approve a Professional Services Agreement with Black & Veatch Corporation to provide engineering services for the Digital Asset Management Study, Project No. PS23-04, for an amount not to exceed \$799,917; and
- B. Approve a contingency of \$79,992 (10%).

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

7. ON-CALL COATING INSPECTION AND CORROSION TESTING SERVICES FOR ORANGE COUNTY SANITATION DISTRICT'S CAPITAL IMPROVEMENT PROGRAM, FACILITIES ENGINEERING, OPERATIONS, AND MAINTENANCE PROJECTS, PSA 2025-001

[2025-4156](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

Approve Professional Services Agreements to provide on-call Coating Inspection and Corrosion Testing Services for Orange County Sanitation District's Capital Improvement Program, Facilities Engineering, Operations, and Maintenance Projects, PSA2025-001, for a three-year period commencing May 1, 2025, through April 30, 2028, with two one-year renewal options, for an amount not to exceed \$500,000 per individual agreement (\$1,500,000 total) with the following three firms:

- Corrpro Companies, Inc.
- Diversified Project Services International, Inc.
- TKE Engineering, Inc.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

**8. ON-CALL SURVEYING SERVICES FOR ORANGE COUNTY
SANITATION DISTRICT'S CAPITAL IMPROVEMENT PROGRAM,
FACILITIES ENGINEERING, OPERATIONS, AND MAINTENANCE
PROJECTS, PSA2025-002**

[2025-4157](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

Approve Professional Services Agreements to provide on-call Surveying Services for Orange County Sanitation District's Capital Improvement Program, Facilities Engineering, Operations, and Maintenance Projects, PSA2025-002, for a three-year period commencing May 1, 2025, through April 30, 2028, with two one-year renewal options, for an amount not to exceed \$500,000 per individual agreement (\$2,000,000 total) with the following four firms:

- Michael Baker International, Inc.
- Psomas
- Stantec Consulting Services Inc.
- D. Woolley & Associates, Inc.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

**9. ON-CALL MATERIALS TESTING, INSPECTION, AND OTHER
GEOTECHNICAL TESTING SERVICES FOR ORANGE COUNTY
SANITATION DISTRICT'S CAPITAL IMPROVEMENT PROGRAM,
FACILITIES ENGINEERING, OPERATIONS, AND MAINTENANCE
PROJECTS, PSA2025-003**

[2025-4158](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

Approve Professional Services Agreements to provide on-call Materials Testing, Inspection, and Other Geotechnical Testing Services for Orange County Sanitation District's Capital Improvement Program, Facilities Engineering, Operations, and Maintenance Projects, PSA2025-003, for a three-year period commencing May 1, 2025, through April 30, 2028, with two one-year renewal options, for an amount not to exceed \$750,000 per individual agreement (\$3,000,000 total) with the following four firms:

- Kleinfelder, Inc.
- Barnett Quality Control Services, Inc. dba NOVA Services, Inc.
- Ninyo & Moore Geotechnical & Environmental Sciences Consultants
- Atlas Technical Consultants LLC

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

**10. REDHILL RELIEF SEWER RELOCATION AT STATE ROUTE 55,
PROJECT NO. FE18-13**

[2025-4159](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

Approve a construction contingency increase of \$531,120 (24%) to the existing Construction Contract with SRK Engineering, Inc. for Redhill Relief Sewer Relocation at State Route 55, Project No. FE18-13, for a total contract amount not to exceed \$2,213,000 and a new total construction contingency of \$1,327,800 (60%), with all costs to be reimbursed by the Orange County Transportation Authority.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

**11. HAZARDOUS WASTE DISPOSAL SERVICES, SPECIFICATION NO. [2025-4160](#)
S-2022-1304BD**

Originator: Riaz Moinuddin

MOVED, SECONDED, AND DULY CARRIED TO:

A. Approve a contingency increase of \$220,905 (64%), to the existing General Services Contract with Clean Harbors Environmental Services, Inc., for Hazardous Waste Disposal Services, Specification No. S-2022-1304BD, for a total contract amount not to exceed \$345,165 and a new total contingency amount of \$255,421 (74%); and

B. Approve an increase of \$250,000 per year for a new contract total amount not to exceed \$595,165 per year for the remaining two (2) one-year contract renewals options; and maintain the approved annual contingency of \$34,516.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

12. SOLID WASTE HAULING SERVICES, SPECIFICATION NO. S-2024-647BD[2025-4161](#)**Originator:** Lan Wiborg

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Approve General Services Contracts to two contractors: Roll Off Solutions, Inc. and Synagro-West, LLC to collect and haul Orange County Sanitation District's solid waste from Reclamation Plants Nos. 1 and 2 to the various disposal facilities, Specification No. S-2024-647BD, each for a three (3) year period, effective July 1, 2025 through June 30, 2028, for a total amount not to exceed \$2,130,000 per contract that includes the unit prices per ton for solid waste hauling and annual CPI (consumer price index) adjustment;
- B. Approve two (2) optional one-year renewals for \$710,000 per year per contract; and
- C. Approve a 10% contingency per contract on an annual basis.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

ADMINISTRATION COMMITTEE:**13. FLEET VEHICLE REPLACEMENT PURCHASES**[2025-4196](#)**Originator:** Lorenzo Tyner

MOVED, SECONDED, AND DULY CARRIED TO:

Delegate to the General Manager and Purchasing Manager the authority to purchase new and replacement vehicles during the fiscal year, not to exceed the previously Board-approved amount of \$859,827, utilizing the method of procurement determined by the General Manager to be in the best interest of OC San, to include cooperative contract, competitive solicitation, or sole source purchase.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

14. CASA STATEWIDE POOLED EMISSIONS STUDY [2025-4197](#)

Originator: Lan Wiborg

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Approve the Memorandum of Agreement (MOA) between Orange County Sanitation District and California Association of Sanitation Agencies for CY 2025-2029 to complete the Statewide Wastewater Air Toxics Pooled Emissions Study (Study); and
- B. Approve funding for a total amount not to exceed \$800,000.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

15. LEGISLATIVE AFFAIRS UPDATE FOR THE MONTH OF FEBRUARY 2025 [2025-4198](#)

Originator: Jennifer Cabral

MOVED, SECONDED, AND DULY CARRIED TO:

Receive and file the Legislative Affairs Update for the month of February 2025.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

16. HEADQUARTERS EDUCATIONAL DISPLAY

[2025-4199](#)

Originator: Jennifer Cabral

MOVED, SECONDED, AND DULY CARRIED TO:

Approve the design recommendations for the Headquarters Educational Display.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

17. PUBLIC AFFAIRS UPDATE FOR THE MONTH OF FEBRUARY 2025

[2025-4200](#)

Originator: Jennifer Cabral

MOVED, SECONDED, AND DULY CARRIED TO:

Receive and file the Public Affairs Update for the month of February 2025.

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

18. UNIFORM AND JANITORIAL ARTICLES RENTAL SERVICE

[2025-4201](#)

Originator: Wally Ritchie

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Approve Amendment No. 2 to the existing service contract to Cintas Corporation No. 3 to provide Uniform and Janitorial Articles Rental Service, Specification No. S-2021-1277BD, for an increase of \$160,488 to the current term for a new total amount not to exceed \$1,000,000 for the period through March 31, 2025;
- B. Approve an increase of \$410,488 for the upcoming three-year renewal period option, for a new total amount not to exceed \$1,250,000 for the period through March 31, 2028; and
- C. Approve a revised three-year contingency of \$187,500 (15%).

AYES: Joyce Ahn, Debbie Baker, Pat Burns, Doug Chaffee, Jon Dumitru, Ryan Gallagher, Glenn Grandis, Johnathan Ryan Hernandez, Stephanie Klopfenstein, Lisa Landau, Carlos Leon, Tom Lindsey, Melinda Liu, Christine Marick, Jose Medrano, Scott Minikus, Jordan Nefulda, Andrew Nguyen, Robert Ooten, David Shawver, Jaime Valencia, Chad Wanke, Erik Weigand, John Withers and Jordan Wu

NOES: None

ABSENT: None

ABSTENTIONS: None

STEERING COMMITTEE:

None.

NON-CONSENT:

None.

INFORMATION ITEMS:

None.

AB 1234 DISCLOSURE REPORTS:

Directors Pat Burns, Bob Ooten, and Dave Shawver provided a report on their recent attendance at various Regional Board Meetings.

Vice Chairman Jon Dumitru departed the meeting at 6:10 p.m. prior to Closed Session.

CLOSED SESSION:

CONVENED IN CLOSED SESSION PURSUANT TO GOVERNMENT CODE SECTIONS 54956.9(d)(1) and 54957.6

The Board convened in closed session at 6:10 p.m. Confidential minutes of the Closed Sessions have been prepared in accordance with the above Government Code Sections and

are maintained by the Clerk of the Board in the Official Book of Confidential Minutes of Board and Committee Closed Session meetings.

CS-1 CONFERENCE WITH LEGAL COUNSEL RE EXISTING LITIGATION - [2025-4193](#)
GOVERNMENT CODE SECTION 54956.9(d)(1)

CONVENED IN CLOSED SESSION:

Number of Cases: 1

Case Name Unspecified: (case was filed under seal and disclosure would violate confidentiality provisions under the False Claims Act)

CS-2 CONFERENCE WITH LABOR NEGOTIATORS - GOVERNMENT [2025-4194](#)
CODE SECTION 54957.6

CONVENED IN CLOSED SESSION:

Designated Representatives: General Manager Robert Thompson, Assistant General Manager Lorenzo Tyner, Director of Human Resources Laura Maravilla, and Chief Negotiator Laura Kalty.

Employee Organizations: (3)

International Union of Operating Engineers, Local 501; Orange County Employees Association; and the Supervisory and Professional Management Group.

RECONVENED IN REGULAR SESSION.

The Board reconvened in regular session at 6:16 p.m.

CONSIDERATION OF ACTION, IF ANY, ON MATTERS CONSIDERED IN CLOSED SESSION:

General Counsel Scott Smith reported that under CS-1 the Board had to decide whether to intervene or not to intervene and that action which is still closed, the Board voted unanimously not to intervene.

OTHER BUSINESS AND COMMUNICATIONS OR SUPPLEMENTAL AGENDA ITEMS, IF ANY:

None.

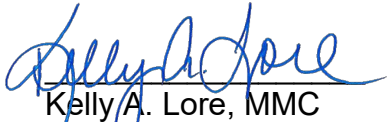
BOARD OF DIRECTORS INITIATED ITEMS FOR A FUTURE MEETING:

Chair Gallagher stated that a Closed Session item on Cybersecurity will be coming back to the full Board at a future date in Closed Session.

ADJOURNMENT:

At 6:17p.m., Chair Gallagher adjourned the meeting until the next Special Meeting of the Board of Directors to be held on Wednesday, April 16, 2025 at 5:00 p.m.

Submitted by:



Kelly A. Lore, MMC
Clerk of the Board