



SPECIAL MEETING - EARLY START TIME

CALL TO ORDER

A Special meeting of the Steering Committee of the Orange County Sanitation District was called to order by Board Chairman Chad Wanke on Wednesday, January 25, 2023 at 4:00 p.m. Chair Wanke stated the meeting was being held in person, telephonically, and via internet accessibility.

ROLL CALL AND DECLARATION OF QUORUM:

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

PRESENT: Chad Wanke, Ryan Gallagher, Marshall Goodman, Christine Marick, Sandra Massa-Lavitt and John Withers

ABSENT: None

STAFF PRESENT: Jim Herberg, General Manager; Rob Thompson, Assistant General Manager; Lorenzo Tyner, Assistant General Manager; Kelly Lore, Clerk of the Board; Mo Abiodun; Mortimer Caparas; and Thomas Vu were present in the Board Room. Celia Chandler, Director of Human Resources; Kathy Millea, Director of Engineering; Riaz Moinuddin, Director of Operations and Maintenance; Lan Wiborg, Director of Environmental Services; Andrew Brown; Jennifer Cabral; Jackie Castro; Tanya Chong; Daisy Covarrubias; Raul Cuellar; Justin Fenton; Tina Knapp; Rebecca Long; Laura Maravilla; Rob Michaels; Shallee Milligan; Kelly Newell; Valerie Ratto; Wally Ritchie; Thomas Vu; Eros Yong; and Ruth Zintzun were present telephonically.

OTHERS PRESENT: Brad Hogin, General Counsel, was present in the Board Room. Cori Takkinen, Townsend and Associates; David French, ENS Resources; Valerie DeLoach and Elizabeth Von Lehe, HDR; and Andre Casosola and Bruce Dosier, OCWD, were in attendance telephonically.

PUBLIC COMMENTS:

None.

REPORTS:

Chair Wanke did not provide a report.

General Manager Jim Herberg stated that due to the size of the agenda, the Legislative and Public Affairs reports were items on the agenda, on the Consent Calendar.

Director John Withers left the meeting and was absent for the votes on Item Nos. 1-8.

CONSENT CALENDAR:

1. APPROVAL OF MINUTES

[2022-2646](#)

Originator: Kelly Lore

MOVED, SECONDED, AND DULY CARRIED TO:

Approve Minutes of the Regular Meeting of the Legislative and Public Affairs Committee held November 14, 2022.

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

2. APPROVAL OF MINUTES

[2023-2704](#)

Originator: Kelly Lore

MOVED, SECONDED, AND DULY CARRIED TO:

Approve Minutes of the Special Meeting of the Steering Committee held December 15, 2022.

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

3. PUBLIC AFFAIRS UPDATE FOR THE MONTHS OF NOVEMBER & DECEMBER 2022 AND JANUARY 2023

[2023-2719](#)

Originator: Jim Herberg

MOVED, SECONDED, AND DULY CARRIED TO: Recommend to the Board of Directors to:

Receive and file the Public Affairs Update for the months of November & December 2022 and January 2023.

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

**4. LEGISLATIVE AFFAIRS UPDATE FOR THE MONTHS OF
NOVEMBER & DECEMBER 2022 AND JANUARY 2023**

[2023-2739](#)

Originator: Jim Herberg

MOVED, SECONDED, AND DULY CARRIED TO: Recommend to the Board of Directors to:

Receive and file the Legislative Affairs Update for the months of November & December 2022 and January 2023.

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

NON-CONSENT:

**5. GENERAL MANAGER'S FY 2022-2023 WORK PLAN MID-YEAR
UPDATE**

[2023-2738](#)

Originator: Jim Herberg

MOVED, SECONDED, AND DULY CARRIED TO: Recommend to the Board of Directors to:

Receive and file the General Manager's FY 2022-2023 Work Plan Mid-Year Update.

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

**6. DEFERRED COMPENSATION PLAN 457(b) ON BEHALF OF
ORANGE COUNTY SANITATION DISTRICT BOARD OF DIRECTORS**

[2023-2737](#)

Originator: Lorenzo Tyner

Assistant General Manager Lorenzo Tyner provided information on the 457(b) plan and explained the necessity of the Resolution.

MOVED, SECONDED, AND DULY CARRIED TO: Recommend to the Board of Directors to:

Adopt Resolution No. OC SAN 23-XX entitled: "A Resolution of the Board of Directors of Orange County Sanitation District (OC San), approving payment by OC San to OC San's 457(b) Deferred Compensation Plan ("457 Plan") on behalf of OC San's Director-Employees in lieu of Contributions Pursuant to the Federal Insurance Contributions Act ("FICA"), as mandated by the Federal Omnibus Budget Reconciliation Act of 1990 ("OBRA"); and Repealing Resolution No. OCSD 98-4".

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

7. **DEFERRED PAYMENT AGREEMENT REQUEST FOR CHARGES AND FEES OWED BY NOR-CAL BEVERAGE CO., INC. INDUSTRIAL WASTEWATER DISCHARGE PERMITTEE** [2023-2743](#)

Originator: Lorenzo Tyner

Mr. Tyner explained the circumstances of the agreement and recommended its approval.

MOVED, SECONDED, AND DULY CARRIED TO: Recommend to the Board of Directors to:

Approve the request for a deferred payment agreement for charges owed for user fees with Nor-Cal Beverage Co., Inc. in the amount of \$986,149.55.

AYES: Chad Wanke, Ryan Gallagher, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: Marshall Goodman and John Withers

ABSTENTIONS: None

Director Marshall Goodman joined the meeting at approximately 4:07 p.m.

8. **APPOINTMENT OF ROBERT C. THOMPSON TO THE POSITION OF GENERAL MANAGER, APPROVAL OF AN AT-WILL EMPLOYMENT AGREEMENT ON BEHALF OF THE BOARD OF DIRECTORS WITH GENERAL MANAGER ROBERT C. THOMPSON, AND AUTHORIZATION OF THE BOARD CHAIRMAN TO EXECUTE THE AT-WILL EMPLOYMENT AGREEMENT** [2023-2741](#)

Originator: Celia Chandler

Chair Wanke described the recruitment and selection process and provided the recommended action.

MOVED, SECONDED, AND DULY CARRIED TO: Recommend to the Board of Directors to:

- A. Adopt Resolution No. OC SAN 23-XX, entitled "A Resolution of the Board of Directors Appointing Robert C. Thompson to the Position of General Manager for the Orange County Sanitation District and Authorizing the Chair of the Board of Directors to Enter into an At-Will Employment Agreement Effective February 10, 2023";
- B. Approve the At-Will Agreement, attached hereto, with Mr. Thompson specifying terms and conditions of employment for General Manager services beginning February 10, 2023; and
- C. Authorize the Board Chairman to execute the At-Will Employment Agreement, attached hereto.

AYES: Chad Wanke, Ryan Gallagher, Marshall Goodman, Christine Marick and Sandra Massa-Lavitt

NOES: None

ABSENT: John Withers

ABSTENTIONS: None

Director John Withers returned to the meeting at approximately 4:10 p.m.

INFORMATION ITEMS:

9. EDUCATIONAL EXHIBIT UPDATE, HEADQUARTERS COMPLEX AT PLANT NO. 1, PROJECT NO. P1-128A [2023-2712](#)

Originator: Kathy Millea

Administration Manager Jennifer Cabral provided a PowerPoint presentation regarding the educational exhibit for the Headquarters Complex at Plant No. 1 project. The presentation included an update on the exhibit schedule, a drawing of the lobby with the exhibits' placement, and the categories of the exhibit which included OC San's history, the wastewater treatment process, flip coin - fun facts, layered map art, and in the know - content flexibility. A drawing of the Board Room was also displayed with the placement of OC San's core values, mission statement, current and former Board Chair photos, and agency seals.

ITEM RECEIVED AS AN:

Information Item.

DEPARTMENT HEAD REPORTS:

None.

Director Marshall Goodman departed the meeting at approximately 4:40 p.m. and did not participate in Closed Session.

CLOSED SESSION:

CONVENED IN CLOSED SESSION PURSUANT TO GOVERNMENT CODE SECTIONS 54956.9(d)(4) & 54956.9(d)(2).

The Committee convened in closed session at 4:38 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 ANTICIPATED LITIGATION - GOVERNMENT CODE SECTION 54956.9(d)(4)

[2023-2711](#)

CONVENED IN CLOSED SESSION:

Number of Potential Cases: 1

Potential initiation of litigation regarding Miller-Holder Easement.

CS-2 CONFERENCE WITH LEGAL COUNSEL RE ANTICIPATED LITIGATION - GOVERNMENT CODE SECTION 54956.9(d)(2)

[2023-2742](#)

CONVENED IN CLOSED SESSION:

Number of Potential Cases: 1

Claim received from Matt Cortez Law, PC for Thomas Nguyen of Thomas Solar Energy re OC San Project No. FR1-0007 Control Center Offices & Day Training Room Remodeling at Plant No. 1.

RECONVENED IN REGULAR SESSION.

The Committee reconvened in regular session at 5:29 p.m.

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

General Counsel Brad Hogin did not provide a report.

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

None.

BOARD OF DIRECTORS INITIATED ITEMS FOR A FUTURE MEETING:

None.

ADJOURNMENT:

Chair Wanke declared the Special meeting adjourned at 5:30 p.m. to the next Regular Steering Committee meeting to be held on Wednesday, February 22, 2023 at 5:00 p.m.

Submitted by:

Kelly A. Lore, MMC
Clerk of the Board