

**ORANGE COUNTY SANITATION DISTRICT
BOARD OF DIRECTORS**

AND

**ORANGE COUNTY SANITATION DISTRICT
FINANCING CORPORATION
BOARD OF DIRECTORS**

MINUTES

MARCH 27, 2024



**Board Room
Administration Building
10844 Ellis Avenue
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 Chad Wanke on Wednesday, March 27, 2024 at 6:00 p.m. in the Administration Building of the Orange County Sanitation District. Director David Shawver 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, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

STAFF PRESENT: Rob Thompson, General Manager; Lorenzo Tyner, Assistant General Manager; 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; Jennifer Cabral; Mortimer Caparas; Raul Cuellar; Thys DeVries; Martin Dix; Justin Fenton; Al Garcia; Marianne Kleine; Tina Knapp; Valerie Ratto; Perla Rodriguez; and Ruth Zintzun were present in the Board Room.

OTHERS PRESENT: Brad Hogin, General Counsel; Gary Weisberg, Associate Counsel; Lindsay Caro, Associate Counsel; Laura Drottz Kalty, Special Counsel, Liebert Cassidy Whitmore; Danielle Dychter, Special Counsel, Michael Sullivan & Associates LLP; and Kathleen and Clark Stephens were present in the Board Room.

PUBLIC COMMENTS:

Kathleen Stephens spoke in opposition of Item No. CS-3.

SPECIAL PRESENTATIONS:

None.

REPORTS:

General Manager Rob Thompson shared highlights of OC San's 2023 Safety Committee Annual Report where the following established goals had been completed: No OSHA citations or violations, 109 safety and health trainings, improved safety policies and procedures, conducting cyber security and tsunami exercises, response to the COVID-19 pandemic, and the Volunteer Protection Program application and action.

Mr. Thompson reported recent interviews including the podcast, "Let's Talk About Water"; and the April issue of Fountain Valley and Huntington Beach Living magazine were conducted.

Mr. Thompson reported that OC San and OCWD were the recipients of the 2024 Community Water Champion Award from WateReuse Awards for Excellence for the Groundwater Replenishment System Final Expansion. The award recognizes utilizes and local government entities that ensure a safe, reliable, locally controlled water supply through the development of water recycling treatment facilities, infrastructure, or other water reuse projects.

Mr. Thompson stated that OC San participated in the Children's Water Festival at UCI, and had over 120 third, fourth, and fifth grade students run a relay and decide to place miscellaneous items in the trash vs. the toilet.

Mr. Thompson announced that the 70th Anniversary Open House on June 8th. A flyer was provided to the Board members and Mr. Thompson requested that they share the information with their communities.

Mr. Thompson introduced Director of Finance Wally Ritchie who announced that OC San had received two AAA bond ratings from Standard & Poor's and Fitch. He also stated that he expects OC San to receive the same from Moody's in the near future.

Chair Wanke reminded the Directors of their annual Form 700 Statement of Economic Interests filings are due to the Clerk of the Board by April 1, 2024.

Chair Wanke stated that the Directors would receive talking points regarding OC San activities to assist while reporting out to their councils, boards, and community groups.

CONSENT CALENDAR:

1. APPROVAL OF MINUTES

[2024-3521](#)

Originator: Kelly Lore

MOVED, SECONDED, AND DULY CARRIED TO:

Approve minutes of the Regular meeting of the Board of Directors held February 28, 2024.

AYES: Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

NOES: None

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

2. ENGINEERING PROGRAM CONTRACT PERFORMANCE REPORT [2024-3520](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

Receive and file the Engineering Program Contract Performance Report for the period ending December 31, 2023.

AYES: Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

NOES: None

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

RECEIVE AND FILE:

3. COMMITTEE MEETING MINUTES [2024-3475](#)

Originator: Kelly Lore

WITHOUT OBJECTION ACTION TAKEN TO RECEIVE AND FILE THE FOLLOWING:

- A. Minutes of the Steering Committee Meeting held January 17, 2024
- B. Minutes of the Operations Committee Meeting held February 7, 2024
- C. Minutes of the Administration Committee Meeting held February 14, 2024

4. REPORT OF THE INVESTMENT TRANSACTIONS FOR THE MONTH OF FEBRUARY 2024 [2024-3425](#)

Originator: Wally Ritchie

WITHOUT OBJECTION ACTION TAKEN TO RECEIVE AND FILE THE FOLLOWING:

Report of the Investment Transactions for the month of February 2024.

OPERATIONS COMMITTEE:

5. NEWPORT BEACH PUMP STATION PRESSURIZATION IMPROVEMENTS, PROJECT NO. 5-68 [2024-3516](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

Approve a contingency increase of \$65,625 (7%) to the existing construction contract with Innovative Construction Solutions for Newport Beach Pump Station Pressurization Improvements, Project No. 5-68, for a total contract amount not to exceed \$937,500; and a total construction contingency of \$159,375 (17%).

AYES: Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

NOES: None

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

6. PRIMARY EFFLUENT PUMP STATION PUMP #3 REBUILD AT PLANT NO. 1 [2024-3517](#)

Originator: Riaz Moinuddin

MOVED, SECONDED, AND DULY CARRIED TO:

A. Approve additional funds of \$244,601 to Sole Source Purchase Order 161427-OS, to DXP Enterprises, Inc. (formerly Cortech Engineering, Inc.), to rebuild Primary Effluent Pump Station Pump #3 at Plant No. 1, for a new total amount not to exceed \$322,061; and

B. Approve a contingency of \$32,206 (10%).

AYES: Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

NOES: None

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

7. CENGEN PLANT WATER PIPE REPLACEMENT AT PLANT NO. 1, PROJECT NO. FE19-02 [2024-3518](#)

Originator: Mike Dorman

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Receive and file the Bid Tabulation and Recommendation for CenGen Plant Water Pipe Replacement at Plant No. 1, Project No. FE19-02;
- B. Award a Construction Contract to Innovative Construction Solutions for CenGen Plant Water Pipe Replacement at Plant No. 1, Project No. FE19-02, for a total amount not to exceed \$3,385,000; and
- C. Approve a contingency of \$338,500 (10%).

AYES: Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

NOES: None

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

ADMINISTRATION COMMITTEE:

**8. WASTEWATER REFUNDING REVENUE OBLIGATIONS, SERIES [2024-3534](#)
2024A**

Originator: Wally Ritchie

MOVED, SECONDED, AND DULY CARRIED TO:

- A. Adopt Resolution No. OC SAN 24-01 entitled: "A Resolution of the Board of Directors of the Orange County Sanitation District authorizing the execution and delivery by the District of an Installment Purchase Agreement, a Trust Agreement, a Continuing Disclosure Agreement and an Escrow Agreement in connection with the Orange County Sanitation District Wastewater Refunding Revenue Obligations, Series 2024A, authorizing the execution and delivery of such Revenue Obligations evidencing principal in an aggregate amount of not to exceed \$157,605,000, approving a Notice of Intention to Sell, authorizing the distribution of an Official Notice Inviting Bids and an Official Statement in connection with the offering and sale of such Revenue Obligations and authorizing the execution of necessary documents and related actions"; and
- B. That the Orange County Sanitation District Financing Corporation approve the documents supporting and authorizing the Revenue Obligations in an aggregate amount not to exceed \$157,605,000.

- AYES:** Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers
- NOES:** None
- ABSENT:** Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus
- ABSTENTIONS:** None

STEERING COMMITTEE:**9. PUBLIC AFFAIRS UPDATE FOR THE MONTH OF FEBRUARY 2024 [2024-3542](#)**

Originator: Rob Thompson

MOVED, SECONDED, AND DULY CARRIED TO:

Receive and file the Public Affairs Update for the month of February 2024.

- AYES:** Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers
- NOES:** None
- ABSENT:** Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus
- ABSTENTIONS:** None

10. LEGISLATIVE AFFAIRS UPDATE FOR THE MONTH OF FEBRUARY 2024 [2024-3543](#)

Originator: Rob Thompson

MOVED, SECONDED, AND DULY CARRIED TO:

Receive and file the Legislative Affairs Update for the month of February 2024.

- AYES:** Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers
- NOES:** None
- ABSENT:** Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

Chair Wanke recessed the OC San Board of Directors Meeting at 6:18 p.m.

ORANGE COUNTY SANITATION DISTRICT FINANCING CORPORATION

CALL TO ORDER

Chair Wanke called the Board of Directors, Orange County Sanitation District Financing Corporation meeting to order at 6:18 p.m.

ROLL CALL AND DECLARATION OF QUORUM

Kelly Lore, Secretary of the Financing Corporation announced that the members of the Orange County Sanitation District Board of Directors were each being compensated \$300.00 for the Board of Directors Meeting; and no additional compensation for the Financing Corporation Meeting.

The Secretary declared a quorum present as follows:

- PRESENT:** Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers
- ABSENT:** Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

APPROVAL OF MINUTES

FC-1 APPROVAL OF MINUTES - ORANGE COUNTY SANITATION DISTRICT FINANCING CORPORATION [2024-3539](#)

Originator: Kelly Lore

MOVED, SECONDED, AND DULY CARRIED TO:

Approve Minutes of the Regular meeting of the Orange County Sanitation District Financing Corporation held June 28, 2023.

- AYES:** Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers
- NOES:** None
- ABSENT:** Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus
- ABSTENTIONS:** None

NON-CONSENT:

FC-2 WASTEWATER REFUNDING REVENUE OBLIGATIONS, SERIES 2024A

[2024-3508](#)

Originator: Wally Ritchie

Mr. Ritchie provided a verbal overview of this item.

MOVED, SECONDED, AND DULY CARRIED TO:

Adopt Resolution No. FC-30 entitled: "A Resolution of the Board of Directors of the Orange County Sanitation District Financing Corporation authorizing the execution and delivery by the Corporation of an Installment Purchase Agreement and a Trust Agreement in connection with the Orange County Sanitation District Wastewater Refunding Revenue Obligations, Series 2024A, authorizing the execution and delivery of such Revenue Obligations evidencing principal in an aggregate amount of not to exceed \$157,605,000 and authorizing the execution of necessary documents and related actions".

AYES: Joyce Ahn, Brad Avery, Debbie Baker, Pat Burns, Rose Espinoza, Stephen Faessel, Ryan Gallagher, Glenn Grandis, Phil Hawkins, Stephanie Klopfenstein, Christine Marick, Jordan Nefulda, Andrew Nguyen, Robert Ooten, Robbie Pitts, David Shawver, Schelly Sustarsic, Chad Wanke, Bruce Whitaker and John Withers

NOES: None

ABSENT: Doug Chaffee, Jon Dumitru, Johnathan Ryan Hernandez, Farrah Khan and Scott Minikus

ABSTENTIONS: None

Chair Wanke adjourned the meeting of the Board of Directors, Orange County Sanitation District Financing Corporation at 6:19 p.m.

Chair Wanke reconvened the Orange County Sanitation District Board of Directors meeting at 6:19 p.m.

NON-CONSENT:

None.

INFORMATION ITEMS:

None.

AB 1234 DISCLOSURE REPORTS:

Directors Stephen Faessel, Dave Shawver, and Pat Burns provided reports.

CLOSED SESSION:

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

The Board convened in closed session at 6:20 p.m. Item No. CS-3 was not heard. 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 LABOR NEGOTIATORS - GOVERNMENT CODE SECTION 54957.6 [2024-3544](#)

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.

CS-2 CONFERENCE WITH LEGAL COUNSEL RE EXISTING LITIGATION - GOVERNMENT CODE SECTION 54956.9(d)(1) [2024-3545](#)

CONVENED IN CLOSED SESSION:

Number of Cases: 1

Gina A. Tetsch, Workers' Compensation Claim, Workers Compensation Appeals Board, Case No. ADJ11373743.

**CS-3 CONFERENCE WITH LEGAL COUNSEL RE EXISTING LITIGATION - [2024-3546](#)
GOVERNMENT CODE SECTION 54956.9(d)(1)**

DID NOT CONVENE IN CLOSED SESSION:

Number of Cases: 1

Orange County Sanitation District v. Robert M. Jackson, et al., Orange County Superior Court Case No. 30-2024-01379706-CU-OR-CJC.

RECONVENED IN REGULAR SESSION.

The Board reconvened in regular session at 6:33 p.m.

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

General Counsel Brad Hogin stated there was no reportable action.

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

None.


BOARD OF DIRECTORS INITIATED ITEMS FOR A FUTURE MEETING:

None.

ADJOURNMENT:

At 6:33 p.m., Chair Wanke adjourned the meeting until the next Regular Meeting of the Board of Directors to be held on Wednesday, April 24, 2024 at 6:00 p.m.

Submitted by:



Kelly A. Lore, MMC
Clerk of the Board