

RESOLUTION NO. OC SAN 23-XX

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

WHEREAS, the General Manager provides organizational leadership, strategic direction, and oversight for the Orange County Sanitation District (OC San); and

WHEREAS, on August 9, 2022, the Board of Directors ("Board") of OC San received notice from current General Manager James D. Herberg of his intent to retire on February 9, 2023; and

WHEREAS, the Board convened a General Manager Recruitment Ad Hoc Committee to manage the recruitment and selection process for OC San's next General Manager; and

WHEREAS, Robert C. Thompson ("Mr. Thompson"), currently serves as Assistant General Manager for OC San's Operations & Maintenance and Engineering Departments, the position he has held since March 2, 2018; and

WHEREAS, through the competitive nationwide recruitment process Mr. Thompson was selected as the most qualified candidate for General Manager; and

WHEREAS, effective February 10, 2023, Mr. Herberg's employment as OC San's General Manager will terminate due to his retirement; and

WHEREAS, the Board of Directors of OC San has appointed Mr. Thompson to serve as General Manager beginning February 10, 2023; and

WHEREAS, on January 25, 2023, the Board reviewed a proposed At-Will Employment Agreement by and between Mr. Thompson and OC San; and

WHEREAS, the funds for the compensation and benefit package of the General Manager are derived from the OC San Operating Budget and have been included in the FY 2022-23 and FY 2023-24 adopted budgets.

NOW, THEREFORE, in consideration thereof, the Board of Directors of the Orange County Sanitation District, does hereby resolve, declare, determine and order as follows:

Section 1. Robert C. Thompson has been appointed to the position of General Manager of the Orange County Sanitation District effective February 10, 2023, to serve at the will of the Board.

Section 2. The At-Will Employment Agreement between Mr. Thompson and OC San, as presented at the January 25, 2023, Board Meeting is hereby approved.

Section 3. The Chairman of the Board is authorized to execute the approved At-Will Employment Agreement with Mr. Thompson effective February 10, 2023, for General Manager services, consistent with this Resolution, on behalf of OC San.

PASSED AND ADOPTED at a regular meeting of the Orange County Sanitation District Board of Directors held January 25, 2023.

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Chad P. Wanke  
Board Chairman

ATTEST:

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Kelly A. Lore  
Clerk of the Board

STATE OF CALIFORNIA )  
 )            ss  
COUNTY OF ORANGE )

I, Kelly A. Lore, Clerk of the Board of Directors of the Orange County Sanitation District, do hereby certify that the foregoing Resolution No. OC SAN 23-XX was passed and adopted at a regular meeting of said Board on the 25<sup>th</sup> day of January 2023, by the following vote, to wit:

**AYES:**

**NOES:**

**ABSTENTIONS:**

**ABSENT:**

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of Orange County Sanitation District this 25<sup>th</sup> day of January 2023.

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Kelly A. Lore  
Clerk of the Board of Directors  
Orange County Sanitation District