

**MINUTES OF REGULAR MEETING
OF THE
SOUTH ORANGE COUNTY WASTEWATER AUTHORITY**

Board of Directors

February 6, 2025

The Regular Meeting of the South Orange County Wastewater Authority (SOCWA) Board of Directors Meeting was held in person and via teleconference on February 6, 2025, at 8:30 a.m. at their Administrative Offices located at 34156 Del Obispo Street, Dana Point, California. The following members of the Board of Directors were present:

MIKE DUNBAR	Emerald Bay Service District	Director
KATHRYN FRESHLEY	El Toro Water District	Director
MARK MCAVOY	City of Laguna Beach	Alternate Director
FRANK URY	Santa Margarita Water District	Director
SCOTT GOLDMAN	South Coast Water District	Director
DAVE REBENS DORF	City of San Clemente	Director

Staff Present:

AMBER BOONE	General Manager
JIM BURROR	Director of Operations
MARY CAREY	Finance Controller
RONI YOUNG	Associate Engineer
DINA ASH	HR Administrator
ANNA SUTHERLAND	Accounts Payable
JACK BECK	Accountant
MATT CLARK	IT Administrator

Also Present:

ADRIANA OCHOA	Snell & Wilmer
DUANE CAVE	Moulton Niguel Water District
ROD WOODS	Moulton Niguel Water District
DENNIS CAFFERTY	El Toro Water District
MIKE GASKINS	El Toro Water District
LINDSAY LEAHY	Santa Margarita Water District
ROGER BUTOW	Clean Water Now (CWN)
KARI VOZENILEK	Kidman Gagen Law LLP
RICK SHINTAKU	South Coast Water District

1. CALL TO ORDER

Director Frank Ury called the meeting to order at 8:30 a.m.

2. PLEDGE OF ALLEGIANCE – Director Mike Dunbar

3. ORAL COMMUNICATIONS

None.

4. APPROVAL OF BOARD MEMBER REQUEST FOR REMOTE PARTICIPATION

None.

5. CONSENT CALENDAR

Director Goldman pulled agenda item 5.E. for clarification.

ACTION TAKEN

A motion was made by Director Dunbar and seconded by Director Ury to approve the remainder of the Consent Calendar as submitted.

Motion carried: Aye 6, Nay 0, Abstained 0, Absent 0
Director Dunbar Aye
Director Freshley Aye
Director McAvoy Aye
Director Ury Aye
Director Goldman Aye
Director Rebensdorf Aye

(5A-5D, and 5F-5H)

- A. 1. Minutes of Executive Committee Meeting for November 7, 2024
- 2. Minutes of Executive Committee Meeting for December 12, 2024
- B. Minutes of Finance Committee Meeting for November 19, 2024
Finance Reports for the Month of November 2024 & Cash Disbursements
- C. for the Months of October 2024, & November 2024
Approved Action: The Board of Directors approved (i) receive and file the November 2024 Financial Reports, (ii) ratified the October 2024 disbursements for the period from October 1, 2024, through October 31, 2024, totaling \$2,654,991, and (iii) ratified the November 2024 disbursements from November 1, 2024, through November 30, 2024, totaling \$2,193,190.
- D. Fiscal Year 2023-24 Supplemental Financial Report
Approved Action: The Board of Directors received and filed the Supplemental Financial Statements for Fiscal Year ended June 30, 2024.
- F. Capital Improvement Program Status Report (January)
Approved Action: Information Item; received and filed.
- G. Capital Improvement Construction Projects Progress and Change Order Report (November [Project Committees 2, 15 and 17])
Approved Action: JBL Sum Line Upgrades - The PC 2 Board approved deductive Change Order 1 to SS Mechanical in the amount of \$39,756.68, for a total revised contract amount of \$239,183.32, and added an additional 94 non-compensable days for a revised contract end date of June 30, 2025.
Approved Action: CTP Aeration Diffusers Upgrades - The PC 15 Board approved Change Order 2 to Filanc in the amount of \$25,725.84, for a total revised contract amount of \$1,047,975.84, and an additional 60 non-compensable days for a revised contract end date of March 1, 2025.

Approved Action: CTP Replacement on Aeration/Secondary Deck

- The PC 15 Board approved Change Order 1 to SS Mechanical in the amount of 2,235.25 for a revised total contract amount of \$149,361.25.

H. Budgeted Capacity for FY2025-26

Approved Action: The Board of Directors approved (i) providing direction on the Environmental Technical Services cost allocations and (ii) the use of the capacity amounts from the reorganization agreements.

E. November 2024 Operations Report

An open discussion ensued on the new allocation structure for PC 2 and PC 5 with an assumed value of flows from Moulton Niguel Water District. Staff were directed to include Moulton's assumed value in the monthly reporting.

ACTION TAKEN

A motion was made by Director Goldman and seconded by Director Freshley to receive and file the report as an information item.

Motion carried: Aye 6, Nay 0, Abstained 0, Absent 0
Director Dunbar Aye
Director Freshley Aye
Director McAvoy Aye
Director Ury Aye
Director Goldman Aye
Director Rebensdorf Aye

6. GENERAL MANAGER'S REPORT

A. Aliso Canyon Spill Response Update

An open discussion ensued on the recent spill incident, highlighting the cooperation among SOCWA staff and the PC 15 member agencies with the emergency response efforts.

Public Speakers: Duane Cave – Moulton Niguel Water District
Rod Woods – Moulton Niguel Water District

This was an information item; no action was taken.

B. Resolution No. 2025-01, A Resolution of the Board of Directors of the South Orange County Wastewater Authority Adopting the Amended Bylaws and Establishing New Quorum Requirements for the SOCWA Finance Committee

ACTION TAKEN

A motion was made by Director Freshley and seconded by Director Goldman to approve Resolution No. 2025-01: A Resolution of the Board of Directors of the South Orange County Wastewater Authority Adopting the Amended Bylaws and Establishing New Quorum Requirements for the SOCWA Finance Committee.

Motion carried: Aye 6, Nay 0, Abstained 0, Absent 0
Director Dunbar Aye
Director Freshley Aye
Director McAvoy Aye
Director Ury Aye
Director Goldman Aye
Director Rebensdorf Aye

- C. Resolution No. 2025-02, A Resolution of the Board of Directors of the South Orange County Wastewater Authority Adopting Revised Employee Salary Ranges Updated Exhibit "B" Salary Schedule for July 1, 2023, and the South Orange County Wastewater Authority Employee Manual

ACTION TAKEN

A motion was made by Director Ury and seconded by Director Dunbar to approve Resolution No. 2025-02: A Resolution of the Board of Directors of the South Orange County Wastewater Authority Adopting Revised Employee Salary Ranges Updated Exhibit "B" Salary Schedule for July 1, 2023, and the South Orange County Wastewater Authority Employee Manual.

Motion carried: Aye 6, Nay 0, Abstained 0, Absent 0
Director Dunbar Aye
Director Freshley Aye
Director McAvoy Aye
Director Ury Aye
Director Goldman Aye
Director Rebensdorf Aye

- D. Resolution No. 2025-03, A Resolution of the Board of Directors of the South Orange County Wastewater Authority Adopting SOCWA Budget Policy

This item is tabled until the next Board meeting in March; no action was taken.

- E. General Counsel's Update

Ms. Adriana Ochoa, General Counsel, stated that the CASA Attorney's Committee will be meeting tomorrow; therefore, she will report on any new legislation at the next meeting.

This was an information item; no action was taken.

- F. Acting General Manager's Report

Ms. Amber Boone, Acting General Manager, reported that she had the opportunity to speak during public comments at the South Coast Water District and City of Laguna Beach on the reorganization agreements and the next steps for SOCWA. Ms. Boone stated that she will be giving the same update to the Santa Margarita Water District in the coming weeks. She also thanked staff for their awareness of their surroundings, looking out for potential emergencies and responding accordingly, as there was a missing child around the Coastal Treatment Plant who received assistance after local authorities were notified.

Staff was also key in spotting a fire early on in the area and quickly informing the fire department to prevent it from spreading. An open discussion ensued.

This was an information item; no actions were taken.

G. Upcoming Meetings Schedule:

- February 6, 2025 – Board of Directors Regular Meeting
- February 13, 2025 – Engineering Committee Meeting
- February 18, 2025 – Finance Committee Meeting
- March 6, 2025 – Board of Directors Regular Meeting

This was an information item; no actions were taken.

The Board of Directors convened to Closed Session at 9:21 a.m.
The Board of Directors reconvened to Open Session at 9:45 a.m.

7. CLOSED SESSION

- A. A Closed Session Conference was held with the Labor Negotiator Pursuant to Government Code § 54957.6. to discuss Unrepresented Employee.
- B. A Closed Session Conference was held Pursuant to Government Code § 54957(b) to discuss the appointment of the General Manager of SOCWA.

Mr. Brad Neufeld, Labor Counsel, Varner & Brandt, reported out of Closed Session.

ACTION TAKEN

A motion was made by Director Ury and seconded by Director Freshley to appoint Amber Boone as General Manager with an increased salary of \$295,700, a monthly vehicle allowance of \$650, a provision of merit increased contributions to salary and retirement account up to 10% of salary at the sole discretion of the Board, and six months of severance should employment terminate without cause.

Motion carried: Aye 6, Nay 0, Abstained 0, Absent 0
Director Dunbar Aye
Director Freshley Aye
Director McAvoy Aye
Director Ury Aye
Director Goldman Aye
Director Rebensdorf Aye

9. OTHER MATTERS

Director Dunbar requested that the Executive Committee consider holding the Board meetings quarterly vs. monthly. He also requested regular PC 2 and PC 15 meetings to be held monthly. Lastly, Director Dunbar requested that a policy change be evaluated to consider two Board Members signing checks instead of staff. An open discussion ensued, but no action was taken.

10. ADJOURNMENT

There being no further business, Director Ury adjourned the meeting at 9:47 a.m.

I HEREBY CERTIFY that the foregoing Minutes are a true and accurate copy of the Minutes of the Regular Meeting of the South Orange County Wastewater Authority Board of Directors on February 6, 2025, and approved by the Board of Directors of the South Orange County Wastewater Authority.



Danita Hirsh, Assistant Secretary
SOUTH ORANGE COUNTY WASTEWATER AUTHORITY