

**DSRSD • EBMUD RECYCLED WATER AUTHORITY  
(DERWA)**

**Board of Directors Special Meeting Minutes  
Wednesday, March 13, 2013**

Dublin San Ramon Services District  
7051 Dublin Boulevard, Dublin, California

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**1. CALL TO ORDER** – Chair Vonheeder-Leopold called the DSRSD • EBMUD Recycled Water Authority (DERWA) meeting to order at 6:02 p.m. at the Dublin San Ramon Services District Boardroom.

**2. PLEDGE TO THE FLAG**

**3. ROLL CALL** – Directors present: Chair Georgean Vonheeder-Leopold, Vice Chair Frank Mellon, Director Richard Halket. Director John Coleman entered the meeting at 6:15 p.m. DERWA Staff present: James Bewley, Authority Manager; Robert Maddow, General Counsel; and Nancy Gamble Hatfield, Authority Secretary. Richard Lou, Treasurer, entered the meeting at 6:09 p.m.

**4. BOARD REORGANIZATION**

**A. Election of Board Chair**

Motion by Director Halket, Second by Chair Vonheeder-Leopold to elect Director Mellon as DERWA Board Chair for 2013. Motion carried (3-0) by the following vote:

AYES: Halket, Vonheeder-Leopold, Mellon

NOES:

**B. Election of Board Vice Chair**

Motion by Chair Mellon, Second by Director Vonheeder-Leopold to elect Director Halket as DERWA Board Vice Chair for 2013. Motion carried (3-0) by the following vote:

AYES: Mellon, Vonheeder-Leopold, Halket

NOES:

**C. Appointment of Secretary**

Motion by Director Vonheeder-Leopold, Second by V.C. Halket to appoint Nancy Gamble Hatfield as the continuing DERWA Secretary for 2013. Motion carried (3-0) by the following vote:

AYES: Vonheeder-Leopold, Halket, Mellon

NOES:

Chair Mellon complimented and thanked Authority Secretary Hatfield for the many excellent years of service to the DERWA Board.

## 5. SPECIAL ANNOUNCEMENTS/ACTIVITIES

Authority Manager Bewley stated that it is a practice to present a recognition plaque to the Board Chair each year. Mr. Bewley gave Director Vonheeder-Leopold an engraved plaque for her service as Chair in 2012. He also stated there was a plaque that had not been given to Director Coleman for his service as DERWA Chair in 2011 and that he would give that to him once he arrived at the meeting.

## 6. PUBLIC COMMENT – 6:06 p.m.

## 7. APPROVE MINUTES – Regular Board Meeting of October 22, 2012

Motion by Director Vonheeder-Leopold, Second by V.C. Halket to approve the minutes from the Regular Meeting of *October 22, 2012*. Motion carried (3-0) by the following vote:

AYES: Vonheeder-Leopold, Halket, Mellon

NOES:

## 8. CONSENT CALENDAR

A. Treasurer's Reports for October 31, November 30, December 31, 2012, January 31, and February 28, 2013

B. Quarterly Investment Reports – September 30 and December 31, 2012

C. Amendment No. 4 to Agreement for Services as Authority Manager of the DSRSD-EBMUD Recycled Water Authority

Chair Mellon suggested that Items 8.A & 8.B be taken separately from Item 8.C.

Hearing no comments on Items 8.A & 8.B, Chair Mellon asked for a Motion.

Motion by Director Vonheeder-Leopold, Second by V.C. Halket to approve Consent Calendar Items 8.A & 8.B. Motion carried (3-0) by the following vote:

AYES: Vonheeder-Leopold, Halket, Mellon

NOES:

Chair Mellon asked General Counsel Maddow if there was anything special that the Board should know about Item 8.C.

General Counsel Maddow responded that there was nothing unusual and that it followed past practice and the guidance provided in Closed Session from the October 2012 regular meeting.

Director Vonheeder-Leopold commented that she realized as last year's Chair that the Authority Manager's invoice is signed off without any review from EBMUD or DSRSD staff. She felt uncomfortable about the process because she could not properly validate the information presented on the invoice and asked if this matter could be discussed at a future time. Mr. Maddow agreed this could be.

V.C. Halket commented that Director Vonheeder-Leopold's remarks were more about administrative process and did not affect the agreement presented tonight for the Authority

Manager. He did ask Mr. Maddow if the contract and process were in compliance with new laws concerning executive compensation, including the CPI escalators.

Mr. Maddow confirmed this as correct.

Treasurer Richard Lou entered the meeting at 6:09 p.m.

Motion by V.C. Halket, Second by Chair Mellon to approve Consent Calendar Item 8.C. Motion carried (3-0) by the following vote:

AYES: Halket, Mellon, Vonheeder-Leopold  
NOES:

Chair Mellon announced that the Board was continuing to wait for Director Coleman to arrive at the meeting as he was delayed by traffic. He skipped to agenda Item 12.

## 12. MANAGER'S REPORT

Authority Manager Bewley noted that two of the four Directors who originally hired him are still on the DERWA Board. When he was first hired, he was invited to have a four year contract, but he opted for two years because he did not know what retirement was going to be like. Now, eight years later, he is still enjoying the opportunity to serve as Authority Manager.

- Contracts Initiated Since the Board Meeting of October 22, 2012 – Mr. Bewley reported that there have not been any contracts initiated since the last Board meeting.
- Confirm Next Meeting Date – April 22, 2013 – The next meeting was confirmed for April 22, 2013.

The Board took a recess at 6:12 p.m. At 6:15 p.m. the Board came back into open session.

Director Coleman entered the meeting at 6:15 p.m.

## 9. CLOSED SESSION

Authority Manager Bewley announced that attending along with him in Closed Session for the DERWA negotiating team would be DSRSD District Engineer Dave Requa and EBMUD Director of Water and Natural Resources Richard Sykes.

At 6:16 p.m. the Board went into Closed Session.

- A. Conference with Real Property Negotiator-Pursuant to Government Code Section 54956.8
- |                      |                                    |
|----------------------|------------------------------------|
| Property:            | Water Supply Contract              |
| Agency Negotiator:   | James B. Bewley, Authority Manager |
| Negotiating Parties: | City of Pleasanton and DERWA       |
| Under Negotiation:   | Price and Terms                    |

10. REPORT FROM CLOSED SESSION

At 7:02 p.m. the Board came out of Closed Session. Chair Mellon announced that there was nothing to report.

11. BOARD BUSINESS

A. Agreement to Provide Recycled Water Treatment and Delivery Services by and between DERWA and the City of Pleasanton

This item was not discussed. It will be discussed at a future meeting.

13. BOARDMEMBER ITEMS

Authority Manager Bewley gave Director Coleman a plaque honoring his service as DERWA Chair in 2011 that was inadvertently delayed in presentation.

14. ADJOURNMENT

Chair Mellon adjourned the meeting at 7:03 p.m.

Submitted by,



Nancy Gamble Hatfield  
Authority Secretary