



TVCS D Board of Director's Special Meeting Minutes
Date: Wednesday, July 21, 2021 7 – 9 pm Via Zoom
Location: Tomales Town Hall, Tomales, California 94971 DRAFT

Board Members Present: Donna Clavaud, Vice President; Bill Bonini, Peter MacLaird, John Ward
Board Members Absent: Dru Fallon O'Neill (unable to establish connection to Zoom meeting)
Also Present: Jose Ortiz, TVCS D General Manager; Cynthia Hammond, TVCS D Recording Secretary; Deborah Parrish, Strategic Planner

I. Call To Order:

Donna Clavaud called the meeting to order at 7:03 p.m.

II. Open Communication: Time for community members and visitors to bring up items they wish to discuss and items that do not appear on the agenda. Added items will be included under Other Business.

None

III. Approval of July 21, 2021 TVCS D BOD Special Meeting Agenda

Peter MacLaird motioned to approve the July 21, 2021 TVCS D BOD Special Meeting Agenda. Bill Bonini seconded the motion. M/S/C

IV. Review, Approve and Execute Strategic Planner's Proposal

Deborah Parrish's Proposal and Addendum were included in the Board packet along with the standard TVCS D Service Contract. John Ward asked if the meeting dates were established yet. Donna Clavaud said once the proposal is signed the meeting dates would be established along with a work plan; session materials; a calendar; an agenda; meeting facilities and to identify stakeholders. Deborah Parrish said establishing the calendar and the timing would be important. Deborah Parrish asked what would be the time frame. Donna Clavaud said the Strategic Plan should be completed by the beginning of September as the search for a General Manager needs to begin. Jose Ortiz said the proposal is following what the RFP is requiring and it may be easier to follow the RFP; the idea is to have a 5 year draft by August 21st, 2021 and to be completed by September 1st, 2021. Jose Ortiz asked if there would be enough time for community input and outreach to SUSD. Donna Clavaud suggested having an open community session for a couple of hours at the beginning then to focus on Board and Staff. Deborah Parrish asked who would harvest community comments and what would be the roles and responsibilities of Board and Staff. Deborah Parrish asked the Board how this would be structured. Jose Ortiz said meetings would have to be noticed as a Public Meeting and open to the public as well. The Board would ask for community input and perhaps follow with a closed meeting (no public comments), however community would be allowed to remain for Board discussion.

Deborah Parrish questioned the following:

- Deborah Parrish requests to work with Jose Ortiz on structuring the agenda and break-out sessions.
- Given the time frames and timing, what is the tolerance of the Board and Staff for having multiple sessions in a week? Compressing the time line means more meetings per week but the duration of the meeting could possibly be shorter.

John Ward asked when Deborah Parrish could begin this process. Deborah Parrish said she could begin the week of August 9th, 2021 but needs a planning session to develop agendas. Bill Bonini suggested Jose Ortiz should be the point of contact. Jose Ortiz said identifying critical areas to be examined should be divided among the Board members and to bring the identified areas to the full Board for review. Jose Ortiz said Melinda Bell (Financial Manager) would be a resource to the Board. Deborah Parrish suggested breaking the Strategic Planning process in to two (2) sub-committees; the Sewer and the Park.

Deborah Parrish would like suggestions as to what the next steps are. Peter MacLaird asked if having the public meeting at the Tomales Town Hall (TTH) was out of the question. Donna Clavaud said the TTH is open and is being utilized for meetings. Peter MacLaird suggested having the public meeting at the TTH for the public's input. Donna Clavaud suggested an exercise on focusing on Strengths, Weaknesses, Opportunities and Threats (SWOT) would generate a lot of input from ratepayers; this would allow TVCSD to develop strategies and tactics to correct weaknesses. Deborah Parrish said a public meeting would not be step one (1), but perhaps step three (3), as the Board needs to be efficient on how to present the public meeting and work needs to be done prior to a public meeting. Donna Clavaud suggested Deborah Parrish conduct phone interviews with the Board and staff prior to a public meeting. Questions to Board and staff could be: what are TVCSD's top three (3) achievements, what are TVCSD's greatest strengths, greatest weaknesses, etc. Peter MacLaird suggested the public meeting should come first. John Ward said he didn't think the timeline could be met and asked if Jose Ortiz could extend his retirement by three (3) months; and for TVCSD to focus on the Succession Plan in the immediate future. John Ward said that by focusing on the Succession Plan first, then the Strategic Plan, would allow the hiring of a new General Manager to participate in the Strategic/five (5) year Planning process. Jose Ortiz said there are good reasons to do this process now as one of the challenges to the Board is finding their own replacements; general management and financial services for the short amount of time each month; how do you entice someone to work thirty (30) hours per month. Jose Ortiz said he would extend his retirement for a short duration. Deborah Parrish said succession strategies are different from organizational strategies and suggested breaking the process in to pieces. Deborah Parrish reminded the Board that the last Strategic Planning process was community driven and this current Strategic Process is TVCSD Board driven and doesn't want dates to drive these processes. Deborah Parrish suggested by doing the Succession Plan first would allow the new General Manager to participate in the Strategic Planning process. Jose Ortiz said he felt the Succession Plan is a small part of the Strategic Plan.

Jose Ortiz reminded the Board of the Matrix Management Study that identified certain things that needed to be done which drove the Board's direction; funding mechanisms need to be examined and needs to be part of the Strategic Plan.

Donna Clavaud agreed that the Succession Plan was of less importance and would like to focus on the Strategic Plan, strategies of hypothetical threats and better outreach to community to encourage their participation. Bill Bonini asked Deborah Parrish how long this process would take. Deborah Parrish said it would be a rush to complete the process, with a draft in place, within a month, especially with the

availability of the Board and staff. Bill Bonini suggested the end of September would be a good target date.

Donna Clavaud asked the Board to approve Deborah Parrish's contract. Deborah Parrish said she has professional liability insurance – Jose Ortiz suggested Deborah Parrish retain a short duration, commercial liability insurance policy, for \$300,000 instead of \$1ml coverage. Deborah Parrish will research retaining a commercial liability insurance policy. Donna Clavaud suggested the effective date should start immediately (7/21/2021) and not to exceed four (4) months.

Bill Bonini motioned to accept Deborah Parrish's proposal as of 7/21/2021 and not to exceed four (4) months. Peter MacLaird seconded the motion. M/S/C

Deborah Parrish requested a list of people and their contact information for phone interviews. Donna Clavaud will be the logistics coordinator and Cynthia Hammond will assist with secretarial duties. Jose Ortiz will be the compliance manager and will host the Zoom meetings.

V. Review General Manager Draft RFP

Donna Clavaud said the General Manager Draft RFP looked good. Donna Clavaud asked it was necessary to include "skilled areas" such as the SCADA system knowledge, familiarity with collection systems, contract negotiations, etc. Jose Ortiz said he felt it wasn't necessary to put in a lot of detail of things that were part of the General Manager's job, but said he would expand on the detail if the Board felt it was necessary.

Jose Ortiz said he would remove reaching out to an "engineering firm" and replace with "individual" as the TVCSD General Manager's position requires one (1) person working thirty (30) hours per month.

Jose Ortiz will fine tune the General Manager's draft RFP and will request proposals be sent to "Search Committee" with TVCSD's PO Box 303. Jose Ortiz will review proposals and will use his email as a contact.

VI. Other Business

None

VII. Old Business

a. Accept Check Register and Approve Expenditures from TVCSD July 14, 2021 Board Meeting.

Peter MacLaird motioned to Accept Check Register and Approve Expenditures from TVCSD Board Meeting dated July 14, 2021. Donna Clavaud seconded the motion. M/S/C

VIII. Adjournment

Peter MacLaird motioned to adjourn the July 21, 2021 TVCSD Special Meeting. Bill Bonini seconded the motion. Meeting was adjourned at 9:00 pm. M/S/C

Next TVCSD BOD Meeting, September 8, 2021, 7 pm via Zoom

Dru Fallon O'Neill

Sept 8, 2021

Approved by: Dru Fallon O'Neill, President

Date:

Cynthia Hammond

Sept 9, 2021

Attested by: Cynthia Hammond, Recording Secretary

Date:

TVCSD MISSION STATEMENT: *Enhance quality of life, with commitment to the health of the community, by providing dependable wastewater collection, treatment and reuse in an environmentally friendly manner; maintaining safe and reliable recreational park facilities while providing a welcoming forum for active community participation and input.*

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Board of Directors:

Dru Fallon O'Neill, President • Donna Clavaud, Vice President • Bill Bonini • Peter MacLaird
John Ward