



TVCS D Board of Director's Special Meeting Minutes

Date: Wednesday, February 3, 2022 6 pm Via Zoom

Location: Tomales Town Hall, Tomales, California 94971 DRAFT

Board Members Present: Donna Clavaud, President; Bill Bonini, Vice President; Dru Fallon O'Neill, Peter MacLaird, John Ward

Board Members Absent: None

Also Present: Jose Ortiz, TVCS D General Manager; Melinda Bell, TVCS D Financial Manager; Mary Halley, Cynthia Hammond, TVCS D Recording Secretary; Deborah Parrish, Strategic Planner

I. Call To Order:

Donna Clavaud called the meeting to order at 6:04 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 February 3, 2022 BOD Special Meeting Agenda

Jose Ortiz requested to eliminate Item IV; Adopt Resolution #22-01 from the Agenda. This Item will be included in the TVCS D Regular Board meeting scheduled for February 9, 2022 as it falls within the thirty (3) days.

Dru Fallon O'Neill motioned to approve the February 3, 2022 TVCS D BOD Special Meeting Agenda as amended above. Bill Bonini seconded the motion. M/S/C

IV. Adopt Resolution #22-01: AB 361 Renewing Authorization for Remote Teleconferencing Meetings

No Action was taken as mentioned above.

V. Review and Approve Mary Halley's TVCS D General Manager Contract

Donna Clavaud asked Jose Ortiz to lead this discussion. Jose Ortiz reported the main changes were sections six (6) and seven (7): default and remedies. The template was tailored to construction contracts and doesn't fit. The not to exceed amount is \$165,000 for General Management services through 6/30/2025. Both the District and Consultant can both terminate the contract within sixty (60) days written notice.

Insurance: Limits will be \$300,000 and will require thirty (30) day notice in the event coverage is cancelled.

Exhibit A: Cannot to tasks within the 30-40 hours per month. General examples of additional tasks: Plant tours and the Gazebo project. Additional tasks/services beyond the normal scope of work, as requested by the Board, will be compensated separately at the Consultant's hourly rate.

Exhibit B: Adjusting the hourly rate to compensate reimbursement rate at a quarterly rate; hourly rate would be \$100 and out of pocket expenses (such as liability insurance, special software, subscriptions, etc.) would be reimbursed at cost.

John Ward asked about Item four (4); not to exceed \$165,000 as it doesn't specify yearly or within the contract term. Jose Ortiz it was in the contract: 2/3/2022 thru 6/30/2025. John Ward asked about scheduled vs. non-scheduled work. Jose Ortiz said unscheduled work was above and beyond the scope of work within the contract (such as the Gazebo project as it took a lot of time because of its complexity).

Bill Bonin motioned to approve the contract with Mary Halley as is. Dru Fallon O'Neill seconded the motion. M/S/C

Jose Ortiz will schedule meetings with Mary Halley, NSU, Donna Clavaud, Melinda Bell and Cynthia Hammond to define District needs among staff, SCADA, Strategic Plan input, etc. Date(s) TBD.

VI. Draft Report Presentation: 5-year Strategic & Succession Plan

Attached to these minutes is the TVCSD DRAFT Report presentation: 5-year Strategic & Succession Plan as prepared by Deborah Parrish, Strategic Planner.

Deborah Parrish said she would go through the DRAFT plan and develop a three (3) tiered, color code priorities. Donna Clavaud asked Deborah Parrish to email draft to Board members for their input. February 18, 2022 will be the deadline for submissions for final report, with Board approval at the TVCSD Regular Board Meeting scheduled for March 9, 2022.

VII. Adjournment

Dru Fallon O'Neill motioned to adjourn the February 3, 2022 Special Meeting. Bill Bonini seconded the motion. M/S/C

Meeting was adjourned at 7:34 pm.

Donna Clavaud _____ Date: 9-14-2022
Approved by: Donna Clavaud, President

Cynthia Hammond _____ Date: Sept 14, 2022
Attested by: Cynthia Hammond, Recording Secretary

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:

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