

**San Francisquito Creek Joint Powers Authority**  
**February 27, 2020 Board Meeting Minutes**

Director Kremen called the meeting to order at 2:40 p.m. at the City of East Palo Alto Council Chambers, Menlo Park, California.

**1) ROLL CALL**

Members Present: Director Gary Kremen, Valley Water  
Director Drew Combs, City of Menlo Park (Not present at roll call)  
Director Dave Pine, San Mateo County Flood & Sea Level Rise Resiliency District  
Director Alison Cormack, City of Palo Alto  
Director Ruben Abrica, City of East Palo Alto

JPA Staff Present: Len Materman, Executive Director  
Kevin Murray, Staff  
Tess Byler, Staff  
Miyko Harris-Parker, Staff

Legal Present: Trisha Ortiz

Others Present: Jerry Hearn, Portola Valley resident; Michel Jeremias, City of Palo Alto; Fariborz Heydair, City of Menlo Park; Mike Sartor, City of Menlo Park; Ann Stillman; San Mateo County; Alec Nicholas, Valley Water

**2) APPROVAL OF AGENDA**

Mr. Materman requested that agenda item 5 d., Consider approving Resolution 20.2.27 of the Board of Directors adopting the 2019 Update to the Bay Area Integrated Regional Water Management (IRWM) Plan, be removed and reagendaized to the March meeting. Director Pine made a motion to approve the agenda removing agenda item 5d. Director Cormack seconded. Agenda approved 4-0. Director Combs was not present at time of approval.

**3) APPROVAL OF January 23, 2020 REGULAR BOARD MEETING MINUTES**

Director Cormack made a motion to approve the January 23, 2020 Regular Board meeting minutes. Director Pine seconded. The January 23, 2020 Regular Board meeting minutes were approved 4-0. Director Combs was not present at time of approval.

**4) PUBLIC COMMENT**

None.

**5) REGULAR BUSINESS: EXECUTIVE DIRECTOR'S REPORT**

Board Organization

Director Abrica shared with the Board, that though the Vice-Chair usually takes on the Chair position, he welcomes and will support any Board member who may be interested in being chairperson as he will be reducing his workload.

Director Cormack nominated Director Kremen to remain chairperson of the Board. Director Pine seconded. Motion to nominate Director Kremen to remain Chairperson of the Board approved 4-0. Director Combs was not present at time of approval.

Director Cormack nominated Director Abrica to remain Vice-Chairperson of the Board. Director Pine seconded. Motion to nominate Director Abrica to remain Vice-Chairperson of the Board approved 4-0. Director Combs was not present at time of approval.

Director Abrica made a motion to add Director Cormack to the Finance Committee. Director Pine seconded. Motion to add Director Cormack to the Finance Committee approved 4-0. Director Combs was not present at time of approval. No changes were made to the Personnel, Emergency

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Preparedness, and Roles and Responsibilities Committees.

Director Kremen proposed that the Board create an Ad Hoc committee to discuss the recruitment and hiring of a New Executive Director. Directors Pine and Abrica concurred.

Jerry Hearn, Portola Valley resident; thanked Mr. Materman for his commitment and contributions to the SFCJPA and the entire community. Mr. Hearn commented that in the past there has been community input/engagement on the search for the SFCJPA Executive Director. Mr. Hearn asked that the Board consider allowing the same process for the new as well. Director Kremen stated that there will be multiple steps in the hiring process and the Ad Hoc Committee and Board members will determine the best course of action.

Director Pine nominated Director Kremen for the Ad Hoc Committee to hire a new Executive Director. Director Abrica nominated Director Cormack. Motion to add Director Kremen and Director Cormack to the Ad Hoc Committee to hire a new Executive Director approved 4-0. Director Combs was not present at time of approval.

Director Abrica nominated Director Combs to be the representative for the ACWAJPIA Board. Mr. Materman informed the Board that staff is recommending that SFCJPA Project Manager Tess Byler be assigned as the ACWAJPIA alternate. ACWAJPIA vote deferred until arrival of Director Combs.

Consider for approval the draft amended and restated Joint Powers Agreement that created the SFCJPA

Director Combs arrived at 2:54 pm.

Mr. Materman presented the draft amended and restated Joint Powers Agreement that created the SFCJPA to the Board for approval. Mr. Materman provided a summary of the two-phase approach member agency staff agreed to take to approve the amended and restated agreement. Mr. Materman explained that the first phase, the part of the agreement being presented to the Board today, includes amending the agreement by replacing "San Mateo County Flood Control District" with "San Mateo County Flood and Sea Level Rise Resiliency District" on the signature page as well as other changes that do not involve any policy considerations. Mr. Materman explained that the second phase of updating and approving the agreement is expected to be completed by June 30, 2020 and will include policy-related changes so that the agreement matches current and desired SFCJPA activities.

Director Cormack asked for clarification regarding the insurance indemnification changes asking if the SFCJPA contracts will require contractors to indemnify the SFJCPA and its member agencies. Trisha Ortiz, SFCJPA legal counsel, stated that SFJCPA attorneys review each contract and make sure contractors do indemnify all parties. Director Cormack stated that she wants to ensure that each member agency will have an opportunity to make edits prior to approval of the amended Joint Powers Agreement. Director Pine questioned what phase two of this process would like. Mr. Materman commented that he hopes we can bring something forward within the next two months and that a group of senior staff from each member agency has agreed to meet to plan on having the second phase completed by the end of the fiscal year. Director Pine suggested that maybe using a forcing function might be needed to ensure the completion of the process.

Director Kremen commented on the fact that the 1998 flood is mentioned in the agreement and he asked if we should mention the more recent flooding in East Palo Alto. Director Abrica replied saying that the 1998 flood is the flood of record in the watershed which led to the formation of the SFCJPA and therefore it should be the event mentioned in the agreement.

Director Kremen asked if a capital budget would be defined in the agreement. Mr. Materman explained that the SFCJPA does not have a Capital Improvement Plan or Program; we have accounts that are pass through accounts for the funds we receive. Mrs. Ortiz stated that this was

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something the attorneys reviewing the Joint Powers Agreement identified as needing more discussion and that if we go back with changes to this now there might be disagreement which could cause further delay in the completing the second amendment. Director Kremen asked that the capital budget issue be moved to the phase two discussion.

Director Cormack made a motion to approve the phase one changes to the draft amended and restated Joint Powers Agreement that created the SFCJPA with minor changes to made by member agency staff. Director Combs seconded. Motion to approve the phase one changes to the draft amended and restated Joint Powers Agreement that created the SFCJPA with minor changes to made by member agency staff approved 5-0.

ACWAJPIA assignment re-visited. Director Combs agreed to the nomination.

Director Abrica nominated Director Combs to be the representative for the ACWAJPIA Board. Mr. Materman informed the Board that staff is recommending that SFCJPA Project Manager Tess Byler be assigned as the ACWAJPIA alternate. Director Cormack Seconded. Motion to assign Director Combs and Tess Byler to the ACWAJPIA Board approved 5-0.

Brief informational report on Biennial review of the Conflict of Interest Code and Notice of FPPC  
Mrs. Ortiz provided a brief explanation of the Biennial review of the Conflict of Interest Code and Notice from the FPPC. Director Pine asked if there were going to be any changes. Mrs. Ortiz replied that legal did a review and that there would be no changes made.

**6) CLOSED SESSION**

Director Kremen adjourned the meeting to closed session at 3:16 pm.

Closed session adjourned at 4:10 pm.

**7) CLOSED SESSION**

Closed session opened at 4:10 pm.

Closed session adjourned at 5:06 pm.

**8) ADJOURNMENT**

Regular meeting session adjourned at 5:06 pm.

Minutes drafted by Clerk of the Board: Miyko Harris-Parker.