MINUTES
REGULAR BOARD MEETING
of the
WEST VALLEY WATER DISTRICT
December 20, 2018

<table>
<thead>
<tr>
<th>Attendee Name</th>
<th>Present</th>
<th>Absent</th>
<th>Excused</th>
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</thead>
<tbody>
<tr>
<td>Michael Taylor</td>
<td>✓</td>
<td>□</td>
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<tr>
<td>Kyle Crowther</td>
<td>✓</td>
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<tr>
<td>Donald Olinger</td>
<td>✓</td>
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<tr>
<td>Clifford Young</td>
<td>✓</td>
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<tr>
<td>Gregory Young</td>
<td>✓</td>
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<tr>
<td>Clarence Mansell</td>
<td>✓</td>
<td>□</td>
<td>□</td>
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<tr>
<td>Crystal L. Escolera</td>
<td>✓</td>
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<tr>
<td>Ricardo Pacheco</td>
<td>✓</td>
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<tr>
<td>Naisha Davis</td>
<td>✓</td>
<td>□</td>
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<tr>
<td>Deborah Martinez</td>
<td>✓</td>
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<td>Joanne Chan</td>
<td>✓</td>
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<td>Linda Jadeski</td>
<td>✓</td>
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<td>Jon Stephenson</td>
<td>□</td>
<td>□</td>
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<td>Patricia Romeo</td>
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<tr>
<td>Robert Tafaya</td>
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OPENING CEREMONIES

Pledge of Allegiance - Lead by Vice President Kyle Crowther
Opening Prayer - Lead by Director Don Olinger
Call to Order
Roll Call of Board Members

WVWD
Minutes: 12/20/18
ADOPT AGENDA

ADD URGENT ITEM NO. 14 "RECEIVE AND FILE THE COMPREHENSIVE ANNUAL FINANCIAL REPORT (CAFR)" TO THE AGENDA

RESULT:  APPROVED [UNANIMOUS]
MOVER:  Clifford Young, Director
SECONDER:  Michael Taylor, President
AYES:  Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

PUBLIC PARTICIPATION
Comments were made to the board of directors

The Board of Directors took a vote after Public Participation to move the “Reports” portion of the agenda before the Consent Calendar. Dr. Michael Taylor made the motioned, Director Young second the motion and it passed unanimously. Reports were then delivered to the Board of Directors and attending public.

MOVE "REPORTS" BEFORE THE CONSENT CALENDAR AND AFTER PUBLIC PARTICIPATION

RESULT:  APPROVED [UNANIMOUS]
MOVER:  Michael Taylor, Kyle Crowther
SECONDER:  Gregory Young, Director
AYES:  Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

REPORTS - LIMITED TO 5 MINUTES MAXIMUM (Presentations or handouts must be provided to Board Members in advance of the Board Meeting).

- Board Members
  No report
- Legal Counsel
  No report
- General Manager/Staff
  Assistant General Manager, Ricardo Pacheco, introduced three new employees to the Board of Directors: Naseem Farooqui, External Affairs Manager; Cynthia Birts, Customer Service Representative, and Robert Mackamul, Customer Service Representative. Mr. Farooqui and Ms. Birts both addressed the Board and expressed their enthusiasm to begin work and their gratitude to join the district. Mr. Mackamul was not in attendance. Mr. Pacheco then called forward Socorro Pantaleon to give a brief presentation to the board of Directors regarding the West Valley Water District’s annual calendar. Socorro made a few remarks about the calendars and highlighted the pictures that were drawn by students in our surrounding school districts as part of our water conservation outreach program.

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Naseem Farooqui then gave a presentation and overview of the West Valley Water District's Holiday Toy Drive. West Valley Water District employees and contractors collected toys in the previous weeks to present to the Children's Fund. Sid Pinco from Children’s Fund was in attendance and explained the importance and value of the toy drive to the children who would be receiving the items collected. Mr. Farooqui applauded the efforts of the staff and contractors who all participated in making the toy drive a success. Following these remarks, the Board of Directors paused briefly to take pictures.

Mr. Pacheco resumed his reports and updated the Board of Directors on the progress of the “Pay by Me” program being implemented by the district. Beginning with the next business cycle, customers billing will include a barcode on the back of their bill that can be scanned at a 7-11, CVS or Payment Express to pay their water bills. Mr. Pacheco also updated the Board of Directors on the district’s progress in the Water Distribution classes being offered to all district employees. Classes are in progress and will give the employees an opportunity to earn distribution certification with the State Water Board. This concluded Mr. Pacheco’s reports.

Clarence Mansell then introduced Executive Assistant, Melissa Blount and asked her for a report on the Hydro-STEM Education program efforts she is leading. Ms. Blount reported on a recent outreach with the Rialto Unified School District. Director Olinger, Ms. Blount, Water Treatment Plant Operators Ernie Montelongo and Sergio Granda were in attendance at this event. The outreach included introducing students to classes being offered through a collaboration between the Rialto Unified School District and Sacramento State University that will give students an opportunity to earn a “Grade 1” certification with the State Water Board. More outreach efforts were currently being planned as well as water plant tours. The programs have been well received and Ms. Blount will bring back reports on future events as they occur.

* ADD EMERGENCY ITEM NO. 14 “RECEIVE AND FILE THE COMPREHENSIVE ANNUAL FINANCIAL REPORT (CAFR)” TO THE AGENDA, MOVE ITEMS NO. 9, 10, 11, 13 AND 14 TO THE CONSENT CALENDAR, AND MOVE ITEM NO. 8 TO BUSINESS MATTERS

Following the Reports, the Directors discussed if the addition of Item No. 14 to “Receive and File the Comprehensive Annual Financial Report (CAFR)” was adopted correctly. President Dr. Taylor motioned to receive and file the CAFR to rectify the issue. He also clarified the emergency to approve the CAFR was created by the report being completed after the agenda was posted and needed to be approved at this meeting in order to meet the Districts report completion deadline to avoid any adverse consequences to the district. President Dr. Taylor also added to his motion to move Items No. 9, 10, 11, 13 and 14 to the Consent Calendar, and to move Item No. 8 to Business Matters. Director Dr. Young second the motion to which there was no objections.

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RESULT: APPROVED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

CONSENT CALENDAR

1. OCTOBER 18, 2018 REGULAR BOARD MEETING MINUTES

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

2. APPROVAL OF NOVEMBER 2018 PURCHASE ORDER REPORT

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

3. CONSIDER WATER SYSTEM INFRASTRUCTURE INSTALLATION AND CONVEYANCE AGREEMENT WITH AIGGRE CEDAR AVENUE INVESTOR, LLC

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

4. APPROVAL OF OUTSTANDING BALANCE TO ZIPIRICK & CRAMER, LLP FOR PROFESSIONAL SERVICES RENDERED IN SEPTEMBER 2018, INVOICE NO. 1385: $4,094.00

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

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5. APPROVAL OF PAYMENT TO LEAL TREJO, APC FOR PROFESSIONAL SERVICES RENDERED IN SEPTEMBER 2018, INVOICE NO. 1700: $17,123.50

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

6. APPROVAL OF PAYMENT TO ROGERS, ANDERSON, MALODY & SCOTT, LLP FOR FINANCIAL REPORTING SERVICES, INVOICE NO. 59230: $13,000.00.

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

7. APPROVAL OF PAYMENT TO STRADLING YOCCA CARLSON & RAUTH FOR AUDIT RESPONSE SERVICES RENDERED IN NOVEMBER 2018, INVOICE NO. 0094: $550.00.

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

* Item No. 8 “Approval of employment agreement with Clarence Mansell, Jr. for General Manager” was moved to Business Matters.

9. REQUEST TO CHANGE SALARY RANGE OF ENGINEERING SERVICES MANAGER TO ACHIEVE PARITY WITH OTHER DEPARTMENT HEADS

(Dr. Taylor had previously put forth a motion to move this item to the Consent Calendar. Director Dr. Young second the motion which passed with no objections.)

President Dr. Taylor motioned to approve the Consent Calendar which include Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14. Director Dr. Young second the motion to which there was no objection.

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RESULT: APPROVED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

10. APPROVE AGREEMENTS WITH GENERAL PUMP COMPANY, SUPERIOR TANK COMPANY AND CSC ENGINEERING & CONSTRUCTION FOR A DESIGN-BUILD SYSTEM FOR WELL NO. 54

(Dr. Taylor had previously put forth a motion to move this item to the Consent Calendar. Director Dr. Young second the motion which passed with no objections.)

President Dr. Taylor motioned to approve the Consent Calendar which include Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14. Director Dr. Young second the motion to which there was no objection.

RESULT: APPROVED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

11. CONFLICT OF INTEREST CODE

(Dr. Taylor had previously put forth a motion to move this item to the Consent Calendar. Director Dr. Young second the motion which passed with no objections.)

President Dr. Taylor motioned to approve the Consent Calendar which include Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14. Director Dr. Young second the motion to which there was no objection.

RESULT: ADOPTED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

BUSINESS MATTERS

8. APPROVAL OF EMPLOYMENT AGREEMENT WITH CLARENCE MANSELL, JR. FOR GENERAL MANAGER

(Dr. Taylor had previously put forth a motion to move this item to Business Matters. Director Dr. Young second the motion which passed with no objections.)

Director Greg Young commented on the proposed contract and the matching contribution portion. Director Young let Clarence know that he did not have enough information to vote on the contract as presented without knowing what the surrounding General Managers in our district receive. He felt the contribution was too high and feared a domino effect would set off by the contract approval for future Executive Staff and General Managers.

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RESULT: APPROVED [3 TO 2]
MOVER: Michael Taylor, President
SECONDER: Kyle Crowther, Vice President
AYES: Michael Taylor, Kyle Crowther, Donald Olinger
NAYES: Clifford Young, Gregory Young

12. ADOPTION OF POLICIES FOR RULES OF DECORUM, CENSURE, AND PRESIDENTIAL TERMS

The Censure policy was discussed in length by the Board of Directors. Discussion on Section 3 of the Procedures outlined were not agreeable to Director Dr. Young. He made a motion to amend Section 3 of the Censure Policy to remove "Executive Committee" and replace it with "full Board of Directors" and to recuse the Board member if they are the subject of the reviewing party. Director Greg Young second the motion which failed by the following vote:

RESULT: DEFEATED [2 TO 3]
MOVER: Clifford Young, Director
SECONDER: Gregory Young, Director
AYES: Clifford Young, Gregory Young
NAYS: Michael Taylor, Kyle Crowther, Donald Olinger

Discussion continued following the defeated motion made by Director Dr. Young. Director Greg Young then raised concern about Ordinance No. 85 not matching the verbiage in the Censure Policy and motioned to amend the policy by changing "Executive Committee" to "Ad Hoc Committee" to comply. Director Olinger second the motion and a vote was taken. However, after further discussion Legal Counsel clarified that the policies being presented cannot be voted on separately since they are listed as a single agenda item and the Board must vote on it in totality.

Director Greg Young continued in discussion and asked Legal Counsel for clarification in the process set forth in the Censure Policy. Director Greg Young questioned if a Board member makes a complaint against another Board Member and the accused Board member has the right to attend the hearing, will that put the Board in a Brown Act Violation if all four Elected Directors attend? Legal Counsel clarified the actions that would violate the Brown Act and did not feel it would be a violation. Director Young expounded that his question was important for the public to hear in the event that a Brown Act Violation is suspected if this situation should arise.

Director Greg Young moved to discussion regarding the Presidential Terms Policy. Director Dr. Young felt the Presidential Terms being presented to be inconsistent with practices of the Board and requested his comment to be recorded. Discussion about the policies continued for several minutes following. At the conclusion of their discussion, President Dr. Taylor made a substitute motion to pass Item No. 12 by titles and to amend the Censure Policy by changing "Executive Committee" to "Ad Hoc Committee." Vice President Kyle Crowther second the motion and the item passed with a 3-2 vote as recorded below:

WVWD
Minutes: 12/20/18
RESULT: ADOPTED AS AMENDED [3 TO 2]
MOVER: Michael Taylor, President
SECONDER: Kyle Crowther, Vice President
AYES: Michael Taylor, Kyle Crowther, Donald Olinger
NAYS: Clifford Young, Gregory Young

13. DISTRICT CLOSURE FOR THE WEEK OF THE 2018 CHRISTMAS HOLIDAY.

President Dr. Taylor motioned to Approve Items No. 1, 2, 3, 4, 5, 6, 7, 9, 10, 11, 13, and 14 of the Consent Calendar. Director Dr. Young second the motion to which there was no objection.

RESULT: APPROVED [UNANIMOUS]
MOVER: Michael Taylor, President
SECONDER: Clifford Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

* Item No. 14 "Receive and File Comprehensive Annual Financial Report (CAFR)" was moved to the Consent Calendar.

After all the items on the agenda were voted on, Director Dr. Young made a privileged motion to adjourn. President Dr. Taylor made an amended motion to adjourn following Legal Counsels report from Closed Session. Director Young second the motion to which there was no objections. Legal Counsel reported no action was taken during Closed Session and the meeting adjourned at 7:45 PM.

MOTION TO ADJOURN FOLLOWING A REPORT FROM CLOSED SESSION

RESULT: APPROVED [UNANIMOUS]
MOVER: Michael Taylor, Clifford Young
SECONDER: Gregory Young, Director
AYES: Michael Taylor, Kyle Crowther, Donald Olinger, Clifford Young, Gregory Young

CLOSED SESSION

Mr. Tafoya reported no action was taken during Closed Session.

- District closure for the week of the 2018 Christmas Holiday.
- Reschedule the January 3, 2019 Board Meeting to January 10, 2019.
- CONFERENCE WITH LEGAL COUNSEL-ANTICIPATED LITIGATION Significant exposure to litigation pursuant to paragraph (2) of subdivision (d) of Section 54956.9: Number of Cases: three (3)
- CONFERENCE WITH LEGAL COUNSEL - EXISTING LITIGATION Pursuant to paragraph one (1) of subdivision (d) of Government Code Section 54956.9 Case Name: San Bernardino Valley Municipal Water v. San Gabriel Valley Water Case No.: CIVDS1311085

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ADJOURN

The meeting adjourned at 7:45 PM.

Dr. Michael Taylor
President of the Board of Directors
of West Valley Water District

ATTEST:

Crystal L. Escalera, Board Secretary

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