



# PALMDALE WATER DISTRICT

A CENTURY OF SERVICE

January 3, 2024

## BOARD OF DIRECTORS

W. SCOTT KELLERMAN

Division 1

DON WILSON

Division 2

GLORIA DIZMANG

Division 3

KATHY MAC LAREN-GOMEZ

Division 4

VINCENT DINO

Division 5

## AGENDA FOR REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PALMDALE WATER DISTRICT TO BE HELD AT 2029 EAST AVENUE Q, PALMDALE

MONDAY, JANUARY 8, 2024

6:00 p.m.

**NOTES:** To comply with the Americans with Disabilities Act, to participate in any Board meeting please contact Danielle Henry at 661-947-4111 x1059 at least 48 hours prior to a Board meeting to inform us of your needs and to determine if accommodation is feasible.

Additionally, an interpreter will be made available to assist the public in making **comments** under Agenda Item No. 4 and any action items where public input is offered during the meeting if requested at least 48 hours before the meeting. Please call Danielle Henry at 661-947-4111 x1059 with your request. (PWD Rules and Regulations Section 4.03.1 (c))

Adicionalmente, un intérprete estará disponible para ayudar al público a hacer **comentarios** bajo la sección No. 4 en la agenda y cualquier elemento de acción donde se ofrece comentarios al público durante la reunión, siempre y cuando se solicite con 48 horas de anticipación de la junta directiva. Por favor de llamar Danielle Henry al 661-947-4111 x1059 con su solicitud. (PWD reglas y reglamentos sección 4.03.1 (c))

Agenda item materials, as well as materials related to agenda items submitted after distribution of the agenda packets, are available for public review at the District's office located at 2029 East Avenue Q, Palmdale or on the District's website at <https://www.palmdalewater.org/governance/board-activity/2023-meeting-agendas-minutes/> (Government Code Section 54957.5). Please call Danielle Henry at 661-947-4111 x1059 for public review of materials.

**PUBLIC COMMENT GUIDELINES:** The prescribed time limit per speaker is three-minutes. Please refrain from public displays or outbursts such as unsolicited applause, comments, or cheering. Any disruptive activities that substantially interfere with the ability of the District to conduct its meeting will not be permitted, and offenders will be requested to leave the meeting. (PWD Rules and Regulations, Appendix DD, Sec. IV.A.)

Each item on the agenda shall be deemed to include any appropriate motion, resolution, or ordinance to take action on any item.

- 1) Pledge of Allegiance/Moment of Silence.
- 2) Roll Call.
- 3) Adoption of Agenda.
- 4) Public comments for non-agenda items.

DENNIS D. LaMOREAUX  
General Manager

ALESHIRE & WYNDER LLP  
Attorneys



- 5) Presentations:
  - 5.1) None at this Time.
- 6) Action Items - Consent Calendar (The public shall have an opportunity to comment on any action item on the Consent Calendar as the Consent Calendar is considered collectively by the Board of Directors prior to action being taken.)
  - 6.1) Approval of Minutes of Regular Board Meeting held December 11, 2023.
  - 6.2) Ratification of Payment of Bills for December 25, 2023.
  - 6.3) Payment of Bills for January 8, 2024.
  - 6.4) Approval of Absence of Director Dizmang from December 11, 2023 Regular Board Meeting Due to Health. (General Counsel Lee)
  - 6.5) Approval of Reappointment of Public Member Zakeya Anson to the Palmdale Recycled Water Authority Board. (No Budget Impact – General Manager LaMoreaux)
  - 6.6) Approval of 2023-24 WIFIA Loan Consulting Agreement Revision with NHA Advisors. (\$130,000.00 – Not-to-Exceed – Budgeted – Finance Manager Hoffmeyer)
- 7) Action Items - Action Calendar (The public shall have an opportunity to comment on any action item as each item is considered by the Board of Directors prior to action being taken.)
  - 7.1) Consideration and Possible Action on Reorganization of the Board of Directors. (General Counsel Lee)
  - 7.2) Consideration and Possible Action on Options to Fill the Vacant Board of Directors' Seat for Division 3. (General Counsel Lee)
  - 7.3) Consideration and Possible Action on Equipment Purchase for 2024 Meter Exchange Program. (\$1,111,500.00 – Budgeted – Finance Manager Hoffmeyer)
  - 7.4) Consideration and Possible Action on Authorization of the Following Conferences, Seminars, and Training Sessions for Board and Staff Attendance Within Budget Amounts Previously Approved in the 2024 Budget:
    - a) See Attached List of Conferences, Seminars, and Training Sessions.
- 8) Information Items:
  - 8.1) Reports of Directors:
    - a) Standing Committees; Organization Appointments; Agency Liaisons:
      - 1) Antelope Valley East Kern Water Agency (AVEK) – December 12. (Director Dino, Board Liaison/Director Mac Laren-Gomez, Alt.)
      - 2) Antelope Valley State Water Contractors Association (AVSWCA) – December 14. (President Wilson/Director Mac Laren-Gomez/Director Kellerman, Alt.)
      - 3) Finance Committee Meeting – December 19. (President Wilson, Chair/Director Mac Laren-Gomez)
    - b) General Meetings Reports of Directors.

- 8.2) Report of General Manager.
- 8.3) Report of General Counsel.
- 9) Board Members' Requests for Future Agenda Items.
- 10) Adjournment.



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DENNIS D. LaMOREAUX,  
General Manager

DDL/dh



# BOARD MEMORANDUM

**DATE:** January 8, 2024  
**TO:** BOARD OF DIRECTORS  
**FROM:** Mr. Dennis D. LaMoreaux, General Manager  
**RE:** *APPROVAL OF ABSENCE OF DIRECTOR DIZMANG FROM DECEMBER 11, 2023  
REGULAR BOARD MEETING DUE TO HEALTH. (GENERAL COUNSEL LEE)*

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Director Dizmang was absent from the December 11, 2023 Regular Board Meeting. Agenda Item No. 6.4 has been placed on the Consent Calendar to excuse this absence pursuant to Section 4.07.2 of the District's Rules and Regulations which states, "The Board shall excuse absences by approving such absences pursuant to the Consent Calendar at the next regular Board meeting."



# BOARD MEMORANDUM

**DATE:** January 8, 2024  
**TO:** BOARD OF DIRECTORS  
**FROM:** Dennis D. LaMoreaux, General Manager  
**RE:** *APPROVAL OF REAPPOINTMENT OF PUBLIC MEMBER ZKEYA ANSON TO THE PALMDALE RECYCLED WATER AUTHORITY BOARD. (NO BUDGET IMPACT – GENERAL MANAGER LaMOREAUX)*

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**Recommendation:**

Staff recommends Public Member Zakeya Anson be reappointed to the Palmdale Recycled Water Authority (PRWA) Board.

**Impact of Taking No Action:**

No action would result in noncompliance with the Joint Powers Agreement signed by the Palmdale Water District (District) and the City of Palmdale (City).

**Background:**

The Palmdale Recycled Water Authority was formed by the District and the City via the "Joint Exercise of Powers Agreement Creating the Palmdale Recycled Water Authority" in September 2012. This Agreement provides for a joint appointment by the District and City of a fifth Director (Public Board Member) in addition to two Directors from each of their respective Boards. Both agencies must agree on the PRWA Public Board Member. All Board Members are appointed to serve one-year terms that may be renewed annually.

Zakeya Anson, the current Public Board Member, has expressed interest in remaining on the PRWA Board of Directors.

**Strategic Plan Initiative/Mission Statement:**

This item is under Strategic Initiative No. 5 – Regional Leadership.

This item is directly related to the District's Mission Statement.

**Budget:**

This item has no budget impact.



# BOARD MEMORANDUM

**DATE:** January 8, 2024  
**TO:** BOARD OF DIRECTORS  
**FROM:** Mr. Dennis Hoffmeyer, Finance Manager/CFO  
**VIA:** Mr. Dennis D. LaMoreaux, General Manager  
**RE:** ***APPROVAL OF 2023-24 WIFIA LOAN CONSULTING AGREEMENT REVISION WITH NHA ADVISORS. (\$130,000.00 – NOT-TO-EXCEED – BUDGETED – FINANCE MANAGER HOFFMEYER)***

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## **Recommendation:**

Staff recommends the Board approve the proposed revision to the 2023-24 WIFIA Loan Consulting Agreement with NHA Advisors in the not-to-exceed amount of \$130,000.00.

## **Alternative Options:**

Staff can complete the associated calculations for the WIFIA loan funding which may cause a delay to the potential award of WIFIA loan.

## **Impact of Taking No Action:**

Currently, we are working with NHA Advisors on Task 3 & 4 without approval of the associated costs. Staff had approved the costs associated with Task 1 – Prepare Pro Forma with NHA Advisors. In June 2023, the Finance Committee then approved the Consulting Agreement dated April 11, 2023. This allowed staff to have NHA Advisors perform the necessary work to submit the application to EPA in October. EPA has been diligent in reviewing the application submitted for the Pure Water AV project along with making several requests for corrections and updates to the District's pro forma due to changes in the project schedules and cost estimates. If the Board does not approve the Agreement revision, then it will cause a delay in potential revisions requested by EPA and the WIFIA loan due to internal workload.

## **Background:**

The District was invited to submit the WIFIA loan application back in December 2022. Staff has been working through the application processes with Stantec. As part of this submission, the District needs to prove its ability to pay back the loan funds, similar to the bonds the District currently holds.

NHA Advisors has run pro forma calculations to see what the risk tolerance is for the District to complete the Pure Water AV project. These calculations also contain information for future rate increases to guarantee that payments can be made over the lifetime of this loan. This will then be modeled into the 2024 Rate Study so that an actual rate can be established for the next 5-year period. Currently, we are still working through preliminary numbers, and it is too early to

establish these future rate increases until we know where the District stands with the potential loan award.

**Strategic Plan Initiative/Mission Statement:**

This item is under Strategic Initiative No. 4 – Financial Health and Stability.

This item directly relates to the District’s Mission Statement.

**Budget:**

Costs for this work will be directly charged against the Pure Water AV project. This work will assist in providing the necessary information to complete Section C – Financing Plan of the WIFIA Loan Application for submission to EPA.

**Supporting Documents:**

- WIFIA Loan Consulting Disclosure Letter by NHA Advisors

December 14, 2023

Denis Hoffmeyer  
Finance Manager/CFO  
Palmdale Water District  
2029 East Avenue Q  
Palmdale, CA 93550

RE: Palmdale Water District 2023-24 WIFIA Loan Consulting – Regulatory Disclosure Letter

Dear Dennis,

NHA Advisors, LLC (“NHA Advisors”) is required to send this Regulatory Disclosure Letter per Municipal Securities Rulemaking Board (“MSRB”) rules. This letter specifies the terms and details of the work that NHA Advisors will perform for the Palmdale Water District (the “District”) relating to the above referenced project (the “Project”). Additionally, this letter provides certain duties and disclosures that municipal advisors must present to all clients prior to beginning work on a municipal transaction.

#### **Scope of Municipal Advisory Activities to be Performed**

A detailed Scope of Services can be found in Exhibit A.

#### **Independent Registered Municipal Advisor (“IRMA”)**

If acting in the capacity of an Independent Registered Municipal Advisor (“IRMA”), with regard to the IRMA exemption of the U. S. Securities and Exchange Commission (“SEC”) Rule, NHA Advisors will review all third-party recommendations submitted to NHA Advisors in writing by the District.

#### **Term of the Project**

The Project will commence on March 15, 2023, and end on the earlier of either June 30, 2025, or upon closing of the transaction, unless the term of the Project is otherwise terminated or extended. Any extensions must be mutually agreed upon by all parties in writing.

#### **Termination of NHA Advisors’ Role on Project**

The District may terminate NHA Advisors’ role on the Project at any time and without cause upon written notification to NHA Advisors.

In the event of termination, NHA Advisors shall be entitled to compensation for services performed to the effective date of termination. The District, however, may condition payment of such compensation upon NHA Advisors delivering to the District any or all documents, photographs, computer software, video and audio tapes, and other materials provided to NHA Advisors or prepared by or for NHA Advisors or the District in connection with NHA Advisors’ work on the Project.



NHA Advisors may terminate upon 45 days' written notice to the District and shall include in such notice the reasons for termination.

### **Compensation and Out-of-Pocket Expenses**

A detailed proposal for compensation and expenses can be found in Exhibit B.

### **Fiduciary Duty**

NHA Advisors is registered as a Municipal Advisor with the SEC and MSRB. As such, NHA Advisors has a fiduciary duty to the District and must provide both a Duty of Care and a Duty of Loyalty that entail the following.

#### **Duty of Care:**

- a) exercise due care in performing its municipal advisory activities;
- b) possess the degree of knowledge and expertise needed to provide the District with informed advice;
- c) make a reasonable inquiry as to the facts that are relevant to the District's determination as to whether to proceed with a course of action or that form the basis for any advice provided to the District; and
- d) undertake a reasonable investigation to determine that NHA Advisors is not forming any recommendation on materially inaccurate or incomplete information; NHA Advisors must have a reasonable basis for:
  - i. any advice provided to or on behalf of the District;
  - ii. any representations made in a certificate that it signs that will be reasonably foreseeably relied upon by the District, any other party involved in the municipal securities transaction or municipal financial product, or investors in the District securities; and
  - iii. any information provided to the District or other parties involved in the municipal securities transaction in connection with the preparation of an official statement.

#### **Duty of Loyalty:**

NHA Advisors must deal honestly and with the utmost good faith with the District and act in the District's best interests without regard to the financial or other interests of NHA Advisors. NHA Advisors will eliminate or provide full and fair disclosure (included herein) to the District about each material conflict of interest (as applicable). NHA Advisors will not engage in municipal advisory activities with the District as a municipal entity, if it cannot manage or mitigate its conflicts in a manner that will permit it to act in the District's best interest.

### **Conflicts of Interest and Other Matters Requiring Disclosures**

As of the commencement date of the Project, there are no actual or potential material conflicts of interest, other than those noted below, that NHA Advisors is aware of that might impair its ability to render unbiased and competent advice or to fulfill its fiduciary duty. If NHA Advisors becomes aware of any material potential conflict of interest that arises after this disclosure, NHA Advisors will disclose the detailed information in writing to the District in a timely manner.

The following are potential conflicts of interest to be considered.

- NHA Advisors' fees under this Project are based on hourly fees of NHA Advisors' personnel, with the aggregate amount equaling the number of hours worked by such personnel times an agreed-upon hourly billing rate. This form of compensation presents a potential conflict of interest because it could create an incentive for NHA Advisors to recommend alternatives that would result in more hours worked. This conflict of interest will not impair NHA Advisors' ability to render unbiased and competent advice or to fulfill its fiduciary duty to the District.
- The fee paid to NHA Advisors increases the cost of investment to the District. The increased cost occurs from compensating NHA Advisors for municipal advisory services provided.
- NHA Advisors serves a wide variety of other clients that may, from time to time, have interests that could have a direct or indirect impact on the interests of another NHA Advisors client. For example, NHA Advisors serves as municipal advisor to other municipal advisory clients and, in such cases, owes a regulatory duty to such other clients just as it does to the District. These other clients may, from time to time and depending on the specific circumstances, have competing interests. In acting in the interests of its various clients, NHA Advisors could potentially face a conflict of interest arising from these competing client interests. NHA Advisors fulfills its regulatory duty and mitigates such conflicts through dealing honestly and with the utmost good faith with the District.
- Gerald Craig Hill, the Managing Principal of NHA Advisors is currently serving as an outside director for the HdL Companies based in Diamond Bar, CA. HdL Companies is a software and professional services consulting company providing revenue data and collections information to local governments, potentially including NHA Advisors' clients. HdL Companies have affiliates including, but not limited to, HdL Coren & Cone. From time to time, NHA Advisors utilizes the services of HdL Coren & Cone for its clients. NHA Advisors is mindful of this conflict of interest and fulfills its regulatory duty and mitigates such conflicts through dealing honestly and with the utmost good faith when this situation arises.
- NHA Advisors does not have any affiliate that provides any advice, service, or product to or on behalf of the District that is directly or indirectly related to the municipal advisory activities to be performed by NHA Advisors.
- NHA Advisors has not made any payments directly or indirectly to obtain or retain NHA Advisors' municipal advisory business.
- NHA Advisors has not received any payments from third parties to enlist NHA Advisors' recommendation to the District of its services, any municipal securities transaction, or any municipal finance product.
- NHA Advisors has not engaged in any fee-splitting arrangements involving NHA Advisors and any provider of investments or services to the District.
- NHA Advisors does not have any legal or disciplinary event that is material to the District's evaluation of the municipal advisory or the integrity of its management or advisory personnel.
- NHA Advisors does not act as principal in any of the transaction(s) related to this Project.
- During the term of the municipal advisory relationship, this disclosure will be promptly amended or supplemented to reflect any material changes in or additions to the terms or information within this disclosure and the revised writing will be promptly delivered to the District.

Pursuant to MSRB Rule G-10, on Investor and Municipal Advisory Client Education and Protection, Municipal Advisors are required to provide certain written information to their municipal entity and obligated person clients which include the following:

- NHA Advisors is currently registered as a Municipal Advisor with the SEC and the MSRB.
- Within the MSRB website at [www.msrb.org](http://www.msrb.org), District may obtain the Municipal Advisory client brochure that is posted on the MSRB website. The brochure describes the protections that may be provided by the MSRB Rules along with how to file a complaint with financial regulatory authorities.

### **Legal Events and Disciplinary History**

NHA Advisors does not have any legal events and disciplinary history on its Form MA and Form MA-I, which includes information about any criminal actions, regulatory actions, investigations, terminations, judgments, liens, civil judicial actions, customer complaints, arbitrations and civil litigation. The District may electronically access NHA Advisors' most recent Form MA and each most recent Form MA-I filed with the Commission at the following website:

[www.sec.gov/edgar/searchedgar/companysearch.html](http://www.sec.gov/edgar/searchedgar/companysearch.html)

There have been no material changes to a legal or disciplinary event disclosure on any Form MA or Form MA-I filed with the SEC.

### **Recommendations**

If NHA Advisors makes a recommendation of a municipal securities transaction or municipal financial product or if the review of a recommendation of another party is requested in writing by the District and is within the scope of the engagement, NHA Advisors will determine, based on the information obtained through reasonable diligence of NHA Advisors whether a municipal securities transaction or municipal financial product is suitable for the District. In addition, NHA Advisors will inform the District of:

- the evaluation of the material risks, potential benefits, structure, and other characteristics of the recommendation;
- the basis upon which NHA Advisors reasonably believes that the recommended municipal securities transaction or municipal financial product is, or is not, suitable for the District; and
- whether NHA Advisors has investigated or considered other reasonably feasible alternatives to the recommendation that might also or alternatively serve the District objectives.

If the District elects a course of action that is independent of or contrary to the advice provided by NHA Advisors, NHA Advisors is not required on that basis to disengage from the District.

**Record Retention**

Effective July 1, 2014, pursuant to the SEC record retention regulations, NHA Advisors is required to maintain in writing, all communication and created documents between NHA Advisors and the District for five (5) years.

If there are any questions regarding the above, please do not hesitate to contact NHA Advisors.

Sincerely,

A handwritten signature in blue ink, appearing to read "Mark Northcross".

Mark Northcross, Principal  
NHA Advisors, LLC

## EXHIBIT A

### SCOPE OF SERVICES WIFIA LOAN FINANCING

**Objective** – District requests assistance with applying for and closing on a WIFIA Loan to funding critical water supply infrastructure. NHA Advisors will work with District staff and other consultants to prepare a pro forma and financial projection, to assist with gathering the necessary information for the WIFIA Loan application process, and to assist with closing the WIFIA Loan. The scope of work will generally include, but may not be limited to, the following services:

#### **Task 1: Prepare Pro Forma**

- ◆ Review Project Funding Plan
- ◆ Review WIFIA Letter of Interest submitted to the EPA
- ◆ Review communications between the District and the EPA
- ◆ Develop dynamic proforma model for quantifying debt service and coverage on WIFIA Loan and any Matching Bonds as required under Item C.6 of the District's WIFIA Loan application

#### **Task 2: WIFIA Application Assistance**

- ◆ Manage the preparation of Section C: Financing Plan of the WIFIA Loan application, including the following:
  - Refine the District's Sources and Uses table for the Application (Item C.1)
  - Work with District Bond Counsel to describe the anticipated credit terms for the WIFIA Loan (Item C.2)
  - Describe Revenue sources that will be used to repay the Loan and the methods by which the District will ensure those revenue sources (Item C.3)
  - Strategic development of WIFIA Loan drawdown schedule (blending WIFIA Loan and Matching Bonds drawdowns) (Item C.6)
  - Describe rate setting process and timing for the District and provide required rate history (Item C.7)
  - Work with District Bond Counsel to detail a flow of funds description or diagram (Item C.8)
  - Work with District Bond Counsel to describe the documents that will be the starting point for the WIFIA Loan (Item C.9)
- ◆ General on-call assistance for other sections (A, B, D, E) of the loan application preparation

#### **Task 3: Rating Process**

- ◆ Given the anticipated subordinate structure of the WIFIA Master Credit Agreement and the 2024 and 2026 WIFIA Loans, develop credit rating strategy to optimize District's credit rating
- ◆ Manage process of obtaining initial preliminary rating letter and credit rating report and letter for the WIFIA Loan Application Item C.4
- ◆ Prepare District staff for discussions with rating agencies (i.e., prep calls)

- ◆ Prepare presentation(s) for discussions with rating agencies, detailing District performance in the following categories:
  - Area Economics and Demographics
  - Operational Management Practices and Strategies
  - Liquidity and Reserves
  - Debt and Liabilities
  - All-In Coverage
  - Financial Management Assessment
- ◆ Prepare independent analysis of the District's credit rating and advocate on the District's behalf to rating agencies
- ◆ Assist District staff with responding to pre-call and post-call questions from the rating agencies
- ◆ Recommend to District whether a WIFIA loan should be subordinate or parity with existing debt
- ◆ Review and provide comment on rating agency draft rating reports and letter

#### **Task 4: WIFIA Loan Closing/Funding Process**

- ◆ Provide project management services for all steps necessary to enter into a WIFIA Master Credit Agreement and to finalize and close the 2024 WIFIA Loan
- ◆ Advise District staff on strategies to optimize the structuring of the 2024 and 2026 WIFIA Loans
- ◆ Advise District staff on common "pinch points" during the early stages of the WIFIA Loan process to avoid potential delays in funding
- ◆ Participate in bi-weekly project calls, as requested and scheduled by EPA staff
- ◆ Work with District Bond Counsel to optimize the legal structure of the WIFIA Loan
- ◆ Review and provide comment on all WIFIA Loan documents, including:
  - Key Business Terms
  - WIFIA Loan Term Sheet
  - WIFIA Loan Agreement
  - WIFIA Closing Checklist
- ◆ Review the parity debt provisions associated with District's existing bond obligations to ensure WIFIA Loan meets requirements of existing bond obligations
- ◆ Assist District staff in responding to EPA due diligence requests (i.e., Legal and Financial due diligence)
- ◆ Prepare credit rating presentation and assist Agency management in obtaining the required rating from either S&P Global Ratings, Fitch, or Moody's
- ◆ Obtain CUSIP for the 2024 WIFIA Loan
- ◆ Continued strategic development of WIFIA Loan drawdown schedule (blending grants, WIFIA Loans, and Matching Bonds drawdowns)
- ◆ Continued refinement of long-term pro-forma (matching the desired term of the WIFIA Loan)
- ◆ Continued development of dynamic debt service calculation financial model for quantifying debt service on the 2024 and 2026 WIFIA Loans and Matching Bonds
- ◆ Assist with District Board approval process and provide presentation to District Board, Staff or Other Stakeholders (as requested)
  - Develop presentation materials or memos detailing financing information
  - Present information in any format as determined by District staff

- ◆ Assist District staff with providing required certifications and documents as outlined in the WIFIA Closing Checklist
- ◆ Manage closing day process for 2024 WIFIA Loan
  - Participate in interest rate set call
  - Verify EPA cashflows and provide municipal advisor sign-off as required by EPA staff on final loan sizing
  - Final review of 2024 WIFIA Loan documents reflecting final loan sizing, drawdown, and amortization
  - Participate in 2024 WIFIA Loan closing call
- ◆ Assist District staff in coordinating with the EPA regarding the post-closing press release/announcement of 2024 WIFIA Loan

**EXHIBIT B**

**COMPENSATION SCHEDULE**

**Budget**

For work described in the Scope of Services, NHA Advisors will be compensated based on time and materials required at the hourly rate schedule shown to the right. The not-to-exceed budget for these services, without further approval from the District, shall be \$130,000. The task-by-task estimate of this NTE is detailed below.

Staff Allocation	Hourly Rate
Principal	\$325
Director / Senior Vice President	\$300
Vice President	\$275
Assist. Vice President / Sr. Associate	\$250
Associate	\$225
Senior Analyst	\$200
Analyst	\$175
Administrative	\$ 75

Tasks	Assumed Blended Hourly Rate*	Estimated Hours	Estimated Hourly Billing
Task 1: Develop Pro Forma	\$275	100	\$27,500
Task 2: WIFIA Application Assistance	\$275	150	\$41,250
Task 3: Rating Process	\$275	60	\$16,500
Task 4: WIFIA Loan Closing/Funding Process	\$275	144	\$39,600
<b>Total Estimated Project Budget</b>			<b>\$124,850</b>

*\*Blended rate based on assumed NHA staff workload allocations on similar WIFIA Loan projects (~40% Principal and VP; ~60% Assistant VP and support staff); actual workload allocations may differ based on your project specifics*

**Expenses (Out-of-Pocket)**

All expenses will be billed directly at cost to the District. Expenses will be limited to those necessary for completion of the project.





# BOARD MEMORANDUM

**DATE:** January 8, 2024  
**TO:** BOARD OF DIRECTORS  
**FROM:** Dennis D. LaMoreaux, General Manager  
**RE:** ***CONSIDERATION AND POSSIBLE ACTION ON REORGANIZATION OF THE BOARD OF DIRECTORS. (GENERAL COUNSEL LEE)***

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To assist with the Board's discussion on this item, attached is a copy of Article 4 of the District's Rules and Regulations, Section 4.05: *Officers of the Board* and Section 4.06: *Duties and Obligations of the Officers of the Board*.

**Supporting Documents:**

- Rules and Regulations Article 4 Sections 4.05 and 4.06

**4.05: OFFICERS OF THE BOARD (Revised 7-9-18)**

The officers of the Board shall be:

**President, Vice President, Treasurer, Secretary, and Assistant Secretary.**

Officers shall be elected by a 3/5 majority vote of the Board. The Board shall reorganize every two years, following an election, unless by a 3/5 majority vote the Board approves a reorganization at any other time.

**4.06: DUTIES AND OBLIGATIONS OF THE OFFICERS OF THE BOARD**

Other than the duties and obligations specified herein, Officers have no rights or authority different from any other Director. In addition to such duties and obligations imposed by law or by action of the Board of Directors, the duties of each Officer of the District are as follows:

**4.06.1 PRESIDENT**

Preside over and conduct all meetings of the Board, including maintaining the order pursuant to the Rules of Procedure adopted by the Board and attached hereto as Appendix DD, to ensure constructive and democratic meetings and help, not hinder, the business and discussion of the Board. Carry out the resolutions and orders of the Board. Exercise other powers and perform other duties as prescribed by the Board in these Rules and Regulations and by other actions of the Board. Approve Board meeting agendas. Form or disband standing and ad hoc committees. Appoint committee members and the Chair of said committees. Sign all agreements to which the District is a party. Write and/or sign correspondence on behalf of the Board and PWD. In the event of an early vacancy in the office of the Presidency, the Vice President shall become the President.

**4.06.2 VICE PRESIDENT**

Exercise the duties of the President in the absence of, when the President stands down, or when the President is unable to continue in his/her duties due to any

other reason. In the event of an early vacancy in the position of Vice-President, the Board shall elect a new Vice-President in accordance with Section 4.04.

**4.06.3 TREASURER**

Sign financial instruments as required and serve as the Finance Committee Chair. The Treasurer acts on behalf of the President in the event the President and Vice President are unable to do so. In the event of an early vacancy in the position of Treasurer, the Board shall elect a new Treasurer in accordance with Section 4.04.

**4.06.4 SECRETARY**

Certify or attest to the actions taken by the Board. Sign the minutes of the Board meeting following their approval. In the absence of the Secretary from any meeting at which the Board approved meeting minutes, the Assistant Secretary, if present, shall sign the meeting minutes. In the event of an early vacancy in the position of Secretary, the Board shall elect a new Secretary in accordance with Section 4.04.

**4.06.5 ASSISTANT SECRETARY (Approved 7-9-18)**

Exercise the duties of the Secretary in the absence of or when the Secretary is unable to continue in his/her duties due to any other reason. In the event of an early vacancy in the position of Assistant Secretary, the Board shall elect a new Assistant Secretary in accordance with Section 4.04.

**4.07: DUTIES AND OBLIGATIONS OF ALL DIRECTORS**

**4.07.1 RULES OF CONDUCT**

The Board of Directors shall at all times conduct itself in accordance with all applicable Federal laws, State laws, Local laws, and the District's Rules and Regulations. Any violations by any Director of these Rules and Regulations, including this Article IV, may be addressed by the Board in the manner provided in the Rules of Procedure, attached hereto as Appendix DD at Section IV.B.



# BOARD MEMORANDUM

**DATE:** January 8, 2024  
**TO:** BOARD OF DIRECTORS  
**FROM:** Dennis D. LaMoreaux, General Manager  
**RE:** *CONSIDERATION AND POSSIBLE ACTION ON OPTIONS TO FILL THE VACANT BOARD OF DIRECTORS' SEAT FOR DIVISION 3. (GENERAL COUNSEL LEE)*

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## **Recommendation:**

The Board of Directors has the option of either (i) appointing a replacement to fill the vacant Board of Directors' seat for Division 3 with staff posting the required notices of the vacancy, or (ii) holding a special election and incurring the related election costs.

## **Alternative:**

No alternative proposed.

## **Impact of Taking No Action:**

If the Board does not take action on this item within the required timeframe, the Los Angeles County Board of Supervisors may appoint a replacement or may order the District to hold a special election to fill the vacancy.

## **Background:**

On December 11, 2023, Director Gloria Dizmang submitted her letter of resignation as Director of Division 3, effective December 31, 2023 due to health conditions. Under Government Code Section 1780, within 60 days of the effective date of the resignation (by February 29, 2024), the Board must either appoint a new Board member or call a special election to fill the vacancy.

The Los Angeles County Registrar-Recorder/County Clerk, Election Coordination Unit, has been notified of the Board vacancy. The next step is for the Board, by February 29, 2024, to either appoint a replacement or call a special election to fill the vacant position.

If the Board decides to appoint a new Board member, the District must post a notice of the vacancy in three or more conspicuous places within the District at least 15 days before the Board makes the appointment. If the Board decides to call for a special election, the election must occur at least 130 days after the election is called. Also, the District will be required to incur all election-related costs to fill the vacancy. All other applicable Election Code requirements must be followed.

**Strategic Plan Initiative/Mission Statement:**

This item is under Strategic Initiative No. 5 – Regional Leadership.

This item is directly related to the District’s Mission Statement.

**Budget:**

The Board’s choice of options will determine the cost for this item.

**Supporting Documents:**

- N/A



# BOARD MEMORANDUM

**DATE:** January 8, 2024  
**TO:** BOARD OF DIRECTORS  
**FROM:** Mr. Dennis Hoffmeyer, Finance Manager/CFO  
**VIA:** Mr. Dennis D. LaMoreaux, General Manager  
**RE:** ***CONSIDERATION AND POSSIBLE ACTION ON EQUIPMENT PURCHASE FOR 2024 METER EXCHANGE PROGRAM. (\$1,111,500.00 – BUDGETED – FINANCE MANAGER HOFFMEYER)***

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## **Recommendation:**

Staff recommends the Board approve the purchase of Master Meters and Nicor meter lids for the 2024 Budget year. This is a multi-vendor purchase and will allow staff to change out 3,585 meters within nine routes. This meter purchase will conclude all that were scheduled to be changed out per the 2019 Rate Study. The total cost estimate is \$1,111,500.00 and includes provisions for inflationary changes during the year.

## **Alternative Options:**

Staff could re-evaluate the total routes to be changed and propose a lesser quantity.

## **Impact of Taking No Action:**

Currently, we are utilizing multiple reading systems to read the District's meters, even with changes that have already been implemented. This includes reading meters manually with extensive hours performed for the manual read processing. Not completing the meter change out of the 3,585 meters will cause District staff to mitigate higher manual reading of the proposed routes along with estimating reads on stuck meters.

## **Background:**

Staff is targeting meters that are more than eight (8) years old and read by the Itron reading system. There are a couple routes also being targeted due to equipment failure between the meters and the remote radio system (Itron/Zenner).

In November 2023, the Board approved the pre-purchase of the Sensus SmartPoint modules for this Project due to allocation delays related to chip manufacturing. The District received the last of the 2023 radio purchases in December and will conclude the installation of the 2023 Meter Exchange Project by March. Staff anticipates that this proposed equipment purchase will arrive mid-March and that the meter exchanges will begin shortly thereafter. All these meters will be able to be read via AMI once that system is fully implemented in the next few months.

**Strategic Plan Initiative/Mission Statement:**

This item is under Strategic Initiative No. 1 – Water Resource Reliability.

This item directly relates to the District’s Mission Statement.

**Budget:**

This project will be funded through the General Funds and is part of the Meter Exchange Program budget for CY 2024.

**Supporting Documents:**

- Aqua-Metric – Nicor meter box lids quotation (various sizes)
- HydroPro Solutions – Master Meter quotation



Aqua-Metric Sales Company

December 29, 2023

Hector Gutierrez-Account manager
4050 Flat Rock Drive | Riverside, CA 92505
Phone: (951) 637-1400 | Facsimile: (951) 637-1500

Quote for: Palmdale Water District
Attention: Dennis Hoffmeyer- Finance Manager/CFO
Address: 2029 East Avenue Q
City, State, ZIP: Palmdale , Ca, 93550
Phone: 661-456-1069
Email: dhoffmeyer@palmdalewater.org

Table with 4 columns: Quantity, Description, Unit Price, Line Total. It lists two items: B12NLGRYWATthS 3/4" and B36NLGRYWATthS 1.5"-2".

Summary table with 2 columns: Description, Amount. Rows include Subtotal (\$237,822.00), Shipping & Handling, Sales Tax, and Total (\$237,822.00).

This quote for the product and services named above is subject to the following terms::

- 1. All quotes are subject to the Aqua-Metric Terms of Sale.
2. Quote is valid for thirty days.
3. Freight allowed on single orders exceeding \$20,000.00.
4. Net Thirty Days to Pay
5. Returned product may be subject to a 25% restocking fee.
6. Sales Tax and/or Freight charges are approximated and may vary on final invoice.
7.If Modifications in materials, labor, or processing are required to meet new regulations, the pricing submitted herein is subject to change





# HydroPro Solutions, Inc

1180 East Francis Street  
Ontario, CA 91761  
Phone 949-910-9449

To: Dennis Hoffmeyer  
Palmdale WD  
2029 East Avenue Q  
Palmdale CA 93550

# Quotation

**DATE** December 28, 2023  
**Quotation #** Brian Pmdl 12-28  
**Salesperson:** Brian Jensen

*Quotation valid until:* 90 Days  
*Prepared by:* Brian Jensen

Qty	Description	Unit Cost	AMOUNT	Part Number
<b>2024 Meter Exchange Multi-jet Meters w E-LINX TO TP-6</b>				
3154	3/4" X 7.5" BLMJ w E-LINX Reg Potted to Touchpad 6' Wire	\$ 185.65	<b>\$ 585,540.10</b>	B13-A31-B16-0126A-1
400	1" BLMJ w E-LINX Reg Potted to Touchpad 6' Wire	\$ 244.41	<b>\$ 97,764.00</b>	B16-A31-B16-0126A-1
19	1 1/2" MS Intermediate MJ w E-LINX Reg Potted to Touchpad 6' Wire	\$ 533.92	<b>\$ 10,144.48</b>	M21-A00-B16-0126A-1
12	2" MS Intermediate MJ w E-LINX Reg Potted to Touchpad 6' Wire	\$ 715.88	<b>\$ 8,590.56</b>	M23-A00-B16-0126A-1

**Sub Total:** \$ 702,039.14  
**Tax:** \$ 71,959.01  
**Freight:** TBD  
**Total:** \$ 773,998.15

PLEASE NOTE: This quotation is valid through 90 Days. We reserve the right to amend prices after this period.

**If required Shipping is ESTIMATED in this quote.**

**A 2% processing fee will be applied for all credit card purchases.**

All invoices are due Net 30 per HydroPro Solutions standard terms and conditions

**THANK YOU FOR YOUR BUSINESS!**

**ATTACHMENT 7.4**

**PALMDALE WATER DISTRICT JANUARY 8, 2024 AGENDA**

AGENDA ITEM NO. 7.4) Consideration and Possible Action on Authorization of the Following Conferences, Seminars, and Training Sessions for Board and Staff Attendance Within Budget Amounts Previously Approved in the 2024 Budget:

- 1) California Special Districts Association (CSDA) Webinar: Prevailing Wage Update 2024 to be held January 16, 2024.
- 2) CSDA Virtual Workshop: Records Management to be held January 17 - 18, 2024.
- 3) CSDA Webinar: Keeping up with the Brown Act to be held January 23, 2024.
- 4) CSDA Virtual Workshop: Board Member Best Practices to be held January 24 - 25, 2024.
- 5) CSDA Webinar: 2024 Annual Employment Law Update to be held January 30, 2024.
- 6) CSDA Virtual Workshop: ChatGPT Mastering the Basics and Beyond to be held January 31 and February 7, 2024.
- 7) CSDA 2024 Special District Leadership Academy (SDLA) to be held February 4 - 7, 2024 in San Luis Obispo.
- 8) 2024 California American Ground Water Trust-Association of Ground Water Agencies (AGWT - AGWA) Groundwater Conference to be held February 6 - 7, 2024 in Ontario.
- 9) CSDA Webinar: Ethics AB 1234 Compliance Training to be held February 8, 2024.
- 10) CSDA Webinar: How to Navigate the Meet and Confer Process to be held February 13, 2024.
- 11) CSDA Webinar: Form 700 Filers – A Guide to SEI Disclosure to be held February 15, 2024.
- 12) CSDA Quarterly Leadership Book Club: “It’s the Manager” to be held February 16, 2024.
- 13) CSDA Webinar: Sexual Harassment Prevention for Supervisors to be held February 20, 2024.
- 14) CSDA Virtual Workshop: SDLA Module 1 – Gov Foundations to be held February 21 - 22, 2024.
- 15) CSDA Webinar: Sexual Harassment Prevention for Non-Supervisors to be held February 27, 2024.
- 16) Association of California Water Agencies (ACWA) DC 2024 – Annual Washington, D.C. Conference to be held February 27 – 29, 2024.
- 17) CSDA Virtual Workshop: Budget Preparations for Special Districts to be held February 28 - 29, 2024.
- 18) American Membrane Technology Association (AMTA) / American Water Works Association (AWWA) 2024 Membrane Technology Conference & Exposition to be held March 4 - 7, 2024 in West Palm Beach, FL.
- 19) CSDA Webinar: California Public Records Act 2024 to be held March 5, 2024.
- 20) 2024 Public Sector Human Resources Association (PSHRA) NC Annual Conference to be held March 10 - 12, 2024 in Charlotte, NC.
- 21) WaterReuse 2024 Symposium to be held March 11 - 14, 2024 in Denver, CO.
- 22) CSDA Webinar: Creating a Successful Communications Strategy to be held March 12, 2024

- 23) CSDA Virtual Workshop: Policy and Procedure Writing to be held March 13 - 14, 2024.
- 24) Water Education Foundation Lower Colorado River Tour 2024 to be held March 13 - 15, 2024
- 25) CSDA Webinar: The Roles & Responsibilities of Public Employees to be held March 19, 2024
- 26) Special District Risk Management Authority (SDRMA) Sierra Workshop: Go Beyond Managing Safety Manage Risk to be held March 21, 2024 in El Dorado Hills.
- 27) 2024 Antelope Valley Economic Development and Growth Enterprise (AV EDGE) Spring Business Summit to be held March 22, 2024 in Lancaster.
- 28) 2024 SDRMA Spring Education Day to be held March 26, 2024 in Sacramento.
- 29) CSDA Workshop: SDLA Governance Foundations to be held March 26, 2024 in Sacramento.
- 30) AWWA CA - NV Section Operator Symposium to be held March 26 - 27, 2024 in Burlingame.
- 31) CSDA Webinar: Big Changes in CVRA & Redistricting Rules to be held April 2, 2024.
- 32) CSDA Virtual Workshop: SDLA Module 2: Charting the Course to be held April 3, 2024.
- 33) ACWA 2024 Water Conservation Showcase to be held April 4 in San Ramon.
- 34) Water Education Foundation Water 101 Workshop – The Basics & Beyond to be held April 5, 2024 in Sacramento.
- 35) SDRMA Central Workshop: Go Beyond Managing Safety Manage Risk to be held April 11, 2024.
- 36) CSDA 2024 Special District Leadership Academy to be held April 14 - 17, 2024 in San Diego.
- 37) CSDA Virtual Workshop: Prevailing Wage: Basics and Beyond to be held April 16 - 17, 2024.
- 38) Public Relations Society of America (PRSA) Western District Conference to be held April 17 - 19, 2024 in Universal City.
- 39) CSDA Webinar: A Legislative, Legal & Local Response to PFAS 2024 to be held April 23, 2024.
- 40) CSDA Workshop: Financial Management for Special Districts to be held April 24, 2024 in Sacramento.
- 41) CSDA Workshop: Human Resources Boot Camp for Special Districts to be held April 25, 2024.
- 42) SDRMA Bay Workshop: Go Beyond Managing Safety, Manage Risk to be held April 25, 2024 in Mill Valley.
- 43) CSDA Webinar: The Dos & Don'ts of Payroll, Taxes, and CalPERS to be held April 30, 2024.
- 44) CSDA Workshop: Supervisory Skills for the Public Sector to be held May 1, 2024 in Sacramento.
- 45) CSDA Quarterly Leadership Book Club: Conversations Worth Having to be held May 3, 2024.
- 46) ACWA 2024 Spring Conference & Expo to be held May 7 - 9, 2024 in Sacramento.
- 47) CSDA Virtual Workshop: Organizational Development to be held May 8, 2024.

- 48) 2024 California Association of Public Information Officials (CAPIO) Annual Conference to be held May 13 - 16, 2024 in Indian Wells.
- 49) CSDA Webinar: Fundamentals of Tax-Exempt Financing to be held May 14, 2024.
- 50) CSDA Webinar: But It's Our Standard Contract: Sign This Not That to be held May 16, 2024.
- 51) 2024 California HR (CAHR24) Conference by Professionals in Human Resources Association (PIHRA) to be held May 20 - 22, 2024 in Anaheim.
- 52) CSDA 2024 Special Districts Legislative Days to be held May 21 - 24, 2024 in Sacramento.
- 53) CSDA Webinar: Running for Office - How to Get Started to be held June 4, 2024.
- 54) CSDA Virtual Workshop: Overview of Special District Laws to be held June 5, 2024.
- 55) Public Risk Management Association PRIMA24 Annual Conference to be held June 6 - 9, 2024 in Nashville, TN.
- 56) AWWA 2024 Annual Conference & Exposition (ACE) to be held June 10 - 13, 2024 in Anaheim.
- 57) CSDA Webinar: Using "The Cloud" to Increase Efficiency to be held June 11, 2024.
- 58) CSDA Workshop: So, You Want to be a General Manager? to be held June 23, 2024 in Anaheim.
- 59) CSDA 2024 General Manager Leadership Summit to be held June 23 - 25, 2024 in Anaheim.
- 60) Society for Human Resource Management (SHRM) Annual Conference & Expo 2024 to be held June 23 - 26, 2024 in Chicago.
- 61) SDRMA South Workshop: Go Beyond Managing Safety, Manage Risk to be held July 24, 2024 in Costa Mesa.
- 62) Arizona Water Reuse 2024 Symposium to be held July 28 - 30, 2024 in Flagstaff, AZ.
- 63) 39<sup>th</sup> Annual Tri-State Seminar to be held August 5 - 8, 2024 in Las Vegas, Nevada.
- 64) SDRMA North Workshop: Go Beyond Managing Safety, Manage Risk to be held August 15, 2024 in Eureka.
- 65) CSDA Workshop: SDLA Governance Foundations to be held September 9, 2024 in Indian Wells.
- 66) CSDA Workshop: So, You Want to be a General Manager? to be held September 9, 2024 in Indian Wells.
- 67) CSDA 2024 Annual Conference & Exhibitor Showcase to be held September 9 - 12, 2024 in Indian Wells.
- 68) 2024 WaterReuse California Annual Conference to be held September 15 - 17, 2024 in Garden Grove.
- 69) CSDA Virtual Workshop: Supervisory Skills for the Public Sector to be held September 18, 2024
- 70) CSDA Webinar: How to Develop Your Agency's Succession Plan to be held September 24, 2024.
- 71) CSDA Virtual Workshop: SDLA Module 3: The Board's Role in Finance to be held September 25, 2024.
- 72) SDRMA Coast Workshop: Go Beyond Managing Safety, Manage Risk to be held September 25, 2024 in Monterey.

- 73) CSDA Quarterly Leadership Book Club: The Leader Who Had No Title to be held September 27, 2024.
- 74) CSDA Webinar: Sexual Harassment Prevention for Supervisors to be held October 1, 2024.
- 75) CSDA Virtual Workshop: Organizational Development to be held October 2, 2024.
- 76) CSDA Webinar: Sexual Harassment Prevention for Non-Supervisors to be held October 8, 2024.
- 77) CSDA Workshop: Overview of Special District Laws to be held October 8, 2024 in Sacramento.
- 78) CSDA Virtual Workshop: HR Boot Camp for Special Districts to be held October 9, 2024.
- 79) CSDA 2024 Board Secretary/Clerk Conference to be held October 21 - 23, 2024 in San Diego.
- 80) AWWA Fall Conference 2024 (AFC24) to be held October 21 - 24, 2024 in Reno, NV.
- 81) CSDA Webinar: Ethics AB 1234 Compliance Training to be held October 22, 2024.
- 82) CSDA Webinar: A Legal Tune-Up to Help You Stay in Peak Legal Shape to be held October 29, 2024.
- 83) CSDA Virtual Workshop: Financial Management for Special Districts to be held October 30 - 31, 2024.
- 84) CSDA Quarterly Leadership Book Club: Sometimes You Win-Sometimes... to be held November 1, 2024.
- 85) CSDA 2024 Special District Leadership Academy to be held November 3 - 6, 2024 in San Rafael.
- 86) CSDA Webinar: Building a Solid Financial Foundation to be held November 12, 2024.
- 87) CSDA Webinar: The Role of Technology in DEI to be held December 3, 2024.
- 88) ACWA 2024 Fall Conference & Expo to be held December 3 - 5, 2024 in Palm Desert.
- 89) CSDA Virtual Workshop: SDLA Module 4: Board's Role in HR to be held December 4, 2024.
- 90) Welding Skills Test & Training Center - Multiple dates.
- 91) CSDA On-Demand Webinar: 2023 Annual Employment Law Update.
- 92) CSDA On-Demand Webinar: 2023 Emergency Preparedness Summit.
- 93) CSDA On-Demand Webinar: 2023 Ethics AB 1234 Compliance Training.
- 94) CSDA On-Demand Webinar: 2023 Sexual Harassment Prevention Training for Supervisors.
- 95) CSDA On-Demand Webinar: A Legislative, Legal and Local Response to PFAS 2021.
- 96) CSDA On-Demand Webinar: A Practical Guide for Creating New Board Member Orientation.
- 97) CSDA On-Demand Webinar: ACA 13 Membership Overview.
- 98) CSDA On-Demand Webinar: Accessing American Rescue Plan Act (ARPA) Funds.
- 99) CSDA On-Demand Webinar: Addressing Cybersecurity Risks.
- 100) CSDA On-Demand Webinar: Avoiding Common Mishaps – The Reasonable Accommodation Process.
- 101) CSDA On-Demand Webinar: American Water Infrastructure Act (AWIA) Risk Assessment and Emergency Response Plan.
- 102) CSDA On-Demand Webinar: Board Member and District Liability Issues 2022.

- 103) CSDA On-Demand Webinar: Board Member/Trustee On-Demand Webinars Bundle.
- 104) CSDA On-Demand Webinar: Board Secretaries/Clerks Inspiration Knowledge.
- 105) CSDA On-Demand Webinar: Board Secretary/Clerk Bundle.
- 106) CSDA On-Demand Webinar: Building Relationships with Your Lawmaker's District Office.
- 107) CSDA On-Demand Webinar: CA Voting Rights Act Challenges to At-Large Board Elections.
- 108) CSDA On-Demand Webinar: CALPERS Update.
- 109) CSDA On-Demand Webinar: Completing Your Form 700.
- 110) CSDA On-Demand Webinar: Connecting to Enhance Performance Management.
- 111) CSDA On-Demand Webinar: Customer Service Excellence in the Public Sector.
- 112) CSDA On-Demand Webinar: Developing a Groundwater Sustainability Plan.
- 113) CSDA On-Demand Webinar: Diversity and Inclusion: Why It Matters for Leaders.
- 114) CSDA On-Demand Webinar: Dos and Don'ts of Initiative Campaigns.
- 115) CSDA On-Demand Webinar: Effective Management of People in a Hybrid Workplace.
- 116) CSDA On-Demand Webinar: Ethics AB 1234 Compliance Training SPANISH.
- 117) CSDA On-Demand Webinar Final Cal/OSHA Covid-19 Safety Standard.
- 118) CSDA On-Demand Webinar: Financing with Flexibility.
- 119) CSDA On-Demand Webinar: Fraud Detection and Prevention for Special Districts.
- 120) CSDA On-Demand Webinar: Gender Identity and Expression in the Workplace.
- 121) CSDA On-Demand Webinar: General Manager Evaluations.
- 122) CSDA On-Demand Webinar: General Manager On-Demand Webinars Bundle.
- 123) CSDA On-Demand Webinar: Good Governance.
- 124) CSDA On-Demand Webinar: Grant Funding 101 for Special Districts.
- 125) CSDA On-Demand Webinar: Grant Funding 201 for Special Districts.
- 126) CSDA On-Demand Webinar: Grassroots Advocacy and Public Outreach.
- 127) CSDA On-Demand Webinar: How and Why Involvement in Local Agency Formation Commission (LAFCO) Matters for Special District.
- 128) CSDA On-Demand Webinar: How to Build a Better Multi-Year Strategic Plan.
- 129) CSDA On-Demand Webinar: How to Develop a Diversity/Equity/Inclusion/Belonging (DEIB) Roadmap for Your Agency.
- 130) CSDA On-Demand Webinar: How to Handle an Unexpected Surge in Public Records Act (PRA) Requests.
- 131) CSDA On-Demand Webinar: How Your Financing Gets Priced in the Capital Marketplace.
- 132) CSDA On-Demand Webinar: Human Resources Bundle.
- 133) CSDA On-Demand Webinar: Increase Efficiency with Cloud Technology.
- 134) CSDA On-Demand Webinar: Independent Contractors, Dynamex, and AB5.
- 135) CSDA On-Demand Webinar: Intro to Special District Finances for Board Members.
- 136) CSDA On-Demand Webinar: Is Your District "Recession Ready?"
- 137) CSDA On-Demand Webinar: Learn ADA Compliance and Transparency Without Falling Asleep.
- 138) CSDA On-Demand Webinar: Maximizing Employee Potential Through Coaching.
- 139) CSDA On-Demand Webinar: Navigating Prop 218 Rates and Fees.
- 140) CSDA On-Demand Webinar: Navigating the Surplus Land Act.

- 141) CSDA On-Demand Webinar: National Special Districts Coalition (NSDC) in 2023: Federal Priorities, Grants, and More!
- 142) CSDA On-Demand Webinar: Prevailing Wage Update 2023.
- 143) CSDA On-Demand Webinar: Prudently and Proactively Managing Pension Liabilities.
- 144) CSDA On-Demand Webinar: Public Records Act Requests 2023.
- 145) CSDA On-Demand Webinar: Ratepayer Assistance and Water Shut-Off Laws.
- 146) CSDA On-Demand Webinar: Records Retention and Management in the Electronic Age.
- 147) CSDA On-Demand Webinar: Reserve Policies for Special Districts: How Much is Enough?
- 148) CSDA On-Demand Webinar: Revenue Enhancements for Special Districts.
- 149) CSDA On-Demand Webinar: Save the Drama: Managing Challenging Employee Situations.
- 150) CSDA On-Demand Webinar: School Partnerships.
- 151) CSDA On-Demand Webinar: Search Engine Optimization (SEO) to Support Communication.
- 152) CSDA On-Demand Webinar: Sexual Harassment Prevention - Spanish.
- 153) CSDA On-Demand Webinar: Significance and Lifespan of Municipal Service Reviews.
- 154) CSDA On-Demand Webinar: Special District Workforce Partnerships.
- 155) CSDA On-Demand Webinar: Special Districts & Nextdoor: Opportunity is Knocking.
- 156) CSDA On-Demand Webinar: Take Action: Engaging with Your Legislators.
- 157) CSDA On-Demand Webinar: The ABC's of Special District Leadership Foundation (SDLF).
- 158) CSDA On-Demand Webinar: The Brown Act: Come for the Basics, Stay for the Updates.
- 159) CSDA On-Demand Webinar: The Critical Nature of Communications in the Public Agency.
- 160) CSDA On-Demand Webinar: The Ever-Evolving Landscape of Cybersecurity.
- 161) CSDA On-Demand Webinar: The Great Board Chair.
- 162) CSDA On-Demand Webinar: The New World of Remote Work.
- 163) CSDA On-Demand Webinar: Tips and Tricks for CSDA Annual Awards.
- 164) CSDA On-Demand Webinar: Tools for Managing Disaster Response and Recovery.
- 165) CSDA On-Demand Webinar: Tools for Workplace Violence De-escalation.
- 166) CSDA On-Demand Webinar: Understanding Implicit Bias Through Cultural Intelligence.
- 167) CSDA On-Demand Webinar: Water and Service Rates in Today's Environment.
- 168) CSDA On-Demand Webinar: Water Infrastructure Funding Information Session.
- 169) CSDA On-Demand Webinar: What Every Board Member Should Know.
- 170) CSDA On-Demand Webinar: What to Expect from Your Financial Department.
- 171) CSDA On-Demand Webinar: Who Does What? Best Practices for Board/Staff Roles.
- 172) CSDA On-Demand Webinar: Winning Federal Grants.

**MINUTES OF MEETING OF THE FINANCE COMMITTEE OF THE PALMDALE WATER DISTRICT, OCTOBER 17, 2023:**

*A meeting of the Finance Committee of the Palmdale Water District was held Tuesday, October 17, 2023, at 2029 East Avenue Q, Palmdale, CA 93550. Chair Wilson called the meeting to order at 10:30 a.m.*

**1) Roll Call.**

**Attendance:**

Committee:  
Don Wilson, Chair  
Kathy Mac Laren-Gomez,  
Committee Member

**Others Present:**

Dennis LaMoreaux, General Manager  
Adam Ly, Assistant General Manager  
Dennis Hoffmeyer, Finance Manager  
Bob Egan, Financial Advisor  
Diana Gunn, Accounting Supervisor  
Danielle Henry, Executive Assistant  
Patricia Guerreo, Management Analyst  
0 members of the public

**2) Adoption of Agenda.**

It was moved by Committee Member Mac Laren-Gomez, seconded by Chair Wilson, and unanimously carried by all members of the Committee present at the meeting to adopt the agenda, as written.

**3) Public Comments for Non-Agenda Items.**

There were no public comments for non-agenda items.

**4) Action Items: (The Public Shall Have an Opportunity to Comment on Any Action Item as Each Item is Considered by the Committee Prior to Action Being Taken.)**

**4.1) Consideration and Possible Action on Approval of Minutes of Meeting Held September 19, 2023.**

It was moved by Committee Member Mac Laren-Gomez, seconded by Chair Wilson, and unanimously carried by all members of the Committee present at the meeting to approve the minutes of the Finance Committee meeting held September 19, 2023, as written.



**4.2) Discussion and Overview of Cash Flow Statement and Current Cash Balances as of September 2023. (Financial Advisor Egan)**

Financial Advisor Egan provided an overview of the monthly Major Account Activity Report, the Quarterly Major Account Activity Report, the Investment Funds Report, and the Cash Flow Statement through September 2023, including account transfers, assessments received, water transfer revenue, capital improvement fees, semi-annual payments, interest and market value received, the projected year-end balance, and then highlighted the importance of the cash balance in relation to the District's bond rating.

Finance Manager Hoffmeyer then provided a brief update on the grant funding for the Littlerock Dam Sediment Removal Project.

**4.3) Discussion and Overview of Financial Statements, Revenue, and Expense and Departmental Budget Reports for September 2023. (Finance Manager Hoffmeyer)**

Finance Manager Hoffmeyer provided an overview of the Balance Sheet Report, the Balance Sheet Quarterly Comparison Report, the Profit and Loss Statement, the Profit and Loss Quarterly Comparison, the departmental budgets versus actual, and individual departmental budgets for the period ending September 2023, including bond and capital lease payments, interest earnings, and departmental increases for consulting and purchased water costs followed by clarification that departmental expenses have shifted from groundwater production costs to State Water Project transportation costs and that most departments are operating below the traditional budgetary percentage of 75%.

**4.4) Discussion and Overview of Committed Contracts Issued. (Finance Manager Hoffmeyer)**

Finance Manager Hoffmeyer provided an overview of the Contractual Commitments and Needs Report for new and replacement capital projects, consulting and engineering support projects, new and replacement equipment, water quality fee funded projects, committed and projected capital expenditures, and projects paid out through the 2021A Series Water Revenue Bonds through September 2023.

**4.5) Consideration on a Recommendation Regarding Resolution No. 23-14 being a Resolution of the Board of Directors of the Palmdale Water District Establishing Its Investment Policy. (No Budget Impact – Finance Manager Hoffmeyer/Financial Advisor Egan)**

Finance Manager Hoffmeyer provided an overview of the District's Investment Policy updates after which it was moved by Committee Member Mac Laren-Gomez, seconded by Chair Wilson, and unanimously carried by all members of the Committee present at the meeting that the Committee concur with staff's recommendation to approve Resolution No. 23-14 being a Resolution of the Board of Directors of the Palmdale Water District Establishing Its Investment Policy and that this item be presented to the full Board for consideration at the October 23, 2023 Regular Board Meeting.

**4.6) Consideration on a Recommendation Regarding Resolution No. 23-15 being a Resolution of the Board of Directors of the Palmdale Water District Adopting a Reserve Policy. (No Budget Impact – Finance Manager Hoffmeyer/Financial Advisor Egan)**

Finance Manager Hoffmeyer reviewed the recommended changes to the District's Reserve Policy, including the addition of Table A to the Policy outlining annual audited Operation and Maintenance Expenses establishing a calculation guideline of 25% to set the reserve goals for Board Designated Funds No. 2 and No. 3 in-lieu of specific dollar amounts, after which it was moved by Committee Member Mac Laren-Gomez, seconded by Chair Wilson, and unanimously carried by all members of the Committee present at the meeting that the Committee concur with staff's recommendation to approve Resolution No. 23-15 being a Resolution of the Board of Directors of the Palmdale Water District Adopting a Reserve Policy and that this item be presented to the full Board for consideration at the October 23, 2023 Regular Board Meeting.

**4.7) Consideration on a Recommendation Regarding the 2024 Budget. (Finance Manager Hoffmeyer/Financial Advisor Egan)**

Finance Manager Hoffmeyer provided a detailed overview of the 2024 Budget, including revenue and expenses based on revised projections from the 2019 Water Rate Study selling 14,500 Acre Feet of water, personnel expenses, transfers to the Rate Stabilization Fund, projected water sales and assessments, capital expenditures, bond

and grant funding, and departmental budgets with anticipated adjustments after which General Manager LaMoreaux stated that this has been the lowest amount of water sales since years 2015 and 1991 and credited the rate structure for supporting District operations through decreased water sales.

After a brief discussion of the projected year-end cash balance, of the 2019 Rate Study, and of staff's contributions to the District's annual budgets, it was moved by Committee Member Mac Laren-Gomez, seconded by Chair Wilson, and unanimously carried by all members of the Committee present at the meeting that the Committee concurs with staff's recommendation to approve the 2024 Budget and that this item be presented to the full Board for consideration at the October 23, 2023 Regular Board Meeting.

**5) Reports.**

**5.1) Finance Manager Hoffmeyer:**

**a) Accounts Receivable Overview.**

Finance Manager Hoffmeyer provided a detailed overview of outstanding balances of amounts greater than \$50.00 for each account type at sixty and ninety days past due and stated that there are twenty-six payment arrangements as of September 30 and that payments continue to be received through the Low-Income Household Water Assistance Program (LIHWAP) for these accounts.

**b) Revenue Projections.**

He then stated that based on selling 14,500 AF of water, revenue is behind projections by approximately \$1,308,790 as of September 2023.

**c) Payment by Transaction Type.**

He then stated that electronic payments continue to be the leading payment type followed by a brief review of future payment features included in next year's transfer to the InfoSend payment platform.

**d) Billing and Collection Statistics.**

He then reviewed the Billing and Collection Statistics through September 30, 2023 and stated that these numbers are back to historical averages.

**5.2) Financial Advisor Egan:**

**a) Debt Service Coverage Status.**

Financial Advisor Egan stated that the Debt Service Coverage for October 2022 to September 2023 is 1.37 and remains strong.

**5.3) Other.**

There were no other items to report.

**6) Board Members' Requests for Future Agenda Items.**

There were no requests for future agenda items.

**7) Date of Next Committee Meeting.**

After a brief discussion, it was determined that the next Finance Committee meeting will be held December 19, 2023 at 1:30 p.m.

**8) Adjournment.**

There being no further business to come before the Finance Committee, the meeting was adjourned at 11:52 a.m.



Chair

**MINUTES OF REGULAR MEETING OF THE COMMISSIONERS OF THE ANTELOPE VALLEY STATE WATER CONTRACTORS ASSOCIATION, OCTOBER 12, 2023.**

*A regular meeting of the Commissioners of the Antelope Valley State Water Contractors Association was held Thursday, October 12, 2023, at 6450 West Avenue N, Palmdale, CA 93551, at 2856 Owens Way, Rosamond, CA 93560, and via teleconference. Chair Parris called the meeting to order at 6:07 p.m.*

**1) Pledge of Allegiance.**

At the request of Chair Parris, Commissioner Hogan led the pledge of allegiance.

**2) Roll Call.**

**Attendance:**

Robert Parris, Chair  
Kathy Mac Laren-Gomez, V. Chr.  
Don Wilson, Secretary  
Leo Thibault, Treasurer  
Barbara Hogan, Commissioner  
Keith Dyas, Commissioner

**Others Present:**

Peter Thompson II, General Manager  
Dennis Hoffmeyer, Controller  
James Chaisson, LCID General Manager  
Matthew Knudson, AVEK General Manager  
Dennis LaMoreaux, PWD General Manager  
Scott Kellerman, PWD Board Director  
Scott Rogers, PWD Engineering Manager  
Chandra Chilmakuri, SWP Asst. General Mgr.  
Danielle Henry, Executive Assistant  
Angel Fitzpatrick, Administrative Technician

EXCUSED ABSENCE –  
None

**3) Adoption of Agenda.**

It was moved by Commissioner Mac Laren-Gomez, seconded by Commissioner Hogan, and unanimously carried by all members of the Board of Commissioners present at the meeting on the following roll call vote to adopt the agenda, as written:

Chair Parris – aye  
Vice Chair Mac Laren-Gomez – aye  
Commissioner Thibault – aye  
Commissioner Wilson – aye  
Commissioner Dyas – aye  
Commissioner Hogan – aye

**4) Public Comments for Non-Agenda Items.**

There were no public comments.

**5) Presentation on the State of the State Water Project (Chandra Chilmakuri, Assistant General Manager-State Water Contractors)**

Mr. Chilmakuri, Assistant General Manager of the State Water Contractors, provided a detailed presentation of the state of the State Water Project. The presentation included the State Water Contractors' approach, objectives, affordability and business practices, energy use, infrastructure, outreach, and items related to the budget and legislation. He also provided information on the water supply, including State ESA incidental take permits, voluntary agreement framework, Delta Conveyance, tracking and reporting, and the increased emphasis on San Joaquin River conditions. Also presented were the legal efforts, the 2022 Highlights, and the overall priorities for 2023/2024.

Mr. Chalmakuri, also stated that the SWP contract has been extended to 2085 and that all 29 SWC have signed the extension to his knowledge.

Chair Parris thanked Mr. Chalmakuri for his presentation.

**6) Presentation on the East Avenue Q Recycled Water Pipeline (Scott Rogers, PWD Engineering Manager)**

Mr. Rogers, PWD Engineering Manager, provided a detailed presentation on the East Avenue Q Recycled Water Pipeline located along East Avenue Q between 30<sup>th</sup> Street East and 20<sup>th</sup> Street East. The presentation includes the benefits to the valley, such as the recycled water use at the Pure Water AV Demonstration Facility, Palmdale Soar High School, and Construction Water.

**7) Consideration and Possible Action on Minutes of Regular Meeting Held August 10, 2023.**

It was moved by Commissioner Mac Laren-Gomez, seconded by Commissioner Dyas, and carried by all members of the Board of Commissioners present at the meeting on the following roll call vote to approve the minutes of the regular meeting held August 10, 2023, as written:

Chair Parris – aye  
Vice Chair Mac Laren-Gomez – aye  
Commissioner Thibault – aye  
Commissioner Wilson – aye  
Commissioner Dyas – aye  
Commissioner Hogan – aye

**8) Payment of Bills.**

It was moved by Commissioner Thibault, seconded by Commissioner Hogan, and unanimously carried by all members of the Board of Commissioners present at the meeting on the following roll call vote to approve payment and ratification of payment of the bills received from PWD in the amount of \$282.50 for staff services, from AVEK in the amount of \$895.90 for staff services, from Woodard and Curran in the amount of \$6,983.75 for professional services associated with the 2019 IRWM Update and Disadvantaged Community Involvement (DACI) Program Set Aside Grant, from Woodward and Curran in the amount of \$14,889.25 for professional services associated with the 2019 IRWM Update and Disadvantaged Community Involvement (DACI) Program Set Aside Grant, ratification of payments made to AVEK in the amount of \$37,782.50 and PWD in the amount of \$1,052,282.70 for pass-through funds received from the Department of Water Resources on behalf of the AV IRWMP Group Prop. 1 Grant Project Funding:

Chair Parris – aye  
Vice Chair Mac Laren-Gomez- aye  
Commissioner Thibault - aye  
Commissioner Wilson - aye  
Commissioner Dyas – aye  
Commissioner Hogan – aye

**9) Consideration and Possible Action on Resolution No. 2023-3 being a Resolution of the Board of Commissioners of the Antelope Valley State Water Contractors Association Changing the Location of the Association's Principal Office, the Time of the Commencement of Regular Meetings of the Commissioners, and the Banking Institution to be Utilized by the Association. (General Manager Thompson II)**

General Manager Thompson, II stated that during the transition of administrative staff from Danielle Henry with Palmdale Water District to Angel Fitzpatrick with Antelope Valley-East Kern Water Agency, Danielle Henry noticed a need to clean up the Bylaws, including making the following changes to the Bylaws: Changing the principal office location from PWD to AVEK, allowing documentation to come to the AVEK office and designating the AVEK office to hold the official records; Changing the meeting commencement time to show the AVSWCA holds meetings bimonthly at 6:00 p.m.; Changing the financial institute to show our current banking institute as Citizens Bank. Staff consulted with the attorney, who recommended this Resolution to clean up the Bylaws.

It was moved by Commissioner Mac Laren-Gomez, seconded by Commissioner Wilson, and unanimously carried by all members of the Board of Commissioners present at the meeting on the following roll call vote to approve Resolution No. 2023-3 being a Resolution of the Board of Commissioners of the Antelope Valley State Water Contractors Association Changing the Location of the Association's Principal Office, the Time of the Commencement of Regular Meetings of the Commissioners, and the Banking Institution to be Utilized by the Association:

Resolution 2023-3 is hereby made a portion of the minutes of this meeting.

Chair Parris – aye  
Vice Chair Mac Laren-Gomez- aye  
Commissioner Thibault - aye  
Commissioner Wilson - aye  
Commissioner Dyas - aye  
Commissioner Hogan – aye

**10) Consideration and Possible Action on Retaining or Releasing the Remaining Restricted Funds Related to the Big Rock Creek Joint Groundwater Recharge Project (Controller Hoffmeyer)**



General Manager Thompson II stated that the AVSWCA completed the feasibility study for Big Rock Creek and essentially completed the portion of the project that the funds were collected for Big Rock Creek. As we move to approve a restricted funds budget, a decision is needed to determine what to do with the remaining Big Rock Creek project funds.

General Manager Thompson II provided 2 options. One is retaining the funds within the restricted budget and holding them to use in 2024 for potential recharge future projects such as culverts for Big Rock Creek, Littlerock Creek, and Upper Amargosa Creek or to move forward, making the Littlerock Creek project more permanent. Staff recommends retaining the funds for future projects. The second option is to redistribute the funds to the agencies proportionally to how the funds were collected.

Commission Thibault expressed concerns about the money being collected for Big Rock Creek and using it for other projects; the line-item budget generates no interest for anyone.

General Manager Thompson II clarified that staff anticipates coming back with a recommendation for a project to consider putting the funds towards and allowing each member agency board to rededicate the funds to a new project such as Littlerock Creek.

Controller Hoffmeyer provided additional clarity stating that the Big Rock Creek project name was just placed on the fund and would be reclassified. We would come back with a full project and rename the funds as the new project.

Commission Thibault provided a motion to move to approve to retain the Big Rock Creek \$38,530.46 in the budget as is.

It was moved by Commissioner Thibault, seconded by Commissioner Mac Laren-Gomez, and carried on a 5-1-0 vote by members of the Board of Commissioners present at the meeting on the following roll call vote to approve to retain the Big Rock Creek \$38,530.46 in the budget as is:

Chair Parris – aye  
Vice Chair Mac Laren-Gomez – aye  
Commissioner Thibault – aye  
Commissioner Wilson – nye

Commissioner Dyas – aye  
Commissioner Hogan – aye

**11) Consideration and Possible Action on Approving the Restricted Funds Budget for Fiscal Year 2023/2024 (Controller Hoffmeyer)**

Controller Hoffmeyer provided an overview of the FY 2023/2024 USGS Program budget and cost breakdown for each group responsible for payment.

Controller Hoffmeyer provided clarity that the action is to approve AVSWCA's contribution of \$35,921.00.

It was then moved by Commissioner Thibault, seconded by Commissioner Hogan, and unanimously carried by all members of the Board of Commissioners present at the meeting on the following roll call vote to approve the USGS Restricted Funds Budget for Fiscal Year 2023/2024:

Chair Parris – aye  
Vice Chair Mac Laren-Gomez – aye  
Commissioner Thibault – aye  
Commissioner Wilson – aye  
Commissioner Dyas – aye  
Commissioner Hogan – aye

**12) Report of Controller.**

**a) Update on Revenue, Expenses, and Change in Net Position.**

Controller Hoffmeyer provided an overview of the Association's revenue, expenses, and change in net position for the month ending September 30, 2023.

**13) Report of General Manager.**

**a) Status Updates:**

**1) Antelope Valley Watermaster Meetings.**

General Manager Thompson II reported that the Watermaster Board approved the storage agreement for AVEK High Desert Water Bank; that an Ad Hoc Committee was formed to negotiate a single-year contract extension with the Hallmark Group for administrative services; and that USGS gave a presentation on their groundwater monitoring program.

**3) Antelope Valley and Fremont Basin IRWMP Stakeholder Meetings.**

He then reported that the eighth quarterly invoice for the Proposition 1 Round 1 grant funding has been submitted; that \$2.5 Million has been distributed to the grantees through quarter 8; that the Proposition 1 Round 2 Agreement has been finalized with the Department of Water Resources (DWR); and that \$1 Million in grant funding was awarded to support the Antelope Valley Resource Conservation District Lawn Reduction Rebate Program and the Palmdale Water District Avenue Q Recycled Water Extension.

He then stated that AVEK staff applied for Proposition 1 Round 2 grant funding through the Fremont IRWMP and that \$625,000 was awarded to rehab the North Region Pump Station.

**4) Big Rock Creek Recharge Project.**

He then reported that Metropolitan Water District (MWD) reviewed the feasibility study and MWD will discuss with staff; That MWD is not currently interested in partnering on the recharge of the Big Rock Creek project but may revisit in the future; that staff reviewed future siphon use with DWR and that DWR will allow single-year agreements but long-term agreements would require upgrading the siphon to an official turnout; and that there are strong grant opportunities for the culvert options in 2024.

**5) Littlerock Creek Recharge Project.**

He then reported that the Littlerock Creek Project has been online for 25 weeks; that approximately 6,400 AF of water has been recharged; that a letter was sent to Todd Groundwater regarding the project; that the continuance of the project beyond 2023 will require improved metering, CEQA work, a Watermaster Storage Agreement and a long term agreement between parties and DWR; and that staff will provide the Commissioners with options for continuing the project at the meeting in December.

**14) Reports of Commissioners.**

There were no reports of Commissioners.

**15) Report of Attorney.**

No attorney was present at the meeting.

**16) Commission Members' Requests for Future Agenda Items.**

Commissioner Thibault requested that staff provide the Commissioners with an understanding of why the USGS program is essential to Watermaster.

**17) Consideration and Possible Action on Scheduling the Next Association Meeting on December 14, 2023.**

It was determined that the next regular meeting of the Association will be held on December 14, 2023, at 6:00 p.m.

**18) Adjournment.**

There being no further business to come before the Commissioners, the regular meeting of the Commissioners of the Antelope Valley State Water Contractors Association was adjourned at 7:41 p.m.



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Secretary