



MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE NAPA SANITATION DISTRICT, NAPA COUNTY, CALIFORNIA, HELD AND CONVENED AT SOSCOL RECYCLED WATER FACILITY ADMINISTRATION OFFICE, WEDNESDAY, FEBRUARY 2, 2022 CALLED TO ORDER AT 4:00 PM.

DRAFT

1. **OPEN SESSION:**

2. **ROLL CALL:**

PRESENT: SCOTT SEDGLEY, Chair; RYAN GREGORY, Vice Chair; MARY LUROS and DAVID GRAVES (via zoom), Directors. ALSO PRESENT: TIM HEALY, General Manager, and JOHN BAKKER, Legal Counsel.

ABSENT: PETE MOTT, Director.

3. **REVIEW OF AGENDA:** No Changes.

4. **SAFETY MOMENT:** Director Luros read the safety topic – No Excuse to Not Work Safely.

5. **PUBLIC COMMENT:** None.

6. **SPECIAL PRESENTATIONS:** None.

7. **CONSENT CALENDAR:**

- a. **MR 22-009:**  
**APPROVAL OF MINUTES FROM THE REGULAR MEETING ON JANUARY 12, 2022.**
- b. **Receive County of Napa Invoice Register for December 2021.**
- c. **MR 22-010:**  
**RECONFIRM FINDINGS (A), (B) AND (D) OF RESOLUTION 21-021 AUTHORIZING REMOTE MEETINGS PURSUANT TO EMERGENCY PROCEDURES UNDER THE BROWN ACT.**
- d. **MR 22-011:**  
**AWARD THE CONSTRUCTION CONTRACT FOR THE NORTH NAPA SIPHON GATE REPLACEMENT PROJECT (CIP 21718) TO TERRACON CONSTRUCTORS, INC. FOR THE BID AMOUNT OF \$297,727 AND AUTHORIZE THE GENERAL MANAGER TO EXECUTE THE AGREEMENT WITH THE CONTRACTOR AND ISSUE THE NOTICE TO PROCEED, WHEN APPROPRIATE.**

- e. **MR 22-012:**  
**ACCEPT THE SARATOGA VINEYARDS SUBDIVISION SANITARY SEWER IMPROVEMENTS FOR MAINTENANCE AND OPERATION AND RELEASE PERFORMANCE BOND IN THE AMOUNT OF \$258,640, FOLLOWING RECEIPT OF A MAINTENANCE BOND IN THE AMOUNT OF \$25,864.**
- f. **Receive General Manager’s Report for December, 2021.**

Motion by LUROS, seconded by GREGORY, by the following roll-call vote:

AYES: GRAVES, GREGORY, LUROS, SEDGLEY  
NOES: NONE  
ABSENT: MOTT  
ABSTAIN: NONE

8. **REGULAR CALENDAR:**

- a. **Receive presentation from staff and Carollo Engineers on the Recycled Water Rate Study.**

Cyndi Bolden, Finance Director, introduced consultant Mark Panny of Carollo Engineers. Mr. Panny and his team are assisting NapaSan with a recycled water rate study. He gave an overview of the process for the rate study, and reviewed the study objectives and goals, as well as the multiple elements and analyses of their study approach. Mr. Panny indicated that communication will be completed throughout the process to provide transparency and collaboration.

Mr. Panny reviewed the benefits that the recycled water program provides to our region. He discussed the costs associated with production of recycled water, as well as the current rate structure for sale of recycled water. The study will explore the current rate structure and may propose changes to match operational and cost of service drivers. Mr. Panny reviewed the proposed project schedule. Board and staff held discussion.

- b. **Discuss potential refunding of the certificates of participation, series 2012A, and receive presentation from NapaSan’s municipal advisors, KNN Public Finance.**

Cyndi Bolden, Finance Director, introduced consultant Bobby Cheung of KNN Public Finance. KNN has been NapaSan’s Municipal Advisors since 2007. Mr. Cheung reported they provide NapaSan with long-range financial planning assistance and independent financial analysis, advice and expertise. He reviewed the summary of the plan of finance to issue a single series of fixed rate Revenue Refunding Bonds, Series 2022A to refund the existing 2012A Revenue COPs for present value savings.

Mr. Cheung reviewed the estimated sources, uses, and savings with the planned finance. He reported an estimated gross savings total of \$2,375,604 over ten years. He also reviewed NapaSan’s current outstanding debt and payments. Mr. Cheung discussed the timeline for the process, which includes a presentation to the Board in

early March on NapaSan's credit to Standard & Poor's and a presentation the end of March to consider financing Resolution and form 2022A Bond documents.

The Board, staff and consultant held discussion.

- c. **MR 22-013:**  
**AUTHORIZE AN INCREASE OF CHANGE ORDER SIGNING AUTHORITY FOR THE GENERAL MANAGER FROM \$500,000 (2.4% OF ORIGINAL CONTRACT) TO A MAXIMUM OF \$1,000,000 (4.8% OF ORIGINAL CONTRACT) FOR THE BROWNS VALLEY TRUNK PROJECT (CIP 14703) FOR A POTENTIAL TOTAL APPROVED CONTRACT AMOUNT OF \$21,507,752.**

Motion by GREGORY, seconded by LUROS, by the following roll-call vote:

AYES: GRAVES, GREGORY, LUROS, SEDGLEY  
NOES: NONE  
ABSENT: MOTT  
ABSTAIN: NONE

Andrew Damron, Technical Services Director, reviewed the status of the Browns Valley Trunk project and explained the need for an increase to 4.8% of original contract for the change order signing authority. He reviewed the approved change orders to date and the potential change orders needed on the project. Damron reviewed the remaining schedule for the project. The Board and staff held discussion.

9. **GENERAL MANAGER REPORT:**

- a. Healy reported on the North Bay Water Reuse Authority and their intent to re-establish the TAC (Technical Advisory Committee). He reported he attended two meetings with TAC in recent weeks. He announced he was appointed Chair of the TAC.
- b. Healy acknowledged receipt of a letter from Napa County Office of Education on February 1, 2022. The Board members also received the letter. Healy reported staff is working to resolve issues with the Office of Education and that the item could be added to an agenda for Board discussion at a later date, if appropriate.

10. **LEGAL COUNSEL REPORT:** None.

11. **BOARD OF DIRECTORS REPORTS/GENERAL DISCUSSION:**

- a. Finance Committee meeting (1/24/2022) – Vice-Chair Gregory and Director Graves attended the meeting. Gregory reported they discussed and reviewed the upcoming budget assumptions.
- b. Director Graves reported he is a member of the WICC Board (Water Information & Conservation Council). He indicated he will do what he can to advocate for Napa Sanitation District's interests.

12. **UPCOMING MEETINGS:**

- a. North Bay Watershed Association meeting – February 4, 2022
- b. Regular Board meeting – February 16, 2022
- c. NBWRA Board meeting – February 28, 2022
- d. Regular Board meeting – March 2, 2022

13. **ADJOURNMENT (5:15 P.M.)**

Adjourn to Napa Sanitation District Regular meeting on February 16 2022 at 4:00 P.M. at the Napa Sanitation District Administration Building, 1515 Soscol Ferry Road, Napa, California.

**Respectfully submitted,**

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**Clerk of the Board**