



BOARD OF DIRECTORS
Financing Corporation Meeting Agenda
January 5th, 2023, 6:30 p.m.
Board Room and on-line
19039 Bay Street, El Verano
(707) 996-1037

Board of Directors
Colleen Yudin-Cowan, President
Gary Bryant, Vice President
Steve Caniglia
Jon Foreman
Steve Rogers

PUBLIC NOTICE

Pursuant to Government Code section 54953(e), and in light of the declared state of emergency, this meeting may be conducted telephonically or by other electronic means. This meeting will be held as a hybrid of in-person and remote via Zoom or telephone.

Directors and the public may participate in this open, public meeting in person or remotely. Join the Zoom meeting here:

<https://us02web.zoom.us/j/2135226170?pwd=R1Ira2FZWVWNmdrVk16ZTFwelFsUT09>

Meeting ID: 213 522 6170

Password: VOMWD

Dial in: +1 669 900 6833 US

Find your local number: <https://us02web.zoom.us/u/kbQrgAVzxw>

Time will be provided for public comment. Any member of the public wishing to speak will be allowed 3 minutes to make a statement. Board President will call for comments prior to the Board deliberating on pending action. However, please note that no action can be taken on any item unless printed on the agenda and included with the meeting notice. Therefore, any item discussed by members of the public and not shown on the agenda will only be received for information. The Board of directors may choose to set such item for future discussion and staff report. A full agenda packet is available at the District office for public view. A fee may be charged for copies. During the meeting, information and supporting materials are available in the Boardroom. District facilities and meetings comply with the Americans with Disabilities Act. If special accommodations are needed, please contact the District as soon as possible, but at least two days prior to the meeting.

All open meetings are recorded. Recordings for each meeting are retained for a minimum of 90 calendar days and may be heard upon request, at no cost. Please contact a member of the District staff for assistance. ITEMS ON THIS AGENDA MAY BE TAKEN OUT OF THE ORDER SHOWN.

Any writings or documents provided to a majority of the Board regarding any item on this agenda will be made available for public inspection in the VOMWD office located at the above address during normal business hours.

1. CALL TO ORDER – PLEDGE – ROLL CALL

2. PUBLIC COMMENTS:

This section of the agenda is provided so that the public may express comments on any item within the District's jurisdiction not listed on the agenda. Board members can ask questions for clarification, respond to statements or questions from members of the public, refer a matter to staff, or follow Board procedures to direct staff to place a matter of business on a future agenda. The public may express comments on agenda items at the time of Board consideration.

3. CONSENT CALENDAR

It is recommended by the General Manager that these items, which are expected to be routine in nature and without controversy, be received and acted upon by the Board without discussion. If any Board member or interested party requests that an item be removed from the Consent Agenda for discussion, it will be considered separately. The consent calendar may be approved by a single motion.

Item 3.A Minutes of the January 4, 2022 Financing Corporation Meeting.

Item 3.B Consider Adoption of Resolution No. 230101 Authorizing the Use of Teleconference Meetings in Compliance with AB 361

4. OLD/NEW BUSINESS

Item 4.A Election of Officers for Valley of the Moon Water District Financing Corporation for Calendar Year 2023.

5. ADJOURNMENT

The next scheduled Finance Corporation Board meeting is a regular meeting at 6:30 p.m. on January 2nd, 2024. *Posted this 30th, day of December 2022, online and in three public places.*



Amanda Hudson, Secretary

VALLEY OF THE MOON WATER DISTRICT
FINANCING CORPORATION
REGULAR MEETING MINUTES
January 4, 2022

A Regular Meeting of the Board of Directors of the Valley of the Moon Water District Financing Corporation was held on January 4, 2022. Pursuant to Government Code section 54953(e), and in light of the declared state of emergency, this meeting was conducted telephonically and by other electronic means. This meeting was held as a hybrid of in-person and remote via Zoom or telephone. Directors and the public were provided the opportunity to participate in this open, public meeting in person or remotely.

President Foreman called the meeting to order at 6:30 P.M.

Directors Present:	Gary Bryant Jon Foreman Brooke Harland Steve Rogers Colleen Yudin-Cowan
District Counsel	Megan Burke
District Personnel:	Matthew Fullner, General Manager Amanda Hudson, Administration Manager Brian Larson, Water System Manager Oscar Madrigal, Finance Manager
Public:	None

2. PUBLIC COMMENTS

None

3. CONSENT CALENDAR

Item 3.A Minutes of the January 5, 2021, Financing Corporation Meeting.

Item 3.B Consider Adoption of Resolution No. 220101 Authorizing the Use of Teleconference Meetings in Compliance with AB 361

Director Rogers made a motion, seconded by Director Harland, to adopt the Consent Calendar.

A roll call vote was taken:

Director Bryant	<u>Aye</u>
Director Foreman	<u>Aye</u>
Director Harland	<u>Aye</u>
Director Rogers	<u>Aye</u>

Director Yudin-Cowan Aye

Ayes 5 Noes 0 Absent 0 Abstain 0

4. OLD/NEW BUSINESS

Item 4.A Election of Officers for Valley of the Moon Water District Financing Corporation for Calendar Year 2022.

Motion by **Director Rogers** and carried unanimously to elect **Director Yudin-Cowan** as President.
Motion by **Director Rogers** and carried unanimously to elect **Director Bryant** as Vice-President.
Motion by **Director Foreman** and carried unanimously to elect **Director Harland** as Treasurer/Secretary.

5. ADJOURNMENT

Director Foreman adjourned the meeting at 6:35 P.M. The next scheduled meeting is scheduled for January 3, 2023, at 6:30 P.M.

Treasurer/Secretary

President

Date: January 5, 2023

Item: 3.B

MEMORANDUM

TO: Valley of the Moon Water District Finance Corporation Board of Directors

FROM: Matt Fullner, General Manager

SUBJECT: Consider Adoption of Resolution No. 230101 Authorizing the Use of Teleconference Meetings in Compliance with AB 361

Background

In March of 2020, Governor Newsom issued Executive Orders N-25-20, N-29-20, and N-33-20, which declared a state of emergency related to the COVID-19 pandemic and allowed temporary changes to the Brown Act, allowing meetings to be held remotely by electronic or telephonic means.

On September 18th, the Governor rescinded the executive orders because they had been replaced by legislation, AB 361, now Government Code section 54953(e). This legislation allows for virtual meetings to continue: (1) if a state of emergency remains active, or (2) if state or local officials have imposed or recommended measures to promote social distancing. So long as one of these two conditions is satisfied, staff and legal counsel will present the Board with a resolution at the beginning of each meeting, that will ask the Board to affirmatively decide whether conditions merit continuing to meet remotely. The resolution will ask the Board to make one or both of the following findings and must be passed by majority vote for the Board to continue to meet remotely:

That “[t]he state of emergency continues to directly impact the ability of the members to meet safely in person”

or: that [s]tate or local officials continue impose or recommend measures to promote social distancing.”

This section of the statute expires in January 2024, so after that date, this option will no longer be available unless new legislation is enacted.

Recommendation

Adopt Resolution No. 230101 authorizing the use of teleconference meetings in compliance with AB 361.

Attached

- Resolution 230101

RESOLUTION NO. 230101

RESOLUTION OF THE BOARD OF DIRECTORS OF VALLEY OF THE MOON WATER DISTRICT FINANCE CORPORATION AUTHORIZING THE USE OF TELECONFERENCE MEETINGS IN COMPLIANCE AB 361

WHEREAS, the Valley of the Moon Water District is committed to preserving and nurturing public access and participation in meetings of the Board of Directors; and

WHEREAS, all meetings of Valley of the Moon Water District's legislative bodies are open and public, as required by the Ralph M. Brown Act (Cal. Gov. Code 54950 – 54963); and

WHEREAS, the Brown Act, Government Code section 54953(e), makes provisions for remote teleconferencing participation in meetings by members of a legislative body, without compliance with the requirements of Government Code section 54953(b)(3), subject to the existence of certain conditions; and

WHEREAS, one condition required to permit teleconferencing under Government Code section 54953(e) is that a state of emergency is declared by the Governor pursuant to Government Code section 8625, proclaiming the existence of certain emergency conditions as described in Government Code section 8558; and

WHEREAS, a second condition required to permit teleconferencing Government Code section 54953(e) is that state or local officials either impose or recommend measures to promote social distancing, or, a finding that the legislative body meeting in person would present imminent risks to the health and safety of attendees; and

WHEREAS, such conditions now exist in the District; and

WHEREAS, on March 4, 2020, Governor Newsom issued a Proclamation of a State of Emergency in response to the rapid spread of the highly contagious disease known as COVID-19; and

WHEREAS, the Sonoma County Health Department (1) strongly recommends that local governmental agencies conduct teleconferencing meetings, as those meetings present the lowest risk of transmission of COVID-19; (2) encourages agencies to consider holding meetings outdoors, as outdoor airflow reduces the risk of COVID-19 transmission and facilitates 6 feet of physical separation; and (3) requires that, if local agencies do hold meetings in person, that staff and members of the public maintain at least 6 feet of distance at all practicable times; and

WHEREAS, despite ongoing efforts to promote masking and vaccinations, COVID-19 continues to threaten the health and lives of the public, especially with the existence of the Delta variant, which is highly transmissible in indoor settings; and

WHEREAS, the increased risk of contracting COVID-19 associated with being indoors with others has caused, and will continue to cause, conditions of peril to the safety of persons within the District that are likely to be beyond the control of services, personnel, equipment, and facilities of the District.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors of the Valley of the Moon Water District finds that the above declarations are true and correct.

IT IS FURTHER DETERMINED AND RESOLVED that due to the COVID-19 pandemic, meetings of the Valley of the Moon Water District in person will present imminent risk to the health and safety of attendees.

IT IS FURTHER DETERMINED AND RESOLVED that the Valley of the Moon Water District Board declares the circumstances set forth in Government Code section 54953(e)(1), exist because the State of Emergency continues to exist and because local health officials recommend social distancing measures indoors. In addition, the circumstances as set forth in Government Code section 54953(e)(2) and (3) exist, because the State of Emergency continues to exist and the Board, by this Resolution, determines that in-person meetings will present imminent risk to the health and safety of attendees, and in-person meetings should be discouraged where, as here, safer teleconferencing alternatives are available. As a result, the Board of the Valley of the Moon Water District and other legislative bodies of the District may continue to meet by teleconference in accordance with Government Code section 54953(e) and this Resolution.

IT IS FURTHER DETERMINED AND RESOLVED that this Resolution shall take effect immediately upon its adoption and shall be effective until the earlier of (1) 30 days from the date of adoption of this Resolution; (2) such time the Valley of the Moon Water District Board of Directors adopts a subsequent resolution in accordance with Government Code section 54953(e) to extend the time during which the Board may continue to teleconference without compliance with paragraph (3) of subdivision (b) of Government Code section 54953; or (3) the Board adopts a resolution rescinding this Resolution.

IT IS FURTHER DETERMINED AND RESOLVED that the approval of this Resolution is not a “project” under Section 21065 of the Public Resources Code and under California Environmental Quality Act (“CEQA”) Guidelines Sections 15378(a) and is exempt under CEQA Guidelines Section 15061(b)(3).

THIS RESOLUTION PASSED AND ADOPTED THIS 5th DAY OF JANUARY 2023, by the following votes:

Director Bryant _____

Director Foreman _____

Director Caniglia _____

Director Rogers _____

Director Yudin-Cowan _____

By _____
President

By _____
Treasurer/Secretary

AYES _____ NOES _____ ABSTAIN _____ ABSENT _____

I HEREBY CERTIFY that the foregoing Resolution was duly adopted at a regular meeting of the Board of Directors of Valley of the Moon Water District, held on the 5th day of January 2023 of which meeting all Directors were duly notified and at which meeting a quorum was present at all times and acting.

By _____
Treasurer/Secretary

Date: January 5, 2023
Item: 4.A

MEMORANDUM

TO: Valley of the Moon Water District Finance Corporation Board of Directors

FROM: Matt Fullner, General Manager

SUBJECT: Election of Officers for Valley of the Moon Water District Financing Corporation for Calendar Year 2023.

Background

The past practice of the District at the first meeting in January has been to conduct an election to fill the positions of Board President, Vice President, and Treasurer/Secretary. The following procedure has been previously used to conduct the elections.

The outgoing President asks for nominations for the office of the Board President. It is not necessary that nominations be seconded. When all nominations have been acknowledged, the nominations are closed. If there is only one nominee, the nominee may be elected by acclamation. If there is more than one nominee, a vote is taken with the first nominee being the subject of the vote. If this nominee does not receive approval from a majority of the Board, the 2nd nominee is then voted on, and so on until a nominated person is elected.

The Board member elected President then accepts the gavel and presides over the rest of the Board meeting.

The process is repeated for the Vice President and Treasurer/Secretary.

Recommendation

Conduct the election of Valley of the Moon Water District Financing Corporation officers for calendar year 2023.