

BOARD OF DIRECTORS
Lower Lake County Waterworks District No. 1
Official Minutes of the Special Meeting Held
October 2nd, 2019

CALL TO ORDER

Chair Frank Haas called the Special Meeting of the Board of Directors to order at 8:00 A.M. all members were present, Also present were Board Secretary Lori Gonzalez, Supervisor Moke Simon, Cynthia Fisher, Theresa McElwain, Coleta Barnhart, Ellen Pierson, Mike Kallerman, Noel Negrete, Dwayne Nowinski, James Kingland, and Jennifer Wilson.

1. Public Input:

Director McElwain Just wants to say that I know there are Serial meetings going on and in fact consensus of the Board that this meeting is taking place and I Knew nothing about it. Was 9:00 the meeting supposed to be, never had an agenda did not know anything about it. Are Board members supposed to be left out. Director Armstrong asks that the Board Secretary call everyone to confirm date and time of meeting. Chair Haas asked Moke where are we supposed to post the agendas as the post office is not letting us post there. We post it on the door, bulletin board next to the post office and the website. Cynthia Fisher said it was not posted on the website. Moke said the post office should let you post it and that he would stop by and talk with them. Chair Haas requested when agenda is posted to the website that somebody needs to check that it posted. Haas said correct me if I'm wrong but during public input can the Board respond. Moke said during public input the answer is no. It is public input and you're not supposed to respond on public input. Supervisor Moke Simon said I came here today because I got some calls from the community about what is going on and did get an email from Mr. Fiora about his resignation. The calls from the community about their concerns on as far as the position goes. I wanted to let you know today since 2015 Todd Fiora worked with us through the Valley fire and I have stayed in constant contact with him. He had a meeting with me a week and a half or two weeks ago and every time I am in the local office he make it a point to come in. The last thing we talked about was getting the permit for the office from the County because it was stuck there a while. I did not know until he called me and we were able to get it moving. So if there is anything else going on please reach out to me, If I can help I will. Really, calls from the community about the direction of the water district without Todd are why I am here today. I was hoping to support the young man but the Board makes those decisions. From the District 1 Supervisor position was hoping something could be worked out, talked about or something like that. Good leadership is important and young leadership. He was mentored by great people in this room. I have a long term relationship with Frank Haas, John Hamner down at Callyomi. I worked with Todd on the intertie and other projects going on. I would like to see us move forward in a positive direction, that is what I like to see in our community. I know there are a lot of challenges and other things that need to be worked on. We don't always have to agree with folks we work with, we work as good faith for the community. I don't know how long I can speak today, but really that's what I wanted to talk about today. I have a regular meeting next week and you have not seen me because I thought everything was running smooth. Until I got the email from Todd on Sunday, started getting calls from the community members that I should come down, and see what is going on, that is why I am here. I support everybody, I appoint people to the Board as they come up. I want to make sure were moving in the right direction, moving positively on projects. That's all I wanted to say today, that's my peace I speak today. I would like to say that to the entire Board, to take into consideration said my peace and move on from there. I want to thank ever body for letting me address you. I do apologize having to move it up, but I have a meeting to get to in Lakeport. I do plan on coming to your regular meeting next week at 1:00pm. Ellen Pierson said I'm going to speak on an agenda item, it's Item B. I would suggest that the Board not accept Todd's resignation, I think if the Board acts hastily or recklessly to this situation would be a huge mistake and I'd also like to say that a Board when it does things it is important to have findings and that if you do something by resolution, ordinance or motion it must be done that way. So be

careful what you do. I think Todd's doing a great job, best manager we've had, thank you for your time. Coleta Barnhart said I would like to talk on B, I have known Todd and watched what he has done in the community and I have seen nothing but progress coming forward. We've had past managers that have lied to the Board and to the public of things they have done. I think it is important for us to really look at what he has done and what he has in progress. I know that he has had some challenges and he's working through it. Please really consider what you are doing because we need like Moke said someone in here that takes challenges head on. Ellen Pierson said I want my comment for the record. Theresa McElwain said the logo that Todd made on his own, everything on that logo has a meaning. He worked and worked until he got it correct. Everything he has done he has done for the district. He has been good for the district and he has never done anything against the district.

2. Accept Todd Fiora Resignation:

Vice Chair LeBrun Said I'm not happy about it, I wished he would have gone about it a different way, but he didn't. What he did was resign. He did not give us the opportunity, we talked to him at the last meeting, at the las 3 meetings and he did not make an attempt to justify his actions to prove why he did what he did and he decided to resign, we did not ask him to resign. When somebody does that they are not vested and that the way I feel about it. Director Armstrong said I'm inclined to agree, we had made a decision to put the action off. He was aware of what we were going to be discussing, the issue, did not write anything to back up what he was telling us, but then if he had come to us between taking action at the last closed session meeting. If he had come and said this is the information this is it or something but he just resigned. Chair Haas said we had a closed session that we can't talk about because it was a closed session. I have a whole different thing on that. My opinion he did ask two things, I have to be careful as it was a closed session thing. But I have a whole different thing on that. Director McElwain said I don't accept his resignation. Director Evans says she agrees with both Vice Chair LeBrun and Director Armstrong. Based on what we discussed in closed session. Vice Chair LeBrun asks Chair Haas how can you not accept his resignation. Chair Haas says because what was discussed in closed session I can't repeat. I think he did ask a few things. Ellen Pierson said Vice Chair LeBrun asked "how can you not accept his resignation" You would need to make a motion to not and then you could let the Board President talk to him. Chair Haas said if we don't accept his resignation we talk to him. Vice Chair LeBrun says he has resigned and been asked to be released from his position. This is his asking we don't accept is and say no, then what, is it up to him. Ellen Pierson said If you don't accept his resignation than it is up to him. It gives the Board President the opportunity to come back to work. Chair Haas said we cannot discuss what was said in closed session. Director Armstrong said we did not take any action at that meeting. So instead of the General Manager deciding after the meeting that no action was taken, should have said I need to get some information to back that up. I better figure out how to get the Board some information so at the next meeting we can resolve this. He didn't do that, he put in his resignation. So now we are here voting on his resignation or maybe tabling it for another week or whatever, however long we have to put it off for. When and if the General Manager had wanted to present information to the Board he could have done, as we had taken no action. The General Manager could have found the information. My point being he made a choice. Chair Haas said there is a reason why he made the choice. When in closed session things were said that he saw the writing on the wall. Director Armstrong said ok, he saw the writing on the wall. Haas said the reason we didn't do something at the last meeting was because the agenda wasn't properly done. Director Armstrong said the agenda was irrelevant. Hold on a minute that's irrelevant. We still did not take any action and so if he saw the writing on the wall at that meeting, obviously because we have a resignation. Why is he saw the writing on the wall and he wanted to keep his job, why didn't instead of putting in his resignation then why didn't he get the information that would have cleared up some confusion. Cynthia Fisher said maybe you should talk to him and not accept his resignation so he has the opportunity to clear himself. Chair Haas said if I was in his shoes I probably would have done the same

thing. Because if I would have seen the writing on the wall and who knows what's going to be on the next agenda. Director McElwain said this is all the paper work I had. Coleta Barnhart said someone said a paper trail, on all agendas your supposed to have all the paperwork with the agenda. Something attached so the public is aware of what's going on. Director Evans said except when it is private. We cannot give that information. Vice Chair LeBrun said it was a closed session. Director Evans said it was in closed session. Chair Haas said anything in closed session it has to stay in closed session. All of us are trying to be careful not to say anything that was in closed session. Cynthia Fisher said is all the Board Members provided copies. Vice Chair LeBrun said no we all did not have copies, we passed it around the room. Vice Chair LeBrun continues saying I would have handled the whole situation differently had it been me. Director Armstrong said it may be crossing into closed session; I don't want to touch close session. Vice Chair LeBrun said If I would have seen the writing on the wall I would have gone back to you guys with backup support. I would have fought for my job. I would have not walked right out of that meeting and told my crew that I am leaving and not show up the next day and resign on the following Monday which is his normal day off. I would not have done that. We have a different way of doing things. He obviously had a different way of doing things. I would not do that; I would have fought for myself. Chair Haas said your opinion is fine I just would have done the same thing that is just my opinion. Vice Chair LeBrun said, he never told us how he feels or why he did what he did, but he did it. So shouldn't we honor his request. Ellen Pierson Said I've been through the water industry for 15 years and retired. I've been through many many training classes and I know how these things go. General Managers are far and few between. Once John Hamner was teaching a class and at the beginning of his class said "who in here wants to be a General Manager" nobody raised their hand and I just have to say good luck with that. You've had some devious, lying, do nothing, lazy managers here and Todd is the very best we had. He's ambitious, he excels at everything he tries to learn and I think you guys are making a mistake and again my comments are for the record. Vice Chair LeBrun said someone needs to make a motion.

Vice Chair LeBrun made a motion to accept Todd Fiora resignation, seconded by Director Evans.

3 Ayes 2 Nays

3. Staff Meeting:

Chair Haas ask if any of the staff members have any questions or want to talk to the Board. Director Armstrong said how we move forward. Mike Kallerman asks what the Boards direction moving forward. Director Armstrong said at this point we would like Mike Kallerman run operations in the field and we would like to know what you feel are the status of things. What do you think is the priority of sorts. I would also like to state that time sheets have been implemented that does not mean we do not trust that you are not doing your job. It has everything to do with figuring out if one area is taking up too much time and the bandaid fix is not working we will replace something. The accounting of costing us time and management so just understand your all adults here, we are all working for the same goal to have a well-functioning facility. Have communication better with all employees and the board. We are not some elite group that sits up here, we shop at the same grocery store. So you know we are all adults so if new things are implemented on accounting, we are not spying on you, that's not the case. It is to figure out what is costing us money. Why it is, so if you guys are working over here then having to go over here to this thing again, whatever this thing is, we can see it, it is tangible. Another reason we are a public agency. Things work differently in a public agency then they do in a private agency. Plain and simple so if it seems like you are seeing more things or recording more things or more policies all of a sudden it is because we are trying to get things up to where they should be. We are a water Company, we want everything operating great, employees that will talk to one another and be able to talk to the Board as that is what we are here for. This is it, we are here as an advisory position,

if you guys have ideas, get a plan together. Vice Chair LeBrun said we have an open door policy, we will listen to anything you have to say. It was not to circumvent your supervisor. It was so if you guys felt that something wasn't getting done and if something was needing to get done. So without risk you can come to us and say hey. Our Board meetings are public, nobody ever comes to our Board meetings, this is the fullest it has been in 3 years and it was because Todd resigned and I'm sorry for that. But moving forward I think you got a hard working team here. You need to depend on each other. I kind of feel like I need to ask you questions right now about where we are on certain projects and I'm not sure that you would know the answers. The progress you should know the answers. Where are we at on Rancho Sendero, where are we at on the fencing for plant B, what are we doing about our leaks that continually keep popping up in the same place, where are we at with the Intertie Project. Can any of you seriously tell me where we are at on any of these projects. Mike Kallerman said how much money do you want to spend basically. Vice Chair LeBrun said those items are in the budget. Those items already have money budgeted for them. Mike Kallerman Said I have not seen a budget, but that is not my problem. We have so many things pop up, wild card items, things that are scheduled to be maintenance. So I believe that if these things start popping up on the table here, then we need to be addressed in the field. How much is that fence, I think we had 3 people look at the fence and no one pulled the trigger. All I know is I have had Contractors go out there. Then the other things you are talking about, again some of it is beyond our scope. Rancho Sendero, how do you set up a PRV station. Well we have Grad II water, how are we supposed to put a PRV station together. So I am not a Construction guy, I'm a remove and replace, so that's what I think and these guys think. So what do we do, you guys tell me. Vice Chair LeBrun said, you're not getting my point. Mike Kallerman said oh I got your point. Director Armstrong said I got your point. Vice Chair LeBrun said I do to, I got his point, he has not been told the money is there and how much he can spend. Chair Haas said I don't think it is his job to know the money is there. Director Armstrong said exactly. Vice Chair LeBrun said no it wasn't his job. Mike Kallerman said we have the jobs we were directed to get done as of right now. James Kingland said we got Mill Street done, the generator, that was another slip in, we built the pad, did the underground piping for it, we set it and in between all of those other things we still make water. I think our plan is to be back up generated. When the power goes out keep making water. Most times that is what we are focused on. We have Well 1 generated, we've got Generac at the Twin Lakes pump station. Solar generation at Mill Street. We focus on the things that we know will be there in the next 10 years and still making water. The intertie is a process but we laid it out on Lake Street. As far as Rancho Sendero there are just certain things to be done, so that when the guy that comes out to install it, it will be ready to go basically. But it all takes time, in the last two weeks we had two 6" main breaks, a 4" and 8" on a hill that kept leaking and filling up an old pipe that came out to the street. So it took a while to find it. We replaced 20' and took out the old repair coupling. It was not deep it was way deep. Chasing pipes going up the hill we found valves and stuff that has been cut, capped, and buried. Now we have a good idea how it all works there, how it comes down the hill and ties in. It just all takes time. Director Armstrong said I understand that. Chair Haas said We don't have a manager at this time, so he is going to have an issue out there of things he has to get done. I know as a previous manager. What was Todd's limit before he had to ask. Emergency is different a motor burns up you have to get it fixed that an emergency. Mike Kallerman asks who are you going to talk to, I don't have anybody, unless you guys tell me who I am supposed to ask. What is going to be the protocol? Chair Haas said what Board members is he going to ask. You could call me anytime. Vice Chair LeBrun said if it is 3 in the morning that is an emergency call whoever. You got to do what you have to do. Chair Haas said if you have a project your working on and you need a \$5,000 part then you bring it to the Board. But if there is an emergency you go do what you have to do. Director Evans said I have a suggestion for the Board, other public Boards I have been on who also lost their leader a committee has been appointed of 2 Board members as an executive decision on the spot until that position is filled. Chair Haas said that is why I told him he can call me anytime he had a problem. We can have a committee to deal with office and a committee to deal with the field. Director Armstrong

said I think it should be the Chair and Vice Chair. Chair Haas said it is up to the Board. I don't have a problem with it, I have been in the problem before. Mutual aid with Anderson Springs, Callyomi and here. I've had to take over before. Director Evans said But is that something that has to go on the agenda. Chair Haas said so we need to put it on the next agenda. It was just a discussion we cannot make a decision today. Is there anything else we need on the agenda to deal with. Because right now we are going to put Lori Gonzalez in charge of the office and Mike Kallerman will be in charge of the field. We would like Mike Kallerman to come to the Board meetings. Gonzalez and Kallerman need to communicate with each other and Gonzalez can show Kallerman the budget. She can show you what's in the budget. Director Armstrong said I would like all of you in the field give us what is your top priority. Chair Haas said we are having a staff meeting any other questions. Vice Chair LeBrun said we want you guys to speak freely. We want to hear what you have to say. This is important, we are going through a huge change here and we really want to be prepared for it. Chair Haas said I think it was a good idea to have all the Board members here for the staff meeting. Director Armstrong said me too. Chair Haas said on Friday when you get the agenda, like we have been doing for 20 years. Make sure this could not be on here that's what I was told. Call me on Friday and we will go over the agenda. Lori Gonzalez said I will call you on Thursday. Chair Haas said any Board member can put anything on the agenda to just know that. Make sure it is written properly. Director Armstrong said any staff member can come to a Board meeting right. Chair Haas said yes, anybody can come in. Director Armstrong said if you have anything to say please come and say it. Chair Haas said if the public comes in, that's why I asked Moke because I was unsure in that. I know I have been to a Board of Supervisors meeting and they just sit there and listen. I've seen people going at them so I wanted to make sure. Director Evans said I do not know how long they can talk for, but I have been in other meetings where the Chair puts a stop watch on the table and whether its 2 minutes, 3 minutes or 5 minutes you are excused. Director Armstrong said I think the guys want to get back to work. Chair Haas said any other questions from the staff, anything else on the Board. We will put the committee thing on the agenda for next time. Director Evans said do you want to separate committees. Chair Haas said do we want one or two. Put it on the agenda and we will discuss it and take possible action on that. Vice Chair LeBrun said there's one other thing I want to say to you guys. All I want is honesty. We want you to be straight up forward with us. Mike Kallerman said When Todd and I came on Board we said that is what we would tell you and I believe that's all we stuck to. There's no reason to lie were not here making a million dollars. Vice Chair LeBrun said you're taking it wrong. Mike Kallerman Said no I'm not taking it wrong. But we like to put our hearts and soul into it and that's what we do. So you know we're trying, we can't be rushed. Some of these things you cannot go to Walmart and get off the shelf. It takes sometime months to get stuff. Cynthia Fisher said I agree with Mike to come across as an accusation. Vice Chair LeBrun said I'm sorry I apologize. Cynthia Fisher said standing here listening that's what it sounded like to me. Vice Chair LeBrun said I was just trying to say if anyone has a problem I want them to know they can come to us. That's all I want from you, that is what I meant. I did not mean that they were not being honest with me. Chair Haas asks if there is anything else.

4. Director Armstrong made a motion to adjourn meeting at 8:51am, seconded by Vice Chair Lebrun.

5 Ayes 0 Nays

Frank Haas, Chairman

Lori Gonzalez, Secretary to the Board

Approved: November 12th, 2019