

San Miguelito Mutual Water Company

Minutes of the Board of Director's Meeting

9:00 A.M. Wednesday, March 21, 2018

I. CALL TO ORDER AND ROLL CALL

Meeting called to order by Board President John Delehant at 9:02 a.m.

Board Members Present:	John Delehant, Gerri Hall, Rick Koon, Martin Suits, Rob Rossi
Board Member Absent:	Ben Banks
Staff Members Present:	Michelle Edson, Accounting & Administrative Manager
Consultants Present:	Tim Carmel, Legal Counsel
Guests:	Heron Crest Resident Bob Pusanik, Indian Hill Resident Heather Nelson and Paul Metchik with Rossi Enterprises

II. PUBLIC/SHAREHOLDER COMMENT – None

III. REVIEW and APPROVAL OF MINUTES

a. February 21, 2018 – Gerri Hall requested to amend the minutes to include John Delehant's announcement on the matter of Tom Athey's resignation. Motion to approve as amended made by Martin Suits seconded by Rob Rossi. Motion passed 4–0 Hall abstained

IV. DISCUSSION AND CONSIDERATION OF DRAFT CONFLICT OF INTEREST POLICY:

a. The main question being discussed centered around a Shareholders right to represent themselves vs Board Member responsibilities. Should a Board Member who has a project in our service area be able to present the project to the Board for approval or because they are a Board Member should they recuse themselves? After some collaboration it was decided to amend the draft policy on page 2 under Disclosure, Recusal and Abstention Paragraph b. to end first sentence after president. Motion made by Rob Rossi seconded by John Delehant.
Motion passed 4 –1 Suits opposed

V. DISCUSSION AND CONSIDERATION OF METHOD TO FILL BOARD VACANCY:

a. Staff presented two options: A new Director may be appointed to the Board at this time or the BOD could wait until the annual meeting to have Shareholders vote on a Director to fulfill Tom Athey's term. Also discussed was a process in which to notify the Shareholders of the vacancy and to solicitate interest in the open position. It was decided that Shareholders should elect a new director at the annual meeting and staff will make a flyer to email to all HOA presidents and property managers. Staff will also post on our website and outgoing April bills.
Motion to approve was made by Martin Suits seconded by Rob Rossi. Motion passed 5 – 0.

VI. GENERAL MANAGERS REPORT

- Administration

- Staff completed CPR and First Aid training. We now have an AED device located in the break room.
- All monthly reporting under the direction of Dan is being submitted by Luz.
- The State Water Division Annual Report has been submitted to the State.
- VSP vision insurance renewed without an increase.
- The TAC for the Marre Weir met with multiple agencies attending. Rick spoke about the history of the Marre Weir at an American Fisheries Society meeting held at the Weir.
- The Gas Company has expressed an interest in locating a meter signal box at tank 400.

- Operations

- The Magnesium Hydroxide being added to LS #1 has worked well at reducing the odors in our force mains. We are now able to decrease the amount being added.
- We are currently on State Water due to the maintenance and cleaning of Wells 5A & 6A.
- Staff performed water booster pump maintenance.

- Capital Projects

- The pad at new well site is ready for project.
- Capital Projects are being scheduled.

- Additional Project
 - SMS Sewer Service Contract – Received
 - GTA Reclaimed Water Use Study – on hold
 - Cleath New Well Study – We are ready to begin drilling March 26th weather permitting
 - Reserve Replacement Study – Developing an outline for a 10year plan
 - ABCSD Regional Study – The draft report is submitted to the SWRCB
 - Marre House – Preliminary power design is being worked on

VII. FINANCIAL STATEMENT

The Board Management Report for February 2018 was presented by General Manager Rick Koon with the following highlights:

Cash and Reserve Funds as of January 31st, 2018, are:

Operating Cash	Operational Contingency Reserves	State Water Reserves	Capital Reserves
\$151,765	\$355,186	\$203,376	\$2,620,286

IX. BOARD MEMBER COMMENT – None

X. UPCOMING BOARD MEETING AND AGENDA ITEMS

- a. April 18 2018 Board Meeting
- b. May 16, 2018 Board Meeting and Annual Meeting

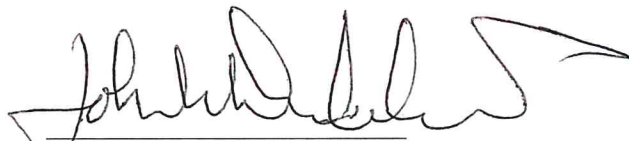
XI. ADJOURNMENT –Meeting was adjourned at 10:18 a.m.

Proceeding reported by:
Michelle Edson, Accounting & Administrative Manager
Respectfully Submitted,

Approved:



Gerri Hall, Secretary



John Delehant, President