Glenn Groundwater Authority

Groundwater Sustainability Agency

PO Box 351, Willows, CA 95988 | 530.934.6501

BOARD OF DIRECTORS AGENDA BACKUP MATERIALS

MEETING DATE: September 10, 2018

AGENDA ITEM 1: CALL TO ORDER

The Chairperson will call the meeting to order, conduct roll call, and invite participants to introduce themselves voluntarily.

AGENDA ITEM 2: APPROVAL OF MINUTES

a. *Approval of meeting minutes from August 13, 2018.

Draft meeting minutes are attached.

GLENN GROUNDWATER AUTHORITY
720 N. Colusa Street, Willows, CA 95988
Telephone: 530-934-6501

MINUTES

GLENN GROUNDWATER AUTHORITY BOARD OF DIRECTORS
AUGUST 13, 2018
1:30 P.M.
720 NORTH COLUSA STREET, WILLOWS, CA 95988

Director Members Present:		Agency Representing:
	John Viegas	County of Glenn
X	Bruce Roundy	City of Orland
X	Gary Hansen	City of Willows
	George Nerli	Glide Water District
X	John Amaro	Glenn-Colusa Irrigation District
X	Charles Schonauer	Orland-Artois Water District
X	Randy Hansen	Kanawha Water District
X	Gary Enos	Princeton-Codora-Glenn Irrigation District/ Provident Irrigation District
Alternate Members Present:		
X	Vince Minto	County of Glenn
	Pete Carr	City of Orland
	Evan Markey	City of Willows
X	Leslie Nerli	Glide Water District
	Thaddeus Bettner	Glenn-Colusa Irrigation District
X	Emil Cavagnolo	Orland-Artois Water District
	Wade Danley	Kanawha Water District
	Lance Boyd	Princeton-Codora-Glenn Irrigation District/ Provident Irrigation District
2nd Alternate Members Present:		
	Ed Vonasek	City of Orland
X	Andrea Jones	Orland-Artois Water District
	Michael Alves	Kanawha Water District

Others in attendance:
Lisa Hunter, Glenn County; Valerie Kincaid, O'Laughlin & Paris; Erin Smith; Department of Water Resources; Linda Sloan, Provost & Pritchard; Kandi Manhart, Glenn County Resource Conservation District

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1. CALL TO ORDER
    a. Pledge of Allegiance
    b. Roll Call
    c. Introductions

    John Amaro called the meeting to order at 1:30 P.M. The pledge of allegiance was recited, roll call was taken as indicated above, and those in attendance were invited to introduce themselves.

2. APPROVAL OF AGENDA AND MINUTES
    a. Approval of meeting minutes from June 11, 2018.

    The June 11, 2018 minutes were approved as presented.

    Motion: Charles Schonauer, Second: Randy Hansen, Vote: Unanimous

3. PERIOD OF PUBLIC COMMENT
    None

4. FINANCIAL REPORT
    a. Review and accept Monthly Activities Report
    b. Review and consider approval of claims

    A motion was made to approve claims as presented.

    Motion: Gary Enos, Second: Vince Minto, Vote: Unanimous

5. CONFLICT OF INTEREST CODE
    a. Review and Discuss Draft Conflict of Interest Code, any comments received, and Resolution to Adopt Conflict of Interest Code.
    b. Approve Resolution adopting the Conflict of Interest Code pursuant to the Political Reform Act.
    c. Authorize Program Manager to submit any and all necessary documents to the Fair Political Practice Commission as required by the Political Reform Act.

    The Board reviewed the information provided in the agenda packet. Valerie Kincaid stated the code is relatively standard. It was reiterated that no comments were received. A motion was made to approve the Item 5b as submitted. The motion passed by roll call vote as indicated below.

    Motion: Gary Hansen, Second: Bruce Roundy

    Roll Call Vote:
    Director Roundy: Aye

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Director G. Hansen: Aye
Director Amaro: Aye
Director Schonauer: Aye
Director R. Hansen: Aye
Director Enos: Aye
Director Minto: Aye
Director Nerli: Aye

A motion was made to approve Item 5c as presented.

Motion: Vince Minto, Second: Leslie Nerli, Vote: Unanimous

6. ETHICS POLICY
    a. Review and discuss Draft Ethics Policy and Resolution to Adopt Ethics Policy.
    b. Approve Resolution adopting Ethics Policy.
    c. Provide direction to Program Manager as necessary.

    The Board reviewed the information in the agenda packet. Bruce Roundy asked if this policy included the Ethics Training that Board Members are required to take. John Amaro stated that training is an individual ethics training taken every two years. A motion was made to approve the Resolution in Item 6b as presented. The motion passed by roll call vote as indicated below.

    Motion: Vince Minto, Second: Gary Hansen

    Roll Call Vote:
    Director Roundy: Aye
    Director G. Hansen: Aye
    Director Amaro: Aye
    Director Schonauer: Aye
    Director R. Hansen: Aye
    Director Enos: Aye
    Director Minto: Aye
    Director Nerli: Aye

7. LONG-TERM FUNDING
    a. Review and hold discussion on long-term funding options.
    b. Select option to proceed with long-term funding plan.
    c. Discuss consultant needs for implementing chosen option.
    d. Authorize Executive Committee, or other committee, to develop and release a Request for Proposals for one or more consultants to facilitate preparation for and implementation of the chosen option.
    e. Provide additional direction to Program Manager, Legal Counsel, and/or committees as needed.

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John Amaro introduced the item stating the long-term funding options have been discussed at prior meetings. The Glenn Groundwater Authority (GGA) Executive Committee met with the Colusa Groundwater Authority (CGA) in a Joint Executive Committee meeting to discuss funding options. It was the consensus of the GGA and CGA Executive Committees to recommend Option 3 to their respective boards. Leslie Nerli requested clarification on per-parcel votes verses per-acre votes. Valerie Kincaid clarified that for Option 3, the fees are assessed per acre while the voting structure is based on a per parcel protest process. Charles Schonauer asked how cities would be assessed in this process. Ms. Kincaid stated how the cities would be assessed was part of the discussion that took place at the Joint Executive Committee and the topic is still being discussed. Currently, the CGA is considering having cities pay a per acre fee and the parcels within the cities would not be included in the 218 process, though the structure is not completely developed. Ms. Kincaid added how the Board proposes to include or not include city parcels and/or de minimis users in the assessment will be a policy decision that can be further evaluated as a part of the fee study. Outreach is necessary for all options.

A motion was made to select Option 3.

Motion: Vince Minto, Second: Leslie Nerli, Vote: Unanimous

There was additional discussion on consultant needs for Option 3 including discussion on rate consultants, engineers reports, parcel investigation, and outreach components. The timeline for a long-term funding plan to be established as stated in the Joint Power Agreement is about one year. There are funds allocated to this process in the approved budget.

A motion was made to approve Item 8d as presented.

It was clarified recommendations on consultant needs including mapping, GIS work, and outreach components would be brought to the next Board meeting.

Motion: Vince Minto, Second: Gary Hansen, Vote: Unanimous

8. REQUEST FOR PROPOSALS TO PROVIDE ANNUAL AUDIT SERVICES FOR FISCAL YEAR 2017/2018
    a. Receive update on Audit Services RFP.
    b. Approve process to review proposals submitted to provide annual audit services.
    c. Authorize Executive Committee to serve as the Audit Services RFP selection committee.

    The Board received an update on the Audit Service RFP from Lisa Hunter. The Request For Proposals (RFPs) have been sent out and proposals are currently being submitted. Additional information is included in the meeting packet. A motion was made to approve the process to review proposals submitted to provide annual audit services as

presented and to authorize the Executive Committee to serve as the Audit Services RFP selection committee.

Motion: Bruce Roundy, Second: Vince Minto, Vote: Unanimous

9. DEPARTMENT OF WATER RESOURCES DRAFT 2018 SGMA BASIN PRIORITIZATION
    a. Consider approving recommendation of the Executive Committee to submit a comment letter to the Department of Water Resources concerning the Draft 2018 SGMA Basin Prioritization.
    b. Provide direction to Program Manager, Legal Counsel, and/or committees as needed.

    Ms. Hunter stated the GGA draft comment letter is on page 32 of the meeting packet. The Colusa Groundwater Authority comment letter regarding the Draft 2018 SGMA Basin Prioritization is also included. Leslie Nerli made a motion to approve the draft comment letter reflecting the GGAs concerns in regards to the Draft 2018 SGMA Basin Prioritization as presented.

    Motion: Leslie Nerli, Second: Vince Minto, Vote: Unanimous

10. REVIEW COMMITTEES AND REVISE AS NECESSARY
    a. Review current committees and discuss need for any updates.
    b. Assign new committees, update membership, and/or dissolve committees as needed.

    Leslie Nerli stated she believes the Technical Ad Hoc Committee should stay active and potentially add some members. Lisa Hunter indicated the ad hoc committee was appointed for a specific purpose. The Board previously approved developing a standing Technical Ad Hoc Committee that would work with the Colusa Groundwater Authority on Groundwater Sustainability Plan development. Ms. Nerli added the standing Technical Advisory Committee could be a venue to discuss technical issues that arise between the GSAs. Ms. Kincaid added the Technical Committee is not a decision making body and any formal decisions would be made by the GGA and CGA Boards. Ms. Hunter clarified that the current Technical Ad Hoc Committee needs to stay in place until the committee brings a recommendation to the Board on the proposed structure of the Standing Technical Ad Hoc Committee. Once the standing committee is developed and task complete, the committee could be dissolved.

    The group generally discussed all committees and determined the HCM/Water Budget Selection Committee and Budget Ad Hoc Committee had completed their tasks. There was a motion to dissolve the HCM/Water Budget Selection Committee and Budget Ad Hoc Committee.

    Motion: Vince Minto, Second: Leslie Nerli, Vote: Unanimous

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11. PROGRAM MANAGER UPDATES

Lisa Hunter handed out a detailed Program Manager Update report. She highlighted a few items including GGA and CGA coordination on joint projects, long-term funding, a draft MOU between the GGA and CGA, and the Colusa Subbasin Hydrogeologic Conceptual Model (HCM)/Water Budget Project. She added the GGA is the agency contracting with Davids Engineering for the HCM/Water Budget Project.

12. COMMITTEE UPDATES

John Amaro, Lisa Hunter, and committee members provided updates for each committee. Activity summaries are also included in the meeting packet.

a. Executive Committee

   i. CGA/GGA Joint Executive Committee

   The Executive Committee met with the CGA and discussion focused on long-term funding options and the coordination agreement.

b. CGA/GGA Technical Ad Hoc Committee

   The Technical Ad Hoc Committee did not meet and has nothing to report.

c. HCM/Water Budget Selection Committee

   The HCM/Water Budget met to finalize the scope of work, budget, and schedule for the project. The committee also determined that the GGA would contract with Davids Engineering on behalf of the agencies.

d. Stakeholder Engagement Committee

   The Stakeholder Engagement Committee did not meet and has nothing to report. Ms. Hunter is waiting for a contract extension between DWR and the facilitator. Following the extension, the committee will review and provide input on a draft outreach plan. Erin Smith reported the extension was approved last week.

e. Budget Ad Hoc Committee

   The Budget Ad Hoc Committee recommended a budget to the Board in June, which was approved. The committee's task is complete.

f. Basin Boundary Modification Ad Hoc Committee

   The Basin Boundary Modification Ad Hoc Committee has not met since June and has nothing new to report.

13. MEMBER REPORTS AND COMMENTS

Gary Enos asked if there were any updates on the status of the West Butte Subbasin. Lisa Hunter stated a basin boundary modification request is being submitted to align the basin with the

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County boundary rather than the Sacramento River. There are discussions on proposed modifications to the West Butte Subbasin, which may affect coordination efforts between the GGA and GSAs in the West Butte Subbasin. Ms. Hunter elaborated the modifications include consolidating large portions of the East and West Butte Subbasins and to bring the Vina Subbasin boundary to the south. Erin Smith added public comments can be submitted via the DWR website.

Ms. Smith also indicated she will be the grant manager for the Prop 1 grant funding which CGA applied for on behalf of the Colusa Subbasin and the work plan is being finalized.

14. NEXT MEETING
    The next meeting is scheduled for September 10, 2018 at 1:30 P.M.

15. ADJOURN
    The meeting was adjourned 2:45 P.M.

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AGENDA ITEM 3: PERIOD OF PUBLIC COMMENT

Members of the public are encouraged to address the GGA Board of Directors on items relevant to the GGA that are not on the agenda. Public comments are limited to no more than 5 minutes. No action may be taken on public comments.

Any additions to the agenda must meet the requirements of Government Code Section 54954.2 (b).

Government Code Section 54954.2. (b) Notwithstanding subdivision (a), the legislative body may take action on items of business not appearing on the posted agenda under any of the conditions stated below. Prior to discussing any item pursuant to this subdivision, the legislative body shall publicly identify the item.

(1) Upon a determination by a majority vote of the legislative body that an emergency situation exists, as defined in Section 54956.5.

(2) Upon a determination by a two-thirds vote of the members of the legislative body present at the meeting, or, if less than two-thirds of the members are present, a unanimous vote of those members present, that there is a need to take immediate action and that the need for action came to the attention of the local agency subsequent to the agenda being posted as specified in subdivision (a).

AGENDA ITEM 4: FINANCIAL REPORT

a. *Review and accept Monthly Activities Report.
b. *Review and consider approval of claims.

Monthly Activities Report and Claims Summary are attached.

Glenn Groundwater Authority
Monthly Activities Report
April 2018

	Description	Amount
Beginning Balance		$ 244,915.96
Revenue		
	PRINCETON-CODORA-GLENN INV 18-GGA-08 3RD QUARTER	$ 8,120.00
	CITY OF WILLOWS INV 18-GGA-11 4TH QUARTER	$ 4,170.50
	ORLAND-ARTOIS WATER DIST INV 18-GGA-15 4THQUARTER	$ 10,313.25
Total Revenue		$ 22,603.75
Expenses		
Total Expenses		$ -
Ending Balance		$ 267,519.71

Glenn Groundwater Authority
Monthly Activities Report
May 2018

	Description	Amount
Beginning Balance		$ 267,519.71
Revenue		
	GLIDE WATER DIST INV 18-GGA-13 4th QUARTER	$ 5,043.75
	KANAWHA WATER DISTRICT INV 18-GGA-14 4th QUARTER	$ 6,448.75
	GCID Inv 18-GGA-12 4th Quarter	$ 19,772.00
	PRINCETON-CODORA-GLENN/Provident Irr Dist INV 18-gga-16 4th QUARTER	$ 8,120.00
	CITY OF ORLAND INV 18-gga-10 4th QUARTER	$ 4,609.25
	COUNTY OF GLENN- INV 18-GGA-09 4TH QUARTER	$ 40,349.50
Total Revenue		$ 84,343.25
Expenses		
	O'Laughlin & Paris LLP Inv 8555	$ 4,480.00
	O'Laughlin & Paris LLP Inv 8584	$ 420.00
	Colusa Goundwater Authority c/o Colusa Co Inv 1117.01	$ 99.90
	181 Water Resources Inv 18-WR-05	$ 7,857.38
Total Expenses		$ 12,857.28
Ending Balance		$ 339,005.68

Glenn Groundwater Authority
Monthly Activities Report
June 2018

	Description	Amount
Beginning Balance		$ 339,005.68
Revenue		
	06/18 Interest Appn Accrual	$ 1,494.13
Total Revenue		$ 1,494.13
Expenses		
	O'Laughlin & Paris LLP Inv 8648	$ 3,440.00
	O'Laughlin & Paris LLP Inv 8685	$ 10,195.00
Total Expenses		$ 13,635.00
Ending Balance		$ 326,864.81

Glenn Groundwater Authority
Monthly Activities Report
July 2018

	Description	Amount
Beginning Balance		$ 326,864.81
Revenue		
	18-GGA-01 1ST QUARTER (COUNTY OF GLENN)	$ 39,298.00
Total Revenue		$ 39,298.00
Expenses		
	Golden State Risk Management Authority Inv #1807100579	$ 1,800.00
Total Expenses		$ 1,800.00
Ending Balance		$ 364,362.81

Glenn Groundwater Authority
Monthly Activities Report
August 2018 DRAFT

	Description	Amount
Beginning Balance		$ 364,362.81
Revenue		
	CITY OF WILLOWS- 1ST QUARTER PAYMENT	$ 4,124.00
	KANAWHA WATER DISTRICT- 1ST QUARTER PAYMENT	$ 6,339.00
	PRINCETON-CODORA-GLENN IRRIGATION DISTRICT/PROVIDENT IRRIGATION DISTRICT- 1ST QUARTER PAYMENT	$ 7,964.00
	GLIDE WATER DISTRICT- 1ST QUARTER PAYMENT	$ 4,973.00
Total Revenue		$ 23,400.00
Expenses		
	O'Laughlin & LLP Inv # 8722	$ 9,415.22
	O'Laughlin & LLP Inv # 8759	$ 3,680.00
	WATER RESOURCE HRS REIMBURS INV 18-WR-08	$ 15,178.81
Total Expenses		$ 28,274.03
Ending Balance		$ 359,488.78

Glenn Groundwater Authority
Invoices to be paid
Meeting Date: September 10, 2018

Invoice Date	Invoice Number	Description	Amount
8/30/2018	8795	O'Laughlin & Paris LLP	$ 7,320.00
8/31/2018	1178.01-3159	Davids Engineering, Inc.	$ 1,139.50
Total			$ 8,459.50

AGENDA ITEM 5: LONG-TERM FUNDING

a. Receive update from the Executive Committee on long-term funding discussions.
b. *Authorize the Executive Committee to request a quote from Provost & Pritchard to complete all necessary tasks to prepare for an implement a Property-Related Fees Assessment for Water Service consistent with the process of Colusa Groundwater Authority.
c. Provide additional direction to Program Manager, Legal Counsel, and/or Executive Committee as needed.

At the August 13, 2018 meeting, the Board selected long-term funding plan Option 3, Property-Related Fee Assessment for Water Service. The Board directed the Executive Committee to bring a recommendation to the Board regarding next steps for the long-term funding plan.

The Executive Committee discussed options at the August 22, 2018 meeting. The Committee also reviewed the McMullin Area GSA fee study as an example and determined a fee study rather than an Engineer's Report appears to be appropriate. The Committee also discussed the potential benefits or hiring a single firm, or team, to conduct all tasks necessary to prepare for and implement the funding plan including Proposition 218 process. These tasks would include, but are not limited to, completing a fee study, necessary GIS work and mapping components, developing assessment options, and preparing for and conducting outreach and education. The assessment options should include an analysis of how city and small community parcels will be represented in the process. Additional discussion included development of a Request for Proposals to complete these tasks or the possibility of hiring the same firm as the Colusa Groundwater Authority, Provost & Pritchard, to ensure consistency in the process and potentially realize cost savings.

The Committee recommends having further discussion and Board direction on the items listed above.

The Board may provide direction to Program Manager, Legal Counsel, and/or committees as needed to continue developing the long-term funding plan.

AGENDA ITEM 6: REQUEST FOR PROPOSALS TO PROVIDE ANNUAL AUDIT SERVICES FOR FISCAL YEAR 2017/2018

a. Receive update from Audit Services RFP Selection Committee.
b. *Approve recommendation of the Audit Services RFP Selection Committee to select CliftonLarsonAllen LLP to provide annual audit services for Fiscal Year 2017/2018 with the option of extending the contract for 3 (three) fiscal years thereafter.
c. *Authorize the Executive Committee to negotiate a contract with the selected firm.
d. *Authorize Chairman to execute the negotiated contract with the selected firm.
e. Provide direction as needed.

At the August 13, 2018 meeting, the Board approved the process to review audit services proposals and authorized the Executive Committee to serve as the Audit Services RFP Selection Committee.

The Request for Proposals (RFP) was sent to eleven firms. The following four firms submitted proposals:

- CliftonLarsonAllen LLP
- Matthews, Hutton & Warren, CPAs
- James Marta & Company LLP
- Roy Seiler

The Committee met on August 27, 2018 to review the proposals. After thorough review and discussion, the Committee agreed to move forward with recommending the Board select CliftonLarsonAllen LLP to fulfill the audit services outlined in the RFP. Decisions were based on the evaluation criteria provided on Page 4 of the RFP. The Final RFP and the Addendum to the RFP are attached.

Committee Recommendation:

Select CliftonLarsonAllen LLP to provide annual audit services for Fiscal Year 2017/2018 with the option of extending the contract for 3 (three) fiscal years thereafter.

July 16, 2018

Glenn Groundwater Authority
Groundwater Sustainability Agency

REQUEST FOR PROPOSALS FOR
ANNUAL AUDIT SERVICES FOR
FISCAL YEAR 2017/2018

Deadline for Submission

3:00 p.m., Tuesday, August 17, 2018

RE: REQUEST FOR PROPOSALS FOR ANNUAL AUDIT SERVIES FOR FISCAL YEAR 2017/2018

1. INTRODUCTION

The Glenn Groundwater Authority (GGA) is requesting proposal submittals from consultants with experience in financial auditing services for public agencies.

The GGA is interested in soliciting proposals from qualified firms of certified public accountants (CPA) to audit the public entity's financial statements for the fiscal year ending June 30, 2018, with the option of extending the contract for three (3) fiscal years thereafter.

2. BACKGROUND INFORMATION

On September 14, 2014, Governor Brown signed into law three bills collectively referred to as the Sustainable Groundwater Management Act (SGMA). SGMA requires the formation of groundwater sustainability agencies (GSAs) in state-designated medium and high priority groundwater basins. As authorized by SGMA, the GSA-eligible entities have formed a Joint Powers Authority establishing the Glenn Groundwater Authority to serve at the GSA for the Glenn County portion of the Colusa Subbasin of the Sacramento Valley Groundwater Basin, a medium priority subbasin. The member agencies formed the GGA with the intent to work together to implement the requirements of SGMA. The Glenn Groundwater Authority includes nine member agencies including City of Orland, City of Willows, County of Glenn, Glenn-Colusa Irrigation District, Glide Water District, Kanawha Water District, Orland-Artois Water District, Princeton-Codora-Glenn Irrigation District, and Provident Irrigation District. More information on the GGA can be found at:
http://www.countyofglenn.net/dept/ag-commissioner/water-resources/glenn-groundwater-authority

3. FINANCIAL SUMMARY

The GGA is a single agency with an approximate budget of $435,000. Revenue is derived from member agency contributions that were collected three times during the 2017/2018 fiscal year, and will be collected quarterly in future fiscal years. Total number of account receivable invoices issued in a fiscal year ranges between approximately 24 and 32. Total number of accounts payable/claims issued in a fiscal year is approximately 11-30 transactions. Glenn County is the Depositary and Treasurer for the GGA and has custody of the GGA's money.

4. SCOPE OF SERVICES

The audits are to be performed in accordance with generally accepted auditing standards and the provisions of Government Code 6505. The auditor will evaluate the adequacy of the internal control system and, where weaknesses are noted, make appropriate recommendations for improvements. A management letter will be submitted by the auditing firm if material weaknesses are noted or if otherwise deemed appropriate.

The auditor will be required to make an immediate written report of all irregularities and illegal acts, of which they become aware, to the Board Chairperson and Program Manager.

The audit will cover the basic financial statements and supporting documentation and schedules. The auditing firm shall provide ten bound copies in addition to one unbound copy of the auditor's report, financial statements, supporting schedules, and management letters. The partner in charge of the audit shall be available to attend one meeting at which the audit report will be discussed.

The auditing firm shall submit a draft of the financial statements no later than December 1st. In this regard, the GGA shall provide all financial records not later than October 10th of each year.

The firm shall make available its working papers and respond to all reasonable inquiries of successor auditors and others to review working papers of the GGA, upon the GGA's written consent. The auditing firm will retain all working papers, at the firm's expense, for a minimum of seven years, or longer, if required by generally accepted auditing standards.

5. OTHER INFORMATION

All questions or requests for clarification regarding this RFP shall be submitted via email to Lisa Hunter at lhunter@countyofglenn.net. Inquiries must be submitted in writing. Responses will be made at the discretion of the GGA and will be issued in the form of an addendum to the RFP which will be released to all firms that have requested such inclusion.

6. QUALIFICATIONS

1. Firm's Background and Experience
    a. The firm shall be an independent Contractor and must be licensed to practice by the State of California as a CPA. A statement stating such shall be included.
    b. Include a discussion of the firm's experience in financial auditing for agencies of similar size and services provided.
    c. Include experience and qualifications of project manager and key project staff.
2. Additional pertinent information the GGA should consider.
3. Ability to perform work subject to the following tentative schedule:

October 2018	Start Audit
December 2018	Finished Audit/Reports

7. PROPOSAL REQUIREMENTS

One original hard copy, three photocopies, and an electronic copy of the proposal shall be received no later than August 17, 2018 at 3:00 pm. Late proposals will not be accepted or considered. The proposal shall be clearly marked on the outside of the envelope with "GGA Audit Services Proposal." Proposals must be submitted to the Glenn Groundwater Authority Program Manager at the address listed below.

For deliveries by the USPS, address to:

Glenn Groundwater Authority
Attn: Lisa Hunter
PO Box 351
Willows, CA 95988

Proposals sent by courier (FedEx, UPS, etc.), overnight or hand delivered must be addressed to:

Glenn Groundwater Authority
Attn: Lisa Hunter
720 North Colusa Street
Willows, CA 95988

The proposal must include the following clearly labeled sections.

1. **Cover letter** (no longer than 2 pages)
   The cover letter should convey a clear understanding of the requirements and objectives, and why the respondent is uniquely qualified to be awarded a contract. The cover letter shall also include a statement that the proposal shall remain valid for a period of up to ninety (90) days following the receipt of the proposal. The cover letter shall also provide the name, telephone number, fax number, and email address for the primary contact during the RFP process.

2. **Respondent's Qualifications**
   Include responses to the items listed in *Section 6. Qualifications* of this RFP.

3. **Proposed Respondent Team**
   The proposal shall identify the Project Manager who will be primarily responsible for providing services to the GGA, and other staff to be assigned to the team. Please include the qualifications, training, and certifications of the Project Manager, and all other staff who will perform the services outlined herein. Include a resume for each, listing education, experience, and expertise in this type of work.

4. **Fee Schedule**
   This section should identify the billing rates for listed personnel, as well as other costs or expenses that would be charged in conjunction with the work. This section should include a total maximum cost and estimated total hours to complete the work outlined in the proposal. The section should also include the maximum percentage(s) and total not to exceed figures by which price will increase each of the additional years of the contract should the contract be extended.

5. **Conflicts**
   This section should identify whether the Respondent anticipates it would need to obtain conflict waivers from any existing clients and how the Respondent anticipates addressing any potential conflicts with respect to any member agencies.

6. **References and Peer Review**
   Include the names, addresses, and telephone numbers of three (3) public agency clients who have contracted with the Respondent for services similar to those described in this RFP within the last five years. This section shall also include the results of the firm's most recent peer review. A copy of the

peer review report must be attached to the proposal.

7. **Proposed Scope of Work and Schedule**
   Submit a proposed scope of work and schedule that demonstrates how the consultant would proceed with the work within the timeframe specified, the proposed project elements, tentative list of data needs, and opportunities for advisory committee and board participation.

8. EVALUATION CRITERIA

Proposals will be reviewed to evaluate minimum compliance with the RFP. Incomplete proposals may be removed from further evaluation. A panel will review complete proposals meeting minimum requirements using the following criteria (not necessarily in order of importance):

1. Experience and demonstrated competence of the identified key areas of service outlined in the Qualifications section of this RFP.
2. Proposed scope of work.
3. Reference recommendations.
4. Comprehensive consultant fee schedule.
5. Thoroughness of submission.

The GGA reserves the right to award a contract based on written responses only, however oral presentations and written questions for further clarifications may be required of some or all of the Respondents.

9. SCHEDULE

To the extent achievable, the following schedule shall govern the RFP. The GGA reserve the right to modify the dates below.

July 16, 2018: Availability of the Request for Qualifications

August 1, 2018 at 5:00 pm: Deadline for Submission of Interpretation and/or Questions

August 17, 2018 at 3:00 pm: Closing date for the Request for Proposals

August 30-September 4, 2018: Interviews/presentations if needed

September 2018: Award contract(s)

October 2018: Start work

December 2018: Complete Audit

Addendum to Glenn Groundwater Authority's Request For Proposals for Annual Audit Services for Fiscal Year 2017/2018

Responses to Questions received prior to August 1, 2018 at 1:00 pm.

1. **How many employees does the authority have?**

   The authority does not have any employees. All staff and consultants are retained through contracted services.

2. **Is this the first year financial statements have been prepared? If not, where can previous statements be found?**

   The Glenn Groundwater Authority was formed June 20, 2017. As such, this is the first year financial statements have been prepared.

3. **The RFP refers to an "electric copy" of the proposal in addition to the hard copies. What media is preferred?**

   The GGA will accept an electronic copy attached to an email or a flash drive/thumb drive included with the hard copy proposals. Other types of electronic copies of the proposals may also be accepted. The proposal should clearly state an electronic copy was emailed, with the date the email was sent, if the respondent chooses to submit the proposal via email. The electronic copy, hard copy original, and the required photocopies must ALL be received by the deadline of August 17, 2018 at 3:00 pm for the proposal to be considered.

4. **Who is the contact person?**

   Lisa Hunter

5. **Why are you going out to bid? For price, service, rotation?**

   This question was pre-populated with an answer for *Rotation:* First year of operation. This is to confirm that is correct.

6. **What accounting system do you use?**

   Glenn County is the Treasurer for the Glenn Groundwater Authority. The County uses Supereon's OneSolution 15.3.

7. **What are the budgeted fees?**

   The Glenn Groundwater Authority has budgeted $12,000 for the annual audit; however, cost is only one factor in the review process.

8. **Was your organization or its employees under any governmental investigation or regulatory examination in the past?**

   No.

9. **What are your major concerns?**

   None.

10. **What are your board's major concerns?**

    None.

11. **Are there any other special reports/filings/tax returns that you would require?**

    None that we are aware of at this time. All necessary documents are included in the RFP.

AGENDA ITEM 7: BYLAWS

a. Review, hold discussion, and provide comments on the draft Bylaws.
b. *Consider approval of the draft Bylaws.
c. Provide direction as needed.

Development of Bylaws was last discussed at the January 8, 2018 meeting. The Board authorized the Executive Committee to work with the Program Manger and Legal Counsel to develop draft bylaws to present to the Board for discussion and consideration. Over that past several months, the committee has completed the assigned task. Draft Bylaws are attached for review, discussion, and comments. If appropriate, the Board may consider approval of the draft Bylaws.

BYLAWS FOR THE

GLENN GROUNDWATER AUTHORITY

ADOPTED [DATE]

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PREAMBLE

These Bylaws are adopted and effective as of [date], pursuant to the Joint Exercise of Powers Agreement Establishing the GLENN GROUNDWATER AUTHORITY (Agreement).

ARTICLE 1. THE AUTHORITY

1.1 NAME OF AUTHORITY. The name of the Authority created by the Agreement shall be the GLENN GROUNDWATER AUTHORITY (Authority).

1.2 OFFICE OF AUTHORITY. The principal physical office of the Authority shall be at the 720 NORTH COLUSA STREET, WILLOWS, CA 95988, and the principal mailing address shall be P.O. BOX 351, WILLOWS, CA 95988, or at such other location as the Board may designate by resolution.

1.3 POWERS. The powers of the Authority shall be as set forth in Article 3 of the Agreement.

ARTICLE 2. BOARD OF DIRECTORS

2.1 BOARD OF DIRECTORS. The Authority shall be governed by a Board of Directors (Board) as set forth in Article 4 of the Agreement.

2.2 PROCEDURE FOR APPOINTMENT OF BOARD MEMBERS

2.2.1 Appointment. Each Member Agency is responsible for appointing a Board Member and an Alternate Board Member as described in Article 4 of the Agreement, pursuant to its own procedures and authorities.

2.3 Notification. Each Member shall notify the Authority when it appoints or changes its Board Member and/or Alternate Board Member.

ARTICLE 3. BOARD MEETINGS

3.1 MEETINGS. The Board shall hold at least one (1) regular meeting each calendar quarter, or as often as the Board deems necessary, on the second Monday of the month, at 1:30 PM, at 720 NORTH COLUSA STREET, WILLOWS, CA 95988, or as set forth in the meeting agenda.

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Special meetings of the Board may be called by the Chair or any four directors by written request. Board meetings shall be conducted in compliance with all applicable laws, and as further specified herein. Meeting agendas shall be posted in compliance with the requirements of the Ralph M. Brown Act.

3.2 QUORUM. In determining a quorum as defined by Section 4.5 of the Agreement, Alternate Directors attending meetings shall not be counted as part of any meeting quorum unless such Alternate Director is formally representing an absent appointed Director.

3.3 ORDER OF BUSINESS. In general, at the regular meetings of the Board, the following will be the order of business:

3.3.1 Call to Order.

3.3.2 Roll Call.

3.3.3 Approval of Minutes of the Previous Meeting.

3.3.4 Public Comment Period.

3.3.5 Staff Updates.

3.3.6 Agenda Items, including any appropriate combination of consent items, regular business items, public hearing items or closed session items.

3.3.7 Comments from the Board.

3.3.8 Adjournment.

3.4 ACTION BY THE BOARD. Action by the Board on all resolutions or ordinances shall be taken using a roll-call vote and shall be recorded in writing, signed by the Chair, and attested to by the Secretary. All other actions of the Board shall be by motion recorded in written minutes. The Chair shall announce the results of the vote including the names of the Directors, if any, voting in the minority.

3.5 PARTICIPATION BY PHONE. Any Board Member may call into a Board meeting.

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When a Board Member calls into a meeting and wishes to participate in the discussion and vote, at a minimum, the following Brown Act requirements shall apply: (1) the location where the Board Member calls from must be listed in the notice for the meeting; (2) the meeting's agenda must be posted where the Board Member calls from; and (3) the location where the Board Member calls from must be open to the public for the duration of the Board meeting. Where a Board Member calls into a Board meeting for informational purposes only (i.e., does not participate in the discussion and does not vote), then the above listed Brown Act requirements shall not apply to the Board Member calling in.

3.6 RULE OF ORDER. All rules of order not otherwise provided for in these Bylaws shall be determined, to the extent practicable, in accordance with "Rosenberg's Rules of Order;" provided, however, that no action of the Board shall be invalidated or its legality otherwise affected by the failure or omission to observe or follow "Rosenberg's Rules of Order."

3.7 VOTING PROCEDURE TO ADDRESS LACK OF CONSENSUS. When it appears likely that the Board will not be able to come to unanimous decision on any matter upon for which a unanimous decision is required or achieve a 2/3 majority vote when such a vote is required, the matter may be subjected to the following additional procedures. Should the procedures listed below fail to produce a sufficient consensus, then Article 12 herein shall apply.

a) Straw Polls. Straw poll votes may be taken for the purpose of refining ideas and providing guidance to the Board members, committees, or both. .

b) Provisional Voting. Provisional votes may occur prior to final votes. This will be done when an initial vote is needed to understand whether there is opposition to a proposed action.

c) Delay of Vote. A vote shall be delayed if any Board member declares an intention to propose an alternative or modified recommended action, to be proposed at the next meeting, or as soon thereafter as the Board member can obtain any further information or clarifying direction from its GSP Group or governing body, or both, as needed to proposed its alternative or modified recommended action.

d) If the process outlined above fails to result in an approval, any Board member not voting in favor of the recommended action may request that the vote be delayed so they may obtain further information on the recommended action (for example, by convening an advisory group), so the Board member may obtain clarifying information and direction from its constituency.

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e) Each of the Board members acknowledges that some actions related to the Sustainable Groundwater Management Act (SGMA) may be limited by time and agrees to make its best efforts to cooperate and adopt the necessary components to comply with SGMA requirements.

ARTICLE 4. OFFICERS

4.1 OFFICERS. The Officers of the Authority are the Chair, Vice-Chair, and Secretary, as provided for in Article 4.3 of the Agreement. All Directors are eligible to serve as an Officer. The Chair and the Vice Chair must be Directors.

4.2 ELECTION OF OFFICERS. At the first meeting of the Board, nominations for the Officers will be made and seconded by a Director. Officers shall be elected by a supermajority as defined in Article 4.7 of the Agreement. The initial term of the elected Officers shall run from the date of their election to until June 30 the following year. Thereafter, each Officer shall serve a term of one year, running from July of the elected year and ending June 30 the following year. An Officer may succeed himself/herself and may serve any number of consecutive or non-consecutive terms.

4.3 REMOVAL OF OFFICERS. An Officer may be removed, with or without cause, by a majority vote of the Board at a regular or special meeting.

4.4 VACANCIES. Any vacancy in the offices because of death, resignation, removal, disqualification, failure to attend six (6) consecutive Board Meetings or any other cause will be filled for the balance of the vacated term in the manner prescribed in these Bylaws for appointments to that office; provided, however, that such vacancies may be filled at any regular or special meeting of the Board.

4.5 RESIGNATION OF OFFICERS. Any Officer may resign at any time by giving written notice to the Board Chair or Secretary. Any resignation takes effect at the date of the receipt of that notice or at any later time specified in that notice. Unless otherwise specified in that notice, the acceptance of the resignation is not necessary to make it effective.

4.6 RESPONSIBILITIES OF OFFICERS.

4.6.1 Chair of the Board. The Chair of the Board shall preside at meetings of the Board

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and exercise and perform such other powers and duties as may be assigned to him/her by the Board or prescribed by these Bylaws. The Chair shall have the power to enforce meeting decorum and rules of order consistent with Rosenberg's Rules of Order, unless overruled by a majority of the Board.

4.6.2 Vice-Chair of the Board. If the Chair and Chair's Alternate are both absent from a Board Meeting, then the Vice-Chair of the Board shall fulfill all the duties of the Chair in his/her absence and exercise and perform such other powers and duties as may be assigned to him/her by the Board. If the Chair and Vice-Chair, and their respective Alternates, are absent from a Board Meeting, then the Authority's Program Manager shall run the Board Meeting.

4.6.3 Secretary. The Secretary shall perform duties assigned by the Board, such duties shall include, but not be limited to, the following:

i. Book of Minutes. Keep or cause to be kept, at the principal executive office of the Authority or such other place as the Board may direct, a book of minutes of all meetings and actions of Directors and Committees of the Authority, with the time and place of holding the meeting, whether regular or special, and, if special, how authorized, the notice given, the names of those present and absent at such meetings and the proceedings of such meetings. Minutes will be in the form of Action Minutes and a meeting summary.

ii. Notices and Other Duties. Prepare, give, or cause to be given, notice of, and agendas for, all meetings and/or hearings of the Board and committees of the Authority.

iii. Exercise and perform such other powers and perform such other duties as may be assigned to him/her by the Board.

ARTICLE 5. BOARD COMMITTEES, WORKING GROUPS, AND ADVISORY COMMITTEES

5.1 BOARD COMMITTEES. The Board may establish Temporary (i.e., "Ad Hoc") or Permanent (i.e., "Advisory") Board Committees composed entirely of Directors to facilitate the conduct of its work. Temporary Board Committees will have a specific charge and operational

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duration not to exceed six months and are not subject to the Brown Act unless they include a majority of Directors as Committee members. Permanent Committees will be given a specific role and regardless of the number of Directors appointed shall be subject to compliance with the Brown Act. All Board Committees will provide regular updates to the full Board about their activities and the progress of their work. Permanent or Temporary Committees may be formed through direction to staff by the Board and does not require a Board vote on a noticed action item.

5.2 TEMPORARY "AD HOC" COMMITTEES. Temporary Committees may be formed from time to time to provide opportunities for a small subset of Directors to work with staff on specific planning, analytical, or community engagement activities. Such committees will have a defined area as the focus for its work and may function for a duration of up to six months, and may include such membership as needed to accomplish the objectives for which the working group was created. Temporary Committee meetings shall meet at the call of their respective committee chairs. Because Temporary Committee meetings are not subject to the Brown Act, minutes of committee meetings do not need to be recorded and circulated to the Board.

5.3 PERMANENT ADVISORY COMMITTEES., The Board may establish one or more permanent advisory committees to assist in carrying out the purposes and objectives of the Authority.

5.3.1 In establishing this committee, the Board shall provide specific direction to the committee as to its charge, expected duration for completion of its charge, and a summary of the resources, including staff or consultant support available to the committee in performing its work.

5.3.2 Permanent Advisory Committee membership and appointments shall be at the Board's discretion based on creating the membership needed to meet the purpose for which the Advisory Committee was created.

5.3.3 Any advisory committee shall exercise such powers as may be delegated to it, except that no committee may:

i. Take any final action on matters which, under the Agreement, require approval through a vote of the Board;

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ii. Amend or repeal the Bylaws or adopt new Bylaws;

iii. Amend or repeal any resolution of the Board; or

iv. Appoint any other committees of the Board or the members of these committees.

5.3.4 Advisory committees shall meet at the call of their respective committee chairs. All advisory committee meetings shall be conducted in accordance with the Ralph M. Brown Act (California Government Code sections 54950 et seq.). Minutes of committee meetings shall be recorded and upon approval shall be distributed to the Board.

ARTICLE 6. AUTHORITY ADMINISTRATION, MANAGEMENT AND STAFFING

6.1 COLLABORATIVE MANAGEMENT. Except for the Authority 's Treasurer function, Authority administration and management will be conducted using a collaborative staffing model in which the professional and technical staff of the member agencies work together to provide staff leadership, management and administration of the Authority .

6.1.1 Staffing for Development of GSA and GSP. Both staff from the Agreement member agencies and other professional and technical staff from the member agencies will be involved in providing staff support for the Authority. In addition, to the extent the Authority decides necessary, it may hire outside consultants and/or employ staff.

6.2 ADMINISTRATOR. The Administrator of the Authority shall be the chief administration officer of the Authority and shall be responsible for the proper and efficient administration of the Authority. Subject to such supervisory powers as may be given by the Board, the Administrator shall generally supervise, direct, and control the business and the employees of the Authority.

6.2.1 The Board has appointed a staff member of Glenn County as Administrator and will reimburse the County for the staff's services for the Authority. Reimbursement will include necessary staff time as well as the purchase and maintenance of any necessary materials and/or equipment required by the Administrator in order to complete the work.

6.2.2 Duties of the Administrator. The Administrator shall 1) develop agendas and

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staff reports for Board packets; 2) bring pertinent issues to the attention of the Board; 3) prepare and present a proposed budget to the Board and control the approved budget; 4) appoint, direct and remove employees of the Authority; 5) implement and manage contracts and agreements approved by the Board, and 6) perform such other and additional duties as assigned by the Governing Board.

6.3 TREASURER. The Treasurer shall be the depository and have custody of all the money of the Authority from whatever source, and shall provide strict accountability of said funds in accordance with Government Code Sections 6505 and 6505.5. The Treasurer shall possess the powers of, and shall perform those functions required by Government Code Sections 6505, 6505.5, and all other applicable laws and regulations, including any subsequent amendments thereto.

6.3.1 The Board has appointed a Glenn County Treasurer as the acting Treasurer of the Authority and will reimburse the County for the staff's services for the Authority. Reimbursement will include necessary staff time as well as the purchase and maintenance of any necessary materials and/or equipment required by the Treasurer in order to complete the work.

6.3.2 Treasurer's Duties. Particularly, the Treasurer shall perform, but not be limited to, the following duties:

i. Books of Account. Keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of Authority , including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account will be open to inspection by any Director or Alternate Director at all reasonable times.

ii. Deposit and Disbursement of Money and Valuables. Consistent with the provisions of Article 5.7 of the Agreement, deposit all money and other valuables in the name and to the credit of the Authority within such depository funds and accounts as may be designated by the Board; disburse the funds of the Authority as may be ordered by the Board; and render to the Board, whenever requested, an account of all of his/her transactions as Treasurer and of the financial condition of

the Authority.

iii. On a quarterly basis provide the Directors with a Treasurer's report that includes a bank reconciliation report on cash, summary of revenue and expenditure activity to date for the current fiscal year.

iv. Exercise and perform such other powers and perform such other duties as may be assigned to him/her by the Board.

6.4 STAFFING STRATEGY REVIEW UPON COMPLETION OF THE GROUNDWATER SUSTAINABILITY PLAN. The collaborative staffing model for the Authority will be reviewed and revised as needed. In particular, the performance of the collaborative staffing model in meeting the Authority's needs and the proposed role of the Authority in developing the GSP will be considered when determining the potential future staffing needs of the Authority.

ARTICLE 7. FINANCES

7.1 DEPOSIT AND DISBURSEMENT OF FUNDS. All funds of the Authority shall be deposited in one or more depository accounts as may be designated by the Board. Such accounts shall be independent of any account owned by or exclusively controlled by any of the Members. No disbursements of such funds shall be made unless the disbursements have been approved in the annual operating budget, or otherwise specifically approved by the Board. All disbursements shall be by check. Disbursements of not more than five thousand dollars ($5,000) may be issued pursuant to the Treasurer's sole signature. Disbursements in excess of five thousand dollars ($5,000) may only be issued upon the signature of the Treasurer and Chair, or in the Chair's absence, the Vice-Chair. The Treasurer may establish and implement a protocol allowing for electronic signatures by the Chair or Vice-Chair in order to facilitate efficient operation of the Authority.

7.2 BUDGET. The Authority shall operate pursuant to an operating budget to be adopted prior to the beginning of each new fiscal year that runs from July 1 to June 30 of each year. The Authority shall endeavor to operate each year pursuant to an annually balanced budget so that projected annual expenses do not exceed projected annual revenues. Budget adjustments to the annual budget shall be reviewed and acted upon by the Board at a regularly or specially scheduled Board meeting occurring after January 1 of each calendar year. The Board may take action to amend the budget at other times if circumstances require more immediate action.

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7.3 FUNDING. The Authority budget shall be funded by Member commitments reflected in the Initial Funding and Administrative Service Agreement, which is Exhibit E to the Agreement. However, the Board intends to develop a long term funding plan to fund the Authority after the Initial Funding and Administrative Service Agreement expires.

ARTICLE 8. DEBTS AND LIABILITIES

The debts, liabilities and obligations of the Authority are not and will not be the debts, liabilities or obligations of any or all of the Members. However, nothing in this Article or in the Agreement prevents, or impairs the ability of, a Member or Members, from agreeing, in a separate agreement, to be jointly and/or severally liable, in whole or in part, for any debt, obligation or liability of the Authority, including but not limited to, any bond or other debt instrument issued by the Authority.

ARTICLE 9. RECORDS RETENTION

9.1 MAINTENANCE OF THE AUTHORITY RECORDS. The Authority will keep:

9.1.1 Adequate and correct books and records of account; and of the Board.

9.1.2 Minutes in written form of the proceedings of its Board and Permanent Committees, if any.

9.1.3 All such records will be kept at the Authority's principal office.

9.2 RECORDS RETENTION POLICY AND SCHEDULE. The Board may review and adopt a Records Retention Policy and Schedule that specifies the retention period of different categories of materials. Implementation of this Policy will be the responsibility of Authority staff.

9.3 INSPECTION RIGHTS.

9.3.1 Any Member may inspect the accounting books and records and minutes of the proceedings of the Board and committees of the Board, at any reasonable time, for a purpose reasonably related to such person's interest.

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9.3.2 Any inspection and copying under this Section may be made in person or by an agent or attorney or the entity entitled thereto and the right of inspection includes the right to copy.

9.4 MAINTENANCE AND INSPECTION OF AGREEMENT AND BYLAWS. The Authority will keep at its principal executive office the original or copy of the Agreement and these Bylaws as amended to date, which will be open to inspection by the Authority or any Member at all reasonable times during office hours.

9.5 INSPECTION BY DIRECTORS. Every Director has the absolute right at any reasonable time to inspect all non-confidential books, records, and documents of every kind and the physical properties of the Authority. This inspection by a Director may be made in person or by an agent or attorney, and the right of inspection includes the right to copy and make extracts of documents.

ARTICLE 10. RESPONDING TO PUBLIC RECORDS ACT REQUESTS

10.1 PURPOSE AND SCOPE. This Article encompasses the Authority's procedure for responding to requests from the public to inspect or obtain copies of Authority records in accordance with the Public Records Act (Govt. Code, § 6250 et seq.) and the California Constitution (Art. I, § 3(b).) Nothing herein is intended to waive exemptions for particular records set forth in the Public Records Act or other law. This procedure covers all Authority records that relate to the conduct of the public's business and are prepared, owned, used, or retained by the Authority in the ordinary course of business.

"Records" generally include writings whether handwritten, typed, printed, emailed, faxed, or stored in any electronic or other medium, as well as pictures and video and sound recordings. For a full definition of "writing" as used in the Public Records Act, see California Government Code section 6252(g).)

A request for public records may be made by any member of the public, whether or not a constituent of the Authority, or by any business, organization, or other entity. Authority officials (e.g., Board Members and officers) have the same status as members of the public under the Act, but of course may review records related to their official duties without making a Public Records Act request (as outlined in Article 9).

10.2 RESPONSIBILITY. The Authority's Program Manager, in consultation with the Authority's attorney, shall be responsible for responding to Public Records Act requests submitted to the Authority. When applicable, each Member or designee shall work with the Program Manager to locate and compile documents which may be responsive to Public Records Act requests.

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10.3 RECEPIT OF PUBLIC RECORDS ACT REQUEST. The Authority shall request that Public Records Act requests ("Record Requests") be made directly to the Program Manager in a writing that reasonably outlines the categories of records sought. Members may ask parties requesting public records to submit the request in writing to the Program Manager. But, Members should be prepared to accept and assist with requests submitted by other means. In such cases, the Member receiving the request should seek to ensure the following information is included with the request: (a) the requestor's contact information (unless the requestor declines to provide it); (b) a reasonable description of the records requested; and (c) whether the requestor wants copies of the records or to inspect the records at the Authority.

When a Records Request relating to the Authority is received by a Member Agency or Director/Alternate Director, the Records Request shall be immediately forwarded to the Program Manager. The Program Manager will then share a copy with the Authority's attorney and determine if any other Members should receive a copy. The Program Manager and Authority attorney should determine if the Records Request covers records that are confidential or otherwise exempt from disclosure under the Public Records Act, or if it appears that the Records Request might be related to potential or pending litigation.

10.4 INITIAL PROCESSING OF THE RECORDS REQUEST. Upon receipt of a Records Request, the Program Manager shall immediately: (a) date stamp the Records Request; (b) scan the Records Request to the appropriate folder; and (c) enter the Records Request into the Public Records Act Log (described below in Article 10.13)

10.5 GATHERING RECORDS FOR POTENTIAL DISCLOSURE. The Program Manager shall ensure that a Records Request is distributed to Member Agency which might have responsive records and request that the department(s) provide the Program Manager the following information within three (3) business days: (a) whether there may be responsive records; (b) a time estimate to provide the potentially responsive records to the Program Manager's office for review; and (c) whether the department anticipates that more than ten (10) calendar days from the date of the request will be needed to locate all potentially responsive public records. The Program Manager should check-in with the relevant departments periodically to ensure the Records Request is processed in a timely manner.

10.6 RESPONSE DEADLINES. The Authority has a maximum of ten (10) calendar days from receipt of the Records Request to notify the requestor whether there are any Authority records in response to the Records Request. If the tenth (10th) day falls on a weekend or holiday, the deadline rolls to the next business day. In "unusual circumstances" the Program Manager can, by written notice to the requestor, extend the Authority's time to respond to the request for up to fourteen (14) additional days as provided in Government Code section 6253(c). Invocation of the "unusual circumstances" extension shall be made in consultation with the Authority's attorney.

10.7 DETERMINING WHETHER RECORDS ARE EXEMPT FROM DISCLOSURE. Several types of records are generally deemed confidential or otherwise exempt from disclosure under the Public Records Act. (*See* Govt. Code, §§ 6254, 6255). If the Program Manager believes that a Records Request potentially involves exempt records, he or she should discuss the

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Records Request with the Authority's attorney. Final exemption determinations shall be made by the Authority's attorney.

Relatedly, some Authority records may include third-party information for which an exemption determination is a close call. The Authority should seek to ensure that the third-party's rights are honored with respect to whether such information is exempt or is a disclosable public record. All Records Requests that involve third-party information should be discussed with the Authority's attorney to determine whether disclosure is mandated.

10.8 RESPONDING TO THE RECORDS REQUEST. The Program Manager shall notify the requestor: (a) whether the Authority has records responsive to the Records Request and (b) whether all responsive records will be disclosed, or whether any records will be withheld or redacted because of an exemption.

If the Authority determines that some or all of the requested documents are exempt from disclosure, the response must identify the ground(s) for the exemption(s), and the name of the Authority's attorney as the person responsible for such exemption determination. Such exemption determinations shall be provided in writing.

The Authority must promptly provide the requestor with the opportunity to obtain copies of public records or to inspect them before determining which records to have copied. (Govt. Code, § 6253(b).) In most circumstances, the records will be produced or made available for inspection when the Program Manager notifies the requestor that there are records responsive to the request. However, when the Records Request involves a significant volume of documents, the Authority may take additional time to provide the records. But, in all cases, the Authority must provide the records as soon as reasonably possible.

10.9 COPIES OF RECORDS. If copies are requested, the Authority will charge a per page fee. For most records, the fee is established by state law. (*See* Govt. Code, §§ 6253(b), 81008.) For non-Political Reform Act Records Requests (section 10.12 below), the Authority shall charge an amount sufficient to cover its direct cost of duplication. In the Program Manager's discretion, if the Records Request does not involve a significant volume of documents and the requestor agrees, the Program Manager may scan the records and send PDFs to the requestor electronically. If the request involves a substantial amount of copying, the Program Manager should obtain payment before providing the copies.

10.10 INSPECTION OF RECORDS. Where only inspection is requested, the records will ordinarily be made available for inspection during all normal Authority business hours. If the request seeks review of voluminous records, a mutually-agreeable time will be scheduled for the inspection. The operational functions of the Authority will not be suspended to permit inspection of records during periods in which such records are reasonably required by Authority personnel in the performance of their duties. Authority personnel must be present during the inspection of records in order to protect the integrity of the records. Persons inspecting records shall not destroy, mutilate, deface, alter, or remove public records from the inspection location. If copies of some or all of the records are requested following the inspection, the Authority will charge fees for copies as discussed above.

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10.11 ELECTRONIC RECORDS. When requested, existing electronic records must be provided in electronic form. Such records must be provided in any electronic format requested as long as the format is one that is currently used by the Authority. The Authority is not required to reconstruct records that it no longer maintains in an electronic format. (Govt. Code, § 6253.9 (c).)

The Authority is not required to produce documents in formats (e.g., word processing format such as Microsoft Word) if it would jeopardize or compromise the security or integrity of the original record or of any proprietary software. (Govt. Code, § 6253.9 (f).) In such situations, the Authority should convert the record to a format which is less easily manipulated, such as PDF format. (Govt. Code, § 6253.9 (f).) Relatedly, the Authority may offer to produce records in an electronic format, but may not insist that they only be provided in electronic format. (Govt. Code, § 6253.9 (d), (e).)

The Authority may charge the requestor for the added cost of producing electronic records if: (1) the request calls for producing the record at a time different than the time the record would ordinarily be produced or (2) the request requires data compilation, extraction, or programming. (Govt. Code, § 6253.9 (b).)

10.12 POLITICAL REFORM ACT RECORDS. Every report and statement filed pursuant to the Political Reform Act is a public record open for public inspection and reproduction during regular business hours, commencing as soon as practicable, but in any event not later than the second business day following the day on which it was received. (Govt. Code, § 81008.) The Authority shall impose no conditions upon persons desiring to inspect or reproduce reports and statements filed under this title, nor shall any information or identification be required from these persons. Copies shall be provided at a charge not to exceed ten cents ($0.10) per page. In addition, the filing officer may charge a retrieval fee not to exceed five dollars ($5.00) per request for copies of reports and statements which are five (5) or more years old. A request for more than one report or statement at the same time shall be considered a single request.

10.13 PUBLIC RECORDS ACT LOG. The Program Manager shall maintain a log of Records Request. Each log entry should summarize the following information, if available: (a) name of the requestor; (b) summary of information requested; (c) whether public records were provided by an Authority department or the Authority Program Manager; (d) the date of the responses (including without limitation any and all initial responses, extensions, and production dates); (e) whether any documents were withheld and/or redacted and the authority therefor; (f) a description of the documents provided in the response; and (g) the amount of fees collected. The log shall be kept in the Program Manager's office.

ARTICLE 11. ETHICS AND CONFLICTS OF INTEREST

The Authority shall be subject to the conflict of interest rules set forth in the Political Reform Act (commencing with Section 81000 of the Government Code of the State of California) and Sections 1090 et seq. of the Government Code of the State of California, and the

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Authority shall adopt an ethics policy as well as a conflict of interest code as required and as provided by the implementing regulations of the Political Reform Act.

ARTICLE 12. CONFLICT RESOLUTION AMONGST MEMBERS

If consensus if not achieved following the procedures outlined in Article 3.6 herein, then this Article shall apply. In the event of any dispute amongst Members arising from or relating to the Authority, the disputing Member shall, within thirty (30) calendar days of discovery of the events giving rise to the dispute, notify all Members in writing of the basis for the dispute. Within thirty (30) calendar days of receipt of said notice, all interested Members shall meet and confer in a good-faith and attempt to informally resolve the dispute.

All disputes that are not resolved informally shall be settled by arbitration. Within ten (10) days following the failed informal proceedings, each interested Member shall nominate and circulate to all other interested Members the name of one arbitrator listed as a "Neutral" with JAMS Mediation, Arbitration, and ADR Services. Within ten (10) days following the nominations, the interested Members shall rank their top three among all nominated arbitrators, awarding three points to the top choice, two points to the second choice, one point to the third choice and zero points to all others. Each interested Member shall forward its tally to the Secretary, who shall tabulate the points and notify the interested Members of the arbitrator with the highest cumulative score, who shall be the selected arbitrator. The Secretary may also develop procedures for approval by the Members, for selection in the case of tie votes or in order to replace the selected arbitrator in the event such arbitrator declines to act. The arbitration shall be administered in accordance with the procedures set forth in the California Code of Civil Procedure, section 1280, et seq., and of any state or local rules then in effect for arbitration pursuant to said section. Upon completion of arbitration, if the controversy has not been resolved, any Member may exercise all rights to bring a legal action relating to the controversy. Arbitration costs shall be divided equally amongst participating Members.

ARTICLE 13. AMENDMENT

These Bylaws may be amended from time to time by resolution of the Board duly adopted upon supermajority vote of the Board at a regular or special meeting of the Board; provided,

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however, that no such amendment shall be adopted unless at least thirty (30) days written notice thereof has previously been given to all members of the Board. Such notice shall identify the Article to be amended, the proposed amendment, and the reason for the proposed amendment.

ARTICLE 14. DEFINITIONS AND CONSTRUCTION

Unless specifically defined in these Bylaws, all defined terms shall have the same meaning ascribed to them in the Agreement. If any term of these Bylaws conflicts with any term of the Agreement, the Agreement's terms shall prevail, and these Bylaws shall be amended to eliminate such conflict of terms. Unless the context or reference to the Agreement requires otherwise, the general provisions, rules of construction, and definitions in the California Civil Code will govern the construction of these Bylaws.

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AGENDA ITEM 8: HCM/WATER BUDGET PROJECT UPDATE

a. Receive update on HCM/Water Budget Project.
b. Provide direction as needed.

The program manager will provide an update on the HCM/Water Budget Project being conducted jointly with the Colusa Groundwater Authority. Board direction will be provided as needed.

AGENDA ITEM 9: PROGRAM MANAGER UPDATES

The program manager will provide a brief status updates. Reminders and/or clarifications may also be made at this time.

AGENDA ITEM 10: COMMITTEE UPDATES

a. Executive Committee
   i. CGA/GGA Joint Executive Committee

The GGA Executive Committee met August 22, 2018. Many of the discussion items were covered in previous agenda items including the Audit RFP, the Bylaws, long-term funding, and the Hydrogeologic Conceptual Model/Water Budget Project. The committee is continuing to develop the Draft CGA/GGA MOU as directed by the Board at the May 14, 2018 meeting. The next meeting is scheduled for September 26, 2018.

The CGA/GGA Joint Executive Committee has not met and has nothing further to report.

AGENDA ITEM 10: COMMITTEE UPDATES

b. GGA/CGA Technical Ad Hoc Committee

The GGA Technical Ad Hoc Committee has not met. It is anticipated this committee will meet after the CGA/GGA MOU is discussed further to provide more clarity on the committee that is described within the MOU. The direction offered during these discussions will provide a basis for the development of the proposed composition of the Standing Technical Advisory Committee.

AGENDA ITEM 10: COMMITTEE UPDATES

c. Stakeholder Engagement Committee

The Stakeholder Engagement Committee was formed at the January 8, 2018 meeting. The committee has not met. Lisa Hunter has been coordinating with Mary Fahey, CGA Program Manager, and the facilitation team on a draft Stakeholder Communication Engagement Plan. It is anticipated the committee will be convened shortly to review and provide comments on this draft plan.

AGENDA ITEM 10: COMMITTEE UPDATES

d. Basin Boundary Modification Ad Hoc Committee

The Basin Boundary Modification Ad Hoc Committee has not met since the June GGA meeting. The committee has nothing further to report.

AGENDA ITEM 11: MEMBER REPORTS AND COMMENTS

Members of the GGA Board are encouraged to share information, reports, comments, and suggest future agenda items. Action cannot be taken on items brought up under this item.

AGENDA ITEM 12: NEXT MEETING

The next meeting is scheduled for October 8, 2018 at 1:30 PM.

AGENDA ITEM 13: ADJOURN