



UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY

501 Low Gap Rd., Rm. 1010 ♦ Ukiah ♦ California 95482 ♦ (707)463-4441 ♦ fax (707)463-7237

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Ukiah Valley Basin Groundwater Sustainability Agency ("Agency") Board of Directors ("Board") will hold its regular Board Meeting at:

1:30 P.M. - Thursday, August 10, 2017
Mendocino County Board of Supervisors Chambers,
501 Low Gap Road, Room 1070, CA 95482

AGENDA

1. CALL TO ORDER AND ROLL CALL

2. PLEDGE OF ALLEGIANCE

3. CONSENT ITEMS

a. [Approval of Minutes from the July 13, 2017 Meeting](#)

4. STAFF UPDATES

5. PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

The Board will receive public comments on items not appearing on the agenda and within the subject matter jurisdiction of the Agency. The Board will not enter into a detailed discussion or take any action on any items presented during public comments. Such items may only be referred to staff for administrative action or scheduled on a subsequent agenda for discussion. Persons wishing to speak on specific agenda items should do so at the time specified for those items. The presiding Chair shall limit public comments to three minutes.

6. ACTION ITEMS

a. [Discussion and Possible Action to Adopt a Resolution Adopting a Conflict of Interest Code](#)

The Board will review and adopt a Resolution adopting a conflict of interest code.

b. [Presentation, Discussion and Possible Action Regarding the Development of Bylaws](#)

The Board will receive an update on the bylaws development and provide direction to staff.



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c. **Discussion and Possible Action Regarding the Department of Water Resources' (DWR) Solicitation Package for Groundwater Sustainability Plans (GSP) and Projects**

The Board will receive an update regarding DWR's grant solicitation package for the development of GSPs and options to submit a grant application and will provide direction on pursuing grant funding.

7. DIRECTOR REPORTS

8. ADJOURNMENT

The Ukiah Valley Basin Groundwater Sustainability Agency complies with ADA requirements and upon request, will attempt to reasonably accommodate individuals with disabilities by making meeting material available in appropriate alternative formats (pursuant to Government Code Section 54953.2). Anyone requiring reasonable accommodation to participate in the meeting should contact the Mendocino County Executive Office by calling (707) 463-4441 at least five days prior to the meeting.

Please reference the Mendocino County website to obtain additional information for the Ukiah Valley Basin Groundwater Sustainability Agency: <http://www.mendocinocounty.org/uvbgsa>



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Item No.:	3.a
Date:	8/10/17
To:	Board of Directors
Subject:	Approval of Minutes from the July 13, 2017 Regular Meeting
Consent Agenda <input checked="" type="checkbox"/> Regular Agenda <input type="checkbox"/> Noticed Public Hearing <input type="checkbox"/>	

Summary:

Approval of Minutes from July 13, 2017 Regular Meeting.

Recommended Action:

Approve the July 13, 2017, meeting minutes.

Background:

The Agency convened on July 13, 2017.

Fiscal Summary:

N/A

Action: _____

Motion: _____ **2nd:** _____



UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY

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1:30 P.M. - July 13, 2017
Mendocino County Board of Supervisors Chambers,
501 Low Gap Road, Room 1070, CA 95482

ACTION MINUTES

1. CALL TO ORDER AND ROLL CALL (1:30 P.M.)

Present: Director Alfred White, Director Jerry Cardoza, Director Brandi Brown, Director Douglas Crane, and Chair Carre Brown. Chair Brown presiding.

2. PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by: Ms. Carmel J. Angelo.

3. CONSENT ITEMS

3(a) Approval of Minutes from the June 15, 2017, Meeting

Presenter/s: Chair Carre Brown; and Ms. Nicole French.

Board Action: Upon motion by Director Jerry Cardoza, seconded by Director Alfred White, and carried unanimously; IT IS ORDERED that the minutes of the June 15, 2017, Ukiah Valley Groundwater Sustainability Agency are hereby approved as revised with correction to the spelling of Ms. Elizabeth Salomone's name.

4. ACTION ITEMS

4(a) Discussion and Possible Action to Appoint an Agricultural Director

Presenter/s: Ms. Sarah Dukett; Ms. Devon Jones; and Ms. Carmel J. Angelo.

Public Comment: Mr. Chris Ruddick; Mr. Zac Robinson; and Mr. Levi Paulin.

Board Action: Upon motion by Director Alfred White, seconded by Director Jerry Cardoza, and carried unanimously; IT IS ORDERED that Mr. Zac Robinson is appointed as Agricultural Director and Mr. Levi Paulin is appointed as Alternate Agricultural Director of the Ukiah Valley Basin Groundwater Sustainability Agency.

DIRECTOR ZAC ROBINSON PRESENT AT 1:45 P.M.



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4(b) Discussion and Possible Action Regarding the Development of a Conflict of Interest Code

Presenter/s: Ms. Sarah Dukett.

Public Comment: None.

Board Action: Upon motion by Director Alfred White, seconded by Director Douglas Crane, and carried unanimously; IT IS ORDERED that the Ukiah Valley Basin Groundwater Sustainability Agency approves in concept a simple Conflict of Interest Code similar to the sample Conflict Of Interest Code found on the Fair Political Practices Commission website, and modeling the County of Mendocino's Conflict of Interest Code and Russian River Flood Control and Water Conservation District's Conflict of Interest Code; to be reviewed by the attorney for the Russian River Flood Control and Water Conservation District.

4(c) Presentation, Discussion and Possible Action Regarding the Development of Bylaws

Presenter/s: Ms. Sarah Dukett; Ms. Tamara Alaniz; and Ms. Devon Jones.

Public Comment: None.

Board Action: No action taken.

4(d) Discussion and Possible Adoption of the Proposed Fiscal Year 2017 18 Budget

Presenter/s: Ms. Sarah Dukett.

Public Comment: None.

Board Action: Upon motion by Director Brandi Brown, seconded by Director Alfred White, and carried unanimously; IT IS ORDERED that the Ukiah Valley Basin Groundwater Sustainability Agency approves the contribution of \$5,000 towards the Agency's operational costs by initial members, including: Mendocino County, City of Ukiah, Upper Russian River Water Agency and Russian River Flood Control; directs staff to include the initial contribution in the Agency Bylaws; authorizes the County to invoice initial members upon adoption of the Bylaws; and adopts the proposed FY 2017-2018 budget.

4(e) Discussion and Possible Action Regarding Informational Presentation on the Mendocino County Water Agency Proposition 1 Grant to Develop an Initial Groundwater Sustainability Plan

Presenter/s: Ms. Sarah Dukett; Mr. Chris Watt; and Mr. Brian Wallace.

Public Comment: Ms. Tamara Allaniz; Mr. Sean White; Ms. Susan Kanuff; and Ms. Devon Jones.

Board Action: No action taken.



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4(f) Informational Update on Facilitation Support Services Available for Groundwater Sustainability Plan (GSP) Development through the Department of Water Resources (DWR)

Presenter/s: Ms. Sarah Dukett.

Public Comment: None.

Board Action: No action taken.

4(g) Discussion and Possible Action Regarding an Additional Member on the Technical Advisory Committee

Presenter/s: Chair Brown, and Ms. Sarah Dukett.

Public Comment: Ms. Tamara Alaniz.

Board Action: Upon motion by Director Alfred White, seconded by Director Zac Robinson, and carried unanimously; IT IS ORDERED that the Ukiah Valley Basin Groundwater Sustainability Agency adds one (1) representative from the California Land Stewardship Institute to the Technical Advisory Committee and include the California Land Stewardship Institute in the Memorandum of Understanding, designating Ms. Laurel Marcus or her designee as the representative.

4(h) Update on the Groundwater Sustainability Agency (GSA) Notice Submitted to the Department of Water Resources (DWR)

Presenter/s: Ms. Sarah Dukett.

Public Comment: None.

Board Action: No action taken.

5. DIRECTOR REPORTS

Presenter/s: Ukiah Valley Basin Groundwater Sustainability Agency Directors.

Public Comment: None.

6. PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

Presenter/s: Mr. Stephen Wing; and Ms. Sarah Dukett.

7. ADJOURNMENT (3:03 P.M.)



UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY

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Attest: **BRANDI BROWN**
Secretary

CARRE BROWN, Chair

DRAFT



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Item No.:	6.a
Date:	8/10/17
To:	Board of Directors
Subject:	Discussion and Possible Action to Adopt a Conflict of Interest Code
Consent Agenda <input type="checkbox"/> Regular Agenda <input checked="" type="checkbox"/> Noticed Public Hearing <input type="checkbox"/>	

Summary:

The Joint Powers Agreement (JPA) requires that the Agency to adopt a local conflict of interest code.

Recommended Action:

Adopt Resolution adopting the Ukiah Valley Basin Groundwater Sustainability Agency Conflict of Interest Code.

Background:

Section 8.4 requires the Board adopt a local conflict of interest code pursuant to the provisions of the Political Reform Act of 1974 (Government Code sections 81000, et seq.).

On June 15, 2017, the Board directed that members submit their preferred conflict of interest code to the Agency and review submitted items at the next regular meeting.

On July 13, 2017, the Board approved in concept a simple conflict of interest code modeled after the Russian River Flood Control and Water Conservation District's (RRFC) code. RRFC offered to have their attorney review the current conflict of interest code for revisions.

RRFC's attorney reviewed their conflict of interest code to ensure current compliance for potential use by the Agency. Attached is a draft conflict of interest code for consideration modeled after RRFC. In addition, RRFC's code is included as a reference.

Fiscal Summary: N/A



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Action: _____

Motion: _____ **2nd:** _____

BOARD OF DIRECTORS

UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY

RESOLUTION NO. 17-02

RESOLUTION OF THE UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY ADOPTING A CONFLICT OF INTEREST CODE

WHEREAS, the Political Reform Act, Government Code section 81000, et seq., requires every state or local government agency to adopt and promulgate a Conflict of Interest Code; and

WHEREAS, the Fair Political Practices Commission has adopted a regulation, section 18730 of Title 2 of the California Code of Regulations, which contains the terms of a standard model Conflict of Interest Code, which can be incorporated by reference, and which may be amended by the Fair Political Practices Commission after public notice and hearings to conform to amendments to the Political Reform Act; and

WHEREAS, the Agency has determined that the Conflict of Interest Code and Appendix A accurately sets forth the current organizational structure, their designated positions, and the respective categories of financial interests which should be made reportable.

THEREFORE, BE IT RESOLVED that:

1. The terms, set forth in the Conflict of Interest Code and Appendix A, are hereby adopted and constitute the Conflict of Interest Code of the Ukiah Valley Basin Groundwater Sustainability Agency.
- 2) All persons holding designated positions identified in Appendix A shall file statements of economic interest pursuant to the Conflict of Interest Code.

PASSED AND ADOPTED by the Ukiah Valley Basin Groundwater Sustainability Agency Board of Directors at a regular meeting duly held on the 10th day of August, 2017, by the following vote:

AYES:

NOES:

ABSENT:

WHEREUPON, the Chair declared said Resolution adopted and SO ORDERED.

Carre Brown, Board Chair
Ukiah Valley Basin Groundwater Sustainability

Agency

ATTEST:

Brandi Brown
Secretary
Ukiah Valley Basin Groundwater Sustainability
Agency

Ukiah Valley Basin Groundwater Sustainability Agency

CONFLICT OF INTEREST CODE

The Political Reform Act (Government Code Section 81000, et seq.) prohibits a public official from using his or her official position to influence a governmental decision in which he or she has a financial interest. Every state and local government agency must adopt a conflict of interest code that identifies all officials and employees within the agency who make governmental decisions based on the positions they hold. The individuals in the designated positions must disclose their financial interests as specified in the agency's conflict of interest code. The Fair Political Practices Commission has adopted a regulation (2 California Code of Regulations Section 18730) that contains the terms of a standard conflict of interest code, which can be incorporated by reference in an agency's code. After public notice and hearing, the standard code may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act. Therefore, the terms of 2 California Code of Regulations Section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission are hereby incorporated by reference. This regulation and the attached Appendix A, designating positions and establishing disclosure categories, shall constitute the conflict of interest code of the Ukiah Valley Basin Groundwater Sustainability Agency (Agency).

Individuals holding designated positions shall file their statements of economic interests with the County of Mendocino Registrar's Office, which will make the statements available for public inspection and reproduction (Gov. Code Sec. 81008). All statements will be retained by the County of Mendocino Registrar's Office.

The Board of Directors may determine in writing that a particular consultant, although a "designated position," is hired to perform a range of duties that are limited in scope and thus is not required to fully comply with the disclosure requirements described in this section. Such written determination shall include a description of the consultant's duties and, based on that description, a statement of the extent of disclosure requirements. The Board of Director's determination is a public record and shall be retained for public inspection in the same manner and location as this Conflict of Interest Code.

APPENDIX A

DESIGNATED POSITIONS	DISCLOSURE CATEGORY
Directors	1, 2, 3
Attorney for Agency	1, 2, 3
Executive Director	1, 2, 3
Engineer for Agency	1, 2, 3
Consultants	1, 2, 3

Category 1: Investments or business positions in any business entity which, within the last two years, has contracted, or in the foreseeable future may contract, with the Agency to provide services, supplies materials, machinery or equipment. See Government Code Sections 82034, 87103, 87206.

Category 2: Income or promised income from any source which, within the last 12 months, has contracted, or in the foreseeable future may contract, with the Agency to provide services, supplies materials, machinery or equipment. See Government Code Sections 82030, 87103, 87207.

Category 3: Interest in real property located within the jurisdiction, or within two miles of the boundaries of the Agency, including any leasehold, beneficial or ownership interest or option to acquire such interest in real property. See Government Code Sections 82033, 87103, 87206.

**Mendocino County Russian River
Flood Control & Water Conservation Improvement District**

CONFLICT OF INTEREST CODE

The Political Reform Act (Government Code Section 81000, et seq.) prohibits a public official from using his or her official position to influence a governmental decision in which he or she has a financial interest. Every state and local government agency must adopt a conflict of interest code that identifies all officials and employees within the agency who make governmental decisions based on the positions they hold. The individuals in the designated positions must disclose their financial interests as specified in the agency's conflict of interest code. The Fair Political Practices Commission has adopted a regulation (2 California Code of Regulations Section 18730) that contains the terms of a standard conflict of interest code, which can be incorporated by reference in an agency's code. After public notice and hearing, the standard code may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act. Therefore, the terms of 2 California Code of Regulations Section 18730 and any amendments to it duly adopted by the Fair Political Practices Commission are hereby incorporated by reference. This regulation and the attached Appendix [or Appendices], designating positions and establishing disclosure categories, shall constitute the conflict of interest code of the Mendocino County Russian River Flood Control & Water Conservation Improvement District (District).

Individuals holding designated positions shall file their statements of economic interests with the County of Mendocino Registrar's Office, which will make the statements available for public inspection and reproduction (Gov. Code Sec. 81008). All statements will be retained by the County of Mendocino Registrar's Office.

The Board of Directors may determine in writing that a particular consultant, although a "designated position," is hired to perform a range of duties that are limited in scope and thus is not required to fully comply with the disclosure requirements described in this section. Such written determination shall include a description of the consultant's duties and, based on that description, a statement of the extent of disclosure requirements. The Board of Director's determination is a public record and shall be retained for public inspection in the same manner and location as this Conflict of Interest Code.

DESIGNATED POSITIONS

DISCLOSURE CATEGORY

Directors	1, 2, 3
Attorney for District	1, 2, 3
General Manager	1, 2, 3
Engineer for District	1, 2, 3
Consultants	1, 2, 3

DISCLOSURE CATEGORIES

Category 1: Investments or business positions in any business entity which, within the last two years, has contracted, or in the foreseeable future may contract, with the District to provide services, supplies materials, machinery or equipment. See Government Code Sections 82034, 87103, 87206.

Category 2: Income or promised income from any source which, within the last 12 months, has contracted, or in the foreseeable future may contract, with the District to provide services, supplies materials, machinery or equipment. See Government Code Sections 82030, 87103, 87207.

Category 3: Interest in real property located within the jurisdiction, or within two miles of the boundaries of the District, including any leasehold, beneficial or ownership interest or option to acquire such interest in real property. See Government Code Sections 82033, 87103, 87206.



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Item No.:	6.b
Date:	8/10/17
To:	Board of Directors
Subject:	Presentation, Discussion and Possible Action Regarding the Development of Bylaws
Consent Agenda <input type="checkbox"/> Regular Agenda <input checked="" type="checkbox"/> Noticed Public Hearing <input type="checkbox"/>	

Summary:

The Joint Powers Agreement (JPA) requires that the Agency adopt Bylaws as soon as practicable after the first Board meeting.

Recommended Action:

Review draft bylaws and provide direction to staff.

Background:

Section 18.3 requires at or as soon as practicable after the first Board of Directors meeting the Board draft and approve Bylaws of the Agency to govern day-to-day operations of the Agency.

On June 15, 2017, the Board directed the creation of a working group to development the bylaws. The working groups consist of:

- Devon Jones, Mendocino County Farm Bureau
- Tamara Alaniz, Russian River Flood Control
- Sarah Dukett, Mendocino County
- Carre Brown, Chair

The working group met on July 6 and 13 and drafted bylaws modeled after the West Turlock Subbasin GSA. Mendocino County's Counsel is currently reviewing the draft bylaws. The working group recommends the Board review the draft bylaws and provide comments and direction. The Board's comments and counsel review will be included in final draft bylaws for adoption at the September meeting.



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Fiscal Summary: The bylaws include a \$5,000 contribution from initial members and mechanisms to raise additional funds in the future.

Action: _____

Motion: _____ **2nd:** _____

UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY



BYLAWS

ADOPTED BY: INSERT ACTION

ADOPTED: INSERT DATE

These Bylaws are adopted and effective as of _____, 2017, pursuant to the Joint Powers Agreement of the UKIAH VALLEY BASIN GROUNDATER SUSTAINABILITY AGENCY.

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PREAMBLE

These Bylaws are adopted and effective as of _____, 2017, pursuant to the Joint Powers Agreement of the UKIAH VALLEY BASIN GROUNDWATER SUSTAINABILITY AGENCY (Agreement).

ARTICLE 1. THE AGENCY

1.1 NAME OF AGENCY. The name of the Agency created by the Agreement shall be the Ukiah Valley Basin Groundwater Sustainability Agency (Agency).

1.2 OFFICE OF AGENCY. The principal office of the Agency shall be at the Mendocino County Water Agency, 501 Low Gap Road, Room 1010, Ukiah, CA 95482, or at such other location as the Board may designate by resolution.

1.3 POWERS. The powers of the Agency shall be as set forth in Article 5 of the Agreement.

ARTICLE 2. BOARD OF DIRECTORS

2.1 BOARD OF DIRECTORS. The Agency shall be governed by a Board of Directors (Board) as set forth in Article 7 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, pursuant to its own procedures and authorities. The appointment shall be made by Resolution.

2.2.2 Notification. Each Member Agency shall notify the Agency when it appoints or changes its Board Member and/or alternate Board Member.

2.2.3 Tribal Member. The six (6) Tribes within the Ukiah Valley identified as Redwood Valley Rancheria, Coyote Valley Reservation, Pinoleville Pomo Nation, Potter Valley Rancheria, Guidiville Rancheria and the Hopland Reservation, shall submit a letter nominating a Director and Alternative Director. The Board shall confirm the nominee at a regular meeting and shall appoint the Tribal Director upon simple majority vote of all Members.

2.2.4. Agricultural Member. The Agricultural Member shall meet the qualifications as described in 7.1.2(a) of the Agreement. The Members shall be selected from a list of three (3) nominations submitted from the Mendocino County Farm Bureau (MCFB), but the three (3) nominees need not be a member of the organization. The MCFB shall submit a nomination letter and completed applications of all three nominees. The MCFB must use the application approved by the Board of Directions (Appendix A). The Board shall consider the nominees at a regular meeting of the Board and may interview the nominees. The Board shall appoint the Agricultural Member and alternate member upon simple majority vote of all Member Directors.

ARTICLE 3. BOARD MEETINGS

3.1 MEETINGS. The Board shall meet regularly, at least once per quarter on the second Thursday of the first month of the quarter, at 1:30 PM, at Mendocino County Board of Supervisors Chambers, 501 Low Gap Road, Room 1070, Ukiah, CA 95482 and as often as needed. 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 72 hours before each meeting in compliance with the requirements of the Ralph M. Brown Act.

3.2 QUORUM. In determining a quorum as defined by Section 9.1 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 Directors Reports.

3.3.8 Adjournment.

3.4 AGENDA. Members may submit items for the agenda at a minimum of seven (7) days prior to the publication of the agenda. The agenda shall be published seventy-two (72) hours prior to regular board meeting and twenty-four (24) hours prior to a special board meeting in accordance with the Brown Act. Agenda publication shall conform to all required provisions of the Brown Act.

3.5 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 clerk or Chair in an absence of a clerk shall announce the results of the vote including the names of the Directors, if any, voting in the minority.

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 "Robert'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 "Robert's Rules of Order."

ARTICLE 4. OFFICERS

4.1 OFFICERS. The Officers of the Agency are the Chair, Vice-Chair, and Secretary, as provided for in Article 10 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, and every two (2) years hence, nominations for the Officers will be made and seconded by a Director. If more than two Directors are nominated for any one office, voting occurs until a nominee receives a majority of the votes cast. The initial term of the elected Officers shall run from the date of their election to until the Board meeting two years after the election. Thereafter, each Officer shall serve a term of two years. An Officer may succeed himself/herself and may serve any number of consecutive or non-consecutive terms.

4.3 REMOVAL OF OFFICERS. Board Members and Alternate Board Members serve at the pleasure of their appointing Member's governing board and may be removed or replaced at any time. Stakeholder Directors that no longer meet the qualifications set forth in section 7.1 of the JPA will be automatically removed from the Board of Directors. A Stakeholder Director may be removed or reappointed by a simple majority vote of the Board. Upon removal of a Board Member, the Alternate Board Member shall serve as the Board member until a new Board member is appointed.

4.4 VACANCIES. Any vacancy in the offices because of death, resignation, removal, disqualification, or any other cause will be filled for the balance of the vacated term in the manner prescribed in these Bylaws for regular appointments to that office; provided, however, that such vacancies may be filled at any regular or special meeting of the Board. Alternate Directors shall serve as the Board member until a new Board member is appointed. Members shall submit any changes in Director or Alternate Director positions to the Board of Directors or Executive Director by written noticed signed by an authorized representative from the Member. The written noticed must include a Resolution of the governing board of the Member directing such change in the Director or Alternative Director position.

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 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 Robert's Rules, unless overruled by the Board.

4.6.2 Vice-Chair of the Board. 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.

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 Agency or such other place as the Board may direct, a book of minutes of all meetings and actions of Directors and Committees of the Agency, 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.

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 Agency.

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, ADVISORY COMMITTEES AND TECHNICAL ADVISORY COMMITTEE

5.1 INTERNAL BOARD COMMITTEES. The Board may establish temporary or permanent Board Committees composed of two (2) Board Members to facilitate conduct of its work. Temporary Board Committees will have a specific charge and operational duration not to exceed six months and are not subject to the Brown Act. All Board Committees will provide regular updates to the full Board about their activities and the progress of their work.

5.2 WORKING GROUPS. Informal working groups 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 working groups will have a defined area as the focus for its work and may function for up to six months, and may include such membership as needed to accomplish the objectives for which the working group was created.

5.3 ADVISORY COMMITTEES. Pursuant to Section 11 of the Agreement, the Board may establish one or more advisory committees to assist in carrying out the purposes and objectives of the Agency.

5.3.1 In establishing an Advisory 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 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 The Board will ensure that at least one (1) member from the Board of Directors or Agency employee attends and participates in each advisory committee meeting.

5.3.4 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 by a majority vote of the Board;
- 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.

5.3.5 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.

5.4 TECHNICAL ADVISORY COMMITTEE. Pursuant to Section 11 of the Agreement there shall be established a technical advisory committee, the purpose of which shall be to provide advice to the Board on issues of technical nature related to the activities of the Agency.

5.4.1 The technical advisory committee shall be comprised of at least one (1) representative of each Member; one (1) representative for each of the Agricultural Stakeholders and the Tribal Stakeholders; at least one (1) representative from the Sonoma County Water Agency; at least one (1) representative from the Mendocino County Resource Conservation District; and at least one representative from the California Land Stewardship Institute.

5.4.2 The technical advisory committee shall meet as directed by the Board of Directors, and shall make recommendations to the Board of Directors as requested.

5.4.3 The role and responsibilities of the technical advisory committee will be established in a Memorandum of Understanding between the Agency, the Mendocino County Resource Conservation District, the Sonoma County Water Agency, and the California Land Stewardship Institute.

5.4.3 Additional Members to the technical advisory committee may be added by recommendation of the Board, followed by an amendment of the Memorandum of Understanding signed by all parties.

5.4.4 The Technical 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 by a majority vote of the Board;

- 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.

5.4.5 Technical advisory committees may 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 distributed upon approval to the Board.

ARTICLE 6. AGENCY ADMINISTRATION, MANAGEMENT AND STAFFING

6.1 COLLABORATIVE MANAGEMENT. Except for the Agency's Treasurer function, Agency 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 agency.

6.1.1 Staffing Support for Agency Officers and Board Members. Staff will work together to provide support for the Agency Officers and Board members. Board agenda and meeting materials will generally be prepared by or reviewed by one or more members of the staff prior to being finalized. Should member agency staff not be in agreement on any topic, the Agency Board Chair and Vice-Chair will be consulted to provide the necessary direction. Any issue not resolvable by staff and the Agency Board Chair and Vice-Chair will be referred to the full Board for decision.

6.1.2 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 Agency. In addition, to the extent the Agency decides necessary, it may hire outside consultants and/or employ staff.

6.2 CLERKING ASSISTANCE. The function of this position is to assist the Board and appointed Secretary with the keeping of meeting minutes, preparation and posting of the agenda and record keeping. The functions of this position will be performed by an assigned Mendocino County employee and/or contracted by the Agency.

6.3 TREASURER AND CONTROLLER. The Treasurer shall be the depository and have custody of all the money of the Agency from whatever source, and shall provide strict accountability of Agency 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. The Controller of the Agency shall cause an independent audit of the Agency's finances to be made by a certified public accountant in compliance with California Government Code Section 6505. The Treasurer and Controller shall comply strictly with the provisions of statutes relating to their duties found in Chapter 5 (commencing with Section 6500) of Division 7 of Title 1 of the California Government Code.

6.3.1 The County of Mendocino shall act as Treasurer and Controller for the Agency. The Mendocino County Water Agency (MCWA) on behalf of the County will fulfill the duties of Treasurer and Controller for the County. The County will establish a Trust Account to hold the funds of the Agency. The Board will reimburse the County for the staff's services for the Agency. Reimbursement will include necessary staff time as well as the purchase and maintenance of any necessary materials and/or equipment required by the Treasurer and Controller 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 Agency, 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 at all reasonable times.

ii. Deposit and Disbursement of Money and Valuables. Consistent with the provisions of Article 12 of the Agreement, deposit all money and other valuables in the name and to the credit of the Agency within such depository funds and accounts as may be designated by the Board; disburse the funds of the Agency 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 Agency.

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

iv. Independent Audit. The annual independent audit will be coordinated by the Mendocino County Auditor. The Trust Account will be included as part of MCWA annual audit fulfilling the Controller provision in Section 12 of the Agreement. v. Exercise and perform such other powers and perform such other duties as may be assigned to him/her by the Board.

6.4 LEGAL COUNSEL. The Board of Directors may appoint legal counsel as it deems appropriate and may request that Members utilize their counsel on Agency business when requested by the Board.

6.5 STAFFING STRATEGY REVIEW UPON COMPLETION OF THE GROUNDWATER SUSTAINABILITY PLAN. The collaborative staffing model for the Agency will be reviewed and revised as needed. In particular, the performance of the collaborative staffing model in meeting the Agency's needs and the proposed role of the Agency in developing the GSA and GSP will be considered when determining the potential future staffing needs of the Agency. Future staffing of the Agency shall be in accordance with Article 13 of the Agreement.

ARTICLE 7. FINANCES

7.1 DEPOSIT AND DISBURSEMENT OF FUNDS. All funds of the Agency 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. Disbursements of not more than one thousand dollars (\$1,000) may be issued pursuant to the Treasurer's sole signature. Disbursements in excess of one thousand dollars (\$1,000) 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 Agency.

7.2 BUDGET. The Agency shall operate pursuant to an operating budget to be adopted prior to the beginning of each new fiscal year. The Agency shall endeavor to operate each year pursuant to an annual 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.

7.3 CONTRACTS. The Agency shall utilize the County of Mendocino procurement process for professional services, including use of the County's contract boilerplate, legal review and contract administration. All contracts require approval by the Agency Board of Directors. The contract administration for the Agency will be reviewed and revised as needed.

7.4 AGENCY FUNDING AND CONTRIBUTIONS. In order to provide the needed capital to initially fund the Agency, the Agency shall be initially funded by a contribution from initial Members in the amount of five thousand dollars (\$5,000). The Treasurer shall invoice the initial Members and deposit the funds in the Trust Account. In subsequent years, the Agency may be funded through additional voluntary contributions by all Members, and as otherwise provided in Chapter 8 of SGMA (commencing with Section 10730 of the Water Code).

ARTICLE 8. SPECIAL PROJECTS

8.1 PROJECTS. The Agency intends to carry out activities in furtherance of its purposes and consistent with the powers established by the Agreement with the participation of all Members.

8.2 MEMBER SPECIFIC PROJECTS. In addition to the general activities undertaken by all Members of the Agency, the Agency may initiate specific projects or litigation that involves less than all Members. No Member shall be required to be involved in a project that involves less than all the Members

8.2.1 PROJECT AGREEMENT. Prior to undertaking any project or litigation that does not involve all Member Agencies, the Members electing to participate in the project shall enter into a Project Agreement. A Member may elect not to participate in a specific project or litigation matter by written notice in accordance with Section 14.3 of the Agreement. Each Project Agreement shall provide specific terms and conditions in accordance with Section 14.3 of the Agreement.

8.3 BOARD OF DIRECTORS APPROVAL. The Board of Directors shall have the authority to disapprove any Project Agreement upon a determination that the Project Agreement has specific, substantial adverse impacts upon Members that have not executed the Project Agreement.

ARTICLE 9. DEBTS AND LIABILITIES

The debts, liabilities and obligations of the Agency 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 Agency, including but not limited to, any bond or other debt instrument issued by the Agency.

ARTICLE 10. RECORDS RETENTION

10.1 MAINTENANCE OF THE AGENCY RECORDS. The Agency will keep:

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

10.1.2 Minutes in written form of the proceedings of its Board, and committees, and advisory committees, if any.

10.1.3 Approved Resolutions and Agreements.

10.1.4 All such records will be kept at the Agency's principal office.

10.2 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 Agency staff if adopted.

10.3 INSPECTION RIGHTS.

10.3.1 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.

10.3.2 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.

10.4 MAINTENANCE AND INSPECTION OF AGREEMENT AND BYLAWS. The Agency 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 Agency or any Member at all reasonable times during office hours.

10.5 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 Agency. 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.

10.6 PUBLIC RECORDS ACT REQUESTS. The Agency shall comply with Government Code Section 6250 et seq. known as the California Public Records Act. The Agency may review and adopt a Public Access to Records policy. Implementation of this Policy will be the responsibility of Agency staff if adopted.

ARTICLE 11. ETHICS AND CONFLICTS OF INTEREST

The Agency 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 Agency 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. AMENDMENT

These Bylaws may be amended from time to time by resolution of the Board duly adopted upon majority of the Board at its regular or special meeting; provided, 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 13. 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.



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Item No.:	6.c
Date:	Board of Directors
To:	8/10/17
Subject:	Discussion and Possible Action Regarding the Department of Water Resources' (DWR) Solicitation Package for Groundwater Sustainability Plans (GSP) and Projects
Consent Agenda <input type="checkbox"/> Regular Agenda <input checked="" type="checkbox"/> Noticed Public Hearing <input type="checkbox"/>	

Summary:

The Department of Water Resources will release the grant solicitation package for the Groundwater Sustainability Planning Grant in August 2017. The application deadline for this grant is October 2017 with funds projected to be awarded in December 2017. The Board will need to provide direction on pursuing grant funding.

Recommended Action:

1. Authorize the Mendocino County Water Agency to apply for the Department of Water Resources Proposition 1 Groundwater Sustainability Planning Grant.
 2. Authorize the Mendocino County Water Agency to issue a Request for Proposals for the Development of a Groundwater Sustainability Plan following the grant application submittal.
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Background:

DWR is administering the Sustainable Groundwater Planning Grant Program (PGP), using funds authorized by Proposition 1, to encourage sustainable management of groundwater resources that support Sustainable Groundwater Management Act (SGMA). This PGP is making a total of approximately \$86.3 million available, with at least \$10 million made available to projects that serve Severely Disadvantaged Communities (SDACs) and the remaining amount for planning, development, or preparation of GSPs. Eligible projects for this PGP must address high and medium priority basins as identified in DWR Bulletin 118 or a non-adjudicated portion of one of these basins.



Ukiah Valley Basin Groundwater Sustainability Agency

Agenda Summary

Fiscal Summary: General Water Agency staff support was included in the adopted 17-18 budget and can be utilized for this project.

Action: _____

Motion: _____ **2nd:** _____