



Executive Board Meeting Agenda

Thursday, June 27, 2013, 9:00 a.m. – 12:00 p.m.
 EBMUD Lab Library, 2020 Wake Ave., Oakland, CA

<u>Agenda Item</u>	<u>Time</u>	<u>Page #</u>
ROLL CALL AND INTRODUCTIONS	9:00 a.m. – 9:05 a.m.	
PUBLIC COMMENT	9:05 a.m. – 9:10 a.m.	
CONSIDERATION TO TAKE AGENDA ITEMS OUT OF ORDER	9:10 a.m. – 9:15 a.m.	
CONSENT CALENDAR	9:15 a.m. – 9:20 a.m.	
1. May 23, 2013 BACWA Executive Board Meeting Minutes		3 – 9
2. April 2013 Treasurer’s Report		10 – 15
3. Funding and Collaboration Criteria		16
4. Fiscal Year 2014 Workplans and Budget		17 – 30
5. Fiscal Year 2014 Contracts		31 – 51
a. RMC for Collections Systems Committee and As Needed Technical Support, \$45,000; File 12,974		
b. LWA for As Needed Technical Support, \$25,000; File 12,973		
c. EOA for As Needed Technical Support, \$20,000; File 12,972		
d. Kennedy Jenks for Info Share Group Support, \$25,000; File 12,971		
e. J. M. Kelly Engineering for As Needed Technical Support, \$15,000; File 12,975		
f. HDR for As Needed Technical Support, \$30,000; File 12,976		
g. Alexandra Gunnell for AED services, \$75,000; File 12,977		
h. CH2M Hill for AIR Committee Support, \$74,440; File 12,978		
i. SFEI for Nutrients, \$355,000; File 12,980		52 – 71
6. Amendments to Fiscal Year 2013 Contracts		72
a. PME for RPM services, extend termination date to 12/31/2013 and increase contract value by \$25,000; File 12,729		
b. WBA for IRWMP support, extend termination date to 6/30/2014; File 12,786		
c. SFEI for Nutrients, extend termination date to 12/31/2013; File 12,680		
d. Avila for Prop 50 Grant Administration, extend termination date to 12/31/2013; File 12,780		

<p>REPORTS</p> <p>7. Committee Reports</p> <p>8. Executive Board Reports</p> <p>9. Executive Director Report</p> <p>10. Regulatory Program Manager Report</p> <p>11. Chair & Executive Director Authorized Actions</p> <p style="padding-left: 20px;">a. Executive Director Authorization of agreement with Chinook Book for BAPPG Baywise Outreach, not to exceed \$3,400 for FY 2012-13; File 12,953.</p> <p style="padding-left: 20px;">b. Executive Director Authorization of agreement with Tandem Creative for BAPPG Long Term Care and Hospice Provider Outreach, not to exceed \$3,000 for FY 2012-13; File 12,979.</p>	<p>9:20 a.m. – 10:00 a.m.</p>	<p>73 – 88</p> <p>89 – 94</p> <p>95 – 97</p> <p>98 – 99</p>
<p>OTHER BUSINESS</p> <p>12. <u>Discussion:</u> Nutrients</p> <p style="padding-left: 20px;">a. Technical Work</p> <p style="padding-left: 40px;">i. Consultant Technical Seminar on Nutrients</p> <p style="padding-left: 20px;">b. Governance Structure</p> <p style="padding-left: 40px;">i. BACWA Proposed Steering Committee</p> <p style="padding-left: 40px;">ii. Upcoming Task Force Meeting with SF Bay Regional Water Board, June 27, 2013</p> <p style="padding-left: 20px;">c. Regulatory</p> <p style="padding-left: 40px;">i. Key Takeaways from Nutrients Regulatory Workshop, June 21, 2013</p> <p style="padding-left: 40px;">ii. Next Steps</p> <p>13. <u>Discussion:</u> IRWMP Funding</p> <p>14. <u>Discussion:</u> Bay Planning Coalition’s Energy & Water Nexus Summit Sponsorship</p> <p>15. <u>Discussion:</u> Proposed Revisions to ASC Bylaws</p> <p>16. <u>Approval:</u> Executive Board Chair and Vice Chair Nomination/Election</p> <p>17. <u>Discussion:</u> Upcoming BACWA Executive Board Meetings</p> <p style="padding-left: 20px;">a. Confirm Pardee Scheduled for October 23 – 25, 2013</p> <p style="padding-left: 20px;">b. Reschedule August 22, 2013 Meeting to August 29th or Cancel</p> <p style="padding-left: 20px;">c. 2014 Board Meeting Calendar Poll Results</p>	<p>10:00 a.m. – 11:55 a.m.</p>	<p>100 – 102</p> <p>103 – 106</p> <p>107 – 160</p> <p>161</p> <p>162</p>
<p>SUGGESTIONS FOR FUTURE AGENDA ITEMS</p>	<p>11:55 a.m. – 12:00 p.m.</p>	
<p>NEXT REGULAR MEETING</p> <p>The next regular meeting of the Board is scheduled for July 25, 2013 at the EBMUD Treatment Plant Lab Library.</p>		
<p>ADJOURNMENT</p>	<p>12:00 p.m.</p>	



Executive Board Meeting Minutes

Monday, May 23, 2013, 9:00 a.m. – 12:00 p.m.
EBMUD Lab Library, 2020 Wake Avenue, Oakland, CA

ROLL CALL AND INTRODUCTIONS

Executive Board Representatives: Mike Connor, Chair (East Bay Dischargers Authority); Curt Swanson (Central Contra Costa Sanitary District); Joanna De Sa (San Jose); Ben Horenstein (East Bay Municipal Utility District)

Other Attendees: Nohemy Revilla (San Francisco Public Utilities Commission); Cheryl Munoz (San Francisco Public Utilities Commission); Amy Chastain (San Francisco Public Utilities Commission/AECOM); Tim Potter (Central Contra Costa Sanitary District); Melody LaBella (Central Contra Costa Sanitary District); Dana Lawson (Central Contra Costa Sanitary District); Randy Schmidt (Central Contra Costa Sanitary District); Amanda Roa (Delta Diablo Sanitation District); Greg Baatrup (Fairfield-Suisun Sewer District); Bhavani Yerrapotu (Sunnyvale); Dan Stevenson (Sunnyvale); Karin North (City of Palo Alto); David Senn (San Francisco Estuary Institute); Naomi Feger (San Francisco Regional Water Board); Monica Oakley (RMC Environmental); Denise Connors (Larry Walker Associates); Tom Hall (EOA); Lorien Fono (Patricia McGovern Engineers); Dave Williams (BACWA); Alexandra Gunnell (BACWA).

PUBLIC COMMENT

There were no public comments.

CONSIDERATION TO TAKE AGENDA ITEMS OUT OF ORDER

The Board made a request to move **agenda item 13, BACWA/BAPPG Triclosan Review Comment Letter to EPA**, to the Consent Calendar, and to move **item 9c, Subembayment Boundaries** to the end of the Nutrients discussion.

CONSENT CALENDAR

Agenda items 1 – 3 and 13 were approved in a motion made by Curt Swanson and seconded by Ben Horenstein. The motion carried unanimously.

1. April 15, 2013 BACWA Executive Board Meeting Minutes
2. February 2013 Treasurer's Report
3. March 2013 Treasurer's Report
13. BACWA/BAPPG Triclosan Review Comment Letter to EPA

REPORTS

Committee Reports were reviewed under **agenda item 4**.

The **AIR Committee** report was included in the handout packet and reviewed by Committee Co-Chairs, Nohemy Revilla and Randy Schmidt. They noted that solicitations have been sent AIR members to renew of their membership for fiscal year 2013-14 (FY2014). Some committee members have expressed concerned about the lack of funds to support publishing the AIR annual

newsletter in 2013 and the committee is requesting administrative in-kind support for FY2014, which will be reviewed in more detail under the Budget discussion agenda item.

The **BAPPG** report was included in the handout packet and reviewed by committee representatives, Karin North and Melody La Bella. Karin North distributed a demolition brochure produced by the committee and explained that Palo Alto's contract with Stephanie Hughes was utilized for this effort. The brochure was designed to distribute to contractors and drive traffic to related pages on the Baywise website. It was also noted that the committee has produced a Spanish translation of their copper pool and spa brochure. Melody La Bella and Karin North informed the Board that they presented information on emerging contaminants at a recent San Francisco Regional Water Board staff training, and received favorable reviews from attendees. They also noted that they are seeking letters from law enforcement to support pending pharmaceutical disposal legislation.

Dan Stevenson, **Collection Systems Committee** Chair, reviewed the report that was included in the handout packet. He noted that the committee is satisfied with the changes made by the State Water Board in the most recent draft of the Amended Monitoring and Reporting Program (MRP) of the Sanitary Sewer System (SSS) Waste Discharge Requirements (WDR).

The **Permits Committee** report was distributed and reviewed by Committee Chair, Tim Potter. He noted that at their last meeting the committee discussed revisions to the West County Agency (WCA) tentative order in which, contrary to WCA comments, effluent limits were not adjusted using the updated mixing zone study. WCA has indicated that they will not participate in the stormwater diversion pilot. The Nutrient Watershed Permit concept was also discussed at the meeting, and members expressed concern about the pace of the process and details of the content. Some questions about the composition of the proposed Steering Committee were raised. The committee also reviewed the court ruling on EPA's interpretation of blending regulations.

Executive Board representatives provided updates from each of the Principal agencies under **agenda item 5, Executive Board Reports**. The ED also provided an opportunity for member agency representatives to provide updates as well.

Curt Swanson reported that **CCCSD** will be working with the State Water Contractors to conduct a repeat of Dr. Swee Teh's copepod study (Evaluation of 31-day lifecycle impacts of ammonia on the copepod *P. Forbesi*), which will provide an ammonia threshold that will be used in the two-component Copepod Study required by their permit. General Manager recruitment efforts continue with the CCCSD Board setting up a second round of interviews. The Board inquired about whether CCCSD has received final report from the State Water Contractors on the study that yielded contradictory results with the addition of ammonia. Melody LaBella responded that the Water Contractors are still working on the ammonia/herbicide spiking studies. Curt also reported that CCCSD held a recent groundbreaking ceremony for their Concord (Recycled Water) Landscape Project.

Ben Horenstein of **EBMUD** informed attendees that Nancy Stoner, Acting Assistant Administrator for Water at the US EPA, visited EBMUD for a tour. They discussed nutrient studies and she noted

that the Long Island Sound is a good conceptual model for trading. Mike Connor commented that her term as Acting Assistant Administrator would be ending soon. Ben Horenstein also reported that he attended a recent ReNUWIt conference and discussed with Dave Sedlak investigating where academics may fit into the trading concept. Mike Connor suggested inviting a speaker with expertise in the Long Island Sound model to present at the BACWA Nutrient Consultant Technological Seminar.

Amy Chastain reported that **SFPUC** is expecting a tentative order on their Bayside permit, and are continuing work to address EPAs concerns surrounding potential excursion issues.

Karin North reported that **Palo Alto** is investigating copper exceedances and have received a waiver letter.

Bhavani Yerrapotu reported that **Sunnyvale** is investigating their chronic toxicity results.

The **Executive Director's May Report** was included in the handout packet for **agenda item 6** and reviewed by Dave Williams. He noted that action items from previous Board meetings have been attached to his report and requested to be notified about any corrections. Also attached the ED report is a Board Calendar (Bodcal) listing future potential Board meeting agenda items. A new item has been added to the end of each Board meeting providing an opportunity for attendees to request future items that will then be added to the Bodcal. The Executive Director (ED) distributed brochures received from the California Water Environment Association (CWEA) and announced that all BACWA members have been invited by Isle Technologies to attend their upcoming meeting on July 29 in Orange County. He also reported that the Water Environment Research Foundation nutrient modeling report has been completed and is available for download from their website. The ED noted that the Nutrient Regulatory Workshop has been scheduled for June 21 at EBMUD from 9:00 am – 11:00 am. The Nutrient Consultant Technological Seminar has not been scheduled yet, but he has received a proposal that he will circulate for Board review in advance of the June Board meeting.

Tim Potter provided an update on the outstanding action item pertaining to FOG manifesting regulations that has requirements to confirm wastes received (e.g. weights and measures, calculations), explaining that he will continue to work with Greg Kester on this issue. He will provide an update to members via the BACWA e-newsletter and relay the information to appropriate BACWA committees. He also noted that the PCB Watershed Permit action item has been completed. Regarding the Pretreatment Workgroup action item, he informed attendees that he will be working to form a group and has discussed the matter further with Jim Fischer. Jim Fischer identified this may be on the next Water Board enforcement coordinators' meeting agenda for further discussion. Mike Connor noted that this matter was discussed at the last Summit Partners meeting.

Mike Connor noted that the Conflict of Interest Ad Hoc Committee, consisting of Laura Pagano and himself, have been periodically receiving satisfactory conflict of interest reports from the ED.

The **Regulatory Program Manager (RPM) Report** was included in the handout packet and reviewed by Lorien Fono under **agenda item 7**. Regarding the draft plan for Toxicity Assessment and Control, she noted that the Western States Petroleum Association (WSPA) is planning to go forward with the compliance phasing proposal, and BACWA is not planning to oppose the current proposal. The workgroup will be meeting with San Francisco Regional Water Board staff member, Lila Tang, on June 6th; Jim Ervin, Laura Pagano, and the RPM are planning to attend. She also mentioned that progress on North Bay Selenium TMDL is stalled pending EPA criteria development. The draft compliance summary was distributed to meeting attendees and reviewed. She will send an electronic version to Mike Connor and await his feedback.

The following **Chair and Executive Director Authorized Actions** were taken since the April 15, 2013 Board meeting, listed under **agenda item 8**, and supporting information was included in the handout packet.

- a. Executive Director authorization of agreement with Linde Group for E-mail Transition support, not to exceed \$4,999 in FY 2012-13; File 12,950.
- b. Executive Director Authorization of agreement with O'Rorke for BAPPG Flushable Wipes Outreach, not to exceed \$4,999 in FY 2012-13; File 12,951.
- c. Executive Director Authorization of agreement with JM Kelly Engineering for Technical support, not to exceed \$4,999 in FY 2012-13; File 12,952.

The ED informed the Board that BACWA's current contracting policy will be discussed at the June Board meeting. The Board suggested that the BACWA's contract bidding process should be similar to member agencies' policies.

OTHER BUSINESS

Under **agenda item 9a David Senn** provided a **Presentation on the Nutrients Conceptual Model**. A link to the conceptual model report, funded by the RMP, can be provided upon request. It is currently being revised by the technical team to incorporate the feedback they have received and a final version is expected in June.

For **agenda item 9b** David Senn reviewed the **SFEI Proposed FY 2014 Workplan** for Nutrients, which was updated in response to the April 15th Board request that funding be linked to the proposed work. The ED reviewed the decision trees and noted that although different decision trees have been developed for subembayments there is overlap between many of the proposed studies which would reduce overall cost. SFEI is requesting \$675,000 from BACWA for fiscal year 2013-14 (FY2014) and funding from other sources is likely.

Agenda item 9c, Subembayment Boundaries, was moved to the end of the Nutrients discussion.

For item **9d, BACWA/Water Board Collaboration** topics were reviewed. **Governance Structure** was discussed under item **9di**. The ED reported that they are working with a facilitator to develop the Steering Committee which would consist of key stakeholders who provide funding, plus other non-funding stakeholders. The facilitator is conducting outreach to potential Steering Committee members. Naomi Feger and Dave Williams have heard from the State Water Contractors about their interest in participating and will be meeting with Bay Keeper to invite them to join the Steering Committee. The Task Force members, Naomi Feger, Tom Mumley, Mike Connor, David Senn and Dave Williams, are developing a list of potential stakeholders for the facilitator.

The Nutrients **Regulatory Model** was discussed under item **9dii**. The Nutrient White Paper and Position Paper were conveyed to members at the last Permits Committee meeting. The Water Board plans to go forward with a watershed permit. They will be drafting a single page explanation of the rationale behind their decision. Lila Tang has taken a first pass at drafting key tenets, which were distributed to the Board with a request to provide feedback to the ED prior to June 7th, when the Task Force will meet to review them. Tim Potter will also distribute the document at the next Permits committee meeting, stressing that this is an initial draft that will continue to be crafted through collaboration between the Water Board and BACWA, and inviting feedback to be relayed to Dave Williams.

The date for the **Nutrients Workshop, item 9diii**, has been set for June 21, at EBMUD from 9 – 11 am.

For **item 9e a Sacramento Regional Permit Update** was provided by the ED. Sacramento Regional has agreed to a partial settlement of their lawsuit. BACWA will need to determine if it will weigh in via an amicus brief filing.

Subembayment Boundaries, item 9c was moved to the end of the Nutrients discussion. The Board discussed use of existing two-dimensional models to determine subembayment boundaries. David Senn explained that better tools are being developed, though interested agencies can contact him for more information on the current RMA two-dimensional model.

For **agenda item 10** the ED led a discussion on the draft **Fiscal Year 2013-14 BACWA/CBC Budget and Workplan**, noting changes that were made based on feedback from the April 15th Board meeting. The following action items from the May meeting were discussed.

- The Recycled Water Committee line item was edited to accommodate the committee's revised proposal. Committee Chair, Cheryl Munoz, endorsed the proposed funding. Naomi Feger will check with Dyan Whyte about Salt/Nutrient Management Plan requirements.
- There were no concerns about continued funding of the Info Share Groups for fiscal year 2013-14 (FY2014), though the Board requested that it be included under a more in-depth discussion of committee support at the Pardee Technical Seminar.

- Melody LaBella and Karin North provided background on the Product Stewardship Institute (PSI) and California Product Stewardship Council (CPSC), and explained that they work with these two organizations to make sure that POTW concerns are heard. Though both PSI and CPSC are asking for increased annual contributions, BACWA's contribution for FY2014 will remain the same.
- The AIR Committee will draft a budget for Board approval in June based on expected revenue from committee member contributions, seeking no additional monetary support from BACWA in FY2014. The Regulatory Program Manager will provide additional support to the committee. An examination of BACWA committee structure will be included on the Pardee agenda.
- The Regulatory Program Manger proposal was included in the handout packet and reviewed by the ED. It was noted that additional support for the Permits committee has been included under the "Other Regulatory Support" line item of the proposal.
- The ED held a call with Tom Hall and Mike Connor to discuss the SFEI ERS Transition budget item. Unspent funds from fiscal year 2012-2013 will be carried forward into FY2014 to allow SFEI staff to address any specific requests for data. Any BACWA member request for data should be directed to Lorien who will coordinate with SFEI to collect the requested data.
- As a follow up to the April 15th Board meeting, Curt Swanson and Greg Baatrup discussed BACWA's sewer rate survey with finance contacts at their agencies. It was noted that EBMUD, CCCSD and FSSD conduct their own research, separate from the BACWA survey. Joanna De Sa remarked that she has used the BACWA survey in discussions with San Jose finance personnel. Based on the discussion it was concluded that depending on the cost, a more robust survey, containing accurate, current, and more detailed data, and incorporating a library might be of value to the membership. The ED will contact Paul Causey to request a proposal and make any final changes to the budget in preparation for Board approval at the June 27th meeting.

Attendees were updated on items discussed the San Francisco Regional Water Board/BACWA **Joint Meeting**, held on May 9, 2013, under **agenda item 11**. The ED reported that much of the Joint Meeting focused on nutrient issues, previously discussed under agenda item 9. SSO Enforcement was also discussed at the Joint meeting. Monica Oakley explained that the Collection Systems committee has expressed interest in developing a proposal for enforcement that would not require significant Water Board staff resources, though it may require BACWA funding. Joanna De Sa noted that San Jose is interested in exploring options for a regional response. Monica Oakley will draft a scope of work for Dave Williams to review.

For **agenda item 12, Collaboration and Funding Criteria** were included in the packet. There were no additional comments and the Board recommended including the current version for approval in June.

Per Board request, **agenda item 13**, the **BACWA/BAPPG Triclosan Review Comment Letter** to was moved to the consent calendar and approved.

Under **agenda item 14, Upcoming BACWA Executive Board Meetings** were discussed. For **item 14a**, the dates for the **Pardee Technical Seminar**, scheduled for October 23 – 25, 2013 were confirmed. The ED will also work to schedule a mid-year meeting at Orinda with the Water Board per their request. For **item 14b**, the Board requested that the ED and SFPUC representative investigate alternating monthly Board meetings between EBMUD and SFPUC. Under **agenda item c**, attendees were asked to send suggestions for potential guest speakers that could be invited to future Board meetings. For **agenda item d**, the AED agreed to poll the Board to reschedule the August 22nd BACWA Board meeting, and the Board will also consider whether to cancel the meeting as the date approaches. She will also investigate permanently changing the monthly meeting schedule for 2014, by polling the Board to determine if the fourth Thursday of every month is the optimal meeting schedule. Ben Horenstein notified attendees that he will not be able to attend the June 27th Board meeting.

SUGGESTIONS FOR FUTURE AGENDA ITEMS

There were no suggestions for future agenda items.

The next monthly BACWA Board meeting is scheduled for, **June 27, 2013** at the EBMUD Treatment Plant Lab Library.

The meeting adjourned at 12:00 p.m.



Bay Area Clean Water Agencies

A Joint Powers Public Agency

Leading the Way to Protect our Bay

June 14, 2013

MEMO TO: Bay Area Clean Water Agencies Executive Board
MEMO FROM: D. Scott Klein, Controller, East Bay Municipal Utility District
SUBJECT: Ten Month Treasurer's Report

As required by section eight of the Joint Powers Agreement establishing the Bay Area Clean Water Agencies (BACWA) and California Government Code Sections 6500 et seq., attached is the BACWA Treasurer's Report for the period covering **July 1, 2012 through April 30, 2013** (ten months of Fiscal Year 2012-2013). This report covers expenditures, cash receipts, and cash transfers for the following BACWA funds:

- Bay Area Clean Water Agencies (BACWA),
- BACWA Training Fund (Trng Fnd),
- Air Issues and Regulation Group (AIR),
- Bay Area Pollution Prevention Group (BAPPG),
- BACWA Legal Reserve Fund (Legal Rsrv),
- Water Quality Attainment Strategy (WQA CBC),
- BACWA Operating Reserve Fund (BACWAOpRes),
- Regional Water Recycling (RWR),
- BACWA Reserve (Reserve),
- Water/Wastewater Operator Training (WOT),
- Prop84 Bay Area Integrated Regional Water Mgmt (PRP84),
- WQA Emergency Reserve Fund (WQA Emerg),
- WQA Tech Action Fund (TechAction),
- CBC Operating Reserve Fund (CBC OpRsrv), and
- Prop50 Bay Area Integrated Regional Water Mgmt (PRP50)

Fund Balances as of month end 04/30/13

DESCRIPTION	BEGINNING FUND BALANCE 07/1/12	TOTAL RECEIPTS	TOTAL DISBURSEMENTS	ENDING FUND BALANCE 04/30/13	OUTSTANDING ENCUMBRANCES	UNOBLIGATED FUND BALANCE 04/30/13
BACWA	597,182.02	601,755.69	381,453.47	817,484.24	307,817.95	509,666.29
TRNG FND	247,407.05	840.26	-	248,247.31	-	248,247.31
AIR	3,372.18	78,489.01	47,266.93	34,594.26	36,266.07	(1,671.81)
BAPPG	41,498.18	79,656.77	57,742.11	63,412.84	3,087.21	60,325.63
LEGAL RSRV	302,899.56	1,028.73	-	303,928.29	-	303,928.29
WQA CBC	214,405.51	450,269.00	260,661.57	404,012.94	181,701.76	222,311.18
BACWAOPRES	152,407.54	517.61	-	152,925.15	-	152,925.15
RWR	16,676.01	56.64	-	16,732.65	-	16,732.65
RESERVE	120,000.00	-	-	120,000.00	-	120,000.00
WOT	67,661.90	146,899.80	184,500.00	30,061.70	-	30,061.70
PRP84	39,115.70	872,570.00	834,422.39	77,263.31	46,792.54	30,470.77
WQA EMERG	403,866.08	1,371.63	-	405,237.71	-	405,237.71
TECHACTION	252,416.30	857.26	-	253,273.56	-	253,273.56
CBC OPRSRV	163,565.93	555.51	-	164,121.44	-	164,121.44
PRP50	167,637.69	2,674,441.14	2,659,446.13	182,632.70	29,640.55	152,992.15
	2,790,112	4,909,309	4,425,493	3,273,928	605,306	2,668,622

BACWA Revenue Report for April 2013

DEPARTMENT	REVENUE TYPE	AMENDED BUDGET	CURRENT PERIOD			YEAR TO DATE			UNOBLIGATED
			DIRECT	INVOICED	JVS	DIRECT	INVOICED	JVS	
Bay Area Clean Water Agencies	Administrative & General	-	-	-	-	7,341	-	7,341	(7,341)
Bay Area Clean Water Agencies	BDO Member Contributions	420,000	-	-	-	-	420,000	420,000	-
Bay Area Clean Water Agencies	BDO Fund Transfers	10,277	-	-	-	-	12,219	12,219	(1,942)
Bay Area Clean Water Agencies	BDO Interest Income	5,000	-	-	866	-	3,195	3,195	1,805
Bay Area Clean Water Agencies	BDO Assoc.&Affiliate Contr	159,000	-	-	-	-	159,000	159,000	-
BACWA TOTAL		594,277	-	-	866	7,341	579,000	15,415	(7,479)
BACWA Training Fund	BDO Interest Income	-	-	-	219	-	-	840	(840)
TRNG FND TOTAL					219			840	(840)
AIR-Air Issues&Regulation Grp	BDO Member Contributions	78,354	-	-	-	-	78,354	78,354	-
AIR-Air Issues&Regulation Grp	BDO Interest Income	-	-	-	44	-	-	135	(135)
AIR TOTAL		78,354			44		78,354	135	(135)
BAPPG-BayAreaPollutnPreventGrp	BDO Member Contributions	79,505	-	-	-	-	29,505	79,505	-
BAPPG-BayAreaPollutnPreventGrp	BDO Interest Income	3,079	-	-	34	-	-	152	2,927
BAPPG TOTAL		82,584			34		29,505	79,657	2,927
BACWA Legal Reserve Fnd	BDO Interest Income	-	-	-	268	-	-	1,029	(1,029)
LEGAL RSRV TOTAL					268			1,029	(1,029)
WQA-WtrQualityAttainmntStratgy	BDO Member Contributions	450,000	-	-	-	-	449,000	449,000	1,000
WQA-WtrQualityAttainmntStratgy	BDO Other Receipts	-	-	-	-	-	-	-	-
WQA-WtrQualityAttainmntStratgy	BDO Interest Income	1,600	-	-	375	-	1,269	1,269	331
WQA CBC TOTAL		451,600			375		449,000	450,269	1,331
BACWA OperatingRsrv Fnd	BDO Interest Income	-	-	-	135	-	-	518	(518)
BACWAOPRES TOTAL					135			518	(518)

BACWA Revenue Report for April 2013

DEPARTMENT	REVENUE TYPE	AMENDED BUDGET	CURRENT PERIOD		YEAR TO DATE		UNOBLIGATED	
			DIRECT	INVOICED	DIRECT	INVOICED		JVS
Regional Water Recycling	BDO Interest Income	-	-	15	-	-	57	(57)
RWR TOTAL				15			57	(57)
WOT - Wtr/Wwtr Operat Training	BDO Member Contributions	150,000	-	-	146,500	-	146,500	3,500
WOT - Wtr/Wwtr Operat Training	BDO Interest Income	-	-	117	-	400	400	(400)
WOT TOTAL		150,000		117	146,500	400	146,900	3,100
Prop84BayAreaIntegRegnlWtrMgmt	BDO Interest Income	-	-	71	-	255	255	(255)
Prop84BayAreaIntegRegnlWtrMgmt	Administrative Support	-	-	-	71,569	-	71,569	(71,569)
Prop84BayAreaIntegRegnlWtrMgmt	Novato North Area Proj.	-	-	-	593,750	-	593,750	(593,750)
Prop84BayAreaIntegRegnlWtrMgmt	Sears Point Wind & Wtrshd Res	-	-	-	6,667	-	6,667	(6,667)
Prop84BayAreaIntegRegnlWtrMgmt	Bair Island Restoration	-	-	-	6,667	-	6,667	(6,667)
Prop84BayAreaIntegRegnlWtrMgmt	South Bay Salt Pond Habitat Re	-	-	-	6,667	-	6,667	(6,667)
Prop84BayAreaIntegRegnlWtrMgmt	Regional Green Infrastructure	-	-	-	24,041	-	24,041	(24,041)
Prop84BayAreaIntegRegnlWtrMgmt	Watershed Partnership Technica	-	-	-	11,417	-	11,417	(11,417)
Prop84BayAreaIntegRegnlWtrMgmt	Stream Restoration w/Schools i	-	-	-	149,491	-	149,491	(149,491)
Prop84BayAreaIntegRegnlWtrMgmt	Flood Infrastructure Mapping	-	-	-	2,047	-	2,047	(2,047)
PRP84 TOTAL				71	872,315	255	872,570	(872,570)
WQA Emergency Reserve Fnd	BDO Interest Income	-	-	357	-	1,372	1,372	(1,372)
WQA EMERG TOTAL				357		1,372	1,372	(1,372)
WQA Tech Action Fund	BDO Interest Income	-	-	223	-	857	857	(857)
TECHACTION TOTAL				223		857	857	(857)
CBC Operating Reserve Fnd	BDO Interest Income	-	-	145	-	556	556	(556)
CBC OPRSRV TOTAL				145		556	556	(556)
Prop50BayAreaIntegRegnlWtrMgmt	BDO Interest Income	-	-	162	-	586	586	(586)
Prop50BayAreaIntegRegnlWtrMgmt	South Bay Advanced Regional RW	-	-	-	2,673,855	-	2,673,855	(2,673,855)
PRP50 TOTAL				162	2,673,855	586	2,674,441	(2,674,441)

BACWA Expense Report for April 2013

DEPARTMENT	EXPENSE TYPE	AMENDED BUDGET	CURRENT PERIOD			YEAR TO DATE			OBLIGATED	UNOBLIGATED
			ENC	PV	DA	ENC	PV	DA		
Bay Area Clean Water Agencies	BC-Collections System	25,000	(3,326)	3,326	-	19,978	-	25,000	-	
Bay Area Clean Water Agencies	BC-Permit Committee	-	-	-	-	-	-	-	-	
Bay Area Clean Water Agencies	BC-Water Recycling Committee	13,359	-	-	-	367	-	13,269	90	
Bay Area Clean Water Agencies	BC-Biosolids Committee	6,515	-	-	-	1,015	-	1,515	5,000	
Bay Area Clean Water Agencies	BC-InfoShare Groups	25,000	-	-	-	3,960	-	25,000	-	
Bay Area Clean Water Agencies	BC-Laboratory Committee	7,000	-	-	-	-	-	-	7,000	
Bay Area Clean Water Agencies	BC-Miscellaneous Committee Sup	140,000	(10,319)	10,319	-	64,897	(349)	144,302	(4,302)	
Bay Area Clean Water Agencies	LS-Regulatory Support	2,000	(201)	201	-	1,968	-	7,419	(5,419)	
Bay Area Clean Water Agencies	LS-Executive Board Support	2,000	-	-	-	530	-	2,000	-	
Bay Area Clean Water Agencies	CAS-CWAA	1,000	-	-	-	-	-	1,000	-	
Bay Area Clean Water Agencies	CAS-PSSEP	20,000	-	-	-	-	-	5,000	-	
Bay Area Clean Water Agencies	CAS-CPSC	5,000	-	-	-	-	-	500	-	
Bay Area Clean Water Agencies	CAS-PSI	500	-	-	-	-	-	500	-	
Bay Area Clean Water Agencies	CAR-BACWA Annual Report	15,000	-	-	-	-	-	15,433	(433)	
Bay Area Clean Water Agencies	CAR-BACWA Website Development	10,720	(472)	472	-	4,899	(2,285)	11,738	(1,018)	
Bay Area Clean Water Agencies	AS-BACWA Admin Expense	3,000	-	-	221	-	-	2,058	942	
Bay Area Clean Water Agencies	CAR-Other Communications	5,000	(489)	489	-	489	-	2,000	3,000	
Bay Area Clean Water Agencies	SP-BAPPG Contribution	50,000	-	-	-	-	-	50,000	-	
Bay Area Clean Water Agencies	GBS-Contingency	30,000	-	-	-	24,054	-	37,032	(7,032)	
Bay Area Clean Water Agencies	GBS- Meeting Support	13,000	-	-	109	512	-	9,704	3,296	
Bay Area Clean Water Agencies	AS-Executive Director	160,000	(14,583)	14,583	-	99,698	-	222,669	(62,669)	
Bay Area Clean Water Agencies	AS-Assistant Executive Directo	70,000	(11,767)	11,767	-	55,775	-	68,200	1,800	
Bay Area Clean Water Agencies	AS-EBMUD Administrative Serv	40,000	-	-	-	16,222	-	31,573	8,427	
Bay Area Clean Water Agencies	AS-Insurance	4,000	-	-	-	-	-	3,860	140	
Bay Area Clean Water Agencies	BDO-CAS-Stanford ERC	10,000	-	-	-	-	-	10,000	-	
BACWA TOTAL		658,094	(41,157)	41,157	330	297,847	34,461	689,271	(31,177)	
AIR-Air Issues&Regulation Grp	Administrative Support	3,977	-	-	-	-	-	3,977	-	
AIR-Air Issues&Regulation Grp	BDO Contract Expenses	79,556	(17,143)	17,143	-	43,290	-	79,556	-	
AIR TOTAL		83,533	(17,143)	17,143	-	43,290	3,977	83,533	-	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Fog	14,000	-	-	-	-	-	8,000	6,000	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Mercury	-	-	-	-	-	-	-	-	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Pesticides	10,000	-	-	-	-	-	10,000	-	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Copper	5,000	-	-	-	4,833	-	4,833	167	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Pharmaceutical	7,499	-	-	-	6,499	-	8,845	(1,346)	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-General P2	-	-	-	-	-	-	-	-	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Emerging Issues	8,000	-	-	-	7,179	-	313	7,687	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Other	16,539	(2,140)	2,140	-	1,859	-	3,800	7,501	
BAPPG-BayAreaPollutnPreventGrp	Administrative Support	3,800	-	-	-	-	-	3,800	-	
BAPPG-BayAreaPollutnPreventGrp	BAPPG-CE-Multi-Pollutant	19,000	(2,871)	2,871	-	14,772	-	16,000	3,000	
BAPPG TOTAL		83,838	(5,011)	5,011	-	28,450	3,800	60,829	23,009	
WQA-WtrQualityAttainmntStraty	WQA-CE-Technical Support	525,838	(15,647)	25,646	-	211,207	(4,644)	375,746	150,092	
WQA-WtrQualityAttainmntStraty	WQA-CE-Collaborations & Sponso	65,000	-	-	-	15,000	-	15,000	50,000	
WQA-WtrQualityAttainmntStraty	WQA-CE-Commun. & Reporting	26,000	-	-	-	-	-	6,000	20,000	
WQA-WtrQualityAttainmntStraty	WQA-CE-Other	45,000	(1,729)	1,729	-	12,183	-	45,617	(617)	
WQA CBC TOTAL		661,838	(17,376)	27,375	-	223,390	(4,644)	442,363	219,475	

BACWA Expense Report for April 2013

DEPARTMENT	EXPENSE TYPE	AMENDED BUDGET	CURRENT PERIOD			YEAR TO DATE			OBLIGATED	UNOBLIGATED
			ENC	PV	DA	JV	ENC	PV		
WOT - Wtr/Wwtr Operat Training	Administrative Support	2,500	-	-	-	-	-	-	2,500	-
WOT - Wtr/Wwtr Operat Training	BDO Contract Expenses	158,000	-	-	182,000	-	-	182,000	-	(24,000)
WOT TOTAL		160,500	-	-	182,000	-	-	182,000	2,500	(24,000)
Prop84BayAreaIntegRegnlWtrMgmt	Administrative Support	-	(840)	840	-	1,416	36,204	-	1,942	46,869
Prop84BayAreaIntegRegnlWtrMgmt	BDO Contract Expenses	-	-	-	-	14,115	-	-	-	53,600
Prop84BayAreaIntegRegnlWtrMgmt	Novato North Area Proj	-	-	-	-	-	593,750	-	-	593,750
Prop84BayAreaIntegRegnlWtrMgmt	Regional Green Infrastructure	-	-	-	-	-	24,041	-	-	(24,041)
Prop84BayAreaIntegRegnlWtrMgmt	Weather Based Irrigation Contr	-	-	-	-	-	162,955	-	-	(162,955)
PRP84 TOTAL		-	(840)	840	-	15,531	816,949	-	1,942	881,215
Prop50BayAreaIntegRegnlWtrMgmt	Administrative Support	-	(45)	45	-	226	167	-	(337)	830
Prop50BayAreaIntegRegnlWtrMgmt	BDO Contract Expenses	-	-	-	-	10,038	-	-	(1,608)	37,297
Prop50BayAreaIntegRegnlWtrMgmt	South Bay Advanced Regional RW	-	-	-	-	-	2,650,961	-	-	2,650,961
PRP50 TOTAL		-	(45)	45	-	10,264	2,651,127	-	(1,945)	2,689,087

CRITERIA FOR DECISION MAKING ON REQUESTS FOR FUNDING COLLABORATIVE INITIATIVES OR SPONSORSHIPS

THRESHOLD CRITERIA

Are there funds available in the current fiscal year budget line item where these types of initiatives are specifically budgeted? ***If not, optional funding mechanisms should be identified.***

ADDITIONAL CRITERIA

1. Is the mission of the organization making the request or the specific initiative for which funding is sought sufficiently aligned with BACWA's mission or specific initiatives to warrant funding? ***It is preferable to have a linkage to BACWA's mission or initiatives.***
2. Will there be any direct benefit to BACWA or its membership? ***It is preferable to have a direct measurable benefit to BACWA or a majority of its membership.***
3. Will there be any accountability as to how the funds are spent? ***It is preferable to have some feedback mechanism, as to how specifically the funds were used.***
4. Is the request for a one time contribution or is it a recurring contribution; or is there an expectation of a recurring contribution? ***A one-time contribution is preferable.***
5. Are there identified upsides to BACWA making the contribution? ***Identified upsides which may warrant approving the request include furthering environmental protection, increasing public awareness of their role in pollution prevention, advancing technology associated with wastewater treatment, etc.***
6. Is the amount requested in-line with other BACWA contributions? ***If a request is greater than \$25,000 or cumulatively more than \$50,000, need to ensure compliance with BACWA policies and JPA requirements.***
7. In exchange for the contribution does BACWA gain a voice in the initiative or the activities of the organization? ***BACWA being offered a voice in the governance associated with the completion of the initiative or carrying out the mission of the organization is preferable.***
8. Is the request for use of discretionary funds a high priority relative to other such requests? ***If so, consideration should be given to approving the request assuming funds are available.***



BACWA EXECUTIVE BOARD ACTION REQUEST

AGENDA NO.: 4

FILE NO.: 12,981

MEETING DATE: June 27, 2013

TITLE: Fiscal Year 2014 Workplan and Budget

MOTION

RESOLUTION

DISCUSSION

ACTION UNDER CONSIDERATION

Approve the budget and workplan for the fiscal year covering July 1, 2013 through June 30, 2014.

SUMMARY

The Joint Powers Agreement establishing BACWA requires approval of a budget and workplan for the coming fiscal year's activities no later than June of the preceding fiscal year. This budget can be amended by the Executive Board at any time in the future.

Draft versions of the budget were reviewed at the April 15, 2013 and May 23, 2013 Executive Board meetings, and this final iteration incorporates changes that were recommended by the Board, Finance Committee, BACWA Committees and representatives from BACWA-managed Special Programs.

FISCAL IMPACT

ALTERNATIVES

BACWA's contracting policy does not apply to this situation, therefore no alternatives were considered.

ATTACHMENT

1. FY 2014 Workplan and Budget

Workpan & Budget

FISCAL YEAR 2014



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INTRODUCTION

The Bay Area Clean Water Agencies (BACWA) is a joint public powers agency created by a 1984 Joint Powers Agreement (JPA) between the Central Contra Costa Sanitary District (CCCSD), the East Bay Dischargers Association (EBDA), the East Bay Municipal Utility District (EBMUD), the City of San Francisco, and the City of San Jose (collectively, “the Principal Agencies”). The JPA requires approval of an annual budget and workplan divided into three parts: overhead (Part A), general benefit programs (Part B), and special benefit programs (Part C).

The JPA requires that revenues for each fiscal year be equivalent to anticipated expenditures. Expenditures for Management & Administration (Part A), and General Benefit Programs (Part B) are funded by all BACWA members because these programs are carried out on behalf of all member agencies. BACWA currently has two General Benefit Programs: the core BACWA program to support member agencies and the Clean Bay Collaborative. Expenditures for Special Benefit Programs (Part C) are funded by those agencies that elect to fund those programs because those benefits accrue primarily to those participating agencies. BACWA currently has five Special Benefit Programs: the Air Information and Resources Committee, the Bay Area Pollution Prevention Committee, Water Operator Training, Proposition 50 Administration, and Proposition 84 Administration.

The purpose of this document is to fulfill the requirements of the JPA for Fiscal Year 2014 (FY 14). This workplan and budget specify the purpose of each of BACWA’s programs during FY 14, the methods by which they will be carried out, the products that will be developed, and the persons responsible for implementation. The schedule for implementation of these programs is July 1, 2013 through June 30, 2014.

STRATEGIC PLAN

BACWA adopted its first strategic plan and accompanying workplan in 2009 and subsequently refined it in 2011. The strategic plan states the mission, values and goals of the organization as demonstrated in the work undertaken annually by the agency.

Mission

Through leadership, science and advocacy, BACWA provides an effective regional voice for the clean water community's role in stewardship of the San Francisco Bay environment.

Values

Leadership
Environmental Stewardship
Collaboration
Transparency
Fiscal Responsibility
Member Service

Goals

Member Service

1. Members are informed of critical issues and activities.
2. Members comply with applicable rules and regulations.

Informed Regulation

3. Environmental regulations and policies reflect the best available scientific, technical, and economic information.
4. Regulations consider environmental, social and economic sustainability.

Environmental Stewardship

5. Members optimize the value available from wastewater.
6. Watershed management principles are applied to address San Francisco Bay management challenges.

MANAGEMENT AND ADMINISTRATION (PART A)

BACWA has administrative and management expenses that are necessary for the agency to carry out its non-program related core functions (JPA, Section 9). They include expenses related to financial management, insurance, and organizational support. Administration of BACWA is carried out by an Executive Director and Assistant Executive Director selected by the Executive Board. Treasurer services are provided by EBMUD who manages BACWA’s finances and performs an annual audit. The objective of these expenditures is to ensure effective, efficient, and transparent management of BACWA, which serves all of BACWA’s goals.

Management & Administration				
Objective	Deliverables/Outcomes	Lead	FY 14 Budget	Budget Line
A. Effectively and efficiently manage BACWA as an organization	A.1. Executive Board meetings	ED, AED	\$6,000	Mtg Expenses
	A.2. Monthly Treasurer Reports, annual audit	ED, AED, EBMUD	\$40,000	Financial Services
	A.3. Compliance with organization legal requirements	ED, AED	\$2,000	EB Legal Support
	A.4. Insurance to manage organizational risk	ED, AED	\$4,000	Insurance
	A.5. Administrative support services for organization (incl. file hosting)	ED, AED	\$148,720	ED (40%), AED Services, Admin Exp.
		TOTAL	\$200,720	

GENERAL BENEFIT PROGRAMS (PART B)

There are two general benefit programs: the core BACWA Member Agency program and the technically –focused Clean Bay Collaborative (CBC) program.

BACWA MEMBER AGENCY PROGRAM (PART B.1.)

The **BACWA Member Agency Program** serves the following of BACWA’s goals: (1) Members are informed of critical issues and activities, (2) Members comply with applicable rules and regulations, and (3) Environmental regulations and policies reflect the best available scientific, technical, and economic information.

These goals are accomplished by providing member agencies with information on regulations, scientific and technical developments; forums for participating in policy discussions and collaborating on mutually beneficial projects; and opportunities to engage with the larger Bay Area environmental community. Program expenses include support for committee facilitation and special projects; member workshops and trainings; membership in state and national organizations that disseminate information to members; and communication expenses such as the website, newsletters, the annual report, and the annual meeting.

Bay Area Clean Water Agencies				
Objective(s)	Deliverables/Outcomes	Lead	FY14 Budget	Budget Line
A. Provide forums for members to share information, learn, participate in policy and regulatory discussions, and collaborate on mutually beneficial projects (Comm. Support)	A.1. Collection System Meeting Support	Chair, Consultant	\$26,000	CS Comm.
	A.2. Permits Comm. Meeting Support	Chair, RPM	\$0	Permits Comm.
	A.3. Recycled Water Comm. Support	Chair, Consultant	\$10,000	RW Comm.
	A.4. Biosolids Comm. Support - Conference attendance	Chair	\$5,000	Biosolids Comm.
	A.5. Laboratory Comm. Support - Conference attendance	Chair	\$5,000	Lab. Comm.
	A.6. Infoshare Groups	Consultant	\$25,000	Infoshare Groups
	A.7. Executive Director (60%)	Board Chair	\$105,000	ED
	A.8. Regulatory Program Manager (75%)	ED, Board Chair	\$90,000	Misc. Comm. Support
	A.9. Legal Support	ED	\$2,000	Reg. Legal Support
B. Increase direct communication with members regarding regulatory developments and BACWA accomplishments (Commun.)	B.1. Monthly newsletter	RPM	\$200	Commun. & Reports
	B.2. Annual Report	ED, AED, RPM	\$5,000	Commun. & Reports
	B.3. Annual Meeting	ED, AED	\$7,000	Commun. & Reports
	B.4. Website	ED, AED, Consultant	\$7,100	Commun. & Reports
C. Encourage partnerships and relationships that further BACWA's strategic goals. (Collaborations/Sponsorships)	C.1. CPSC	ED, AED	\$5,000	Collab/Sponsor
	C.2. PSI	ED, AED	\$500	Collab/Sponsor
	C.3. ReNUWIt ERC	ED, AED	\$10,000	Collab/Sponsor
	C.4. BAPPG	ED, Chair	\$50,000	Special Programs
	C.5. Federal Water Quality Coalition	ED	\$5,000	Collab/Sponsor
	C.6. A Navarret Award	ED, AED	\$1,000	Collab/Sponsor
D. Contingency			\$31,100	Contingency
		TOTAL	\$389,900	

CLEAN BAY COLLABORATIVE PROGRAM (PART B.2.)

The purpose of the **CBC program** is to respond to current regulatory requirements and to develop scientific, technical and industry information to inform future regulations and policies affecting Bay Area POTWs and the environment. Program expenses include the costs of special studies and reports requested by regulatory agencies, policy strategy development and implementation, and collaborations with statewide organizations to do the same. The goals of the CBC are to ensure that (1) regulations and policies reflect the best available scientific, technical, and economic information; (2) regulations consider environmental, social and economic sustainability; (3) members optimize the value available from wastewater; and (4) watershed management principles are applied to address San Francisco Bay management challenges.

Clean Bay Collaborative				
Objective(s)	Deliverables/Outcomes	Lead	FY14 Budget	Budget Line
A. Further Nutrient related science and management goals for SF Bay.	A.1. SFEI	ED, SFEI	\$675,000	Tech. Support
	A.2. Consultant Technical & Regulatory Support	ED	\$65,000	Tech. Support
	A.3. Legal Support	ED	\$10,000	Tech. Support
B. Inform development and implementation of Whole Effluent Toxicity regulations	B.1. Consultant assistance with implementation (experts, workshops)	ED, RPM	\$10,000	Tech. Support
C. Inform development and implementation of Selenium regulations.	C.1. Criteria Review	ED, RPM	\$20,000	Tech. Support
D. Advance understanding of the impacts of and controls for Chemicals of Concern	D.1. Participate in statewide Green Chemistry/Pesticide regulation efforts	ED, Consultant	\$15,000	Collaborations & Sponsorships
E. Ensure Climate Change regulations reflect POTW perspectives.	E.1. Participate in CWCCG	ED, Consultant	\$15,000	Collaborations & Sponsorships
F. Ensure compliance with the Mercury/PCBs Permit	F.1. Risk reduction contribution	ED	\$15,000	Tech. Support
G. Other	G.1. Maintain sewer rate database	ED, Consultant	\$6,000	Commun. & Reporting
	G.2. Contingency	ED, Board	\$33,800	
		TOTAL	\$864,800	

SPECIAL BENEFITS PROGRAMS (PART C)

BACWA has five active special benefit programs: the Bay Area Pollution Prevention Group (BAPPG), the Air Committee, Proposition 50, Proposition 84 Administration, and Water Operator Training (WOT). Member dues for BAPPG, the Air Committee, and WOT are optional and are established on an annual basis by the entities (the BAPPG Executive Committee, the Air Committee Chair, and the Central Contra Costa Sanitary District in conjunction with Solano Community College, respectively) that manage those programs. Proposition costs are paid for by the agencies that receive the grants from the Department of Water Resources.

BAY AREA POLLUTION PREVENTION GROUP (PART C.1.)

BAY AREA POLLUTION PREVENTION GROUP		
Deliverables/Outcomes	Manager	FY 14 Budget
Mercury <ul style="list-style-type: none"> Dental Amalgam List (\$2,500). 	Comm. Rep, Consultant	\$2,500
Fats, Oils, Grease <ul style="list-style-type: none"> Spanish holiday outreach (\$8,000). Asian holiday outreach (\$6,000). Eat Real Festival (\$1,000). Comcast commercials (\$2,000). 	Comm. Rep, Consultant	\$17,000
Pharmaceuticals <ul style="list-style-type: none"> No Drugs Down the Drain (\$4,999). Pharmacy Bags (\$4,999). SB 727 (\$0) 	Comm. Rep, Consultant	\$9,998
Copper <ul style="list-style-type: none"> Copper Pipes Outreach (\$0). 		\$0
Dioxins <ul style="list-style-type: none"> Partnership with Air District (\$2,000) 	Comm. Rep, Consultant	\$2,000
Pesticides <ul style="list-style-type: none"> “Our Water Our World” Program (\$10,000). Permetherin Outreach (\$0). Grow It! Guide (\$0). 	Comm. Rep, Consultant	\$10,000
Sanitary Sewer Overflows <ul style="list-style-type: none"> Youth outreach (\$0) 	Comm. Rep, Consultant	\$0
Multi-Pollutant <ul style="list-style-type: none"> Parents Groups/Neighborhood Outreach(\$3,000) Training/outreach to professional orgs (\$16,000) 	Comm. Rep, Consultant	\$19,000
Misc. <ul style="list-style-type: none"> Agency coord. for P2 week (\$1,500) BAPPG website (\$8,000) P2 Speakers List. (\$0) Metals/Oils – Mobile surface cleaners (\$0) 	Comm. Rep, Consultant	\$9,500
General P2 <ul style="list-style-type: none"> P2 Commercial/Industries Building (\$1,500) 	Comm. Rep, Consultant	\$1,500
Unplanned Issues		\$14,000
Administration	AED	\$4,275
	Total	\$89,773

AIR RESOURCES & INFORMATION GROUP (PART C.2.)

AIR INFORMATION & RESOURCE GROUP		
Deliverables/Outcomes	Manager	FY 14 Budget To be determined by member dues.
Provide member agencies with assistance regarding air quality related issues, research and regulations as they affect the operation and maintenance of Bay Area POTWs.	Chair, Consultant	\$74,440
Administration	AED	\$3,900
	Total	\$78,340

WATER OPERATOR TRAINING (PART C.3.)

WATER OPERATOR TRAINING		
Deliverables/Outcomes	Manager	FY 14 Budget
Encourage development of a skilled workforce by offering classes.	Program Participant Reps; Solano Community College, AED	To be determined by member interest.

PROPOSITION 50 ADMINISTRATION (PART C.4)

PROPOSITION 50 ADMINISTRATIVE SUPPORT		
Deliverables/Outcomes	Manager	FY 14 Budget
Continue administration of Proposition 50 to fund projects that benefit the environment and BACWA members by ensuring timely generation of invoices and progress reports to DWR, and distribution of grant funds to participating agencies.	EBMUD, Consultant, AED, ED	Annual budget to be determined by DWR schedule. See expense summary for entire project budget.

PROPOSITION 84 ADMINISTRATION (PART C.5)

PROPOSITION 84 ADMINISTRATIVE SUPPORT		
Deliverables/Outcomes	Manager	FY 14 Budget
Continue administration of Proposition 84 to fund projects that benefit the environment and BACWA members by ensuring timely generation of invoices and progress reports to DWR, and distribution of grant funds to participating agencies.	EBMUD, Consultant, AED, ED	Annual budget to be determined by DWR schedule. See expense summary for entire project budget.

FISCAL YEAR 2014 BUDGET

BACWA	2014 Budget	Notes
REVENUES	622,000	
Principals' Contributions	450,000	
Assoc. & Aff. Contributions	159,000	
Other	10,000	Carryforwards to be added later
Interest Income	3,000	
EXPENSES	620,620	
BACWA Committees	191,000	
Collections System	26,000	
Permit Committee	0	
Water Recycling Committee	10,000	
Biosolids Committee	5,000	
InfoShare Groups	25,000	
Laboratory Committee	5,000	
Misc. Tech. & Reg	90,000	Regulatory Program Manager (75%)
Legal Support	4,000	
Regulatory Support	2,000	
Executive Board Support	2,000	
Collaboratives and Sponsorships	21,500	
A Navarret Award	1,000	
FWQC	5,000	
CPSC	5,000	
PSI	500	
Stanford ERC	10,000	
Communications and Reporting	13,020	
Annual Report	5,000	
Website Development/Maintenance	7,820	
<i>Web Host</i>	<i>600</i>	
<i>Cloud File Storage</i>	<i>720</i>	
<i>Web Editing</i>	<i>5,000</i>	
<i>Web Tech</i>	<i>1,500</i>	
Other Communications	200	Newsletter
Special Programs	50,000	
Contribution to BAPPG	50,000	
General BACWA Support	44,100	
Contingency	31,100	5% of revenues
Meeting Support	13,000	
<i>EB Meetings</i>	<i>1,000</i>	
<i>Annual Meeting</i>	<i>7,000</i>	
<i>Pardee</i>	<i>5,000</i>	
Administrative Support	297,000	
Executive Director	175,000	
Assistant Executive Director	75,000	
EBMUD Financial Service & Audit	40,000	
Administrative Expenses	3,000	
Insurance	4,000	
TOTAL	31,380	Surplus will be transferred to reserves.

CBC	2014 Budget	Notes
REVENUES	676,600	
Principals' Contributions	450,000	
Assoc. & Aff. Contributions	225,000	
Interest	1,600	
EXPENSES	521,000	
Technical Support	795,000	
Nutrients	750,000	
<i>SFEI</i>	<i>675,000</i>	
<i>Technical & Regulatory</i>	<i>65,000</i>	
<i>Legal</i>	<i>10,000</i>	
Selenium	20,000	Regulatory Program
Whole Effluent Toxicity	10,000	Manager (25%)
Risk Reduction	15,000	
Collaborations & Sponsorships	30,000	
CWCCG	15,000	
CECs	15,000	
Commun. & Reporting	6,000	
Rate database	6,000	
Contingency	33,800	5% of revenues
		Will be funded through reserves or the projected 2013 surplus.
TOTAL	(188,800)	

BAPPG	2014 Budget	Notes
REVENUES	80,000	
Member Contributions	80,000	
EXPENSES	89,773	
Mercury	2,500	
FOG	17,000	
Pharmaceuticals	9,998	
Dioxin	2,000	
Pesticides	10,000	
Unplanned Issues	14,000	
Multi-Pollutant	19,000	
General P2	1,500	
Misc.	9,500	
BACWA Indirect Costs	4,275	Per BACWA Policy
		Will be funded through reserves or the projected 2013 surplus
TOTAL	(9,773)	

AIR	2014 Budget	Notes
REVENUES	78,340	
Participant's Contributions	78,340	Est. depends on member interest.
EXPENSES	78,340	
Contract expenses	74,440	Est. depends on member interest.
BACWA Indirect Expenses	3,900	Per BACWA Policy
TOTAL	0	

WOT	2014 Budget	Notes
REVENUES	160,500	
Participant's Contributions	160,500	Est. depends on member interest.
EXPENSES	160,500	
Contract expenses	158,000	Est. depends on member interest.
BACWA Indirect Expenses	2,500	Per BACWA Policy
TOTAL	0	

Prop 50 Admin	2012-2015 (est) Budget	Notes
REVENUES	265,245	
Grant Funds	250,000	Includes pre-funding
Interest	15,245	
EXPENSES	265,245	
Consultant	109,000	
BACWA Legal	50,000	
BACWA Staff - Direct	40,000	
BACWA Accounting	15,000	
Other Direct Costs	12,000	
EBMUD Grant Manager	15,000	
EBMUD Admin Support	0	
Indirect Costs	8,025	Per BACWA policy
Contingency	16,220	
TOTAL	0	

Prop 84 Admin	2012-2017 (est) Budget	Notes
REVENUES	640,000	
Agencies' Pre-funding	100,000	
Grant Funds	540,000	Reimbursement of admin costs; or invoice agencies again if necessary
EXPENSES	640,000	
Consultant	157,000	Assist with DWR reporting and coord.
BACWA Legal	51,000	
BACWA Staff - Direct	57,000	
BACWA Accounting	51,000	
Other Direct Costs	35,000	Mailing, shipping , telecom, etc.
EBMUD Grant Manager	180,000	Includes allowable overhead
EBMUD Admin Support	60,000	
Indirect Costs	18,000	Per BACWA policy
Contingency	31,000	
TOTAL	0	



BACWA EXECUTIVE BOARD ACTION REQUEST

AGENDA NO.: 5

FILE NO.: 12,971 - 12,978

MEETING DATE: June 27, 2013

TITLE: Approval of Contracts to Implement FY 2014 BACWA and Special Programs Workplan and Budget

MOTION _____ RESOLUTION _____ DISCUSSION _____

RECOMMENDED ACTION

Authorize the approval of contracts to implement the Fiscal Year 2013 – 2014 BACWA and Special Programs Budget and Workplan.

SUMMARY

The BACWA fiscal year (FY) begins July 1, 2013. In order to prevent a gap in core services, BACWA typically executes contracts for the coming FY before the end of June. The contracts summarized below will ensure that, as of July 1, BACWA has committee support (Kennedy Jenks, RMC, CH2M Hill), as needed technical assistance (RMC, LWA, EOA, J M Kelly Engineering, HDR) and Assistant Executive Director services (A Gunnell). The agreement with CH2M Hill is contingent upon the collection of annual membership dues from AIR Committee members. Bills will be sent to AIR Committee members within the month of July 2013. The agreement with Alexandra Gunnell provides Assistant Executive Director services to BACWA and Special Programs. All of these contracts were included in the BACWA and Special Programs FY 2013 - 2014 workplan and budget and become effective July 1, 2013. The AIR Committee is requesting approval to execute a 3-year contract with CH2M Hill with a termination date of June 30, 2016. All the other contracts have a term of one year and will terminate on June 30, 2014.

Contractor	Services	Contract Amount	File Number
Kennedy Jenks	Infoshare Groups Support	\$25,000	12,971
RMC	Collection System Committee Support	\$25,000	12,974
	As Needed Technical Support*	\$20,000	
LWA	As Needed Technical Support*	\$25,000	12,973
EOA	As Needed Technical Support*	\$20,000	12,972
J M Kelly Engineering	As Needed Technical Support*	\$15,000	12,975
HDR	As Needed Technical Support*	\$30,000	12,976
A. Gunnell	BACWA Administrative Services	\$73,000	12,977
	Prop50/84 Administrative Services	\$2,000	
CH2M Hill	AIR Committee Support	\$74,440	12,978

**For As Needed support, specific tasks, not to exceed amounts, and funding budget line items will be specified when Task Authorization Forms are drafted.*

FISCAL IMPACT

The funding for these contracts is consistent with the Fiscal Year 2014 workplans and budget for BACWA and Special Programs. The CH2M Hill contract amount is contingent upon receipt of funds from AIR Committee members, for which billing will occur within the month of July 2013. Total contract value for CH2M Hill AIR Committee support in fiscal years 2014-15 and 2015-16 will be determined by the BACWA Board approved AIR Committee Budget and Workplan for each of those fiscal years.

Excerpt from File 13,978, agreement between BACWA and CH2M Hill for AIR Committee support

Payment for Services

6. *For fiscal year 2013-2014, BACWA will pay Consultant based on the rates in Exhibit B, up to a maximum amount payable of \$74,440 contingent upon receipt of this same amount from AIR Committee member fees. For fiscal years 2014-2015 and 2015-2016, the total contract value will be determined by the BACWA Executive Board and will be contingent upon the Executive Board's approval of a budget for each of the individual fiscal years. Consultant will not exceed the maximum amount payable without obtaining prior written approval from BACWA.*

7. *The total cost of services provided by Consultant shall not exceed the total funds collected from AIR committee member fees minus deduction of BACWA's 5% administrative fees.*

ALTERNATIVES

As required by the BACWA contracting policy, AIR committee consultant support services were subject to an informal competition, whereby the committee co-chairs, Nohemy Revilla and Randy Schmidt solicited proposals from four prospective vendors. The AIR committee is recommending execution of a contract with CH2M Hill, based on their qualifications and experience.

No other alternatives were considered for the other seven contracts as the terms of these agreements are consistent with BACWA contracting policies.

Attachments:

1. Kennedy Jenks Scope of Work and FY 2014 Rates
2. RMC Scope of Work and FY 2014 Rates
3. As Needed Scope Template and Authorization Form (to be used for LWA, EOA, J M Kelly Engineering, and HDR As Needed Agreements)
4. LWA FY 2014 Rates
5. EOA FY 2014 Rates
6. J M Kelly Engineering FY 2014 Rates
7. HDR FY 2014 Rates
8. Alexandra Gunnell, AED Exhibit A - Scope and Rate for FY 2014
9. CH2M Hill Scope of Work and FY 2014 Rates
10. BACWA Consultant Rates 2009-2014

EXHIBIT A

SCOPE OF WORK

Professional Services by **Kennedy/Jenks Consultants, Inc.**
Fiscal Year 2013-14

Kennedy/Jenks Consultants, Inc. (KJ) will provide professional services to BACWA, the costs of which are **not to exceed \$25,000**:

Task 1: Operations, Bay Area Maintenance, and Engineering InfoShare Group Support (\$21,000)

KJ shall organize and conduct quarterly meetings for each of the three BACWA InfoShare Groups:

1. Operations InfoShare Group, the purpose of which is to facilitate the exchange of information among member agency operations managers;
2. Maintenance InfoShare Group, the purpose of which is to facilitate the exchange of information among member agency maintenance managers; and
3. Engineering InfoShare Group, the purpose of which is to facilitate the exchange of information among member agency engineering staff on issues related to infrastructure planning, design, and construction.

Services provided shall include, but is not limited to, scheduling and announcing meetings, and preparing and distributing meeting agendas and minutes.

Task 2: As-Needed Assistance (\$4,000)

Provide additional services upon written request by the BACWA Executive Director.

Client/Address: BACWA
P.O. Box 24055
MS 702
Oakland, CA 94623

Contract/Proposal Date: June 2013

Schedule of Charges

January 1, 2012

Personnel Compensation

Classification	Hourly Rate
CAD-Technician	\$105
Designer-Senior Technician	\$135
Engineer-Scientist-Specialist 1	\$125
Engineer-Scientist-Specialist 2	\$130
Engineer-Scientist-Specialist 3	\$150
Engineer-Scientist-Specialist 4	\$165
Engineer-Scientist-Specialist 5	\$180
Engineer-Scientist-Specialist 6	\$200
Engineer-Scientist-Specialist 7	\$225
Engineer-Scientist-Specialist 8	\$235
Engineer-Scientist-Specialist 9	\$240
Project Administrator	\$95
Administrative Assistant	\$80
Aide	\$60

In addition to the above Hourly Rates, a four percent Communications Surcharge will be added to Personnel Compensation for normal and incidental copies, communications and postage.

Direct Expenses

Reimbursement for direct expenses, as listed below, incurred in connection with the work, will be at cost plus ten percent for items such as:

- Maps, photographs, 3rd party reproductions, 3rd party printing, equipment rental, and special supplies related to the work.
- Consultants, soils engineers, surveyors, contractors, and other outside services.
- Rented vehicles, local public transportation and taxis, travel and subsistence.
- Project specific telecommunications and delivery charges.
- Special fees, insurance, permits, and licenses applicable to the work.
- Outside computer processing, computation, and proprietary programs purchased for the work.

Reimbursement for vehicles used in connection with the work will be at the federally approved mileage rates or at a negotiated monthly rate.

Reimbursement for use of computerized drafting systems (CAD), geographical information systems (GIS), and other specialized software and hardware will be at the rate of \$12 per hour.

Rates for professional staff for legal proceedings or as expert witnesses will be at rates one and one-half times the Hourly Rates specified above.

Excise and gross receipts taxes, if any, will be added as a direct expense.

The foregoing Schedule of Charges is incorporated into the agreement for the services provided, effective January 1, 2012 through December 31, 2012. After December 31, 2012, invoices will reflect the Schedule of Charges currently in effect.

EXHIBIT A
SCOPE OF WORK

Professional Services by **RMC Water and Environment**
Fiscal Year 2013-2014

Task 1: Collection System Committee Support (\$25,000)

Task 2(a): Administrative Meeting Support (\$12,000)

Assist Collection Systems Committee Chair with scheduling and organizing meetings, meeting agenda development, general meeting planning, preparation of Committee reports, and other administrative tasks; includes travel to and attendance at meetings.

Task 2(b): Regulatory Tracking, Analysis & Reporting (\$13,000)

Track and report on regulatory developments relevant to the Collection Systems Committee. Upon request of the Committee Chair or Executive Director, schedule and participate in meetings with San Francisco Bay Regional Water Quality Control Board, State Water Resources Control Board, United States Environmental Protection Agency and other regulatory agency staff; prepare and assist in the preparation of technical data analyses and compliance tools; assist with the drafting of comments on BACWA's behalf; and coordinate with Tri-TAC/CASA on relevant issues.

Task 2: As-Needed Technical Services (not to exceed \$20,000)

Consultant will provide additional technical services as requested – in writing – by the BACWA Executive Director or Assistant Executive Director. Requests for services will be made using BACWA's Task Authorization Form (attached) and may include, but are not limited to the following:

- Review and analysis of effluent, RMP, water quality, spill report, or other data.
- Review and analysis of permits, basin plan amendments, TMDLs, enforcement initiatives or other regulatory plans and policies.
- Representation of BACWA in workgroups, committees, meetings, and hearings.
- Prepare or assist with the preparation of comments, issue summaries, position papers, program strategies, white papers, frequently asked questions, and fact sheets.
- Coordinate or assist with the coordination of trainings and special meetings for BACWA members.
- Consult with and advise the Executive Director and/or Executive Board members regarding regulatory developments and any other issues, as requested.

EXHIBIT B**HOURLY RATES/REIMBURSABLE EXPENSES****RMC Water and Environment FY 2013-14****Labor Rates**

Principal Engineer	\$200/hr
Senior Project Manager	\$180/hr
Senior Engineer/Scientist	\$170/hr
Project Engineer/Scientist	\$160/hr
Environmental Engineer/Scientist	\$140/hr
Environmental Specialist	\$125/hr
Project/Admin Assistant	\$105/hr

Expenses

- Reimbursable expenses are billed at cost except as noted below.
- Mileage is same as then-current federal rate (\$0.50 per mile in January 2010).
- Special printing, mail, travel and other reimbursable expenses is actual expense.
- Subcontractors – actual fee plus 10%.

**EXHIBIT A
SCOPE OF WORK**

Professional Services by [CONSULTANT]
Fiscal Year 2013-14

Task 1: As-Needed Technical Services (not to exceed [\$X,XXX])

Consultant will provide additional technical services as requested – in writing – by the BACWA Executive Director or Assistant Executive Director. Requests for services will be made using BACWA’s Task Authorization Form (attached) and may include, but are not limited to the following:

- Review and analysis of effluent, RMP, water quality, spill report, or other data.
- Review and analysis of permits, basin plan amendments, TMDLs, enforcement initiatives or other regulatory plans and policies.
- Representation of BACWA in workgroups, committees, meetings, and hearings.
- Prepare or assist with the preparation of comments, issue summaries, position papers, program strategies, white papers, frequently asked questions, and fact sheets.
- Coordinate or assist with the coordination of trainings and special meetings for BACWA members.
- Consult with and advise the Executive Director and/or Executive Board members regarding regulatory developments and any other issues, as requested.



BACWA TASK AUTHORIZATION FOR AS-NEEDED SERVICES

The Bay Area Clean Water Agencies (BACWA) uses contract consultants to carry out all of its functions. To ensure that the agency can be flexible and responsive, it engages some consultants on an “as-needed” basis, meaning that work is performed only when requested. When completed, this form constitutes approval of a new task under an existing “as-needed” contract. BACWA policies require the Executive Director to approve all tasks under \$5,000; the Chair to approve all tasks over \$5,000 but below \$10,000; and the Executive Board to approve all tasks over \$10,000. The consultant, the Executive Director, and the Assistant Executive Director shall work together to complete/update this form as tasks are authorized. No work shall begin on any task until this form has been completed.

Consultant:

Contract Number:

Contract Amount:

	Date Approved	Amount Approved	Description	Budget Line	Amount Spent	Approved By
1.						
2.						
3.						
4.						
				TOTAL		

Attachments (*attach longer descriptions if appropriate*):

1.

LARRY WALKER ASSOCIATES

Rate Schedule for BACWA Projects Effective July 1, 2013 – June 30, 2014

PERSONNEL	Rate \$/Hour	REIMBURSABLE COSTS
<i>President</i>	\$265.00	Travel: Local mileage • Current IRS rate Transportation • Actual expense Auto rental • Actual commercial rate Fares • Actual expense Room • Actual expense Subsistence ⁽¹⁾ • \$48.00 per day Report Reproduction and Copying: • Actual outside expense • \$0.08 per black and white copy, in-house • \$0.89 per color copy, in-house • \$1.95 per binding, in-house Special Postage and Express Mail: • Actual expense Other Direct Costs: • Actual expense Subcontractors: • Actual expense plus 10% fee
<i>Vice President</i>	\$250.00	
<i>Associates</i>	\$230.00	
<i>Senior Staff</i>	\$205.00	
<i>Project Staff 2A</i>	\$180.00	
<i>Project Staff 2B</i>	\$165.00	
<i>Project Staff 1A</i>	\$140.00	
<i>Project Staff 1B</i>	\$130.00	
<i>Project Staff 1C</i>	\$105.00	
<i>Contract Administrator</i>	\$140.00	
<i>Administrative</i>	\$75.00	

Note: ⁽¹⁾ Charged when overnight lodging is required.



Eisenberg, Olivieri & Associates
Environmental and Public Health Engineering

EXHIBIT B
HOURLY RATES/REIMBURSABLE EXPENSES
EOA, Inc.

2013-14 FEE SCHEDULE

The following fee schedule covers personnel rates for EOA, Inc. staff.

Our charges are divided into two categories: personnel, and outside direct expenses. A new fee schedule is issued at the beginning of each year. Charges for all work, except where other arrangements have been made, are based on the new schedule of charges.

PERSONNEL

Personnel charges are for any technical, clerical or administrative work necessary to perform the project. Work tasks include geologic and environmental consulting, engineering and computer services, regulatory liaison, and report preparation. Personnel rates are as follows:

Personnel Category	Hourly Rate
Principal	\$223
Manager of Operations	\$216
Managing Engineer/Scientist III	\$216
Managing Engineer/Scientist II	\$205
Managing Engineer/Scientist I	\$195
Senior Engineer/Scientist III – Project Leader	\$179
Senior Engineer/Scientist/Planner II	\$165
Senior Engineer/Scientist/Planner I	\$149
Associate Engineer/Scientist II	\$135
Associate Engineer/Scientist I	\$115
Technician	\$ 91
Clerical/Computer Data Entry	\$ 65

Charges for professional services are in increments of one quarter-hour.

Depositions/legal testimony charged portal-to-portal, at 200% of standard rates, with a four-hour minimum charge. In accordance with California Civil Procedure 2037.7, where applicable, the

2013-14 FEE SCHEDULE (Continued)

minimum fee must be paid prior to commencement of testimony. Preparation for court cases is charged on a time-and-materials basis as outlined in this fee schedule.

OUTSIDE DIRECT EXPENSES

Reimbursement for expenses directly related to services provided will be charged at cost plus 10%. Examples of such direct expenses include:

- Costs of sub-consultants or subcontractors
- Costs of special fees (insurance, permits, etc.)
- Costs of long-distance telephone, copying, drafting, blueprints, etc. (EOA copies charged at \$ 0.10 each)
- Costs or rental of special equipment
- Costs of authorized travel outside Bay Area
- Automobile mileage directly related to services (at allowable IRS rate, currently \$0.55/mile)

INVOICES

Invoices are prepared and submitted on a monthly basis, as either final or progress billings and are payable upon receipt unless prior arrangements have been made. Interest of 1-1/2% per month, or the maximum rate allowed by law, is payable on accounts not paid within 30 days.

EXHIBIT B
HOURLY RATES/REIMBURSABLE EXPENSES

Jim Kelly - \$100/hr

Other Direct Expenses

Travel and Subsistence	At cost
Mileage	\$0.555/mile
Subconsultant (as allowed)	Cost + 10%
Other Direct Costs (printing, copying, etc.)	Cost + 10%
Other direct reimbursable expenses as agreed upon by the Executive Director	TBD

EXHIBIT B
HOURLY RATES/REIMBURSABLE EXPENSES

HDR Engineering, Inc.
July 1, 2013 through June 30, 2014

Billing Category	Hourly Rate (\$)
Project Principal	240-290
Technical Specialist 3	240-290
Technical Specialist 2	200-250
Technical Specialist 1	170-210
Project Manager 2	190-250
Project Manager 1	170-210
Engineer 2	140-180
Engineer 1	100-150
Project Controller 2	120-145
Project Controller 1	100-125
Technician	75-110
Project Coordinator	80-100

EXPENSES

Technology Charge per Direct Labor Hour	\$3.70
Vehicle Mileage (per mile)	Current Federal Travel Regulation
Color Copy (per copy)	\$0.75 to \$1.50
Photocopies (per copy)	\$0.10 to \$0.20
Bond Plotting – Black & White (per square foot)	\$0.135
Bond Plotting – Color (per square foot)	\$0.50
Vellum – Black & White (per square foot)	\$0.50
Mylar – Black & White (per square foot)	\$0.90

Please Note: Technology charges include computer, CADD, network, software, and other related technology services.

Exhibit A
BACWA ASSISTANT EXECUTIVE DIRECTOR
SCOPE OF SERVICES

CONSULTANT will act as the Assistant Executive Director and provide professional services at the direction of the BACWA Executive Director to support BACWA and its Special Programs at a rate of \$50.00/hour consistent with the following key activities:

1. Financial Management

- Communicate and coordinate with EBMUD Accounting to ensure proper and timely processing of contracts, invoices, dues and contributions to specific accounts and payments to BACWA vendors;
- On a monthly basis reconcile EBMUD and BACWA financial records, including calculating and tracking obligated funds and ensuring accuracy of the Treasurer's Report;
- Assist with annual budget development and management;
- Act as an intermediary between Project Managers and EBMUD Accounting to track revenues and expenditures for specific projects and Special Programs;
- Provide recommendations and support for revisions to accounting processes and financial reporting, including strategic analysis of the implications of those changes on BACWA contracting procedures;
- Assist in developing contracting and fiscal policies for BACWA.

2. Meeting Support

- Attend monthly BACWA Board meetings and selected other meetings;
- Assist Executive Director in developing the Executive Board agenda and meeting packet; prepare and distribute meeting minutes;
- Work with the ED, Committee Chairs, consultants, and Project Managers on coordination, preparation, attendance, recordkeeping, meeting facilitation and follow up for special meetings, including but not limited to the following: Budget Planning Workshops, Pardee Technical Seminar, Annual Membership Meeting, Committee or BACWA-sponsored training and workshops, Quarterly Committee Chair Meetings;
- Assist with the coordination and facilitation of other meetings (e.g., Committee meetings) as requested by the ED.

3. Document Management

- Manage retention, organization, maintenance and storage of BACWA electronic and paper files;
- Develop and maintain written and electronic records of policies, procedures, forms, and templates;
- Work with ED, Committee Chairs, and Project Managers to draft, edit, and execute contracts, amendments, contract scopes, approval forms (BARs,

Task Authorizations, Chair Authorization, Travel Request), and other agreements;

- Compile background information or supporting documentation in response to requests from ED, Project Managers, and Committee Chairs;
- Act as BACWA's Filing Official and Filing Officer for Statements of Economic Interest as required by FPPC;
- Obtain general guidance from legal counsel as requested by ED.

4. **Communication and Website Management**

- Manage the delivery of documents and information to members, including e-mail correspondence;
- Maintain BACWA contacts and distribution lists;
- Assist with the development of the BACWA Annual Report, including working with ED, Consultants, and Committee Chairs to compile content, edit draft, and oversee production and distribution;
- Assist with the delivery of selected communications to the RWQCB, including invitations to meetings, and formatting and submitting comment letters;
- Create, maintain and revise website content;
- Coordinate website revisions with consultants and Committee Chairs, including maintenance of the dynamic calendar and uploading of promotional materials;
- Provide content management system training for committees and consultants;
- Manage BACWA private website user authorization;
- Assist ED with the development and implementation of communications plan, including website improvements and a newsletter;
- Respond to inquiries from the general public and members.

5. **Miscellaneous**

- Assist with other tasks and projects upon request from the ED

EXHIBIT A

PHASE 27 SCOPE OF SERVICES

The Air Issues and Regulations Committee is a separate enterprise committee within BACWA. The AIR Committee will address air and climate change regulatory issues affecting POTWs. CH2M HILL Engineers, Inc. (hereinafter "Consultant") will serve in a coordination role for the AIR Committee and shall report directly to the committee. Consultant will also undertake special technical tasks as requested by the AIR Steering Committee or BACWA staff.

Task 1 - Meetings with the AIR Committee

Consultant will meet quarterly with the Steering Committee and annually with the membership (if required), and as needed with individual members to present information on current air issues, facilitate discussions between members, and to identify follow-on action items. Consultant will be responsible for four formal meetings with the AIR Committee per year, including making arrangements for meetings and preparing agenda, meeting materials, and minutes. Under this task, Consultant will coordinate one meeting between BAAQMD staff and AIR Committee members. The agenda will focus on issues of concern to AIR Committee members.

Under the direction of the Steering Committee, the quarterly meetings may be increased to six meetings within the fiscal year. If this occurs, the Consultant collaborate with the Steering Committee to make adjustments to the Scope of Services herein to assure the two additional meetings can occur within the fiscal year budget.

Task 2 - AIR Committee Communications

Consultant will monitor regulatory agencies involved in developing air quality and climate change regulations that may affect POTWs, including the Bay Area Quality Management District (BAAQMD), the San Francisco Bay Conservation and Development Commission, the California State Air Resources Board, and the U.S. Environmental Protection Agency. Any agency interactions including meeting with agency staff, participating in key workshops and hearings, and drafting Group and AIR Committee correspondence will be conducted at the direction and approval of the AIR Committee Chairperson and will be coordinated by Consultant.

Issues that AIR is likely to track and participate in this year include:

- Revisions to BAAQMD New Source Review and Title V Permitting Programs (i.e., amendments to District Regulation 2 – Rules 1, 2, 4 & 6)
- EPA's proposed revisions to the National Ambient Air Quality Standards for Particle Pollution and impacts from BAAQMD
- EPA's new National emission standards for hazardous air pollutants for RICEs
- CARB's Mandatory GHG Reporting & Cap-and-Trade Programs
- CARB's Statewide Portable Equipment Registration Program: (PERP) New Fleet Emission Requirements
- Final Federal air toxic standards for industrial, commercial, & institutional boilers & process heaters
- CARB's Stationary Refrigeration Management Program Regulation
- Other emerging local, state and federal air toxics and climate change policies

Consultant will also keep members up to date on the activities of the new CASA Energy Workgroup and the CWCCG and the regulatory and policy issues they focus upon.

Consultant will prepare and distribute informational material to member agencies after the AIR Committee Chairperson's review to keep them informed of the AIR Committee activities and future regulatory activities. This material will include the following:

- Emails to Committee members, including bulletins summarizing important regulatory activities, copies of proposed regulations, recommendations for POTWs, meeting memoranda, etc.
- Regulatory issues matrix.
- Updates to the BACWA AIR website.
- Monthly reports to the BACWA Board.
- Optional newsletters (upon direction from the AIR Steering Committee) - This will be written to a general audience, including POTW staff, Board members, city council members, etc.

Task 3 - Coordination with other POTW Organizations

Consultant will respond to requests for information by individual POTW members, as needed. Requests requiring greater than one hour of the Consultant's time will require authorization from the AIR Committee Chairperson.

Consultant will perform special technical assignments under the direction of the AIR Steering Committee. Special technical assignments may include participating AIR Committee strategy meetings, meeting with BAAQMD or other agency staff, participating in agency workshops and hearings, drafting correspondence, and performing other related activities as directed by the AIR Steering Committee.

Consultant will also coordinate with other POTW organizations on issues of mutual interest. The purpose of this coordination will be to share useful information, identify areas of joint cooperation, and prepare common responses on key issues, where appropriate. POTW organizations whose objectives coincide with the AIR Committee include BACWA, SCAP, CVCWA, Tri-TAC, CWCCG, WERF, CASA, and NACWA. Activities may include periodic telephone conversations, meetings and exchange of published materials.

Optional Task 4 - Response on Special Assignments

Consultant will perform special technical assignments under the direction of the AIR Steering Committee. Special technical assignments may include leading a special workshop for AIR Committee or general BACWA members, participating in AIR Committee strategy meetings, or performing other activities not included in Tasks 1-3.

No budget is established for work to be performed under Task 4. Activity level will be determined under the direction of the AIR Steering Committee.

EXHIBIT B

PHASE 27 COMPENSATION AND FEES

BACWA will compensate Consultant for services performed in accordance with available funds from participating agencies and Exhibit A: Scope of Services for work which can be verified by BACWA in accordance with the methods and amounts described herein.

- A cost ceiling of \$74,440 shall constitute the maximum Consultant payment for the services performed under this Agreement unless modified and agreed to by both BACWA and Consultant prior to incurring any additional costs. Costs over and above the cost ceiling incurred by Consultant without prior written approval from BACWA shall be borne by Consultant.
- **COST OF REWORK**
Consultant shall, at no cost to BACWA, prepare any necessary rework occasioned by Consultant's failure to provide the services specified herein in a satisfactory manner due to any act or omission attributable to Consultant, its agents, or subcontractors.
- **BILLING AND PAYMENT**
Consultant shall invoice quarterly for actual costs incurred during the previous quarter. Consultant will send original quarterly invoices directly to the Assistant Executive Director.

Original Invoice: BACWA AED
Alexandra Gunnell
P.O. Box 24055, MS59
Oakland, CA 94623

- BACWA agrees to pay Consultant within thirty (30) days after receipt and approval of a proper Consultant invoice submittal in accordance with the costs, rates and expenses included in Appendix B-- Phase 27 Compensation and Fees of **\$74,440**, and in Appendix B.1—Billing Rates, which follows hereinafter.

Appendix B.1

CH2M HILL Engineers, Inc. Professionals and Technicians* 2013 Hourly Billing Rates**

Classification	Rate
Principal -In-Charge/Principal Program Manager	\$290
Principal Technologist/Sr. Project Manager	\$266
Sr. Technologist*/Sr. Project Manager	\$233
Engineer Specialist*/Project Manager	\$220
Project Engineer*/Associate Project Manager	\$190
Associate Engineer*	\$155
Staff Engineer 2*	\$138
Staff Engineer 1*	\$124
Engineering/Environmental Tech 5	\$162
Engineering/Environmental Tech 4	\$144
Engineering/Environmental Tech 3	\$119
Engineering/Environmental Tech 2	\$97
Engineering/Environmental Tech 1	\$88
Office/Clerical/Accounting	\$97

Notes:

* includes engineering, consulting, planner and scientist disciplines

**These rates are effective through December 31, 2013 and will be increased 4% for 2014.

A markup of 10% shall be applied to all Other Direct Costs and Expenses

An additional premium of 25% will be added to the above rates for Expert Witness and Testimony Services

Consultant Rate Summary

Consultant			Hourly Rate					
Firm	Service	Position	FY 09-10	FY 10-11	FY 11-12	FY 12-13	FY13-14	% increase for FY14
Adammer	Web Consulting	Principal (Adam Humphrey)	\$ 125.00	\$ 125.00	\$ 125.00	\$ 150.00	\$ 185.00	23.33%
Alexandra Gunnell	AED Services	AED	\$ 39.10	\$ 45.00	\$ 45.00	\$ 45.00	\$ 50.00	11.11%
Avila	Administrative Consultant (Prop50/Prop84)	Project Engineer (Ernesto Avila)	\$ 165.00	\$ 165.00	\$ 165.00	\$ 165.00	\$ 165.00	0.00%
		Engineering/Tech Support (Steven Jones)	NA	NA	NA	\$ 150.00	\$ 150.00	0.00%
		Deputy PM (Kate Bode)	NA	NA	NA	\$ 135.00	\$ 135.00	0.00%
		Project Specialist (Megan Robbins)	\$ 75.00	\$ 75.00	\$ 75.00	\$ 75.00	\$ 75.00	0.00%
		Project Specialist (Maria Rico)	\$ 62.50	NA	NA	NA	NA	
CH2M Hill	Tech Support/Outreach	Principal Technologist (Harry Ohlendorf)	\$ 271.00	NA	NA	NA	NA	
		Principal Project Manager (Susan Dennis)	\$ 249.00	NA	NA	NA	NA	
		Senior Project Manager (Jackie Kepke)	\$ 215.00	\$ 224.00	\$ 224.00	\$ 224.00	NA	
		Senior Technologist (Earl Byron)	\$ 211.00	\$ 178.00	\$ 178.00	\$ 224.00	\$ 233.00	4.02%
		Engineer Specialist (Jim Sandoval)	\$ 204.00	\$ 212.00	\$ 212.00	\$ 212.00	\$ 220.00	3.77%
		Project Engineer (Amy Clymo)	\$ 176.00	\$ 178.00	\$ 178.00	\$ 183.00	\$ 190.00	3.83%
		Staff Engineer II (Bivya Bhargava/Elyse Engel)		\$ 133.00	\$ 133.00	\$ 133.00	\$ 138.00	3.76%
		Staff Engineer I (Sarah Merrill)	\$ 116.00	\$ 119.00	\$ 119.00	\$ 119.00	\$ 124.00	4.20%
	Clerical & Accounting (Rebecca Fugate)	\$ 90.00	\$ 93.00	\$ 93.00	\$ 93.00	\$ 97.00	4.30%	
David Williams	Executive Director	David Williams				\$ 84.00	\$ 84.00	0.00%
Downey Brand	Legal Counsel	Associate (Melissa Thorne)	\$ 325.00	\$ 325.00	\$ 340.00	\$ 350.00	\$ 360.00	2.86%
		Associate (Nicole Granquist)	\$ 325.00	\$ 325.00	\$ 325.00	\$ 340.00	\$ 350.00	2.94%
		Associates		\$200-\$300	\$200-\$305	\$230-\$305	\$215-\$320	
		Paralegal Assistance		\$ 160.00	\$ 170.00	175	\$ 175.00	0.00%
		Document Clerks		\$ 70.00			\$ 85.00	
EOA	Tech Support	Principal		\$ 219.00	\$ 223.00	\$ 227.00	\$ 227.00	0.00%
		Manager of Operations		\$ 212.00	\$ 216.00	\$ 220.00	\$ 220.00	0.00%
		Managing Eng./Sci. III	\$ 206.00	\$ 201.00	\$ 216.00	\$ 220.00	\$ 220.00	0.00%
		Managing Eng./Sci. II		\$ 191.00	\$ 205.00	\$ 209.00	\$ 209.00	0.00%
		Managing Eng./Sci. I		\$ 175.00	\$ 195.00	\$ 199.00	\$ 199.00	0.00%
		Senior Engineer/Scientist/Planner II		\$ 161.00	\$ 179.00	\$ 168.00	\$ 168.00	0.00%
		Senior Engineer/Scientist/Planner I		\$ 145.00	\$ 149.00	\$ 153.00	\$ 153.00	0.00%
		Associate Engineer/Scientist II		\$ 131.00	\$ 135.00	\$ 138.00	\$ 138.00	0.00%
		Associate Engineer/Scientist I		\$ 111.00	\$ 115.00	\$ 117.00	\$ 117.00	0.00%
		Technician		\$ 89.00	\$ 91.00	\$ 93.00	\$ 93.00	0.00%
		Clerical/Computer Data Entry		\$ 64.00	\$ 65.00	\$ 66.00	\$ 66.00	0.00%
Kennedy Jenks	Tech Support (Info Share Groups)	Engineer/Scientist/Specialist (Mike Barnes)	\$ 210.00	\$ 215.00	\$ 220.00	\$ 220.00	\$ 225.00	2.27%

Consultant			Hourly Rate					
Firm	Service	Position	FY 09-10	FY 10-11	FY 11-12	FY 12-13	FY13-14	% increase for FY14
HDR	Tech Support (Nutrients)	Project Manager 2		190-250	190-250	190-250	190-250	0.00%
		(Kevin Kennedy)		\$ 214.00	\$ 220.00	NA		
		(Holly Kennedy)		NA	\$ 210.00	\$ 210.00		
		Project Principal			\$ 260.00	240-290	240-290	0.00%
		Technical Specialist III		\$ 230.00	\$240-\$291	240-290	240-290	0.00%
		Technical Specialist II		\$ 220.00	NA	200-250	200-250	0.00%
		Technical Specialist I		\$ 160.00	NA	170-210	170-210	0.00%
		Project Engineer		\$ 119.00	NA	NA	NA	
		Engineer II		\$ 135.00	\$ 150.00	140-180	140-180	0.00%
		Engineer I		\$ 113.00	NA	100-150	100-150	0.00%
		Project Controller		\$ 115.00	\$ 125.00	120-145	120-145	0.00%
		Project Coordinator		\$ 70.00	\$ 85.00	100-125	100-125	0.00%
J M Kelly Engineering	Tech Support	Principal		NC	NC	\$ 100.00	\$ 100.00	0.00%
Larry Walker Associates	Tech Support	Principal /President (Tom Grovhoug)	\$ 235.00	\$ 224.00	\$244-\$256	\$ 256.00	\$ 265.00	3.52%
		Associate (Denise Connors)	\$ 205.00	\$ 218.00	\$ 225.00	\$ 225.00	\$ 230.00	2.22%
		Senior Engineer (Khristine Corneillie)	\$ 185.00	\$ 192.00	\$ 198.00	\$ 198.00	\$ 205.00	3.54%
		Project Staff (Level II-A)		\$ 166.00	\$ 175.00	\$ 175.00	\$ 180.00	2.86%
		Project Staff (Level II-B)	\$ 145.00	\$ 151.00	\$ 160.00	\$ 160.00	\$ 165.00	3.13%
		Project Staff (Level I-A)		\$ 140.00	\$ 140.00	\$ 140.00	\$ 140.00	0.00%
		Project Staff (Level I-B)		\$ 130.00	\$ 130.00	\$ 130.00	\$ 130.00	0.00%
		Project Staff (Level I-C)		\$ 99.00	\$ 105.00	\$ 105.00	\$ 105.00	0.00%
		Contract Administrator		\$ 140.00	\$ 140.00	\$ 140.00	\$ 140.00	0.00%
		Administrative Assistant		\$ 99.00	\$75-\$85	\$75-\$86	\$ 75.00	0.00%
Paul Causey	Tech Support	Principal		\$ 75.00	\$ 75.00	\$ 75.00	\$75-100	
Patricia McGovern Engineers	Tech Support	Principal (Patricia McGovern)		\$ 160.00	\$ 160.00	\$ 140.00	\$ 144.00	2.86%
		Project Engineer (Lorein Fono)		\$ 110.00	\$ 120.00	\$ 106.00	\$ 109.00	2.83%
		Principal Engineer (Monica Oakley)	\$ 175.00	\$ 180.00	\$ 200.00	\$ 200.00	\$ 200.00	0.00%
RMC Water and Environment/ Oakley Water Strategies	Tech Support	Senior Project Manager		\$ 160.00	\$ 180.00	\$ 180.00	\$ 180.00	0.00%
		Project Manager (Mallika Ramanathan)	\$ 201.00	NA	NA	NA	NA	
		Senior Engineer/Scientist			\$ 170.00	\$ 170.00	\$ 170.00	0.00%
		Project Engineer/Scientist (Andy Eggleston)	\$ 155.00	\$ 170.00	\$ 160.00	\$ 160.00	\$ 160.00	0.00%
		Environmental Engineer/Scientist		\$ 125.00	\$ 140.00	\$ 140.00	\$ 140.00	0.00%
		Environmental Specialist (Erin Smith)	\$ 125.00	\$ 105.00	\$ 125.00	\$ 125.00	\$ 125.00	0.00%
		Project Assistant (Juliet Eichberg)	\$ 105.00		\$ 105.00	\$ 105.00	\$ 105.00	0.00%
		Stephanie Hughes	Tech Support (BAPPG)	Principal (Stephanie Hughes)	\$ 145.00	\$ 150.00	\$ 160.00	\$ 165.00

NA Not Applicable
NC No Contract
Pending Awaiting response from consultant



BACWA EXECUTIVE BOARD ACTION REQUEST

AGENDA NO.: 5.i.

FILE NO.: 12,980

MEETING DATE: June 27, 2013

TITLE: Authorize Agreement with SFEI for Nutrients Strategy Support

MOTION

RESOLUTION

DISCUSSION

ACTION UNDER CONSIDERATION

Authorize execution of an agreement with the San Francisco Estuary Institute (SFEI) for San Francisco Bay Nutrient Strategy Support, in an amount not to exceed \$355,000 to fund Tasks 2.2 – 2.4 in the Proposed Scope of Work for Fiscal Year 2014.

SUMMARY

In February 2012 BACWA entered into an agreement with the San Francisco Estuary Institute (SFEI) for San Francisco Bay Nutrient Strategy support services in an amount not to exceed \$350,000 for the period of February 17, 2012 through June 30, 2013. To complete work outlined in that agreement the Board will be asked to approve an amendment to extend the contract termination date to December 30, 2013 under agenda item 6 of the June 27, 2013 Board meeting. For Fiscal Year 2014 SFEI has prepared the attached proposed scope of work. At this time the Board is being asked to approve execution of a contract with SFEI in the amount of \$355,000 to fund items outlined under Task 2.2 – 2.4, which with supplemental funding from the Regional Monitoring Program (RMP) for items under Task 2.1 and Task 2.5, would allow for the completion of the Monitoring Program Development portion of the proposal. Total SFEI nutrient related contracts for FY 14 are budgeted at \$675,000. Additional contracts totaling \$320,000 will be presented to the Board for approval at upcoming Board meetings.

FISCAL IMPACT

This project is included in the CBC budget and workplans for fiscal year 2014, and funds are available in the CBC account.

ALTERNATIVES

Though the BACWA Contracting Policy stipulates a request for proposal process for contracts with a total value greater than \$100,000, it is recommended that the Board authorize this agreement as an exception to the policy. A sole source selection process for this agreement ensures continuity of expert support for ongoing San Francisco Bay Nutrient Strategy development efforts that were initiated by the San Francisco Estuary Institute (SFEI) in February 2012. Additionally, SFEI is the only independent scientific body that is currently capable of conducting this work.

Attachments:

1. SFEI SF Bay Nutrient Strategy Support Proposed Scope of Work FY 2014

Proposed Scope of Work – FY2014

I. Introduction

San Francisco Bay has long been recognized as a nutrient-enriched estuary, but one that has exhibited resistance to some of the classic symptoms of nutrient overenrichment, such as high phytoplankton biomass and low dissolved oxygen. However, recent observations suggest that the Bay's resistance to high nutrient loads is weakening. The combination of high nutrient concentrations and changes in environmental factors that regulate the Bay's response to nutrients has generated concern about whether the Bay is trending toward, or may already be experiencing, nutrient-related impairment.

To address growing concerns about SFB's changing response to nutrient loads, the San Francisco Bay Regional Water Quality Control Board worked collaboratively with BACWA and other stakeholders to develop the San Francisco Bay Nutrient Management Strategy, which calls for a range of activities to develop the scientific foundation that will allow for well-informed management decisions. An initial activity within the Nutrient Strategy was to develop a conceptual model for nutrient load-response in the Bay, and identify critical data and conceptual gaps. That draft report, developed with input from a group of regional scientists and funded by the RMP, was recently completed (Senn et al., 2013) and it identified high-priority science questions, most of which fall under one or more of the following broader questions:

1. Do current trends of increasing biomass (in particular in Lower South Bay and South Bay) indicate that conditions are moving along a trajectory toward nutrient-related impairment?
2. Are nutrients causing or contributing to impairment due to changes in phytoplankton community composition?
 - 2.1. Harmful algal blooms?
 - 2.2. Shifts in assemblage toward a food resource that poorly supports the food web?
3. Is the low dissolved O₂ that is commonly observed in Bay shallow margin habitats (sloughs, wetlands) causing impairment, and is the severity or duration of low DO due in part to elevated nutrients?
4. Under current nutrient loads, could impairment readily develop under plausible future scenarios?
5. How do nutrient loads from different sources contribute to ambient concentrations in different locations in the Bay?
6. If impairment is occurring, or is likely to occur in the future, what load reductions will be effective at mitigating or preventing impairment?

The conceptual model report made two broad recommendations

1. Develop a science plan(s) for SFB's subembayments that targets the highest priority management and science questions
2. Develop and implement an integrated program that combines observation/assessment, prediction of ecosystem response, and process-level studies that combined inform impairment assessment and decisions about how to best manage nutrients
 - 2.1. Develop a regionally-administered and sustainably-funded nutrient monitoring program
 - 2.2. Develop hydrodynamic, nutrient cycling, and ecosystem response models
 - 2.3. Carry out special studies to address key knowledge gaps about mechanisms that regulate ecosystem response, and inform whether or not impairment is occurring

In developing proposals to BACWA and the RMP for funding during FY2014 and CY2014, respectively, we targeted high-priority science questions and recommendations identified in the conceptual model report, which are also happen well-aligned with the goals and approach laid out in the Nutrient Strategy. Furthermore, a large number of science and monitoring activities are on-going in San Francisco Bay, funded by various entities (Figure 1), and the proposed set of projects to BACWA and the RMP target current and important gaps in scientific studies and nutrient program development. Nearly half (\$320,000) of the RMP proposed budget is being requested for hydrodynamic and water quality model development. For that reason, no BACWA funds are being requested for modeling in FY2014. Instead, the majority of funding being requested from BACWA is related to monitoring program development (including special studies and data analysis) and synthesis of existing information/data analysis to inform science plan development.

Within the framework of the San Francisco Regional Water Quality Control Board and the Bay Area Clean Water Agencies (BACWA) cooperative effort on nutrients in San Francisco Bay, this proposed scope of work will support implementation of the nutrient strategy. The scope of work consists of 3 main tasks (with task numbers based on the overall numbering scheme Figure 1):

Task 1: Science prioritization and special studies

Task 2: Monitoring Program Development

Task 7: Program Coordination and Management

This work will be carried out by the San Francisco Estuary Institute (SFEI), working with regional collaborators and technical advisors.

FY/CY 2014
Amounts in \$1000s

		BACWA	RMP	IEP	USGS	SFWCA	SWRCB	TOTAL
Task 1 Science prioritization and special studies	Task 1.1 Lower South Bay Synthesis	115						115
	Task 1.2 Suisun Synthesis II	85						85
	Task 1.3 Science Plan	30						30
	Task 1.4 Mechanistic special studies			330*		500*		830
Task 2 Monitoring program development	Task 2.1 Ongoing Bay-wide monitoring		170	500*	700*			1370
	Task 2.2 Moored sensor pilot studies	150	215					365
	Task 2.3 Comm. comp. pilot study	120						120
	Task 2.4 Program Development	75	50				25	150
	Task 2.5 Stormwater monitoring		35					
Task 3 Assessment framework development	Task 3.1 Assessment framework development						200	200
Task 4 Model development and modeling	Task 4.1 Complete tactical plan		45					45
	Task 4.2 Refine hydrodynamic model		100					100
	Task 4.3 Develop phyto/nutrient model		80					80
	Task 4.4 Refine and apply phyto/nutrient model		100					100
	Task 4.5 Refining stormwater estimates		50					50
	Task 4.6 Nutrient Modeling in the Delta			180				180
Task 5 Load estimation	No proposed work in FY2014							
Task 6 Control strategy identification and testing	No proposed work in FY2014							
Task 7 Program coordination and management	Task 7.1 Science oversight and coordination	75	20					95
	Task 7.2 Technical review	25						25
TOTAL		675	865 ¹	1010	700	500	225	~3900

¹ Includes \$175k in 2012/2013 funds applied to RMP modeling tasks

Figure 1 Estimated nutrient expenditures (1000s \$) in CY/FY 2014 in San Francisco Bay across a range of stakeholders and agencies (BACWA fiscal year starts in July, RMP follows the calendar year). Estimates for BACWA and RMP are proposed projects, pending approval. The majority of work being carried out under the columns for BACWA, RMP, and SWRCB are closely aligned with the Nutrient Strategy, as are “Nutrient Modeling in the Delta”, and ~200k in the row “Mechanistic special studies”. The “*” estimates for USGS, IEP, and SFCWA are highly uncertain.

Table 1 Overall Proposed Budget (1000s \$)

Task	BACWA FY 2014
<i>Task 1.1 Lower South Bay Synthesis</i>	115
<i>Task 1.2 Suisun Bay Synthesis II</i>	85
<i>Task 1.3 Science Plan Development</i>	30
<i>Task 2.2 Moored sensor program development</i>	150
<i>Task 2.3 Improved method for phytoplankton community composition</i>	120
<i>Task 2.4 Nutrient Monitoring Program Development</i>	75
<i>Task 7.1 Science oversight and coordination, and project management</i>	75
<i>Task 7.2 Coordinate technical review</i>	25
TOTAL	675

II. Tasks and Deliverables

Note task numbers follow those laid out in Figure 1. Some tasks may not

Task 1. Science Prioritization and Special Studies

Task 1.1 Lower South Bay Synthesis

Budget: \$115,000

The Lower South Bay (LSB) subembayment (south of the Dumbarton Bridge) receives among the highest area-normalized nutrient loads in San Francisco Bay. Due to its shallow environment (i.e., smaller volume) and relatively weak exchange with the larger Bay, LSB also has the highest inorganic nitrogen and phosphorous concentrations of all of the Bay's subembayments. Baseline phytoplankton biomass concentrations have increased in LSB over the past 15 years, and fall blooms – which had been rare – now occur regularly (Senn et al. 2013). In the recent conceptual model report, LSB was identified as one of the Bay's subembayments most likely to exhibit impairment first, if impairment were to occur, because of its high nutrient loads and recent evidence of changing ecosystem response.

The goal of Task 1.2 is to synthesize the state of knowledge about current conditions in LSB and relevant stations north of the Dumbarton Bridge, and identify priority science questions and data gaps. The report will address the following main issues:

- 1) Evaluation of the mechanisms through which nutrients affect phytoplankton community composition and selection of harmful algal species in estuarine ecosystems: Literature review and application and assessment of potential roles in SFB.
- 2) Long-term trends in nutrient loads and concentrations in Lower South Bay
- 3) Synthesis/analysis of long-term data on factors that influence ecosystem response in LSB: Suspended sediment, clam abundance, stratification/salinity
- 4) Analysis of data on major ecosystem responses in LSB
 - a) Dissolved oxygen: spatial/temporal variability, site-specific considerations, focus on both shallow habitats and deep channel. Mechanistic/quantitative interpretation, to the degree possible with existing data.
 - b) Phytoplankton biomass and community composition, and occurrence of potentially harmful species
 - c) Habitat and fisheries assessment
- 5) Data gaps and key science questions

Schedule & Deliverables for Task 1.1

The table below includes joint BACWA and RMP deliverables.

1.1.a Draft Lower South Bay Synthesis	Dec 2013
1.1.b Final Lower South Bay Synthesis	Mar 2014

Budget for Task 1.1

Data gathering, data analysis, report preparation	\$115,000
TOTAL	\$115,000

An additional \$40,000 of FY2013 funds will also be applied to the Lower South Bay Synthesis.

Task 1.2 Suisun Synthesis II

Budget: \$85,000

Similar to LSB, Suisun Bay was identified in the conceptual model report as one of the Bay's subembayments most likely to exhibit impairment first, if impairment were to occur. Both the Delta and Suisun Bay have been identified as a multi-impacted system (landuse changes, heavily managed flow, contaminant loads) in which ecosystem condition has been highly degraded. Nutrient loads to Suisun Bay have been proposed as one factor contributing to impairment; in particular some studies have argued that elevated concentrations of nutrients and anthropogenically altered relative abundances of nutrient forms are adversely affecting Suisun Bay and Delta food webs by, among other things, altering phytoplankton community composition. In a first synthesis for Suisun Bay, we primarily focused on trends in ammonium concentrations and loads in Suisun Bay, and the hypothesized links between elevated ammonium and ecological impairment in Suisun Bay (i.e., inhibited primary production, toxicity to copepods). In Task 1.2, we will focus on other nutrient forms, factors that regulate response, and other potential impairment pathways (e.g., changes in phytoplankton composition). The report will address the following main issues:

- 1) Analysis of long-term trends (1975-present) in ambient forms of nutrients within Suisun Bay (nitrate, dissolved inorganic nitrogen, total nitrogen, phosphate, total phosphorous, N:P, NH₄:NO₃); nutrient loads from the Delta and local POTWs; and, if data permits, mass balance to evaluate fate/losses of totalN, totalP, etc.

- 2) Synthesis/analysis of long-term data on factors that influence ecosystem response in Suisun Bay: suspended sediment, clam abundance, flow, stratification
- 3) Time series and spatial analysis of phytoplankton community composition in Suisun Bay and the Delta to explore what factors most strongly explain changes in composition (DWR/IEP data, 1975-present, 3 stations in Suisun, 1 San Pablo, >5 in the Delta, potentially augmented by other data from USGS). Changes in composition will be statistically evaluated relative to changes in factors that regulate system response (e.g., clams, nutrients, flows, T) to explore potential associations.
- 4) Data gaps and key science questions

Schedule & Deliverables for Task 1.2

The table below includes joint BACWA and RMP deliverables.

1.2.a Draft Suisun Synthesis II	Apr 2014
1.2.b Final Suisun Synthesis II	Jun 2014

Budget for Task 1.2

Data gathering, data analysis, report preparation	\$85,000
TOTAL	\$85,000

Task 1.3 Developing a San Francisco Bay Nutrient Science Plan

In FY2013, SFEI worked with BACWA to develop a series of draft decision trees that lay out an approach for implementing the Nutrient Strategy, including work flow and interactions among major work elements, and identify critical decision junctures. The decision trees are provide a framework/skeleton for implementing a science plan. A detailed Nutrient Science Plan still need to be developed that identifies and prioritizes among major science questions that will most effectively and efficiently inform nutrient management decisions. Developing and vetting a Nutrient Science Plan requires input from the scientific community, regulators, and stakeholders. The conceptual model report presents an initial set of priority science questions and data gaps that could inform Science Plans, both Bay-wide and for individual subembayments. In some ways the synthesis reports (LSB, Suisun I and II) and the data gaps they identify will point to additional subembayment-specific questions or gaps. In this sense, the conceptual model report and the syntheses will serve as the foundational material upon which a science plan would be based. However, further prioritization is needed.

The approach for the Nutrient Science Plan development will involve assembling a science plan working group that consists of regulators, stakeholders, and technical advisors. The science plan development will involve a combination of ‘science decisions’ and ‘policy decisions’, and would be an iterative approach to

- Prioritize among management questions and associated science questions
- Lay out a logical sequence of studies that address priority questions, and related milestones, timelines, and estimated costs

Schedule & Deliverables for Task 1.3

The table below includes joint BACWA and RMP deliverables.

1.3.a Draft Nutrient Science Plan	Feb 2014
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Budget for Task 1.3

Developing a San Francisco Bay Nutrient Science Plan	\$85,000
TOTAL	\$85,000

Task 2: Nutrient Monitoring Program Development

[Note Task 2.1 (Figure 1) is On-going Monitoring, and funding for this task is not being requested from BACWA in 2014]

Task 2.2 Moored sensor program development

Budget: \$150,000

Collaborators: Jim Cloern (USGS), Raphael Kudela (UCSC), Tara Schraga (USGS)

The conceptual model report recommended developing a moored sensor sub-program that complements the ship-based monitoring program by providing high temporal resolution data for a range of parameters (chl-a, DO, nutrients, turbidity) to, for example, i) identify the onset of events (e.g., large blooms); ii) improve understanding about the processes that influence phytoplankton blooms in order to predict future responses; iii) assess oxygen budgets; and iii) quantify nutrient fate. High temporal resolution data will also be essential for accurately calibrating water quality models. Continuous monitoring with moored sensor systems is feasible for a wide range of water quality parameters. Techniques for some parameters are becoming increasingly well-established and reliable (e.g., salinity, T, turbidity, chl-a, DO, and more recently nitrate), while others are advancing (e.g., phosphate,

ammonium, phytoplankton composition using *in situ* flow cytometry and digital imaging). Moored sensor systems can telemeter data, allowing for near real-time assessment of conditions, which can be used to trigger field sampling or to identify sensor failure or drift.

Compared to Suisun Bay and the Delta, where there are an abundance of moored sensor stations maintained by DWR/IEP, the moored sensor infrastructure is quite limited in San Pablo Bay, Central Bay, and especially Lower South Bay and South Bay. This is particularly true for parameters like chl-a, nutrients, and DO.

The RMP funded a pilot project in 2013 to deploy moored sensors at Dumbarton Bridge. Work is proceeding well on that project and the planned deployment date is July 3.

Task 2.2 proposes to fund the expansion of the moored sensor network in Lower South Bay and South Bay, first by rigorously exploring the best site options for program expansion followed by installation, and would be jointly funded by BACWA and the RMP. The project will develop the moored sensor program fundamentals, through intensive planning and testing at Dumbarton Bridge, including field experiments/calibrations to inform what sensors are actually measuring (e.g., correcting for interferences), best depths at which to place sensors (surface, bottom, both, and for which sensors). It will also develop approaches for data telemetry/visualization/screening, data assimilation/interpretation, and report planning.

Proposed BACWA funding (\$150k) would be directed toward funding moored sensor program development, which will include:

- analysis of existing monitoring data to help optimize placement of moored sensors;
- design and implementation of field experiments for intensive *in situ* calibration and testing of sensor accuracy and precision (e.g., identifying and developing approaches for correcting for interferences), and pilot field deployments to inform final site selection
- analysis and interpretation of data from field experiments
- based on the above work, recommendation of specific program expansion sites in Lower South Bay and South Bay;
- development of beta software for automated data assimilation, initial QA/QC, graphics/visualization, and upload to website for near real-time data viewing on a web-based platform.
- To the extent possible, data from moored sensors in Suisun Bay and the Delta, maintained by DWR/IEP, will also be retrieved in near real-time and uploaded to the beta web platform.

Although the Suisun and Delta sites use similar sensors as those we will use in Lower South Bay and South Bay, there will be differences in the maintenance, calibration, and QA/QC between programs. This is may be a non-trivial caveat, and in the long run would need to be addressed by developing common maintenance, calibration, and QA/QC procedures. The

near-term goal of merging the DWR/IEP data from Suisun Bay and the Delta with South Bay and Lower South Bay sensors is more as a powerful proof-of-concept, aimed at highlighting the feasibility and advantages of coordination, to develop momentum along the path of establishing institutional agreements with IEP/DWR on monitoring. IEP/DWR spend ~\$1.5 mill/yr maintaining the Suisun and Delta sensor network. Implementing a Bay-wide maintenance, calibration, and QA/QC program would cost far less. The IEP Lead Scientist has expressed enthusiasm for the plan, and has agreed to seek broader IEP support and approval.

BACWA funding on this task would be augmented by RMP funding (\$215k) which will be directed toward:

- purchasing equipment for two additional stations for measuring chl-a, pH, DO, turbidity, fluorescent dissolved organic matter, depth, and nitrate (these stations would be in addition to the current Dumbarton Bridge station)
- field logistics (e.g., ship time) for sensor deployment and maintenance, intensive *in situ* calibration studies, and pilot field deployments to inform final site selection; and
- data management.

Schedule & Deliverables for Task 2.2

The table below includes joint BACWA and RMP deliverables.

2.2.a Summary of data analysis and field experiment results, and recommended locations for new sites in South Bay and Lower South Bay (Note: dates may shift depending on BACWA project start)	Draft Apr 2014 Final Jun 2014
2.2.b Beta website presenting near real-time data for up to three RMP-funded sites in LSB and South Bay, and, if possible, DWR/IEP sites in Suisun Bay and the Delta	Jun 2014

Budget for Task 2.2

Personnel support: historic data analysis; field experiment design, implementation, and data interpretation; developing recommendations for new field sites; beta web platform development	\$150,000
TOTAL	\$150,000

Task 2.3 Improved methods for characterizing phytoplankton community composition and in situ photosynthetic “health” of phytoplankton community

Collaborators: Raphael Kudela (UCSC), Jim Cloern (USGS), Tara Schraga (USGS)

Budget: \$120,000

Task 2.3.1 Pilot Study of methods for phytoplankton community composition

Determining whether high nutrient levels are contributing to adverse changes in phytoplankton community composition are occurring in SFB – including shifts toward harmful species – as a result of high nutrient levels was identified as a high priority science issue in the conceptual model report. Monitoring phytoplankton community composition is labor intensive and expensive (\$280 per sample), because classic methods employ microscopy for taxonomy and biomass quantification. Phytoplankton composition data in some areas of SFB is therefore severely limited, especially in terms of spatially and temporally intensive information that would allow inferences to be made about the importance of major drivers of composition, including nutrients.

This proposed project will test and calibrate an approach in SFB that allows phytoplankton community composition to be determined more easily and inexpensively by measuring algal pigment abundance. The approach exploits the fact that classes of phytoplankton have distinct pigment profiles; the biomass of each phytoplankton class present in a given sample can be back-calculated from the bulk mixture of pigments through sophisticated data analysis routines (Chemtax). The approach has been applied successfully in other freshwater, marine, estuarine ecosystems, including the Neuse River estuary. Once the method is up and running, pigment analysis costs are ~5 times cheaper than microscopy costs, making it feasible to more systematically explore the factors regulating phytoplankton composition, both through expanded routine monitoring and targeted field investigations.

The project will leverage effort and funding from the USGS, who have been collecting paired microscopy and pigment samples since November 2011. Microscopy work has already been completed on 40 samples. It is expected that microscopy on a total of 65 samples will be completed for cruises through December 2013, and up to a total of 80 samples if work continues through the 2014 spring bloom (total cost to USGS ~\$20,000). However, the pigment analysis has not yet begun, although Kudela’s group at UCSC already has funding to cover the analytical costs.

The proposed funding for this project would support personnel time to complete the pigment measurements, analyze data and calibrate the method, interpret the results, and prepare reports both on the methodology and interpretations of the data. Approximately 80% of the personnel support of Task 2.3 will be directed toward this subtask. Some funding to support additional microscopy work is also being proposed (for analyses beyond the USGS’s standard locations) to obtain information over a wider range of conditions.

Task 2.3.2 Measuring and interpreting in situ photosynthesis dynamics

USGS has also been collecting photosynthetic efficiency data along its monthly transects since May 2012. The USGS ship, *R/V Polaris*, has a flow-through water system that pumps water from 1 m below the surface continuously during the cruises, and this water passes through a variety of instruments in the laboratory that continuously record data. One of those instruments, trade name ‘Phytoflash’, measures the phytoplankton community photosynthetic efficiency (in addition to other parameters), which can be considered a measure of their stress level, and how that varies spatially as a function of changing conditions (including changing composition). A write-up of this work, including a discussion of the measurement’s potential relevance for future monitoring, will be included as a section in the technical report. Approximately 20% of the Task 2.3 personnel support will be directed toward this task.

Schedule & Deliverables for Task 2.3

The table below includes joint BACWA and RMP deliverables.

2.3.a Protocol for calibrating/validating a pigment-based assessment approach	Dec 2013
2.3.b Draft report on feasibility of pigment-based approach in SF Bay, data interpretations of pigment approach, data interpretations of fluorescence efficiency, and recommendations for SFB monitoring program methods	Apr 2014
2.3.c Final report on interpretations and feasibility and application of pigment-based approach in SF Bay, interpretations and application of fluorescence efficiency approach	Jun 2014

Budget for Task 2.3

Personnel support for method development, data analysis, calibration; data interpretation and recommendations	\$115,000
Additional microscopy work for taxonomy (18 samples at \$280/sample)	\$5000
TOTAL	\$120,000

Task 2.4 Nutrient Monitoring Program Development

Collaborators: Jim Cloern (USGS), Martha Sutula (SCCWRP)

Budget: \$75,000

Task 2.4 is proposed to be a jointly funded project between BACWA (\$75,000) and RMP (\$50,000), with shared goals, activities, and deliverables.

The conceptual model report pointed to the need to develop the scientific framework for a monitoring program, along with the institutional agreements and funding plan to support the transition of monitoring away from primarily a federally funded program (in anticipation of budget cuts to the USGS) toward a regionally-administered and sustainably funded program. Task 2.4.1-2.4.3 will focus primarily on the science program development, but also allow SFEI staff to play a coordinating role to bring key partners to the table and assist in the institutional and funding planning.

Task 2.4.1 Convene monitoring program working group and advisory team

A monitoring program working group will be established to guide development of the monitoring program. This group will consist of regulators, stakeholders, and technical experts. Regulator and stakeholder input will play an essential role in monitoring program development, in particular for identifying monitoring program goals, prioritizing program components to meet those goals, and establishing institutional and funding agreements. A monitoring program technical advisory team will also be established to provide guidance to SFEI staff, technical collaborators, and stakeholders on program development. The technical advisory team will consist of regional and national experts that have experience establishing and maintaining monitoring programs. The technical advisory team will meet 2 times in 2014, with electronic exchanges between meetings. The monitoring program working group may meet more frequently (up to quarterly), as needed.

Task 2.4.2 Draft and implement a program development plan

A major outcome of the meetings with the monitoring program working group and technical advisory team will be a draft monitoring program development plan. This plan will:

- Clearly articulate monitoring program goals
- Lay out an approach for identifying and evaluating different program structures (e.g., specific parameters, spatial and temporal frequency of data collection; balance between ship-based and moored-sensor approaches)
- Identify specific data analysis activities that will be carried out in Task 1.3
- Identify other monitoring programs whose development approach and lessons-learned should be studied
- Recommend pilot studies to test monitoring approaches
- Present goals and an approach for pursuing institutional agreements, exploring funding options, and identifying budgetary constraints.

A draft of this report will be developed at the end Q1 2014, following the first team meeting in 2014. This report will be updated periodically over the course of the year. The report will prioritize work elements for year 1 and beyond. Status updates on work elements will be presented to the working group at meetings, and a year-end progress report will be prepared.

Task 2.4.3 Data analysis to inform future monitoring program structure

The long-term science and monitoring efforts in the Bay/Delta provide a nearly 40-year record of water quality and ecological indicators. This data set provides a tremendous historical record that can be quantitatively probed to inform monitoring program design, and help identify which parameters to measure; the spatial and temporal density of sampling required; and the balance between ship-based and moored sensor applications. Analysis and synthesis of existing data was also recommended in the conceptual model report.

With guidance from the technical advisory team and the monitoring program working group team, the program development plan will identify and prioritize data analysis and numerical simulation tasks. Results of these tasks will be reported back to the technical advisory team and monitoring program working group in the form of periodic update presentations and sections to be included in the end of year progress report.

Schedule & Deliverables

2.4.a Minutes and presentations from 2 or more monitoring program working group and advisory team meetings	Jan – Dec 2014
2.4.b Draft program development plan	Mar 2014
2.4.c Annual progress report	Dec 2014

Budget for Task 2.4

Personnel: Coordinating advisory team, data analysis, status updates, and annual progress report	\$75,000
TOTAL	\$75,000 ¹

¹Additional \$50,000 in support from RMP being proposed for this task.

Task 7: Nutrient Program Coordination and Management

Task 7.1 Science oversight and coordination

Budget: \$60,000

Proposed funding in this task will be used to support SFEI staff's activities in the area of overall science coordination and program management. As noted in Figure 1, there are a large number of stakeholders and programs involved in nutrient-related work in San Francisco Bay. BACWA-funded nutrient-related activities need to be coordinated with these other efforts to achieve maximum benefit, and to help implement and maintain the "big tent" concept. Task 7.1 also supports costs associated with basic project management, including monthly progress reports and invoices, and contract management.

Schedule & Deliverables Task 3.1

7.1.a Presentations and progress up-dates to Nutrient Program steering committee on a to-be-determined basis	Jul 2013 – Jun 2014
7.1.b Monthly progress reports and invoices	Jul 2013 – Jun 2014

Budget for Task 7.1

Science oversight and coordination	\$60,000
Project management, invoicing, contracts	\$15,000
TOTAL	\$75,000

Task 7.2 Coordinate technical review

Budget: \$25,000

BACWA and the Water Board have indicated that there needs to be technical review of planning documents and major work products by an external science oversight group. Technical review of other reports may also be needed on an on-going basis. A nutrient program governance structure is currently being developed, and it is expected that the approach to external review will be outlined there. This proposed task and its budget are placeholders in anticipation that some form of external review will begin in FY 2014, with details on actual approach still to come.

Schedule & Deliverables Task 7.2

7.2.a To be determined	TBD
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Budget for Task 3.2

Coordinate technical review	\$25,000
TOTAL	\$25,000

III. Schedule of Deliverables and Budget

III.A Deliverables

All dates assume an effective start date of July 1 2013, and will be adjusted depending on actual project start date.

Table 2 Project Deliverables

Deliverable		Date
<i>Task 1.1 Lower South Bay Synthesis</i>		
1.1.a	Lower South Bay Synthesis - Draft	Dec 2013
1.1.b	Lower South Bay Synthesis - Final	Feb 2014
<i>Task 1.2 Suisun Synthesis II</i>		
1.2.a	Suisun Bay Synthesis II - Draft	Apr 2013
1.2.b	Suisun Bay Synthesis II - Final	Jun 2014
<i>Task 1.3 Science plan development</i>		
1.3.a	Science Plan - Draft	Feb 2014
<i>Task 2.2 Moored sensor program development</i>		
2.2.a	Progress Report: Summary of results from calibration and site-testing experiments, methods recommendations, and recommendations for moored sensor expansion in Lower South Bay/South Bay	Apr 2014
2.2.b	Beta platform for real-time data analysis/visualization	Jun 2013
<i>Task 2.3 Pilot study of phytoplankton community composition methods</i>		
2.3.a	Protocol for calibrating/validating a pigment-based assessment approach	Dec 2013
2.3.b	Draft report on feasibility of pigment-based approach in SF Bay, including recommendations for SFB monitoring program methods	Apr 2014
2.3.c	Final report on feasibility and application of pigment-based approach in SF Bay	Jun 2014
<i>Task 2.4 Nutrient Monitoring and Assessment Program Development</i>		
2.4.a	Assemble monitoring program advisory team and minutes/presentations from at least 2 meetings	Oct 2013- Dec 2014

2.4.b	Draft program development plan	Mar 2014
2.4.c	Progress Report #1: Analysis of long-term monitoring data, and initial recommendations	Jun 2014
2.4.d	Progress Report #2: Update on monitoring program development	Dec 2014
<i>Task 7.1 Science oversight and coordination</i>		
7.1.a	Presentations and progress updates to Nutrient Program steering committee on a to-be-determined basis	Jul 2013 – Jun 2014
7.1.b	Monthly progress reports and invoices	Jul 2013 – Jun 2014
<i>Task 7.2 Coordinate technical and peer review</i>		
7.2.a	To be determined	TBD

III.B Budget

Table 3 Overall Proposed Budget (1000s \$)

Task	BACWA FY 2014
<i>Task 1.1 Lower South Bay Synthesis</i>	115
<i>Task 1.2 Suisun Bay Synthesis II</i>	85
<i>Task 1.3 Science Plan Development</i>	30
<i>Task 2.2 Moored sensor program development</i>	150
<i>Task 2.3 Pilot study of phytoplankton community composition methods</i>	120
<i>Task 2.4 Nutrient Monitoring Program Development</i>	75
<i>Task 7.1 Science oversight and coordination, and project management</i>	75
<i>Task 7.2 Coordinate technical review</i>	25
TOTAL	675

Table 4 Approximate break-down between internal and external allocations

SFEI Personnel	Billing rate ¹	Hours	
Senior Scientist II	197	894	176240
Environmental Scientist II	129	120	15480
Environmental Scientist I	98	900	88200
Associate Environmental Scientist	93	120	11160
Web designer	123	100	12300
Contracts manager	99	140	14120
<i>Total Personnel</i>		<i>2300</i>	<i>322500</i>
Travel			5000
Contractual			
External research associates			250000
Consultants, technical advisors, co-authors			97500
Sample analysis			5000
<i>Total Contractual</i>			<i>352500</i>

TOTAL 675000

¹Note: Billing rates represent the maximum in each salary class to allow involvement of other staff as needed. For example, \$162/hour is the current rate for D Senn, who will be the primary person billing in the Senior Scientist II category.



EXECUTIVE BOARD AUTHORIZATION REQUEST

AGENDA NO.: 6

FILE NO.: 12,729; 12,786; 12,680; 12,780

MEETING DATE: June 27, 2013

TITLE: BACWA Executive Board Approval to Amend Fiscal Year 2013 Agreements

MOTION _____ RESOLUTION _____

RECOMMENDED ACTION

Authorize amendments for contracts to complete projects initiated to implement the Fiscal Year 2013 BACWA Budget and Workplan:

- 1) Patricia McGovern Engineers (PME) for Regulatory Program Manager services to extend the termination date to December 31, 2013, increase the contract value by 25% (\$25,000) and revise Exhibit B to reflect FY 2014 Rates;
- 2) Whitley Burchett for Recycled Water Committee IRWMP support to extend termination date to June 30, 2014;
- 3) SFEI for Nutrients to extend termination date to December 31, 2013;
- 4) Avila for Prop 50 Grant Administration, extend termination date to 12/31/2013.

SUMMARY

The BACWA 2013 fiscal year (FY 2013) ends June 30, 2013. The amendments summarized below will ensure that projects initiated to implement FY 2013 BACWA/CBC workplans and budget can continue to completion. Each of these amendments extends the original contract termination date, and the PME amendment also increases the original contract value by 25%.

Contractor	Services	Amended Terms	File Number
Patricia McGovern Engineers (PME)	Regulatory Program Manager	Extend Termination Date to 12/31/2013	12,729
		Increase value by \$25,000 for a new not to exceed total of \$125,000	
		FY 2014 Rate Sheet - Exhibit B	
Whitley Burchett	Recycled Water Committee IRWMP support	Extend Termination Date to 6/30/2014	12,786
SFEI	Nutrients	Extend Termination Date to 12/31/2013	12,680
Avila	Prop 50 Grant Administration	Extend Termination Date to 12/31/2013	12,780

FISCAL IMPACT

Balances remaining on these agreements at the close of the 2013 fiscal year (June 30, 2013) will be carried forward into Fiscal Year 2014. Funding for the additional \$25,000 in Regulatory Program Manager support from PME will come from the Fiscal Year 2014 BACWA/CBC Budget.

ALTERNATIVES

No other alternatives were considered as the terms of these amendments are consistent with BACWA contracting policies.

Attachments: None

BAPPG Committee Report to BACWA Board

Meeting Date: June 27, 2013
 Prepared By: Karri Ving, SFPUC
 BAPPG Committee Chair

Committee Request for Board Action

None

Committee Updates

BAPPG Main Committee Meeting on June 5, 2013:

- BAPPG members thanked outgoing BAPPG Officers Catherine Allin (Millbrae) for being Chair and Susan Hiestand (SBSA) for being Recorder in 2012/2013.
- New BAPPG Officers for 2013/2014 include Karri Ving as Chair, Mike Auer (USD) as Vice Chair and Marie Kulka (EBMUD) as Recorder.
- Meeting presentations focused on constituents of emerging concern (CEC). Melody LaBella (CCCSD) and Karin North (Palo Alto) presented on “CEC Management Actions: P2 Efforts by the Wastewater Industry” and Dylan Garner (RWQCB) presented on “Chemical Reform Policies.”
- The Regional Board is now accepting nominations for the annual Dr. Teng-Chung Wu Memorial Pollution Prevention Award. Nominations are due to Dylan Garner by July 3, 2013. See attached flyer for more details.
- After a brief discussion on updating the previous “Pollution Prevention Reporting Guidelines” issued by the Regional Board in December 2005 (letter attached), BAPPG members requested instead that the Regional Board work to update the “Pollutant Minimization Program” requirements in Bay Area NPDES Permits to more closely match the 2005 guidelines so that when EPA audits treatment plants, they are more appropriately evaluating P2 Programs. Dylan Garner will provide an update on this request at the next BAPPG meeting.
- Nadia Borisova (EBMUD) announced that the DTSC and CA Coastal Commission have recently completed BMPs and P2 Tool Kits for boatyards to protect water quality. BAPPG encourages agencies that have boatyards in their jurisdiction to share this information with marina and boat owners, as the DTSC does not have funding for outreach. <http://www.dtsc.ca.gov/PollutionPrevention/Marine.cfm>

Current Project Summary

Project	Description	Estimated Completion Date	Status
Baywise.org Updates	BAPPG has retained Jen Jackson to post updates to Baywise.org, a website jointly-funded by BACWA and BASMAA and used to support outreach campaigns by both associations.	N/A (on-going)	The following items were recently posted by Jen on Baywise: <ul style="list-style-type: none"> • New section on boatyards with links to new tools from DTSC • “Can’t Flush This” video posted on “Your Toilet” page – if you haven’t seen it, click here to watch: http://baywise.org/residents/your-toilet • Updated agency contact information regarding pool, spa and fountain discharge permits

BAPPG Committee Report to BACWA Board

Project	Description	Estimated Completion Date	Status
Flushable Wipes Online Campaign	Conduct an online ad campaign using Facebook and Bay Area News Group banner ads to encourage the public not to flush wipes. (Melody LaBella, CCCSD)	July 2013	<ul style="list-style-type: none"> Contract established with O'Rorke & Associates for \$4,999 Campaign will be expanded to include other troublesome items flushed (Toilets aren't Trash Cans!) Currently working on developing headlines and banner content. Contract needed with Adam Humphrey to add more complicated content to Baywise.org to support this & other BAPPG regional P2 campaigns
Chinook Book	This project will provide advertising that drives the public to Baywise.org to find proper disposal locations for unwanted medications. (Karin North, Palo Alto)	August 2013	<ul style="list-style-type: none"> Contract established. Artwork provided for print book Content for App pulled from baywise.org website Great opportunity to promote Baywise.org website and encourage pollution prevention
Medical Office Brochure	This project will take a brochure created by CCCSD and revise it for regional outreach. 5,000 copies will be produced for agency distribution. (Karin North, Palo Alto, Robert Wilson, Petaluma)	August 2013	<ul style="list-style-type: none"> Contract in process. Interested agencies will receive copies to mail to medical facilities in their service area. Great opportunity to remind medical professionals on how to properly handle common wastes in their facilities
Eat Real Food Festival	Coordinate P2 messages and activities, and get agencies to sign up to provide coverage at a table at the Eat Real Foods Festival in Oakland (Dylan Garner, RWQCB)	Event is September 27-29, 2013 at Jack London Square	<ul style="list-style-type: none"> Dylan is seeking sign ups for the project committee. Contact him at Dylan.Garner@waterboards.ca.gov if interested in either helping prepare or tabling at the event. Great opportunity to spread P2 messages, especially proper handling of FOG

Date of Next BAPPG Meetings

July Steering Committee Meeting (by conference call) – July 3rd, 2013

August Steering & Main Committee Meetings

Wednesday, August 7, 2013: 9:00 – 10:00 am & 10:00 am – noon
1515 Clay Street, Oakland, CA, Second Floor, Room 12

August presentations will include “SFPUC’s Pollutant Prioritization Methodology” by Karri Ving and “A Snapshot of the Review of 2012 P2 Reports” by Dylan Garner.

The San Francisco Regional Water Quality Control Board is now accepting nominations for the **2013 Dr. Teng-Chung Wu Pollution Prevention (P2) Award**.

The award was established in 2007 in memory of Dr. Wu to recognize excellence and collaboration in P2 programs and projects. This year we are implementing the same informal selection process previously used that will involve our own internal review of programs and projects, & consideration of programs or projects brought to our attention!



Leadership & Innovation

Commitment

Benefit to Environment, Community, or Workers

Measurable Results

To nominate an individual agency, a group of agencies, or individual(s) please contact Dylan Garner at 510.622.2116 or dgarner@waterboards.ca.gov no later than July 3, 2013.

To be considered for this award, the agency's, group of agencies', or individuals' programming must meet the description of P2 as defined by the Regional Water Board (Resolution R2-2003-0096) & the results of the P2 programming should be significant when evaluated against the implementing organization's size & available resources.



Winner(s) will be announced on August 20, 2013, and the award(s) will be presented at the Water Board's public meeting on September 11, 2013.

Please share this with anyone you know who may also be interested.

Questions? Contact Dylan Garner at 510.622.2116 or dgarner@waterboards.ca.gov



California Regional Water Quality Control Board

San Francisco Bay Region



Alan C. Lloyd, Ph.D.
Agency Secretary

1515 Clay Street, Suite 1400, Oakland, California 94612
(510) 622-2300 • Fax (510) 622-2460
<http://www.waterboards.ca.gov/sanfranciscobay>

Arnold Schwarzenegger
Governor

December 8, 2005
File No.: 1217.00(LCR)

TO: San Francisco Bay Area POTW Managers and Staff

SUBJECT: POLLUTION PREVENTION REPORTING GUIDELINES FOR POTWs WITH NPDES PERMITS

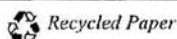
This document provides general guidance to Publicly Owned Treatment Works (POTWs) in the preparation of pollution prevention or pollutant minimization reports. It is intended to answer questions posed to us by cities (and districts) about Water Board staff's expectations on report content, and clarifies how we evaluate the reports. This guidance is consistent with current permit requirements as well as Resolution R2-2003-0096. It is a non-regulatory document, and therefore does not take the place of current requirements specified in each city's NPDES permit.

Pollution Prevention in the San Francisco Bay Area

The Bay Area is home to some of the most productive pollution prevention (P2) programs in the nation. The San Francisco Water Board first began requiring P2 implementation in 1988, and with critical local and state agency collaboration, significant reductions in the mass of a number of pollutants have been achieved. Presently, about 40 Bay Area municipalities operate P2 programs tailored uniquely to the water quality concerns of each service area. Common goals of these programs include the following:

- Implement short and long-term efforts that will reduce and/or eliminate Pollutants of Concern (POCs), thereby protecting the San Francisco Bay environment;
- Take action to respond to existing water quality concerns as required in each city's permit and service area;
- Educate businesses, the public, and schools about where pollutants come from, how they enter the environment, and how changes in behavior (product use, substitution, and recycling) will reduce pollution;
- Monitor the effectiveness of P2 actions and programs using effectiveness performance measures;
- Coordinate regionally among agencies to share knowledge, experience, and materials to achieve regional successes (e.g., through the Bay Area Pollution Prevention Group [BAPPG]); and
- Address emerging POCs based on new science, environmental conditions, and current water quality initiatives of local, state and federal agencies.

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Basic Content of a P2 Program

There is no such thing as a “one-size-fits-all” pollution prevention program. Municipalities are comprised of varied industrial, commercial and residential communities; have varied POCs; collect, treat, and discharge waste differently; and have unique permit requirements based on these differences. There are noteworthy similarities, however, with regard to the qualities of effective programs, whether small or large. For this reason, when reviewing and evaluating P2 reports and programs for POTWs, Water Board staff look to see that the municipality is: taking action to reduce pollutants reaching the plant; planning for an effective program; achieving results, and; evaluating progress, as described below.

Action: Is the municipality actively working to reduce pollutants according to the priorities of its permit and the collective priorities of the BAPPG/Bay Area Clean Water Agencies (BACWA), Water Board, and U.S.EPA?

Planning: Has the municipality clearly stated the strategies and goals of its program? What effectiveness measures are to be used to evaluate its efforts? How do last year’s results factor into what the municipality plans to do this year?

Results: What happened as a result of last year’s efforts? How much of each pollutant was collected, reused, recycled, or removed from shelves (i.e. not introduced to the environment)?

Evaluation: Is the municipality measuring the success of its program both on an overall programmatic basis as well as for individual tasks? Were goals met? (Evaluating success involves using effectiveness measures developed at the start, to assess a program throughout. Such measures generate feedback to support further refinement of goals set for next year.)

Evaluating P2 Reports- Ranking System

Staff has requested feedback from the BAPPG in evaluating P2 reports and will continue to utilize input from municipalities to derive a meaningful evaluation process. Because the P2 report is a window into the each municipality’s program, it is important to thoroughly report to the Water Board what activities and results the P2 program has undertaken and achieved. Generally, Water Board staff evaluate P2 reports based on whether they are complete and therefore satisfy permit requirements, clearly present information, show progress, identify results, and respond to past Water Board evaluations.

Reported results are also compared with other municipalities with similar resources that are addressing the same pollutants. Smaller municipalities are not expected to achieve the same results as larger municipalities. Therefore, to enable fairer assessments, municipalities are now grouped by their resource base or design flow capacity into small, medium and large programs. A municipality’s program is then evaluated within that group. The BAPPG has recommended a more or less even number of municipalities per group, which works out as follows:

Small POTW:	6 MGD and under
Medium POTW:	7 MGD — 20 MGD
Large POTW:	Greater than 20 MGD

In the report evaluation, strengths are recognized and weaknesses are identified. Based on the information provided a city's report/program is given a ranking between 1- Excellent and 5- Unacceptable:

1-Excellent; 2-Good; 3-Satisfactory; 4-Less than satisfactory; 5-Unacceptable

A ranking of 3 or "Satisfactory" means that a report satisfies the minimum requirements of its permit, with an average level of effort as compared to other municipalities in its resource category, as explained below. Rankings 4 and 5 reflect less information and effort than this. Programs ranking 1 or "Excellent" go beyond the minimum requirements outlined in the municipality's NPDES permit by demonstrating any of the following qualities:

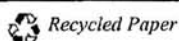
Innovation; responsiveness; collaboration; creativity; and pursuit of solutions that benefit multiple media (air, water, sediment) across multiple programs (wastewater, stormwater, solid waste). These qualities are detailed below.

Recognizing Excellence in P2 programs

P2 programs are considered excellent whose mission and work extend beyond minimum permit requirements by including at least one of the features described in the list below:

- **Broad Programmatic Scope:** Does the municipality pursue pollutant reductions that benefit a variety of media (i.e., sewer, stormdrain, sludge, water, and air) across a variety of programs (i.e., wastewater, stormwater, solid waste)? Is the municipality pursuing regulatory and non-regulatory approaches? Is the municipality preparing to address upcoming POCs in its service area (i.e., forthcoming TMDLs, emerging contaminants, or pollutants that are difficult to quantify and control but have a definite environmental impact, like dioxins and pesticides, etc.)?
- **Resourceful Collaboration:** Is the municipality taking advantage of all partnering opportunities in its region and beyond (watershed groups, BAPPG, outreach and communication resources, trade groups, etc.)?
- **Wide Outreach:** Does the municipality have a website and periodically hold public events with targeted messages? Is it actively working to create awareness of a problem or change a behavior where it has the power to influence better public purchasing, use or disposal, where doing so will reduce an environmental or health concern?
- **Responsiveness and Adaptiveness:** Does the municipality anticipate new environmental changes and work in varied forums to address them (environmental, scientific, political, educational) by developing partnerships in advance of problems? This could involve pursuing legislative fixes, exploring gaps in data availability, and/or conducting research and pilot projects to better understand a pollutant's behavior and health effects. Does the municipality respond to a problem in the absence of complete information?

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- **Innovation:** Is the municipality willing to try new things (i.e., conduct pilot projects to apply an untried technology, test a BMP, or forge a new alliance for those pollutants known to pose health concerns and for which little is known)?
- **Wide-Ranging Solutions:** Does the municipality pursue wide-ranging solutions to problems within and beyond its service area? Has it sought regional, national or global solutions by participating in national initiatives with trade organizations/manufacturers, professional organizations, hospitals, etc.; pushed for legislative change; proposed product bans; pursued county-wide initiatives; or passed ordinances for bans of products or practices?
- **Green or Sustainable Business Practices:** Does the municipality adopt green or environmentally sound practices within its area of operation consistent with good P2 philosophies (reduced wastestream, recycling, lower level pollutant product alternatives, reduced emissions, services, etc)?

Basic Program Requirements:

Basic P2 regulatory requirements for most municipalities include the following minimum P2 Requirements:

- Periodic analysis to determine POCs
- Identification of sources of POCs, including potential sources
- Identification of tasks to reduce POCs
- Outreach to municipality employees
- Public outreach program
- Development of criteria to measure program and task effectiveness
- Documentation of efforts and progress
- Evaluation of program and tasks based on criteria
- Identification of specific tasks and time schedules for future efforts

Reporting Guidelines:

- When first writing a P2 report, the municipality should consult (1) the requirements of one's NPDES permit, (2) the "P2 Guidance and Tools for POTWs" document (www.bacwa.org/documents.asp), (3) Reporting Guidelines provided by the Water Board and handouts presented to the BAPPG, and (3) P2 plans of other municipalities within your resource base.
- Send both a hard copy of the P2 report and an electronic version to the Water Board's ftp website. The hard copy should be addressed to:

Pollution Prevention Manager, NPDES
CA Regional Water Quality Control Board
San Francisco Bay Region
1515 Clay Street, Suite 1400
Oakland, CA 94612

Attention: Linda Rao

Please do not e-mail documents to individual staff mailboxes greater than 1-megabyte, as they are deleted. Instead, post them to the ftp website; <ftp://swrcb2a.swrcb.ca.gov/> (type

this address, right click and choose login. Type “rb2ftp” for the user name. For the password, type “sfbayrb2”. Then click on the staff folder of the P2 Program Manager [i.e., Linda Rao].)

- The P2 report can be a stand-alone document or can be submitted in a combined format with the municipality’s pretreatment report. However, if combined, the P2 portion should be a complete, stand-alone section, (i.e., if key information is to be found elsewhere, clearly reference this). Also, if in a combined report, send two hard copies to the Water Board.
- Specifically address changes implemented in response to Water Board comments from past review letters.

Additional Planning and Reporting features to include:

The more clearly information is presented, the easier it is to evaluate the report and the municipality’s P2 program. Several municipalities use tables or report formats that present information clearly making them easy to follow. Examples of these reports can be found on many municipalities’ websites or can be obtained by contacting the Pretreatment or P2 coordinator of a given agency.

1. Table of Contents (TOC). This may not be needed for small programs or small reports. Including a TOC enables ease in finding information and shows that the municipality has included minimum information. Sections that should be included in a report and highlighted in a TOC are: current pollutants of concern, sources, tasks to reduce sources, implementation of tasks, outreach to employees, discussion of criteria used to measure effectiveness, evaluation of efforts and progress, tasks and time schedules for future efforts, and attachments/outreach materials.
2. Program History/Highlights. It is important to provide a brief history of a program’s annual achievements (or challenges) by year. Most municipalities report this in table format with two columns: the year and top achievements for that year. For each year since the beginning of the program, one to three program highlights are listed. At a minimum, the date of the last POC analysis should be included along with the date of the last analysis identifying sources for each pollutant of concern (i.e., a mass balance, or evaluation of sources identified from wastewater, stormwater, industry, etc.). Ideally, this table of achievements introduces the report.
3. Planning and Results Tables. The planning table shows what you intended to do before you started, and the results table tells what happened. Another format combines the two tables and uses three columns: one with the achievements/results of the year covered by the report, one with the coming year’s goals, and one with effectiveness measures to be used to measure the coming year’s goals. This demonstrates a key link between results and goals. While it is not critical to link the two in a table, some discussion of setting next

year's goals based on the past year's results is critical feedback that demonstrates planning.

4. Pollutant-Specific Tables. Water Board staff recommends that pollutant-specific information be organized and presented by pollutant rather than by P2 activity (i.e., public outreach, business programs, etc.). For example, a mercury table that shows all P2 activities undertaken that year is easier to evaluate than one that has its mercury information distributed between sections or tables on commercial (dental, hospitals), residential (thermometer exchange, public events), and school programs. Further, reporting results by pollutant will likely ease future reporting requirements associated with forthcoming watershed permits, now being discussed by BACWA and Water Board staff.

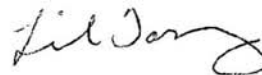
5. Quantify the Results of P2 Activities. Present results using a format such as a table that summarizes and highlights the results. Quantify results *everywhere* possible. We acknowledge that the results of many P2 efforts are long-term, making short-term assessments of results a tough task. However, long-term impacts of outreach, education, and implementation campaigns can be measured and are important results to report. P2 results that can be quantified include (1) message dissemination and retention; (2) changes in behavior (i.e., less product purchased, increased recycling); (3) the amount of a pollutant collected (mass amounts collected, taken off shelves, not purchased, recycled, reused, reduced in sludge, etc.); (4) reduction trends in influent, effluent, or sludge concentrations; (5) data collected on the effects of implementing a new approach or pilot project (e.g., lateral line impacts before and after BMPs are implemented); and (6) progress made in pursuing agency collaboration, legislative changes, or product bans. Additionally, some pollutant reductions will reduce a pollutant's entry across several media (air, water, sediment) and should be reported as such. Some P2 successes will reduce the avenues by which a pollutant enters the environment (i.e., the sewer, storm drain, sludge, solid waste, air) and should be called out in the report. For this reason, reporting should not be limited to successes that benefit only wastewater. Finally, unintended or unexpected results are ideal to report; lessons learned educate everyone.

The Water Board recognizes the efforts of all POTWs whose efforts continue to create excellence in P2 throughout the San Francisco Bay area, as well as to the member cities and districts of the BAPPG who provided feedback in the preparation of this document.

If you have questions, please contact Linda Rao, at (510) 622-2445 or e-mail

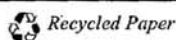
lrao@waterboards.ca.gov .

Sincerely,



Lila Tang, Chief
NPDES Section

Preserving, enhancing, and restoring the San Francisco Bay Area's waters for over 50 years



Biosolids Committee –
Report to BACWA Board

Reporting Date: 6/19/2013
Executive Board Meeting Date: 6/27/13
Committee Chair: Matthew Krupp, City of Palo Alto

Facility Tours: BACWA Biosolids hosted a greenhouse dryer tour with Discovery Bay on May 22. Representatives from the City of San Jose, the City of American Canyon, DSRSD, and the technology provider Parkson attended the tour led by Virgil Koehne of Discovery Bay. The tour provided the capital planners and biosolids operators with valuable knowledge on the performance of the greenhouse drying beds, the quality of the biosolids product, and ways to address odors and maintenance.

Conferences: WEF Residuals and Biosolids Conference, May 7-8, 2013, in Nashville, TN. Highlights of the conference include a presentation from Alan Rubin, one of the authors of the 503 rule, on the future of biosolids. One interesting observation was his dismissal of microconstituents as a concern in biosolids land application. He noted that humans are much more likely to be exposed to microconstituents through other pathways. Page Novak, from the University of Minnesota, contested this claim that microconstituents are a non-issue. She noted that the impacts of microconstituents would be seen in natural systems, which may impact POTWs, and should the issue should not be dismissed outright.

There was much discussion about the public acceptance of land application and how perceptions and opinions vary greatly from state to state (and in the case of California – county to county). Much of the country was also concerned about the new Sewage Sludge Incinerator (SSI) rules. Many smaller POTWs are simply looking to abandon their incinerators. Locally, Central San is planning to keep their incinerators online while Palo Alto is looking to take their incinerators offline by 2019.

Local SFPUC presentations discussed the successes and lessons learned from their FOG program. The project saw a 19% increase in biogas production. Contact Bonnie Jones at the SFPUC for more details.

The general themes in the conference reinforced the need to consider biosolids a resource for energy recovery, nutrient recovery, and carbon sequestration. The use of biosolids as a fertilizer also helps offset the need for synthetic fertilizers that require large fossil fuel inputs.

Legislation: BACWA Biosolids continues to follow state and federal legislation with the support of CASA. Key items are the CalRecycle 75% Recycling Plan, changes in the state's definition of anaerobic digestion, and continuing actions in Kern County.

Next BACWA Biosolids Committee Meeting: Thursday, July 11, 2013, Boy Scouts Council, 1001 Davis Street, San Leandro. This is a joint meeting with the Tri-TAC Land Committee.

Committee Request for Board Action: None

Highlights of New Items Discussed and Action Items

Update - Changes to SSS WDR Monitoring and Reporting Program

As you may recall, State Water Board staff are working on final revisions to an updated Monitoring and Reporting Program (MRP) for the Sanitary Sewer System (SSS) Waste Discharge Requirements (WDR). As of June 18, 2013, State Water Board staff anticipated that the executive director will sign the final MRP within the next few weeks. The currently anticipated effective date for the MRP is September 9, 2013 at the earliest, but this date may be pushed back. Photographs will not be required for sanitary sewer overflows (SSOs), but instead recommended as a Best Management Practice (BMP). Sampling will be required for SSOs greater than 50,000 gallons, for ammonia and an appropriate bacteriological indicator per the Basin Plan.

It is anticipated also that during the period in between when the executive director signs the updated MRP and its effective date, State Water Board staff will (1) conduct a couple of webinars to explain the changes to agencies statewide; and (2) set up a test system so agencies can try out the new features with “dummy” data, intended for agencies to get familiar with the new requirements and also to help identify if there are any bugs.

New Mobile App for SSOs

At the June 6 BACWA Collection Systems Committee meeting, Andy Morrison of the Union Sanitary District gave a presentation on a mobile application (app) being developed for documenting an SSO response. This new technology would allow agencies to report SSOs electronically in the field. The presentation included many screen shots that have already been designed in a prototype format. “Pioneer” agencies are being sought to help fund the approximately \$60,000-80,000 budget for this endeavor, and several agencies have already indicated interest in contributing to the work effort. A webinar was also held for distributing information about the mobile app, and a summary is attached to this committee report. Other parties that have expressed interest in the mobile app, are the State Water Board staff, CWEA, and CSRMA.

Flow Monitoring in Collection Systems

Also at the June 6 BACWA Collection Systems Committee meeting, we had a round robin discussion during which all the BACWA members present discussed the nature and extent of flow monitoring conducted for their agency. The most common use of flow monitoring has been for sewer master plans and model calibration. In these situations, typically an outside contractor is used over a designated period of time to characterize flows in the collection system. Several agencies have flow monitors in trunk lines for inter-agency billing purposes. Flow monitoring is also used to help troubleshoot recurring SSOs, determine developer design conditions, and verify the need for capital projects. It was mentioned that the Sacramento Regional County Sanitation District has a very well-developed in-house flow monitoring program, and an article appeared in a recent Water Environment Federation magazine about the laboratory they built to test their meters. However, many agencies in the Bay Area do not own their own meters since there is a significant amount of resources and expertise involved in maintaining the meters, especially regular calibration.

Next Collection System Committee Meeting

Our next meeting will be held on Thursday, July 11, 2013 from 1:30 – 3:00 PM, at the Boy Scouts facility in San Leandro.

Thank you to everyone who attended the SSO Mobile App Webinar. For those of you who attended, and for anyone who was unable to attend, the following is a summary of the meeting information as well as some supplemental information that may prove helpful to you.

Summary of App:

The App is designed primarily as a tool for documenting, saving and submitting Spill Event Reports, including the capability of submitting events to CWIQS. The App will be comprised of two components: A mobile app available on mobile devices (optimized for tablet size devices) and a web app available on any internet connected personal computer with a web browser. Some planned features fore each component are...

Mobile App:

- Secure & Login/Password protected
- Documentation of all associated details of a spill event
- Photo and Video Documentation of a spill event with date/time/geographic tagging
 - Pre & Post event capable
- Automatic supervisor/manager level notification
- Integrated geo-locating features
- Interfacing with CWIQS (if desired) for event reporting
- Automatic Data saving to the cloud
- Ability to print/export completed event reports
- Built-in event wizard that determines necessary follow-up actions and notifications required per state/agency mandates.
- Integrated Flow/Volume estimation tool(s)
- Compiled list of contact information in a single location

Web App:

- Same functions as above (minus mobile device only functions like GPS features and picture taking or cell network functions)
- Supervisor/Manager level login with event report oversight and approval functions
- Admin function to add/remove users, generate new events, perform data backups, etc.

There is a web-based wireframe available for reference. The wireframe is designed to represent basic functionality and capabilities. It is not a functioning application and not intended to represent the final Look & Feel. The URL where you can access this wireframe is...

<http://www.vdapro.com/wireframes/usd>

Please note that the wireframe is a working model and a live, private document that also logs IP sessions as it is accessed. Content is subject to change and has not been proofed for accuracy.

Design:

The Application is still in the discovery phase and therefore design "Look & Feel" is not finalized. Following is two artist renditions of what the final App might look like in the mobile environment. Union Sanitary Branding was used for the concepts.

Concept A

The screenshot shows a tablet displaying a web application for reporting sanitary sewer overflow events. The interface includes a Verizon logo and signal strength indicator at the top left, the time 3:45 PM, and a 75% battery level at the top right. The user is logged in as "Hello, John Doe" with a "Log Out" button. The main heading is "Sanitary Sewer Overflow Event Reporting". On the left, there is a vertical menu with options: Report Parameters, Spill Times, Spill Location, Spill Cause, Spill Volume, Containment, Clean Up, Key Milestones, Reporting, Event Photos, and Additional Notes. The main form area contains several input fields: SR Number, Call Address on Service Request, Caller Name, Caller Phone, and Comments. There are also time selection fields for Receipt of Call, Call Dispatch, and USD Arrival time, each with a "time" dropdown. To the right of these are "Received by:" and "Assigned To:" fields. A section titled "Is this a Category 1 Event? Answer these 3 questions..." contains three questions with "Yes" and "No" radio button options. At the bottom, there are "Save" and "Submit for Approval" buttons, along with a small icon. A red asterisk indicates a required field.

Concept B

The screenshot shows the same tablet application as Concept A, but with a different layout. The top navigation bar is teal and contains the USD logo, the user name "Hello, John Doe", and a "Log Out" button. Below the navigation bar is a horizontal menu with tabs: Report Parameters, Spill Times, Spill Location, Spill Cause, Spill Volume, Containment, Clean Up, and More. The main form area is white and contains the same input fields as Concept A: SR Number, Call Address on Service Request, Caller Name, Caller Phone, and Comments. The time selection fields for Receipt of Call, Call Dispatch, and USD Arrival time are also present. To the right are "Received by:" and "Assigned To:" fields. The "Is this a Category 1 Event?" section is centered and contains three questions with "Yes" and "No" radio button options. At the bottom, there are "Save" and "Submit for Approval" buttons, along with a small icon. A red asterisk indicates a required field.

Cost Model

Framework Development: The approximate cost to develop the application elements, based upon the feature set above, is \$75K - \$80K. This includes the development of the core framework and functionality on both platforms. The optimal goal is to comprise a group of 7 to 10 pioneer agencies/entities who will share the cost of developing this app so as to distribute the cost and reduce the financial burden on any one agency.

Implementation/Customization: Cost to customize the application to a specific agency will depend upon the specific needs and requirements of each agency. Basic rebranding of the existing app with no customization of sections/functions will be 10% - 15% for initial cost. More in-depth customization and/or branding would be approximately 15% to 25%. *(It is desired that participating agencies in the Pioneer group would not be required to pay the implementation/customization cost. See bullets below.)*

Hosting/Ongoing maintenance/Licensing: Recurring costs to support maintenance, customer support, hosting costs, app updates, platform and OS updates, etc. will be based on individual agency needs/requirements. The final cost is still To Be Determined but is estimated to be a minimum of \$99 monthly for base secure hosting, tier 3 level support, etc. Various other monthly and annual payment options will be available. We are also currently exploring a “per event” service/support model that may be offered as well.

Additional benefits for Pioneer Group members:

- No additional cost for implementation/custom branding *(dependent upon a single feature set and navigational architecture being agreed upon prior to initial development.)*
- Involvement in the development process and the ability to make recommendations for the core framework.
- Free/automatic upgrades to the latest version of the App when future versions are released.
- Free inclusion in a Press Release that will list the Pioneer Group agencies and give credit for their involvement in the development of this groundbreaking, forward thinking technological advancement in the wastewater collection, treatment and disposal industry.
- Possible re-imburement program. Details to be determined.

Interested?

If you would like to be considered as a Pioneer agency, please notify Andy Morrison at andy_morrison1@unionsanitary.com or “(510) 477-7500” and you will be kept in the loop. When the final list of pioneer agencies has been settled, more definite cost figures will be disseminated and final details will be discussed. Thank you.

Permits Committee –
Report to BACWA Board

Permits Committee Meeting on: 6/11/13
Executive Board Meeting Date: 6/27/13
Committee Chair: Tim Potter

Committee Request for Board Action: None.

25 attendees representing 20 BACWA member agencies

Adoption of Permits/Permit Amendments:

June and July: None for BACWA members

August: SF Southeast Water Pollution Control Plant, North Point Wet Weather Facility, Bayside Wet Weather Facilities, and Wastewater Collection System Sanitary District No. 5 of Marin County (Tiburon). No comments anticipated.

Update from RWQCB (Lila Tang and Bill Johnson)

- Regional Water Board staff are working with the EPA to determine the level of contractor support they will be getting to the sequester. One proposal is for Water Board staff to do some compliance inspections instead of contractors, especially for facilities that will be renewing their permits soon. This will help familiarize staff with operations prior to writing a new permit. BACWA members present provided feedback that they welcomed this transition since the RWQCB case workers will be more familiar with the agencies' specific processes and issues.
- Furloughs will be ending for the foreseeable future

Report out from 5/23/13 BACWA Board meeting

- David Senn provided a Presentation on the Nutrients Conceptual Model. It is currently being revised by the technical team to incorporate the feedback they have received and a final version is expected in June. He also reviewed the SFEI Proposed FY 2014 Workplan for Nutrients, which was updated in response to the April 15th Board request that funding be linked to the proposed work. Dave Williams reviewed the decision trees and noted that although different decision trees have been developed for subembayments there is overlap between many of the proposed studies which would reduce overall cost. SFEI is requesting \$675,000 from BACWA for fiscal year 2013-14 (FY2014) and funding from other sources is expected.
- The CEP will be raising its fees to help fund these nutrient studies
- The FY2014 Budget was reviewed. The RPM, Lorien Fono, will be providing expanded committee support to Recycled Water and AIR committees as well as Permit committee.
- Discussion of options of preemptive enforcement for "good actors" to provide protection from third party lawsuits. Collection systems committee is the lead on this issue.

Update on Selenium TMDL and EPA Criteria

- Meeting with WSPA was held on 5/22/13, and a presentation was made by Tom Grieb of Tetra Tech on their recent studies, and examining the science involved in deriving an aquatic criteria from a fish tissue criteria.
- EPA developing criteria that may be hard for dischargers to meet and below background levels: Delta and Ocean.
- Our Children's Earth filed a NOI to sue EPA for failing to adopt criteria in a timely fashion, so EPA will likely redirect resources to this effort.
- North Bay Se TMDL effort will restart once criteria are adopted.
- Presentation materials were made available by WSPA and distributed via permit committee mailing list. Anyone who wishes to receive the materials can contact Lorien.
- BACWA Permits Committee will track this project and bring issues to future Committee meetings as they arise.

Nutrients:

- Announced Nutrients Policy meeting for senior managers, 6/21 at EBMUD. RSVP to Alexandra Gunnell.
- Nutrient SAG was held on 6/6/13. Presentations from Dave Senn on external nutrient loadings to the Bay, Martha Sutula on the Assessment Framework, and Dave Ceppos on facilitating the formation of the Steering Committee. Dave Ceppos appeared to discuss facilitating the SAG itself, which is not the case. Comments on Nutrient Loading draft report and draft Assessment Framework will be accepted through 6/25/13. Martha Sutula will be putting together a webinar to finalize the assessment framework, and will send out a notice when it's scheduled.
- Summary of Nutrient 13267 Letter Reported Data – Jim Ervin will tabulate and provide summary when all agencies' data become available. Preliminary review of data shows no big surprises. Jim's staff has been studying their secondary process for details of where denitrification and phosphorus removal take place.
- BACWA will host a technical seminar in late summer or early fall to help agencies review their options on nutrient removal. Jim Ervin pointed out that some agencies appear to be able to denitrify by changing their operations.
- Governance structure – Dave Williams and Naomi Feger (Regional Water Board) have been holding discussions with Water Contractors who would like to participate in the Steering Committee since they are a funding source; details have not been worked out. The Governance Task Force will be meeting to discuss next steps. Dave Ceppos, the facilitator, will interview steering committee members to help the group establish a charter and other decision-making procedures. The first Steering Committee meeting is planned at the end of summer 2013.
- Watershed Permit – Tim Potter distributed the 2 page summary that Lila Tang and Robert Schlipf put together describing potential contents of a watershed permit. Lila discussed how they are considering load caps that will trigger actions, but not necessarily enforcement. The caps could be instrumental in setting up a trading/incentive structure. Agencies who take early action to reduce nutrients may get more credit than agencies that wait. Dave gave an overview of the elements of a watershed permit: (1) Effluent limitations -possibly a loading cap for subembayments, written to not trigger anti-backsliding and to be triggers for action versus an enforceable limit; (2) Influent/Effluent monitoring; (3) Contributions to the RMP; (3) Coordination of Suisun Bay Studies; and (5) Nutrient Reduction options. Mike Connor pointed out that BACWA could help coordinate nutrient removal studies such as animox sidestream treatment, to get the best value from the science.

Toxicity Plan: Adoption date unknown

- No update from the State Water Board.
- BACWA task force met with Water Board staff on implementation issues and developed the following agreement:
 1. For deep water dischargers, IWC for chronic toxicity will be 80% of true dilution as measured by an approved mixing zone-study. The minimum IWC will be 10:1.
 2. For shallow water dischargers, IWC will be actual dilution as measured by an approved mixing zone study granted on a case-by-case basis. Regional Board staff will work with dischargers to determine an IWC that is appropriate for each agency, and then calculate the mixing zone size that's commensurate with that dilution. Before granting the IWC, the discharger must show that the mixing zone meets the 11 criteria laid out in the SIP. Most of the criteria should be easy for dischargers to show, but #3 and #4 may require findings from a biologist. (From the SIP: *A mixing shall not (3) restrict the passage of aquatic life; (4) adversely impact biologically sensitive or critical habitats, including, but not limited to, habitat of species listed under federal or State endangered species laws*)
 3. No acute toxicity testing for POTWs will be required.
- Mike Connor suggested that BACWA could put together a guidance document on implementation strategies to serve as a resource for our members for when the Plan is adopted.

New and Potential Programs, Legislation and/or Concerns:

- There are new Cal Dept of Food and Agriculture regulations requiring facilities that accept inedible kitchen waste (IKW) to sign off on manifests, effective 4/1/13. The regulations require the measure or calculation of the volume or weight of IKW received. IKW haulers will likely produce manifests that meet these standards and wastewater agencies can choose to use these documents. An agency can use its own manifest as long as it records the information required in the new regulations. Tim Potter is taking a lead on a project working with CASA to determine how strictly this regulation is being interpreted by CDFG.
- The State Water Board is starting an initiative to increase the level of enforcement against pretreatment programs. Jim Fischer provided a newspaper article about an enforcement action earlier this year against the City of Brawley in Southern California for failure to develop a pretreatment program that could have controlled industrial discharges from a large food processing plant (fines exceeded \$2 million). Jim acknowledged the Regional Boards need to be timely with turning around reports and responding to responses by pretreatment programs. Jim informed Tim they would look more closely at prior reports for patterns or lack of response to findings. Tim will be working with Kirsten Struve with Palo Alto to set up a BACWA pretreatment ad hoc workgroup to start in July 2013.

Next BACWA Permits Committee Meeting: Tuesday, July 9th, 2013, at EBMUD Plant Library.



Executive Director's Report to the Board

June 2013

NUTRIENTS: Completed a variety of tasks and activities associated with BACWA's interests on nutrients and collaborating with the Water Board including:

- attended the Regulatory Task Force meeting with the Water Board to discuss watershed permit concepts.
- organizing and conducting a Nutrient Regulatory Workshop for the BACWA membership
- coordinating with consultants on planning a Nutrient Technical Symposium
- collaborating with the Water Board on outreach to Baykeeper on the governance structure
- planned and conducted a Governance Task Force meeting with the Water Board to further progress on finalizing and implementing the governance structure
- attended the Stakeholder Advisory Group meeting and discussed BACWA's views on governance
- worked with SFEI scientists in development of scopes of work for FY 14 studies
- developed a budget for funding FY 14 nutrient efforts

BACWA BOARD MEETING: Worked with the AED in preparing for the June monthly BACWA Board including reviewing the agenda with the chair. Attended the May monthly meeting, made presentation on key activities and noted action items requiring follow-up. Provided oversight on the conduct of a poll of preferred meeting dates for future Board meetings. Continuing to track all action items to completion.

ASC/SFEI: Participated in conference calls regarding the ASC/SFEI Executive Committee and Governance Committee activities. Presided as chair at the ASC quarterly Board meeting. Reviewed and commented on proposed revisions to the ASC Bylaws and sought input from the BACWA Board on the proposed changes. Participated in activities associated with the recruitment of a new Executive Director for SFEI.

PERMITS COMMITTEE: Attended the BACWA monthly Permits Committee meeting. Assisted the chair in describing recent activities and outcomes from BACWA's Nutrient Regulatory Task Force's meeting with the Water Board. Explained the WB's concepts associated with moving ahead with a watershed permit and the need for the BACWA membership to understand and participate in the negotiation of the permit. Announced an upcoming Nutrient Regulatory Workshop and urged all to attend. Worked with RPM on the review of Tentative Orders.

RECYCLED WATER COMMITTEE: Participated as a BACWA representative in a discussion on how to best address a \$116k consultant overrun on a work effort to update the IRWMP. BACWA is part of a four party agreement to update the IRWMP and although the overrun is being covered by other savings realized via in-kind service from agency staff, the result will be that more funds than otherwise would be needed had the overrun not occurred, will be required in the future. The BACWA Board will be briefed on the issue at the June Board meeting.

BAPPG: Worked with BAPPG in the development of a Triclosan comment letter and signed off on the letter to EPA. Approved funds requested by BAPPG for advertising in a coupon book that highlights sustainable businesses, materials, and products.

FINANCE: Worked with the Chair and the AED to finalize the FY 14 budget. Followed up on several budget questions and suggestions from the previous discussion of the FY 14 budget at the May Board Meeting, including options for expanding the BACWA rate survey to provide more meaningful information to the BACWA membership. The Final budget and workplan will be presented to the BACWA Board for adoption at the June meeting along with new fiscal year contracts for consultant technical assistance during the upcoming fiscal year.

ORGANIZATIONAL EFFORTS: Coordinated with outside consultant on upgrading the BACWA email and calendar functions.

ADMISTRATION: Signed off on invoices, reviewed correspondence, prepared for upcoming Board meeting, responded to inquiries on BACWA efforts, oversaw updating of web page and provided general direction to BACWA staff. Discussed benefits of BACWA membership with City of Antioch staff who subsequently decided to join BACWA. Revised the Guidelines for funding requests for sponsorships to make the guidance more neutral. Worked with an undergraduate student to find an unpaid summer intern position with a BACWA member.

BAY AREA MANAGERS ROUNDTABLE: Prepared a presentation on key BACWA activities for the BACWA chair to deliver at the Roundtable meeting.

SUMMIT PARTNERS: Coordinated with the Summit Partners in the distribution of the newly published document entitled The Laypersons Guide to Wastewater. BACWA contributed funding to the development of the document along with other wastewater organizations.

BAY PLANNING COLATION: Coordinated with the ED of the BPC on making the BACWA membership aware of an upcoming Cap & Trade Workshop sponsored by the BPC. As a result, some complimentary registrations were provided to BACWA. Also will discuss at the June Board meeting a sponsorship request by the BPC to BACWA for helping fund an upcoming Water/Energy Nexus Workshop.

MISCELLANEOUS MEETINGS/CALLS:

- David Senn on several nutrient issues
- attended the EBMUD ward briefing on budget and key activities being undertaken by EBMUD.
- Brian Campbell on Prop 50 and Prop 84
- meeting with Bob Whitley on BACWA's role with ReNUWit
- BACWA chair on several items that arose during the month
- Water Board staff on coordinating the nutrient activities
- other misc calls and inquiries regarding BACWA activities
- participated in conference call with City of Sunnyvale to address concerns raised with respect to the strawman watershed permit

Attachments:

- 1) Status on Action Items from May 23, 2013 BACWA Executive Board Meeting
- 2) BACWA Board Calendar (outline of upcoming meeting agenda items) - BODCAL

**May 23, 2013 BACWA Board Meeting
Action Items**

Number	Subject (Lead)	Task	Deadline	Status
2013.05-45	Consultant Technical Seminar on Nutrients (ED)	Consider including Long Island Sound expert speaker. Circulate consultant proposal to Board.	6/27/2013	Completed
2013.05-46	Weights and Measures FOG Manifest Regulations (Permits Committee Chair/RPM)	Provide update to BACWA members via the e-newsletter.	7/25/2013	Pending
2013.05-47	Pre-Treatment Workgroup (Permits Committee Chair)	Continue efforts to form workgroup.	7/25/2013	Pending
2013.05-48	Permit Compliance Report (RPM)	Send electronic version of draft report to Mike Connor.	6/27/2013	Completed
2013.05-49	Contracting Policy (ED/AED)	Include for discussion on 6/27 Board meeting agenda.	6/27/2013	Defer to Pardee – Added to Bodcal
2013.05-50	Nutrient Watershed Permit (ED/Permits CMTE Chair)	Provide feedback on WB one-pager to ED. Discuss WB one-pager at Permits Committee meeting and provide feedback to ED.	6/7/2013 6/27/2013	Completed
2013.05-51	Nutrients – Sac Regional (ED/AED)	Add consideration to file amicus brief to upcoming BACWA Board meeting agenda.	7/25/2013	Pending
2013.05-52	Pardee Technical Seminar (ED/AED)	Add discussion of Committee Structure and Funding to the agenda.	6/27/2013	Completed
2013.05-53	SFEI ERS Transition (AED)	Carryforward remaining balance of 2013 contract into 2014.	6/27/2013	Completed
2013.05-54	Sewer Rate Survey (ED)	Investigate options for a developing a more robust survey.	6/27/2013	Completed
2013.05-55	FY 2013-14 BACWA/CBC Budget (ED/AED)	Finalize and include on June 27 Board meeting agenda for approval.	6/27/2013	Completed
2013.05-56	SSO Enforcement Options (ED/Monica Oakley)	Draft scope of work for ED review.	6/27/2013	Pending
2013.05-57	Collaboration/Sponsorship Funding (ED/AED)	Include on 6/27 agenda for Board approval.	6/27/2013	Completed
2013.05-58	Orinda Water Board/BACWA Mid-Year Meeting (ED)	Schedule mid-year meeting to take place at Orinda for the San Francisco Regional Water Board staff and BACWA Board.	3/1/2014	Added to Bodcal – Completed
2013.05-59	Board Meeting Schedule (AED)	Poll Board to reschedule August 22 nd meeting. Poll Board to determine optimal 2014 meeting schedule. Work with SFPUC and EBMUD to schedule 2014 meeting dates, alternating locations.	6/27/2013 7/25/2013	Completed Completed Pending

February 2013 – Present: 54 of 59 Action Items completed.

Board Calendar thru Dec 2013

As of Monday, June 24, 2013 at 8:18 PM

DATE	ASSIGNMENT	STATUS NOTES
6/27/2013 Monthly Board Mtg Items due: 6/20 Connor; Pagano; Horenstein; Ervin; Swanson Williams; Fono; Gunnell	<u>Consent</u> Previous Board Meeting Minutes (AED) Monthly Treasurer's Report (EBMUD Accounting)	5m
	<u>Reports</u> Committee Reports (Committee Chairs) Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) Chair/ED Authorizations (AED)	40m
	<u>Other Business: Authorizations</u> Consultant Contracts FY2013-14 (AED) FY 2012-13 Contracts Time Extension Amendments (AED) Chair / Vice Chair Nomination & Election (Board/AED) AIR Budget & Workplan FY2013-14 (AIR CMTE) BAPPG Budget & Workplan FY2013-14 (BAPPG)	
	<u>Other Business: Discussions</u> Consultant Technical Seminar on Nutrients (ED/BHorenstein)	
7/25/2013 Monthly Board Mtg Items due: 7/18 Connor; Pagano; Horenstein; Ervin; Swanson Williams; Fono; Gunnell	<u>Consent</u> Previous Board Meeting Minutes (AED) Monthly Treasurer's Report (EBMUD Accounting)	
	<u>Reports</u> Committee Reports (Committee Chairs) Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) Chair/ED Authorizations (AED)	
	<u>Other Business: Authorizations</u> Board Meeting Calendar for Jan-Dec 2014 (AED)	
	<u>Other Business: Discussions</u> Sacramento Permit Amicus Brief Filing	
8/22/2013 Monthly Board Mtg Items due: 8/15 Connor; Pagano; Horenstein; Ervin; Swanson Williams; Fono; Gunnell	<u>Consent</u> Previous Board Meeting Minutes (AED) Monthly Treasurer's Report (EBMUD Accounting)	
	<u>Reports</u> Committee Reports (Committee Chairs) Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) Chair/ED Authorizations (AED)	
	<u>Other Business: Authorizations</u>	
	<u>Other Business: Discussions</u> Pardee Technical Seminar Planning (ED) Arleen Navarret Award - Solicitation (AED) BAPPG Annual Prioritization/Planning (A. Roa) ReNUWIt Update (B. Horenstein/ M. Connor)	

DATE	ASSIGNMENT	STATUS NOTES
9/26/2013 Monthly Board Mtg Items due: 9/19 Connor; Pagano; Horenstein; Ervin; Swanson Williams; Fono; Gunnell	<u>Consent</u> Previous Board Meeting Minutes (AED) Monthly Treasurer's Report (EBMUD Accounting) <u>Reports</u> Committee Reports (Committee Chairs) Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) Chair/ED Authorizations (AED) <u>Other Business: Authorizations</u> <u>Other Business: Discussions</u> Pardee Technical Seminar Planning (ED) Arleen Navarret Award - Selection Process (AED) Annual Member Meeting January 2014 (ED) Regulatory Issue Matrix Update Frequency (RPM/ED) FOG White Paper (Yerrapotu/Horenstein)	5m 40m
10/23 – 10/25 Pardee Technical Seminar Items due: 10/16 Connor; Pagano; Horenstein; Ervin; Swanson Williams	<u>Consent</u> NONE <u>Reports</u> Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) <u>Other Business: Authorizations</u> NONE <u>Other Business: Discussions</u> Finance - Consideration of restructuring BACWA Special Programs Finance – Reserve Funds Finance – Member Dues Structure Committee Structure and Funding BACWA Policies and Procedures Update (inc. Contracting Policy)	No Board Actions Permitted No Board Actions Permitted
11/22/2013 Monthly Board Mtg Items due: 11/15 Connor; Pagano; Horenstein; Ervin; Swanson Williams; Fono; Gunnell	<u>Consent</u> Previous Board Meeting Minutes (AED) Monthly Treasurer's Report (EBMUD Accounting) Annual Audit Report (EBMUD Accounting) <u>Reports</u> Committee Reports (Committee Chairs) Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) Chair/ED Authorizations (AED) <u>Other Business: Authorizations</u> <u>Other Business: Discussions</u> Arleen Navarret Award - Recipient (AED) Annual Member Meeting January 2014 (ED)	10 m <i>plus previous month (Sept2013) plus previous month (Aug2013)</i> 40m
12/20/2013 Monthly Board Mtg Items due: 12/13 Connor; Pagano; Horenstein; Ervin; Swanson Williams; Fono; Gunnell	<u>Consent</u> Previous Board Meeting Minutes (AED) Monthly Treasurer's Report (EBMUD Accounting) <u>Reports</u> Committee Reports (Committee Chairs) Board Reports (Executive Board) ED Report (ED) RPM Report (RPM) Chair/ED Authorizations (AED)	5m 40m

DATE	ASSIGNMENT	STATUS NOTES
	<u>Other Business: Authorizations</u>	
	<u>Other Business: Discussions</u> Annual Member Meeting January 2014 (ED) Budget Planning for 2014-15	

CURRENTLY UNSCHEDULED AND SIGNIFICANT

- Approval of Annual Report FY12 & FY13
- Defining BACWA Priorities/Revisit Strategic Plan
- BACWA Membership Engagement Opportunities
- Tech Seminar/Workshop: CCCSD Cogen explosion, SFPUC force main leak and repair, and BACWA member pilot plants.
- Volumetric Pricing
- Chlorine Residual Analyzer Investigation
- Suggestions for Guest Speakers

UPCOMING UNSCHEDULED FOR 2014

- Finance Committee (Mike Connor / Laura Pagano): BACWA/CBC Budget & Workplan FY 2014-15
- Strategy Development for Triennial Review (Permits Committee/Board)
- Orinda mid-year Joint Meeting (March 2014)

BOARD COMMITTEES WITH NO MEETINGS CURRENTLY SCHEDULED

- Ad Hoc Conflict of Interest Committee (Mike Connor / Laura Pagano)



May 18 - June 21, 2013

Prepared for the June 27, 2013 Executive Board Meeting

DRAFT PLAN FOR TOXICITY ASSESSMENT AND CONTROL: No update from the State Water Board on adoption of the Toxicity Plan. Met with Regional Water Board staff to discuss acute toxicity testing and IWC implementation issues in Region 2. Reached the following agreement:

- For deep water dischargers, IWC for chronic toxicity will be 80% of true dilution as measured by an approved mixing zone-study. The minimum IWC will be 10:1.
- For shallow water dischargers, IWC will be actual dilution as measured by an approved mixing zone study granted on a case-by-case basis. Regional Board staff will work with dischargers to determine an IWC that is appropriate for each agency, and then calculate the mixing zone size that's commensurate with that dilution
- No acute toxicity testing for POTWs will be required.

See permits committee Board Report for more details.

Lila Tang requested a report summarizing history of acute toxicity in Region 2 to provide support for dropping acute toxicity testing when the plan is adopted. Next month, will submit draft *Review of Acute Toxicity Testing by San Francisco Bay Municipal Dischargers* to toxicity workgroup for review.

STATE BOARD REALIGNMENT: POTW stakeholders submitted a final Resource Proposal, which included 5 short-term proposals (on streamlining monitoring/reporting and providing guidance constraining Regional Boards on special studies), and 1 long-term proposal (on phasing TMDLs). Each proposal consisted of a description of the problem, a cost savings analysis, and proposed implementation approach. The Resource Proposal also included an economic guidance checklist for adopting future regulations and objectives. Individual Board members will follow up with stakeholder group to decide which proposals to move forward.

BACWA BULLETIN: Drafted and distributed June BACWA Bulletin.

MEMBER AGENCIES TENTATIVE ORDERS: Reviewed Tiburon and Brentwood (Region 5) TOs. No follow up is recommended. Reviewed San Francisco Southeast Plant TO, which is the first order using the new, streamlined format. Laura Pagano will discuss permit at Executive Board meeting.

COMMITTEE SUPPORT: Beginning in July, will provide support for the Recycled Water Committee, in the form of providing meeting support, Board Reports and as-needed services. Will also support the AIR committee, in the form of Board Reports and an annual newsletter. Will continue to provide support for Permits Committee and assist with drafting Board Reports

and/or agendas.

ERS DATABASE: Discussed access to the ERS database with Cristina Grosso at SFEI. RPM will provide point of access for BACWA member agencies to gather data. Data request form is attached to this report.

PROPOSED BUDGET FOR FY2013/2014 – Delivered RPM budget estimate to ED.

MEETINGS ATTENDED: Recycled Water Committee (6/5), Nutrient SAG (6/6), Meeting with Regional Water Board Staff to discuss Toxicity Plan implementation (6/6), Permits Committee (6/11), Tri-TAC Sacramento (6/13), Nutrients Regulatory Meeting (6/21).



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ERS Data Request Form

REQUEST DATE: <input type="text"/>	REQUESTED BY: <input type="text"/>
------------------------------------	------------------------------------

Request information

DUE DATE:	<input type="text"/>
DELIVERABLE FORMAT:	<input type="text"/>
NOTES:	<input type="text"/>

Request details

DATE RANGE: (Data available: 1/1/1998 – 4/30/2011)	<input type="text"/>	STATIONS(S):	<input type="text"/>
DISCHARGER(S):	<input type="text"/>	POLLUTANT(S):	<input type="text"/>
PERIOD OF TIME: (e.g., weekly, monthly, annual, other (specify))	<input type="text"/>	NOTES:	<input type="text"/>

See worksheet for list of dischargers and pollutants

Approval

IS APPROVAL REQUIRED:	<input type="checkbox"/> YES <input type="checkbox"/> NO		
FUNDING AGENCY APPROVAL:	<input type="text"/>	APPROVAL DATE:	<input type="text"/>
INTENDED USE OF DATA: (e.g., internal data analysis, external presentations, technical reports)	<input type="text"/>		
INTENDED AUDIENCE OF DATA: (e.g., conferences, Work Groups)	<input type="text"/>		



BACWA CHAIR / EXECUTIVE DIRECTOR AUTHORIZATION REQUEST

FILE NO.: 12,953

DATE: May 29, 2013

TITLE: Chinook Book for Advertising Baywise Website

RECOMMENDED ACTION

Executive Director authorization for an agreement with Chinook Book in an amount not to exceed \$3,400.00 for Advertising the Baywise Website for the Bay Area Pollution Prevention Group to be included in the annual Chinook Book edition to be published in late summer 2013 and the Chinook Coupon Application, funded by BAPPG FY 2012-13 budget; a one-time expenditure to be completed by June 30, 2013.

SUMMARY

This project will assist BAPPG in advertising the baywise website. The Chinook Books are a wonderful resource for environmentally minded residents who live in the Bay Area. The books are reproduced annually and the Chinook App will increase the distribution; the advertisement will be used for the entire 2013-2014 fiscal year.

This work will be carried out under the supervision of Karin North (Palo Alto).

FISCAL IMPACT

This will be funded by the BAPPG, Emerging Issues FY 2012-13 budget line item.

ALTERNATIVES

No other alternatives were considered as the BACWA contracting policies authorize a sole source selection process for contracts under \$50,000.

Attachments:

12,953 Chinook Book BAPPG 2012-13



BACWA CHAIR / EXECUTIVE DIRECTOR AUTHORIZATION REQUEST

FILE NO.: 12,979

DATE: June 21, 2013

TITLE: Tandem Creative for BAPPG Outreach to Long Term Care and Hospice Providers

RECOMMENDED ACTION

Executive Director authorization for an agreement with Tandem Creative, Inc in an amount not to exceed \$3,000.00 for BAPPG Outreach to Long Term Care and Hospice Providers funded by BAPPG FY 2012-13 budget to be completed by December 31, 2013.

SUMMARY

This project will provide support for the Bay Area Pollution Prevention Group's outreach to the medical community with an emphasis on reducing improper disposal of medical waste, specifically pharmaceuticals, mercury, hazardous waste and wipes. The Project entails updating a Central Contra Costa Sanitary District brochure with regional messages and printing 5000 brochures.

FISCAL IMPACT

This item is included in the approved Fiscal Year 2012-2013 under the Outreach to Long Term Care and Hospice Providers line-item. BAPPG budget and workplan and sufficient funds are available for this work.

ALTERNATIVES

No other alternatives were considered as the BACWA contracting policies authorize a sole source selection process for contracts under \$50,000.

Attachments:

1. Purchase Order
2. Brochure Example



BACWA EXECUTIVE BOARD ACTION REQUEST

AGENDA NO.: 13

FILE NO.: N/A

MEETING DATE: June 27, 2013

**TITLE: San Francisco Bay Area Integrated Regional Water Management Plan (IRWM Plan),
Activities funded by BACWA and Others**

DISCUSSION

MOTION

RESOLUTION

RECOMMENDED ACTION

Receive update and provide feedback to the Executive Director and BACWA Bay Area IRWM Plan Representatives regarding expenditures funded, in part, by BACWA.

SUMMARY AND DISCUSSION

BACWA has contributed funding and resources to help develop, adopt and implement the Bay Area IRWM Plan, which is a requirement to be eligible for DWR IRWM grant funds:

1. The 2006 Bay Area IRWM Plan (IRWM Plan) relied on four “functional area” plans that were incorporated into the final adopted plan. BACWA paid a consultant approximately \$25,000 to prepare the plan that included more than 40 projects, mostly recycled water projects. The other functional areas (Water Supply, Flood Control, Stormwater, and Habitat/Watershed) also prepared functional area plans.
2. In 2007, a total of \$100,000 was gathered via a four party agreement to pay for consultant assistance to help with implementation activities. The four functional areas split the amount equally, each contributing \$25,000. The Coastal Conservancy administered this activity.
3. During 2009-2010, a total of \$173,000 was gathered via new four party agreement, primarily to serve as a cash match for grant funding to update the IRWM Plan to meet heightened standards, plus implementation activities (website, meeting support, etc.). The costs were divided on ability to pay. BACWA contributed \$60,000, the Bay Area Water Agencies Coalition (BAWAC) contributed \$63,000, the Coastal Conservancy contributed \$25,000, and the Contra Costa County Flood Control and Water Conservation District contributed \$25,000.

Approximately \$116,000 remains available (Table 1) and representatives from the four parties have initiated discussions on how best to use that funding to advance the IRWM Plan. In addition to paying for IRWM Plan Update and Coordinating Committee support through 2015, one of the potential uses is to pay a portion of a budget overage of \$117,000 of Kennedy Jenks, the consultant retained to prepare the IRWM Plan Update. Opinions among the four parties vary on the willingness to pay amount ranging from \$20,000 to \$50,000, as Kennedy Jenks was not faultless. Other activities that may need funding include submitting the IRWM Plan to DWR for approval and making any needed changes, continuing with website development / data management; and adding additional projects to IRWM Plan in the future.

The four parties have been asked by the IRWM Plan Project Update Team to provide feedback and direction on use of the funds to pay for the budget overage before July 1, 2013. The other activities will be ongoing over the next two years. No additional funding has been requested from BACWA at present. The BACWA Executive Director and BACWA IRWMP Representatives recommend that the estimated 2015 unspent funds, \$35,600, should be utilized to fund a portion of the Kennedy Jenks budget overage.

BACWA and the other agencies participating in the IRWM Plan update are expected to consider and adopt the updated Plan during fall 2013. A separate Board approval will be presented at that time.

FISCAL IMPACT

No fiscal impact is expected for FY 14. The impact in future FYs would depend on how much of the four party agreement funds, if any, remains from the current funding pool and how many activities need to be implemented later.

ALTERNATIVES

Alternatives are not required to be considered for this agenda item (update).

Attachments:

1. Table 1 - Four Party Agreement Funds

2007 Agreement to fund and manage consultant work to help implement the IRWM Plan	
\$25,000	State Coastal Conservancy (SCC) - Watershed and Ecosystem Restoration Organizations
\$25,000	Bay Area Clean Water Agencies - Wastewater Agencies
	Contra Costa County Flood Control and Water Conservation District - Flood Protection
\$25,000	Agencies
\$25,000	Santa Clara Valley Water District - Bay Area Water Agencies Coalition
\$100,000	Total Agreement Funding
SCC	Primary Administrator
2010 Agreement to fund and manage consultant work to help implement the IRWM Plan	
\$63,000	Marin Municipal Water District(MMWD) - Bay Area Water Agencies Coalition
\$25,000	State Coastal Conservancy - Watershed and Ecosystem Restoration Organizations
	Contra Costa County Flood Control and Water Conservation District - Flood Protection
\$25,000	Agencies
\$60,000	Bay Area Clean Water Agencies - Wastewater Agencies
\$173,000	Total Agreement Funding*
MMWD	Primary Administrator
* The North Bay Watershed Association offered to provide up to \$10,000 to assist with implementation outside of the 2010 Agreement.	

Table 1
Four Party Agreement Funds

Vendor		Date	Amount Disbursed	4P Funds Balance	Activity / Task
		As of Dec 2012		\$173,000.00	4P funds collected per Agreement
RMC	11346	8-Oct-10	\$25,997.70	\$147,002.30	CC support
SCC	#3760-801-8029001-2004	6-Dec-10	\$1,000.00	\$146,002.30	Contribution for BAWF authorized by BAWAC
RMC	12060	1-Mar-11	\$13,599.24	\$132,403.06	CC support
RMC	12366	25-Apr-11	\$4,278.50	\$128,124.56	CC support
RMC	12432	12-May-11	\$7,541.49	\$120,583.07	Prop 84 Rd 1 grant proposal - cost overrun
RMC	12650	13-Jun-11	\$3,143.50	\$117,439.57	CC support
SF Chronicle	B of A Mastercard	7-May-12	\$839.40	\$116,600.17	Public Notice - Bay Area CC to Update IRWMP
				\$116,600.17	Balance as of June 2013

Potential Costs for IRWMP and CC support through 2015:

\$25,000.00	\$91,600	potential additional work to produce Final IRWMP Update for adoption, DWR approval process
\$3,000.00	\$88,600	website hosting for calendar years 2014 & 2015
\$10,000.00	\$78,600	website trouble-shooting on as-needed basis
\$18,000.00	\$60,600	consultant assistance for Prop 84 Round 3 proposal - project scoring or other Round 3 work
\$24,000.00	\$36,600	consultant assistance for CC meetings @ \$1,000 per meeting
\$1,000.00	\$35,600	Public Notice - Bay Area CC to Adopt 2013 IRWMP
	\$35,600	Potentially available (for budget overages at conclusion of Update project?)

Alexandra Gunnell

From: David R. Williams [dwilliams@bacwa.org]
Sent: Tuesday, June 18, 2013 6:44 PM
To: 'John Coleman'
Subject: RE: Bay Planning Coalition - Energy & Water Nexus Summit II

John, the BACWA Board approves all sponsorship. I'll present the Workshop sponsorship at our next meeting on the 27th. Dave

David R. Williams
Executive Director
Bay Area Clean Water Agencies (BACWA)
Cell: 925-765-9616
Email: dwilliams@bacwa.org

From: John Coleman [<mailto:John@bayplanningcoalition.org>]
Sent: Tuesday, June 18, 2013 5:18 PM
To: David Williams (dwilliams@bacwa.org)
Cc: Ariel Stephens
Subject: Bay Planning Coalition - Energy & Water Nexus Summit II

David –

I am writing to see if Bay Area Clean Water Agencies might consider becoming an Individual Workshop Sponsor for our Energy & Water Nexus Summit II on September 12th. This year we are holding the workshop at the Aquarium of the Bay in San Francisco at Pier 39. We are developing a strong program that will run from 9:00 a.m. until 4:00 p.m. I have attached a Sponsorship Form for your review, and hope that you will give serious consideration to becoming a Individual Workshop Sponsor.

The program for the Summit is being developed, and these are the areas which we are planning to discuss:

- Energy and Water Needs for Food Production. This would look at the use of energy and water from field to production and shipping. Since the use of water for agricultural production is the single largest user of water in our state, what are the economic, environmental and political considerations? What is grown in the Central Valley benefits the greater Bay Area by the number of jobs it creates and is shipped from the Port of Oakland to ports throughout the world.
- The Water Bond, November 2014. A thorough review of the legal and political aspects of the pending Water Bond from BDCP, conveyance, storage to passage.
- Examination of Energy Development Options. We will explore everything from conservation, hydro power such as Hetch Hetchy and Pardee Reservoirs, underwater turbines, conversion of waste to energy, green technology vs. carbon based fuels.
- Analysis of Water Supplies to Meet Future Demands. An in-depth review and discussion on conservation, desalinization, storage, recycled water and current projects
- We will be inviting individual speakers to cover the following topics: (1) Economic Impacts of Energy and Water Development to our economy and their impact on the movement of goods which generates jobs, and provides economic stability to our region and state. (2) Can we Engineer our way to Success, or is Conservation the only way to Move Forward?

We have an exciting program and in addition to your sponsorship, would also welcome your participation in shaping the program. I will be contacting you about the possibility of sponsorship and participation.

All the best,

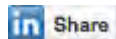
John

John A. Coleman
Executive Director
Bay Planning Coalition
1970 Broadway, Suite 940 – PLEASE NOTE THE CHANGE OF ADDRESS, FAX & PHONE NUMBER
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Workshop Series 2013

The Economic Importance of Maritime Industry to Northern California

SPONSORSHIP OPPORTUNITIES

Bay Planning Coalition leads by bringing key players together to develop solutions that keep bay projects moving and working to produce more jobs. Our efforts support our mission to ensure that commerce, recreation, and the natural environment thrive in the San Francisco Bay-Delta region.

BPC's Workshop Series 2013 will include *four* workshops held to provide a forum for constructive dialogue on Bay management topics that require conversation, collaboration, problem-solving and action.

Sponsors make these workshops possible. By becoming a sponsor, you will be investing in the Bay's economic future and will be helping to ensure that BPC continues to offer access and advocacy on behalf of our members. Your Sponsorship also brings you visibility to our members and contacts—more than 3,000 of them!

We need you to help make this series a success. **On the reverse, please find information about sponsorship opportunities and benefits.** We cannot accomplish our work without your continued investment and support. Thank you.

Contact: John Coleman, Executive Director at (510) 397-2293 / john@bayplanningcoalition.org

Sign up today as a sponsor for Workshop Series 2013:

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(as you would like it to appear in materials)

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Payment (check one): Check enclosed Please invoice me.

Please send your completed form along with a check payable to:

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Sponsorship Levels *(please select)*

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- Eight (8) complimentary registrations to each Workshop in the Series
- Logo on Workshop Series webpage with link to company website
- Corporate logo in electronic mailings
- Prominent panelist or speaker role
- Prominent listing on workshop materials

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- Corporate logo in electronic mailings
- Introduce panelist or speaker
- Listing on workshop materials

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- Four (4) complimentary registrations to each Workshop in the Series
- Logo on Workshop Series webpage with link to company website
- Corporate logo in electronic mailings
- Listing on workshop materials

NEW:

President's Circle 2013 Sponsor

- Workshop Series 2013 Sponsorship at the \$2,500 level
- Decision Makers Conference 2013 Sponsorship at the \$2,500 level
- Your organization's Annual Membership Dues
- Eight (8) free registrations at each Workshop Series workshop
- Five (5) free registrations at the 2013 Decision Makers Conference
- Corporate logo and company listing on all BPC event collateral, programs, event webpages and electronic mailings with link to company website
- "Featured Company" write-up in one of BPC's 2013 Monthly Newsletters
- Panelist, speaker or introductory role at relevant workshop or event

The Mission of the Bay Planning Coalition is to work through a broad coalition, which will promote economic vitality with responsible environmental policies to enhance the quality of life in the San Francisco Bay Region.

Summary of Proposed Amendment to Bylaws Of Aquatic Science Center

June 3, 2013

The primary purpose of the proposed amendment of the Aquatic Science Center bylaws is to make changes consistent with strategic plan of ASC and SFEI to “merge” the two boards of directors in practice.

ARTICLE 1 – CONSTRUCTION AND DEFINITIONS

Non-substantive changes.

ARTICLE 2 – NAME

Non-substantive changes

ARTICLE 3 - MEMBERS

3.1 - Two classes of members: “Signatories” to JPA and other members.

3.2 - Clarifies criteria for an entity to become a Signatory to the Joint Powers Agreement. Inserts language from the JPA, including need for new “Signatory” entity to adopt resolution approving entry into the joint powers authority, to sign JPA, and to obtain approval of majority ASC Board of Directors.

3.3 – Other, “non-Signatory” members, including public entities, non-profits, other stakeholders and individuals may be admitted as members of ASC with 2/3 approval of ASC board of directors.

ARTICLE 4

No change.

ARTICLE 5 – DEBTS AND LIABILITIES

Imports language from JPA confirming that Signatory agencies are not liable for debts and liabilities of ASC.

ARTICLE 6 - BOARD OF DIRECTORS

6.2 – Clarifies powers of Board of Directors by tracking language more closely to JPA.

6.3 – Composition of Board

- Amends language regarding Board representatives of Signatories and EPA to more closely track language of JPA.

- Increases ASC Board size to match Board of SFEI, including variable board of 11-21 members. Eliminates prior requirement that Signatories have 3 directors for every director representing a non-Signatory member.
- Retains concept of non-voting directors who represent non-voting members; not counted against 11-21 Board size.

6.4 – Voting

- Specifies that each director representing a voting member of ASC shall have vote on ASC Board. Prior to this amendment, only voting members of ASC Board are representatives of Signatories, excluding rep of EPA.
- 6.4 (c) reserves certain powers to directors representing Signatory agencies by requiring approval of majority, and sometimes 2/3, of such directors to amend certain sections of bylaws, including restrictions placed on exercise of authority by BACWA, change in number of directors, compensation of directors, ability of board to delegate powers, requirement that ASC carry insurance, rules regarding withdrawal/suspension/expulsion of members, designation of SFEI as administrative agency for ASC, and rules regarding default, termination of ASC and amendment of bylaws.

6.6 – 6.11 updates rules regarding notice and conduct of board meetings to make them consistent with SFEI rules, facilitating joint board meetings. Also confirms need to comply with Brown Act.

6.12 – Quorum for board meetings requires at least 3 directors representing Signatories.

ARTICLE 7 – COMMITTEES

7.1 – Adds language regarding board committees to make provisions consistent with SFEI bylaws. Reserves certain decisions to Board, thereby limiting power of committees.

7.2 – Creates Executive Committee, consistent with SFEI bylaws.

7.3 – Authorizes advisory committees. Language taken from JPA. Former provisions regarding “ad hoc” committees deleted as unnecessary in light of “advisory” committee provision.

ARTICLE 8 – OFFICERS

Updates language to more closely track JPA.

ARTICLE 9 – INSURANCE, INDEMNIFICATION

Updates language to more closely track JPA, require Director & Officer insurance.

ARTICLES 10 – 15

Minor, non-substantive changes due to reorganization of bylaws.

AMENDED
BYLAWS
OF
AQUATIC SCIENCE CENTER

JUNE , 2013

DM21294858-2

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AMENDED BYLAWS OF THE AQUATIC SCIENCE CENTER

ARTICLE 1

CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Civil Code will govern the construction of these Bylaws. Without limiting the generality of the above, any capitalized term not defined in these Bylaws will have the meaning ascribed to it in the Agreement.

1.1 “Agreement” shall mean the Joint Powers Agreement entered into by the Signatories.

1.2 “Alternate Director” shall mean another person from the same agency or entity as the Director appointed pursuant to these Bylaws to fulfill the duties of the Director if the Director is absent for a temporary period of time.

1.3 “Board of Directors” or “Board” shall mean the Board of Directors of Aquatic Science Center.

1.4 “Contracting Parties” shall have the meaning given in California Government Code Section 6502.

1.5 “Director” shall mean the director appointed by a Member or an individual Member elected by the Board pursuant to these Bylaws.

1.6 “Members” shall mean those public entities, nonprofits, ~~and~~ other stakeholder entities, or qualified individuals that have agreed to be bound by the terms of these Bylaws. The term “Member” shall, unless otherwise specified, include Signatories, Non-Signatory Members and Non-Voting Members.

1.7 “Non-Voting Member” shall mean any Member designated as a non-voting member at the time of such member’s admission to the Aquatic Science Center.

1.8 “Public Entity” shall have the meaning given in California Government Code §6500.

1.9 “Signatories” shall mean the Public Entities that are Contracting Parties to the Agreement and have agreed to be bound by the terms of these Bylaws.

ARTICLE 2

NAME AND OFFICES

2.1 Name

The name of this public entity is Aquatic Science Center.

2.2 Principal Office

The principal office for the transaction of the business of the Aquatic Science Center is located ~~in Contra Costa County at 4911 Central Avenue, Richmond, California.~~ The Board of Directors may change the principal office from one location to another, and this section shall be amended accordingly. ~~Any change of this location will be noted by the Secretary in these Bylaws pursuant to an amendment hereof.~~

Comment [A1]: Same change deleting specific address, but retaining county, made in SFEI bylaws. Specific enough, and will avoid need to amend bylaws if office address changes.

ARTICLE 3

MEMBERS

~~1-13.1~~ Membership

~~Membership in the Aquatic Science Center shall have two classes of members, designated as is open to both~~ Signatories and other Members members.

~~1-23.2~~ Signatories

(a) The original Signatories of the Aquatic Science Center are Bay Area Clean Water Agencies (BACWA) and the State Water Resource Control Board (SWRCB).

~~(a)~~(b) In addition to the original Signatories, any other Public Entity may become as Signatory if it (i) adopts a resolution approving entry into the Aquatic Science Center, authorizing execution of the Agreement, and acknowledging and agreeing to be bound by these Bylaws, (ii) that becomes a Contracting Party pursuant to the Agreement and these Bylaws, and (iii) is approved for admission by a majority of the Board of Directors as a Signatory. Any Signatory that withdraws or is expelled pursuant to these Bylaws shall cease to be a Signatory.

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Comment [A2]: New language taken from JPA 4(b).

Comment [A3]: New language inserted from former Article 10(a) and from JPA section 4(b)

~~1-33.3~~ Other Members

(a) In addition to the original Signatories, BACWA and SWRCB, the U.S. Environmental Protection Agency, Region 9 shall also be a Member. The Member from U.S. Environmental Protection Agency, Region 9 is designated a Non-Voting Member.

(b) In addition to the original Members,

(i) any other Public Entity, nonprofit entity or other stakeholder organization may become a Member if it (A) adopts a resolution approving entry into the Aquatic Science Center, and acknowledging and agreeing to be bound by these Bylaws, (B) agrees to be bound by these Bylaws, and (C) is approved for

Comment [A4]: New language taken from former Article X, with

~~admission as a new Member by a 2/3 vote majority of the Board of Directors as provided in these Bylaws.~~

~~(ii) any individual may become a Member if the individual (A) acknowledges and agrees in writing to be bound by these Bylaws, and by the other governing documents and policies of the Aquatic Science Center, and (B) is approved for admission as a new Member by a 2/3 vote of the Board of Directors~~

Any Member that withdraws or is expelled pursuant to these Bylaws shall cease to be a Member.

~~(c) Any Member who is not a Signatory, upon its admission to the Aquatic Science Center, may shall be designated a Non-Voting Member. Except as to the exercise of voting power, or for the formation of a quorum, the Non-Voting Member, and the Director and Alternate Directors appointed by such Non-Voting Member, shall have all duties, rights, and privileges of any Member or Director or Alternative Director appointed by a Member.~~

3.4 Fees

~~No fees may be assessed to join or continue membership in the Aquatic Science Center.~~

ARTICLE 4

LIMITATION ON AUTHORITY

The Aquatic Science Center's exercise of the joint powers of the Signatories under the Agreement and these Bylaws is restricted to the extent required under California Government Code Section 6509. Pursuant to Section 6509, the Aquatic Science Center will jointly exercise such powers subject to the restrictions placed on the separate exercise of such powers by BACWA. This designation may be changed by a two-thirds (2/3) vote of the Board.

ARTICLE 5

DEBTS AND LIABILITIES

The debts, liabilities and obligations of the Aquatic Science Center ~~shall be the debts, liabilities and obligations of the Aquatic Science Center alone, and shall will~~ not be the debts, liabilities or obligations of any or all of the Signatories. However, nothing in these Bylaws or the Agreement ~~(a):~~

~~5.1 (a) P~~ prevents a Signatory or Signatories from agreeing, in a separate agreement, to be jointly and/or severally liable, in whole or in part, for any debt,

Comment [A5]: Is this change from "may" to "shall" correct? If somebody is not a Signatory, or a representative of a Signatory, they do not have a vote, correct?

Comment [A6]: Moved from prior article 11

Comment [A7]: Language added to track JPA section 10 more precisely.

obligation or liability of the Aquatic Science Center, including but not limited to, any bond or other debt instrument issued by the Aquatic Science Center; or (b)

~~5.2 (b)~~ ~~I~~ impairs the ability of any Signatory to undertake the responsibility described in ~~this subsection (a)~~ 5.1 of this Article 5.

ARTICLE 6

BOARD OF DIRECTORS

4.46.1 General Powers

~~(a) General Powers.~~ Subject to the provisions of ~~these~~ Agreement and these Bylaws, the business and affairs of the Aquatic Science Center will be managed, and all powers will be exercised, ~~;~~ under the policy direction of the Board of Directors. The Aquatic Science Center will have such powers necessary and proper to effect the purposes of the Aquatic Science Center, the Agreement, and these Bylaws.

6.2 Specific Powers

Without prejudice to the ~~ir~~se general powers, the Board of Directors ~~shall have also has~~ the power to do the following, solely in furtherance of the Aquatic Science Center's responsibilities as fiscal agent to facilitate the delivery of scientific and information management support services:

(a) borrow money and incur indebtedness on behalf of the Aquatic Science Center and cause to be executed and delivered for the Aquatic Science Center's purposes, in the Aquatic Science Center's name, promissory notes, bonds, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities and certificates of participation;

(b) maintain an office or offices ~~within~~ in the State of California;

(c) acquire, own, maintain, and dispose of real and personal property as necessary to carry out the purposes of the Aquatic Science Center;

(d) hire and fire employees;

(e) make and enter into contracts ~~in its own name~~;

(f) prepare reports and applications for the purpose of applying for and accepting grants, advances and contributions;

(g) accept and receive contributions and donations of property, funds, services and other forms of assistance from any source, including Signatories;

Comment [A8]: Added language taken directly from section 3 of JPA concerning "Powers of the Authority."

Comment [A9]: Added language taken from section 3(b) of JPA.

Comment [A10]: Added language taken from section 3(d) of JPA.

- (h) sue and be sued in its own name; and
- (i) have perpetual succession.

1.36.3 Number and Qualification of Directors and Alternates

(a) Appointment of Directors and Alternate Directors by a Member Entity

Each Signatory shall appoint three of its members, employees, or other representatives as ~~a~~ Directors and, for each directorship, shall appoint up to two Alternate Directors, any or all of whom may be elected officials. Of the three Directors representing the Signatory SWRCB, one Director shall be designated by the State Water Resources Control Board, one Director shall be designated by the San Francisco Bay Regional Water Quality Control Board, and one Director shall be designated by the Central Valley Regional Water Quality Control Board. A Member Entity ~~is~~ is not a Signatory ~~ies~~ shall appoint one of its members, employees, or other representatives as a Director and shall appoint up to two Alternate Directors, any or all of whom may be elected officials. If two Alternate Directors are appointed by any Member, the Alternate Directors shall be designated as a first and second alternate. The designation of Directors and Alternate Directors shall be made in writing to the Executive Director.

(b) Expansion of Number and Qualification of Directors to be Appointed.

The Board of Directors shall consist of at least eleven (11), but no more than twenty-one (21) Directors, unless changed by amendment to these Bylaws. The exact number of Directors shall be fixed, within those limits, by a resolution adopted by a two-thirds (2/3) vote of the Board of Directors. In appointing Directors, Upon a two-thirds (2/3) vote of the Board, the number of Directors on the Board may be expanded to include representatives of additional non-Signatory Member Entities, or individual Members, the Board shall ensure that the new Members and their representative Directors shall contribute to a balanced stakeholder representation of user groups, environmental protection advocates, scientists and regulators of public trust resources. However, but each Signatory shall have the same number of Directors, and any each non-Signatory Member Entity who that is not a Signatory shall have no more than one Director for each three Directors appointed by each Signatory. Such Directors shall be appointed in accordance with these Bylaws.

(c) Non-Voting Directors. The Director appointed by any Non-Voting Member shall be a non-voting Director. A non-voting Director shall not have the right to not exercise a vote on the admission of a new any member Member, nor shall such non-voting Director's presence at a meeting be counted toward a quorum or toward the requirement for any majority or supermajority vote required under these Bylaws.

1.46.4 Voting

(a) Voting Power of Director and Alternate Director. Each Director representing a Voting Member shall be entitled to cast one vote for any matter than requires approval of the Board. Alternate Directors may not vote in the capacity as



Comment [A12]: Language added from section 4 of JPA and from section 5.3(b) of SFEI Amended Bylaws, which track the JPA.

Comment [A13]: New language re size of board added so that size of ASC board is same as SFEI board.

Comment [A14]: Retained non-voting director provision due to EPA rep serving on board, and potentially for other non-voting directors if the ASC board wants to add them.

Director except in the absence of the Director to whom such Alternate Director is designated the alternate, and any second Alternate Director may not vote in the capacity as Director except in the absence of both the Director and the first Alternate Director to whom such Alternate Director is designated the alternate.

(b) Actions Requiring Approval of Directors. Except as set forth in paragraph ~~7-36.4~~(c), below, the approval of any action taken in furtherance of the Agreement or these Bylaws, or the implementation of any policy or program of the Aquatic Science Center, shall require a majority (or, where applicable, such necessary supermajority) of the Board.

(c) Actions Requiring Approval of Directors Appointed by Signatories. Notwithstanding paragraph ~~7-36.4~~(a) or ~~7-36.4~~(b), above, without the approval of a majority (or, where applicable, such necessary supermajority) of Directors appointed by the Signatories, no action of the Board of Directors or any committee may be taken regarding the exercise, or any issue regarding the exercise, of powers or functions of the Aquatic Science Center set forth in Article 3.4, Article 54, Articles 76.42(b), 76.45(d), 796.15, 7496.16, Article 9.3, Articles 11-10 (~~regarding the admission, withdrawal, suspension, or expulsion of Members who are Signatories~~), Article 12, Article 1311, Article 14, Article 1512, Article 1613, or Article 1714, the amendment or waiver of the exercise of such powers, or as otherwise required by law.

(d) A vote of a majority of the Board shall be required to ratify actions for (i) contracts over \$50,000; (ii) annual program plans and budgets; (iii) hiring of the Executive Director; and (iv) resolutions describing powers and duties of the Executive Director or other administrator.

1-56.5 Vacancies

(a) Vacancies. Any vacancy in any Director's position will be filled as provided in this Article 76.5.

(b) Events Causing Vacancy.

(i) A vacancy on the Board exists on the occurrence of the following: (A) the death of any Director; (B) the removal or dismissal of such Director, or resignation of a Director from the position such Director held with the Member at the time such Director became a Director; (C) the declaration by resolution of the Board of a vacancy of the office of a Director who has been declared of unsound mind by an order of court, or convicted of a felony; or (D) written notice to the Secretary from the entity that appointed such Director stating that the designation of the Director or Alternate Director has been revoked, ~~said with the~~ revocation to be effective upon receipt unless the notice specifies a later time.

(2ii) Notwithstanding paragraph (b)(~~4i~~), above, to the extent any person serves as a Director representing a non-voting Member ex officio pursuant to the Agreement, a change in the person serving as Director by virtue of such capacity

Comment [A15]: Shall these particular powers be retained by the Signatories?

Comment [A16]: Internal references updated to track reorganization of bylaws.

Comment [A17]: See JPA 8(e).

with the Member shall not constitute a vacancy within the meaning of these Bylaws.

(c) Resignations. No Director appointed by a Signatory may resign if the Aquatic Science Center would then be without at least one Director (or Alternate Director acting as Director pursuant to these Bylaws) from each of at least two Signatories in charge of its affairs, unless the Aquatic Science Center is being dissolved pursuant to Article ~~16~~ 13 of these Bylaws.

(d) Reduction or Increase in Number of Directors. The authorized number of Directors may be reduced or increased to accommodate the deletion or addition of a Member.

(e) Temporary Authority of Director. Until such time as a new Director is designated by the respective Member, the respective Alternate Director shall act as the Director for such Member.

~~16.6~~ 6.6 Call Place of Meetings

Regular meetings of the Board of Directors shall be held at the principal office of the San Francisco Estuary Institute (“SFEI”) unless otherwise provided by the Board, or at such place within the State of California that has been designated from time to time by resolution of the Board of Directors. In the absence of such designation, any meeting not held at the principal office of SFEI shall be valid only after all Board members have been given written notice of the meeting. Special meetings of the Board shall be held at any place within the State of California, as designated in the notice of meeting or, if not stated in the notice or if there is no notice, at the principal office of SFEI. Notwithstanding the above provisions of this section 6.6, a regular or special meeting of the Board of Directors may be held at any place consented to in writing by all Board members, either before or after the meeting. Directors may participate in a meeting through use of conference telephone, electronic video screen communication, or similar communications equipment, so long as all of the following apply: (a) each Board member participating in the meeting can communicate with all the other members concurrently; (b) each member is provided the means of participating in all matters before the board, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation; and (c) the corporation adopts and implements means of verifying both of the following: (i) a person communicating by telephone, electronic video equipment, or other communications equipment is a Director entitled to participate in the Board meeting; and (ii) all statements, questions, actions, or votes were made by that Director and not by another person not permitted to participate as a Director. Participation in a meeting pursuant to this bylaw shall constitute presence in person at such meeting.

6.27 Conduct of Meetings; Open Meetings

Meetings of the Board of Directors shall be presided over by the Chair of the Board or, in the absence of the Chair, one of the Vice-Chairs. If neither the Chair nor the Vice-Chair is present, an acting Chair shall be selected by majority vote of the Board.

Comment [A18]: Former version referred to ex officio Directors. Unclear on why that reference was included b/c JPA does not discuss ex officio directors. Reference changed to directors representing non-voting members.

Comment [A19]: Language taken from section 6.1 of SFEI Amended Bylaws

Comment [A20]: Taken from section 6.2 of Amended SFEI Bylaws

All regular meetings of the Board of Directors shall be open to the public. The public, users, and other interested persons may appear and participate at the open meetings. The Board may adopt rules of order to govern the conduct and procedure of Board meetings, insofar as such rules are not in conflict with these Bylaws, with the AgreementArticles of Incorporation of this corporation, or with the provisions of the Ralph M. Brown Act (Government Code section 54950, et seq.) (the “Brown Act”).

6.8 Annual and Regular Meetings

The Board of Directors shall, at its first meeting following July 1 of each year, elect a Chair and Vice-Chair from among its Members. The Board shall also set meeting dates for its regular meetings at the annual meeting. Notice of these meetings shall be in accordance with section 6.10.

6.9 Special Meetings

Special meetings of the Board of Directors for any purpose may be called by the Chair of the Board, or by a majority of the Board. Notice of these meetings shall be in accordance with section 6.10.

6.10 Notice

Notice of any meeting of the Board of Directors shall be given to all Directors at least 4 days in advance if given by first-class mail or at least 48 hours in advance if given by notice delivered personally, by telephone, or by electronic transmission as set forth in these Bylaws, provided that such notice may be waived by any Director as set forth in section 6.11. Notice shall not be given by electronic transmission if the corporation is unable to deliver two consecutive notices to a Director by that means, or if the inability to deliver the notice becomes known to the Secretary or other person responsible for giving such notice. Notwithstanding anything in this section 6.10, notice of any meeting of the Board of Directors shall be in compliance with the Brown Act.

6.11 Waiver of Notice

The transactions of any meeting of the Board of Directors, however called and noticed and wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice if (a) a quorum is present and (b) either before or after the meeting, each of the Directors not present signs a written waiver of notice, a consent to holding of the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. All waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting shall also be deemed given to any Director who attends the meeting without protesting before or at its commencement about lack of adequate notice. Notwithstanding anything in this section 6.11, notice of any meeting of the Board of Directors shall be in compliance with the Brown Act.

Comment [A21]: CONFLICT between SFEI bylaws and JPA. The former calls for annual meeting in June. The JPA requires that the annual meeting electing a Chair and Vice-Chair occur in the first Board meeting after July 1. See JPA 4(c).

Comment [A22]: Taken from section 6.4 of SFEI bylaws. Provision re majority of Board is retained from ASC bylaws, and differs from SFEI bylaws, which allow any two directors, rather than a majority, to call a special meeting of the Board.

Comment [A23]: Taken from section 6.5 of SFEI bylaws.

Comment [A24]: Last sentence added to comply with Brown Act.

Comment [A25]: Taken from section 6.6 of SFEI bylaws.

Comment [A26]: Last sentence added to comply with Brown Act

~~_____ The Chair or Vice Chair of the Board may call a meeting of the Board, and shall call a meeting of the Board if requested, in writing, by a majority of the Board.~~

6.12 Quorum

(a) ~~Except as provided in Article 7.6(b), a~~ Attendance at any meeting of at least ~~two~~ three Directors representing ~~sSignatories~~ members majority of the Directors entitled to cast a vote shall constitute a quorum for the transaction of business at any meeting of the Board. ~~The original provision (now in strike-out) was in conflict with the Joint Powers Agreement, Article 4e, which states that "Three Directors shall constitute a quorum, and a simple majority vote of that quorum shall be required for action to be taken."~~ Except for acts requiring a supermajority under these Bylaws or the Agreement, every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is an act of the Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the quorum for that meeting, or if a supermajority is required, by the supermajority of the quorum for that meeting.

~~_____ (b) Notwithstanding paragraph 7.6(a) above, a quorum for the exercise of any power reserved to the Signatories and the Directors appointed by such Signatories pursuant to Section 7.3(e), shall only be present if a majority, or such designated supermajority, of such Directors is present for the exercise of such power.~~

(eb) The presence or absence of any Director appointed by a Non-Voting Member shall not be counted in any assessment of whether a quorum for the transaction of business is present.

~~_____ (d) For the purpose of conducting business for both the Aquatic Science Center and/or the San Francisco Estuary Institute, a majority of the authorized directors of SFEL, which must include at least three directors representing one or both of the Signatory Agencies, shall constitute a quorum.~~

~~_____ (e) For the purpose of conducting Aquatic Science Center business, at least three directors representing one or both of the Signatory Agencies shall constitute a quorum.~~

6.13 Rules of Order

The Board may adopt rules of order to govern the conduct and procedure of Board meetings.

6.14 Minutes

The Board will keep or cause to be kept ~~a written summary of~~ minutes of its proceedings, except executive sessions.

6.15 Fees and Compensation of Directors

Directors and members of committees may receive such reimbursement of expenses as may be determined by resolution of the Board to be just and reasonable.

6.16 Delegation of Powers

Except as otherwise proscribed in these Bylaws and the Agreement, the Board may delegate any of its powers, subject to the constraints of California law.

ARTICLE 7

~~BOARD COMMITTEES~~

7.1 Ad Hoc Committees of Directors

(a) ~~The Board of Directors may, by resolution adopted by a majority of the Directors then in office, designate one or more committees consisting of two or more Directors or their respective Alternate Directors to serve at the pleasure of the Board. The Board of Directors may also designate the chair of a committee, and may authorize the chair to appoint members of that committee. Any member of any committee may be removed, with or without cause, at any time by the Board. Any committee, to the extent provided in the resolution of the Board, shall have all or a portion of the authority of the Board, except that no committee, regardless of the Board resolution, Upon written notice to all Members, the Chair may designate one (1) or more ad hoc advisory committees or subcommittee of any such committee, each consisting of two (2) or more Directors or their respective Alternate Directors, to be ratified by and serve at the pleasure of the Board, and to exercise such powers as may be delegated to it, except that no ad hoc committee may:~~

~~(i)~~ take any action on the exercise of such powers designated under paragraph ~~6.47.3~~(b);

~~(ii)~~ take any final action on matters which, under the Agreement or these Bylaws, requires approval a majority or supermajority vote of Board;

~~(iii)~~ amend or repeal Bylaws or adopt new Bylaws;

~~(iv)~~ amend or repeal any resolution of the Board which by its express terms is not so amendable or repealable;

~~(v)~~ fill any vacancy in a committee, create any other committee of the Board or appoint members to such committees; or

~~(vi)~~ approve any transaction (i) to which the Aquatic Science Center is a party and one or more Directors has~~ve~~ a material financial interest as defined in the

California Government Code; or (ii) between the Aquatic Science Center and one or more of its Directors or between the Aquatic Science Center or any person in which one or more of its Directors has ~~ve~~ a material financial interest.

(b) Any ~~ad hoc~~ committee ~~which that~~ either (i) has a membership ~~which that~~ is sufficient to constitute a quorum of the Board, or (ii) becomes a standing committee, shall comply with the requirements of the Ralph M. Brown Act, California Government Code Section 54950, et seq., as if such committee meeting were a meeting of a legislative body as such term is defined in Government Code Section 54952.

7.2 Executive Committee

Subject to Section 7.1, the officers of the Aquatic Science Center, other than the Executive Director of the San Francisco Estuary Institute, shall serve as the Executive Committee of the Board. The Chair of the Board shall serve as chair of the Executive Committee. The Executive Committee, unless limited by a resolution of the Board, shall provide direction to management of the Aquatic Science Center between meetings of the Board; provided, however, that the Executive Committee shall not have the authority of the Board with respect to (a) the filling of vacancies on the Board or on the Executive Committee; (b) the fixing of compensation of the directors for serving on the Board or Committee; (c) the amendment, repeal or adoption of Bylaws; (d) the amendment or repeal of any resolution of the board; or (e) the appointment of committees that have the power of the Board or any members of such committees.

7.3 Advisory Committees

The Board may from time to time appoint advisory committees to assist the Board in carrying out the objectives of the Aquatic Science Center. The Board shall determine the purpose and need for such committees and the necessary qualifications for individuals appointed to them. Any advisory committee appointed by the Board shall include a representative of the San Francisco Estuary Institute and a representative from the Regional Quality Control Board, who may be the same person.

7.34 Meetings and Action of Committees

Meetings and actions of committees of the Board ~~committees will~~ shall be governed by, ~~and held,~~ and taken in accordance with, the provisions of Article ~~7-6~~ of these Bylaws concerning meetings of Directors, with such changes in the context of ~~these~~ Bylaws as are necessary to substitute the committee and its members for the Board and its members, except that the meetings of committees may be called by the Board or, if none, by resolution of the committee. ~~A summary of Minutes of each meeting will be kept of each meeting of any committee~~ and will be filed with the Secretary of the Aquatic Science Center. The Board may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board has not adopted rules, the committee may do so.

Comment [A27]: Language taken from section 6 of JPA. .

Comment [A28]: New language in section 7.4 to make it consistent with SFEI bylaws provision.

ARTICLE 8

OFFICERS

8.1 Officers

The officers of the Aquatic Science Center are the Chair, Vice-Chair, Executive Director, Secretary and Treasurer. The Chair and Vice-Chair ~~will shall~~ be elected by the Board at its first meeting after July 1 of each succeeding year ~~or may be designated by the Board in writing~~. All Directors are eligible to serve as an elected officer. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the Executive Director.

8.2 Election of Officers

At the first meeting of the Board after July 1 of each year, and as necessary thereafter, nominations for the offices of Chair and Vice-Chair, will be made and seconded by a Director. If more than two (2) names are nominated for any one office, balloting occurs until a nominee receives a majority of the votes cast; provided that after the first ballot the nominee receiving the fewest votes will be dropped from the balloting. Each elected officer serves a ~~two~~one-year term ending on ~~June 30-December 31st~~ of the year following the year of such appointment for a term not to exceed two years. ~~An elected officer may succeed himself/herself and may~~ serve any number of consecutive or non-consecutive terms.

Comment [A29]: Section 4(c) of the JPA says that the board elects a chair and vice chair "at the first meeting following July 1 of each succeeding year." Section 9.2 is not consistent with that requirement, either in terms of timing or with respect to the 2-year term.

8.3 Removal of Officers

An elected officer may be removed, with or without cause, by a two-thirds (2/3) vote of the Board at a regular or special meeting. The removal of an individual from any office shall not by itself affect the status of such individual as a Director or Alternate Director.

8.4 Vacancies

Any vacancy in any office 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.

8.5 Resignation of Officers

~~— In the absence of a contrary written agreement, a~~Any officer may resign at any time by giving written notice to the Board of Directors, Chair-Executive Director 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. Any resignation shall be without prejudice to any the rights, if any, of the Aquatic Science Center under any contract to which the officer is a party.

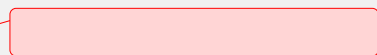
8.6 Responsibilities of Officers:

(a) Chair of the Board. The Chair of the Board shall also serve as Chair of SFEI. The Chair shall preside at meetings of the Board, and shall exercise and perform such other powers and duties as may be from time to time assigned to the Chair by the Board or prescribed by the Bylaws.

(b) Vice-Chairs of the Board. The Vice-Chair shall also serve as Vice-Chair of SFEI. The ~~In the absence of the Chair and the Chair's alternate, one of the~~ Vice-Chairs ~~to be designated by the Board shall assume the responsibilities of the Board fulfills all the duties~~ of the ~~Chair, in the absence of the Chair.~~

(c) Executive Director. Subject to such supervisory powers as may be given by the Board of Directors to the Chair of the Board, the Executive Director generally supervises, directs, and controls the business and the employees of the Aquatic Science Center. The Executive Director has such other powers and duties as may be prescribed by the Board or the Bylaws. The Executive Director may, but need not, be a Director.

(d) Secretary. The Secretary shall also serve as Secretary of SFEI. The Secretary shall (i) certify and keep at the principal office of the Aquatic Science Center the original, or a copy, of these Bylaws as amended or otherwise altered to date; (ii) keep at the principal office of the Aquatic Science Center or at such other place as the Board may determine; a record of minutes of all meetings of the Directors; and, if applicable, meetings of committees of Directors, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof; (iii) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (iv) be custodian of the records of the Aquatic Science Center; (v) exhibit at all reasonable times to any Director of the Aquatic Science Center, to his or her agent or attorney, or to any member of the public on request therefore, the Bylaws and the minutes of the proceedings of the Directors of the Aquatic Science Center; and (vi) in general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Agreement, or by these Bylaws, or which may be assigned to him or her from time-to-time by the Board of Directors will (i) keep or cause to be kept, at the principal executive office or such other place as the Board may direct, a book of summary minutes of all meetings, proceedings and actions of the Board Directors and committees of the Aquatic Science Center. ~~The minutes of meetings shall include, with the time and place that the meeting was held; of holding, whether the meeting was regular or special, and, if special, how authorized; the notice given; and the names of those persons present at Board and committee such meetings. The Secretary shall and the proceedings of such meetings; and (ii) give, or cause to be given, notice of all meetings of the Board and Committees committees of the Aquatic Science Center required by the Bylaws to be given. The Secretary shall keep or cause to be kept, at the principal office of the Aquatic Science Center, a copy of the Agreement and bylaws, as amended to date. The Secretary has such other powers and may perform such other duties as may be prescribed by the Board.~~



Comment [A31]: Language changed to track the duties of Secretary in SFEI bylaws.

(e) Treasurer. The Board, or its designated representative, shall contract either with an independent certified public accountant or the Treasurer or Chief Financial Officer of any Signatory, to serve as Treasurer of the Aquatic Science Center and to be the depository of and have custody of funds, subject to the requirements of California Government Code sections 6505-6505.6. The Treasurer will ~~(i)~~ 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 the Aquatic Science Center, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements, which books of account will be open to inspection by any Director at all reasonable times; (ii) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Aquatic Science Center with such depositories as may be designated by the Board, disburse the funds of the Aquatic Science Center as may be ordered by the Board, and render to the Executive Directors, the Chair of the Board, and the Board, when ~~ever they requested it,~~ an account of all of ~~such~~ transactions as Treasurer and of the financial condition of the Aquatic Science Center. The Treasurer shall send or cause to be given to Directors such financial statements and reports as are required to be given by law, by these Bylaws or by the Board. The Treasurer shall exercise other powers and perform such other duties as may be prescribed by the Board or the Bylaws, and if required by the Board, give the Aquatic Science Center a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of ~~his/her/the~~ office and for restoration to the Aquatic Science Center of all its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer upon death, resignation, retirement, or removal from office.

8.7 Fees and Compensation of Officers

The officers may receive such reimbursement of expenses as may be determined by resolution of the Board to be just and reasonable.

ARTICLE 9

INSURANCE; INDEMNIFICATION MEMBER INDEMNITY

9.1 Director and Officer Insurance

The Aquatic Science Center shall purchase and maintain insurance to the full extent permitted by law ~~every~~ during the entire term of this Agreement on behalf of its Members, Directors, officers, employees and other agents, to cover any liability insurance coverage asserted against or incurred by any Member, Director, officer, employee or agent in such capacity or arising out of or encountered in connection with such Member's, Director's, Officer's, employee's, or agent's status as such, naming the Members as additional insured parties, in such kind and amounts as the Board may from time to time determine to be appropriate. Such insurance shall name the Members as additional insured parties.

~~In conformance with the procedures and criteria developed by it, the Board may cause the Aquatic Science Center to purchase commercial insurance or reinsurance or terminate commercial insurance or reinsurance upon a majority vote.~~

9.2 Indemnification ~~Such cost shall be incurred by the Aquatic Science Center.~~

~~Other than for acts of gross negligence or intentional acts, T~~the Aquatic Science Center shall indemnify and hold harmless each Member, its officers, agents, employees, and agents, and each Director and Alternate Director from and against all claims, demands or liabilities, including legal costs, arising out of or encountered in connection with the JPA Agreement or these Bylaws and the activities conducted hereunder, or these Bylaws, and shall defend them and each of them against any claim, cause of action, liability or damage resulting therefrom.

9.3 Commercial Insurance

~~In conformance with the procedures and criteria developed by it, the Board may cause the Aquatic Science Center to purchase commercial insurance or reinsurance or terminate commercial insurance or reinsurance upon a majority vote.~~

ARTICLE 10

ADMISSION, WITHDRAWAL, SUSPENSION, AND EXPULSION OF MEMBERS

1.7 Conditions for Admission of a New Member.

~~No new Member shall be added to the Aquatic Science Center unless:
such prospective new Member:~~

~~(a) a prospective new Entity Member adopts a resolution approving entry into the Aquatic Science Center, designating the requisite number of Directors, acknowledging and agreeing to be bound by these Bylaws and, in the case of a new Signatory, properly authorizing the execution of the Agreement, and is approved for admission as a new Member by a majority of the Board; and/or~~

~~(b) a prospective individual Member agrees to be bound in writing by these Bylaws and by any other obligations spelled out set forth in the policies and other governing documents of the Aquatic Science Center committee charters and other guidance documents;~~

~~and is approved for admission to the Aquatic Science Center by a vote of at least two-thirds (2/3) of the authorized Directors of the Board.~~

Comment [A33]: Language taken from JPA 10(b).

Comment [A34]: Moved here from another, subsequent section of bylaws.

Comment [A35]: Provisions regarding new members moved to Article 3.

~~14~~10.1 ~~Conditions to Permitting~~ Withdrawal of a Member

A Member may withdraw provided that the following conditions are satisfied:

- (a) such Member is not in default of any of its obligations owed to Aquatic Science Center;
- (b) such withdrawal will not cause the Aquatic Science Center to be in default or breach of any agreement to which it is a party, or of any bond or other evidence of indebtedness issued by the Aquatic Science Center;
- (c) not later than thirty (30) days immediately preceding the effective date of such withdrawal, such Member has provided written notice to the Aquatic Science Center of its intent to withdraw;
- (d) such withdrawal is effective on thirty (30) days notice;
- (e) with respect to the withdrawal of a Signatory, the Aquatic Science Center will have at least two (2) Signatories after such withdrawal. In the event that such withdrawal would leave the Agreement with only one Signatory, ~~said the~~ Signatory may not withdraw until all principal of and interest on any and all bonds and other evidences of indebtedness issued by the Aquatic Science Center have been paid in full;
- (f) in connection with the termination of the Aquatic Science Center pursuant to Article ~~16~~13, compliance with the requirements of such Article ~~13~~6 shall be deemed sufficient for all Members to withdraw~~al~~ from Membership in the Aquatic Science Center;
- (g) a notice of withdrawal may be revoked within thirty (30) days.

~~14~~10.2 ~~Conditions to Permitting~~ Suspension of a Member.

~~—~~The Aquatic Science Center may suspend a Member from the Aquatic Science Center subject to the following conditions:

- (a) the Member is in default under the terms of the Agreement, these Bylaws, any contract executed by the Member in connection with any ~~the~~ Aquatic Science Center program, any bond or other evidence of indebtedness for which the Member has agreed to assume responsibility, in whole or in part;
- (b) the Aquatic Science Center has given written notice of the default described in subsection ~~14~~10.32(a) to the defaulting Member; and

(c) not earlier than thirty (30) days after transmittal of the notice and not later than the sixty (60) days immediately preceding the effective date of such suspension, two-thirds (2/3) of the authorized Directors votes to suspend ~~said the~~ Member.

~~1.10~~10.3 ~~Conditions to Permitting~~ Expulsion of a Member

The Aquatic Science Center may expel a Member from the Aquatic Science Center provided that:

(a) the Member is in default under the terms of the Agreement, these Bylaws, any contract executed by the Member in connection with any the Aquatic Science Center program, any bond or other evidence of indebtedness for which the Member has agreed to assume responsibility, in whole or in part;

(b) the Aquatic Science Center has given written notice of the default described in subsection ~~1.10.43~~(a) to the defaulting Member; and

(c) not earlier than thirty (30) days after transmittal of the notice and not later than the sixty (60) days immediately preceding the effective date of such expulsion, two-thirds (2/3) of the authorized Directors votes to expel ~~said the~~ Member.

ARTICLE 11

FEES

~~No fees may be assessed to join or continue membership in the Aquatic Science Center.~~

—ADMINISTRATIVE AGENCY

~~The San Francisco Estuary Institute (SFEI) is designated in the Agreement as the administrative agency for the Aquatic Science Center. As such, pursuant to an administrative service agreement, SFEI will provide necessary services to administer and execute the purposes of the JPA Agreement for the Aquatic Science Center.~~

Article 2—PURCHASE OF INSURANCE

~~In conformance with the procedures and criteria developed by it, the Board may cause the Aquatic Science Center to purchase commercial insurance or reinsurance or terminate commercial insurance or reinsurance upon a majority vote.~~

ARTICLE 12

EVENTS OF DEFAULT AND REMEDIES

2.112.1 Events of Default Defined

The following are "events of default" under the Agreement and these Bylaws, and the terms "events of default" and "default" means, whenever they are used in the Agreement and these Bylaws, with respect to a Member, any one or more of the following events:

(a) failure by such Member to observe and perform any covenant, condition or agreement on its part to be observed or performed under the Agreement, to comply with these Bylaws or to comply with any Aquatic Science Center program requirement (including but not limited to any contract executed by the Member in connection with any program, any bond or other evidence of indebtedness for which the Member has agreed to assume responsibility, in whole or in part) for a period of thirty (30) days after written notice specifying such failure and requesting that it be remedied has been given to such Member by the Aquatic Science Center or the Secretary; provided, however, if the failure stated in the notice cannot be corrected within the applicable period, the Aquatic Science Center, or the Secretary, as the case may be, will not unreasonably withhold its consent to an extension of such time if corrective action is instituted by the Member within the applicable period and diligently pursued until the default is corrected. After such an extension, failure to diligently pursue or to achieve corrective action is a separate "event of default" under this clause requiring notice, but not requiring that the Aquatic Science Center consent to any extension;

(b) the filing by such Member of a case in bankruptcy, or the subjection of any right or interest of such Member under the Agreement or these Bylaws to any execution, garnishment or attachment, or adjudication of such Member as bankrupt, or assignment by such Member for the benefit of creditors, or the entry by such Member into an agreement of composition with creditors, or the approval by a court of competent jurisdiction of a petition applicable to the Member in any proceedings instituted under the provisions of the Federal Bankruptcy Code, as amended, or under any similar act which may hereafter be enacted;

(c) action taken by the Member to withdraw~~al~~ from or repudiate membership in the Aquatic Science Center in violation of, or inconsistent with, the Agreement or these Bylaws; or

(d) the failure of the Director or Alternative Director of such Member to attend at least fifty percent of the ~~B~~board meetings in a given twelve-month period;

2.212.2 Remedies on Default

(a) Whenever any event of default referred to in paragraph 15.1(a) of this Article has occurred and is continuing, it will be lawful for the Aquatic Science Center to exercise any and all remedies available pursuant to law or granted pursuant to the Agreement and these Bylaws.

(b) In the event that the Aquatic Science Center elects to expel any defaulting Member, subject to the conditions described and in the manner provided in Section

~~10.4.3~~ of these Bylaws, the Member nevertheless agrees to pay the Aquatic Science Center all costs, losses or damages arising or occurring as a result of such default and termination, and administrative and legal costs incurred in noticing the default and effecting the expulsion. No such expulsion becomes effective, by operation of law or otherwise, unless and until the Aquatic Science Center has given written notice of such expulsion to the Member; no such expulsion will be effected either by operation of law or acts of the parties hereto, except only in the manner herein expressly provided; and no such expulsion terminates the obligation of the expelled Member to pay any fees assessed prior to such expulsion.

~~2.3~~12.3 No Remedy Exclusive

No remedy conferred herein upon or reserved to the Aquatic Science Center is intended to be exclusive and every such remedy is cumulative and is in addition to every other remedy given under the Agreement or these Bylaws, now or hereafter existing at law or in equity. No delay or omission to exercise any right or power accruing upon any default impairs any such right or power or will be construed to be a waiver thereof, but any such right and power may be exercised from time to time and as often as may be deemed expedient. In order to entitle the Aquatic Science Center to exercise any remedy reserved to it in these Bylaws, it is not necessary to give any notice, other than such notice as may be required in these Bylaws or by law.

~~2.4~~12.4 Agreement to Pay Attorneys' Fees and Expenses

In the event either the Aquatic Science Center or any Member, should be in default under any of the provisions of these Bylaws and the nondefaulting party should employ attorneys or incur other expenses for the collection of monieys or the enforcement of performance or observance of any obligation or agreement on the part of the defaulting party, the defaulting party agrees that it will on demand therefor pay to the nondefaulting party the reasonable fees of such attorneys and such other expenses so incurred by the nondefaulting party.

~~2.5~~12.5 No Additional Waiver Implied by One Waiver

In the event any agreement contained in the Agreement and these Bylaws should be breached by either party and thereafter waived by the other party, such waiver will be limited to the particular breach so waived and will not be deemed to waive any other breach hereunder.

ARTICLE 13

TERMINATION

~~2.6~~13.1 Time of Termination

The Aquatic Science Center may be terminated upon the written consent of all of the Members if the effective termination date and such written consents are delivered to the Aquatic Science Center and the Secretary at least sixty (60) days prior to the effective termination date provided that all principal of and interest on any and all bonds and other evidences of indebtedness issued by the Aquatic Science Center are paid in full.

2.7~~13.2~~ Continuing Obligations

After the termination date, the Aquatic Science Center will continue to be obligated to pay, or cause to be paid any amounts due for winding up its affairs, including but not limited to any litigation costs and/or extraordinary costs associated with a financing transaction.

2.8~~13.3~~ Distribution of Assets

In the event any assets remain after winding up the affairs of the Aquatic Science Center, the Board shall either return any assets to the Member or other entity which provided such asset to Aquatic Science Center, or shall sell the assets, in accordance with California law, and distribute the funds according to Section ~~46~~13.4.

2.9~~13.4~~ Distribution of Funds

In the event any surplus money remains on hand after winding up the affairs of the Aquatic Science Center, such sums will be returned to the Members in proportion to the contributions made.

ARTICLE 14

AMENDMENTS

2.10~~14.1~~ Amendment by Directors

Subject to the limitations set forth below, the Board may adopt, amend or repeal Bylaws. Such power is subject to the following limitations:

(a) The Board may not amend any provision of these Bylaws ~~which that~~ requires the vote of a larger proportion of Directors than a simple majority, except by vote of such larger number of Directors.

(b) The Board may not delete or amend Bylaw provisions requiring compliance with the Agreement.

~~(c)~~ The Board may not delete or amend Bylaw provisions if such deletion of amendment would be contrary to the provisions of contained in Article 4, paragraph

~~7.1(b), 7.3, 7.4(d), 7.9, 7.10, Article 11, Article 12, Article 13, Article 14, Article 15, Article 16, and Article 17~~ Article 6.4(c), above.

ARTICLE 15 –

RECORDS AND REPORTS

2.11~~15.1~~ **Maintenance of the Aquatic Science Center Records**

The Aquatic Science Center will keep at the Aquatic Science Center's principal office:

- (a) a copy of the Agreement and these Bylaws;
- (b) adequate and correct books and records of account; and
- (c) minutes in written form of the proceedings of its Board and committees of the Board.

2.12~~15.2~~ **Inspection Rights**

~~(a)~~ Any Member may inspect the Agreement, Bylaws, 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 in the business of the Aquatic Science Center.

~~(b)~~ 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 and make extracts. The Aquatic Science Center may charge reasonable fees associated with the provision of such copies or extracts.

2.13~~15.3~~ **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 Aquatic Science Center. 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. The Aquatic Science Center may charge reasonable fees associated with the provision of such copies or extracts.

2.14~~15.4~~ **Financial Report**

~~(a)~~ As soon as possible after the close of the Aquatic Science Center's fiscal year, the Board will cause an annual report prepared by BACWA's auditor and sent to the governing body of each Member.

Comment [A36]: Last subsection of 14.1 said that Board could not amend certain sections of bylaws. But former version of bylaws (7.3(c), now 6.4(c)) allowed amendment of bylaws if approved by majority of Directors appointed by Signatories. This suggested change harmonizes the two sections, by saying that an amendment must be done in conformance with 6.4(c).

~~(b)~~ The report required by this section will be accompanied by any report thereon of independent accountants, or, if there is no such report, by the certificate of an authorized officer of the Aquatic Science Center that such statements were prepared without audit from the books and records of the Aquatic Science Center.

~~2.15~~ 15.5 Fiscal Year

The Aquatic Science Center's fiscal year is July 1 to June 30.

CERTIFICATE OF SECRETARY

I, the undersigned, the duly elected Secretary of the Aquatic Science Center, a Joint Powers Authority, do hereby certify:

That the foregoing Bylaws consisting of ___ pages were adopted as the Bylaws of the Aquatic Science Center by the Directors of the Aquatic Science Center on _____, 2013, and the same do now constitute the Bylaws of this Aquatic Science Center.

IN WITNESS WHEREOF, I have hereunto subscribed my name this _____, 2013.

_____, Secretary
Print Name

**AMENDED
BYLAWS
OF
AQUATIC SCIENCE CENTER**

JUNE __, 2013

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AMENDED BYLAWS OF THE AQUATIC SCIENCE CENTER

ARTICLE 1

CONSTRUCTION AND DEFINITIONS

Unless the context requires otherwise, the general provisions, rules of construction, and definitions in the California Civil Code will govern the construction of these Bylaws. Without limiting the generality of the above, any capitalized term not defined in these Bylaws will have the meaning ascribed to it in the Agreement.

1.1 “Agreement” shall mean the Joint Powers Agreement entered into by the Signatories.

1.2 “Alternate Director” shall mean another person from the same agency or entity as the Director appointed pursuant to these Bylaws to fulfill the duties of the Director if the Director is absent for a temporary period of time.

1.3 “Board of Directors” or “Board” shall mean the Board of Directors of Aquatic Science Center.

1.4 “Contracting Parties” shall have the meaning given in California Government Code Section 6502.

1.5 “Director” shall mean the director appointed by a Member or an individual Member elected by the Board pursuant to these Bylaws.

1.6 “Members” shall mean those public entities, nonprofits, other stakeholder entities, or qualified individuals that have agreed to be bound by the terms of these Bylaws. The term “Member” shall, unless otherwise specified, include Signatories, Non-Signatory Members and Non-Voting Members.

1.7 “Non-Voting Member” shall mean any Member designated as a non-voting member at the time of such member’s admission to the Aquatic Science Center.

1.8 “Public Entity” shall have the meaning given in California Government Code §6500.

1.9 “Signatories” shall mean the Public Entities that are Contracting Parties to the Agreement and have agreed to be bound by the terms of these Bylaws.

ARTICLE 2

NAME AND OFFICES

2.1 Name

The name of this public entity is Aquatic Science Center.

2.2 Principal Office

The principal office for the transaction of the business of the Aquatic Science Center is located in Contra Costa County, California. The Board of Directors may change the principal office from one location to another, and this section shall be amended accordingly.

ARTICLE 3

MEMBERS

3.1 Membership

The Aquatic Science Center shall have two classes of members, designated as Signatories and other members.

3.2 Signatories

(a) The original Signatories of the Aquatic Science Center are Bay Area Clean Water Agencies (BACWA) and the State Water Resource Control Board (SWRCB).

(b) In addition to the original Signatories, any other Public Entity may become as Signatory if it (i) adopts a resolution approving entry into the Aquatic Science Center, authorizing execution of the Agreement, and acknowledging and agreeing to be bound by these Bylaws, (ii) becomes a Contracting Party pursuant to the Agreement and these Bylaws, and (iii) is approved for admission by a majority of the Board of Directors as a Signatory. Any Signatory that withdraws or is expelled pursuant to these Bylaws shall cease to be a Signatory.

3.3 Other Members

(a) In addition to the original Signatories, BACWA and SWRCB, the U.S. Environmental Protection Agency, Region 9 shall also be a Member. The Member from U.S. Environmental Protection Agency, Region 9 is designated a Non-Voting Member.

(b) In addition to the original Members,

(i) any other Public Entity, nonprofit entity or other stakeholder organization may become a Member if it (A) adopts a resolution approving entry

into the Aquatic Science Center, and acknowledging and agreeing to be bound by these Bylaws, (B) agrees to be bound by these Bylaws, and (C) is approved for admission as a new Member by a 2/3 vote of the Board of Directors.

(ii) any individual may become a Member if the individual (A) acknowledges and agrees in writing to be bound by these Bylaws, and by the other governing documents and policies of the Aquatic Science Center, and (B) is approved for admission as a new Member by a 2/3 vote of the Board of Directors

Any Member that withdraws or is expelled pursuant to these Bylaws shall cease to be a Member.

3.4 Fees

No fees may be assessed to join or continue membership in the Aquatic Science Center.

ARTICLE 4

LIMITATION ON AUTHORITY

The Aquatic Science Center's exercise of the joint powers of the Signatories under the Agreement and these Bylaws is restricted to the extent required under California Government Code Section 6509. Pursuant to Section 6509, the Aquatic Science Center will jointly exercise such powers subject to the restrictions placed on the separate exercise of such powers by BACWA. This designation may be changed by a two-thirds (2/3) vote of the Board.

ARTICLE 5

DEBTS AND LIABILITIES

The debts, liabilities and obligations of the Aquatic Science Center shall be the debts, liabilities and obligations of the Aquatic Science Center alone, and shall not be the debts, liabilities or obligations of any or all of the Signatories. However, nothing in these Bylaws or the Agreement (a) prevents a Signatory or Signatories 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 Aquatic Science Center, including but not limited to, any bond or other debt instrument issued by the Aquatic Science Center; or (b) impairs the ability of any Signatory to undertake the responsibility described in this Article 5.

ARTICLE 6

BOARD OF DIRECTORS

6.1 General Powers

Subject to the provisions of the Agreement and these Bylaws, the business and affairs of the Aquatic Science Center will be managed, and all powers will be exercised under the policy direction of the Board of Directors. The Aquatic Science Center will have such powers necessary and proper to effect the purposes of the Aquatic Science Center, the Agreement, and these Bylaws.

6.2 Specific Powers

Without prejudice to their general powers, the Board of Directors shall have the power to do the following, solely in furtherance of the Aquatic Science Center's responsibilities as fiscal agent to facilitate the delivery of scientific and information management support services:

- (a) borrow money and incur indebtedness on behalf of the Aquatic Science Center and cause to be executed and delivered for the Aquatic Science Center's purposes, in the Aquatic Science Center's name, promissory notes, bonds, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities and certificates of participation;
- (b) maintain an office or offices in the State of California;
- (c) acquire, own, maintain, and dispose of real and personal property as necessary to carry out the purposes of the Aquatic Science Center;
- (d) hire and fire employees;
- (e) make and enter into contracts;
- (f) prepare reports and applications for the purpose of applying for and accepting grants, advances and contributions;
- (g) accept and receive contributions and donations of property, funds, services and other forms of assistance from any source, including Signatories;
- (h) sue and be sued in its own name; and
- (i) have perpetual succession.

6.3 Number and Qualification of Directors and Alternates

(a) Appointment of Directors and Alternate Directors by a Member Entity

Each Signatory shall appoint three of its members, employees, or other representatives as Directors and, for each directorship, shall appoint up to two Alternate Directors, any or all of whom may be elected officials. Of the three Directors representing the Signatory SWRCB, one Director shall be designated by the State Water Resources Control Board, one Director shall be designated by the San Francisco Bay Regional Water Quality Control Board, and one Director shall be designated by the Central Valley Regional Water Quality Control Board. A Member Entity that is not a Signatory shall appoint one of its members, employees, or other representatives as a Director and shall appoint up to two Alternate Directors, any or all of whom may be elected officials. If two Alternate Directors are appointed by any Member, the Alternate Directors shall be designated as a first and second alternate. The designation of Directors and Alternate Directors shall be made in writing to the Executive Director.

(b) Number and Qualification of Directors. The Board of Directors shall consist of at least eleven (11), but no more than twenty-one (21) Directors, unless changed by amendment to these Bylaws. The exact number of Directors shall be fixed, within those limits, by a resolution adopted by a two-thirds (2/3) vote of the Board of Directors. In appointing Directors to include representatives of additional non-Signatory Member Entities, or individual Members, the Board shall ensure that the new Members and their representative Directors shall contribute to a balanced stakeholder representation of user groups, environmental protection advocates, scientists and regulators of public trust resources. Such Directors shall be appointed in accordance with these Bylaws.

(c) Non-Voting Directors. The Director appointed by any Non-Voting Member shall be a non-voting Director. A non-voting Director shall not have the right to vote on the admission of a new Member, nor shall such non-voting Director's presence at a meeting be counted toward a quorum or toward the requirement for any majority or supermajority vote required under these Bylaws.

6.4 Voting

(a) Voting Power of Director and Alternate Director. Each Director representing a Voting Member shall be entitled to cast one vote for any matter than requires approval of the Board. Alternate Directors may not vote in the capacity as Director except in the absence of the Director to whom such Alternate Director is designated the alternate, and any second Alternate Director may not vote in the capacity as Director except in the absence of both the Director and the first Alternate Director to whom such Alternate Director is designated the alternate.

(b) Actions Requiring Approval of Directors. Except as set forth in paragraph 6.4(c), below, the approval of any action taken in furtherance of the Agreement or these Bylaws, or the implementation of any policy or program of the Aquatic Science Center,

shall require a majority (or, where applicable, such necessary supermajority) of the Board.

(c) Actions Requiring Approval of Directors Appointed by Signatories. Notwithstanding paragraph 6.4(a) or 6.4(b), above, without the approval of a majority (or, where applicable, such necessary supermajority) of Directors appointed by the Signatories, no action of the Board of Directors or any committee may be taken regarding the exercise, or any issue regarding the exercise, of powers or functions of the Aquatic Science Center set forth in Article 3.4, Article 4, Articles 6.2(b), 6.5(d), 6.15, 6.16, Article 9.3, Articles 10, 11, 12, 13, or 14, the amendment or waiver of the exercise of such powers, or as otherwise required by law.

(d) A vote of a majority of the Board shall be required to ratify actions for (i) contracts over \$50,000; (ii) annual program plans and budgets; (iii) hiring of the Executive Director; and (iv) resolutions describing powers and duties of the Executive Director or other administrator.

6.5 Vacancies

(a) Vacancies. Any vacancy in any Director's position will be filled as provided in this Article 6.5.

(b) Events Causing Vacancy.

(i) A vacancy on the Board exists on the occurrence of the following: (A) the death of any Director; (B) the removal or dismissal of such Director, or resignation of a Director from the position such Director held with the Member at the time such Director became a Director; (C) the declaration by resolution of the Board of a vacancy of the office of a Director who has been declared of unsound mind by an order of court, or convicted of a felony; or (D) written notice to the Secretary from the entity that appointed such Director stating that the designation of the Director or Alternate Director has been revoked, with the revocation to be effective upon receipt unless the notice specifies a later time.

(ii) Notwithstanding paragraph (b)(i), above, to the extent any person serves as a Director representing a non-voting Member, a change in the person serving as Director by virtue of such capacity with the Member shall not constitute a vacancy within the meaning of these Bylaws.

(c) Resignations. No Director appointed by a Signatory may resign if the Aquatic Science Center would then be without at least one Director (or Alternate Director acting as Director pursuant to these Bylaws) from each of at least two Signatories in charge of its affairs, unless the Aquatic Science Center is being dissolved pursuant to Article 13 of these Bylaws.

(d) Reduction or Increase in Number of Directors. The authorized number of Directors may be reduced or increased to accommodate the deletion or addition of a Member.

(e) Temporary Authority of Director. Until such time as a new Director is designated by the respective Member, the respective Alternate Director shall act as the Director for such Member.

6.6 Place of Meetings

Regular meetings of the Board of Directors shall be held at the principal office of the San Francisco Estuary Institute (“SFEI”) unless otherwise provided by the Board, or at such place within the State of California that has been designated from time to time by resolution of the Board of Directors. In the absence of such designation, any meeting not held at the principal office of SFEI shall be valid only after all Board members have been given written notice of the meeting. Special meetings of the Board shall be held at any place within the State of California, as designated in the notice of meeting or, if not stated in the notice or if there is no notice, at the principal office of SFEI. Notwithstanding the above provisions of this section 6.6, a regular or special meeting of the Board of Directors may be held at any place consented to in writing by all Board members, either before or after the meeting. Directors may participate in a meeting through use of conference telephone, electronic video screen communication, or similar communications equipment, so long as all of the following apply: (a) each Board member participating in the meeting can communicate with all the other members concurrently; (b) each member is provided the means of participating in all matters before the board, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation; and (c) the corporation adopts and implements means of verifying both of the following: (i) a person communicating by telephone, electronic video equipment, or other communications equipment is a Director entitled to participate in the Board meeting; and (ii) all statements, questions, actions, or votes were made by that Director and not by another person not permitted to participate as a Director. Participation in a meeting pursuant to this bylaw shall constitute presence in person at such meeting.

6.7 Conduct of Meetings; Open Meetings

Meetings of the Board of Directors shall be presided over by the Chair of the Board or, in the absence of the Chair, the Vice-Chair. If neither the Chair nor the Vice-Chair is present, an acting Chair shall be selected by majority vote of the Board.

All regular meetings of the Board of Directors shall be open to the public. The public, users, and other interested persons may appear and participate at the open meetings. The Board may adopt rules of order to govern the conduct and procedure of Board meetings, insofar as such rules are not in conflict with these Bylaws, with the Agreement, or with the provisions of the Ralph M. Brown Act (Government Code section 54950, *et seq.*) (the “*Brown Act*”).

6.8 Annual and Regular Meetings

The Board of Directors shall, at its first meeting following July 1 of each year, elect a Chair and Vice-Chair from among its Members. The Board shall also set meeting dates for its regular meetings at the annual meeting. Notice of these meetings shall be in accordance with section 6.10.

6.9 Special Meetings

Special meetings of the Board of Directors for any purpose may be called by the Chair of the Board, or by a majority of the Board. Notice of these meetings shall be in accordance with section 6.10.

6.10 Notice

Notice of any meeting of the Board of Directors shall be given to all Directors at least 4 days in advance if given by first-class mail or at least 48 hours in advance if given by notice delivered personally, by telephone, or by electronic transmission as set forth in these Bylaws, provided that such notice may be waived by any Director as set forth in section 6.11. Notice shall not be given by electronic transmission if the corporation is unable to deliver two consecutive notices to a Director by that means, or if the inability to deliver the notice becomes known to the Secretary or other person responsible for giving such notice. Notwithstanding anything in this section 6.10, notice of any meeting of the Board of Directors shall be in compliance with the Brown Act.

6.11 Waiver of Notice

The transactions of any meeting of the Board of Directors, however called and noticed and wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice if (a) a quorum is present and (b) either before or after the meeting, each of the Directors not present signs a written waiver of notice, a consent to holding of the meeting, or an approval of the minutes. The waiver of notice or consent need not specify the purpose of the meeting. All waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting. Notice of a meeting shall also be deemed given to any Director who attends the meeting without protesting before or at its commencement about lack of adequate notice. Notwithstanding anything in this section 6.11, notice of any meeting of the Board of Directors shall be in compliance with the Brown Act.

6.12 Quorum

(a) Attendance at any meeting of at least three Directors representing Signatories shall constitute a quorum for the transaction of business at any meeting of the Board. Except for acts requiring a supermajority under these Bylaws or the Agreement, every act or decision done or made by a majority of the Directors present at a meeting duly held at which a quorum is present is an act of the Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the

withdrawal of Directors, if any action taken is approved by at least a majority of the quorum for that meeting, or if a supermajority is required, by the supermajority of the quorum for that meeting.

(b) The presence or absence of any Director appointed by a Non-Voting Member shall not be counted in any assessment of whether a quorum for the transaction of business is present.

6.13 Rules of Order

The Board may adopt rules of order to govern the conduct and procedure of Board meetings.

6.14 Minutes

The Board will keep or cause to be kept minutes of its proceedings, except executive sessions.

6.15 Fees and Compensation of Directors

Directors and members of committees may receive such reimbursement of expenses as may be determined by resolution of the Board to be just and reasonable.

6.16 Delegation of Powers

Except as otherwise proscribed in these Bylaws and the Agreement, the Board may delegate any of its powers, subject to the constraints of California law.

ARTICLE 7

COMMITTEES

7.1 Committees of Directors

(a) The Board of Directors may, by resolution adopted by a majority of the Directors then in office, designate one or more committees consisting of two or more Directors or their respective Alternate Directors to serve at the pleasure of the Board. The Board of Directors may also designate the chair of a committee, and may authorize the chair to appoint members of that committee. Any member of any committee may be removed, with or without cause, at any time by the Board. Any committee, to the extent provided in the resolution of the Board, shall have all or a portion of the authority of the Board, except that no committee, regardless of the Board resolution, may:

(i) take any action on the exercise of such powers designated under paragraph 6.4(b);

- (ii) take any final action on matters which, under the Agreement or these Bylaws, requires approval a majority or supermajority vote of Board;
- (iii) amend or repeal Bylaws or adopt new Bylaws;
- (iv) amend or repeal any resolution of the Board which by its express terms is not so amendable or repealable;
- (v) fill any vacancy in a committee, create any other committee of the Board or appoint members to such committees; or
- (vi) approve any transaction (i) to which the Aquatic Science Center is a party and one or more Directors has a material financial interest as defined in the California Government Code; or (ii) between the Aquatic Science Center and one or more of its Directors or between the Aquatic Science Center or any person in which one or more of its Directors has a material financial interest.

(b) Any committee that either (i) has a membership that is sufficient to constitute a quorum of the Board, or (ii) becomes a standing committee, shall comply with the requirements of the Ralph M. Brown Act, California Government Code Section 54950, et seq., as if such committee meeting were a meeting of a legislative body as such term is defined in Government Code Section 54952.

7.2 Executive Committee

Subject to Section 7.1, the officers of the Aquatic Science Center, other than the Executive Director of the San Francisco Estuary Institute, shall serve as the Executive Committee of the Board. The Chair of the Board shall serve as chair of the Executive Committee. The Executive Committee, unless limited by a resolution of the Board, shall provide direction to management of the Aquatic Science Center between meetings of the Board; provided, however, that the Executive Committee shall not have the authority of the Board with respect to (a) the filling of vacancies on the Board or on the Executive Committee; (b) the fixing of compensation of the directors for serving on the Board or Committee; (c) the amendment, repeal or adoption of Bylaws; (d) the amendment or repeal of any resolution of the board; or (e) the appointment of committees that have the power of the Board or any members of such committees.

7.3 Advisory Committees

The Board may from time to time appoint advisory committees to assist the Board in carrying out the objectives of the Aquatic Science Center. The Board shall determine the purpose and need for such committees and the necessary qualifications for individuals appointed to them. Any advisory committee appointed by the Board shall include a representative of the San Francisco Estuary Institute and a representative from the Regional Quality Control Board, who may be the same person.

7.4 Meetings and Action of Committees

Meetings and actions of committees of the Board shall be governed by, held, and taken in accordance with, the provisions of Article 6 of these Bylaws concerning meetings of Directors, with such changes in the context of these Bylaws as are necessary to substitute the committee and its members for the Board and its members, except that the meetings of committees may be called by the Board or, if none, by resolution of the committee. Minutes of each meeting will be kept and will be filed with the Secretary of the Aquatic Science Center. The Board may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board has not adopted rules, the committee may do so.

ARTICLE 8

OFFICERS

8.1 Officers

The officers of the Aquatic Science Center are the Chair, Vice-Chair, Executive Director, Secretary and Treasurer. The Chair and Vice-Chair shall be elected by the Board at its first meeting after July 1 of each succeeding year. All Directors are eligible to serve as an elected officer. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the Executive Director.

8.2 Election of Officers

At the first meeting of the Board after July 1 of each year, and as necessary thereafter, nominations for the offices of Chair and Vice-Chair, will be made and seconded by a Director. If more than two (2) names are nominated for any one office, balloting occurs until a nominee receives a majority of the votes cast; provided that after the first ballot the nominee receiving the fewest votes will be dropped from the balloting. Each elected officer serves a one-year term ending on June 30. An elected officer may serve any number of consecutive or non-consecutive terms.

8.3 Removal of Officers

An elected officer may be removed, with or without cause, by a two-thirds (2/3) vote of the Board at a regular or special meeting. The removal of an individual from any office shall not by itself affect the status of such individual as a Director or Alternate Director.

8.4 Vacancies

Any vacancy in any office 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.

8.5 Resignation of Officers

Any officer may resign at any time by giving written notice to the Board of Directors, 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. Any resignation shall be without prejudice to the rights, if any, of the Aquatic Science Center under any contract to which the officer is a party.

8.6 Responsibilities of Officers

(a) Chair of the Board. The Chair of the Board shall also serve as Chair of SFEI. The Chair shall preside at meetings of the Board, and shall exercise and perform such other powers and duties as may be from time to time assigned to the Chair by the Board or prescribed by the Bylaws.

(b) Vice-Chair of the Board. The Vice-Chair shall also serve as Vice-Chair of SFEI. In the absence of the Chair and the Chair's alternate, the Vice-Chair shall assume the responsibilities of the Chair.

(c) Executive Director. Subject to such supervisory powers as may be given by the Board of Directors to the Chair of the Board, the Executive Director generally supervises, directs, and controls the business and the employees of the Aquatic Science Center. The Executive Director has such other powers and duties as may be prescribed by the Board or the Bylaws. The Executive Director may, but need not, be a Director.

(d) Secretary. The Secretary shall also serve as Secretary of SFEI. The Secretary shall (i) certify and keep at the principal office of the Aquatic Science Center the original, or a copy, of these Bylaws as amended or otherwise altered to date; (ii) keep at the principal office of the Aquatic Science Center or at such other place as the Board may determine; a record of minutes of all meetings of the Directors; and, if applicable, meetings of committees of Directors, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof; (iii) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (iv) be custodian of the records of the Aquatic Science Center; (v) exhibit at all reasonable times to any Director of the Aquatic Science Center, to his or her agent or attorney, or to any member of the public on request therefore, the Bylaws and the minutes of the proceedings of the Directors of the Aquatic Science Center; and (vi) in general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Agreement, or by these Bylaws, or which may be assigned to him or her from time-to-time by the Board of Directors.

(e) Treasurer. The Board, or its designated representative, shall contract either with an independent certified public accountant or the Treasurer or Chief Financial Officer of any Signatory, to serve as Treasurer of the Aquatic Science Center and to be

the depository of and have custody of funds, subject to the requirements of California Government Code sections 6505-6505.6. The Treasurer will keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the properties and transactions of the Aquatic Science Center, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements, which books of account will be open to inspection by any Director at all reasonable times; (ii) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the Aquatic Science Center with such depositories as may be designated by the Board, disburse the funds of the Aquatic Science Center as may be ordered by the Board, and render to the Executive Director, the Chair of the Board, and the Board, when requested, an account of all of transactions as Treasurer and of the financial condition of the Aquatic Science Center. The Treasurer shall send or cause to be given to Directors such financial statements and reports as are required to be given by law, by these Bylaws or by the Board. The Treasurer shall exercise other powers and perform such other duties as may be prescribed by the Board or the Bylaws, and if required by the Board, give the Aquatic Science Center a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the office and for restoration to the Aquatic Science Center of all its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Treasurer upon death, resignation, retirement, or removal from office.

8.7 Fees and Compensation of Officers

The officers may receive such reimbursement of expenses as may be determined by resolution of the Board to be just and reasonable.

ARTICLE 9

INSURANCE; INDEMNIFICATION

9.1 Director and Officer Insurance

The Aquatic Science Center shall purchase and maintain insurance to the full extent permitted by law during the entire term of this Agreement on behalf of its Members, Directors, officers, employees and other agents, to cover any liability asserted against or incurred by any Member, Director, officer, employee or agent in such capacity or arising out of or encountered in connection with such Member's, Director's, Officer's, employee's, or agent's status as such, in such kind and amounts as the Board may from time to time determine to be appropriate. Such insurance shall name the Members as additional insured parties.

9.2 Indemnification

Other than for acts of gross negligence or intentional acts, the Aquatic Science Center shall indemnify and hold harmless each Member, its officers, agents, employees, and agents, and each Director and Alternate Director from and against all claims, demands or liabilities, including legal costs, arising out of or encountered in connection with the Agreement and the activities conducted hereunder, or these Bylaws, and shall defend them and each of them against any claim, cause of action, liability or damage resulting therefrom.

9.3 Commercial Insurance

In conformance with the procedures and criteria developed by it, the Board may cause the Aquatic Science Center to purchase commercial insurance or reinsurance or terminate commercial insurance or reinsurance upon a majority vote.

ARTICLE 10

WITHDRAWAL, SUSPENSION AND EXPULSION OF MEMBERS

10.1 Withdrawal of a Member

A Member may withdraw provided that the following conditions are satisfied:

- (a) such Member is not in default of any of its obligations owed to Aquatic Science Center;
- (b) such withdrawal will not cause the Aquatic Science Center to be in default or breach of any agreement to which it is a party, or of any bond or other evidence of indebtedness issued by the Aquatic Science Center;
- (c) not later than thirty (30) days immediately preceding the effective date of such withdrawal, such Member has provided written notice to the Aquatic Science Center of its intent to withdraw;
- (d) such withdrawal is effective on thirty (30) days' notice;
- (e) with respect to the withdrawal of a Signatory, the Aquatic Science Center will have at least two (2) Signatories after such withdrawal. In the event that such withdrawal would leave the Agreement with only one Signatory, the Signatory may not withdraw until all principal of and interest on any and all bonds and other evidences of indebtedness issued by the Aquatic Science Center have been paid in full;

(f) in connection with the termination of the Aquatic Science Center pursuant to Article 13, compliance with the requirements of such Article 13 shall be deemed sufficient for all Members to withdraw from Membership in the Aquatic Science Center;

(g) a notice of withdrawal may be revoked within thirty (30) days.

10.2 Suspension of a Member

The Aquatic Science Center may suspend a Member from the Aquatic Science Center subject to the following conditions:

(a) the Member is in default under the terms of the Agreement, these Bylaws, any contract executed by the Member in connection with any Aquatic Science Center program, any bond or other evidence of indebtedness for which the Member has agreed to assume responsibility, in whole or in part;

(b) the Aquatic Science Center has given written notice of the default described in subsection 10.2(a) to the defaulting Member; and

(c) not earlier than thirty (30) days after transmittal of the notice and not later than the sixty (60) days immediately preceding the effective date of such suspension, two-thirds (2/3) of the authorized Directors votes to suspend the Member.

10.3 Expulsion of a Member

The Aquatic Science Center may expel a Member from the Aquatic Science Center provided that:

(a) the Member is in default under the terms of the Agreement, these Bylaws, any contract executed by the Member in connection with any the Aquatic Science Center program, any bond or other evidence of indebtedness for which the Member has agreed to assume responsibility, in whole or in part;

(b) the Aquatic Science Center has given written notice of the default described in subsection 10.3(a) to the defaulting Member; and

(c) not earlier than thirty (30) days after transmittal of the notice and not later than the sixty (60) days immediately preceding the effective date of such expulsion, two-thirds (2/3) of the authorized Directors votes to expel the Member.

ARTICLE 11

ADMINISTRATIVE AGENCY

SFEI is designated in the Agreement as the administrative agency for the Aquatic Science Center. As such, pursuant to an administrative service agreement, SFEI will provide

necessary services to administer and execute the purposes of the Agreement for the Aquatic Science Center.

ARTICLE 12

EVENTS OF DEFAULT AND REMEDIES

12.1 Events of Default Defined

The following are "events of default" under the Agreement and these Bylaws, and the terms "events of default" and "default" means, whenever they are used in the Agreement and these Bylaws, with respect to a Member, any one or more of the following events:

(a) failure by such Member to observe and perform any covenant, condition or agreement on its part to be observed or performed under the Agreement, to comply with these Bylaws or to comply with any Aquatic Science Center program requirement (including but not limited to any contract executed by the Member in connection with any program, any bond or other evidence of indebtedness for which the Member has agreed to assume responsibility, in whole or in part) for a period of thirty (30) days after written notice specifying such failure and requesting that it be remedied has been given to such Member by the Aquatic Science Center or the Secretary; provided, however, if the failure stated in the notice cannot be corrected within the applicable period, the Aquatic Science Center, or the Secretary, as the case may be, will not unreasonably withhold its consent to an extension of such time if corrective action is instituted by the Member within the applicable period and diligently pursued until the default is corrected. After such an extension, failure to diligently pursue or to achieve corrective action is a separate "event of default" under this clause requiring notice, but not requiring that the Aquatic Science Center consent to any extension;

(b) the filing by such Member of a case in bankruptcy, or the subjection of any right or interest of such Member under the Agreement or these Bylaws to any execution, garnishment or attachment, or adjudication of such Member as bankrupt, or assignment by such Member for the benefit of creditors, or the entry by such Member into an agreement of composition with creditors, or the approval by a court of competent jurisdiction of a petition applicable to the Member in any proceedings instituted under the provisions of the Federal Bankruptcy Code, as amended, or under any similar act which may hereafter be enacted;

(c) action taken by the Member to withdraw from or repudiate membership in the Aquatic Science Center in violation of, or inconsistent with, the Agreement or these Bylaws; or

(d) the failure of the Director or Alternative Director of such Member to attend at least fifty percent of the Board meetings in a given twelve-month period;

12.2 Remedies on Default

(a) Whenever any event of default referred to in paragraph 15.1(a) of this Article has occurred and is continuing, it will be lawful for the Aquatic Science Center to exercise any and all remedies available pursuant to law or granted pursuant to the Agreement and these Bylaws.

(b) In the event that the Aquatic Science Center elects to expel any defaulting Member, subject to the conditions described and in the manner provided in Section 10.3 of these Bylaws, the Member nevertheless agrees to pay the Aquatic Science Center all costs, losses or damages arising or occurring as a result of such default and termination, and administrative and legal costs incurred in noticing the default and effecting the expulsion. No such expulsion becomes effective, by operation of law or otherwise, unless and until the Aquatic Science Center has given written notice of such expulsion to the Member; no such expulsion will be effected either by operation of law or acts of the parties hereto, except only in the manner herein expressly provided; and no such expulsion terminates the obligation of the expelled Member to pay any fees assessed prior to such expulsion.

12.3 No Remedy Exclusive

No remedy conferred herein upon or reserved to the Aquatic Science Center is intended to be exclusive and every such remedy is cumulative and is in addition to every other remedy given under the Agreement or these Bylaws, now or hereafter existing at law or in equity. No delay or omission to exercise any right or power accruing upon any default impairs any such right or power or will be construed to be a waiver thereof, but any such right and power may be exercised from time to time and as often as may be deemed expedient. In order to entitle the Aquatic Science Center to exercise any remedy reserved to it in these Bylaws, it is not necessary to give any notice, other than such notice as may be required in these Bylaws or by law.

12.4 Agreement to Pay Attorneys' Fees and Expenses

In the event either the Aquatic Science Center or any Member, should be in default under any of the provisions of these Bylaws and the nondefaulting party should employ attorneys or incur other expenses for the collection of monies or the enforcement of performance or observance of any obligation or agreement on the part of the defaulting party, the defaulting party agrees that it will on demand therefor pay to the nondefaulting party the reasonable fees of such attorneys and such other expenses so incurred by the nondefaulting party.

12.5 No Additional Waiver Implied by One Waiver

In the event any agreement contained in the Agreement and these Bylaws should be breached by either party and thereafter waived by the other party, such waiver will be limited to the particular breach so waived and will not be deemed to waive any other breach hereunder.

ARTICLE 13

TERMINATION

13.1 Time of Termination

The Aquatic Science Center may be terminated upon the written consent of all of the Members if the effective termination date and such written consents are delivered to the Aquatic Science Center and the Secretary at least sixty (60) days prior to the effective termination date provided that all principal of and interest on any and all bonds and other evidences of indebtedness issued by the Aquatic Science Center are paid in full.

13.2 Continuing Obligations

After the termination date, the Aquatic Science Center will continue to be obligated to pay, or cause to be paid any amounts due for winding up its affairs, including but not limited to any litigation costs and/or extraordinary costs associated with a financing transaction.

13.3 Distribution of Assets

In the event any assets remain after winding up the affairs of the Aquatic Science Center, the Board shall either return any assets to the Member or other entity which provided such asset to Aquatic Science Center, or shall sell the assets, in accordance with California law, and distribute the funds according to Section 13.4.

13.4 Distribution of Funds

In the event any surplus money remains on hand after winding up the affairs of the Aquatic Science Center, such sums will be returned to the Members in proportion to the contributions made.

ARTICLE 14

AMENDMENTS

14.1 Amendment by Directors

Subject to the limitations set forth below, the Board may adopt, amend or repeal Bylaws. Such power is subject to the following limitations:

(a) The Board may not amend any provision of these Bylaws that requires the vote of a larger proportion of Directors than a simple majority, except by vote of such larger number of Directors.

(b) The Board may not delete or amend Bylaw provisions requiring compliance with the Agreement.

(c) The Board may not delete or amend Bylaw provisions if such deletion of amendment would be contrary to the provisions of Article 6.4(c), above.

ARTICLE 15

RECORDS AND REPORTS

15.1 Maintenance of the Aquatic Science Center Records

The Aquatic Science Center will keep at the Aquatic Science Center's principal office:

- (a) a copy of the Agreement and these Bylaws;
- (b) adequate and correct books and records of account; and
- (c) minutes in written form of the proceedings of its Board and committees of the Board.

15.2 Inspection Rights

Any Member may inspect the Agreement, Bylaws, 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 in the business of the Aquatic Science Center. 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 and make extracts. The Aquatic Science Center may charge reasonable fees associated with the provision of such copies or extracts.

15.3 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 Aquatic Science Center. 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. The Aquatic Science Center may charge reasonable fees associated with the provision of such copies or extracts.

15.4 Financial Report

As soon as possible after the close of the Aquatic Science Center's fiscal year, the Board will cause an annual report prepared by BACWA's auditor and sent to the governing body of each Member. The report required by this section will be accompanied by any report thereon of independent accountants, or, if there is no such report, by the certificate

of an authorized officer of the Aquatic Science Center that such statements were prepared without audit from the books and records of the Aquatic Science Center.

15.5 Fiscal Year

The Aquatic Science Center's fiscal year is July 1 to June 30.

CERTIFICATE OF SECRETARY

I, the undersigned, the duly elected Secretary of the Aquatic Science Center, a Joint Powers Authority, do hereby certify:

That the foregoing Bylaws consisting of __ pages were adopted as the Bylaws of the Aquatic Science Center by the Directors of the Aquatic Science Center on _____, 2013, and the same do now constitute the Bylaws of this Aquatic Science Center.

IN WITNESS WHEREOF, I have hereunto subscribed my name this _____, 2013.

_____, Secretary
Print Name



BACWA EXECUTIVE BOARD ACTION REQUEST

AGENDA NO.: 16

FILE NO.: N/A

MEETING DATE: June 27, 2013

TITLE: Nomination and Election of BACWA Executive Board Chair and Vice Chair

MOTION _____ RESOLUTION _____ DISCUSSION _____

RECOMMENDED ACTION

Nomination and election of the BACWA Executive Board Chair and Vice Chair.

SUMMARY

Section 7 of the Joint Powers Agreement establishing BACWA states that the agency shall designate a Chair and Vice Chair, chosen by the Executive Board, from the members of the Executive Board. These positions each have a one year term that coincides with BACWA’s fiscal year. Historically, most BACWA Chairs and Vice Chairs are asked to serve for two consecutive terms.

Responsibilities of the Chair include signing contracts, approving payments, convening and presiding over Executive Board meetings, and serving on the BACWA Finance Committee. Responsibilities of the Vice Chair include serving as the Chair in the absence of the regularly elected Chair and serving on the BACWA Finance Committee.

BACWA Leadership History

Timeframe	Chair	Vice-Chair
2000 – 2002	Chuck Weir (EBDA)	Jim Kelly (CCCSD)
2002 – 2004	Jim Kelly (CCCSD)	Michael Carlin (SFPUC)
2004 – Feb. 2005	Michael Carlin (SFPUC)	Dave Williams (EBMUD)
March 2005 – July 2005	Dave Williams (EBMUD)	Bill Keaney (SFPUC)
July 2005 – June 2006	Bill Keaney (SFPUC)	Chuck Weir (EBDA)
July 2006 – May 2007	Bill Keaney (SFPUC)	Dave Williams (EBMUD)
June 2007 – June 2008	Dave Williams (EBMUD)	Dave Tucker (EBMUD)
July 2008 – March 2010	Dave Tucker (SJ)	Doug Craig (CCCSD)
April 2010 – June 2010	Dave Tucker (SJ)	Arleen Navarret (SFPUC)
July 2010 – October 2010	Arleen Navarret (SFPUC)	Ben Horenstein (EBMUD)
Nov. 2010 – Feb. 2013	Ben Horenstein (EBMUD)	Tommy Moala/Laura Pagano (SFPUC)
March 2013 – present	Mike Connor (EBDA)	Laura Pagano (SFPUC)

FISCAL IMPACT

This action has no fiscal impact.

ALTERNATIVES

This action does not require consideration of alternatives.

January – December 2014 BACWA Executive Board Meeting Schedule

Executive Board Poll Summary

Monthly Meeting Schedule Options

All five BACWA Executive Board representatives and the Executive Director participated in a poll to determine the optimal day and time for scheduling the monthly BACWA Executive Board meeting. Day and time options were listed and participants chose from the following to best describe their availability for each date/time: 1) not available, 2) available, or 3) preferred. Based on the results of the poll, the following options are the only date/times when all five Principals and the Executive Director could attend a monthly meeting. For each of the options below, the results (total number who indicated available/ total number indicated preferred) are shown.

- Third Friday, 9am – 12pm (3 available/2 preferred)
- Third Friday, 1pm – 4pm (4 available/1 preferred)
- Fourth Thursday, 1pm – 4pm (3 available/2 preferred)

Comments/Suggestions

- Meetings on the Fourth Thursday in November and December would likely need to be rescheduled due to Holidays.
- Request to consider casual dress / jeans ok policy for Friday meetings to align with Principal agency policies.
- Preference for morning meetings to allow for occasions when meetings may run later than scheduled or duration of meeting may need to be extended.

Once the Board has determined the optimal date/time for regular monthly meetings, the AED will draft a January – December 2014 meeting schedule, noting potential conflicts (holidays, NACWA/CASA workshops). The draft schedule will be included in the next Board meeting handout packet for Board review.