



Special Board of Directors Meeting
Thursday, March 24, 2022
at 5:00p.m.
MINUTES

Directors in Attendance

Chair Long

Vice Chair McFadden

Director Kimball

Director Meneghin (joined at 5:02pm)

Director Pace

Director Villaseñor

Staff in Attendance

Executive Director Anthony Emmert

Legal Counsel Steve O'Neill

Clerk of the Board Eva Ibarra

1. Call to Order - 5:00pm

Chair Long called the Special Board Meeting to order at 5:00p.m. and asked Director Pace to lead everyone in reciting the Pledge of Allegiance

1A Pledge of Allegiance

Director Pace led everyone in reciting the Pledge of Allegiance

1B Directors Roll Call

The clerk called roll. Five Directors were present (Kimball, Long, McFadden, Pace, Villaseñor). Director Meneghin was unavailable.

1C Public Comments

Chair Long asked if there were any public comments. None were offered.

1D Approval of Agenda

Motion

Chair Long asked if there were any changes to the agenda. No changes mentioned.

Motion to approve the agenda, Director McFadden; Second, Director Villaseñor. Roll call vote: five ayes (Kimball, Long, McFadden, Pace, Villaseñor); none opposed; motion carries unanimously 5/0. Director Meneghin was unavailable for vote.

2A. Subsequent Finding Regarding Continuation of AB 361 Exemptions to Brown Act Teleconferencing Requirements

The Board adopted Resolution 2022-05 continuing findings that the requisite conditions exist for remote teleconference meetings of the Agency's legislative bodies without compliance with Government Code section 54953(b)(3), as authorized by Government Code section 54953(e).

Motion to approve the Consent Calendar items; Director McFadden; Second, Director Villaseñor. Roll call vote: Six ayes (Kimball, Long, McFadden, Meneghin, Pace, Villaseñor); none opposed; motion carries unanimously 6/0.

3A. Agreement with Aleshire & Wynder LLP for General Legal Services

Motion

The Board approved the agreement with Aleshire & Wynder LLP for General Legal Counsel services.

Legal Counsel Steven O'Neill explained the change of law firms from Olivarez Madruga Lemeiux O'Neill to Aleshire & Wynder LLP and discussed possible future conflicts between the Agency and the City of Fillmore, who also uses Aleshire & Wynder as its City Attorney. He stated that no conflicts exist at this time and that, should the Agency secure Aleshire & Wynder as its legal counsel firm, that both he and the City's legal counsel would sign conflict disclosure letters.

Chair Long asked Executive Director Anthony Emmert if he had any comments on the information provided by Mr. O'Neill. Mr. Emmert explained possible conflicts that could occur with the transition. He stated that he had spoken to legal counsels of the other members of the JPA, the County of Ventura, and the United Water Conservation District. Both legal counsels noted that it was not an ideal situation, but that they were not aware of any current conflicts. They both urged caution in moving forward and said that conflict letters were a necessity.

Chair Long asked if there is any change in the fee schedule with the new legal firm? Mr. O'Neill said no, the fees will remain the same, although he mentioned beginning 2023, it is expected to go up five percent, due to inflation costs.

Vice Chair McFadden stated he feels it would be expensive and time consuming to start a procurement for a new legal counsel, although if no complications, he would support to moving forward as recommended by staff.

Chair Long thanked Legal Counsel for the services they have provided the Agency which has allowed the transition to the new firm to be effortless.

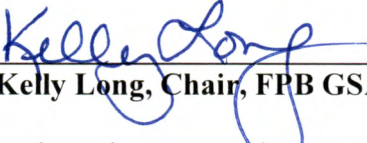
Director Pace asked Mr. O'Neill if the Agency would be entering a limited term agreement? Mr. O'Neill stated there is no term in the proposed agreement, and stated the Agency can be terminate his services at any given time.

Director Kimball said it is difficult to find a water lawyer anywhere in California that does not have a conflict, and the possible conflicts discussed are minimal, and he felt we have been well represented by the firm this far.

Motion to approve; Director McFadden: Second, Director Kimball. Roll call vote: Six ayes (Kimball, Long, McFadden, Meneghin, Pace, Villaseñor); none opposed; motion carries unanimously 6/0.


ADJOURNMENT 5:17p.m.

Chair Long thanked the Directors for their time and participation in the Special Board meeting and adjourned the meeting at 5:17p.m. to the next **Regular Board Meeting** on Thursday, **April 21, 2022** or call of the Chair.

ATTEST: 

Kelly Long, Chair, FPB GSA Board of Directors

I certify that the above is a true and correct copy of the minutes of the Fillmore and Piru Basins Groundwater Sustainability Agency's Special Board of Directors meeting of March 24, 2022.

ATTEST: 

Eva Ibarra, clerk of the Board