



SAN FRANCISQUITO CREEK
JOINT POWERS AUTHORITY
SFCJPA.ORG

**Notice of Regular Meeting of the
BOARD OF DIRECTORS
City of Menlo Park Council Chambers
Menlo Park, California
January 25, 2018 at 3:30 p.m.**

AGENDA

1. ROLL CALL
2. APPROVAL OF AGENDA
3. APPROVAL OF MEETING MINUTES: December 14, 2017 Regular Board meeting
4. PUBLIC COMMENT: *Individuals may speak on any topic for up to three minutes; during any other Agenda item, individuals may speak for up to three minutes on the subject of that item.*
5. REGULAR BUSINESS: Executive Director's Report
 - a. Board Organization: select officer positions and membership on committees
 - b. Resolution 18.1.25 of the Board of Directors, approving the Third Amendment to the Employment Agreement with the Executive Director and amending the SFCJPA Salary Schedule
 - c. S.F. Bay-Highway 101 project: discuss construction activities and planning
 - d. Upstream of Highway 101 project update
6. CLOSED SESSION: Performance Evaluation of Executive Director pursuant to Government Code Section 54957
7. BOARD MEMBER COMMENTS: *Non-agendized requests or announcements; no action may be taken.*
8. ADJOURNMENT

PLEASE NOTE: This Board meeting Agenda and supporting documents related to items on the Agenda can be viewed online by 3:30 p.m. on January 22, 2018 at sfcjpa.org -- click on the "Meetings" tab near the top.

NEXT MEETING: Regular Board meeting, February 22, 2018 at 3:30 PM, City of East Palo Alto Council Chambers

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Agenda Item 3
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Director Pine called the meeting to order at 3:37 p.m. at the City of Palo Alto Council Chambers, Palo Alto, California.

DRAFT

1) ROLL CALL

Members Present: Director Pine, San Mateo County Flood Control District (SMCFCD)
Director Scharff, City Palo Alto
Director Kremen, Santa Clara Valley Water District (SCVWD)
Director Keith, City of Menlo Park (not present at roll call)

Alternates Present: Director Gauthier, City of East Palo Alto

Members Absent: Director Abrica, City of East Palo Alto

JPA Staff Present: Len Materman, Executive Director
Kevin Murray, Staff
Miyko Harris-Parker, Staff

Others Present: Trish Mulvey, Palo Alto resident; Dennis Parker, East Palo Alto resident;
Jerry Hearn, Portola Valley resident; Jim Wiley, Menlo Park resident;
Michel Jeremias, City of Palo Alto; Russell Chen, SCVWD; Kamal
Fallaha, City of East Palo Alto; Ann Stillman, SMCFCD

2) APPROVAL OF AGENDA

Director Gauthier made a motion to approve the agenda. Director Kremen seconded. Agenda approved 3-0. Director Keith and Director Scharff not present at time of vote. Director Abrica not present.

3) APPROVE BOARD MEETING MINUTES: NOVEMBER 16, 2017 REGULAR BOARD MEETING

Director Pine made a motion to approve the November 14, 2017 Regular Board meeting minutes. Director Kremen seconded. November 14, 2017 Regular Board meeting minutes approved 3-0. Director Keith and Director Scharff not present at time of vote. Director Abrica not present.

4) PUBLIC COMMENT

Trish Mulvey, Palo Alto resident spoke about the CRS and she requested a follow up on the maintenance agreement discussion.

Chairperson Pine asked that Mrs. Mulvey send him an email with the contact information of the CRS representative she has been speaking with.

5) REGULAR BUSINESS

S.F. Bay-Highway 101 project: discuss construction activities and planning

Mr. Materman provided the Board with an update on Bay-Highway 101 project cost issues and activities. Activities discussed included trail and road closures, and he noted that East Bayshore Road is open in both directions and that Caltrans has said that West Bayshore Road is scheduled to be opened in both directions before the end of this year.

Director Keith arrived at 3:50 pm.

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Upstream of Highway 101 project update

Mr. Materman provided the Board with an update on the project upstream of Highway 101, highlighting that the EIR is in the drafting stage and that a formal request has been made to Stanford for information related to upstream detention alternatives. Mr. Materman said that the letter sent to Stanford asked that Stanford complete the request for information by mid-January.

Director Kremen and Chairperson Pine asked that a copy of the letter be sent to Board members.

Discuss the 2018 schedule of Regular meetings of the Board of Directors

Mr. Materman presented the draft 2018 regular meeting schedule to the Board for discussion and approval.

Director Scharff stated that all the scheduled dates work for him except the November 15, 2018 meeting date.

Director Keith commented that she could make the 3:30 p.m. start time although a 4:00 p.m. start time would be preferable.

Director Keith made motion to adopt the 2018 schedule of Regular meetings of the Board of Directors with a 3:30 p.m. start time. Director Gauthier seconded. The 2018 schedule of Regular meetings of the Board of Directors was approved 5-0. Director Abrica not present.

Director Kremen requested that staff send the Board a calendar request with approved Board meeting dates so that the dates appear on Board member's calendars.

Chairperson Pine adjourned the regular session at 3:58 pm for the Holiday gathering stating that there would not be a report out from the closed sessions.

6) CLOSED SESSION: Performance Evaluation of Executive Director

Chairperson Pine adjourned to the Executive Director performance evaluation closed session at 4:07 p.m.

7) CLOSED SESSION: Conference with Labor Negotiators

Chairperson Pine adjourned to the closed session conference with labor negotiators at 5:09 pm.

8) BOARD MEMBER COMMENTS

None.

9) ADJOURNMENT

Chairperson Pine adjourned the meeting at 5:36 pm.

Minutes Prepared by Clerk of the Board: Miyko Harris-Parker.

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Agenda Item 5
Executive Director's Report

With the help of Kevin Murray, Tess Byler, and Miyko Harris-Parker, I am pleased to submit the following:

a. Board Organization: select officer positions and membership on committees

Early in each calendar year, the Board appoints individual Board members to fill officer positions and positions on Board committees. The position of Chair and Vice Chair has historically been a two-year term. In February 2016, Dave Pine took over as Chair and Gary Kremen began serving as Vice Chair. Board service on committees has been a one-year renewable term, and thus committee assignments made one year ago should now be renewed or changed. In 2017, committee membership was as follows:

Committee and membership

Finance: Kirsten Keith and Dave Pine

Personnel: Ruben Abrica and Greg Scharff

Emergency Preparedness: Ruben Abrica and Gary Kremen

Purposes, Roles and Responsibilities: Full Board

The role of the Finance Committee is to hear, comment on, and then present to the full Board the annual operating budget and audit. The Personnel Committee initiates, and acts as the SFCJPA representatives for, the review of the Executive Director. The role of the Emergency Preparedness Committee is to provide direction on this issue and bring related items to the full Board. The Purposes, Roles and Responsibilities Committee recommends changes to the agency's founding Joint Powers Agreement. Finally, the Association of California Water Agencies Joint Powers Insurance Authority, which provides benefits to SFCJPA employees, requires that the SFCJPA Board appoint a representative to the ACWA/JPIA Board. In 2017, Ruben Abrica served as the SFCJPA representative to the ACWA/JPIA, and our alternate was SFCJPA Finance and Administration Manager Miyko Harris-Parker. These appointments should be renewed or changed.

Proposed Board action: Select a Chair, Vice Chair, membership on Board committees, and a representative to the ACWA/JPIA.

b. Resolution 18.1.25 of the Board of Directors, approving the Third Amendment to the Employment Agreement with the Executive Director and amending the SFCJPA Salary Schedule

At the last SFCJPA Board meeting on December 14, 2017, the Board held closed session discussions related to my performance evaluation and to labor negotiations. Following that Board meeting, SFCJPA General Counsel Greg Stepanicich drafted the enclosed three documents: a Memorandum to the Board of Directors outlining a change to my Employment Agreement agreed to by the Board, the Third Amendment to the July 1, 2014 Amended and Restated Employment Agreement, and a draft Resolution Number 18.1.25 implementing those changes. Also enclosed is a draft Amended FY2017-18 Salary Schedule for the Authority, which is required by the California Public Employees Retirement System (CalPERS). These enclosed documents serve as the background for this agenda item.

Proposed Board action: Approve the enclosed Resolution Number 18.1.25, which approves the Third Amendment to the July 1, 2014 Amended and Restated Employment Agreement with the Executive Director and amends the SFCJPA FY2017-18 Salary Schedule.

c. S.F. Bay-Highway 101 project: discuss construction activities and planning

Since construction began in the summer of 2016, we have discussed construction activities for our project to improve public safety and recreation, and increase marsh habitat, along San Francisquito Creek from the Bay to Highway 101. The SFCJPA, Santa Clara Valley Water District (SCVWD), and cities of Palo Alto and East Palo Alto continue to meet weekly with the SCVWD's levee and floodwall contractor (Teichert Construction) to coordinate activities, work sequencing, and permit compliance. Additionally, the SFCJPA has worked with these entities, as well as PG&E, the East Palo Alto Sanitary District (EPASD), and Palo Alto's Golf Course project to complete utility relocation and begin marsh restoration. The following summarizes activities since the last Board meeting:

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- In compliance with environmental regulatory permits, in-channel work, including replacing the existing levees is paused and will resume in June 2018.
- Soil excavated from the creek that is suitable for levee fill, and recently imported levee fill, are being used to construct the new Palo Alto side levee on golf course land outside of the current channel.
- PG&E's new gas transmission pipeline became operational on November 19. The utility has cleaned the newly abandoned 1950's pipeline and the abandoned 1931 gas pipeline so that these pipes in the creek and beneath the levees can be removed by Teichert Construction next summer.
- East Palo Alto Sanitary District installed the new sewer and recycled water lines under the creek, and are preparing the as-built depth of these lines so the flood protection features can be built over them.
- Caltrans construction is near completion, with Highway 101 finishing work to be completed by April.
- The SFCJPA has secured FAA and Palo Alto Airport clearances to install the support structure for the new boardwalk connecting the existing Friendship Bridge to the new setback levee on the Palo Alto side. Last month, I reported that this work would begin soon; however, the contractor will instead begin in September 2018 when restrictions related to the nesting season of the endangered Ridgway's Rail (formerly called Clapper Rail) in the area are lifted.
- In December, SFCJPA contractor Hanford ARC began installing habitat restoration features in the Faber Tract and outer Faber Tract. Work planned for this season includes construction and vegetation of five high tide refugia islands and planting on the new berm between the creek and the Faber Marsh. Due to Ridgway's Rail restrictions, this work will be paused next week and resume September 1st.
- Required annual surveys to detect the presence of Ridgway's Rail in construction areas began on January 16. The results of these surveys, which will become available after surveying is completed by late April, will determine the work area in the Creek and near the Faber Tract from the date of acceptance by the fish and wildlife agencies through August 31. Between February 1 and the date of acceptance by the agencies, last season's buffer zone will govern construction activities.
- As discussed at previous Board meetings, costs associated with claims and change orders from Teichert Construction have the potential to significantly affect the project budget. In order to reduce costs, the project team continues to seek locations to export soil material. Yet these and other issues may increase construction costs beyond the amount established in the six-party Construction Funding Agreement plus new grant funds. SFCJPA, SCVWD and other member agency staff have continued discussions on strategies to address this issue. We will discuss the cost issue at this Board meeting.

d. Upstream of Highway 101 project update

On Friday, January 19, 2018, Regional Water Quality Control Board Executive Officer Bruce Wolfe sent me a letter regarding our planning for a flood protection, ecosystem restoration and recreation project upstream of Highway 101 (copies of the letter were also sent to State legislators, other regulatory agencies, and Stanford University). The letter restated the Regional Water Board's position that in planning our project upstream of Highway 101, the SFCJPA needs to account for changes at Searsville Dam and Reservoir that will alter the watershed's sediment regime. Prior to sending the letter, Regional Water Board staff informally contacted SFCJPA staff to let us know it was coming at which time SFCJPA staff requested a meeting to be sure that the letter reflects our common understandings; Regional Water Board staff responded that the letter would be sent now and that they would schedule a follow-up meeting. SFCJPA staff are now going through the letter to determine if a formal response is advised; any response would be coordinated with the SFCJPA Board and Stanford, as appropriate.

Submitted by:



Len Materman
Executive Director

Agenda Item 5.b.

Memo from SFCJPA legal counsel
to the Board outlining the change to the
Executive Director Employment Agreement
as discussed by the Board

Draft Resolution 18.1.25 implementing those changes

Third Amendment to the July 1, 2014
Amended and Restated Employment Agreement

Amended FY2017-18 Salary Schedule for the Authority

MEMORANDUM

MEETING DATE: January 25, 2018

TO: Board of Directors
San Francisco Creek Joint Powers Authority

FROM: Greg Stepanicich, General Counsel

SUBJECT: Amendment to Amended and Restated Executive Director Employment Agreement

Summary

An amendment to the Executive Director's employment agreement is presented for Board consideration and approval. This amendment follows the Board's recent evaluation of the Executive Director's performance. It includes a 4.0% salary increase to an annual salary of \$172,224 for Board consideration.

Discussion

Len Materman has been the Authority's Executive Director since August 11, 2008. The Board evaluates the performance of the Executive Director at least annually and may adjust his salary in connection with the review process. Following the annual evaluation completed last month, the Board indicated an interest in considering an increase to the Executive Director's annual salary.

The attached resolution approves the amendment to the Executive Director's employment agreement with a 4.0% increase in salary. It also updates the Authority's salary schedule, as required by the California Public Employees' Retirement System (CalPERS).

Attachments: Resolution Approving Contract Amendment & 2017-18 Fiscal Year Salary Schedule
Third Amendment to Amended and Restated Employment Agreement



SAN FRANCISQUITO CREEK
JOINT POWERS AUTHORITY
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RESOLUTION NUMBER 18.1.25

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE
SAN FRANCISQUITO CREEK JOINT POWERS AUTHORITY
APPROVING THE THIRD AMENDMENT TO THE AMENDED AND RESTATED
EMPLOYMENT AGREEMENT WITH THE EXECUTIVE DIRECTOR AND
AMENDING THE SALARY SCHEDULE**

WHEREAS, the Board of Directors of the San Francisquito Creek Joint Powers Authority has conducted a review of the compensation and performance of the Executive Director and desires to implement a 4% annual salary increase;

WHEREAS, the Board of Directors of the San Francisquito Creek Joint Powers Authority desires to amend the employment agreement with the Executive Director to incorporate the salary increase noted above;

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the San Francisquito Creek Joint Powers Authority:

1. Approves the Third Amendment to the Amended and Restated Employment Agreement dated January 25, 2018, as attached to this resolution.
2. Amends the Fiscal Year 2017-18 Salary Schedule for the San Francisquito Creek Joint Powers Authority to include the increased and approved annual salary for the Executive Director, effective July 1, 2017, as attached to this resolution.

Approved and adopted the 25th day of January 2018.

I the undersigned, hereby certify that the foregoing Resolution Number 18.1.25 was duly adopted by the Board of Directors of the San Francisquito Creek Joint Powers Authority.

INTRODUCED AND PASSED:

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

APPROVED:

Date: 1/25/18
Director

Date: 1/25/18
Chairperson

APPROVED AS TO FORM:

Gregory W. Stepanovich

Legal Counsel Date: 1/22/18

THIRD AMENDMENT TO
AMENDED AND RESTATED EMPLOYMENT AGREEMENT

This THIRD AMENDMENT to the AMENDED AND RESTATED EMPLOYMENT AGREEMENT (“Amended and Restated Agreement”), dated July 1, 2014, between the SAN FRANCISQUITO CREEK JOINT POWERS AUTHORITY (“JPA”) and LEN MATERMAN, an individual (“EMPLOYEE”), as amended, is entered into this _____ day of January, 2018. JPA and EMPLOYEE are sometimes collectively referred to herein as the “PARTIES.”

RECITALS

This Amendment is entered into on the basis of the following facts, understandings and intentions of the PARTIES:

- A. JPA and EMPLOYEE entered into the Amended and Restated Agreement on July 1, 2014.
- B. Since its approval, the Amended and Restated Agreement has been amended two times.
- C. Based on the results of its most recent performance evaluation and exercising its discretion under Section 6 of the Agreement, the Board desires to grant EMPLOYEE a salary increase and adopt this Third Amendment to the Amended and Restated Agreement.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing Recitals and mutual promises and conditions in the Amended and Restated Agreement and this Amendment, it is agreed as follows:

Section 1. Incorporation of Recitals. The foregoing Recitals, and each of them, are incorporated herein as though set forth in full.

Section 2. Paragraph 5 (Salary) of the Agreement is amended to read as follows:

“5. Salary. Effective July 1, 2017, JPA shall pay EMPLOYEE an annual salary of \$172,224.00 (One Hundred Seventy-Two Thousand Two Hundred Twenty Four and No/100 Dollars), prorated and paid on JPA’s normal paydays, subject to legally permissible or required deductions. EMPLOYEE’s salary is compensation for all hours worked and for all services under this Agreement. EMPLOYEE shall be exempt from overtime pay provisions of California law (if any) and federal law. EMPLOYEE’s salary may be adjusted periodically to reflect cost of living increases pursuant to Paragraph 7h, and merit increases pursuant to Paragraph 6.”

Section 3. Except as expressly modified by this Amendment, all provisions of the Amended and Restated Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the PARTIES have executed this Agreement to be effective as provided above.

Chair, Board of Directors
San Francisquito Creek Joint Powers Authority

Len Materman

DATE: _____

DATE: _____



SAN FRANCISQUITO CREEK
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DRAFT

Fiscal Year 2017-18 Salary Schedule

Amended January 25, 2018

<u>Position</u>	<u>Annual Salary</u>
Executive Director	\$172,224
Senior Project Manager	\$112,000
Finance & Administration Manager	\$96,750
Project Manager	\$100,000