



MINUTES OF THE SPECIAL BOARD MEETING OF THE BOARD OF DIRECTORS OF TRABUCO CANYON WATER DISTRICT | AUGUST 8, 2023

The Special Meeting of the Board of Directors of the Trabuco Canyon Water District (TCWD or District) conducted on August 8, 2023, was called to order by President Stephen Dopudja at 5:30 p.m. in the Board Room at the District Administrative Facility located at 32003 Dove Canyon Drive, Trabuco Canyon, California. Mr. Michael Perea, District Secretary, transcribed the minutes thereof.

DIRECTORS PRESENT

President Stephen Dopudja
Vice President Ed Mandich
Director Glenn Acosta
Director Don Chadd
Director Michael Safranski

STAFF PRESENT

Fernando Paludi, General Manager
Michael Perea, Assistant General Manager
Karen Warner, Principal Accountant
Roseann Lejsek, Administrative Assistant

DISTRICT CONSULTANTS PRESENT

None at the start of the meeting.
Ms. Claire Collins, General Counsel, joined the meeting telephonically at approximately 5:40 p.m.

PUBLIC PRESENT

None

PLEDGE OF ALLEGIANCE

Director Acosta led the Board of Directors, District staff, and audience in the Pledge of Allegiance.

VISITOR PARTICIPATION

None

ORAL COMMUNICATION

None

DIRECTOR'S COMMENTS

None

REPORT FROM THE GENERAL MANAGER

Mr. Paludi reported on the following matters:

- A fire broke out at Santiago Peak the previous night, and the Orange County Fire Authority (OCFA) responded promptly to fight the fire with water used from the District's Dove Lake. Mr. Paludi expressed his appreciation for OCFA's efforts, and he reported that the District's public outreach consultant Rockspark Communications

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posted a video of OCFA utilizing Dove Lake water for firefighting purposes on the District's social media platforms.

- District staff have sent out placeholder invites to the Board of Directors for the next public "Chat with TCWD" event and the District Facilities Public Tour event later this year.
- The District's Trabuco Creek Groundwater Treatment Facility production is slowing down due to warmer weather. Mr. Paludi reported that Water Operations has restarted the Dimension Water Treatment Plant (DWTP) to supplement system demands as Irvine Ranch Water District (IRWD) is no longer blending Irvine Lake water with MET water at the Baker Water Treatment Plant due to water quality issues.
- The District has received a purported claim naming the District and other water agencies throughout the State in a class action suit related to an employee in Lake County claiming discrimination against employees who joined CalPERS at age 40 or older, obtained disability retirement, and were credited with a certain number of years of actual service. Mr. Paludi reported that General Counsel will provide more information at following regular board meeting in closed session.

Director Chadd asked Mr. Paludi where Ms. Collins, General Counsel, was; Mr. Paludi responded that both the Board President and he did not deem it necessary for General Counsel to attend the meeting as there were no actionable items to be discussed, nor any negotiation of compensation, in closed session, and that Ms. Collins was in agreement with them.

Discussion occurred concerning the OCFA response to the Santiago Peak fire and the use of Dove Lake for firefighting purposes.

ACTION CALENDAR

ADMINISTRATIVE MATTERS

The Board of Directors prepared to enter closed session at approximately 5:36 p.m. Prior to leaving the room for closed session, Director Chadd made a point of order and he stated that he did not want to participate in a closed session without general counsel in attendance due to personal and professional reasons.

Director Dopudja stated that the matter concerning general counsel not being in attendance was not decided by him as the President, but was discussed in the August 7, 2023 Executive Committee Meeting and was questioned if the cost for general counsel's participation was necessary. The reason was that the closed session was to discuss performance and goal setting and no actions or labor negotiations were being proposed. Director Dopudja indicated he was not informed of Closed Session Item No. 2 was on the agenda until the agenda was posted and he did not intend to enter into labor negotiations with Mr. Paludi during the meeting. Director Dopudja indicated that he communicated with Mr. Pauldi that morning to confirm Ms. Collins felt there wasn't a need for her participation, and she did not raise any questions.

Director Chadd responded that his concerns are based on ensuring there are no Brown Act violations during closed session without general counsel as a protection to the Board of Directors. Director Chadd also stated that he is aware of another issue that impacts the District. Director Dopudja inquired about the issue and Director Chadd indicated that he did not want to discuss it, and that he would be recusing himself from closed session and leaving the meeting.

Director Dopudja stated that he was disappointed with Director Chadd's comments and actions. Director Dopudja reminded Director Chadd that he has participated in past closed sessions without general counsel for performance reviews.

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Director Chadd reiterated that he has never been in closed sessions without general counsel.

Director Dopudja restated that simply isn't true and there were occasions when Director Chadd met in closed session without general counsel.

Director Chadd left the meeting and the building at 5:39 p.m. and stated "ten years as General Manager" as he left.

Director Dopudja asked the Board of Directors if they would prefer to reschedule the meeting or proceed. The Board indicated their desire to proceed with the Board of Directors meeting.

Director Safranski asked Mr. Paludi if Ms. Collins was comfortable with not attending the closed session.

Director Acosta recommended calling Ms. Collins to inquire about this matter. The remaining members of the Board concurred.

Mr. Paludi contacted Ms. Collins by phone to answer questions from the Board of Directors. Ms. Collins reported that neither closed session item requires general counsel to attend the closed session meetings, but that she was willing to participate to alleviate any concerns on the matter.

Mr. Perea asked Director Dopudja if he wanted him to ask Director Chadd to return to the meeting; Director Dopudja responded affirmatively. Mr. Perea left the room and spoke to Director Chadd outside. Director Chadd did not return to the meeting.

Director Dopudja stated to Mr. Perea that he had a direct question for him, because during the Executive Committee meeting (August 8, 2023) Mr. Paludi was not aware that Ms. Collins would be attending the (August 8, 2023) Board meeting. Director Dopudja asked Mr. Perea if anyone directed him to invite Ms. Collins to the meeting; Mr. Perea replied to Director Dopudja, "No".

The remaining members of the Board met in Closed Session at approximately 5:45 p.m. to review and discuss confidential information as set forth in the agenda concerning the performance evaluation of the District's General Manager. The District's General Manager and General Counsel Ms. Collins participated in the closed session.

CLOSED SESSION NO. 1: PUBLIC EMPLOYEE PERFORMANCE EVALUATION (Gov. Code § 54957)

TITLE: GENERAL MANAGER

Pursuant to California Government Code Sections 54957(b) and 54954.5(e), the Board will meet in Closed Session to review and discuss confidential information concerning the District's General Manager (Public Employment)

CLOSED SESSION NO. 2: CONFERENCE WITH LABOR NEGOTIATORS (Gov. Code § 54957.6)

Agency Designated Representative: Chair of the Board Stephen Dopudja

Unrepresented employee: General Manager

Mr. Paludi returned to the Board Room at 6:42 p.m.

The Board of Directors reconvened open session at 6:55 p.m.

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ITEM 1: REPORT OF ACTION(S) TAKEN IN CLOSED SESSION

Ms. Collins reported that the Board of Directors met with the General Manager and General Counsel as set forth in the agenda, and that there was no action to report.

ADJOURNMENT

President Dopudja adjourned the August 8, 2023, Regular Board Meeting at 6:56 p.m.