MINUTES OF THE SPECIAL MEETING OF
THE
INLAND EMPIRE UTILITIES AGENCY
BOARD OF DIRECTORS

WEDNESDAY, DECEMBER 19, 2018
9:00 A.M.

DIRECTORS PRESENT:
Steven J. Elie, President
Michael Camacho, Vice President
Jasmin A. Hall, Secretary/Treasurer
Paul Hofer
Kati Parker

DIRECTORS ABSENT:
None

STAFF PRESENT:
Hall Razak, General Manager
Chris Berch, Executive Manager of Engineering/AGM
Kathy Besser, Executive Manager of External Affairs & Policy Development/AGM
Randy Lee, Executive Manager of Operations/AGM
Shaun Stone, Acting Executive Manager of Engineering/AGM
Christina Valencia, Executive Manager of Finance & Administration/AGM
Kirby Brill, Interim General Manager
Joshua Aguilar, Senior Engineer
Jerry Burke, Deputy Manager of Engineering
Javier Chagoyen-Lazaro, Manager of Finance & Accounting
Robert Delgado, Deputy Manager of Maintenance
Lucia Diaz, Facilities Program Supervisor
Warren Green, Manager of Contracts & Procurement
Elizabeth Hurst, Environmental Resources Planner II
Jennifer Hy-Luk, Acting Executive Assistant
Sylvie Lee, Manager of Planning & Environmental Resources
Chander Letulle, Manager of Operations & Maintenance
Suresh Malkani, Principal Accountant
Laura Mantilla, Executive Assistant
Kenneth Monfore, Deputy Manager of Maintenance
Liza Munoz, Senior Engineer
Scott Oakden, Deputy Manager of Operations
Cathleen Pieroni, Manager of Government Relations
Jesse Pompa, Deputy Manager of Grants
Craig Proctor, Source Control/Environmental Resources Supervisor
John Scherck, Senior Project Manager
Ian Tillery, Deputy Manager of Operations
Teresa Velarde, Manager of Internal Audit
April Woodruff, Board Secretary/Office Manager
OTHERS PRESENT:
Jean Cihigoyenetch, JC Law Firm
Amanda Coker, City of Chino
Debbie Harper, Lance, Soll & Lunghard (LSL)
Travis Hickey, Rogers, Anderson, Malody & Scott LLP

A special meeting of the Board of Directors of the Inland Empire Utilities Agency* was held at the office of the Agency, 6075 Kimball Avenue, Bldg. A, Chino, California on the above date.

President Elie called the meeting to order at 9:05 a.m. A quorum was present.

President Elie stated that members of the public may address the Board. There was no one desiring to do so.

President Elie asked if there were any changes/additions/deletions to the agenda. There were no changes/additions/deletions to the agenda.

NEW EMPLOYEE INTRODUCTIONS
• Ms. Cathleen Pieroni, Manager of Government Relations, hired December 17, 2018, External Affairs & Policy Development Division

The Board of Directors welcomed Ms. Cathleen Pieroni to the IEUA team.

PRESENTATION - COMPREHENSIVE ANNUAL FINANCIAL REPORT (CAFR)
Manager of Internal Audit Teresa Velarde presented an overview of the financial audit and the comprehensive annual financial report. Ms. Velarde stated that the external auditor, Lance, Soll & Lunghard (LSL) has given an unmodified opinion, which means the financial statements are free of material misstatements.

Ms. Velarde introduced the Agency’s external auditor, Debbie Harper of LSL. Ms. Harper discussed the highlights from the last meeting, FY 2018 Audit communication results, the opinion letter, the report on internal control over financial reporting and on compliance and other matters, and the Audit communication letters.

Executive Manager of Finance & Administration/AGM Christina Valencia thanked Ms. Harper, Ms. Velarde, Principal Accountant Suresh Malkani, and Manager of Finance & Accounting Javier Chagoyen-Lazaro for their great work and stated that staff had received an award of excellence from the Government Finance Officers Association (GFOA) and the California Society of Municipal Finance Officers (CSMFO).

Ms. Valencia presented highlights from the Agency’s CAFR. The Agency’s statement of net position for FY ended June 30, 2018 reflects $647 million, an increase of $67 million compared to the prior fiscal year. The gain was primarily due to an increase in non-operating revenues from a higher number of new connections to the regional wastewater and the regional water systems, as well as higher operating revenues from the multi-year rate adjustments adopted by the Board through FY 2019/20 necessary to establish rates and charges that fully recover the cost of service.

President Elie stated that part of the graph is static from 2011 through 2014 and asked if the period was when the Agency held the line on the rate structure for the benefit of the member agencies. Ms. Valencia confirmed President Elie’s comment.

Director Hofer inquired about the definition of amortization. Ms. Valencia stated that amortization refers to intangible assets such as computer enhancements and capacity rights.

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CONSENT ITEMS

President Elie asked if there were any Board members wishing to pull an item from the Consent Calendar for discussion.

Director Hall had a question pertaining to Consent Calendar Item 2I – San Sevaine Basin Improvement – Conduit Installation Contract Award. Director Hall asked for clarification on whether amendments are an alteration to the project scope or if they are separate. Acting Executive Manager of Engineering/AGM Shaun Stone responded that Edison made a change during the construction phase noting that the connection point was different from the original scope. Mr. Stone stated that staff worked with Gwinco on the construction but was unable to come to reasonable cost terms on the change. Staff then opted to re-bid that part of the construction and remove that part from Gwinco’s contract. W.A. Rasic’s proposal was more in line with the engineer’s estimate. Mr. Stone clarified that the contract doesn’t change the amendment and the total contract is still under the project budget. The item is brought for the Board’s approval due to the contract amount of $108,800.

Director Hall questioned the range of bids for Consent Calendar Item 2J – Contract Award from Regional Water Recycling Plant No. 1 Interior/Exterior Buildings and Structures Painting. Facilities Program Supervisor Lucia Diaz stated the wide range was due to the companies’ understanding of the scope and proposed timelines. Those higher in cost typically had longer timelines than those with lower cost bids. Ms. Diaz confirmed that the contract amount will cover all 38 of RP-1 building and structures.

Director Hall questioned whether Consent Calendar Item 2P – RP-1 Headworks Upgrades Project Construction Change Order was an amendment or a separate contract. General Manager Halla Razak stated that depending on the type of contract a change is called an amendment for a consultant contract and a change order for a construction contract. Ms. Razak stated that the change was due to what was discovered at the start of the project.

Director Hall stated that she would like to pull Consent Calendar Item 2L – Purchase of New Vehicles for discussion and action under, “Action Items.”

Upon motion by Director Hall, seconded by Director Parker, and unanimously carried:

M2018-12-1

MOVED, to approve the Consent Calendar.

A. The Board approved the minutes from the November 21, 2018 Board Meeting.

B. The Board approved the total disbursements for the month of October 2018, in the amount of $22,701,622.50.

C. The Board adopted the proposed Resolution No. 2018-12-8, amending the Agency’s salary schedule/matrix for all groups.

RESOLUTION 2018-12-8
RESOLUTION OF THE BOARD OF DIRECTORS OF INLAND EMPIRE UTILITIES AGENCY*, SAN BERNARDINO COUNTY, CALIFORNIA, APPROVING THE AMENDMENT OF THE AGENCY’S SALARY SCHEDULE/MATRIX (for full text, see Resolution Book)

Continued...
D. The Board:

1. Adopted Resolution Nos. 2018-12-1 and 2018-12-2, authorizing the General Manager to sign and file the State Revolving Fund (SRF) loan applications with the SWRCB for construction of the subject projects;

2. Adopted Resolution Nos. 2018-12-3 and 29018-12-4, dedicating certain revenues in connection with the subject projects; and

3. Adopted Resolution Nos. 2018-12-5 and 2018-12-6, establishing IEUA's intention to pay for and reimbursed for expenditures related to the construction of the subject projects.

RESOLUTION 2018-12-2
RESOLUTION OF THE BOARD OF DIRECTORS OF INLAND EMPIRE UTILITIES AGENCY*, SAN BERNARDINO COUNTY, CALIFORNIA, AUTHORIZING THE GENERAL MANAGER TO EXECUTE THE FINANCIAL ASSISTANCE APPLICATIONS AND AGREEMENTS WITH THE STATE WATER RESOURCES CONTROL BOARD, FOR THE WINEVILLE, JURUPA AND RP-3 BASINS IMPROVEMENT PROJECT; THE LOWER DAY BASIN IMPROVEMENT PROJECT; AND THE MONTCLAIR BASIN IMPROVEMENT PROJECT (for full text, see Resolution Book)

RESOLUTION 2018-12-3
RESOLUTION OF THE BOARD OF DIRECTORS OF INLAND EMPIRE UTILITIES AGENCY*, SAN BERNARDINO COUNTY, CALIFORNIA, DEDICATING CERTAIN REVENUES IN CONNECTION WITH THE RP-5 EXPANSION PROJECT FOR THE CLEAN WATER STATE REVOLVING FUND FINANCING FROM THE STATE WATER RESOURCES CONTROL BOARD* (for full text, see Resolution Book)

RESOLUTION 2018-12-4
RESOLUTION OF THE BOARD OF DIRECTORS OF INLAND EMPIRE UTILITIES AGENCY*, SAN BERNARDINO COUNTY, CALIFORNIA, DEDICATING CERTAIN REVENUES IN CONNECTION WITH WINEVILLE, JURUPA AND RP-3 BASINS IMPROVEMENT PROJECT; THE LOWER DAY BASIN IMPROVEMENT PROJECT; AND THE MONTCLAIR BASIN IMPROVEMENT PROJECT (for full text, see Resolution Book)

RESOLUTION 2018-12-5
RESOLUTION OF THE BOARD OF DIRECTORS OF INLAND EMPIRE UTILITIES AGENCY*, SAN BERNARDINO COUNTY, CALIFORNIA, ESTABLISHING ITS INTENTION TO BE REIMBURSED FOR EXPENDITURES RELATED TO THE CONSTRUCTION OF PUBLIC FACILITIES AND IMPROVEMENT RELATED TO THE CONSTRUCTION OF PUBLIC FACILITIES AND IMPROVEMENT RELATED TO THE RP-4 EXPANSION PROJECT NO. 8173-210 (for full text, see Resolution Book)

Continued...
RESOLUTION 2018-12-6
RESOLUTION OF THE BOARD OF DIRECTORS OF INLAND EMPIRE UTILITIES AGENCY*, SAN BERNARDINO COUNTY, CALIFORNIA, ESTABLISHING ITS INTENTION TO BE REIMBURSED FOR EXPENDITURES RELATED TO THE CONSTRUCTION OF PUBLIC FACILITIES AND IMPROVEMENT RELATED TO THE WINEVILE, JURUPA AND RP-3 BASINS IMPROVEMENT PROJECT NO. 8260-110; AND THE MONTCLAIR BASIN IMPROVEMENT PROJECT NO. 8415-110
(for full text, see Resolution Book)

E.  The Board approved the Fiscal Year 2018/19 Annual Audit Plan Amendment to be consistent with the requirements of the IA Charter.

F.  The Board

1.  Reconfirmed the Audit Committee Charger and the Internal Audit Department Charter; and

2.  Directed staff to implement the charters.

G.  The Board:

1.  Approved the Single Audit report for FY 2017/18; and

2.  Directed staff to distribute the report, as appropriate, to the State Controller’s Office, the Federal Audit Clearing House, and other interested parties.

H.  The Board:

1.  Approved Contract No. 46000002660 to Thatcher Company of California, establishing a two-year contract for the supply of aluminum sulfate with options for three additional one-year extension, for a potential contract term of five years; and;

2.  Authorized the General Manager to execute the contract with three potential contract extensions.

I.  The Board:

1.  Awarded a construction contract for the San Sevaine Basin Improvement – Conduit Installation, Project No. EN13001, to W.A. Rasic Construction Co., Inc., in the amount of $108,800; and

2.  Authorized the General Manager to execute the construction contract, subject to non-substantive changes.
J. The Board:

1. Awarded a service contract for the RP-1 interior/exterior building and structure painting to Tony Painting, for a not-to-exceed amount of $139,350; and

2. Authorized the General Manager to execute the service contract.

K. The Board:

1. Awarded a construction contract for the Door Threshold and Railing, Project Nos. EN19032.01/EN19040, to AToM Engineering Construction, Inc., in the amount of $345,398;

2. Approved an increase in budget allocation for FY 2018/19 and total project budget for the RO Safety, Project No. EN19032, in the amount of $100,000; and

3. Authorized the General Manager to execute the budget amendment and contract, subject to non-substantive changes.

L. PULLED

M. The Board:

1. Amended and increased the not-to-exceed amount of Contract No 4600001868 to Superior Electric Motor Service, Inc. to provide repair, rebuild, or refurbishment services of rotating machinery for a total aggregate not-to-exceed amount of $670,000 over the existing three-year period with a one-year option to extend; and

2. Authorized the General Manager to execute the amendment to the services contract.

N. The Board:

1. Approved the Inland Empire Utilities Agency Comprehensive Annual Financial Report for Fiscal Year ended June 30, 2018; and

2. Directed staff to distribute the report as appropriate, to the various federal, state, and local agencies, financial institutions, bond rating agencies, and other interest parties.

O. The Board:

1. Awarded a two-year service contract with three, one-year options to Carrier Corporation for an Agency-wide HVAC Equipment Service Contract for a not-to-exceed amount of $750,000; and

2. Authorized the General Manager to execute the service contract, subject to non-substantive changes.

Continued...
P. The Board:

1. Approved a construction change order for the RP-1 Headworks, Primary and Secondary Upgrades, Project No. EN14019, to Myers & Sons, for the not-to-exceed amount of $893,006; and

2. Authorized the General Manager to execute the change order, subject to non-substantive changes.

ACTION ITEM

PURCHASE OF NEW VEHICLES
Director Hall stated there are six different Agency policies on the vehicles and there are discrepancies in the policies based on reported audited findings. Director Hall questioned the year of the vehicle models that would be purchased, the percentage of the discount, the outstanding audit issues, and the units taken out of service.

Facilities Program Supervisor Lucia Diaz clarified that the vehicles to be purchased will be 2019 models. Ms. Diaz stated that the Agency typically receives a 20-25% price reduction by leveraging the National Auto Fleet Group. Ms. Diaz specified that the Internal Audit findings were from 2014, and since then the recommendations have been addressed. Staff is currently working on reviewing the six policies and combining the policies to create one comprehensive vehicle policy.

General Manager Halla Razak stated that the replacement of the vehicles is consistent with the recommendations of vehicle safety and use. Director Hall questioned the decommissioning of vehicles. Executive Manager of Maintenance & Operations/AGM Randy Lee stated that all 13 vehicles exceed the 100,000 miles or 10 years retention threshold established by Agency policy. Ms. Diaz stated that the Agency will maintain the same number of vehicles since the 13 vehicles to be replaced will be supplused.

Manager of Internal Audit Teresa Velarde clarified the audit specifically reviewed the administrative procedures of vehicle use and not the working condition or depreciation.

Upon motion by Director Hall, seconded by Director Hofer, and unanimously carried:

M2018-12-2

MOVED, to:

1. Authorize the purchase of 13 new fleet vehicles from National Auto Fleet Group for a not-to-exceed amount of $500,000 (including tax and delivery); and

2. Authorize the General Manager to execute the purchase.

CHINO BASIN PROGRAM PROFESSIONAL CONSULTING SERVICES
Manager of Planning & Environmental Resources Sylvie Lee presented a background on the Chino Basin Program (CBP), the proposed CBP team, the CBP professional services scope of work, the CBP schedule, the two options, and staff's recommendation.
Director Hofer questioned the amount member agencies would have to contribute. General Manager Halla Razak stated that the award was for $207 million and the Agency is continuing to seek other grants and sources of funds. Ms. Razak stated at this time it is hard to pinpoint exact money contributions for each member agency due to the complexity of needs, interest, and level of participation.

President Elie stated that an answer to Director Hofer's question is that participating agencies will need to have their own funds, resources, and staff, and will require a partnership on all levels. President Elie stated that he closely examined the GEI contract and personally saw the value of the GEI consultants' experience and knowledge.

Director Hofer asked if elected officials attended the CBP Workgroup this past Monday. Ms. Razak stated that Monday's meeting was specifically a workgroup discussion for the technical work although the CBP team has offered to attend City Council/Board meetings of the member agencies and present an overview of the project.

Upon motion by Director Camacho, seconded by Director Elie, and the motion carried (4-1):

M2018-12-2

MOVED, to approve Option A:

1. Award a sole source professional consulting services contract to GEI Consultants, Inc. for the not-to-exceed amount of $1,953,680;

2. Award a sole source professional consulting services contract to Water Systems Consulting, Inc. for the not-to-exceed amount of $833,415; and

3. Authorize the General Manager to execute the contracts, subject to non-substantive changes.

President Elie introduced Interim General Manager Kirby Brill, hired on December 17, 2018.

INFORMATION ITEMS

CAREER MANAGEMENT PROGRAM: TAKING CHARGE
Executive Manager of External Affairs & Policy Development Kathy Besser presented an overview of Career Management Program philosophy, program elements, the ongoing benefits, the application process, and future programs.

ENGINEERING AND CONSTRUCTION MANAGEMENT PROJECT UPDATE
Deputy Manager of Engineering Jerry Burke gave a PowerPoint presentation on the Engineering and Construction Management project updates. He provided updates on the following projects: EN13016.04 - SCADA Enterprise System (RP5); EN17082 - RP1 Mechanical Restoration and Upgrades; EN17110.01 - RP4 Trident Filters Rehabilitation & Replacement; EN18039 - Agency-Wide Lighting Pole Replacements and Upgrades; EN18057 - NRW Manhole Cover Removal; and EN19022.01 - RP4 Wet Well Cleaning Support.

Director Hall inquired about the last time the RP4 wet well was cleaned and if there were specific objects that they found during the cleaning. Director Hofer asked about the number of people that monitor the SCADA system. Executive Manager of Operations & Maintenance/AGM Randy Lee stated that there is an automation group that monitors the SCADA for the entire Agency. Mr. Lee stated that staff has strategically planned a phased implementation of facilities' SCADA replacement at the Agency.

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Director Hall asked whether the project can be tracked in the General Manager’s reports on Attachment A – Bid and Award Look Ahead Schedule. General Manager Halla Razak stated that the project status and future project plans are included in the Ten-Year Capital Program Report.

**MWD UPDATE**

Executive Manager of Engineering/AGM Chris Berch stated that capital improvement items were heavily discussed at the MWD Board meeting. Also, an item of significance was the Lower Basin Drought Contingency Program, which leads to agreements with California and Arizona agencies on how to deal with Colorado River water imports and their effects.

Senior Engineer Joshua Aguilar presented a brief update on the MWD shutdown activity. Mr. Aguilar stated it was a ten-day shutdown of two pipelines, the Rialto feeder and the Etiwanda pipeline, to replace faulty butterfly valves and to perform over 20 miles of pipeline inspection.

President Elie asked whether there were any reports of any member agencies receiving shortages. Mr. Aguilar responded that there were no shortages reported and the shutdown went well. Director Hofer asked about the type of inspection that were conducted. Mr. Aguilar stated he believed it was a combination of visual and technical tools. Mr. Berch added that parts of the pipeline were made of pre-stressed concrete pipe that MWD has identified has a shorter life span than expected. Mr. Berch stated by 2030, a 15-mile section will need to be either relined or completely replaced and it may be at least a six-month shutdown.

Director Hofer asked about the cost of the valve replaced during the shutdown. Mr. Berch stated that he will gather the specifics and send it to Director Hofer.

**CBWM UPDATE**

Executive Manager of Engineering/AGM Chris Berch had nothing additional to report.

**SAWPA UPDATE**

Source Control/Environmental Resources Supervisor Craig Proctor stated the meetings were routine in nature. An item that was approved at the December 18 SAWPA meeting was the Capacity Lease Agreement, which will be between SAWPA and the member agencies. The Agreement will allow agencies to place their available capacity into a pool. SAWPA will then be able to use the capacity for other member agencies in the service area. Mr. Proctor stated there were two new members on the SAWPA Commission which are June Hayes, San Bernardino Valley Municipal Water District and Brenda Dennstedt, Western Municipal Water District.

**THE FOLLOWING INFORMATION ITEMS WERE RECEIVED AND FILED BY THE BOARD:**

**TREASURER’S REPORT OF FINANCIAL AFFAIRS**

**PUBLIC OUTREACH AND COMMUNICATION**

**LEGISLATIVE REPORT FROM INNOVATIVE FEDERAL STRATEGIES**

**LEGISLATIVE REPORT FROM WEST COAST ADVISORS**

**CALIFORNIA STRATEGIES, LLC MONTHLY ACTIVITY REPORT**

**FEDERAL LEGISLATIVE TRACKING MATRIX**

**FISCAL YEAR 2018/19 FIRST QUARTER BUDGET VARIANCE, PERFORMANCE GOAL UPDATE, AND BUDGET TRANSFERS**

**OPERATIONS DIVISION UPDATE**
CONTRACT EXTENSION FOR FINANCIAL AND SINGLE AUDITING SERVICES FOR IEUA AND CBRFA

WATER CONNECTION FEES AUDIT – INTERIM AUDIT REPORT

INTERNAL AUDIT DEPARTMENT QUARTERLY STATUS REPORT FOR DECEMBER 2018

AGENCY VEHICLE OPERATIONAL FOLLOW-UP AUDIT: REVIEW OF VEHICLE INVENTORY PROCEDURES

AGENCY REPRESENTATIVES’ REPORTS

SAWPA REPORT
Director Hall had nothing additional to report.

MWD REPORT
Director Camacho had nothing additional to report.

REGIONAL SEWERAGE PROGRAM POLICY COMMITTEE REPORT
Director Parker had nothing additional to report.

CHINO BASIN WATERMASTER REPORT
No report.

CHINO BASIN DESALTER AUTHORITY REPORT
Director Hall had nothing additional to report.

INLAND EMPIRE REGIONAL COMPOSTING AUTHORITY
No report.

GENERAL MANAGER’S REPORT
General Manager Halla Razak provided a brief introduction of the Agency’s five priority initiatives.

Executive Manager of Operations & Maintenance/AGM Randy Lee presented on Asset Management. Mr. Lee stated the plan is to conduct a gap analysis and then to improve our tools such as the Computerized Maintenance Management System (CMMS).

Executive Manager of Engineering/AGM Chris Berch presented on the Capital Projects initiative and the two major projects included: the RP-5 Expansion, the largest construction contract the Agency has ever entered and the Chino Basin Project (CBP).

Executive Manager of External Affairs & Policy Development/AGM Kathy Besser presented on the Talent Development initiative. Ms. Besser stated in addition to the Career Management Program that a mentorship program for women in the Operations & Maintenance Department is being developed.

Executive Manager of Finance & Administration/AGM Christina Valencia presented on SAP Use and Functionality. Ms. Valencia stated that the first phase to revamp the SharePoint site has been completed. The second will be ongoing training for existing and new employees.

Ms. Valencia also presented on the physical security aspect of Agency Security initiative and how the Agency is working with Homeland Security and the Urban Area Security Initiative. Mr. Lee discussed the Cybersecurity aspect of the Agency Security initiative. Mr. Lee stated the Agency

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has been conducting Cybersecurity training and implemented a two-factor authentication for enhanced protection.

Ms. Razak thanked the Board of Directors and expressed her gratitude for their trust and support.

Director Parker asked if there are currently any women in the Operations & Maintenance Department. Mr. Lee stated there are about two or three women interns and volunteers and one woman in the SCADA team.

**BOARD OF DIRECTORS’ REQUESTED FUTURE AGENDA ITEMS**
There were no Board requested future agenda items.

**DIRECTORS’ COMMENTS**
Director Camacho stated he attended the ACWA 2018 Fall Conference & Exhibition from November 27 through November 30, and the CBWM 40th Judgement Anniversary Recognition Event on December 4.

Director Hall stated she attended the ACWA 2018 Fall Conference & Exhibition from November 27 through November 30, the Women in Water Reception on November 28, the CBWM 40th Judgement Anniversary Recognition Event on December 4, the Baldy View Chapter Holiday Charity Gala on December 6, the Fontana Christmas Parade on December 8, the ASBCSD Membership Meeting at Yucaipa Valley Water District’s Crystal Creek Facilities on December 10, and the IEUA Water Association Leadership Breakfast on December 13.

Director Parker stated that she attended the CBWM 40th Judgement Anniversary Recognition Event on December 4 and the Upland 42nd Annual Christmas Parade on December 8.

President Elie stated he attended the ACWA 2018 Fall Conference & Exhibition from November 27 through November 30, the City of Chino Hills Tree Lighting Ceremony on December 1, the Oath of the Office Ceremony for Curt Hagman on December 3, the CBWM 40th Judgement Anniversary Recognition Event on December 4, Supervisor Curt Hagman’s Open House on December 6, and Chino Valley Fire District’s Board Member Recognition for Ed Gray on December 12.

**CLOSED SESSION**
General Council Jean Cihigoyenetche reported that there will be no Closed Session.

With no further business, President Elie adjourned the meeting at 10:46 a.m.

[Signature]
Secretary/Treasurer

**APPROVED: JANUARY 16, 2019**