



Bonnie Gore – Placer County
Bruce Houdesheldt – Roseville (Chair)
Jerry Mitchell – SPMUD (Vice Chair)
Pauline Roccucci – Roseville
Robert Weygandt – Placer County

**MINUTES OF BOARD OF DIRECTORS' MEETING
March 19, 2020**

The special meeting of the South Placer Wastewater Authority Board of Directors was called to order at 3:00 p.m. by teleconference.

Directors Present:

Bonnie Gore
Bruce Houdesheldt
Jerry Mitchell
Pauline Roccucci
Robert Weygandt

Staff Present:

Osman Mufti, JPA Counsel
Ken Glotzbach, Executive Director
Pam Walsh, Board Secretary

Roll Call

Present: Gore, Houdesheldt, Mitchell, Roccucci, Weygandt
Absent:

Introductions

The following individuals identified themselves as being present on the teleconference line: Phillip Curls from Hilltop Securities, Inc., Kevin Bell and Shanti Landon from Placer County, Dennis Kauffman and Marisa Tricas from City of Roseville, David Fama from Jones Hall. Others may have been present on the call.

Old Business Items

None

New Business Items

1. Informational Item: Update on Market Conditions and Status of Bond Sale

Phillip Curls from Hilltop Securities, Inc. provided an update on the market disruption due to COVID-19 and how this will affect the status of SPWA's bond sale. The Authority's 2016 Direct Placement with U.S. Bank expires on April 1, 2020, and the Authority will need to determine whether to procure a six-month extension with US Bank.

Ken Glotzbach explained that the Authority is attempting to keep the same structure in place during this six-month extension. The cost of extending the Direct Placement would be slightly higher; however, if the Authority were to proceed with the Bond sale now as originally planned, it would be paying a much higher interest rate on the bond than was originally expected. Over a long period, this could dramatically add up, especially given the amount of money involved. With the extension, the hope is that the market settles down and allows the Authority some time to work towards another opportunity to obtain a long-term fixed interest rate loan, as well as eliminate the swap with the variable interest rate.

Chair Houdesheldt questioned, if the market conditions were to be more favorable prior to the six-month extension deadline date, would there be any flexibility to sell. Phillip answered that the preference is to have the most flexibility without additional costs to the Authority, and that the details of flexibility and/or any costs associated with it would be provided at the subsequent board meeting on March 23, 2020.

No Public Comment was received on this item.

2. Resolution: Approval of 2020 SPWA Regular Meeting Schedule

The Authority's bylaws state that financial transactions can only be decided at regularly schedule meetings and there cannot be any resolution made at a special or emergency board meeting; therefore, there is a request to approve the addition of a regularly scheduled meeting to the authority's 2020 meeting calendar.

Director Mitchell questioned if extending the number of regularly scheduled meetings was in violation of the Authority's bylaws and Counsel Osman Mufti responded that the Authority is allowed to add any number of regular meetings to address items as needed.

Ken Glotzbach recommended that the South Placer Wastewater Authority (SPWA) Board add March 23, 2020, as a regular meeting date. A final determination to proceed with the extension with US Bank will be made by the Board at the next SPWA meeting on March 23, 2020. All Board members (or their alternates) need to be present for this decision and the decision needs to be unanimous according to SPWA bylaws.

MOTION by Director Roccucci, seconded by Director Gore to add an additional board meeting on March 23, 2020 (Resolution 2020-05).

Vote: Ayes: Gore, Houdesheldt, Mitchell, Roccucci, Weygandt
 Nos: None
 Absent: None

No Public Comment was received on this item.

Reports/Comments – Board Members/Staff

Director Gore stated that Placer County issued a directive for people to stay at home other than taking care of essential activities, which will go into effect tomorrow, March 20, 2020 at 12:01 a.m.

She clarified that Sacramento County was an order, Placer County is a directive, and so Placer County is not mandating it.

Public Comment

None.

Adjournment

The meeting was adjourned at 3:30 p.m.



Bruce Houdesheldt
Chair



Pamela Walsh
Secretary to the Board