

# Memorandum

**TO:** Distribution

**FROM:** Julia H. Cooper

**SUBJECT:** SEE BELOW

**DATE:** November 7, 2022

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**SUBJECT: SAN JOSE-SANTA CLARA CLEAN WATER FINANCING AUTHORITY  
SPECIAL BOARD MEETING**

Attached is the agenda packet for the San José-Santa Clara Clean Water Financing Authority (Authority) Special Board Meeting. A virtual meeting will be held on Thursday, November 10, 2022, at 3:45 p.m. via zoom.

At the Authority's last meeting on September 28, 2022, the Authority updated its Conflict of Interest Code Resolution as required by law. The Authority submitted the Resolution to the County of Santa Clara (County). However, the County requires one correction, a change in the due date of materials from February 1 of each year to December 15. (*See*, Amended Resolution, Section 6.) It is requested the Authority approve the amended Resolution.

If you have any questions, please feel free to call Qianyu Sun at (408) 535-7832.

  
Digitally signed by Julia H. Cooper  
DN: cn=Julia H. Cooper, o=City of  
San Jose, ou=Finance Department,  
email=julia.cooper@sanjoseca.gov,  
c=US  
Date: 2022.11.07 10:54:43 -08'00'

**JULIA H. COOPER**  
Treasurer of Clean Water Financing Authority  
Director of Finance, San José

**Attachment**

**Distribution:**

Kathy Watanabe, Santa Clara Council Member  
Charles "Chappie" Jones, San José Vice Mayor  
David Cohen, San José Council Member  
Sergio Jimenez, San José Council Member  
Kevin Park, Board Member (Santa Clara)  
Toni Taber, San José City Clerk  
Colleen Winchester, San José Chief Deputy City Attorney  
Qianyu Sun, Deputy Director, Debt & Treasury Management  
Soumya Panday, San José Financial Analyst  
Napp Fukuda, San José Assistant Director of Environmental Services Department  
Laura Burke, San José Fiscal Officer of Environmental Services Department  
Gary Welling, City of Santa Clara Director of Water and Sewer Utilities

**GOVERNING BOARD  
SAN JOSE - SANTA CLARA  
CLEAN WATER FINANCING AUTHORITY**

Kathy Watanabe, Chair (Santa Clara)  
David Cohen, Vice-Chair (San José)  
Charles “Chappie” Jones, Board member (San José)

Kevin Park, Board Member (Santa Clara),  
Sergio Jimenez, Board Member (San José),

**SPECIAL MEETING AGENDA  
November 10, 2022, at 3:45 p.m.  
San José City Hall  
200 E. Santa Clara Street  
San Jose, CA 95113**

**\* COVID-19 NOTICE \***

Consistent with AB 361 and City of San Jose Resolution Nos. 80628, 80659, 80685 and 80724, this meeting not be physically open to the public and the San José-Santa Clara Clean Water Financing Authority Board Members will be teleconferencing from remote locations.

**How to join the virtual CWFA Meeting:**

By phone (by location):      +1 669 900 9128 US (San Jose)  
   +1 213 338 8477 US (Los Angeles)  
   +1 669 219 2599 US (San Jose)

Meeting ID: 991 5596 9893

Passcode: 333702

<https://zoom.us/j/99155969893?pwd=VnZyWXBRTDlvS0FxcTR4Y09vSFpBUT09>

**How to submit written Public Comment before the CWFA Meeting:**

By email to [debt.management@sanjoseca.gov](mailto:debt.management@sanjoseca.gov) by 12:00 p.m. the day of the meeting. Those emails will be considered as if they were part of the meeting. Please identify the Agenda Item Number in the subject line of your email.

**How to submit written Public Comment during the CWFA Meeting:**

Email during the meeting to [debt.management@sanjoseca.gov](mailto:debt.management@sanjoseca.gov), identifying the Agenda Item Number in the email subject line. Comments received will be included as a part of the meeting record but will not be read aloud during the meeting.

**How to provide Spoken Public Comment during the CWFA Meeting:**

Meeting ID: 991 5596 9893

Passcode: 333702

Click \*9 to raise a hand to speak.

<https://zoom.us/j/99155969893?pwd=VnZyWXBRTDlvS0FxcTR4Y09vSFpBUT09>

- a. Use a current, up-to-date browser: Chrome 30+, Firefox 27+, Microsoft Edge 12+, Safari 7+. Certain functionality may be disabled in older browsers including Internet Explorer. Mute all other audio before speaking. Using multiple devices can cause audio feedback.

- b. Enter an email address and name. The name will be visible online and will be used to notify you that it is your turn to speak.
- c. When the Chair calls for the item on which you wish to speak, click on “Raise Hand.”  
Speakers will be notified shortly before they are called to speak.
- d. When called, please limit your remarks to the time limit allotted.

## **AGENDA**

### **1. Roll Call**

### **2. Approval of Minutes**

- A. From September 28, 2022, Meeting

### **3. Resolution on Conflicts of Interest Code:** Consideration and Adoption of Resolution on Authority’s Conflict of interest code, as Amended (Resolution 22-03A).

### **4. Other Items**

- A. Meeting schedule - FY 2023-24

Next meeting (Annual Meeting) is scheduled for September 14, 2023, at 3:30 pm.

Location: San José City Hall, or remote location as noticed

200 E. Santa Clara Street, Room 1352

San José, CA 95113

### **5. Public Comment/Oral Petitions**

### **6. Adjournment**

The Code of Conduct (<https://www.sanjoseca.gov/home/showpublisheddocument/12901/636670004966630000>) is intended to promote open meetings that welcome debate of public policy issues being discussed by the City Council, their Committees, and City Boards and Commissions in an atmosphere of fairness, courtesy, and respect for differing points of view. The City of San José is committed to open and honest government and strives to consistently meet the community's expectations by providing excellent services, in a positive and timely manner, and in the full view of the public. The City Code of Ethics may be viewed online.

**GOVERNING BOARD  
SAN JOSE - SANTA CLARA  
CLEAN WATER FINANCING AUTHORITY**

**Special Quarterly Meeting Minutes  
September 28, 2022**

**1. Roll Call**

Members of the San José-Santa Clara Clean Water Financing Authority Board convened on this date at 10:37 a.m. in a virtual zoom webinar.

Present:

Board Members: David Cohen, Vice-Chair (San José)  
Sergio Jimenez, Board Member (San José)  
Charles “Chappie” Jones, Board Member (San José)  
Kevin Park, Board Member (Santa Clara)

All Others: Julia H. Cooper, Treasurer CWFA and Director of Finance, San José  
Luz Cofresí-Howe, Assistant Director of Finance, San José  
Colleen Winchester, Sr. Deputy City Attorney, San José  
Napp Fukuda, Assistant Director of Environmental Services Department,  
San José  
Laura Burke, San José Fiscal Officer of Environmental Services  
Department  
Soumya Panday, Financial Analyst, San José  
David Gomez, Council Chief of Staff (District 1)  
Cassidy Kohl, Council Policy & Legislative Director (District 1)  
Allie Hughes, Policy Director (District 4)

Absent: Kathy Watanabe, Chair (Santa Clara)

A quorum was present.

**2. Approval of Minutes**

Documents Filed: February 10, 2022, Meeting Minutes

Action: Upon motion by Board Member Jones, seconded by Board Member Jimenez and carried unanimously, the February 10, 2022, Meeting Minutes as were accepted.  
(4-0. Absent:1)

### **3. Election of Chair and Vice-Chair**

Election of Chair - Board Member Jones nominated Board Member Watanabe as Chair.

Action: Upon motion by Board Member Jones, seconded by Board Member Jimenez. The motion was not unanimous as Board member Park noted his disagreement to elect Board member Watanabe as Chair when she was not present in the meeting. The motion to elect Board member Watanabe as Chair was accepted.

(3-1. Absent:1)

Election of Vice- Chair – Board Member Jones nominated Board Member Cohen as Vice-Chair.

Action: Upon motion by Board Member Jones, seconded by Board Member Park to elect Board Member Cohen as Vice-Chair carried unanimously; motion to elect Board member Cohen as Vice-Chair was accepted.

(4-0. Absent:1)

### **4. Review and Consideration of Audited Financial Statements, Compliance Letters from Auditors**

Authority Treasurer, Julia H. Cooper, noted that the final maturity of the San José - Santa Clara Clean Water Financing Authority Series 2009A (Sewer Revenue Refunding Bonds) was November 15, 2020. No other bonds remain outstanding issued by the Authority. This Joint Power Authority (“JPA”) remains in place for any future bond financing needs. At this point, it is not anticipated this JPA will be issuing bonds in the near future. The City may elect to use its own JPA to address any financing needs. An annual meeting must be held to keep the JPA in existence should the Authority issue bonds in the future.

Board member Park had a question about the scheduling of the quarterly and the annual meeting, and whether it will be with the Treatment Plant Advisory Committee (“TPAC”). City Attorney Winchester explained that to keep the JPA active, there must be one regularly scheduled meeting annually, which will be the meeting in September 2023. Bond financing approval may only occur at a regularly scheduled meeting. If a bond financing must be done, there are regular meetings that occur throughout the year. Those regular meetings will have an agenda and notice in compliance with the Brown Act but, unless noticing goes out, those meetings do not occur. The September 2023 regular meeting must occur. The next annual meeting is on September 14, 2023, at 3:30 pm.

Action: No action was taken.

## **5. Resolution on Conflicts of Interest Code:**

Board is required to update its conflict-of-interest resolution and send the update to the County. The conflict-of-interest resolution is only updated and sent to the County when changes are required. During this meeting, the resolution was updated to include the definition of consultant under the FPPC rules.

Documents Filed: Resolution no. 22-03

Action: Upon motion by Board Member Jones, seconded by Board Member Jimenez and carried unanimously, the Board adopted Resolution 22-03.  
(4-0. Absent:1)

## **6. Other Items**

Quarterly meetings will only be held if noticed under the Brown Act.  
Next annual meeting is scheduled for September 14, 2023, at 3:30 pm.

## **7. Public Comment**

None.

## **8. Adjournment**

The quarterly meeting was adjourned at 10:50 a.m.

SAN JOSE-SANTA CLARA  
CLEAN WATER FINANCING AUTHORITY  
Special Quarterly Meeting Minutes of September 28, 2022

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Acceptance of September 28, 2022, Minutes:

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Charles “Chappie” Jones, Board Member

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David Cohen, Board Member

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Sergio Jimenez, Board Member

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Kathy Watanabe, Board Member (Absent)

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Kevin Park, Board Member

**RESOLUTION NO. 22-03A  
RESOLUTION OF THE GOVERNING BOARD OF THE  
SAN JOSE-SANTA CLARA CLEAN WATER FINANCING  
AUTHORITY SETTING FORTH ITS CONFLICT OF  
INTEREST CODE AND SUPERSEDING RESOLUTION  
NO. 14-01 (AS AMENDED)**

**WHEREAS**, the City of San José (“San José”) and the City of Santa Clara (“Santa Clara”) have entered into a Joint Exercise of Powers Agreement, dated as of March 1, 1981, as amended and restated by a Second Amended and Restated Joint Exercise of Powers Agreement, dated as of October 17, 1995 for the San José-Santa Clara Clean Water Financing Authority (“Authority”); and

**WHEREAS**, on November 12, 2014, this Board adopted Resolution No. 14-01, to set forth the Authority’s conflict of interest code; and

**WHEREAS**, on this date, this Board has conducted its review of its conflict of interest code and desires to make changes to it; and

**WHEREAS**, pursuant to Government Code Sections 87300 and 87302, the Authority desires to adopt and incorporate by reference in its revised conflict of interest code the terms of the standard model conflict of interest code adopted by the Fair Political Practices Commission (“FPPC”) by Title 2, Division 6, California Code of Regulations (the “Regulations”), Section 18730; and

**WHEREAS**, the revised conflict of interest code adopted by the Authority by this Resolution will be submitted to the Santa Clara County Board of Supervisors as the code reviewing body for approval;

**NOW, THEREFORE BE IT RESOLVED BY THE GOVERNING BOARD OF THE SAN JOSE-SANTA CLARA CLEAN WATER FINANCING AUTHORITY THAT:**

**Section 1.** In accordance with Government Code Sections 87300 and 87302, the Authority’s Conflict of Interest Code is adopted by this Resolution and Appendix I attached hereto.

**Section 2.** The terms of Section 18730 of the Regulations, and any amendments to Section 18730 or to the Regulations, taken with the appendix attached to this Resolution and incorporated by reference, constitute the Authority’s Conflict of Interest Code.

**Section 3.** Pursuant to Government Code Section 87200, the members of the Authority Board and the Director of Finance of the City of San José, who serves as the Treasurer of the Authority, are “public officials who manage public investments” and accordingly are subject to the disclosure and disqualification provisions set forth in



Government Code Sections 87200 through and including 87210 and are not subject to the Conflict of Interest Code adopted by this Resolution and shall submit their Statements of Economic Interests to the Secretary of the Authority who shall make and retain copies and forward the originals to the County of Santa Clara Clerk of the Board of Supervisors. Copies of all Statements of Economic Interest retained by the Authority will be available for public inspection and reproduction pursuant to Government Code Section 81008.

**Section 4.** Each "consultant" as defined by the Act and the Regulations adopted by the FPPC, is required to file disclosure Form 700 with the Secretary of the Board. If statements are received in signed paper format, the Authority shall make and retain a copy and forward the original of this statement to the Santa Clara County Clerk of the Board of Supervisors. If statements are electronically filed using the County of Santa Clara's Form 700 e-filing system, both the Santa Clara County Clerk of the Board of Supervisors and the Authority will receive access to the e-filed statement simultaneously. The Authority shall retain a copy for its records. Statements of Economic Interests are public records available for public inspection and reproduction pursuant to Government Code Section 81008.

**Section 5.** Nothing in this Resolution should be construed to allow any consultant retained by the Authority to make or participate in making or in any way attempt to influence a governmental decision in which the consultant knows or has reason to know that the consultant has a financial interest. Disqualification in the event of a conflict of interest is governed by the Act in Section 87100 and following of the Government Code and the Regulations.

All agreements with consultants, whether or not such a consultant is required to file a disclosure statement in accordance with this Resolution, shall provide that the consultant is obligated to disqualify himself or herself if a conflict of interest exists at any time during the term of the agreement.

**Section 6.** The Secretary of the Board is the filing official for the Authority (the "Filing Official"). The Filing Official is responsible for, among other things: (1) forwarding the Statements of Economic Interests from the Authority's filers to the Clerk of the Santa Clara County Board of Supervisors (or ensuring they are e-filed in the County's electronic system); (2) supplying the necessary forms and manuals prescribed by the Fair Political Practices Commission to the Authority's filers; (3) notifying the Clerk of the Board of the Santa Clara County Board of Supervisors regarding new individuals in designated positions, individuals leaving designated positions, and other events affecting filing obligations; and (4) notifying the Clerk of the Board of the Santa Clara County Board of Supervisors no later than December 15 of each year of the names and positions of every person whose Statements must be forwarded to the Clerk of the Board of the Santa Clara County Board of Supervisors.

**Section 7.** This revised conflict of interest code will not take effect until approved by the Santa Clara County Board of Supervisors. Upon approval of this revised conflict of

interest code by the Santa Clara County Board of Supervisors, Resolution No. 14-01 will be superseded and will have no effect.

ADOPTED this     day of \_\_\_\_\_ by the following vote:

AYES:

NOES:

ABSENT:

By: \_\_\_\_\_

Attest:

\_\_\_\_\_  
Secretary of the Board

## APPENDIX I

### A. Government Code Section 87200 Authority Filers

Pursuant to Government Code Section 87200, officials who manage public investments as defined by Title 2 of the California Code of Regulations Section 18700.3(b) are subject to the disclosure requirements of the Political Reform Act and are required to file full Statements of Economic Interests. The Authority has determined that the holders of the positions listed below are officials who manage public investments for the Authority.

Authority Board Member  
Authority Treasurer

### B. Designated Positions

Designated Position	Disclosure Category
Consultant	1
Newly Created Position	*

Disclosure Category 1 for Consultant's Disclosure:

A Consultant, as defined by the Act and the Regulations adopted by the FPPC, shall disclose all investments, business positions and sources of income, including gifts, loans and travel payments, and all interests in real property, subject to the following limitation: The Treasurer of the Authority may determine in writing that a particular consultant, although a "designated position," is hired to perform a range of duties that is limited in scope and thus is not required to comply fully with the full disclosure requirements, but instead must comply with more tailored disclosure requirements specific to that consultant. Such a determination shall include a description of the consultant's duties and, based upon that description, a statement of the extent of disclosure requirements. All such determinations are public records and shall be retained for public inspection along with this conflict of interest code. The interests to be disclosed shall be set forth in the agreement for services between the consultant and the Authority.

\* Newly Created Position:

A newly created position that makes or participates in the making of decisions that may foreseeably have a material effect on any financial interest of the position-holder, and which specific position title is not yet listed in an agency's conflict of interest code is included in the list of designated positions and shall disclose pursuant to the broadest disclosure category in the code, subject to the

following limitation: The Treasurer of the Authority may determine in writing that a particular newly created position, although a “designated position,” is hired to perform a range of duties that are limited in scope and thus is not required to fully comply with the broadest disclosure requirements, but instead must comply with more tailored disclosure requirements specific to that newly created position. Such written determination shall include a description of the newly created position's duties and, based upon that description, a statement of the extent of disclosure requirements. All such determinations are public records and shall be retained for public inspection in the same manner and location as this conflict-of-interest code. (Gov. Code Section 81008.)

As soon as the Authority has a newly created position that must file statements of economic interests, the Authority's Filing Official shall contact the County of Santa Clara Clerk of the Board of Supervisors Form 700 division to notify it of the new position title to be added in the County's electronic Form 700 record management system, known as eDisclosure. Upon this notification, the Clerk's office shall enter the actual position title of the newly created position into eDisclosure and the Authority's Filing Official shall ensure that the name of any individual(s) holding the newly created position is entered under that position title in eDisclosure.

Additionally, within 90 days of the creation of a newly created position that must file statements of economic interests, the Authority shall update this conflict-of-interest code to add the actual position title in its list of designated positions, and submit the amended conflict of interest code to the County of Santa Clara Office of the County Counsel for code-reviewing body approval by the County Board of Supervisors. (Gov. Code Sec. 87306.)