

**CHARLESTON DRAINAGE DISTRICT MEETING MINUTES  
SPECIAL MEETING OF THE BOARD OF DIRECTORS  
June 24, 2021**

A special meeting of the Board of Directors was held on June 24, 2021, at 11:00 a.m. in accordance with Governor Newsom’s Executive Order N-09-21 issued in response to the COVID-19 pandemic, which allows local and state legislative bodies to hold meetings by web and teleconference, and to make meetings accessible to the public electronically. Those present at the meeting were:

- Directors Present: Tom Teixeira, President  
Jake Barcellos, Vice-President  
Bob Teicheira, Director  
Dominic Mercurio, Director
- Directors Absent: None
- District Staff Present: Ara Azhderian, General Manager & Secretary  
John Paul Otollo, Treasurer
- Others Present: Gabriel Delgado, General Counsel  
Palmer McCoy, Grassland Basin Authority

**CALL TO ORDER**

President Teixeira called the meeting to order at 11:02 a.m.

**REVIEW OF AGENDA**

There were no changes made to the agenda.

**ROLL CALL**

A quorum of the Board of Directors and the presence of the District’s Officers were confirmed.

**POTENTIAL CONFLICTS OF INTEREST**

There were no conflicts of interest disclosed.

**PUBLIC COMMENT**

There was no public comment.

**THE BOARD TO REVIEW AND CONSIDER ACCEPTING RECOMMENDATION TO PERFORM THE FISCAL-YEAR ENDING 2021 FINANCIAL AUDIT**

General Manager Azhderian and General Counsel Delgado reported to the Board that staff had explored the potential of shifting the District’s financial audits to a biennial basis. The legal analysis concluded that the District may, by unanimous request of the Board and unanimous approval of the Merced County Board of Supervisors, request biennial audits, provided they are performed in accordance with professional standards as determined by the Merced County Auditor. To effectuate the request, Delgado had prepared a resolution for subsequent Board consideration. Azhderian expressed some

concern about the timing of the County’s approval and recommended the Board authorize execution of the Bryant L. Jolley engagement letter as a contingency if time becomes a concern. After discussion, on the motion of Director Teicheira, seconded by Director Mercurio, the Board approved the recommendation.

The vote on the matter was as follows:

Ayes:	Teixeira, Barcellos, Teicheira, Mercurio
Nays:	None
Absent:	None
Abstain:	None

**THE BOARD TO REVIEW AND CONSIDER ADOPTING A RESOLUTION REQUESTING THE MERCED COUNTY BOARD OF SUPERVISORS APPROVE REPLACING THE DISTRICT’S ANNUAL FINANCIAL AUDIT WITH A BIENNIAL FINANCIAL AUDIT**

General Manager Azhderian presented the Board a draft resolution requesting the Merced County Board of Supervisors unanimously approve the District’s implementation of biennial financial audits. General Counsel Delgado reviewed the resolution in detail. After discussion, on the motion of Director Barcellos, seconded by Director Mercurio, the Board adopted the biennial audits resolution as presented.

The vote on the matter was as follows:

Ayes:	Teixeira, Barcellos, Teicheira, Mercurio
Nays:	None
Absent:	None
Abstain:	None

**THE BOARD TO REVIEW AND CONSIDER ADOPTING A RESOLUTION CALLING FOR A GENERAL ELECTION ON NOVEMBER 2, 2021, OF REPRESENTATIVES TO SERVE ON THE DISTRICT’S BOARD OF DIRECTORS**

General Manager Azhderian presented the Board a draft resolution calling for a general election for the Board seat currently held by Director Barcellos, whose terms expires in December 2021. General Counsel Delgado reviewed the resolution in detail. After discussion, on the motion of Director Barcellos, seconded by Director Mercurio, the Board adopted the elections resolution as presented.

The vote on the matter was as follows:

Ayes:	Teixeira, Barcellos, Teicheira, Mercurio
Nays:	None
Absent:	None
Abstain:	None

**THE BOARD TO REVIEW AND CONSIDER ADOPTING A RESOLUTION TO IMPLEMENT A DISTRICT ELECTION PLAN TO HOLD ALL SUBSEQUENT DISTRICT ELECTIONS ON EVEN YEARS AFTER NOVEMBER 2021**

General Manager Azhderian presented the Board a draft resolution calling for the District to implement an election plan that would shift the District’s election years to align with general state-wide elections in accordance with Senate Bill 415. He explained that, if adopted, the resolution would be submitted to the Merced County Board of Supervisors approval. If approved, Azhderian said, the terms

served by the District’s Directors would be extended one year whereby the term beginning in December 2021 would run until December 2026 and the terms set to expire in December 2023 will extend until December 2024. General Counsel Delgado reviewed the resolution in detail. After discussion, on the motion of Director Barcellos, seconded by Director Mercurio, the Board adopted the election plan resolution as presented.

The vote on the matter was as follows:

Ayes:	Teixeira, Barcellos, Teicheira, Mercurio
Nays:	None
Absent:	None
Abstain:	None

**GUBERNATORIAL EXECUTIVE ORDER AND BROWN ACT UPDATE**

General Counsel Delgado provided the Board an update on Governor Newsome’s Executive Orders allowing for electronic meetings of the District’s Board of Directors. He explained the current Order N-09-21 will expire at the end of September so, absent some further accommodation, the District’s October Board meeting would be in-person. Delgado will continue to monitor the situation.

**CLOSED SESSION**

At approximately 11:41 a.m., General Counsel Delgado announced the Board would adjourn into Closed Session to discuss the matter listed on the Agenda.

**REPORT FROM CLOSED SESSION**

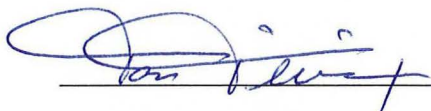
At approximately 12:09 p.m., General Counsel Delgado reported the Board had met in Closed Session and had formed an ad-hoc committee to review management of the District. The Board took no other reportable action.

**FUTURE MEETING DATES**


The next regular meeting date of the Board was scheduled for July 21, 2021.

**ADJOURNMENT**

With no further business on the agenda, President Teixeira adjourned the meeting at 12:10 p.m.



Tom Teixeira, President



Ara Azhderian, Secretary

