# Minutes of the Meeting

of the Board of Directors of Crestview Mutual Water Company August 25, 2020

# **Convened Meeting**

The meeting was called to order by Vice President Sol Chooljian on Tuesday, August 25, 2020, at 4:04 p.m. via Zoom video conference.

### Attendance and Quorum

**Directors Present:** 

Sol Chooljian – Vice President

Doug Off – Treasurer

Roger Whitlock – Secretary Alma Quezada – Director

Directors Absent:

None

Staff/Counsel Present:

Robert Eranio – Consulting General Manager

Lauri Marino – Office Manager

Gregory Patterson – Corporate Counsel: Musick, Peeler & Garrett

### Shareholder's Public Forum

Laurie Bennett (Valley Vista Drive) was present to observe the meeting. Vice President Sol Chooljian noted that an e-mail was received from Steven Muro (Avocado Place) regarding expenditures associated with Well #7. Discussion ensued. Robert Eranio was tasked with responding to Mr. Muro, explaining Crestview's analysis of the cost of importing water in the absence of a new well. Correspondence was received from Roger Chittum (Ashdale Court) regarding the installation of Well #8. There is disagreement between the sound experts related to drilling. Robert Eranio has spoken to Mr. Chittum numerous times; it seems that he has taken misstatements made at the Planning Commission hearing by the public as fact. Mr. Chittum will not correct the inaccuracies contained in his letters to neighboring shareholders regarding Well #8; he says that is Crestview's responsibility. Robert Eranio will notify Mr. Chittum that Crestview is working on a response to his correspondence; Doug Off, Alma Quezada, and Robert Eranio will meet with him to address his perceptions and concerns. The CUP for Well #8 is in process with the City of Camarillo.

#### **Approval of Minutes**

The minutes of the July 28, 2020 meeting were presented. On a motion made by Doug Off and seconded by Roger Whitlock, the Board unanimously approved the following:

**Resolved**, that the minutes of the meeting of the Board of Directors of July 28, 2020 be accepted as presented.

The minutes of the Executive Session of the meeting of July 28, 2020 were presented. On a motion made by Alma Quezada and seconded by Doug Off, the Board unanimously approved the following:

**Resolved**, that the minutes of the Executive Session of the meeting of the Board of Directors of July 28, 2020 be accepted as amended.

# General Manager's Report

Well #4/Well #6 – On Sunday, August 23, 2020, Well #6 failed. Staff installed the critical spare 250 hp motor on Monday. Reservoir #2 was critically low on water on Monday morning, August 24. Normal reservoir levels have not been reached at this time. Staff is investigating the cause of the failure. Staff engaged with the City of Camarillo in case mutual aid was necessary. Well #4 is down 80 gallons per minute, to 830 gallons per minute. There is now 6 feet of water above the pump. Discussions are taking place with Cal-American and Calleguas to split the district and bring in an outside water supply. Cal-American is still analyzing whether they can supply Crestview and still meet their own system's needs. Crestview's corporate counsel is drafting a water wheeling contract at Cal-American's request.

Well #7 — Crestview continues to work with the State Water Resources Control Board and the Los Angeles Regional Water Quality Control Board to mitigate septic setback issues. Staff hopes to have feedback by the end of September. Discussion ensued.

### Well #7 Alternatives & Water System Optimization Study

Robert Eranio suggested that an outside consultant evaluate Crestview's water system and infrastructure to identify possible alternatives if the Well #7 project does not move forward. An internal analysis has already been completed. Greg Patterson stated that an outside party could review Crestview's analysis and support the Board's actions. It could validate the efficacy of the direction the Company is taking and could enhance Crestview's administrative record. Further discussion regarding this topic will take place in Executive Session.

### Ad Hoc Legal Committee

Greg Patterson was tasked with notifying the Crestview Alliance through the law firm of Goldenring/Pachowicz. Crestview created an Ad Hoc Legal Committee (ALC) to respond to multiple outside legal requests. Sol Chooljian created a charter for the committee as follows: "The committee exists to respond to requests from responsible third parties regarding opposition and/or support of Crestview operations and to report to the Board communications and possible responses to those requests. Crestview-initiated actions that have current or anticipated legal consequences would be vetted by the ALC. The ALC would be charged with development of strategies to assure completion of long-range projects and presentation to the Board. The members of the ALC are

Alma Quezada and Sol Chooljian. Advisors to the ALC are Robert Eranio and Greg Patterson." Discussion ensued regarding the numerous letters received to date by Musick Peeler from Goldenring/Pachowicz. Sol Chooljian reported on the background documents that the ALC will review, and the issues that need to be addressed. The ALC will attempt to open a channel of communication between Crestview MWC and the Alliance.

#### **Annual Shareholders Meeting Discussion**

Greg Patterson reported that he is working with his colleagues about how to best hold a virtual meeting. The issues of proxy ballots and voting must be addressed, as well as the functionality of the meeting; the possibility of engaging a third-party moderator was discussed. It was agreed that shareholder questions should be submitted in advance. There are many logistical issues to work out; a virtual meeting might be cumbersome, but is what is available at this time. A possible date of October 21 was discussed. Sol Chooljian commented that we need to communicate with the shareholders that we are working on setting a firm date and are committed to holding an open discussion. Greg Patterson will research what constitutes a legal meeting. Further discussion will take place at the next Board meeting.

# Adjournment

On a motion made by Alma Quezada, seconded by Doug Off, and approved with four ayes, the regular meeting was adjourned at 6:30 p.m.

#### **Next Meeting**

The next meeting of the Board of Directors will be held on Tuesday, September 22, 2020 at 4:00 p.m. via Zoom video conference.

Submitted by,

Lauri Marino, Office Manager

Approved by,

Roger Whitlock, Secretary

Sol Chooljian, Vice-Pesident