

**DUBLIN SAN RAMON SERVICES DISTRICT
MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS**

December 1, 2025

1. CALL TO ORDER

A special meeting of the Board of Directors was called to order at 6 p.m. by President Goel.

2. PLEDGE TO THE FLAG

3. ROLL CALL

Boardmembers present at start of meeting: President Arun Goel, Vice President Richard M. Halket, Director Dinesh Govindarao, Director Georgean M. Vonheeder-Leopold, and Director Edward R. Duarte.

District staff present: Jan Lee, General Manager/Treasurer; Michelle Gallardo, Administrative Services Director; Steve Delight, Engineering Services Director/District Engineer; Douglas E. Coty, General Counsel; and Vivian Chiu, Management Analyst II/Acting District Secretary.

4. SPECIAL ANNOUNCEMENTS/ACTIVITIES

4.A. New Employee Introductions
Melissa Redona, Administrative Assistant II

5. PUBLIC COMMENT (MEETING OPEN TO THE PUBLIC) – 6:03 p.m. No public comments received.

6. AGENDA MANAGEMENT (CONSIDER ORDER OF ITEMS) – No changes made.

7. CONSENT CALENDAR

Director Govindarao MOVED for approval of the items on the Consent Calendar. Director Vonheeder-Leopold SECONDED the MOTION, which CARRIED with FIVE AYES.

7.A. Approve Regular Meeting Minutes of November 18, 2025 – Approved

7.B. Approve Amended Resolutions for Rescission of Public Agency Vesting for Post-Retirement Health Benefits under Government Code Section 22893 for Mid-Management Employees' Bargaining Unit and Unrepresented Management, Professional, Technical, Administrative and Confidential Employees and Rescind Resolution No. 37-25 – Approved – Resolution No. 39-25 and Resolution No. 40-25

8. BOARD BUSINESS

8.A. Receive Update on On-Site Solar, Battery Storage, EV Charging (CIP 24-A046) and Off-Site Solar (CIP 24-L045) Projects

Engineering Services Director Delight reviewed the item for the Board and introduced ARC Alternatives consultant Russell Driver who gave a presentation (posted to the website as supplemental materials). The presentation included an overview of the

request for proposal process in which Endelos Energy was selected for negotiations, the competitive procurement process under California Government Code Section 4217 to allow more flexibility over the typical low-bid public works contracting, the proposed system and estimated annual solar generation at each of the four sites, Endelos Energy's performance guarantee, contractual considerations, and the schedule for finalizing a letter of intent and negotiating a power purchase agreement.

The Board, staff, and consultant discussed the solar panels to be used in the projects; risks and protections for the District in different scenarios, including assignment to another company, bankruptcy, and failure to reach an agreement; LAVWMA's portion of the projected savings (estimated at \$1.6 million of the \$8.6 million over 20 years for the four sites); LAVWMA's contractual involvement; ability to secure the Investment Tax Credit before the end of this year; opportunity for the District to buy out the solar systems; and agreement terms to address the concerns raised. The LAVWMA Board will hold a meeting on December 9 regarding the letter of intent, which will be considered by the DSRSD Board on December 16. Negotiations will continue on the power purchase agreement planned for Board approval in January.

9. REPORTS

9.A. Boardmember Items

9.A.1. Joint Powers Authority and Committee Reports. LAVWMA Board Meeting of November 19, 2025

President Goel invited comments on recent JPA activities. The attending Directors felt the available agenda information adequately covered the matters considered at the meeting and commented on some of the meeting activities.

9.A.2. Submittal of Written Reports for Day of Service Events Attended by Directors

Director Vonheeder-Leopold submitted a written report to Management Analyst II/Acting District Secretary Chiu. She reported that she attended the virtual California Association of Sanitation Agencies Board of Directors meeting on November 19. She summarized the activities and discussions at the meeting.

9.A.3. Request New Agenda Item(s) for a Future Board or Committee Agenda – None.

9.B. Staff Reports

General Manager Lee reported on the following items:

- A DERWA Board meeting will be held on Monday, December 8, at 6 p.m.
- A LAVWMA adjourned Board meeting will be held on Tuesday, December 9, at 6 p.m.
- The last DSRSD Board meeting of the year will be held on Tuesday, December 16, at 6 p.m.

10. CLOSED SESSION

At 6:41 p.m. the Board went into Closed Session.

10.A. Conference with Labor Negotiators Pursuant to Government Code Section 54957.6

Agency Negotiators: Jan Lee, General Manager
Michelle Gallardo, Administrative Services Director
Samantha Koehler, Human Resources and Risk Manager

Employee Organizations: 1. Stationary Engineers, Local 39
2. Unrepresented Employees

Additional Attendees: Cepideh Roufougar, Jackson Lewis P.C.

11. REPORT FROM CLOSED SESSION

At 6:53 p.m. the Board came out of Closed Session. President Goel announced that there was no reportable action.

12. ADJOURNMENT

President Goel adjourned the meeting at 6:54 p.m.

Submitted by,

Vivian Chiu, MMC
Management Analyst II/Acting District Secretary

FOR: Nicole Genzale, CMC
Executive Services Supervisor/District Secretary