



BAY AREA  
AIR QUALITY  
MANAGEMENT  
DISTRICT

## BOARD OF DIRECTORS SPECIAL MEETING

January 25, 2023

**THIS MEETING WILL BE CONDUCTED UNDER PROCEDURES AUTHORIZED BY ASSEMBLY BILL 361 (RIVAS 2021) ALLOWING REMOTE MEETINGS. THIS MEETING WILL BE ACCESSIBLE VIA WEBCAST, TELECONFERENCE, AND ZOOM. A ZOOM PANELIST LINK WILL BE SENT SEPARATELY TO COMMITTEE OR BOARD MEMBERS**

- **THE PUBLIC MAY OBSERVE THIS MEETING THROUGH THE WEBCAST BY CLICKING THE LINK AVAILABLE ON THE AIR DISTRICT'S AGENDA WEBPAGE AT**

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- **THE PUBLIC MAY PARTICIPATE REMOTELY VIA ZOOM AT THE FOLLOWING LINK OR BY PHONE**

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**(669) 900-6833 or (408) 638-0968**

**WEBINAR ID: 850 5211 9278**

- **THOSE PARTICIPATING BY PHONE WHO WOULD LIKE TO MAKE A COMMENT CAN USE THE "RAISE HAND" FEATURE BY DIALING "\*9". IN ORDER TO RECEIVE THE FULL ZOOM EXPERIENCE, PLEASE MAKE SURE YOUR APPLICATION IS UP TO DATE**

# BOARD OF DIRECTORS SPECIAL MEETING AGENDA

WEDNESDAY, JANUARY 25, 2023

9:00 AM

Chairperson, John J. Bauters

1. **Call to Order - Roll Call**

2. **Pledge of Allegiance**

3. **Public Meeting Procedure**

*The Board Chair shall call the meeting to order and the Clerk of the Boards shall take roll of the Board members.*

*This meeting will be webcast. To see the webcast, please visit [www.baaqmd.gov/bodagendas](http://www.baaqmd.gov/bodagendas) at the time of the meeting. Closed captioning may contain errors and omissions and are not certified for their content or form.*

***Public Comment on Agenda Items:** The public may comment on each item on the agenda as the item is taken up. Members of the public who wish to speak on matters on the agenda for the meeting, will have three minutes each to address the Board. No speaker who has already spoken on that item will be entitled to speak to that item again.*

4. **Special Orders of the Day**

**CONSENT CALENDAR (Items 5 - 12)**

5. Remote Teleconferencing per Assembly Bill (AB) 361 (Rivas)

*The Board of Directors will consider approving a resolution authorizing Air District Board and Committee meetings using remote teleconferencing through February 24, 2023.*

6. Approval of the Minutes of December 21, 2022

*The Board will consider approving the attached draft minutes of the Meeting of December 21, 2022 .*

7. Board Communications Received from December 22, 2022 through January 24, 2023

*A copy of communications directed to the Board of Directors received by the Air District from December 22, 2022 through January 24, 2023, if any, will be distributed to the Board Members by way of email.*

8. Personnel Out-of-State Business Travel Report for December 2022

*In accordance with Division III, Section 5.4(b) of the Air District Administrative Code, the Board is hereby notified that the attached memorandum lists Air District personnel who have traveled on out-of-state business in the preceding months.*

9. Notices of Violations Issued and Settlements in Excess of \$10,000 in the Month of December 2022

*In accordance with Resolution No. 2012-08 the Board of Directors will receive a list of all Notices of Violations issued, and all settlements for amounts in excess of \$10,000 during the month of December 2022.*

10. Report of the Administration Committee Meeting of December 21, 2022

*The Board of Directors will receive a report of the Administration Committee meeting of December 21, 2022, and will consider approval of the following action item recommended by that Committee:*

A) Action Item: Consider Authorizing the Corrective Action Plan to implement the recommendations from the Human Resources Management Performance Audit.

11. Authorization to Execute Legal Services Agreement with Woodruff, Spradlin & Smart to represent the Air District in *Communities for a Better Environment v. Bay Area Air Quality Management District et al.*

*The Board of Directors will consider authorizing the Interim Executive Officer/APCO to execute a Legal Services Agreement with Woodruff, Spradlin & Smart in an amount not to exceed \$95,000 to provide legal representation in the matter of *Communities for a Better Environment v. Bay Area Air Quality Management District et al.*; and will consider authorizing the transfer of \$95,000 from the Litigation Contingency General Fund Reserves to amend the Fiscal Year 2022-2023 Legal Office's Litigation program budget. This contract would be in addition to an existing Legal Services Agreement with WSS to represent the Air District in another case, *The Athletics Investment Group, LLC v. Bay Area Air Quality Management District et al.*, in an amount not to exceed \$400,000, which was previously approved by the Board.*

12. Authorization to Execute a Contract Amendment with Renne Public Law Group

*The Board of Directors will consider authorizing the Interim Executive Officer/APCO to amend the contract with Renne Public Law Group increasing the maximum dollar amount of the contract from \$200,000 to \$300,000 for legal services related to labor and employment matters.*

## **OTHER BUSINESS**

13. Public Comment on Non-Agenda Matters

*Pursuant to Government Code Section 54954.3*

*Members of the public who wish to speak on matters not on the agenda for the meeting, will have three minutes each to address the Board.*

14. Board Member Comments

*Any member of the Board, or its staff, on his or her own initiative or in response to questions posed by the public, may: ask a question for clarification, make a brief announcement or report on his or her own activities, provide a reference to staff regarding factual information, request staff to report back at a subsequent meeting concerning any matter or take action to direct staff to place a matter of business on a future agenda. (Gov't Code § 54954.2)*

15. Report of the Executive Officer/APCO

16. Chairperson's Report

17. Time and Place of Next Meeting

*Wednesday, February 1, 2023, at 9:00 a.m., via webcast, teleconference, or Zoom, pursuant to procedures in accordance with Assembly Bill 361 (Rivas 2021).*

## **CLOSED SESSION**

18. Conference with Legal Counsel re Anticipated Litigation (Government Code Sections 54956.9(a) and (d)(2))

*Pursuant to Government Code sections 54956.9(a) and (d)(2), the Board will meet in closed session with legal counsel to discuss a significant exposure to litigation, based on facts and circumstances not known to a potential plaintiff or plaintiffs: Four cases.*

19. Conference With Legal Counsel re Existing Litigation (Government Code Section 54956.9(a))

*Pursuant to Government Code Section 54956.9(a), the Board will meet in closed session with legal counsel to discuss the following case:*

*Communities for a Better Environment v. Bay Area Air Quality Management District and McWane Inc., Alameda Superior Court Case No. 22CV020451.*

**OPEN SESSION**

20. Adjournment

*The Board meeting shall be adjourned by the Board Chair.*

**CONTACT:**

**MANAGER, EXECUTIVE OPERATIONS**  
**375 BEALE STREET, SAN FRANCISCO, CA 94105**  
[vjohnson@baaqmd.gov](mailto:vjohnson@baaqmd.gov)

**(415) 749-4941**  
**FAX: (415) 928-8560**  
**BAAQMD homepage:**  
[www.baaqmd.gov](http://www.baaqmd.gov)

- Any writing relating to an open session item on this Agenda that is distributed to all, or a majority of all, members of the body to which this Agenda relates shall be made available at the Air District's offices at 375 Beale Street, Suite 600, San Francisco, CA 94105, at the time such writing is made available to all, or a majority of all, members of that body.

**Accessibility and Non-Discrimination Policy**

The Bay Area Air Quality Management District (Air District) does not discriminate on the basis of race, national origin, ethnic group identification, ancestry, religion, age, sex, sexual orientation, gender identity, gender expression, color, genetic information, medical condition, or mental or physical disability, or any other attribute or belief protected by law.

It is the Air District's policy to provide fair and equal access to the benefits of a program or activity administered by Air District. The Air District will not tolerate discrimination against any person(s) seeking to participate in, or receive the benefits of, any program or activity offered or conducted by the Air District. Members of the public who believe they or others were unlawfully denied full and equal access to an Air District program or activity may file a discrimination complaint under this policy. This non-discrimination policy also applies to other people or entities affiliated with Air District, including contractors or grantees that the Air District utilizes to provide benefits and services to members of the public.

Auxiliary aids and services including, for example, qualified interpreters and/or listening devices, to individuals who are deaf or hard of hearing, and to other individuals as necessary to ensure effective communication or an equal opportunity to participate fully in the benefits, activities, programs, and services will be provided by the Air District in a timely manner and in such a way as to protect the privacy and independence of the individual. Please contact the Non-Discrimination Coordinator identified below at least three days in advance of a meeting so that arrangements can be made accordingly.

If you believe discrimination has occurred with respect to an Air District program or activity, you may contact the Non-Discrimination Coordinator identified below or visit our website at [www.baaqmd.gov/accessibility](http://www.baaqmd.gov/accessibility) to learn how and where to file a complaint of discrimination.

Questions regarding this Policy should be directed to the Air District's Non-Discrimination Coordinator, Suma Peesapati, at (415) 749-4967 or by email at [speesapati@baaqmd.gov](mailto:speesapati@baaqmd.gov).

# BAY AREA AIR QUALITY MANAGEMENT DISTRICT

375 BEALE STREET, SAN FRANCISCO, CA 94105

FOR QUESTIONS PLEASE CALL (415) 749-4941

## EXECUTIVE OFFICE:

### MONTHLY CALENDAR OF AIR DISTRICT MEETINGS

#### JANUARY 2023

| <u>TYPE OF MEETING</u>  | <u>DAY</u> | <u>DATE</u> | <u>TIME</u> | <u>ROOM</u>                                |
|---|------------|-------------|-------------|--|
| Board of Directors Special Meeting                                      | Wednesday  | 25          | 9:00 a.m.   | Webcast only pursuant to Assembly Bill 361 |
| Advisory Council Meeting  | Monday     | 30          | 8:30 a.m.   | Webcast only pursuant to Assembly Bill 361 |
| Path to Clean Air Community Emissions Reduction Plan Steering Committee | Monday     | 30          | 5:30 p.m.   | Webcast only pursuant to Assembly Bill 361 |

#### FEBRUARY 2023

| <u>TYPE OF MEETING</u>  | <u>DAY</u> | <u>DATE</u> | <u>TIME</u> | <u>ROOM</u>                                |
|---|------------|-------------|-------------|--|
| Board of Directors Meeting  | Wednesday  | 1           | 9:00 a.m.   | Webcast only pursuant to Assembly Bill 361 |
| Board of Directors Administration Committee                             | Wednesday  | 1           | 12:00 p.m.  | Webcast only pursuant to Assembly Bill 361 |
| Board of Directors Budget and Finance Committee                         | Wednesday  | 1           | 1:00 p.m.   | Webcast only pursuant to Assembly Bill 361 |
| Board of Directors Stationary Source and Climate Impacts Committee      | Wednesday  | 8           | 9:00 a.m.   | Webcast only pursuant to Assembly Bill 361 |
| Board of Directors Mobile Source and Climate Impacts Committee          | Wednesday  | 8           | 1:00 p.m.   | Webcast only pursuant to Assembly Bill 361 |
| Board of Directors Meeting  | Wednesday  | 15          | 9:00 a.m.   | Webcast only pursuant to Assembly Bill 361 |
| Board of Directors Community Equity, Health and Justice Committee       | Wednesday  | 15          | 1:00 p.m.   | Webcast only pursuant to Assembly Bill 361 |
| Path to Clean Air Community Emissions Reduction Plan Steering Committee | Monday     | 27          | 5:30 p.m.   | Webcast only pursuant to Assembly Bill 361 |

MB 1/19/2023 – 1:49 p.m.

G/Board/Executive Office/Moncal

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Remote Teleconferencing per Assembly Bill (AB) 361 (Rivas)

RECOMMENDED ACTION

Consider approving a resolution authorizing Air District Board and Committee meetings using remote teleconferencing pursuant to the provisions of Assembly Bill 361 (AB 361).

BACKGROUND

AB 361 (R. Rivas 2021) (Open meetings: state and local agencies: teleconferences) allows the Board of Directors, Board committees, and other legislative bodies of the Air District to conduct public meetings using teleconferencing without complying with certain public accessibility requirements imposed by the Ralph M. Brown Act (Brown Act) during the COVID-19 state of emergency proclaimed by Governor Newsom. Specifically, AB 361 allows the members of the Board of Directors and the Air District's other legislative bodies to meet remotely without publicizing their physical locations and making those locations publicly accessible, as would otherwise be required under the Brown Act. Requiring members to publicize their physical locations and make them publicly accessible would effectively make it impossible to participate remotely from members' homes and other private locations. AB 361 contains other provisions designed to protect the public's rights to attend and participate in Air District public meetings, even if Board members' physical locations are not made public.

AB 361 allows for public meetings using remote teleconferencing without compliance with these Brown Act requirements during a proclaimed state of emergency if either (i) state or local officials have imposed or recommended measures to promote social distancing, or (ii) the Board of Directors determines by majority vote that meeting in person would present imminent risks to the health or safety of attendees. See Cal. Gov't Code § 54953(e)(1). Once the Board of Directors has determined that these conditions exist and has started holding remote meetings, in order to continue doing so, the Board must reconsider the circumstances of the state of emergency at least every 30 days and made findings that (i) the state of emergency continues to directly impact the ability of members to meet safely in person, and/or (ii) state or local officials continue to impose or recommend measures to promote social distancing. See Cal. Gov't Code § 54953(e)(3).



The Board of Directors started meeting remotely under the provisions of AB 361 in October of 2021. To do so, the Board adopted a Resolution making findings that the conditions authorizing such remote meetings existed as required under Government Code section 54953(e)(1). The Board has continued to meet under the provisions of AB 361 since 2021, and has reconsidered the circumstances of the state of emergency at least every 30 days and made the findings required by Government Code section 54953(e)(3) throughout the time periods in which it has done so. The Board has stopped meeting remotely under the provisions of AB 361 during certain periods, however, and therefore stopped making 30-day findings under Government Code section 54953(e)(3) during those time periods. This is authorized by AB 361. AB 361 provides that if a legislative body wants to continue holding remote meetings, it has to reconsider the situation every 30 days. But it does not require the legislative body to do so if it ceases holding such meetings for any reason. The Board re-commenced remote meetings after previous periods of cessation as provided for under Government Code section 54953(e)(1).

The Board's most recent cessation of remote meetings under the provisions of AB 361 occurred because the Board did not hold regular meetings in January 2023, and it did not reconsider the circumstances of the state of emergency and make the 30-day findings required by Government Code section 54953(e)(3). The Air District's legislative bodies therefore did not hold any remote meetings after the expiration of the most recent AB 361 30-day resolution on January 20, 2023.

## DISCUSSION

Staff are now proposing that the Board of Directors authorize the Air District's legislative bodies to re-commence their remote meetings pursuant to the provisions of AB 361. AB 361 does not prohibit legislative bodies from re-starting remote meetings after they have stopped doing so for a period of time. To the contrary, the statute's provisions for holding remote meetings apply exactly the same way for re-starting remote meetings as they do for the initial commencement of remote meetings. The statute provides that if the conditions for holding remote meetings set forth in Government Code section 54953(e)(1) are present, then the Air District's legislative bodies can meet remotely. The statute does not impose any limitation that prevents the Board from re-starting remote meetings after a period of cessation.

The conditions for re-commencing remote meetings under Government Code section 54953(e)(1)(A) currently exist. There is a proclaimed state of emergency – namely, the Governor's March 4, 2020 Proclamation of State of Emergency – and public health officials have imposed or recommended measures to promote social distancing, including but not limited to the public health officers of Sonoma and Contra Costa Counties, who reaffirmed on October 28, 2022, and January 5, 2023, respectively, that they recommend and encourage public agencies such as the Air District to practice social distancing and meet remotely to the extent possible. These public health officers made these recommendations because remote meetings present the lowest risk of COVID-19 transmission, among other reasons. Staff therefore recommend that the Board of Directors adopt a Resolution to make findings that these circumstances exist, and to authorize the Board, Board committees, and all of the other Air District legislative bodies to meet remotely pursuant to the provisions of AB 361.

Note that under Government Code section 54953(e)(3), the Board will be required to reconsider the circumstances of the state of emergency every 30 days and make additional findings if it wants to continue holding remote meetings under AB 361. Staff therefore propose that the Resolution specify that it is effective only until February 24, 2023, or until such time as a subsequent AB 361 resolution is adopted. In addition, Governor Newsom has announced that the COVID-19 State of Emergency will end on February 28, 2023. AB 361 will not be effective to authorize remote meetings once the state of emergency ends.

Note also that although AB 361 allows for remote meetings, it does not require them and it does not prohibit hybrid meetings with some Board and/or Committee members meeting in person and some participating remotely. The proposed resolution would authorize such hybrid meetings, wherein Board and/or Committee members who feel comfortable attending in person can do so, while others who may find the health risks from in-person attendance unreasonably high can participate remotely.

BUDGET CONSIDERATION/FINANCIAL IMPACT

None.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Alan Abbs  
Reviewed by: Alexander Crockett

ATTACHMENTS:

1. Draft AB 361 Reinitiating Resolution - January 25, 2023

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

**RESOLUTION NO. 2023-**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE BAY AREA AIR  
QUALITY MANAGEMENT DISTRICT AUTHORIZING REMOTE  
TELECONFERENCE MEETINGS FOR THE PERIOD  
JANUARY 25, 2023 TO FEBRUARY 24, 2023**

WHEREAS, the Bay Area Air Quality Management District (Air District) is committed to preserving and nurturing public access to and participation in meetings of the Board of Directors, Board Committees, and all other legislative bodies of the Air District; and

WHEREAS, all meetings of Air District legislative bodies are open and public, as required by the Ralph M. Brown Act (Brown Act), Cal. Gov. Code §§ 54950-54963, so that any member of the public may attend, participate in, and watch such meetings as the Air District's legislative bodies conduct their business; and

WHEREAS, beginning in 2020, the COVID-19 pandemic gave rise to significant health risks that made it unduly risky for the Air District's legislative bodies to hold in-person public meetings; and

WHEREAS, the Brown Act authorizes remote teleconferencing participation in meetings by members of a legislative body, but as of the beginning of the pandemic, it included certain restrictions in Government Code section 54953(b)(3) that made fully remote meetings impractical; and

WHEREAS, in response to this situation, and in order to facilitate remote meetings to promote public health and allow for social distancing during the COVID-19 pandemic, the Legislature enacted AB 361 (Rivas), which (among other things) created Government Code section 54953(e); and

WHEREAS, Government Code section 54953(e) makes provision for remote teleconferencing participation in meetings by members of a legislative body without compliance with the requirements of Government Code section 54953(b)(3), subject to the existence of certain conditions; and

WHEREAS, on October 6, 2021, the Board of Directors adopted Resolution No. 2021-14 finding that the requisite conditions exist for the Air District's legislative bodies to conduct remote teleconference meetings without compliance with Government Code section 54953(b)(3), including (i) that there was a proclaimed state of emergency and state or local officials had imposed or recommended measures to promote social distancing, and (ii) that as a result of the state of emergency, meeting in person would present imminent risks to the health or safety of attendees; and

WHEREAS, Government Code section 54953(e) authorized the Board of Directors to continue to hold remote public meetings without compliance with Government Code section 54953(b)(3) as long as the Board reconsidered the circumstances of the state of emergency at least every thirty days and made findings that (i) the state of emergency continued to directly impact the ability of members to meet safely in person and/or (ii) state or local officials continued to impose or recommend measures to promote social distancing; and

WHEREAS, the Board of Directors has continued to hold remote public meetings without compliance with Government Code section 54953(b)(3) since 2021, and accordingly has made the requisite findings at least every thirty days as required by Government Code section 54953(e)(3); and

WHEREAS, the Board of Directors has ceased holding public meetings pursuant to the provisions of Government Code section 54953(e) during certain periods since 2021, and therefore stopped reconsidering the circumstances of the state of emergency and making the requisite findings at least every thirty days as required by Government Code section 54953(e)(3) during these periods of cessation; and

WHEREAS, the most recent such cessation occurred when the Air District's legislative bodies ceased holding public meetings pursuant to the provisions of Government Code section 54953(e) after the most recent AB 361 30-day resolution expired on January 20, 2023;

WHEREAS, although the COVID-19 public health emergency has abated sufficiently to allow some members of the Air District's legislative bodies to participate safely in in-person meetings, it continues to present imminent risks to the health or safety of other members, including but not limited to those who may have weakened immune systems, those who may have reasons preventing them from being vaccinated, and those who may live in a household in close proximity with such persons; and

WHEREAS, the Board of Directors therefore wishes to authorize the Air District's legislative bodies to re-commence holding public meetings without compliance with Government Code section 54953(b)(3) as provided for under Government Code section 54953(e); and

WHEREAS, the Board of Directors has considered the circumstances set forth in Government Code section 54953(e)(1)(A) under which such meetings may be held, and has determined that there is a proclaimed state of emergency and that state or local officials have imposed or recommended measures to promote social distancing, including but not limited to the public health officers of Contra Costa and Sonoma counties, who reaffirmed on October 28, 2022, and January 5, 2023, respectively, that they encourage and recommend public agencies such as the Air District to practice social distancing and meet remotely to the extent possible; and

WHEREAS, the Board of Directors also recognizes and finds that the circumstances necessary for a continuing 30-day resolution under Government Code section 54953(e)(3) exist, because the state of emergency remains active and state or local officials continue to impose or recommend measures to promote social distancing; and

WHEREAS, as a consequence of the COVID-19 pandemic, the Board of Directors does hereby find that the legislative bodies of the Air District shall conduct their meetings without compliance with Government Code section 54953(b)(3), as authorized by Government Code section 54953(e)(1)(A), and that such legislative bodies shall comply with the requirements to provide the public with access to the meetings as prescribed in Government Code section 54953(e)(2); and

WHEREAS, the Board of Directors does hereby authorize the legislative bodies of the Air District to conduct hybrid meetings where appropriate, wherein members of a legislative body who feel comfortable attending in person can do so, while others who may find the health risks from in-person attendance unreasonably high can participate remotely; and

WHEREAS, the Air District is publicizing in its meeting agendas zoom and webcast links and phone numbers for members of the public to participate remotely in meetings of the Air District's legislative bodies; and

WHEREAS, as long as the Board of Directors desires to continue to hold public meetings without compliance with Government Code section 54953(b)(3), it will reconsider the circumstances of the state of emergency at least every 30 days and will not hold such meetings unless it makes findings that (i) the state of emergency continues to directly impact the ability of members to meet safely in person, and/or (ii) state or local officials continue to impose or recommend measures to promote social distancing.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF THE BAY AREA AIR QUALITY MANAGEMENT DISTRICT DOES HEREBY RESOLVE AS FOLLOWS:

Section 1. Recitals. The Recitals set forth above are true and correct and are incorporated into this Resolution by this reference.

Section 2. Affirmation of Local Emergency. The Board of Directors hereby finds that a proclaimed state of emergency related to COVID-19 exists within the San Francisco Bay Area and that measures to promote social distancing have been ordered or recommended by state or local public health authorities.

Section 3. Ratification of Governor's Proclamation of a State of Emergency. The Board of Directors hereby ratifies the Governor of the State of California's Proclamation of State of Emergency, effective as of its issuance date of March 4, 2020.

Section 4. Affirmation of Continuation of State Emergency. The Board of Directors has reconsidered the circumstances of the state of emergency since previous resolutions, and based on such reconsideration, hereby finds that state or local officials continue to impose or recommend measures to promote social distancing.

Section 5. Consideration of Hybrid Meetings: The Board of Directors hereby finds that although the COVID-19 public health emergency has abated sufficiently to allow some members of the Air District's legislative bodies to participate safely in in-person meetings, it continues to present imminent risks to the health or safety of other members, including but not limited to those who

may have weakened immune systems, those who may have reasons preventing them from being vaccinated, and those who may live in a household in close proximity with such persons, such that the Air District’s legislative bodies have a need to hold hybrid and/or fully-remote meetings, as appropriate, to protect the health of the members of the legislative bodies, Air District staff, and the public.

Section 6. Remote Teleconference Meetings. The staff and legislative bodies of the Air District are hereby authorized and directed to take all actions necessary to carry out the intent and purpose of this Resolution, including conducting open and public meetings by remote teleconference without compliance with Government Code section 54953(b)(3) – either as hybrid remote/in-person meetings or as fully remote meetings, as appropriate under the circumstances – as provided for under Government Code section 54953(e) and other applicable provisions of the Brown Act.

Section 7. Effective Date of Resolution. This Resolution shall take effect immediately upon its adoption and shall be effective until the earlier of (i) February 24, 2023, or (ii) such time the Board of Directors adopts a subsequent resolution in accordance with Government Code section 54953(e)(3) to extend the time during which the legislative bodies of the Air District may continue to teleconference without compliance with section 54953(b)(3).

The foregoing resolution was duly and regularly introduced, passed, and adopted at a regular meeting of the Board of Directors of the Bay Area Air Quality Management District on the motion of \_\_\_\_\_, seconded by \_\_\_\_\_, on the 25<sup>th</sup> day of JANUARY 2023, by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

ATTEST:

\_\_\_\_\_  
John J. Bauters  
Chair of the Board of Directors

\_\_\_\_\_  
Lynda Hopkins  
Secretary of the Board of Directors

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**  
Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Approval of the Minutes of December 21, 2022

RECOMMENDED ACTION

Approve the attached draft minutes of the Minutes of December 21, 2022.

BACKGROUND

None.

DISCUSSION

Attached for your review and approval are the draft minutes of the Board of Directors Regular meeting of December 21, 2022.

BUDGET CONSIDERATION/FINANCIAL IMPACT

None.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Marcy Hiratzka  
Reviewed by: Vanessa Johnson

ATTACHMENTS:

1. Draft Minutes of the Board of Directors Meeting of December 21, 2022



Bay Area Air Quality Management District  
375 Beale Street, Suite 600  
San Francisco, CA 94105  
(415) 749-5073

Board of Directors Regular Meeting  
Wednesday, December 21, 2022

## **DRAFT MINUTES**

*Note: Audio recordings of the meeting are available on the website of the Bay Area Air Quality Management District at [www.baaqmd.gov/bodagendas](http://www.baaqmd.gov/bodagendas)*

**This meeting was conducted under procedures authorized by Assembly Bill 361 (Rivas 2021) allowing remote meetings. Members of the Board of Directors participated by teleconference.**

### **CALL TO ORDER**

1. **Opening Comments:** Board of Directors (Board) Chairperson, John J. Bauters, called the meeting to order at 9:02 a.m.

#### **Roll Call:**

Present: Chairperson John J. Bauters; Vice Chairperson Davina Hurt; Secretary Teresa Barrett; and Directors Margaret Abe-Koga, Pauline Russo Cutter, John Gioia, Erin Hannigan, David Haubert, Lynda Hopkins, David Hudson, Tyrone Jue, Sergio Lopez, Otto Lee, Nate Miley, Karen Mitchoff, Rob Rennie, Katie Rice, Mark Ross, Brad Wagenknecht, and Steve Young.

Absent: Directors David Canepa, Carole Groom, Myrna Melgar, and Shamann Walton.

2. **PLEDGE OF ALLEGIANCE**
3. **PUBLIC MEETING PROCEDURE**
4. **SPECIAL ORDERS OF THE DAY**

New staff members were introduced, including Senior Staff Specialists, Daniel Madrigal and Amy Smith, in the Community Engagement Division. In addition, the Board recognized the Director of the Planning and Climate Protection Division, Henry Hilken, upon his retirement from the Air District.

NOTED PRESENT: Director Wagenknecht was noted present at 9:08 a.m., and Director Miley was noted present at 9:10 a.m.



**CONSENT CALENDAR (ITEMS 5 – 18)**

5. Remote Teleconferencing per Assembly Bill (AB) 361 (Rivas)
6. Approval of the Minutes of December 7, 2022
7. Board Communications Received from December 7, 2022 through December 20, 2022
8. Notices of Violations Issued and Settlements in Excess of \$10,000 in the Month of November 2022
9. Personnel Out of State Travel Report for October and November 2022
10. Quarterly Report of California Air Resources Board Representative - Honorable Davina Hurt
11. Consider Adopting Proposed Amendments to Division I, Sections 1.1 and 1.2, of the Administrative Code Regarding Board Member Compensation for Meeting Attendance and Board Meeting Start Time
12. Authorization to Accept Clean Cars For All Funding
13. Participation in the Community Air Protection Incentives Program Fiscal Year 2022-2023
14. Authorization to Accept Community Air Protection Program (CAPP) Implementation Funds Fiscal Year 2022-2023 from the California Air Resources Board (CARB)
15. Authorization to Execute a Lease Amendment for the San Pablo-Rumrill Air Monitoring Station
16. Report of the Richmond Area Community Emissions Reduction Plan Steering Committee Meeting of November 28, 2022
17. Report of the Community Equity, Health & Justice Committee Meeting of December 1, 2022
18. Report of the Legislative Committee Meeting of December 12, 2022

**Public Comments**

No requests submitted.

NOTED PRESENT: Director Hudson was noted present at 9:24 a.m.

**Board Comments**

None.

**Board Action**

Director Hudson made a motion, seconded by Director Cutter, to **approve** Consent Calendar Items 5 through 18, inclusive; and the motion **carried** by the following vote of the Board:

- AYES: Abe-Koga, Bauters, Barrett, Cutter, Gioia, Hannigan, Haubert, Hopkins, Hudson, Hurt, Jue, Lee, Lopez, Miley, Mitchoff, Rennie, Rice, Ross, Wagenknecht, Young.
- NOES: None.
- ABSTAIN: None.
- ABSENT: Canepa, Groom, Melgar, Walton.

**CLOSED SESSION** (9:26 a.m.)

19. **PUBLIC EMPLOYEE APPOINTMENT AND EMPLOYMENT PURSUANT TO GOVERNMENT CODE SECTION 54957(b)**

*Title: Executive Officer/Air Pollution Control Officer (APCO)*

**Reportable Action:** Chair Bauters had nothing to report.

20. **CONFERENCE WITH LABOR NEGOTIATORS PURSUANT TO GOVERNMENT CODE SECTION 54957.6**

*Agency Designated Representatives: Board Chair John J. Bauters; Acting Chief Administrative Officer, John Chiladakis; and Charles Sakai and DeeAnne Gillick of Sloan, Sakai, Yeung & Wong*

*Unrepresented Employee: Executive Officer/APCO*

**Reportable Action:** Chair Bauters had nothing to report.

**OPEN SESSION** (9:52 a.m.)

**ACTION ITEMS**

21. **CONSIDER AUTHORIZATION OF NON-REPRESENTED EMPLOYEE BENEFITS**

John Chiladakis, Acting Chief Administrative Officer, gave the staff presentation *Consider Authorization of Non- Represented Employee Benefits*, including: requested motion; background; compensation practices – benefits; compensation practices; and recommendation for motion.

Public Comments

Public comments were given by Rochele Henderson, an Air District Employee who provided comments in her personal capacity.

Board Comments

None.

Board Action

Director Mitchoff made a motion, seconded by Director Rice, to do the following:

- 1) Direct staff to develop a compensation philosophy, conduct a compensation study, and develop a comprehensive compensation plan for Board approval and in accordance with Human Resource (HR) Management Performance Audit Recommendations 1.6 and 1.7.
- 2) Authorize the employee benefit package currently provided to non-represented employees until a new comprehensive compensation plan is approved by the Board.

The motion **carried** by the following vote of the Board:

AYES: Bauters, Barrett, Cutter, Gioia, Hannigan, Haubert, Hopkins, Hudson, Hurt, Jue, Lee, Lopez, Miley, Mitchoff, Rennie, Rice, Ross, Young.  
NOES: None.  
ABSTAIN: None.  
ABSENT: Abe-Koga, Canepa, Groom, Melgar, Wagenknecht, Walton.

22. **CONSIDER APPROVING THE EXECUTIVE OFFICER'S EMPLOYMENT AGREEMENT**

Chair Bauters gave the presentation *Consider Approving the Executive Officer's Employment Agreement*, including: Recruitment Schedule for Permanent Executive Officer/APCO; and Motion to Appoint Philip Fine as Executive Officer.

Dr. Philip Fine gave remarks.

Public Comments

No requests received.

Board Comments

None.

Board Action

Director Mitchoff made a motion, seconded by Vice Chair Hurt, to **approve** the contract to appoint Dr. Philip Fine as Executive Officer for a three-year term with an annual salary of \$370,000, \$60,000 for relocation expenses, a 6-month severance provision, family health benefits, \$600,000 life insurance, 21 days of annual leave, 15 days of management leave, and other regular Air District non-represented executive staff employee benefits; and the motion **carried** by the following vote of the Board:

AYES: Bauters, Barrett, Cutter, Gioia, Hannigan, Haubert, Hopkins, Hudson, Hurt, Jue, Lee, Lopez, Miley, Mitchoff, Rennie, Rice, Ross, Young.  
NOES: None.  
ABSTAIN: None.  
ABSENT: Abe-Koga, Canepa, Groom, Melgar, Wagenknecht, Walton.

23. **CONSIDER AUTHORIZING THE ALLOCATION, CLASSIFICATION, AND RECRUITMENT OF THE 20 UNCLASSIFIED VACANT POSITIONS INCLUDED IN THE FISCAL YEAR ENDING (FYE) 2023 BUDGET**

Mr. Chiladakis gave the staff presentation *Consider Authorizing the Allocation, Classification, and Recruitment of the 20 Unclassified Vacant Positions included in the Fiscal Year Ending (FYE) 2023 Budget*, including: requested action; background; staffing allocation recommendation; FY 2023 Budget Appendix H; and recommendation for motion.

Public Comments

Public comments were given by Rochele Henderson, an Air District Employee who provided comments in her personal capacity.

Board Comments

The Board and staff discussed how many of the 20 positions are in the Engineering Division; and whether future contracts will be considered for the ombuds function providing permit assistance to regulated entities.

Board Action

Secretary Barrett made a motion, seconded by Director Haubert, to **approve** the allocation, classification and recruitment of 20 unclassified positions authorized in the Fiscal Year Ending 2023 Budget; **adopt** a resolution for the allocation, classification, and recruitment of the 20 unclassified vacant positions included in the FYE 2023 Budget; and **update** Appendix H of the FYE 2023 Budget in accordance with the position designations; and the motion **carried** by the following vote of the Board:

- AYES: Bauters, Barrett, Cutter, Gioia, Haubert, Hopkins, Hudson, Hurt, Jue, Lee, Lopez, Miley, Mitchoff, Rennie, Rice, Ross, Wagenknecht, Young.
- NOES: None.
- ABSTAIN: None.
- ABSENT: Abe-Koga, Canepa, Groom, Hannigan, Melgar, Walton.

INFORMATIONAL ITEMS

24. **REVISION OF THE PARTICLUATE MATTER (PM)<sub>2.5</sub> NATIONAL AMBIENT AIR QUALITY STANDARD: THE ROLE OF AIR MONITORING DATA**

*Dr. Kate Hoag, Assistant Manager in the Meteorology and Measurement Division, gave the staff presentation Revision of the PM<sub>2.5</sub> National Ambient Air Quality Standard: the Role of Air Monitoring Data, including: outcome; outline; presentation for information only; National Ambient Air Quality Standards (NAAQS); PM NAAQS (primary); what happens after the US Environmental Protection Agency revises a NAAQS; goals for air monitoring; how should we compare a highly variable dataset to one number; design value (DV); a statistic to summarize air monitoring data to compare to NAAQS; example – DV for a monitoring site; annual PM<sub>2.5</sub> DV trends; PM<sub>2.5</sub> trends – wildfire impacts; NAAQS designations and implementation; finalizing the NAAQS; initial area designations; developing a State Implementation Plan; next steps; and feedback requested.*

Public Comments

Public comments were given by Jed Holtzman, San Francisco resident; Jan Warren, Interfaith Climate Action Network of Contra Costa County; Dr. Stephen Rosenblum, Palo Alto resident; Charles Davidson, Hercules resident; and Tony Fisher, Coalition for Clean Air.

Board Comments

None.

Board Action

None; receive and file.

**OTHER BUSINESS**

**25. REPORT OF THE INTERIM EXECUTIVE OFFICER/APCO (OUT OF ORDER, ITEM 27)**

On behalf of Sharon L. Landers, Interim Executive Officer/APCO, Veronica Eady, Senior Deputy Executive Officer of Policy & Equity, reported the following:

- The Board has recently received emails from members of the public, urging the Board to require fence line monitoring systems at refineries. Air District staff strongly agrees with this approach and the Air District plans to use its authority under Regulation 12, Rule 15 (Petroleum Refining Emissions Tracking) to ensure that the best available equipment is installed as quickly as feasible.
- On December 7, 2022, the Board received a report from the Administration Committee indicating that the Committee directed Air District staff to develop a corrective action plan in response to the HR management performance audit that was conducted earlier this year. The corrective action plan will be presented to the Committee on December 21, 2022, following the Board meeting. Should the Committee approve the proposed corrective action plan, the Committee will recommend that the Board authorizes implementation of the plan at a future meeting.
- Charles Knoderer, Air Quality Manager, Director of Meteorology and Measurement, was asked to provide a summary on recent air quality.

**26. CHAIRPERSON’S REPORT (ITEM 28)**

Chair Bauters made the following remarks:

- In 2023, the Board/committee meeting schedule will be streamlined, with all meetings falling on the 1<sup>st</sup>, 2<sup>nd</sup>, and 3<sup>rd</sup> Wednesdays of each month. Morning meetings will begin at 9:00 a.m., and afternoon meetings will begin at 1:00 p.m. The tentative schedule is below:

| Meeting Type   | 1 <sup>st</sup> Wednesday     | 2 <sup>nd</sup> Wednesday | 3 <sup>rd</sup> Wednesday |
|--|-------------------------------|---------------------------|---------------------------|
| Board  | 9:00 a.m.                     |                           | 9:00 a.m.                 |
| Administration Committee<br>(will absorb Budget & Finance) | 1:00 p.m.                     |                           |                           |
| Stationary Source Committee                                |                               | 9:00 a.m.                 |                           |
| Mobile Source Committee                                    |                               | 1:00 p.m.                 |                           |
| Community Equity, Health & Justice<br>Committee            |                               |                           | 1:00 p.m.                 |
| Legislative Committee                                      | Will vary from month to month |                           |                           |

- By January 13, 2023, Board members are to have sent Vanessa Johnson their 2023 committee assignment preferences.
- There are to be no committee meetings in January 2023.

The Board then recognized the following outgoing Board members for their outstanding leadership and dedication to protecting air quality in the Bay Area.

- Teresa Barrett
- Pauline Russo Cutter
- Carole Groom
- Karen Mitchoff
- Brad Wagenknecht

#### Public Comments

Public comments were given by Jed Holtzman, San Francisco resident; and Bob Brown, Western States Petroleum Association.

#### **CLOSED SESSION** (11:28 a.m.)

#### **27. CONFERENCE WITH LEGAL COUNSEL RE EXISTING LITIGATION (GOVERNMENT CODE SECTION 54956.9(a)) (ITEM 30)**

*Pursuant to Government Code Section 54956.9(a), the Board met in Closed Session with Legal Counsel to discuss the following case:*

*Communities for a Better Environment v. Bay Area Air Quality Management District and McWane Inc., Alameda Superior Court Case No. 22CV020451.*

**Reportable Action:** Alexander Crockett, District Counsel, had nothing to report.

#### **28. CONFERENCE WITH LEGAL COUNSEL RE ANTICIPATED LITIGATION (GOVERNMENT CODE SECTIONS 54956.9(a) AND (d)(2)) (ITEM 31)**

*Pursuant to Government Code sections 54956.9(a) and (d)(2), the Board met in Closed Session with Legal Counsel to discuss a significant exposure to litigation, based on facts and circumstances not known to a potential plaintiff or plaintiffs: Four cases.*

**Reportable Action:** Mr. Crockett stated that the Board voted to authorize a partial waiver of attorney-client privilege, as to certain investigation materials, as required and determined by Counsel for the District for compliance with due process requirements in connection with employee discipline.

#### **OPEN SESSION** (11:58 a.m.)

**29. PUBLIC COMMENT ON NON-AGENDA MATTERS (ITEM 25)**

Public comments were given by Jan Warren, Interfaith Climate Action Network of Contra Costa County; Rochele Henderson, an Air District Employee who provided comments in her personal capacity; and Mary Wehrle.

**30. BOARD MEMBER COMMENTS (ITEM 26)**

None.

**31. TIME AND PLACE OF NEXT MEETING (ITEM 29)**

Wednesday, January 25, 2023, at 9:00 a.m., via webcast, teleconference, or Zoom, pursuant to procedures in accordance with Assembly Bill 361 (Rivas 2021).

**32. ADJOURNMENT**

The meeting adjourned at 12:10 p.m.

Marcy Hiratzka  
Clerk of the Boards

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**  
Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Board Communications Received from December 22, 2022 through January 24, 2023

RECOMMENDED ACTION

None; receive and file.

BACKGROUND

None.

DISCUSSION

Copies of communications directed to the Board of Directors received by the Air District from December 21, 2022 through January 24, 2023, if any, will be distributed to the Board members by way of email.

BUDGET CONSIDERATION/FINANCIAL IMPACT

None.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Michelle Beteta  
Reviewed by: Vanessa Johnson



ATTACHMENTS:

None

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Personnel Out-of-State Business Travel Report for December 2022

RECOMMENDED ACTION

None; receive and file.

BACKGROUND

In accordance with Division III, Section 5.4(b) of the District's Administrative Code, the Board is hereby notified of District personnel who have traveled on out-of-state business. The report covers out-of-state business travel for the month of December 2022. The monthly out-of-state business travel report is presented in the month following travel completion.

DISCUSSION

There were no out-of-state business travel activities that occurred in the month of December 2022.

BUDGET CONSIDERATION/FINANCIAL IMPACT

None.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Stephanie Osaze

Reviewed by: Veronica Eady

ATTACHMENTS:

None

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Notices of Violations Issued and Settlements in Excess of \$10,000 in the Month of  
December 2022

RECOMMENDED ACTION

None; receive and file.

BACKGROUND

None.

DISCUSSION

In accordance with Resolution No. 2012-08, attached to this Memorandum is a listing of all Notices of Violations issued, and all settlements for amounts in excess of \$10,000 during the calendar months prior to this report.

BUDGET CONSIDERATION/FINANCIAL IMPACT

The amounts of civil penalties are collected and recorded in the Air District's General Fund.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Alexander G. Crockett

ATTACHMENTS:

1. Notices of Violations for the Month of December 2022

**NOTICES OF VIOLATIONS ISSUED**

The following Notice(s) of Violation(s) were issued in December 2022:

| <b>Alameda</b>                      |               |             |              |                      |                   |  |
|-------------------------------------|---------------|-------------|--------------|----------------------|-------------------|--|
| <b>Site Name</b>                    | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                                     |
| American Licorice Company           | A9455         | Union City  | A59757A      | 12/2/2022            | 2-1-307           | Permit Requirement/Condition Violation             |
| Oakwest LLC                         | FB401         | Dublin      | A61142A      | 12/1/2022            | 2-1-301           | No Authority to Construct and No Permit to Operate |
| Oakwest LLC                         | FB401         | Dublin      | A61142B      | 12/1/2022            | 2-1-302           | No Authority to Construct and No Permit to Operate |
| S E Combined Services of California | E0905         | Oakland     | A60659A      | 12/13/2022           | 2-1-307           | Permit Requirement/Condition Violation             |
| Schnitzer Steel Products Company    | A0208         | Oakland     | A61138A      | 12/1/2022            | 2-1-307           | Permit Requirement/Condition Violation             |
| Schnitzer Steel Products Company    | A0208         | Oakland     | A61139A      | 12/1/2022            | 2-1-307           | Permit Requirement/Condition Violation             |
| Schnitzer Steel Products Company    | A0208         | Oakland     | A61140A      | 12/1/2022            | 2-1-307           | Permit Requirement/Condition Violation             |
| Sierra Condos                       | FA369         | Oakland     | A59824A      | 12/16/2022           | 2-1-301           | No Authority to Construct and No Permit to Operate |
| Sierra Condos                       | FA369         | Oakland     | A59824B      | 12/16/2022           | 2-1-302           | No Authority to Construct and No Permit to Operate |
| Sierra Condos                       | FA369         | Oakland     | A59824C      | 12/16/2022           | 2-2-301           | Best Available Control Technology Violation        |
| Spectrum Lithograph                 | B7206         | Fremont     | A61760A      | 12/14/2022           | 2-1-307           | Permit Requirement/Condition Violation             |

|            |       |         |         |            |         |   |
|------------|-------|---------|---------|------------|---------|---|
| Tesla, Inc | A1438 | Fremont | A61758A | 12/7/2022  | 2-6-307 | Title V Requirement/Condition Violation |
| Tesla, Inc | A1438 | Fremont | A61759A | 12/14/2022 | 2-6-307 | Title V Requirement/Condition Violation |

| <b>Contra Costa</b>            |               |             |              |                      |                   |  |
|--------------------------------|---------------|-------------|--------------|----------------------|-------------------|--|
| <b>Site Name</b>               | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                                     |
| C & H Sugar Company, Inc.      | B1911         | Crockett    | A61744A      | 12/14/2022           | 2-1-301           | No Authority to Construct and No Permit to Operate |
| C & H Sugar Company, Inc.      | B1911         | Crockett    | A61744B      | 12/14/2022           | 2-1-302           | No Authority to Construct and No Permit to Operate |
| C & H Sugar Company, Inc.      | B1911         | Crockett    | A62065A      | 12/14/2022           | 2-6-307           | Title V Requirement/Condition Violation            |
| Chevron Products Company       | A0010         | Richmond    | A62039A      | 12/8/2022            | 6-1-301           | Visible Emissions Violation                        |
| Chevron Products Company       | A0010         | Richmond    | A62040A      | 12/8/2022            | 6-1-301           | Visible Emissions Violation                        |
| Chevron Products Company       | A0010         | Richmond    | A62639A      | 12/22/2022           | 2-6-307           | Title V Requirement/Condition Violation            |
| Keller Canyon Landfill Company | A4618         | Pittsburg   | A60854A      | 12/12/2022           | 2-6-307           | Title V Requirement/Condition Violation            |
| Keller Canyon Landfill Company | A4618         | Pittsburg   | A60855A      | 12/12/2022           | 2-6-307           | Title V Requirement/Condition Violation            |
| Keller Canyon Landfill Company | A4618         | Pittsburg   | A60856A      | 12/6/2022            | 2-1-302           | No Permit to Operate                               |
| Keller Canyon Landfill Company | A4618         | Pittsburg   | A60857A      | 12/6/2022            | 2-1-302           | No Permit to Operate                               |

|                               |       |          |         |            |         |                                      |
|-------------------------------|-------|----------|---------|------------|---------|--------------------------------------|
| Martinez Refining Company LLC | A0011 | Martinez | A60837A | 12/13/2022 | 1-301   | Public Nuisance Violation            |
| Martinez Refining Company LLC | A0011 | Martinez | A60838A | 12/13/2022 | 6-1-301 | Visible Emissions Violation          |
| Martinez Refining Company LLC | A0011 | Martinez | A60839A | 12/22/2022 | 6-1-302 | Visible Emissions Violation          |
| Martinez Refining Company LLC | A0011 | Martinez | A60840A | 12/22/2022 | 6-1-302 | Visible Emissions Violation          |
| Martinez Refining Company LLC | A0011 | Martinez | A60841A | 12/22/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining Company LLC | A0011 | Martinez | A60842A | 12/22/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining Company LLC | A0011 | Martinez | A62080A | 12/27/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining Company LLC | A0011 | Martinez | A62081A | 12/27/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining Company LLC | A0011 | Martinez | A60849A | 12/27/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining Company LLC | A0011 | Martinez | A60850A | 12/27/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining Company LLC | A0011 | Martinez | A60851A | 12/27/2022 | 10      | Code of Federal Regulation Violation |
| Martinez Refining             | A0011 | Martinez | A60852A | 12/27/2022 | 10      | Code of Federal Regulation Violation |

|                                   |       |           |         |            |         |   |
|-----------------------------------|-------|-----------|---------|------------|---------|---|
| Company LLC                       |       |           |         |            |         |   |
| Martinez Refining Company LLC     | A0011 | Martinez  | A62078A | 12/27/2022 | 10      | Code of Federal Regulation Violation    |
| Martinez Refining Company LLC     | A0011 | Martinez  | A62079A | 12/27/2022 | 10      | Code of Federal Regulation Violation    |
| Martinez Refining Company LLC     | A0011 | Martinez  | A60843A | 12/22/2022 | 10      | Code of Federal Regulation Violation    |
| Martinez Refining Company LLC     | A0011 | Martinez  | A60844A | 12/22/2022 | 10      | Code of Federal Regulation Violation    |
| Martinez Refining Company LLC     | A0011 | Martinez  | A60845A | 12/27/2022 | 6-1-302 | Visible Emissions Violation             |
| Martinez Refining Company LLC     | A0011 | Martinez  | A60846A | 12/27/2022 | 6-1-302 | Visible Emissions Violation             |
| Martinez Refining Company LLC     | A0011 | Martinez  | A60847A | 12/27/2022 | 6-1-302 | Visible Emissions Violation             |
| Martinez Refining Company LLC     | A0011 | Martinez  | A60848A | 12/27/2022 | 6-1-302 | Visible Emissions Violation             |
| Phillips 66 Carbon Plant          | A0022 | Rodeo     | A61244A | 12/1/2022  | 2-6-307 | Title V Requirement/Condition Violation |
| Shell Catalysts & Technologies    | A0227 | Pittsburg | A60858A | 12/12/2022 | 1-523.1 | Parametric Monitor Violation            |
| West Contra Costa County Landfill | A1840 | Richmond  | A62066A | 12/27/2022 | 2-6-307 | Title V Requirement/Condition Violation |



| <b>Napa</b>             |               |             |              |                      |                   |                     |
|-------------------------|---------------|-------------|--------------|----------------------|-------------------|---------------------|
| <b>Site Name</b>        | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>      |
| Quantum Limit Vineyards | Z8766         | Napa        | A60817A      | 12/29/2022           | 5-301             | Open Burn Violation |

| <b>San Francisco</b>                     |               |               |              |                      |                   |  |
|--|---------------|---------------|--------------|----------------------|-------------------|--|
| <b>Site Name</b>                         | <b>Site #</b> | <b>City</b>   | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                         |
| California Highway Patrol                | B1187         | San Francisco | A58093A      | 12/1/2022            | 2-1-302           | No Permit to Operate                   |
| San Francisco South East Treatment Plant | A0568         | San Francisco | A59024A      | 12/1/2022            | 2-1-307           | Permit Requirement/Condition Violation |

| <b>San Mateo</b>                            |               |               |              |                      |                   |  |
|---|---------------|---------------|--------------|----------------------|-------------------|--|
| <b>Site Name</b>                            | <b>Site #</b> | <b>City</b>   | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                                     |
| City of Millbrae Wastewater Treatment Plant | A4106         | Millbrae      | A60333A      | 12/6/2022            | 2-1-301           | No Authority to Construct and No Permit to Operate |
| City of Millbrae Wastewater Treatment Plant | A4106         | Millbrae      | A60333B      | 12/6/2022            | 2-1-302           | No Authority to Construct and No Permit to Operate |
| Sewer Authority Mid-Coastside               | A1533         | Half Moon Bay | A60335A      | 12/7/2022            | 2-1-307           | Permit Requirement/Condition Violation             |

| <b>Santa Clara</b>       |               |             |              |                      |                   |  |
|--------------------------|---------------|-------------|--------------|----------------------|-------------------|--|
| <b>Site Name</b>         | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                         |
| Alzeta Corporation       | E4717         | San Jose    | A61620A      | 12/7/2022            | 2-1-307           | Permit Requirement/Condition Violation |
| Great Gas San Pablo Inc. | FB367         | Santa Clara | A62253A      | 12/7/2022            | 2-1-307           | Permit Requirement/Condition Violation |
| Great Gas San Pablo Inc  | FB367         | Santa Clara | A62253B      | 12/7/2022            | 8-7-503.1         | Gas Dispensing Facility Violation      |
| Green Gas, Inc.          | FB439         | Los Gatos   | A62279A      | 12/7/2022            | 8-7-302.2         | Gas Dispensing Facility Violation      |
| Kirby Petroleum Inc.     | Z5213         | Los Gatos   | A62311A      | 12/13/2022           | 8-7-301.1         | Gas Dispensing Facility Violation      |
| Urban Catalyst           | FB404         | San Jose    | A61672A      | 12/5/2022            | 11-2-401.3        | Asbestos Violation                     |

| <b>Solano</b>                        |               |             |              |                      |                   |   |
|--------------------------------------|---------------|-------------|--------------|----------------------|-------------------|---|
| <b>Site Name</b>                     | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                          |
| Ali Moslehi                          | FB451         | Vallejo     | A62312A      | 12/20/2022           | 2-1-307           | Permit Requirement/Condition Violation  |
| Kaiser Foundation Hospital           | A3670         | Vallejo     | A61523A      | 12/7/2022            | 2-1-307           | Permit Requirement/Condition Violation  |
| R&M Rashidy Investment Co            | FB440         | Vallejo     | A62310A      | 12/9/2022            | 8-7-301.1         | Gas Dispensing Facility Violation       |
| Valero Refining Company - California | B2626         | Benicia     | A60814A      | 12/22/2022           | 8-5-306.2         | Storage Tank Violation                  |
| Valero Refining Company - California | B2626         | Benicia     | A60815A      | 12/22/2022           | 2-6-307           | Title V Requirement/Condition Violation |

|                                      |       |         |         |            |         |   |
|--------------------------------------|-------|---------|---------|------------|---------|---|
| Valero Refining Company - California | B2626 | Benicia | A60816A | 12/22/2022 | 2-6-307 | Title V Requirement/Condition Violation |
|--------------------------------------|-------|---------|---------|------------|---------|---|

| <b>Sonoma</b>                             |               |             |              |                      |                   |   |
|---|---------------|-------------|--------------|----------------------|-------------------|---|
| <b>Site Name</b>                          | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                          |
| Santa Rosa Water - Laguna Treatment Plant | A1403         | Santa Rosa  | A59224A      | 12/21/2022           | 2-6-307           | Title V Requirement/Condition Violation |

| <b>Company Address Outside of Bay Area</b> |               |             |              |                      |                   |                                      |
|--|---------------|-------------|--------------|----------------------|-------------------|--------------------------------------|
| <b>Site Name</b>                           | <b>Site #</b> | <b>City</b> | <b>NOV #</b> | <b>Issuance Date</b> | <b>Regulation</b> | <b>Comment</b>                       |
| H&S Energy Products, LLC                   | FB468         | Orange      | A62313A      | 12/28/2022           | 8-7-503.1         | Gas Dispensing Facility Violation    |
| H&S Energy Products, LLC                   | FB468         | Orange      | A62314A      | 12/28/2022           | 8-7-302.4         | Gas Dispensing Facility Violation    |
| United Rentals (North America), Inc.       | FA969         | Streamwood  | A61141A      | 12/12/2022           | 10                | Code of Federal Regulation Violation |
| United Rentals (North America), Inc.       | FA969         | Streamwood  | A61141B      | 12/12/2022           | 10                | Code of Federal Regulation Violation |

**SETTLEMENTS FOR \$10,000 OR MORE REACHED**

There was 1 settlement(s) for \$10,000 or more completed in November 2022.

1) On November 28, 2022, the District reached settlement with Paramount Group for \$34,400, regarding the allegations contained in the following 4 Notices of Violations:

| <b>NOV #</b> | <b>Issuance Date</b> | <b>Occurrence Date</b> | <b>Regulation</b> | <b>Comments from Enforcement</b> |
|--------------|----------------------|------------------------|-------------------|----------------------------------|
| A60436A      | 5/26/2021            | 1/1/2020               | 9-7-506           | Boiler Emissions Violation       |
| A60436B      | 5/26/2021            | 1/1/2020               | 9-7-307.3         | Boiler Emissions Violation       |
| A60437A      | 5/26/2021            | 1/1/2020               | 9-7-506           | Boiler Emissions Violation       |
| A60437B      | 5/26/2021            | 1/1/2020               | 9-7-307.3         | Boiler Emissions Violation       |
| A60438A      | 5/26/2021            | 1/1/2020               | 9-7-506           | Boiler Emissions Violation       |
| A60438B      | 5/26/2021            | 1/1/2020               | 9-7-307.3         | Boiler Emissions Violation       |
| A60439A      | 5/26/2021            | 1/1/2020               | 9-7-506           | Boiler Emissions Violation       |

There was 1 settlement(s) for \$10,000 or more completed in December 2022.

1) On December 12, 2022, the District reached settlement with Tesoro Refining & Marketing Company, LLC for \$1,469,579, regarding the allegations contained in the following 83 Notices of Violations:

| <b>NOV #</b> | <b>Issuance Date</b> | <b>Occurrence Date</b> | <b>Regulation</b> | <b>Comments from Enforcement</b> |
|--------------|----------------------|------------------------|-------------------|----------------------------------|
| A51599A      | 8/8/2013             | 5/4/2013               | 9-2-301           | SO2 Emissions Violation          |
| A51600A      | 8/8/2013             | 6/21/2013              | 9-2-301           | SO2 Emissions Violation          |
| A51645A      | 7/19/2011            | 3/31/2011              | 9-2-301           | SO2 Emissions Violation          |
| A51646A      | 7/19/2011            | 5/4/2011               | 9-2-301           | SO2 Emissions Violation          |
| A52049A      | 6/21/2012            | 1/14/2012              | 9-2-301           | SO2 Emissions Violation          |
| A52487A      | 2/7/2013             | 7/20/2012              | 9-2-301           | SO2 Emissions Violation          |
| A52489A      | 3/6/2013             | 10/26/2012             | 9-2-301           | SO2 Emissions Violation          |
| A52490A      | 3/21/2013            | 10/20/2012             | 9-2-301           | SO2 Emissions Violation          |

|         |            |            |         |                           |
|---------|------------|------------|---------|---------------------------|
| A53059A | 11/21/2013 | 9/22/2013  | 9-2-301 | SO2 Emissions Violation   |
| A53064A | 2/14/2014  | 11/28/2013 | 9-2-301 | SO2 Emissions Violation   |
| A53066A | 2/14/2014  | 1/2/2014   | 9-2-301 | SO2 Emissions Violation   |
| A53076A | 6/10/2014  | 4/9/2014   | 9-2-301 | SO2 Emissions Violation   |
| A53128A | 8/6/2013   | 3/8/2013   | 9-2-301 | SO2 Emissions Violation   |
| A53259A | 12/2/2014  | 10/17/2014 | 9-2-301 | SO2 Emissions Violation   |
| A53260A | 12/2/2014  | 10/13/2014 | 9-2-301 | SO2 Emissions Violation   |
| A53262A | 12/16/2014 | 10/24/2014 | 9-2-301 | SO2 Emissions Violation   |
| A53263A | 1/13/2015  | 10/30/2014 | 9-2-301 | SO2 Emissions Violation   |
| A53267A | 1/27/2015  | 11/5/2014  | 9-2-301 | SO2 Emissions Violation   |
| A53272A | 4/27/2015  | 3/5/2015   | 8-5-304 | Storage Tank Violation    |
| A53273A | 4/28/2015  | 1/9/2015   | 9-2-301 | SO2 Emissions Violation   |
| A53274A | 4/28/2015  | 1/25/2015  | 9-2-301 | SO2 Emissions Violation   |
| A53275A | 4/28/2015  | 2/1/2015   | 9-2-301 | SO2 Emissions Violation   |
| A53276A | 4/28/2015  | 2/16/2015  | 9-2-301 | SO2 Emissions Violation   |
| A53877A | 7/15/2014  | 4/30/2014  | 9-2-301 | SO2 Emissions Violation   |
| A53878A | 8/5/2014   | 5/27/2014  | 9-2-301 | SO2 Emissions Violation   |
| A53880A | 9/10/2014  | 2/28/2014  | 2-1-301 | No Authority to Construct |
| A54203A | 5/6/2015   | 2/14/2015  | 9-2-301 | SO2 Emissions Violation   |
| A54204A | 5/6/2015   | 2/21/2015  | 9-2-301 | SO2 Emissions Violation   |
| A54205A | 5/27/2015  | 3/5/2015   | 9-2-301 | SO2 Emissions Violation   |
| A54206A | 5/27/2015  | 3/15/2015  | 9-2-301 | SO2 Emissions Violation   |
| A54207A | 5/27/2015  | 3/15/2015  | 9-2-301 | SO2 Emissions Violation   |
| A54208A | 5/27/2015  | 3/13/2015  | 9-2-301 | SO2 Emissions Violation   |
| A54215A | 8/4/2015   | 5/2/2015   | 8-5-304 | Storage Tank Violation    |

|         |           |            |           |  |
|---------|-----------|------------|-----------|--|
| A54220A | 12/3/2015 |            | 9-2-301   | SO2 Emissions Violation                                |
| A54221A | 12/3/2015 | 9/21/2015  | 9-2-301   | SO2 Emissions Violation                                |
| A54223A | 1/5/2016  | 10/30/2015 | 9-2-301   | SO2 Emissions Violation                                |
| A54224A | 1/5/2016  | 11/3/2015  | 9-2-301   | SO2 Emissions Violation                                |
| A54225A | 2/26/2016 | 11/22/2015 | 9-2-301   | SO2 Emissions Violation                                |
| A54226A | 2/26/2016 | 10/29/2015 | 9-1-301   | SO2 Emissions Violation                                |
| A54226B | 2/26/2016 | 10/29/2015 | 1-542     | Area Concentration Excesses Violation                  |
| A55529A | 8/25/2015 | 8/12/2015  | 8-8-302.3 | Wastewater Collection and Separation Systems Violation |
| A55530A | 9/24/2015 | 9/24/2015  | 8-8-302.3 | Wastewater Collection and Separation Systems Violation |
| A55533A | 1/26/2016 | 1/26/2016  | 8-8-303   | Wastewater Collection and Separation Systems Violation |
| A56203A | 6/30/2016 | 2/25/2016  | 2-6-307   | Title V Requirement/Condition Violation                |
| A56203B | 6/30/2016 |            | 9-2-301   | SO2 Emissions Violation                                |
| A56204A | 6/30/2016 | 3/17/2016  | 9-2-301   | SO2 Emissions Violation                                |
| A56210A | 9/8/2016  | 6/8/2016   | 8-5-304   | Storage Tank Violation                                 |
| A56218A | 2/8/2017  | 10/11/2016 | 8-5-304   | Storage Tank Violation                                 |
| A56221A | 5/5/2017  | 6/18/2016  | 9-2-301   | SO2 Emissions Violation                                |
| A56222A | 5/5/2017  | 10/23/2016 | 9-2-301   | SO2 Emissions Violation                                |
| A56258A | 1/3/2018  | 9/7/2016   | 9-2-301   | SO2 Emissions Violation                                |
| A56259A | 1/3/2018  | 9/19/2016  | 9-2-301   | SO2 Emissions Violation                                |
| A56260A | 1/3/2018  | 10/6/2016  | 9-2-301   | SO2 Emissions Violation                                |
| A56261A | 1/3/2018  | 10/8/2016  | 9-2-301   | SO2 Emissions Violation                                |
| A56262A | 1/3/2018  | 10/10/2016 | 9-2-301   | SO2 Emissions Violation                                |
| A56263A | 1/3/2018  | 10/19/2016 | 9-2-301   | SO2 Emissions Violation                                |

|         |           |            |         |                         |
|---------|-----------|------------|---------|-------------------------|
| A56264A | 1/3/2018  | 10/21/2016 | 9-2-301 | SO2 Emissions Violation |
| A56265A | 1/3/2018  | 11/10/2016 | 9-2-301 | SO2 Emissions Violation |
| A56266A | 1/3/2018  | 11/11/2016 | 9-2-301 | SO2 Emissions Violation |
| A56267A | 1/3/2018  | 11/14/2016 | 9-2-301 | SO2 Emissions Violation |
| A56268A | 1/3/2018  | 11/17/2016 | 9-2-301 | SO2 Emissions Violation |
| A56269A | 1/3/2018  | 11/18/2016 | 9-2-301 | SO2 Emissions Violation |
| A56270A | 1/3/2018  | 11/22/2016 | 9-2-301 | SO2 Emissions Violation |
| A56308A | 5/3/2016  | 2/7/2016   | 9-2-301 | SO2 Emissions Violation |
| A56309A | 5/3/2016  | 2/10/2016  | 9-2-301 | SO2 Emissions Violation |
| A56310A | 5/3/2016  | 2/16/2016  | 9-2-301 | SO2 Emissions Violation |
| A56311A | 6/14/2016 | 2/22/2016  | 9-2-301 | SO2 Emissions Violation |
| A58276A | 5/26/2021 | 6/4/2018   | 9-2-301 | SO2 Emissions Violation |
| A58282A | 8/10/2018 | 12/9/2016  | 9-2-301 | SO2 Emissions Violation |
| A58283A | 8/10/2018 | 1/12/2017  | 9-2-301 | SO2 Emissions Violation |
| A58284A | 8/10/2018 | 1/17/2017  | 9-2-301 | SO2 Emissions Violation |
| A58285A | 8/10/2018 | 1/18/2017  | 9-2-301 | SO2 Emissions Violation |
| A58286A | 8/10/2018 | 1/25/2017  | 9-2-301 | SO2 Emissions Violation |
| A58287A | 8/10/2018 |            | 9-2-301 | SO2 Emissions Violation |
| A58288A | 8/10/2018 | 1/27/2017  | 9-2-301 | SO2 Emissions Violation |
| A58289A | 8/10/2018 | 10/4/2017  | 9-2-301 | SO2 Emissions Violation |
| A58290A | 8/10/2018 | 10/23/2017 | 9-2-301 | SO2 Emissions Violation |
| A58291A | 8/10/2018 | 10/24/2017 | 9-1-301 | SO2 Emissions Violation |
| A58292A | 8/10/2018 | 10/25/2017 | 9-2-301 | SO2 Emissions Violation |
| A58293A | 8/10/2018 | 10/27/2018 | 9-2-301 | SO2 Emissions Violation |
| A58296A | 9/12/2018 | 1/28/2017  | 9-2-301 | SO2 Emissions Violation |

|         |           |           |         |                         |
|---------|-----------|-----------|---------|-------------------------|
| A58297A | 9/12/2018 | 1/30/2017 | 9-2-301 | SO2 Emissions Violation |
| A58298A | 9/12/2018 | 1/31/2017 | 9-2-301 | SO2 Emissions Violation |
| A58299A | 9/12/2018 | 2/1/2017  | 9-2-301 | SO2 Emissions Violation |
| A58300A | 9/12/2018 | 3/9/2017  | 9-2-301 | SO2 Emissions Violation |



**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Report of the Administration Committee Meeting of December 21, 2022

RECOMMENDED ACTION

Consider Authorizing the Corrective Action Plan to implement the recommendations from the Human Resources Management Performance Audit.

BACKGROUND

None.

DISCUSSION

The Administration Committee met on Wednesday, December 21, 2022, and approved the Minutes of November 2, 2022. This meeting was conducted under procedures authorized by Assembly Bill 361 (Rivas 2021), allowing remote meetings. Members of the Committee participated by teleconference (via Zoom).

The Committee then received and discussed the staff presentation *Consider the Authorization of the Corrective Action Plan to Implement the Recommendations from the Human Resources Management Performance Audit*. The Committee recommends the Board:

1. **Authorize** the proposed Corrective Action Plan to implement recommendations from the Human Resources Management Performance Audit.

The Committee then received and discussed the staff presentation *Proposed Revisions to the Administrative Code: Consolidation of Administration and Budget & Finance Committees Public Comment Time Limits*. Two proposed amendments were accompanied by proposed actions that the Committee heard for consideration:

1. Consolidate the current Administration Committee and Budget & Finance Committee into a new Finance & Administration Committee; and

2. Revise the provision on time limits for public comment at Board and Committee meetings to specify that time limits will be established by the Director chairing the meeting.

The Committee voted to recommend adoption of these proposed amendments to the Board of Directors. Notice will be provided at the next regular Board meeting on February 1, 2023, that the Board will consider adopting these proposed amendments as recommended by the Committee. A vote on the proposed amendments will then be agendaized for the February 15, 2023, Board meeting.

The next meeting of the Administration Committee will be at the Call of the Chair. This concludes the Chair Report of the Administration Committee.

#### BUDGET CONSIDERATION/FINANCIAL IMPACT

None.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Marcy Hiratzka  
Reviewed by: Vanessa Johnson

#### ATTACHMENTS:

1. Administration Committee December 21, 2022 Meeting Memorandums

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Administration Committee

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: December 21, 2022

Re: Consider Recommending the Board of Directors Authorize a Corrective Action Plan  
to Implement the Recommendations from the Human Resources Management  
Performance Audit

RECOMMENDED ACTION

Recommend to the Board of Directors the authorization of the Corrective Action Plan to  
implement recommendations from the Human Resources Management Performance Audit.

BACKGROUND

On November 2, 2022, the Administration Committee heard the Management Audit Report on  
Air District Human Resources Functions. The report called for 22 recommendations to address  
multiple findings.

DISCUSSION

Today, staff will present the attached Corrective Action Plan for approval.

BUDGET CONSIDERATION/FINANCIAL IMPACT

None. Portions of the Corrective Action Plan call for substantial outside services, which will  
require formal competitive procurements to be considered by the Board for authorizations and  
contract approvals.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: John Chiladakis

ATTACHMENTS:

1. Staff Report: Corrective Action Plan to Implement Recommendations from the HR Management Performance Audit

ADMINISTRATION COMMITTEE  
MEETING OF 12/21/2022

# BAY AREA AIR QUALITY MANAGEMENT DISTRICT

## STAFF REPORT: CORRECTIVE ACTION PLAN TO IMPLEMENT RECOMMENDATIONS FROM THE HUMAN RESOURCES MANAGEMENT PERFORMANCE AUDIT

December 21, 2022

### 1. Background

*On December 15, 2021, the Air District Board of Directors (Board) reviewed the scores for bids for management audit services and authorized the execution of a contract with the highest scoring vendor, Sjoberg Evashenk, for independent management audit services in an amount not to exceed \$250,000.*

*The initial task order under the contract called for a first deliverable in March 2022, to inform new Fiscal Year Ending (FYE) 2022 staffing authorization, and a second deliverable in May 2022, to provide information regarding Air District-wide risk and to rank the Air District's divisions for further audit priority.*

*Sjoberg Evashenk presented the FYE 2022 staffing authorization review to the Board on April 6, 2022. The Auditor presented the conclusion that (a) the allocation of additional positions in the FYE 2022 budget is reasonable and consistent with their independent analysis; (b) internal control weaknesses led to the filling of 10 of 26 of the positions at the end of February 2022; and (c) despite these weaknesses, it is evident that the need for the remaining 16 positions is supported by current workload demands and Air District priorities.*

*During the April 6, 2022, Board meeting, the Board directed staff to execute a second Task Order under the management audit services contract with Sjoberg Evashenk that would require the immediate commencement of a performance audit of Human Resources Management Functions at the Air District. The Human Resources audit is underway and was concluded in October 2022.*

*On November 2nd, 2022, the Board's Administration Committee heard the Management Audit Report on Air District Human Resources Functions. The report called for 22 recommendations to address multiple findings. After hearing the report, the Administration Committee of the Board directed staff to develop this action plan to address the recommendations within 60 days of that date (before January 3, 2023).*

## 2. Action Plan Scope

*This action plan outlines the activities and high-level scheduling estimates required to implement all recommendations called for in the November 2nd, 2022, Management Audit Report on Air District Human Resources Functions.*

*The recommendations in the report call for the introduction of policy, procedures, and processes that provide needed controls and transparency into Human Resources functions at the Air District. The report calls for 22 recommendations across the following three categories of findings:*

- *Compensation Plan*
- *Position Control*
- *Processes and Controls*

## 3. Audit Recommendation Breakdown

*Recommendations in each of the three categories have been further labeled to provide insight into their nature and scope. Labels were selected that indicate the likely level of executive guidance and the magnitude of cost that may be needed to implement the recommendation. The labels and their descriptions are:*

- **Administrative Policy and Procedures Developed by Staff**

*Recommendations in this category are low-level policies and procedures that will be followed on a day-to-day basis to allow for appropriate controls to be exercised by staff. Staff will develop these internal policies and procedures.*

- **Outside Services Required**

*Recommendations in this category require substantial resources and/or expertise that are not available utilizing current Air District staff. Implementing these recommendations will require engaging in outside services through a procurement and approval of the Board of Directors.*

- **Legal Opinion**

*Two recommendations provided by the Management Performance Audit specifically call for legal opinions that will inform future decision making by the Board and the Executive team. District Counsel and outside labor counsel will be consulted for these recommendations.*

- **Organizational Structure**

*Two recommendations provided by the Management Performance Audit specifically call for reorganization of District functions to provide for controls through segregation of duties. Implementing these recommendations will*

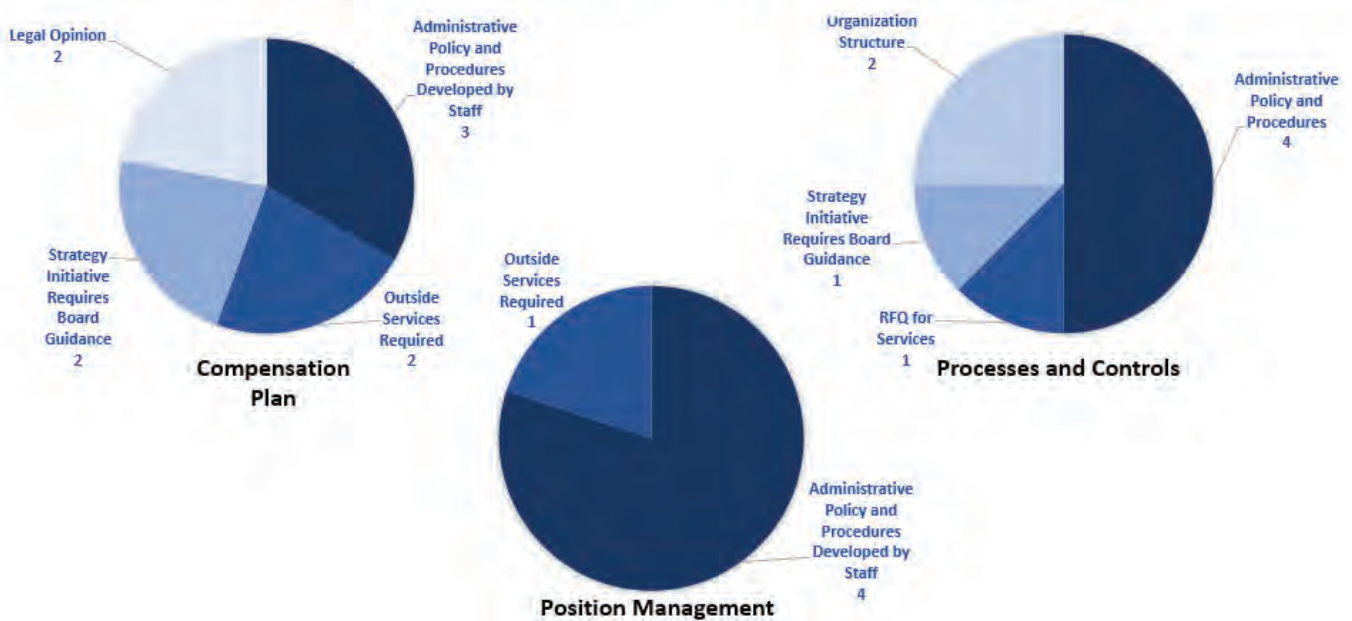
require transition planning with staff, and new processes that control the authorization of payroll functions across divisions.

- **Strategy Initiative Board Guidance Recommended**

These recommendations have the potential to cause strategic shifts and substantial change throughout the agency. It is likely that implementing these recommendations will require engaging in outside services through procurement, and Board guidance is recommended.

Breaking down the recommendations into the three main categories and labels yields the charts in Figure 1:

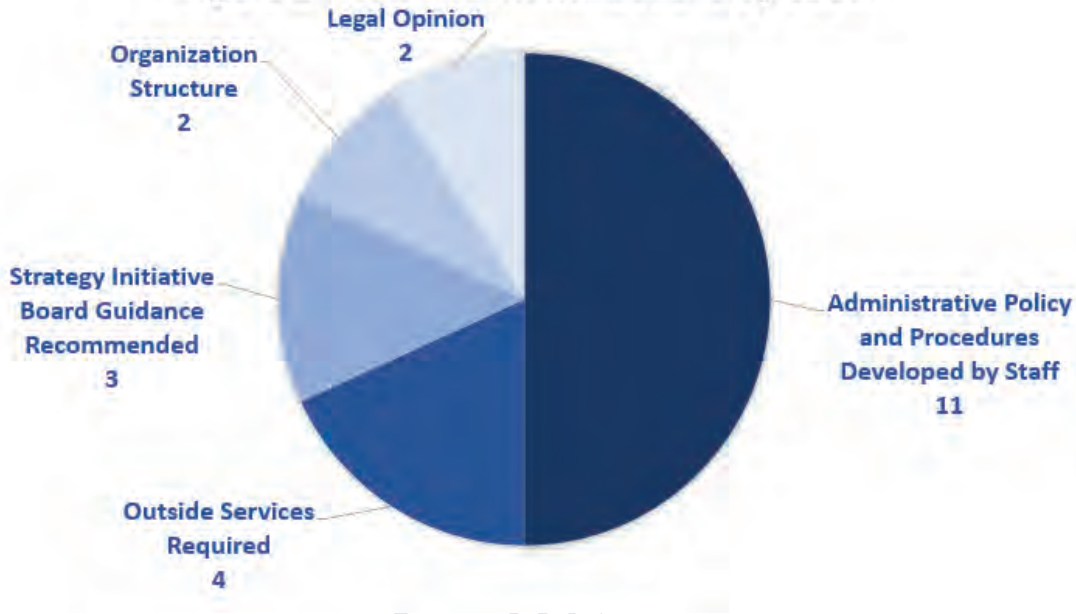
Figure 1 Audit Recommendations by Category and Label



The darkest shade in Figure 1 are **Administrative Policy and Procedures Developed by Staff** recommendations that affect day-to-day Human Resources processes. Other labels in the pie graphs denote recommendations that are more significant and lend themselves to more visibility and governance. As may be expected, the **Position Management** category contains many recommendations that affect day-to-day procedures and controls, whereas the **Compensation Plan** category contains recommendations that could affect agency-wide strategic goals, such as the Air District's ability to attract and retain employees.

Figure 2 shows all recommendations broken down by label and illustrates that half of all recommendations may be implemented by staff, while the other half are **Major Recommendations** that may require outside services and guidance by executive management or the Board of Directors.

Figure 2 Audit Recommendations by Label



#### 4. Major Recommendations

The **Major Recommendations** corresponding to the labels and categories are summarized and listed below.

| Legal Consultation Recommendations |   | Category          |
|------------------------------------|---|-------------------|
| 1.3                                | Investigate feasibility for recovering acting salaries paid to non-represented employees for acting assignments inconsistent with Administrative Code | Compensation Plan |
| 1.9                                | Draft a resolution codifying succession protocols for Board appointed positions   | Compensation Plan |

| Organizational Structure Recommendations |  | Category               |
|--|--|------------------------|
| 3.7                                      | Reassign all payroll-related activities currently performed by the Human Resources Office to the Finance Division.   | Processes and Controls |
| 3.8                                      | Reassign the responsibility to administer the human resources information system (Dayforce) to Information Services. | Processes and Controls |



|     | Strategic Recommendations  | Category               |
|-----|--|------------------------|
| 3.4 | Develop a workforce development plan that is informed by District-wide strategic planning                        | Processes and Controls |
| 1.6 | Define a District-wide compensation philosophy consistent with the District's strategic plan                     | Compensation Plan      |
| 2.4 | Develop roadmap and protocols to establish and maintain compensation studies current for all District positions. | Compensation Plan      |

|     | Recommendations Requiring Outside Services   | Category               |
|-----|--|------------------------|
| 1.2 | Develop policies and procedures to implement the Districts compensation plan and ensure that the plan is consistent with MOU. Update Administrative Code. Board approval required. | Compensation Plan      |
| 1.4 | Independent review of all position classifications to determine FLSA status of each position. Board approval required.   | Compensation Plan      |
| 2.4 | Conduct a comprehensive position classification study. Develop position descriptions and new classification specifications for management employees.                               | Position Management    |
| 3.5 | Update all Human Resource policies and procedures to industry best practices.  | Processes and Controls |

## 5. Planned Actions

*Each of the audit recommendations are listed in Tables 1-3 with the corresponding high-level activities that will be required to address each recommendation. At the commencement of each action, further work breakdown will be developed, if necessary, to provide better estimates of the resources required and delivery schedule. Figures 1-3 show high level approximate schedules to conduct the listed activity in the corresponding table.*

Table 1 Compensation Plan Recommendations and Actions

| Number | Audit Recommendation  | Planned Action   |
|--------|---|--|
| 1.1    | Refrain from engaging in the determination of compensation of any Board-appointed employee absent the clear written direction from the Board of Directors.      | Staff will establish policy and procedures and implement controls that require Board action and the Chair of the Board to authorize by signature the salary for individuals acting in Board-appointed positions.   |
| 1.2    | Ensure all compensation practices are compliant with the MOU and Administrative Code.   | Present compensation plan to the Board and recommend modifications of the Administrative Code. RFQ to engage services for Administrative Code.   |
| 1.3    | Consult with District Counsel regarding the potential for recovering acting pay provided to non-represented employees in conflict with the Administrative Code. | Staff will consult with District Counsel regarding the potential for recovering acting pay provided to non-represented employees in conflict with the Administrative Code.   |
| 1.4    | Determine and document FLSA status for all positions and obtain Board approval.   | Initiate RFQ for outside services to conduct an independent review and documentation of FLSA status for every position. Seek Board approval.   |
| 1.5    | Include in the performance evaluations of supervisors and management personnel the timely and quality completion of annual performance evaluations.             | Short Term – Staff will develop a management policy that requires completion of timely and accurate performance evaluations.<br><br>Long Term – Staff will engage with Employees' Association to develop RFQ for services to overhaul the performance evaluation system. |
| 1.6    | Prepare a compensation philosophy defining key parameters governing the Air District's compensation plan.   | In consultation with the Board of Directors, initiate RFQ for service to facilitate strategic planning for the agency, strategic planning for Human Resources and setting of compensation philosophy and plan as part of the Human Resources strategic plan.             |
| 1.7    | Continue conducting appropriate compensation studies on a periodic basis and report each study to the Board.  | In consultation with the Board of Directors, develop compensation plan maintenance protocols consistent with the overall strategic plan.   |
| 1.8    | Direct management personnel to complete appropriate performance evaluations on-time.  | The Executive Officer sent a memo to all staff on 12/19/2022, establishing a new policy with default "Needs Improvement" rating for not completing evaluations when probation or salary increases are due.   |
| 1.9    | Consult with District Counsel regarding adopting a succession resolution for Board appointees.  | Develop Board direct reports succession resolution for Board authorization.  |

Figure 1 Compensation Plan Activities High Level Schedule

| Audit Recommendation No. | Q4 2022 | Q1 2023 | Q2 2023 | Q3 2023 | Q4 2023 | Q1 2024 | Q2 2024 |
|--------------------------|---------|---------|---------|---------|---------|---------|---------|
| 1.8                      |         |         |         |         |         |         |         |
| 1.3                      |         |         |         |         |         |         |         |
| 1.9                      |         |         |         |         |         |         |         |
| 1.1                      |         |         |         |         |         |         |         |
| 1.4                      |         |         |         |         |         |         |         |
| 1.2                      |         |         |         |         |         |         |         |
| 1.5                      |         |         |         |         |         |         |         |
| 1.6                      |         |         |         |         |         |         |         |
| 1.7                      |         |         |         |         |         |         |         |

Table 2 Position Management Recommendations and Actions

| Number | Audit Recommendation   | Planned Action  |
|--------|--|---|
| 2.1.a  | Develop position management protocols that verify Board authorization, funding of position, management authorization for filling and personnel selection, proper process documentation, and consistent with Human Resources guidelines and best practices. | Staff will develop governing policy and Administrative Operating Procedures (AOP) to assure proper controls listed in the recommendations.        |
| 2.1.b  | Incorporate segregation of duties for recruitment authorizations through sign-off by Budget Officer.   | Staff will include controls in the policy and procedures established under 2.1.a that require signature of Finance Division Director or designee. |
| 2.2    | Incorporate into the budget cycle—such as the preparation of the annual budget and mid-year adjustments—reporting procedures that require updates to the Board on the status of positions for budgetary, cost recovery, or other business purposes.        | Staff will include the steps recommended in 2.2 in the annual budget process. Create an AOP for mid-year personnel budget adjustments.            |

|     |  |  |
|-----|--|--|
| 2.3 | Once developed, update position descriptions at points during which the status of the position undergoes change, such as being vacated or filled, evaluated for reclassification, transferred to another division, etc., to keep them as up to date as practical.  | Staff will include the steps recommended in 2.2 into an AOP for position status changes.   |
| 2.4 | Conduct a comprehensive classification study that adheres to Division III Section 5.1 of the Administrative Code. This should include a. The development of position descriptions; b. Sufficient detail as recommended by the Society for Human Resources Management and documented in this report; and c. Revising classifications for management personnel such that each provides clear characteristics that differentiate positions based on similarity of duties, responsibilities, and qualifications. | Staff will initiate a procurement for outside services to conduct an independent classification study that includes the scope listed under recommendation 2.4. |
| 2.5 | Once developed, update position descriptions at points during which the status of the position undergoes change, such as being vacated or filled, evaluated for reclassification, transferred to another division, etc., to keep them as up to date as practical.  | Staff will include the steps recommended in 2.5 into an AOP for position status changes.   |

Figure 2 Position Management High Level Schedule

| Audit Recommendation No. | Q4 2022 | Q1 2023 | Q2 2023 | Q3 2023 | Q4 2023 | Q1 2024 | Q2 2024 |
|--------------------------|---------|---------|---------|---------|---------|---------|---------|
| 2.1.a,b                  |         |         |         |         |         |         |         |
| 2.2                      |         |         |         |         |         |         |         |
| 2.3                      |         |         |         |         |         |         |         |
| 2.4                      |         |         |         |         |         |         |         |
| 2.5                      |         |         |         |         |         |         |         |

Table 3 Processes and Controls Recommendations and Actions

| Number   | Audit Recommendation  | Planned Action  |
|----------|---|---|
| 3.6      | Develop policy and procedures to implement background checks and include them in personnel files and re-conduct them upon staff promotion to management.                              | Staff will develop and implement policy and Administrative Operating Procedure (AOP) for the governance of background checks to include the recommendations in section 3.6 of the HR Audit Report.  |
| 3.7      | Reassign all payroll-related activities currently performed by the Human Resources Office to the Finance Division.  | Staff will migrate resources and tasks from Human Resources Division to the Finance Division in consultation with the employees responsible for the activities.   |
| 3.8      | Reassign the responsibility to administer the Human Resources information system (Dayforce) to the Information Services Division.   | Staff will migrate resources and tasks from Human Resources Division to Information Services Division in consultation with the employees responsible for the activities.  |
| 3.1a,b,c | Develop Human Resource records retention protocols that achieve the criteria specified in 3.1a , 3.1b and 3.1c.   | Staff will develop and implement policy and AOP for the governance of paper and electronic records in accordance with audit recommendations 3.1, Secretary of State guidelines and the Air District's Administrative Code requirements.             |
| 3.2      | Update the records retention schedule to reflect Federal and State law, limiting the extent to which confidential personnel information is retained longer than statutorily required. | Legal staff will review retention schedule and draft updates for board approval.  |
| 3.3      | Re-examine building security protocols and the individuals that currently have access to the Human Resources file room, and promptly restrict access to only those who need it.       | Staff will obtain a list of currently authorized personnel for the Human Resources file room from building security, assure that list conforms to need to know, and create Policy and AOP for maintaining that list.                                |
| 3.4      | Prepare a compensation philosophy defining key parameters governing the Air District's compensation plan.   | In consultation with the Board of Directors, initiate RFQ for service to facilitate strategic planning for the agency, strategic planning for Human Resources and setting of compensation philosophy as part of the Human Resources strategic plan. |
| 3.5      | Update all Human Resources policies and procedures to reflect current best practices.   | Staff will initiate a procurement for services to conduct an independent review and recommendations for all Human Resources policy and AOP updates.   |

Figure 3 Processes and Controls High Level Schedule

| Audit Recommendation No. | Q4 2022 | Q1 2023 | Q2 2023 | Q3 2023 | Q4 2023 | Q1 2024 | Q2 2024 |
|--------------------------|---------|---------|---------|---------|---------|---------|---------|
| 3.6                      |         |         |         |         |         |         |         |
| 3.3                      |         |         |         |         |         |         |         |
| 3.7                      |         |         |         |         |         |         |         |
| 3.8                      |         |         |         |         |         |         |         |
| 3.1 a,b,c                |         |         |         |         |         |         |         |
| 3.2                      |         |         |         |         |         |         |         |
| 3.4                      |         |         |         |         |         |         |         |
| 3.5                      |         |         |         |         |         |         |         |

## 6. Overall Schedule and Delivery

*In this section, the actions listed in the tables and schedules above have been consolidated to allow for the development of a high-level overall schedule that can inform final project delivery and the completion of key milestones. The activities were consolidated into the following groups:*

- *Legal Review Activities*
- *Staff Developed Policy and Procedures*
- *Actions Requiring External Contracted Services*
- *Actions Requiring Strategic Initiatives*
- *Classification Studies and Compensation Maintenance Protocols*

*The high-level schedule of consolidated actions is shown below in Figure 4, which shows the remediation efforts for the entire Action Plan projected as complete in the second quarter of 2024.*

Figure 4 Consolidated High-Level Schedule

|   | Q4<br>2022 | Q1<br>2023 | Q2<br>2023 | Q3<br>2023 | Q4<br>2023 | Q1<br>2024 | Q2<br>2024 |
|---|------------|------------|------------|------------|------------|------------|------------|
| Legal Review Activities                                       |            |            |            |            |            |            |            |
| Staff Developed Policy and Procedures                         |            |            |            |            |            |            |            |
| Actions Requiring External Contracted Services                |            |            |            |            |            |            |            |
| Actions Requiring Strategic Initiatives                       |            |            |            |            |            |            |            |
| Classification Studies and Compensation Maintenance Protocols |            |            |            |            |            |            |            |

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

## Memorandum

To: Chairperson John J. Bauters and Members  
of the Administration Committee

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: December 21, 2022

Re: Proposed Amendments to Administrative Code - Creation of New Finance &  
Administration Committee and Time Limits for Public Comment

**RECOMMENDED ACTION**

Recommend to the Board of Directors that the Board revise the Administrative Code to (i) combine the current Administration Committee and Budget & Finance Committee into a new Finance & Administration Committee, which would take over the functions of those two existing committees; and (ii) revise the provision on time limits for public comment to specify that time limits will be established for each item on a meeting's agenda by the Director chairing the meeting.

**BACKGROUND**

The standing committees of the Board of Directors are provided for under Section 6 of Division I of the Administrative Code. There are currently six standing committees: Administration, Legislative, Mobile Source and Climate Impacts, Community Equity Health & Justice, Stationary Source and Climate Impacts, and Budget & Finance. In the past, the functions of the Budget & Finance Committee have at times been consolidated within the Administration Committee. The Administrative Code was amended most recently with respect to this issue on February 16, 2022, when the Budget & Finance Committee was re-established as a separate, stand-alone committee.

Section 4.9 of Division I of the Administrative Code sets forth time limits for public comment. Section 4.9 currently states that members of the public who wish to address the Board on non-agenda items shall have a limit of five minutes each and shall address the Board under a time reserved for "public presentation," and that members of the public who wish to speak on agenda items shall have a limit of three minutes each.

**DISCUSSION**

Staff recommend consolidating the functions of the Administration Committee and Budget & Finance Committee into a new Finance & Administration Committee. The recent management audit revealed a need for greater attention to staffing levels, the capacity and work of the agency,



and strategic and long-term planning to meet the Board's goals and needs. Combining the work of the current Administration and Budget & Finance committees will allow for a concentrated focus on these policy, staffing and fiscal needs in a single, holistic committee. Doing so will provide for greater connectivity between the Air District's staff, personnel and management decisions and the agency's budget and finance considerations.

In addition, consolidating these committees will help integrate staff work and will save time, reduce bureaucracy, and improve overall agency efficiency. It will also reduce barriers to public participation by putting these related issues into one space for public engagement.

Combining these committees will also help enhance Board participation in committee work. Board member availability for multiple committees and filling committee vacancies has been challenging in the past few years. Conducting the Air District's business through fewer committees and fewer committee meetings will make it easier to fill out committee rosters by reducing the total number of committee seats that need to be filled.

Staff also recommend revising Section 4.9, regarding time limits for public comment. The current language of Section 4.9, which states that members of the public are allowed five minutes to comment on non-agenda items and three minutes to comment on agenda items, does not comport with the Board's current practice. Moreover, it is not sound policy to specify a set time limit to apply in all situations. Depending on the meeting and the topic, it may be prudent to allow more time or less time for public comment. A better approach would be to provide flexibility to allow the Director chairing the meeting (i.e., Board Chairperson, Committee Chairperson, or other Director standing in for the Board or Committee Chairperson) to establish the appropriate time limits for each item. Staff propose revising Section 4.9 to create such a flexible approach.

All of these recommended revisions are shown in the attached redline version of Section 4.9 (on time limits for public comment) and the relevant portions of Section 6 (on Board committees). A clean version showing what the proposed amendments would look like in final form is also attached.

BUDGET CONSIDERATION/FINANCIAL IMPACT

None. There would likely be a small cost savings by eliminating some committee meetings as a result of combining the Administration and Budget & Finance committees.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Alexander Crockett  
Reviewed by: Sharon Landers

ATTACHMENTS:

1. DRAFT Admin Code revision to combine Administration and B&F Committees - Dec 21 Admin Committee meeting - Redline Version
2. DRAFT Admin Code revision to combine Administration and B&F Committees - Dec 21 Admin Committee meeting - Clean Version

ADMINISTRATION COMMITTEE  
MEETING OF 12/21/2022

## Proposed Amendments to the Administrative Code - Redline

### SECTION 4 BOARD OF DIRECTORS, CONDUCT OF BUSINESS

#### 4.9 PRESENTATION TIME LIMITS. (Revised 4/\_/5/202306)

~~Time limits for P~~persons addressing the Board ~~or a Board committee at a public meeting shall limit their remarks as follows:~~ be established for each item on the meeting's agenda (including public comment on non-agenda matters) by the Director chairing the meeting.

- (a) ~~Persons wishing to speak on items not on the agenda may do so under a time reserved for "public presentation" and shall be limited to five minutes for any single item. Although the Board may refer any issues raised by these speakers to District staff for review, no action may be taken by the Board on these items until they are agendized.~~
- (b) ~~Persons speaking on agendized items shall be limited to three minutes or at the discretion of the Chair.~~

ADMINISTRATION COMMITTEE  
MEETING OF 12/21/2022

## SECTION 6 BOARD OF DIRECTORS, COMMITTEES

### 6.1 SPECIAL COMMITTEES.

All special committees shall be appointed by the Chairperson, unless otherwise directed by the Board.

### 6.2 STANDING COMMITTEES. (REVISED 2/16/22)

Standing Committees of the Board of Directors shall be the following:

- (1) Finance and Administration Committee, consisting of the Chairperson of the Board, who shall be Chairperson of the Committee, the Vice-Chairperson of the Board, the Board Secretary, the last past Chairperson, and up to seven (7) other Directors appointed by the Chairperson.
- (2) Legislative Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.
- (3) Mobile Source and Climate Impacts Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.
- (4) Community Equity Health and Justice Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.
- (5) Stationary Source and Climate Impacts Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.
- ~~(6) Budget and Finance Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.~~
- ~~(7)~~(6) The Chairperson shall be an ex-officio member of all Standing Committees of the Board of Directors.
- ~~(8)~~(7) Each Standing Committee shall have authority to make recommendations to the Board of Directors for action regarding matters within the scope of the Committee's jurisdiction. A standing committee may discuss but may not make recommendations to the Board of Directors regarding issues outside of its jurisdiction and shall refer such matters to the appropriate committee. Except as specified in this Division or as otherwise specified by the Board of Directors, Standing Committees are not delegated decision-making authority.
- ~~(9)~~(8) In no event shall the number of members, including the Chairperson of the Board, appointed to a Committee, constitute a quorum of the Board of Directors.

### 6.3 ROTATION OF COMMITTEES.

The membership on committees shall ordinarily be rotated among the Counties so as to secure participation in the work of the District by as broad a representation as may be possible.

### 6.4 FINANCE AND ADMINISTRATION COMMITTEE. (REVISED 7/20/22)

The Finance and Administration Committee will consider and recommend policies of the District relating to the administration of the District's programs and activities, including but not limited to such matters of policy affecting the affairs of the District as may arise from time to time when the Board of Directors is not in session, policies regarding finance, procurement, employment, salaries, working conditions, insurance, and the retaining of consultants. The Committee shall not have authority to authorize alter, change or reverse any

~~policy established by the Board of Directors. The Administration Committee shall consult with the officers of the District and, within the scope and limitations of resolutions or other policies adopted by the Board of Directors, shall implement and make more specific the policies and programs of the District and, within such limits determine policies for the officers of the District. The Administration Committee shall not have authority to authorize the expenditure of any moneys otherwise than is appropriated by the budget adopted by the Board of Directors or to alter, change or reverse any policy established by the Board of Directors. (See Section I-6.7)~~

~~The Finance and Administration Committee shall have the responsibility for will overseeing and guiding staff activities relative to short-range and long-range planning regarding the and for receiving short-range and long-range plan proposals submitted by the District staff, as well as goals and objectives of the District. The Committee will recommend to the Board of Directors ; and for endorsing each year a long-range plan, to be submitted to the Board for its approval, and for its use in reviewing the Budget. In doing so, the Administration Committee should review the goals and objectives and; short- and long-range plans of the California Air Resources Board, to the extent that they are known. The Committee will use the long-range plan approved by the Board of Directors in reviewing and developing the budget each year.~~

~~The Administration Committee may receive and consider staff reports, presentations by staff members or other persons, and any other matter not requiring action by the Board. The Administration Committee shall subsequently report on such matters to the Board at a regular meeting of the Board.~~

~~The Administration Committee will also consider and recommend policies of the District relating to procurement of officers and employees, employment of officers and employees, discharge of officers and employees, salaries and working conditions, and the retaining of consultants. The Administration Committee shall keep itself informed as to the work of the Advisory Council and Hearing Board, to be informed about persons in the community who may be qualified to serve on the Advisory Council and Hearing Board, and to recommend to the Board of Directors selection of such persons whenever vacancies may from time to time occur in the Advisory Council and Hearing Board. The Finance and Administration Committee will assist in the preparation of the annual budget for the District and will present the annual budget with recommendations to the Board of Directors. At Budget review time each year, the Committee will evaluate District goals and objectives and will recommend to the Board of Directors any changes it determines are appropriate. The Committee shall not have authority to authorize the expenditure of any funds not appropriated in the budget adopted by the Board of Directors.~~

~~The Finance and Administration Committee will keep itself informed as to the work of the Advisory Council and Hearing Board, and of persons in the community who may be qualified to serve on the Advisory Council and Hearing Board. The Committee will recommend to the Board of Directors selection of such persons whenever vacancies may from time to time occur on the Advisory Council or Hearing Board.~~

~~The Finance and Administration Committee will consider and recommend updates or revisions to this Code as may from time to time become necessary.~~

~~The Finance and Administration Committee is the successor to, and performs all of the functions of, the Administration Committee, Budget & Finance Committee, Executive Committee and Personnel Committee as those committees existed prior ~~to~~ January 201, 2021-2023. Any function assigned to the Administration Committee, Budget & Finance Committee, Executive Committee or Personnel Committee under this Code shall be performed by the Finance and Administration Committee.~~

**6.5** ~~[Reserved] BUDGET AND FINANCE COMMITTEE. (REVISED 2/16/22)~~

~~The Budget and Finance Committee will also assist in the preparation of the annual budget for the District and to present the annual budget with recommendations to the District Board of Directors. The Budget and Finance Committee also is responsible for approving administrative policy proposed by the APCO in the area of finance, procurement, insurance and related matters. At Budget review time each year the Committee shall evaluate District goals and objectives and recommend to the Board of Directors any changes, deletions and additions which it determines to be appropriate.~~

**6.6** **LEGISLATIVE COMMITTEE.**

The Legislative Committee will consider and recommend legislative proposals for the District and consider and recommend a District position on all proposed legislation affecting the District. The Legislative Committee, in conjunction with District staff and the District Legislative Advocate, will keep itself informed on pending legislative matters and will meet and/or confer with appropriate legislators as necessary.

**6.7** **NOMINATING COMMITTEE. (Revised 10/4/95)**

The Nominating Committee will consist of the Chairperson of the Board, the past Chairperson of the Board and three (3) appointees of the Chairperson of the Board, or in the event the past Chairperson of the Board is no longer serving on the Board, four (4) appointees of the Chairperson of the Board. The Nominating Committee shall be appointed no later than the second Board Meeting in November of each year and shall serve until the appointment of a new Committee. It is the function of the Nominating Committee to recommend to the Board the officers for each calendar year. In making its recommendation, the Committee shall not be bound by a recommendation of a previous Nominating Committee. The Committee need not follow a strict rule of rotation between supervisor and city members but may take into account their proportionate membership on the Board of Directors. Additionally, the Committee shall take into account the provisions of Section I-2.7.

**6.8** **MOBILE SOURCE AND CLIMATE IMPACTS COMMITTEE. (Revised 7/7/21)**

The Mobile Source and Climate Impacts Committee will consider and recommend policies and positions of the District relating to transportation planning and funding, on-road and off-road mobile sources, mobile source fuels and equity for impacted communities related to these sectors. The Committee will keep itself informed on actions or proposed actions by local, regional, state and federal agencies affecting air pollutant emissions from mobile sources.

The Committee will also consider and recommend to the Board of Directors policies and positions of the District relating to climate protection activities and climate equity for impacted communities relative to mobile sources. The Committee will keep itself informed on actions and proposed actions by local, regional, state, federal, and international agencies and organizations relating to climate protection relative to mobile sources.

**6.9** **COMMUNITY EQUITY HEALTH AND JUSTICE COMMITTEE. (Revised 7/7/21)**

The Community Equity Health and Justice Committee will advise the Board of Directors regarding equitable and inclusive actions the Air District takes to create a healthy breathing environment for all people of the Bay Area, regardless of race, ethnicity, age, gender identity, national origin, immigration status, ability or sexual orientation. The Committee will oversee staff efforts in developing policies for both internal and external operations, which impact the Bay Area. Internal operations include applying an equity lens to programs, policies, practices and procedures related to staffing, recruitment, promotions, inclusive practices in the workplace, contracting for capital projects and services, and continuous racial equity training. External operations include addressing disparities by applying an equity lens to Air District programs, policies, practices, and procedures. The Committee will prioritize traditionally

marginalized and disinvested communities for investment opportunities to ensure communities highly impacted by air pollution receive program and policy prioritization.

The Committee will also recommend to the Board of Directors overall direction of the District's public engagement programs. In addition, the Committee hears proposals and makes recommendations to the Board of Directors regarding the selection of a contractor(s) to assist the District with aspects of the public engagement programs.

**6.10 STATIONARY SOURCE AND CLIMATE IMPACTS COMMITTEE.**

The Stationary Source and Climate Impacts Committee will consider and recommend policies to the Board of Directors relating to stationary sources. The Committee shall recommend positions to the Board of Directors on stationary source policy issues affecting the implementation of the State and Federal Air Quality Management Plans and key planning policy issues such as federal and State Air Quality Management Plan development and air quality and economic modeling. The Committee shall review and make recommendations to the Board of Directors regarding major stationary source programs including: permitting, compliance, small business assistance, toxics, source education, and rule development. The Committee shall recommend to the Board of Directors positions concerning federal and state regulations that affect stationary sources. The Committee shall recommend policies to the Board of Directors for disbursement of supplemental environmental project grants.

The Committee will also consider and recommend to the Board of Directors policies and positions of the District relating to climate protection activities and funding relative to stationary sources. The Committee will keep itself informed on actions and proposed actions by local, regional, state, federal, and international agencies and organizations relating to climate protection relative to stationary sources.

**6.11 QUORUM FOR COMMITTEES. (Revised 12/6/06)**

There is no quorum requirement for a Committee meeting to be held, except that, for the purpose of making a Committee recommendation to the Board of Directors, there is established a quorum of five (5) Committee members.

**6.12 COMMITTEE PROCEDURE. (Revised 12/6/06)**

- (a) Voting. Only members of the Committee shall be allowed to vote on Committee recommendations.
- (b) Minority Report. Any Committee member can submit a Minority Report to accompany the Committee recommendation submitted to the Board of Directors, but may not use District staff to prepare such report.



## Proposed Amendments to the Administrative Code - Redline

### SECTION 4 BOARD OF DIRECTORS, CONDUCT OF BUSINESS

#### 4.9 PRESENTATION TIME LIMITS. (Revised \_\_/\_\_/2023)

Time limits for persons addressing the Board or a Board committee at a public meeting shall be established for each item on the meeting's agenda (including public comment on non-agenda matters) by the Director chairing the meeting.

ADMINISTRATION COMMITTEE  
MEETING OF 12/21/2022



## **SECTION 6 BOARD OF DIRECTORS, COMMITTEES**

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- (4) Community Equity Health and Justice Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.
- (5) Stationary Source and Climate Impacts Committee, consisting of up to eleven (11) Directors appointed by the Chairperson.
- (6) The Chairperson shall be an ex-officio member of all Standing Committees of the Board of Directors.
- (7) Each Standing Committee shall have authority to make recommendations to the Board of Directors for action regarding matters within the scope of the Committee's jurisdiction. A standing committee may discuss but may not make recommendations to the Board of Directors regarding issues outside of its jurisdiction and shall refer such matters to the appropriate committee. Except as specified in this Division or as otherwise specified by the Board of Directors, Standing Committees are not delegated decision-making authority.
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The Finance and Administration Committee will consider and recommend policies of the District relating to the administration of the District's programs and activities, including but not limited to policies regarding finance, procurement, employment, salaries, working conditions, insurance, and the retaining of consultants. The Committee shall not have authority to authorize alter, change or reverse any policy established by the Board of Directors.

The Finance and Administration Committee will oversee and guide staff activities relative to short-range and long-range planning regarding the goals and objectives of the District. The Committee will recommend to the Board of Directors each year a long-range plan. In doing so, the Committee should review the goals and objectives and short- and long-range plans of

the California Air Resources Board, to the extent that they are known. The Committee will use the long-range plan approved by the Board of Directors in reviewing and developing the budget each year.

The Finance and Administration Committee will assist in the preparation of the annual budget for the District and will present the annual budget with recommendations to the Board of Directors. At Budget review time each year, the Committee will evaluate District goals and objectives and will recommend to the Board of Directors any changes it determines are appropriate. The Committee shall not have authority to authorize the expenditure of any funds not appropriated in the budget adopted by the Board of Directors.

The Finance and Administration Committee will keep itself informed as to the work of the Advisory Council and Hearing Board, and of persons in the community who may be qualified to serve on the Advisory Council and Hearing Board. The Committee will recommend to the Board of Directors selection of such persons whenever vacancies may from time to time occur on the Advisory Council or Hearing Board.

The Finance and Administration Committee will consider and recommend updates or revisions to this Code as may from time to time become necessary.

The Finance and Administration Committee is the successor to, and performs all of the functions of, the Administration Committee, Budget & Finance Committee, Executive Committee and Personnel Committee as those committees existed prior to January 1, 2023. Any function assigned to the Administration Committee, Budget & Finance Committee, Executive Committee or Personnel Committee under this Code shall be performed by the Finance and Administration Committee.

**6.5 [Reserved]**

**6.6 LEGISLATIVE COMMITTEE.**

The Legislative Committee will consider and recommend legislative proposals for the District and consider and recommend a District position on all proposed legislation affecting the District. The Legislative Committee, in conjunction with District staff and the District Legislative Advocate, will keep itself informed on pending legislative matters and will meet and/or confer with appropriate legislators as necessary.

**6.7 NOMINATING COMMITTEE. (Revised 10/4/95)**

The Nominating Committee will consist of the Chairperson of the Board, the past Chairperson of the Board and three (3) appointees of the Chairperson of the Board, or in the event the past Chairperson of the Board is no longer serving on the Board, four (4) appointees of the Chairperson of the Board. The Nominating Committee shall be appointed no later than the second Board Meeting in November of each year and shall serve until the appointment of a new Committee. It is the function of the Nominating Committee to recommend to the Board the officers for each calendar year. In making its recommendation, the Committee shall not be bound by a recommendation of a previous Nominating Committee. The Committee need not follow a strict rule of rotation between supervisor and city members but may take into account their proportionate membership on the Board of Directors. Additionally, the Committee shall take into account the provisions of Section I-2.7.

**6.8 MOBILE SOURCE AND CLIMATE IMPACTS COMMITTEE. (Revised 7/7/21)**

The Mobile Source and Climate Impacts Committee will consider and recommend policies and positions of the District relating to transportation planning and funding, on-road and off-road mobile sources, mobile source fuels and equity for impacted communities related to these sectors. The Committee will keep itself informed on actions or proposed actions by local, regional, state and federal agencies affecting air pollutant emissions from mobile sources.

The Committee will also consider and recommend to the Board of Directors policies and positions of the District relating to climate protection activities and climate equity for impacted communities relative to mobile sources. The Committee will keep itself informed on actions and proposed actions by local, regional, state, federal, and international agencies and organizations relating to climate protection relative to mobile sources.

**6.9 COMMUNITY EQUITY HEALTH AND JUSTICE COMMITTEE. (Revised 7/7/21)**

The Community Equity Health and Justice Committee will advise the Board of Directors regarding equitable and inclusive actions the Air District takes to create a healthy breathing environment for all people of the Bay Area, regardless of race, ethnicity, age, gender identity, national origin, immigration status, ability or sexual orientation. The Committee will oversee staff efforts in developing policies for both internal and external operations, which impact the Bay Area. Internal operations include applying an equity lens to programs, policies, practices and procedures related to staffing, recruitment, promotions, inclusive practices in the workplace, contracting for capital projects and services, and continuous racial equity training. External operations include addressing disparities by applying an equity lens to Air District programs, policies, practices, and procedures. The Committee will prioritize traditionally marginalized and disinvested communities for investment opportunities to ensure communities highly impacted by air pollution receive program and policy prioritization.

The Committee will also recommend to the Board of Directors overall direction of the District's public engagement programs. In addition, the Committee hears proposals and makes recommendations to the Board of Directors regarding the selection of a contractor(s) to assist the District with aspects of the public engagement programs.

**6.10 STATIONARY SOURCE AND CLIMATE IMPACTS COMMITTEE.**

The Stationary Source and Climate Impacts Committee will consider and recommend policies to the Board of Directors relating to stationary sources. The Committee shall recommend positions to the Board of Directors on stationary source policy issues affecting the implementation of the State and Federal Air Quality Management Plans and key planning policy issues such as federal and State Air Quality Management Plan development and air quality and economic modeling. The Committee shall review and make recommendations to the Board of Directors regarding major stationary source programs including: permitting, compliance, small business assistance, toxics, source education, and rule development. The Committee shall recommend to the Board of Directors positions concerning federal and state regulations that affect stationary sources. The Committee shall recommend policies to the Board of Directors for disbursement of supplemental environmental project grants.

The Committee will also consider and recommend to the Board of Directors policies and positions of the District relating to climate protection activities and funding relative to stationary sources. The Committee will keep itself informed on actions and proposed actions by local, regional, state, federal, and international agencies and organizations relating to climate protection relative to stationary sources.

**6.11 QUORUM FOR COMMITTEES. (Revised 12/6/06)**

There is no quorum requirement for a Committee meeting to be held, except that, for the purpose of making a Committee recommendation to the Board of Directors, there is established a quorum of five (5) Committee members.

**6.12 COMMITTEE PROCEDURE. (Revised 12/6/06)**

- (a) Voting. Only members of the Committee shall be allowed to vote on Committee recommendations.

- (b) Minority Report. Any Committee member can submit a Minority Report to accompany the Committee recommendation submitted to the Board of Directors, but may not use District staff to prepare such report.

ADMINISTRATION COMMITTEE  
MEETING OF 12/21/2022

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Authorization to Execute Legal Services Agreement with Woodruff, Spradlin & Smart to represent the Air District in *Communities for a Better Environment v. Bay Area Air Quality Management District et al.*

RECOMMENDED ACTION

Recommend approval of a Legal Services Agreement with Woodruff, Spradlin & Smart, A Professional Corporation (WSS) in an amount not to exceed \$95,000, to represent the Air District in *Communities for a Better Environment v. BAAQMD et al.*, the recently filed lawsuit regarding the Air District's implementation of Regulation 11-18.

BACKGROUND

The Air District was served with the lawsuit *Communities for a Better Environment v. Bay Area Air Quality Management District and McWane, Inc.* on November 9, 2022. The lawsuit alleges that the Air District has illegally delayed in its implementation of Regulation 11-18. The lawsuit seeks an order invalidating the Air District's most recent Regulation 11-18 Implementation Procedures document and requiring the District to develop a new Implementation Procedures document through a notice-and-comment rulemaking process. The Air District currently has a deadline to respond to the lawsuit by February 24, 2023.

DISCUSSION

This litigation needs to be handled by qualified outside counsel because of the high-profile nature and importance of the case, the complex nature of the legal issues involved, and the current staffing needs and workload in the Legal Division. The District Counsel's office recently conducted a search of outside law firms in California that would be qualified to handle writ petition cases like this one involving complex air district regulations, in connection with the *Athletics Investment Group LLC v. BAAQMD* case, which is a writ petition case involving a different Air District regulation, Regulation 2-2. The District Counsel's office contacted firms that its attorneys already had relationships with, and also reached out to our sibling air districts to inquire about firms that these agencies have used for similar work. The District Counsel's office ultimately discussed potential representation with three firms, Myers Nave, WSS, and Shute Mihaly & Weinberger. The District Counsel's office ultimately selected WSS as best suited to

handle litigation like this on behalf of the Air District. WSS has been highly effective in representing the Air District thus far in the *Athletics Investment Group* case, and the District Counsel's office believes that WSS will be similarly effective in handling this new case involving Regulation 11-18.

WSS anticipates a budget of \$95,000 to cover responding to the lawsuit and other work related to the initial phase of the case. This agreement for up to \$95,000 requires approval by the Board of Directors under the Air District's contracting policies because the total amount of all contracts with WSS exceeds \$100,000. The Air District's legal services agreement with WSS for the *Athletics Investment Group* case is for an amount not to exceed \$400,000, and with this additional agreement the total contractual amount with WSS will be up to \$495,000 for both cases.

BUDGET CONSIDERATION/FINANCIAL IMPACT

The Fiscal Year Ending (FYE) 2023 Approved Budget included \$3 million for litigation contingencies. This budget allocation is sufficient to cover the anticipated costs of this litigation. If authorized, the FYE 2023 Legal Office's Program 205 - Litigation will be amended by \$95,000 with a transfer of \$95,000 from the Litigation Contingency General Fund Reserves.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Alexander Crockett  
Reviewed by:

ATTACHMENTS:

1. Draft Woodruff, Spradlin & Smart Engagement Letter - CBE v. BAAQMD





December 13, 2022

**VIA E-MAIL AND FIRST CLASS MAIL**

Alexander Crockett, Esq.  
General Counsel  
Bay Area Air Quality Management District  
375 Beale Street, Suite 600  
San Francisco, CA 94105  
ACrockett@baaqmd.gov

Re: *Communities for a Better Environment v. Bay Area Air Quality Management District*

Dear Sandy:

You have asked us to represent and advise the Bay Area Air Quality Management District (the "District") in connection with the *Communities for a Better Environment v. Bay Area Air Quality Management District* case.

Scope of the Engagement. You have requested our advice in connection with the above- referenced matter.

Professional Services and Fees. Our professional fees for legal services will be determined by the amount of time our attorneys and paralegals spend on this engagement based on their applicable hourly rates in effect at the time our invoices are rendered. The applicable hourly rates for attorneys and paralegals are listed on the attached Rate Schedule. As indicated on the Rate Schedule, our hourly rates may be adjusted from time to time.

Expenses and Other Charges. In addition to fees for our professional services, there will be charges for expenses which we incur such as court costs, long distance telephone charges, computerized legal research, copying, and faxes. Expenses incurred will be billed at amounts that are competitive with other sources of the same products or services.

Invoices and Payments. We will render our invoices to you monthly for legal services, expenses and other charges. Our invoices are payable upon receipt and are considered overdue if not paid within thirty (30) days. Any statement not paid within sixty (60) days of the date of the statement will incur finance charges at the rate of one and one-half percent (1½ %) per month, compounded monthly.

December 13, 2022  
Alexander Crockett, Esq.  
Page 2

Termination of Agreement. The District has the right to terminate the services of our firm at any time for any reason. The firm also retains the right to terminate this agreement at any time for any reason.

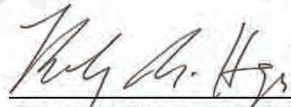
Budget. We understand that there is an initial budget of \$95,000. Our fees will not exceed that amount without further authorization from you. We will notify you if and when the budget is exhausted.

Acceptance of Engagement. If the terms as set forth in this letter are acceptable to you, please execute the enclosed copy and return it to us. Upon our receipt of the executed copy we will be pleased to commence our engagement.

We are pleased that you have selected Woodruff, Spradlin & Smart to represent the District in this matter.

Sincerely,

WOODRUFF, SPRADLIN & SMART  
A Professional Corporation



BRADLEY R. HUGIN

**ACCEPTED AND AGREED TO:**

\_\_\_\_\_  
(Signature)

Sharon Landers  
Interim Executive Officer/APCO  
Bay Area Air Quality Management District

\_\_\_\_\_  
(Signature)

Alexander Crockett  
Counsel  
Bay Area Air Quality Management District



**WOODRUFF, SPRADLIN & SMART  
RATE SCHEDULE**

**Identification**

Client: Bay Area Air Quality Management District  
Matter: *CBE v. Bay Area Air Quality Management District (Rule 11-18)*

1. **Hourly Rates for Legal Personnel**

Directors: \$425 per hour  
Associates: \$325 per hour  
Paralegals: \$170 per hour

2. **Standard Charges**

Attorney charges for Attorney's time in minimum units of six minutes.

3. **Costs and Expenses**

Costs advanced will be charged at rates which are competitive with other sources of the same products or services. Rates for in-house costs are currently:

|                              |             |
|------------------------------|-------------|
| In-office photocopying       | \$0.25 per  |
| page Clerical staff overtime | \$55.00 per |
| hour                         |             |

4. **Subject to Change**

The rates on this schedule are subject to change on 30 days' written notice.

**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**

Memorandum

To: Chairperson John J. Bauters and Members  
of the Board of Directors

From: Sharon L. Landers  
Interim Executive Officer/APCO

Date: January 25, 2023

Re: Authorization to Execute a Contract Amendment with Renne Public Law Group

RECOMMENDED ACTION

Recommend the Board of Directors authorize the Interim Executive Officer/APCO to amend the contract with Renne Public Law Group (“RPLG”) increasing the maximum dollar amount of the contract by \$100,000 -- from \$200,000 to \$300,000 -- for legal services related to labor and employment issues.

BACKGROUND

When the current Interim Executive Officer/ACPO took over on May 23, 2022, there was a need for independent outside counsel to provide legal advice on labor and employment issues in areas where the Air District’s normal labor and employment firm was unable to handle the work. The Interim Executive Officer/ACPO therefore consulted with the District Counsel’s office regarding finding an appropriate firm to provide these services. The Interim Executive Officer/ACPO and District Counsel made inquiries and reached out to several firms, as outlined below, and ultimately concluded that RPLG and its partner Arthur Hartinger were the best choice. The Air District therefore entered into the current engagement letter (Contract No. 2022.154), dated June 3, 2022, along with two subsequent amendments, the most recent of which was approved by the Board of Directors on October 5, 2022. As amended, the agreement now has a limit on fees of \$200,000. RPLG’s work is now expected to exceed \$200,000, so the parties need to amend the engagement letter again to allow the firm to undertake this additional work.

DISCUSSION

As there was a need to retain counsel within a short timeframe to provide legal advice, and there are only a relatively small number of law firms that have the expertise, experience, and ability to provide the services needed, the Air District did not undertake a formal bid process. Instead, the District Counsel’s office contacted qualified firms informally to determine what outside counsel would be best to provide these services. The District Counsel’s office contacted firms that its attorneys already had relationships with, reached out to our sibling air districts to inquire about firms that these agencies have used for similar work, and pursued other inquiries to identify suitable candidate firms. The District Counsel’s office ultimately approached three firms,

including RPLG. RPLG and Mr. Hartinger seemed best suited to advise on these issues given their background and experience, availability to handle the work, and the very strong recommendations from two other public agencies that Mr. Hartinger has worked with in the past.

RPLG has been highly effective thus far in providing legal services to the Air District, and the decision to retain this firm appears to have been a good one. There is no reason to second-guess that decision at this stage or to consider changing firms. It is therefore recommended that the current agreement be amended to increase the limit on fees to allow RPLG to perform additional work.

BUDGET CONSIDERATION/FINANCIAL IMPACT

These funds are included in the Fiscal Year Ending 2023 Program 104 budget.

Respectfully submitted,

Sharon L. Landers  
Interim Executive Officer/APCO

Prepared by: Alexander Crockett

ATTACHMENTS:

- 1. Renne Public Law Group Executed Legal Services Agreement - Signed Jun. 3, 2022
- 2. Renne Public Law Group Legal Services Agreement Amendment 1 - Signed Aug. 29, 2022
- 3. Renne Public Law Group Legal Services Agreement Amendment 2 - Signed Sept. 23, 2022
- 4. Draft Renne Public Law Group Legal Services Agreement Amendment 3 - Dated Jan. 17, 2023

**RPLG** Renne Public Law Group®  
350 Sansome Street | Suite 300  
San Francisco, CA 94104

Arthur A. Hartinger  
[ahartinger@publiclawgroup.com](mailto:ahartinger@publiclawgroup.com)  
(415) 848-72400

June 3, 2022

Via Email – [ACrockett@baaqmd.gov](mailto:ACrockett@baaqmd.gov)>

Alexander Crockett  
Chief Attorney  
Bay Area Air Quality Management District  
375 Beale Street, Suite 600  
San Francisco, CA 94105

**Re: Legal Services Agreement (General Advice in Labor and Employment)**

Dear Mr. Crockett:

Thank you for retaining Renne Public Law Group, LLP (“RPLG”) to provide legal services on behalf of Bay Area Air Quality Management District. We appreciate the opportunity to serve as your lawyers and look forward to working with you on this matter.

This Legal Services Agreement (“Agreement”) sets forth our agreement concerning the legal services we will provide and our fee and expense reimbursement arrangements for those services. Please read the entire Agreement before signing and returning it to us.

**1. Scope of Engagement.** We will provide general advice, representation in administrative proceedings, and other legal work in the area of labor and employment. Our work is limited to such services. When we agree to provide legal services in discrete matters, we will confirm the engagement and bill separately for such services.

**2. Fees and Personnel.** As compensation for our services, my hourly fee will be \$450.00, and our overall current public sector rates are attached as Attachment A.

I will be the attorney in charge of your matter[s]. However, this agreement retains the legal services of our law firm and not of a particular attorney. If other attorneys and/or paralegals are assigned to work on your matter, then current hourly rates of those individuals will be utilized. (See Attachment A.).

Rates will generally be increased annually on January 1 by the greater of 3% or the relevant local CPI increase over the prior 12-month period, rounded to the nearest \$5.

In the unlikely event of a dispute over fees, the parties agree that the dispute will be submitted to arbitration pursuant to the State Bar’s Mandatory Fee Arbitration Program.

**3. Billing and Payment Responsibilities.** We will send monthly statements which are due within 30 days of receipt. If you have any questions about an invoice, please promptly



Legal Services Agreement  
Page 2

telephone or write me so that we may discuss these matters. Billing is done in 1/10ths of an hour increments. Total billed amounts are not to exceed \$30,000.00.

Our Statement of Fee and Billing Information, which sets forth the details of our disbursement and expense policy, is attached as ATTACHMENT B.

**4. Termination of Services.** You may terminate RPLG's services at any time by written notice. After receiving such notice, we will cease providing services. We will cooperate with you in the orderly transfer of all related files and records to your new counsel.

RPLG may terminate its services for any reason upon reasonable written notice, consistent with the Rules of Professional Responsibility. If we terminate our services, you agree to execute a substitution of attorneys promptly and otherwise cooperate in effecting that termination.

Termination of our services, whether by you or by us, will not relieve the obligation to pay for services rendered and costs incurred before our services formally ceased.

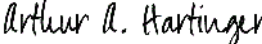
**5. No Guarantee of Outcome.** Any comments made by us about the potential outcome of this matter are expressions of opinion only and are not guarantees or promises about any outcome or results.

**6. Government Law.** This Agreement shall be governed by and construed in accordance with the laws of the State of California as applicable.

**7. Entire Agreement; Full Understanding; Modifications in Writing.** This letter contains our entire agreement about our representation. Any modifications or additions to this Agreement must be made in writing.

**8. Joint Representation.** Our firm maintains Of Counsel agreements with certain legal specialists. Because these individuals are deemed independent contractors under the applicable provisions of the tax laws and not employees of the firm, it is necessary that you consent to dual representation by the firm and the specialist in the event the matter which you have engaged us to handle requires the use of that specialist. This arrangement has no effect whatsoever on the cost of your legal services, rather it is an ethical requirement that we disclose this fact and that you consent. You are consenting by signing this letter.

Very truly yours,

DocuSigned by:  
  
2D5F3B857D5F429...  
Arthur A. Hartinger

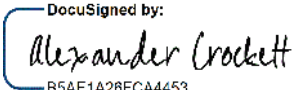


Legal Services Agreement  
Page 3

Attachments: **Public Sector Fee Schedule**  
Statement of Fee and Billing Information

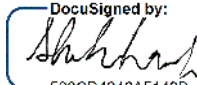
cc: RPLG Billing Department

These terms are accepted and agreed to as of the date of this letter.

By:  \_\_\_\_\_  
DocuSigned by:  
B5AE1A28FCA4453...

Print Name: Alexander Crockett

Title: District Counsel

By:  \_\_\_\_\_  
DocuSigned by:  
522CD4246A5149B...

Print Name: Sharon Landers

Title: Interim Executive Officer

## ATTACHMENT A

### **PUBLIC SECTOR FEE SCHEDULE EFFECTIVE JANUARY 1, 2022 TO DECEMBER 31, 2022**

|              |               |
|--------------|---------------|
| Partners:    | \$395- \$500  |
| Of Counsel:  | \$350 - \$450 |
| Associates:  | \$295 - \$350 |
| Law Clerks:  | \$195 - \$295 |
| Paralegals:  | \$145 - \$225 |
| Analysts:    | \$125 - \$275 |
| Consultants: | \$195 - \$475 |

Our rates adjust every January by the greater of 3% or the relevant local CPI increase over the prior 12-month period, rounded to the nearest \$5.



## ATTACHMENT B

### STATEMENT OF FEE AND BILLING INFORMATION

The following is a general description of our fee and billing policies. These general policies may be modified by the specific engagement letter or agreement to which this summary is attached.

**Professional Fees.** Our fees for professional services are based on the fair value of the services rendered. To help us determine the value of our services, our attorneys and paralegals maintain time records for each client and matter. Our attorneys and paralegals are assigned hourly rates which are based on years of experience, specialization, training and level of professional attainment. We adjust our rates periodically (usually at the beginning of each year) to take into account inflation and the increased experience of our professional personnel.

To keep professional fees at a minimum, legal work that does not require more experienced attorneys will be performed, where feasible, by attorneys with lower billing rates. Of course, the quality of the work is paramount, and we do not sacrifice quality to economy.

Before undertaking a particular assignment, we will, if requested, provide you with a fee estimate to the extent possible. Estimates are not possible for some matters, however, and cannot be relied on in many others because the scope of our work will not be clear at the outset. When a fee estimate is given, it is only an estimate; it is not a maximum or minimum fee quotation. The actual fee may be more or less than the quoted estimate.

**Billing and Payment Procedures.** Unless other arrangements are made at the time of the engagement, invoices will be sent monthly. Invoices for outside services exceeding \$100 may be billed separately. Occasionally, however, we may defer billing for a given month or months if the accrued fees and costs do not warrant current billing or if other circumstances would make it appropriate to defer billing.

Our invoices contain a brief narrative description of the work performed; if requested, the initials of the attorney who performed the work will appear on the statement. The invoice will include a line item reflecting in-house administrative costs. The firm's in-house administrative costs include duplicating, facsimile charges, telephone charges, e-mail, postage, mileage and other administrative expenses.

In addition, RPLG charges separately for certain costs incurred in the representation, as well as for any disbursements to third parties made on a client's behalf. Such costs and disbursements include, for example, the following: travel (at the IRS rate in effect at the time the travel occurs), computer-assisted research, transcription, overnight delivery and messenger services. For major disbursements to third parties, invoices may be sent directly to you for payment. RPLG also bills for time spent traveling on a client's behalf at our normal hourly rates.





If you have any questions regarding an invoice, the Operations Manager is available to answer your questions. For any unresolved matters, the Bar Association has an arbitration mechanism that can be used to resolve such matters.



Arthur A. Hartinger  
[ahartinger@publiclawgroup.com](mailto:ahartinger@publiclawgroup.com)  
(415) 848-72400

August 29, 2022

Via Email – [ACrockett@baaqmd.gov](mailto:ACrockett@baaqmd.gov)

Sharon Landers  
Interim Executive Officer/APCO  
Alexander Crockett  
District Counsel  
Bay Area Air Quality Management District  
375 Beale Street, Suite 600  
San Francisco, CA 94105


**Re: Legal Services Agreement (General Advice in Labor and Employment)**

Dear Ms. Landers and Mr. Crockett:

On behalf of Renne Public Law Group, LLP (“RPLG”), we appreciate the opportunity to provide legal services to the Bay Area Air Quality Management District in the area of labor and employment. Per our recent discussions, this letter is to amend our existing Legal Services Agreement dated (for identification purposes only) June 2, 2022, to increase the cap on fees from \$30,000 to \$95,000.

By this amendment, the sentence in Section 3 of the Legal Services Agreement that reads “Total billed amounts are not to exceed \$30,000.00” shall be and is replaced by the following sentence: “Total billed amounts are not to exceed \$95,000.00”. All other provisions of the Legal Services Agreement shall remain the same.


Very truly yours,

  
Arthur A. Hartinger

cc: RPLG Billing Department

These terms are accepted and agreed to as of the date of this letter.

DocuSigned by:  
  
5D7BA5BC138D4C0...  
Interim Executive Officer/APCO

DocuSigned by:  
  
B5AE1A28FCA4453...  
District Counsel

Date: 9/8/2022

Date: 9/8/2022



Arthur A. Hartinger  
[ahartinger@publiclawgroup.com](mailto:ahartinger@publiclawgroup.com)  
(415) 848-72400

September 23, 2022

Via Email – [ACrockett@baaqmd.gov](mailto:ACrockett@baaqmd.gov)>


Sharon Landers  
Interim Executive Officer/APCO  
Alexander Crockett  
District Counsel  
Bay Area Air Quality Management District  
375 Beale Street, Suite 600  
San Francisco, CA 94105

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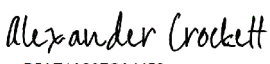
By this amendment, the sentence in Section 3 of the Legal Services Agreement that (per the August 29, 2022 amendment) reads “Total billed amounts are not to exceed \$95,000.00” shall be and is replaced by the following sentence: “Total billed amounts are not to exceed \$200,000.00”. All other provisions of the Legal Services Agreement shall remain the same.

Very truly yours,  
  
Arthur A. Hartinger

cc: RPLG Billing Department

These terms are accepted and agreed to as of the date of this letter.

DocuSigned by:  
  
5D7BA5BC138D4C0...  
Sharon Landers  
Interim Executive Officer/APCO

DocuSigned by:  
  
B5AE1A26FCA4453...  
Alexander Crockett  
District Counsel

Date: 10/27/2022

Date: 10/27/2022

January 17, 2023

Via Email – [ACrockett@baaqmd.gov](mailto:ACrockett@baaqmd.gov)>

Sharon Landers  
Interim Executive Officer/APCO  
Alexander Crockett  
District Counsel  
Bay Area Air Quality Management District  
375 Beale Street, Suite 600  
San Francisco, CA 94105

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By this amendment, the sentence in Section 3 of the Legal Services Agreement that (per the August 29 and September 23, 2022 amendments) reads “Total billed amounts are not to exceed \$200,000.00” shall be and is replaced by the following sentence: “Total billed amounts are not to exceed \$300,000.00”. All other provisions of the Legal Services Agreement shall remain the same.

Very truly yours,

Arthur A. Hartinger

cc: RPLG Billing Department

These terms are accepted and agreed to as of the date of this letter.

\_\_\_\_\_  
Sharon Landers  
Interim Executive Officer/APCO

\_\_\_\_\_  
Alexander Crockett  
District Counsel

Date: \_\_\_\_\_

Date: \_\_\_\_\_