

FINANCE COMMITTEE MEETING

MINUTES

REGULAR MEETING

Thursday, April 18, 2024

3:00 p.m.

(Paragraph numbers coincide with agenda item numbers)

1. CALL TO ORDER

The regular meeting of the Delta Conveyance Design and Construction Authority (DCA) Finance Committee was called to order in person, by teleconference, and remotely - Conference Access Information: Phone Number: (669) 444-9171, Code: 81266813581#, <https://dcdca-org.zoom.us/j/81266813581?from=addon> at 3:45 p.m.. Please note that the committee meeting had a delayed start due to the DCA Board of Directors meeting running longer than anticipated.

2. ROLL CALL

Committee members in attendance from the DCA Boardroom were Gary Martin, Sarah Palmer, and Martin Milobar.

DCA staff members in attendance were Graham Bradner, Josh Nelson and Adrian Brown.

3. DISCUSSION ITEMS:**a) DCA Fiscal Year 24/25 Budget Overview and Approach**
Informational Only.

DCA Executive Director, Graham Bradner, presented to the committee an overview of the committee meeting goals, objectives, approach, as well as how the committee will work their way through the rest of the planning process for next fiscal year's (FY) budget. The Finance Committee was established as a Board of Directors standing committee, as a Brown Act body, to provide initial review of and recommendations to the Board of Directors regarding the following: adoption of the annual DCA budget and any proposed modifications or amendments; preparation and review of the annual DCA financial audit, Annual Comprehensive Financial Report, or similar reports; and other financial items as delegated by the Board of Directors or as requested by the Executive Director or Treasurer. Mr. Bradner informed the members of the budget development requirements based on DCA's governance, highlighting that the program operates on a fiscal year basis, which is July 1st each year to June 30th of the following year. The DCA Board of Directors' approval of the budget is generally needed by the end of June and typically agendized for the June

Board meeting. The Joint Exercise of Powers Agreement (JEPA) is the agreement between the Department of Water Resources (DWR) and the DCA that delegates the authority for the DCA to design and construct the facilities. It requires that the DCA provide the draft fiscal year budget to DWR 60 days prior to adoption to fulfill their fiduciary oversight responsibilities as described in the JEPA. The DCA currently operates under a task order system that is on an annual basis. As a result, the DCA does not extend task orders. The fiscal year budget and scope is utilized to develop the annual baseline that is shown in the middle of the monthly report, which is the cash flow plan versus actual report.

Director Palmer inquired about the extension of task orders and whether not extending them means that the consultants are supposed to finish that work by the end of that budget year. Also, what is the process if a consultant were to go past the end of the fiscal year.

Mr. Bradner informed Director Palmer that in the event that a consultant wants to perform after the end of the fiscal year, then they would need to descope the uncompleted work from one (1) task order and add it to the scope of a new or existing task order for the next fiscal year. He noted that the DCA does very rigorously manage the fiscal year boundaries. A couple of years ago the DCA allowed task orders to be extended on a case-by-case basis however, it would delay DCA's ability to close out the financials for the previous year for several months trailing behind the completion of any extended task orders due to having to wait to receive and process final invoices. This also caused a delay in conducting the annual audit.

Director Palmer asked if this process caused any issues.

Mr. Bradner informed Director Palmer that the process involves descopeing and amending task orders, however the DCA attempts to keep track of items that may not get completed by the end of the fiscal year or intentionally delayed and amends the applicable task orders. He noted that this process may not work well in the future when there are more ongoing activities as it will be more difficult to manage.

Director Palmer agreed that it may not be viable as the project grows.

Mr. Bradner stated that the period the program is in currently allows the team to work through the processes to see what works and what does not work, understand what the constraints are, figure out the contractual requirements and consider what might need revising for the future.

Within the organization, billing rates tend to be all inclusive meaning that consultants go through an annual process of forecasting travel costs and build them into their billing rates rather than having to deal with direct submission of expenses for reimbursement. Direct submissions include a very complicated process because of the requirements that DCA's financial work flows through the State and then down through Metropolitan Water District

of Southern California (MWD), DCA's treasurer. He noted that this is one of those other items that the team is spending time evaluating now and contemplating alternatives for the future. Anything that was not included in the annual budget goes through a formal change management process. One of the benefits of the way that the DCA operates is the tight fiscal year control that forces an annual reconciliation. Each year is essentially a reset in terms of what the DCA is doing as a new plan, scope, and budget is created for the year. The DCA uses unallocated reserves within the executive office as the main principal allowance included in the budget. The unallocated reserves balance was \$1.75M last year and the lowest it has previously been is \$500k.

Director Palmer asked if Mr. Bradner foresees a cap on the reserves.

Mr. Bradner stated that there is not, however the reserves will be managed very differently when the DCA enters the construction phase because it will be a very different form of unallocated reserves.

DCA General Counsel, Josh Nelson, highlighted that it is important to remember that DCA's unallocated reserves are different than the reserves that the committee members are used to seeing at their member agencies.

Mr. Bradner moved on to the scope and budget development stating that the first step is to identify the scope of work that DCA would like to tackle for the subject fiscal year and confirm that there is the contractual coverage within all of the contracts in place to perform the scope of work. Once the contractual coverage is in place, the DCA requests cost estimates from consultants based on the provided scope of work. The consultants then develop the level of effort and cost using the contract rate schedules and provide that back to the DCA team for review. The team will then work through a pretty collaborative process to negotiate those task order budgets and confirm that along with the contractual coverage, there is also capacity within those contracts. This could lead to another board action, if necessary, depending on the not to exceed amounts associated with those contracts. Lastly, the team reviews, updates, and finalizes the draft budget for the Board of Directors adoption in June. During the review process, DWR reviews the draft budget and provides their comments, thoughts, and concurrence.

Chair Martin inquired about the timing in which DCA staff start working on defining the scope of work for the upcoming fiscal year.

Mr. Bradner informed the committee that it starts on July 1. The planning starts at the beginning of the fiscal year and gets refined as the year goes on so that the team knows what needs to be prioritized in the coming year.

Chair Martin stated that it seems that the DCA is facing a tight timeline with the sixty-day notice to DWR of the draft budget.

Mr. Bradner informed the committee that there is a timeline towards the end of the presentation, however the DCA and DWR reviews run in parallel and work collaboratively throughout the process.

Next, Mr. Bradner provided an overview of the DCA's Work Breakdown Structure (WBS). The WBS organizes all of the budget activities within the program. It is developed for all phases extending from the early initiation phases all the way through closeout commissioning of the project. This has been completed within the system to allow the DCA to understand where it is headed. The current phases are the Program Management Office (PMO), Program Initiation (PI) and Program Delivery (PD). The PMO phase includes cross-organizational support functions throughout all phases of the program. The PI phase covers the engineering work to support the high-level evaluation of alternatives for the initial environmental permitting phases. This includes looking at the various alternatives and concepts that the department could consider. This phase ends when all major permits are obtained, and the program is really positioned at that point for implementation. Currently, the DCA is still in the program initiation phase as there are still several permits that are outstanding. The PD phase of the program are pre-design activities currently, including further evaluation of the preferred project. This is to support those ongoing permit activities, provide better definition of features, design criteria, contracts, and interfaces. He noted that this is largely the information support side of it. Most of the engineering activities are still going to be performed within the PI. The data collection that staff are looking into now would fall under the early aspects of the PD phase.

The PMO phase includes thirteen (13) budget categories, three (3) of which are new to this fiscal year. The new placeholder categories are engineering management, geotechnical management, and survey and mapping management. In terms of geotechnical management, this is where the actual activity to guide and manage the geotechnical services under program delivery would resign. He mentioned that the DCA is ramping up on Health and Safety, Quality, and Sustainability and now has full time resources dedicated to all three (3) of those categories. The PI phase includes the engineering and the initial fieldwork functional areas to support DWR's planning and permitting efforts. The engineering group was and still is responsible for delivering and conducting technical studies and analysis to support conceptual design and documentation. The fieldwork components are transitioning to an early project feature under the program delivery but that still is intended to support ongoing permit activities and development of design criteria and project packaging. The fieldwork completed under the Initial Study Mitigated Negative Declaration (IS/MND) was performed under the program initiation phase. However, that work is now transitioning to the PD phase, supporting further evaluation, design, and permitting. The PD phase begins with a pre-designed set of activities which includes further evaluation of a preferred project to support these ongoing permit activities. The project delivery functional area activities are just limited to field investigations, which includes geotechnical studies, field surveying, and other exploratory work.

Mr. Bradner reviewed the summary of the FY 2023/2024 budget stating that the information is presented at a couple of different levels. The highest level is broken down by the different phases. He informed the committee that this year's summary will include the PD phase. The next level down is the detailed workbook that rolls up to the organizational support functions. The budget is also able to be reported in different ways, including by vendor. The DCA discloses this report within the budget planning and adoption processes. It is tracked throughout the year within the monthly report.

Lastly, Mr. Bradner presented the FY 2024/2025 budget planning timeline. The budget preparation began in late February. A budget kick-off meeting with the various consultants happened in March where they discussed scope and requested budgets. On April 8th, the initial draft budget was compiled, and the draft budget information will be provided to DWR on April 19th for their internal review. The next steps include presenting the draft budget to the Board of Directors on May 16th, followed by a more detailed review with the Finance Committee. On June 6th, the Finance Committee will meet to review and finalize the final draft of the budget. Lastly, the final draft of the budget will be presented to the Board of Directors for adoption on June 20th.

Director Palmer requested confirmation on whether there will be a Board of Directors meeting in May.

Mr. Bradner confirmed that the meeting will be held on May 16th.

Chair Martin expressed his understanding of the need to compress the schedule a bit this year and asked if the intentions for future years would be to start the process earlier with the finance committee.

Mr. Bradner stated that this schedule is very typical, but he is open to revisions or suggestions to provide sufficient time for review.

Chair Martin inquired about whether the presentation provided at the Board of Directors meeting will be the same one given to the Finance Committee.

Mr. Bradner stated that the intention is to show the high-level summary of the draft budget at the Board meeting and review more of the details at the Finance Committee meeting. The budget details would be in draft form and subject to change and input from the committee.

Director Milobar asked if the vendors were chosen by looking at a number of firms that were going to do each phase and if they continue with the same capacity.

Mr. Bradner stated that the procurements were competitive procurements.

DCA Chief Contracting Officer, Adrian Brown, informed the committee that the vendors were procured through a request for qualifications process. As the project continues, staff will also be looking at whether or not the DCA should go back out to procure those services again.

Chair Martin requested clarification on whether the bids are for professional services that are being provided and based on qualifications.

Mr. Brown stated that they are based on qualifications. Subject matter experts create a panel in which they interview the firms and select the highest-ranking candidates, allowing the DCA to enter into a contract with them.

Chair Martin asked if bid was in relation to construction or proposals for professional services.

Mr. Brown informed the Board that in the procurement environment, going out for bid means the lowest responsive responsible bidder for construction and in terms of professional services, is qualitative.

Director Palmer inquired if the vendor listed for executive director services should be updated.

Mr. Bradner informed Director Palmer that the vendor list is an example from last year, so the information is not relevant.

Director Palmer requested an updated vendor list.

Director Milobar asked that when the DCA gets into construction and states that it is a design build situation, if it is possible to evaluate in enough detail so that the firm that is chosen is not the lowest bidder but is maybe more cost efficient as the program gets into the design build phase and if it is considered during the selection process.

Mr. Bradner stated that the key aspect of the process is determining if the vendor is credible and responsive to the requirements of the project.

Mr. Brown added that innovation was a scoring factor when bidding for engineering design management. Quantitative items are able to be added to the request for qualifications.

Director Milobar stated that those items can save the program a considerable amount of money and time if they are included in the selection process.

Mr. Bradner stated that the DCA is in a very important stage of the project. There is an approved project that is documented through the final Environmental Impact Report (EIR). Although, for instance, having multiple additional tunnel boring machines could speed up

construction and shave the schedule, it could also add tremendous impacts likely throughout the project. This is certainly something that has to be considered as the project evolves. Value engineering is a big part of what is in front of the DCA and those considerations in terms of trade-offs and value are just a huge part of that. Ultimately DWR will need them to make the decision around what the permit implications are and how to deal with them.

Chair Martin asked if the team is already in place for the 2024/2025 fiscal year and who defined the scope of work for them.

Mr. Bradner stated that there are a number of master service agreements in place. One of those agreements will be brought to the Board of Directors with a request to extend the contract and increase the not to exceed amount.

Mr. Brown informed the committee that there are not any large procurements underway.

Chair Martin stated that right now the priority is to get the best qualified team with the resources to perform and negotiate a reasonable cost-effective price.

Mr. Bradner agreed and stated that just because a team member is in place does not mean that there is not a real emphasis on performance and a requirement that every team member and team that is involved in the program, delivers.

Director Palmer asked to receive some of the budget details ahead of time to review.

Mr. Bradner informed the committee that the team will send out details prior to the meetings so that they can review them.

No further comments or questions were received from the committee, nor were any public comment requests received.

4. REPORTS AND ANNOUNCEMENTS:

a. Verbal Reports

No reports.

5. PUBLIC COMMENT:

No public comment requests.

6. ADJOURNMENT:

Chair Martin adjourned the meeting at 4:26 p.m., in person, by teleconference, and remotely - Conference Access Information: Phone Number: (669) 444-9171, Code: 81266813581#, <https://dcdca-org.zoom.us/j/81266813581?from=addon>.