

AGENDA

MEETING OF THE R.E. BADGER WATER FACILITIES FINANCING AUTHORITY

Thursday, December 11, 2025

8:30 a.m.

Held at the Santa Fe Irrigation District Safety Center
5920 Linea del Cielo, Rancho Santa Fe, CA 92067

Assistance for the disabled: The District meeting facility is accessible to persons using wheelchairs and others with disabilities. Agendas are available in large print. Materials in alternative formats and other accommodations will be made available upon request. Please make your request for alternative format or other accommodations, to the Board Secretary at 858-756-2424 or via email to cmcdowell@sfidwater.org. Providing at least 72 hours' notice prior to the meeting will help to ensure availability.

This meeting will be held at the above date, time, and location, and Committee members and members of the public may attend in person. Members of the public may also attend virtually. Additional details on in-person participation and virtual public participation are below. Please note that in the event of technical issues that disrupt the livestream of the meeting, the meeting will continue, unless otherwise required by law, such as when a Director is attending the meeting remotely pursuant to certain provisions of the Brown Act.

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Instructions for Members of the Public Who Wish to Address the Joint Facilities Advisory Committee:

Advisory Committee: Individuals may address the Committee during Oral Communications (for items not appearing on the posted agenda which are within the subject matter jurisdiction of the District) and regarding items listed on the posted agenda during the deliberation of the agenda item, as follows:

A. Instructions for Making Public Comment for Those Attending In-Person:

Members of the public desiring to address the Committee in-person for either items appearing on the posted agenda or during Oral Communications (for items not appearing on the posted agenda which are within the subject matter jurisdiction of the District) are asked to complete a speaker's card, available at the table near the entrance and present it to the Board Secretary prior to the start of the meeting. Speakers are asked to state their name, address, and topic, and to observe a time limit of three (3) minutes each.

B. Making Public Comment for Those Not Attending In-Person:

Members of the public who wish to address the Committee under Oral Communications or on specific agenda items **who are not attending in person** may do so as instructed below:

1. To provide **verbal comments during the meeting**, join the Zoom meeting by computer, mobile phone, or dial-in number. On Zoom video conference by computer or mobile phone, use the "Raise Hand" feature. This will notify the Board Secretary that you wish to speak during Oral Communications or on a specific agenda item. If joining the meeting using the Zoom dial-in number, you can raise your hand by pressing *9. Speakers are asked to state their name, address, and topic, and to observe a time limit of three (3) minutes each.
2. You may send **written comments** to the Board Secretary for receipt **no later than 7:30 am on Thursday, December 11, 2025**, to be read during the appropriate portion of the meeting. Written comments must be limited to 300 words/ have a reading limit of 3 minutes for each comment and emailed to cmcdowell@sfidwater.org, mailed to the attention of Celina McDowell, Board Secretary, SFID, P. O. Box 409, Rancho Santa Fe, CA 92067, or physically deposited in the District's payment drop box located in the public parking lot at the District's Administrative Office at 5920 Linea del Cielo, Rancho Santa Fe, California 92067.

CALL MEETING TO ORDER

ITEMS TO BE ADDED TO THE AGENDA

(Government Code Section 54954.2)

PLEDGE OF ALLEGIANCE

ORAL COMMUNICATIONS ON ITEMS NOT APPEARING ON THE AGENDA

Opportunity for members of the public to address the Board (Government Code Section 54954.3) Individuals may address the Board regarding items not appearing on the posted agenda, which are within the subject matter jurisdiction of the Board, at any time. Comments and inquiries pertaining to items listed on the agenda will be received during the deliberation of the agenda item. Speakers are asked to state their name, address, and topic, and to observe a time limit of three (3) minutes each. Members of the public desiring to address the Board are asked to complete a speaker's card, available at the table near the entrance, and present it to the Board Secretary prior to the start of the meeting.

ACTION AND DISCUSSION ITEMS

1. Approval of December 12, 2024, Minutes (pages 4-6)
2. Adoption of Resolution No. FA 25-01, Electing Officers of the R. E. Badger Water Facilities Financing Authority Board of Directors (pages 7-8)

REPORTS

The following reports are placed on the Agenda to provide information to the Board and the public. There is no action called for on these items. The Board may engage in discussion of any report upon which specific subject matter is identified in the Agenda but may not take any action other than to place the matter on a future Agenda.

3. General Counsel's Report (oral)
4. Executive Director's Report (oral)
5. Directors' Comments (oral)

INFORMATION ITEMS

None

ADJOURN

The next meeting of the R.E. Badger Water Facilities Financing Authority is scheduled for Thursday, December 10, 2026, at 8:30 a.m.

MINUTES

R.E. BADGER WATER FACILITIES FINANCING AUTHORITY MEETING

December 12, 2024

Held at the Santa Fe Irrigation District (SFID)
5920 Linea del Cielo, Rancho Santa Fe

PRESENT: SFID Directors Dana Friehauf and Sandra Johnson, and Water Facilities Financing Authority (WFFA) Executive Director Albert C. Lau were present. SDWD Councilmember Joy Lyndes arrived at 8:37 a.m.

ALSO PRESENT: SFID Administrative Services Manager Seth Gates, SFID Executive Assistant Celina McDowell, SDWD General Manager Isam Hireish, SDWD Finance Manager Mary Kazungu, and General Counsel David Lloyd, Best, Best & Krieger were present.

CALL MEETING TO ORDER

Chair Friehauf called the meeting to order at 8:37 a.m.

General Counsel Lloyd provided a brief statement on the purpose of the Financing Authority.

ITEMS TO BE ADDED TO AGENDA – None

ORAL COMMUNICATIONS – None

ACTION ITEMS

1. APPROVAL OF DECEMBER 18, 2023, MINUTES

Upon a motion by SFID Director Johnson and seconded by Chair Friehauf, the Authority Board voted unanimously to approve the minutes as presented. Roll call vote was taken as follows:

AYES: Johnson, Lyndes, and Friehauf

NOES: None

ABSTAIN: None

ABSENT: None

2. ADOPTION OF RESOLUTION NO. FA 24-01, ELECTING OFFICERS OF THE R.E. BADGER WATER FACILITIES FINANCING AUTHORITY BOARD OF DIRECTORS

A motion was made by SDWD Councilmember Lyndes, seconded by SFID Director Johnson, to nominate SFID Director Friehauf to serve as Chair, and SFID Director Johnson as Vice Chair, SFID GM Lau to serve as Secretary/Treasurer, and SFID GM Lau as the Executive Director for the WFFA. Motion passed 3-0.

RESOLUTION NO. FA 24-01

**RESOLUTION OF THE R.E. BADGER WATER FACILITIES
FINANCING AUTHORITY ELECTING OFFICERS**

Chair: SFID Director Dana Friehauf
Vice Chair: SFID Director Sandra Johnson
Secretary/Treasurer: SFID GM Albert C. Lau
Executive Director: SFID GM Albert C. Lau

Roll call vote was taken as follows:

AYES: Johnson, Lyndes, and Friehauf
NOES: None
ABSTAIN: None
ABSENT: None

REPORTS

3. EXECUTIVE DIRECTOR'S REPORT

Both Executive Director Lau and SDWD General Manager Hireish wished everyone happy holidays.

SDWD GM Hireish informed the Committee that Council Member Lyndes has been appointed as Deputy Mayor, and that Council Members Luke Shaffer and Jim O'Hara, newly appointed councilmembers will serve as SDWD's representatives for the Joint Facilities. SFID GM Lau and SDWD Hireish will coordinate a tour of the R.E. Badger Plant and arrange an orientation for the newly appointed councilmembers.

4. DIRECTORS' COMMENTS

The Committee extended their congratulations to SDWD Councilmember Lyndes on her appointment as Deputy Mayor.

In response, SDWD Councilmember Lyndes conveyed her gratitude for being a part of the Committee and for the valuable knowledge she has gained.

ADJOURN

Chair Friehauf adjourned the meeting at 8:43 a.m.

Chair Dana Friehauf

The next meeting of the R.E. Badger Water Facilities Financing Authority is scheduled for Thursday, December 12, 2024, at 8:30 a.m.

DRAFT

DATE: December 11, 2025

TO: Board of Directors of the R.E. Badger Water Facilities Financing Authority

FROM: Executive Director Albert C. Lau

SUBJECT: Adoption of Resolution No. FA 25-01, Electing Officers of the R.E. Badger Water Facilities Financing Authority Board of Directors

RECOMMENDATION:

It is the Staff recommendation that the Board of Directors of the R. E. Badger Water Facilities Financing Authority (Authority):

1. Consider the election of the officers of the Board of Directors of the Authority for the period January 1, 2026, through December 31, 2026; and
2. Adopt Resolution No. FA 25-01 electing the officers of the Board of Directors of the Authority for the Period January 1, 2026, through December 31, 2026; and
3. Discuss and take other action as appropriate.

DISCUSSION:

Pursuant to Article III, Section 2 of the Authority By-Laws, the Chair, Vice Chair and Secretary shall be chosen at every annual meeting of the Board of Directors. In addition, the Board may appoint or authorize the appointment of other officers as the business of the Authority may require. In the past, the Board has chosen to combine the office of Secretary with that of Treasurer.

The 2025 Board of Directors officers were as follows:

| | |
|----------------------|------------------------------|
| Chair: | SFID Director Dana Friehauf |
| Vice Chair: | SFID Director Sandra Johnson |
| Secretary/Treasurer: | SFID, Albert C. Lau |
| Executive Director: | SFID, Albert C. Lau |

It is necessary and appropriate for the Board of Directors to discuss and consider the election of its officers and the appointment of a Secretary/Treasurer and Executive Director.

Attachment A: Resolution No. FA 25-01

Prepared by: Celina McDowell, Executive Assistant, SFID
Approved by: Albert C. Lau, P. E., Executive Director
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R.E. Badger
Water Fac. Financing Authority
December 11, 2025

ATTACHMENT A

RESOLUTION NO. FA 25-01

RESOLUTION OF THE R.E. BADGER WATER FACILITIES FINANCING AUTHORITY ELECTING OFFICERS

RESOLVED, by the Board of Directors of the R.E. Badger Water Facilities Financing Authority that the following persons be elected to the offices set opposite their names below, as officers of the Authority to serve until the election and qualification of their successors:

Chair:

Vice Chair:

Secretary/Treasurer:

Executive Director:

PASSED, APPROVED AND ADOPTED at a regular meeting of the R.E. Badger Water Facilities Financing Authority, held on the 11th day of December 2025 by the following vote.

AYES:

NOES:

ABSTAIN:

ABSENT:

Chair of the R.E. Badger
Water Facilities Financing Authority

Secretary/Treasurer of the R.E. Badger
Water Facilities Financing Authority