



SAN ANTONIO WATER COMPANY

BOARD OF DIRECTORS MEETING

Tuesday, September 17, 2019

5:00 p.m.

In the Upland City Hall Council Chambers

- Call to Order
- Salute to the Flag

1. Recognitions and Presentations:

2. Additions-Deletions to the Agenda:

3. Shareholder-Public Testimony:

This is the time for any shareholder or member of the public to address the board members on any topic under the jurisdiction of the Company, which is on or not on the agenda. Please note, pursuant to the Brown Act the board is prohibited from taking actions on items not listed on the agenda. For any testimony, speakers are requested to keep their comments to no more than four (4) minutes, including the use of any visual aids, and to do so in a focused and orderly manner. Anyone wishing to speak is requested to voluntarily fill out and submit a speaker's form to the manager prior to speaking.

4. Consent Calendar Items:

All items listed hereunder are considered to be routine and there will be no separate discussion of these items unless members of the board request specific items to be removed from the consent calendar for separate action. All items listed or remaining will be voted upon in a single action.

- A. Approval of Board Meeting Minutes
Regular Meeting Minutes of August 20, 2019.
- B. Planning, Resources, and Operations Committee (PROC) Meeting Minutes
No meeting minutes Meeting Minutes of May 28, 2019.
- C. Administration and Finance Committee (AFC) Meeting Minutes
Meeting Minutes of June 25, 2019
- D. Financial Statement
Income Statement and Balance Sheet for July 31, 2019 and year-to-date.
- E. Investment Activity Report
Monthly Report of Investments Activity.
- F. Water Production and Consumption
Monthly water production and consumption figures.
- G. Prominent Issues Update
Status summaries on certain on-going active issues.
- H. Projects and Operations Update
Status summaries on projects and operations matters.
- I. Groundwater Level Patterns [Quarterly in January, April, July, and October]
Tracking patterns of groundwater elevations relative to ground surface.
- J. Correspondence of Interest

5. Board Committee – Delegate Report:

- A. PVPA Representative's Report
Verbal report on activities at the Pomona Valley Protective Association that have an impact on the Company.
- B. Six Basins Representative Report
Verbal report on activities at the Six Basins Watermaster that have an impact on the Company.
- C. Chino Basin Representative Report
Verbal report on activities at the Chino Basin Watermaster that have an impact on the Company.
- D. Cucamonga Basin Representative Report
Verbal update by staff.
- E. Administration and Finance Committee (AFC) Chairman's Report
Report on meeting held August 27, 2019.
- F. Planning, Resources, and Operations Committee (PROC) Chairman's Report
No meeting to report.
- G. Office Feasibility Study Ad Hoc Committee
No meeting to report.

6. General Manager's Report on Activities

- A. Proposed Policy for On-line Payment Transaction Charge
Discussion and possible action regarding transaction charge for on-line payments
- B. Six Month Review of 9/80 Schedule
Discussion and possible action regarding Company's transition to a 9/80 schedule
- C. Shareholder Letter Regarding Replacement of Key Facilities
Discussion and possible action regarding letter and SAWCo's written reply
- D. Request for Escrow Time Extension for Benson Avenue Property Sale
Discussion and possible action regarding 2nd request for escrow extension

7. Closed Session: None

8. Director's Comments and Future Agenda Items:

Adjournment:

The next regular Board Meeting will be held on Tuesday, October 15, 2019 at 5:00 p.m.

NOTE: All agenda report items and back-up materials are available for review and/or acquisition at the Company Office (139 No. Euclid Avenue, Upland, CA.) during regular office hours, Monday through Thursday [7:00 am – 11:30 am & 12:30 pm – 5:00 pm] and alternating Fridays [7:00 am – 11:30 am & 12:30 pm – 4:00 pm]. The agenda is also available for review and copying at the Upland Public Library located at 450 N. Euclid Avenue.

POSTING STATEMENT: On September 12, 2019 a true and correct copy of this agenda was posted at the entry of the Company Office (139 No. Euclid Avenue), on the public bulletin board at 450 No. Euclid Avenue (Upland Public Library) and on the Company Website.

SAN ANTONIO WATER COMPANY
MINUTES OF THE SAN ANTONIO WATER COMPANY
Tuesday, August 20, 2019

An open meeting of the Board of Directors of the San Antonio Water Company (SAWCo) was called to order at 5:01 p.m. on the above date at the Upland City Hall Council Chambers, 460 North Euclid Avenue, Upland, California. Directors present were Tom Thomas, Jose Sanchez, Will Elliott, Gino Filippi, Martha Goss, and Rudy Zuniga. Also in attendance were SAWCo's General Manager Brian Lee, Assistant General Manager Teri Layton, and Senior Administrative Specialist Kelly Mitchell. Director Thomas presided.

- Salute to the Flag led by Director Filippi
- 1. Recognitions and Presentations: None.
- 2. Additions-Deletions to the Agenda: Mr. Lee advised on the dais was information about AB54 and AB240 ethics training taking place on December 10th. Those that have yet to receive this training or have let their training lapse were requested to register for the event.
- 3. Shareholder-Public Testimony: None.
- 4. Consent Calendar Items:
 - A. Approval of Board Meeting Minutes
Regular Meeting Minutes of July 16, 2019.
 - B. Ad Hoc Office and Yard Relocation Committee Meeting Minutes
Meeting Minutes of July 10, 2017 and June 12, 2019.
 - C. Planning, Resources and Operations Committee (PROC) Meeting Minutes
Meeting Minutes of May 28, 2019.
 - D. Administration and Finance committee (AFC) Meeting Minutes
No meeting Minutes.
 - E. Financial Statement
Income Statement and Balance Sheet for June 30, 2019 and year-to-date
 - F. Investment Activity Report
Monthly Report of Investments Activity
 - G. Water Production
Bi-Monthly water production [Jan/Feb, Mar/Apr, May/June, July/Aug, Sept/Oct, Nov/Dec]
 - H. Prominent Issues Update
Status summaries on certain on-going active issues.
 - I. Projects and Operations Update
Status summaries on projects and operations matters.
 - J. Groundwater Level patterns [Quarterly in January, April, July, and October]
Tracking patterns of groundwater elevations relative to ground surface.
 - K. Correspondence of Interest

Director Sanchez moved and Director Zuniga seconded to approve the Consent Calendar as presented. Motion carried.

- 5. Board Committee – Delegate Report:
 - A. **Pomona Valley Protective Association (PVPA) Representative's Report** – Director Thomas reported on the August PVPA meeting. After some delays, unfenced PVPA land north of Baseline in Claremont prone to homeless encampments is in the process of having a chain link fence installed.

A PVPA building south of the San Antonio Dam used for monitoring water flow is currently having a stronger roof constructed to prevent future break-ins.

Continued discussion took place about the possible establishment of the National Recreation Area. Portions of PVPA's land has been grouped in with the proposed area and they would like the boundaries redrawn.

The City of Claremont has asked PVPA's opinion on placement of a kiosk at the entrance to the Claremont Wilderness Park. PVPA expressed no concern with the placement of the kiosk.

Director Thomas advised former PVPA Board member and Golden State Water Company employee, James Gallagher, passed away recently. The August PVPA Board Meeting was adjourned in his honor.

- B. Six Basins Representative Report** – Mr. Lee reported the main focus of the most recent meeting was the municipalities handling storm water recharge of the basin and determining the best site or sites.
- C. Chino Basin Representative Report** – Ms. Layton reported SAWCo applied last year for a storage account for 2,000 acre feet (AF) and has reached that amount prior to the deadline. Watermaster contacted staff and advised that with evaporation losses, SAWCo could recharge more water in the basin. As such, staff resumed spreading.

Watermaster went dark in August, however, the Appropriative Pool held a special meeting on August 8th.

SAWCo took issue with the assessment package Watermaster presented them as it caused them to not have enough Excess Carry-over Water for the last assessment package as well as for the Pre-emptive account. After discussion with the Watermaster General Manager, water needed will be taken out of the annual account in order to make the pre-emptive account whole.

Staff attended the 2nd Storage Management Plan Workshop and participated in the meeting. Since the Appropriative Pool parties are the ones who have paid for the basins, it should be those parties that benefit. It was suggested to have the storage carved out by Operating Safe Yield once the safe storage limit is reached.

Staff is also participating in closed session with the Appropriative Pool.

The 5th Optimum Basin Management Program (OBMP) listening session took place on July 31st. Watermaster is conducting workshops to update the OBMP and have identified several activities to be considered. Staff can see only two additional elements to what is currently in the OBMP which are water quality and costs.

- D. Cucamonga Basin Representative Report** – Ms. Layton reported the working group met on August 13th. The group finished the first review of the draft modernized Judgment. Ms. Layton will be compiling comments for mutual agreement and the areas where the group has not reached consensus will be discussed further. SAWCo's relationship with Cucamonga Valley Water District (CVWD) has greatly improved. Staff is still reviewing and revising the Term of Reference sheet.

One area of concern is that Chino Basin is using the Cucamonga groundwater model for Chino Basin benefit without receiving prior authorization from the parties. Staff has a meeting tomorrow at CVWD with Wildermuth to discuss this issue. Six Basins is experiencing the same problem.

Staff has drafted, but not sent yet, the letter of agreement for the restitution of overproduction in 2018 and prepared the transfer form. It was agreed that SAWCo would transfer half of the overproduction from Cucamonga Basin to CVWD from SAWCo's Chino Basin stored water account.

On another note, SAWCo sent an invoice for the Basin 6 restoration project and CVWD has promised to pay \$60,000 during this fiscal year. Staff contacted them today and was told to expect payment within the next couple weeks.

The working group is scheduled to meet again on October 1st at 1:30pm.

E. Administration and Finance Committee (AFC) Chairman's Report – No meeting to report.

F. Planning, Resources, and Operations Committee (PROC) Chairman's Report – Director Elliott advised items discussed at the PROC are included in the General Manager's report.

G. Office Feasibility Study Ad Hoc Committee – No meeting to report.

6. General Manager's Report on Activities:

A. Water Conservation Update – Mr. Lee stated the update was self-explanatory.

Director Thomas inquired if there were any comments or questions from the Board of Directors.

Seeing as there were no comments or questions, the item was received and filed.

B. Response to City of Upland Regarding Replacement of Key Office Facilities – Director Zuniga recused himself from the meeting at 5:11 p.m.

Mr. Lee reported SAWCo received a letter from the City of Upland on July 9, 2019 regarding SAWCo consolidating their office and yard facilities into a new facility on a vacant lot SAWCo owns. The letter was presented to the Office Feasibility Ad Hoc Committee for review, discussion, and direction. It was agreed that a response would be drafted and presented to the Board of Directors for approval prior to mailing.

Director Thomas stated he sees the process as more like a consolidation of assets. SAWCo is looking at selling two aging facilities and constructing a facility that combines both operations on one SAWCo property. The majority of the cost to build the new facility would be covered by the sale of the current office and yard facilities and by the sale of the southern portion of the property SAWCo plans to build on.

Director Elliott suggested some editing of the letter to reduce the length to one page.

Director Thomas affirmed Director Elliott's input and suggested a decision on the item be delayed or have the motion include the response letter be revised to Director Elliott's approval.

Director Filippi stated he also had some suggestions on a simpler response and offered to go over them with Mr. Lee. Director Goss also offered to assist in simplifying the response letter.

Director Sanchez agreed the length of the letter needed addressing. He thanked Mr. Lee for gathering all of the information as now the Board has all they need to begin refining the response. He stated the response does need to be sent quickly, offered to help if needed, and agreed putting the item on another agenda is not what's needed.

There was consensus on the Board that Mr. Lee would consult with the Director Elliot, Director Filippi, and Director Goss to revise and mail the response letter.

Director Zuniga returned to the meeting at 5:18 p.m.

C. Award of Contract for Campus Avenue Waterline – Mr. Lee advised the Campus Avenue Waterline project is budgeted for this year. The project involves abandoning a waterline that runs

through residential properties and install a waterline in Campus Avenue to replace it. Staff budgeted \$517,000 for the project. The lowest responsible bid came in at \$404,364.00.

Mr. Lee recommended the Board find T.E. Roberts, Inc. as the lowest responsible bidder and authorize him to execute a construction contract with T.E. Roberts, Inc. for a not to exceed amount of \$404,364.00.

Director Thomas inquired if the amount included contingencies. Mr. Lee replied the amount is strictly construction costs but there are funds remaining in the budget for this project for any contingencies.

Director Elliott moved and Director Goss seconded T.E. Roberts, Inc. as the lowest responsible bidder and authorized the General Manager to execute a construction contract with them for a not to exceed amount of \$404,364.00. Motion carried.

D. Approval of Change Order No. 3, Reservoir 7 Rehabilitation – Mr. Lee reported the concrete panels of the reservoir are aged and cracked and coated with an unknown material that was also aged and spalling. Originally staff inquired about sandblasting the coating off of the panels and applying a new coating. The contractor instead suggested using a geosynthetic liner. After comparing the cost to sandblast and recoat with the cost of a geosynthetic liner, staff recommends using the geosynthetic liner.

Mr. Lee advised that prior to the meeting Director Goss brought up some concerns over the content in the Change Order. He assured Director Goss and the Board that those concerns will be brought to the contractor's attention and the Change Order revised accordingly. In order to not delay the project, Mr. Lee requested the Board authorize him to execute a construction change order with SCW Contracting Corporation provided Director Goss' concerns are addressed and resolved satisfactorily.

Director Sanchez moved and Director Elliott seconded to authorize the General Manager to execute a construction change order with SCW Contracting Corporation for a not to exceed amount of \$179,857.00 provided Director Goss' concerns are satisfactorily addressed and resolved. Motion carried.

7. Closed Session: None.

8. Director's Comments and Future Agenda Items:

Director Sanchez expressed his sorrow over the passing of a mentor of his, Raymond Corley. Mr. Corley was an advocate for water issues in Sacramento for the Los Angeles Department of Water and Power and the Metropolitan Water District. Director Sanchez worked with Mr. Corley and developed great admiration for him and his work.

Adjournment: Director Thomas adjourned the meeting at 5:27 p.m. in Mr. Ray Corley's honor.

Assistant Secretary
Brian Lee

SAN ANTONIO WATER COMPANY
ADMINISTRATION and FINANCE COMMITTEE (AFC)
MINUTES

June 25, 2019

An open meeting of the Administration and Finance Committee (AFC) of the San Antonio Water Company (SAWCo) was called to order at 3:00 p.m. on the above date at the Company office located at 139 N. Euclid Ave., Upland, California. Committee Members present were Jose Sanchez, Rudy Zuniga, and ex officio Tom Thomas. Also in attendance were SAWCo's General Manager Brian Lee and Senior Administrative Specialist Kelly Mitchell. Mr. Sanchez presided.

1. Recognitions and Presentations: None.
2. Additions-Deletions to the Agenda: Mr. Lee advised the Committee of faxes received from Dr. Gattas in relation to Agenda Item 5A.
3. Public Comments: None.
4. Approval of Committee Meeting Minutes: Mr. Thomas moved and Mr. Zuniga seconded to approve the meeting minutes of April 23, 2019. Motion carried.

Mr. Sanchez appreciated the thorough meeting minutes.

5. Administrative and Financial Issues:

- A. ***Shareholder Request for Reimbursement*** – Mr. Lee advised the Committee that Dr. Gattas' request for reimbursement had increased to include a refund for the water stock transfer fees he had paid. Though his faxed request listed \$290 as the total requested reimbursement amount, the calculated total equaled \$240.

Mr. Lee then explained his and staff's interactions with Dr. Gattas in regards to the water stock transfers and the need for a lost instrument bond. As such, the Committee discussed the information provided by the shareholder and the Company's water stock transfer procedure.

Mr. Thomas moved and Mr. Zuniga seconded to deny Dr. Gattas' request for a refund of the stock transfer fees as all stock transfers requested were completed and to deny request for reimbursement of the cost of the lost instrument bond as the shareholder was responsible for the whereabouts of the original stock certificate. Motion carried.

The Committee then directed Mr. Lee to respond to Dr. Gattas with the Committee's findings.

- B. ***Goals and Objectives for General Manager*** – Mr. Lee advised the Committee that he would not only be asking them but also the Planning, Resources, and Operations Committee to compile goals and objectives for his position in time for his September annual performance review. Provided to the AFC was Mr. Lee's proposed goals and objectives for 2019-2020.

It was agreed that the original members of the Ad Hoc Personnel Committee for Executive Recruitment would complete the annual performance review of the General Manager. Their recommendations would then be presented to the Board.

June 25, 2019

Mr. Lee asked that the Ad Hoc Personnel Committee reach out to staff regarding working with him over the past year as well as thoughts on goals and objectives for the future.

At the next AFC meeting the Committee members bring forward their list of goals and objectives whether they be the same as presented today, modified, or entirely different.

The Committee then discussed the items on Mr. Lee's proposed goals and objectives list. Mr. Lee will place an action item on the July Board meeting agenda for development of proposed goals and objectives for 2019-2020.

6. Closed Session: None.
7. Committee Comments and Future Agenda Items: Mr. Sanchez requested, if completed, the two accounting reports he had been working on with staff to be presented at the next AFC meeting. The Committee agreed that if the reports are completed prior to the July Board meeting they should go directly to the Board for approval.
8. Adjournment: The committee determined there was no further business and adjourned the meeting at 3:34 p.m.

The next regular Administration and Finance Committee meeting is scheduled for August 27, 2019 at 3:00 p.m.

Assistant Secretary
Brian Lee



San Antonio Water Company, CA

Income Statement

Group Summary

For Fiscal: 2019 Period Ending: 07/31/2019

IncomeStatement	Original Total Budget	Current Total Budget	MTD Activity	YTD Activity	Budget Remaining
Category: 4 - Income					
SubCategory: 40 - Shareholder Revenue					
1185 - Domestic Water Income (Base)	340,000.00	340,000.00	58.26	84,280.63	255,719.37
1215 - Domestic Water Income (Supplemental)	246,000.00	246,000.00	55.86	53,389.32	192,610.68
1220 - Domestic Water Income (Tier 3)	206,000.00	206,000.00	-307.42	49,384.43	156,615.57
1230 - Domestic Water Income (Readi/Chrg)	200,000.00	200,000.00	21.33	99,968.57	100,031.43
1235 - Domestic Water Availability Charge (WAC)	60,000.00	60,000.00	5.47	30,273.54	29,726.46
1245 - Municipal Water Income (Base)	2,500,000.00	2,500,000.00	340,475.79	1,653,730.47	846,269.53
1268 - Municipal Water Income (Readi/Chrg)	80,000.00	80,000.00	6,900.00	47,550.00	32,450.00
1274 - Misc Water Income (Base)	189,000.00	189,000.00	28,288.16	97,732.59	91,267.41
1275 - Misc Water Income (Supplemental)	174,000.00	174,000.00	13,794.86	68,231.29	105,768.71
1276 - Munnicipal Water Availability Charge (WAC)	477,000.00	477,000.00	39,730.00	278,036.00	198,964.00
1280 - Misc Water Income (Tier 3)	15,000.00	15,000.00	0.00	4,667.88	10,332.12
1288 - Misc Water Income (Readi/Chrg)	23,000.00	23,000.00	1,900.00	13,310.00	9,690.00
1290 - Misc Water Availability Charge (WAC)	23,000.00	23,000.00	1,922.00	13,454.00	9,546.00
1295 - Dormant Water Availability Charge (WAC)	54,000.00	54,000.00	0.00	26,419.73	27,580.27
1302 - Meter Service Fees	0.00	0.00	3,881.00	3,881.00	-3,881.00
1400 - Stock Transfer	5,000.00	5,000.00	360.00	2,250.00	2,750.00
1405 - Capital Facility Connection Fee	0.00	0.00	10,725.00	10,725.00	-10,725.00
1410 - Late/Re-establishment Fee	5,000.00	5,000.00	0.00	3,080.00	1,920.00
1420 - Return Check Fee	0.00	0.00	75.00	175.00	-175.00
1430 - Stock Certificate Storage and Handling Fee	0.00	0.00	0.00	60.00	-60.00
SubCategory: 40 - Shareholder Revenue Total:	4,597,000.00	4,597,000.00	447,885.31	2,540,599.45	2,056,400.55
SubCategory: 42 - Non-Shareholder Revenue					
1725 - Misc. Income	1,000.00	1,000.00	0.00	1,499.66	-499.66
1728 - Plans & Spec Fee	2,000.00	2,000.00	0.00	0.00	2,000.00
1750 - Service/Litigation Agreements	1,000.00	1,000.00	47.42	382.21	617.79
1753 - Ground Lease Income	52,000.00	52,000.00	4,707.84	34,145.04	17,854.96
1755 - Interest Earned	48,000.00	48,000.00	19,281.63	62,022.85	-14,022.85
1785 - Gain on Sale of Asset	344,000.00	344,000.00	0.00	0.00	344,000.00
1875 - Overhead Income	0.00	0.00	0.00	735.74	-735.74
SubCategory: 42 - Non-Shareholder Revenue Total:	448,000.00	448,000.00	24,036.89	98,785.50	349,214.50
Category: 4 - Income Total:	5,045,000.00	5,045,000.00	471,922.20	2,639,384.95	2,405,615.05
Category: 5 - O & M Expense					
SubCategory: 50 - Operating Facilities					
2175 - Facility Related Field Labor	228,000.00	228,000.00	15,002.45	125,385.15	102,614.85
2235 - Repairs to Facilities and Equipment	393,000.00	393,000.00	19,955.99	-48,014.23	441,014.23
2265 - Power-Gas & Electric (utilities)	725,000.00	725,000.00	68,794.22	289,872.28	435,127.72
SubCategory: 50 - Operating Facilities Total:	1,346,000.00	1,346,000.00	103,752.66	367,243.20	978,756.80
SubCategory: 51 - Operating Activities					
2475 - Customer Service	85,000.00	85,000.00	4,457.47	42,933.34	42,066.66
2498 - Conservation	45,000.00	45,000.00	4,509.80	11,829.06	33,170.94
SubCategory: 51 - Operating Activities Total:	130,000.00	130,000.00	8,967.27	54,762.40	75,237.60
SubCategory: 52 - Other Operating Expense					
2205 - Non-Facility Related Labor	87,000.00	87,000.00	4,693.94	43,708.76	43,291.24
2210 - O & M - All Other	2,000.00	2,000.00	275.00	275.00	1,725.00
2295 - Supplies (Inventory & Tools Expense)	10,000.00	10,000.00	593.73	5,128.55	4,871.45
2565 - Depreciation/Amortization	822,000.00	822,000.00	76,424.50	530,673.82	291,326.18
2715 - Property Taxes	247,000.00	247,000.00	0.00	107,474.59	139,525.41
2805 - Water Resource Mgmt.	300,000.00	300,000.00	2,293.50	32,737.38	267,262.62

Income Statement

For Fiscal: 2019 Period Ending: 07/31/2019

IncomeStatement	Original Total Budget	Current Total Budget	MTD Activity	YTD Activity	Budget Remaining
SubCategory: 52 - Other Operating Expense Total:	1,468,000.00	1,468,000.00	84,280.67	719,998.10	748,001.90
Category: 5 - O & M Expense Total:	2,944,000.00	2,944,000.00	197,000.60	1,142,003.70	1,801,996.30
Category: 6 - G & A Expense					
SubCategory: 60 - Personnel					
2115 - Administrative Services	223,000.00	223,000.00	20,880.32	167,903.05	55,096.95
2130 - Development/Water Svc. App.	2,000.00	2,000.00	0.00	338.45	1,661.55
2325 - Payroll Taxes	70,000.00	70,000.00	5,674.76	43,907.18	26,092.82
2355 - Worker's Compensation Insurance	18,000.00	18,000.00	3,567.00	8,939.00	9,061.00
2385 - Benefit Pay (Vac., sick, etc.)	143,000.00	143,000.00	14,506.61	79,099.94	63,900.06
2415 - Benefit Insurance (Pension,Life,Medical,Vision etc	223,000.00	223,000.00	17,770.58	130,023.31	92,976.69
2430 - Benefit Administrative Services	2,000.00	2,000.00	0.00	0.00	2,000.00
SubCategory: 60 - Personnel Total:	681,000.00	681,000.00	62,399.27	430,210.93	250,789.07
SubCategory: 61 - Other					
2445 - Office/IT Support	62,000.00	62,000.00	5,431.40	37,334.66	24,665.34
2505 - Directors Fees & Expense	35,000.00	35,000.00	3,326.04	18,468.66	16,531.34
2535 - Liability Insurance	32,000.00	32,000.00	0.00	28,891.00	3,109.00
2595 - Communication	92,000.00	92,000.00	4,544.74	46,526.43	45,473.57
2625 - Dues & Publications	4,000.00	4,000.00	0.00	1,966.95	2,033.05
2655 - Outside Services	81,000.00	81,000.00	141.15	9,907.12	71,092.88
2745 - Income Tax Expense	8,000.00	8,000.00	0.00	9,900.00	-1,900.00
2775 - Accounting	59,000.00	59,000.00	4,912.00	59,706.25	-706.25
2776 - Legal	242,000.00	242,000.00	29,346.26	117,283.79	124,716.21
2790 - Human Resources Expense	39,000.00	39,000.00	2,603.18	25,265.27	13,734.73
2865 - All other	40,000.00	40,000.00	1,592.98	18,256.58	21,743.42
SubCategory: 61 - Other Total:	694,000.00	694,000.00	51,897.75	373,506.71	320,493.29
Category: 6 - G & A Expense Total:	1,375,000.00	1,375,000.00	114,297.02	803,717.64	571,282.36
Total Surplus (Deficit):	726,000.00	726,000.00	160,624.58	693,663.61	

Fund Summary

Fund	Original Total Budget	Current Total Budget	MTD Activity	YTD Activity	Budget Remaining
10 - 10	726,000.00	726,000.00	160,624.58	693,663.61	32,336.39
Total Surplus (Deficit):	726,000.00	726,000.00	160,624.58	693,663.61	

Balance Sheet

Account Summary

As Of 07/31/2019



San Antonio Water Company, CA

Account	Name	Balance
Fund: 10 - 10		
Assets		
BalSubCategory: 10 - Cash		
10-00-00-10100-00000	Petty Cash	250.00
10-00-00-10200-00000	Checking Account	1,703,445.74
10-00-00-10300-00000	Savings-Money Market	1,597,854.08
10-00-00-10400-00000	Savings-CD Accounts	20,000.00
10-00-00-10415-00000	D&O Checking Account	309,601.68
10-00-00-10438-00000	Depre/Obsolescene Res (LAIF)	2,475,607.46
	Total BalSubCategory 10 - Cash:	6,106,758.96
BalSubCategory: 11 - Accounts Receivable		
10-00-00-11100-00000	Accounts Receivable-Domestic	11,996.83
10-00-00-11200-00000	Accounts Receivable-Municipal	387,105.79
10-00-00-11250-00000	Accounts Receivable-Misc.	45,666.43
10-00-00-11260-00000	Accounts Receivable - Dormant	1,677.93
10-00-00-11275-00000	Contra Accounts Receivable - Unapplic	-19,257.28
10-00-00-11300-00000	Accounts Receivable-Other	277,273.73
	Total BalSubCategory 11 - Accounts Receivable:	704,463.43
BalSubCategory: 12 - Inventory		
10-00-00-12100-00000	Inventories-Materials & Supply	92,428.08
	Total BalSubCategory 12 - Inventory:	92,428.08
BalSubCategory: 13 - Prepaid		
10-00-00-13100-00000	Prepaid Insurance	8,868.75
10-00-00-13105-00000	PREPAID POSTAGE	369.00
	Total BalSubCategory 13 - Prepaid:	9,237.75
BalSubCategory: 14 - Investments		
10-00-00-14150-00000	P.V.P.A. Investment	1.00
10-00-00-14151-00000	457B Plan Investment	11,553.21
	Total BalSubCategory 14 - Investments:	11,554.21
BalSubCategory: 15 - Property, Plant, & Equipment		
10-00-00-15100-00000	Land & Water Rights	924,864.03
10-00-00-15110-1507J	Work in Progress "Proj J"	41,133.01
10-00-00-15110-1601N	Work in Progress	24,792.61
10-00-00-15110-1602U	Work in Progress	413,235.50
10-00-00-15110-1701A	Work in Progress	649,215.60
10-00-00-15110-1801B	Work in Progress	345,995.62
10-00-00-15110-1806K	Work In Progress	14,968.94
10-00-00-15110-1807P	Work In Progress	32,231.70
10-00-00-15110-1808D	Work In Progress	117,777.74
10-00-00-15110-1901	Work In Progress	400.00
10-00-00-15110-1903	Work in Progress	14,491.54
10-00-00-15150-00000	Buildings & Site Improvements	1,746,624.52
10-00-00-15200-00000	Wells-Shafts, Bldgs, & Equip	4,877,875.22
10-00-00-15250-00000	Boosters-Bldgs & Equip	2,181,280.63
10-00-00-15300-00000	Reservoirs	1,712,021.73
10-00-00-15350-00000	Tunnels, Forebay, & Ponds	1,587,111.19
10-00-00-15400-00000	Spreading Works-Cucamonga Wash	54,859.53
10-00-00-15410-00000	Spreading Works-SanAntonio Wsh	50,235.18
10-00-00-15450-00000	Pipelines	15,902,363.47
10-00-00-15500-00000	Autos & Equipment	483,249.00
10-00-00-15550-00000	Tools	95,985.17
10-00-00-15600-00000	Telemetry System	482,714.06
10-00-00-15650-00000	Office Equipment	502,263.13

Balance Sheet

As Of 07/31/2019

Account	Name	Balance
10-00-00-15990-00000	Accumulated Depreciation	-12,341,961.96
Total BalSubCategory 15 - Property, Plant, & Equipment:		19,913,727.16
BalSubCategory: 16 - Other Assets		
10-00-00-16100-00000	Documents & Studies	867,778.67
10-00-00-16990-00000	Accumulated Amortization	-608,200.29
Total BalSubCategory 16 - Other Assets:		259,578.38
Total Assets:		27,097,747.97
		<u><u>27,097,747.97</u></u>
Liability		
BalSubCategory: 13 - Prepaid		
10-00-00-20650-00000	Deferred Revenue Deposit	6,432.00
Total BalSubCategory 13 - Prepaid:		6,432.00
BalSubCategory: 20 - Short-term less than 1 year		
10-00-00-20100-00000	Trade Accounts Payable	30,844.43
10-00-00-20115-00000	D&O Trade Accounts Payable	286,624.24
10-00-00-20600-00000	Water Hydrant Meter Deposit	850.00
10-00-GN-20820-00000	Accrued Vacation Payable	20,404.60
10-00-OP-20820-00000	Accrued Vacation Payable	24,818.57
Total BalSubCategory 20 - Short-term less than 1 year:		363,541.84
BalSubCategory: 21 - Long-term more than 1 year		
10-00-00-20152-00000	457B Deferred Comp Liability	11,553.21
10-00-00-21500-00000	Unclaimed Credits	541,561.76
Total BalSubCategory 21 - Long-term more than 1 year:		553,114.97
Total Liability:		923,088.81
Equity		
BalSubCategory: 30 - Stockholder equity		
10-00-00-30200-00000	Contributed Capital - Ext. Fee	447,258.02
10-00-00-30210-00000	Contr. Property, Plant & Equip	2,426,040.00
10-00-00-30300-00000	Capital Account	1,500,000.00
10-00-00-30310-00000	Unissued Capital Stock	-861,100.00
10-00-00-30400-00000	Retained Earnings-Brd Designated	3,529,386.35
10-00-00-30410-00000	Retained Earnings-Unrestricted	18,439,411.18
Total BalSubCategory 30 - Stockholder equity:		25,480,995.55
Total Beginning Equity:		25,480,995.55
Total Revenue		2,639,384.95
Total Expense		1,945,721.34
Revenues Over/Under Expenses		693,663.61
Total Equity and Current Surplus (Deficit):		26,174,659.16
Total Liabilities, Equity and Current Surplus (Deficit):		<u><u>27,097,747.97</u></u>

Monthly Investment Activity Summary - Compiled from Banking Statements for Correlation with Monthly Financials

Institution	Type of Investment	Date of Maturity	Rate of Interest	Amount of Deposit as of 07/31/2019	*Accumulated Yearly Service Fees	Accumulated Yearly Interest Earnings
					thru July	thru July
Citizens Business Bank (CBB)	*Checking	N/A	No Interest	1,703,445.74	-	N/A
Citizens Business Bank (CBB)	*D&O Checking	N/A	No Interest	309,601.68		N/A
Citizens Business Bank	Pref. Money Mrkt	N/A	0.25%	1,597,854.08		2,319.30
Local Agency Investment Fund	LAIF	N/A	2.379%	2,475,607.46		59,602.24
Golden State Business Bank	12 Month C.D.	April 15,2020	0.40%	20,000.00		101.31
TOTAL:				\$ 6,106,508.96		
TOTAL IN CD'S:				\$ 20,000.00		

2019 Production

CHINO BASIN	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Well #12 - inactive	-	-	-	-	-	-	-	-	-	-	-	-	-
Well #15 - Domestic	0.12	-	-	0.15	-	0.01	0.19	-	-	-	-	-	0.47
Well #16 - Domestic	3.10	0.01	-	0.48	0.60	1.93	5.05	104.98	-	-	-	-	116.15
Well#18 - inactive	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal	3.22	0.01	-	0.63	0.60	1.94	5.24	104.98	-	-	-	-	116.62
CUCAMONGA BASIN	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Well #2	113.84	98.91	115.79	107.80	106.94	106.71	111.32	110.06	-	-	-	-	871.38
Well #3	0.29	-	-	0.28	0.01	3.43	10.71	-	-	-	-	-	14.73
Well#19 - inactive	-	-	-	-	-	-	-	-	-	-	-	-	-
Well #22	3.83	2.42	12.12	35.03	18.54	49.38	61.31	59.31	-	-	-	-	241.93
Well #24	1.95	-	-	312.87	253.47	340.46	321.51	337.39	-	-	-	-	1,567.65
Well #31	4.80	2.97	-	0.45	-	1.45	0.68	4.99	-	-	-	-	15.34
Well #32 - Domestic	-	-	-	-	0.00	0.01	(0.00)	-	-	-	-	-	0.00
Upl. # 15 (SAWCo's Rts)	75.77	54.01	137.86	171.00	180.61	171.37	230.10	203.69	-	-	-	-	1,224.41
Upl. # 15 (WECWCo's Rts) <small>Memo Only</small>	-	-	-	-	-	-	-	-	-	-	-	-	-
Subtotal	200.49	158.32	265.78	627.43	559.57	672.80	735.63	715.43	-	-	-	-	3,935.44
SIX BASINS	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Well #25-A	-	-	-	-	-	-	-	-	-	-	-	-	-
Well #26	42.24	36.47	38.15	41.15	46.37	46.96	51.30	46.97	-	-	-	-	349.60
Well 27-A	39.70	37.94	42.77	39.78	41.86	51.67	63.63	66.91	-	-	-	-	384.26
Subtotal	81.94	74.41	80.91	80.93	88.23	98.63	114.93	113.88	-	-	-	-	733.86
TOTAL PUMPED	285.64	232.73	346.70	708.99	648.40	773.37	855.80	934.29	-	-	-	-	4,785.92
GRAVITY FLOW	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
V screen	269.12	555.06	1,163.58	1,184.24	1,189.78	1,046.08	695.77	455.22	-	-	-	-	6,558.85
backwash from city treatment plant	0.23	0.36	0.31	0.78	0.66	0.61	0.71	0.64	-	-	-	-	4.30
San Antonio Tunnel (forebay)	204.97	209.12	238.43	270.71	278.07	260.73	272.54	240.76	-	-	-	-	1,975.32
Frankish & Stamm Tunnel to Basin 3	-	38.66	37.72	30.19	25.19	19.54	3.57	-	-	-	-	-	154.87
San Ant. Tunnel Connect to City	-	-	-	-	-	-	-	-	-	-	-	-	-
Discharge to waste	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL GRAVITY	474.31	803.21	1,440.04	1,485.92	1,493.70	1,326.96	972.58	696.62	-	-	-	-	8,693.34
Monthly													
Gravity Domestic	204.97	209.12	238.43	270.71	278.07	260.73	272.54	240.76	-	-	-	-	1,975.32
Gravity Irrigation	269.34	594.09	1,201.61	1,215.21	1,215.63	1,066.24	700.04	455.87	-	-	-	-	4,495.88
Gravity Production	474.31	803.21	1,440.04	1,485.92	1,493.70	1,326.96	972.58	696.62	-	-	-	-	5,697.18
Cumulative													
Gravity Domestic	204.97	414.09	652.52	923.23	1,201.30	1,462.03	1,734.57	1,975.32	-	-	-	-	1,975.32
Gravity Irrigation	269.34	863.43	2,065.04	3,280.25	4,495.88	5,562.11	6,262.15	6,718.02	-	-	-	-	6,718.02
Gravity Production	474.31	1,277.52	2,717.56	4,203.48	5,697.18	7,024.14	7,996.72	8,693.34	-	-	-	-	
Purchased Water - Upl. City to Dom. Sys.	-	-	-	-	-	-	-	-	-	-	-	-	-
Total Production	759.96	1,035.94	1,786.74	2,194.91	2,142.10	2,100.33	1,828.38	1,630.92	-	-	-	-	13,479.26
Total Cumulative Production	759.96	1,795.89	3,582.63	5,777.53	7,919.63	10,019.96	11,848.34	13,479.26	-	-	-	-	
Domestic Production	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Domestic Production	208.19	209.12	238.43	271.34	278.67	262.67	277.77	345.74	-	-	-	-	2,091.95
Irrigation Production	551.77	826.81	1,548.31	1,923.57	1,863.43	1,837.66	1,550.61	1,285.17	-	-	-	-	11,387.31
Rainfall (Inches)													
RainFall (Inches)	8.63	12.02	9.13	0.41	3.16	0.20	-	-	-	-	-	-	-
Cumulative (Inches)	8.63	20.65	29.78	30.19	33.35	33.55	33.55	-	-	-	-	-	-

2019 Consumption

DOMESTIC	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Dom. Sys. - Base	30.06	30.06	47.54	47.54	64.57	64.57	98.01	98.01	-	-	-	-	480.36
Dom. Sys. - Supplemental	6.95	6.95	13.58	13.58	13.86	13.86	32.89	32.89	-	-	-	-	134.56
Dom Sys - Tier 3	5.83	5.83	6.37	6.37	4.27	4.27	19.94	19.94	-	-	-	-	72.82
Dom. Sys. - Del. to Upland(24th/Campus)	116.96	105.02	118.68	81.68	64.91	55.59	35.29	26.55	-	-	-	-	604.68
Dom. Sys. -Del. To Upland (Well 16/15)	-	-	-	-	-	-	-	104.98	-	-	-	-	104.98
Dom. Sys. - Del. to Upland(24th/Mtn)-installed 4/2/19	-	-	-	63.51	76.54	58.94	44.18	35.70	-	-	-	-	278.87
Dom. Sys. - Del. to MVWD(Well 16, wheeled through Upland)	-	-	-	-	-	-	-	-	-	-	-	-	-
Tunnel meter to the Upland	-	-	-	-	-	-	-	-	-	-	-	-	-
Discharge to waste	-	-	-	-	-	-	-	-	-	-	-	-	-
Well 32 Hydrant Mtr. - note only(started 8/6/18)Crosswalls	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL	159.80	147.86	186.17	212.68	224.15	197.23	230.31	318.07	-	-	-	-	1,676.27

IRRIGATION	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Irrig. Sys.-Upland(Pump & Rec'd)(City W#15)	75.77	54.01	137.86	171.00	180.61	171.37	230.10	203.69	-	-	-	-	1,224.41
Irrig. Sys. - Upl. City - Tier 1	176.98	147.35	215.02	603.61	580.75	703.70	734.38	702.76	-	-	-	-	3,864.53
Irrig. Sys. - Upl. City - Tier 2	-	-	-	-	-	-	-	-	-	-	-	-	-
Irrig. Sys. - Monte Vista - Tier 1	34.20	34.80	41.00	42.70	47.00	51.40	51.61	51.61	-	-	-	-	354.32
Irrig. Sys. - Monte Vista - Tier 2	-	-	-	-	-	-	4.29	42.39	-	-	-	-	46.68
Irrig. Sys. - Ont. City - Tier 1	30.30	30.80	36.30	37.90	41.70	45.60	46.21	46.21	-	-	-	-	315.02
Irrig. Sys. - Ont. City - Tier 2	-	-	-	-	-	-	3.39	2.39	-	-	-	-	5.78
Irrig. Sys. - Cucamonga Valley - Tier 1	-	-	-	-	-	-	-	-	-	-	-	-	-
Irrig. Sys. - Cucamonga Valley - Tier 2	-	-	-	-	-	-	-	-	-	-	-	-	-
Irrig. Sys. - Holiday Rock Co - Tier 1	13.41	13.00	15.39	17.15	21.10	25.94	29.24	29.24	-	-	-	-	164.47
Irrig. Sys. - Holiday Rock Co - Tier 2	6.91	-	9.08	17.15	15.76	20.88	16.69	6.69	-	-	-	-	93.16
Irrig. Sys. - Holiday Rock Co - Tier 3	-	-	-	2.85	-	-	-	-	-	-	-	-	2.85
Irrig. Sys. - Red Hill Golf Course - Tier 1	3.79	2.33	11.67	28.30	17.87	42.81	48.25	48.25	-	-	-	-	203.28
Irrig. Sys. - Red Hill Golf Course - Tier 2	-	-	-	4.98	-	4.25	10.81	8.84	-	-	-	-	28.88
Irrig. Sys. - Red Hill Golf Course - Tier 3	-	-	-	-	-	-	-	-	-	-	-	-	-
Irrig. Sys. - Red Hills HOA - Tier 1	0.02	-	0.24	0.09	1.17	1.44	1.79	1.95	-	-	-	-	6.68
Irrig. Sys. - Red Hills HOA - Tier 2	-	-	-	-	-	-	-	-	-	-	-	-	-
Irrig. Sys. - Red Hills HOA - Tier 3	-	-	-	-	-	-	-	-	-	-	-	-	-
Irrig. Sys. - Minor Irrigators - Tier 1	0.21	0.12	0.23	3.03	1.12	4.79	5.42	8.25	-	-	-	-	23.17
Irrig. Sys. - Minor Irrigators - Tier 2	-	-	-	0.30	0.11	-	1.08	1.49	-	-	-	-	2.97
Irrig. Sys. - Minor irrigators - Tier 3	-	-	-	-	-	-	-	0.04	-	-	-	-	0.04
TOTAL	341.59	282.41	466.78	929.07	907.18	1,072.16	1,183.26	1,153.79	-	-	-	-	6,336.24

COMPANY TOTALS	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
San Antonio Heights	42.84	42.84	67.49	67.49	82.70	82.70	150.84	150.84	-	-	-	-	687.74
City of Upland	369.72	306.38	471.57	919.80	902.80	989.59	1,043.95	1,073.67	-	-	-	-	6,077.48
Monte Vista Water District	34.20	34.80	41.00	42.70	47.00	51.40	55.90	94.01	-	-	-	-	401.01
City of Ontario	30.30	30.80	36.30	37.90	41.70	45.60	49.60	48.60	-	-	-	-	320.80
Cucamonga Valley Water District	-	-	-	-	-	-	-	-	-	-	-	-	-
Holiday Rock Company	20.32	13.00	24.46	37.16	36.86	46.82	45.93	35.93	-	-	-	-	260.48
Red Hills Golf Course	3.79	2.33	11.67	33.29	17.87	47.06	59.06	57.09	-	-	-	-	232.16
Red Hill HOA	0.02	-	0.24	0.09	1.17	1.44	1.79	1.95	-	-	-	-	6.68
Minor Irrigators	0.21	0.12	0.23	3.33	1.23	4.79	6.50	9.77	-	-	-	-	26.17
TOTAL	501.39	430.27	652.95	1,141.75	1,131.33	1,269.40	1,413.57	1,471.86	-	-	-	-	8,012.52

IRRIGATORS	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Irrigator Emberton	0.13	0.06	0.11	0.28	0.55	0.41	0.98	1.48	-	-	-	-	3.99
Irrigator McMurray	-	-	-	-	-	-	-	0.60	-	-	-	-	0.60
Irrigator Mistretta	-	-	-	0.60	0.52	0.44	0.74	0.69	-	-	-	-	2.99
Irrigator Nisbit	-	-	-	-	-	1.24	-	1.97	-	-	-	-	3.21
Irrigator Scheu	-	-	-	2.00	-	2.17	4.00	4.00	-	-	-	-	12.16
Irrigator Pfister	0.08	0.06	0.12	0.45	0.16	0.53	0.78	1.03	-	-	-	-	3.22

2019 Spread

Cucamonga Basin	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
23rd St. (Meter) - Basin 6 - A	17.16	118.08	330.47	263.66	168.74	68.96	6.30	0.02	-	-	-	-	973.39
15th Street Basin	-	-	61.78	71.43	63.42	16.46	-	-	-	-	-	-	213.10
Basin 3 meter (23rd street Clock)	95.67	147.16	246.19	233.74	266.25	219.49	101.73	51.31	-	-	-	-	1,361.55
Frankish & Stamm Tunnel to Basin 3	-	38.66	37.72	30.19	25.19	19.54	3.57	-	-	-	-	-	154.87
Vscreen via Frankish & Stamm Meter to Basin 3	9.74	-	-	-	-	-	-	-	-	-	-	-	9.74
PRV Station (res 1)(basin 6)	8.65	47.79	131.37	132.80	120.47	45.62	1.00	-	-	-	-	-	487.70
Monthly Spread	131.22	351.69	807.53	731.83	644.08	370.07	112.59	51.33	-	-	-	-	3,200.35
Cumulative Spread	131.22	482.91	1,290.45	2,022.28	2,666.36	3,036.43	3,149.02	3,200.35	-	-	-	-	

Six Basins

Monthly Spread	117.06	185.99	31.89	0.00	-	-	-	-	-	-	-	-	334.95
Cumulative Spread	117.06	303.05	334.95	334.95	334.95	334.95	334.95	334.95	-	-	-	-	

Chino Basin

Monthly Spread	18.83	105.60	178.76	449.88	446.58	482.03	305.82	17.93	-	-	-	-	2,005.43
Cumulative Spread	18.83	124.43	303.19	753.06	1,199.65	1,681.68	1,987.50	2,005.43	-	-	-	-	

Company Wide

Monthly Spread	267.11	643.28	1,018.19	1,181.71	1,090.67	852.10	418.42	69.26	-	-	-	-	5,540.74
Cumulative Spread	267.11	910.39	1,928.58	3,110.29	4,200.95	5,053.06	5,471.47	5,540.74	-	-	-	-	

Meter to spread ponds (NOTE ONLY)	67.19	29.91	9.95	16.59	-	-	-	-	-	-	-	-	123.63
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2019 Production v Consumption

Yearly %	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEPT	OCT	NOV	DEC
	8%	17%	25%	33%	42%	50%	58%	67%	75%	83%	92%	100%

Consumption versus Entitlement, Company Wide **Active Shares**

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Consumption	501.39	430.27	652.95	1,141.75	1,131.33	1,269.40	1,413.57	1,471.86	-	-	-	-	
Cumulative Consumption	501.39	931.66	1,584.61	2,726.36	3,857.69	5,127.09	6,540.65	8,012.52	-	-	-	-	8,012.52
<i>Cumulative Entitlement (straight line)</i>	966.97	1,933.95	2,900.92	3,867.90	4,834.87	5,801.85	6,768.82	7,735.80	-	-	-	-	11,604
% of Entitlement	4.32%	8.03%	13.66%	23.50%	33.25%	44.18%	56.37%	69.05%	0.00%	0.00%	0.00%	0.00%	69.1%

Consumption versus Entitlement, Company Wide **Total Shares**

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Consumption	501.39	430.27	652.95	1,141.75	1,131.33	1,269.40	1,413.57	1,471.86	-	-	-	-	
Cumulative Consumption	501.39	931.66	1,584.61	2,726.36	3,857.69	5,127.09	6,540.65	8,012.52	-	-	-	-	8,012.52
<i>Cumulative Entitlement (straight line)</i>	1,000.00	2,000.00	3,000.00	4,000.00	5,000.00	6,000.00	7,000.00	8,000.00	-	-	-	-	12,000
% of Entitlement	4.18%	7.76%	13.21%	22.72%	32.15%	42.73%	54.51%	66.77%	0.00%	0.00%	0.00%	0.00%	66.8%

Production versus Consumption, Company Wide

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Production	759.96	1,035.94	1,786.74	2,194.91	2,142.10	2,100.33	1,828.38	1,630.92	-	-	-	-	13,479.26
Consumption	501.39	430.27	652.95	1,141.75	1,131.33	1,269.40	1,413.57	1,471.86	-	-	-	-	8,012.52
<i>Spread</i>	267.11	643.28	1,018.19	1,181.71	1,090.67	852.10	418.42	69.26	-	-	-	-	5,540.74
Total Consumption	768.51	1,073.54	1,671.14	2,323.46	2,222.00	2,121.50	1,831.98	1,541.12	-	-	-	-	13,553.25
Difference	(8.55)	(37.61)	115.59	(128.55)	(79.90)	(21.17)	(3.60)	89.79	-	-	-	-	(73.99)
% of Production	-1.1%	-3.6%	6.5%	-5.9%	-3.7%	-1.0%	-0.2%	5.5%	0.0%	0.0%	0.0%	0.0%	-0.5%

Production versus Consumption, Domestic System

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Production	208.19	209.12	238.43	271.34	278.67	262.67	277.77	345.74	-	-	-	-	2,091.95
Consumption	159.80	147.86	186.17	212.68	224.15	197.23	230.31	318.07	-	-	-	-	1,676.27
Monthly Difference	48.39	61.27	52.26	58.66	54.52	65.44	47.47	27.67	-	-	-	-	415.67
% difference	30.28%	41.44%	28.07%	27.58%	24.32%	33.18%	20.61%	8.70%	0.00%	0.00%	0.00%	0.00%	24.8%

Production versus Consumption, Irrigation System

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Production	551.77	826.81	1,548.31	1,923.57	1,863.43	1,837.66	1,550.61	1,285.17	-	-	-	-	11,387.31
<i>Addition from Domestic</i>	48.39	61.27	52.26	58.66	54.52	65.44	47.47	27.67	-	-	-	-	415.67
Total Production	600.15	888.08	1,600.57	1,982.23	1,917.95	1,903.10	1,598.08	1,312.84	-	-	-	-	11,802.99
Consumption	608.70	925.69	1,484.97	2,110.77	1,997.85	1,924.27	1,601.68	1,223.05	-	-	-	-	11,876.98
Monthly Difference	(8.55)	(37.61)	115.59	(128.55)	(79.90)	(21.17)	(3.60)	89.79	-	-	-	-	(73.99)
% difference	-1.40%	-4.06%	7.78%	-6.09%	-4.00%	-1.10%	-0.22%	7.34%	0.00%	0.00%	0.00%	0.00%	-0.6%

2019 GW Production Rights

Yearly %	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEPT	OCT	NOV	DEC
	8%	17%	25%	33%	42%	50%	58%	67%	75%	83%	92%	100%

Chino Basin Production Water Year 18-19

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
18-19 Production	3.22	0.01	-	0.63	0.60	1.94							
18-19 Cumulative Production	373.05	373.05	373.05	373.68	374.29	376.23							6.40
Cumulative Production Rights	718.67	821.33	924.00	1,026.67	1,129.33	1,232.00							1,232
% of Production Rights 2018-19	30.28%	30.28%	30.28%	30.33%	30.38%	30.54%							

Chino Basin Production Water Year 19-20

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
19-20 Production							5.24	104.98	-	-	-	-	
19-20 Cumulative Production							5.24	110.22	-	-	-	-	110.22
Cumulative Production Rights							102.67	205.33	308.00	410.67	513.33	616.00	1,232
% of Production Rights 2019-20							0.43%	8.95%	-	-	-	-	

Chino Basin Production

Monthly	3.22	0.01	-	0.63	0.60	1.94	5.24	104.98	-	-	-	-	
Cumulative	3.22	3.22	3.22	3.85	4.46	6.40	11.64	116.62	-	-	-	-	

Cucamonga Basin Production

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Production	200.49	158.32	265.78	627.43	559.57	672.80	735.63	715.43	-	-	-	-	
Cumulative Production	200.49	358.80	624.58	1,252.01	1,811.58	2,484.38	3,220.02	3,935.44	-	-	-	-	3,935.44
Cumulative Production Rights	484.81	969.63	1,454.44	1,939.26	2,424.07	2,908.89	3,393.70	3,878.51	-	-	-	-	5,818
% of Production Rights	3.45%	6.17%	10.74%	21.52%	31.14%	42.70%	55.35%	67.65%	-	-	-	-	67.6%

Six Basins Production

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR
Production	81.94	74.41	80.91	80.93	88.23	98.63	114.93	113.88	-	-	-	-	
Cumulative Production	81.94	156.35	237.26	318.19	406.42	505.05	619.98	733.86	-	-	-	-	733.86
Cumulative Production Rights	77.68	155.35	233.03	310.70	388.38	466.05	543.73	621.40	-	-	-	-	932
% of Production Rights	8.79%	16.77%	25.45%	34.14%	43.60%	54.18%	66.51%	78.73%	-	-	-	-	78.7%

2019 Consumption Analysis

Yearly %	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEPT	OCT	NOV	DEC
	8%	17%	25%	33%	42%	50%	58%	67%	75%	83%	92%	100%

COMPANY TOTALS Active Shares

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares
Consumption	501.39	430.27	652.95	1,141.75	1,131.33	1,269.40	1,413.57	1,471.86	-	-	-	-		6,178
Cumulative Consumption	501.39	931.66	1,584.61	2,726.36	3,857.69	5,127.09	6,540.65	8,012.52	-	-	-	-	8,012.52	
Cumulative Entitlement	908.33	1,816.66	2,740.29	3,677.59	4,645.50	5,650.87	6,681.79	7,712.72	-	-	-	-	11,603.69	
% of Yearly Entitlement*	4.32%	8.03%	13.66%	23.50%	33.25%	44.18%	56.37%	69.05%	81.67%	94.30%	106.92%	119.54%	69.05%	

COMPANY TOTALS All Shares

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares
Consumption	501.39	430.27	652.95	1,141.75	1,131.33	1,269.40	1,413.57	1,471.86	-	-	-	-		6,389
Cumulative Consumption	501.39	931.66	1,584.61	2,726.36	3,857.69	5,127.09	6,540.65	8,012.52	-	-	-	-	8,012.52	
Cumulative Entitlement	1,000.00	2,000.00	3,000.00	4,000.00	5,000.00	6,000.00	7,000.00	8,000.00	-	-	-	-	12,000.00	
% of Yearly Entitlement*	4.18%	7.76%	13.21%	22.72%	32.15%	42.73%	54.51%	66.77%	78.98%	91.18%	103.39%	115.59%	66.77%	

San Antonio Heights

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares
Consumption	42.84	42.84	67.49	67.49	82.70	82.70	150.84	150.84	-	-	-	-		624
Cumulative Consumption	42.84	85.68	153.17	220.66	303.36	386.06	536.90	687.74	-	-	-	-	687.74	
Cumulative Entitlement	63.22	126.45	198.99	279.85	379.34	501.63	639.49	777.34	-	-	-	-	1,171.08	
% of Yearly Entitlement*	3.66%	7.32%	13.08%	18.84%	25.90%	32.97%	45.85%	58.73%	71.95%	85.29%	98.63%	111.97%	58.73%	

City of Upland

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares
Consumption	369.72	306.38	471.57	919.80	902.80	989.59	1,043.95	1,073.67	-	-	-	-		4,515
Cumulative Consumption	369.72	676.10	1,147.66	2,067.46	2,970.26	3,959.86	5,003.80	6,077.48	-	-	-	-	6,077.48	
Cumulative Entitlement	706.64	1,413.29	2,119.93	2,826.58	3,533.22	4,239.87	4,946.51	5,653.15	-	-	-	-	8,479.73	
% of Yearly Entitlement*	4.36%	7.97%	13.53%	24.38%	35.03%	46.70%	59.01%	71.67%	84.29%	96.91%	109.52%	122.14%	71.67%	

Monte Vista Water District

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares
Consumption	34.20	34.80	41.00	42.70	47.00	51.40	55.90	94.01	-	-	-	-		330
Cumulative Consumption	34.20	69.00	110.00	152.70	199.70	251.10	307.00	401.01	-	-	-	-	401.01	
Cumulative Entitlement	51.61	103.22	154.84	206.45	258.06	309.67	361.29	412.90	-	-	-	-	619.35	
% of Yearly Entitlement*	5.52%	11.14%	17.76%	24.66%	32.24%	40.54%	49.57%	64.75%	79.28%	93.83%	108.38%	111.34%	64.75%	

City of Ontario

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares
Consumption	30.30	30.80	36.30	37.90	41.70	45.60	49.60	48.60	-	-	-	-		295
Cumulative Consumption	30.30	61.10	97.40	135.30	177.00	222.60	272.20	320.80	-	-	-	-	320.80	
Cumulative Entitlement	46.21	92.42	138.64	184.85	231.06	277.27	323.49	369.70	-	-	-	-	554.55	
% of Yearly Entitlement*	5.46%	11.02%	17.56%	24.40%	31.92%	40.14%	49.09%	57.85%	66.62%	75.40%	84.18%	92.95%	57.85%	

2019 Consumption Analysis

Yearly %	JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEPT	OCT	NOV	DEC
	8%	17%	25%	33%	42%	50%	58%	67%	75%	83%	92%	100%

Cucamonga Valley Water District

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares	4
Consumption	-	-	-	-	-	-	-	-	-	-	-	-			
Cumulative Consumption	-	-	-	-	-	-	-	-	-	-	-	-	-		
Cumulative Entitlement	-	-	-	-	-	-	-	-	-	-	-	-	7.51		
% of Yearly Entitlement*	-	-	-	-	-	-	-	-	-	-	-	-			

Holiday Rock Company

	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares	132
Consumption	20.32	13.00	24.46	37.16	36.86	46.82	45.93	35.93	-	-	-	-			
Cumulative Consumption	20.32	33.32	57.78	94.94	131.80	178.62	224.55	260.48	-	-	-	-	260.48		
Cumulative Entitlement	13.41	26.82	42.21	59.36	80.46	106.40	135.64	164.88	-	-	-	-	248.40		
% of Yearly Entitlement*	8.18%	13.41%	23.26%	38.22%	53.06%	71.91%	90.40%	104.87%	119.39%	134.01%	148.67%	163.35%	104.87%		

Red Hills Golf Course

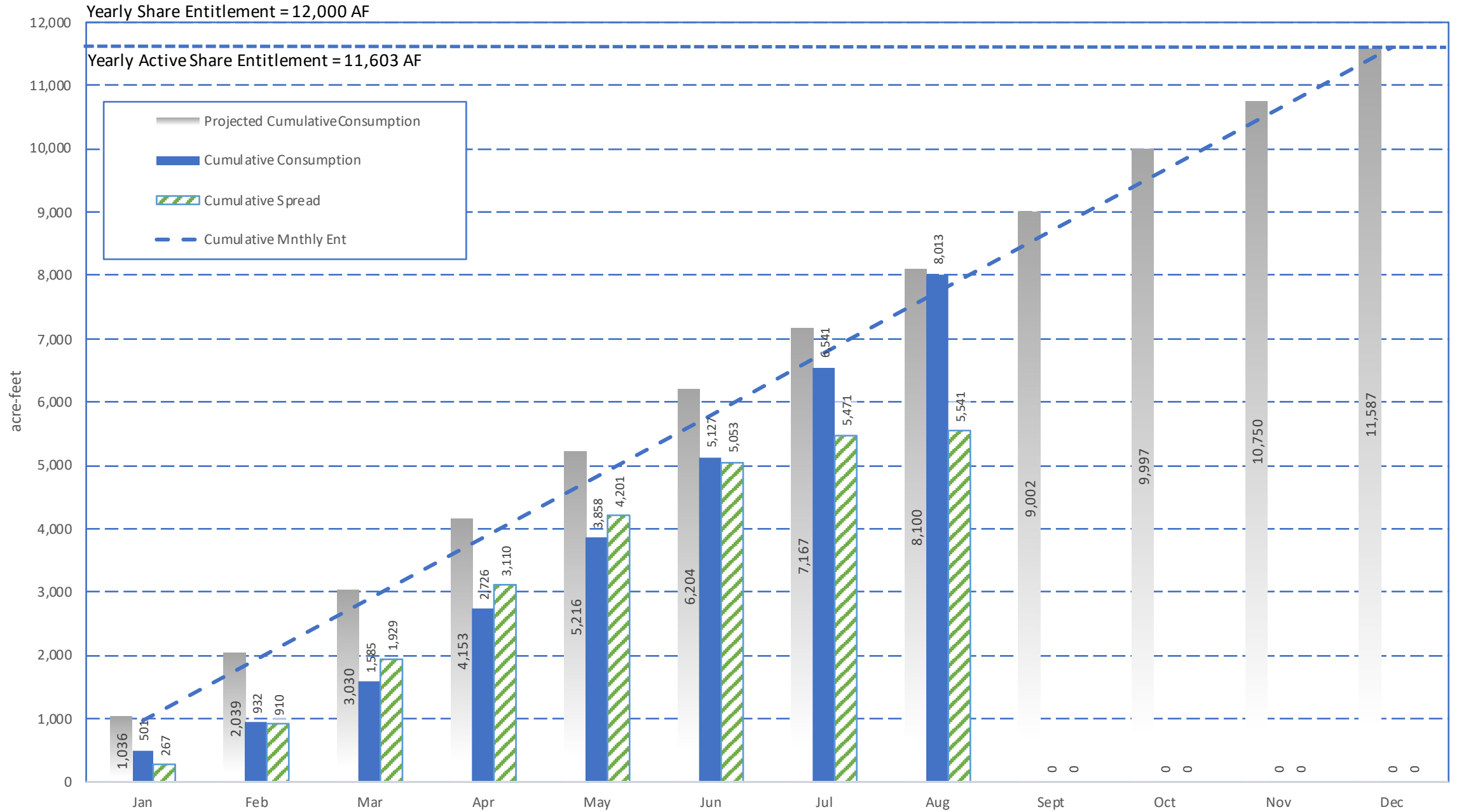
	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares	218
Consumption	3.79	2.33	11.67	33.29	17.87	47.06	59.06	57.09	-	-	-	-			
Cumulative Consumption	3.79	6.12	17.79	51.07	68.95	116.00	175.07	232.16	-	-	-	-	232.16		
Cumulative Entitlement	22.13	44.26	69.65	97.96	132.78	175.59	223.85	272.10	-	-	-	-	409.92		
% of Yearly Entitlement*	0.93%	1.49%	4.34%	12.46%	16.82%	28.30%	42.71%	56.63%	70.40%	84.17%	97.94%	111.71%	56.63%		

Minor Irrigators

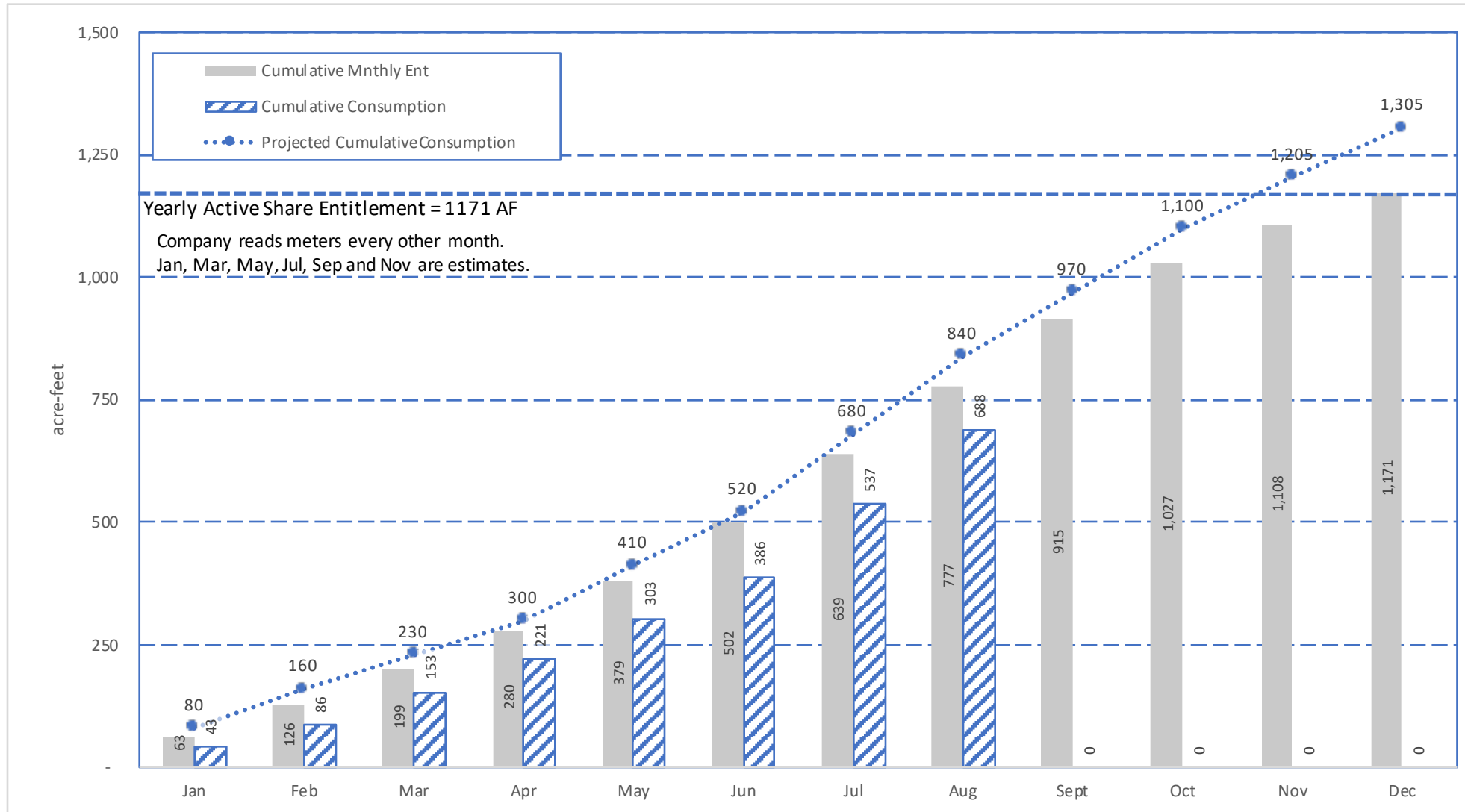
	Jan-19	Feb-19	Mar-19	Apr-19	May-19	Jun-19	Jul-19	Aug-19	Sep-19	Oct-19	Nov-19	Dec-19	THIS YEAR	Shares	50
Consumption	0.21	0.12	0.23	3.33	1.23	4.79	6.50	9.77	-	-	-	-			
Cumulative Consumption	0.21	0.33	0.56	3.89	5.12	9.90	16.40	26.17	-	-	-	-	26.17		
Cumulative Entitlement	5.10	10.19	16.04	22.55	30.57	40.43	51.54	62.65	-	-	-	-	94.38		
% of Yearly Entitlement*	0.22%	0.34%	0.59%	4.12%	5.42%	10.49%	17.38%	27.73%	31.41%	37.14%	42.87%	48.58%	27.73%		

* - Out months are Exponential Smoothing (ETS) forecasts based on consumption to date

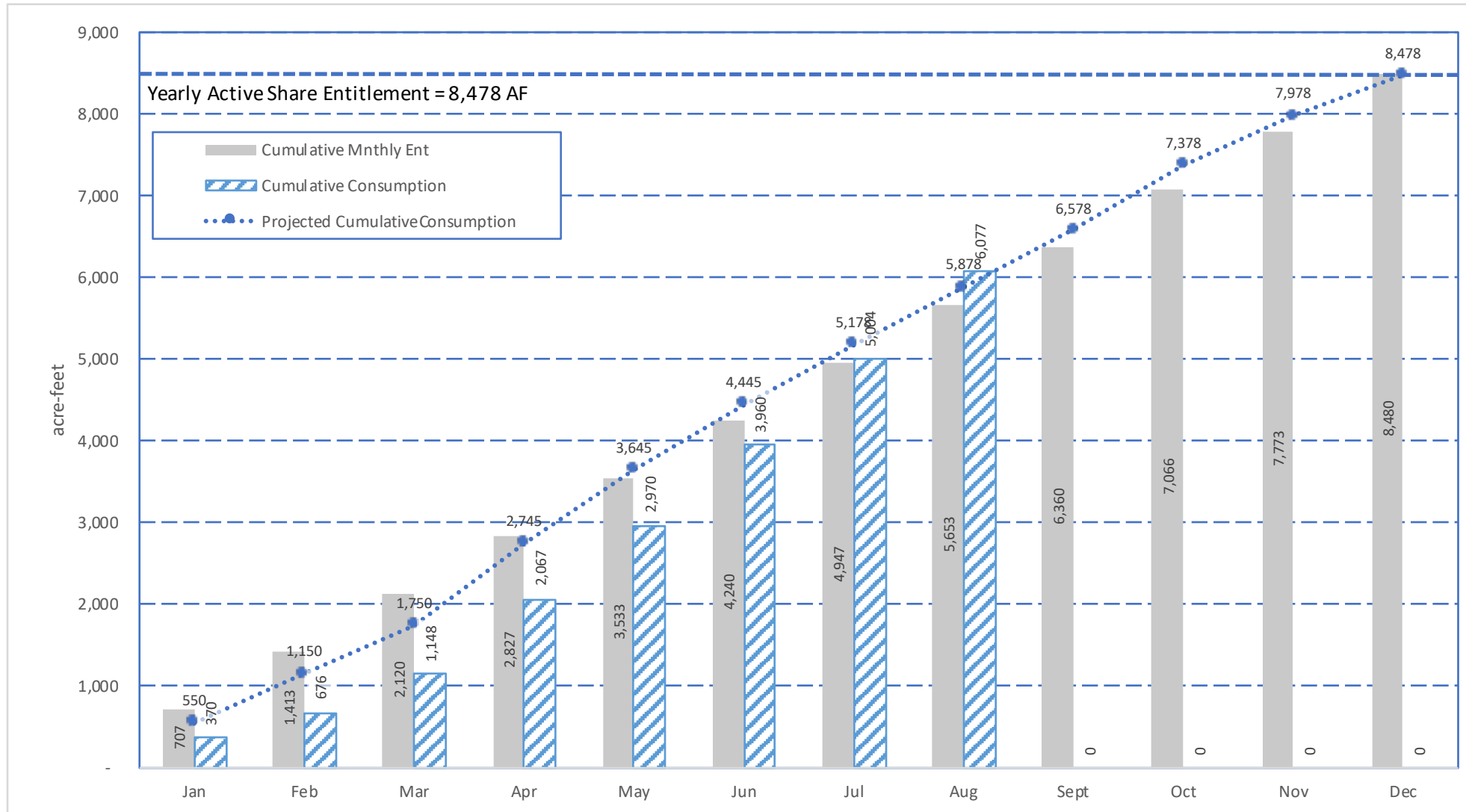
2019 Production and Consumption



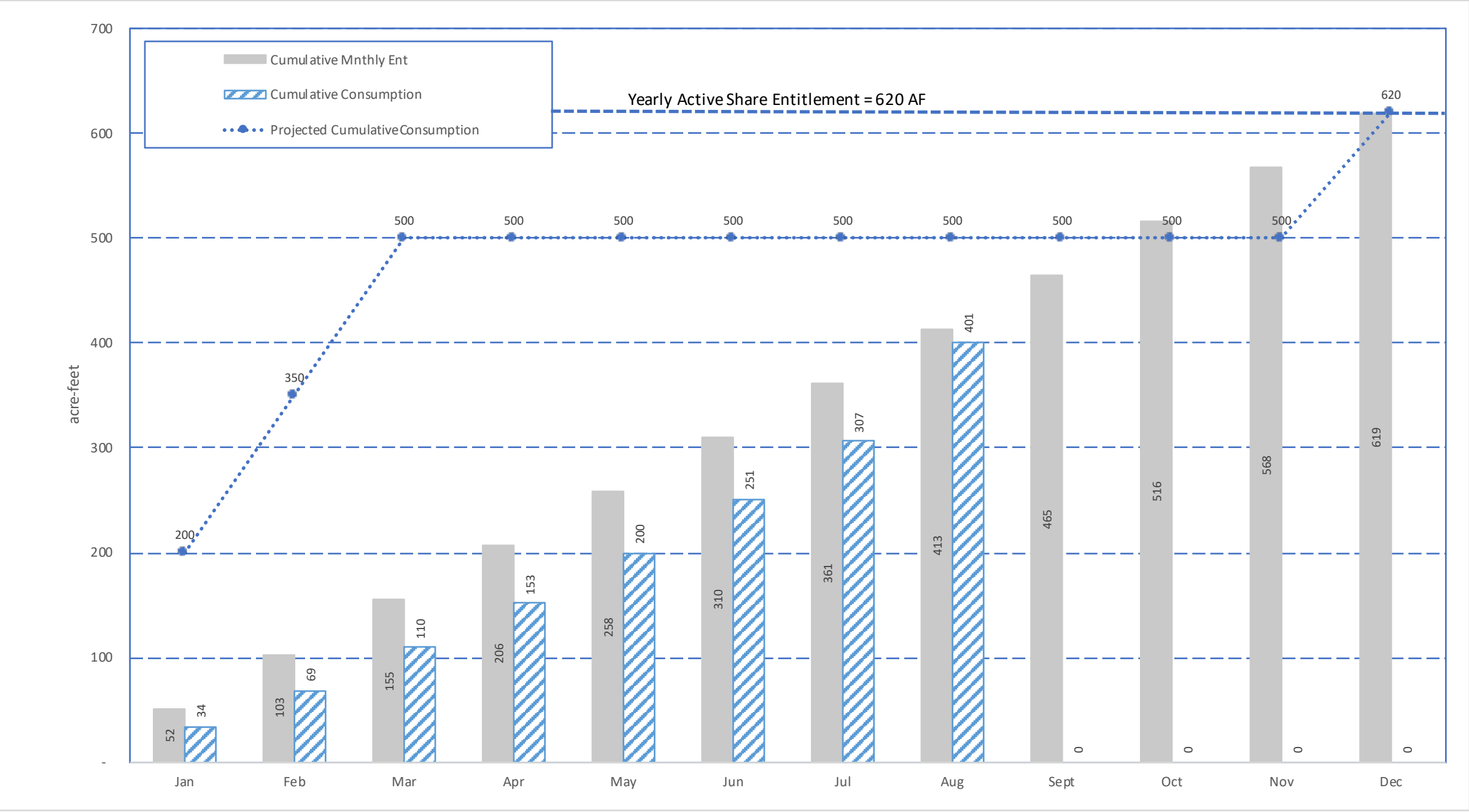
2019 Domestic Consumption



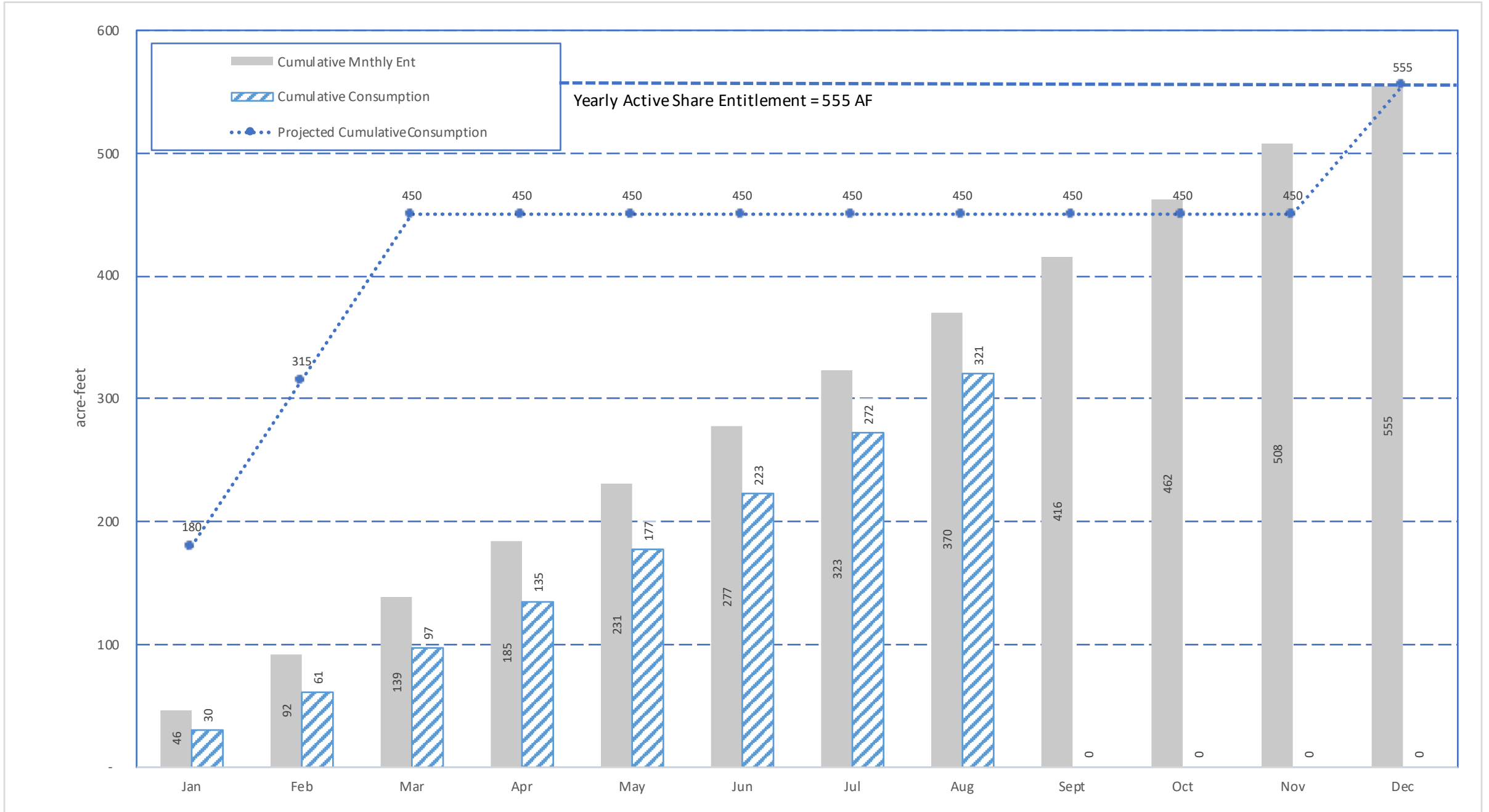
2019 Upland Consumption



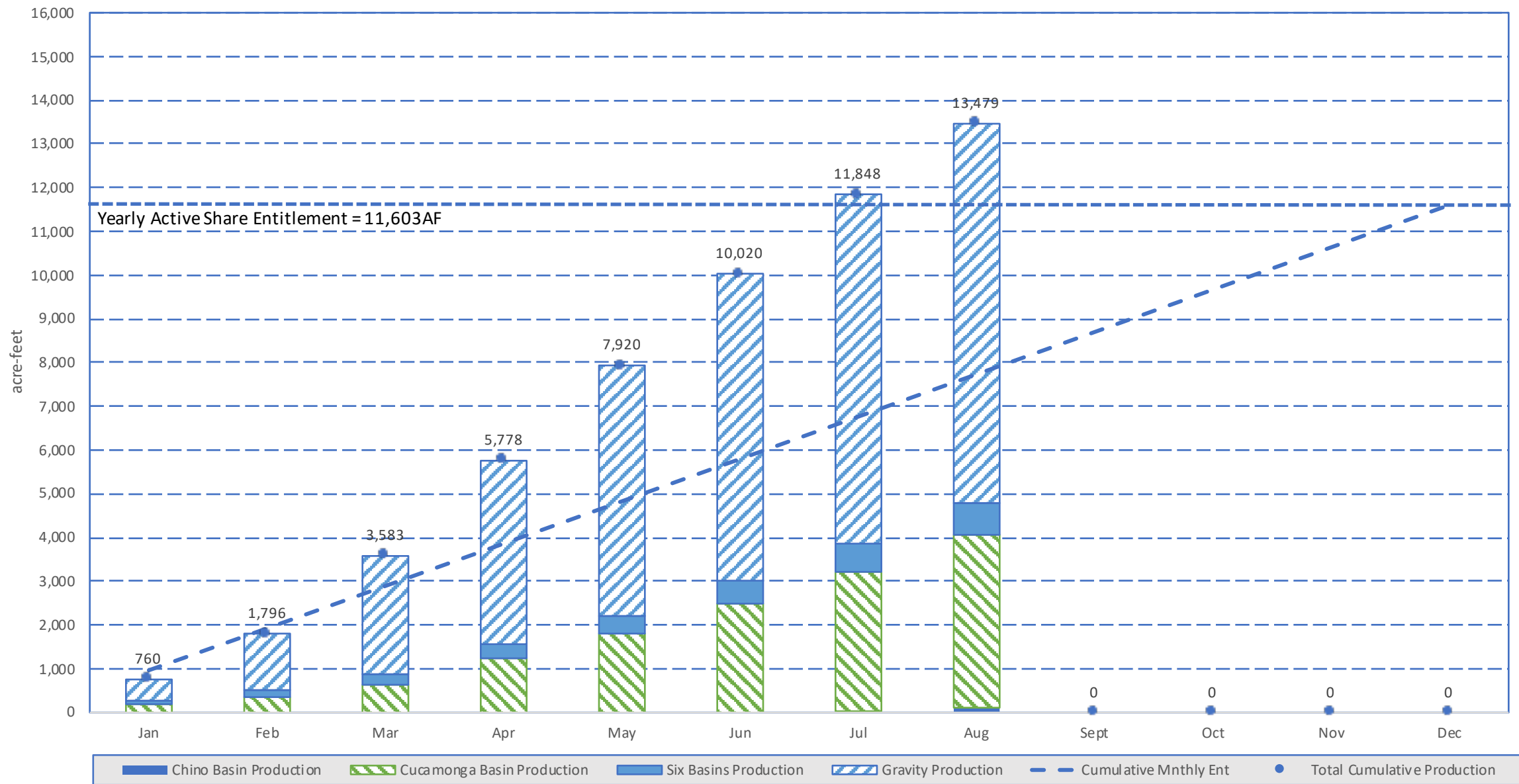
2019 Monte Vista Consumption



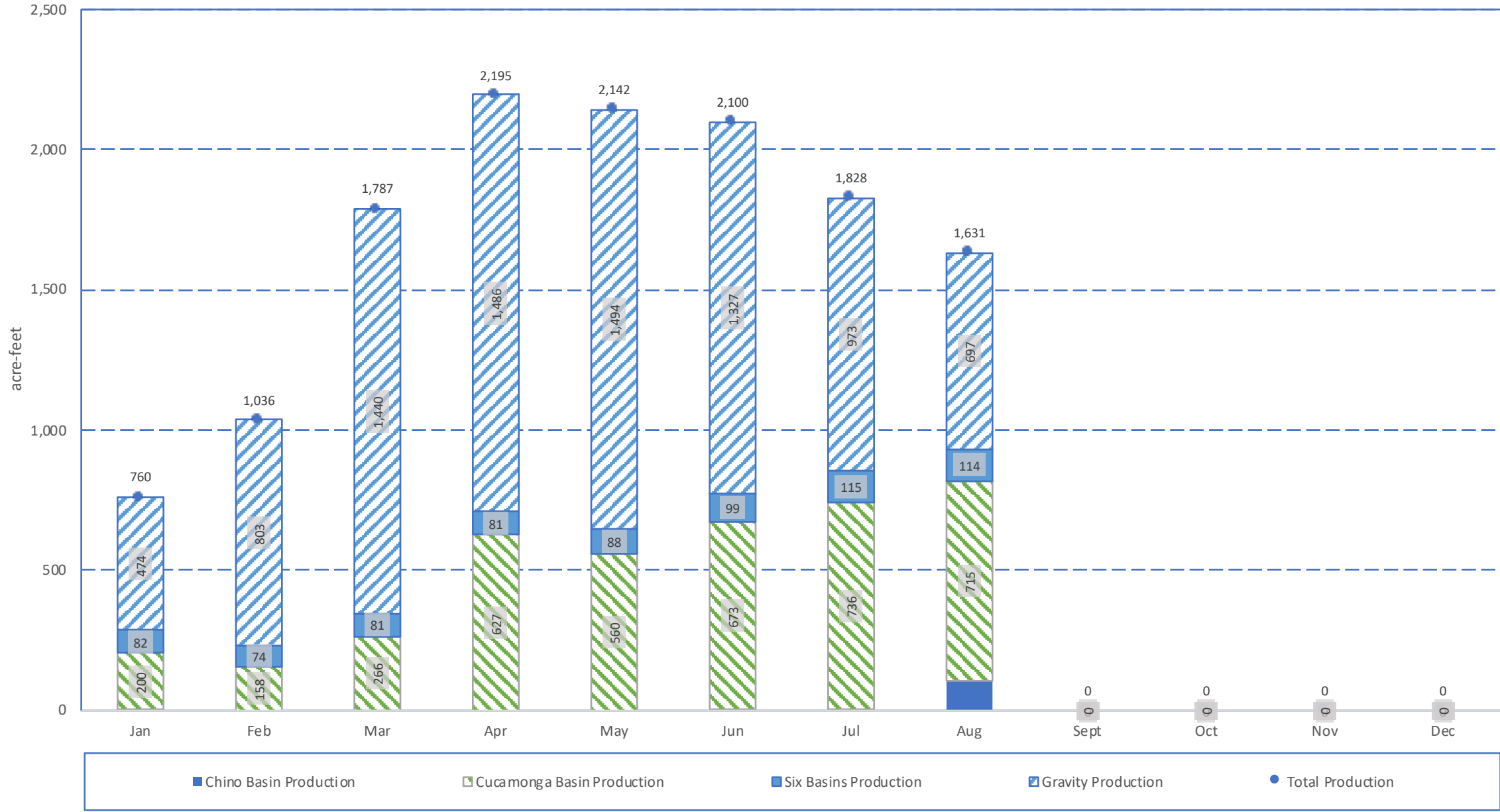
2019 Ontario Consumption



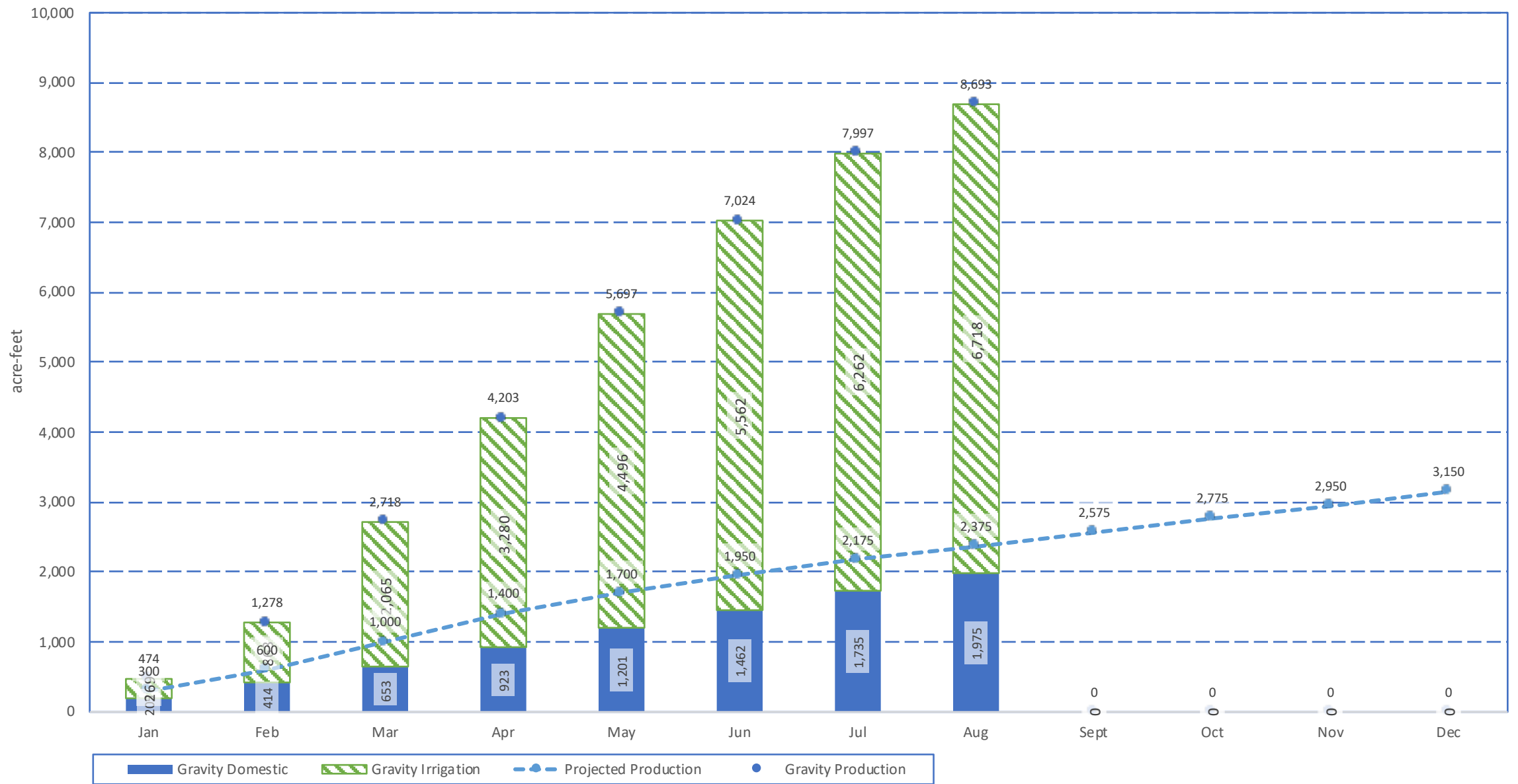
2019 Total Yearly Production



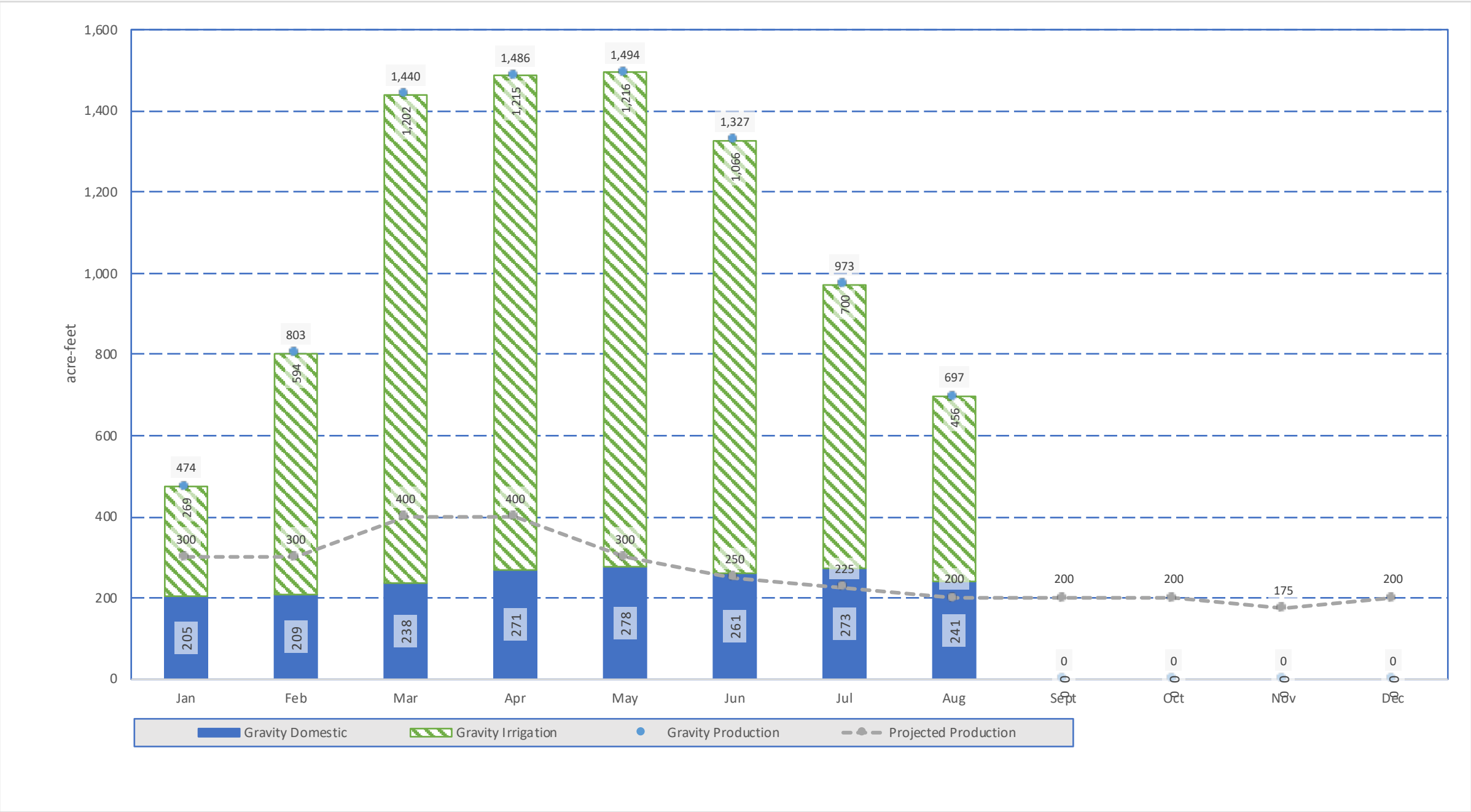
2019 Monthly Production



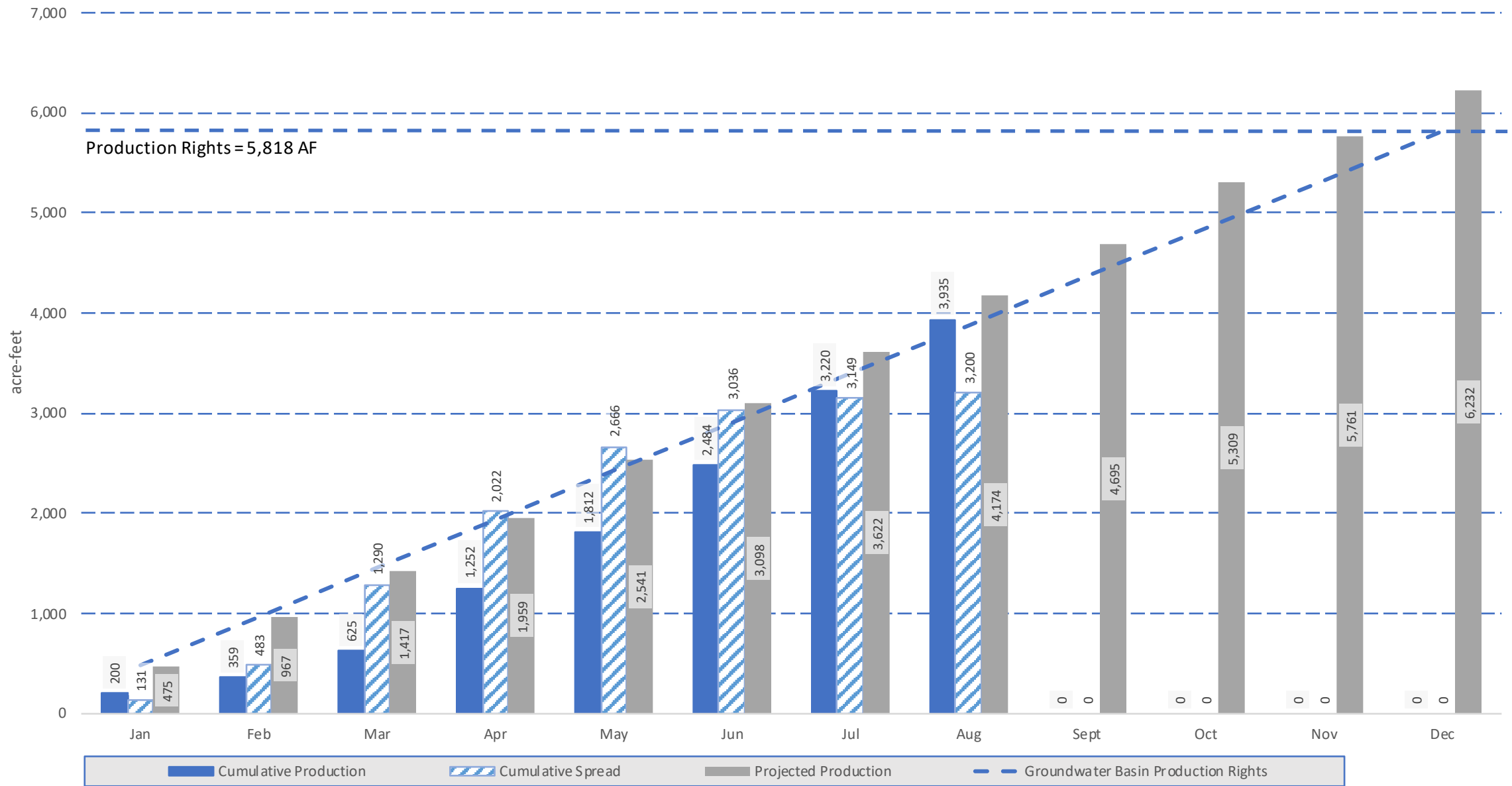
2019 Gravity Cumulative



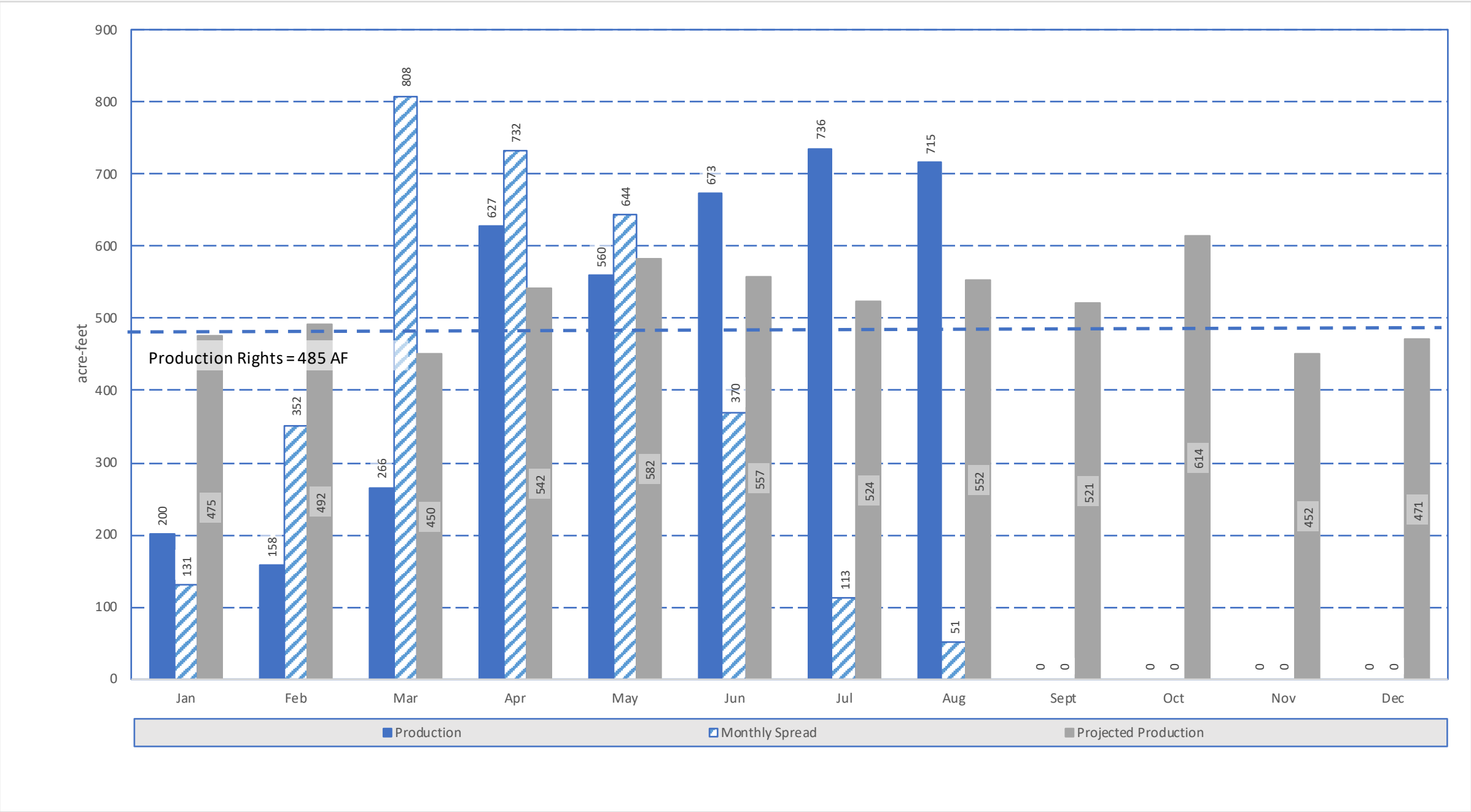
2019 Gravity Monthly



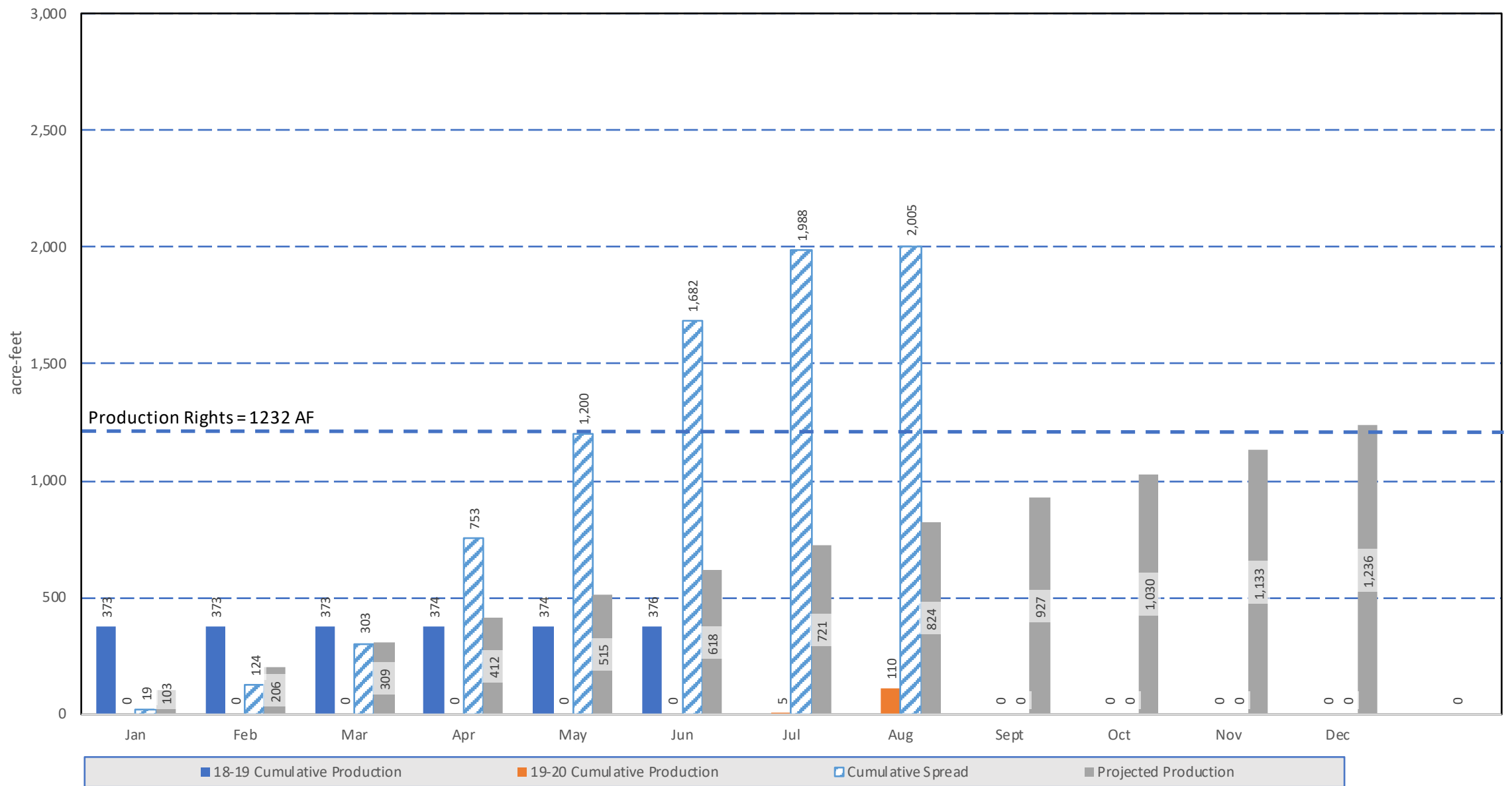
2019 Cucamonga Basin Cumulative



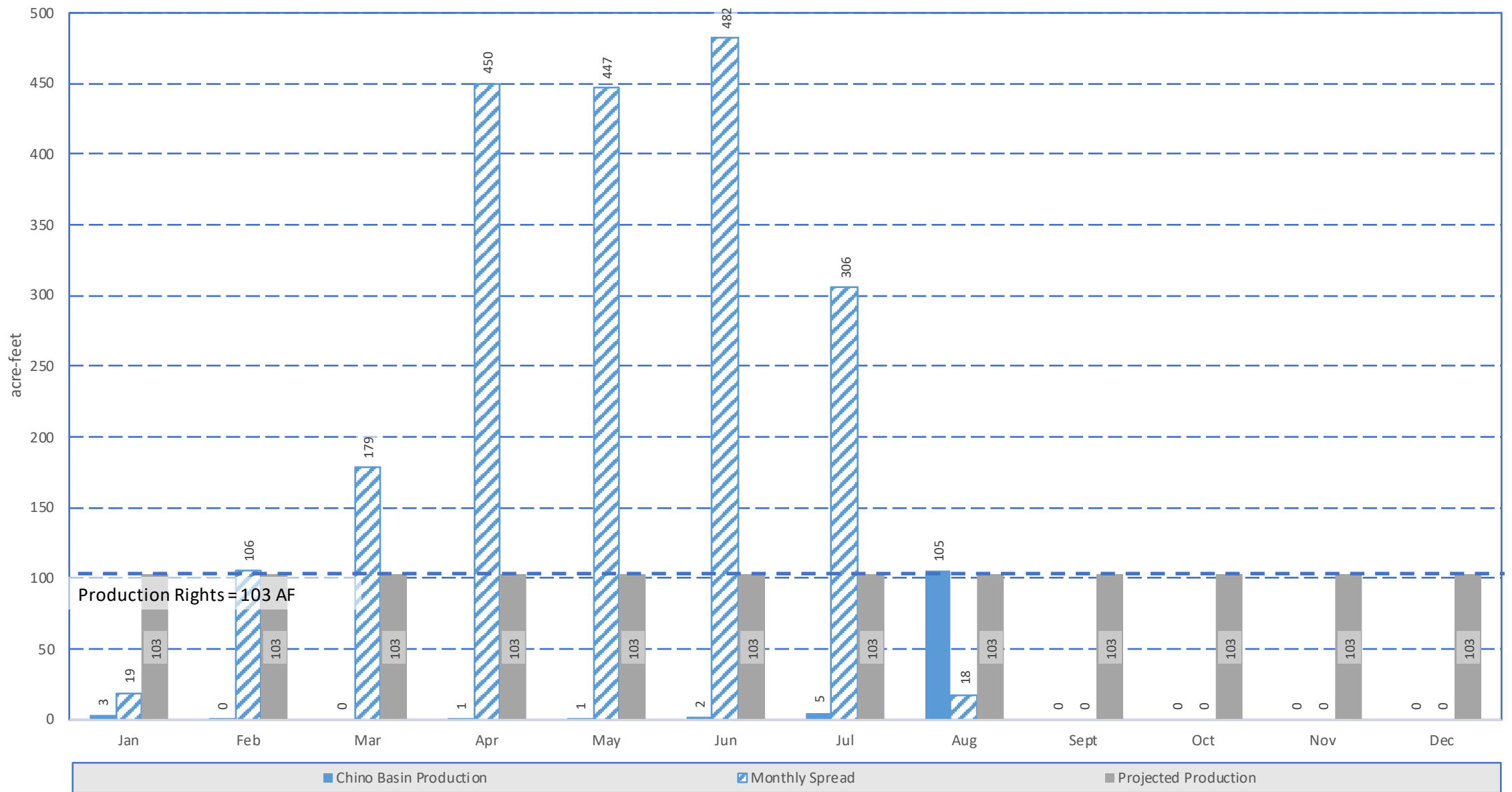
2019 Cucamonga Basin Monthly



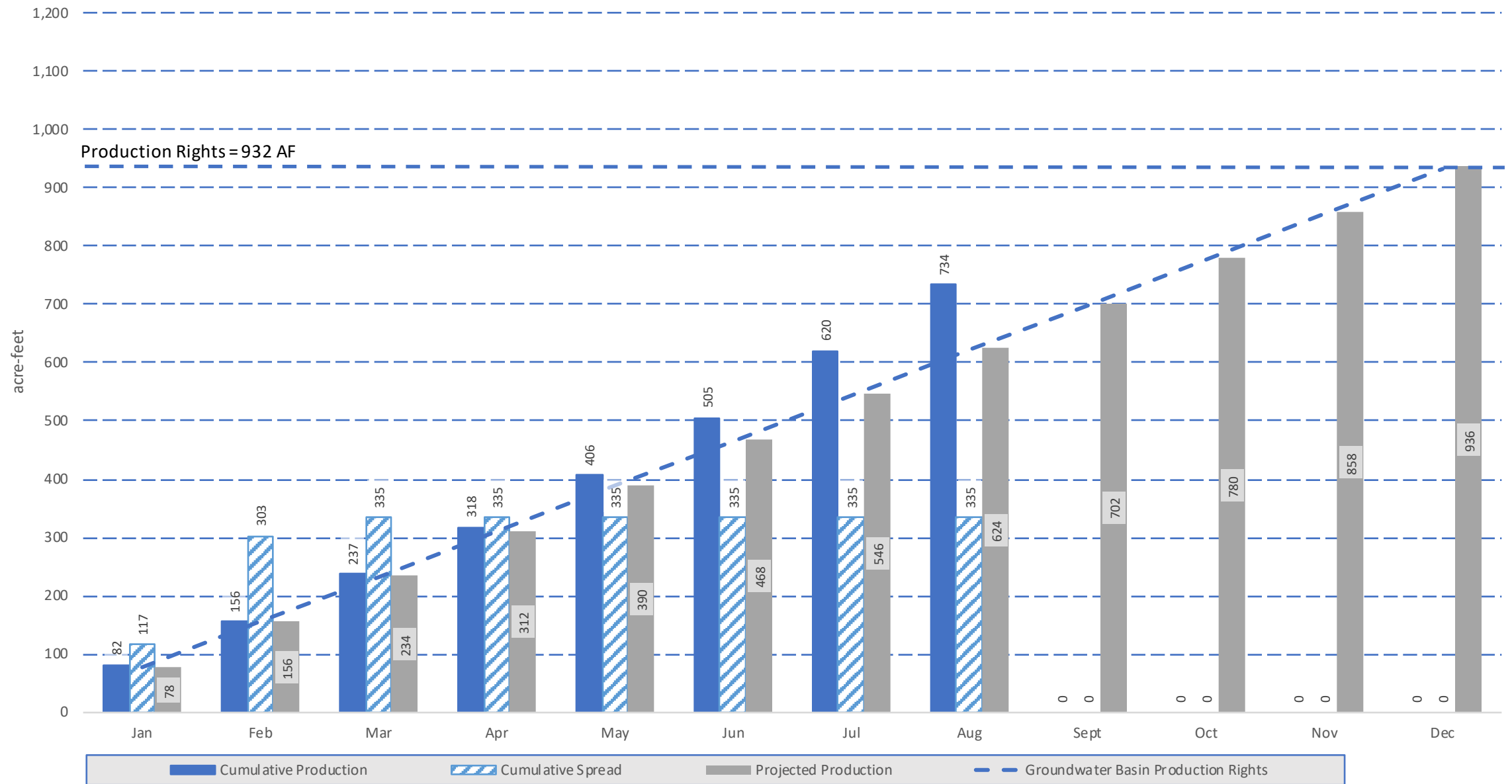
2019 Chino Basin Cumulative



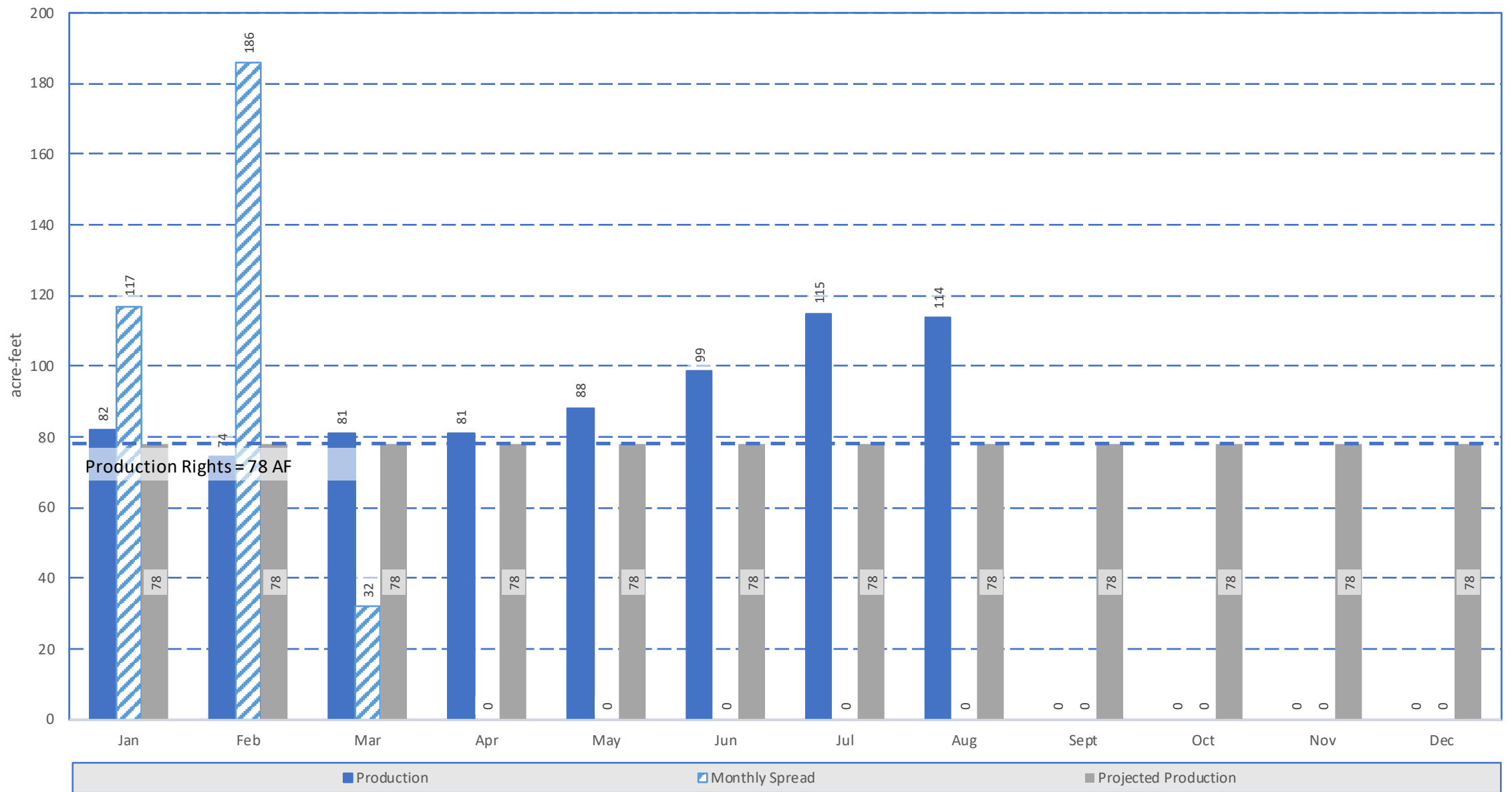
2019 Chino Basin Monthly



2019 Six Basins Cumulative



2019 Six Basins Monthly



A. Water Supply for 2019

- Annual entitlement for CY2019 is 12,000 AF
- Through August:
 - Cumulative yearly production was 13,553AF
 - Cumulative yearly consumption was 8,013 AF
 - Cumulative yearly spread was 5,541 AF
 - Cumulative unaccounted water was (74) AF. Staff believes it has traced the issue down to a bad meter.

Six Basins Production for 2019

- Annual production right is 932 AF.
- Cumulative production through August was 734 AF.
- Production is sent to the WFA treatment facility to meet City of Ontario and MVWD entitlement.
- The Company has spread a total of 335 AF through August.

Cucamonga Basin Production for 2019

- Annual production right is 6,060 AF.
- Cumulative production through August was 3,935 AF.
- The Company has spread a total of 3,200 AF through August.

Chino Basin Production for 2019

- Annual production right is 1,232 AF.
- Cumulative production through August was 117 AF.
- The Company has spread a total of 2,005 AF through August.

Surface Water (San Antonio Creek) flow for 2019

Total flow through August was 8,693 AF.

San Antonio Tunnel flow for 2019

Tunnel flow through August was 1,975 AF.

B. Company Stock

There are 3/4 shares of water stock moving from dormant to active this transfer period.

C. Communication and Information Activities

Staff is communicating on our new "Facebook" page with 179 friends liking our old FB page and 53 customers have liked our new FB page. Communication is posted regularly on the new page. Facebook is not able to merge the two Facebook pages, therefore we are in discussion of possibly deleting the old page.

D. Administration Matters

Field Operator Matt Covington resigned effective September 13, accepting a job offer at another water department. Company is actively advertising to fill the open position.

Meetings of Interest:

- On August 28 GM meet with Director Goss and CivilTech Engineer Terry Kerger to discuss proposed lining of Reservoir 7.

E. Groundwater Basin Matters

Chino Basin

Spread Water from SAWCo

Last year the Company applied for a storage account for 2,000 AF of water and it ends on 9/1/2019. To date we have recharged 2,005 AF and was contacted by Watermaster that with evaporation losses, we could go over that amount and staff resumed spreading.

We were told that our June 4th application to recharge water 9/1/2019 to 9/1/2020 for 2,500 AF of water will be on the September Pool agenda.

Chino Basin Special Appropriative Pool Meeting – The Pool had a special meeting on August 8th [Watermaster went dark for August on meetings]. It was just a closed session to discuss issues.

Assessment Packages & DRO Requirements – Watermaster has revised the last assessment package 2018-2019. SAWCo entered into a Pre-emptive account by moving its Excess Carryover Water to this account in anticipation that we would pay for our desalter replenishment for past years. Since Watermaster did not true up all the years as expected, we opted to utilize our Excess Carryover Water each year to avoid losses.

This caused us not to have enough “Excess Carry over Water” for the last assessment package and not to have any water in the Pre-emptive account. Watermaster chose to take our supplemental water and put into this pre-emptive account. Management spoke to Watermaster’s General Manager on July 8th and he put forward some options but did not address our concerns. The taking of our supplemental water is not legal and management sent a letter to address the situation.

Watermaster has since put back our supplemental water and a sit-down meeting with Watermaster General Manager led to a solution. He offered a new concept by taking the shortage out of our annual account to make our pre-emptive account whole.

Storage Management Plan Workshop #2 – July 18th-

Staff attended the 2nd Storage Management Plan Workshop and participated in the meeting. Since the Appropriative Pool parties are the ones who have paid for the basins, it should be those parties that benefit. It was suggested to have the storage carved out by Operating Safe Yield once the safe storage limit is reached.

There are a lot of conversations taking place. Staff is also participating in closed session with the Appropriative Pool.

OBMP Update – Listening Session 5 July 31st-

The current implementation plan for the Optimum Basin Management Program (OBMP) consists of the following program elements:

1. Monitoring Program
2. Recharge Program

3. Water Supply for impaired areas of basin
4. Groundwater management plan for MZ1
5. Regional Supplemental Water Program
6. Cooperative Programs with others to improve basin management
7. Salt management program
8. Groundwater Storage management program
9. Storage & Recovery Programs

Watermaster is conducting workshops to update the OBMP and have identified several activities to be considered. Staff can see only 2 additional elements to what is currently in the OBMP and that is water quality and costs.

Six Basins

Regular Board Meeting held on August 28, 2019. Historical overview of Six Basins Groundwater Model was provided. Current Basin focus is storm water recharge sites.

Cucamonga Basin - The working group met on August 13th.

They finished the first review of the draft modernized Judgment. Staff will be compiling comments for mutual agreement and those areas where we haven't reached consensus, we will discuss further. Our relationship with Cucamonga Valley Water District (CVWD) has greatly improved. We are still reviewing and revising the Term of Reference sheet.

One area of concern is that Chino Basin is using the Cucamonga groundwater model for Chino Basin benefit without receiving prior authorization from the parties. We have a meeting tomorrow at CVWD with Wildermuth to discuss this issue. Six Basins has the same issue.

Staff has drafted, but not sent yet, the letter of agreement for the restitution of overproduction in 2018 and prepared the transfer form. It was agreed that SAWCo would transfer ½ of the overproduction from Cucamonga Basin to CVWD from SAWCo's Chino Basin stored water.

On another note, SAWCo sent an invoice for the Basin 6 restoration project and CVWD has promised to pay \$60,000 in this fiscal year. Staff contacted them today and was told to expect payment within the next couple weeks.

The next meeting is scheduled for October 1st at 1:30pm.

F. Monitoring of Assembly Bills Affecting the Water Company

- In his inaugural address and subsequent budget proposal, Governor Newsom expressed interest in a State wide 'water tax' that would fund infrastructure in impoverished areas impacted by contaminated water sources or a lack of water sources. As currently understood, the State proposes to enforce a monthly 'per meter' tax on each water utility. How that tax is passed on to actual customers has not been addressed, specifically regarding Prop 218. There is opposition to the proposal, and nothing has been finalized yet.

Staff assumes this concept is similar to SB845 (Monning) titled, "The Safe and Affordable Drinking Water Fund" that died in committee last year.

On May 15, 2019 the State Senate Budget Subcommittee on Resources, Environmental Protection, Energy and Transportation voted to reject the Governor's proposed water tax. The subcommittee voted to adopt \$150M General Fund appropriations instead. Staff will continue to watch and update as this concept progresses.

1. AB 1668 and SB 606 - "Statewide Water Saving Mandates"

AB1668 was approved by the Governor on May 31, 2018 – Establishes an immediate Statewide standard of 55 gallons per capita daily for indoor residential water use, eventually reducing to 50 gpcd by January 1, 2030. By October 1, 2021 the State Water Resources Control Board will adopt long-term standards for the efficient use of water.

SB606 was approved by the Governor on May 31, 2018. – Requires the Company to calculate an 'urban water use objective' no later than November 1, 2023 and every November thereafter. An urban water use objective is an estimate of aggregate efficient water use for the previous year based on adopted water use efficiency standards and local service area characteristics for that year. Additionally, the Company's Urban Water Management Plan will be required to incorporate a water shortage contingency plan.

Staff continues to assess the impact of these two approved Bills and will update as new information becomes available.

2. AB3057 – California Water Not-For-Profit Tax Rules for Mutual Water Companies

Proposed amendment to the California Revenue and Taxation Code to conform to federal income tax law by exempting not-for-profit mutual water, mutual ditch, or Irrigation corporations from California income taxes and franchise fees beginning on or after January 1, 2018. Ab3057 listed as 'From committee without further action' as of November 30, 2018, meaning it didn't get enough votes to get out of the committee. It's then referred back to the Chief Clerk and cannot be considered further during the session--i.e., it dies.

3. SB 998 (Dodd) - SB 998 was approved by the Governor on Sept 28, 2018. This bill requires the Company to have a written policy on discontinuation of water service to certain types of residences for nonpayment available in; English, Spanish, Chinese, Tagalog, Vietnamese and Korean. The bill requires the policy to include certain components, be available on the Company's web site, and be provided to customers in writing, upon request. The bill provides for enforcement of these provisions, including making a violation of these provisions punishable by a civil penalty issued in an amount not to exceed \$1,000 for each day in which the violation occurs. The bill prohibits the Company from discontinuing residential service for nonpayment until a payment by a customer has been delinquent for at least 60 days. The bill requires the Company to contact the customer named on the account and provide the customer with the Company's policy on discontinuation of residential service for nonpayment no less than 7 business days before discontinuation of residential service.

This bill prohibits residential service from being discontinued under specified circumstances. The bill requires that when the Company discontinues residential service,

the Company will provide the customer with information on how to restore service. The bill requires the Company to waive interest charges on delinquent bills and limits the amount of a reconnection of service fee imposed on a residential customer who demonstrates household income below 200% of the federal poverty line. The bill requires the Company to make every good faith effort to inform the residential occupants by written notice that service will be terminated and that the residential occupants have the right to become customers. The bill requires the Company to report the number of annual discontinuations of residential service for inability to pay on its web site and to the State.

The bill requires the Company to comply with the bill's provisions on and after February 1, 2020.

Later this year staff will be presenting for review by the Board a shut-off policy that conforms to SB998 requirements.

Date	9/10/19 13:50		Project List				
ID	Project	Start Date	End Date (est)	Budget	Contracted	Expended	Remaining
1507	Office Relocation	2016	8/1/22	\$ 100,000	\$ 40,060	\$ 32,000	\$ 8,060
1601	WFA Connection	7/9/05	9/1/09	\$ 110,000	\$ 30,895	\$ 20,790	\$ 10,105
1602	Holly Drive Reservoir, Phase 1&2	4/15/16	3/1/20	\$ 621,000	\$ 720,643	\$ 536,888	\$ 183,755
1701	Reservoir 7 Roof Repair	7/2/18	10/1/19	\$ 1,160,000	\$ 1,360,834	\$ 676,275	\$ 684,560
1807	Campus Avenue Pipeine	7/2/18	8/1/19	\$ 517,000	\$ 462,688	\$ 29,859	\$ 432,829
1808	New Company SCADA	7/2/18	8/1/19	\$ 130,000	\$ 117,750	\$ 117,146	\$ 604
1901	Automated Meter Reading (AMR)	2/4/19	11/1/22	\$ 25,000	\$ 400	\$ 400	\$ -
1902	Cucamonga Crosswalls Mitigation	4/12/19	2/1/24	\$ 250,000	\$ 9,500	\$ 7,550	\$ 1,950
NA	Edison Box 24" Drain Valve	6/17/19	9/30/19	\$ 44,000	\$ 44,000	\$ -	\$ 44,000
Total				\$ 2,957,000	\$ 2,786,770	\$ 1,420,908	\$ 1,365,862

Project Title: **Office Relocation**
 Construction Order: **1507**
 Approved Budget: \$ **100,000**

	Estimated	Actual
Design Start Date:	2016	2016
Design Completion Date:	6/1/19	
Construction Start Date:	10/1/19	
Constuction Completion Date:	6/1/22	
Project Close Out Date:	8/1/22	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Permitting/CEQA			\$ -	\$ -
Architect	CEDG	\$ 40,060.00	\$ 32,000.00	\$ 8,060.00
Engineering			\$ -	\$ -
Geotechnical			\$ -	\$ -
Surveyor			\$ -	\$ -
Environmental			\$ -	\$ -
Prime Contractor		\$ -	\$ -	\$ -
	TOTAL	\$ 40,060.00	\$ 32,000.00	\$ 8,060.00

Total Budget: **\$4,000,000**

Engineering/Project Management: \$400,000

Construction: \$3,600,000

Fiscal Year 2016 Invoiced: \$32,000

Fiscal Year 2019 Budget: **\$100,000**

Out Year's Budget: \$3,868,000

Schedule:

Design Project: 2018

Bid Project: Winter 2019

Award Bid: Spring 2019

Construction: Spring/Summer 2019

Project Description

Location: Benson Ave just south of 18th Street



Justification: The Company's main office on Euclid Ave. has served as the company headquarters for almost one hundred years. When initially constructed, the main office provided a local presence for agricultural shareholders to conduct company business. Changing demographics of the surrounding area has shifted the company's retail customer base almost exclusively into the San Antonio Heights.

Current Company facilities are old and showing their age. Issues include needed modern seismic construction, energy efficiency and security. Additionally, space constraints are evident. Parking

space is inadequate. Office space is at a premium. There is no additional room for desks, much less the work space necessary for productivity. Field crew and office crew are separated on two parcels. Records storage is at a premium. Office computer servers are housed in a closet. Company SCADA hardware is located on a corner desktop in the meeting room. Due to a lack of adequate public meeting space, the Company currently utilizes the City of Upland Council chambers for its Board Meetings.

The Company has an opportunity to consolidate onto property located at Benson Avenue and 18th Street. Relocating to the Benson Property will allow the Company to build a presence closer to our retail customers while modernizing our facilities.

Status:

-
- 06/15/2016 – Needs Assessment contract and Authorization-to-Proceed issued to Claremont Environmental Design Group.
 - 12/18/18 – BL – Board approved 2019 budget, which includes conceptual/design services for this project.
 - 03/11/19 – BL – City of Upland Council approved purchase of south portion of Benson Property.
 - 4/5/19 – BL – Title report received from City
 - 4/22/19 – BL – City notified Company that State is taking longer than expected on project funding. City requested escrow time extension
 - 4/23/19 – BL – AFC appoints Director Cable to Ad hoc committee and Director Sanchez as alternate.
 - 5/13/19 – BL – City Council approves escrow time extension
 - 5/21/19 – BL – Escrow time extension on Board Agenda for review.
 - 6/12/19 – BL – Reconvened Ad Hoc Committee
 - 7/10/19 – BL – Ad Hoc Committee met to review draft RFP for architectural service.
 - 7/30/19 – BL – Request for Qualifications released and posted on website.
 - 8/30/19 – BL – Two Statement of Qualifications (SOQ) received: CEDG and BCA. Ad Hoc committee to review with intent to bring recommendation to full Board in October.

Contacts	Name	Phone / email
CEDG	Erik Peterson	909.973.7282 info@cedg-design.com

Project Title: **WFA Connection**
 Construction Order: **1601**
 Approved Budget: \$ **110,000**

	Estimated	Actual
Design Start Date:	7/9/05	7/9/05
Design Completion Date:	12/1/18	
Construction Start Date:	5/1/19	
Constuction Completion Date:	7/1/19	
Project Close Out Date:	9/1/09	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Permitting/CEQA			\$ -	\$ -
Engineering	CivilTech	\$ 30,895.00	\$ 20,790.00	\$ 10,105.00
Geotechnical			\$ -	\$ -
Surveyor			\$ -	\$ -
Environmental			\$ -	\$ -
Prime Contractor		\$ -	\$ -	\$ -
	TOTAL	\$ 30,895.00	\$ 20,790.00	\$ 10,105.00

Total Budget: **\$110,000**

Engineering/Project Management: \$31,000

Construction: \$79,000

Fiscal Year 2018 Invoiced: \$21,000

Fiscal Year 2019 Budget: **\$89,000**

Schedule:

Design Project: 2018

Bid Project: Winter 2019

Award Bid: Spring 2019

Construction: Summer 2019

Project Description

Location: WFA facilities @ Benson Avenue



Justification: Install 16" pipeline connecting Company's existing surface water pipeline on Benson Avenue to WFA Facilities. The intent of this project is to allow San Antonio Creek surface water to be delivered straight to the WFA facilities. Delivering surface water to the WFA facilities will increase the Company's ability to meet entitlement for those stockholders that are members of, and receive water from, WFA; City of Upland, City of Pomona and Monte Vista Water District.

Status:

- 02/19/2016 – BL – Design contract and Authorization-to-Proceed issued to CivilTech Engineering.
- 12/17/18 – BL – CivilTech emailed draft schematic of lab layout and pipeline design to WSA for review.
- 12/18/18 – BL – Board approved 2019 budget, which contains this project.
- 1/14/19 – BL – WFA provided comments on draft plans back to Civiltech, who will make modification and finish design.
- 1/15/19 – BL – Staff notified that WFA is currently reviewing water quality analyzers, which will impact location and availability of space on the lab walls. WFA states they are at least a few months away from selecting.
- 1/31/19 – BL – Civiltec provided modified concept drawings to WFA showing possible pipeline alignments.
- 2/5/19 – BL – WFA provided comments and questions regarding proposed pipeline alignments.

2/27/19 – BL – emails between consultant and WFA staff regarding design and layout. WFA staff estimate a few months remaining to selecting analyzer.

8/14/19 – BL – Staff received an email informing us that WFA is moving forward with modification to their lab that will not include the additional analyzers for Company water. By appearances, the WFA is no longer interested in increasing local water delivery to their customers. Staff is trying to figure out what happened.

Contacts	Name	Phone / email
Civiltec Engineering, Inc.	Terry Kerger	626.357.0588 tkerger@civiltech.com

Project Title: **Holly Drive Reservoir, Phase 1&2**
 Construction Order: **1602**
 Approved Budget: \$ **621,000** 12/18/18

	Estimated	Actual
Design Start Date:		4/15/16
Design Completion Date:		10/17/18
Construction Start Date:	1/15/19	5/1/19
Constuction Completion Date:	1/12/20	
Project Close Out Date:	3/1/20	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Engineering	TKE Eng	\$ 186,970.00	\$ 176,892.84	\$ 10,077.16
Construction Services, P1		\$ 60,000.00	\$ 59,184.65	\$ 815.35
Prime Contractor, P1	James McMinn, Inc.	\$ 236,836.40	\$ 150,405.33	\$ 86,431.07
Original Contract		\$ 228,600.00	\$ 150,405.33	
CO#1		\$ (663.60)	\$ -	
CO#2		\$ -	\$ -	
CO#3	jute/wattles	\$ 8,900.00	\$ -	
Prime Contractor, P2			\$ -	\$ -
TOTAL		\$ 720,642.80	\$ 536,888.15	\$ 183,754.65

Total Budget: **\$621,000**

Engineering/Project Management: \$221,000

Construction: \$400,000

Fiscal Year 2016 Invoiced: \$62,000

Fiscal Year 2017 Invoiced: \$51,000

Fiscal Year 2018 Invoiced: \$48,000

Fiscal Year 2019 Budget: **\$460,000**

Schedule:

Design Project: 2016-2018

Bid Project: December 2018

Award Bid: Spring 2019

Construction: Summer 2019

Project Description

Location: Holly Drive, North of San Antonio Heights



Justification: Initially, project was conceived as a simple 60,000-gallon tank replacement. Predesign analysis determined that fire flow and storage requirements would be better served by installing two 120,000-gallon tanks at the site. Design costs jumped due, in part, to necessary surveying, geotechnical and environmental requirements enlarging site to accommodate two tanks. Project construction is currently split into three parts; geotechnical earthwork, install new second tank, demolish and replace existing tank. The first construction project (earthwork) design is completed. Bid award is scheduled for December 18, 2018. Design for the Second phase, constructing the new tank, is scheduled to be completed in the first quarter of FY 2019. Bidding the second phase is scheduled for the second quarter of FY2019, with construction beginning soon after.

The third phase, demolishing the original 60,000-gallon tank and replacing with a new 120,000-gallon tank, is not yet scheduled.

Status:

02/19/2016 – Design contract and Authorization-to-Proceed issued to TKE Engineering.

10/2018 – BL – Phase I 100% Plans and Specs reviewed. Engineer authorized to prepare bid documents.

11/2018 – BL – Phase I contract advertised for bid.

- 12/12/18 – BL – Five bids received and opened for Phase I.
- 12/18/18 – BL – Board approved 2019 budget, which contains Phase 1 & 2 for this project.
- 12/18/18 – BL – Board authorizes staff to execute construction contract with McMinn Construction for \$238,600.
- 12/26/18 – BL – Company issues Notice of Award
- 1/2/19 – BL – McMinn executes Notice of Award
- 1/2/19 – BL – McMinn executes Construction Agreement
- 1/2/19 – BL – McMinn provides Certificate of Liability Insurance
- 1/3/19 – BL – Water Board informed Dodson of new CEQA guidelines adopted by California Natural Resources Agency. Dodson reviewing to see if any changes are required to project IS/MND prior to circulation.
- 1/8/19 – BL – Company returns fully executed Construction Agreement to McMinn
- 1/23/19 – BL – MND sent to clearing house, starting the 30-day comment period. Review period ends 2/22/19
- 1/24/19 – BL - Notices posted at site, office and County Clerk. Affidavit of posting signed by BL and returned to the State.
- 2/7/19 -BL – Staff, consultant and contractor working to schedule a preconstruction meeting.
- 2/22/19 – BL – MND comment period ends. One comment received; SCAQMD
- 2/27/19 – BL – consultant finalized MND
- 3/1/19 – BL – Preconstruction meeting held at offices of TKE. BL signed contract and emailed to engineer and contractor.
- 3/25/19 – BL – CEQA process official complete per email from water board.
- 3/27/19 – BL – Material Submittals being provided.
- 5/6/19 – BL – Construction Started. Excavation of material.**
- 5/14/19 – BL – Contractor and Engineer working though issue regarding staking of foundation.
- 07/09/19 – BL – Contractor essentially completed. Engineer and GM to conduct final site walk-through.
- 08/07/19 – BL – Final punch list provided to contractor.
- 09/09/19 – BL – Contractor has completed punch-list. Staff has initiated CO#3 to lay down jute netting and straw wattles to secure the site for Winter rains. CO#3 cost is \$8,900.

Contacts	Name	Phone / email
TKE Engineering, Inc.	Terry Renner Vice President	951.680.0440 trenner@tkeengineering.com
McMinn, Inc.	Keith Archibek, Project Manager	O 909.514.1231 M 951.294.1854

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Senior Env. Scientist

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Project Title: **Reservoir 7 Roof Repair**
 Construction Order: **1701**
 Approved Budget: \$ **1,160,000** 12/18/18

	Estimated	Actual
Design Start Date:		7/2/18
Design Completion Date:	12/1/18	2/11/19
Construction Start Date:	4/1/19	4/12/19
Construction Completion Date:	8/1/19	
Project Close Out Date:	10/1/19	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Structural Inspection	Harper	\$ 51,230.00	\$ 51,230.00	\$ -
Engineer	CivilTech	\$ 83,850.00	\$ 70,745.00	\$ 13,105.00
	Original Contract	\$ 62,750.00	\$ 62,750.00	\$ -
	CO#1	\$ 21,100.00	\$ 7,995.00	\$ 13,105.00
Geologist	Geocon	\$ 12,350.00	\$ 6,072.50	\$ 6,277.50
	Original Contract	\$ 6,150.00	\$ 6,072.50	\$ 77.50
	5/20/19 CO#1	\$ 1,200.00	\$ -	\$ 1,200.00
	6/17/19 CO#2	\$ 5,000.00	\$ -	\$ 5,000.00
Prime Contractor	SCW Contracting	\$ 1,213,404.15	\$ 548,227.13	\$ 665,177.02
	Original Contract	\$ 1,013,415.00	\$ 548,439.31	\$ 464,975.69
	CO#1	\$ -	\$ -	\$ -
	CO#2	\$ (212.18)	\$ (212.18)	\$ -
	CO#3	\$ 20,344.33	\$ -	\$ 20,344.33
	<i>CO#4 (proposed)</i>	<i>\$ 179,857.00</i>	<i>\$ -</i>	<i>\$ 179,857.00</i>
	TOTAL	\$ 1,360,834.15	\$ 676,274.63	\$ 684,559.52

Total Budget: **\$1,160,000**

Engineering/Project Management: \$160,000

Construction: \$1,000,000

Fiscal Year 2017 Invoiced: \$57,000

Fiscal Year 2018 Invoiced: \$44,000

Fiscal Year 2019 Budget: **\$1,059,000**

Schedule:

Design Project: 2018

Bid Project: Winter 2019

Award Bid: Spring 2019

Construction: Spring/Summer 2019

Project Description

Location: Intersection of North Mountain Avenue and North Euclid Avenue



Justification: Reservoir 7 currently has a wooden roof that is in serious disrepair. Water quality issues require secure and safe roofing on reservoirs. The Company is planning on installing an aluminum roof to replace the wood roof. Installing a new roof will require installing a concrete perimeter, new access stairways and associated appurtenances.

Status:

04/25/2017 - BL – Design contract and Authorization-to-Proceed issued to CivilTech Engineering.

11/30/2018 – BL – 100% Design reviewed. Engineer authorized to prepare bidding docs.

12/18/18 – BL – Board approved 2019 budget

1/3/19 – BL – Contract docs reviewed and returned to engineer for bidding preparation. BL removed federal fund requirements from contract

1/9/19 – BL – BL signed County encroachment permit. Engineer to process.

1/11/19 – BL – BL eMailed plans to State Waterboard Engineer for review and comment

1/16/19 – BL – State responded by eMail with no comments.

2/7/19 – BL – Bid schedule set. Bid package available on 2/14, prebid mtg on 2/26 and bid opening on 3/7

2/12/19 – BL – Bid package uploaded and available on company website.

2/26/19 – BL – prebid meeting held. Five contractors showed; four prime and one sub. Visited job site with at least two contractors

3/1/19 – BL – prebid Q&A posted to website and emailed to those contractors in attendance.

3/7/19 – BL – bid opening. Four bids received.

3/19/19 – BL – Contract awarded to SCW Contracting for \$1,013,415.

3/20/19 - BL – NOA executed

4/9/19 – BL – Preconstruction meeting

4/15/19 – BL – NTP Signed for April 22, 2019.

4/22/19 – BL – Construction started. Demolition of existing facility.

05/16/19 – BL – Change Order #1 executed. No cost change order. Added 81 days to construction schedule due to manufacturing of dome.

05/23/19 – BL – Change Order #2 executed. Deducted unnecessary pipeline removal and added additional footing work. Net change to contract (\$212). No additional days.

07/05/19 – BL – Change Order #3 executed. Additional \$20,344 due to poor soil conditions not identified in Geotech report. Needed to secure footing.

08/20/19 – BL – Change Order #4 presented to Board for approval. Includes geosynthetic lining of reservoir.

08/28/19 – BL – staff, Director Goss and Engineer Kerger met to discuss CO#4. Questions developed and forwarded to Contractor.

08/28/19 – BL – Contractor has started installation of aluminum geodesic dome roof.

Contacts	Name	Phone / email
Civiltec Engineering, Inc.	Terry Kerger	626.357.0588 tkerger@civiltech.com
SCW Contracting, Inc.	Juniper Filanc-Bowen Project Manager	760.728.1308 juniper@scwcompanies.com
	Peter Kogler Senior Project Manager	760.728.1308 pkogler@scwcompanies.com
Sate Waterboard	Hector Cazares Water Resource Control Engineer	909.383.4312 hector.cazares@waterboards.ca.gov
	Eric Zuniga District Engineer	eric.zuniga@waterboard.ca.gov

Project Title: **Campus Avenue Pipeine**
 Construction Order: **1807**
 Approved Budget: \$ **517,000** 12/18/18

	Estimated	Actual
Design Start Date:		7/2/18
Design Completion Date:	12/1/18	6/11/19
Construction Start Date:	4/1/19	
Constuction Completion Date:	6/1/19	
Project Close Out Date:	8/1/19	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Engineer	CivilTech	\$ 58,324.00	\$ 29,858.78	\$ 28,465.22
Prime Contractor	TE Roberts	\$ 404,364.00	\$ -	\$ 404,364.00
	TOTAL	\$ 462,688.00	\$ 29,858.78	\$ 432,829.22

Total Budget: **\$517,000**

Construction: \$485,000

Fiscal Year 2018 Invoiced: \$21,000

Fiscal Year 2019 Budget: **\$496,000**

Schedule:

Design: Late 2018

Bid Project: Winter 2019

Award Contract: March 2019

Construct Pipeline: Spring – Summer 2019

Close Contract: Fall 2019

Project Description



Location: Campus Ave, between 20th and 22nd Street

Justification: Replace aging 8" and 10" pipeline that traverses over private property within backyards. Relocate pipeline alignment to Campus Ave and 20th Street.

Status:

07/2018 – Contract awarded and authorization to proceed issued.

11/30/2018 – BL – 100% plans reviewed. Engineer authorized to prepare Bid Documents.

12/18/18 – BL – Board approved 2019 budget, which contains this project.

03/13/19 – BL – plans under review by City of Upland.

04/11/19 – BL – City finalizing review

05/02/19 – BL – Plan checker assigned to review project no longer works for City. Engineer working to reconnect and obtain schedule for City.

06/24/19 – BL – Plan check completed. Plans signed and bid package compiled. Project put out to bid.

06/27/19 – BL – Contractor Job Walk

07/18/19 – BL – Bid Opening. Four bids received. Apparent low bidder is TE Roberts @ \$404,364

08/20/2019 – BL – Board awarded contract to TE Roberts @ \$404,364.

8/21/19 – BL – Staff issued 'Notice of Award' to TE Roberts, who acknowledged and returned.

8/30/19 – BL – Bonds and Insurance received.

09/03/19 – BL – Construction Contract fully executed.

Contacts	Name	Phone / email
Civiltec Engineering, Inc.	Terry Kerger	626.357.0588 tkerger@civiltech.com

Project Title: **New Company SCADA**
 Construction Order: **1808**
 Approved Budget: \$ **130,000** 12/18/18

	Estimated	Actual
Design Start Date:		7/2/18
Design Completion Date:	12/1/18	1/15/19
Construction Start Date:	4/1/19	
Constuction Completion Date:	6/1/19	
Project Close Out Date:	8/1/19	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Material Supplier	Inland Productivity	\$ 17,750.09	\$ 17,809.60	\$ (59.51)
Engineer	TESCO	\$ 100,000.00	\$ 99,336.65	\$ 663.35
Prime Contractor			\$ -	\$ -
	TOTAL	\$ 117,750.09	\$ 117,146.25	\$ 603.84

Total Budget: **\$130,000**

TESCO Contract:	\$100,000
Inland Productivity Contract:	\$18,000
Contingency:	\$12,000

Fiscal Year 2018 Budget: **\$130,000**Proposed Carry Over to 2019: **\$130,000**Schedule:

Develop HMI Screens:	October 2018
Purchase Equipment:	December 2018
Integrate System:	December 2018 – January 2019
Install System:	January – February 2019

Project Description

Location: Various locations throughout Company service area. Primary location of servers will be at Company main office.

The Company currently has 21 remote Supervisory Control and Data Acquisition (SCADA) control sites consisting of reservoirs, booster stations and wells. A SCADA system is used to remotely monitor, record and control remote sites by computer (e.g. record reservoir levels or turn on booster stations) through radio, wifi, cellular or modem communication. A SCADA system consist of the control computer and remote Programable Logic Controllers (PLCs) at each control site. The master control and recording computer currently sits at the corner of a desk in the Company's office meeting room.

SAWCo currently uses an *Iconics* SCADA control system. It is an older system that has been experiencing communication issue s with the Company's remote sites.

Staff is proposing replacing the master control and recording computer with new hardware and software. The new hardware would be installed in the Company's computer closet, providing better protection and environmental control.

Staff is proposing new software from *ClearSCADA*. As a product of Schneider Electric, it is predominant in the industry, has a long history within the marketplace, is extremely scalable, easy to integrate, compatible and adaptable with leading industry PLC products, and is highly supported. PLCs are the computers located at remote sites that communicate with the central SCADA control computer.

Staff is working with TESCO Controls, Inc., an industry leading system integrator. A system integrator assembles all the hardware and software components into a viable system.

Status:

- 11/27/18 – BL / Bring TESCO proposal and Inland Productivity quote to PROC for ratification.
- 11/27/18 – BL / PROC unanimously approved moving staff recommendation to the full Board.
- 12/18/18 – BL – Board approved 2019 budget, which contains this project.
- 12/18/18 – BL – Board authorizes \$120k for project and purchase of equipment.
- 12/27/18 – BL – BL executes equipment purchase order. Emailed Inland Productivity
- 1/25/18 – BL – Hardware has arrived and is being shipped to TESCO in Sacramento for integration.
- 2/22/19 – BL – TESCO and Inland Productivity coordinating for installation at end of March.
- 4/8/19 – BL – TESCO informed Company that software is not performing as desired and requested to work directly with Inland Productivity to resolve issue.
- 5/15/19 – BL – Installation of hardware scheduled for 5/21
- 7/9/19 – BL – Hardware and software installed. Bug and glitch tracking to continue until staff is satisfied.

Contacts	Name	Phone / email
System Integrator: TESCO Controls Inc		
	Alex Leeth Technical Sales	aleeth@tescocontrols.com 916.395.8800 ext. 2606
	John Zitlau Project Manager	jsitlau@tescocontrols.com (O) 916.395.8800 ext. 3005 (D) 916.596.4529
Hardware Procurement: Inland Productivity		
	Eric Hanson Sr. Solution Developer	ehanson@inland-prod.com 909.981.4500

Project Title: **Automated Meter Reading (AMR)**
 Construction Order: **1901**
 Approved Budget: \$ **25,000** 12/18/18

	Estimated	Actual
Design Start Date:	2/4/19	2/4/19
Design Completion Date:	3/4/19	
Construction Start Date:	8/1/19	
Constuction Completion Date:	8/1/22	
Project Close Out Date:	11/1/22	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo		\$ -	\$ -
Supplier	Aquametrics			
	Task 1: Radio Survey	\$ 400.00	\$ 400.00	\$ -
			\$ -	\$ -
	TOTAL	\$ 400.00	\$ 400.00	\$ -

Total Budget: **\$25,000**

Construction: \$25,000

Fiscal Year 2019 Budget: **\$25,000**

Schedule:

Purchase Meters: Winter 2019

Install Meters: Throughout 2019

Project Description

Location: Various locations within Company's retail service area.

Justification: Best practice is to replace retail water meters every seven to ten years. Staff is recommending replacement of 141 retail water meters: 125 – ¾" meters and 16 1" meters.

Staff is currently preparing budgetary numbers for installation of an Automated Meter Reading (AMR) system that would allow the Company to read meters on a daily basis, providing early detection of leaks or other problems on customer accounts. Additionally, AMR has the potential to allow customers direct web-based access to their water consumption records.

The missing additional component of an AMR system is a service area radio communication network that would read all smart meters from a single location. Sensus' network is called FlexNet. Staff has initiated a radio survey to determine best locations for installation of a FlexNet antenna. The survey will cost \$400. Once the survey is complete staff will be able to develop a budgetary cost proposal for implementation of an AMR system.

Status:

12/18/18 – BL – Board approved 2019 budget, which contains this project.

02/04/19 – BL – Staff met with Aquametrics, current meter supplier and meter reading support company, to discuss what options are available for 'smart' meters. Currently, the District is replacing aged meters with new Sensus iPERL meters. The iPERL is a 'smart' meter and can be adapted to an Advanced Metering Infrastructure System (AMI) with the correct transmitter installed at the meter box. About 30% of the Company's currently installed meters are iPERL.

03/07/19 – BL – Field staff met with Aquametrics to review available locations for receiver antenna.

5/6/19 – BL – Staff met with Aquametrics to review radio survey. Two antennae recommended.

5/15/19 – BL – Aquametrics provided quote. Staff is reviewing and developing questions.
8/16/19 – BL – Staff is searching for alternatives.

Contacts	Name	Phone / email
Aquametrics	Steve Kamiyama Account Manager	951.233.9545 steve.kamiyama@aqua-metric.com

Project Title: **Cucamonga Crosswalls Mitigation**

Construction Order: **1902**

Approved Budget:	\$	50,000	2019 Mitigation
	\$	50,000	2020 Mitigation
	\$	50,000	2021 Mitigation
	\$	50,000	2022 Mitigation
	\$	50,000	2023 Mitigation
TOTAL	\$	250,000	

	Estimated	Actual
Design Start Date:	4/12/19	4/12/19
Design Completion Date:	NA	
Construction Start Date:	9/1/19	
Construction Completion Date:	12/1/23	
Project Close Out Date:	2/1/24	

Budget	Firm	Contract/Budget	Invoiced/Spent to	
			Date	Remaining
Staff	SAWCo		\$ -	\$ -
Environmental	Michael Baker Int.			
	Task 1: Baseline Weed Survey	\$ 4,200.00	\$ 4,200.00	\$ -
	Task 2: Native Seed Mix Quantities	\$ 1,400.00	\$ 1,400.00	\$ -
	Task 3: Restoration Contractor Coordination	\$ 3,500.00	\$ 1,750.00	\$ 1,750.00
	Other Direct Costs	\$ 400.00	\$ 200.00	\$ 200.00
Prime Contractor			\$ -	\$ -
	TOTAL	\$ 9,500.00	\$ 7,550.00	\$ 1,950.00

Total Budget: **\$250,000**

Environmental Monitoring: \$100,000

Environmental Mitigation: \$150,000

Fiscal Year 2019 Budget: **\$50,000**

Environmental Monitoring: \$20,000

Environmental Mitigation: \$30,000

Schedule:

Mitigation Request for Proposals: Jan-Feb 2019

Mitigation for 2019: Mar- Apr 2019

Mitigation for 2020: Mar- Apr 2020

Mitigation for 2021: Mar- Apr 2021

Mitigation for 2022: Mar-Apr 2022

Mitigation for 2023: Mar-Apr 2023

Project Description



As a condition of the Cucamonga Crosswalls repair project, the Company committed to conduct mitigation and associated environmental monitoring for a period of no less than five years. This commitment was a condition of the California Department of Fish and Wildlife Streambed Alteration Agreement.

The mitigation includes yearly removal of invasive plant species and seeding of native plant species. Mitigation will occur in the late winter-early spring months. The intent is to provide enough time for native and invasive seed to germinate but not establish strong roots or go to seed.

Status:

12/18/18 – BL – Board approved 2019 budget, which contains 2019 mitigation phase for this project.

1/9/19 – BL – BL email to Millington/Spencer regarding possible contractors for remediation work.

1/11-ish/19 – BL – earthen-fill crosswalls breached due to river flow.

1/29/19 – BL – Met with contractor and County on-site. Contractor working to make temporary repairs to the breached areas of the walls. Repairs consist of pushing rock and soil back into place with bulldozers.

2/1-ish/19 – BL – Storm breached two of the repaired crosswalls. Other repairs are holding.

4/2/19 – BL – Company met with MB International to discuss mitigation contractor services. Company requested MBI to coordinate with five contractors and return with a recommendation.

4/12/19 – BL – Company contracted with MBI to coordinate restoration services.

5/6/19 – BL – Habitat Conservation Management Plan (HCMP) updated by consultant to include native seed quantities

7/9/19 – BL – Staff working with EnvCon to establish parameters for work described in HCMP. Initial costs to conduct work came in near \$500k and are not realistic.

9/9/19 – BL – Staff working with EnvCon to initiate a modified rehabilitation plan, reducing work area to land outside of basins. In conjunction with work plan, staff will develop a long-term maintenance plan with intent to secure long-term environmental permits.

Contacts	Name	Phone / email
TKE Engineering, Inc.	Terry Renner Vice President	951.680.0440 trenner@tkeengineering.com
Michael Baker International	Ashley M. Spencer Biologist	949.472.3454 Ashley.spencer@mbakerintl.com
	Tom Millington Senior Biologist	949.855.5777 tommillington@mbakerintl.com

Project Title: **Edison Box 24" Drain Valve**
 Construction Order:
 Approved Budget: \$ **44,000**

	Estimated	Actual
Design Start Date:	6/17/19	
Design Completion Date:	6/30/19	
Construction Start Date:	7/1/19	
Construction Completion Date:	7/30/19	
Project Close Out Date:	9/30/19	

Budget	Firm	Contract/Budget	Invoiced/Spent to Date	Remaining
Staff	SAWCo	\$ 44,000.00	\$ -	\$ 44,000.00
			\$ -	\$ -
	TOTAL	\$ 44,000.00	\$ -	\$ 44,000.00

Total Budget: **\$44,000**

Construction: \$44,000

Fiscal Year 2019 Budget: **\$26,400 (remainder covered by City of Pomona under 60/40 split cost share.)**

Schedule:

Purchase and Install Valve: Summer 2019

Project Description

Location: Edison Box



Justification: Current drain line drop gate is damaged and unable to hold back water. Water is passing under gate and discharging back to San Antonio Creek. Proposal is to purchase and install inline drain valve downstream of drop gate.

Status:

12/06/18 – BL – Bring to Board @ Budget Workshop.

12/18/18 – BL – Board approved 2019 budget, which contains this project.

Contacts

Name

Phone / email

Agenda Item No. 6A

Item Title: Policy for Online Payment Transaction Charge

Purpose:

Discussion and possible action regarding implementing a transaction convenience fee for on-line water bill payments.

Issue:

Should the Company charge a convenience fee to recover (partially or wholly) fees charged by both the online payment processing company and billing software company?

Manager's Recommendation:

The Board authorize, pending legal review, initiating a per transaction convenience fee of \$3.00 to all payments made from the Company's website effective January 1, 2020.

Background:

The Company currently accepts on-line payments up to \$1,500.00 for shareholder's water bills. Online payment processing company ETS/Elavon charges a fee based on a percentage of the payment. Billing software company Tyler charges a flat \$1.25 fee per transaction.

To date the Company has been absorbing these additional fees.

Over the last 17 months:

- An average of 106 shareholders per month have used the on-line payment option (~9% of shareholders).
- The average per transaction fee charge by ETS/Elavon is \$2.12.
- The flat per transaction fee charged by Tyler is \$1.25.
- Therefore, the average charge per transaction \$3.37.
- The average yearly total cost of these additional fees is approximately \$4,300.

During the August 2019 AFC meeting there was discussion regarding charging actual cost to each individual payment. This would require splitting the charges instead of a single flat charge. Staff has confirmed that the charges can be split and included in each payment 'at cost'. The AFC recommended bringing the issue to the full Board for further discussion, with support for staff recommendation.

Prior to implementation, staff will ask legal counsel for a review of the policy. It appears that California law (Cal. Civil Code §1748.1) conflicts with judicial rulings regarding credit card 'surcharges'. In a nutshell, the California law prohibiting surcharges has been ruled unconstitutional. Similar laws in New York and Florida have also been ruled unconstitutional. Ironically, 'convenience fees' do not appear to have the same legal issues.

Agenda Date: September 17, 2019

Impact on the Budget:

A yearly revenue increase of ~\$3,800, helping to offset a yearly expense of ~\$4,300.

Net result would reduce Company on-line fee expenses from ~\$4,300 per year down to ~\$500 per year.

Previous Actions:

None.

Agenda Item No. 6B

Item Title: Review Impact of 9/80 Work Schedule

Purpose:

To review the impacts, if any, of the March 2019 change in Company standard operating hours from 8-hour workdays Monday thru Friday, to 9-hour workdays Monday thru Thursday, and rotate working an 8-hour Friday with closing the Company on the alternate Friday.

Issue:

Six-Month Review of the 9/80 Work Schedule

Manager's Recommendation:

Maintain current standard operating hours of 9-hour workdays Monday thru Thursday and rotate working an 8-hour Friday with closing the Company on the alternate Friday.

Background:

At its regularly scheduled February meeting the Board approved modification of the Company's operating hours from 8-hour workdays Monday thru Friday, to 9-hour workdays Monday thru Thursday, and rotate working an 8-hour Friday with closing the Company on the alternate Friday, implementing a 9/80 work schedule. The approval was conditioned on a six-month review of the new 9/80 schedule.

The Company started the new 9/80 schedule on March 1, 2019. Staff response has been extremely positive. The Company has received one public complaint, by voice mail, about 'taking our lunch hour at the posted time', on a scheduled closed Friday. No name or number were provided so we were not able to respond. Through July, O&M Labor expenses are about 10% below budget.

Previous Action:

Presented to the AFC on October 23, 2018. Committee recommended bringing to the Board for consideration and authorization of the 9/80 work schedule beginning 2019 with vote by staff and 6-month status update.

Presented to the full Board on November 13, 2018. Board requested that the Company conduct outreach to the San Antonio Heights and return for consideration.

Presented to the full Board on February 19, 2019. Board approved change to a 9/80 schedule conditioned on a six-month review after implementation.

Impact on Budget:

Increase of \$5,000 for On Call rounds.

Agenda Date: September 17, 2019

Agenda Item No. 6C

Item Title: Response to Allyn Scheu Regarding Replacement of Key Office Facilities

Purpose:

To review a draft letter response to Allyn Scheu regarding replacement of key office facilities.

Issue:

Should the Company send the draft letter as written?

Manager's Recommendation:

Authorize General Manager to sign and send letter.

Background:

On August 29, 2019 Allyn Scheu sent the attached letter to the Company. A proposed draft response is attached for Board review.

Impact on the Budget:

None

Previous Actions:

None

LELAND SCHEU
ALLYSON SCHEU McQUADE



Item 6C
ALLYN B. SCHEU
CRAIG A. SCHEU

RECEIVED

AUG 29 2019

San Antonio Water Company

August 22, 2019

Dear San Antonio Water Board and Brian,

I have become aware of the Water Company's desire to build a new Centralized Office Headquarter Building in the neighborhood it primarily services. I can be sympatric to the Company's desire to conduct business near their customer base, located under one roof, that is spacious, modern, energy efficient and provides enough room for record storage and parking, but feel that the \$4 million price tag is excessive.

How does the Water Company plan to pay for this? Your customer base is a select group/area of residences in Upland. The commodity your company manages is one that is a necessity and continues to cost more and more money and one day may cease to exist. I feel that others, as myself, will see this desire to build this facility as a want and not a need. Additionally, I do not think that this will be welcomed news as the water company last year increased rates and implemented a monthly "water availability charge". I was under the impression that the rate increase and the availability charge were necessary to fund the reservoir and well repairs.

I would like to add, however, that my family and I have been citrus growers for the better part of 100 years in Upland and have scattered real estate projects in the city and I do greatly appreciate the service and diligence that the staff, specifically Roberta Thomas and Tommy (and all tech's in the field) who always deliver superb service and meet all of my San Antonio Water Company needs.

Sincerely,

A handwritten signature in black ink, appearing to read "Allyn Scheu", is written over a printed name.

Allyn Scheu
Scheu Management Company
President

September 17, 2019

Allyn Sheu, President
Scheu Management Company
177 East D Street
Upland, CA 91786

Subject: Proposed Replacement of Company's Administration and Operations Capital Facilities

Dear Allyn,

Thank you for expressing concerns regarding the Company's efforts to replace two century-old capital facilities. I have shared your concerns with our Board and look forward to having an open community discussion regarding our plans. All of us at SAWCo will continue our efforts to ensure the Company's continued positive regional impact is clearly projected to the community.

The Company is currently working out of facilities that are over one hundred years old and 'out of code'. Due to space constraints (e.g. parking, equipment and material storage) and modern code compliance issues (e.g. seismic, mechanical, electrical) the Company has been working for the past several years to consolidate our operations onto a single parcel.

We do not plan to use water availability charges or rates to fund this project. In fact, the Company is excited to show in our upcoming Master Plan that current rates sufficiently cover a steady replacement of pipes, pumps and tanks that will provide for the Company's needs for years to come.

The primary source of funds for this project will be the sale of surplus property. Revenue from the sale of vacant land, our administration office on Euclid Avenue and our operations yard on First Street are intended to fund construction of the new campus.

Thank you for the kind words regarding our employees. The San Antonio Water Company wants to assure our shareholders that, just like the last 140 years, this company intends to continue being a fiscally prudent well-run organization for the next 140 years. I look forward to our continued discussions.

Sincerely,

Brian Lee
General Manager
San Antonio Water Company

Agenda Item No. 6D

Item Title: Request for Time Extension, Benson Avenue Property Sale to City of Upland Contract Amendment

Purpose:

Consider City of Upland's request for an escrow time extension to acquire south portion of Benson Avenue property for City's new reservoir.

Issue:

Should Company authorize an escrow time extension for the property sale?

Manager's Recommendation:

Approve request conditioned on a renegotiated sale price.

Appoint negotiator(s) to establish a fair and reasonable sale price.

Background:

The City of Upland desires to acquire the south half of Company's Benson Avenue property for the construction of their new reservoir.

At its regularly scheduled March 2019 meeting, the Board authorized the President and General Manger to execute a Sales Agreement and Escrow Instructions and appurtenant document to facilitate the sale of a portion of Benson Avenue Property to the City of Upland. Escrow was opened on March 31, 2019. Original close of escrow date was scheduled for May 31, 2019.

At the City's request, the Board granted a 120-day escrow extension at its May 2019 meeting. Current close of escrow is scheduled for September 27, 2019.

Due to issues beyond the City's control, funding (SRF) for reservoir construction continues to be delayed. The City has again asked for an escrow extension. If approved, escrow would be scheduled to close sometime between November 26, 2019 and December 31, 2019.

In a letter dated November 16, 2016 the City states that, "... as part of the anticipated property procurement process... SAW Co is willing to sell the property to the City of Upland for a fair and reasonable amount by mutual agreement." Given the almost three year elapsed time between that letter and the proposed close of escrow, staff believes it is warranted to renegotiate what is a 'fair and reasonable price'.

The property appraisal was completed in Spring 2017, establishing a sale price of \$1,720,000. Property values have increased in the 30 months since. Assuming a 2.5% per year increase, the property value would be roughly \$100k higher today than in early 2017.

Previous Action:

July 2017 – Board ratified property appraisal of \$1,720,000 and committed to hold that price through 2018.

December 2018 – Board authorized to hold price through March 31, 2019.

March 2019 – Board adopted Resolution 2019-01-02, approving the sale of a portion of Benson Ave. Property to City of Upland.

May 2019 – Board authorized amendment to purchase contract extending escrow by 120 days. New Close of Escrow scheduled for September 27, 2019

Impact on Budget:

\$1,720,000 in non-water sale property disposition revenue, split over multiple years.

An estimated \$27,000 in non-water sale property rental revenue, split over multiple years.



PUBLIC WORKS DEPARTMENT
1370 North Benson Avenue
Upland, California 91786-0460
Telephone (909) 291-2930
Facsimile (909) 291-2974

November 16, 2016

Charles Moorrees
General Manager
San Antonio Water Company
139 N. Euclid Avenue
Upland, CA. 91786

Subject: Notice of Intent to Purchase a Portion of the SAW Co. Property Located on the NWC of 17th Street & Benson Avenue (APN 1005-271-03)

Dear Mr. Moorrees:

On October 10, 2016, the City of Upland City Council authorized permission to proceed toward acquiring a portion (the south half of the site, approximately 2.4 acres) of the subject property to serve as a future 17th Street Reservoir per my letter of September 20, 2016. As part of this process I will be procuring professional property appraisal services to determine the fair market value of the property necessary for the future reservoir.

The property purchase is contingent upon receiving required approvals to construct the proposed reservoir and securing a Drinking Water - State Revolving Fund (SRF) Loan or other financing mechanism satisfactory to the City. The following items would be considered as part of the anticipated property procurement process.

- Permission from SAW Co. to submit an application and process Land Development related items with the City of Upland for proposed 7.5MG Replacement Reservoir
- Permission to access the property (City personnel, contractor, consultants) to perform surveying, geotechnical testing, excavate for utility locations, perform site investigations, and environmental studies/evaluations as may be required
- Permission to submit the necessary property related documents for the financing of the property acquisition and future proposed improvement (SRF, etc.)
- Permission to retain a professional property appraiser to determine the fair market value of the property for use in the acquisition process
- SAW Co. is willing to sell the property to the City of Upland for a fair and reasonable amount by mutual agreement

All of the above elements are necessary to perform due diligence work, including plan development and project approvals, prior to final property acquisition. At this time, SAW Co. is holding \$494,492.26 in connection with 2015 Upland Service Agreement, we anticipate these moneys could be used to fund the property acquisition or returned to the City of Upland when the transfer and payment is made for the property so the City could use this money for other needs. After the two parties agree on the acquisition amount, we can determine the next step, such as escrow.

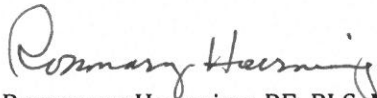
The consultant(s) under contract with the City will be required to provide normal insurance and will indentify SAW Co. and the City of Upland as an additionally insured under their certificate of insurance prior to starting work on the site.

It is my intension to keep you informed as we proceed forward with the project to coordinate the facilities and joint access and ensure the process is smoothly implemented. The City request that you or your staff be available to consult with during the development of project plans to keep the project process efficient and timely.

Please sign and return this letter to signify your acceptance of the outlined provisions in this Notice of Intent to Purchase a Portion of the SAW Co. Property.

Should you have any questions or need additional information, please let me know.

Sincerely,



Rosemary Hoerning, PE, PLS, MPA
Public Works Director/City Engineer
City of Upland
909-291-2931



Tom Thomas
Board President
San Antonio Water Company



Date

cc: San Antonio Water Company Directors
Martin Thouvenell, Interim City Manager, City of Upland

**SECOND AMENDMENT TO
PURCHASE AND SALE AGREEMENT AND ESCROW INSTRUCTIONS**

This Second Amendment to Purchase and Sale Agreement and Escrow Instructions (this “Second Amendment”) is dated as of September 23, 2019 and is made by and between the San Antonio Water Company, a California corporation (the “Seller”), and the City of Upland (the “Buyer”), a municipal corporation.

RECITALS:

- A. The Buyer has determined that an essential existing 7.5 million gallon reservoir is structurally deficient and in need of replacement.
- B. The Seller and the Buyer previously have entered into that certain Purchase and Sale Agreement and Escrow Instructions, made and entered into as of March 31, 2019 (the “Original Agreement”), relating to the proposed sale by the Seller to the Buyer of the “Property” (as defined in the Original Agreement) for the Buyer’s replacement reservoir facility project (the “Project”).
- C. Pursuant to the terms of the Original Agreement, escrow for the proposed sale by the Seller to the Buyer of the Property has been opened with Lawyers Title Company.
- D. Since the date of the Original Agreement, the Buyer has been in the final process of securing financing from the California State Water Resources Control Board (the “State Water Board”) under the State Revolving Fund program for the construction of the Project, and the State Water Board has confirmed the completeness of all information required to be submitted by the Buyer to the State Water Board in connection with such construction financing.
- E. The construction financing for the Project and the Original Agreement are intertwined in the following respects: (i) Section 12(i) of the Original Agreement provides that, unless waived by the Buyer, a condition of the Buyer’s obligations to consummate the purchase of the Property thereunder is the issuance by the State Water Board for execution by the Buyer of the final version of the financing agreement providing for the construction financing for the Project and the execution by the Buyer and the State Water Board of such financing agreement; and (ii) while the State Water Board is willing to issue the construction financing agreement prior to the Buyer’s acquisition of the Property, no disbursements will be made by the State Water Board under the construction financing agreement until the Property has been acquired by the Buyer.
- F. In late April 2019, the State Water Board informed the Buyer that, due to complications arising from the State Water Board’s accounting system transition, the State Water Board is experiencing a delay in its issuance of financing agreements under the State Revolving Fund program for all applicants under the program, and to accommodate such delay by the State Water Board, the Buyer and the Seller heretofore have entered into that certain Amendment to Purchase and Sale Agreement and Escrow Instructions, dated as of May 21, 2019 (the “First Amendment”; and together with the Original Agreement, the “Agreement”).

G. The First Amendment provided for the extension of the scheduled outside date for the Close of Escrow and the Closing Date under the Original Agreement from 60 days after March 31, 2019 (i.e., May 30, 2019), as provided in Section 2 thereof, to a total of 180 days after the March 31, 2019 (i.e., September 27, 2019).

H. The Buyer and the Seller have implemented the full extension of the scheduled outside date for the Close of Escrow and the Closing Date provided by the First Amendment, in response to updates from the State Water Board as to the prospective issuance of the financing agreement, as well as a new requirement imposed by the State Water Board in July 2019 upon recipient agencies of funding under the State Revolving Fund Program for a “closing resolution” to supplement prior resolutions and approve the final financing agreement, once available, and for the Buyer’s executed closing resolution to be submitted to the State Water Board, together with approving opinions of legal counsel and executed signature pages of the final agreement, prior to execution by the State Water Board of the final financing agreement.

I. In early September 2019, the State Water Board informed the Buyer that it projects it will issue the financing agreement for the Buyer’s construction costs of the Project in or about October 2019.

J. Due to the foregoing State Water Board delay, projections, and new closing resolution requirement beyond the Buyer’s control, the Buyer has requested the Seller to enter into this Second Amendment for the purpose of extending the scheduled outside date for the Close of Escrow and the Closing Date under the Agreement.

K. The Seller is willing to enter into this Second Amendment.

NOW, THEREFORE, the Seller and the Buyer agree as follows:

Section 1. Amendment to the Agreement. The Agreement is hereby amended by amending and restating the last sentence of Section 2 thereof in its entirety to read as follows:

“The Close of Escrow shall occur on or before that date which is two hundred and forty (240) days after the Effective Date (the “Closing Date”), i.e., November 26, 2019; provided, that the City Manager, on behalf of the Buyer, and the President or the General Manager, on behalf of the Seller, may agree in writing (including by email) to further extend the foregoing period establishing the outside Closing Date to December 31, 2019 for reasons beyond the control of either the Buyer or the Seller, including but not limited to the continued delay in the State’s issuance of the final Construction Installment Sale Agreement referred to in Section 12(i) of this Agreement.”

Section 2. Effect of Second Amendment. Save and except as expressly amended by the First Amendment and this Second Amendment, the Original Agreement shall remain in full force and effect. From and after the date hereof, all references to the “Agreement” shall mean the Original Agreement, as amended by the First Amendment and this Second Amendment.

Section 3. Severability. Invalidation of any of the terms, conditions, covenants, or other provisions contained herein by judgment or court order shall in no way affect any of the

other terms, conditions, covenants, or provisions hereof, and the same shall remain in full force and effect.

Section 4. Governing Law. This Second Amendment shall be governed by and construed in accordance with the laws of the State of California.

Section 5. Counterparts. This Second Amendment may be executed simultaneously in one or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. For purposes of this Second Amendment, facsimile or photocopied signatures shall be deemed to be original signatures, and shall be followed by the immediate overnight delivery of original signature pages.

Section 6. Effective Date. The effective date of this Second Amendment shall be the date first written above.

IN WITNESS WHEREOF, the parties have caused this Second Amendment to be executed as of the date first above written.

SELLER:

San Antonio Water Company,
a California corporation

By: _____
Name: Tom Thomas
Title: President

BUYER:

City of Upland,
a municipal corporation

By: _____
Name: Rosemary Hoerning
Title: Interim City Manager

ATTEST:

Keri Johnson, City Clerk

APPROVED AS TO FORM:

Counsel to San Antonio Water Company

By: _____
Thomas H. McPeters, Esq.

APPROVED AS TO FORM:

Richards, Watson & Gershon,
A Professional Corporation

By: _____
City Attorney