

Legal Affairs Committee Meeting
San Juan Water District
February 2, 2026
1:00 p.m.

Committee Members: Ted Costa, Chair
Manuel Zamorano, Member

District Staff: Adam Larsen, General Manager
Donna Silva, Director of Finance
Tony Barela, Director of Operations
Greg Zlotnick, Director of Water Resources & Strategic Affairs
Elishia Sorensen, Human Resources Specialist
Teri Grant, Clerk of the Board/Executive Assistant
Ryan Jones, Legal Counsel

Members of the Public: User 1

Topics: ADM-3.6 Records Management Policy Update – Records Retention Revisions (W & R)
Board Compensation Review (W & R)
Evaluation of General Counsel (W & R)
Other Legal Affairs Matters
Public Comment

1. ADM-3.6 Records Management Policy Update – Records Retention Revisions (W & R)

Ms. Silva reviewed the written staff report that was provided to the committee which will be included in the Board packet. She explained that the policy needs to be updated to help streamline the personnel file management by moving documents from a 30-year to a 7-year retention period, aligning with legal minimums and enabling efficient annual disposal. In addition, there are some updates that need to be made which are:

- Add 3-year retention for SB294 "Know Your Rights" notice evidence
- Add Onboarding/Separation checklists as evidence of compliance
- Update "Board Secretary" to "Clerk of the Board."

The Legal Affairs Committee recommends that the Board of Directors adopt Resolution 26-04 revising Board Policy ADM-3.6, Records Management Policy

2. Board Compensation Review (W & R)

GM Larsen provided a written staff report that will be included in the Board packet. He explained that there was a request at the December Board meeting to increase the number of days eligible for payment from 8 to 10 for Board member compensation. In addition, the Board requested that requests for the extra two days of compensation be approved by the Finance Committee, which lacks approval authority. Therefore, any request for the extra two days of compensation would require approval by the full Board.

The Committee discussed the issue and recommended that the Board raise the paid meeting cap from 8 to 10 to avoid recurring debates and simplify administration. GM Larsen pointed out that this requires an ordinance change which could be started at the next Board meeting.

3. Evaluation of General Counsel (W & R)

GM Larsen provided a written staff report that will be attached to the meeting minutes. He informed the Committee that the Board directed staff to place the evaluation of General Counsel on the March Board meeting agenda. He would like some recommendations and some guidance on how the Board members want to evaluate the General Counsel. Legal Counsel Jones suggested that the evaluation be informal and touch on areas such as responsiveness, quality of work, and overall cost. The Committee discussed the topic and agreed to conduct a simple, informal evaluation of General Counsel Jones in Closed Session at the March meeting.

4. Other Legal Affairs Matters (W & R)

Director Costa proposed reclassifying the Legal Affairs Committee as an "ad hoc" committee to enable more flexible, impromptu meetings, especially during the litigation period of any lawsuits. He requested that this proposal be added to a future Board meeting agenda for a formal motion.

5. Public Comment

There were no public comments.

The meeting was adjourned at 1:20 p.m.

STAFF REPORT

To: Legal Affairs Committee
From: Adam Larsen, General Manager
Date: February 2, 2026
Subject: Evaluation of General Counsel (W & R)

RECOMMENDED ACTION

This item is presented for discussion and Board direction only. Staff does not make a recommendation.

Staff requests Board direction on how the Board wishes to conduct the evaluation of General Counsel, including the format and process for conducting the evaluation in Closed Session.

BACKGROUND

At the December 17, 2025, Board meeting, Vice President Tobin requested that consideration of a Request for Proposals (RFP) for General Counsel be placed on the January Board agenda, citing the importance of periodically reviewing Legal Counsel to ensure the District continues to receive consistent, proactive, and independent legal services appropriate to its needs. At the January 21, 2026, Board meeting, the Board discussed governance best practices related to the periodic review of professional service providers.

The Board discussed the topic, including the tenure of current Legal Counsel, who was retained in 2021, and the scope of the firm's public agency practice. A motion to issue an RFP for General Counsel did not receive a second and therefore failed. Vice President Tobin subsequently requested that an evaluation of Legal Counsel be scheduled for Board consideration. The General Manager suggested, and the Board President agreed, that the evaluation be placed on the March Board meeting agenda.

SUMMARY

This agenda item provides the Committee the opportunity to recommend to the Board the manner in which the General Counsel's evaluation should be conducted.

Evaluation of Legal Counsel is a Board responsibility and is appropriately conducted in Closed Session. Prior to scheduling and conducting the evaluation, staff is seeking direction from the Board regarding the desired approach, including the structure and scope of the evaluation process.

Staff is requesting guidance on:

- The format of the Closed Session evaluation (informal discussion versus structured review).
- Whether evaluation factors should be identified in advance to guide discussion.

STAFF REPORT

- How individual Director feedback should be gathered and synthesized; and
- Whether the Board anticipates any potential follow-up actions after the evaluation, such as continued engagement, additional review, or future consideration of a procurement process.

Based on the direction received, staff will prepare the appropriate Closed Session agenda item and any supporting materials for the March Board meeting.

Staff does not make a recommendation and seeks Board direction regarding next steps.