



HAYWARD AREA SHORELINE PLANNING AGENCY

City of Hayward
East Bay Regional Park District
Hayward Area Recreation and Park District

October 26, 2023

- 3:00 PM - In-Person and Remote Participation

HASPA Board of Trustees Special Meeting Agenda

A Joint Powers Authority comprised of the East Bay Regional Park District, Hayward Area Recreation and Park District, and the City of Hayward.

Meeting location: Alameda County Mosquito Abatement District office, 23187 Connecticut St, Hayward 94545 and online via Zoom: <https://ebparks.zoom.us/j/81505448122>

Special notice regarding public participation:

The Hayward Area Shoreline Planning Agency (HASPA) intends to hold meetings through a hybrid platform of in-person and remote attendance to allow members of the public to participate via remote attendance through the East Bay Regional Park District's (EBRPD) virtual platform, Zoom. The Board of Trustees and designated staff will, with limited exceptions, participate in-person at the Alameda County Mosquito Abatement District office, (23187 Connecticut St, Hayward 94545) or other designated public facility within the HASPA service area. Occasionally, members of the Board of Trustees may attend remotely as permitted by the Brown Act.

For those members of the public not attending in person, public comments may also be submitted one of in the following ways:

1. Send an email to asanders@ebparks.org by 12:00 p.m. the day of the meeting. Please identify the Agenda Item Number in the subject line of your email. Emails will be compiled into one file, distributed to the HASPA Board of Trustees and Technical Advisory Committee (TAC) staff, and published on the EBRPD Public Meeting Page (<https://www.ebparks.org/calendar/public-meetings>). Written comments received after 12:00 p.m. that address an item on the agenda will still be included as part of the record.

2. Live via Zoom. If you would like to make a live public comment during the meeting this option is available through the virtual meeting platform: *Note: this virtual meeting platform link will let you into the virtual meeting for the purpose of providing a public comment: <https://ebparks.zoom.us/j/81505448122>

Comments received during the meeting and up until the public comment period on the relevant agenda item is closed will be provided in writing to the HASPA Board of Trustees. All comments received by the close of the public comment period will be available after the meeting as

supplemental materials and will become part of the official meeting record. If you have any questions, please contact Amanda Sanders at asanders@ebparks.org or (510) 544-2650.

How to view the meeting virtually and provide live Public Comment during the meeting:

Topic: HASPA Board of Trustee Mtg

Time: October 26, 2023 03:00 PM Pacific Time (US and Canada)

Join Zoom Meeting

<https://ebparks.zoom.us/j/81505448122>

Meeting ID: 815 0544 8122

One tap mobile

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+16699006833,,81505448122# US (San Jose)

Dial by your location

- +1 669 444 9171 US
- +1 669 900 6833 US (San Jose)
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Find your local number: <https://ebparks.zoom.us/u/kipVGswdx>

CALL TO ORDER**ROLL CALL****Public Comments**

The Public Comment section provides an opportunity to address the Board on items not listed on the agenda. The Board welcomes your comments and requests that speakers present their remarks in a respectful manner, within established time limits, and focus on issues which directly affect the Board or are within the jurisdiction of the Board. As the Board is prohibited by State law from discussing items not listed on the agenda, your item will be taken under consideration and may be referred to staff.

I. Approval of Minutes from the HASPA Meeting Held on August 10, 2023 - Draft Action Minutes of August 10, 2023 (Attachment I)

- 2. City of Hayward Project Updates (City Staff)**
- 3. JPA agreement (Devan Reiff, EBRPD; Nicole Witt, Hanson Bridgett)
(Attachment 2)**
- 4. Old/New Business (TAC)**
 - a. Reschedule November 9, 2023 Regular Board Meeting to new meeting
Date (December 14, 2023)**
- 5. Board Member Announcements**
- 6. Agenda Setting for Next Meeting**

ADJOURNMENT

HASPA facilities and meetings comply with the Americans with Disabilities Act. If special accommodations are needed for you to participate, please contact EBRPD staff at (510) 544-2325 as soon as possible, but preferably at least three working days prior to the meeting.

Attachment I: 8.10.2023 BOT Minutes

HAYWARD AREA SHORELINE PLANNING AGENCY

**City of Hayward
East Bay Regional Park District
Hayward Area Recreation and Park District**

Meeting of Board of Trustees
Hybrid Meeting: Alameda County Mosquito Abatement District & Zoom
August 10, 2023

DRAFT MINUTES

HASPA TRUSTEES PRESENT:

Dee Rosario, East Bay Regional Park District, HASPA Chair (Alternate)
Paul Hodges, Hayward Area Recreation and Park District
Lou Andrade, Hayward Area Recreation and Park District (Alternate)
Francisco Zermeño, City of Hayward

HASPA PROSPECTIVE TRUSTEES PRESENT:

Eric Hentschke, Alameda County Mosquito Abatement District

HASTAC MEMBERS PRESENT:

Devan Reiff, East Bay Regional Park District
Eddie Willis, East Bay Regional Park District
Taylor Richard, City of Hayward
Brian Laczko, Hayward Area Recreation and Park District
Erika Castillo, Alameda County Mosquito Abatement District
Jackie Zipkin, East Bay Dischargers Authority
Marilyn Latta, State Coastal Conservancy

STAFF:

Amanda Sanders, East Bay Regional Park District

VISITORS:

None present

CALL TO ORDER: A regular meeting of the Hayward Area Shoreline Planning Agency (HASPA) was called to order at 3:03 P.M. and role was taken by Devan Reiff. EBRPD Board Member Dee Rosario chaired the meeting as Alternate Trustee for Dennis Waespi, HASPA Chair, who was absent.

1. Approval of Minutes from the HASPA Meeting held on May 11, 2023 - Draft Action Minutes of May 11, 2023

Trustee Zermeño motioned the vote and Trustee Andrade seconded. Vote: Ayes – Zermeño, Hodges, Rosario. Approved unanimously.

Public Comments:

None

2. City of Hayward Project Updates (City Staff)

No updates to report

3. Presentation and Letter of Support for EPA Water Quality Improvement Grant, Caitlin Sweeny, SF Estuary Partnership (Attachment 2)

Presentation from Caitlin Sweeney, Director of SF Estuary Partnership (SFEP), about a grant proposal to the US EPA's San Francisco Bay Water Quality Improvement Fund. The proposal title is "Pivot Points: Moving Nature-Based Solutions for Water Quality Improvement and Shoreline Adaptation from Planning to Action.:". Proposal amount of approximately \$4.5 million is requested, plus \$4.5 million in matching funds, for a total of \$9 million. The proposal advances the implementation of nature-based solutions at the Hayward Shoreline and environs and improves SF Bay water quality. The proposal includes addressing permitting challenges, and technology issues. HASPA is a key element of the proposal, specifically HASPA Master Plan implementation. The proposal will fund a prioritization and permitting strategy for the HASPA Shoreline Master Plan, support the JPA in developing strategies, identify the project champions, funding strategy and opportunities, and support the long-term governance of JPA. The proposal includes funds for the First Mile Horizontal Levee, to design and permit a shovel-ready project. Timeline and next steps: proposal due Aug 30, decision by Oct 2023, project timeframe is January 2024 to December 2027. Next steps: SFEP is requesting letters of support, including from the HASPA Board of Trustees. Cost elements: HASPA implementation plan \$750,000; HASPA Governance \$100,000; First mile \$1,250,000 design & permitting; for community outreach \$50,000; Technology transfer \$1,250,000; for a total of \$4.4 million. As of August, several possible sources of the grant match are being explored, including the Hayward - San Matero bridge approach (Bay Area Toll) Berkeley North Basin Project (SFBRA Grant to EBRPD); and Enhanced Treatment and Site Upgrade Project (Union Sanitary District).

Trustee Paul Hodges has joined the meeting in place of Alternate Trustee Lou Andrade. Trustee Zermeño asked estimation of the First Mile Levee amount, Caitlin said \$1.25 million for a shovel ready project. A full cost estimate is not ready yet, according to Jackie Zipkin, of EBDA.

Motion made by Trustee Zermeño to support the letter regarding the grant application. Second by Trustee Andrade. Yes, Zermeño, Andrade, Rosario. Passes unanimously. Staff will prepare the letter for signature.

4. Discussion of Potential HASPA Administrative Scope, Budget, and Duties (Attachment 3)

Devan Reiff said the ultimate goal is to hire a third-party consultant to administer HASPA (currently, the administrative duties rotate among the HASPA agencies) The goal is to have the HASPA Board, and the public know what the duties are and how much they cost. Devan explains the Memorandum which details a prospective Scope of Work: 1. HASPA Master Plan evaluation and implementation plan - \$70,000; 2. HASPA administration - \$50,000; 3. Transparency -\$30,000; 4. Finance - \$25,000; 5. Community Engagement - \$25,000; Total of \$200,000, annually. Devan mentions that Chair Waespi thought that item #3 was a bit high in cost and that we could just do in person meetings. Devan let him know that we need to hold the hybrid meetings and record them, and they are posted on the HASPA website. Trustee Hodges asked if there is anything we learned from the Iron Horse Trail? Lots of municipalities that had to work together. Devan said that he can talk to the EBRPD Trails Manager and see if there are any agreements that we can look at. Chair Rosario said regarding #3 that having remote options is important to reach more people. He asked if we hire someone if there would be one person or a team? Devan said that it is assumed that there would be one full-time administrator and a part-time grant writer. Chair Rosario said it seems like there would still need to be staffing from the JPA members as well. Devan responded that we would need to have the third-party administrator managed by staff from the EBRPD. Trustee Zermeño asked if we needed anything regarding trail management or new trails added to the scope? Devan said that Robbie Parry (Park Supervisor) from Hayward Regional Shoreline oversees doing trail repairs. Plus, there is the Hayward Marsh project which will have SF Bay Trail components. Trustee Zermeño said that community engagement is very important to have in the scope of work. Prospective Trustee Hentschke asked if development asks will go down once the internal documentation is done and if the money could be used for other uses and priorities? Answer was Yes. Trustee Andrade asks what is the annual budget, is it an ongoing strategy to have some of the budget on getting grants to pay for the HASPA budget? Devan said that at the Park District has been working on the JPA agreement language, not preparing the next HASPA. HASPA staff is looking to the Board of Trustees for their priorities for 2025-2026. It is possible that grant proposals won't come through and we would need the HASPA administrator to be paid for by dues from each of the JPA members. Brian Laczko said that HARD is having a difficult time seeing the HASPA budget coming from individual members. It will be very important to get grants to pay for all the work that needs to be done with consultants and contractors. Trustee Andrade said it might be better to have this considered a project budget and not an operating budget. Budget needs can change as things are done. Trustee Hodges asked if we have a date of completion? Devan said that if the EPA grant goes through, we would have from 2024 thru 2027 (3 years) to finish. We have been negotiating the JPA for the past year and are hoping to be done early 2024 and be a 5 member JPA then. Trustee Hodges asked if there are grants that just pay for administration? Devan said that it is more likely to get grants

for design or construction, but they could include administrative components. Trustee Zermeño asked what it would take to become a 5-member agency? Devan said that we currently have three members, and we are hoping to add Alameda Mosquito Abatement District and Oro Loma Sanitary District to the HASPA Board. Staff are working on the last 10% of a new JPA agreement yet to be negotiated. Trustee Hodges said that there are other agencies that we would like to add to the JPA like Alameda County Flood Control, Alameda County Public Works and more. City of Hayward put together a potential member list. Chair Rosario said that we need an executive director to run HASPA and that we need to be actively seeking other grants. What are the other funding possibilities, like Prop 68 funds? Devan said that he is hearing that the HASPA Trustees would like to look for additional grant possibilities.

5. 2023-2024 Annual Dues and Expenditure (Attachment 4)

Action to:

a. Assess \$12,000 for each of three Trustee agencies

Devan Reiff said dues for 2023-2024 need to be voted on to cover the current costs. Last year the HASPA dues were spent on outside legal counsel to work on the new JPA agreement. Currently, \$50,000 was spent in legal work. There is still some work on the JPA agreement for the attorneys to complete.

Motion by Trustee Hodges to assess the annual dues of \$12,000 per member agency seconded by Trustee Zermeño. Passes unanimously.

b. Allocate \$36,000 as budget for completing new JPA agreement

Devan Reiff proposed allocating the \$36,000 assessed in 2023-2024 dues to completing the new JPA agreement and paying the outside legal counsel for that purpose. Motion by Trustee Zermeño, seconded by Trustee Hodges, passes unanimously.

6. Discussion of Optional Special Meeting in October 2023

Devan Reiff said that HASPA meets four times a year, the next scheduled meeting is November 9. Staff suggests holding a special meeting in October to allow all five Board members to talk more about the new JPA agreement.

Trustee Zermeño moved to motion, Trustee Hodges amended motion to a date of either October 12 or 19. This was agreed to by the Trustees and Trustee Hodges seconded. Passes unanimously.

7. Old/New Business (TAC)

None

8. Board Member Announcements

Trustee Zermeño said there are certain areas on the shoreline that look “beach-able”, is that something we can explore to have a sandy beach area on the shoreline? Devan said that the Master Plan does have different treatment areas. Taylor (Hayward staff) said that there are gravel beaches in the Master Plan that are meant to be habitat enhancement and storm surge protection. Chair Rosario said that Crown Memorial in Alameda (a sandy beach) is very expensive to maintain, due to tidal action.

Trustee Hodges asked a question about Oro Loma plan elevations used and how many feet or yards would be required before needing a horizontal levee. Devan said he would investigate it.

Chair Rosario said there will be new dedications of facilities at MLK Jr. Shoreline and the Roberts Pool. The Park District to invite the HASPA members.

9. Agenda Setting for Next Meeting

Negotiations around JPA at special meeting October 12 or 19.

Algal Blooms presentation in November.

First Mile project presentation at November meeting.

Next meeting will be at Oro Loma Sanitary if the room is available, or at Alameda County Mosquito Abatement District, if not.

ADJOURNMENT @ 4:01 p.m.

Attachment 2: HASPA Fiscal Year 2025 Budget and JPA terms**HAYWARD AREA SHORELINE PLANNING AGENCY****Memorandum**

DATE: October 26, 2023

TO: HASPA Board of Trustees, TAC

FROM: Devan Reiff, EBRPD

SUBJECT: Proposed Fiscal Year 2025 Budget for HASPA Consulting Administrative Services, Tiered Dues and Weighted Voting

At the August 10th, 2023, HASPA Board of Trustees (BOT) meeting, staff presented and the Board discussed a potential scope and budget for a consulting administrator for HASPA. At today's meeting, staff is presenting a revised budget, and will discuss the remaining sections of a new Joint Powers Authority (JPA) agreement to be considered by the BOT, tiered dues and weighted voting. These matters make up the entirety of the October 26th, 2023, BOT agenda, to allow the Board time to consider the issues and direct staff appropriately.

The assumption of the BOT and Technical Advisory Committee members (TAC) is that once a new JPA agreement for a five-member HASPA agency is executed, that staff of the East Bay Regional Park District (EBRPD), who currently administer HASPA, would proceed with a competitive selection process for a consulting administrator of HASPA. The common understanding is that the EBRPD would continue to be the "Managing Agency" in the initial years of the new JPA, with duties such as managing the consulting administrator contract. The funds to pay for a third-party administrator would come from the dues paid in Fiscal Year 2025 by the new five-member HASPA BOT agencies.

I. Amended and Restated Joint Exercise of Powers Agreement

In September of 2022, the BOT adopted a term sheet (Attachment 3) which was intended to form the core of an Amended and Restated Joint Exercise of Powers Agreement. The purpose was to update the JPA agreement to meet HASPA's evolving needs for the next 20 or more years and to provide maximum flexibility to anticipate future expansion in operations and changes in management structure.

While negotiating the terms of the Amended and Restated JPA, it became clear that key provisions were untenable for some members or prospective members. In particular, the proposal for a three-year rotation of the Managing Agency role and dues increases (which

included an annual percentage escalator). To bridge this gap, the TAC staff negotiated a tiered dues/weighted voting structure and propose contracting for the services of a consulting administrator. In addition, the TAC agrees that the City of Hayward and EBRPD, as the two largest agencies, will rotate the role of a Managing Agency.

2. Proposed HASPA Administrative budget

Based on recent communications with private consultants and public sector agencies who do similar work around the Bay Area, staff have prepared the following draft scope of work and budget. Table I identifies four main services for a third-party administrator: Administration and Grants, Transparency, Finance and Engagement, totaling \$130,000 for the Fiscal Year 2025.

Table I. Proposed HASPA Administrative Budget-FY 2025

Service	Tasks	Budget (annual cost)
1. Administration and Grants	<ul style="list-style-type: none"> • Develop HASPA policies and priorities • Expand HASPA Board and TAC membership • Preparing Board materials for meetings • Managing contracting • Holding TAC meetings • Identify grants (could be separate grant writer) • Manage and administer grants 	\$50,000
2. Transparency	<ul style="list-style-type: none"> • Noticing and holding public meetings (hybrid-- virtual and in-person) • Meeting logistics • Zoom account management • Meeting minutes and videos • Records management • Form 700 filings 	\$30,000
3. Finance	<ul style="list-style-type: none"> • Invoicing and collecting dues • JPA budget and accounts • Administer grants • CA SoS annual reporting / filing 	\$25,000
4. Community Engagement	<ul style="list-style-type: none"> • Maintain HASPA website and social media accounts • Represent HASPA in public meetings and presentations • Prepare letters of support for grant applications 	\$25,000

	<ul style="list-style-type: none"> Expand public awareness of HASPA through site tours and events (e.g. tabling) 	
Totals		\$130,000

Staff is looking to the Board at this meeting for direction and agreement on the appropriate scope tasks and total annual budget, to prepare the 2025 member dues and a formal budget for adoption by the Board. Staff will confirm that the scope and budget the Board adopts for FY 2025 are proportionate and have been verified by consultants who perform these similar duties for other agencies. The annual distribution of these costs to member agencies, via annual dues are proposed to be allocated into three tiers, as described in the next section.

3. Tiered Dues

TAC staff from the Trustee agencies recommend the Board adopt a dues structure which has three levels, or tiers. Dues would be based on a metric that the TAC staff consider to be fair and reasonable: the operating budget of the trustee agency. Operating budgets of public agencies contain the revenues and expenditures generated from daily operations; this budget does not include capital expenditures or long-term loans. As shown in Table 2, below, the three tiers are divided by the amount of the annual operating budget, where the agency with the smallest budget is assigned to Tier 1 and the agency with the largest operating budget is assigned to Tier 3.

Table 2. Proposed Tiered Dues

Tiers	Annual Operating Budget	Agency	Budget
1	<\$10m	ACMAD	\$5m
2	\$10m-\$100m	Oro Loma, HARD	\$30m, \$41m
3	>\$100m	Hayward, EBRPD	\$194m, \$238m

Staff is seeking direction and approval by the Board to create the three tiers shown in Table 2. The advantage of having three tiers of dues contribution in the JPA is twofold: it provides transparency for prospective agencies that might join HASPA, and the tiers can be applied in circumstances other than annual dues, such as surcharges or additional expenses beyond the annual dues. In addition, the tiered dues structure gives HASPA a path to increase dues in support of its goal of serving as a regional entity with an expanded role and activities.

4. Weighted voting

A weighted voting structure follows the model of other area public agencies (such as the East Bay Dischargers Authority and the Bay Area Water Supply and Conservation Agency), in that the votes of the member agencies are weighted in accordance with the member's financial exposure. For a tiered dues/weighted voting structure to be effective, the parties should find it to be fair and reasonable. This generally means that the parties feel that the dues contributions reasonably

align with what an agency can contribute, and the resulting vote weighting gives the agencies' the ability to impact HASPA's decision making either alone or by aligning with other parties.

This tiered dues/weighted voting proposal provides the two largest agencies in HASPA (Hayward and EBRPD) a “backstop” of protection, because those agencies have the greatest financial exposure from the decisions of the HASPA Board. Hayward and EBRPD, under the current budget proposal, are responsible for over 50% of HASPA’s budget. In addition, Hayward and EBRPD are charged with acting as the Managing Agency, which comes with additional costs for staff time to either administer HASPA, or to monitor and manage a consulting administrator for HASPA. The cost of Managing Agency staff time will only grow as HASPA becomes more professional and starts implementing the capital projects in the Master Plan. These costs are not recoverable by Hayward and EBRPD. It is reasonable for the agencies with the greatest financial exposure to have a greater say in decisions that could impact that exposure.

In addition to promoting fairness among the member agencies, this weighted voting proposal encourages collaboration. Under this proposal, a majority vote of the Board is required to approve any motion—weighted voting would only be applied upon request of a Board member. This approach incentivizes the members to reach collaborative solutions that do not require reliance upon weighted voting. In fact, counsel has shared that one of its clients with a similar structure has never used weighted voting. The JPA agreement would also include a section clarifying that a unanimous vote of the Board would only be required for amendments to the JPA (excluding amendments that the agencies have delegated to the Board).

5. 2025 Membership Dues

Putting together the elements detailed above, staff proposes the HASPA FY 2025 dues. Following the recommendation of counsel, to be sure the dues proposal is both fair and reasonable, two criteria were used. First, no trustee agency should pay less than its current annual membership contributions (\$12,000). Second, there should be weighted voting, as described above, so that trustee agencies with higher operating budgets (Tier 3 agencies) should be given a weighted voting percentage that reflects their increased dues contributions.

For several months, counsel at Hanson Bridgett and TAC staff have considered alternatives for how to fairly divide the annual budget into member dues. Table 3 shows the staff and counsel’s recommendation, for the Trustees to discuss and give direction on.

Table 3. Recommended FY 2025 Tiered Dues / Weighted Voting

Agency	Weighted Voting %	Dues
ACMAD (Tier 1)	10%	\$13,000
Oro Loma (Tier 2)	19%	\$24,700
HARD (Tier 2)	19%	\$24,700
Hayward (Tier 3)	26%	\$33,800
EBRPD (Tier 3)	26%	\$33,800
Totals	100%	\$130,000

Table 3 shows membership dues allocated in three tiers, based on the weighted voting percentages: 10% (Tier 1), 19% (Tier 2) and 26% (Tier 3). Dues amount is calculated by dividing the annual budget total (in this case, \$130,000) by the weighted voting percentage. Weighted voting percentages show the amount that an agency’s vote on a motion is valued, in those cases when weighted voting is called. The dues amount is what each agency would pay annually to participate on the HASPA Board. The Board would review the annual budget yearly.

The advantage of this method for calculating dues is that it is flexible. When the total budget amount changes year to year, because the JPA agreement would show fixed percentages (10%, 19% and 26%) instead of fixed dollar amounts, each trustee agency would agree to contributing that percentage amount of the total budget, regardless of what the total budget is. Also, this alternative specifically equates the amount of voting power to the dollar amount of the dues, resulting in a transparent formula demonstrating that paying higher dues comes with the advantage of having additional voting power.

It is also important that the dues allocation reasonably represents what the parties can contribute. Allocations that result in dues set far below what an agency is currently contributing or well above what an agency could reasonably contribute are likely to be viewed as unfair and will be ineffective.

HASPA has traditionally adopted motions with unanimous votes of 3-0. With a larger HASPA Board, it is possible that motions may not be unanimously approved with regularity. Because the standard for adopting a motion will be a majority vote (50.1% or more), this weighted voting structure could result in a scenario where weighted voting is called for by a Trustee, and a motion could pass with a vote of 2-3: the Tier 3 agencies agree and their combined weighted voting percentages adds up to 51%, and the Tier 1 and Tier 2 agencies disagree, but their combined votes do not add up to 51%.

6. Definitions for “Managing Agency” and “Supporting Agency” and “Surcharges”

In addition to the Trustee agencies which are members of the Board, staff proposes the JPA include definitions which specify the roles of the Trustee agency who will manage the third-party administration contract. Staff agrees that those duties should retain the title “Managing Agency.” The rotation of the Managing Agency would, in staff’s proposal, rotate among the Tier 3 agencies

only, as those agencies have the staff capacity to take on the complexities of managing the HASPA third party administration contact. Staff proposes a minimum of three years for each for Managing Agency rotation, after which the assignment could rotate between the Tier 3 agencies on an as-needed basis.

Separately, staff proposes a new definition of “Supporting Agency” be added to the JPA. A Supporting Agency is a TAC member agency which could contract with HASPA for a special project that is not otherwise paid for by the annual dues, perhaps in a scenario where one agency is building a capital project on land it owns that is identified in the Hayward Area Shoreline Master Plan, but is a project not undertaken specifically by HASPA.

A definition in the JPA agreement is needed for budget “surcharges” – defined as expenses which are in addition to those itemized in the annual dues. Surcharges are opportunistic (and are not currently identified for FY 2025), and examples might be a one-time contract for technical studies, or a decision to create a reserve fund. The JPA agreement would detail options for how surcharges are funded.

7. Role of the Technical Advisory Committee (TAC)

The TAC is composed of staff from the agencies making up the HASPA Board, staff from the prospective HASPA Trustees agencies and staff from other public agencies with land ownership or other interests at the Hayward shoreline. The draft JPA agreement allows the HASPA Board to create committees, and all further details on the TAC will be in a bylaws document, as yet to be drafted. The TAC is intended as a place to share information; with additional powers to be decided, such as advice and recommendations to the HASPA Board about capital projects on the shoreline, or grant opportunities. The TAC can be a place for public agencies with smaller budgets to participate in HASPA, such as by contract, without holding a voting position on the Board of Trustees.

Summary

Staff is looking to the Board for direction on the last remaining elements of the new JPA, tiered dues and weighted voting, so that counsel can return to the Board with a clean copy of the agreement for consideration, and ultimately adoption (expected in 2024).

Staff has presented a proposed 2025 budget and is seeking confirmation by the Board that it reflects the scope of work needed to administer HASPA in the coming year, and that a total budget (\$130,000 is proposed) is appropriate for the scope of work expected.

Attachment

September 2022 Term Sheet

Attachment 3: HASPA Term Sheet 9.1.2022

**Hayward Area Shoreline Planning Agency
Joint Exercise of Powers Agreement
Term Sheet**

ADOPTED September 1, 2022

The following are key terms that are intended to form the core of a renewed and amended Hayward Area Shoreline Planning Agency (HASPA) Joint Powers Agreement (JPA). Language and terms included in the existing HASPA JPA will remain, but the renewed JPA will be drafted to reflect these concepts. The current JPA is made up of the East Bay Regional Park District (EBRPD), the City of Hayward and the Hayward Area Recreation and Park District (HARD).

Purpose and Mission

- JPA parties wish to continue HASPA and its powers and functions in addressing sea level rise through Shoreline planning activities, collaboration to advance projects identified in the Hayward Regional Shoreline Adaptation Master Plan, seek funding for projects, and carry out previously adopted policies for the shoreline area.
- Revise HASPA mission to focus on climate adaptation (rather than only sea level rise) to broaden opportunities for project implementation.
- HASPA's purpose includes public access and recreation at the shoreline as climate adaptation strategies and improving public health through measures such as mosquito abatement
- HASPA's purpose involves public education about climate change, and its impacts at the shoreline.
- HASPA's purpose involves protecting critical infrastructure.

Term

- Indefinite term of JPA, with language to specify how agencies can be added or withdrawn, and how to cancel the JPA altogether.
- Coordinating authority rotates every three years. Coordinating authorities shall be agencies that are party to the JPA, with certain exceptions, or the Board may designate coordinating authorities.

Governance

- Trustee Members:
 - The following members shall serve on the Board of Trustees: EBRPD, HARD, City of Hayward, Alameda County Mosquito Abatement District, and Oro Loma Sanitary District.
 - Each Trustee Member shall designate a staff member and alternative to serve as representative on the Technical Advisory Committee (TAC).
 - Trustees role is to provide guidance on implementation of Master Plan projects, and to work as an ambassador to promote the Hayward shoreline and climate adaptation projects there.
- The affirmative vote of Board members representing a majority of the agencies shall be necessary to carry any motion on the Board of Trustees.
- Add language to give Board authority to waive fees and determine tiered membership fees or the ability to waive fees.

- HASPA boundary. Board has the authority to change. (Attach exhibit to JPA with current boundary to formalize the boundaries).
- Changes to the JPA require a unanimous vote of all-party representatives.
- Technical Advisory Committee Members:
 - In addition to the Trustee Members, the following members will participate in the TAC: East Bay Dischargers Authority, Alameda County Flood Control and Water Conservation District, Caltrans, Bay Trail, and the Capital Corridor.
 - The TAC will continue to serve an advisory role and is made up of staff from JPA trustee agencies and other government agencies.
 - Cap on TAC staff members (maximum two) for member agencies.
 - Any new TAC members shall be approved by current TAC members.

Powers

- The JPA shall be allowed to hire a part-time or full-time staff. Hired staff may be an outside entity (consultant) that could serve as JPA coordinator/administrative authority.
- Section 4 of the current JPA (Powers) will remain the same.

Finance

- Trustee Members shall pay annual dues of \$12,000.
- TAC-only Member Agencies shall pay an annual fee of \$6,000, but this fee can be waived, or reduced, by an unanimous vote of the Trustees.
- Board should have flexibility to add or raise annual dues
- Add language to include the following:
 - Indexing or increasing contribution with a cap at a certain max percentage (i.e. adjustment for inflation adjustments or a membership tier structure for smaller agencies)
 - Timeline on dues (fiscal year or calendar year)
 - Dues changes should require an unanimous vote of the Trustees
- The JPA shall continue to be able to apply for and receive funding. Depending on the funding type and project type, the responsible fiscal agent for the funding will be landowner where the project is taking place, or HASPA's current coordinating authority.
- Additional funding beyond the dues would require unanimous vote among the funding agencies.
- Review JPA audit requirement and allow for annual financial review or financial report to HASPA Board.