

# Memorandum

**To:** Salton Sea Authority Board of Directors  
**From:** G. Patrick O'Dowd, Executive Director /GM  
**Date:** March 21, 2024

**Re: CADIZ / FENNER VALLEY JPA**

In April, 2022 this board authorized the signing of a Memorandum of Understanding between the Authority, Cadiz, Inc., and several other parties to secure a commitment for future water supplies for the benefit of the Authority and the region.

In order to operationalize that agreement Cadiz has requested that the Authority join the Fenner Valley Water Authority as a non-voting ex-officio member. As provided by the organizational documents ex-officio membership includes the following rights and responsibilities:

5.3. Ex-Officio Members . In order to assist in coordinating the duties and activities of the Authority with other governmental entities, the following may be ex-officio (non-voting) members of the Authority:

- a) Any county, city or local government agency whose boundaries include a Member of the Authority or any beneficiary of Project Facilities including, without limitation, the pipelines, pumping plants, and infrastructure utilized for the conveyance, treatment, storage, groundwater recharge and delivery of Project Water for beneficial use within the Project's intended boundaries.
- b) A Federally-Recognized Indian Tribe
- c) A Non-Profit Organization
- d) Metropolitan Water District of Southern California
- e) California Department of Water Resources (CDWR)

Other ex-officio members may be added by a unanimous vote of the Board of Directors. Notwithstanding Section 14.2, an ex-officio member may unilaterally withdraw as an ex-officio member of the Authority.

Upon execution of a joinder substantially in the form attached hereto as Exhibit A, an ex-officio member shall be entitled to designate one representative, at its

sole discretion, to attend and participate in the meetings of the Board of Directors.

The ex-officio member's designated representative will serve as a non-voting director, and such non-voting director shall not contribute to the constitution of a quorum required by Section 8.1 . An ex-officio member may be removed by a majority vote of the Board of Directors.

Ex-officio members are not responsible for the debts, liabilities, and obligations of the Authority, and none of the duties , responsibilities, or obligations of Members as set forth in this Agreement shall apply to ex-officio members unless expressly indicated otherwise.

**Staff Recommendation:** Approve execution of the joinder agreement and appoint ex officio director and ex-officio alternate director for Fenner Valley Water Authority.