

**FIFTH AMENDMENT TO WEST ORANGE COUNTY WATER BOARD
JOINT POWERS AGREEMENT**

This FIFTH AMENDMENT TO JOINT POWERS AGREEMENT ("Fifth Amendment") is entered into this ___ day of _____, 2023, by and among the CITY OF GARDEN GROVE, the CITY OF HUNTINGTON BEACH, the CITY OF SEAL BEACH, and the CITY OF WESTMINSTER, collectively hereinafter sometimes referred to as the "Contracting Parties" or the "Parties," all of which are municipal corporations formed under and existing pursuant to the laws of the State of California.

WITNESSETH:

WHEREAS, the Parties hereto are all of the parties to that certain Joint Powers Agreement, executed on October 25, 1967, known as the "West Orange County Water Board Joint Powers Agreement" ("Joint Powers Agreement"); and

WHEREAS, the Joint Powers Agreement has been amended from time to time on December 15, 1969; December 1, 1993; July 15, 1994; and October 17, 2005, which prior amendments that are incorporated herein by reference; and

WHEREAS, Section 8 of the Joint Powers Agreement provides that the terms and provisions of the Joint Powers Agreement may be amended with the unanimous consent of the Parties; and

WHEREAS, the Parties hereto desire to amend Section 3 of the Joint Powers Agreement to include primary and secondary alternates for each sitting member for the West Orange County Water Board ("Board"), and relating provisions thereto.

NOW, THEREFORE, THE CONTRACTING PUBLIC AGENCIES HEREBY DO AGREE AS FOLLOWS:

Section 1. Recitals. The foregoing recitals are true and correct and are incorporated herein by this reference.

Section 2. Authority for Amendment. The Parties hereto are authorized by law to contract with each other for the joint exercise of common powers under Article 1, Chapter 5, Division 7, Title 1 of the Government Code of the State of California, and are authorized to amend the Joint Powers Agreement pursuant to Section 8 thereof, by the unanimous consent of the governing bodies of each of the Parties.

Section 3. Amendment. Section 3 of the Joint Powers Agreement is hereby amended and superseded in its entirety to read as follows:

“SECTION 3”

The Board of Directors of the West Orange County Water Board shall consist of five members. Garden Grove, Seal Beach and Westminster shall each appoint a person to serve as a member of the Board and Huntington Beach shall appoint two persons to serve as members of the Board. Each member shall file with the West Orange County Water Board a certified copy of the resolution or action of the contracting public agency which appointed them. Persons appointed to be a member of the Board of Directors need not be a member of the City Council or governing body of the contracting public agency which appointed them.

A contracting public agency may, but is not required to, designate a primary alternate and a secondary alternate for its duly appointed member of the Board (which shall be specified as set out in the foregoing paragraph). At any given meeting of the West Orange County Water Board where a quorum of the directors are present, if the appointed director of a member agency of the West Orange County Water Board is not present, the designated primary alternate of that member agency may participate as the voting representative of the applicable member agency of the West Orange County Water Board. If the appointed member and primary alternate member of the member agency of the West Orange County Water Board are not present at any given meeting of the West Orange County Water Board, the secondary alternate of that member agency may sit in the chair of such member agency of the Board. In the event a primary or secondary alternate sits in the chair during a Board meeting as a member of the Board, such alternate shall be treated as director representative of such member agency of the West Orange County Water Board for all other purposes pursuant to this Joint Powers Agreement, and any amendments thereto, for such meeting, including, but not limited to, the provisions set forth in Section 6 of this Joint Powers Agreement.

In the event that additional entities or concerns become a party to this Joint Powers Agreement as hereinafter provided, then the membership of this Board shall be increased by one member for each additional party to the Joint Powers Agreement unless all of the Parties shall agree otherwise.

The Board shall govern the affairs of the West Orange County Water Board and shall annually designate one of its members to serve as Chairman of the Board. The Chairman shall preside at all meetings. In the Chairman's absence, the remaining members of the Board shall appoint a member to act as Chairman pro tem. The Board shall appoint a Secretary who may appoint an

assistant secretary for the purpose of conducting and recording the affairs of the West Orange County Water Board. The Board may employ additional personnel to conduct the financial and administrative affairs of the West Orange County Water Board or may contract with one of the parties or any public or private concern to provide such financial and administrative services as the Board may deem necessary from time to time.”

[Remainder of this page intentionally left blank]

Section 4. Remainder of Agreement. Except for the changes specifically set forth herein, all other terms of the Joint Powers Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the parties hereto have executed this Fifth Amendment as of the Effective Date.

ATTEST:

CITY OF GARDEN GROVE:

Name: _____
City Clerk,
City of Garden Grove

By _____
Name: _____
Mayor

ATTEST:

CITY OF HUNTINGTON BEACH

Name: _____
City Clerk,
City of Huntington Beach

By _____
Name: _____
Mayor

ATTEST:

CITY OF SEAL BEACH

Name: _____
City Clerk,
City of Seal Beach

By _____
Name: _____
Mayor

ATTEST:

CITY OF WESTMINSTER

Name: _____
City Clerk,
City of Westminster

By _____
Name: _____
Mayor