

**TOMALES VILLAGE COMMUNITY SERVICES DISTRICT
BOARD MEETING**

Minutes of Meeting held Jan 9, 2013

Board Members Present: Walter Earle, Patty Oku, Hope Sturges, Sue Sims and Eric Knudsen
Board Members Absent: None

Also Present: Karl Drexel, Administrator

Dennis Chute	Paul Duffey	Dru Fallon O'Neil
Alvin Duskin	Bruce Bramson	
Ted Anderson	Beth Koelker	

Board President Walter Earle called the meeting to order at 6:04 p.m.

Approval of Minutes:

The Chair entertained a motion to approve the November 14, 2012 board meeting minutes. Hope Sturges clarified her comments regarding pH:

Patty Oku made a motion to approve the minutes of the November 14, 2012 Regular Board Meeting. Seconded by Eric Knudsen. M/S/U.

The Chair entertained a motion to approve the minutes of the December 3, 2012 Special Joint Meeting with Financial Advisory Committee. Given no changes:

Eric Knudsen made a motion to approve the minutes of the December 3, 2012 Special Meeting. Seconded by Hope Sturges. M/S/U.

Financial Report:

A. &B. The Administrator submitted the financial reports and a list of payables for the months of December and January along with copies of the check registers for the month of November and December. He noted that the year-end regularly scheduled payments were made in December. He also noted the Previous Year Comparison Report indicated that income was ahead of last year and expenses were less than last year at this date. Discussion followed regarding a MHI study by the Rural Community Assistance Corporation for future grant purposes. Bruce Bramson noted that he had seen current income data for all West Marin towns and he would find that data.

Patty Oku made a motion to accept bank statements, accept the financial reports, and approve expenditures for December and January. Seconded by Eric Knudsen. M/S/U.

C. The Administrator submitted a proposed updated mid-year budget for review and approval. The budget reflected less money taken from reserves for the year and a reduction of SB 90 mandated funds.

Patty Oku made a motion to accept the revised mid-year Budget. Seconded by Eric Knudsen. M/S/U.

D. The Administrator noted that the mid-year revised budget did not include a repayment by the Park to the sewer division for the park loan in 2013. He noted that there was enough cash to make the payment if the Board chose to do so, but it was earmarked for other things currently. His recommendation was to bypass a payment this year and wait until all of the new projects are completed. He noted that was a Board decision to make, however.

Patty made a motion to bypass the loan payment in 2012-2013 and take it up again at the end of the year to see if the District gets any of the past due SB 90 funds. Seconded by Eric Knudsen. Ayes: Oku, Earle, Sims, Knudsen. Nays: None Abstain: Sturges

Phillips & Associates Report:

- A. The Administrator submitted copies of the Self Monitoring Reports for October and November. He noted the pond levels were in good shape and irrigation was turned off for the winter.
- B. He reported that Arolo installed the new quieter check valves and that they are operating properly. He responded to an invoice from Arolo that was charging the District additional parts and labor that he felt was not warranted. Arolo responded to the letter with an apology saying the invoice went out when it shouldn't have. The Administrator noted that these types of situations are what require his oversight in bill paying.
- C. The Administrator reported that the motor for the aerator for Pond #3 has been delivered and Steve Phillips had checked the wiring to make sure it is ready to go back in. Steve will contact Furlong to re-install the aerator.

Committee Reports:

A. Newsletter Committee

No Newsletter report.

B. Fundraising Committee

Nothing to report on fundraising

C. Park Advisory Committee

- 1. Eric noted that there was going to be a Park Advisory Committee meeting on the 17th of January. He noted that the committee as well as the Swap Meet personnel would be in attendance. He said the agenda topic will just be the design of the Park entrance gate.
- 2. Patty reported that she was working on an event for the volunteers for March or April. There was discussion about where and when to hold the event. It was decided that Patty would firm up the date and she and Hope would work on the function.

D. Finance Advisory Committee

- 1. The Administrator submitted copies of the September Financial Advisory Committee meeting minutes for review. He noted that October was reviewed last month and he did not have November or December minutes from the Committee. Sue Sims reported that she had the December minutes for this meeting and read them. They will be made a part of the February Board packet for further review. There was discussion regarding the research done by the committee regarding an efficiency study. The Administrator noted that he had gotten the names of three companies from CSDA that might do efficiency audits. He also reported that he had requested information from the CSDA List Serv about any experience other Districts have had regarding efficiency studies and only one of the Districts said they had one done and they did not have a positive experience. Sue Sims noted that Donna and Terry had done the survey and said they found a lot of Districts that had them done. Terry and Donna were not present, but Paul Duffey and Sue explained that there were numerous districts that they had researched that had efficiency audits performed. In further discussions it was determined that the first thing to do was to define what it is that is needed. What are the issues? What is the difference between a workplace efficiency audit and a regular financial audit? The Financial Advisory Committee will work on that and report to the Board.
- 2. The Administrator reported that he had received applications for membership in the Financial Advisory Committee from Chick Petersen, Venta Leon, Bruce Bramson and Donna Clavaud. The Board moved to Agenda Item C 4 under pending business to determine the makeup of the committee. The Board voted to allow people of the same household to be voting members and voted to maintain the committee membership at seven members.

Hope Sturges made a motion to accept the four applications submitted for membership of the Financial Advisory Committee. Seconded by Sue Sims. Ayes: Earle, Sturges, Sims Nays: Knudsen, Oku. Motion passed 3-2.

3. The Efficiency audit has already been discussed and the Financial Advisory Committee is working on defining what it should entail and report back to the Board.

E. Ad Hoc Advisory Committee

Nothing to report

Pending Business:

A. Grant Writing

1. The Administrator reported that there was a grant available from an old proposition called the Clean Beaches Initiative that focuses on water quality for beaches and impaired waters such as Tomales Bay. He noted that he and the Tomales Bay Watershed Council; were looking into collaborating on a grant application. The grant criteria are for water quality monitoring (TBWC) and sewer collection systems (TVCSO).

B. Capital Improvement Projects

1. The Administrator reported that nothing new has been developed for a gazebo design. He indicated that the Park Committee will be taking that up after the gate project.

C. Policy Manual

1. The Administrator noted that discussion had already been undertaken regarding the need for a policy manual. The Administrator was charged with reviewing the Fall River Mills Policy Manual and present it to the Board at the next meeting.
2. The Administrator noted that the Board and the community had continuing discussion regarding rules of conduct and Roberts Rules of order, so he submitted a copy of the Fall River Mills Policy on those subjects for review. The Fall River Mills policy also dealt with ethics training for Board and committee members. It was decided by the Board that they would review the Fall River Mills policy manual in its entirety and not adopt individual policies at this time. However, discussion was held regarding AB 1234 Ethics Training for Committee members.

Eric Knudsen made a motion to require all District Committee members complete and successfully pass the AB 1234 Ethics Training as a condition of membership. Seconded by Patty Oku. M/S/U.

3. Committee Membership Makeup and Number

The Administrator noted that the Board had yet to decide what they wanted in their standing committees, what the makeup of them should be and how big the committee should be. He also noted that a precedent has been set because of the concern of some members of the community that spouses should not serve together on the Board. It was determined that the committees shall be inclusionary and qualified applicants will be accepted regardless of whether they are of the same household.

Patty Oku made a motion that makeup of a standing committee will allow people of the same household to be voting members of that committee. Seconded by Sue Sims. Ayes: Earle, Sturges Sims; Nays: Knudsen, Oku. Motion passed 3-2.

Patty Oku made a motion that standing committee membership shall be seven members if there are enough qualified applicants. Seconded by Sue Sims. Ayes: Earle, Knudsen, Sims Nays: Oku Abstain: Sturges. Motion passed 3-1-1.

D. Administrator's Contract

The Administrator submitted a completed and vetted copy of the proposed Independent Contractor Agreement between the District and the Administrator for review and possible adoption. Patty Oku recommended that discussion regarding the letters from Bruce Bramson and Donna Clavaud be held at the same time the Board considered the contract. She asked

Bruce about his concerns and it was explained that he felt adopting the contract before an efficiency study and consideration of the comparative district survey was “putting the cart before the horse.” Patty Oku read Donna Clavaud’s letter to the Board requesting no action be taken on the Administrator’s contract “until the Board does its due diligence”.

Patty Oku noted that the District has worked on this agreement for over a year, has had it vetted by County Counsel twice, it can be terminated at any time with 60 days notice by either party without cause and can be terminated immediately with cause. She felt that the Board has performed their due diligence and that the agreement as written does not bind the District indefinitely. Therefore, she felt there was no risk to the District with adopting this agreement as proposed. She reminded the Board that the 5-year Strategic Plan requested a written agreement be developed. Sue Sims reiterated Bruce’s concern’s that the Board was not taking the comparative District Survey into consideration especially with the large discrepancies in Administrative costs that the survey reveals. Patty Oku said there were some discrepancies in the survey that she found in her discussions with the other districts that she will share with the Financial Advisory Committee at their next meeting. She said that she felt it was more important to move forward and have an agreement in place that can be adjusted later if necessary but that is in place now.

Beth Koelker discussed the original request by the community during the Strategic Planning workshop that a written agreement be enacted and signed. She noted that by tying together the survey, an efficiency study and any other discussion delays that agreement and it seems unnecessary since the agreement can be revised in the future. Paul Duffey said that he and Terry request the agreement be delayed until after efficiency audit is performed and the administrative tasks and operator’s tasks are clearly defined from such an audit.

Hope Sturges noted that the Board has done a lot of work on this Agreement and that she personally has devoted a lot of time working on it and that it is in the best interest of the District to have a signed agreement in place.

Hope Sturges made a motion to approve the Independent Contractor Agreement as proposed. Seconded by Eric Knudsen. During discussion it was suggested that the motion be to approve the Independent Contractor Agreement and to review it after the District gets an efficiency report. The motion was amended to approve the Agreement as proposed and to review it after the District has an efficiency audit completed and approved by the Board. Seconded by Eric Knudsen. Ayes: Earle, Oku, Sturges, Knudsen, Nays: Sims. Motion passed 4-1.

E. 2012 Audit

Nothing new to report.

F. Complaints and Correspondence

Copies of e-mails from Board members and community members were reviewed. No action was taken.

New Business

No New Business

Administrator’s Report:

The Administrator noted he did not submit a written report this month, but his activities were discussed during the meeting

Open Communication:

Correspondence

There was no action taken on correspondence

Adjourned at 8:45 PM

Next Meeting: February 13, 2013 6:00 PM.



February 13, 2013

Approved

Date