



TVCSB Board of Director's Meeting Minutes

Date: Wednesday, August 12, 2015, 7 – 9 pm

Location: Tomales Town Hall, Tomales, California 94971

Board Members Present: President Bill Bonini, Deborah Parrish, Sue Sims, Patty Oku

Board Members Absent: None

Also Present: Melinda Bell, Treasurer, Terry Duffy, Venta Leon, Donna Clavud

I. Call To Order:

Board President, Bill Bonini called meeting to order at 7:02 p.m.

II. Approval of Agenda:

Bill Bonini motioned to change Phillips and Associates, Item7A, to a non- action item.
No objections, motion carries.

II. Open Communication:

(Open time in the time for community members to bring up items they wish to discuss and items that do not appear on the agenda)

III. Additions, corrections and approval of July 2015 Regular and Special Board meeting minutes:

Postponed until Administrative support is available.

IV: Financial Report:

A.) Accept check registers and approve expenditures.

Patty Oku questioned Childers and Taylor payment of \$2,325.00. Bill Bonini explained this payment was for District contracts for future contractors. Patty Oku also questioned the payment of \$4,961.00 to Marin County Tax Collector; Melinda Bell explained that was for County Council. Patty Oku asked about the History's Center payment of \$63.00, Melinda Bell explained the History Center pays that amount each month for their sewer charges. Patty Oku asked about the IRS check being returned, Melinda Bell explained the IRS sent back the check as the application said not to send a check with the application. The check will be sent back when the application is approved.

Melinda Bell said she was open to any suggestions the BOD would like to see on the financials. Karl Drexel accrued the County payments of \$9,000 per month, Melinda Bell didn't do it this way this month, but she can show it as an accrual each month. It is on the balance sheet.

Deborah Parrish makes a motion to accept check registers with the changes and approve expenditures as discussed. Sue Sims seconded the motion.

M/S/U

B.) Review and approve financial statements.

Melinda Bell explained that Measure A funds are shown as income, as soon as the work is done, it will show as an expenditure.

Melinda Bell forwards all annexation emails to Deborah Parrish.

Melinda Bell said it was time to invoice Shoreline Unified School District, 34% of the budgeted expenses. Last year \$78,000 was budgeted, this year TVCSD budgeted \$75,000. As this wasn't on the agenda, Patty Oku suggests making a motion to attach this discussion to agenda.

Bill Bonini makes a motion to attach discussion of Shoreline Unified School District billing to tonight's agenda. Patty Oku seconded the motion.

M/S/U

Bill Bonini feels it should be similar to what it was before the depreciation and it should be fine. Sue Sims said TVCSD forgave them last year; it hasn't been abolished, TVCSD's has the right to ask for it. Patty Oku said the Accountant said to attach it to the financials (State of California new regulations). Melinda Bell said depreciation was a cost. Deborah Parrish suggested making a final statement, that the depreciation is still an open item (Shoreline Unified School District is not being charged depreciation at this time until further discussion).

Deborah Parrish makes a motion to approve financial statements.

Patty Oku seconded the motion. M/S/U

C.) Update on Financial Services by Melinda Bell.

Discussed above in A and B

V. Phillips and Associates Report:

A. Review reports

Bill Bonini reported that everything is working fine, there are a few issues coming up with new laws and regulations and new equipment. Phillips and Associates will continue to send reports. Patty Oku requests reports to be included in Board packets and TVCSD should always have a hard copy of Board packet in the TVCSD office. Phillips and Associates reports will also be available on TVCSD's website.

VI. Committee Reports:

A.) FAC - Review approved July 2015 Meeting minutes.

Donna Clavaud reported finalizing the RFP Scope of Work for the Administrative Support position and made minor revisions to the 2015/2016 budget prior to the Special Hearing: specifically removing the line item for Health Allowances.

B.) PAC - Review June meeting minutes

Donna Clavaud pointed out the meeting date was incorrect: should read June 27th, 2015 not April 27th 2015. Patty Oku stated the minutes were a rough draft and have not been approved.

VII. Pending Business:

A.) Review, discuss and approve Gary Phillips draft agreement for employee position as Interim District Engineer; update on legal review.

Bill Bonini said this draft agreement couldn't be discussed in open session as this is an employment issue and needs to be discussed in a closed session. Deborah Parrish reiterated that it was OK for review only, but cannot discuss or approve in an open meeting, as recommended by lawyer.

Sue Sims questioned why it was Gary Phillips draft agreement, instead of Phillips and Associates draft agreement as Interim District Engineer. Bill Bonini will discuss in a closed meeting and reminds the Board that this is a temporary solution. Patty Oku is concerned that the law requires TVCSD have an Administrator, and wants more information as the RFP has changed to employee. Deborah Parrish explained she took the General Manager's RFP and separated out clerical tasks to develop the Administrative Services RFP. Patty Oku said the RFP's have "employee" reference. Donna Clavaud clarified that the two (2) RFP's are Contracts for Services.

A Special Meeting will be held on Monday, August 17th, 2015 at 6:30 p.m. at Tomales Town Hall to discuss Gary Phillips. Deborah Parrish will post notices of Special Meeting.

Terry Duffy questioned the position for Phillips and Associates as Interim District Engineer. Bill Bonini explained Phillips and Associates would be "temporary" General

Manager/Administrator, not engineer, and wouldn't have anything to do with the Park. This will be discussed at the Special Meeting.

B.) Stipends – tax and payroll obligations.

Melinda Bell included the IRS guidelines in the board packet and was concerned that Board members will be considered employees by the IRS to receive stipends. Melinda Bell can set up a payroll system through payroll services such as ADP or Paychex; or Melinda Bell could use Quickbooks. Melinda bell requested completed W4's for Board members.

Patty Oku makes a motion to begin Board stipends on January 2016. Sue Sims seconded the motion. M/S/U

C.) Review RFP for Administrative Support Services and meet Cynthia Hammond to ask questions and approve next steps.

Patty Oku asked Cynthia Hammond what she was applying for. Cynthia Hammond explained to the board that Melinda Bell talked to her about an employment opportunity at TVCSD. Upon reading the RFP for Administrative Management, Cynthia Hammond felt that the hours for this position were overwhelming and explained that she wouldn't be able to commit to 40 hours per month at TVCSD because she works at West Marin Senior Services 28 hours per week and that 12 to 15 hours per month were doable. Deborah Parrish explained that the hours are an estimate at this point. The RFP was built from the General Manager's list of everything he did. Deborah Parrish said the pressing needs were: being the board secretary (recording and transcribing the minutes), putting together the agenda and board packet, and distribution of the board packet.

Venta Leon surveyed other district board packets and they are generally 16-20 pages long. Typical TVCSD board packets are over 100 pages and could be minimized. Deborah Parrish suggested making phone calls for agenda items instead of emailing for efficiency. Donna Clavaud suggests a calendar with deadlines for agenda items submittal and board packet distribution. Bill Bonini asked Cynthia Hammond if this would fit into her schedule, Cynthia Hammond said she could work at the TVCSD office Wednesday afternoons.

Patty Oku asked Cynthia Hammond if she had any questions. Cynthia Hammond pointed out in the RFP "under district administrative support, under office manager", as doable, as well as bullet items on next page and the newsletter that goes out quarterly or twice yearly.

Cynthia Hammond said she could commit to four (4) hours per week. Sue Sims asked

about computer usage if two (2) people were in the office. Deborah Parrish said as a contractor, TVCSD wasn't responsible to supply computers. Cynthia Hammond explained she wasn't a contractor; she was an employee at her current position. Bill Bonini suggested TVCSD go with the four (4) hours per week for now to get things sorted out. Donna Clavaud would like to see the district prioritize and utilize the 16 hours per month. Melinda Bell said TVCSD wasn't set up to be an employer, Melinda Bell said she could send an application to become an employer. Cynthia Hammond sees the board packet, agenda and minutes as priority. Bill Bonini said this couldn't be an action item tonight because of the employee issue and would have to be discussed at the Special Meeting. Patty Oku said the Scope of Work could begin with the agenda, board packet and minutes. Patty Oku suggested Cynthia Hammond review the Brown Act, Sexual Harassment and Ethics training if Cynthia Hammond is to become a state employee.

Cynthia Hammond questioned if board meetings were held in August and December. Patty Oku said currently that wasn't true and sometimes there are two (2) meetings such as a Special Meeting. Sue Sims said Closed Meetings aren't recorded.

D.) Revised Robert's Rules on Discipline and Meeting Conduct – review and discuss. Sue Sims advises reading Robert's Rule of Order, Newly Revised 11th addition, Section 61, pages 645-648 that was included in the Board packet.

E.) Discuss Park Master Plan – review sample; update from PAC on progress. Sue Sims got the town of Windsor's Master Plan off the Internet and suggested PAC develop a Master Plan. Sue Sims suggests getting three (3) proposals. Donna Clavaud said there was Master Plan at the beginning, and again one prior to the improvements and thought having another Master Plan was a little late as the Park is full and there isn't any room left. Sue Sims would like to see some planning, as there is a plan to install a ping-pong table and ADA ramps. Donna Clavaud would like to see PAC and TVCSD Board spend a little more time looking at the site to get more familiar with suggestions coming up. Patty Oku said that requests need to go to PAC Chair, Margaret Graham. TVCSD Board gives direction to PAC. Projects coming up are: replacing the gazebo, water fountain, ADA ramps, fence and a new gate. Patty Oku suggests fundraising and grant writing as Measure A funds will be depleted with these projects. Patty Oku, as a PAC member, could relay information to TVCSD board. Bill Bonini suggests a PAC presentation to TVCSD Board from Margaret Graham or Walter Earle.

F.) Election update.

Bill Bonini said there is one (1) candidate, Donna Clavaud, for TVCSD BOD. Donna Clavaud stated the Marin County Board of Supervisors would be given a period of time to find appointments for open seats, if that fails, a Special election is held.

Patty Oku said there are Special Districts that do allow three (3) BOD's.

G.) By-Laws – discuss.

Sue Sims would like to add Robert's Rules with the right edition and Standing Committees with names listed in the By-Laws. This will be presented to a lawyer for review. Bill Bonini suggested to include this in the September 9, 2015 TVCSD BOD agenda as an Action item. Bill Bonini said there are operation manuals that also need to be updated. Sue Sims will look at other By-Laws and will share with TVCSD BOD.

VIII. New Business:

None

IX. Correspondence:

Bill Bonini asked if anyone was going to the LAFCO meeting tomorrow. Since there isn't an Administrator and there aren't any problems, no one is attending.

X. Adjourn:

Bill Bonini made a motion to Adjourn meeting. No objections, motion carries.

Meeting adjourned 9:06 p.m.

Next Meeting: September 9, 2015 7:00 p.m.

Bill Bonini 6/8/2016
Approved by: President, Bill Bonini Date

Cynthia Hammond 6/9/2016
Attested by: Cynthia Hammond, Secretary Date