

**MUNICIPAL SERVICES AUTHORITY
JOINT POWERS AUTHORITY
BOARD OF DIRECTORS MINUTES**

The Municipal Services Authority Joint Powers Authority held a regular Board meeting on **January 12th, 2012** at Yountville Community Center, 6516 Washington Street, Yountville, CA 94599. The meeting was called to order at **4:16 p.m.**

1. CALL TO ORDER

2. ROLL CALL

Members Present: Steve Rogers - Regional Government Services
Ken Nordhoff - Local Government Services

Other Attendees: Richard Averett, Executive Director/CFO Michael Garvey, Exec. Comm. Chair
Jefferson Kise, Project Consultant Nancy Mackle, RGS Board Member
David Rendeiro, Keenan and Associates Joni Pattillo, LGS Board Member
Steve Bour, Keenan and Associates Herb Pike, RGS Board Member
Dan Schwartz, LGS Board Member

3. APPOINTMENT OF INTERIM CHAIR TO CONDUCT MEETING

ACTION: **M/S Nordhoff/Rogers** to nominate Member Rogers to the position of Interim Chair.

AYES: Chair Rogers, Member Nordhoff

NOES: None

ABSTAIN: None

4. APPROVAL OF AGENDA

ACTION: **M/S Nordhoff/Rogers** to approve the agenda without change.

AYES: Chair Rogers, Member Nordhoff

NOES: None

ABSTAIN: None

5. ADOPTION OF AGREEMENT & BYLAWS

ACTION: **M/S Nordhoff/Rogers** to approve Agreement & Bylaws that govern and operate the Joint Powers Authority subject to correcting the date on the cover of the agreement.

AYES: Chair Rogers, Member Nordhoff

NOES: None

ABSTAIN: None

6. ACCEPT FOUNDING MEMBERSHIP ACTIONS

ACTION: **M/S Nordhoff/Rogers** to review and accept founding member agencies' decisions with respect to MSA creation and appointment of representatives and alternate representatives.

AYES: Chair Rogers, Member Nordhoff

NOES: None

ABSTAIN: None

7. ELECTION OF OFFICERS

ACTION: **M/S Nordhoff/Rogers** to elect Member Nordhoff as Chair and Member Rogers as Vice-Chair.

AYES: Chair Nordhoff, Vice-Chair Rogers

NOES: None

ABSTAIN: None

8. APPROVAL OF COOPERATION AGREEMENT

ACTION: **M/S Rogers/Nordhoff** to approve a Cooperation Agreement with LGS and RGS.

AYES: Chair Nordhoff, Vice-Chair Rogers

NOES: None

ABSTAIN: None

9. APPROVAL OF INTERIM BUDGET AND RGS ADMINISTRATIVE SERVICES AND POLICIES

MSA will owe RGS for support services used this fiscal year and will reimburse RGS for these costs in the next fiscal year.

ACTION: **M/S Rogers/Nordhoff** to approve an interim FY2012 budget and to approve use of RGS Administrative services, including staffing, postal and mailing addresses, investment and all other policies, procedures and services as the Authority's staff and official agents, addresses, policies and procedures, as appropriate.

AYES: Chair Nordhoff, Vice-Chair Rogers

NOES: None

ABSTAIN: None

10. APPROVE JPA BROKERAGE/RISK MANAGEMENT CONSULTING AGREEMENT

The Executive Director reviewed the due diligence process performed by staff, and requested Board approval of the Agreement, with staff's noting of several items needing adjustment, subject to these administrative adjustments and JPA counsel's approval as to form.

ACTION: **M/S Rogers/Nordhoff** to approve the Agreement with Keenan & Associates for brokerage/risk management services.

AYES: Chair Nordhoff, Vice-Chair Rogers

NOES: None

ABSTAIN: None

11. ESTABLISH 2012/2013 MEETING DATES, TIMES & LOCATIONS

ACTION: **M/S Rogers/Nordhoff** to approve a minimum of one annual Board meeting, in conjunction with RGS and LGS annual Board meetings.

AYES: Chair Nordhoff, Vice-Chair Rogers

NOES: None

ABSTAIN: None

12. ADOPT CONFLICT OF INTEREST CODE

ACTION: **M/S Rogers/Nordhoff** to adopt a Conflict of Interest Code as presented.

AYES: Chair Nordhoff, Vice-Chair Rogers

NOES: None

ABSTAIN: None

13. PUBLIC COMMENT

No comment was received.

14. NEXT MEETING: to be coordinated with RGS and LGS Board meetings in May, 2012.

15. ADJOURNED – Meeting adjourned at 4:28 p.m.