



MUNICIPAL SERVICES AUTHORITY (MSA) AGENDA

Agenda materials may be viewed on the Agency's web site or by contacting the Executive Director prior to the meeting. For a teleconference meeting, the public may participate in the meeting at any of the teleconference locations listed.

REGULAR MEETING
November 15, 2018
10:00 a.m.

Yountville Town Hall
Town Hall Council Chambers
6550 Yount Street
Yountville, CA 94599

1. CALL TO ORDER / ROLL CALL

2. PUBLIC COMMENT

Each speaker is limited to two minutes. If you are addressing the Board on a non-agenda item, the Board may briefly respond to statements made or questions posed as allowed by the Brown Act (Government Code Section 54954.2). However, the Board's general policy is to refer items to staff for attention, or have a matter placed on a future Board agenda for a more comprehensive action or report.

3. APPROVAL OF CONSENT AGENDA

Consent agenda items are considered to be routine and will be enacted by one motion. There will be no separate discussion on these items unless members of the Executive Committee, staff or public request specific items to be removed for separate action.

A. Approval of **May 17, 2018** Minutes *Action*

4. TREASURER'S REPORT

A. Review of Preliminary Fiscal-Year-To-Date Financial Reports through September 2018 *Information*

B. Approve FY18 Audited Financial Statements *Action*

5. OLD BUSINESS – None

6. NEW BUSINESS

A. Approval of Resolution MSABOD2018-01 Distribution of JPA Assets *Action*

B. Approval of Resolution MSABOD2018-02 Agreement with Municipal Shared Services Corp *Action*

C. Approval of Resolution MSABOD2018-03 Dissolve the JPA *Action*

7. EXECUTIVE DIRECTOR AND MEMBER REPORTS

A. Executive Director: Concluding Remarks *Information*

B. Members: *Information*

8. ADJOURN and AUTHORIZE CHAIR TO APPROVE FINAL MINUTES *Action*

Americans with Disabilities Act

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact Richard Averett at (650) 587-7300. Notification in advance of the meeting will enable Agency to make reasonable arrangements to ensure accessibility.

**MUNICIPAL SERVICES AUTHORITY
BOARD OF DIRECTORS MINUTES
MAY 17, 2018**

The Municipal Services Authority held a regular meeting of the Board of Directors on May 17, 2018 via teleconference. The meeting was called to order at 1:04 p.m.

1. CALL TO ORDER / ROLL CALL

Members Present: Steve Rogers, Chair
Dan Schwarz, Vice-Chair
Fran Robustelli, Member

Other Attendees: Richard Averett, Executive Director
Sophia Selivanoff, Director of HR Services
Tiffany Buraglio, Executive Assistant
Sky Woodruff, JPA General Counsel
Scott Kivel, JPA Special Counsel
Julie Carter, RGS Board Alternate Member

2. PUBLIC COMMENT - None

3. APPROVAL OF CONSENT AGENDA

A. Approval of **March 12, 2018** Minutes

Action: Moved and seconded (Dan Schwarz/Fran Robustelli) to approve consent agenda

AYES: Rogers, Schwarz, Robustelli

NOES: None

ABSTAIN: None

4. TREASURER'S REPORT

A. Review of Preliminary Fiscal-Year-To-Date Financial Reports through March 2018

This was an informational item only and no action was taken. Executive Director Averett noted net income of \$79,000 and net equity of \$2,171,296. On target to achieve budgeted targets for net income and net equity for FYE.

1:08 p.m. Tiffany Buraglio left the meeting

5. OLD BUSINESS - None

6. NEW BUSINESS

A. Approval of Work Plan for Distribution of Assets.

Executive Director Averett noted that net FYE equity is proposed to be distributed 50/50 to member agencies, LGS and RGS, approximating the contributions of both agencies.

Action: Moved and seconded (Schwarz/Robustelli) to approve work plan for distribution of assets.

AYES: Rogers, Schwarz, Robustelli

NOES: None

ABSTAIN: None

7. EXECUTIVE DIRECTOR AND COMMITTEE MEMBERS

A. Executive Director: future meetings of this Board are dependent on Member actions and business needs.

B. Members: none

8. ADJOURN – The meeting adjourned at 1:09 p.m. The next regular meeting is scheduled for August 16, 2018 at 1:00 p.m. in Dublin.



**MUNICIPAL
SERVICES
AUTHORITY**

SERVING PUBLIC AGENCIES SINCE 2012

TO: BOARD OF DIRECTORS
FROM: JEFFERSON KISE, Finance Manager
SUBJECT: FINANCIAL REPORT ANALYSIS

BOD Meeting: 11-15-2018
Item: 4A

RECOMMENDATION

No action is required of the Board of Directors. These are informational, preliminary financial reports through September 2018, and are attached for review.

ANALYSIS

All reports are draft and unaudited.

Fiscal-year to-date (FYTD) net loss for the JPA was \$2,762 due to claims expenses being slightly higher than expected. The results reflect budgeted member contribution revenue and the amortization of prepaid premiums for Workers' Compensation and General Liability Insurance, as well as broker and administration fees. Member contributions were budgeted to be break even with JPA expenses. Worker's compensation claims expense totals \$13,139 fiscal year to-date. The FYTD net position is \$2,183,220 after adjusting for FY2018 audited net equity.

Municipal Services Authority
Profit & Loss
 July through September 2018

1:17 PM
 10/22/2018
 Accrual Basis

	<u>Jul 18</u>	<u>Aug 18</u>	<u>Sep 18</u>	<u>TOTAL</u>
Income				
440410 · Member Contributions	22,661	22,661	22,661	67,983
Total Income	<u>22,661</u>	<u>22,661</u>	<u>22,661</u>	<u>67,983</u>
Expense				
520100 · Broker Expense	3,875	3,875	3,875	11,625
520200 · Admin Fee Expense	6,500	6,500	6,500	19,500
520300 · Gen Liability Insur Exp	5,556	5,556	5,556	16,668
520400 · Worker Comp Insur Exp	3,198	3,198	3,198	9,594
520800 · Taxes	219			219
550200 · Claims Expense - WC	3,599	1,933	7,607	13,139
Total Expense	<u>22,947</u>	<u>21,062</u>	<u>26,736</u>	<u>70,745</u>
Net Income	<u><u>-286</u></u>	<u><u>1,599</u></u>	<u><u>-4,075</u></u>	<u><u>-2,762</u></u>

Municipal Services Authority
Balance Sheet
As of September 30, 2018

1:18 PM
10/22/2018
Accrual Basis

Sep 30, 18

ASSETS

Current Assets

Checking/Savings

110010 · Union Bank Cash 1,309

Total Checking/Savings 1,309

Accounts Receivable

120100 · Due From/To RGS-LGS 2,945,942

Total Accounts Receivable 2,945,942

Other Current Assets

130100 · Prepaid Expenses 113,653

Total Other Current Assets 113,653

Total Current Assets 3,060,904

TOTAL ASSETS 3,060,904

LIABILITIES & EQUITY

Liabilities

Long Term Liabilities

260001 · IBNR - GL 65,000

260002 · IBNR - WC 54,235

260003 · Case Reserves - WC 30,765

260010 · Workers Comp Claims Liab - LGS 21,232

260011 · General Liability Claims - LGS 59,790

260020 · Workers Comp Claims Liab - RGS 161,773

260021 · General Liability Claims - RGS 469,030

Total Long Term Liabilities 861,825

Total Liabilities 861,825

Equity

320000 · Unrestricted Net Assets 2,201,838

Net Income -2,760

Total Equity 2,199,078

TOTAL LIABILITIES & EQUITY 3,060,903



TO: BOARD OF DIRECTORS **BOD Meeting: 11-15-2018**
FROM: RICHARD AVERETT, Executive Director/CFO **Item: 4B**
**SUBJECT: APPROVAL OF AUDITED FINANCIAL STATEMENTS FOR FISCAL
YEAR ENDING JUNE 30, 2018**

RECOMMENDATION

Review and approve the independent audit reports for fiscal year (FY) 2018.

BACKGROUND

The outside audit firm of Badawi and Associates was retained to complete the FY2018 audit. The June 30, 2018 audited financial statements for the JPA, along with the audit report and Management Letter will be posted to the JPA web site.

AUDIT RESULTS

Audit results are summarized below, with more information and analysis in the Management Discussion and Analysis section of the audit report. The JPA has provide risk pooling for its member agencies and benefits pooling for member agencies and non-member agencies.

MSA FINANCIAL HIGHLIGHTS

- In the fiscal year ended June 30, 2018, the Authority had a net gain of \$93,894 which is a turnaround from the FY2017 loss of \$42,894 attributable to a \$206,893 in retrospective and IBNR claims accruals in that year.
- Member contributions for FY2018 were reduced from the prior year as budgeted to allow for the loss in LGS client revenue.
- For FY2018 claims and retrospective adjustments were down significantly.
- MSA's unrestricted net assets grew 4.5% to \$2,185,982.



TO: BOARD OF DIRECTORS **BOD Meeting: 11-15-2018**
FROM: RICHARD AVERETT, Executive Director
SKY WOODRUFF, Authority Counsel **Item: 6A**
**SUBJECT: APPROVE RESOLUTION MSABOD2018-01 DISTRIBUTING MSA
ASSETS IN ANTICIPATION OF DISSOLUTION OF THE JPA**

RECOMMENDATION

Approve resolution number MSABOD2018-01 distributing the assets of Municipal Services Authority in anticipation of dissolution of the JPA. Assets would be distributed evenly, after remaining expenses and insurance obligations of the JPA.

BACKGROUND

The full background regarding dissolution of MSA is discussed in the staff report for item 6C on the Board's November 15, 2018 agenda. In summary, as a result of an adverse audit decision by the California Public Employee Retirement System (CalPERS) against Local Government Services Authority (LGS), LGS has decided to dissolve prior to the end of calendar year 2018. MSA only has two members, LGS and Regional Government Services Authority (RGS). As a consequence of the dissolution of LGS, MSA must also dissolve.

The MSA Joint Powers Agreement (the "Agreement") states, "In the event of the dissolution of the Authority by the Members, any property interest remaining in the Authority following a discharge of all obligations shall be disposed of as provided for in the Bylaws," and "After the completion of its purpose, any surplus money remaining in the Authority's self-funded pool shall be returned to the Members in proportion to the contributions made and the claims or losses paid."

The final dissolution date is not set; however, it will occur once LGS has dissolved and all MSA assets and liabilities have been addressed.

The manner of addressing MSA's obligations, if any, is discussed in the staff report for item 6B on the Board's November 15, 2018 agenda. Part of the manner of addressing those obligations involves an agreement with Municipal Shared Services Corporation (MSS), a nonprofit public benefit corporation being created to further the public purpose of shared municipal services.

The MSA Board, at its May 17, 2018 meeting, approved a plan to distribute net assets evenly between the two member agencies, in accordance with the JPA Agreement and their respective contributions to MSA.

The audited fiscal-year-end net assets (6/30/2018) were \$2,185,982. It is projected that net assets will equal approximately \$2.2 million by November 30, 2018 – the estimated dissolution date. Approximately \$100,000 will be needed to be set aside for RGS' assumption of the self-insured retention of an existing worker's compensation claim being transferred to RGS. The carrier will assume 100% of the claim's cost beyond the \$100,000 SIR. Therefore, approximately \$1,050,000 is anticipated to be distributed from MSA to each of the member agencies.

FINANCIAL IMPACT

Once remaining net assets are distributed, MSA will have no funds and the agency will dissolve.

RESOLUTION NO. MSABOD2018-01

A RESOLUTION OF THE BOARD OF DIRECTORS OF MUNICIPAL SERVICES AUTHORITY (MSA) TO APPROVE DISTRIBUTION OF ASSETS TO MEMBER AGENCIES

WHEREAS, Municipal Services Authority (MSA) is a joint powers authority formed pursuant to the Joint Exercise of Powers Act (the “Act”), Government Code section 6500 *et seq.*, with the purpose of providing insurance and shared services for public agencies to achieve their goals cost-effectively; and

WHEREAS, the membership of MSA is currently comprised of the Local Government Services Authority and the Regional Government Services Authority; and

WHEREAS, at its May 17, 2018 meeting, the MSA Board of Directors authorized the initiation of the process of dissolving the JPA and the legislative body of each of the members of MSA has adopted a resolution mutually agreeing to the dissolution of MSA; and

WHEREAS, the Joint Powers Agreement among the members of MSA states, “In the event of the dissolution of the Authority by the Members, any property interest remaining in the Authority following discharge of all obligations shall be . . . returned to the Members in the proportion to the contributions made . . .” (Articles 8 and 9); and

WHEREAS, MSA staff has advised the Board that Members contributed roughly equal amounts to the Authority;

NOW, THEREFORE, BE IT RESOLVED AND ORDERED that Board of Directors of the Municipal Services Authority vote to authorize distribution of net assets as of the dissolution of the Authority equally to the Members: Local Government Services and Regional Government Services Authorities, the final amount to be determined at the time of dissolution.

PASSED AND ADOPTED by the Board of Directors of Municipal Services Authority, this 15th day of November 2018 by the following vote, to wit:

AYES:

NOES:

ABSTAIN:

ABSENT:

ATTEST:

Board Secretary

Steve Rogers, Chair



TO: BOARD OF DIRECTORS **BOD Meeting: 11-15-2018**
FROM: RICHARD AVERETT, Executive Director
SKY WOODRUFF, Authority Counsel **Item: 6B**
**SUBJECT: APPROVE RESOLUTION MSABOD2018-02 AUTHORIZING THE EXECUTIVE
DIRECTOR TO EXECUTE AN AGREEMENT WITH MUNICIPAL SHARED
SERVICES CORPORATION TO ADDRESS ANY UNFORESEEN LIABILITIES
OF THE JPA IN ANTICIPATION OF DISSOLUTION OF THE JPA**

RECOMMENDATION

Approve resolution number MSABOD2018-02 authorizing the Executive Director to execute an agreement with Municipal Shared Services Corporation (MSS) to address any unforeseen liabilities of Municipal Services Authority or administrative clean up, in anticipation of dissolution of the JPA.

BACKGROUND

The full background regarding dissolution of MSA is discussed in the staff report for item 6.C. on the Board's November 15, 2018 agenda. In summary, as a result of an adverse audit decision by the California Public Employee Retirement System (CalPERS) against Local Government Services Authority (LGS), LGS has decided to dissolve prior to the end of calendar year 2018. LGS is one of the two members of MSA. Without another member, MSA will also have to dissolve.

MSA has served as a risk pool for LGS and Regional Government Services (RGS) workers' compensation and general liability, and belongs to a non-risking sharing insurance purchasing pool – Municipal Insurance Cooperative, a JPA. MSA has also served LGS and RGS as a benefits aggregator, including of medical, vision, short and long-term disability, etc. MSA hosts a successful dental program pool, and belongs to a medical pool JPA. Staff is working with our benefit providers and partners to ensure continuity of insurance and benefit services for RGS after dissolution.

As the insurance pool for LGS and RGS, the members contributed to MSA reserves. MSA also 'inherited' the unpaid claims of the members while they were individually members of the California Joint Powers Insurance Authority.

The final dissolution date is not set; however, it will occur once all MSA assets and liabilities have been addressed and is expected to be before the end of calendar year 2018.

MSA has no current liabilities, but because of the nature of its functions, as described above, potential unanticipated claims or administrative issues could arise. To address issues related to its own dissolution, LGS is in the process of supporting the creation of a nonprofit public benefit corporation that will enter into an agreement with LGS to address LGS's post-dissolution issues. The same corporation, Municipal Shared Services Corporation (MSS), has stated that it is amenable to entering into an agreement with MSA to address its post-dissolution liabilities.

Nonprofit public benefit corporations are authorized forms of nonprofit corporations in California law. They can be organized for charitable or public purposes. Many of those in existence were formed to support local government agencies and assist them in the performance of government functions through a variety of methods, including entering into contracts with local government agencies to assist them in the performance of public functions. They generally seek tax exemption under Section 501(c)(3) or 501(c)(4) of the Internal Revenue Code.

The relevant powers of a nonprofit public benefit corporation are: making donations for the public welfare or for civic or similar purposes; assuming obligations and entering into contracts; and participating with others in any transaction or arrangement of any kind. MSS has these powers and others that will allow it to assist MSA with any post-dissolution liabilities that might arise.

Among the issues that MSS has agreed to take on for MSA post-dissolution include potential claims against MSA by third parties; claims made by the insurance carriers with which MSA contracts; and clean-up of any issues related to the dental or employee benefits pools. In the agreement, MSA would also assign any potential claims that it might have against its insurance carriers or others. The relevant terms of the agreement will specifically survive dissolution of MSA.

The attached resolution would authorize the Executive Director to enter into such an agreement, as long as it contains the identified terms and is to the satisfaction of the Executive Director and Authority Counsel.

FINANCIAL IMPACT

Once an agreement with MSS is entered into, MSA will be able to distribute assets to the respective parties and can dissolve.

RESOLUTION NO. MSABOD2018-02

A RESOLUTION OF THE BOARD OF DIRECTORS OF MUNICIPAL SERVICES AUTHORITY (MSA) TO EXECUTE AN AGREEMENT WITH MUNICIPAL SHARED SERVICES CORPORATION (MSS) TO ADDRESS ANY UNFORESEEN LIABILITIES OF THE JPA IN ANTICIPATION OF DISSOLUTION OF THE JPA

WHEREAS, Municipal Services Authority (MSA) is a joint powers authority formed pursuant to the Joint Exercise of Powers Act (the “Act”), Government Code section 6500 *et seq.*, with the purpose of providing insurance and shared services for public agencies to achieve their goals cost-effectively; and

WHEREAS, the membership of MSA is currently comprised of the Local Government Services Authority and the Regional Government Services Authority; and

WHEREAS, at its May 17, 2018 meeting, the MSA Board of Directors authorized the initiation of the process of dissolving the JPA. The legislative body of each of the members of MSA has adopted a resolution mutually agreeing to the dissolution of MSA; and

WHEREAS, the Amended and Restated Joint Powers Agreement among the members of MSA states, “Upon dissolution of MSA, after satisfaction of all debts, liabilities or obligations incurred by MSA, any and all remaining property of MSA, both real and personal, and all other assets of any kind shall be divided among the Members active as of the act of dissolution, in such manner as shall be agreed upon by those Members.” (Article V, Section 3.); and

WHEREAS, MSA staff has advised the Board that it might not be possible to address the disposition of all assets and liabilities prior to dissolution and have been investigating an appropriate partner to assist MSA with those public purposes prior to and following dissolution; and

WHEREAS, a group of individuals interested in supporting the shared services model among local government agencies in California is working with MSA and legal counsel to create a nonprofit public benefit corporation that would be a viable partner to support those public purposes of MSA. The new entity would be amenable to entering into an agreement with MSA for those purposes, once the process of forming it has been completed; and

WHEREAS, the terms of the agreement would include the nonprofit public benefit corporation agreeing to support the MSA public purposes described in the staff report provided to the Board in conjunction with this resolution. The obligations that the nonprofit public benefit corporation would take on pursuant to the agreement to support MSA’s public purposes would survive the dissolution of MSA. In the agreement, MSA would also assign to the nonprofit public benefit corporation certain claims against third parties and all assets. That assignment of rights would also survive dissolution of MSA.

NOW, THEREFORE, BE IT RESOLVED AND ORDERED that Board of Directors of the Municipal Services Authority vote to authorize the Executive Director to execute an agreement with MSS to support the public purposes of MSA in the ways described in this resolution, the final terms to be to the satisfaction of the Executive Director and Authority Counsel.

PASSED AND ADOPTED by the Board of Directors of Municipal Services Authority, this 15th day of November 2018 by the following vote, to wit:

AYES:

NOES:

ABSTAIN:

ABSENT:

ATTEST:

Board Secretary

Steve Rogers, Chair



TO: BOARD OF DIRECTORS **BOD Meeting: 11-15-2018**
FROM: RICHARD AVERETT, Executive Director
SKY WOODRUFF, Authority Counsel **Item: 6C**
**SUBJECT: APPROVE RESOLUTION MSABOD2018-03 TERMINATING AND
DISSOLVING MUNICIPAL SERVICE AUTHORITY, A JOINT POWERS
AUTHORITY**

RECOMMENDATION

Approve resolution number MSABOD2018-03 terminating and dissolving Municipal Service Authority.

BACKGROUND

Municipal Services Authority (MSA) is a joint powers authority formed in 2012 by Local Government Services (LGS) and Regional Government Services (RGS).

MSA has served as a risk pool for LGS and Regional Government Services (RGS) workers' compensation and general liability, and belongs to a non-risking sharing insurance purchasing pool – Municipal Insurance Cooperative, a JPA. MSA has also served LGS and RGS as a benefits aggregator, including of medical, vision, short and long-term disability, etc. MSA hosts a successful dental program pool, and belongs to a medical pool JPA. Staff is working with our benefit providers and partners to ensure continuity of insurance and benefit services for RGS after dissolution.

LGS is also a joint powers authority. It provides staffing to small local government agencies without sufficient staff to effectively and efficiently serve as its own employer, and to meet the grant-funded or other limited term staffing needs of larger agencies. LGS contracts with the California Public Employee Retirement System (CalPERS) to provide its employees with a retirement benefit. In 2017, at the conclusion of an audit of LGS, CalPERS issued a determination that all of LGS's employees were common-law employees of the local government agencies to which they provided services and should not have been enrolled in CalPERS as employees of LGS.

As a consequence of that determination, LGS has decided to terminate and dissolve. It anticipates doing so before the end of calendar year 2018, preferably by the end of November or early December.

Because LGS is one of the two members of MSA, MSA must also dissolve. At its May 17, 2018, meeting, the Board reviewed an initial work plan to work toward dissolution of the JPA. Staff has been working toward addressing the JPA's assets and potential liabilities to ensure that the MSA Board's authority from the member agencies to dissolve upon discharge of its duties was met.

At its November 15, 2018 meeting, the MSA Board adopted resolution MSABOD2018-01 to distribute its remaining assets to its members, LGS and RGS.

At the same meeting, the MSA Board also adopted resolution MSABOD2018-02 to authorize an agreement with Municipal Shared Services Corporation (“MSS”), a nonprofit public benefit corporation. Pursuant to the terms of the agreement, MSS will, as part of its public purpose, assist MSA with any unknown liabilities and/or trailing duties that might arise subsequent to dissolution, as identified in the agreement. The agreement also assigns to MSS any claims that MSA might have against third parties that would result in obtaining additional assets that could be used to satisfy potential liabilities.

MSS will also take possession of MSA’s records in support of its ability to perform the functions listed in the agreement. The agreement allows MSS to dispose of records according to MSA’s records retention schedule or to hold records longer as needed.

MSA is organized as a joint powers authority pursuant to the Joint Exercise of Powers Act, Government Code section 6500 et seq. (the “Act”). MSA was formed when certain public entities entered into a joint powers agreement to create MSA (the “JPA Agreement”). Together, the Act and the JPA Agreement control MSA and establish the process for dissolution of the agency.

A joint powers agency may exist for a definite term or may continue in existence until dissolved. The Act does not provide a specific method for dissolution, but rather permits the joint powers agreement creating an agency to establish the process for that particular agency to dissolve. (Government Code § 6510.)

The JPA Agreement provides only that it “may be terminated effective at the end of any fiscal year by a two thirds (2/3) vote of the Members, provided, however, that the Authority and this Agreement shall continue to exist for the purpose of disposing of all obligations, distribution of assets, and all other functions necessary to conclude the affairs of the Authority.” (Section 8.) Regarding MSA property and other assets, it provides that they should be disposed of as provided for in the Bylaws or returned to the members in proportion to their contributions, depending on the type of asset. (Section 9.)

The Boards of LGS and RGS have both adopted resolutions to terminate and dissolve MSA effective June 30, 2018. As provided for in the JPA Agreement, MSA has continued past that date to address all assets and liabilities. As discussed above, that has now occurred.

Based on the above described events, Staff recommends that the Board adopt the attached Resolution of Termination and Dissolution.

FINANCIAL IMPACT

Approval of resolution MSABOD2018-03 terminating and dissolving Municipal Service Authority would conclude the activities of the JPA as of the effective date. At its November 15, 2018 meeting, the MSA Board adopted a resolution to distribute its remaining assets to its members, LGS and RGS. Therefore, with approval of this resolution no further financial impact should occur.

RESOLUTION NO. MSABOD2018-03

A RESOLUTION OF THE BOARD OF DIRECTORS OF MUNICIPAL SERVICES AUTHORITY (MSA) TERMINATING AND DISSOLVING MUNICIPAL SERVICES AUTHORITY, A JOINT POWERS AUTHORITY

WHEREAS, Municipal Services Authority (MSA) is a joint powers authority formed pursuant to the Joint Exercise of Powers Act (the “Act”), Government Code section 6500 *et seq.*, with the purpose of providing insurance and shared services for public agencies to achieve their goals cost-effectively; and

WHEREAS, the membership of MSA is currently comprised of the Local Government Services Authority and the Regional Government Services Authority; and

WHEREAS, at its May 17, 2018 meeting, the MSA Board of Directors authorized the initiation of the process of dissolving the JPA. The legislative body of each of the members of MSA has adopted a resolution mutually agreeing to the dissolution of MSA; and

WHEREAS, having now satisfied all of MSA’s obligations and distributed assets as required by the Agreement, the Board desires to terminate the Agreement and MSA’s existence.

NOW, THEREFORE, BE IT RESOLVED AND ORDERED that Board of Directors of the Municipal Services Authority hereby finds and declares, based on the report presented to the Board at its November 15, 2018 meeting, as follows:

1. MSA has been completely wound up.
2. MSA’s known debts, liabilities, or obligations have been discharged.
3. All MSA’s property, both real and personal, and all other assets of any kind have been distributed in a manner agreed to by the members of MSA.
4. MSA is dissolved.

PASSED AND ADOPTED by the Board of Directors of Municipal Services Authority, this 15th day of November 2018 by the following vote, to wit:

AYES:

NOES:

ABSTAIN:

ABSENT:

ATTEST:

Board Secretary

Steve Rogers, Chair