



TVCS D Board of Director's Meeting Minutes

Date: Wednesday, February 10, 2016, 7 – 9 pm

Location: Tomales Town Hall, Tomales, California 94971

DRAFT

Board Members Present: Bill Bonini, President; Deborah Parrish, Vice President; Donna Clavaud, Dru Fallon O'Neill

Board Members Absent: Peter MacLaird

Also Present: Jose Ortiz, TVCS D General Manager; Melinda Bell, TVCS D Treasurer; Cynthia Hammond, TVCS D Secretary; Venta Leon, Margaret Graham, Walter Earle, Beth Koelker

I. Call To Order

Bill Bonini called the meeting to order at 7:05 p.m.

President's Message:

TVCS D Board Meetings will be run from the BOD table, by the Board of Directors. Open discussions won't be open for public discussion until the Board has discussed the item first. Board of Directors will enforce a two (2) minute time limit for each item and requests the public to state their name prior to speaking.

II. Open Communication Time for community members and visitors to bring up items they wish to discuss and items that do not appear on the agenda. Added items will be included under Other Business.

Margaret Graham requested approval of Measure A amendments for PAC. Bill Bonini said Measure A amendments will be discussed under PAC.

III. Approval of February 10, 2016 TVCS D BOD Agenda

Bill Bonini added Selection of Officers to the February 10, 2016 agenda. Selection of Officers will be added as line item #5 under Section 4, Orientation of New Board and Staff. Dru Fallon O'Neill made a motion to approve the amended February 10, 2016 TVCS D Meeting Agenda. Deborah Parrish seconded the motion.

M/S/U

IV. 2016 Orientation of new staff and TVCS D Board Members

1. Form 700, Statement of Economic Interest: Donna Clavaud reminded new Board Members Form 700 needs to be completed within 30 days and continuing Board Members Form 700 must be done each year. Staff is also required to complete Form 700.

2. CSDA Meeting: Donna Clavaud, Deborah Parrish, Dru Fallon O'Neill and Melinda Bell met with CSDA Field Representative, Dane Wadley. TVCSD carries Risk Management Liability Insurance through CSDA. CSDA offers discounts on grant writing services, any assistance with website design and purchasing access such as commodities. TVCSD has access to a number of legal counseling services.

3. Training Opportunities through CSDA: On-demand webinars are available through CSDA website. New Board Members, Committee Members and Staff are required to take Ethics Compliance Training AB 1234 and must be renewed every two (2) years. User name, password and discount codes will be sent to Board, Committee Members and Staff. Board Members are required every two (2) years to take Sexual Harassment Prevention Training. Deborah Parrish made a point that there is money in the budget for training as some webinars are not free. Brown Act Training is February 23, 2016 at the Civic Center, 6-8 pm with Jenna Brady. Deborah Parrish recommends that Committee Chairs take Brown Act Training.

Donna Clavaud made a motion that TVCSD utilize CSDA, free of charge, webinars for Ethics and Sexual Harassment Training. Dru Fallon O'Neill seconded the motion.

M/S/U

4. CSDA on Effective Boards and Board Leadership: an excerpt from the CSDA's handbook is included in the Board packet.

Deborah Parrish pointed out that there is a difference between the Board and Staff. Deborah Parrish developed an organizational flow chart, which will be included in the March Board packet. The Board is a governing body, makes policies, and has fiscal responsibility. Staff is responsible for management of the organization and implementation of policies. Staff reports to the General Manager, General Manager and Committee Members report to Board of Directors. Donna Clavaud stated that when Committees are advising the Board, the Board should view the Committees as an extension of the Board. Deborah Parrish requests an annual Board calendar which will list what needs to be done each month and that these items will be included on agendas.

5. Selection of Officers:

Deborah Parrish made a motion to re-elect Melinda Bell as TVCSD Treasurer. Donna Clavaud seconded the motion.

M/S/U

Deborah Parrish made a motion to elect Cynthia Hammond as TVCSD Secretary. Dru Fallon O'Neill seconded the motion.

M/S/U

Donna Clavaud made a motion re-elect Deborah Parrish as TVCSD Vice President. Dru Fallon O'Neill seconded the motion.

M/S/U

Dru Fallon O'Neill made a motion to re-elect Bill Bonini as TVCSD President. Deborah Parrish Seconded the motion.

M/S/U

V: Approval of January 13, 2016 Minutes

No corrections to January 13, 2016 TVCSD BOD minutes, Bill Bonini approved minutes as is.

Donna Clavaud recommends shortening minutes; Jose Ortis suggests CSDA on-demand webinar for minute taking.

Deborah Parrish made a motion for staff to determine what training they need, within budget, and obtain that training through CSDA website. Dru Fallon O'Neill seconded the motion.

M/S/U

VI. Financial Report (Melinda Bell)

a. Accept Check Registers and Approve Expenditures:

Expenditures to be approved: \$289 to hold TVCSD election, \$225 annual bulk-mailing permit and charges of \$200 for replacing Park faucets.

Bills don't need to be included in the Board packet.

Melinda Bell will be filling out forms for BOD stipends.

Deborah Parrish made a motion to accept check register and approve expenditures. Dru Fallon O'Neill seconded the motion.

M/S/U

b. Financial Manager's Report:

Melinda Bell requests an action item for March TVCSD BOD meeting regarding Park rental for memorial services. Tomales Town Hall doesn't charge for memorial services, the Park charges \$50 to locals for events. Charges for memorial services held in the Park for local residents will be added to the March TVCSD agenda as an action item. Deborah Parrish requests all policies be included in a combined and consolidated policy manual.

Melinda Bell distributed forms for stipends and expense reimbursements to BOD's.

New TVCSD Board members and Jose Ortiz need to visit Bank of Marin with their ID's and TVCSD authorized letter, Redwood Credit Union can be done via mail, to become authorized signers on accounts. Melinda Bell issued documents to BOD and Jose Ortiz.

Melinda Bell requests Board to review Sewer and Park balance sheets.

c. Review and Approve Financial Statements:

Deborah Parrish made a motion to approve Financial Statements. Donna Clavaud seconded the motion.

M/S/U

VII. General Manager's Report

Jose Ortiz talked to Steve Phillips of Phillips and Associates regarding the Wastewater Treatment Ponds (WWTP) settings. Rainfall increases flow into ponds. Industry requires 2' cushion to prevent spillage. Telstar is required to provide eight (8) hours of training for operators; SCADA settings can be setup to extract annual, required reports.

Jose Ortiz left a message for Blair Allen, Bay Area Regional Water control Board, informing him of TVCSD organizational changes.

Jose Ortiz suggests a policy on sewer record keeping. Deborah Parrish and Melinda Bell are working on a record retention, storage and disposal policy.

Jose Ortiz ninety (90) day contract will conclude March 21, 2016. A summary of findings and recommendations will be presented to the BOD on March 9th 2016 TVCSD meeting. Donna Calavaud asked Jose Ortiz what the next step would be. Jose Ortiz estimated thirty two (32) hours per month for the first three (3) months. Matrix study concluded the position would require sixteen (16) per week. Jose Ortiz will include in his report what he can do in a certain amount of hours, but things need to be prioritized. Board could extend contract for nine (9) months, conduct a performance evaluation, and contract Jose Ortiz for another year.

Deborah Parrish understands Phillips and Associates has been sold and is under new ownership. TVCSD is under the original contract. Donna Clavaud said an RFP has been put out for Operations and Maintenance. Deborah Parrish requests Jose Ortiz and Phillips and Associates contracts be on the March 9th, 2016 TVCSD BOD agenda for review.

VIII. Phillips & Associates Report

a. Review reports for December 2015

Bill Bonini reviewed reports and they were fine.

b. Status on roof repairs – Bill Bonini

Bill Bonini secured the roof at the Plant, however it needs to be replaced, this cost will be added to budget.

The culvert at the pump station on the hill and the gate needs replacement. Bill Bonini and Jose Ortiz will look at the splash apron for the air gap discharge.

Annual Report: Jose Ortiz explained an Annual Report is due at the end of February. The Annual Report summarizes what occurred during the calendar year. A Grade 3 operator could be hired as a contracted service. Jose Ortiz suggests TVCSD enter into an agreement with a “not to exceed amount of \$1,000” with a Grade 3 operator.

Operations and Maintenance Manual needs updating.

Dru Fallon O’Neill made a motion to authorize a not to exceed amount of \$1,000 for support for staff to prepare the Annual Report. Donna Clavaud seconded the motion.

M/S/U

IX. Committee Reports

a. Financial Advisory Committee (FAC)

1. Review approved January 27, 2016 minutes

Donna Clavaud submitted FAC minutes which were included in the TVCSD BOD packet.

2. Review, amend and approve new General Financial Policy, CIP Policy and Reserve Policy

FAC submitted policies to TVCSD BOD for approval. Deborah Parrish pointed out the high points of these policies:

Approval of Expenditures: restricted to General Manager, President and Vice President (if President is unavailable). Financial Manager is authorized to approve routine, budgeted expenses under \$500. The General Manager is authorized to approve recurring, budgeted expenses up to \$7,000. Over \$7,000 requires Board approval. Non-budgeted expenditures over \$250 require Board approval. Key point is budgeted and routine.

Check Signatures: All Board Members can sign checks. Any expenditure over \$500 requires two (2) Board signatures.

These include competitive bids, contracts and out of pocket expenses for District and PAC. TVCSD BOD approves all contracts and contractors.

Reimbursement of out of pocket expenses follow the same process, requires the use of expense reimbursement form and must be submitted within thirty (30) days.

Capital Improvement Policy (CIP): Recommended by Matrix and Auditor. TVCSD needs to have a plan for capital improvements, maintain physical assets properly; if fixed asset is retired is needs to be removed. Fixed assets inventory has been reviewed, but not audited. Capital maintenance is included in CIP.

Operating Reserve Fund: To establish six (6) month minimum of average operating cost to be set aside to provide funds in the event of unanticipated loss in funding, uninsured losses, increase expenses or one time unbudgeted expenses.

Building and Capital Asset Reserve: Intended to provide source of funds for repairs or acquisition of physical assets necessary for effective operation of TVCSD. Amount of reserve will be determined by annual budget, CIP and long-range 5 – 10 year financial plan which needs to be developed.

Dru Fallon O'Neill made a motion to accept the three (3) policy proposals. Donna Clavaud seconded the motion.

M/S/U

b. Park Advisory Committee (PAC)

1. Update projects and summary of January 25, 2016 meeting

Bill Bonini contacted the County regarding status of plans. Plans are out of Land Development Department and are in Plan Check Department. Waiting to get estimates on concrete ramps.

Margaret Graham talked to Kevin Wright regarding Measure A funding. Kevin Wright made it clear PAC could hire a Project Manager but it had to be kept separate from the TVCSD General Manager so it doesn't look like Measure A funds are being spent on TVCSD General Manager. Jose Ortiz also talked to Kevin Wright. Kevin Wright recognizes that projects cannot take care of themselves.

Margaret Graham discussed Measure A work plan for FY 2015/2016, changes need to be made and submitted to Kevin Wright for approval. Remove ping-pong, fence on property line, retaining wall from this year's plan. Corn hole to be removed all together. Handicap ramps need to be built as soon as possible and water tower needs repair. PAC approved work plan changes.

Deborah Parrish noticed \$6,000 of matching funds for the gazebo did not match what was in the budget.

Bill Bonini requested PAC submit minutes, committee approvals and proposals to TVCSD BOD.

Jose Ortiz will invite Kevin Wright to March 9th 2016 TVCSD BOD meeting to discuss Measure A funding. Jose Ortiz will give Kevin Wright examples of duties and tasks in administering the Park. Jose Ortiz requests BOD and committee members to forward any questions they would like answered regarding Measure A funding to Jose Ortiz.

X. Pending Business

a. District Office

1. Phones, computer, emails update

Still having some issues with the office phone. Melinda Bell said the computer must remain on so BOD can access Log-Me-In.

2. On-line account with Staples for office supplies

Cynthia Hammond will order office supplies.

3. Use of office – need for TVCSD Office Policy – key access & security, locked cabinet for hard copy files, etc.

Donna Clavaud suggested that Jose Ortiz work with staff to develop an office policy specifically with regards to confidentiality, security and ADA compliancy (public meetings aren't held in the TVCSD

office).

XI. Other Business

None

XII. New Business

None

XIII. Correspondence

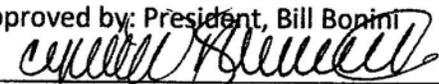
None

XIV. Adjournment

Deborah Parrish made a motion to adjourn the February 10th, 2016 TVCSD BOD meeting. Dru Fallon O'Neill seconded the motion.
M/S/U

Meeting adjourned at 9:45

Next TVCSD BOD Meeting, March 9th, 7 pm at Tomales Town Hall

	3/9/2016
Approved by: President, Bill Bonini	Date:
	3/9/2016
Attested by: Cynthia Hammond, Secretary	Date:

TVCS D MISSION STATEMENT: *Enhance quality of life, with commitment to the health of the community, by providing dependable wastewater collection, treatment and reuse in an environmentally friendly manner; maintaining safe and reliable recreational park facilities while providing a welcoming forum for active community participation and input.*

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Board of Directors:

Bill Bonini, President • Deborah Parrish, Vice President • Donna Clavaud

Peter MacLaird • Dru Fallon O'Neill