



**NAPA-VALLEJO WASTE
MANAGEMENT AUTHORITY**

**MINUTES OF THE THURSDAY, JUNE 2, 2011
9:00 A.M. REGULAR MEETING OF THE BOARD OF DIRECTORS**

1. CALL TO ORDER

The Napa-Vallejo Waste Management Authority met Thursday, June 2, 2011, at the City of American Canyon City Council Meeting Chambers. Chair Mott called the meeting to order at 9:04 a.m.

2. ROLL CALL

The following Members were present: Chair Mott, Vice Chair Garcia, Member Luce and Member Wilson.

3. PLEDGE OF ALLEGIANCE

4. PUBLIC COMMENT

None

5. PRESENTATIONS AND COMMENDATIONS

None

6. CONSENT CALENDAR

A. BOARD MINUTES

REQUESTED ACTION: Approval of the Board Minutes for the May 5, 2011 Regular Meeting

B. HAZARDOUS WASTE FACILITY AGREEMENT

REQUESTED ACTION: Approval and authorization for the Chair to sign Authority Agreement No. 2011-04 with 21st Century Environmental Management of CA, LP, a subsidiary of PSC Environmental Services, for operation of the Permanent Household Hazardous Waste Collection Facility

C. NAPA STATE HOSPITAL AGREEMENT

REQUESTED ACTION: Approval and authorization for the Chair to sign Authority Agreement No. 2011-09 with Napa State Hospital (State Agreement No. 11-41001) for the term July 1, 2011 through June 20, 2013 for revenues to the Authority derived from the offloading of municipal waste at the Devlin Road Transfer Station

D. OUTSIDE AUDIT AGREEMENT

REQUESTED ACTION: Approval of Agreement No. 2011-10 with Gallina LLP, to complete the Authority's annual audit for a maximum of \$29,925 for the three year term June 1, 2011 through June 20, 2014, for signature by the Executive Director

E. ENVIRONMENTAL MONITORING AMENDMENT

REQUESTED ACTION: Approval and authorization for the Chair to sign Amendment No. 2 to Agreement No. 10-01 with Shaw Environment, Inc., increasing the annual maximum from \$165,799 to \$172,420, a difference of \$6,221, for ground water monitoring services at the American Canyon Sanitary Landfill, effective July 1, 2011, with no other changes to the terms and conditions of the Agreement

F. ELECTRIFICATION PROJECT AMENDMENT

REQUESTED ACTION: Approval and authorization for the Chair to sign Amendment No. 2 to Agreement No. 10-03 with Shaw Environmental, Inc., extending the term for an additional year to June 30, 2012, and increasing the maximum contract amount by \$38,355 for a new maximum of \$151,682 with all other terms and conditions remaining the same

G. BUDGET TRANSFER Capital Improvements

REQUESTED ACTION: Approval and authorization for the Chair to sign Budget Transfer NVW 007 in the amount of \$83,000 establishing a Professional Special Services: Other Appropriation in the Capital Improvement Budget for rehabilitation master planning services at the Devlin Road Transfer Station, with a corresponding decrease in the DRTS Paving Capital Improvement Project, with no net effect to the approved FY 2011 Capital Budget

Approval of Consent Calendar items A through G: LG-ML-MW-PM

7. ADMINISTRATIVE ITEMS

A. 9:00 A.M. PUBLIC HEARING – Continued from December 16, 2010, February 3, 2011, March 3, 2011 and April 7, 2011 and May 5, 2011

SOLAR PROJECT AGREEMENT AND GROUND LEASE

REQUESTED ACTION: Approval and authorization for the Chair to sign Solar Project and Ground Lease Agreement No. 2011-02 with Green Tech Power Group, LLC, leasing a portion of APN Nos. 058-020-011, 058-020-012 and 058-050-042 at the American Canyon Sanitary Landfill site, for a solar energy production project, and which term shall expire twenty (20) years following the Commercial Operation Date, unless terminated or extended as provided for in the Agreement.

Opened Public Hearing

Discussion deferred pending outcome of Closed Session Item 10A

Held Discussion

Larry Asera thanked the Board for its support

Closed public hearing

Motion made by Member Luce seconded by Member Garcia to approve requested action. ML-LG-MW-PM

B. 9:00 A.M. PUBLIC HEARING – RECOMMENDED FISCAL YEAR 2011/12 BUDGET

REQUESTED ACTION: Approval of Authority Resolution #2011-07 adopting the Final Fiscal Year 2011/2012 recommended Operations, Capital Improvement and Debt Service budgets (weighted vote required).

Opened Public Hearing

Held Discussion

No Public Testimony

Closed Public Hearing

Motion made by Vice Chair Garcia seconded by Member Luce to approve the requested action. LG-ML-MW-PM

C. 9:15 A.M. PUBLIC HEARING – RATES

REQUESTED ACTION: Approval of Authority Resolution #2011-08 setting disposal rates for the Devlin Road Transfer Station

Opened Public Hearing

Held Discussion

Kevin Miller, City of Napa spoke in support of predictable rate increases.

Derek Crutchfield, City of Vallejo, spoke in support of predictable rate increases

Closed Public Hearing

Motion made by Member Wilson, seconded by Vice Chair Garcia to approve Resolution 2011-08 setting a \$1.00 per year rate increase. MW-LG-PM-ML

D. RESERVE POLICIES

REQUESTED ACTION: Discussion and possible adoption of an Operating and a Capital Replacement Reserve Policy for the Authority

Motion made by Member Luce and seconded by Vice Chair Garcia to adopt both Reserve Policies. ML-LG-MW-PM

E. FINANCIAL REPORTS

DISCUSSION ITEM: Staff to present and discuss the April 2011 financial statements for the Authority.

No Action taken – Discussion only

8. FACILITIES BUSINESS ITEMS

A. KELLER CANYON

DISCUSSION AND POSSIBLE ACTION: Consideration of possible extension of Keller Canyon Disposal Contract

Jim Dunbar representing Potrero Hills Landfill made presentation to Board

No action taken – Discussion only to continue talks with Keller Canyon

B. Executive Director's Report

DISCUSSION ITEM: Authority Executive Director, Rich Luthy, reported on recent activities related to the Authority.

No Report

9. OTHER BUSINESS ITEMS

A. Reports from Jurisdictions

DISCUSSION ITEM: Reports of current information relevant to the Authority by the member jurisdictions:

- i. Vallejo: Derek Crutchfield reported for the City of Vallejo
- ii. Napa City: Kevin Miller reported for the City of Napa
- iii. Napa County: None
- iv. American Canyon: Leon Garcia reported for the City of American Canyon

C. Future Agenda Items

DISCUSSION ITEM: Discussion of any items Board members may wish to have addressed at a future meeting date.

10. CLOSED SESSION

A. Closed Session

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Government Code Section 54956.8)

Property: APN 058-020-011, 058-020-012 and 058-050-042

Agency Negotiator: Richard Luthy, Executive Director

Negotiating Parties: Napa Vallejo Waste Management Authority and Green Tech Power Group, LLC

Under Negotiation: Both Price and Terms of Payment (Lease)

The Board adjourned to Closed Session at 10:00 A.M.

Closed session concluded at 10:20 A.M.

Price and Terms of Payment as identified were agreed upon. Board continued deferred Discussion and vote on Item 7A

B. Closed Session:

CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION

Initiation of litigation pursuant to subdivision (c) of Government Code Section 54956.9 b3a (1 case)

No Reportable Action

11. Adjournment

Meeting adjourned at 10:26 a.m. with the notation that the next regularly scheduled meeting of the Authority Board of Directors will be held Thursday, July 14, 2011 at 9:00 a.m.

AYES: _____
NOES: _____
ABSTAIN: _____
ABSENT: _____

By: _____

ATTEST: Secretary of the Napa-Vallejo Waste Management Authority

KEY

Vote: LG = Leon Garcia; ML = Mark Luce; PM = Peter Mott; MW = Michael Wilson
The maker of the motion and second are reflected respectively in the order of the recorded vote.
Notations next to vote: N = No; X = Excused; A = Abstain; B = Absent