



MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE NAPA SANITATION DISTRICT, NAPA COUNTY, CALIFORNIA, HELD AND CONVENED AT SOSCOL RECYCLED WATER FACILITY ADMINISTRATION OFFICE, WEDNESDAY, JANUARY 10, 2018 CALLED TO ORDER AT 4:00 PM.

DRAFT

1. **OPEN SESSION:**

2. **ROLL CALL:**

PRESENT: JILL TECHEL, Chair; RYAN GREGORY Vice-Chair; MARY, LUROS, DAVID GRAVES and PETE MOTT, Directors. ALSO PRESENT: TIMOTHY HEALY, General Manager; and JOHN BAKKER, Legal Counsel.

ABSENT: None.

3. **REVIEW OF AGENDA:** No changes.

4. **SAFETY MOMENT:** Director Graves read the safety topic: Tips for high blood pressure.

5. **PUBLIC COMMENT:** None.

6. **SPECIAL PRESENTATIONS:**

- a. NapaSan has three new employees who were introduced by staff members. Matt Lemmon, Sr. Civil Engineer, introduced new Associate Engineer, Simon Kobayashi; Chris Francis, Regulatory Compliance Manager, introduced new Lab Analyst I, Valentina Kravchuk; and Tim Healy, General Manager, introduced new Operator-in-Training, Nathaniel Fua. NapaSan is now fully staffed with 53 employees.

7. **CONSENT CALENDAR:**

- a. **MR 18-001:**
APPROVAL OF MINUTES FROM THE REGULAR MEETING ON DECEMBER 6, 2017.
- b. **MR 18-002:**
APPROVAL OF MINUTES FROM THE SPECIAL MEETING ON DECEMBER 12, 2017
- c. **Receive County of Napa Voucher Register Dated 11/21/17 through 12/25/17.**
- d. **MR 18-003:**

APPROVE REFUND OF \$1,331.71 FOR FY 2016-17, \$1,158.00 FOR FY 2015-16, \$1,127.57 FOR FY 2014-15 (TOTAL OF \$3,617.28) FOR SEWER SERVICE CHARGES FOR ASSESSOR PARCEL NUMBER 005-053-001, LOCATED AT 429 RANDOLPH STREET.

- e. **RES 18-001:**
ADOPT RESOLUTION OF THE NAPA SANITATION DISTRICT ADOPTING A BUDGET AMENDMENT REPRESENTING ADDITIONAL APPROPRIATION TO THE FY 2017-2018 CAPITAL BUDGET FOR THE PURCHASE OF A NEW COMBINATION TRUCK.

- f. **RES 18-002:**
ADOPT RESOLUTION OF THE NAPA SANITATION DISTRICT ACCEPTING COMPLETION AND AUTHORIZING GENERAL MANAGER TO FILE THE NOTICE OF COMPLETION AT THE OFFICE OF THE RECORDER, NAPA COUNTY, CALIFORNIA FOR THE MANHOLE REHABILITATION BASIN H PROJECT (CIP 18704).

- g. **Receive General Manager's Report for November, 2017.**

Motion by MOTT, seconded by GRAVES, by the following vote:

AYES: GRAVES, GREGORY, LUROS, MOTT, TECHEL
NOES: NONE
ABSENT: NONE
ABSTAIN: NONE

- 8. **REGULAR CALENDAR:**
 - a. **Receive presentation from staff on the issuance of 2017 Refunding Revenue Bonds.**

Jeff Tucker, Director of Administrative Services, gave a presentation on the 2017 refunding of revenue bonds. The Board authorized the refunding of the 2009B Certificates of Participation under the condition that the debt issue par amount would not exceed \$17 million, that the amount not exceed the amount necessary to refund the COPs, and that the Net Present Value Savings from the transaction result in a savings to NapaSan of at least 3% of the refunded bonds. Tucker reported that NapaSan received its rating from Standard & Poor's. The 2017 Refunding Revenue Bonds were rated AA with a "positive outlook". This was an improvement from the 2016 annual review where S&P increased NapaSan's rating from AA- to AA with a "stable outlook". Reasons for the improved rating were the following: affordable sewer rates, pre-authorized rate increases to FY21, very strong operational management assessment, comprehensive asset management practices, and well-defined financial management practices and policies.

On December 6, 2017, NapaSan and its underwriter, Raymond James, offered and accepted pricing for the Refunding Revenue Bonds. The deal resulted in NapaSan issuing \$14,185,000 in bonds (Bond Par Amount), with bond premium of \$2,071,429. The TIC was 1.75%, with a Net PV Savings (including all costs of

issuance) of \$1,168,602.20 (or \$1,268,864.83 in actual dollar savings). This savings represents 6.67% of the refunded bonds. Tucker reported that the bond sale closed successfully on December 27, 2017.

b. **MR 18-004:**
APPROVE NAPASAN REVISED JOB CLASSIFICATIONS AS A RESULT OF THE JOB CLASSIFICATION PROJECT DONE WITH CONSULTANT KOFF & ASSOCIATES.

Jeff Tucker, Director of Administrative Services, gave an overview of the job classification project that was performed by consultant Koff & Associates, with assistance from NapaSan's Human Resources Officer and Management staff. NapaSan's job classifications as a whole needed to be reviewed to keep up with legal requirements and any changes in job duties, responsibilities and minimum qualifications for each class specification.

Tucker explained the job classification project steps and the involvement of all NapaSan employees, including completion of an initial Position Description Questionnaire (PDQ) for their job class detailing their job duties. He reported that the Personnel Committee met with some management staff to review the results of the project prior to the full Board's review. The Personnel Committee concurred with the revisions that were recommended to job classifications. He reported that all employees had an opportunity to review the final changes that were made to their job classes. The job class revisions were also sent to the Teamsters Local 315 Union for their review. There were no significant changes made to job duties or minimum qualifications and there were no salary changes.

Board members held discussion and concurred with the recommended job class revisions.

Motion by GREGORY, seconded by LUROS, by the following vote:

AYES: GRAVES, GREGORY, LUROS, MOTT, TECHEL
NOES: NONE
ABSENT: NONE
ABSTAIN: NONE

9. **GENERAL MANAGER REPORT:**

- a. General Manager Healy reminded the Board of NapaSan's upcoming annual awards banquet on Friday, February 2nd, 2018 at 6:00 p.m. the Napa Elks Lodge.
- b. Healy reported that Vice-Chair Gregory and his alternate have a conflict and will not be able to attend the Wednesday, March 7th Board meeting. Healy asked whether the Board would like to cancel the meeting if there is nothing urgent to discuss. Board members concurred with canceling this meeting.
- c. Healy reported on issues with the sewer line at the Archer Hotel on First and Coombs Streets. The project is under construction and a contract amendment is in progress with the subcontractor to do the work.
- d. Healy reported that he will be speaking at the Napa Marriott for the NACWA conference on Thursday, February 8th. He reported that Chair Techel will also be speaking at the Conference Plenary Session on February 8th.

10. **LEGAL COUNSEL REPORT:**

- a. None.

11. **BOARD OF DIRECTORS REPORTS/GENERAL DISCUSSION:**

- a. Personnel Committee meeting (12/28/17) – Chair Techel and Vice-Chair Gregory attended the meeting on discussion of the updated job classifications for NapaSan.
- b. North Bay Watershed Association meeting – (1/05/18): Vice-Chair Gregory attended the meeting. RCD presented a presentation on carbon plan farming.

12. **UPCOMING MEETINGS:**

- a. Finance Committee meeting – January 16, 2018
- b. CASA Conference – January 24-26, 2018
- c. North Bay Watershed Association meeting – February 2, 2018
- d. Regular Board meeting – February 7, 2018
- e. Regular Board meeting – February 21, 2018 (to be canceled)
- f. NBWRA Board meeting – February 26, 2018

General Manager Healy reported that he and Jeff Tucker will be attending a conference the week of February 21, 2018. Director Mott reported he will be absent for the meeting on February 7th. Also, the meeting on March 7, 2018 may be canceled due to the unavailability of Vice-Chair Gregory and his alternate.

13. **ADJOURN TO CLOSED SESSION: (4:38 P.M.)**

- a. CONFERENCE WITH LEGAL COUNSEL – EXISTING LITIGATION – One (1) Case
RAJA Development Co., Inc. et al. vs. Napa Sanitation District (Case No. 17CV001088), Government Code Section 54956.9

14. **RECONVENE TO OPEN SESSION: (4:46 P.M.)**

15. **REPORT FROM LEGAL COUNSEL ON CLOSED SESSION:**

Legal Counsel Bakker reported the Board took no reportable action in Closed Session.

16. **ADJOURNMENT: (4:46 P.M.)**

Adjourn to Napa Sanitation District Regular Meeting on Wednesday, February 7, 2018 at 4:00 p.m. for a Special Meeting to be held at the Napa Sanitation District Administration Building, 1515 Soscol Ferry Road, Napa, California.

Respectfully submitted,

Clerk of the Board