



**NAPA-VALLEJO WASTE
MANAGEMENT AUTHORITY**

BOARD MEMBERS

Peter Mott <i>Member</i>	Leon Garcia <i>Chair</i>	Erin Hannigan <i>Vice-Chair</i>	Mark Luce <i>Member</i>
Jill Techel <i>Alternate Member</i>	Joan Bennett <i>Alternate Member</i>	Bob Sampayan <i>Alternate Member</i>	Brad Wagenknecht <i>Alternate Member</i>

OFFICERS

Richard Luthy <i>Executive Director</i>	Tracy Schulze <i>Auditor</i>	Martha Burdick <i>Secretary/Clerk</i>
Rob Paul <i>Legal Counsel</i>		Tamie Frasier <i>Treasurer</i>

**BOARD OF DIRECTORS REGULAR MEETING
Thursday November 08, 2012, at 9:00 a.m.**

**City of American Canyon
City Council Meeting Chambers
4381 Broadway Street, Ste 201 - American Canyon, CA 94503**

GENERAL INFORMATION

The Napa-Vallejo Waste Management Authority meets the 1st Thursday of each month at 9:00 A.M. at 4381 Broadway Street, Suite 201, American Canyon, California 94503. The meeting room is wheelchair accessible. Requests for disability related modifications or accommodations, aids or services may be made no less than 72 hours prior to the meeting date by contacting 707 253-4471.

The Agenda is divided into two sections:

CONSENT ITEMS: These matters typically include routine financial or administrative actions, as well as final adoption of ordinances that cannot be both introduced and adopted at the same meeting. Any item on the CONSENT CALENDAR will be discussed separately at the request of any person. CONSENT CALENDAR items are usually approved with a single motion.

ADMINISTRATIVE ITEMS: These items include significant policy and administrative actions, and are classified by program areas. Immediately after approval of the CONSENT CALENDAR, ADMINISTRATIVE ITEMS will be considered.

All materials relating to an agenda item for an open session of a regular meeting of the Napa-Vallejo Waste Management Authority which are provided to a majority or all of the members of the Board by Board members, staff or the public within 72 hours of, but prior to the meeting, will be available for public inspection, at the time of such distribution, in the office of Environmental Management, 1195 Third Street, Suite 101, Napa CA 94559, Monday through Friday between the hours of 8:00 a.m. and 5:00 p.m., except for County holidays. Materials distributed to a majority or all of the members of the Board at the meeting will be available for public inspection at the public meeting if prepared by the members of the Board or Napa Vallejo Waste Management staff, and after the public meeting if prepared by some other person. Availability of materials related to agenda items for public inspection does not include materials which are exempt from public disclosure under Government Code sections 6253.5, 6254, 6254.3, 6254.7, 6254.15, 6254.16, or 6254.22.

ANY MEMBER OF THE AUDIENCE DESIRING TO ADDRESS THE BOARD ON A MATTER ON THE AGENDA, please proceed to the rostrum and, after receiving recognition from the Chair, give your name and your comments or questions. In order that all interested parties have an opportunity to speak, please be brief and limit your comments to the specific subject under discussion. Time limitations shall be at the discretion of the Chair or Board.

AGENDA AVAILABLE ONLINE AT www.countyofnapa.org

1. CALL TO ORDER**2. ROLL CALL****3. PLEDGE OF ALLEGIANCE****4. PUBLIC COMMENT**

In this time period, anyone who wishes to speak to the Authority Board of Directors regarding any subject over which the Board has jurisdiction, that is not on the agenda, or to request consideration to place an item on a future Board agenda, may do so at this time. Individuals will be limited to a three minute presentation. The Board of Directors will take no action as a result of any item presented at this time.

5. PRESENTATIONS AND COMMENDATIONS**6. CONSENT ITEMS**

A. Approval of the Board Minutes for the September 13, 2012 Regular Meeting.

B. CONFLICT OF INTEREST CODE

REQUESTED ACTION: Adoption of Resolution 2012-11 amending the Conflict of Interest Code for the Napa Vallejo Waste Management Authority.

C. PERFORMANCE BOND

REQUESTED ACTION: Approval and authorization for Authority staff to accept a performance bond in lieu of letter of credit for Northern Recycling Operations and Waste Services, LLC provided that provisions of the performance bond are acceptable to the Executive Director and Authority Counsel.

D. CANCEL MEETING

REQUESTED ACTION: Approval and authorization to cancel the December 6, 2012 Regular Meeting.

7. ADMINISTRATIVE ITEMS**A. ANNUAL FINANCIAL AUDIT**

REQUESTED ACTION: Accept the Authority's annual audit and agreed-upon procedures report from Gallina, LLP for the fiscal year ended June 30, 2012.

B. DRTS QUARTERLY FINANCIAL AUDIT

REQUESTED ACTION: Accept Accountants' Report on Applying Agreed-Upon Procedures for the Quarter ending June 30, 2012.

C. DEBT SERVICE

REQUESTED ACTION: Approval of the following actions related to Debt Service Bond payments:

1. Authorization to call the remaining \$2.22 Million dollars in bonds on February 15, 2013; and
2. Authorization for staff to execute necessary documents and instructions to U.S. Bank to redeem the Bonds; and
3. Budget Transfer NVWM 001 in the amount of \$741,000 increasing Appropriations in the Debt Service Operating Budget in order to fully fund the redemption.

D. FINANCIAL REPORT

DISCUSSION ITEM: Staff to present and discuss the July, August and September 2012 financial statements for the Authority.

8. FACILITIES BUSINESS ITEMS**A. EXECUTIVE DIRECTOR'S REPORT**

DISCUSSION ITEM: Executive Director to report on Authority related activities.

9. OTHER BUSINESS ITEMS**A. REPORTS FROM JURISDICTIONS**

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

- i. Vallejo: Erin Hannigan
- ii. Napa City: Peter Mott
- iii. Napa County: Mark Luce
- iv. American Canyon: Leon Garcia

B. 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 LEGAL COUNSEL

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

11. ADJOURNMENT

The next regularly scheduled meeting of the Authority Board of Directors will be held THURSDAY, DECEMBER 06, 2012 at 9:00 a.m.