

**SCWMA Board Meeting
Strategic Planning Session
Santa Rosa, CA
June 23, 2014**

**Meeting Summary:
Agreements and Action Items**

Meeting Objectives

- Reach agreement on next steps for deciding to renew the Agency or transition its Feb., 2017 sunset
- Agree on the primary voting, board membership, and name options.
- Review and flag potential concerns about the draft of the Agency amendment/restatement draft.
- Agree on a timetable for calling the question of the Agency's future in member jurisdictions.

Action Items and Decisions

- Agency Counsel, Janet Coleson - Revise draft of an amendment to the current JPA agreement, incorporating today's decisions, and get to Board by July.

Timetable for calling the question in jurisdictions.

- Goal is to make every effort to complete the amendment before new elected(s) come onto the Board in November, recognizing that doing so may not be possible. Majority Board did not want to repeat the same conversations in Jan./Feb with a new set of Board members.

Agency name

- Remains the same.

Changes to JPA Agreement

- Amend the agreement, do not go forward with a totally new agreement.

Length of new JPA agreement

- Perpetual

Governance will be two-tier:

- Agency Board will be comprised of electeds, one representing each jurisdiction.
- Technical Advisory Group will be comprised of staff members who advise the Board.
- Meeting frequency of each group to be determined, as is practical for getting work done.

Core functions

- Amended agreement should cover all four core functions that exist today. It should specify that the Board reserves the right to assign compost out by Board resolution. The Board does not want to have to take an amendment to individual jurisdictions to make this change should they decide to relinquish compost responsibility at a later point.

Voting model

- Simple majority for all decisions except:
 1. Purchase of real property.
 2. Decisions to incur debt from public or private lending sources greater than \$250,000.
 3. Adoption of the annual budget.
 4. Adoption of additional core programs.
 5. Expenditure of funds greater than \$250,000.
 6. Amendment of the JPA agreement.
- Super-majority vote of $\frac{3}{4}$ of the members (8 of 10) required for the 6 items above

The ability to opt out of programs is in the current agreement, due to an amendment. This same language needs to go in the new agreement. This is a separate issue from voting.

Elephants in the Room - Identified by Individuals for Board Discussion/Consideration

1. Is Agency equipped, e.g., staff, expertise, to be in compliance with all of the regulations on compost and be able to manage the operations?
2. Could anyone else do the same quality work at the same cost?
3. Would Board want to make an amendment by all jurisdictions to change compost as a core function?