

**MINUTES**  
SPECIAL MEETING OF THE GOVERNING BOARD  
GOLETA SANITARY DISTRICT  
A PUBLIC AGENCY  
DISTRICT OFFICE CONFERENCE ROOM  
ONE WILLIAM MOFFETT PLACE  
GOLETA, CALIFORNIA 93117

February 16, 2010

**BOARD MEMBERS PRESENT:** John S. Carter, Steven T. Majoewsky, George W. Emerson, John R. Fox, Jerry D. Smith

**BOARD MEMBERS ABSENT:** None

**STAFF MEMBERS PRESENT:** Kamil Azoury, General Manager, Kathy Johnson, Office Manager, Richard Battles, Legal Counsel from Howell Moore & Gough LLP

**OTHERS PRESENT:** Bert Bertrando of Goleta Water District, Larry Meyer of Goleta West Sanitary District

**CALL TO ORDER:** President Carter called the meeting to order at 1:00 p.m.

**APPROVAL OF MINUTES:** Director Majoewsky made a motion, seconded by Director Emerson to approve the minutes of the Regular Board meeting of 02/01/10.

(10/02/748)

AYES: Carter, Majoewsky, Emerson, Fox, Smith  
NOES: None  
ABSENT: None

**POSTING OF AGENDA:** The agenda notice for this meeting was posted at the main gate of the Goleta Sanitary District 24 hours in advance of the meeting.

**PUBLIC COMMENTS:** Mr. Bertrando advised the Board that Goleta Water District has permanently changed their Governing Board meeting time to 6:30 p.m.

**BUSINESS:**

1. APPOINTMENT OF GOVERNING BOARD MEMBERS TO BOARD STANDING COMMITTEES

President Carter advised the Board of the memorandum included in the agenda they received for this Board meeting designating the Board members he proposes to serve on the Governing Board standing committees. He advised the Board that he proposes no changes from the Governing Board Committees for Calendar year 2009. After further discussion, Director Fox made a motion, seconded by Director Emerson to accept the Appointment of Governing Board Members to the Board Standing Committees as proposed by President Carter. The Governing Board Committees Memorandum for Calendar Year 2010 is attached and included as a part of the minutes.

(10/02/749)

AYES: Carter, Majoewsky, Emerson, Fox, Smith

NOES: None

ABSENT: None

2. DISCUSSION AND CONSIDERATION OF CHANGING THE TIME OF THE REGULAR GOVERNING BOARD MEETING

Mr. Azoury advised the Board that at the January 4, 2010 Governing Board meeting, President Carter requested that the Board members consider changing the meeting time to earlier in the day. Mr. Azoury advised the Board of the survey of meeting times of other area agencies attached to the agenda. President Carter advised the Board that he was in favor of a meeting time of 1:00. Director Fox proposed changing the time to 7:00 or 7:15 p.m. Mr. Azoury advised the Board that the subject was twofold. First whether the Board members were in agreement to change the meeting time, and if so, to what time? After further discussion, Director Smith made a motion, seconded by Director Majoewsky to change the meeting time on a trial basis to 6:30 p.m. for two months starting with the March 1, 2010 meeting.

(10/02/750)

AYES: Carter, Majoewsky, Smith

NOES: Emerson, Fox,

ABSENT: None

3. DISCUSSION AND CONSIDERATION OF SEEKING PROPOSALS FOR INDEPENDENT AUDIT SERVICES FROM CERTIFIED PUBLIC ACCOUNTANTS TO PERFORM THE ANNUAL AUDIT OF GSD'S FINANCIAL STATEMENTS AS OF AND FOR THE YEAR ENDING JUNE 30, 2010

Mr. Azoury advised the Board that the CPA firm of Teaman, Ramirez & Smith has audited the District's financial statements for over ten years. He advised the Board that they recently discussed the possibility of retaining a new CPA firm after so many years. Mr. Azoury

advised the Board that District staff has prepared and attached to the agenda for the Board's consideration a Request for Proposal (RFP) to be sent to qualified certified public accounting firms to perform the audit of the District's financial statements for Fiscal Year 2009-2010. Mr. Azoury advised the Board that the Finance Committee met and discussed the RFP and the list of firms prepared by District staff. He explained that the Finance Committee will review the RFPs submitted by the February 26, 2010 deadline, and bring the committee's recommendation to the Board at the March 15<sup>th</sup> meeting. Director Fox made a motion to delete the CPA firms on the list with offices outside Santa Barbara. His motion received no second. After further discussion, Director Smith made a motion, seconded by Director Majoewsky to solicit proposals for audit services as the RFP is written.

(10/02/751)

AYES: Carter, Majoewsky, Emerson, Smith

NOES: Fox

ABSENT: None

4. DISCUSSION AND ACTION ON REVISIONS TO THE EXISTING POLICY FOR COMPENSATIONS TO MEMBERS OF THE DISTRICT'S GOVERNING BOARD OF DIRECTORS FOR EXPENSES ASSOCIATED WITH MEETINGS AND TRAVEL FOR DISTRICT BUSINESS

Mr. Azoury advised the Board of the importance for the Compensation and Travel Policy 07-465 adopted by the Board September 17, 2007 to reflect legal requirements enacted by Assembly Bill 1234 pertaining to director compensation and expense reimbursements. He went on to explain that the Board policy is more extensive and at times conflicts with staff policy. Mr. Azoury advised the Board that the rules for travel should be the same for the Board members as the District staff, thus the need for some changes to be considered by the Board to make the policy separate but equal. Mr. Azoury went over the individual changes. He advised the Board that the revisions have been reviewed by the Ad Hoc committee as well as the Personnel committee and are recommending the policy changes. Director Majoewsky made a motion, seconded by Director Emerson, to adopt Resolution 10-495 for Compensation to Members of the District's Governing Board of Directors for Expenses Associated with Meetings and Travel for District Business with the changes discussed.

(10/02/752)

AYES: Carter, Majoewsky, Emerson, Fox, Smith

NOES: None

ABSENT: None

5. CLOSED SESSION PURSUANT TO GOVERNMENT CODE SECTION 54957.6  
CONFERENCE WITH LABOR NEGOTIATOR AGENCY DESIGNATED REPRESENTATIVE:  
KAMIL AZOURY, GENERAL MANAGER  
EMPLOYEES: ALL EMPLOYEE TITLES

The Board went into closed session at 3:35 p.m. and considered a request as presented by Mr. Azoury for a salary survey, adjustments in benefits, and COLA for fiscal year 2009-2010. Mr. Azoury presented a COLA trend survey prepared by District staff. The Board returned to open session at 4:50 and directed Mr. Azoury to communicate its position to the District employees. The Board concluded that the District's COLA values are competitive with the surveyed agencies. The Board also recognizes that the trend survey is not the salary survey that District employees had requested but believes that a detailed survey in these volatile economic times may not be helpful and may not represent normal competitive conditions. The Board deferred conducting a salary survey to a later date.

6. GENERAL MANAGER'S REPORT

Mr. Azoury reviewed the General Manager's Report.

7. LEGAL COUNSEL'S REPORT

Mr. Battles advised the Board of the case *Save the Plastic Bag Coalition v. City of Manhattan Beach* in which it was held that the California Environmental Quality Act (CEQA) required an EIR before approving an ordinance to ban stores from distributing plastic bags.

8. COMMITTEE/DIRECTOR'S REPORTS AND APPROVAL/RATIFICATION OF DIRECTORS' ACTIVITIES

Director Majoewsky advised the Board of the Ad Hoc, Engineering, and Personnel Committee meetings he attended.

Director Fox reminded the Board of the LAFCO election meeting on Monday, February 22, 2010. He also advised the Board that the March LAFCO meeting is cancelled.

Director Smith advised the board of the Engineering, Ad Hoc, and Finance Committee meetings he attended.

Director Emerson advised the Board of the CSDA Legislative Committee meeting he attended. He discussed an issue that the CSDA is watching carefully whereby the state may mandate a 3% withholding tax on payments to independent contractors. Mr. Emerson is urging agencies to write a letter to address this potential legislation.

9. PRESIDENT'S REPORT

President Carter advised the Board of the Engineering and Personnel Committee meetings he attended.

10. CORRESPONDENCE

The Board reviewed correspondence to and from the District in the agenda and made a part hereof as Exhibit "A".

11. CLAIMS

Director Majoewsky made a motion, seconded by Director Emerson to approve the claims as follows:

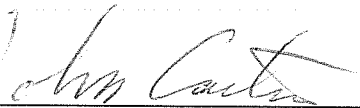
Plant Facilities Upgrade Fund #4670	41,645.68
Depreciation Replacement Reserve Fund #4655	18,932.64
Running Expense Fund #4640	179,376.16

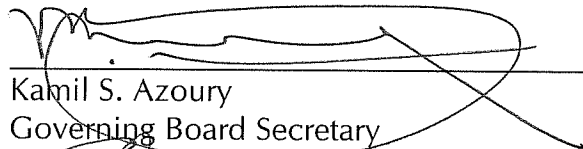
(10/02/753)

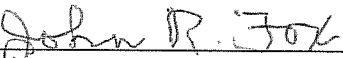
AYES: Carter, Majoewsky, Emerson, Fox, Smith  
NOES: None  
ABSENT: None


**ADJOURNMENT**

There being no further business, the meeting was adjourned at 5:00 p.m.

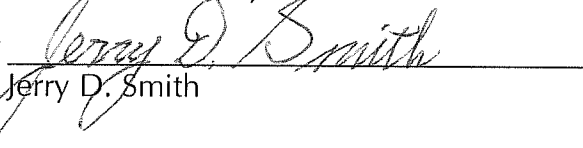
  
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John S. Carter  
Governing Board President

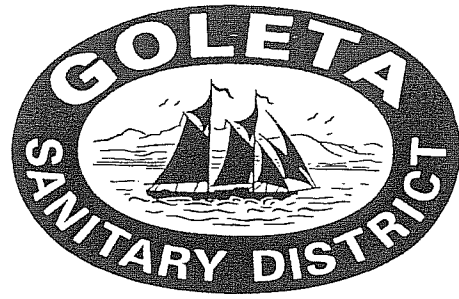
  
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Kamil S. Azoury  
Governing Board Secretary

  
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John R. Fox

  
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Steven T. Majoewsky

  
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George W. Emerson

  
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Jerry D. Smith



## MEMORANDUM

**TO:** Board Members and General Manager  
**FROM:** John Carter, Board President  
**DATE:** February 16, 2010  
**SUBJECT:** Governing Board Committees for Calendar Year 2010

<u>Committee</u>	<u>Members</u>	<u>Alternate</u>
*Engineering	Carter, Majoewsky, Smith	
Finance	Emerson, Smith	Fox
Government Relations	Fox, Carter	Emerson
Personnel	Emerson, Majoewsky	Carter
Public Relations	Fox, Smith	Majoewsky

\*Schedule all 3