

**SEWER AUTHORITY MID-COASTSIDE**

Staff Report

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**Subject / Title**

Approve SAM Draft JPA Amendment for Presentation to SAM Member Agencies for Their Adoption by Resolution

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**Staff Recommendation:**

Approve SAM Draft JPA Amendment for Presentation to SAM Member Agencies for Their Adoption by Resolution

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**Fiscal Impact:**

None. This is an informational item only.

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**Discussion/Report:**

At the January 2010 SAM Board meeting, Directors requested an Amendment to the SAM Joint Powers Agreement (JPA) wherein the governing body could elect a fourth officer to its Board. Currently, SAM Directors elect three officers, a Chair, a Vice-Chair and a Secretary. The JPA requires that the Board then appoint one of these three officers to be Treasurer. This Amendment (amendment seven attached) to the JPA, allows for the election of four officers being a Chair, a Vice-Chair, a Secretary, and a Treasurer. It also allows the Board to elect one person, except the Chair, to serve in two officer positions simultaneously, if the Board so chooses.

A previous draft of the Seventh JPA amendment was presented at the March 22, 2010 Board meeting, and Directors requested General Counsel to revise it to preclude the Chair from simultaneously serving in another officer position, and for the revised draft to be emailed to the Directors and then to the member agency legal counsel for review.

On March 25, 2010, the Seventh Amendment was provided to the Directors and to the member agency managers for their legal counsel's review and comment by April 14, 2010. No comments were received.

The Seventh Amendment is now provided to the Board for approval for presentation to the member agencies for their adoption by resolution.

Also for your review, attached is a marked-up copy of the provisions of the current JPA that would be amended by this Seventh Amendment.

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AMENDMENT TO AGREEMENT CREATING  
THE SEWER AUTHORITY MID-COASTSIDE

(SEVENTH AMENDMENT)

THIS AMENDMENT, dated as of April 1, 2010, is made and entered into by and between the City of Half Moon Bay, hereinafter referred to as "Half Moon Bay," the Granada Sanitary District, hereinafter referred to as "Granada," and the Montara Water and Sanitary District (formerly the Montara Sanitary District), hereinafter referred to as "Montara";

W I T N E S S E T H

WHEREAS, Half Moon Bay, Granada, and Montara have entered into an agreement entitled "An Agreement Creating the Sewer Authority Mid-Coastside," dated February 3, 1976 (the "Agreement"), the Sewer Authority Mid-Coastside being herein referred to as the "Authority";

WHEREAS, the parties have on six prior occasions amended the Agreement;

WHEREAS, the Agreement provides that the Authority shall have three officers (Chairman, Vice Chairman, and Secretary), and requires that one of those officers be appointed Treasurer, and

WHEREAS, the member agencies desire to further amend the Agreement in order to provide that the Authority shall have four officers, and that one of its directors shall be appointed Treasurer;

NOW, THEREFORE, the parties agree that:

1. Article III, Section (H) of the Agreement is amended to read as follows:

“(H) Officers

The Authority shall have four officers: Chairman, Vice Chairman, Secretary and Treasurer. The directors of the Board shall select from the Board these four officers who shall hold office for a period of one year, commencing January 1 of each year; provided that, in the event that a member agency removes from the Board a director serving as an officer, the Board shall appoint another director to fill the vacant office for the remainder of that year.

(1) The Chairman shall preside at the meetings of the Board. The Chairman's duties shall be to call meetings to order, adjourn meetings, announce the business before the Board in the order in which it is to be acted upon, recognize directors and non-directors entitled to the floor, put to vote all questions moved and seconded, announce results of votes, maintain the rules of order, execute documents on behalf of the Board when duly approved for action, and carry out the other duties set forth in the bylaws. The Chairman shall be entitled to exercise his full voting rights on all questions before the Board and need not relinquish the chair to discuss a question before the Board.

(2) A Vice Chairman shall be selected and hold office in the same manner as the Chairman and in the absence of the Chairman shall preside and hold the same powers as if he were the Chairman.

(3) A Secretary shall be selected from the Board by its directors.

(4) A Treasurer shall be selected from the Board by its directors.

The Chairman may not serve in two officer position simultaneously. Any director other than the Chairman may serve in two officer positions simultaneously.”

2. Article III, Section (I), Subsection (2) of the Agreement is amended to read as follows:

“(2) Treasurer. The Treasurer shall be the depository and have custody of all money of the Authority from whatever source.

The Treasurer shall:

(a) Receive and receipt for all money of the Authority and place it in the treasury of the Treasurer to the credit of the Authority.

(b) Be responsible upon his official bond for the safekeeping and disbursement of all Authority money so held by him.

(c) Pay, when due, out of money of the Authority so held by him, all sums payable on outstanding bonds and coupons of the Authority.

(d) Pay any other sums due from the Authority from Authority money, or any portion thereof only upon checks drawn against the Authority, duly authorized by the Board and executed by two directors or by one director and the manager.

(e) Verify and report in writing on the first day of July, October, January and April of each year, to the Authority, and to each of the member agencies, the amount of money he holds for the Authority, the amount of receipts since his last report, and the amount paid out since his last report.

(f) Perform other services as directed by the Board.”

3. The Secretary of the Authority shall file with the Secretary of State a notice in accordance with Government Code Section 6503.5, and a copy of the full text of the Agreement, and any amendments thereto, with the State Controller in accordance with Government Code Section 6503.6. The Secretary of the Authority shall also file with the Secretary of State and the San Mateo County Clerk notices, as appropriate, in accordance with Government Code Section 53051.

IN WITNESS WHEREOF, the parties have caused these presents to be executed as of the day and year first above written.

CITY OF HALF MOON BAY

MONTARA WATER AND SANITARY DISTRICT

By \_\_\_\_\_

By \_\_\_\_\_

Mayor

President

Attest:

Attest:

By \_\_\_\_\_

By \_\_\_\_\_

City Clerk

Secretary

GRANADA SANITARY DISTRICT

By \_\_\_\_\_

President

Attest:

By \_\_\_\_\_

Secretary

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~~(H)~~ (H) Officers:

The Authority shall have ~~three~~four officers: Chairman, Vice Chairman ~~and~~, Secretary and Treasurer. The directors of the Board shall select from the Board these ~~three~~four officers who shall hold office for a period of one year, commencing January 1 of each year; provided, however, that the current officers appointed shall hold office until December 31, 2003, and provided further that, in the event that a member agency removes from the Board a director serving as an officer, the Board shall appoint another director to fill the vacant office for the remainder of that year.

(1) The Chairman shall preside at the meetings of the Board. The Chairman's duties shall be to call meetings to order, adjourn meetings, announce the business before the Board in the order in which it is to be acted upon, recognize directors and non-directors entitled to the floor, put to vote all questions moved and seconded, announce results of votes, maintain the rules of order, execute documents on behalf of the Board when duly approved for action, and carry out the other duties set forth in the bylaws. The Chairman shall be entitled to exercise his full voting rights on all questions before the Board and need not relinquish the chair to discuss a question before the Board.

(2) A Vice Chairman shall be selected and hold office in the same manner as the Chairman and in the absence of the Chairman shall preside and hold the same powers as if he were the Chairman.

(3) A Secretary shall ~~also be~~ selected from the Board by its directors.

(4) A Treasurer shall be selected from the Board by its directors.

The Chairman may not serve in two officer position simultaneously. Any director other than the Chairman may serve in two officer positions simultaneously."

~~(2)~~“(2) Treasurer. The Authority Treasurer shall appoint one of its officers to be the depository and have custody of all the money of the Authority from whatever source.

The treasurer so designated Treasurer shall:

~~(a)~~“(a) Receive and receipt for all money of the Authority and place it in the treasury of the treasurer Treasurer to the credit of the Authority.

~~(b)~~“(b) Be responsible upon his official bond for the safekeeping and disbursement of all Authority money so held by him.

~~(c)~~“(c) Pay, when due, out of money of the Authority so held by him, all sums payable on outstanding bonds and coupons of the Authority.

~~(d)~~“(d) Pay any other sums due from the Authority from Authority money, or any portion thereof, only upon checks drawn against the Authority, duly authorized by the Board and executed by two directors or by one director and the manager.

~~(e)~~“(e) Verify and report in writing on the first day of July, October, January and April of each year, to the Authority, and to each of the member agencies, the amount of money he holds for the Authority, the amount of receipts since his last report, and the amount paid out since his last report.

~~(f)~~— Perform other services as directed by the Board.“(f) Perform other services as directed by the Board.”