

**REGIONAL GOVERNMENT SERVICES AUTHORITY
BOARD OF DIRECTORS MINUTES
SEPTEMBER 21, 2023**

The Regional Government Services Authority held a special meeting of the Board of Directors on September 21, 2023 via teleconference. The meeting was called to order at 1:04 p.m.

1. CALL TO ORDER / ROLL CALL

Members Present: Liz Habkirk, Chair
Linda Smith, Member
Hilary Straus, Member
Celia King, Alternate Member
Megan Hunter, Member attending in a non-voting capacity; non-posted location

Members Absent: Dan Schwarz, Vice Chair
Dan Buckshi, Member

Other Attendees: Sophia Selivanoff, Executive Director
Rich Oppenheim, Administrative Services Manager
Gina Schuchard, Interim Deputy CFO
Lindsay Rice, Accounting Manager
Deona Knight, HR Manager
Tiffany Buraglio, Executive Assistant
Sky Woodruff, Authority Counsel

1. CALL TO ORDER / ROLL CALL

2. PUBLIC COMMENT - None

3. APPROVAL OF CONSENT AGENDA

A. Approval of **May 18 and 19, 2023** Minutes
Action: Moved and seconded (Smith/Straus) to approve consent agenda.
AYES: Habkirk, Smith, Straus, King
NOES: None
ABSTAIN: None

4. TREASURER'S REPORT - None

5. OLD BUSINESS - None

6. NEW BUSINESS

A. Appointment of Executive Committee Member.
Members asked for clarification if the member/alternate member could vote on their own appointment to the Executive Committee. Authority counsel Woodruff responded that there was no direct conflict of interest for this appointment so the proposed appointee could vote on their own appointment.
Action: Moved and seconded (Straus/Habkirk) to appoint Brad Raulston from the Town of Yountville with Celia King as an alternate.
AYES: Habkirk, Smith, Straus, King
NOES: None
ABSTAIN: None

B. Approval of Resolution **RGSBOD2023-04** Ratifying Executive Director/CFO Debt Signing Authority.
Interim Deputy CFO Schuchard reviewed the need for the JPA to open a line of credit to support the settlement obligation with CJPIA. In opening the line of credit, the bank suggested the JPA

have a resolution by the Board to formalize the Board Chair letter authorizing the Executive Director to sign on behalf of the JPA to enter into the line of credit.

It was asked if the signing authority already existed in the JPA Agreement and Executive Director Selivanoff answered that the JPA was given the authority to enter into debt obligations, but it was not spelled out that the Executive Director could be the sole authority for the obligation and staff thought it would be administratively useful for the Executive Director to have that signature authority.

It was suggested by the Board that staff review all purchasing authority policies to determine if other updates were needed. There was an additional concern that the policy as written was fairly broad and the policy lacked a control of requiring a report back to the Board or a limit on the authorization power.

Interim Deputy CFO Schuchard noted that the Resolution only applied to accounts at 5 Star Bank and that the staff report specified that the signature authority applied to the line of credit which would be limited to \$1.2 million.

The Board agreed to amend the language of the Resolution so that the title of the resolution reads:

A RESOLUTION OF THE BOARD OF DIRECTORS OF REGIONAL GOVERNMENT SERVICES AUTHORITY RATIFYING THE SIGNING AUTHORITY OF THE EXECUTIVE DIRECTOR/CHIEF FINANCIAL OFFICER WITH RGS ACCOUNTS AT FIVE STAR BANK IN AN AMOUNT NOT TO EXCEED \$1.2 MILLION DOLLARS

And that Section 1 of the Resolution reads:

Section 1. The Board ratifies the signing authority of the Executive Director/Chief Financial Officer and is empowered to execute agreements on its behalf to incur debts, liabilities, or obligations associated with RGS accounts at Five Star Bank in an amount not to exceed \$1.2 million dollars.

Action: Moved and seconded (Straus/Smith) to approve Resolution RGSBOD2023-04 as amended, ratifying Executive Director/CFO debt signing authority.
AYES: Habkirk, Smith, Straus, King
NOES: None
ABSTAIN: None

7. EXECUTIVE DIRECTOR AND MEMBER REPORTS

- A. Executive Director: None
- B. Members: Member Straus complimented staff on the “Inside RGS” operational and Member Hunter noted that the City of Soledad has been working with David Prieto and the Recruitment team and the experience has been great.

8. ADJOURNMENT - The meeting adjourned at 1:28 p.m. The next regular meeting date is scheduled for February 15, 2024.