

**ADMINISTRATIVE CONTROL BOARD (ACB) – WASATCH FRONT WASTE AND RECYCLING DISTRICT (WFWRD)**  
**MONTHLY MEETING MINUTES**

DATE/TIME	LOCATION	ATTENDEES
<p>January 23, 2017 9:00 a.m.</p> <hr/> <p><b>Next Board Meeting</b> February 27, 2017 9:00 a.m.</p>	<p>Public Works Building 604 W 6960 S Midvale, UT 84047</p>	<p><u>Board Members:</u> Dama Barbour, Scott Bracken, Jim Bradley, Jim Brass, Kelly Bush, Kay Dickerson, Steve Gunn, Dwight Marchant, Kris Nicholl, Brint Peel, Joe Smolka, Craig Tischner, Jenny Wilson (via phone)  <b>EXCUSED:</b> Sean Clayton (JP Baxter sitting in)</p> <p><u>District Staff:</u> Anthony Adams, Craig Adams, Mark Anderson, Rachel Anderson, Mike Allan, Cathy Jensen, Gaylyn Larsen, Ken Simin</p> <p><u>Public:</u> JP Baxter, Ron Patrick</p>

**AGENDA**

**Call to Order:** Jim Brass, Board Chair

**1. Introduction of All Board Members and Staff**

- 1.1. Oath of Office for New Board Members; Anthony Adams, District Clerk
- 1.2. Request Board Member Biographies; Anthony Adams
- 1.3. Required Board Member Training Available Online; Anthony Adams

**2. Consent Items: (Approval Requested)**

- 2.1. November 16, 2016 Board Meeting Minutes
- 2.2. Conflict of Interest Disclosures; Pam Roberts, Executive Director

**3. Meeting Open for Public Comments:** (Comments are limited to 3 minutes)

**4. Business Items**

- 4.1. Formal Transition of Board Vice Chair to Board Chair (**Motion & Approve**)
- 4.2. At the Board’s Option for January, or for the February Meeting, Elect a New Board Vice Chair (**Motion & Approve**)

4.3. Approve 2017 Administrative Control Board Meeting Schedule (**Motion & Approve**)

4.4. 2016 4<sup>th</sup> Quarter Financial Report: Cathy Jensen, District Controller (**Informational**)

4.5. Policy Manual Addition: Appointed Positions by the Executive Director, Pam Roberts (**Approval/Direction Requested**)

4.6. District Overview and Board Orientation; Pam Roberts (Informational)

- Human Resources and Policy Review; Gaylyn Larsen, Human Resources Manager

**5. Requested Items for the Next Board Meeting on February 27, 2017 Meeting**

- Elect a New Vice Chair if Not Approved in January
- Ratify WFWRD Policy Manual
- 2016 Performance Report

TOPICS/ OBJECTIVES	KEY POINTS/ DECISIONS	ACTION ITEMS WHO – WHAT – BY WHEN	STATUS
<b>1. Introduction of All Board Members and Staff</b>			
<b>1.1 Oath of Office for New Board Members; Anthony Adams, District Clerk</b>	Anthony conducted the Oath of Office for incoming Board Members Kelly Bush (Kearns Metro Township), Dwight Marchant (Millcreek City) Brint Peel (Magna Metro Township), Joe Smolka (Emigration Canyon Metro Township), and Kay Dickerson (White City Metro Township)		
<b>1.2 Request Board Member Biographies; Anthony Adams</b>	Anthony announced that he will be updating the WFWRD website to include short biographies of all board members. He added that contact information is required for all board members on the Utah Public Notice Website. He stated that some individuals had already submitted photos and biographies, and he will reach out to each board member to notify them of any additional information he needs.		
<b>1.3 Required Board Member Training Available Online; Anthony Adams</b>	Anthony notified board members that the State Auditor’s Office provides online training that is required within the first year of being appointed onto a Special Services District Board and must be taken at least once during each term. He requested that all board members, including existing members, forward a copy of their training certificate to him to keep on record. Mark Anderson, Legal Counsel, clarified that this training did not have to be taken online and that the State Auditor’s Office offers in-person training options. Several new board members attended this required training earlier in the month.		
<b>2. Consent Items</b>			
<b>2.1 November 16, 2016 Board Meeting Minutes</b>	Board Member Peel requested clarification on the date of the minutes. The minutes showed the correct year on the date but the distributed agenda showed November 16, 2015.	<b>Motion to Approve Minutes by:</b> Board Member Gunn <b>Seconded by:</b> Board Member Bradley  <b>Vote: All in favor (of Board Members present)</b>	<b>Approved January 23, 2017</b>

<b>2.2 Conflict of Interest Disclosure; Pam Roberts, Executive Director</b>	Pam explained that conflicts of interest for board members and employees are disclosed every year at minimum. She stated that the Board needed to ensure that there are no conflicts of interest for other board members and WFWRD employees. She clarified her role as a new board member for the Utah Local Governments Trust (Trust), and stated that she has waived any benefits or financial compensation offered to their board members by the Trust. Under guidance from our legal counsel, any financial compensation from the Trust for her service goes directly to WFWRD's accounts, which will be approximately \$1,500 annually.		
<b>3. Meeting Open for Public Comments</b>	(Comments are limited to 3 minutes)		
	No public comments.		
<b>4. Business Items</b>			
4.1. Formal Transition of Board Vice Chair to Board Chair ( <b>Motion &amp; Approve</b> )	Board Chair Brass expressed his gratitude in serving as both Vice Chair (in 2015) and Chair (in 2016). New Board Chair Tischner expressed his gratitude at the confidence from the Board to serve as the new Chair.	<b>Motion for transition by:</b> Board Member Bradley <b>Seconded by:</b> Board Member Nicholl  <b>Vote: All in favor (of Board Members present)</b>	<b>Approved  January 23,  2017</b>
4.2. At the Board's Option for January, or for the February Meeting, Elect a New Board Vice Chair ( <b>Motion &amp; Approve</b> )	Pam explained that the Board Vice Chair will automatically succeed to the Board Chair after one year of service. She elaborated on the expectations and responsibilities of the Chair and Vice Chair. She added that she has not yet received any notification from interested individuals wanting to serve as Board Vice Chair. Board Members Bracken and Barbour stated that serving as Vice Chair and Chair is an excellent way to better understand the organization. Board Member Bracken nominated Board Member Gunn to serve as the new Board Vice Chair.	<b>Motion to nominate Board Member Gunn as Board Vice Chair by:</b> Board Member Bracken <b>Seconded by:</b> Board Member Barbour  <b>Vote: All in favor (of Board Members present)</b>	<b>Approved  January 23,  2017</b>

<p>4.3. Approve 2017 Administrative Control Board Meeting Schedule <b>(Motion &amp; Approve)</b></p>	<p>Pam clarified that this schedule was tentatively adopted at the November 2016 Board Meeting, but final approval was held until new board members could review and provide input. Board Member Marchant asked about the Pre-Board Meetings. Pam stated that these meetings are attended by the Board Chair and Vice Chair, legal counsel, and staff to discuss and prepare items for the board meeting. Board Member Peel asked why meetings were not scheduled in November and December. Pam replied that those months were set aside for Public Hearings in relation to the adoption of the following year's budget. Board Member Bradley added that there is a board meeting immediately preceding the public hearings during those months.</p>	<p><b>Motion to Adopt the 2017 Board Meeting Schedule by:</b> Board Member Peel <b>Seconded by:</b> Board Member Bracken  <b>Vote: All in favor (of Board Members present)</b></p>	<p><b>Approved January 23, 2017</b></p>
<p>4.4. 2016 4<sup>th</sup> Quarter Financial Report; Cathy Jensen, District Controller <b>(Informational)</b></p>	<p>Cathy clarified that this report is tentative, and there are some accruals and adjustments that need to be made before the official closing of the financial year. She stated that last July, WFWRD changed from a cash-based to an accrual-based accounting system based on direction from the Governmental Accounting Standards Board. This means revenues are recognized when they are earned, and expenditures are realized when they are incurred.</p> <p>Cathy stated that we have underspent for salaries due to high employee turnover. She also stated that we have had higher expenditures, overall, than revenue, which was expected for 2016.</p> <p>Cathy explained that we have authority to certify and collect unreceived payments on an individual's property taxes. Board Member Bracken inquired about the number of certifications and amount collected per year. Cathy confirmed that the certification rate is about one in five residents, and we collected approximately \$2.4 million for certifications in 2016. These certification funds go directly into our Public Treasury Investment Fund (PTIF), which</p>		

is an investment fund approved and set up for governmental entities through the Money Management Act. Board Member Bradley asked for clarification of our fund balance limit. Cathy explained that a fund balance was similar to retained earnings, which is the difference between all net assets and net liabilities. The Board has set a minimum of 20% of budgeted revenue to remain in year-end reserves. For 2016 and 2017, we should be able to maintain this 20%, but we may need to seek alternatives after this year. Pam added that we are drawing down \$1.2 million from the investment fund with Zions this year to help balance our budget. In addition to other cost-saving measures already implemented in the District.

Board Member Wilson asked why the Board identified a 20% minimum. Pam replied that 20% was determined to ensure continuity of service, and it would serve as a year-end trigger to determine a need for a potential fee increase. The 20% is anticipated to cover 90 days of operational costs.

Pam continued to state that our current projections show that we will hit the 20% threshold at 2018 year-end and be under 20% in following years. In fact, the projections show quite a large negative fund balance at 2019 year-end.

Cathy showed that we saved the District approximately \$608,000 by diverting recyclable materials away from the landfill. Board Member Bush asked why we don't see any revenue from the landfill's sale of repurposed green waste compost. Pam clarified that the disposal fees we pay for green waste do not fully cover the landfill's expense for processing, and the landfill's sale of compost helps them offset their expenses for the program. Pam further confirmed that our Green Waste Program is self-sufficient due to the subscription fees. Board Member Bradley added that an additional benefit to the landfill and the public is to divert as much waste as possible to extend the

<p>4.5. Policy Manual Addition: Appointed Positions by the Executive Director; Pam Roberts (<b>Approval/Direction Requested</b>)</p>	<p>life of the landfill’s site. Board Member Bush stated that education to the public is an important piece to understand the process of collection and processing, and the expenses involved. Pam stated that we do allocate part of our budget towards education, and a review of our goals and efforts in this regard will be presented at the next Board Meeting.</p> <p>Board Member Nicholl added that as we begin tracking information by route, we will get a clearer picture on what education methods should be implemented and where they should be directed. Board Chair Tischner echoed a recommendation that it would be helpful for a representative from the landfill to come and explain their processes and operations.</p> <p>Board Member Peel asked about our collection truck sales and turnaround. Mike clarified that most purchases are from small municipalities through a third party auction service. Through calculations it was determined that 51 months is when the cost of maintaining the vehicle will outweigh its operational value. The life of a truck can be between 10-15 years depending upon its usage and maintenance. Pam added that we don’t have the facilities to maintain older trucks, and keeping them longer would require additional relief trucks, which would lead to additional expenses.</p> <p>Pam requested direction to work more closely with our legal counsel to define roles and responsibilities of WFWRD appointed positions. There are still responsibilities that need to be assigned, so approval is not being requested during this meeting. Board Member Bracken asked to whom our legal counsel reports. Mark Anderson clarified that the Administrative Control Board is the policy and governing body of WFWRD, and they can appoint whomever they decide to have legal counsel report. Currently legal counsel works directly with Pam as</p>	<p><b>Motion for Pam to Work with Legal Counsel to Define Roles for Appointed Positions:</b> Board Member Wilson</p> <p><b>Seconded by:</b> Board Member Bush</p> <p><b>Vote: All in favor (of Board Members present)</b></p>	
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<p>4.6. District Overview and Board Orientation; Pam Roberts <b>(Informational)</b></p>	<p>the administrative head. Board Member Wilson stated that current policies may have carried over from the County, and may need revisions based on current need. She added that she would like a hard-bound copy of WFWRD’s policy manual annually to review for the next meeting.</p> <p>Pam provided a brief summary of the overview manual highlighting the District’s Mission and the additions by the Board to focus on environmental and financial stewardship. She also reviewed the District service area that was established in 1977 when the District was created. She noted the recycling processing centers and the landfills where we deliver the waste and recycling generated by the District Residents. The facilities we deliver commodities to each day are based upon efficiencies.</p> <p>Pam also reviewed the organizational chart and asked both Mike and Cathy to share their backgrounds with the Board since they are newer to our organization and have key responsibilities.</p> <p>Pam stated that we are required under state statute to review the Human Resources section of the Policy Manual each year, and we will schedule that review for the February Board Meeting. The overview manual provided as a separate attachment sent to the Board was created to help board members understand the purpose of WFWRD and its operations.</p> <p>Board Member Bradley asked how someone gets into and out of the District service area. Mark Anderson replied that annexations or de-annexations are powers that cannot be delegated to a Special Services District. As a result, permission to join or leave the District service area must be approved by the Salt Lake County Council, since they are the creating body of WFWRD.</p>		
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<b>5. Requested Items for Next Board Meeting(s)</b>			
	<ul style="list-style-type: none"> <li>• Ratify WFWRD Policy Manual</li> <li>• 2016 Performance Report</li> </ul>		
<b>ADJOURN</b>		<p><b>Motion to adjourn:</b> Board Member Brass  <b>seconded by</b> Board Member Nicholl</p> <p><b>Vote: All in favor (of Board Members present)</b></p>	