

## LGS BOARD AGENDA

Agenda materials may be viewed on the Agency's web site [LGS.CA.gov](http://LGS.CA.gov) or by contacting the Executive Director prior to the meeting at the contact information below.

### SPECIAL MEETING Via Teleconference

**April 18, 2016  
10:05 a.m.**

**Dublin Civic Center**, HR Director's Office, 100 Civic Plaza, 2<sup>nd</sup> Floor, Dublin, CA 94568  
**Larkspur City Hall**, City Manager's Office, 400 Magnolia Avenue, Larkspur, CA 94939  
**Walnut Creek City Hall**, City Manager's Office, 1666 North Main Street, Walnut Creek, CA 94596  
**Yountville Town Hall**, Town Manager's Office, 6550 Yount Street, Yountville, CA 94599

#### 1. CALL TO ORDER

#### 2. PUBLIC COMMENT

Each speaker is limited to two minutes. If you are addressing the Board on a non-agenda item, the Board may briefly respond to statements made or questions posed as allowed by the Brown Act (Government Code Section 54954.2). However, the Board's general policy is to refer items to staff for attention, or have a matter placed on a future Board agenda for a more comprehensive action or report.

#### 3. APPROVAL OF CONSENT AGENDA

Consent agenda items are considered to be routine and will be enacted by one motion. There will be no separate discussion on these items unless members of the Board, staff or public request specific items to be removed for separate action.

A. Approval of **August 27, 2015** Minutes

*Action*

#### 4. TREASURER'S REPORT - None

#### 5. OLD BUSINESS - None

#### 6. NEW BUSINESS

A. Approve Resolution LGSBOD2016-01 Indemnifying Members From Liability

*Action*

#### 7. ADJOURN

**The next Regular Meeting will take place on May 19, 2016 at 1:00 p.m. in Larkspur.**

#### Americans with Disabilities Act

In compliance with the Americans with Disabilities Act, if you need special assistance to participate in this meeting, please contact Richard Averett at (650) 587-7301. Notification in advance of the meeting will enable Agency to make reasonable arrangements to ensure accessibility.

**LOCAL GOVERNMENT SERVICES AUTHORITY  
BOARD OF DIRECTORS MINUTES  
AUGUST 27, 2015**

The Local Government Services Authority held a regular meeting of the Board of Directors on August 27, 2015 at the Leshner Center for the Arts Encore Room, Walnut Creek, CA. The meeting was called to order at 1:42 p.m.

**1. CALL TO ORDER**

Members Present: Ken Nordhoff, Chair  
Dan Schwarz, Vice-Chair  
Julie Carter, Alternate Member  
Members Absent: Steve Rogers, Member  
Other Attendees: Richard Averett, Executive Director  
Jennifer Bower, Director of Administrative Services  
Briana Overgaard, Keenan and Associates

A. Election of Officers

**Action:** Nomination of Steve Rogers as Chair and Chris Foss as Vice-Chair. Moved and seconded (Schwarz/Carter) to elect Rogers as Chair and Foss as Vice-Chair.  
**AYES:** Schwarz, Carter, Nordhoff  
**NOES:** None  
**ABSTAIN:** None

**2. CHANGES TO THE ORDER OF AGENDA** – Acting Chair Nordhoff noted that this item need not be agendized in the future, since a change can be requested at any time and approved by the Chair.

**3. PUBLIC COMMENT** – None

**4. APPROVAL OF CONSENT AGENDA**

A. Approval of **April 16, 2015** Minutes  
**Action:** Moved and seconded (Carter/Schwarz) to approve consent agenda.  
**AYES:** Schwarz, Carter, Nordhoff  
**NOES:** None  
**ABSTAIN:** None

**5. TREASURER’S REPORT** - None

**6. OLD BUSINESS** - None

**7. NEW BUSINESS**

A. Appointment of MSA member.  
Ken Nordhoff was nominated as LGS representative on the MSA Board.  
**Action:** Moved and seconded (Schwarz/Carter) to elect Nordhoff as MSA member.  
**AYES:** Schwarz, Carter, Nordhoff  
**NOES:** None  
**ABSTAIN:** None

**8. ADJOURNMENT** – The meeting adjourned at 1:46 p.m. The next regular meeting is scheduled for November 19, 2015 at 1:00 p.m. in Yountville.



LOCAL  
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SERVICES

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**TO:** BOARD OF DIRECTORS **BOD Meeting: 4-18-2016**  
**FROM:** RICHARD H. AVERETT, EXECUTIVE DIRECTOR **Item: 6A**  
**SUBJECT: APPROVAL OF A POLICY TO INDEMNIFY MEMBER**  
**AGENCIES FROM LIABILITY**

**INFORMATION**

Approve resolution **LGSBOD2016-01** to adopt a policy to indemnify Member agencies from liability.

**BACKGROUND**

At its regular meeting on February 18, 2016, the Executive Committee discussed amending the JPA Agreement to strengthen the language to indemnify Member agencies against any and all debts, liabilities and obligations incurred by the JPA. Based on JPA legal counsel's recommendation, the above named resolution is intended to provide such protection until a comprehensive review of the Agreement is conducted and all Member Agencies' governing bodies can consider and approve amending the JPA Agreement.

**ANALYSIS AND FISCAL IMPACT**

There is no significant fiscal impact from the adoption of this resolution.

**RESOLUTION NO. LGSBOD2016-01**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF LOCAL GOVERNMENT SERVICES AUTHORITY ADOPTING A POLICY TO INDEMNIFY MEMBER AGENCIES FROM LIABILITY**

**WHEREAS**, Local Government Services Authority (“LGS”) is a joint powers authority organized pursuant to the Joint Exercise of Powers Act, Government Code section 6500 *et seq.*; and

**WHEREAS**, the membership of LGS is comprised of the cities of Dublin, Larkspur and Walnut Creek, and the Town of Yountville (collectively with such other public entities as may join LGS in the future, the “Members”); and

**WHEREAS**, the joint powers agreement that created LGS provides that the debts, liabilities and obligations of LGS shall not be the debts, liabilities, and obligations of the Members; and

**WHEREAS**, the Board of Directors desires to indemnify the Members against any and all debts, liabilities and obligations incurred by LGS to ensure that Members are not responsible for any such debts or obligations; and

**WHEREAS**, the Board of Directors has the authority to adopt rules, regulations, policies, bylaws and procedures governing the operation of LGS.

**NOW, THEREFORE, BE IT RESOLVED AND ORDERED** that Local Government Services Authority shall indemnify, defend, and hold harmless each Member and its officers, officials, employees, agents and volunteers (collectively, “Indemnitees”) from and against any and all liability, loss, damage, claims, expenses, and costs (including without limitation, attorney’s fees, costs and fees of litigation) (collectively, “Liability”) of every nature arising out of or in connection with the operation of Local Government Services Authority, except such Liability caused by the sole negligence or willful misconduct of a Member. This indemnification policy shall not apply to Liability arising out of or in connection with the performance of a specific agreement between LGS and a particular Member.

This Resolution shall take effect immediately upon adoption.

**PASSED AND ADOPTED** by the Board of Directors of Local Government Services Authority, this \_\_\_ day of \_\_\_\_\_, 2016 by the following vote, to wit:

**AYES:**

**NOES:**

**ABSTAIN:**

**ABSENT:**

**ATTEST:**

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**Board Secretary**  
2630287.1

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**Steve Rogers, Chair**