



BOARD OF DIRECTORS

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PETE VANDER POEL

J. STEVEN WORTHLEY

**Meeting Location:
Tulare County Employees' Retirement
Association Board Chambers
136 N Akers St
Visalia, CA 93291
November 6, 2015 9:00 AM**

AGENDA DATE: November 6, 2015

ITEM NUMBER: 14

SUBJECT: Approve Recommended Amended & Restated JPA Agreement to Make Administrative Edits & Clean-Up (A)

REQUEST(S): Receive and Approve Recommended Amended & Restated JPA Agreement Making Administrative Edits & Clean-Up & Authorize the President to Sign Pending Approval of the Parties to the Agreement

DESCRIPTION:

The SJVIA has been in existence since 2009 and has grown significantly since inception. In reviewing the last approved version (July 2013) of the Joint Exercise of Powers Agreement Creating the San Joaquin Valley Insurance Authority (JPA Agreement), it became clear to staff that there were a number of administrative edits that should be made to clean-up the agreement. Although most changes are correcting grammatical deficiencies or clarifying language, there are a few recommended additions that should be noted.

- Recitals: Added language referencing the appropriate Government Code Sections referencing the powers of counties forming a JPA.
- Article 1 – Definitions: Added clarifying language to definitions of Insurance Program, Joint Powers Law, Participating Entity and Risk Sharing.
- Article 2 – Purposes of the Agreement: Made language consistent by referring to “Insurance Program” from the definitions section and grammatical edits.
- Article 3 – Term: Added language referring to Article 15 for termination provisions.

AGENDA: San Joaquin Valley Insurance Authority

DATE: November 6, 2015

- Article 5 – Powers of the Authority: Made grammatical revisions to clarify that the ability of the JPA to enter into a written agreement with any party to establish the terms and conditions upon which contributions and advances may be made by the party to the Authority and repaid to the party by the JPA.
- Article 6 – Board of Directors: Added language that makes clear that the SJVIA Board of Directors are appointed by and from each County’s respective Board of Supervisors.
- Article 7 – Powers of the Board of Directors: Clarifies that the Board may appoint ad hoc standing committees which may include representatives of Participating Entities.
- Article 8 – Meetings of the Board of Directors: Added language confirming that Board meetings are called, noticed and held in accordance with the Ralph M. Brown Act. Also added language stating that if any supporting agenda materials that are also disclosable public records are distributed to all, or a majority of all, of the members of the Board after the notice is published, the Authority shall provide copies of those materials at the same time those materials are distributed to all, or a majority of all, of the members of the Board. This is consistent with Government Code Section 54957.5(b)(1).
- Article 9 – Officers: Added language clarifying that the election of officers shall occur at the first meeting in every second calendar year.
- Article 10 – Administration: Updated the title of positions from which the Board may appoint the SJVIA Manager or Assistant Manager from “*Deputy Director of Personnel*” to “*Director of Personnel Services*”. The old title is no longer valid. Also added language to clarify that staff may perform duties with the assistance of designated staff.
- Article 13 – Responsibilities of Funds & Property: Added language that the Auditor-Treasurer shall bring the Investment Policy to the Board at least biennially for review and approval by the Board.
- Article 14 – Responsibilities of Parties: Added language to make clear that Participating Entities shall appoint a liaison to the SJVIA. The original language only referred to the Parties to the JPA Agreement.
- Article 18 – Notices: Added language to make clear that Participating Entities must provide the Authority with the address to which communications are to be sent. The original language only spoke about Parties to the Agreement.

AGENDA: San Joaquin Valley Insurance Authority

DATE: November 6, 2015

It should also be noted that Item 16 on today's agenda is a discussion on the governance of the SJVIA. Pending your Board's direction to staff, additional changes may be made in the near future to Articles 6-10 which speak to the composition, powers and officers of the SJVIA Board of Directors.

If your Board approves the recommendations contained in this item, the Recommended Amended & Restated JPA Agreement will require approval of all Parties to the Agreement (County of Fresno, County of Tulare and the Central San Joaquin Valley Risk Management Authority). Upon approval of all parties, the amended and restated JPA Agreement would be executed by the Board President, posted and distributed to all Participating Entities.

FISCAL IMPACT/FINANCING:

There is no fiscal impact to the recommended action.

ADMINISTRATIVE SIGN-OFF:



Rhonda Sjostrom
SJVIA Manager



Paul Nerland
SJVIA Assistant Manager