

AGENDA

NORTHERN ORANGE COUNTY SELF-FUNDED WORKERS' COMPENSATION AGENCY

SPECIAL BOARD OF DIRECTORS MEETING

April 3, 2015
10:00 A.M.

CONFERENCE CALL
(888) 387-6038
Participant Code: 8768344

Conference Call Instructions:

1) Enter call-in number (888) 387-6038. 2) Enter Participant Code 8768344 and #. 3) State your name and enter #.

I. CALL TO ORDER

II. ROLL CALL

OFFICERS

CENTRALIA SCHOOL DISTRICT
CYPRESS SCHOOL DISTRICT
COASTLINE ROP

Mark Schiel, President
Tim McLellan, Vice President
Lynn Simmons, Secretary/Treasurer

MEMBERS

BUENA PARK SCHOOL DISTRICT
GASELPA
LA HABRA CITY SCHOOL DISTRICT
LOS ALAMITOS UNIFIED SCHOOL DISTRICT
MAGNOLIA SCHOOL DISTRICT
NORTH ORANGE COUNTY ROP
SAVANNA SCHOOL DISTRICT
SOUTH COAST ROP
WESTMINSTER SCHOOL DISTRICT

Kelvin Tsunezumi
Kathleen Thomason
Carol Argomaniz
Patricia Meyer
Alejandro Flores
Howard Burkett
Eric Fano
Pati Romo
Sandy Poteet

MANAGER

KEENAN & ASSOCIATES

Greg Trapp
Toni Brady
Zee Morales

III. APPROVAL OF AGENDA

ACTION
14/15-041
Page 1

The Authority retains the right to change the order in which agenda items are discussed. Subject to review by the Authority, the agenda is to be approved as presented. Items may be deleted or added for discussion only according to G.C. § 54954.2.

PUBLIC COMMENTS
BOARD CONSIDERATION

IV. ADMINISTRATION

ACTION
14/15-042
Pages 2-4

**SPECIAL REQUEST REGARDING ARTICLE IX
OF NOC SF WCA BYLAWS**

The Board will discuss Magnolia School District's request for one-time exception to Article IX – Withdrawal from or Termination of Membership for action.

PUBLIC COMMENTS
BOARD CONSIDERATION

V. INFORMATION REPORTS

MEMBER COMMENTS:

Each Committee member may report about various matters involving the Agency. There will be no Board discussion except to ask questions or refer matters to staff, and no action will be taken unless listed on a subsequent agenda.

MANAGER COMMENTS:

The Manager will report to the Board about various matters involving the Agency. There will be no Board discussion except to ask questions or refer matters to staff, and no action will be taken unless listed on a subsequent agenda.

OTHER COMMENTS:

The public may address the Board on any matter pertaining to the Agency that is not on the agenda. The President reserves the right to limit the time of presentations by individual or topic.

VI. AGENDA ITEMS NEXT MEETING

Members and others may suggest items for consideration at the next meeting, which will be held on April 22, 2015 at 1:30 pm at Cypress School District, Los Alamitos, CA. Regularly scheduled agenda items are:

- Review of Capital Target Policy
- Financial Report
- Actuarial Study
- STOP Program

VII. ADJOURNMENT

Americans with Disabilities Act:

Northern Orange County Self-Funded Workers' Compensation Agency conforms to the protections and prohibitions contained in Section 202 of the Americans with Disabilities Act of 1990 and the federal rules and regulations adopted in implementation thereof. A request for disability-related modifications or accommodation, in order to participate in a public meeting of the Northern Orange County Self-Funded Workers' Compensation Agency, shall be made to: Toni Brady, Sr. Account Manager, Keenan & Associates, 901 Calle Amanecer, Suite 200, San Clemente, CA 92673 (949) 940-1760, extension 5186.

**NORTHERN ORANGE COUNTY
SELF-FUNDED WORKERS' COMPENSATION AGENCY**

PRESENTED TO:

DATE:

April 6, 2015

Board of Directors

SUBJECT:

ITEM #:

14/15 – 041

Approval of Agenda

Enclosure:

Yes

Category:

Approval of Agenda

Prepared by:

Keenan & Associates

Requested by:

Board of Directors

BACKGROUND:

Under California Government Code Section §54950 the “Legislative Body” is required to post an agenda detailing each item of business to be discussed. The Authority posts the agenda in compliance with California Government Code Section §54954.2.

STATUS:

Unless items are added to the agenda according to Government Code §54954.2 (b) (1) (2) (3) the agenda is to be approved as posted.

RECOMMENDATION:

Subject to changes or corrections, the agenda is to be approved as submitted.

**NORTHERN ORANGE COUNTY
SELF-FUNDED WORKERS' COMPENSATION AGENCY**

PRESENTED TO:	DATE:	April 22, 2015
Board of Directors		

SUBJECT:	ITEM #:	14/15 – 042
Special Request Regarding Article IX of NOC SF WCA Bylaws	Enclosure:	Yes

Category:	<u>Administration</u>
Prepared by:	<u>Keenan & Associates</u>
Requested by:	<u>Board of Directors</u>

BACKGROUND:

Magnolia School District has submitted a timely Provisional Notice of Withdrawal to the Northern Orange County Self-Funded Workers' Compensation Agency. The Bylaws state that if a member submits notice and ultimately remains with the Agency, that member may not submit another notice for two years. Magnolia School District is requesting that the Board grant a one-time exception, which will allow them the option to submit a Provisional Notice of Withdrawal again next program year.

STATUS:

The Board will discuss Magnolia School District's request for one-time exception to Article IX - Withdrawal from or Termination of Membership.

RECOMMENDATION:

For action.

ARTICLE IX

WITHDRAWAL FROM OR TERMINATION OF MEMBERSHIP

- A. Any member having completed a minimum of thirty six (36) months may withdraw from its status as a member and party to the Joint Powers Agreement at the end of any fiscal year by notifying the Authority, in writing together with a copy of the Board resolution or meeting minutes authorizing such action, prior to December 31st of that fiscal year. If a member submits their provisional notice and subsequently decides to remain in the Authority, that member shall not be allowed to submit any type of withdrawal notice for at least two years.
- B. The Member filing the notice of withdrawal shall notify the Authority in writing, together with a copy of the Member's Board resolution or meeting minutes authorizing such action, sixty (60) days prior to the end of the **Program Year** as to its final decision to leave the Authority. Failure to comply with the notification requirements and subsequent departure from the Authority shall result in a 25% surcharge of the former Member's final **Program Year** Contribution.
- C. The final notice of withdrawal is binding and irrevocable. Any member withdrawing from the Authority shall not be eligible to reapply for membership for a period of three (3) years.
- D. The incurred claims, incurred but not reported claims, and all Contributions of the withdrawing Member shall stay with The Authority. The withdrawing Member shall continue to participate in each of the **Program Years** for which they were a Member, per Article IV, Paragraph E, of these Bylaws. The allocation of assets and **Obligations** as per Article IV, Paragraph E, that were in effect for those years the withdrawing Member was a Member shall continue to stay in effect until those years are closed and clear of assets and/or **Obligations**.
- E. A Member may be involuntarily terminated from The Authority upon a two-thirds (2/3) vote of the Members present at a Board of Directors' meeting. Involuntary termination shall have the effect of eliminating the party as a signatory of the Joint Exercise of Powers Agreement and as a Member of The Authority, effective at the end of the fiscal year in which the action is taken or upon such other date as the Board of Directors may specify, but in no case less than sixty (60) days after written notice of involuntary termination is given. The responsibility and participation of an involuntarily terminated Member shall be the same as stated in Paragraph B of this article.

- F. Grounds for involuntary termination include, but are not limited to, the following:
1. Failure to refusal to abide by the Agreement or Bylaws.
 2. Failure or refusal of a Member to abide by an amendment which has been adopted by the Members of The Authority as provided in the Agreement or these Bylaws.
 3. Failure or refusal to pay Contributions or assessments to The Authority as provided in the Agreement or Bylaws.
 4. Failure to comply with risk management or safety programs implemented by the Board of Directors.
 5. Failure of a Member to disclose a material fact to The Authority whereby said material fact constitutes fraud, misrepresentation or concealment for the purposes of obtaining coverage with The Authority.

ARTICLE X

DISPOSITION OF PROPERTY AND FUNDS

- A. In the event of the dissolution of The Authority, the complete rescission, or other final termination of the Joint Exercise of Powers Agreement by all Members or other public agencies then a party to the Agreement, any property interest remaining in The Authority following a discharge of all **Obligations** shall be disposed of pursuant to a plan adopted by the Board of Directors, with the objective of returning to each Member or other agency which is then or was theretofore a party preceding the termination of the Agreement, a Pro Rata Share of each **Program Year's** equity to which each Member was a participant. The plan adopted by the Board of Directors shall include, but not be limited to, the following:
1. Claims outstanding against, and incurred but not reported to, The Authority shall be audited and calculated by an independent auditor and actuary selected by the Board of Directors for a determination of future liabilities for expenses and costs to bring these claims to a conclusion.
 2. The current fair market value of The Authority's properties shall be determined by the Board of Directors. If a Member disagrees with the current fair value of The Authority's properties as determined by the Board of Directors, the current fair value of said properties shall be determined by an independent appraiser selected by the Board of Directors.
- B. If the Board of Directors determines a dividend or return of Contribution is to be declared, such dividend or return of Contribution shall be computed pursuant to Article IV, Paragraph E, of these Bylaws.

**NORTHERN ORANGE COUNTY
SELF-FUNDED WORKERS' COMPENSATION AGENCY**

CONFERENCE CALL LOCATIONS

SPECIAL BOARD OF DIRECTORS MEETING

APRIL 3, 2015

10:00 A.M.

Conference Call Instructions:

1) Enter call-in number (888) 387-6038. 2) Enter Participant Code 8768344 and #. 3) State your name and enter #.

This meeting will be conducted by teleconferencing in accordance with Government Code Section 54953(b). Members of the public may address the Board from any teleconference location shown below:

Buena Park School District

6885 Orangethorpe Avenue
Buena Park, CA 90620
Kelvin Tsuneczumi, (714) 736-4243

Centralia School District

6625 La Palma Avenue
Buena Park, CA 90620
Mark Schiel, (714) 228-3100

Coastline ROP

1001 Presidio Square
Costa Mesa, CA 92626
Lynn Simmons, (714) 429-2220

Cypress School District

9470 Moody Street
Cypress, CA 90630
Tim McLellan, (714) 220-6941

GASELPA

7300 La Palma Avenue, Building 6
Buena Park, CA 90620
Frank Donovan, (714) 828-1766

La Habra City School District

500 N. Walnut Street
La Habra, CA 90631
Carol Argomaniz, (562) 690-2321

Magnolia School District

2705 W. Orange Avenue
Anaheim, CA 92804
(714) 761-5533, ext. 313

North Orange County ROP

385 N. Mueller Street
Anaheim, CA 92801
Terri Giamarino, (714) 502-5808

Savanna School District

9550 Holder Street
Buena Park, CA 90620
Eric Fano, (714) 236-3809

South Coast ROP

31522 El Camino Real
San Juan Capistrano, CA 92675
Pati Romo, (949) 496-3118