

**MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE MIDWAY CITY
SANITARY DISTRICT OF ORANGE COUNTY
14451 CEDARWOOD AVENUE
WESTMINSTER, CA 92683**

December 8, 2016

CALL TO ORDER

President Rice called the special meeting of the Governing Board of the Midway City Sanitary District to order at 14451 Cedarwood Avenue, Westminster, California on Thursday, December 8, 2016 at 11:30 A.M.

BOARD MEMBERS PRESENT:

Al P. Krippner
Joy L. Neugebauer
Tyler Diep
Frank A. Cobo
Margie L. Rice
Charlie Nguyen (Board Member Elect)

OTHERS AT MEETING:

Ken Robbins, General Manager
Robert Housley, Finance/HR Director
James Eggart, General Counsel
Danielle Gerardo, Board Secretary
Tri Ta, Mayor, City of Westminster

PLEDGE AND INVOCATION

Director Krippner led the Pledge of Allegiance. Director Neugebauer gave the Invocation.

PUBLIC COMMENTS

Board Member Elect, Charlie Nguyen, thanked the Midway City Sanitary District Board members, staff, the press, Mayor Tri Ta, and his family and friends for all their support.

Director Neugebauer stated that she felt it was her duty as the District's OCSD representative to report that she had received a message from the Orange County Sanitation District, stating that, at 6:49 A.M. a 6.8 earthquake struck 110 miles

southwest of Eureka, California and that there was no reported damage to the wastewater system at Plants 1 or 2 in their collection system.

NEW BUSINESS

A. RESOLUTION NO. 2016-14

(Roll Call Vote)

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE MIDWAY CITY SANITARY DISTRICT, OF ORANGE COUNTY, CALIFORNIA, DECLARING ELECTION OF DISTRICT DIRECTORS

A motion was made by Director Diep, seconded by Director Neugebauer, to adopt Resolution No.2016-14, declaring the election of District Directors, and add the Orange County Registrar of Voters' vote by precinct report as a supplement to the Resolution when it arrives. The motion was approved by the following 5-0 roll call vote:

AYES: Cobo, Diep, Krippner, Neugebauer and Rice

NAYS:

ABSTAIN:

ABSENT:

B. Oath of Office Ceremony for Newly Elected and Reelected District Directors

The Oath of Office ceremony was conducted for newly elected District Director Charlie Nguyen and re-elected District Director Al Krippner. The City of Westminster's Mayor, Tri Ta administered the Oath of Office to both of the Directors.

Director Neugebauer welcomed newly elected and installed Board member, Charlie Nguyen.

Director Nguyen thanked Director Neugebauer for her many years of service. He stated that much of what has been done throughout the years was a direct result of her leadership, vision and dedication, and that he would carry on her legacy.

President Rice called a brief recess to the meeting at 11:40 A.M.

President Rice called the meeting back to order at 11:58 A.M. and turned the meeting over the General Counsel Eggart.

C. Consider the Annual Board Reorganization

General Counsel Eggart stated that he would handle the conduct of the meeting for a few minutes while the Board elected a new President. Once the new President was elected, he would turn the proceedings back over to that individual for the purpose of electing and appointing the rest of the Board positions. He stated that the Orange County Sanitation District representative and alternate representative were appointed by the President, are not voted on by the full Board and that the appointees need to accept their positions. He stated that, with respect to the Chamber of Commerce representative and alternate representative positions and for specific legal reasons, the nominees for those positions need to leave the room and not vote on their own nomination.

General Counsel Eggart opened the floor for nomination for the office of President.

Director Rice, seconded by Director Cobo, nominated Director Diep for the office of President.

General Counsel Eggart asked if there were any other nominations for the position of President of the Board.

Hearing none, General Counsel Eggart closed the nominations for the office of President.

The appointment of Director Diep to the office of President was then approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice

NAYS:

ABSTAIN:

ABSENT:

General Counsel Eggart relinquished the conduct of the proceedings back to the President.

President Diep took over the conduct of the meeting and thanked the Board for their confidence in him for the next 12 months.

President Diep opened the floor for nominations for the office of President Pro-Tem.

Director Krippner, seconded by Director Nguyen, nominated Director Rice for the office of President Pro-Tem.

The nominations for the office of President Pro-Tem were closed.

The appointment of Director Rice to the office of President Pro-Tem was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice

NAYS:

ABSTAIN:

ABSENT:

President Diep opened the floor for nominations for the office of Secretary.

President Diep, seconded by Director Rice, nominated Director Nguyen for the office of Secretary.

The nominations for the office of Secretary were closed.

The appointment of Director Nguyen to the office of Secretary was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice

NAYS:

ABSTAIN:

ABSENT:

President Diep opened the floor for nominations for the office of Treasurer.

Director Rice, seconded by Director Krippner nominated Director Cobo for the office of Treasurer.

President Diep, seconded by Director Nguyen nominated Director Krippner for the office of Treasurer.

Director Rice stated that she would like to see Director Krippner as the District's Orange County Sanitation District (OCSD) representative since he had been the alternate for several years. She stated that she did not feel that he should be Treasurer and OCSD representative and that another Director should have a chance.

Director Krippner stated that he would agree with Director Rice and withdrew his nomination for Treasurer.

The nominations for the office of Treasurer were closed.

The appointment of Director Cobo to the office of Treasurer was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice
NAYS:
ABSTAIN:
ABSENT:

President Diep opened the floor for nominations for the office of Secretary/Treasurer Pro-Tem.

President Diep, seconded by Director Rice, nominated Director Krippner for the office of Secretary/Treasurer Pro-Tem.

The nominations for the office of Secretary/Treasurer Pro-Tem were closed.

The appointment of Director Krippner to the office of Secretary/Treasurer Pro-Tem was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice
NAYS:
ABSTAIN:
ABSENT:

President Diep stated that the next office for discussion was the Orange County Sanitation District (OCSD) Representative, which is the President or the President's appointee.

President Diep appointed Director Krippner to serve as the District's Representative to Orange County Sanitation District (OCSD).

President Diep appointed Director Nguyen as the Alternate Representative to OCSD.

Directors Krippner and Nguyen accepted President Diep's appointments.

President Diep opened the floor for nominations for the District's representative to Independent Special Districts of Orange County (ISDOC).

Director Krippner volunteered for the office of ISDOC Representative.

President Diep, seconded by Director Krippner, nominated Director Krippner for the office of ISDOC Representative. The appointment was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice
NAYS:
ABSTAIN:
ABSENT:

President Diep, seconded by Director Cobo, nominated Director Nguyen for the office of ISDOC Representative Alternate. The appointment was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice
NAYS:
ABSTAIN:
ABSENT:

President Diep opened the floor for nominations for the appointment of the Westminster Chamber of Commerce Representative.

Director Cobo, seconded by Director Nguyen, nominated Director Rice for the office of Westminster Chamber of Commerce Representative.

Director Rice left the room.

The appointment of Director Rice was approved by a 4-0 vote, with Director Rice absent.

AYES: Cobo, Diep, Krippner, and Nguyen
NAYS:
ABSTAIN:
ABSENT: Rice

President Diep, seconded by Director Rice, nominated Director Cobo for the office of Westminster Chamber of Commerce Representative Alternate.

Director Cobo left the room.

The appointment of Director Cobo was approved by a 4-0 vote, with Director Cobo absent.

AYES: Diep, Krippner, Nguyen and Rice
NAYS:
ABSTAIN:
ABSENT: Cobo

President Diep stated that the full Board would continue to serve for the Budget and Audit Committee so no action was needed.

President Diep, seconded by Director Rice, nominated President Diep and Director Nguyen to the Calendar Committee.

The appointment of President Diep and Director Nguyen to the Calendar Committee was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice

NAYS:

ABSTAIN:

ABSENT:

President Diep stated that the full Board would continue to act for the Negotiating Committee.

Director Rice volunteered to be on the Franchise Agreement Committee since she had been on it, was familiar with it, and wanted to continue with it especially since there was a change in companies that had just taken place.

Director Rice nominated Director Cobo to the Franchise Agreement Committee.

Director Krippner volunteered to be on the Franchise Agreement Committee.

The appointment of Director Rice was approved by the following 4-0-1 vote:

AYES: Cobo, Diep, Nguyen and Rice

NAYS:

ABSTAIN: Krippner

ABSENT:

The appointment of Directors Cobo was approved by the following 4-0-1 vote:

AYES: Cobo, Diep, Nguyen and Rice

NAYS:

ABSTAIN: Krippner

ABSENT:

President Diep opened the floor for discussion as to future Board meeting dates and time. He stated that it is currently set at the first and third Tuesday of each month at 5:00 P.M. unless otherwise declared by the Board and enable language to give the Board the authority to change the time as necessary. There was no recommendation for changes, so Board approval to keep the meeting date and time the same was approved by the following 5-0 vote:

AYES: Cobo, Diep, Krippner, Nguyen and Rice

NAYS:

ABSTAIN:

ABSENT:

INFORMATIONAL ITEMS

None

BOARD CONCERNS/COMMENTS

Director Rice stated that she wanted to recognize the years of devotion that Director Neugebauer gave to the District and that she was sorry to see her go. She stated that Director Neugebauer deserved credit for so many good things that she did for the District by bringing things to the Board's attention that may have been overlooked and that it was a great loss to the District. Director Rice then welcomed the District's new Director Charlie Nguyen.

Director Cobo stated that he appreciated everything Director Neugebauer had done for the District because she was so thorough and well informed and had always asked good questions. He stated that he would miss her and that he hoped she would be able to relax and enjoy herself now. He congratulated Director Nguyen and stated that he looked forward to working with him.

Director Krippner stated that he would miss Director Neugebauer because she had a lot of really good ideas.

Director Nguyen thanked everyone for welcoming him to the Board. He stated that he was also looking forward to working with everyone and thanked Director Neugebauer for everything that she had done over the years.

President Diep stated that he also wanted to congratulate Director Nguyen and his family. He stated that he understood that today was a special day for them as evidenced by the overwhelming friends and family members. President Diep stated that he remembered what it was like when he was first elected to the Board in 2006 and that it was a special time, and he wanted him to cherish it because it doesn't come often for those who serve in office.

Director Nguyen stated that he wanted to thank Mayor Tri Ta for swearing him in today. He also thanked Garden Grove School District Trustee Lan Quoc Nguyen, his parents, mother in law, wife and children, his family and friends and the press. He stated that they were very happy for him and that he was looking forward to doing his best for the Midway City Sanitary District.

President Diep thanked staff for the lunch provided today.

GM/STAFF CONCERNS/COMMENTS

None

GENERAL COUNSEL CONCERNS/COMMENTS

General Counsel Eggart congratulated Director Nguyen and all the Directors for each of their respected offices.

CLOSED SESSION

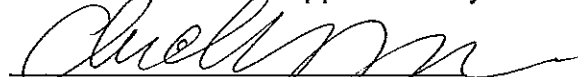
CLOSED SESSION: During the course of conducting the business set forth on this agenda as a regular meeting of the Board, the Chair may convene the Board in closed session to consider matters of pending real estate negotiations, pending or potential litigation, or personnel matters, pursuant to Government Code Sections 54956.8, 54956.9, 54957 or 54957.6, as noted.

Reports relating to (a) purchase and sale of property; (b) matters of pending or potential litigation; (c) employment actions or negotiations with employee representatives; or which are exempt from public disclosure under the California Public Records Act, may be reviewed by the Board during a permitted closed session and are not available for public inspection. At such time as the Board takes final action on any of these subjects, the minutes will reflect all required disclosures of information.

None

ADJOURNMENT

President Diep adjourned the meeting to Tuesday, December 20, 2016 at 5:00 P.M. at the District office at approximately 12:17 P.M. .


Charlie Nguyen, Secretary