

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

December 1, 2017

CALL TO ORDER

President Diep called the adjourned regular meeting of the Governing Board of the Midway City Sanitary District to order at 14451 Cedarwood Avenue, Westminster, California on Friday, December 1, 2017 at 5:22 P.M.

BOARD MEMBERS PRESENT:

Al P. Krippner
Margie L. Rice
Tyler Diep
Frank Cobo
Chi Charlie Nguyen

OTHERS AT MEETING:

Ken Robbins, General Manager
Robert Housley, Finance/HR Director
James Eggart, General Counsel
Danielle Gerardo, Board Secretary

PLEDGE AND INVOCATION

Director Rice led the Pledge of Allegiance. Director Nguyen gave the Invocation.

PUBLIC COMMENTS

None

NEW BUSINESS

A. Consider the Annual Board Reorganization

President Diep stated that he truly enjoyed his time as Chair of the Board as well as working to see a few items changed that he had wanted since he began at the District in 2006. He stated that this should be his final year on the Board as a Director and he will always look back with fond memories and remember how interesting the Midway City Sanitary District and the people met during his time were.

General Counsel Eggart stated that he would handle calling nominations in the vote for President and then turn the meeting over to the new President. He reminded the Board that the Chamber of Commerce representative and alternate positions are unique in that there is a State rule regarding conflicts of interest, and his recommendation was that if someone is nominated to either of the two positions, that they leave the Board room for the vote.

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

Director Krippner stated that he would like to nominate Director Nguyen as President for Midway City Sanitary District for 2018.

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

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

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

General Counsel Eggart asked if there was any discussion regarding the nomination of for the office of President. Hearing none, General Counsel Eggart called for a vote.

The nomination of Director Nguyen to the office of President was then approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Nguyen, Cobo and Diep
NOES:
ABSTAIN:
ABSENT:

General Counsel Eggart congratulated Director Nguyen and relinquished the proceedings back to the President. President Nguyen agreed to accept the appointment and took over the meeting.

President Nguyen thanked the Board for the nomination and the vote and stated that he would do his best. He thanked Director Diep for the good job that he did over the past year as President and said he was especially glad that he had the chance to work with him on the Calendar Committee. He then opened the floor for nominations for the office of President Pro-Tem.

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

President Nguyen asked if there were any other nominations for President Pro-Tem.

Hearing none, the nominations for the office of President Pro Tem were closed.

The nomination of Director Diep to the office of President Pro-Tem was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

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

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

Director Krippner nominated Director Cobo for the office of Secretary.

Director Cobo thanked Director Krippner, but declined the nomination.

President Nguyen asked if there were any other nominations for Secretary. Hearing none, the nominations for the office of Secretary were closed.

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

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

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

President Nguyen, seconded by Director Rice, nominated Director Cobo for the office of 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 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

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

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

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

The nomination of Director Krippner was then approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

President Nguyen 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 Nguyen appointed himself to serve as the District's Representative to Orange County Sanitation District (OCSD).

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

Director Krippner accepted President Nguyen's appointment.

Director Diep stated that the full Board always attends the ISDOC meetings and Chamber of Commerce events and asked if the Board really needed to nominate representatives.

After some discussion it was decided that the full Board would represent the District at ISDOC and the Westminster Chamber of Commerce events.

No action was taken.

President Nguyen stated the full Board would continue for the Budget and Audit Committee.

President Nguyen opened the floor for nominations for the Calendar Committee.

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

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

The nomination of Directors Nguyen and Diep to the Calendar Committee was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

Director Krippner, seconded by Director Diep nominated himself as Alternate to the Calendar Committee.

The nomination of Director Krippner as an Alternate to the Calendar Committee was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

President Nguyen stated that the full Board would continue to be on the Negotiating Committee.

President Nguyen opened the floor for nominations for the Franchise Agreement Committee.

President Nguyen, seconded by Director Cobo, nominated Director Rice to the Franchise Agreement Committee.

Director Rice, seconded by President Nguyen, nominated Director Cobo to the Franchise Agreement Committee.

Director Krippner nominated himself to the Franchise Agreement Committee. There was no second.

The appointment of Director Rice was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

The appointment of Director Cobo was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

Director Diep, seconded by Director Rice, nominated Director Krippner as alternate to the Franchise Agreement Committee.

The appointment of Director Krippner was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen

NOES:

ABSTAIN:

ABSENT:

President Nguyen opened the floor for discussion as to future Board meeting dates and time.

Director Diep, seconded by President Nguyen, moved to continue to meet on 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 and was approved by the following 5-0 roll call vote:

AYES: Directors Krippner, Rice, Diep, Cobo and Nguyen
NOES:
ABSTAIN:
ABSENT:

INFORMATIONAL ITEMS

None

BOARD CONCERNS/COMMENTS

Director Rice offered to help with the holiday party if needed. She also congratulated Director Diep on an outstanding job as President over the past year.

Director Cobo also thanked Director Diep for the great job he did as President of the Board in 2017.

President Nguyen thanked everyone for a great first year and for nominating him as the Board President for 2018. On behalf of his family, he also thanked Board members and Staff for attending and sending an arrangement for his mother in law's funeral service.

GM/STAFF CONCERNS/COMMENTS

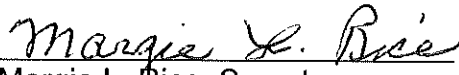
GM Robbins stated that Legal Counsel Joseph Larsen would be at the next regular meeting on December 5, 2017 to address and clarify the language in the MOU during the closed session.

GENERAL COUNSEL CONCERNS/COMMENTS

None

ADJOURNMENT

President Nguyen adjourned the meeting to Tuesday, December 5, 2017 at the District office at 5:00 P.M. at approximately 5:54 P.M.


Margie L. Rice, Secretary