
**MORAGA-ORINDA FIRE DISTRICT
BOARD OF DIRECTORS
REGULAR BOARD MEETING MINUTES
July 20, 2011**

(Amended and adopted October 19, 2011)

1. Opening Ceremonies

The Board of Directors convened in Open Session at 6:00 P.M. on July 20, 2011, at the Moraga-Orinda Fire District Administration Building, 1280 Moraga Way, Moraga, California. President Wyro called the meeting to order and led the Pledge of Allegiance. Present were the following Directors and Staff:

President Wyro	Randall Bradley, Fire Chief
Director Olsen	Steve Meyers, District Counsel
Director Sperling	Sue Casey, Administrative Services Director
Director Weil	
Director Mancinelli	

2. Public Comment

There were no comments from the public.

3. Closed Session

At 6:05 P.M., the Board adjourned into Closed Session.

4. Reconvene the Meeting

President Wyro reconvened the regular business meeting of the Moraga-Orinda Fire District Board of Directors at 7:08 P.M. Present were the following Directors and Staff:

President Wyro	Randall Bradley, Fire Chief	Grace Santos, Administrative Secretary
Director Olsen	Darrell Lee, Division Chief	Matt O'Brien, Battalion Chief
Director Sperling	Stephen Healy, Division Chief	
Director Weil	Steve Meyers, District Counsel	
Director Mancinelli	Sue Casey, Administrative Services Director	

5. Report of Closed Session Action

President Wyro reported that the Board and Staff did not discuss all items on the Closed Session agenda, and plan to reconvene to Closed Session after the regular meeting.

6. Public Comment

Mimi Wilson, resident of Orinda, thanked Chief Bradley and Division Chief Lee for their presentation on the FireWise program to the residents of the Lost Valley, Moraga Del Rey, Woodland and Valley View areas.

Jonathan Goodwin, resident of Canyon, thanked Chief Bradley and Division Chief Lee for replacing the worn-out battery in the automated external defibrillator (AED) in Canyon. He suggested that the District begin tracking policy matters that come up during Board meetings. The District Secretary could list and track such matters and present the Board with a report every six months for consideration and/or action.

Vince Maiorana, resident of Orinda, reported that during an Orinda City Council meeting, President Wyro stated that the District welcomed and encouraged public participation and invited those who had concerns about the operations of the District to share their concerns with him so that they could work together to make improvements. A few Orinda citizens requested the Orinda City Council to form an Emergency Services Task Force so they could gain some understanding of where these citizens stand in this element of city services. Since the Orinda City Council denied their request, the citizens are forming their own independent task force to develop information. If the data should indicate concern in the operations of the MOFD, the task force will share those with MOFD and the community so that they can work together to address the issues.

7. Consent Agenda

Director Sperling asked to pull Item 7.1 – Board Meeting Minutes of June 15, 2011, and Item 7.2 – Monthly/Annual Incident Summary.

It was M/S/C by a vote of 5-0 (Yes: Mancinelli, Olsen, Sperling, Weil, Wyro) to approve Item 7.4 – Oakland Hills Fire 20th Anniversary report.

In Item 7.1 – Board Meeting Minutes of June 15, 2011, Director Sperling asked to correct the second sentence in the fourth paragraph of Item 9.1 to state, “Because Director Sperling was a former Planning Commission member, Mr. Wood asked him for his thoughts and opinions on the application to the Town of Moraga from a planning commissioner’s perspective.” Dick Olsen asked that Staff include an explanation of how a 2-2 vote resulted in Mr. Wood’s appeal failing.

In Item 7.2 – Monthly/Annual Incident Summary, Director Sperling stated that the response times seemed low and asked if it was because the timing stops when calls are canceled. Chief Bradley stated that he was not sure but believed it to be the case. He stated that Staff would look into it and remove any unnecessary data.

It was M/S/C by a vote of 5-0 (Yes: Mancinelli, Olsen, Sperling, Weil, Wyro) to approve Item 7.1 – Board Meeting Minutes of June 15, 2011, as amended, and Item 7.2 – Monthly/Annual Incident Summary.

President Wyro took items out of order and moved Item 8.6 – Administrative Office Space Recommendation after Item 8.1 – Project Manager Contract for Station 43 Project. He moved it up so that the public would not have to sit through the entire agenda.

8.1 Project Manager Contract for Station 43 Project

At the Board meeting on April 20, 2011, Staff was instructed to issue a Request for Qualifications in order to procure the services of a project management firm for the Fire Station 43 replacement project. Staff was also instructed to select the most qualified firm based on fire station project management experience and anticipated cost of construction management services.

The selection panel unanimously chose Harris and Associates as the most qualified firm to perform the requested project management services. After the selection process, Staff worked with District Counsel Meyers to negotiate a service contract with Harris and Associates.

Chief Bradley introduced Vice President Ed Kozlowski and Project Manager Keith Anderson, from Harris and Associates. Mr. Anderson, who is the proposed Senior Project Manager, who will be the main point of contact for the project, gave a brief presentation on Harris & Associates’ services and qualifications.

Vince Maiorana, resident of Orinda, asked what the start date was on the Station 43 Project. President Wyro stated that the process has started and the first step was to retain Harris and Associates. The project should be complete in two years. Ellen Dale, resident of Orinda, asked where the temporary structures would go. President Wyro stated that no decision has been made about the location of the temporary structures, but that it will be one of the first items they address.

After further discussion and questions from the Board, it was M/S/C by a vote of 5-0 (Yes: Mancinelli, Olsen, Sperling, Wyro, Weil) to approve the contractual agreement between the Moraga-Orinda Fire District and Harris and Associates for Project Management Services for the Fire Station 43 replacement project in an amount not to exceed \$300,560.

8.6 Administrative Office Space Recommendation

At the MOFD Board Meeting on March 16, 2011, the Facilities Ad-Hoc Committee presented their draft report for the Board’s review and comment. At the Board Meeting on April 6, 2011, the Board conducted a public review of the report and accepted the report without change.

On April 9, 2011, the Board provided the Fire Chief the authority to negotiate the purchase of an office building at 1150 Moraga Way, Moraga, California. Chief Bradley provided a report and presentation on the Administrative Office Space Recommendation.

Steve Cohn, resident of Orinda, commented that the District would save money if it leased out space instead of purchasing a building. He suggested leasing office space in City Hall from the City of Orinda. Mr. Cohn provided a copy of his report to the Board and suggested that the District have an independent financial analyst confirm the numbers.

Janet Maiorana, resident of Canyon, asked the District not to obligate tax payers with more debt, but pay down unfunded liabilities instead.

Jonathan Goodwin, resident of Canyon, stated that Chief Bradley's preferred choice seemed like a good investment, but did not hear much said about the Orinda City Hall option. President Wyro stated that the topic on the current agenda was the discussion on 1150 Moraga Way and that the District is in the process of negotiating space options with the City of Orinda. The discussions are still ongoing so there is nothing to report on the topic.

Michael Metcalf, Town of Moraga Vice Mayor, asked if the Moraga School District was serious about leasing space at 1150 Moraga Way. Chief Bradley stated that the Moraga School District Superintendent has expressed interest in leasing space from the MOFD, but they would have to address many facilities issues with their schools before they could consider it.

Pete Wilson, resident of Orinda and former President and member of the MOFD Board, endorsed the purchase of 1150 Moraga Way.

Director Olsen complimented Chief Bradley on his presentation and the hard work he put into the report. However, he was not convinced that buying 1150 Moraga Way is the right thing to do. He is concerned that the District will not be able to complete the Station 43 project for \$3,000,000 or less and that the District may not have enough money to work on Station 41. His second concern was that no seismic assessment was conducted on 1150 Moraga Way. Director Olsen felt very uncomfortable buying a building without a full seismic analysis, one that shows what it would cost for the District to remain in service at that location when a big earthquake hits. When he toured the building a couple months ago, he noticed that it was rife with mold. He suggested that Staff conduct a mold assessment and provide a report that states there is no mold there now. He asked the other Board members for their consent to take the 1150 Moraga Way purchasing information to a retired Transamerica Corporation Vice President of Real Estate to have it reviewed.

Director Weil agreed that a seismic report should be done on the property. He believed that the District had three options to consider about its administrative space issue: 1) do nothing; 2) lease office space; 3) buy property. If the District does nothing, it will cost about \$800,000 – \$300,000 to make the Station 41 Administrative Building ADA compliant, and about an additional \$500,000 to repurpose Fire Station 41. If the District chose to purchase, it would avoid \$800,000 in costs, and he felt that the 1150 Moraga Way building was a reasonable candidate to purchase. The net cost of the purchase in a strategic situation would be \$1.5 million (compared to \$2.2 million) after a net savings of \$700,000 of expenses that the District would not incur. There would be a cost savings in excess of \$75,000. If the District could rent out space at \$75,000 net, it would be about \$150,000 or more of annual savings, which would go into the general fund revenue.

Director Sperling stated that the Directors' comments helped him form an opinion on the issue however, he felt that the seismic and mold assessments would be critical to have before making a decision on the purchase. As he does not yet have all the information he has not yet made a final decision.

Director Mancinelli was concerned about the Long Range Financial Forecast, dated May 31, 2011. This is based on what he termed as a "cost creep" on the 1150 Moraga Way building; it was initially pitched at \$1,725,000, and now it is at \$2,120,000. The projected fund balances in 2014/15 is when they both get their leanest. This coincides with the completion of projected facility improvements. If there is "cost creep" on 1150 Moraga Way, the District will not be able to finish its facility priorities in the order it set out. The fund balances in the Long Range Financial Forecast show \$859,000 total General Fund balance in 2014/15 and a Special Revenue Fund balance of \$616,000, which is all the cash the District has. Director Mancinelli does not want to use the Special Revenue funds to pay for operations. The District has never done it in its history, and he supports that policy. He agreed that operating out of the two locations was not optimal, but it can be made to work. Director Mancinelli does not support the purchase of 1150 Moraga Way.

President Wyro stated that he saw a need to meet the priorities that the District has established, which is to get the engines out the door, take care of the firefighters, and comply with the Americans with Disabilities Act (ADA) requirements. Based on the comments made, President Wyro planned to take another look at the Long Range Financial Forecast to make sure it is in order. He stated that he was on the Board when the District formed and they designated the Fire Flow tax as capital. He is convinced that now is the right time for the District to take care of its needs at Stations 41 and 43. Whatever the District decides to do with Station 41, it will be inextricably linked to Station 41 Administration Building because one cannot be considered without the other, if it is to be done efficiently. He stated that his absolute preference was to own, not rent, but if he was given the right numbers, he would consider it.

Mr. Maiorana asked if the District has a firm contract to re-do Station 43. His concern was to make sure that the Station 43 contract is signed before the District spends any money on other facilities.

Steve Cohn stated that there were some comments that the public brought up that the District did not address. He suggested that the District use its money to pay down its debt payments at 7.75%, which will go to the General Fund.

President Wyro stated that the Board would hold a Special Meeting to continue discussion on this item and asked the public to check the newspaper or the MOFD website for the date. President Wyro directed Staff to continue investigation of 1150 Moraga Way, specifically with the seismic report and mold evaluation, answer any questions from members of the Board, and continue discussions with the City of Orinda about leasing space at City Hall.

8.2 Policy on Board of Directors and Fire Chief Duties and Responsibilities

There were some additional steps that the Board would like to take before going forward with the issue. President Wyro stated that the Board has decided to postpone Item 8.2 to a future meeting.

8.3 Introduction and First Reading of Ordinance 11-06, Amending Ordinance 11-05, an Ordinance of the Moraga-Orinda Fire District Setting Forth Purchasing and Contracting Procedures and Authorities

The Board of Directors adopted Ordinance 11-05, a purchasing ordinance, at its June 15, 2011 meeting. At that meeting, the Board also moved to amend the ordinance after adoption. The following amendments were proposed:

- . Inclusion of a triennial informal bidding requirement for fuel purchases
- . Addition of a provision that the Board of Directors will act to procure auditing services for the District's annual financial statement
- . Change the bid protest fee to a bid protest deposit of \$1,500 and provide that the protester will be charged actual costs in processing the protest and require the Board of Directors to review protest
- . Change the word "policy" to "ordinance" throughout the ordinance
- . Minor clarifications and renumbering that do not substantively change the ordinance

Director Olsen asked how the District handled legal services. He understood that 4.2 – Special and Incidental Services include law and would like clarification and assurance that it is the Board that selects outside counsel. The second comment he had was on page 7, item 6 – Purchasing Authority Levels. He was under the impression that Staff would add "Any amount greater than \$100,000: District Board of Directors" above "Any amount less than \$100,000: District Fire Chief". District Counsel Meyers answered Director Olsen's first question and stated that the Board hires District Counsel. In answer to Director Olsen's second question, Fire Chief Bradley stated that Staff included a sentence in the first paragraph under item 6 – Purchasing Authority Levels that states, "The Board of Directors, when sitting as a convened Board, may serve as the Purchase and Contract Authority for any District purchases in any amount."

Director Sperling suggested that Staff have the auditors review Ordinance 11-06 to ensure that they do not have any problems with it. He also asked what type of purchases might the Division/Battalion Chiefs and/or Fire Marshal make that costs up to \$10,000. Chief Bradley stated that Staff would have the auditors look at the amended ordinance and that the Division/Battalion Chiefs and/or Fire Marshal would purchase items such as new hoses, gurneys, including fire academy expenses. Chief Bradley added that the amended ordinance makes Staff come to the Board much more than it has in the past for purchasing approval. Director Sperling asked Chief Bradley if Ordinance 11-06 establishes a procedure for the

Chief's expenses. Chief Bradley stated that it does not, but stated that Staff is currently working on a procedure for expense accounts and travel.

It was M/S/C by a vote of 5-0 (Yes: Mancinelli, Olsen, Sperling, Weil, Wyro) to introduce and waive the first reading of Ordinance 11-06, Amending Ordinance 11-05, an Ordinance of the Moraga-Orinda Fire District Setting Forth Purchasing and Contracting Procedures and Authorities.

8.4 Resolution 11-08 Providing Workers Compensation Coverage for MOFD Volunteers

The California Labor Code 3352 defines types and categories of employees who are covered under workers' compensation. In order for the Moraga-Orinda Fire District to provide workers' compensation coverage to District volunteers, the California Labor Code Section 3363.5 specifies that the Board of Directors must approve a resolution declaring individuals who perform specified voluntary services as employees of the District while they are performing those services.

Resolution 11-08 - Providing Workers Compensation Coverage for MOFD Volunteers designates Communications Support Volunteers and Reserve Firefighters to be deemed employees of the District for the purposes of the California Labor while they actually perform those volunteer services.

It was M/S/C by a vote of 5-0 (Yes: Mancinelli, Olsen, Sperling, Weil, Wyro) to approve Resolution 11-08 - Providing Workers Compensation Coverage for Moraga-Orinda Fire District Volunteers.

8.5 Contra Costa County (CCC) Civil Grand Jury Report No. 1105, Ethics and Transparency Issues in Contra Costa County

On May 31, 2011, the Moraga-Orinda Fire District received the Contra Costa County Civil Grand Jury Report No. 1105 titled "Ethics and Transparency Issues in Contra Costa County". The District is required to respond by August 24, 2011, to the Overall Finding.

Staff will prepare responses to the required Grand Jury's Findings and Recommendations with direction from the Board and will have District Counsel review the responses. The approved responses will be sent to the Grand Jury prior to the due date of August 24, 2011.

8.7 Assembly Bill 210 – Emergency Medical Services

Assembly Bill 210 (AB210) is an Emergency Medical Services Bill introduced on January 31, 2011, by Assembly Member Solorio. When the Bill was first introduced, it appeared to eliminate the rights of fire department and districts to provide ambulance service without the approval of the County EMS Agency. The amendments reversed that exclusion and the current language appears to provide the same rights as the original Act. The Coalition (made up of representatives from the California Fire Chiefs Association, the California Ambulance Association, the League of Cities, the California State Firefighters Union, American Medical Response – AMR, and the Emergency Medical Services Authority – EMSA) continues to meet and propose amendments that address concerns of stakeholders. The Coalition has until August 15, 2011, to provide additional amendments before the Bill moves forward.

Chief Bradley stated that the District's 201 Rights is a portion of the Health & Safety Code that provides the District with the ability to provide continuous ambulance service since 1980. When the District formed, the City of Orinda was grandfathered into those rights.

Staff is looking for further direction from the Board, including whether or not they would like to direct District Counsel to do a formal analysis of the Bill. Chief Bradley suggested that the District keep a close eye on the bill and if it does not go in the District's favor, Staff and the Board should be prepared to influence it through the political process.

District Counsel Meyers stated that the problem with the legislation is that it is constantly changing, which makes it a problem to do any analysis. There is no legislative representative looking out for the District's interest. He suggested that the District consider retaining the services of a legislative advocate in Sacramento to protect the District's interests. The consequences of the District losing its grandfather rights would be huge. It would make a tremendous difference to the District, if used properly.

Chief Bradley stated that the Los Angeles County Fire Chiefs may have already retained a legislative advocate, and if they have, the District could pay this lobbyist to look out for the District's best interest as

well. Chief Bradley will discuss this option with the Los Angeles County Fire Chiefs on August 9, 2011, and will provide the Board with an update at the next regular meeting.

10.1 Finance Committee

There was nothing to report.

10.2 CCCERA Depooling Ad Hoc Committee

Director Weil stated that the Committee has not met and there is nothing to report. The issue to explore is whether the issue with CCCERA is depooling or if it is CCCERA's entire practice on how they have calculated pension benefits in the past and continue to do so in the present. He does not know what to do about it in the absence of a lawyer. What CCCERA is doing may be illegal, and if so, Director Weil would like to know if there is a way to involve their insurance policy. CCCERA has spent millions of dollars that they appear to be spending, or have spent that they should not have, which their own lawyer has acknowledged. Director Weil will make an inquiry to a friend who has done contingent fee litigation involving so-called qui-tam or public attorney general cases to see if he would be interested.

11.1 Brief information only reports related to meetings attend by a Director at District expense

Director Olsen reported that he and Chief Bradley attended a presentation to the Contra Costa County Special Districts Association by California Forward. They found out that, as a result of Director Olsen and others attending presentations by California Forward in San Francisco and elsewhere and raising strong objections about language they were proposing to change the LAFCO laws and foster fire regionalization, California Forward changed it significantly.

11.2 Questions and Informational comments from Board members and Staff

President stated that his grandchild is due on August 17, 2011, and will not be at the next regular meeting.

Chief Bradley reported that firefighters stopped a garage fire in La Campana. The District had good response times and made a good attack. He was also proud to report that the District promoted three new Captains and one Engineer as of August 1, 2011.

Director Weil reported that he looked at the driveway at 120 Moraga Rd, which was the topic of the Board of Appeals Hearing at the last regular meeting. He felt that the Board made the right decision in denying Mr. Wood's request for appeal.

Director Olsen reported that the Governmental Accounting Standards Board (GASB) is coming out with profound pension reporting proposals, and the comment period ends in mid-September. They will be in the San Francisco area on October 13, 2011, to take testimony. The District should watch this issue closely because it may have a major impact on the District's financials.

12 Adjournment

At 10:10 P.M., President Wyro called the adjournment of the meeting and reported that the Board would go back into Closed Session to discuss the remaining Closed Session Items. The Closed Session ended at 10:35 P.M. There was no reportable action from the Closed Session.



Grace Santos
Secretary to the Board