



Local Agency Formation Commission of Napa County
Subdivision of the State of California

1030 Seminary Street, Suite B
Napa, California 94559
Phone: (707) 259-8645
Fax: (707) 251-1053
www.napa.lafco.ca.gov

We Manage Local Government Boundaries, Evaluate Municipal Services, and Protect Agriculture

April 7, 2014
Agenda Item No. 7a (Action)

April 1, 2014

TO: Local Agency Formation Commission

FROM: Jacqueline M. Gong, Commission Counsel

SUBJECT: **Approval of Amendment No. 2 to Agreement for Interim Executive Officer Services**

The Commission appointed Ms. Laura Snideman as its new Executive Officer, commencing March 25, 2014. Pending the recruitment, the Commission retained Peter Banning to perform interim executive officer duties. Under Amendment No. 1 of his Agreement, the term for his services was extended to March 31, 2014 and he was further retained for consultation as needed for a maximum of 30 hours. To ensure a smooth, effective transition of executive duties, staff recommends extending the term of Mr. Banning's agreement to December 31, 2014 and for up to 10 additional hours at a maximum additional cost of \$1,000, so he may be available for further consultation as needed. This brings the total maximum additional hours for consultation and total contract compensation under the agreement respectively capped to 40 hours and \$58,600. Other than these amendments, all other terms and conditions of the Agreement are unchanged.

A. Alternatives for Action

The following alternative actions are available to the Commission.

Alternative Action One:

Approve Amendment No. 2 to the Agreement between the Commission and Peter Banning to extend the term of his services to December 31, 2014 and available consultation hours to 40.

Alternative Action Two:

Continue the item to the next regular meeting and give direction to staff with respect to providing additional information or alternatives to providing consultative services.

Respectfully submitted,

Jacqueline M. Gong, Commission Counsel

Attachment: Amendment No. 2 to Management Services Agreement

Joan Bennett, Vice Chair
Councilmember, City of American Canyon

Greg Pitts, Commissioner
Councilmember, City of St. Helena

Juliana Inman, Alternate Commissioner
Councilmember, City of Napa

Brad Wagenknecht, Commissioner
County of Napa Supervisor, 1st District

Bill Dodd, Commissioner
County of Napa Supervisor, 4th District

Mark Luce, Alternate Commissioner
County of Napa Supervisor, 2nd District

Brian J. Kelly, Chair
Representative of the General Public

Gregory Rodeno, Alternate Commissioner
Representative of the General Public

Peter Banning
Acting Executive Officer

AMENDMENT NO. 2
To
Local Agency Formation Commission of Napa County
AGREEMENT NO. 2013-01

MANAGEMENT SERVICES AGREEMENT
(Acting LAFCO Executive Officer)

This Amendment No. 2 to AGREEMENT NO. 2013-01 (“Agreement”) is made and entered into as of April 1, 2014, by and between the Local Agency Formation Commission of Napa County, a public agency that operates pursuant to the Cortese-Knox-Hertzberg Local Government Reorganization Act of 2000 (Government Code section 56000 et seq.), hereinafter referred to as “LAFCO” or “Commission”, and Peter Banning whose mailing address is 219 Rhonda Way, Mill Valley, California, 94941, hereinafter referred to as “Contractor.”

RECITALS

WHEREAS, Government Code Sections 56375 and 56384 provide the Commission shall appoint an Executive Officer and may contract for professional and consulting services to carry out and affect the functions of the Commission; and

WHEREAS, Amendment No. 1 of the Agreement extended the term of the agreement to March 31, 2014 pending the hire of a new Executive Officer and to have Contractor available for consultation as needed to assist with the transition of executive officer duties and work; and

WHEREAS, the Commission wishes to modify the term of the Agreement to extend the number of available hours for consultation to a total of 40; and

WHEREAS, the Commission wishes to extend the term of the Agreement to December 31, 2014 to assist in the transition of the new Executive Officer.

TERMS

NOW THEREFORE, the parties agree to amend the Agreement as follows:

1. Paragraph 1.3 of the Agreement, “Consultation Services”, is amended to read in full as follows:

“1.3 Consultation Services. Upon the new Executive Officer’s commencement of services, Contractor’s appointment as the Executive Officer shall terminate. For the remainder of the term of the Agreement, Contractor agrees to be available for consultation with the new Executive Officer to assist with the transition of duties and work. The total number of hours of consultation shall not exceed forty hours.”

2. Paragraph 2.1 of the Agreement, “Term”, is amended to read in full as follows:

“2.1 Term. Contractor's term of engagement shall be for the period of September 24, 2013 through December 31, 2014, unless terminated earlier in accordance with Paragraphs 6 (Termination) or 9 (Covenant of No Undisclosed Conflict); except that the obligations of the parties under Paragraphs 5 (Insurance), 7 (Indemnification) and 3.6 (Taxes) shall continue in full force and effect after said expiration date or early termination in relation to acts or omissions occurring during the term of the Agreement.”

- 3. Except as provided under this Amendment No. 2 to the Agreement, all other terms and conditions of the Agreement and Amendment No. 1 of the Agreement shall remain in full force and effect.

IN WITNESS WHEREOF, the Chair, as duly authorized by the Commission and on behalf of the Commission, and Contractor have executed and entered into this Amendment No. 2 of LAFCO Agreement No. 2013-01 as of the date first written above.

By _____

“CONTRACTOR”

Local Agency Formation Commission of Napa County

By _____
Brian Kelly, Commission Chair

“LAFCO”

Attest: LAFCO Secretary

Approved as to Form: LAFCO Counsel

By: Jackie Gong (E-Signature)
Date: 4/1/14