

Marina Coast Water District

District Offices
11 Reservation Road
Marina, California

Special Board Meeting
November 23, 2005
4:30 p.m.

Minutes

1. Call to Order:

President Moore called the meeting to order at 4:30 p.m. on November 23, 2005.

Board Members Present:

Tom Moore – President
David Brown – Vice President
Charles Scholl
Ken Nishi – arrived at 4:38 p.m.
Howard Gustafson

Board Members Absent:

None.

Staff Members Present:

Mike Armstrong, General Manager
Marc Lucca, Deputy General Manager/District Engineer
Lloyd Lowrey, Legal Counsel

Audience:

None.

2. Oral Communications:

None.

3. Action Item:

A. Receive General Managers Letter of Resignation and Discuss Next Steps:

President Moore introduced this item. Mr. Mike Armstrong, General Manager, voiced his appreciation for the Board being able to convene so quickly. Vice President Brown suggested discussing item 3-B prior to discussing next steps for this item. Director Scholl disagreed. Mr. Armstrong commented that item 3-B was originally set for the December 14, 2005 agenda, but had been moved to this agenda and that the two items had very little to do with each other. Discussion followed.

Agenda Item 3-A (continued):

President Moore stated he would like to discuss considering Mr. Marc Lucca as an Interim General Manager (IGM) as 60 days would not be enough time to recruit a permanent General Manager (GM). Vice President Brown agreed.

Director Nishi stated he was sorry he was delayed due to traffic and was not able to hear all the discussion. He added that historically, the District has retained an IGM and would be hesitant to give the position to Mr. Lucca without seeing the other possibilities. Director Nishi stated that the sitting GM would be here another 60 days and didn't feel there was a need to hurry this decision. Director Nishi continued, saying that the Deputy General Manager/District Engineer (DGM/DE) was never approved by the Board and was not included in the budget that was adopted. He added that the Board can't approve modifications to the job description and salary range for the DGM/DE as there is no such position approved by the Board. Director Nishi concluded that the GM position is very important and there are a lot of people out there and if the District doesn't go out and look then they won't know.

Vice President Brown agreed that Director Nishi is correct that the Board doesn't have to appoint an IGM now as Mr. Armstrong will still be working for the District another 60 or so days but he believes the District should start advertising for the GM position now. Vice President Brown stated that if the Board approves item 3-B, the position of DGM/DE has listed under duties, acts as IGM in GM's absence.

Director Scholl stated that he thinks the role of the GM in this organization is very important especially with all the development going on and doesn't think the organization would do very well without someone performing those duties. Director Scholl stated he believes in promotion from within. He added that he has been very impressed with every aspect of Mr. Lucca's performance since he joined the District and that Mr. Lucca should be considered for the IGM position for a trial basis.

Director Gustafson commented that a candidate from out of the region might be slightly naïve and easily influenced. He stated that it would be worthwhile to see someone in the position who knows the players and knows what is going on.

Director Nishi agreed that Mr. Lucca has done an outstanding job as the District Engineer. He again stated that he would like the District to see what is out there and not close their minds to others. Although Mr. Lucca has been doing a great job as the District Engineer, the GM has been making all the decisions.

President Moore suggested the Board consider appointing a negotiating committee and create an interim position, for a period of time to be determined in closed session, which would give time for both the District and Mr. Lucca to decide if this is what they want. Discussion followed.

Agenda Item 3-A (continued):

Director Scholl commented that the discussion language should be for “full time” employment not “permanent”.

Director Nishi asked what would happen if something happened to the GM. Would the District be looking for a permanent replacement? Mr. Lloyd Lowrey commented that by taking action on 3-B it answers the question on the interim position and allows time for the District to look for a full time GM.

President Moore stated he viewed the DGM/DE position as a fill in when the GM is absent. He added that the District does need a GM who is functioning in that position with all the activity going on at this time. President Moore commented that he felt it would hamper Mr. Lucca if he tried to run the District as only the DGM/DE for the next 3 to 6 months while the Board held a search for a new GM, as well as it being hurtful to the District.

Director Scholl asked if Mr. Lucca was appointed IGM for a set period of time, how would that negatively impact what the other Director’s would like to see accomplished.

Vice President Brown noted that his perspective is the same as Director Scholl and also believes in promoting from within.

Director Nishi stated it should be for a short period of time. Director Gustafson agreed.

Mr. Lloyd Lowrey, Legal Counsel, commented that a length of time perimeter should be discussed in open session and then specifics could be negotiated in closed session. Discussion followed.

Mr. Armstrong suggested that the Board could discuss appointing Mr. Lucca as IGM while active recruitment for the GM position is ongoing, encouraging Mr. Lucca to apply for the position if he so desires, and appointing him for a period of 3 to 4 months or until the vacancy is filled.

President Moore asked if consensus of the Board was to enter into closed session to select a negotiating committee to negotiate with Mr. Lucca regarding the IGM position for a certain period of time. Mr. Lowrey agreed with Mr. Armstrong’s suggestion of appointing for a period of time or until the vacancy is filled.

Director Gustafson made a motion to approve beginning recruitment for the GM position and entering into negotiations with Mr. Lucca as IGM for a period of 90 – 100 days which could be extended if needed. Vice President Brown seconded the motion. With a vote of 5-Ayes, 0-Noes, 0-Absent, the motion was passed.

B. Consider Adoption of Resolution No. 2005-xx to Approve Modifications to the Job Description and Salary Range for the Deputy General Manager/District Engineer:

President Moore asked if Mr. Lucca and the Board agree to the terms and conditions of the IGM position, would Mr. Lucca be required to perform both the duties of the GM and the District Engineer. Mr. Armstrong stated that needed to be discussed when and if Mr. Lucca and the Board agree on the IGM position.

Directors Nishi and Gustafson stated they did not have enough time to review this item. President Moore suggested tabling this item until the next meeting.

Director Gustafson made a motion to table this item until the December 14, 2005 Board meeting. Vice President Brown seconded the motion. With a vote of 5-Ayes, 0-Noes, 0-Absent, the motion was passed.

The Board entered into closed session at 4:55 p.m.

4. Closed Session:

- A. Pursuant to Government Code Section 54957
Public Employee Appointment
Title: General Manager

The Board returned to open session at 5:34 p.m.

5. Possible Action on Closed Session Item:

Director Scholl made a motion to appoint President Moore and Vice President Brown to negotiate with Mr. Lucca. Director Gustafson seconded the motion. With a vote of 5-Ayes, 0-Noes, 0-Absent, the motion was passed. President Moore stated that direction was provided to the negotiating team during closed session.

The Board went back into closed session at 5:40 p.m.

- B. Pursuant to Government Code Section 54956.9
Conference with Real Property Negotiator
Property: District Desalination Plant
Negotiating Parties: MCWD and Marina Developers
Under Negotiation: Price and Terms

The Board returned to open session at 6:07 p.m.

5. Possible Action on Closed Session Item:

No action was taken in closed session.

6. Adjournment:

The meeting was adjourned at 6:07 p.m.

APPROVED:

David W. Brown, President Date

ATTEST:

Marc A. Lucca, General Manager