



Lake Shastina Community Services District

RESOLUTION 11-89

RESOLUTION APPROVING SDIA PROPOSED AMENDMENT NO. 1 TO THE FIRST AMENDED JOINT AMENDED JOINT POWERS AGREEMENT

RESOLVED, that the Board of Directors of the Lake Shastina Community Services District, on this 10th day of October, 1989, approves Amendment No. 1 - Name Change - to the First Amended Joint Amended Joint Powers Agreement of the Special District Insurance Authority.

Adopted by the following vote:

- AYES: Spahr, Johns, and Trager
- NOES: Applegate
- ABSENT: Wallace
- ABSTAIN: None

J. Richard Spahr

 J. RICHARD SPAHR, President

ATTEST

Mary M. Krolak

 MARY M. KROLAK, District Secretary



SPECIAL DISTRICT INSURANCE AUTHORITY

2400 Venture Oaks Way
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October 1, 1989

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Administrator

Richard K. Maddalena

Risk Manager

Robin K. Lantz

TO: SDIA Member-districts
FROM: The Board of Directors
RE: Proposed JPA and Bylaws changes

Herewith a packet of documents relating to two proposed changes to the First Amended Joint Powers Agreement and three proposed changes to the SDIA Bylaws.

Please:

1. Read the documents carefully and telephone the SDIA office or any director, if you have questions.
2. Schedule the proposed JPA changes for consideration at your NEXT Board of Directors meeting.
3. Ask your Board of Directors to approve the Resolutions accompanying each proposed JPA change, or prepare appropriate resolutions in your own format.
4. If you choose to consult legal counsel, please invite her/him to call SDIA or a director if s/he has questions.
5. After your Board acts on the proposed JPA amendments, please forward us, as soon as possible:
 - a. Your Resolution(s) approving the amendments; and
 - b. BOTH copies of Page 9, signed by your Board President and Clerk (or secretary).

We would like to receive these documents by the end of October, but if that doesn't fit with your meeting schedule, please let Barbara, in our office, know the date on which your Board will consider these proposed

amendments.

AGAIN, we urgently request that you call us if you have any questions about the proposed changes, or their effect on your district.

Please note that when the amendments have been approved by two-thirds of the members, you will receive a new Second Amended Joint Powers Agreement and Bylaws, with all changes fully shown therein, and Page 9, executed by the Authority.



Richard K. Maddalena
Administrator

RKM/b

Encls:

Proposed Amendment No. 1 - name change
Proposed Amendment No. 2 - commitment change
Proposed Bylaws Amendment - Annual Meeting

PROPOSED AMENDMENT NO. 1

TO THE
FIRST AMENDED JOINT POWERS AGREEMENT

The Board of Directors of the SPECIAL DISTRICT INSURANCE AUTHORITY proposes to change the name of the Authority to the SPECIAL DISTRICT RISK MANAGEMENT AUTHORITY. The purposes of this proposal are several:

1. The Authority does not provide insurance. It provides risk-financing, only one portion of which is insurance.
2. Most Authority members do not have risk management personnel. The Authority fills that gap by providing some risk management services to member-districts.
3. Insurance companies are regulated by the California Insurance Code, whereas joint powers authorities formed for the purpose of risk pooling are governed by other sections of the California Government Code.

This amendment is as follows:

* * * * *

AMENDMENT NO. 1, FIRST AMENDED JOINT POWERS AGREEMENT

1. The name of the Agreement shall be changed to **Second Amended Joint Powers Agreement**, both in the title of the Agreement and anywhere else in the Agreement to which the title is referred.
2. Any and all references to the **Special District Insurance Authority** in said Agreement shall be changed to Special District Risk Management Authority.
3. Any and all references to **SDIA** in said Agreement shall be changed to SDRMA.
4. This Amendment shall become effective when two-thirds of the member-districts as of October 1, 1989 shall have ratified the amendment by adopting an appropriate Resolution and returned Page 9 of the Second Amended Joint Powers Agreement to the Authority.

* * * * *

Attachments:

- Form of Resolution adopting Amendment No. 1.
- Page 9 Execution.
- Applicable Bylaws change that will take effect concurrently with effective date of the JPA Amendment.

FORM OF RESOLUTION FOR APPROVING JPA AMENDMENTS
Proposed Amendment No. 1
October 1, 1989

To enable SDIA members to more easily approve the proposed JPA amendment, the following form of Resolution is provided. Your district may fill in the applicable information hereon, or prepare a similar resolution in your usual resolution form, for consideration by your Board.

71-89

RESOLUTION NO. _____

RESOLVED, that the Board of Directors of the _____

_____ District,

on this _____ day of _____, 1989, approves
Amendment No. 1 - Name Change - to the First Amended
Joint Amended Joint Powers Agreement of the Special
Special District Insurance Authority.

* * * * *

Adopted by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

President

Secretary/Clerk

Bylaw Amendment:

AMENDMENT NO. 1

In accordance with applicable provisions of the SDIA Bylaws, the Board of Directors, by the vote required by the Bylaws, hereby amends the SDIA Bylaws, as follows:

1. Any and all references herein to the SPECIAL DISTRICT INSURANCE AUTHORITY shall, upon adoption of this Amendment, be changed to SPECIAL DISTRICT RISK MANAGEMENT AUTHORITY.
2. Any and all references herein to SDIA shall, upon adoption of this Amendment, be changed to SDRMA.
3. Any and all references herein to the FIRST AMENDED JOINT POWERS AGREEMENT shall, upon adoption of this Amendment, be changed to SECOND AMENDED JOINT POWERS AGREEMENT.
4. ARTICLE IX of these Bylaws shall, upon adoption of this Amendment, be changed to read:

These Bylaws may be amended at any time by majority vote of the Board of Directors following a 30-day written notice to all participating member districts and to CSDA as to the amendment(s) proposed to be adopted, except that these Bylaws cannot be amended in any way that would conflict with the terms and provisions of the ~~First~~ **Second** Amended Joint Powers Agreement and any amendment thereof.

[Strike-outs and bold-faced words constitute the amendments to this Article.]

5. This Amendment shall take effect upon final action by the Board of Directors of the Authority, but not sooner than 30 days after distribution to the members and CSDA, or the date upon which proposed Amendment No. 1 to the First Amended Powers Agreement is ratified by two-thirds of the members of the Authority, whichever is later.

* * * * *

NOTE: A true and complete copy of the amended Bylaws will be provided to each member-district, after this amendment becomes effective.

PROPOSED BYLAWS AMENDMENT RE ANNUAL MEETING
October 1, 1989

PURPOSE OF AMENDMENT: To provide for an Annual Meeting of the Members, at which election of directors and other business can be transacted.

Why an amendment is necessary:

On April 7, 1988, the Bylaws of the Authority were amended to comply with changes made in the Joint Powers Agreement. Included in the amendment was the deletion of certain references to CSDA and its annual conference.

Among the deletions was a provision that directors of the Authority would be elected at the annual conference of CSDA. That provision of the Bylaws was amended to state that directors will be elected at the "annual meeting of the Authority."

However, no other reference or provision appears in the Bylaws regarding the "annual meeting".

The proposed amendment follows:

PROPOSED AMENDMENT TO THE
SDIA BYLAWS

AMENDMENT NO. 3

In accordance with applicable provisions of the SDIA Bylaws, the Board of Directors, by the vote required by the Bylaws, submits for your comments the following proposed amendment:

ARTICLE I

MEMBERSHIP

ADD:

(5) An annual meeting of the members of the Authority shall be held at a time and place to be determined by the Board of Directors of the Authority. Each and every agency that is a member of the Authority thirty (30) calendar days before said annual meeting shall receive written notice of the time, place and tentative agenda of the meeting no less than twenty (20) calendar days prior to such meeting. The annual meeting shall be conducted in accordance with policies established by the Board of Directors of the Authority.

* * * * *

NOTES:

This Amendment shall take effect upon final adoption by the Board of Directors of the Authority, but not sooner than 30 days after distribution to the members and CSDA.

A true and complete copy of the amended Bylaws will be provided to each member-district, after this amendment becomes effective.

NO ACTION by the members is required to change the Bylaws. But members are encouraged to call the Administrator or any Board member to discuss the proposed change, or to address any comments to the Board of Directors prior to October 31, 1989.

* * * * *

3. Decision not required this meeting. Recommend tasking Computer Committee with investigation of the subject and reporting back to the Board in November.

Director Johns will meet with John Diehm pertaining to the aforementioned and will provide an opinion.

D. SDIA Proposed Amendment to First Amended Joint Powers Agreement - NOTE: The need to take action arose since posting of agenda.

Director Johns moved and duly seconded by Director Trager to approve Resolution 11-89 pertaining to SDIA proposed amendment No. 1 to the First Amended Joint Amended Joint Powers Agreement to change name from Special District Insurance Authority to Special District Risk Management. Upon roll call vote, motion carried, AYES: Spahr, Trager and Johns, NOES: Applegate

Director Johns moved and duly seconded by Director Trager to approve Resolution 12-89 pertaining to SDIA proposed amendment No. 2 to the First Amended Joint Amended Joint Powers Agreement which will require all districts that wish to join SDIA to be committed to a three year membership in order to reduce the huge swings in premiums that were experienced in the early 1980s. Upon roll call vote, motion carried, AYES: Spahr, Trager and Johns, NOES: Applegate

VII. PUBLIC COMMENT - None to report.

VIII. ANNOUNCEMENT - None to report.

IX. ADJOURNED - There being no further business noted the meeting adjourned at 5:35 p.m.

Respectfully submitted,

Mary M. Krclak
MARY M. KRCLAK
District Secretary