

# DRAFT

## Squaw Valley Mutual Water Company

### Minutes

of the Board of Directors Meeting on September 1, 2007

Members present: Alisa Adriani, John Chisholm, Terry Deveau, Margot Garcia, David Mercer, and Stephanie Pierucci

Member absent: David Salinger

Staff Present: Randy Dresselhaus – Operations Manager

Cory and Anne-Marie Giese – Office Managers

Members present at the meeting:

The meeting was opened at 11 p.m. by Terry Deveau, Vice President as Bruce McCubbrey, president, has resigned from the Board of Directors.

Terry welcomed the new board members and noted we still needed one more board member to finish Bruce McCubbrey's two year term. The name with the next highest number of votes from the Annual Meeting ballot was David Mercer.

M/S/P that David Mercer be elected as a replacement for Bruce McCubbrey with his term to expire at the 2008 annual meeting.

Terry conducted the election of officers for the Board of Directors.

M/S/P that Margot Garcia be elected as president for the 2007-2008 company year.

M/S/P that Terry Deveau be elected as vice president for the 2007-2008 company year.

M/S/P that Alisa Adriani be elected as treasurer for the 2007-2008 company year.

M/S/P that Stephanie Pierucci be elected as secretary for the 2007-2008 company year.

Alisa said she would like some help with the treasurer's office, especially to have a second person living in Squaw Valley that can transfer funds and authorize payment of bills.

M/S/P that David Mercer be elected as assistant treasurer for the 2007-2008 company year.

A formal resolution was brought forward authorizing Alisa, David, and Margot to be signators on all Mutual bank accounts and the Line of Credit.

M/S/P that resolution 7-10 be adopted. Resolution is attached.

The Mutual's contract for the services of Giese Accounting and Tax was reviewed. We will be moving from an hourly fee to a fixed fee of \$25,000 a year. The contract is for 10 months for a total of \$20,833.40 (1,041.67 bi monthly) and details of the service provided by this fee are spelled out in the contract.

M/S/P to accept the contract for services with Geise Accounting and Tax.

We discussed the insurance policy we hold with Rural Special Districts for board of director's liability and coverage for the water system. The copy of the policy we were given does not include the Poulsen Foundation Land. Alisa and Cory will follow up on this question.

M/S/P motion to ratify Alisa's direction to the Insurance Company to renew the insurance policy at a cost of \$11,463.

We discussed recording the easements with Poulsens regarding access to the two water tanks, two well sites, two springs and for the pipes connecting all these entities. We know that there have been issues with the width of the easement. We asked Terry to talk to Russell Poulsen and see how soon we could record the easements as they are drawn up. Les Wilson sent to Terry a copy of the easements. How do we know if these are the right documents since we understand there have been long negotiations over the years? Roger Pierucci was the Mutual's lawyer at the time the easements were being negotiated. We suggested that Terry visit with Roger and compare documents. Then we expect Terry to visit with Russell and set up a time to sign and record the documents.

M/S/P by a vote of 5 to 0 that subject to verification of contents with Roger, the easements should be executed (signed) and recorded.

Randy Dresselhaus has given us notice that as of December 1 he will no longer be Operations Manager. Alisa has worked with Randy to write up a description of the job. Randy is an independent contractor, so really this is a description of the services required in a contract with the Mutual to be Operation's Director. (Job description attached). We brainstormed places to advertise; Sierra Sun, Tahoe World, California Rural Water Association, H2O Jobs, CA/NV Chapter AWWA, Craig's List, Monster.com etc. David will help solicit applicants. The contract is for a part-time job, but it could be combined with the other small water companies that Randy services and made into a full time job.

John Chisholm left at 2:05.

After long discussion at the Annual Meeting on our "purchase" of the Poulsen Trust Lands, the Board discussed what to do. Options were to try to mitigate the liability by

some means, give the land back, or create a public land trust to take ownership of the land. We would need to talk to the State Public Works Board about creating a public land trust and from all the information that could be gathered, creating such a trust is a long job and subject to approval of the State Public Works Board. The Board thought we should stick to our purpose of providing water and not get into the public land trust arena.

M/S Passed by a vote of 3 to 1 a Resolution 7-11 to request the Court in Placer County to rescind the "sale" to us of the Poulsen Foundation lands. (Resolution attached).

Redwood tank needs to be replaced. Randy Dresselhaus recommends that a new steel tank be built in the place where the redwood tank sits. He says that Resource Engineering who built the steel tank would be interested in doing this job. David Mercer will investigate the cost, timing, and permits needed to replace the redwood tank. Margot will start searching for grants. Other ideas for funding this expense include: Assessments to the members

Letter to members with options such as pay assessment all at once, pay a fee yearly for five years,

Get a loan from a bank

Solicit loans from our members

This is a topic that we will need to work on.

Next meeting is 9:00 am on Saturday, November 3, 2007 in the PSD community room.

Meeting adjourned at 2:50

Margot Garcia, Scribe.

Resolution 07-10

Authorizing Signatures on the Bank Accounts of  
Squaw Valley Mutual Water Company

WHEREAS the policy of Squaw Valley Mutual Water Company is to have three of its Board Directors be signators to its bank accounts, and

WHEREAS the policy of Squaw Valley mutual Water Company is to have the president, treasure and a Board Director as signators to its bank accounts.

THEREFORE, BIT IT RESOLVED THAT Margot W Garcia, elected President on September , 2007, Alisa Adriani, elected treasurer on September 1, 2007 at the duly constitute Annual Meeting of Shareholders and subsequent Board meeting by a majority vote, and David Mercer, Director ,be the signators on all Squaw Valley Mutual Water Company bank accounts and further,

BE IT RESOLVED THAT the three above named persons have he authority to make electronic transfers of funds between account.

Voted on September 1, 2007

Ayes 6

Nays 0

Absent 1

Attested to by \_\_\_\_\_  
Stephanie Peirucci, Secretary of the Board

Date\_\_\_\_\_

## **Job Description**

### **Operations Manager – Squaw Valley Mutual Water Company**

#### **DESCRIPTION**

The operation's manager is responsible for professional maintenance and servicing of Squaw Valley Mutual Water Company's (SVMWC) water delivery and storage systems which. Serve water to 283 year-round and seasonal residents in the historic California ski area. The position requires responsibility for carrying out stated operational duties and procedures. This is a contractual position and is not full time. [This allows the contractor to engage with other clients, including other small water companies in the area.]

#### **COMPENSATION**

A contract will be signed that assures a set yearly fee for the duties agreed to. Compensation will vary from \$30-\$40,000 depending on experience, licenses currently held, and equipment owned. There are no benefits because this is a contract for services. The level of compensation will be determined by the level of knowledge and experience.

#### **EXAMPLE OF DUTIES**

- Daily read pump meters and record amount of water pumped, water tank levels, and amount of chlorine and caustic soda added to the water per California Department of Health Services' instructions.
- Perform a variety of manual tasks associated with the operations and maintenance of SVMWC facilities including: repairs to pumps, wells, piping and appurtenances; repair or replacement of fire hydrants, meters, meter vaults, valves, valve stacks, water mains, and water tanks.
- Collect water samples as required by California Department of Health Service's sampling schedule and send them to laboratories for testing.
- Be on call for 7 days a week and 24 hours a day to respond to water service emergencies or provide own substitute.
- Prepare reports for Board of Directors meetings, and attend such meetings as are called
- Practice and ensure adherence to safety procedures
- Must use a self-contained breathing apparatus as stated by California law.
- Able to operate a personal computer and fax machine
- Maintain appropriate inventory of chemicals needed for water system treatment
- Ability to work with engineers and design system upgrades and replacements desirable.

#### **MINIMUM QUALIFICATIONS**

**Training and Experience:** A contractor's license and Grade 2 distribution and grade 1 treatment operator permits are required. Obtaining these permits after hiring is a possibility.

**Equipment:** A water line locator and a valve box locator are required to perform this job. If applicant does not own these items but is qualified for the job, the board may purchase them.

**Knowledge and Abilities:** Ability to complete all duties listed. Knowledge of the methods, tools, materials, and equipment used in the maintenance and repair of water systems and associated facilities desirable. Ability to work independently. Ability to follow oral and written

directions. Requires some mechanical ability and physical strength and agility. Requires some computer literacy. Requires the ability to maintain cooperative relationships with the public.

This job description should not be construed to imply that these requirements are the exclusive standards of the position. The Operations Manager may be required to follow any other instructions, and to perform any other related duties that may be required by the Board of Directors.

**Applications:** Please submit applications in writing to: please submit any questions in writing to:

Resolution 07-11

Requesting Cancellation of the Purchase of Seven Parcels from Placer County  
APN 096-050-010; 095-050-011; 096-050-013; 096-050-006; 096-060-036;  
096-060-038; and 96-060-040

WHEREAS, on April 6, 2007, the Placer County Public Administrator filed in Superior Court an "Ex Parte Request for Order Authorizing Sale of Poulsen Foundation Trust Real Property to Squaw Valley Mutual Water Company"; and

WHEREAS, on April 6, 2007, the Placer County Superior Court issued an "Order Authorizing Sale of Poulsen Foundation Trust Real Property to Squaw Valley Mutual Water Company; and

WHEREAS, on June 6, 2007, the Placer County Public Administrator signed a Quitclaim Deed purportedly transferring the above referenced parcels to Squaw Valley Mutual Water Company; and

WHEREAS, on July 9, 2007, the Placer County Clerk recorded the Quitclaim Deed; and

WHEREAS, the By-Laws of the Squaw Valley Mutual Water Company authorize the Board of Directors to incur indebtedness, including the authorization to acquire property; and

WHEREAS, the Board of Directors of the Squaw Valley Mutual Water Company never authorized, through resolution or by other means the expenditure of funds for the purchase of the above named parcels; and

WHEREAS, the Board of Directors never authorized, through resolution or other means, the acquisition of the above named parcels; and

WHEREAS, the Board of Directors never authorized the payment of back taxes in the amount of \$734.67, for the above named parcels; and

WHEREAS the check issued for the parcel sale has not been cashed ;

THEREFORE BE IT RESOLVED THAT Squaw Valley Mutual Water Company requests that the County Public Administrator rescind the Quitclaim Deed and recording thereof and to return the check sent to the Placer County Public

Administrator for the purported "purchase" of the above parcels from Placer County; and

BE IT FURTHER RESOLVED THAT the Squaw Valley Mutual Water Company requests that Placer County rescind the above named sale.

Voted on September 1, 2007

Ayes 5

Nays 1

Absent 1

Attested to by \_\_\_\_\_,  
President of the Board

Date \_\_\_\_\_