



**GUAM SOLID WASTE AUTHORITY
BOARD OF DIRECTORS' MEETING
Friday, August 31, 2018 11am
Guam Solid Waste Authority Conference Room
Minutes**

I. Call to Order

The Guam Solid Waste Authority Board of Directors' meeting was called to order by Chairman, Andrew Gayle, at 11:13 a.m.

II. Roll Call

Board Members:

Andrew Gayle	Chairman
Jonathan Denight	Vice Chairman
Minakshi Hemlani	Board Secretary

Management & Staff:

Chace Anderson	Receiver Operations Manager
Alicia Fejeran	Board Clerk
Keilani Mesa	Administrative Assistant
Jennifer Hernandez	GSWA Staff

Guests:

Vanessa Williams	GSWA Legal Counsel
Maria Conelley	PHRS
Vivian Leon	PHRS
Lawrence Alcairo	Office of Senator Nelson
George Castro	Court Reporter
Georgette Concepcion	Brooks Concepcion Law, P.C.

III. Approval of Minutes

Board members reviewed the August 16, 2018 draft minutes. Receiver, Chace Anderson, requested that the Open Discussion indicate that, "Although GSWA Attorney Williams was not able to get a consensus from Attorney Concepcion, she provided a legal opinion that PL 34-58 allows the Board to establish the agency's compensation and classification plan." Secretary Minakshi Hemlani made a motion to approve the minutes subject to the change. The motion was seconded by Vice Chairman Jonathan Denight. The motion passed unanimously.

IV. Reports

a. Management/Receiver's Report

- i. Operating Budget**
No updates.
- ii. Cash Collections and Billing**
No updates.
- iii. Tonnage**
No updates.

b. Committee Reports

- i. Personnel Transition**
 - 1. Government Classification and Compensation Plan Update**



GSWA Board Clerk, Alicia Fejeran, informed the Board that the committee completed chapter 13 of the draft personnel rules and regulations at the committee meeting held on August 30, 2018. She informed the Board that some chapters are pending the Compensation and Classification Plan and a draft will be submitted by next week. She also informed the Board that the desk audits are complete and a draft will be received by next week as well for review.

ii. **Management Team Search**

1. GM Candidates

Chairman Gayle stated that there were two applications received. He stated that both applicants meet the required qualifications. Chairman Gayle requested that telephone interviews be set up for next week Tuesday or Wednesday during the morning hours and that he would provide a conference bridge for the candidates to use. Vice Chairman Denight also reported that the possibility of an interim GM was discussed with the Receiver. The Receiver did not believe the Governor of Guam has the authority to make the appointment while the agency was under receivership but asked for the proposal to be made in writing for GBB counsel to review.

2. Comptroller Candidates

Chairman Gayle stated that the one and only applicant was interviewed and indicated that she could start by September 24, 2018. He stated the Board members will discuss her in employment agreement in executive session.

V. **Unfinished Business**

a. **Latest Court Order Action Items**

1. Report to the Court

Chairman Gayle reported that Ken Orcutt from the Attorney General's Office was drafting a response to the District Court on behalf of the Board regarding pending issues.

2. Resolution of Personnel Issue

Board discussed that there are now timing issues with the resolution of the personnel issue, and will seek clarification from the Court. Although the complaine is no longer employed by GSWA, the Board wants to ensure that it does its due diligence and has the incident fully investigated should it be necessary to change any agency policies for the future. The Board will send the Receiver the engagement letter with the investigator per the Receiver's request.

3. Update on GSWA Contracts

Chairman Gayle requested Mr. Anderson's assistance in reporting which contracts needed to be extended post Receivership. He also requested that the Receiver assist with the Government of Guam Receivables.

b. **GSWA Board Legal Counsel**

Chairman Gayle stated that Ken Orcutt of the Attorney General's Office will be drafting a motion for filing to the District Court requesting the Receiver to pay for fees related to Georgette Concepcion's services as the Board's Legal Counsel.

VI. **New Business**

a. **Posting Schedule of Rates and Changes on GSWA Website**

Chairman Gayle requested the Operational Rules and Regulations be posted to the GSWA website as required by the Public Law. Mr. Anderson said he will have it posted.

b. **Letter to the Civil Service Commission regarding Recent Hiring under Merit System**

Chairman Gayle reported meeting with CSC employees Peter Calvo, Roland Fejerang, and the new CSC counsel, Eric Miller. He stated that the CSC is unclear about what they can do while the Authority is under Receivership.



Chairman Gayle stated that the CSC stated that there are certain timelines that they would have to adhere to and in light of the fact that they are unsure of their jurisdiction, it raised concerns. The CSC explained that if positions have been misallocated, the only course of action would be to null & void all hiring that violated the merit system and may leave GSWA without employees. The CSC said that reallocation was not an option because the new positions needed to be advertised as required by the merit system.

The CSC therefore asked Chairman Gayle if the Board wanted to move forward with their request for post-audit or rescind their request now and resubmit at a later date. He also stated that CSC offered to provide nonspecific advice or guidance to the current staff at the GSWA. The Board discussed various possibilities. Secretary Hemlani confirmed that the Board could request post-audit after transition. A motion to rescind the Board's letter to the CSC was made by Secretary Hemlani. The motion was seconded by Chairman Gayle. Vice Chairman Denight opposed to the motion. The motion passed.

VII. Open Discussion
None.

VIII. Public Forum
None.

IX. Next Meeting
The Board scheduled its next meeting for Friday, September 14, 2018, at 11am at the Guam Solid Waste Authority Conference Room.

X. Executive Session
A motion was made to go into executive session was made by Secretary Hemlani at 11:48am and seconded by Vice Chairman Denight. The motion was passed unanimously.

A motion to adjourn Executive session was made by Secretary Hemlani at 12:04 p.m. and second by Vice Chairman Denight. The motion passed unanimously.

XI. Return from Executive Session
Board members returned from Executive session and discussed a salary range for the potential Comptroller candidate. Secretary Hemlani made a motion to allow Chairman Gayle to begin negotiations with the Comptroller candidate, sign the employment agreement with a base salary cap of \$135,000, and to make decisions, if any, on behalf of the Board to finalize employment of the Comptroller candidate. The motion was seconded by Vice Chairman Denight. The motion passed unanimously.

Chairman Gayle asked if the candidate would be able to transfer any accumulated leave from her current government classified position to the proposed Comptroller position which was unclassified. Vivian Leon of PHRS stated that the candidate would need to separate from the department from which she is currently with and all her benefits including leave would transfer over.

XII. Adjournment
Vice Chairman moved to adjourn the meeting at 12:11 p.m. The motion was seconded by Secretary Hemlani and passed unanimously.