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DRAFT

BOARD MEETING MINUTES

The meeting of the Board of Directors of the Northwest Clean Air Agency was held at 1:30 p.m., Thursday, December 8, 2011, at 1600 South Second Street, Mount Vernon, Washington.

MEMBERS PRESENT:

Skagit County	Joe Lindquist Ron Wesen
Island County	Laurie Caskey-Schreiber for Cathy Rosen
Whatcom County	Carl Weimer David Webster
Member-At-Large	Terry Nyman

MEMBERS ABSENT: Cathy Rosen, Kelly Emerson

ALSO PRESENT:

NWCAA Staff Members	Mark Asmundson, Therese Holm, Julie O'Shaughnessy, Lyn Tober, Laura Curley, Annie Naismith, Margarita Smith
Advisory Council	No one present
Legal Counsel	Debra Garrett for Loch Clark

CALL TO ORDER

Joe Lindquist, Board Chair, called the meeting to order at 1:35 pm.

APPROVAL OF PRIOR BOARD MEETING MINUTES

Carl Weimer requested that additional information be added to the November 17, 2011 Board Minutes pertaining to a discussion about the Gateway SSA project. Asmundson referred to an e-mail he addressed to David Webster regarding statements made to public citizens asking about this project. Motion to approve the November 17, 2011 Minutes with the referenced e-mail attached made by Caskey-Schreiber, seconded by Carl Weimer, was

approved unanimously. Weimer asked that in the future, the Minutes be posted on the NWCAA website as "Draft", until approved by the Board.

Webster recommended that the NWCAA issue a press release clarifying that no application has been received for the SSA Gateway project, and that no specific position has been taken by the Agency. If an application is received, the NWCAA will make an information-based decision. Motion to issue a Press Release regarding this project made by David Webster, seconded by Laurie Caskey-Schreiber, was approved unanimously.

NEW BUSINESS

Resolution 457 – Amending the FY 2012 Operating & Cumulative Reserve Fund Budgets – Therese Holm

Holm presented Resolution 457 to amend the FY 2012 Operating Fund Budget to reflect a transfer of \$130,230 from the Cumulative Reserve Fund to the Operating Fund to cover expenses for capital improvements and architect fees for the building renovation project. Approximately \$356,000 is left in the Cumulative Reserve Fund after the transfer. Motion to approve Resolution 457 made by Carl Weimer, seconded by Terry Nyman, was approved unanimously.

Resolution 458 – Adopting a Revised Deferred Compensation Plan with the Hartford – Mark Asmundson/Therese Holm

Asmundson presented Resolution 458 to amend the Hartford Deferred Compensation Plan to be in compliance with recent IRS Code changes. Motion to approve Resolution 458 made by David Webster, seconded by Carl Weimer, was approved unanimously.

Approval of Revised Employee Classification and Salary Schedule – Tara Mikosz, HRNovations/Mark Asmundson

Asmundson asked that the Board consider HRNovations Tara Mikosz' presentation on employee classifications and the salary schedule prior to consideration of the revised Personnel Manual.

Mikosz gave a brief overview of HRNovations' role in reviewing and comparing job descriptions and salary schedules beginning in 2006. Recommendations proposed in 2006 were adopted by the NWCAA Board. Since that time, additional steps were added to some positions, and some inconsistencies within job classifications developed. In 2011 HRNovations was contacted to review 6 positions; that review disclosed that the compensation for the Assistant Director and Executive Director positions were significantly under market.

To address these issues, HRNovations recommends that the NWCAA adopt the proposed classification and salary schedule, "Final New Classification and Salary Schedule – Dec 8, 2011", as the official salary schedule for the agency; the effect of which includes:

- Merit increases of 3% to occur every 12 months (annually), instead of the current system of 5% every 18 months,
- Modify the steps such that all classifications have 9 steps,
- Eliminate the current 'each employee has a personalized classification and range' and consolidate similar positions into fewer uniform classifications and ranges,
- Address the deficiency in the salary of the Assistant Director, and

- Implement the Director's salary range 'second phase increase' scheduled for July 1, 2012, as approved by the Board on May 12, 2011.

Ms. Mikosz further emphasized that it is essential that the salary ranges be adjusted annually in line with changes in the CPI in order for the schedule to remain competitive in the market.

Wesen commented that it is important to have a strong performance review schedule for staff step movements. Asmundson agreed and commented that adoption of the proposed classification and salary schedule would result in a more efficient, and fair system.

Motion to adopt the new classification and salary schedule and recommendations presented by HRNovations made by Laurie Caskey-Schreiber, seconded by Terry Nyman, was approved unanimously.

Approval of Revised Personnel Manual – Mark Asmundson

Asmundson explained that the NWCAA Personnel Manual had been revised and amended over the years, but needed re-organization and correction of some contradictions and redundancies. A draft was created, and Debra Garrett from Loch Clark's office reviewed the document and recommended further revisions. Some changes to the original manual are as follows:

- Page 10 - G. Work Standards - Superior performance is expected of all staff.
- Page 14 - R. Vehicles – Because of vandalism in the parking lot, staff vehicles are assigned to staff.
- Page 20 - B. 2. Cost-of-Living Increases – NWCAA will use the CPI-U index of Seattle/Bremerton/Tacoma. Lindquist asked if this meant that the Board is required to adopt the CPI change in the budget. Holm commented that this adds predictability in budget planning, but does not mandate the Board incorporate CPI changes in the adopted budget. After some further discussion, Board members agreed to modify the section by adding the sentence, "The Board may also consider other pertinent factors."
- Page 27 - Family and Medical Leave – This section added, as required by law.
- Page 30 - Section K - Unpaid Leave of Absence - Insert this page if approved by Board.
- Benefits for Part-Time Employees - Made this section consistent and clear
- Page 21 – 6. Flex Time – section revised

Weimer asked about the availability of a redline version since there are so many changes. Debra Garrett explained that there are so many changes that a redline copy would be difficult to follow. The items listed above are the main changes, and awkward language found throughout the Manual has been re-phrased to be more legally clear.

Weimer asked about harassment procedures in the event there was a complaint about the Executive Director. Asmundson explained that the NWCAA Business Rules spell out the role of the NWCAA Board in case of a complaint involving the Director. On page 7, II B. Harassment, add as a 3rd paragraph: "Any complaint alleging discrimination by the Executive Director will be handled directly by the Board of Directors and may be brought directly to the Board."

On page 8, B. 2 Harassment Complaint Process, add as the fourth paragraph, "An employee who has followed the complaint process described in this paragraph and is not satisfied with the resolution of the complaint may bring the matter to the Employer-

Employee Relations Committee of the Board of Directors, as described in the NWCAA Business Rules.”

Motion to approve the revised Personnel Manual with new Section K (Unpaid Personal Leave of Absence), added sentences to Harassment sections B and B.2, and added sentence to Cost-of-Living Increases VI. B.2, made by Carl Weimer, seconded by Laurie Caskey-Schreiber, was approved unanimously.

At 3:00 pm Lindquist had to leave for another engagement.

Executive Session

At 3:00 pm Asmundson requested a short Executive Session instead of his Director’s Report. He reported to the Board about the recent litigation involving NWCAA, PSCAA, and Washington DOE and how to proceed.

At 3:16 pm the Executive Session concluded and Weimer called the meeting back to order.

STAFF REPORTS

New Source Review & Air Operating Permit (AOP) Update – Lyn Tober

Permit Actions - 8

- Siper Quarry – OAC 1103
- Northwest Pipeline Sumas – OAC 793d
- (2) ConocoPhillips – NSR Det – (1105, 1106)
- ConocoPhillips – OAC 1108 – Turnaround Optimization
- ConocoPhillips – OAC 1109 – MSAT Benzene Reduction Project
- Lehigh Northwest Cement – OAC 1104
- Nordic Tugs – Final AOP issued

Ongoing OAC Projects - 10

- (3) Puget Sound Refinery (475h, 476g, 623e) – Modify OAC
- Tesoro Refinery – Benzene Reduction Modification – OAC 1037a
- (2) BP Cherry Point Refinery – NSR Det
- Puget Sound Energy – Fredonia – OAC 1087
- Nielsen Brothers, Inc – OAC 1092
- Fidalgo Bay Body Shop – OAC 1090
- Linde North America – OAC 1104

New Applications Received - 1

- ConocoPhillips – OAC 1108 – Turnaround Optimization

Air Operating Permit - 10

- Air Liquide – Initial AOP underway
- BP Cherry Point Refinery (Blaine) - Renewal underway
- Lehigh Northwest Cement – Initial AOP
- Naval Air Station Whidbey – Renewal underway
- Northwest Pipeline, Mount Vernon – Renewal Underway
- Northwest Pipeline, Sumas – Renewal Underway
- PSE – Whitehorn – Draft AOP issued

- PSE – Fredonia – Draft AOP issued
- PSR Shell (Anacortes) – Renewal underway
- Tenaska – Renewal Underway

MISCELLANEOUS

Approval of Bills and Claims

On motion by Laurie Caskey-Schreiber, seconded by David Webster, the Board approved Bills and Claims for November 2011.

Announcements

Asmundson thanked David Webster for his participation and service on the NWCAA Board of Directors since February 2009. He will be transitioning out of his present position, and there will be a new representative for 2012. Caskey-Schreiber thanked him for his valuable input on the Board throughout the years.

Asmundson announced that Margarita Smith, front office Secretary/Receptionist, will be retiring on March 31, 2012 after 18 years with the Agency. She has experienced the development of this Agency from a tiny operation in downtown Mt. Vernon to the much broader organization we are today. Smith addressed the Board, thanking Terry Nyman for hiring her 18 years ago, and spoke of her pride in furthering the mission of the Agency for so many years.

Next Meeting

There will be NO Board meeting during the month of January 2012. The next Board meeting will be held on Thursday, February 9, 2012 at 1:30 pm.

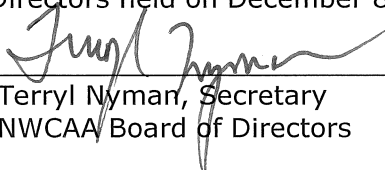
ADJOURNMENT

As there was no further business, Carl Weimer adjourned the meeting at 3:30 p.m.

CERTIFICATION

I hereby certify this is a true and correct copy of the minutes of the meeting of the NWCAA Board of Directors held on December 8, 2011, in Mount Vernon, Washington.

ATTEST:



Terry Nyman, Secretary
NWCAA Board of Directors



, Chair
NWCAA Board of Directors

DATED: February 9, 2012