SWEETWATER SPRINGS WATER DISTRICT

TO: Board of Directors **AGENDA NO. V-H**

FROM: David Warner, District Counsel

Meeting Date: November 1, 2012

SUBJECT: DISCUSSION/ACTION APPROVING THIRD AMENDMENT TO GENERAL MANAGER'S EMPLOYMENT AGREEMENT

RECOMMENDED ACTION: After discussions/direction in closed session consider adopting Resolution 12-19, approving a Third Amendment to the At-Will Employment Agreement with Stephen F. Mack and Authorizing the Board President to Execute Said Amendment.

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FISCAL IMPACT: to be determined.

DISCUSSION:

Steve Mack was hired as General Manager of the District as of September 2, 2008. The terms and conditions of employment are described in an At-Will Employment Agreement ("Original Agreement"), dated September 2, 2008. At the October 1, 2009 meeting the Board approved the First Amendment to the Original Agreement. There was no amendment to the contract in 2010. On November 3, 2011, the Board approved the Second Amendment to the Original Agreement. The Board will be having a closed session on negotiations for a Third Amendment at the November 1 meeting. If agreement is reached on the Third Amendment, this amendment can be approved in open session by adopting Resolution 12-19.

Resolution No. 12-19

A Resolution of the Board of Directors of the Sweetwater Springs Water District Approving A Third Amendment to Employment Agreement with Stephen F. Mack, and Authorizing the Board President to Execute Said Third Amendment

WHEREAS, the Sweetwater Springs Water District ("District") entered into an At-Will Employment Agreement on or about September 2, 2008 ("Original Agreement") with Stephen F. Mack ("Mack") to serve as General Manager of the District; and

WHEREAS, the District approved a First Amendment to the Original Agreement on or about October 1, 2009, and a Second Amendment on November 3, 2011, that incorporated certain changes to the Original Agreement; and

WHEREAS, the Board of Directors of the District recently evaluated Mack's performance as General Manager and has determined that Mack's performance has been satisfactory and he has made significant contributions to the District while serving as General Manager; and

WHEREAS, Mack has requested a third amendment to the Original Agreement in recognition of his contributions to the District, all as described in the terms of the Third Amendment to At-Will Employment Agreement ("Third Amendment") attached hereto as Exhibit A; and

WHEREAS, the Board of Directors desires to amend the Original Agreement in the manner described herein and as further described in the Third Amendment.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Sweetwater Springs Water District, Sonoma County, California, that:

1. The Third Amendment to the Original Agreement is approved (Exhibit A).

2. All other terms of the Original Agreement and First and Second Amendments remain in effect, except as otherwise set forth in the Third Amendment.

3. The Board President is hereby authorized and directed to execute the Third Amendment on behalf of the District.

I hereby certify that the foregoing is a full, true, and correct copy of a Resolution duly and regularly adopted and passed by the Board of Directors of the SWEETWATER SPRINGS WATER DISTRICT, Sonoma County, California, at a meeting held on November 1, 2012, by the following vote:

Director	Aye	No
Sukey Robb-Wilder	_____	_____
Jim Quigley	_____	_____
Gaylord Schaap	_____	_____
Richard Holmer	_____	_____
Victoria Wikle	_____	_____

_____
Sukey Robb-Wilder
President of the Board of Directors

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Attest: Julie A. Kenny
Clerk of the Board of Directors