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# Special Committee Minutes - **DRAFT**

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**To:** NCPA Executive Committee  
**From:** Cary A. Padgett - Assistant Secretary  
**Subject:** September 23, 2019, Executive Committee Special Meeting Minutes

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1. **Call to Order** – The meeting was called to order by Chair Roger Frith at 10:11 am, at NCPA, 651 Commerce Drive, Roseville, California.

Executive Committee Members present via teleconference were Chair Roger Frith, Mark Chandler David Hagele, Teresa O’Neil, and Greg Scharff. A quorum of the Committee was established.

In attendance were NCPA General Manager Randy Howard, Assistant General Manager/CFO Monty Hanks and Assistant Secretary Cary Padgett.

**Public Forum:** Chair Frith asked if any members of the public were present who would like to address the Committee on the agenda items. No members of the public were present.

## **CLOSED SESSION**

Chair Frith took the Committee into Closed Session.

Cary Padgett was excused from the meeting for item 2 discussion.

2. **Conference with Labor Negotiators** – Pursuant to Government Code section 54957.6: Agency representatives: NCPA Executive Committee Members and Assistant General Manager/CFO Monty Hanks: Public Employee: General Manager.

## **RECONVENED TO OPEN SESSION**

Chair Frith took the Committee out of Closed Session.

Cary Padgett rejoined the meeting.

## **REPORT FROM CLOSED SESSION**

*Closed Session Disclosure:* Upon return to open session, Chair Frith reported there was no reportable action taken in closed session.

## **DISCUSSION / ACTION ITEM**

3. ***Approval of the Amended Employment Agreement by and between NCPA and Randy S. Howard*** – approve and recommend Commission approval of the Amended Employment Agreement by and between NCPA and Randy S. Howard; and approve and recommend Commission approval of the Amended Employment Agreement by and between NCPA and Randy S. Howard as its General Manager in substantially the form presented at this meeting and direct the Chair of the Commission to execute it on behalf of the Agency. **Fiscal Impact:** There is no fiscal impact to the Executive Services Salaries and Benefits account, and the cost associated the General Manager’s compensation change is covered within the current fiscal year budget.

Chair Frith reported the Committee discussed and recommended Commission approve the Amended Employment Agreement by and between NCPA and Randy S. Howard as its General Manager, including the recommended edits discussed by the Committee.

Motion: A motion was made by Roger Frith and seconded by Greg Scharff recommending Commission approve the Amended Employment Agreement by and between the Northern California Power Agency and Randy S. Howard as its General Manager; and recommend the Commission direct the Chair of the Commission to execute the Amended Employment Agreement by and between the Northern California Power Agency and Randy S. Howard as its General Manage, including the Committee’s recommend edits, on behalf of the Agency. Motion carried by a unanimous roll call vote.

## **ADJOURNMENT**

The Executive Committee adjourned at 11:30 am.

Sincerely,

CARY A. PADGETT  
Assistant Secretary