

**Napa-Vallejo Waste
Management Authority**
City of American Canyon
City Council Meeting Chambers
4381 Broadway Street, Ste 201 - American Canyon, CA 94503



Agenda

SPECIAL MEETING

Thursday, May 11, 2023

10:00 AM

4381 Broadway Street, Ste 201

Napa-Vallejo Waste Management Authority

Mary Luros, Chair
Leon Garcia, Vice Chair
Robert McConnell, Member
Alfredo Pedroza, Member
Anne Cottrell, Alternate Member
David Oro, Alternate Member
Bernie Narvaez, Alternate Member

Chris Celsi, Executive Director
Tracy Schulze, Auditor
Marie Nicholas, Secretary/Clerk
Thomas C. Zeleny, Legal Counsel
Robert Minahen, Treasurer

Members of the public are encouraged to participate in the meeting by submitting written comments electronically to the Executive Director at NVWMA@countyofnapa.org. This email will be monitored during the meeting. Public comments will be accepted until the Chair closes public comment for each item during the meeting. All comments will be distributed to the Board members and included in the records.

**Submit Public Comments Via Email @:
NVWMA@countyofnapa.org**

GENERAL INFORMATION

The Napa-Vallejo Waste Management Authority meets the 2nd Thursday of each month at 10:00 A.M. at 4381 Broadway Street, Suite 201, American Canyon, California 94503. The meeting room is wheelchair accessible. Requests for disability related modifications or accommodations, aids or services may be made no less than 72 hours prior to the meeting date by contacting 707 253-4471.

The Agenda is divided into two sections:

CONSENT ITEMS

These matters typically include routine financial or administrative actions, as well as final adoption of ordinances that cannot be both introduced and adopted at the same meeting. Any item on the CONSENT CALENDAR will be discussed separately at the request of any person. CONSENT CALENDAR items are usually approved with a single motion.

ADMINISTRATIVE ITEMS

These items include significant policy and administrative actions, and are classified by program areas. Immediately after approval of the CONSENT CALENDAR, ADMINISTRATIVE ITEMS will be considered.

All materials relating to an agenda item for an open session of a regular meeting of the Napa-Vallejo Waste Management Authority which are provided to a majority or all of the members of the Board by Board members, staff or the public within 72 hours of, but prior to the meeting, will be available for public inspection, at the time of such distribution, in the office of Auditor Controller, 1195 Third Street, Suite B-10, Napa CA 94559, Monday through Friday between the hours of 8:00 a.m. and 5:00 p.m., except for County holidays. Materials distributed to a majority or all of the members of the Board at the meeting will be available for public inspection at the public meeting if prepared by the members of the Board or Napa Vallejo Waste Management staff, and after the public meeting if prepared by some other person. Availability of materials related to agenda items for public inspection does not include materials which are exempt from public disclosure under Government Code sections 6253.5, 6254, 6254.3, 6254.7, 6254.15, 6254.16, or 6254.22.

ANY MEMBER OF THE AUDIENCE DESIRING TO ADDRESS THE BOARD ON A MATTER ON THE AGENDA, please proceed to the rostrum and, after receiving recognition from the Chair, give your name and your comments or questions. In order that all interested parties have an opportunity to speak, please be brief and limit your comments to the specific subject under discussion. Time limitations shall be at the discretion of the Chair or Board.

AGENDA AVAILABLE ONLINE AT www.countyofnapa.org

1. CALL TO ORDER
2. ROLL CALL
3. PLEDGE OF ALLEGIANCE
4. PUBLIC COMMENT

In this time period, anyone who wishes to speak to the Authority Board of Directors regarding any subject over which the Board has jurisdiction, that is not on the agenda, or to request consideration to place an item on a future Board agenda, may do so at this time. Individuals will be limited to a three minute presentation. The Board of Directors will take no action as a result of any item presented at this time.

5. PRESENTATIONS AND COMMENDATIONS
6. APPROVAL OF MINUTES

- A. Approval of Board Minutes for the April 6, 2023 Regular Meeting. [23-0657](#)
Attachments: [4-6-23 Minutes.pdf](#)

7. CONSENT ITEMS

- A. REQUESTED ACTION: Approval and authorization for the Chair to sign the Second Amendment to Agreement No. 2020-02 with WSP USA Inc. to provide operations, monitoring, and maintenance, compliance reporting and non-routine services for the American Canyon Sanitary Landfill, for the term July 1, 2023 to June 30, 2024 with an annual amount not to exceed \$139,939. [23-0733](#)
Attachments: [2nd Amendment.docx.pdf](#)
 - B. REQUESTED ACTION: Approval and authorization for the Chair to sign the Second Amendment to Agreement No. 2020-03 with APTIM Environmental & Infrastructure LLC for routine and non-routine environmental monitoring services at the American Canyon Sanitary Landfill and Devlin Road Transfer Station sites, for the term July 1, 2023 to June 30, 2024 with an annual amount not to exceed \$194,250. This is an increase of \$10,550 over last year's amount. [23-0735](#)
Attachments: [2nd Amendment.pdf](#)

8. ADMINISTRATIVE ITEMS

- A. STUDY SESSION: Staff to present draft FY 23/24 budget for discussion. [23-0658](#)
Attachments: [Working Draft 23-24 Budget.pdf](#)
 - B. Executive Director to report on Authority related activities. [23-0659](#)

- C. Approve the revised 2023 NVWMA meeting calendar, changing the regular meeting schedule to the second Thursdays of every month (with one exception) at 10:00 a.m., pursuant to the Board's direction at the meeting of April 6, 2023. [23-0673](#)

Attachments: [NVWMA Revised 2023 calendar](#)

9. FACILITIES BUSINESS ITEMS

10. OTHER BUSINESS ITEMS

- A. Discussion of any items Board members may wish to have addressed at a future meeting date. [23-0660](#)
- B. Reports of current information relevant to the Authority by the member jurisdictions:

CLOSED SESSION

- A. CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Government
- 11 Code Section 54956.8) Property: That portion of APN 057-090-060 located on the westerly side of Devlin Road between Napa Recycling and Waste Services to the north and Devlin Road Transfer Station to the South. [23-0662](#)
- Agency Negotiator: Chris Celsi, Executive Director, NVWMA
Negotiating Parties: NVWMA and City of Napa
Under Negotiation: [X] Price [X] Terms of Payment [23-0808](#)

12. ADJOURNMENT

The next regularly scheduled meeting of the Authority Board of Directors will be held on June 8, 2023.



Napa-Vallejo Waste
Management Authority

Board Agenda Letter

1195 THIRD STREET
SUITE 310
NAPA, CA 94559
www.countyofnapa.org

Main: (707) 253-4580

Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0657

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Approval of Minutes

RECOMMENDATION

Approval of Board Minutes for the April 6, 2023 Regular Meeting.

FISCAL & STRATEGIC PLAN IMPACT

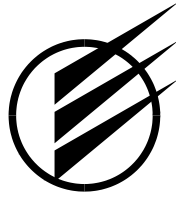
Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14 California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.

BACKGROUND AND DISCUSSION

Please refer to the attached April 6, 2023 Minutes.



**NAPA-VALLEJO WASTE
MANAGEMENT AUTHORITY**

**MINUTES OF THE THURSDAY APRIL 6, 2023,
9:00 A.M. REGULAR MEETING OF THE BOARD OF DIRECTORS**

1. CALL TO ORDER

The Napa-Vallejo Waste Management Authority met Thursday, April 6, 2023, at the City of American City Hall. Chair Luros called the meeting to order at 9:00 a.m.

2. ROLL CALL

The following Directors were present: Director McConnell, Vice-Chair Garcia, and Chair Luros. Director Pedroza was excused.

3. PLEDGE OF ALLEGIANCE

4. PUBLIC COMMENT – NONE

5. PRESENTATIONS AND COMMENDATIONS

6. APPROVAL OF MINUTES

A. APPROVAL OF MINUTES

Approval of Board Minutes for the March 3, 2023 Meeting.

Item 6A: Approved as submitted RM-LG

7. CONSENT ITEMS – NONE

8. ADMINISTRATIVE ITEMS

A. Consider one-year extension and possible long-term contract with 07-03 Northern Recycling Waste Management Services (NROWS).

B. Executive Director to report on Authority related activities.

C. Study Session: Staff to present draft FY 23/24 budget for discussion.

Item 8A: Approved as submitted RM-LG

Item 8B & 8C: Report Only – No action taken

9. FACILITIES BUSINESS ITEMS - NONE

10. OTHER BUSINESS ITEMS

A. FUTURE AGENDA ITEMS

REQUESTED ACTION: Discussion and possible action to amend the Authority Bylaws to change the meeting day to another week in the month, change the meeting time, or both.

REPORTS FROM JURISDICTIONS

DISCUSSION ITEM: Reports of current information relevant to the Authority by the member jurisdictions:

- i. Vallejo: - No Report per Director McConnell
- ii. Napa City: - Kevin Miller reported for the City
- iii. Napa County: - No Report
- iv. American Canyon: - Leon Garcia reported for the City

Item 10B: Reports Only – No Action Taken

11. CLOSED SESSION

12. ADJOURNMENT

The Meeting adjourned at 9:13 A.M. The next meeting of the Authority Board of Directors will be a Special Meeting to be held on May 11, 2023.

ATTEST: Marie Nicholas
Marie Nicholas, NVWMA Secretary

KEY

Vote: RM=Robert McConnell, AP=Alfredo Pedroza, LG=Leon Garcia, ML=Mary Luros
The maker of the motion and second are reflected respectively in the order of the recorded vote.
Notations next to vote: N = No; X = Excused; A = Abstain; B = Absent



Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
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NAPA, CA 94559
www.countyofnapa.org
Main: (707) 253-4580

Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0733

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Second Amendment to Agreement 2020-02 with WSP USA Inc.

RECOMMENDATION

REQUESTED ACTION: Approval and authorization for the Chair to sign the Second Amendment to Agreement No. 2020-02 with WSP USA Inc. to provide operations, monitoring, and maintenance, compliance reporting and non-routine services for the American Canyon Sanitary Landfill, for the term July 1, 2023 to June 30, 2024 with an annual amount not to exceed \$139,939.

EXECUTIVE SUMMARY

Compliance reporting, monitoring and assistance with operation and maintenance are necessary to meet the requirements of the Landfill's Post Closure Maintenance Plan and the Bay Area Air Quality Management District Permit. In addition, the Authority occasionally requires non-routine technical assistance to resolve Landfill gas and flare operation problems.

WSP USA Inc. has provided these services to the Authority for a number of years and they have significant experience with the ACSL gas collection and flare system. They remain uniquely qualified to continue providing this service to the Authority. The current agreement expires June 30, 2023. The proposed Amendment would provide a one year extension to June 30, 2024 to ensure continuity of services.

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14 California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.

BACKGROUND AND DISCUSSION

Compliance reporting, monitoring and assistance with operation and maintenance are necessary to meet the requirements of the Landfill's Post Closure Maintenance Plan and the Bay Area Air Quality Management

District Permit. Work scope is defined by the requirements of these documents. In addition, the Authority requires non-routine technical assistance from time to time in order to resolve Landfill gas and flare operation problems.

WSP USA Inc. has provided these services to the Authority for a number of years and they have significant experience with the ACSL gas collection and flare system. They remain uniquely qualified to continue this service to the Authority. The current agreement expires June 30, 2023. The proposed Amendment would provide a one year extension to June 30, 2024 to ensure continuity of services.



NAPA-VALLEJO WASTE
MANAGEMENT AUTHORITY

**SECOND AMENDMENT TO
NAPA-VALLEJO WASTE MANAGEMENT
AUTHORITY AGREEMENT NO. 2020-02**

PROFESSIONAL SERVICES AGREEMENT

THIS SECOND AMENDMENT TO AGREEMENT 2020-02 is made and entered into as of this 11th day of May, 2023, by and between the Napa-Vallejo Waste Management Authority, a joint powers authority organized under the laws of the State of California pursuant to Government Code section 6500 et seq., hereinafter referred to as "AUTHORITY," and Golder Associates USA, Inc., a member of WSP, hereinafter referred to as "CONSULTANT." AUTHORITY and CONSULTANT will be referred to from time to time in this agreement individually as "Party" and collectively as "Parties."

RECITALS

WHEREAS, the Parties entered into Agreement 2020-02 ("Agreement") which authorized Consultant to provide certain professional services to Authority for a period of one year commencing on July 1, 2019, with two one-year extensions; and

WHEREAS, on May 5, 2022, the Board approved the First Amendment to the Agreement extending the contract duration to June 30, 2023, and amending the scope of work to include services for FY 2023; and

WHEREAS, the Parties wish to amend the Agreement to extend the contract duration to June 30, 2024;

NOW, THEREFORE, in consideration of the recitals stated above and the mutual obligations of the Parties expressed herein, the Parties agree to amend the Agreement as follows:

TERMS

1. Section 1 of the Agreement is amended to read in full as follows:

1. **Term of the Agreement.** The term of this Agreement shall commence on July 1, 2019 and shall expire on June 30, 2024, unless terminated earlier in accordance with Paragraphs 9 (Termination for Cause), 10 (Other Termination) or 23(a) (Covenant of No Undisclosed Conflict); except that the obligations of the Parties under Paragraphs 7 (Insurance) and 8 (Indemnification) shall continue in full force and effect after said expiration date or early termination in relation to acts or omissions occurring prior to such dates during the term of the Agreement, and the obligations of CONSULTANT to AUTHORITY shall also continue after said expiration date or early termination in relation

to the obligations prescribed by Paragraphs 15 (Confidentiality), 20 (Taxes) and 21 (Access to Records/Retention).

2. Section 3 of the Agreement is amended to read in full as follows:

3. **Compensation.**

(a) Rates. In consideration of CONSULTANT's fulfillment of the promised work, AUTHORITY shall pay CONSULTANT at the hourly labor rates set forth in Exhibit "B," attached hereto and incorporated by reference herein, with an annual labor rate increase no greater than 2% per each fiscal year. Commencing on July 1, 2022, AUTHORITY shall pay CONSULTANT at the hourly labor rates set forth in Attachment "A" of Exhibit "A-1."

(b) Expenses. Travel and other expenses will be reimbursed by AUTHORITY upon submission of an invoice in accordance with Paragraph 4 below at the rates and/or in accordance with the provisions set forth in Exhibit "B." Commencing on July 1, 2022, AUTHORITY shall reimburse CONSULTANT for travel and other expenses at the unit rates set forth in Attachment "A" of Exhibit "A-1," upon submission of an invoice in accordance with Paragraph 4 below

(c) Maximum Amount. Notwithstanding subparagraphs (a) and (b), the maximum payments for professional services under this Agreement for Fiscal Year 2019-2020 shall be a total of One Hundred Forty-five Thousand Six Hundred Dollars (\$145,600.00); and, if renewed for Fiscal Year 2020-2021, a total of One Hundred Forty-eight Thousand Five Hundred Twelve Dollars (\$148,512.00); and if renewed for Fiscal Year 2021-2022, One Hundred Fifty-one Thousand Four Hundred Eighty-two dollars, (\$151,482.00); for Fiscal Year 2022-2023, a total of One Hundred Thirty-nine Thousand Nine Hundred Thirty-nine Dollars (\$139,939.00); for Fiscal Year 2023-2024, a total of One Hundred Thirty-nine Thousand Nine Hundred Thirty-nine Dollars (\$139,939.00); provided, however, that such amounts shall not be construed as guaranteed sums, and compensation shall be based upon services actually rendered and reimbursable expenses actually incurred.

3. This Second Amendment represents all the changes to the Agreement agreed to by the Parties. No enforceable oral representations or other agreements have been made by the Parties except as specifically stated herein. All other provisions of the Agreement and prior amendments not addressed in this Second Amendment shall remain in full force and effect.

4. This Second Amendment may be executed in counterparts, which when taken together, shall constitute a single signed original as though all Parties had executed the same page.

[remainder of page intentionally blank]

IN WITNESS WHEREOF, this Second Amendment is executed by the AUTHORITY, by and through the Chair of its Board of Directors, and by CONSULTANT by and through its duly authorized officer(s).

Golder Associates USA, Inc.

By: Ludwig Angell

By: [Signature]

NAPA-VALLEJO WASTE MANAGEMENT
AUTHORITY, a joint powers agency

By _____
MARY LUROS, NVWMA Chair

APPROVED AS TO FORM Office of County Counsel By: <u>Thomas C. Zeleny</u> Authority Counsel Date: <u>May 9, 2023</u>	APPROVED BY THE AUTHORITY BOARD OF DIRECTORS Date: _____ Processed By: _____ Secretary of the Authority	ATTEST: MARIE NICHOLAS Secretary of the Authority By: _____
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Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
SUITE 310
NAPA, CA 94559
www.countyofnapa.org
Main: (707) 253-4580

Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0735

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Second Amendment to Agreement 2020-03 with Aptim Environmental
and Infrastructure, LLC.

RECOMMENDATION

REQUESTED ACTION: Approval and authorization for the Chair to sign the Second Amendment to Agreement No. 2020-03 with APTIM Environmental & Infrastructure LLC for routine and non-routine environmental monitoring services at the American Canyon Sanitary Landfill and Devlin Road Transfer Station sites, for the term July 1, 2023 to June 30, 2024 with an annual amount not to exceed \$194,250. This is an increase of \$10,550 over last year's amount.

EXECUTIVE SUMMARY

APTIM Environmental & Infrastructure, LLC provides technical consulting services for the American Canyon Sanitary Landfill (ACSL) and the Devlin Road Transfer Station (DRTS) sites. Tasks include semi-annual field sampling, monitoring and results reporting to the Regional Water Quality Control Board, CalRecycle and other regulatory agencies as well as field/tank sampling and quarterly reporting related to leachate disposal. DRTS tasks include mandatory storm water monitoring and annual reporting to the Regional Water Quality Control Board. Aptim also has the ability to perform repairs and emergency services that might be required on short notice to keep the Landfill in compliance with its environmental permits or respond to emergencies. The current agreement expires June 30, 2023. The proposed Amendment would provide a one year extension to June 30, 2024 to ensure continuity of services. Aptim's has proposed a \$10,550 increase over last year's price. However, over the years of service, Aptim has continued to provide these services at significantly less than their contracted price.

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14 California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.

BACKGROUND AND DISCUSSION

APTIM Environmental & Infrastructure, LLC has been providing technical consulting services for the American Canyon Sanitary Landfill (ACSL) and the Devlin Road Transfer Station (DRTS) sites for many years and are uniquely familiar with the facilities and their environmental permits. They provide semi-annual field sampling, monitoring and results reporting to the Regional Water Quality Control Board, CalRecycle and other regulatory agencies as well as field/tank sampling and quarterly reporting related to leachate disposal. DRTS tasks include mandatory storm water monitoring and annual reporting to the Regional Water Quality Control Board. They also work with appropriate regulatory agencies on proposed permit revisions. Aptim also has the ability to perform repairs and emergency services that might be required on short notice to keep the Landfill in compliance with its environmental permits or respond to emergencies. The current agreement expires June 30, 2023. The proposed Amendment would provide a one year extension to June 30, 2024 to ensure continuity of services.



NAPA-VALLEJO WASTE
MANAGEMENT AUTHORITY

**SECOND AMENDMENT TO
NAPA-VALLEJO WASTE MANAGEMENT
AUTHORITY AGREEMENT NO. 2020-03**

PROFESSIONAL SERVICES AGREEMENT

THIS SECOND AMENDMENT TO AGREEMENT 2020-03 is made and entered into as of this 11th day of May, 2023, by and between the Napa-Vallejo Waste Management Authority, a joint powers authority organized under the laws of the State of California pursuant to Government Code section 6500 et seq., hereinafter referred to as "AUTHORITY," and Aptim Environmental & Infrastructure, LLC, hereinafter referred to as "CONSULTANT." AUTHORITY and CONSULTANT will be referred to from time to time in this agreement individually as "Party" and collectively as "Parties."

RECITALS

WHEREAS, the Parties entered into Agreement 2020-03 ("Agreement") which authorized Consultant to provide certain professional services to Authority for a period of one year commencing on July 1, 2019, with two one-year extensions; and

WHEREAS, on April 7, 2022, the Board approved the First Amendment to the Agreement extending the contract duration to June 30, 2023, and amending the scope of work to include services for FY 2023; and

WHEREAS, the Parties wish to amend the Agreement to extend the contract duration to June 30, 2024;

NOW, THEREFORE, in consideration of the recitals stated above and the mutual obligations of the Parties expressed herein, the Parties agree to amend the Agreement as follows:

TERMS

1. Section 1 of the Agreement is amended to read in full as follows:

1. **Term of the Agreement.** The term of this Agreement shall commence on July 1, 2019 and shall expire on June 30, 2024, unless terminated earlier in accordance with Paragraphs 9 (Termination for Cause), 10 (Other Termination) or 23(a) (Covenant of No Undisclosed Conflict); except that the obligations of the Parties under Paragraphs 7 (Insurance) and 8 (Indemnification) shall continue in full force and effect after said expiration date or early termination in relation to acts or omissions occurring prior to such dates during the term of the Agreement, and the obligations of CONSULTANT to AUTHORITY shall also continue after said expiration date or early termination in relation

to the obligations prescribed by Paragraphs 15 (Confidentiality), 20 (Taxes) and 21 (Access to Records/Retention).

2. Section 3 of the Agreement is amended to read in full as follows:

3. **Compensation.**

(a) Rates. In consideration of CONSULTANT's fulfillment of the promised work, AUTHORITY shall pay CONSULTANT at the hourly labor rates set forth in Exhibit "B," attached hereto and incorporated by reference herein. Commencing on July 1, 2022, AUTHORITY shall pay CONSULTANT at the hourly labor rates set forth in Table 3 of Exhibit "A-1." Commencing on July 1, 2023, AUTHORITY shall pay CONSULTANT at the hourly labor rates set forth in Tables 3 and 4 of Exhibit "A-2."

(b) Expenses. Travel and other expenses will be reimbursed by AUTHORITY upon submission of an invoice in accordance with Paragraph 4 below at the rates and/or in accordance with the provisions set forth in Exhibit "B." Commencing on July 1, 2022, AUTHORITY shall pay CONSULTANT for expenses at the rates set forth in Table 4 of Exhibit "A-1." Commencing on July 1, 2023, AUTHORITY shall pay CONSULTANT for expenses at the rates set forth in Tables 3 and 4 of Exhibit "A-2."

(c) Maximum Amount. Notwithstanding subparagraphs (a) and (b), the maximum payments for professional services under this Agreement for Fiscal Year 2019-2020 shall be a total of Two Hundred Ten Thousand Seven Hundred and Five Dollars (\$210,705.00); provided, however, that such amounts shall not be construed as guaranteed sums, and compensation shall be based upon services actually rendered and reimbursable expenses actually incurred. For Fiscal Year 2022-2023, the maximum payment for professional services shall be a total of One Hundred Eighty Three Thousand Seven Hundred Dollars (\$183,700.00). For Fiscal Year 2023-2024, the maximum payment for professional services shall not exceed a total of One Hundred Ninety-Four Thousand Two Hundred and Fifty Dollars (\$194,250.00).

3. The proposal letter from Aptim Environmental & Infrastructure dated April 3, 2023, is attached hereto as Exhibit "A-2" and hereby incorporated by reference.


4. This Second Amendment represents all the changes to the Agreement agreed to by the Parties. No enforceable oral representations or other agreements have been made by the Parties except as specifically stated herein. All other provisions of the Agreement and prior amendments not addressed in this Second Amendment shall remain in full force and effect.

5. This Second Amendment may be executed in counterparts, which when taken together, shall constitute a single signed original as though all Parties had executed the same page.

[remainder of page intentionally blank]

IN WITNESS WHEREOF, this Second Amendment is executed by the AUTHORITY, by and through the Chair of its Board of Directors, and by CONSULTANT by and through its duly authorized officer(s).

APTIM Environmental & Infrastructure, LLC

By: 
Devin A. Moose, PE - Director of Solid Waste

By: _____

NAPA-VALLEJO WASTE MANAGEMENT
AUTHORITY, a joint powers agency

By _____
MARY LUROS, NVWMA Chair

<p>APPROVED AS TO FORM Office of County Counsel</p> <p>By: <u>Thomas C. Zeleny</u> Authority Counsel</p> <p>Date: <u>April 25, 2023</u></p>	<p>APPROVED BY THE AUTHORITY BOARD OF DIRECTORS</p> <p>Date: _____</p> <p>Processed By: _____</p> <p>Secretary of the Authority</p>	<p>ATTEST: MARIE NICHOLAS Secretary of the Authority</p> <p>By: _____</p>
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Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
SUITE 310
NAPA, CA 94559
www.countyofnapa.org
Main: (707) 253-4580

Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0658

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: FY 2023/2024 Proposed Budget Study Session

RECOMMENDATION

STUDY SESSION: Staff to present draft FY 23/24 budget for discussion.

1. Revenue Projections and Operations Budget; and
2. Operating and Capital Reserves; and
3. Capital Improvement Budget

EXECUTIVE SUMMARY

Per the Authority Bylaws, the Executive Director, in cooperation with the Auditor-Controller, presented the preliminary FY2023/2024 budget to the Board of Directors at their April 6, 2023 meeting. Staff will present an update to that Proposed Budget. It is anticipated that a Final Budget will be presented for adoption by the Board, with a noticed Public Hearing, at the June 8, 2023 meeting.

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact?	Yes
Is it currently budgeted?	No
Where is it budgeted?	This is the proposed operating budget for Fiscal Year 2023/2024
Is it Mandatory or Discretionary?	Discretionary
Discretionary Justification:	A budget must be adopted in order to expend funds to cover the Authority's obligations.
Is the general fund affected?	Yes
Future fiscal impact:	None. This is only for the upcoming fiscal year.
Consequences if not approved:	Expenditures cannot be made.

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14 California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.

BACKGROUND AND DISCUSSION

Per the Authority Bylaws, the Executive Director, in cooperation with the Auditor-Controller, presented the preliminary FY2023/2024 budget to the Board of Directors at the April 6, 2023 meeting. Staff will present an update to that Proposed Budget. It is anticipated that a Final Budget will be presented for adoption by the Board, with a noticed Public Hearing, at the June 8, 2023 meeting.

Napa Vallejo Waste Management Authority

FY 2023 - 2024 BUDGET

ADOPTED

3/30/2023

Tons/Year = 260,000

Budget / Estimated Tons per Year----->

Calendar Yr 2022 total was 270,000 tons

		250,000	270,000	260,000	260,000	260,000	260,000	260,000
		Adjusted 2021-22 Budget	2021-22 Est. Actuals	2022-23 DRAFT	2023-24 Estimated	2024-25 Estimated	2025-26 Estimated	2026-27 Estimated
Revenue								
1	45100 Interest Revenues	\$ 229,917	\$ 229,917	\$ 792,378	\$ 808,398	\$ 839,064	\$ 415,707	\$ 328,470
2	45200 Dividends/rebates	-	-	-	-	-	-	-
3	46135 Planning/engineering services	-	-	-	-	-	-	-
4	46260 Hauler Fees	18,983,242	20,189,092	20,546,358	20,839,625	22,090,003	23,415,403	24,820,327
5	47140 Recycling Revenues	-	-	-	-	-	-	-
6	47900 Miscellaneous Revenues	20,000	20,000	20,000	20,000	20,000	20,000	20,000
7	48100 Sale of Capital Assets	-	-	-	-	-	-	-
8	49100 Special Items	-	-	-	-	-	-	-
10	Total Revenue	\$ 19,233,160	\$ 20,439,009	\$ 21,358,736	\$ 21,668,023	\$ 22,949,067	\$ 23,851,109	\$ 25,168,796
Operating Expenditures								
11	Administration							
	51100 Salaries and Benefits	167,689	165,000	177,751	188,416	199,721	211,704	224,406
	51210 Director/Commissioner Pay	4,800	3,600	4,800	4,800	4,800	4,800	4,800
	52100 Administration Services	10,000	5,000	10,000	10,000	10,000	10,000	10,000
	52125 Accounting/Auditing Services	25,000	20,000	25,000	25,000	25,000	25,000	25,000
	52130 Information Technology Services	15,000	10,000	15,000	15,000	20,000	20,000	20,000
	52131 Communication Charges	1,200	1,200	1,200	1,200	1,200	1,200	1,200
	52132 ITS Records Management Services	2,000	1,000	2,000	3,000	3,200	3,400	3,500
	52140 Legal Services	75,000	50,000	75,000	79,500	84,270	89,326	94,686
	52490 Other Professional Services	25,000	25,000	25,000	25,000	25,000	25,000	25,000
	52605 Rents, Leases	3,600	3,600	3,600	3,600	3,600	3,600	3,600
	52705 Insurance - Premiums	160,000	155,000	180,000	190,800	202,248	214,383	227,246
	52825 Bank Charges	6,000	6,000	6,000	6,000	6,000	6,000	6,000
	52830 Publications/Legal Notices	2,500	2,500	2,500	2,500	2,500	2,500	2,500
	52900 Training/Conference Expenses	7,500	-	7,500	7,500	9,500	9,500	9,500
	52905 Business Travel/Mileage	500	250	500	500	500	500	500
	53100 Office Supplies	2,500	1,500	2,500	2,500	2,000	2,000	2,000
	53120 Memberships/Certifications	400	400	400	400	600	600	600
12	Administration Total	\$ 508,689	\$ 450,050	\$ 538,751	\$ 565,716	\$ 600,139	\$ 629,513	\$ 660,538
	Landfill Operation							
	51100 Salaries and Benefits	80,898	80,000	85,752	90,897	96,351	102,132	108,260
	52220 Medical/Laboratory Services	24,000	24,000	25,440	26,966	28,584	30,299	32,117
	52335 Security Services	1,400	1,400	1,484	1,573	1,667	1,767	1,874
	52381 Sewer Treatment Services	6,000	6,000	6,360	6,742	7,146	7,575	8,029
	52490 Other Professional Services	400,000	300,000	424,000	449,440	476,406	504,991	535,290
	52500 Maintenance - Equipment	60,000	30,000	63,600	67,416	71,461	75,749	80,294
	52525 Maintenance - Infrastructure/Land	25,000	30,000	26,500	35,000	37,100	39,326	41,686
	52600 Rents and Leases - Equipment	35,000	25,000	37,100	39,326	41,686	44,187	46,838
	52800 Communications/Telephone	1,500	1,500	1,590	1,685	1,787	1,894	2,007
	52840 Permits/License Fees	25,000	25,000	26,500	29,150	32,065	33,989	37,388
	53205 Utilities - Electric	8,000	8,000	8,480	8,989	9,528	10,100	10,706
	53220 Utilities - Water	2,600	2,600	2,756	2,921	3,097	3,282	3,479
	53250 Fuel	5,000	5,000	5,300	5,618	5,955	6,312	6,691
	53350 Maintenance Supplies	45,000	30,000	47,700	50,562	53,596	56,811	60,220
13	Landfill Operation Total	\$ 719,398	\$ 568,500	\$ 762,562	\$ 816,286	\$ 866,429	\$ 918,415	\$ 974,879
	Transfer Station Operation							
	52110 Central Collections	25,000	25,000	25,000	38,000	40,280	42,697	45,259
	52125 Accounting/Auditing Services	60,000	60,000	50,000	53,000	56,180	59,551	63,124
	52145 Engineering Services	60,000	30,000	50,000	53,000	56,180	59,551	63,124
	52490 Other Professional Services(NROWS)	8,227,263	8,885,444	9,506,769	10,077,175	10,681,805	11,322,714	12,002,077
	52500 Maintenance - Equipment	50,000	25,000	50,000	53,000	56,180	59,551	63,124
	52525 Maintenance - Infrastructure/Land	50,000	25,000	50,000	53,000	56,180	59,551	63,124
	52840 Permits/License Fees	100,000	100,000	120,000	127,200	134,832	142,922	151,497
14	Transfer Station Total	\$ 8,572,263	\$ 9,150,444	\$ 9,851,769	\$ 10,454,375	\$ 11,081,637	\$ 11,746,536	\$ 12,451,328
	Disposal							
	52490 Other Professional Services (Potrero Hills)	6,414,615	6,825,325	6,754,600	7,159,876	7,589,468	8,044,836	8,527,527
15	Disposal Total	\$ 6,414,615	\$ 6,825,325	\$ 6,754,600	\$ 7,159,876	\$ 7,589,468	\$ 8,044,836	\$ 8,527,527
	Household Hazardous Waste							
	52335 Security Services	1,200	1,200	1,272	1,348	1,429	1,515	1,606
	52490 Other Professional Services	538,125	500,000	625,000	706,250	748,625	793,543	841,155
	52525 Maintenance - Infrastructure/Land	6,000	5,000	6,000	6,360	6,742	7,146	7,575
	52800 Communications/Telephone	600	600	600	700	700	700	700
	52820 Printing & Binding	2,000	5,000	2,000	2,000	2,000	2,000	2,000
	52840 Permits/License Fees	2,000	2,000	2,000	2,200	2,420	2,662	2,928
	53120 Memberships/Certifications	2,000	2,000	2,000	2,000	2,000	2,000	2,000
	53205 Utilities - Electric	4,200	4,200	4,200	4,452	4,897	5,387	5,926
	53350 Maintenance Supplies	4,000	4,000	4,000	4,240	4,494	4,764	5,050
16	Household Hazardous Waste Total	\$ 560,125	\$ 524,000	\$ 647,072	\$ 729,550	\$ 773,307	\$ 819,717	\$ 868,940
17	Total Operating Expenditures	\$ 16,775,090	\$ 17,518,319	\$ 18,554,753	\$ 19,725,802	\$ 20,910,981	\$ 22,159,016	\$ 23,483,211
18	Net From Operations	\$ 2,458,069	\$ 2,920,690	\$ 2,803,983	\$ 1,942,220	\$ 2,038,086	\$ 1,692,093	\$ 1,685,586

19 Capital Expenditures

	ACSL Leachate Line Improvements								
	52145 Engineering Services	50,000	\$ 30,000	\$ 20,000	20,000				
	52360 Construction Serview	200,000	\$ -	\$ 200,000	200,000				
21	ACSL Leachate Line Improvements	\$ 250,000	\$ 30,000	\$ 220,000	\$ 220,000	\$ -	\$ -	\$ -	
	DRTS C&D Building - 17810								
	52360 Construction Services	200,000	25,000	2,000,000	500,000	1,450,000	400,000		
	52145 Engineering Services	50,000	-	50,000		14,500,000	4,000,000		
22	DRTS C&D Bldg - 17810	\$ 250,000	\$ 25,000	\$ 2,050,000	\$ 500,000	\$ 15,950,000	\$ 4,400,000	\$ -	
	DRTS Tipping Floor Repairs								
	52490 Professional Services	75,000	\$ 31,110	-					
	55550 Capital Improvements	650,000	\$ 631,262	-					
23	DRTS Tipping Floor Repairs	\$ 725,000	\$ 662,372	\$ -	\$ -	\$ -	\$ -	\$ -	
	Future Projects								
	52490 Professional Services			-	50,000	50,000	50,000	50,000	
	55550 Capital Improvements			-	150,000	150,000	150,000	150,000	
24	Future Projects			\$ -	\$ 200,000	\$ 200,000	\$ 200,000	\$ 200,000	
Total Capital Expenditures		\$ 1,225,000	\$ 717,372	\$ 2,270,000	\$ 920,000	\$ 16,150,000	\$ 4,600,000	\$ 200,000	
25	Total Expenditures	\$ 18,000,090	\$ 18,235,691	\$ 20,824,753	\$ 20,645,802	\$ 37,060,981	\$ 26,759,016	\$ 23,683,211	
26	Net Surplus (Deficit)	\$ 1,233,069	\$ 2,203,318	\$ 533,983	\$ 1,022,220	\$ (14,111,914)	\$ (2,907,907)	\$ 1,485,586	
27	Total Cash Balance (accrual basis)	\$ 21,118,117	\$ 26,412,604	\$ 26,946,588	\$ 27,968,808	\$ 13,856,894	\$ 10,948,988	\$ 12,434,574	
28	Allocation to Reserves								
29	Operating Reserve								
	Minimum per Policy	\$ 2,795,848	\$ 2,919,720	\$ 3,092,459	\$ 3,287,634	\$ 3,485,163	\$ 3,693,169	\$ 3,913,868	
	Maximum per Policy	4,193,773	4,379,580	4,638,688	4,931,451	5,227,745	5,539,754	5,870,803	
	Recommended Allocation	2,795,848	2,919,720	4,638,688	3,287,634	3,485,163	3,693,169	3,913,868	
30	Capital Reserve								
	Minimum per Policy	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	\$ 1,000,000	
	Maximum per Policy	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000	20,000,000	
	Recommended Allocation	18,322,269	23,492,885	22,307,899	24,681,174	10,371,731	7,255,818	8,520,705	



Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
SUITE 310
NAPA, CA 94559
www.countyofnapa.org
Main: (707) 253-4580

Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0659

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Executive Director's Report

RECOMMENDATION

Executive Director to report on Authority related activities.

EXECUTIVE SUMMARY

The Executive Director will report on recent activities relating to the Authority.

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14 California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.

BACKGROUND AND DISCUSSION

The Executive Director will report on recent activities concerning the Authority.



Napa-Vallejo Waste
Management Authority
Board Agenda Letter

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Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0673

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Revised 2023 NVWMA Meeting Calendar

RECOMMENDATION

Approve the revised 2023 NVWMA meeting calendar, changing the regular meeting schedule to the second Thursdays of every month (with one exception) at 10:00 a.m., pursuant to the Board's direction at the meeting of April 6, 2023.

EXECUTIVE SUMMARY

At the regular meeting of April 6, 2023, the Board amended the Authority bylaws to change its regular meetings to the second Thursdays of each month at 10:00 a.m. This was done to avoid scheduling conflicts with the State Route 37 Policy Committee meetings, which some Directors attend. This proposed action will revise the balance of the 2023 NVWMA meeting calendar to reflect the new regular meeting schedule, with one exception. Staff recommends the November meeting be held on the third Thursday of November to avoid meeting during the week of Veteran's Day.

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact?	No
Is it Mandatory or Discretionary?	Discretionary
Discretionary Justification:	To avoid scheduling conflicts with the SR 37 Policy Committee meetings.
Is the general fund affected?	No
Consequences if not approved:	Some Directors may not be able to attend Authority meetings when they conflict with SR 37 Policy Committee meetings.

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project under the California Environmental Quality Act (CEQA) pursuant to CEQA Guidelines Section 15378(b)(5), as an organizational or administrative activity that will not result in direct or indirect physical changes in the environment, and therefore CEQA is not applicable.

BACKGROUND AND DISCUSSION

At the regular meeting of April 6, 2023, the Board amended the Authority bylaws to change its regular meetings to the second Thursdays of each month at 10:00 am. This was done to avoid scheduling conflicts with the State Route 37 Policy Committee meetings, which some Directors attend. This proposed action will revise the balance of the 2023 NVWMA meeting calendar to reflect the new regular meeting schedule, with one exception.

The Authority bylaws indicate that regular meetings be held on the second Thursday of each month, unless otherwise specified by the Board. The practice of the Board has been to postpone a regular meeting by one week if the meeting would occur during the same week as a holiday. In years past, regular meetings were postponed to avoid meeting during the weeks of New Year's Day, the July 4 (Independence Day) holiday, and Labor Day. Staff recommends the November meeting be held on the third Thursday of November instead of the second Thursday, to avoid meeting during the week of Veteran's Day. The proposed regular meeting calendar for the rest of the year reflects this change, as authorized by the bylaws.



NAPA-VALLEJO WASTE
MANAGEMENT AUTHORITY

2023 BOARD OF DIRECTORS REGULAR MEETING CALENDAR (Revised beginning with May 2023)

Location:

City of American Canyon
4381 Broadway Street, Suite 201
American Canyon, CA 94503

Time: 1st Thursday of each month at 9:00 a.m. unless otherwise noted.

Dates: Thursday, January 12, 2023
Thursday, February 2, 2023
Thursday, March 2, 2023
Thursday, April 6, 2023
Thursday, May 4, 2023 (canceled)

Time: 2nd Thursday of each month at 10:00 a.m. unless otherwise noted.

Dates: Thursday, May 11, 2023 (special meeting)
Thursday, June 8, 2023
Thursday, July 13, 2023
Thursday, August 10, 2023
Thursday, September 14, 2023
Thursday, October 12, 2023
Thursday, November 16, 2023*
Thursday, December 14, 2023
Thursday, January 11, 2024

* 3rd Thursday of November, to avoid the week of Veteran's Day (November 11).



Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
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NAPA, CA 94559
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Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0660

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Future Agenda Items

RECOMMENDATION

Discussion of any items Board members may wish to have addressed at a future meeting date.

EXECUTIVE SUMMARY

Discussion of any items Board members wish to have addressed at a future meeting date.

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed activity is not a project under the California Environmental Quality Act (CEQA) pursuant to CEQA Guidelines Section 15378(b)(5), as an organizational or administrative activity that will not result in direct or indirect physical changes in the environment, and therefore CEQA is not applicable.



Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
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Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0662

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Reports from Jurisdictions

RECOMMENDATION

Reports of current information relevant to the Authority by the member jurisdictions:

EXECUTIVE SUMMARY

- i. Vallejo: Robert McConnell
- ii. Napa City: Mary Luros
- iii. Napa County: Alfredo Pedroza
- iv. American Canyon: Leon Garcia

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14 California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.



Napa-Vallejo Waste
Management Authority
Board Agenda Letter

1195 THIRD STREET
SUITE 310
NAPA, CA 94559
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Main: (707) 253-4580

Napa-Vallejo Waste Management Authority **Agenda Date:** 5/11/2023

File ID #: 23-0808

TO: Napa-Vallejo Waste Management Authority Board of Directors
FROM: Chris Celsi, Executive Director
REPORT BY: Chris Celsi, Executive Director
SUBJECT: Closed Session

RECOMMENDATION

CONFERENCE WITH REAL PROPERTY NEGOTIATOR (Government Code Section 54956.8) Property:
That portion of APN 057-090-060 located on the westerly side of Devlin Road between

Napa Recycling and Waste Services to the north and Devlin Road Transfer Station to the South

Agency Negotiator: Chris Celsi, Executive Director, NVWMA

Negotiating Parties: NVWMA and City of Napa

Under Negotiation: [X] Price [X] Terms of Payment

FISCAL & STRATEGIC PLAN IMPACT

Is there a Fiscal Impact? No

ENVIRONMENTAL IMPACT

ENVIRONMENTAL DETERMINATION: The proposed action is not a project as defined by 14
California Code of Regulations 15378 (State CEQA Guidelines) and therefore CEQA is not applicable.