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MEMORANDUM

DATE: August 29, 2017
TO: MGSA Board of Directors
FROM: Michael S. Frank, Executive Officer
SUBJECT: Executive Officer Workload, Hours, and Compensation

Previous Board Action

The Board met in closed session on this topic July 13, 2017. The Board came out of closed session and directed the Executive Office to schedule a Special Meeting of the Board for a time when all Board members would be in attendance.

Background

The Joint Powers Agreement creating the Marin General Services Authority establishes an Executive Officer who is responsible for the administration of the Authority. The position is contract in nature and as such does not have health, retirement, or other benefits like sick, vacation, or administrative leave. In addition, most office equipment and supplies (e.g. computer and software) are the responsibility of the contractor.

Going back to 2007, the position's contract amount was set as one half the mean of the city/town managers' salaries (not including any bonuses or any other health or retirement benefits or payouts) with a benefit factor. The contract was assumed to be less than half time in nature. This exercise was last conducted in May 2012.

In February 2016, MGSA entered into a contract for Executive Officer services with the current Executive Officer, Michael S. Frank assuming similar work effort.

Discussion

Although not explicitly outlined in the contract, the expectation of those involved in negotiations believed that the hours required to fulfil the contract would be less than half time. This assumption has not turned out to be the case. The primary reasons for the increase in hours are the following:

- Assumption of the management of the Animal Care and Control Contract from the County (comes with annual \$20,000 payment)
- Telecommunications equipment on streetlights agreements with providers (comes with \$45,000 one-time and ongoing rent revenue)
- Significantly more active MCEP (Marin Climate and Energy Partnership) program with numerous grants and activities
- Need for organizational systems, program documentation, and risk management issues

A blank contract amendment and resolution are included in the packet in the event the Board chooses to make any contract changes.

Attachment

1. Amendment No. 1 to Agreement for Professional Services Between MGSA and Michael S. Frank
2. Resolution 2017 – 12 titled, “Amendment No. 1 to the Professional Services Agreement Between MGSA and Michael S. Frank for Executive Officer Services.”



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MARIN GENERAL SERVICES AUTHORITY

**AMENDMENT NO. 1 TO AGREEMENT FOR PROFESSIONAL SERVICES
BETWEEN MGSA AND MICHAEL S. FRANK**

This document constitutes Amendment No. 1 entered into as of the 29th day of August, 2017, to the Professional Services Agreement entered into as of the 8th day of February, 2016, by and between the Marin General Services Authority hereinafter called "MGSA" and Michael S. Frank.

RECITALS

This Amendment is entered into with reference to the following facts and circumstances:

A. MGSA desires to amend the provisions of the Professional Services Agreement to increase the monthly rate provided for Executive Officer services commencing on the month of contract signature. The monthly rate for the Executive Officer will increase to \$_____/month.

B. Michael S. Frank is desirous of these changes as well.

C. All other terms and conditions of the Agreement shall remain in force and effect.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed on the date first above written by their respective officers duly authorized in that behalf.

DATED: _____

DATED: _____

MARIN GENERAL SERVICES AUTHORITY

MICHAEL S. FRANK

President, MGSA Board

Executive Officer Michael S. Frank



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**MARIN GENERAL SERVICES AUTHORITY
AMENDMENT NO. 1 TO THE PROFESSIONAL SERVICES AGREEMENT
BETWEEN MGSA AND MICHAEL S. FRANK FOR EXECUTIVE OFFICER SERVICES
RESOLUTION 2017 - 12**

WHEREAS, MGSA and Michael S. Frank entered into a Professional Services Agreement on February 8, 2016;

WHEREAS, said agreement provides for professional services as the Executive Officer for the MGSA; and

WHEREAS, the MGSA and Michael S. Frank wish to amend said agreement,

NOW THEREFORE, BE IT RESOLVED, that the MGSA Board of Directors authorizes the President of the MGSA to execute Amendment No. 1 amending the monthly contract rate to \$_____.

Adopted this 28th day of August 2017.

Ayes:

Noes:

Absent:

Sean Condry, MGSA Board Chair

Attested By:

Michael S. Frank, Executive Officer