

**KINNELOA IRRIGATION DISTRICT**  
**Special Meeting – Board of Directors**  
**1999 Kinclair Drive, Pasadena, CA 91107**  
**Tuesday, April 3, 2018**  
**2:30 P.M.**

**AGENDA**

**1. CALL TO ORDER – 2:30 P.M.**

- a. Declaration of a quorum
- b. Review of agenda

**2. PUBLIC COMMENT – Comments from the Public regarding items on the Agenda or other items within the jurisdiction of the District**

In compliance with the Brown Act, the Board cannot discuss or act on items not on the Agenda. However, Board Members or District Staff may acknowledge Public comments, briefly respond to statements or questions posed by the Public, ask a question for clarification, or request Staff to place item on a future Agenda (Government Code section §54954.2)

**3. RESOLUTION 2018-04-03 CSDA COMMERCIAL CARD PROGRAM WITH UMPQUA BANK –**

Review, discuss and approve Resolution 2018-04-03 authorizing the General Manger to complete the application to participate with Umpqua Bank in the CSDA Commercial Card Program.

**4. CLOSED SESSION – PUBLIC EMPLOYEE PERFORMANCE EVALUATION – Government Code**

**§54957(b)(1):** Titles: General Manager, Senior Facilities Operator, Facilities Operator, Facilities Maintenance Worker, Office Manager, Administrative Assistant, Secretary to the Board

**5. OPEN SESSION – REPORT ON CLOSED SESSION**

**6. DIRECTOR REPORTS AND/OR COMMENTS – In accordance with Government Code §54954.2**

Directors may make brief announcements or brief reports on their own activities. Directors may ask a question for clarification, provide a reference to staff or other resources for factual information, request staff to report back to the Directors at a subsequent meeting, or take action to direct staff to place a matter of business on a future agenda.

**7. CALENDAR – April 17, 2018  
May 15, 2018**

June 19, 2018  
July 17, 2018

**8. ADJOURNMENT**

In compliance with the Americans with Disabilities Act, if you are a disabled person and need a disability-related modification or accommodation to participate in this meeting, please contact the District office 48 hours prior to the meeting at 626-797-6295.

Each item on the agenda, no matter how described, shall be deemed to include any appropriate motion, whether to adopt a minute motion, resolution, payment of any bill, approval of any matter or action, or any other action. Material related to an item on this agenda submitted after distribution of the agenda packet is available for public review at the District office or online at the District's website [www.KinneloalrrigationDistrict.info](http://www.KinneloalrrigationDistrict.info).



# Memo

Date: March 22, 2018

To: Board of Directors

From: Mel Matthews

Subject: CSDA Commercial Card Program

Recommended Action: Approve resolution authorizing General Manager to apply for the program

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## **Background**

In 2014 California Special Districts Association (CSDA) introduced a purchasing card program to its members. The program, managed by Bank of the West, provides rebates to the participating districts and a rebate to CSDA as a source of non-dues revenue. The Kinneloa Irrigation District terminated its card program with Bank of America to participate in this new program. The purchasing card is used for online purchases, some vendor payments and local retail merchants. This year the KID received a rebate of \$245 which was used to offset our bank service charge expense.

In August 2017, Bank of the West notified CSDA that they would be discontinuing the program in 2018. CSDA started negotiations with other banks for a replacement commercial card program and selected Umpqua Bank as the new provider in March 2018.

## **Summary and Recommendation**

Since there is no automatic transfer of the commercial card program to the new bank, it is necessary for the District to apply for the new program with Umpqua Bank and receive the new cards prior to the termination of the program with Bank of West on April 30, 2018. In order to have the new card program in place prior to the cut-off of the existing cards, it is necessary for the Board to adopt the accompanying resolution to authorize the General Manager to complete the application.

**RESOLUTION 2018-04-03**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE KINNELOA IRRIGATION DISTRICT AUTHORIZING PARTICIPATION IN THE CALIFORNIA SPECIAL DISTRICTS ASSOCIATION (CSDA) COMMERCIAL CARD PROGRAM WITH UMPQUA BANK**

**WHEREAS**, Credit cards and purchasing cards are mechanisms for purchasing goods and services for the convenience of the District; and

**WHEREAS**, the California Special Districts Association (CSDA) has negotiated with Umpqua Bank to provide a Commercial Card Program for vendor payments and other purchasing transactions; and

**WHEREAS**, the CSDA District Commercial Card Program (Program) is available to members of the CSDA and the Kinneloa Irrigation District is a member of the CSDA; and

**WHEREAS**, the District has policies and procedures regarding the use of credit cards.

**NOW THEREFORE, IT IS RESOLVED** that the Board of Directors of the Kinneloa Irrigation District directs the following actions:

- Authorize participation with Umpqua Bank in the CSDA Commercial Card Program;
- Authorize the application to the Program for credit cards or purchasing cards;
- Authorize the General Manager to negotiate and execute any necessary agreements.

**PASSED, APPROVED AND ADOPTED THIS THIRD DAY OF APRIL 2014.**

SIGNED: \_\_\_\_\_  
Frank Griffith, Chair

ATTEST: \_\_\_\_\_  
Timothy Eldridge, Secretary

# COMMERCIAL CARD CORPORATE BORROWING RESOLUTION

## CORPORATE RESOLUTION

I, the undersigned, hereby certify to Umpqua Bank ("Bank") that I am Secretary of Kinneloa Irrigation District ("Corporation"), located in Pasadena, California, and that I have been duly elected and am presently serving in that capacity. I further certify that the following resolutions have been duly adopted by the Board of Directors, or other governing body, of the Corporation and such resolutions are in full force and effect as of the date hereof and have not been revoked or rescinded as of this date: April 3, 2018.

1. The Umpqua Bank Commercial Card Agreement ("Agreement") is approved.
2. The official(s) designated below ("Authorized Official(s)") is/are duly elected and holding the office shown, authorized to borrow money on behalf and in the name of the Corporation, execute any notes, drafts, agreements and other documents and instruments, pledge and encumber property of the Corporation (including, without limitation, bank accounts), and name the individuals at the Corporation who shall be authorized to instruct Umpqua Bank to issue credit cards to one or more employees of the Corporation, and the signatures below are the genuine signatures of such persons.

AUTHORIZED OFFICIALS(S):

Melvin L Matthews	General Manager	
Printed name	Title	Signature
Frank Griffith	Chairman	
Printed name	Title	Signature
Gerrie Kilburn	Director	
Printed name	Title	Signature
Printed name	Title	Signature

3. The resolutions shall continue to be in full force and effect until express written notice of their rescission, modification or termination has been received by the Bank. Any and all prior resolutions received and certified by the Bank shall continue to have full force and effect until the Bank receives such written notice. Any rescission, modification or termination of a resolution must be accompanied by written notification to the Bank. Umpqua Bank shall be fully protected on relying on this certification and shall be indemnified and saved harmless in any claims, demands, expenses, loss or damage resulting from or growing out of honoring the signature of any officer or employee so certified.

IN WITNESS WHEREOF, I have subscribed my name to this document and affixed the seal of the Corporation on the [DAY] day of [MONTH], [YEAR].

Signature of Secretary

Timothy Eldridge  
Printed Name