**Article 3**

**Governing Board/Full Board**

* Powers/Responsibilities/Appointment
  + FLAGGED FOR ADDITIONAL DISCUSSION
    - Power to appoint an independent and/or internal auditor?
* Number of members
* Membership
  + Term
  + Alternates
* Meeting frequency
  + Minimum of Twice annually (able to meet more often)
  + Dates of meeting not specified in agreement
* Quorum:
  + Attendance: 50% +1
    - Virtual and in-person attendance
    - Minimum 1/3 of entire group physically present with remaining of majority virtually present for quorum
      * Virtual votes count to approve an action
  + Tonnage: FLAGGED FOR ADDITIONAL DISCUSSION
    - Starting with threshold as written (percentage ##)
* Auditor

**Executive Board**

* Powers/Responsibilities
* Appointment
  + Appointed by category
    - (like SWWG)
    - (Not by full governing board)
* Number of members
  + 11 members (10 muni + 1 county)
  + No Alternates
* Membership
  + Represented by size as written- Rotating Basis for any additional cities not divisible by 3, ex. small medium large
  + Term
    - Staggered terms
    - 2-years as written
      * Start 3-year, 2-year
    - Late joiners wait until relevant term ends
      * FLAGGED FOR ADDITIONAL DISCUSSION
* Meeting frequency
  + 4x times annually (able to meet more often)
  + Able to meet virtually
* Quorum
  + 6 members
  + Hybrid virtual/physically present
* Absences
  + 2 unexcused/uncommunicated absences reported to their government or removed?
* Replacement of members
  + FLAGGED FOR ADDITIONAL DISCUSSION
    - Re: alternates or successors if a member leaves elected office

**TAC**

* Powers/Responsibilities
* Appointment
  + By Full Governing Board
* Membership
  + Knowledgeable of solid waste and recycling industry
  + Includes alternates
  + Appointees’ designees with specific knowledge as well?
    - FLAGGED FOR ADDITIONAL DISCUSSION
  + Industry not included in TAC voting membership
    - Public comment welcome
* Meeting frequency
  + 4x times annually (able to meet more often)
  + Able to meet virtually
* Absences
  + FLAGGED FOR ADDITIONAL DISCUSSION
  + 2 unexcused/uncommunicated absences reported to their government or removed?
  + Look to County boards for a standard for excused absences?
  + Count attendance by proxy, designee?
* Quorum
  + Hybrid virtually/physically present
* Chair/Vice Chair
  + As written

**Advisory Board(s)/Citizens’ Advisory Committee (For Dependent District)**

* Powers/Responsibilities/Appointment
* Membership

**Jurisdictional Thresholds between Boards**

* + Executive Board
    - Day to Day Operations
    - Authorized to negotiate to be voted on by the Governing Board
  + Governing Board
    - Setting of rates
    - $1,000,000 purchasing threshold

Flagged for additional discussion (SWWG Legal Counsel):

Acquiring eminent domain authority

Additional duties and responsibilities of Exec and Governing Board

**Article 4: Facilities and Commitment of Waste Stream**

4.2- add “separated stored recovered an recycled”

4.3 Change the dates

* B-1