**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