

## RESOLUTION NO. MA \_\_-21

### **Resolution Of The Board Of Directors Of The Management Of Emeryville Services Authority (MESA) Approving Amended Agreements Of Employment Between MESA And Michael Guina As City Attorney/General Counsel For The Period Of July 1, 2018, Through July 30, 2020; And From August 1, 2020, Through July 31, 2022; And Authorizing The Chair Of The Board Of Directors To Execute Said Agreements On Behalf Of The MESA**

**WHEREAS**, on January 20, 1998 the City of Emeryville and Emeryville Redevelopment Agency adopted a Joint Powers Agreement to create the Management of Emeryville Services Authority (“MESA”); and

**WHEREAS**, on June 2, 1998, the City of Emeryville and MESA entered into an Operating Agreement whereby certain non-public safety classifications of employees of the City of Emeryville, including that of City Attorney, were transferred to MESA and thereafter have been employees of MESA; and

**WHEREAS**, the MESA employees within the classifications delineated in Section 2 of the Operating Agreement, including that of City Attorney, provide certain management, administrative, special or general personnel services to the City; and

**WHEREAS**, the position of City Attorney of the City of Emeryville also fulfills duties as City Attorney for the City of Emeryville Successor Agency, General Counsel of the Emeryville Public Financing Authority, the Emeryville Community Development Commission, and the MESA; and

**WHEREAS**, section 4.F of the Operating Agreement between MESA and the City of Emeryville provides that the City shall “provide all hiring, disciplinary and general personnel administration for MESA and its employees”; and

**WHEREAS**, in 2016, the MESA and City Council adopted Resolution Nos. MA25-16 and 16-155, respectively, approving an Agreement of Employment with Michael Guina as City Attorney for the period July 1, 2016 – June 30, 2018; in 2018, the MESA and City Council adopted Resolution Nos. MA03-18 and 18-79, respectively, approving an Agreement of Employment with Michael Guina as the City Attorney for the period July 1, 2018 through July 30, 2020; in 2020, the MESA and City Council adopted Resolution Nos. MA01-20 and 20-69, respectively, approving an Agreement of Employment with Mr. Guina as City Attorney for the period August 1, 2020 through July 31, 2022; and

**WHEREAS**, each Agreement of Employment provided a base salary which would be increased during the term of the Agreement by cost of living and performance adjustments; however, the 2018-2020 and 2020-2022 Agreements did not accurately reflect the base salary as adjusted by prior cost of living and performance adjustments; and while payroll was processed for the correct amounts, there is a discrepancy between the payroll records of amounts actually paid, and the amounts specified in the Agreements; and

**WHEREAS**, the MESA and City Council wish to amend the 2018-2020 and 2020-2022 Agreements to accurately reflect the salary amounts due, in order to provide consistency with the payroll records of amounts actually paid; now, therefore, be it

**RESOLVED**, that the Board of Directors of the Management of Emeryville Services Authority hereby approves Amended Agreements of Employment between the Management of Emeryville Services Authority and Michael Guina as City Attorney / General Counsel for the period of July 1, 2018, through July 30, 2020, in the form attached hereto as Exhibit A; and for period of August 1, 2020, through July 31, 2022, in the form attached hereto as Exhibit B; and authorizes the Chair of the Board of Directors to execute said Amended Agreements of Employment on behalf of the Management of Emeryville Services Authority.

**ADOPTED**, by the Board of Directors of the Management of Emeryville Services Authority at a regular meeting held on Tuesday, April 20, 2021, by the following vote:

AYES: \_\_\_\_\_  
NOES: \_\_\_\_\_  
ABSTAIN: \_\_\_\_\_  
ABSENT: \_\_\_\_\_

\_\_\_\_\_  
CHAIR

ATTEST:

APPROVED AS TO FORM:



\_\_\_\_\_  
SECRETARY

\_\_\_\_\_  
LEGAL COUNSEL