

REGULAR MEMBERS

CHAIR
Donald P. Wagner
County Member

VICE CHAIR
Wendy Bucknum
City Member

IMMEDIATE PAST CHAIR
Douglass Davert
Special District Member

James Fisler
Special District Member

Derek J. McGregor
Public Member

Bruce Whitaker
City Member

VACANT
County Member

ALTERNATES

Kathryn Freshley
Special District Member

Carol Moore
City Member

Lou Penrose
Public Member

VACANT
County Member

STAFF

Carolyn Emery
Executive Officer

Scott Smith
General Counsel

MEETING DATE: October 9, 2024

8a | Commission
Discussion

TO: Local Agency Formation Commission
of Orange County

FROM: Commission Chair
General Counsel

SUBJECT: Adoption of a Resolution Approving the Fifth
Amendment to Memorandum of Agreement for the
Position of Executive Officer with Carolyn Emery

BACKGROUND

Carolyn Emery (“Emery”) has served as LAFCO Executive Officer since 2013. The Memorandum of Agreement employing Emery as Executive Officer has been amended from time to time. On July 11, 2018 the Commission and Emery entered into an Amended and Restated Memorandum of Agreement for the Position of LAFCO Executive Officer, followed by the First Amendment on June 12, 2019, Second Amendment on November 10, 2021, Third Amendment on January 11, 2023 and the current Fourth Amendment on December 13, 2023 (“Agreement”). Sections 4 and 5 of the Agreement provide that the salary provided the Executive Officer may be increased by Commission action.

DISCUSSION

Pursuant to the Agreement and LAFCO policy, on September 11, 2024 the Commission completed Emery’s annual performance evaluation and salary study. The Commission and Emery now desire to amend the Agreement in the form of a Fifth Amendment to Memorandum of Agreement to set 2024-25 compensation.

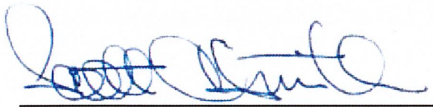
Government Code subsections 54956(b) and 54957.6(a) require that any final Commission action on executive compensation occur during the non-consent public portion of a regular meeting. The attached Resolution provides final approval of the Fifth Amendment to Memorandum of Agreement presented by the Commission's labor negotiator (its Chair) and accepted by Emery.

RECOMMENDED ACTION

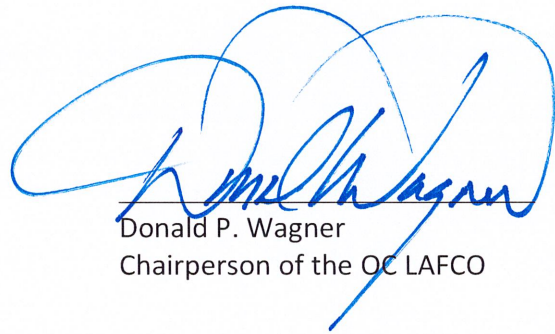
It is recommended that the Commission:

1. Adopt Resolution No. CP 24-06 approving the Fifth Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer for Carolyn Emery; and
2. Authorize Commission Chair Donald P. Wagner to execute and the Commission Clerk to attest to these documents.

Respectfully submitted,



SCOTT C. SMITH
OC LAFCO General Counsel



Donald P. Wagner
Chairperson of the OC LAFCO

Attachment 1: Form of Resolution No. CP 24-06

CP 24-06

RESOLUTION OF THE LOCAL AGENCY FORMATION COMMISSION OF
ORANGE COUNTY, CALIFORNIA APPROVING THE FIFTH AMENDMENT TO
MEMORANDUM OF AGREEMENT FOR THE POSITION OF LAFCO EXECUTIVE
OFFICER

October 9, 2024

On motion of Commissioner, duly seconded and carried, the following resolution was adopted:

WHEREAS, Carolyn Emery ("Emery") has served capably in the position of Executive Officer of the Orange County Local Agency Formation Commission ("Commission" or "LAFCO") since 2013; and

WHEREAS, the Commission and Emery have entered into a series of Memoranda of Agreement for the Position of LAFCO Executive Officer and amendments thereto over the years; and

WHEREAS, on September 11, 2024 the Commission completed its annual evaluation of Emery; and

WHEREAS, LAFCO and Emery have agreed to the compensation, duties, and other terms and conditions in the attached Fifth Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer, which shall apply to Emery's employment as Executive Officer, effective July 1, 2024; and

NOW, THEREFORE, the Commission DOES HEREBY RESOLVE, DETERMINE, AND ORDER that the Fifth Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer between LAFCO and Emery, attached to this Resolution as Exhibit "A" and incorporated herein by this reference is hereby approved.

Ayes:

Noes:

STATE OF CALIFORNIA)

) SS.

COUNTY OF ORANGE)

I, Donald P. Wagner, Chair of the Local Agency Formation Commission of Orange County, California, hereby certify that the above and foregoing resolution was duly and regularly adopted by said Commission at a regular meeting thereof, held on the 9th day of October 2024.

IN WITNESS WHEREOF, I have hereunto set my hand this 9th day of October 2024.

Donald P. Wagner
Chairperson of the Orange County Local
Agency Formation Commission

By: _____
DONALD P. WAGNER

ATTEST:

Cheryl Carter-Benjamin, Commission Clerk
Orange County LAFCO

EXHIBIT A

FIFTH AMENDMENT TO MEMORANDUM OF AGREEMENT FOR THE POSITION OF
LAFCO EXECUTIVE OFFICER

October 9, 2024

WHEREAS, Carolyn Emery (“Emery”) has been serving as Executive Officer and previously served as Interim Executive Officer and in other positions for Local Agency Formation Commission, County of Orange (“LAFCO”) for more than 20 years; and

WHEREAS, LAFCO and Emery entered into an Amended and Restated Memorandum of Agreement for the Position of LAFCO Executive Officer on July 1, 2018 in order to restate their prior agreements and to memorialize the terms of her employment as Executive Officer going forward (“Agreement”); and

WHEREAS, LAFCO and Emery entered into a First Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer on June 12, 2019 (“First Amendment”); and

WHEREAS, LAFCO and Emery entered into a Second Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer on November 10, 2021 (“Second Amendment”); and

WHEREAS, LAFCO and Emery entered into a Third Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer on January 11, 2023 (“Third Amendment”); and

WHEREAS, LAFCO and Emery entered into a Fourth Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer on December 13, 2023 (“Fourth Amendment”); and

WHEREAS, after having completed Emery’s 2024 annual performance evaluation, LAFCO and Emery have reached agreement on the terms for her continued appointment as Executive Officer, as provided herein; and

WHEREAS, LAFCO and Emery now desire to amend the Agreement to memorialize the terms for her continued employment by the Commission (“Fifth Amendment”).

NOW, THEREFORE, in consideration for the mutual covenants herein, it is agreed by and between the parties as follows:

1. **Salary.** Section 4 of the Agreement is hereby amended in its entirety to read as follows:

“As salary for services rendered by this appointment, Emery shall receive, effective July 1, 2024, \$239,828 per annum, paid biweekly, which shall be paid in the same manner and at the same times as County of Orange employees generally.”

2. **Remaining Provisions of Agreement.** Except as otherwise specifically set forth in this Fifth Amendment, the remaining provisions of the Agreement shall continue in full force and effect.

3. **Acknowledgment and Consent.** I, Carolyn Emery, acknowledge that I have read and fully understand the terms and conditions of this Fifth Amendment to Memorandum of Agreement for the Position of LAFCO Executive Officer, and I consent and agree to each and every term and condition contained herein.

Carolyn Emery

Donald P. Wagner, LAFCO Chair

Date

Date

Approved as to form:

Best Best & Krieger LLP, General
Counsel

Date