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BOARD OF DIRECTOR SPECIAL MEETING AGENDA

Wednesday, September 9, 2026
9:00 a.m.

Zoom
Meeting ID: 895 8257 9365
Passcode: 239475

All or portions of this meeting will be conducted by teleconferencing in accordance with Government Code Section 54953(b). Teleconference locations are as follows: Sedgwick, 1750 Creekside Oak Drive, Suite 200, Sacramento, CA 95833; City of American Canyon, 4381 Broadway St, Ste 201, American Canyon, CA 94503; Town of Atherton, 91 Ashfield Rd, Atherton, CA 94027; City of Benicia, 250 East L St, Benicia, CA 94510; City of Burlingame, 501 Primrose Rd, Burlingame, CA 94010; City of Campbell, 70 North First St, Campbell, CA 95008; Town of Colma, 1198 El Camino Real, Colma, CA 94014; City of Cupertino, 10300 Torre Ave, Cupertino, CA 95014; City of Dublin, 100 Civic Plaza, Dublin, CA 94568; City of East Palo Alto, 2415 University Ave, East Palo Alto, CA 94303; City of Foster City, 610 Foster City Blvd, Foster City, CA 94404; City of Half Moon Bay, 501 Main St, Half Moon Bay, CA 94022; Town of Hillsborough, 1600 Floribunda Ave, Hillsborough, CA 94010; Town of Los Altos Hills, 26379 Fremont Rd, Los Altos Hills, CA 94022; City of Millbrae, 621 Magnolia Ave, Millbrae, CA 94030; City of Milpitas, 455 East Calaveras Blvd, Milpitas, CA 95035; City of Morgan Hill, 17575 Peak Ave, Morgan Hill, CA 95037; City of Newark, 37101 Newark Blvd, Newark, CA 94560; City of Pacifica, 170 Santa Maria Ave, Pacifica, CA 94044; Town of Portola Valley, 765 Portola Rd, Portola Valley, CA 94028; Town of Ross, 31 Sir Frances Drake Blvd, Ross, CA 94957; City of San Bruno, 567 El Camino Real, San Bruno, CA 94066; City of Saratoga, 13777 Fruitvale Ave, Saratoga, CA 95070; City of South San Francisco, 400 Grand Ave, South San Francisco, CA 94080; City of Suisun City, 701 Civic Center Blvd, Suisun City, CA 94585; and Town of Woodside, 2955 Woodside Rd, Woodside, CA 94062.

Each location is accessible to the public, and members of the public may address the Board of Directors from any teleconference location.

In compliance with the Americans with Disabilities Act, if you need a disability-related modification or accommodation to participate in this meeting, please contact Kassandra Batista at kassandra.batista@sedgwick.com (916) 244-1103. Requests must be made as early as possible, and at least one full business day before the start of the meeting. Documents and materials relating to an open session agenda item that are provided to the Pooled Liability Assurance Network Joint Powers Authority (PLAN JPA) Board of Directors less than 72 hours prior to a regular meeting will be available for public inspection at 1750 Creekside Oaks Dr., Suite 200, Sacramento, CA 95833.

Page **1. CALL TO ORDER**

2. INTRODUCTIONS/ROLL CALL

3. APPROVAL OF AGENDA AS POSTED (OR AMENDED)

4. PUBLIC COMMENTS - The Public may submit any questions in advance of the meeting by contacting Kassandra Batista at: kassandra.batista@sedgwick.com. This time is reserved for members of the public to address the Board relative to matters of the Board of Directors not on the agenda. No action may be taken on non-agenda items unless authorized by law. Comments will be limited to five minutes per person and twenty minutes in total.

5. ADMINISTRATIVE MATTERS

4 A. Appointment of Additional Finance Committee Members

Recommendation: Staff recommends the Board of Directors elect no fewer than one (1) and no more than three (3) additional members to serve on the Finance Committee, consistent with the authority granted to the Board under PLAN's Bylaws governing committee creation, composition, and appointments.

6 B. Appointment of Two Successive Members to the Executive Committee

Recommendation : Staff recommends the Board of Directors appoint two (2) members to serve as At-Large representatives on the Executive Committee, filling the currently vacant positions and restoring the committee to its full membership as prescribed by the PLAN JPA Bylaws, with service to commence immediately and continue in accordance with the terms established in the Bylaws.

8 C. Expansion of Captive Board of Membership and Revision of Appointment Criteria

Recommendation: Staff recommends the Board of Directors rescind the previous directive appearing to limit Captive Board participation exclusively to Finance Committee members and adopt revised eligibility requirements allowing appointments from among Finance Committee members, Executive Committee leadership representatives, and one At-Large member.

10 *D. Approval of Long-Term Addendum to Risk Control Services Agreement for PLAN-WORKS

Recommendation: Staff makes no recommendation due to a financial interest in the outcome.

The action to consider by the Board of Directors is approval of the attached Addendum One to the Loss Control Services Agreement, effective July 1, 2026, through June 30, 2028.

* Reference materials attached with staff report.

7. CLOSING COMMENTS

This time is reserved for comments by Board members and/or staff and to identify matters for future Board business.

A. Board of Directors

B. Staff

8. ADJOURNMENT

* Reference materials attached with staff report.

Agenda Item 5. A.

ADMINISTRATIVE MATTERS

SUBJECT: Appointment of Additional Finance Committee Members

BACKGROUND AND HISTORY:

The Finance Committee plays an important role in supporting the Board of Directors' oversight of PLAN JPA(PLAN)'s financial affairs. The Committee reviews financial reports, budget assumptions, fiscal planning, and other financial matters as directed by the Board.

The committee currently meets approximately three (3) regularly scheduled times per year, with occasional special meetings convened as necessary. Special meetings are infrequent and generally occur only when time-sensitive financial matters require committee review between scheduled meetings.

As of August 2026, the representing board member from the Town of Los Altos Hills left his employment with the agency and therefore can no longer participate in the governance of PLAN. Current governance does not allow for participation on the committee without being appointed by the Board of Directors. The following is a list of current members of the Finance Committee:

- Juan Gomez (Chair/Treasurer) – American Canyon
- Nathan Bassett – Colma
- Helen Yu-Scott – Burlingame
- Michael Woo – Cupertino
- *At Large – VACANT*

Pursuant to Article VIII of the Bylaws relating to committees, the Board is authorized to establish committees and appoint committee members.

Further, pursuant to Article VIII, No. 1, concerning committee membership, committee positions may be filled by:

- Directors of the Board; and/or
- Alternate Directors

The proposed appointments are consistent with these provisions and will help ensure adequate participation, succession planning, and continuity in the committee's work.

Expanding committee membership by at least one (1) and up to three (3) individuals will:

- Increase participation and engagement in the PLAN's financial oversight activities.
- Provide additional expertise and perspectives during budget and financial reviews.
- Improve flexibility in achieving meeting attendance and quorum requirements.
- Develop future committee and board leadership capacity.
- Enhance continuity of operations during director transitions.

By contrast, the make-up of PLAN's other committees is as follows:

- ➢ Executive Committee: Nine (9)
- ➢ Loss Control Committee: Six (6)
- ➢ PLAN-WORKS: Four (4) *limited by number of participating agencies

RECOMMENDATION:

Staff recommends the Board of Directors elect no fewer than one (1) and no more than three (3) additional members to serve on the Finance Committee, consistent with the authority granted to the Board under PLAN's Bylaws governing committee creation, composition, and appointments.

REFERENCE MATERIALS ATTACHED:

None.

ADMINISTRATIVE MATTERS

SUBJECT: Appointment of Two Successive Members to the Executive Committee

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BACKGROUND AND HISTORY:

The Executive Committee serves as the leadership body of the Board of Directors and provides guidance on strategic, governance, operational, and organizational matters between meetings of the full Board. The Committee also serves as a resource to staff and assists in advancing Board priorities and organizational objectives.

Pursuant to the PLAN JPA Bylaws, the Executive Committee is composed of nine (9) members and includes:

- Board President
- Board Vice President
- Board Treasurer
- Finance Committee Chair
- Loss Control Committee Chair
- PLANWORKS Committee Chair
- Three (3) At-Large Members appointed by the Board of Directors

In the case of the Finance Committee Chair, Juan Gomez, who also serves on the Executive Committee as the Board Treasurer, there is an additional opportunity for one more At-Large member to join the Executive Committee.

The At-Large positions provide an opportunity for broader representation from the membership and help ensure that the Executive Committee benefits from diverse perspectives and experiences in carrying out its leadership responsibilities.

At present, two (2) of the four (4) At-Large positions on the Executive Committee are vacant, resulting in the committee operating below its full authorized membership. While the Committee continues to conduct its business effectively, filling these vacancies will ensure alignment with the governance established by the Bylaws and strengthen the committee's ability to carry out its leadership responsibilities.

The following is a list of current members of the Executive Committee:

- President – Rebecca Mendenhall – San Carlos
- Vice-President – Yulia Carter – Pacifica
- Finance Chair/Treasurer – Juan Gomez – American Canyon
- Risk Management Chair – George Rodericks – Atherton
- PLAN WORKS Chair – Mandy Brown – Hillsborough
- At Large – Christina Penland – Suisun City
- At Large – Michael Guina – Burlingame
- *At Large – VACANT*
- *At Large – VACANT*

Appointing qualified members to these positions will restore the Executive Committee to its full complement of nine (9) members and support succession planning, member engagement, and continuity of leadership within PLAN JPA.

The Executive Committee plays a critical role in providing organizational leadership and assisting the Board in addressing matters that may arise between regularly scheduled Board meetings. Maintaining full membership ensures adequate representation from the membership and promotes effective governance.

By filling the two (2) vacant At-Large positions, the Board will:

- Maintain compliance with the Executive Committee structure established in the Bylaws.
- Strengthen leadership capacity within PLAN JPA.
- Enhance member participation and engagement in governance activities.
- Improve succession planning and leadership development.
- Ensure broader representation of member agencies in Executive Committee discussions and decision-making.

RECOMMENDATION:

Staff recommends the Board of Directors appoint two (2) members to serve as At-Large representatives on the Executive Committee, filling the currently vacant positions and restoring the committee to its full membership as prescribed by the PLAN JPA Bylaws, with service to commence immediately and continue in accordance with the terms established in the Bylaws.

REFERENCE MATERIALS ATTACHED:

None.

ADMINISTRATIVE MATTERS

SUBJECT: Expansion of Captive Board Membership and Revision of Appointment Criteria

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BACKGROUND AND HISTORY:

At its June 26, 2025, meeting, the PLAN JPA Board of Directors directed staff to initiate the formation of a captive insurance company (Captive) to enhance investment flexibility, potentially increase returns, and support the organization's long-term funding strategies. Following additional analysis by Board Counsel and subject matter experts, the Executive Committee reaffirmed its support for captive formation at its October 27, 2025, meeting. Based on recommendations from PLAN's actuarial team, the Captive is anticipated to commence operations on October 1, 2026.

As part of the Captive formation process, the Board recognized the importance of establishing a strong governance framework to provide oversight, accountability, and alignment with PLAN JPA's financial and strategic objectives. The Board further determined that the Captive Board should be composed of current PLAN JPA Board members to ensure continuity of governance, fiduciary accountability, and alignment with the interests of member agencies.

The Board's original action contemplated that members of the PLAN JPA Finance Committee would also serve on the Captive Board. This recommendation was based on the Finance Committee's expertise in financial oversight and the desire to align the Captive's investment and funding strategies with the broader financial policies of PLAN JPA.

Since the original authorization, circumstances have changed. Membership turnover and varying levels of capacity in Captive governance have reduced the available pool of participating members. While the original approach successfully established the governance framework necessary to launch the Captive, it also appeared to unnecessarily limit participation exclusively to Finance Committee members.

Current Finance Committee members participating on the Captive Board of Directors:

- Juan Gomez – American Canyon
- Nathan Bassett – Colma
- Michael Woo – Cupertino

As the Captive becomes operational, the need for diverse perspectives and broader leadership participation becomes increasingly important. Captive oversight extends beyond financial review and includes strategic planning, risk management, organizational governance, regulatory compliance, long-term capital planning, and alignment with member agency objectives.

Expanding and affirming eligibility to serve on the Captive Board by including Executive Committee leadership positions and one At-Large member would create a more well-rounded governing body while maintaining direct accountability to the PLAN JPA Board. This approach would preserve the valuable financial expertise provided by Finance Committee members while adding perspectives from individuals who routinely address governance, strategic, operational, and organizational issues on behalf of the Association.

A broader membership base offers several significant benefits:

- Increases the number of qualified candidates available for service.
- Improves succession planning and leadership continuity.
- Provides greater depth of governance experience and institutional knowledge.
- Expands representation of member agency perspectives.
- Strengthens strategic discussions through diverse professional backgrounds and experiences.
- Reduces dependency on a limited number of individuals for specialized oversight responsibilities.

Captive insurance companies are long-term strategic vehicles, and their success is enhanced by governance structures that incorporate varied perspectives while maintaining strong financial oversight. A balanced membership structure can improve decision-making by ensuring that financial, operational, risk management, and governance considerations are considered collectively when evaluating Captive opportunities and challenges.

With the exception of the Captive's attorney located in the State of Utah, all other Captive Board members shall continue to be current representatives serving on the PLAN JPA Board of Directors.

RECOMMENDATION:

Staff recommends the Board of Directors rescind the previous directive appearing to limit Captive Board participation exclusively to Finance Committee members and adopt revised eligibility requirements allowing appointments from among Finance Committee members, Executive Committee leadership representatives, and one At-Large member.

REFERENCE MATERIALS ATTACHED:

None.

ADMINISTRATIVE MATTERS

SUBJECT: Approval of Long-Term Addendum to Risk Control Services Agreement for PLAN-WORKS

BACKGROUND AND HISTORY:

With the creation and implementation of the PLAN-WORKS primary workers' compensation coverage program, the scope and complexity of risk control services required to support participating members expanded beyond the services contemplated under the existing agreement.

On October 27, 2025, the Executive Committee reviewed a proposal outlining the additional loss control services necessary to support the new workers' compensation program. The presentation provided an overview of the enhanced service model and the anticipated operational needs associated with PLAN-WORKS.

Recognizing that PLAN-WORKS was a newly established and relatively small program, the parties agreed to implement a short-term Addendum covering the six-month period from January 1, 2026, through June 30, 2026. That interim addendum included a fee increase of $16,000 for the six-month period and allowed the parties to evaluate actual service demands and operational requirements before considering a longer-term addendum.

During 2026, the detailed scope of services and associated pricing model were further reviewed by the Loss Control Committee at their April 9, 2026, committee meeting. Following their evaluation, the committee supported continuation of the additional services as necessary to support the safety, loss prevention, and risk management objectives of the workers' compensation program.

In addition, staff worked with Sedgwick's Vice President of Risk Services Loss Control - Pooling, Marco Guardi, who concurred in principle that both the expanded scope of work and corresponding pricing structure accurately reflect the services required to support the PLAN-WORKS program.

Approval of this addendum completes the transition from the initial six-month evaluation period to a long-term service arrangement that aligns with the operational needs of PLAN-WORKS. The enhanced loss control services have and will continue to demonstrate value in supporting member risk management, workplace safety, injury prevention, and claims management objectives.

The addendum ensures continuity of service, aligns contract terms with the current scope of work being performed, and provides a consistent framework through the remainder of the master agreement and any approved extension periods.

Agreement Terms

The primary Risk Control Services Agreement was renewed in June 2025 for a term beginning July 1, 2025, and ending June 30, 2028.

The attached addendum formalizes the ongoing services required to support PLAN-WORKS and is intended to be effective July 1, 2026.

Fiscal Impact

The addendum reflects an ongoing annual increase of $2,960 for each participating agency in the additional workers' compensation loss control services required to support PLAN-WORKS. Funding for these services has been incorporated into the PLAN JPA budget beginning July 1, 2026.

The proposed fee structure is consistent with the service level required to support the primary workers' compensation program and has been reviewed through the committee process.

RECOMMENDATION:

Staff makes no recommendation due to a financial interest in the outcome.

The action to consider by the Board of Directors is approval of the attached Addendum One to the Loss Control Services Agreement, effective July 1, 2026, through June 30, 2028.

REFERENCE MATERIALS ATTACHED:

- Addendum One to the Service Agreement for Loss Control Services
- PLAN Workers Compensation Loss Control Services Proposal

ADDENDUM ONE TO THE SERVICE AGREEMENT
FOR LOSS CONTROL SERVICES

This Addendum One to that certain Service Agreement for Loss Control Services dated as of July 1, 2025, (the "Agreement") by and between Pooled Liability Assurance Network Joint Powers Authority ("PLAN" or "Client") and Sedgwick Claims Management Services, Inc. ("Sedgwick").

WHEREAS, PLAN has created a Pooled Workers' Compensation Program (PWCP) to become effective January 1, 2026;

WHEREAS, Client desires Sedgwick to oversee and manage the PWCP and provide risk control services;

NOW, THEREFORE, in consideration of the Agreement recitals and the mutual covenant and conditions contained herein, the Parties acknowledge that the Agreement is hereby amended as follows effective July 1, 2026:

1. Exhibit C is hereby inserted in the Agreement as attached hereto.

2. All terms and conditions of the Agreement shall otherwise remain the same, except those terms and conditions which have been added, deleted, or modified by the parties in writing.

IN WITNESS WHEREOF, the parties hereto have caused this Addendum to be executed on the dates shown below.

Pooled Liability Assurance Joint Powers Authority	Sedgwick Claims Management Services, Inc.
By_________________________	By_________________________________
Title_______________________	Title_______________________________
Date_______________________	Date_______________________________

Exhibit C

Employee Health and Safety Services

Objective

Sedgwick is to provide consultative employee safety and loss control services to assist Client members with general services for the Pooled Liability Assurance Network Workers' Compensation program.

Scope of work

Client members requesting assistance with meeting Cal/OSHA requirements or fulfilling the components of the Injury and Illness Prevention Program (IIPP) will coordinate services directly with Sedgwick. The service will include two service days for each member enrolled in the Pooled Liability Assurance Network Workers' Compensation program.

Job Shadowing and Hazard Analysis

Each job function has its own unique set of risks and exposures to injury. Some functions have tasks inherently more hazardous than others. Job shadowing and hazard analysis examines tasks with the greatest exposure to injury, then offers recommendations on how to minimize injury risk through process improvement, equipment, and related training.

Health and Safety Program Development

Our team will assist in identifying entity-wide and department-specific Cal/OSHA regulatory requirements. A review of existing written programs and procedures can be conducted and, where required, assistance with developing and/or updating programs can be provided.

Safety Training

Members can select from training topics designed to reduce the likelihood of injury as well as topics noted below, virtually or on-site:

- Aerial Lift
- Bloodborne pathogens
- Driver Safety
- Forklift Safety
- Industrial Ergonomic and Safe Lifting
- Injury and Illness Prevention Program
- Heat Illness
- Ladder Safety
- Personal Protective Equipment
- Slips/Trips/Falls
- Workplace violence prevention
- Physical hazard inspection

Members may also request an on-site physical hazard inspections of their sites or facilities for a detailed evaluation of their exposures, plans, and controls at specific locations. Sedgwick's consultants will coordinate with the member's designated contact to coordinate the time(s) and date(s) for the inspections or program assessment and will provide a written report of their findings.

Cost

The Pooled Liability Assurance Network Workers' Compensation Program shall be billed an additional annual fee of **Two Thousand Nine Hundred Sixty ($2,960)** per member for services rendered under the Program. Such fee shall be charged to the Program as a program-wide expense and shall not be billed directly to individual participating members. The cost of these services shall be incorporated into and reconciled through PLAN's annual allocation methodology. All expenses associated with the services, including mileage and travel costs, are included in the annual fee.