

**Mayor**

*David Allison*

**Council Members**

*Tom Bailer*

*Cathy Sherman*

*Kasey Kinsman*

*Wendy Ranney*

*Anne Schaefer*

*Kristin Carpenter*

*Ken Jones*

**Acting City Manager**

*Samantha Greenwood*

**City Manager**

*Helen Howarth*

**City Clerk**

*Susan Bourgeois*

**Deputy Clerk**

*Tina Hammer*

**Special City Council Meeting  
November 29, 2023 immediately following  
the 7:00 pm Public Hearing  
Cordova Center Community Rooms  
Agenda**

**A. Call to order**

**B. Roll call**

Mayor David Allison, Council members Tom Bailer, Cathy Sherman, Kasey Kinsman, Wendy Ranney, Anne Schaefer, Kristin Carpenter, and Ken Jones

**C. Approval of agenda..... (voice vote)**

**D. Disclosures of Conflicts of Interest and Ex Parte Communications**

- conflicts as defined in 3.10.010 [https://library.municode.com/ak/cordova/codes/code\\_of\\_ordinances](https://library.municode.com/ak/cordova/codes/code_of_ordinances) should be declared, then Mayor rules on whether member should be recused, Council can overrule
- ex parte should be declared here, the content of the ex parte should be explained when the item comes before Council, ex parte does not recuse a member, it is required that ex parte is declared and explained

**E. Communications by and petitions from visitors**

**1. Audience Comments regarding agenda items..... (3 minutes per speaker)**

**F. New Business**

**3. Ordinance 1210..... (roll call vote)(page 1)**

An ordinance of the Council of the City of Cordova, Alaska amending Cordova Municipal Code sections 5.40.010 and 5.40.030 to increase the sales tax rate from 6% to 7% and increase the cap on taxable sales and services from \$3,000 to \$10,000 and revising language in both sections to clarify the scope and application of Cordova's sales tax and exemptions from it –  
2<sup>nd</sup> reading

**4. Ordinance 1212..... (roll call vote)(page 3)**

An ordinance of the Council of the City of Cordova, Alaska amending Cordova Municipal Code section 5.40.030 to increase the cap on taxable sales and services from \$3,000 to \$10,000 –  
2<sup>nd</sup> reading

**6. Resolution 11-23-33..... (voice vote)(page 7)**

A resolution of the Council of the City of Cordova, Alaska authorizing KeyBank National Association as custodian of investment accounts for the City of Cordova

**7. Council Approval of Contract with Samantha Greenwood as Interim City Manager.... (roll call vote)(page 9)**

**G. Audience participation**

**H. Council comments**

**I. Executive Session**

City Council is permitted to enter into an executive session if an explicit motion is made to do so calling out the subject to be discussed and if that subject falls into one of the 4 categories noted below. Therefore, even if specific agenda items are not listed under the Executive Session header on the agenda, any item on the agenda may trigger discussion on that item that is appropriate for or legally requires an executive session. In the event executive session is appropriate or required, Council may make a motion to enter executive session right during debate on that agenda item or could move to do so later in the meeting.

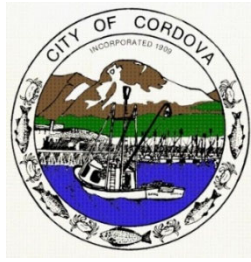
**K. Adjournment**

**Executive Sessions per Cordova Municipal Code 3.14.030**

- **subjects which may be considered are:** (1) matters the immediate knowledge of which would clearly have an adverse effect upon the finances of the government; (2) subjects that tend to prejudice the reputation and character of any person; provided that the person may request a public discussion; (3) matters which by law, municipal charter or code are required to be confidential; (4) matters involving consideration of governmental records that by law are not subject to public disclosure.
- **subjects may not be considered in the executive session except those mentioned in the motion calling for the executive session, unless they are auxiliary to the main question**
- **action may not be taken in an executive session except to give direction to an attorney or labor negotiator regarding the handling of a specific legal matter or pending labor negotiations**

if you have a disability that makes it difficult to attend city-sponsored functions, you may contact 424-6200 for assistance.  
full City Council agendas and packets available online at [www.cityofcordova.net](http://www.cityofcordova.net)





**Agenda Items 3 & 4**  
**City Council Meeting Date: 11/29/2023**  
**City Council Communication Form**

---

**FROM:** Susan Bourgeois, CMC, City Clerk  
**DATE:** 11/20/2023  
**ITEM:** Ordinances 1210 & 1212  
**ACTION:** Amending Code concerning sales tax rate and sales tax cap

---

☒ Ordinances                      ☐ Motion  
☐ Resolution                      ☐ Information

---

**I. REQUEST OR ISSUE:** Adopting Ordinances for sales tax rate increase and cap increase.

**II. RECOMMENDED ACTION:** adoption of Ordinances 1210 & 1212

**III. FISCAL IMPACTS:** The sales tax rate increase from 6% to 7% should achieve an additional \$625,000 in sales tax revenue in 2024. The sales tax cap increase is harder to pinpoint as to exactly how much additional revenue may be achieved but in combination with the increased clarity of the language in Ordinance 1212 that describes which sales are subject to being capped, staff estimates being able to increase sales tax by an additional \$400,000. Therefore, sales tax revenue can be increased by approximately \$1,025,000 for the FY24 budget.

**IV. BACKGROUND INFORMATION:** During budget work sessions for FY24 budget it was determined the City would need additional revenue to achieve a balanced budget. Revenue generating options were discussed and Council directed staff to bring back sales tax rate and cap amending ordinances. With 3 ordinances before them which contained a variety of options to adjust the rate and the cap or both, Council amended the first ordinance and approved it as amended, did not move the second ordinance (failed for lack of a motion) and then amended and approved a third ordinance, as amended. The sum total of the amendments and approvals are the 2 ordinances before the public for public hearing and then before the Council for second reading and final adoption tonight, ordinances 1210 and 1212.

**V. LEGAL ISSUES:** City Attorney has assisted so no legal concerns with the format and content of the ordinances.

**VI. SUMMARY AND ALTERNATIVES:** Council could vote to adopt the ordinances, amend the ordinances (which may or may not trigger additional readings) or defeat the ordinances.

**CITY OF CORDOVA, ALASKA  
ORDINANCE 1210**

**AN ORDINANCE OF THE COUNCIL OF THE CITY OF CORDOVA, ALASKA AMENDING  
CORDOVA MUNICIPAL CODE SECTION 5.40.010 TO INCREASE THE SALES TAX RATE  
FROM 6% TO 7% AND REVISING LANGUAGE TO CLARIFY THE SCOPE AND  
APPLICATION OF CORDOVA'S SALES TAX**

**WHEREAS**, the City of Cordova has not raised its general sales tax rate in over 25 years; and

**WHEREAS**, the City anticipates a budget deficit that will adversely impact the City's ability to fund services and resources relied upon by the Cordova community; and

**WHEREAS**, a small increase in the tax rate will provide the City much needed revenue to continue to provide important services and resources to the community; and

**WHEREAS**, it is in the City's best interest and the interest of its taxpayers to clarify language regarding the scope of the City's sales tax while updating the sales tax rate such revisions could be done without substantial change to Title 5 or Cordova's tax forms,

**NOW, THEREFORE**, be it ordained by the Council of the City of Cordova:

**Section 1.** Cordova Municipal Code Section 5.40.010 "Sales tax-levy and application" is amended to read as follows:

**5.40.010 - Sales tax—levy and application.**

- A. A tax equal to ~~sevensix~~ percent of the sales price shall be levied on all local sales, **including rentals and services**, within the Ceity. ~~equal to or more than twenty cents.~~
- B. A tax equal to ~~sevensix~~ percent of the sales price shall be levied on all remote sales within the Ceity subject to the Alaska Uniform Remote Sellers Sales Tax Code as adopted and incorporated into this Code ~~via CMC 5.40.011~~.

**Section 2.** This ordinance shall take effect on January 1, 2024. This ordinance shall be enacted in accordance with Section 2.13 of the Charter of the City of Cordova, Alaska.

1st reading: November 15, 2023

2nd reading and public hearing: \_\_\_\_\_

**PASSED AND APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2023.**

\_\_\_\_\_  
David Allison, Mayor

ATTEST:

\_\_\_\_\_  
Susan Bourgeois, CMC, City Clerk

**CITY OF CORDOVA, ALASKA  
ORDINANCE 1212**

**AN ORDINANCE OF THE COUNCIL OF THE CITY OF CORDOVA, ALASKA AMENDING  
CORDOVA MUNICIPAL CODE SECTION 5.40.030 TO INCREASE THE CAP ON TAXABLE  
SALES AND SERVICES FROM \$3,000 TO \$5,000**

**WHEREAS**, the City of Cordova (“City”) has not raised its sales tax cap in over 8 years; and

**WHEREAS**, the City anticipates a budget deficit that will adversely impact the City’s ability to fund services and resources relied upon by the Cordova community; and

**WHEREAS**, a reduction in the amount of the sale price for goods and services exempted from taxation will provide the City much needed revenue to continue to provide important services and resources to the community,

**NOW, THEREFORE**, be it ordained by the Council of the City of Cordova:

**Section 1.** Cordova Municipal Code Section 5.40.030 “Exemptions-General” is amended to read as follows:

**5.40.030 - Exemptions—General.**

The following sales and services are exempt transactions and are not subject to taxation by the Ceity:

- A. Proceeds from casual, occasional or isolated sales which are easily identified as the sale of personal goods or property at such private functions as moving, garage, yard, food and bake sales, sale of private vehicles when the seller is not a dealer in used vehicles, or services such as babysitting or house-sitting. A city license is not required under this subsection A;
- B. Sales of insurance and bonds of guaranty and fidelity;
- C. Fees for sales and services in excess of ~~three~~**Five** ~~T~~thousand ~~D~~dollars per item or single purchase transaction of a service. This exemption does not apply to accumulative purchases and billed as a lump sum in excess of ~~three~~**Five** ~~T~~thousand ~~D~~dollars except as provided in subsection ~~D~~ relating to sales of construction materials and services. In the event of an oil spill that requires mobilization of the oil spill response vessels, this exemption is automatically suspended for ~~ninety~~**90** days on all fees for sales and services commencing on the day of the oil spill;
- D. Sales of construction materials and services exceeding ~~Five~~**three** ~~T~~thousand ~~d~~dollars for use in each construction project paid for by any one purchaser during any twelve consecutive month period; provided, that the purchaser has obtained a building permit from the city prior to the start of the project and all receipts for construction materials and services clearly show the building permit number. Construction materials are those items becoming a permanent part of the structure. Purchaser may pay all sales tax on such materials and services and may apply for a refund as set out in [Section 5.40.042] or may pre-pay applicable city sales tax in advance and receive an exemption card;

- E. Gross receipts or proceeds derived from servicing, freezing, storing, handling or wharfing of fisheries commodities awaiting shipment or in the process of being shipped;
- F. Gross receipts or proceeds derived from sales or services which the municipality is prohibited from taxing under the laws of the state, or under the laws and the Constitution of the United States, including but not limited to:
  - 1. Sales by the U.S. Postal Service,
  - 2. Sales of any items purchased with food coupons, food stamps or other type of certificate issued under 7 U.S.C. Sections 2011-2025 (Food Stamp Act),
  - 3. Purchases made under the authority of or made with any type of certificate issued pursuant to 42 U.S.C. Sections 1771-1789 (Child Nutrition Act of 1966),
- G. Gross receipts or proceeds from the transportation (including freight and shipping charges), loading, unloading or storing of cargo from marine vessels or aircraft in foreign, interstate or intrastate commerce;
- H. Services of a person licensed or certified by the state of Alaska as a doctor of medicine and surgery, a doctor of osteopathy and surgery, a doctor of veterinary medicine, a chiropractor, a dentist, a naturopath, an optometrist, an audiologist, a hospital, an occupational therapist, a physical therapist, a massage therapist or a licensed or practical nurse; provided, that the service is within the scope of the state license or certificate;
- I. Services of a person licensed or certified by the state of Alaska as a psychologist or psychological associate, a clinical social worker, an alcohol and drug counselor, or a marital and family therapist;
- J. Fees for supplies, equipment and services provided by a hospital, medical clinic or dental clinic for patient treatment including laboratory and x-ray services;
- K. Gross receipts or proceeds of the retail sale of prescription drugs;
- L. Sale of cemetery plots, caskets, funeral and burial related items and the services by a funeral home;
- M. Commissions received by travel agencies for their services that are not set by and billed by the travel agencies. Service charges set by and billed by the travel agencies are not exempt from taxation under this chapter;
- N. Dues or fees to clubs, labor unions or fraternal organizations;
- O. Fees and charges for extracurricular activities or events promoted or undertaken by educational or student organizations;
- P. Sales by any student organization, parent/teacher organization or booster club recognized by the school or educational organization in which it operates, which proceeds are utilized to further the purposes for which the organization was formed;
- Q. Sales and services by schools or other educational organizations made in the course of their regular functions and activities, which proceeds are utilized to further the purposes for which such organization was formed;
- R. Sales of food at educational and hospital cafeterias and lunchrooms which are operated primarily for staff and/or students, and which are not operated for the purpose of sale to the general public for profit;
- S. Sales, services and rentals by or to religious organizations which have obtained a 501(c)(3) or 501(c)(4) exemption certificate from the Internal Revenue Service and which are made in the normal conduct of religious activity; provided, the income from the exempt transaction is also exempt from federal income taxation;

- T. Sales, services and rentals by or to scouting, 4H or similar youth organizations which have obtained a 501(c)(3) or 501(c)(4) exemption certificate from the Internal Revenue Service and which are made in the normal conduct of activity; provided, the income from the exempt transaction is also exempt from federal income taxation;
- U. Sales, services and rentals by or to benevolent or civic organizations which have obtained a 501(c)(3) or 501(c)(4) exemption certificate from the Internal Revenue Service and which are made in the normal conduct of activity; provided, the income from the exempt transaction is also exempt from federal income taxation and the income is donated to a charity. Such organizations shall pay the sales taxes at the time of purchase and shall apply to the city for a refund as provided in Section 5.40.040;
- V. Proceeds from contract services provided by a state-licensed child care contractor;
- W. Proceeds from contract services provided by a person for the purpose of taking temporary care of minors for another person;
- X. Proceeds from products sold as wholesale sales to businesses designated by the state of Alaska as wholesalers. These include the sales of goods, wares, or merchandise to a retail dealer, manufacturer, or contractor, for resale within the city as is or incorporated into a product or commodity to be sold by the dealer, manufacturer or contractor within the city, if the subsequent sale is subject to the city sales tax. In this connection a retailer must stock that merchandise for resale, display the same to the public and hold himself out as regularly engaged in the business of selling such products;
- Y. Proceeds from products sold for resale:
1. Sales of goods, wares or merchandise to a retail dealer, manufacturer or contractor, for resale within the city as is or incorporated into a product or commodity to be sold by the dealer, manufacturer or contractor within the city, if the subsequent sale is subject to the city sales tax. The product must be an item that is sold as part of the reseller's primary business and must be of such nature that it can be purchased by the general public in a transaction that is not dependent upon the purchase of another product or service,
  2. Goods, wares or merchandise that can be purchased only as part of a package purchase of services, such as a bed-and-breakfast or a fishing or hunting charter and not by the general public as separate and individual items are not exempt under this chapter,
  3. Food products that are purchased for resale must be purchased and sold as is or prepared in a kitchen that is DEC-certified in order to qualify for sales tax exemption. Proof of certification must be available upon request;
- Z. Proceeds from services for resale: Services that are provided by a subcontractor to a contractor for a third party is considered services for resale and is exempt from taxation;
- AA. Sales of real property. Rentals of real property are not exempt from taxation by the city.
- AB. Commissions or fees in excess of ~~Five~~<sup>three</sup> ~~thousand~~ ~~D~~<sup>T</sup>ollars earned by brokers or agents in real estate sales transactions.
- AC. Home heating oil purchased for use in a dwelling, as defined in [Section 18.08.190], for use at that location conditioned on the following:
1. That no more than fifty percent of the floorspace of the building(s) considered as dwellings be used as nonresidential use, including business activities.
  2. That the dwelling be operated in compliance with all other regulations and laws.

3. If a fuel tank is used to supply more than one structure or area then no more than fifty percent of the floorspace and area supplied shall be nondwelling and nonresidential including business activities.
- AD. Proceeds from air transportation including that portion of any chartered fishing or hunting expedition which covers the cost of air transportation.

**Section 2.** This ordinance shall take effect on January 1, 2024. This ordinance shall be enacted in accordance with Section 2.13 of the Charter of the City of Cordova, Alaska.

1st reading: November 15, 2023

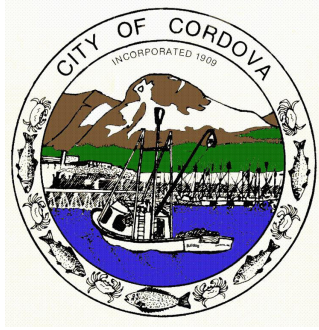
2nd reading and public hearing: \_\_\_\_\_

**PASSED AND APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_, 2023.**

\_\_\_\_\_  
David Allison, Mayor

ATTEST:

\_\_\_\_\_  
Susan Bourgeois, CMC, City Clerk



**AGENDA ITEM 6**  
**City Council Meeting Date: 11/29/23**  
**CITY COUNCIL COMMUNICATION FORM**

---

**FROM:** Susan Bourgeois, City Clerk  
**DATE:** 11/21/23  
**ITEM:** Resolution 11-23-33 Resolution authorizing custodian of City investments  
**NEXT STEP:** Majority voice vote

---

☐ ORDINANCE  
☐ MOTION

☒ RESOLUTION  
☐ INFORMATION

---

**I. REQUEST OR ISSUE:** Approval of Resolution 11-23-33 authorizing KeyBank National Association as custodians of City Investments Accounts.

**II. RECOMMENDED ACTION / NEXT STEP:** Suggested motion:

*I move to approve Resolution 11-23-33, A resolution of the Council of the City of Cordova, Alaska authorizing KeyBank National Association as custodian of investment accounts for the City of Cordova*

**III. FISCAL IMPACTS:** City Council directed the City Manager in September to negotiate a contract with Alaska Permanent Capital Management Company to invest the City Permanent Fund and General Fund reserves. The goal is to earn interest on the City Permanent Fund and on the reserve of the General Fund when not needed for day to day operations.

**IV. BACKGROUND INFORMATION:** Alaska Permanent Capital Management Company employs KeyBank National Association as custodians of client funds. Therefore, KeyBank has asked the City to provide this resolution to name them as custodians of the City account to be held there.

**V. SUMMARY AND ALTERNATIVES:** Per Council direction staff is moving forward on transitioning funds from previous investment firm to Alaska Permanent Capital Management. Council could choose to not approve this resolution if they have alternate ideas, however, Council did already approve the switch to Alaska Permanent Capital Management.

**CITY OF CORDOVA, ALASKA  
RESOLUTION 11-23-33**

**A RESOLUTION OF THE COUNCIL OF THE CITY OF CORDOVA, ALASKA,  
AUTHORIZING KEYBANK NATIONAL ASSOCIATION AS CUSTODIAN OF  
INVESTMENT ACCOUNTS FOR THE CITY OF CORDOVA**

**WHEREAS**, at its Regular City Council meeting on September 6, 2023, Cordova City Council unanimously approved a motion to direct the City Manager to negotiate a contract with Alaska Permanent Capital Management Company for investment portfolio management for General Fund reserves and City Permanent Fund; and

**WHEREAS**, Alaska Permanent Capital Management Company utilizes KeyBank National Association as custodian of investment funds for its clients; and

**WHEREAS**, it is necessary therefore, for the City of Cordova to authorize KeyBank National Association as custodians of City of Cordova Investment Accounts; and

**WHEREAS**, the City of Cordova from time to time authorizes specific officers of the City as signers of checks, vouchers, notes and other documents of the City; and

**WHEREAS**, any such resolution that is approved is hereby meant to include signatory authorization on these aforementioned investment accounts held at KeyBank National Association.

**NOW, THEREFORE, BE IT RESOLVED** that the Council of the City of Cordova, Alaska does hereby authorize KeyBank National Association as custodian of the City of Cordova Investment Accounts and does hereby authorize City signatories as valid signatories for City of Cordova KeyBank National Association accounts.

**PASSED AND APPROVED THIS 29<sup>th</sup> DAY OF NOVEMBER 2023**

\_\_\_\_\_  
David Allison, Mayor

ATTEST:

\_\_\_\_\_  
Susan Bourgeois, CMC, City Clerk



# CITY OF CORDOVA

November 22, 2023

Memo to City Council  
Re: Interim City Manager Contract

***CMC 5.12.040 “Council approval of contracts” says:***

*No contract for supplies, services or construction which obligates the city to pay more than twenty-five thousand dollars may be executed unless the council has approved a memorandum setting forth the following essential terms of the contract:*

- A. The identity of the contractor;*
- B. The contract price;*
- C. The nature and quantity of the performance that the city shall receive under the contract; and*
- D. The time for performance under the contract.*

I recommend the city enter into a contract with Samantha Greenwood, of Cordova, Alaska, to serve as Interim City Manager for the community of Cordova during Helen Howarth’s absence, for a period not to exceed six months.

A summary of the nature and quantity of the performance the city shall receive is set forth in the attached agreement. The Employment agreement has been reviewed by the City’s legal counsel.

**Recommended action:** Voice Vote.

I move to approve the contract with an annualized salary of \$145,000 with Samantha Greenwood for services as Interim City Manager for the community of Cordova Alaska.

Thank you,

Sheryl Glasen  
Human Resources Director

## INTERIM CITY MANAGER EMPLOYMENT AGREEMENT

This Employment Agreement ("Agreement") is made and entered into this 29<sup>th</sup> day of November 2023, by and between the City of Cordova ("City") and Samantha Greenwood, ("Greenwood").

WHEREAS, City Manager Helen Howarth ("Howarth") is currently on a leave of absence as of October 16, 2023;

WHEREAS, Greenwood is the Public Works Director for the City of Cordova, and has served in an Acting City Manager capacity since October 16, 2023;

WHEREAS, the City desires to retain Greenwood to serve as Interim City Manager, indefinitely and until Howarth is able to return to her duties, for a period not to exceed six (6) months, and Greenwood consents to such appointment;

NOW, THEREFORE, in consideration of the mutual covenants contained in this Agreement, the City of Cordova agrees to employ Greenwood as its Interim City Manager under the terms and conditions set forth below:

1. Duties and Nature of Employment. City agrees to employ Greenwood, and the Greenwood agrees to be employed by the City in the position of Interim City Manager, in addition to maintaining operational responsibilities as Public Works Director. Greenwood acknowledges that employment in the role of Interim City Manager is in an at-will capacity, at the pleasure of the City Council. Greenwood shall perform all duties and discharge all responsibilities of the position of Interim City Manager as prescribed by the laws of the State of Alaska, the Charter of the City of Cordova, the Cordova Municipal Code, all as may be amended from time to time, and as established by the Council, from time to time. Greenwood shall maintain residency in the City of Cordova during the entire term of this Agreement.
2. Compensation and Term. The City agrees to pay Greenwood for her services as Interim City Manager an annualized salary of \$145,000, retroactive to October 16, 2023, and payable in the same installments as other employees of the City, until such time as Greenwood is relieved of the appointment of Interim City Manager by City Council, this Agreement is terminated by Greenwood, or Greenwood separates from her position as Public Works Director for any reason. All compensation paid to Greenwood shall be subject to required employment deductions, taxes, and contributions.
3. Exempt Position. Greenwood acknowledges that the position of Interim City Manager is exempt from the overtime requirements of state and federal minimum wage and overtime laws, and as such Greenwood is expected to work whatever hours are necessary to accomplish the goals and requirements of the position. The customary work week at Cordova for full time, exempt employees is Monday through Friday from 8:00 a.m. to 5:00 p.m. However, Greenwood acknowledges that the specified work hours and work week may differ depending on the needs of the City, and that Greenwood may frequently be required to work beyond the confines of the regular work week and work hours.
4. Benefits. Greenwood shall continue to receive all benefits to which she is entitled as a full-time employee of the City.
5. Confidentiality. Greenwood recognizes that the Interim City Manager will receive and have access to information of a confidential nature. Greenwood agrees any confidential information obtained as a

result of the Interim City Manager position will be maintained as confidential to the extent authorized by law.

6. Indemnification. The City shall indemnify, hold harmless and defend Greenwood against all claims and liability which may result from any claim, action or suit by any person based upon alleged injury to or death of a person or alleged loss of or damage to property that may occur or that may be alleged to have been caused by Greenwood in the course of performance of his official duties during the duration of his employment with City under this Agreement, provided, however, that City shall not be obliged to indemnify, hold harmless or defend Greenwood against any such claim or liability arising out of or resulting from acts or omissions which, in the sole judgment of City, constitute dishonesty, fraud, or criminal misconduct. It is the intention of the parties that Greenwood shall be covered under the applicable City public officials' liability policy. The provisions of this Section shall survive the termination, expiration or other end of this Agreement and/or the Greenwood's employment with the City as Interim City Manager.

7. Conflict of Interest. Greenwood will be fair and impartial in all dealings and will avoid any actions which create a conflict of interest or might reasonable be interpreted as affecting the impartiality of her position as City Manager. Greenwood shall not use her position for the primary purpose of obtaining personal financial gain or financial gain for a spouse, child, mother, father, or business with which Greenwood is associated. Greenwood shall not solicit or receive money for advice or assistance given in the course of her public employment. Greenwood may not represent a client for a fee before City Council.

8. Choice of Law; Exclusive Venue. Any controversy or claim arising out of or related to this Agreement or the breach thereof shall be governed by the laws of the State of Alaska, and the City of Cordova, Alaska, and the exclusive forum for any legal proceedings regarding such dispute shall be the Superior Court for the State of Alaska, Third Judicial District at Cordova.

9. Assignment. This Agreement shall not be assignable, in whole or in part, by either Party.

10. Integration and Modification. Except as otherwise provided herein, and subject to Alaska State Law, this instrument is the entire Agreement with regard to Greenwood's employment as Interim City Manager. It may be modified only in writing signed by each of the parties.

11. Severability. In the event any provision of this Agreement is deemed to be void, invalid, or unenforceable, that provision shall be severed from the remainder of this Agreement so as not to cause the invalidity or unenforceability of the remainder of this Agreement. All remaining provisions of this Agreement shall then continue in full force and effect. If any provision shall be deemed invalid due to its scope or breadth, such provision shall be deemed valid to the extent of the scope and breadth permitted by law.

12. Applicability of City Personnel Regulations. The Cordova Municipal Code and any Personnel Regulations as they may exist from time to time shall govern this Agreement; provided, however, that pursuant to Section 4.60.060 of the Cordova Municipal Code, the provisions of this Agreement shall take precedence in any area specifically addressed by this Agreement when there is a conflict between the Code, Regulations and this Agreement.

13. Employee's Certification. Greenwood hereby certifies that she has received a copy of this Employment Agreement and the Cordova Municipal Code and any applicable employment policies and procedure. Greenwood further certifies that she has had the opportunity to be represented by

independent counsel in the negotiation of this Agreement, has read the full Agreement, and understands the meaning and legal consequences of this Agreement.

IN WITNESS WHEREOF, the parties have executed this Agreement on this 29<sup>th</sup> day of November 2023.

CITY OF CORDOVA

BY: \_\_\_\_\_

\_\_\_\_\_, Mayor

BY: \_\_\_\_\_

SAMANTHA GREENWOOD

ATTEST:

BY: \_\_\_\_\_

Susan Bourgeois, City Clerk

DRAFT

## **City Charter:**

### **Section 3-1. City manager, Appointment, term, qualification, removal.**

There shall be a city manager who shall be appointed by a majority vote of all members of the council to serve at the pleasure of the council for an indefinite term. The council shall make the appointment based solely on executive and administrative qualifications. At the time of appointment, the manager need not be a resident of the city or state, but during the term of appointment as city manager, shall be a resident of the city. Neither the mayor nor any council member may be appointed city manager or acting city manager during the term for which the mayor or council member shall have been elected nor within one year after the expiration of the term of office. The council may suspend or remove the city manager at any time by a vote of a majority of all its members.

(Amended by Resolution 5-95-56, approved by the voters on July 19, 1995).

### **Section 3-2. Acting city manager.**

If the city manager is absent from the city or is unable to perform the duties of the office, if the council suspends the city manager, or if there is a vacancy in the office of city manager, the council may appoint an acting city manager to serve until the city manager returns, until the disability or suspension ceases, or until another city manager is appointed and is qualified, as the case may be. The council may suspend or remove an acting city manager at any time.

(Amended by Resolution 5-95-56, approved by the voters on July 19, 1995).

## **City Code:**

### **5.12.040 - Council approval of contracts.**

No contract for supplies, services or construction which obligates the city to pay more than twenty-five thousand dollars may be executed unless the council has approved a memorandum setting forth the following essential terms of the contract:

- A. The identity of the contractor;
- B. The contract price;
- C. The nature and quantity of the performance that the city shall receive under the contract; and
- D. The time for performance under the contract.

(Ord. 1019 § 1, 2008; Ord. 874, 2000; Ord. 809 (part), 1998).

(Ord. No. 1093, § 1, 1-4-2012)