



Livermore Area
Recreation and Park District
An independent special district

**LIVERMORE AREA RECREATION AND PARK DISTRICT
REGULAR MEETING of the BOARD OF DIRECTORS**

DRAFT MINUTES

WEDNESDAY, JANUARY 11, 2023

5:00 P.M.

NOTICE: Coronavirus COVID-19

In accordance with the Ralph M. Brown Act (Cal. Gov. Code 54950 – 54963), as amended by Assembly Bill 361 (2021), members of the Livermore Area Recreation and Park District Board of Directors and staff participated in this meeting via teleconference (Zoom). In the interest of maintaining proper social distancing, members of the public also participated in this meeting electronically.

DIRECTORS PRESENT: Directors Maryalice Faltings, Jan Palajac, Philip Pierpont, Vice Chair David Furst, Chair James Boswell,

DIRECTORS ABSENT: None [Director Faltings arrived at 5:12 p.m.]

STAFF MEMBERS PRESENT: Mathew Fuzie, Jeffrey Schneider, Julie Dreher, Linda VanBuskirk, Pamela Healy

DISTRICT COUNSEL: Rod Attebery and Thomas Terpstra, Jr. with Neumiller & Beardslee

OTHERS PRESENT: None

1. CALL TO ORDER – ROLL CALL – PLEDGE OF ALLEGIANCE:

Chair Boswell called the meeting to order at 5:00 p.m. All Directors were present via Zoom, except Director Faltings (who arrived at 5:12 p.m.) Chair Boswell led the Pledge of Allegiance.

2. PUBLIC COMMENT: None.

3. CONSENT ITEMS

3.1 Resolution No. 2772 determining to conduct meetings of the LARPD Board of Directors using teleconferencing pursuant to Government Code 54953 as amended by AB 361;

- 3.2 Approval of the Minutes of the Special Board Meeting of December 14, 2022;
- 3.3 Approval of the Minutes of the Regular Board Meeting of December 14, 2022;
- 3.4 General Manager’s Monthly Update to the Board – January, 2023.

MOTION:

Moved by Director Palajac, seconded by Director Pierpont, approved the Consent Items, by the following roll call vote:

AYES: *Directors Furst, Pierpont, Palajac, and Chair Boswell (4)*
NOES: *None (0)*
ABSTENTIONS: *None (0)*
ABSENT: *Director Faltings (1)*

4. DISCUSSION AND ACTION ITEMS

4.1 BOARD POLICY 4025 TERM OF OFFICE: MEMBER, BOARD OF DIRECTORS

At the request of Director Furst, the Board reviewed and discussed whether to make any additions or revisions to the policy to incorporate term limits. General Manager (GM) Mathew Fuzie reported that other special districts in this area such as Hayward Area Recreation and Park District (HARD), Pleasant Hill Recreation & Park District, and the Livermore Valley Joint Unified School District (LVJUSD) **do not** have term limits.

Director Questions/Comments:

- Suggested a 3-term (12-year) term limit, beginning with the next election cycle in 2024, to be decided upon by the Board.
- Many organizations that have term limits within them state that a member may come back after a one or two-year absence. If we are to look at term limits, we should also consider if they may come back.
- Having term limits does imply that we have potentially a larger pool of people who want to and can contribute effectively. One downside to term limits is if you have people who are doing a good job and they are replaced by people who are less experienced or are not necessarily as interested, the citizens may not get as good of representation. It is not as simple as it appears on its surface.
- There are statutes and case law on the books that pertain to term limits for various government individuals across the board at the federal, state, and local levels. The issue is much bigger. This Board needs more information on who else has term limits (other special districts) and what is the impact of putting term limits in place.
- Local mayors in the area have term limits, i.e., Oakland, San Francisco, and certainly Livermore. This may not be done by many special districts in the area, but it has been done in various political entities within the Bay Area.
- Suggested that within Board Policy No. 4025 “Term of Office” the phrase “strict adherence” should be revised to say “adherence”.

No further Board questions/comments were received. Board members expressed their openness to exploring this subject in more detail.

DIRECTION:

More data from other agencies must be gathered so the Board may discuss this topic further. After that, if an ad hoc committee is necessary, one will be created.

- District Counsel Rod Attebery commented that Neumiller & Beardslee has worked with 30+ agencies and can advise LARPD if and how they are handling term limits. He directed his associate, Thomas Terpstra to put together a list of the agencies they represent and what their term limits are, as they vary by type of special district.
- Inclusive in that should be any statutes or legal constraints that might exist that might be in place for other agencies that do have term limits.
- The estimated time for completion is by LARPD's February 8, 2023 Board meeting, with enough time to get the information included in the agenda packet (10 days prior).

4.2 BOARD POLICY 5020 BOARD MEETING AGENDA

At the request of Director Furst, the Board reviewed and discussed whether to make any additions or revisions to the policy regarding placing an item on the Board Meeting Agenda. Director Furst read the 1st paragraph of Policy Number 5020, “. . . Any Director may call the General Manager and request any item to be placed on the agenda no later than 5:00 P.M. one week prior to the meeting date.” Discussion ensued and consensus was that the policy, as written, is ambiguous regarding WHEN the requested item will be placed on an agenda, and the requesting Director has no recourse if the item is not placed on an agenda, based on the current policy.

Director Questions/Comments:

- Within this policy it says that the Chair reviews and has final review of the agenda prior to it being circulated.
- There is a whiteboard in the GM's office that tracks agenda items that have been requested by a board member or future items that staff are working on. There is then a discussion about when that item will be ripe for placement on an agenda.
- If by chance the agenda for the following meeting is full, and/or an item requires additional research or analysis, one would assume that either the Chair or the GM would provide feedback directly to the Director that wanted the item on the agenda that additional work has to be done before we can get it on, but certainly within a certain timeframe.
- The policy must be modified so that Directors can get requested items on the agenda and reviewed and discussed at some point. The question might be there is a timing issue to it relevant to whether there is staff work or other extenuating circumstances related to an item; but we certainly can get that in the policy and get it modified to everybody's needs and make sure that something doesn't fall off our radar.

DIRECTION:

- GM Fuzie and his team will review the existing policy, and make recommended changes to clarify the ambiguity as to when a Board member's requested item will be placed on an agenda, and who has final responsibility for ensuring that it is heard by all members of the Board.
- The estimated time for completion will be by the next Board meeting for an initial reading, then a final version shown at the first meeting in February.
- Board members were encouraged to provide any recommendations on clarifying language to GM Fuzie.

4.3 DIRECTOR ATTENDANCE AT 2023 CONFERENCES

Chair Boswell stated the Board would review the list of 2023 training opportunities/conferences and discuss their desire to attend. GM Fuzie commented that staff can either assist board members to sign up for the events, or they may register on their own. He encouraged the Board to attend the 2023 CARPD Annual Conference in Yosemite.

Director Questions/Comments:

- There is no limitation by the Brown Act for board members to attend conferences at the same time.

DIRECTION:

- EA VanBuskirk was asked to send the Board a check list of training opportunities/conferences. Everybody will get an equal opportunity to attend.
- Directors were instructed to use good judgment and to be fiscally responsible by returning the check list to EA VanBuskirk prior to any designated Early Bird Registration to save some money.

5. INFORMATIONAL ITEMS (No Action Required)

5.1 2023 COMMITTEE APPOINTMENTS

Chair Boswell announced the 2023 Committee Appointments. The listing under Personnel Committee will be revised to show that Chair Boswell is the Chair of that Committee and Director Palajac is the Vice Chair. Chair Boswell recommended the committee members get together to agree upon a day and time, and keep the alternate in the loop.

The Board of Directors had no further comments or questions. This was information only and no Board action was taken.

5.2 GENERAL FINANCIAL UPDATE

GM Fuzie reported that the District's financial situation continues to be favorable. Investments are now adding revenue. Staff is working on a long view of the financials, including deferred maintenance. This is also in conjunction with the District's future facility needs. We will be discussing with the City of Livermore (COL) and the school district (LVJUSD) all our collective needs with an eye towards 2024 and deciding with our councils and board of directors whether there is a need to go out to seek additional revenue, either through a parcel tax or bond issuance.

Business Services Manager (BSM) Jeffrey Schneider added the long-range plan will build upon the upcoming 18-month budget (including the annual mid-year budget update the preliminary view of next year's budget. A calendar of deliverables for the 18-month plan has been created. In addition, the FY21-22 audit results will be coming to the Board in February. The Fixed Asset audit is now complete, and we have one more deliverable which is the management discussion and analysis.

Director Questions/Comments:

- In response to Chair Boswell's question about the conclusion of the audit and the Fixed Asset review, BSM Schneider reported that there will be a material adjustment to the prior period balance for Land. That has been the primary area discussed.
- In response to Chair Boswell's comment about the benefit to the District from interest income from treasury management activities, GM Fuzie reported that with the uptick in interest rates, the District has benefited from putting its cash reserves into 3-month CDs. This has yielded interest income on cash that was previously earning modest returns with the County, enough to potentially fund a new position later this year. BSM Schneider added that for the three months that we've been active, we've had over \$40k in interest income. Given the uptick in rates, we will make \$140k in interest for the six months given investments in t-bills and CDs that will begin later this week.

The Board of Directors had no further comments or questions. This was information only and no Board action was taken.

6. COMMITTEE REPORTS

- a) Director Palajac reported her attendance, along with Director Faltings, at the December 21, 2022 Program Committee meeting. The committee agenda was included in the Board's agenda packet materials.
- b) Director Palajac reported that at the last LARPD Board meeting, one of the agenda items was the vote for the LCAC's restated Bylaws. She has received word back from the LCAC that they had 29 organizations total allowed to vote; 9 organizations did NOT vote; 11 voted in favor; and 9 voted against. They needed 75% of the 29 total votes to vote in favor to pass the restated Bylaws. . . so the Bylaws FAILED. She will no longer be the LARPD liaison to the LCAC meetings, but Director Furst will be. They may want to know what the issues were from those that voted against the restated Bylaws.
- c) Chair Boswell reported his attendance, along with Director Pierpont, at the December 19, 2022 Finance Committee meeting. The committee agenda was included in the Board's agenda packet materials.
- d) Director Furst reported his attendance, along with Director Palajac, at the January 5, 2023 Facilities Committee meeting. The committee agenda was included in the Board's agenda packet materials.
- e) Director Furst reported his attendance, along with Director Boswell, at the January 10, 2023 Personnel Committee meeting. The committee agenda was included in the Board's agenda packet materials.
- f) Director Furst reported his attendance at the January 11, 2023 Livermore Chamber of Commerce Business Alliance meeting. Andy Ross, Senior Planner for the City of Livermore spoke about the General Plan Update. The current plan ends in 2025. He also spoke about the Isabel Neighborhood Plan.

District Counsel Rod Attebery added that the Regional Transportation Planning Program requires each jurisdiction to define what their regional housing needs are and what their regional housing needs are not. To meet that number, everybody has to identify how many housing units they are going to build, whether it is multi-family or limited family. This must be done by every council of governments for housing and environmental needs.

- g) Director Faltings asked about committee meeting minutes, specifically how the other three board members who are not on a standing committee will find out what was discussed at a committee meeting. Director Boswell stated the agendas are provided within the listing of committees held since the last board meeting and reported on by the Committee Chair. Executive Assistant Linda VanBuskirk added that when the Board agenda is being prepared, and staff has committee meeting minutes drafted, those will ideally be included in the Board's agenda packet. When those are not ready, the committee agenda is included. However, once standing committee meeting agendas are distributed, they are available on the District website on the Board Meeting Calendar.
- h) Director Pierpont reported his attendance at the December 20, 2022 Livermore Downtown, Inc. meeting. Director Pierpont will be leaving LDI as a board member, but will remain as LARPD's liaison to LDI.
- i) Chair Boswell reported his attendance, along with GM Fuzie, at the January 11, 2023 ACSDA Membership meeting. Katherine Boxer, Chief Executive Officer of the Alameda County Resource Conservation District was the guest speaker. Chair Boswell requested Ms. Boxer's team to provide us with a copy of the presentation that was given today. (This information will be distributed to the Board once it is received.)
- j) Director Faltings reported her attendance, along with Director Palajac, at the January 9, 2023 LARPD Foundation meeting. Director Palajac will be the incoming Board liaison to the Foundation for 2023. The Foundation held its Election of Officers - Marc Roberts was elected to be the new President of the Foundation, Connie Campbell will be the Vice President, and Stacey Kenison remains as Secretary. They are planning another Wine Down function to be held this year on May 20th at Ravenswood Historic Site. District Counsel Attebery recognized Director Faltings for her "retirement" from the LARPD Foundation and her unsurpassed dedication and responsibility to that organization.

7. MATTERS INITIATED/ANNOUNCEMENTS BY THE DIRECTORS

- a) Director Furst announced that at the Chamber of Commerce Business Alliance, the representative from Zone 7 Water Agency noted that one of their board members has been elected to be on the East Bay Regional Park District Board; therefore, there is now an opening on the Zone 7 Board. He suggested if there is anybody here or if we know of any staff interested in the Zone 7 Board position, they are now accepting applications through January 25, 2023.
- b) Director Furst asked Chair Boswell what is the best way to contact him? Chair Boswell replied that he may be reached via email or his cell phone.
- c) Director Palajac initiated a matter as a result of Monday's LARPD Foundation meeting. The Foundation changed the way they conduct their meetings. Their Bylaws had stated that they were using Robert's Rules of Order, which they have changed to Rosenberg's Rules of Order. According the LARPD's Board Policies 5030 ad 5070, we are supposed to be following Robert's Rules of Order, and so Director Palajac asked to have an item placed on the Board agenda to have the Directors discuss whether they want to change to Rosenberg's Rules of Order, a much more simplified version. District Counsel Attebery concurred and recommended that change.

8. MATTERS INITIATED/ANNOUNCEMENTS BY THE GENERAL MANAGER

GM Fuzie made the following announcements:

- a) GM Fuzie has been attending EOC meetings. They have extended one more day into tomorrow (1/12/23) for the Emergency Operations Command Center because of the stormy weather coming in today and the amount of damage occurring as a result. The damage is now estimated to be \$6 million. We are tracking everything in case there is a FEMA declaration. The city engineers have gone out and have been surveying the mochos, arroyos and trails. All of that was submitted on January 10th and will continue to be submitted periodically. They have assured us that LARPD's properties are also part of that covered inventory.

9. OPEN SESSION DISCLOSURE REGARDING CLOSED SESSION ITEMS PURSUANT TO GOVERNMENT CODE SECTION 54957.7

District Council Thomas Terpstra announced that the LARPD Board would be convening into Closed Session to discuss the items listed at 10.1 on the agenda. Open Session was adjourned at 6:34 p.m.

10. CLOSED SESSION:

10.1 CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION

Significant exposure to litigation pursuant to paragraphs (2) and (4) of subdivision (d) of Section 54956.9 of the California Government Code (2 Potential Cases).

11. RETURN TO OPEN SESSION: REPORT ON CLOSED SESSION – PURSUANT TO GOVERNMENT CODE SECTION 54957.1

The Board came out of Closed Session at 7:59 p.m. and District Counsel Terpstra announced that no reportable action had been taken in Closed Session.

12. ADJOURNMENT: The meeting was adjourned at 7:59 p.m.

APPROVED,

James E. Boswell
Chair, Board of Directors

ATTEST:

Mathew L. Fuzie
General Manager and
Ex-officio Clerk to the Board of Directors

/LVB