



Midpeninsula Regional
Open Space District

R-25-08
Meeting 25-01
January 8, 2025

AGENDA ITEM 9

AGENDA ITEM

Consideration of Moving from Detailed Summary Minutes to Action Minutes

GENERAL MANAGER'S RECOMMENDATION

Authorize the transition from detailed summary minutes to action type minutes as the official format for all Brown Act meetings and approve the proposed amendments to Board Policy 1.02, *Board Meetings*, that reflects this change along with other minor updates to the policy.

SUMMARY

The Midpeninsula Regional Open Space District (District) executes minutes for all Brown Act meetings using a detailed summary style format. As currently prepared, the minutes normally include details about the staff presentations, questions posed by the Board and answers provided by staff, individual public comments received for each agenda item, along with the motions made, amendments to motions, and tally of votes. The General Manager's recommendation is to transition to action minutes, which, in conjunction with the meeting video recordings and board reports posted online, will provide the public with a thorough understanding of Board decisions.

DISCUSSION

In an effort to improve efficiencies while still meeting the intent and purpose for retaining written minutes, the District Clerk has researched other local public agencies to identify viable changes for how minutes are prepared that can be adopted by the District. While public agencies are legally required to keep a correct record of the proceedings, there is no legally-mandated requirement to use a specific format. Specifically, under the District's enabling legislation, Public Resources Code section 5551, there is no specific requirement regarding the type of minutes that must be prepared. Therefore, action minutes are both permissible and most practicable.

The City Clerks Association of California (CCAC) provides guidelines for preparing minutes for government agencies and states that "all components of minutes shall be for the primary purpose of memorializing decisions made by the legislative body. Any minute component that does not serve this primary purpose should be minimized or eliminated; this includes comments made by *individual* body members and members of the *public*." (Attachment 1). The primary purpose of minutes is to memorialize legislative body decisions. The minutes are not intended to be a comprehensive transcript of what happened at a legislative body meeting. As such, the CCAC recommends action minutes and specifically cautions against minutes that include too much detail. Most California cities and special districts have transitioned from detailed summary minutes to action minutes as the most succinct, and efficient approach for preparing a legislative

body action record. For example, Marin County Open Space District, Napa County Regional Park & Open Space District (Attachment 2a), City of Los Altos (Attachment 2b), Hayward Area Recreation and Park District, Monterey Peninsula Regional Park District, the Town of Los Gatos, and the City of Mountain View all use action style minutes. In 2022, the Santa Clara County Open Space Authority transitioned from detailed summary minutes to action minutes (Attachment 2c).

Detailed summary minutes made sense prior to the capability of making high-quality video recordings of meetings easily accessible to the public. Now, with additional technological capacities and public use of digital content, the District is able to further promote transparency of Board decisions through hybrid meetings whereby the public can participate remotely, and video recordings that can be reviewed at any time for both regular Board meetings and standing Committee meetings.

In June of 2024, a survey was conducted by the CCAC to inventory the agencies that use detailed summary minutes versus action minutes. A total of 29 cities and special districts participated in the survey, with 23 agencies indicating their use of action minutes. Aside from the efficiency benefits for staff in preparing minutes, action minutes are also concise and to the point, allowing the public to quickly retrieve pivotal information about the action taken, and action minutes expedite Board review of drafts prior to the approval of the minutes. Details of the agenda item will always remain within the Board reports, which are accessible to the public online or via email/paper upon request. Details of the discussion will be accessible to the public via the digital video recordings, which are also posted online for an extended duration of two years following the date of the meeting.

Summary of Reasoning for Action Minutes versus Summary Minutes:

- Video recordings are posted on the District's website.
- All Board reports are accessible through the District's Public Portal
- Alignment with CCAC guidance
- Consistent with local public agency practices
- Brevity and clarity of policy decisions
- Workload efficiencies
- Summary minutes often personalize discussions by focusing on individual comments rather than emphasizing the collective decisions of the Board, which are the key points.
- Auditors, judicial officers, the public, and stakeholders rely on minutes to accurately reflect the final decisions of the legislative body.

As provided in the Attachment 3 example, action minutes focus on Board actions and directions, including Board direction to staff associated with a study session or other agenda item that requires follow up. For public comment regarding matters not on the agenda, a short summary is included along with the names of the commenters. For public comments about an agenda item, action minutes include each speaker's name and their position (i.e., support or oppose). More detailed summary minutes will be prepared only when there is a formal public hearing which requires preparation of a more detailed administrative record.

The proposed change to transition from detailed summary minutes to action minutes is captured in Attachment 4, Board Policy 1.02, *Board Meetings*, along with a few other minor revisions to

reflect current practice (e.g., posting on the website, GM-President review and confirmation of the Board meeting agenda, etc.).

FISCAL IMPACT

Transitioning to action only minutes will reduce the amount of staff time for preparation of the minutes and expand staff capacity to attend to other duties.

PRIOR BOARD AND COMMITTEE REVIEW

None

PUBLIC NOTICE

Public notice was provided as required by the Brown Act. No additional notice is necessary.

CEQA COMPLIANCE

No compliance is required as this action is not a project under the California Environmental Quality Act (CEQA).

NEXT STEPS

Upon approval by the Board of Directors, the proposed amendments to Board Policy 1.02 *Board Meetings* would take effect, with the District Clerk implementing the transition to action minutes starting with the next set of draft meeting minutes.

Attachment(s)

1. CCAC Minutes Guidelines
2. Example of Action Minutes
 - (a) Napa County Regional Park & Open Space District
 - (b) City of Los Altos
 - (c) Santa Clara County Open Space Authority Action Minutes
3. Example of Proposed District Action Minutes
4. Revised Board Policy 1.02 Board Meetings

Responsible Department Head:
Ana Ruiz, General Manager

Prepared by/Contact person:
Maria Soria, District Clerk/Assistant to the General Manager

CITY CLERKS ASSOCIATION OF CALIFORNIA
GUIDELINES FOR
PREPARING MINUTES FOR GOVERNMENTAL AGENCIES

PURPOSE

The City Clerks Association of California issues these guidelines as a tool for government agencies to transition to minutes styles that are efficient, succinct, cost-effective for staff to prepare, and more appropriately aligned with the intent of the Government Code.

FINDINGS

- Legislative bodies must act, and must be *seen* to act, within the laws of the State of California and local charters, if applicable. Being *seen* to act within the law is important, because the legislative body's decisions may be subject to external scrutiny by the public, auditors, or judicial inquiry. Minutes *testify* that the correct procedures for decision-making were followed.
- Legislative body minutes shall be prepared in a manner consistent with the intent of the Government Code. Relevant Government Codes are as follows:
 - Government Code 40801. The city clerk shall keep an accurate record of the proceeding of the legislative body and the board of equalization in books bearing appropriate titles and devoted exclusively to such purposes, respectively. The books shall have a comprehensive general index.
 - Government Code 36814. The council shall cause the clerk to keep a correct record of its proceedings. At the request of a member, the city clerk shall enter the ayes and noes in the journal.
 - Government Code 54953(c)(2). The legislative body of a local agency shall publicly report any action taken and the vote or abstention on that action of each member present for the action.
 - Government Code 53232.3(d). Members of a legislative body shall provide brief reports on meetings attended at the expense of the local agency at the next regular meeting of the legislative body.
- All components of minutes shall be for the primary purpose of memorializing decisions made by the *legislative body*. Any minute component that does not serve this primary purpose should be minimized or eliminated; this includes comments made by *individual* body members and members of the *public*.

GUIDELINES

- Minutes should provide a record of a) when and where a meeting took place, and who was present (including member absences, late arrivals, departures, adjournment time); b) type of meeting (Regular/Special/Adjourned Regular); c) what was considered; d) what was decided; and e) agreed upon follow-up action. Pursuant to Government Code 54953(c)(2), minutes shall report any action taken and the vote or abstention on that action of each member present for the action.
- Appropriate styles are *action* minutes or *brief summary* minutes. Verbatim style minutes should not be used, because verbatim or lengthy summary minutes do not serve the intent of the Government Code, which is to record the proceedings of the *legislative body*.
- *Action* minutes merely record final decisions made.

- *Brief summary* minutes, at a minimum, record the final decisions made; and, at a maximum, may record what advice the body was given to enable it to make its decisions, the body's thought process in making the decision, and the final decisions made. Emphasis is given on the body's thought process, not individual members' thought processes. The minutes should summarize only the main points which arose in discussion if and only if they are relevant to the decision.
- Comments made by members such as "for the record" or "for the minutes" have no bearing on the content of minutes and are given no greater and no lesser consideration than other comments made at the public meeting. Members seeking to memorialize comments should incorporate such verbiage into the language of the motion. As an alternative, members may submit written statements to be retained with the agenda item.
- Since the main purpose of minutes is to record the legislative body's decision, summary minutes should be brief. By concentrating on the legislative body's decision, brief summary minutes will provide only a select recording of what was discussed at the meeting. Brief summary minutes should not attempt to reproduce, however summarily, what every speaker said. It should only record the essence of the discussion and include the main threads that lead to the body's conclusion.
- To the fullest extent possible, brief summary minutes should be impersonal and should not attribute views to individual persons. Only the positions and decisions taken by the whole legislative body are relevant, not those of individual members. The passive voice is favored i.e. "It was suggested that...", "It was generally felt that...", "It was questioned whether...", "During discussion, it was clarified..."
- There are reasons for not attributing comments to specific speakers. First, it makes for brevity--a point can be recorded more concisely in impersonal form. Second, a point raised by one speaker will often be further developed by others—in impersonal brief summary minutes, only the fully-developed point is recorded in its final form. Third, points by several speakers can be consolidated into a single paragraph. Fourth, the impersonal style averts future corrections to minutes.
- While the primary purpose of minutes is to memorialize decisions made by the legislative body as a whole, under limited circumstances it is necessary and/or appropriate to attribute comments to individual members including:
 - Individual member's reports pursuant to Government Code 53232.3(d) (enacted by AB 1234, 2005). The minute record shall include the type of meeting attended at the expense of the local agency and the subject matter.
 - Individual member's reports on intergovernmental agencies. Brief summary minutes should include the type of meeting at a minimum, and, at the maximum, include the subject matter.
 - Individuals speaking under public comment. Brief summary minutes shall, at a minimum, list the public member's name (if provided); and, at a maximum, include the overall topic and stance/position. Such as Mr. Jones spoke in opposition to the Project X. Being mindful that the minutes are recordings of the legislative body's proceedings, it is not appropriate to include detail of individual comments. There is an exception for public testimony provided during public hearings, for which the minutes shall include the speaker's name (if provided) and a summary position of the speaker (i.e., supported or opposed).
- For purposes of meeting Government Code 36814 and/or 54953(c)(2), the city clerk should enter the ayes and noes in the minutes. For informal consensus (i.e. providing staff direction), it is appropriate to note the dissention of one or more members by, at a minimum, stating the dissenting member's name and dissention, such as "Mr. Jones dissented," and at a maximum to also include a brief reason, such as "Mr. Jones dissented citing budget concerns."
- While the primary purpose of legislative body meetings is for the legislative body to take legislative action and make decisions to advance agency business, it is acknowledged that agency meetings also

serve as platforms for ceremonial presentations and reports on social and community events. At a minimum, brief summary minutes should identify that presentations were made and event reports were given; and, at a maximum, report only the subject matter of the presentation or event.

- For community workshops and town hall meetings subject to the Brown Act, brief summary minutes, at a maximum, record the overall topic, provided that no legislative actions were taken. It is advisable to note in the minutes that no legislative action was taken.
- The guidelines contained herein are applicable to committees and commissions subject to the Brown Act. It is acknowledged that many boards and commissions take few legislative actions, and the tendency is to include more detail in the minutes on event reports and planning. At a maximum, brief summary minutes may include key points of the final reports or determinations, and all comments shall be attributable to the entire body and not attributable to individual members.
- Brief summary minutes shall serve to clarify decisions taken and who is expected to execute the decisions. It is not necessary to write down all action points or all tasks identified. Minutes shall not serve as a substitute for task lists, and the focus shall remain on the final decisions made by the *legislative body*.
- The language of brief summary minutes should be relatively restrained and neutral, however impassioned the discussion. Brief summary minutes will record the substance of the point in an intemperate way.
- To the fullest extent possible, minutes should be self-contained to be intelligible without reference to other documents.
- As a general rule, individual member comments are not identified in the brief summary minutes of discussions, and minutes should concentrate on the collective body's thought process and the collective decisions made by the majority, not individuals.
- Brief summary minutes should concentrate on central issues germane to the final decision. The record of the discussion should be presented in a logical sequence, rather than reproduced in the actual order they were made in discussion.
- The legislative body may wish to choose more, substantive (summary) minutes if there's no archival audio/video backup recording available of its proceedings. If audio/video recording is available for future reference, minute notations can be more limited (action).



**NAPA COUNTY REGIONAL PARK &
OPEN SPACE DISTRICT**

Brad Wagenknecht
Director, Ward One

Tony Norris
Director, Ward Two

Patricia Clarey
Director, Ward Three

Nancy Lewis-Heliotes
Director, Ward Four

Barry Christian
Director, Ward Five

MINUTES

BOARD OF DIRECTORS REGULAR MEETING

Monday, September 9, 2024 at 2:00 P.M.

Napa County Board of Supervisors Chambers, 1195 Third Street, 3rd floor, Napa, Calif.

1. Call to Order and Roll Call

Directors Present: Brad Wagenknecht, Tony Norris, Patricia Clarey, Nancy Heliotes, Barry Christian
Staff Present: Chris Cahill, Andrew Brooks, Ryan Ayers

2. Public Comment

None.

3. Set Matters

None.

4. Administrative Items

- a. Consideration and potential approval of minutes for Board of Directors regular meeting of August 12, 2024.

Minutes for the August 12, 2024 regular meeting were approved as presented.
PC - TN - BW - NH - BC

- b. Consideration and potential approval of a budget adjustment for FY 2024-2025.

Directors approved budget adjustment for FY 2024-25 as presented.
PC - TN - BW - NH - BC

- c. Consideration and potential approval of a Certificate of Facts regarding the November 2024 election and appointment of Brad Wagenknecht, Ryan Gregory, Patricia Clarey, and Nancy Lewis-Heliotes to the Board of Directors.

Report presented by Chris Cahill; Directors approved Certificate of Facts regarding the November 2024 election and appointed Brad Wagenknecht, Ryan Gregory, Patricia Clarey, and Nancy Lewis-Heliotes to the Board of Directors.
BW - TN - BC - PC - NH

- d. Consideration and potential approval of District support for the American Canyon Wetland Restoration and Public Access Grant and authorizing the President to sign a letter of support.

Report presented by Chris Cahill; Directors approved District support for the American Canyon Wetland Restoration and Public Access Grant and authorizing the President to sign a letter of support.

BC - TN - BW - PC - NH

e. Receipt of report on expenditures, encumbrances, donations, and grants approved by District staff for August 2024.

Report presented by Chris Cahill; No action taken.

f. Review of the District Projects Status Report.

Report presented by Andrew Brooks; No action taken.

g. Receipt of monthly report for Bothe-Napa Valley State Park, Bale Grist Mill State Historic Park, and Robert Louis Stevenson State Park.

Report presented by Chris Cahill; No action taken.

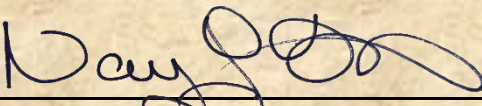
5. Announcements by Board and Staff

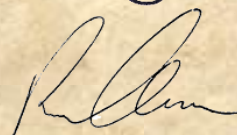
- **Chris Cahill discussed the agenda item from the Special District Risk Management Authority, which congratulated the District on another year with no paid workers' compensation claims.**
- **Director Clarey announced that the Napa Valley State Parks Association's annual Harvest Dinner will be held on September 28, 2024 at the Bale Grist Mill.**
- **Director Heliotas announced that the Bee Club is working on developing pollinator gardens in several Napa County schools and along the Napa Valley Vine Trail.**
- **Director Norris thanked fellow board members for their collaboration during his long tenure on the District's Board of Directors.**

6. Agenda Planning

- **Chris Cahill noted that the October Regular Meeting of the NCRPOSD Board will be held on October 21, 2024, and that all future October meetings will be held on the 3rd Monday of the month to accommodate the Indigenous Peoples' Day holiday.**
- **Chris Cahill noted that the swearing in of the four newly elected Directors will be agenda item for the December meeting.**

7. Adjournment

SIGNED: 
Nancy Lewis-Heliotas, Board President

ATTEST: 
Ryan Ayers, District Secretary

Vote: BW = Brad Wagenknecht; TN = Tony Norris; PC = Patricia Clarey; NH = Nancy Heliotas; BC = Barry Christian

The maker of the motion and second are reflected respectively in the order of the recorded vote.

Notations under vote: N = No; A = Abstain; X = Excused; Ab=Absent



**CITY OF LOS ALTOS
CITY COUNCIL MEETING MINUTES
TUESDAY, NOVEMBER 14, 2023
7:00 p.m.
1 N. San Antonio Rd. ~ Los Altos, CA**

ATTACHMENT 2b

*Sally Meadows, Mayor
Jonathan Weinberg, Vice Mayor
Pete Dailey, Councilmember
Neysa Fligor, Councilmember
Lynette Lee Eng, Councilmember*

CALL MEETING TO ORDER – Sally Meadows, Mayor, called the meeting to order at 7:00 p.m.

ESTABLISH QUORUM – All Councilmembers were present.

PLEDGE ALLEGIANCE TO THE FLAG – Sally Meadows, Mayor, led the Pledge of Allegiance.

REPORT ON CLOSED SESSION

On October 24, 2023, the City Council held a Closed Session special meeting pursuant to Government Code Section 54957: Threat to Public Services or Facilities. Although not required to report out on this matter, the City Council provided staff with direction to suspend all Zoom and/or remote participation at City Council and Commission public meetings. The City Council will re-evaluate this direction no later than May of 2024 and determine if further changes are necessary. Members of the public may view the meetings via the Zoom details provided on each agenda but may only provide public comment in-person or by submitting written comment as instructed on the agenda.

CHANGES TO THE ORDER OF THE AGENDA

Motion by Lee Eng and Seconded by Weinberg to move Item 5 on the agenda to before the Public Hearing item. **Motion carried unanimously by roll call vote.**

SPECIAL ITEM(S)

Issue proclamation recognizing "United Against Hate Week"

Sally Meadows, Mayor, issued the proclamation recognizing “United Against Hate Week”

PUBLIC COMMENTS ON ITEMS NOT ON THE AGENDA

The following members of the public spoke during Public Comments:

- Freddie Wheeler
- Dianne Connelly
- Roberta Phillips
- Tyler Hawes

CONSENT CALENDAR

Motion by Fligor and Seconded by Lee Eng to approve the Consent Calendar. **Motion carried unanimously by roll call vote.**

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1. Approve the regular meeting minutes for the meeting of October 24, 2023

2. Adopt a Resolution of the City Council of the City of Los Altos: 1) Authorizing the Finance Director to amend the FY 2023/24 CIP budget in the amount of \$441,159; 2) Authorizing the City Manager to execute contract Amendment No. 1 to include the additional work in the amount of \$441,159 for a total contract of \$6,946,891; 3) Accepting completion and directing the Public Works Director to file a notice of completion of the Annual Street Resurfacing and City Alley Resurfacing Project; and 4) Finding that the Council’s action exempt from review under CEQA pursuant to CEQA Guidelines Section 15301 and that none of the circumstances under Section 15300.2 apply

DISCUSSION ITEM

5. Discuss the Council issuing a potential resolution, or any possible action, denouncing the Hamas attacks against Israel

The following members of the public spoke regarding the item:

• Nadine Mansour	• Renee Rashid
• Raef Bashir	• Moazzam Chaudry
• Andeleeb Khan	• Malika Juheid
• Amer Akhtar	• Lubna Al-Fayyed
• Alessandra Melloni	• Aifra Ahmed
• Zach Rosenberg	• Helen
• Tanya Maluf	• Jeanine Valadez
• Nadeer Khouri	• Oded Hermoni
• Ronit Belson	• Nahia
• Ali Zaidi	• Nadiyah Mshasha
• Maliha Agloria	• Dorith Aloh
• Salmon Khan	• Andrea Khan
• Amnon Levy	• Elinor Tamari
• Eran Tamari	• Amal Khan
• Dan Arwatz	• Gilad Arwatz
• Nellie Brook	• Carla Bahri
• Vadim Katz	• Asher Kagan
• Wendy Tanz	• Dotan Russo
• Lior Netzer	• Chen A.
• Noor Alnabelseya	• Ilan Frank
• Ben Shepard	• Alisha Juneid
• Keren Dayan	• Mona Kibbani
• Nada Kanark	• Yael Garten
• Sharon Ashkenani	• Guy Resheff
• Adila Zanghi	• Tamar Sofer-Geri

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• Ravit Erez	• Maryann Had
• Lubna Ksseibl	• Kamal
• Sameena Usman	• Ayya Eizanca
• Habiba Sarmad	• Einat Yoger
• Ola Albarondi	• Alex Lerich
• Joe Commendatore	• Jim Welsh
• Aaiza Khalid	• Ayya Elzarka
• Kamal Saif	• Hamza Assad
• Peter O'Reilly	• Mohamad Rawashden
• Daz Yogl	• Guy Gecht
• Noa Grant	• Fariha Hilaly

Motion by Fligor and Seconded by Dailey to direct Vice Mayor Weinberg, to draft a resolution, based on the feedback the City Council provided, and to bring the resolution for possible adoption at a future meeting. **Motion carried unanimously by roll call vote.**

3. Introduce and Waive Further Reading of Zoning Ordinance Text Amendments which implement programs identified in the adopted housing element, Program 1.A: Rezone for RHNA Shortfall; Program 1.B: Facilitate Higher Density Housing in the Commercial Thoroughfare (CT) District; Program 1.C: Allow Housing in the Office Administrative (OA) District; Program 1.E: Update the Loyola Corners Specific Plan; Program 1.F: Rezone Village Court Parcel; Program 1.G: Rezone Housing Sites from Previous Housing Elements; Program 3.I: Allow Residential Care Facilities Consistent with State law; Program 3.J: Explicitly Allow Manufactured Homes Consistent with State law; and consideration of the City of Los Altos Planning Commission’s October 19, 2023 decisions and find that the proposed amendments are exempt from environmental review pursuant to Section 15061(b)(3) of the California Environmental Quality Act (CEQA) Guidelines since there would be no possibility of a significant effect on the environment

Nick Zornes, Development Services Director, presented the report.

The following members of the public spoke regarding the item:

- Deb Skelton
- Tom Ferry
- Jerry Rice
- William Acevedo
- Sara Acevedo
- Lili Najimi
- Jon Baer
- Sreen

Motion by Weinberg and Seconded by Dailey to waive first reading and introduce an ordinance of the City Council of the City of Los Altos amending Chapter 14.34, Chapter 14.36, Chapter 14.50

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and Chapter 14.63 of the Los Altos Municipal Code, to implement program 1.A, program 1.B, program 1.C, program 1.G, program 3.I, program 3.J of the Sixth Cycle Housing Element Update. **Motion carried unanimously by roll call vote.**

Motion by Weinberg and Seconded by Dailey to waive first reading and introduce an ordinance repealing in its entirety the Loyola Corners Specific Plan, Chapter 14.42 of the Los Altos Municipal Code, and City Council Resolution No. 2017-41 and reinstating the underlying zoning districts to all effected parcels to implement program 1.E of the Sixth Cycle Housing Element Update. **Motion carried 4-1 by roll call vote with Councilmember Lee Eng opposed.**

Motion by Weinberg and Seconded by Dailey to waive first reading and introduce an ordinance amending Chapter 14.88 of the Los Altos Municipal Code pertaining to rezoning of a parcel located at 4546 El Camino Real (APN: 16712042) from R1-10 to Commercial Thoroughfare (CT) and repealing in its entirety Planned Unit Development (62-PUD/C7) to implement program 1.F Rezone Village Court parcel of the Sixth Cycle Housing Element Update. **Motion carried 4-1 by roll call vote with Councilmember Lee Eng opposed.**

DISCUSSION ITEMS

- 4. Report Out on Shared Police Services Study With Los Altos Hills: Discuss the initial analysis and information in this staff report and provide direction as to whether the City Council would like to further study shared Police services with Los Altos Hills

This item was moved to the regular meeting of November 28, 2023.

INFORMATIONAL ITEMS

- 9. Tentative Council Calendar and Housing Element Update Calendar

COUNCIL/STAFF REPORTS AND DIRECTIONS ON FUTURE AGENDA ITEMS

ADJOURNMENT – The regular meeting adjourned at 1:09 a.m. on November 15, 2023

The meeting minutes were prepared by Melissa Thurman, City Clerk, for approval at the special meeting of December 5, 2023.

Sally Meadows,
Mayor

Melissa Thurman, MMC
City Clerk

The November 14, 2023 City Council meeting recording may be viewed via the following external website: <https://www.youtube.com/@CityofLosAltosCA>

The City of Los Altos does not own or operate YouTube. The video referenced on these minutes were live at the time the minutes were published.

FINAL MINUTES
Board of Directors
Meeting 24-11
June 13, 2024

Board Room of the Open Space Authority Administrative Office
33 Las Colinas Lane, San José, CA 95119



FINAL MINUTES

CALL TO ORDER / ROLL CALL

Director Chapman called the meeting of the Santa Clara Valley Open Space Authority Board of Directors to order at 6:33 in person and via Zoom teleconference.

Members Present Clerk of the Board Caroline Hernandez performed Roll Call:
Alex Kennett, Mike Flaughner, Helen Chapman, Vicki Alexander, Mike Potter were present for roll call.

Members Absent Garnetta Annable, Calvin Gill

Staff Present General Manager Andrea Mackenzie, Assistant General Manager Lea Rauscher, Assistant General Manager Marc Landgraf, Field Operations Manager Derek Neumann, Natural Resources Manager Aaron Hébert, Administrative Operations Manager Elizabeth Loretto, Planning, Design, and Construction Manager Lucas Shellhammer, Conservation and Strategic Partnerships Manager Megan Dreger, Long-Range Planning Manager/Coyote Valley Project Director Nick Perry, Legal Counsel William Parkin, Clerk of the Board Caroline Hernandez, Office and Facilities Coordinator Ivy Rylander, Fiscal Services Officer Justina Tien, Conservation Strategy Program Manager Linda Kwong

REORDERING OF AGENDA

Director Chapman called for a motion to reorder the agenda. Director Kennett motioned to begin with Public Comments, Announcement, Closed Session, Report from Closed Session and to move New Business Item #2 to New Business Item #4. Director Flaughner seconded the motion.

The motion passed.

(**Vote:** 4-0-0. **Ayes:** Alex Kennett, Mike Flaughner, Helen Chapman, Vicki Alexander. **Noes:** None. **Abstention:** None.)

PUBLIC COMMENTS

Director Chapman asked if there were any members of the public who wished to comment on any item not on the agenda. There were none.

ANNOUNCEMENT

Legal Counsel William Parkin made an announcement regarding Closed Session; one item regarding anticipated litigation and one item regarding existing litigation.

The Directors convened to Closed Session at 6:34 pm.

CONVENE TO CLOSED SESSION

- 1 Conference with Legal Counsel: Anticipated Litigation – Significant Exposure to Litigation to Pursuant to Paragraph (2) or (3) of Subdivision (d) of Section 54956.9: (1 case)

Mike Potter called for a motion to approve the Consent Items 1 through 2 excluding none. Alex Kennett seconded the motion.

The Motion

(Vote: 0-0-0. Ayes: None. Noes: None. Abstention: None.)

- 2 Conference with General Counsel: Existing Litigation
(Paragraph (1) of subdivision (d) of Section 54956.9)
California Public Utilities Commission Application 24-04-017
(LS Power Grid California, LLC)

REPORT FROM CLOSED SESSION

Legal Counsel William Parkin reported that under existing litigation concerning **California Public Utilities Commission Application 24-04-017, LS Power Grid California, LLC**, the Board was fully updated on the protest to that application that was filed By the Authority and the Board would be further updated on the process.

APPROVAL OF MINUTES

- May 23, 2024

Director Chapman called for a motion. Director Flaughner moved to approve the May 23, 2024 meeting minutes. Director Alexander seconded the motion.

The motion passed.

(Vote: 4-0-1. Ayes: Mike Flaughner, Helen Chapman, Vicki Alexander, Mike Potter. Noes: None. Abstention: Alex Kennett.)

APPROVAL OF CONSENT ITEM(S)

- C1 Adopt Resolutions 24-31 and 24-32 Calling for An Election and Requesting Election Consolidation Services with the Santa Clara County for District 1, 3, 4 and Authorizing Unopposed Candidates to not be Listed on the November 05, 2024 Ballot**

- C2 Adopt Resolution 24-33 Accepting the Improvements, Approve Final Costs and Authorize the General Manager or her Designee to File a Notice of Completion with the Santa Clara County Recorder for the Llagas Creek Pedestrian Trail and Bridge Installation Project**

Director Chapman called for a motion. Director Potter moved to approve the Consent Items 1 through 2 excluding none. Director Kennett seconded the motion.

The motion passed.

(**Vote:** 5-0-0. **Ayes:** Alex Kennett, Mike Flaughner, Helen Chapman, Vicki Alexander, Mike Potter.

Noes: None. **Abstention:** None.)

NEW BUSINESS

1 **Public Hearing and Approval of the Engineer's Report and Levying the Annual Assessment for Open Space Acquisition & Maintenance District No. 1 - Renewal for Fiscal Year 2024/2025**

Fiscal Services Officer Justina Tien presented the item. SCI Consultant Jeanette Hynson joined via Zoom to answer questions.

Director Chapman opened the public hearing.

There were no members of the public who wanted to comment on this item.

Director Chapman closed the public hearing.

Director Chapman called for a motion. Director Potter moved to adopt Resolution 24-34 approving the Engineer's Report and renewing this assessment. Director Kennett seconded the motion.

The motion passed.

(**Vote:** 5-0-0. **Ayes:** Alex Kennett, Mike Flaughner, Helen Chapman, Vicki Alexander, Mike Potter.

Noes: None. **Abstention:** None.)

2 **Report from the Board of Directors Ad Hoc Committee on Financial Sustainability**

General Manager Andrea Mackenzie presented the informational item. There was no recommendation to vote on.

3 **Report on the Status of AB 2682 (Kalra), Open Space Authority Enabling Act Amendments**

Assistant General Manager Marc Landgraf presented this informational item. There was no recommendation to vote on.

4 **Public Hearing and Presentation of Proposed Fiscal Year 2024/2025 Budget, Annual Work Plan and Position Pay Plan**

Fiscal Services Officer Justina Tien presented the item. General Manager Andrea Mackenzie, Conservation and Strategic Partnerships Manager Megan Dreger, Assistant General Manager Lea Rauscher, Assistant General Manager Marc Landgraf, Administrative Operations Manager Elizabeth Loretto, Field Operations Manager Derek Neumann, Long-Range Planning Manager/Coyote Valley Project Director Nick Perry, Natural Resources Manager Aaron Hébert, and Planning, Design and Construction Manager Lucas Shellhammer spoke during the presentation.

Director Chapman opened the public hearing.

There were no members of the public who wanted to comment on this item.

Director Chapman closed the public hearing.

Director Chapman called for a motion. Director Potter moved to adopt Resolution 24-35, approving the Annual Budget, Annual Work Plan and Salary Position Pay Plan for Fiscal Year 2024/2025. Vicki Alexander seconded the motion.

The motion passed.

(**Vote:** 5-0-0. **Ayes:** Alex Kennett, Mike Flaughner, Helen Chapman, Vicki Alexander, Mike Potter.

Noes: None. **Abstention:** None.)

COMMITTEE MEETING SUMMARIES

- Administration and Budget Committee

INFORMATIONAL REPORTS

- General Manager
- Staff
- Legal Counsel
- Board Member Reports, Liaison Updates & Comments

ADJOURNMENT

Director Chapman adjourned at 9:17 pm

Respectfully Submitted by Caroline Hernandez
Clerk of the Board



**SAMPLE OF PROPOSED ACTION MINUTES
SPECIAL AND REGULAR MEETING**

**BOARD OF DIRECTORS
MIDPENINSULA REGIONAL OPEN SPACE DISTRICT**

Wednesday, DRAFT

*The Board of Directors conducted this meeting in accordance with
California Government Code section 54953.*

DRAFT MINUTES

**SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE MIDPENINSULA
REGIONAL OPEN SPACE DISTRICT – CLOSED SESSION**

President MacNiven called the special meeting of the Midpeninsula Regional Open Space District to order at 5:00 p.m.

ROLL CALL

Members Present: Jed Cyr, Craig Gleason, Karen Holman, Zoe Kersteen-Tucker, Yoriko Kishimoto, Margaret MacNiven, and Curt Riffle

Members Absent: None

Staff Present: District Clerk/Assistant to the General Manager Maria Soria

President MacNiven announced that the public has the opportunity to comment on the agenda, and the opportunity to listen to this meeting through the internet or via telephone. This information can be found on the meeting agenda, which was physically posted at the District's Administrative Office, and on the District website.

1. Closed session item

Public comment opened at 5:00 p.m.

District Clerk/Assistant to the General Manager Maria Soria reported no public comments were submitted for the closed session.

Public comment closed at 5:00 p.m.

The Board convened into closed session.

ADJOURNMENT

President MacNiven adjourned the special meeting of the Board of Directors of the Midpeninsula Regional Open Space District at 6:55 p.m.

REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE MIDPENINSULA REGIONAL OPEN SPACE DISTRICT

President MacNiven called the regular meeting of the Midpeninsula Regional Open Space District to order at 7:00 p.m.

ROLL CALL

Members Present: Jed Cyr, Craig Gleason, Karen Holman, Zoe Kersteen-Tucker, Yoriko Kishimoto, Margaret MacNiven, and Curt Riffle

Members Absent: None

Staff Present: District Clerk/Assistant to the General Manager Maria Soria

President MacNiven that the public has the opportunity to comment on the agenda, and the opportunity to listen to this meeting through the internet or via telephone. This information can be found on the meeting agenda, which was physically posted at the District's Administrative Office, and on the District website.

REPORT FROM CLOSED SESSION

President MacNiven reported the Board met in closed session, and no reportable action was taken.

ORAL COMMUNICATIONS

Public comment opened at 7:00 p.m.

Charlie Brown spoke about his concerns of not having red picnic benches at all of the preserves.

Public comment closed at 7:03 p.m.

ADOPTION OF AGENDA

Motion: Director Cyr moved, and Director Riffle seconded the motion to adopt the agenda.

ROLL CALL VOTE: 7-0-0

CONSENT CALENDAR

Director Riffle pulled Consent Calendar item 2 and requested that future Claims reports be sorted by payment amount.

The Board unanimously supported the directive to staff to sort future Claims reports by payment amount.

Meeting 25-x SAMPLE PROPOSED ACTION DRAFT MINUTES

Public comment opened at 7:05 p.m.

Ms. Soria reported there were no public speakers for this item.

Public comment closed at 7:05 p.m.

Motion: Director Gleason moved, and Director Holman seconded the motion to approve the Consent Calendar.

ROLL CALL VOTE: 7-0-0

1. **Approve the Draft 2024 Board meeting minutes**
2. **Approve Claims Report**

BOARD BUSINESS

3. **Approve the use of Action Minutes for all Board and Committee Meetings and updating Board Policy 1.02.**

District Clerk/Assistant to the General Manager Maria Soria presented the item.

Public comment opened at 7:22 p.m.

The following members of the public spoke in favor of the item:

- Sandra Gomez
- Kathryn Bell

The following members of the public spoke against the item:

- Sam Smith

Public comment closed at 7:30 p.m.

Motion: Director Riffle moved, and Director Kishimoto seconded the motion to approve the use of action minutes for all Board and committee meetings and to update Board Policy 1.02.

ROLL CALL VOTE: 7-0-0

4. **Shuttle and Parking Management Concepts for the Administrative Office**

Assistant General Manager Susanna Chan and Assistant General Manager Brian Malone presented the item.

Director Holman requested to attain the conceptual drawings of the shuttle before the next meeting.

Director Cyr suggested wrapping the shuttle with the District logo.

Director Gleason inquired how many additional parking spaces will be available for visitors.

Meeting 25-x SAMPLE PROPOSED ACTION DRAFT MINUTES

Ms. Chan stated that she did not have the information available now but will confirm the numbers.

Public comment opened at 8:02 p.m.

The following members of the public spoke in favor of the item:

- Sandra Gomez

Public comment closed at 8:05 p.m.

Motion: Director Gleason moved, and Director Cyr seconded the motion to move forward with the Shuttle and Parking Management Concepts and to enter into an agreement with Buddy Shuttles.

ROLL CALL VOTE: 7-0-0

INFORMATIONAL REPORTS**A. Committee Reports**

Director Kersteen-Tucker provided an update of the October 13 Planning and Natural Resources Committee meeting.

B. Staff Reports

General Manager Ana Ruiz and Assistant General Manager Brian Malone presented.

C. Director Reports

Director Holman reported she attended the following meetings:

- October 18 - San Francisco Bay Restoration Authority
- October 19 - Staff Recognition Event

Director Cyr reported he attend the following meeting:

- October 2 – Santa Clara Valley Water Commission

ADJOURNMENT

President MacNiven adjourned the regular meeting of the Board of Directors of the Midpeninsula Regional Open Space District meeting at 8:30 p.m.

Maria Soria, MMC
District Clerk

Board Policy Manual

Board Meetings	Policy 1.02 Chapter 1 – Administration & Government
Effective Date: <u>11/13/13</u>	Revised Date: <u>11/13/13</u> <u>TBD</u>
Prior Versions: <u>11/13/13</u>	

GOALS: _____

To have effective Board meetings; to have a clear delineation between public input and Board deliberation; to ensure effective use of time at Board meetings and to complete the District's public business in a timely manner; to foster control of the appropriate procedures for Board meetings, based on Robert's Rules of Order; to ensure public input in an orderly and consistent manner; to ensure an appropriate level of decorum during meetings; to provide for the clear recording and taking of minutes.

Regular Meetings

Public Resources Code § 5535

Regular Meetings of the Board of Directors of the Midpeninsula Regional Open Space District shall be held on the second and fourth Wednesday of each month at the hour of 7:00 p.m. Meetings shall be held at such place or places within the District as shall be determined by the Board of Directors. -A majority of the members of the Board may cancel a meeting for cause or call the regular meeting for a different date or time. At least 72 hours before a regular meeting, the agenda for the regular meeting containing the time and location for the meeting and a brief description of each item of business to be transacted or discussed at the meeting, including items to be discussed in closed session, shall be posted in a location that is freely accessible to members of the public and on the District's website. If a regularly scheduled meeting occurs on the evening preceding Thanksgiving or Christmas Eve or on a holiday, the regular meeting shall be rescheduled or canceled.

Special Meetings

Special meetings may be called at any time by the President or at the request of a majority of the members of the Board. -Except in the case of an "emergency situation" as defined (Government Code § 54956.5), written notice of such meeting shall be posted in a location that is freely accessible to members of the public, posted on the District's website and shall be mailed or emailed to ~~delivered personally or by mail to each member of~~ the Board and other parties who have so requested ~~and to each local newspaper of general circulation~~ at least 24 hours before the time specified for the meeting in the notice, provided that, unless otherwise provided by law, the failure to give or receive notice shall not affect the validity of any action taken at the meeting. The notice shall specify the time and place of the special meeting and the business to be transacted, which shall be determined by the Board or by the General Manager in consultation with the President. No other business shall be considered at the meeting. The agenda for a special meeting at which action is proposed to be taken on an item shall provide

an opportunity for members of the public to directly address the Board concerning that item prior to action in the item.

Closed Sessions

The Board may hold closed sessions from which the public may be excluded for the consideration of the following subjects:

1. Appointment, employment, evaluation of performance, or dismissal of an employee or to hear complaints or charges brought against an employee
2. Labor negotiation matters
3. Proposed or pending litigation
4. Real property transactions
5. Matters embraced within the attorney-client privilege
6. Any other matters exempted by law (See Government Code § 54950 et seq., the Ralph M. Brown Act).

Items to be discussed in closed session shall be listed on the agenda for a regular or special meeting. A closed session item of an urgent nature not listed on the agenda may be added to the agenda provided that any action taken be pursuant to [Board Policy 1.03 Board Agenda Section 1.30](#).

Prior to holding any closed session, the Board must disclose, in an open meeting, the item or items to be discussed in the closed session. The disclosure may take the form of a reference to the item or items as they are listed by number ~~or letter~~ on the agenda. The Board may consider only those matters covered in its statement during the closed session.

After any closed session, at the Board meeting during which the closed session is held or at its next public regular meeting, a public report shall be made ~~shall reconvene into open session prior to adjournment and shall publicly report regarding~~ any action taken in closed session and the vote or abstention of every Board member present. These reports may be made orally or in writing.

Copies of any contracts, settlement agreements, or other documents that were finally approved or adopted in closed session shall be made available to any persons requesting such documentation. The requested documentation will be available at the end of the closed session in which the final action was taken unless substantive amendments require retyping, in which case the documents will be available as soon as the revisions are ~~when the retyping is~~ complete.

No person who attends a closed session shall disclose any statements, discussions, documents or votes made in closed session except as specified, required by the Brown Act, or where authorized by a majority of the Board.

Agenda

~~All reports, ordinances, resolutions and other matters intended to be considered by the Board at its regular meeting shall be delivered to the District Clerk no later than 5:00 p.m. on the preceding Wednesday for material requiring typing or other preparation, and not later than 5:00 p.m. on the preceding Thursday for material requiring reproduction only.~~

Any Board member or Board appointed staff member may place a matter on the agenda for Board consideration. -The District Clerk shall prepare the agenda according to the order of business as determined by the General Manager who will confirm the agenda with the presiding officer prior to the posting of the agenda. -A copy of the agenda and all available supporting materials shall be mailed, emailed or posted on the District's website by 5:00 p.m. on the Friday preceding each regular Board meeting, ~~or delivered by 7:00 p.m. on the Saturday preceding each regular Board meeting.~~ Supplementary materials may be received by the District Clerk after that time, provided the matter refers to an already agendized item.

Agendas will be available with no charge upon request to public officials, newspapers in the District, and members of the public at the District office by 9:00 a.m. on the Monday preceding the regular meeting. Agendas will be posted in a location that is freely accessible to members of the public and posted on the District's website at least 72 hours before a regular meeting or at least 24 hours before a special meeting.

Supporting materials (reports, memoranda, resolutions, nonconfidential written communications to the Board, and other informational materials not previously published or distributed) may be obtained upon request by public agencies, newspapers in the District and members of the public at the District office by 9:00 a.m. on the Monday preceding the regular meeting, and 24 hours before a special meeting.

Written materials distributed during a public meeting by any person in connection with a matter subject to discussion or consideration shall be made available for inspection at the meeting if prepared by District staff or by a member of the Board, or immediately after the meeting if prepared by some other person.

~~Absent extraordinary circumstances, Standard~~ communications to the Board from members of the public shall be deemed nonconfidential. Written communication will be available on the District's public portal or by contacting the District clerk. Communications deemed confidential which are forwarded to the Board shall be accompanied by ~~Aa~~ memorandum from the General Manager explaining the ~~justification for this~~ decision "not to distribute materials to members of the public". ~~public" shall accompany the written communications when sent to the Board. There will be no charge for the materials if available; otherwise the cost of reproduction will be charged~~

No action or discussion shall be undertaken on any item not appearing on the posted agenda by the Board, provided that matters deemed to be of an urgent nature by a two-thirds vote of the Board, (or, if less than two-thirds of the Board members are present a unanimous vote of those members present) with an explanation stated as to the urgency, may be acted upon. (See also Government Code § 54954.2~~(3-)~~)

Meetings to be Public

Public Resources Code § 5535.

All meetings of the Board of Directors shall, as provided by law, be open and public and shall be conducted in accordance with the Ralph M. Brown Act of the State of California. (Government Code § 54950 et seq., the Ralph M. Brown Act.)

Quorum

Public Resources Code § 5535.

At any meeting of the Board a majority of the Directors shall constitute a quorum for the transaction of business. When there is no quorum, the President, or Vice-President, or District Clerk or any other member of the Board of Directors, shall adjourn such meeting. No action shall be taken.

Smoking

~~It shall be unlawful for any person to smoke at any time at the meetings of the Board of Directors.~~

Rules of Order

Robert's Rules of Order shall be followed as interpreted by the presiding officer, subject to an appeal to the Board. In the event of a conflict between these Rules of Procedure and Robert's Rules of Order, these Rules of Procedure shall control.

The presiding officer should require individual Board and staff members to raise their hands to be recognized.

The presiding officer will recognize Board and staff members by name and will identify the makers of motions and seconds.

For each agenda item to be considered by the Board, the presiding officer shall provide a period of time for public comment prior to any vote taken. After the public comment period has ~~se~~ closed, the public shall not interrupt the Board's deliberations, and only by vote of the presiding officer shall the Board accept additional public comments or Board questions of the public.

Board Action

Public Resources Code § 5547, 5544.2 and 5540 as amended.

A majority vote of all of the members of the board shall be sufficient of the taking of Board action or the conduct of business except where action is required to be taken by "four-fifths of the members of the District Board" or a "two-thirds vote of the Board" or language of similar import.

Action of the Board of Directors shall be taken by ordinance, resolution, or a motion duly recorded in the minutes of the meeting. The ayes and noes shall be taken upon the passage of all ordinances, resolutions or motions and entered into the minutes of the Board.

An ordinance or resolution shall not be passed or become effective without the affirmative vote of at least a majority of the members of the Board.

The enacting clause of all ordinances passed by the Board shall be in these words: "Be it ordained by the Board of Directors of the Midpeninsula Regional Open Space District."

All ordinances and resolutions shall be signed by the President of the Board and countersigned by the Board Secretary, and all ordinances shall be published once within thirty (30) days after adoption in a newspaper of general circulation printed, published and circulated in the District.

Minutes

Minutes of Board meetings shall be kept by the District Clerk. The District Clerk or their his/her designee shall make a record ~~together using with actionsense~~ minutes. Action minutes include the following:

- Date, hour and place of the meeting
- Call to order
- Closed Session report
- Type of meeting (regular, adjourned or special meeting)
- Names of the members of the governing body present and absent, including arrival time of late arriving Directors
- Brief summary record of public comment regarding matters not on the agenda and speakers name (if provided)
- Name of staff presenting staff reports
- Direction to staff
- A listing of public speakers (if provided) addressing the meeting under a specific topic of comment and whether they were in favor of or opposed to an item
- For public hearing items, details will include when the hearing was officially opened, closed, any written evidence, oral testimony including the name of the person speaking, and whether the testimony was in support of, opposed to, or neutral to the item
- Motions made
- Recorded votes
- Time of meeting adjourned

If the meeting is a study session or a meeting where the Board is asked for feedback, action minutes could be expanded to include that a record of the feedback.

~~of such business as was actually passed upon by a vote of the Directors. A record shall be made of the names and addresses of persons addressing the Board, the subject matter to which their remarks related and whether they spoke in support or opposition to such matter.~~ The District Clerk shall be responsible for preparing and causing a copy of the minutes to be considered for approval to be forwarded to each Board member in the next regular mailing or as soon thereafter as possible.

Minutes of meetings to be considered for approval shall be available without charge upon request to public officials, newspapers within the District, and members of the public at the District office as soon as available following the meeting.

~~The proposed minutes shall be forwarded to the Board for their consideration and approval. Once approved, the minutes constitute as the official record of each Brown Act meeting. If the Board approved minutes of a meeting shall consist of at least two separate documents: 1) the copy of the proposed minutes forwarded to the Board for their consideration and approval, and 2) makes any additions or corrections during the approval or amendment to the proposed minutes made by the Board during the approval or amendment process, the District Clerk will revise the minutes accordingly. Upon the Board's approval of the revised minutes, they will be recand recorded as the in the approved minutes of the subsequent Board meeting. The approved minutes constitute the official minutes record of each Brown Act meeting.~~

Recording of Meetings

~~Tape recordings of a Board meetings and Committee meetings are recorded by electronic means and retained for the duration of time as approved by the Board pursuant to the Records Retention Schedule. The recordings shall be made by District staff solely for the purpose of facilitating the and serve in part to assist in the preparation of the minutes of the meeting (see Government Code § 54953.5(b)6252). Each tape recording of a Board meetings will may be erased six weeks after the approval of the minutes of a Board meeting.~~

Any person attending an open and public meeting shall have the right to record the proceedings with an audio or video tape recorder or a still or motion picture camera in the absence of a reasonable finding of the Board that such recording cannot continue without noise, illumination, or obstruction of view that constitutes, or would constitute, a persistent disruption of the proceeding (Government Code § 54953.5 (a)).