

Chair: Bill Tribolet | Secretary: Steve Haskins | Treasurer: Ed Witt

Meeting of the Board of Directors – D R A F T Minutes
Wednesday, May 3, 2017 | 4:00 pm
La Jolla Riford Library, 7555 Draper Ave, La Jolla, CA 92037

In attendance: Bill Tribolet, Steven Haskins, Ed Witt, Mark Dibella, George Hauer, Kathryn Kanjo, David Marino, Andy Nelson, Phyllis Pfeiffer, Peter Wagener, Nancy Warwick

Absent: Leon Kassel, Peter Wagener, Nancy Warwick

Public: Liz Studebaker (City), Luis Ojeda (City), Nancy Shields, Gary Ferdman, Ruth Yansick (see minutes below), Ashley Mackin (La Jolla Light)

1. Introductions and Roll Call

The meeting was called to order by Chair Tribolet at 4:05 pm.

2. Adopt the Agenda

3. Brown Act Training

Liz Studebaker, Economic Department, City of San Diego, made a presentation of the Brown Act and how it applied to the ELJ Board.

4. Non-Agenda Public Comment (2 minutes or less): None

5. Election of Officers

Pfeiffer nominated Tribolet, Witt, and Haskins to continue for another year as Officers. Marino seconded. There being no other nominations, the nomination was passed unanimously.

6. Officer's Reports

a. President: None

b. Secretary: See item 7.

c. Treasurer

Treasurer Witt reported that there was no activity as of yet. Proposed that two checking accounts be set up to separate the MAD activities from capital projects that would be funded through private donations or grants from the La Jolla Community Foundation.

Marino motioned that the accounts be set up at First Citizens Bank, Witt seconded. Marino noted that First Citizens has a local branch and was an early supporter of the formation of the MAD. Motion passed unanimously.

7. Bylaws – Board Member Terms

Secretary Haskins noted that it was within the authority of the Board to amend its bylaws from time to time. Adding that since ELJ's mission can only be implemented once there is a contract with the City of San Diego that the initial terms should not yet have started and the bylaws should be amended to reflect a starting date upon the signature of the management contract with the City.

Witt moved **“Amend Art VI, Sec 2 to read “The initial Directors shall serve for staggered terms of one, two, or three years. The initial terms shall be measured from July 1, 2017 or the date the management contract is signed with the City of San Diego, whichever is later.”** Kanjo seconded. Motion passed unanimously.

8. Board Appointment – Vacancy

Tribolet noted that Davidson had resigned and the Residential Property Owner seat was vacant. Pfeiffer noted that one residential seat was located in the northern portion of the MAD (Witt) and therefore the other seat should be located in the southern portion of the MAD. Pfeiffer noted that Ruth Yansick had participated in signature gathering in her condominium building to help support the formation of the MAD. Pfeiffer **nominated Ruth Yansick to fill the Residential Property Owner seat.** Witt seconded. There being no other nominations, Yansick was appointed unanimously.

9. Management Contract with City of San Diego

Consultant LaCava briefly discussed the City's template for the Agreement for Maintenance and Management of the MAD which had been previously distributed to the Board members. The agreement narrowly defines the responsibilities and is in line with the Management District Plan and Engineer's Report. LaCava added that there was no need to approve Exhibit B as the City Council had already done that in their November 2017 approval. LaCava and Luis Ojeda discussed the role of the Contract Administrator.

Haskins motioned to **approve the form of the Agreement.** Witt seconded. Passed unanimously.

Dibella motioned to **appoint Haskins as Contract Administrator.** Tribolet seconded. Passed unanimously.

Ruth Yansick took a seat on the Board (9 members now present)

10. Insurance

Consultant LaCava noted that he was obtaining quotes for insurance as required by the City as well as Directors & Officers Insurance. Studebaker noted that the city will not sign the Agreement until insurance was in place. No action is needed at this time.

11. La Jolla Community Foundation

Pfeiffer updated the Board on LJCF noting that over \$170,000 had been spent so far for

the formation of the MAD including legal, consultant, and marketing. LJCF is funding the services of Consultant LaCava through the end of 2017 as part of the start-up of ELJ and the MAD and will front the cost of the required insurance as a loan to be reimbursed once the MAD assessments arrive in January. LJCF has approximately \$65,000 that could be spent in the MAD in 2017 and is looking for ideas such as trashcans, benches, new trees, etc that would not require any maintenance since the MAD could not take on that responsibility until next January. Chair Tribolet asked the Members to offer suggestions at the next Board meeting.

12. Next Steps

Chair Tribolet noted the following actions will be occurring over the balance of 2017:

- a. Secure insurance (Jun 2017)
- b. Sign management contract with City of San Diego (Jun 2017)
- c. Hire a contract administrative assistant (Dec 2017)
- d. Issue Request for Proposal (RFP) for landscape/maintenance contractor (Sep 2017) and retain contractor (Dec 2017)
- e. Start MAD services (Jan 2018)

13. Next Meeting

Chair Tribolet announced that the next meeting would be Tuesday, June 13th, 4:00 pm at the La Jolla Library.

14. The meeting was adjourned at 5:00 pm.