



## Board of Directors Meeting Minutes

February 17th, 2022

Zoom:

Call In: 1 (669) 900-9128 | Meeting ID: 81562264970 | Passcode: 857518

### 1. REGULAR SESSION CALL TO ORDER AT 10:01 a.m.

2. **ROLL CALL: Present:** Sonoma: Lisa Badenfort, Mike Nicholls, Robin Bartholow, Jeff Kelly  
Mendocino: Mary Anne Petrillo, Paul Garza **Absent:** Jon Frech (joined at 10:07 a.m.)  
**Staff present:** Sonoma: Bradley Johnson, Calvin Sandeen, Ethan Brown, Rebecca Heinze  
Mendocino: Robert Gernert, Stacey Caico

### 3. PUBLIC EXPRESSION

Pamela Patterson suggested the SMEDD Board put in place practices to follow the Brown Act to save time and anguish. Specifically, she referenced the verbiage on the meeting agenda requiring public submit their comments in writing, in 300 words or less to the SMEDD Dist. Administrator. She said this is not allowed under the Brown Act, the public needs to be able to call in. The time of this meeting wasn't posted online, and she was unable to access the meeting agenda to review prior to the meeting. She sent the SMEDD Dist. Administrator, Calvin an email regarding her concerns but didn't receive a response.

Calvin responded apologizing that he didn't receive an email from Pamela. He explained the last meeting was a "special meeting" and public comment was an oversight. Corrections will be made moving forward and the full agenda packet will be posted online, including all the attachments.

### 4. AGENDA ADJUSTMENTS- None

### 5. STATEMENT OF CONFLICT OF INTEREST- None

### 6. CONSENT ITEMS

\*Note: Jon Frech joined the meeting at 10:07 a.m.

**Motion by:** Mike Nicholls to approve consent items; SMEDD Board meeting minutes from 1.20.2022 and 1.27.2022.

**Seconded by:** Jeff Kelly

**Public comment:** None

**Roll call:** Jon Frech yes, Mary Anne Petrillo yes, Paul Garza yes, Lisa Badenfort yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes.

**Motion passed**

## **7. FINANCIAL REPORT**

- Rebekah Heinze reported out on the monthly financial report for January. Quarterly interest earned in the 2<sup>nd</sup> quarter is \$158.00.
- Sonoma County is requesting reimbursement of \$9,361.99 for the month of January. \$1,769.03 from the Supplemental grant for staff support and \$7,592.96 from the Planning grant.

Several Board members commented they appreciated the Expenditure categories broken out, separating the Supplemental, from the Planning grant funds. Questions were raised as to why the District Administrator didn't have hours to reimburse? Calvin explained he was misinformed about the remaining funds available in the Supplemental grant so he wasn't charging his time to SMEDD in January. He will meet with Rebekah offline to review his time spent on SMEDD activities in January which would result in a subsequent request for reimbursement for his time, later.

**Motion by:** Mike Nicholls to approve the January financials.

**Seconded by:** Paul Garza

**Public comment:** None

**Roll call:** Jon Frech yes, Mary Anne Petrillo yes, Paul Garza yes, Lisa Badenfort yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes.

**Motion passed**

## **8. AD HOC COMMITTEE REPORTS**

### **a) 2021 Comprehensive Economic Development Strategy (CEDS) Ad Hoc-**

Bradley Johnson reported out the EDA is pleased with the formation of the CEDS Strategy Committee. As of today, 6 have confirmed and he is awaiting 2 additional responses and is pleased with the representation from both counties. He received confirmation from EDA that we can use Marie Jones Consulting to finish the CEDS. Marie's workplan was reviewed and timelines discussed.

**Motion by:** Paul Garza that the CEDS Strategy Committee as currently composed, become a subcommittee of SMEDD.

**Seconded by:** Mike Nicholls

**Public comment:** None

**Roll call:** Jon Frech yes, Mary Anne Petrillo yes, Paul Garza yes, Lisa Badenfort yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes.

**Motion passed**

**b) District Financials/Budget Ad Hoc-**

Jeff Kelly reported the Budget Ad Hoc committee came together to discuss; Fiscal Agency Sponsorship, EDA Supplemental Grant Funds, the EDA Planning Grant application and the transition of the new EDA Representative, Ethan Fogg.

Remaining funds in MOU: Supplemental = \$77,822.58  
Planning in MOU= \$39,799.89  
Undesignated Supplemental funds= \$183,984.46

*No action needed at this time.*

**9. SMEDD ORGANIZATIONAL RESTRUCTURE 11:04 a.m.**

The Board discussed various topics pertaining to the restructuring of SMEDD to optimize its regional impact and the services provided. Chair Petrillo shared a PowerPoint presentation with information on what the EDA requires and possible models to consider. The Board observed most other EDD's have additional revenue streams and business activities. The Board discussed how the current MOU structure was a concern for the EDA and the immediate need to have plans in place for a transition into a new model. Board members will continue to do research on various structures with the intent of a full Board discussion in March. Jeff Kelly will arrange a Finance ad hoc meeting to research the Fiscal Sponsorship role and job duties defined. Ethan Brown will work with staff to create an outline of the cause and effects of proposed changes, including timelines for the Board to review. Chair Petrillo and Vice Chair Baddenfort will work with staff on the agenda and planning a special board meeting to discuss the restructuring options and decide on the new structure.

*NOTE: Jon Frech left the meeting at 12:08 p.m.*

**Motion by:** Garza, it is the intent of the SMEDD Board to terminate the MOU and request amendment or dissolution of the current JPA.

**Seconded by:** Robin Bartholow

**Public comment:** None

**Roll call:** Mary Anne Petrillo yes, Lisa Badenfort yes, Paul Garza yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes, Jon Frech left the meeting at 12:08

**Motion passed**

**10. STAFF UPDATE**

**Calvin Sandeen**

- Sandeen asked the Board about honoring Paul Castro and Katrina Kessen for their time spent on the SMEDD Board. The Board discussed what has been done in the past and it was decided, Chair Petrillo will send them a personal note thanking them for their service.
- Sandeen informed the Board he is the SMEDD Filing Officer and Form 700's (Conflict of Interest) are going out. Please complete and return the form to him by April 1st to avoid possible fines.
- Sandeen reported development on Broadband efforts with California's 6 billion dollar investment in Broadband services for a Middle Mile Network. Our region, specifically Mendocino County, is being spotlighted. He is working with Jeff Tyrell submitting data to the State and engaging with local tribes. This work is in line with the 2016 CEDS implementation.
- Sandeen reported Mr. Davis from Sonoma County water accepted nomination to participate in the CEDS Strategy Committee.

**11. SUGGESTED AGENDA ITEMS FOR NEXT BOARD MEETING**

None

**12. MEETING ADJOURNED AT 12:23.p.m.**

**Motion by:** Robin Bartholow to end the meeting.

**Seconded by:** Mike Nicholls

**Roll call:** Jon Frech left the meeting at 12:08, Mary Anne Petrillo yes, Lisa Badenfort yes, Paul Garza yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes.

**Motion passed**