



Special Meeting Board of Directors Meeting Minutes

April 1, 2022

1. CALL TO ORDER AT 2:04 p.m.

Staff present: Sonoma EDB- Bradley Johnson, Ethan Brown

EDFC Mendocino- Robert Gernert, Stacey Caico

Guest: Attorney Bill Adams

2. ROLL CALL

Jon Frech absent

Mary Anne Petrillo (Chair) present

Paul Garza Jr. present

Lisa Badenfort (Vice-Chair) absent

Robin Bartholow present

Jeff Kelly present

Mike Nicholls present

3. OPEN TIME FOR PUBLIC EXPRESSION

Public expression- None

4. AGENDA ADJUSTMENTS – DISCUSSION/ACTION

None

5. STATEMENT OF CONFLICT OF INTEREST

- Jeff Kelly disclosed he is a Tri Counties Bank employee so he will not vote if the Board decides to discuss using Tri Counties as the SMEDD financial institution in the restructure.

6. SMEDD Fiscal Agency – DISCUSSION/ACTION

a) Introduction

- Jeff Kelly gave a presentation on the plan for SMEDD to assume the Fiscal Agent role by appointing a Treasurer and Auditor and the Board discussed the pros and cons with each scenario.

b) Resolution Number 1: Appoint a District Treasurer and District Auditor

c) Resolution Number 2: Resolution authorizing the change of financial institutions.

- Attorney Bill Adams answered Board member questions related to the JPA and resolutions drafted in the meeting book. After a lengthy discussion the Board decided more research needed to be done before they were ready to vote and take action. It was decided that the Finance Ad hoc committee will continue to research financial institutions and the options to be fiscally responsible per section 6505.6 in the JPA. Information will be shared at the next SMEDD meeting on April 21, 2022. Chair Petrillo asked the Board and staff to email her ideas about costs involved to be considered such as Officer's Insurance.
- Jeff Kelly will meet with Rebekah H. (Sonoma EDB) to discuss the remaining funds.
- Chair Petrillo directed Ethan Brown (Sonoma EDB) and Robert Gernert (EDFC-Mendocino) to discuss match funds with respective County contacts and report out at the next meeting.

No action taken at this time.

7. EDA 3 Year Planning Grant– DISCUSSION/ACTION

- The Board discussed and directed staff to apply for the next 3 year planning grant from the EDA. It was decided that Chair Petrillo will request an extension by end of business today to allow time for staff and the Board to work on the scope of work, job duties and budget due to the restructuring changes.

Motion by: Paul Garza Jr. to have staff apply for the Planning grant.

Seconded by: Mike Nicholls

Public comment: None

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

Motion passed

8. MEETING ADJOURNMENT - ACTION

Motion by: Paul Garza Jr. to adjourn the meeting at 3:26 p.m.

Seconded by: Mike Nicholls

Public comment: None

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

Motion passed