

California Grand Jurors' Association
Board of Directors Meeting—August 27, 2013
MINUTES

A. Call to Order & Roll Call

The roll was taken, and the meeting began at 7:00 PM.

Present: Directors Boultinghouse, Caranci, Greenberg, Hern, Hoffman, Jahr, Lynberg, Monaco, Mufson, North, Ragan, Trautman (president); FDC Chair Shepp

B. Agenda and Comments

B-1 Agenda Approval: Trautman

Boultinghouse moved, Hern seconded, and the Board unanimously approved the agenda as submitted.

B-2 Member Comments

Greenberg addressed the Board emphasizing his commitment to the grand jury system and CGJA. He talked about his local efforts in promoting the grand and apologized for “dropping the ball” in planning the 2013 Annual Conference. North and Trautman, speaking for other Board members said, “Gary, we forgive you.”

C. Consent Items

C-1 Approval of the CGJA Board Minutes, 06/25/13: Ragan

C-2 Approval of CGJA Special Board Meeting Minutes, 07/11/13: Ragan

C-3 Acknowledgement of Committee Meeting Minutes in the 07/27/13 board meeting packet: Trautman

C-4 Acknowledgement of Executive Committee Minutes, 07/22/13, in the 07/27/13 board meeting packet: Trautman

C-5 Confirmation of Awards Committee Members per Policy 10.002A: Trautman (submitted by Mattea)

C-6 Approval of Awards Committee rules and procedures per Policy 10.002D: Trautman (submitted by Mattea)

Boultinghouse moved, Greenberg seconded, and the Board approved the six Consent Items as submitted: 11 yes, 0 no, 1 abstention.

In the process of acting on the consent items, Monaco asked how the Board should deal with committee meeting minutes that make statements of error. He specifically spoke about MRC Minutes of 07/06/13 that said that the FC is handling new chapter follow-up and certification services EIS filings with the IRS and is coordinating state chapter

registrations. FC, Monaco said, is only providing information on these subjects. After discussion about whether the Board should approve committee minutes with erroneous information, Trautman said that the immediate action is only to acknowledge receipt of the minutes. The FC chair should ask the MRC chair to correct the meeting minutes and resubmit them to the Board for acknowledgement.

D. Standing Committee Chair Reports

D-1 Legal and Legislative Resources Committee (LLRC)

Chair Jahr said that since the last Board meeting the LLRC has responded to six queries, all of which LLRC sent to Board members. One query is still pending: dealing with law requires a grand jury posting responses to report findings and recommendations on the grand jury web site.

D-2 Public Relations Committee (PRC)

Chair North reported:

- ⑨ PRC has begun the process of keeping in touch with our two-year-old and three-year-old IMs. Out of 575 emails sent, there has been a 45-percent opening rate so far. The average for nonprofits within Constant Contact is 22 percent. 71 bounced (12 percent compared with the average at 10 percent). We have had 66 “put-throughs” to the Journal (29-percent compared with the nonprofit average of 10 percent).
- ⑨ PRC has advanced the deadline for receipt of articles for the September edition of the *Journal* to September 11 to allow for earlier publication to promote registration for the Annual Conference before its registration date deadline of September 27.

D-3 Membership Relations Committee (MRC)

Chair Mufson reported that CGJA members in San Joaquin County have agreed to form a CGJA chapter. Approval is an action item on this agenda. MRC submitted the action item fewer than seven days before this meeting, but Trautman said that our policies say that the Board can act on it if there is a finding that the action must be taken before the next Board meeting. The chapter is holding a very important meeting on September 17, which is before the next Board meeting on September 24. It would be nice for the chapter to have our imprimatur before then.

D-4 Training Committee (TC)

Chair Caranci reported:

- ⑨ TC has provided scholarships to two counties that otherwise would not have been able to take advantage of our training this year.
- ⑨ TC’s training cost analysis shows that training will be in good financial shape for the year.

- ⑨ Jahr has prepared a summary of the trainee evaluations of all of our venues this year, as we're very pleased with the results. They are higher overall than in previous years.
- ⑨ We trained more people at on-sites this year than at regional seminars. To date, we have trained 1,032 jurors, with one more on-site in San Benito County starting September 7, which will add 20 more.
- ⑨ After promoting the training effort with San Benito County for several years, county officials agreed this year to a full two-day training session.
- ⑨ We had 32 attendees representing county counsel, district attorney, judges, and other court staff. This helps establish great relationships. Feedback has been very good.
- ⑨ We have scheduled and booked hotels for three of the four regional seminars for the summer of 2014. We're still working on the Visalia venue.
- ⑨ We're now gearing up for our six report writing workshops in November.

D-5 Finance Committee (FC)

Chair Monaco presented highlights of the FC's work over the past month.

- ⑨ State group exemption status:
 - ⑤ We have obtained the EINs for all chapters (excluding associations and independent chapters), and they are now in the FC-MRC database.
 - ⑤ The annual CP119 has been filed with IRS; expedited processing was requested.
 - ⑤ In September, we will request an updated printout of all CGJA chapters from IRS.
 - ⑤ An updated CP119 will be used to file request for State group exemption.
- ⑨ A new sales form was used during training season. Some entries were hard to read or incomplete, but emailing of receipts is complete.
- ⑨ Bank of America accounts are closed and reflected as such with their absence on the July Treasury reports.
- ⑨ An organizational change is on the Board agenda for the creation of a new position, Assistant Treasurer, to assure better communication and accuracy in the CGJA accounting record keeping.
- ⑨ Dialogue is underway between FC and PRC on improving the ease of doing business with CGJA:
 - ⑤ Payment methods – researching direct credit card payments in addition to or in lieu of PayPal.
 - ⑤ FC has drafted Privacy and Refund Policies, which are now undergoing legal review within the FC. This will be presented to Board for review approval at a later date.

- ⑨ Finance Committee uses WebEx to increase meeting effectiveness with real-time document sharing, collaboration, and revisions. Information on how Board members may join will be sent to the CGJA Secretary for addition to the monthly conference call calendar. Anyone who plans to join is welcome to let John know in advance. The current plan subscription being underwritten by John at this time, allows for a total of 8 attendees – 5 from the FC and 3 open slots.

D-6 Awards Committee (AC)

Trautman said that he and Mufson are working with the AC to try to upgrade the presentation of the various awards and the tangible evidence associated with the awards. We're doing this for at least one year to see how much it is going to cost. Trautman has agreed to underwrite it for a year. This will allow us to see whether it has enough benefit for CGJA to pay the increased cost in subsequent years.

The AC is now working on the Angelo Rolando Memorial Award and two special recognition awards. There may be more.

Ad-Hoc Committee Reports

D-7 Annual Conference Committee (ACC)

Co-Chairs Shepp and Mufson reported:

- ⑨ The ACC Program Committee met on August 16 and will again meet on August 30. We're meeting every two weeks.
- ⑨ Panel chairs have been selected for each of the sessions. They are now assembling the panelists.
- ⑨ San Luis Obispo chapter volunteer support has been fantastic.
- ⑨ The keynote speaker will be Dan Walter, syndicated columnist of the *Sacramento Bee*.

Shepp met with the SLO chapter volunteers at the venue, Embassy Suites SLO, on August 20. We all walked through the hotel and got the lay of the land.

The registration deadline is September 27 for both the conference and the hotel. As of today, 27 people have registered for the conference. Our goal for room nights is 110. We have to meet this, or CGJA will have to start paying for meeting room rentals. As of today, we're at 69.

D-8 Education Committee (EC)

Chair Boultinghouse said that EC has held its first meeting and has looked over the CGJA purpose statements in the CGJA Articles of Incorporation and decided to focus on the sixth one: "to advocate that social studies and history classes and texts in California secondary schools contain comprehensive information regarding the role of the grand jury in California." The EC has done some background research: on-line, talking to some of our members who are former educators, and watching a video of a February conference about a big push on comprehensive high school civics curriculum. The next step is to do fact-finding by reaching out to

educators in Marin, Los Angeles, Placer, and San Francisco counties to ask what they suggest as the road to take and how we might best approach decision makers. We chose these counties because it is a good cross section and is where our committee members live. The next EC meeting is September 17.

Hern mentioned that Walter Hoffman is interested in making a financial gift to CGJA for educational purposes.

D-9 History & Archives Committee (HAC)

No report.

D-10 Fund Development Committee (FDC)

Chair Shepp expressed concern that there is no action item for this meeting requesting approval for a *Journal* article and on the web site on tax-deductible donations to CGJA from IRA accounts. The issue is time-sensitive, since the current rules expire at the end of the year.

Jahr suggested that the Executive Committee act on this item in a special meeting. Trautman asked Shepp to send the proposed article to all Board members, asking that they email their comments to all Executive Committee members. Trautman will call an Executive Committee meeting to act on the article before the *Journal* deadline.

E. Action Agenda

E-1 The motion, made by Shepp: **Make the Annual Conference Committee a Standing Committee of CGJA.**

Hern asked whether we have criteria for distinguishing between standing and ad hoc committees. Trautman responded that the main criterion is permanency (standing) v. temporary (ad hoc). Shepp added that recent ACC attendees have said that the annual conference is very important, which suggests that the ACC should be standing rather than temporary.

Trautman said that the chair of this committee should be a CGJA director because this has become a very important CGJA function to our members.

Hoffman said that the Board made the ACC a standing committee in the past, but there were problems. We have to make sure that our policies facilitate this motion. Much discussion ensued on the Board dealing with this issue in the past, with the consensus that we now have procedures to prevent past problems.

Shepp suggested that one part of the ACC's role would be to have a guidebook. She said that she has produced a guide on how to do an event, but we need additional guidance on programs.

Caranci spoke in favor of the motion, saying that having a year-round conference committee that will report directly to the Board, produce minutes, develop procedures, and take part in budget deliberations will be very helpful.

Monaco added that, at the appropriate time, the Board should add the appropriate procedures to the Policy Manual. Trautman said that the Policy Manual now contains a section on the annual conference, but we will have to look at it to see if it requires updating.

Lynberg said that one of the committee's functions should be to agree on venues and sponsors for the annual conference three years in advance.

Motion approved 12 yes, 0 no, 0 abstentions (12-0-0).

- E-2 The motion, made by Trautman: **The 2014 Membership Meeting and Annual Conference shall be held in Burbank, California on November 12-14, 2014, the Annual Conference hosted by the Los Angeles Chapter of CGJA and chaired by Director Audrey Lynberg.**

Lynberg said that she has a committee ready to go, including Jerry Lewi and the past foreperson of the Ventura County Grand Jury.

Monaco asked when the contract with the hotel needs to be signed. Are the proposed costs comparable to this year and past years? Trautman responded that the room rate last year was about \$5 less than this year. As for Los Angeles, we're talking about a really fine hotel, and \$125 is reasonable for the room rate.

Trautman said that there are a couple of minor things in the proposed contract that he'll work out with Lynberg: e.g., event dates, total room nights.

Lynberg said that she doesn't know when the contract must be signed, although she will tell the hotel tomorrow what the Board decided.

Hoffman said that the conference deposit can go on Trautman's CGJA credit card.

Caranci said that her experience has been that deposits and other items are normally negotiable. She said that \$6,000 by January 2014 (now in the draft contract) seems excessive. Trautman said that he take this into account in the negotiation.

Motion approved 12 yes, 0 no, 0 abstentions (12-0-0).

- E-3 The motion, made by Trautman: **The Board will commence the process to decide whether the Jack Zepp Lifetime Achievement Award shall be made this year and if so, to whom.**

Trautman said that making the Zepp Award each year is at the Board's discretion (not the Awards Committee). If we're going to make the award, it must be at the September Board meeting, since the Annual Conference is in October. Trautman said that Board members should send suggestions to him only.

Motion approved 12 yes, 0 no, 0 abstentions (12-0-0).

- E-4 The motion, made by Trautman: **Pursuant to Article 7, Section 2 of the Bylaws, the Board creates the position of Assistant Treasurer with a term to run concurrently with the Treasurer's term and with duties prescribed by and under the supervision of the Treasurer and that Bonnie Kenk be appointed to serve in that position.**

Trautman said Kenk is an expert in QuickBooks, the accounting software that CGJA uses. Hoffman said that, upon becoming treasurer, she learned QuickBooks from Kenk—who, at that time, wanted to become Assistant Treasurer. Hoffman said that any time she struggled with QuickBooks, Kenk solved the problem right away. She would be invaluable in assuming some of the accounting responsibilities. Monaco echoed the praise for Kenk from Trautman and Hoffman.

Boultinghouse asked how long this would last: is there a finite date? Trautman said that the term would be concurrent with the current Treasurer's term (every two years).

Monaco asked how would the position be filled if in a subsequent term there were a new Treasurer who wants someone else to be Assistant Treasurer? Trautman said that it would be up to the Treasurer to come to the Board with that proposed action. We may want to look at our Policy Manual to see if we want to make the process more clear.

Monaco asked if we should codify what duties are those of the Treasurer and those of the Assistant Treasurer. Trautman said that the bylaws specify what the Treasurer's duties are, and we should give the Treasurer flexibility in deciding what duties to delegate.

Motion approved 12 yes, 0 no, 0 abstentions (12-0-0).

Trautman asked Hoffman and Monaco to notify Kenk of this action.

- E-5 The motion, made by Mufson: **Approve the petition from CGJA members residing in San Joaquin County to become a Chapter of the CGJA, including a finding that this is an emergency action item because it must be acted upon before the next Board meeting.**

Mufson submitted this action item fewer than seven days prior to this Board meeting. Trautman cited Section 2.006A5b as allowing the addition of an item fewer than seven days upon a finding that action on that item must be taken before the next regular meeting. Trautman mentioned earlier in this meeting that the chapter is holding a critical meeting on September 17, and it would be good for the Board to act before then (our Board doesn't meet again until September 24).

Hern suggested that since we are soon scheduling a meeting of the Executive Committee (see D-10 above), we should add this item to the Executive Committee's agenda so as to give Board members the chance to review the chapter's bylaws so as to avoid getting ourselves into a situation that doesn't work.

Trautman said that he didn't think that it is necessary to postpone the action for the purpose of reviewing the bylaws. The MRC chair provides chapters with a bylaw template and then reviews the chapter bylaws to make certain that they are consistent with the template.

A spirited discussion ensued on whether the Board should rely on the MRC chair alone to review the legal sufficiency of the bylaws. The main argument posited favoring the legal review of chapter bylaws before approving a chapter is to make certain that they contain nothing to harm CGJA. The main argument made favoring the current process of MRC reviewing a chapter's bylaws for consistency with the CGJA-approved bylaw template is that additional review is unnecessary.

Motion approved 8 yes, 2 no, 2 abstentions (8-2-2).

Trautman asked Mufson to send the San Joaquin Chapter bylaws to Hern for review. Hern said that she would like to have copies of the bylaws of all chapters. Mufson said that the Secretary has them.

F. Directors' Brainstorming Session

Trautman said that we have a Board retreat coming up, and Boultinghouse has agreed to coordinate the issues for discussing. The two of them will put them in some kind of order. Trautman asked Board members to think of items we need to discuss at the retreat and send them to Boultinghouse and him.

G. Adjournment (9:00 PM)

Respectfully submitted,
Jim Ragan, Secretary