

# California Grand Jurors' Association

Board of Directors Regular Meeting – May 27, 2008

## MINUTES

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### Call to Order & Roll Call:

The roll was taken at 7:02 and the meeting was called to order at 7:06 P.M.

Present: Avera, Bardell, Chesny, Colbie, Heal, D. Hoffman, R. Hoffman, W. Hofmann, Johnston, Landi, Lazenby, Lewi, Masini, McKown, Noce, Sitton, Thomas, Wylie  
Absent: Hern(ex)  
Also: Parliamentarian Lynberg and member Linda Baker

The President said that she sent out a flurry of minute excerpts concerning some of our business this evening since she isn't sure if everyone saves/downloads all documents. She reminded the Board that they need to read and retain the material in the Board packet.

### Agenda Approval:

Director Lewi made a motion that D-3 be moved to the end of the action agenda. The motion was seconded by Director D. Hoffman and passed by voice vote. A motion was made by Director Colbie, seconded by Director W. Hofmann and passed by voice vote to approve the agenda as amended.

### Member Comment(s):

No member contacted the President or Secretary requesting to be heard. Member Linda Baker notified the Secretary today that she would be listening to the meeting.

### Consent Items

- C-1 Approval of Minutes of April 22, 2008 Board Meeting: Landi
- C-2 Receive and file notes of CGJA Board Retreat May 17, 2008: Landi
- C-3 Ratify making Governor Schwarzenegger an Honorary Member of CGJA: Lazenby

Approved unanimously by voice.

### Action Agenda

- D-1 Proposed Bylaw amendment regarding Executive Committee: Review the authority of this body as it is defined in CGJA Bylaws  
*President Lazenby*  
This item will be continued as unfinished business.
- D-2 Proposal for establishment of Board panel to hear claims of Policy violations, failure to pay obligations to Organization, decide validity – impose consequences  
*President Lazenby*  
**Recommended Action:** Establish a three member panel of the Board to provide a forum to hear and evaluate claims of violations of policy, of obligations owed to CGJA, and especially claims against the Board as propounded by seated Board members, and

propose action to this Board. The proposed Committee would consist of three Directors who would serve for one year.

This was briefly discussed at the retreat. This would be a 3 member panel that would be chosen immediately after the election. They would serve for 1 year and would provide a forum for people who have issues which could be resolved without having to take Board meeting time. Director Lewi said the wording is much improved over the draft wording at the retreat and he now supports the concept. Director W. Hofmann said it sounds like a good idea and confirmed that it would take effect after the 2008 election. In response to Director Bardell's question about how to choose Directors with no conflict of interest, it was pointed out that Director Noce suggested (at the retreat) that newly elected directors be selected. Director Bardell suggested that newly elected directors may have served in the past and therefore, could have preconceived ideas and that it could be overwhelming for first time directors. Director D. Hoffman said she served on a special committee shortly after being newly elected; any group will either have the necessary information before them or can conduct an investigation—something we all know how to do. Director Heal doesn't think this will be as beneficial as it appears. The President said the idea of this panel is to take the discussion away from open Board meetings, especially if it's an action brought by a seated Board member; seems to be a bit improper. Director Noce said that he is in favor of anything that can facilitate the resolution of disputes. Director Chesny said on elected boards it is very common to have a multi-step grievance procedure where the board is the very last step. She is willing to try this for a year to see if it makes better use of Board time. The panel would make recommendations not final determinations. There was varied opinion about whether or not the 3 panel members need to be first time directors. The motion passed by voice vote; Directors Bardell, Heal and Sitton abstained.

D-4 Ratify President's appointment of members to Angelo Rolando Award Committee

*President Lazenby*

**Recommended Action:** Ratify the President's appointment of the following members to serve on this committee: Bob Geiss, Sherry Chesny, Serena Bardell, Jerry Lewi, Duane Mason and Owen Haxton.

There are some guidelines in our Policies—must have 5 members representing the 3 regions and at least 1 member must have been a recipient of the award (Geiss & Chesny). The President chose 6 people because there is a possibility that any one of them could be a nominee and could resign from the Committee. Director Sitton made and rescinded a call for the question. Director Lewi asked who will Chair the Committee. The President said she is happy to recommend Bob Geiss as the Chair and amended her motion to include his selection. The motion as amended by the maker passed unanimously by voice vote.

D-5 Establish frequency of future Board Meetings – June through December, 2008

*President Lazenby*

**Recommended Action:** Ratify the continuance of a schedule of monthly regular Board meetings until December, 2008. At that time the newly elected Board may change the frequency pursuant to majority vote of the Board. Also establish the fourth Tuesday at 7:00 P.M. as the day and time for these meetings.

Last November we voted to meet monthly for the following 6 months. It is time to decide whether to meet monthly or bimonthly. We changed to Tuesday evening to accommodate Director Hern but that has been a problem for some members. Directors were polled about which days were best, Wednesday or Thursday. Neither of those seemed to be a viable day. There was agreement that we continue to meet monthly. Director Lewi suggested we alternate between Monday and Tuesday nights; however, looking at the rest of 2008, it appears that the 4<sup>th</sup> Tuesday will be o.k. The motion passed by voice vote.

D-6 Ratify eliminating July, 2008 Board Meeting due to demands of Training Seminar Schedule

*President Lazenby*

**Recommended Action:** Ratify the cancellation of the July 22, 2008 Board meeting since there would unlikely be a quorum convened.

Many of our directors are involved in training so it is very possible that we would not have a quorum. Unanimously passed by voice.

D-7 Approve proposed General Policies (formerly 1.000 through 3.000 P&P, 2<sup>nd</sup> Edition “Red Book”)

*President Lazenby and Secretary Landi*

**Recommended Action:** Approve the revised policies as submitted and insert these in the “New Policy Manual” currently housed under TAB 2 of the Director’s Handbook.

This was first presented at the retreat. These are the general provisions from the old Red Book P&P. Duplicative language was deleted.

The Parliamentarian said that we need to establish a quorum for annual meetings. And throughout these policies words such as “will”, “must”, “should” are used; those are not proper. It needs to be “shall” or “may” throughout these sections. Director Lewi said that there have been discussions regarding quorums, but the conclusion has been that an actual membership meeting to conduct business is inappropriate. We could never set a quorum so low to meet the quorum requirement to conduct business. He also said that while we do have an annual membership meeting, no business is conducted. The primary purpose is a report to the membership by the Board. Director Lewi doesn’t believe that the annual membership meeting should be constructed as a meeting to conduct business (vote on issues); therefore, the quorum issue is mute. The Parliamentarian mentioned various reports that must be made annually to the membership and said that 15% of the membership is a good quorum number. The President pointed out that section 2.004 makes no mention of conducting business. Director Thomas mentioned that the annual financial report to the members is due May 1. So 2.004-b.3 titled Treasurer’s audited report is redundant. The President amended the motion so that 2.004-b-c simply read “Treasurers Report”. It was decided that this item needs some editing; Director D. Hoffman volunteered to edit. Director Lewi made a motion to continue this item to the June meeting. The motion was seconded by Director W. Hofmann and unanimously passed by voice vote.

D-3 Proposal of Operations Committee to amend wording of approved Committee Policies  
*Operations Committee*

**Recommended Action:** The Board approve the insertion of the underlined clauses, as indicated, into the Operations Policies:

6.1 The Operations Committee is authorized to:

6.1.1 Maintain and expand, working cooperatively with the Association Secretary, the CGJA Archives.

6.1.2 Evaluate needs and plans for an Administration office.

6.1.3 Plan, budget, and execute, through its Annual Conference Subcommittee, the Annual Conference.

6.1.4 Develop and maintain, through its GRIP Subcommittee, an index to all final reports of all county grand juries.

6.1.5 Implement, through its Rules Review Subcommittee, policies and procedures, to assure CGJA rules of governance are appropriately maintained and distributed.

6.1.6 Publications To Be Determined

6.1.7 Maintain, through its Excellence in Reporting Subcommittee, a program to annually recognize excellence in two categories.

The grand jury award will be judged for superior application of its watchdog authority. The news media award will be judged on reporting that either increased public appreciation of the grand jury institution or increased awareness in the community of a grand jury investigation so that the community benefited in the investigation.

The Operations Committee shall appoint a Rules Review Subcommittee formerly called the Policies & Procedures Subcommittee to:

- a. Assure uniformity of formatting of bylaws, policies and procedures.
- b. Develop policies and procedures to insure amendments to bylaws, policies, and procedures are clearly stated, promptly posted, and appropriately distributed.
- c. Establish procedures to insure necessary coordination by directors and committees is effected to enable the Rules Review Committee to meet its responsibilities.

Director Bardell reported that this action was approved via email by the Operations Committee. She believes there has been an excess of email on this topic so everyone should be familiar with the issue. Director Lewi commented that the Annual Conference Committee (ACC) should continue to report to Operations, it always had and it doesn't need to change. However, there is one flaw in the proposal: by calling it a subcommittee we run into the recently passed rule that any member of a subcommittee must be a member of the parent committee. Either it shouldn't be called a subcommittee or we waive the requirement for the ACC. Director Bardell said that she was hoping that the Board would vote to suspend that requirement if this proposal is passed. She believes it needs to be a subcommittee and not some other kind of entity. Director Thomas asked that 6.1.6 be pulled from this proposal because it has been determined and doesn't belong in Operations. Director Thomas amended the motion to strike through 6.1.6; Director Landi seconded. In response to a question from Director Bardell, Director Thomas said the amendment is relevant because the Board is being asked to reaffirm the policies. Director Landi feels it is an odd time to be creating subcommittees since those members must be members of the parent committee. Director Heal said that Training had subcommittees, now they call them something else. The people assisting Director Noce don't have to be called subcommittee members. Director Landi expressed her opinion that should this proposal be approved, it cannot be retroactive; the 2008 ACC doesn't need anyone micromanaging them. Director Thomas' amendment was unanimously passed by voice vote.

There was lengthy discussion regarding 6.1.3. Comments are summarized as follows:

- Currently all Ops subcommittee members are members of Ops.
- Suggestion that the ACC be a workgroup.
- Director D. Hoffman believes this is an effort to remove the ACC from Operations.
- Each conference is unique and special and we need a group of people who can oversee to insure continuity but the flavor should come locally.
- The Training Committee uses volunteers and gives them authority to work at a local level without having to be part of a committee.
- We want to keep it simple and not bureaucratic.
- President said this motion, if approved would be going forward not retroactive. The ACC has already been formed for 2008. So whatever changes are made tonight will be going forward but it won't change the ACC as currently set up. It should not be construed that this is removing authority from Operations for overseeing the annual conference.
- Director Bardell said that prior to the 2007 ACC she doesn't believe there were formal agendas and minutes. She believes that in general CGJA used to be much looser in its approach to the ACC.
- Prior conference experience: (1) Audrey Lynberg said she and Andy Bliss (a Director at the time) pretty much did everything on their own for the 2005 Conference and Bliss reported back to the Board; (2) Director Bardell recalls that Harry Tully attended monthly Ops meetings in

2006; (3) Director Noce submits reports to the Ops Committee; and (4) Director Lewi chaired 2003 AC and his observation is that every conference is run differently

- Ops wants the ACC Chair to attend their monthly meetings so they can be kept up to date and put out any fires.

- Director Thomas believes that 6.1.3 should just say “plan, budget and execute the annual conference.” He doesn’t care how it gets done, it just needs to get done. As a Board member, one function is oversight and the Ops Committee, while operating a subcommittee has been missing deadlines. He is concerned when deadlines are missed on a consistent basis. Rather than worrying about what is happening at the local level, the planning, budgeting and executing 18 months out is more important than once the local people are on the ground running.

- Director Heal said contrary to statements that have been made, the ACC has never been an independent group; Ops controlled it all.

- Director Sitton said Ops should oversee the annual conference and appoint a workgroup to do the work, report back and get approval. Director Bardell said this item is on the agenda because it has been suggested that the ACC be a separate entity that reports to the Board. Ops sees no reason why the ACC should not be under their authority.

- The President said that in the old policies there was a policy that said Ops will appoint an ACC to be ratified by the Board; that did not occur when it was requested. Therefore the Board ratified the ACC as an ad hoc committee and it has been working under that authority for 5 months. Going forward it’s understandable that Ops would want to reinsert the language so in the future, there would be procedure stating that Ops appoints the annual conference subcommittee which would then be ratified by the Board.

- Director Thomas said that if deadlines hadn’t been missed we wouldn’t be having this conversation. The Board is ultimately responsible to make sure that Ops meets its deadlines. If it doesn’t then the Board has to take the necessary action. The question is, is the subcommittee structure effective and will Ops continue to miss its deadlines?

- There is nothing in this motion that will undo actions taken by the Board in December or January. The language in this motion may need some further work by the Ops Committee.

Director Lewi made an amendment that 6.1.3 be revised to read “Plan, budget, and execute the Annual Conference.” The motion was seconded by Director Thomas. Director Noce asked for reaffirmation that this action has no effect on the 2008 ACC which was approved by the Board as an ad hoc committee; that is correct. The amendment passed by voice vote; Director Bardell voted no and Director Heal abstained.

Director W. Hofmann doesn’t see the timeliness in this motion and while the discussion has been interesting, he made a motion to table this issue. The motion was seconded by Director McKown but failed to get the  $\frac{2}{3}$  required vote (per the Parliamentarian):

Ayes: Chesny, Colbie, R. Hoffman, W. Hofmann, Johnston, Landi, Masini, McKown, Noce, Wylie

Noes: Avera, Bardell, Heal, D. Hoffman, Lewi, Sitton, Thomas

Relative to 6.1.4, Director Chesny asked when the GRIP Subcommittee last produced a report. Director Bardell said that they always issue a report; the last of which was at the 2007 Conference. The last published GRIP report was in 2000-2001. During the training seminars, the trainers would often recommend the GRIP report to new jurors; it was sold as a publication. Director Heal says that Les Daye does the research and writes the index but he has no knowledge about publication. The Committee should be held responsible for its assigned tasks.

Director W. Hofmann raised a point of order. In Roberts (newly revised), page 202, there is language that says a vote to table requires a majority vote not  $\frac{2}{3}$ 's.

The motion with 2 amendments, strike through 6.1.6 and remove through its Annual Conference Subcommittee from 6.1.3, passed by the following roll call vote:

Ayes: Avera, Colbie, Heal, D. Hoffman, R. Hoffman, Johnston, Lewi, Masini, Sitton, Thomas, Wylie  
Noes: Chesny, W. Hofmann, Landi, McKown  
Abstained: Bardell, Noce

There was agreement that we need to brush up on Roberts relative to  $\frac{2}{3}$  vote requirements. This motion does not apply retroactively.

### New Business

Circulate Mission related goals as defined for Standing Committees at May 17, 2008 Board Retreat

Operations—report on 2009 annual conference site. Director Bardell reported that the only response to the request for bids from the northern region came from Humboldt County. The current and former Presidents of the Humboldt Chapter attended a special Ops meeting. The Chapter is very enthusiastic. Subsequent to the meeting Keath North, current President, sent an email stating he thought the rental for the free-standing conference center in Fortuna could be considerably less since we would need less space; possibly \$500 for 2 days. He also believes that the meals and lodging will be less so perhaps a small fee could be added to pay for the conference center rental. There is strong sentiment in Operations that (1) we should honor the proposal to encourage representation of the north and (2) attendance may be lower because of the travel expense. A member of Ops as well as others are a bit nervous about this. Director McKown asked about the interest expressed by the Nevada County Chapter. Director Masini said she has discussed travel expenses to Nevada County with the Ops Chair and says that if the Chapter agrees they may be willing to host the conference at a site closer to Sacramento. She does not yet have consensus from the Chapter members regarding hosting outside Nevada County. Director Masini has quotes from the Gold Country Inn in Grass Valley for lodging and meals. A proposal will be submitted once the Chapter agrees on how to proceed. The President set June 15<sup>th</sup> as the date for a proposal with definite dollar figures for lodging, meals, etc. Director Bardell said she has firm figures from Humboldt County for lodging, conference center and meals.

Conference Committee: The registration form is on the website. It cannot be transmitted via email due to security issues.

PR: The deadline for content for the Journal is tomorrow. Director Lewi's computer problems are almost resolved.

Publications: Director Sitton reported that the Publications and Product workgroup does not have any direction as to finances. Director Thomas said there is a placeholder budget that doesn't have any line item authorizations. Director Sitton thinks the miscellaneous supply expenses will be about \$100. The other costs will be associated with publication printing.

MRC: Director Colbie said that MRC approved lifetime membership and a couple applications have been received. Renewals and applications will be going out this month. The Committee approved the Marin Chapter pilot program. Director Masini suggested putting a renewal form in the Journal as an insert. Director Bardell asked if a form would be inserted at other times during the year since membership is now staggered. Director McKown said that a conference registration form should also be inserted. Director Thomas said that MRC was going to send a merged letter to members that would contain their current information and ask that they update the information.

**Committee Reports submitted directly by Committee Chairs**

- E-1 Finance Committee minutes
- E-2 Legal Affairs Committee minutes
- E-3 Membership Committee minutes: 4/7/08
- E-4 Operations Committee minute: 4/3/08
- E-5 Training Committee minutes:
- E-6 Public Relations Committee minutes: 2/27/08
- E-7 Nominations-Elections Committee minutes:
- E-8 Kern County AC Committee status report:
- E-9 Publications Workgroup

**Information Items Submitted Directly by Sponsor**

- H-1 Back story of Special Orange County Criminal Grand Jury Charge and Study
- H-2 Napa newspaper story on Importance of Grand Jury
- H-3 Question on availability of indictment information, etc.
- H-4 Question on identifying witnesses, etc. in final reports
- H-5 2008 CGJA Federal & State tax returns

**Adjournment**

The meeting was adjourned at 9:17 P.M. The next meeting is June 24, 2008.

Submitted by Joann Landi