

California Grand Jurors' Association
Board of Directors Regular Meeting – December 16, 2008
MINUTES

Call to Order & Roll Call:

The roll was taken at 7:03 P.M. and the meeting began at 7:05 P.M.

Present: Bardell, Bolger, Caranci, Chesny, Hern, W. Hofmann, Johnston, Landi, Lazenby, Lewi, McKown, Noce, Wylie
Absent: D. Hoffman(ex), R-Hoffman(ex), Masini, Sitton, Thomas(ex)
Chairs: Lew Avera, Training; Bob Geiss, Legislative Affairs; and John Mainland, MRC
Also: Linda Baker

Agenda Approval:

A motion was made by Director Lazenby, seconded by Director Chesny and passed unanimously by voice vote to approve the agenda.

Member Comment(s): None

Consent Item

C-1 Approval of minutes of Board Meeting, 11/25/08: Landi
C-2 Approval of recommendations for Committee Chairs and Vice Chairs: Noce

A motion was made by Director Hern, seconded by Director Lazenby and unanimously passed by voice vote to approve the consent items.

Committee Reports/Minutes: Any minutes submitted by a committee were in the meeting packet.

E-1 Legislative (LAC): Geiss

Bob advised the Board that he submitted a letter to San Luis Obispo to Tom Zert; comments acknowledged and appreciated. Director Hern's name has been submitted as a potential member of the LAC. The legislative bodies of California are busy with financial matters and are not currently bothering grand juries.

E-2 Membership Relations: Mainland

E-3 Operations (GRIP – proposal & status): Bardell

Operations minutes were recently emailed. She believes there is EIR material missing from the meeting packet which was submitted for submission in the meeting packet.

E-4 Training (Annual Report & minutes): Avera, Jr.

E-5 Public Relations (PRC) (minutes): Lewi

Director Lewi reported that the PRC is wondering whether or not to reinstate putting Directors phone numbers on the website as had been done in the past. Will discuss and poll the Board via email to get some feedback. Another issue is whether or not we should try to email Journals to people who would rather receive them that way. It would cut down on mailing costs. Any comments are welcomed. Thirdly, will put an article in the Journal and advise grand juries we don't need hard copies of their reports since most are posted on their websites. They will be reminded of their obligation to submit them to the State Archivist. Director Wylie asked if

we should archive them on our site. Director Bardell suggested emphasizing that juries are still obliged to send copies to the various obligatory places.

E-6 Nominations-Election (Annual Report & responsibilities and expectations of CGJA Directors): McKown

E-7 Kern County AC Committee (TV dates & emails): Noce

John Mainland said the conference video taping should be up and running by the end of the week. There will be a menu allowing viewing of a particular subject. He hopes to be able to have a link on the CGJA site so anyone can access. It can be accessed now via the Kern County grand jury site.

E-8 Publications: Sitton

E-9 Litigation Committee Report: Hern

E-10 Annual Conference 09 Report: Lewi/McKown

The Co-Chairs have two possible dates in mind for the 2009 AC. They are October 22-23 or October 29-30. This matter will be formally handled under unfinished business.

Action Agenda

D-1 Unfinished business from prior meetings

President Noce

2009 Conference

Co-chairs would like latitude for selection of the date (Oct. 22-23 or Oct. 29-30, 2009) so they can negotiate with the hotel. Director Wylie made a motion authorizing the Committee to negotiate a date the last week of October or first two weeks of November. The motion was seconded by Director W. Hofmann and passed by voice vote; Director Bardell abstained.

D-2 Parliamentary recommendation

President Noce

Recommended Action: The Board of Directors supports the proposed action of the CGJA President to not recommend a person for the position of Parliamentarian

The President feels we have enough knowledge among Board members and don't need to assign a parliamentarian. In response to Director Bardell's question, Audrey Lynberg commented to the President that we don't really need a parliamentarian. Director Bardell feels there have been a number of occasions when a dispassionate outside parliamentarian would have been useful and that is her preference. Director Lewi believes that recently we have had very few problems and would agree with Audrey Lynberg's position that we don't need a parliamentarian. Director Lazenby favors the motion and agrees with Director Lewi that we can always name a parliamentarian should we find the need. The motion unanimously passed by voice vote.

D-3 Operations Committee recommendation + attachments

President Noce

Recommended Action: Dissolve the standing Operations Committee. Post a notice to the membership in the Journal. Make whatever changes that are necessary in the CGJA Policies.

The President amended the last sentence of the first paragraph in the Subject Summary to read: "The few remaining functions of the committee can be handled either by the board directly or absorbed by other committees or work groups or ad hocs." He further clarified that it is his hope that these functions will not necessary be delegated to other committees but to separate groups/ad hocs so that we involve more CGJA members. Director Lazenby favors the motion and reminded the Board that at the 8/26/08 Board meeting, we unanimously approved Director Lewi's motion that the annual conference, one of the projects overseen by the OPS Committee, was to be handled in a different fashion for 2009. Director Bardell believes that

Director Lewi's motion was rather vague on who would be involved in planning and carrying out the '09 conference. This came about due to the difficulty of securing a site in the Northern Region. She added that Director Lewi's motion was dealing with a specific year and does not translate to her that going forward that was going to be the policy. Director Bardell added that the members of the Operations Committee enjoy their work and duties and believe they make a difference to the organization. Director Lewi pointed out that we should vote on the merits of this motion and what was done regarding the 2009 conference should not be part of the discussion. After reading all the submitted material, Director W. Hofmann favors the motion. He added that if there is a reason to reinstate the committee in the future, that certainly can be done. Director Caranci encouraged the President to invite the current members of the OPS Committee to participate in some other fashion if this motion passes. Director Lewi said that members of the OPS Committee currently are involved in some of the functions and he would hope that they would continue to do so. He also asked if there would be a period of transition if the motion passes; perhaps until February. Director Wylie agreed that we definitely don't want to snub anyone who volunteers and made a motion that this item be tabled for 3 months to allow the maker to come back with a transition plan and time table. The motion to table was seconded by Director Lewi and failed for lack of the required $\frac{2}{3}$ vote.

Ayes: Bardell, Caranci, Johnston, Lewi, Wylie
Noes: Chesny, Hern, W. Hofmann, Landi, Lazenby, McKown
Abstained: Bolger

Director Lewi amended to say that the motion will take effect February 1st after which time there will be a transition period to delegate the existing functions to other groups or committees. The maker modified his motion that this action will take effect February 1, 2009 and the committee functions will be assigned to other groups or committees. The motion as amended by the maker passed by the following roll call vote:

Ayes: Caranci, Chesny, Hern, W. Hofmann, Johnston, Landi, Lazenby, Lewi, McKown, Wylie
Noes: Bardell
Abstained: Bolger

D-4 Meeting Rules of Order + attachment (D-4x) – resubmitted (formerly D-8 & D-8x from 11/08)

Director Lewi

Recommended Action: Approve Board meeting rules changes per attached.

The motion was seconded by Director Landi. This motion was discussed and carried over from the last meeting. A change has been made eliminating the second reference to where to place a consent item that is taken off the consent agenda. There has been other discussion regarding the numbering and lettering. Director Lewi said that perhaps the rules should be amended so that tabling an item takes a majority vote; not the current $\frac{2}{3}$ requirement. He is not so inclined but any other director is free to do so. Director Lazenby has two suggestions; one is that a director may pass during a roll call vote. Director Lewi doesn't believe that is necessary since that is in Roberts. There is a typo in 8.B.1.: second sentence should read "Upon the request of any Director, any item on the Consent Agenda will **be moved** to..." Director W. Hofmann favors the motion but moved to amend that tabling a motion takes a majority of those present (9.B.) as required by Roberts. Director McKown seconded the amendment to the motion. Director Lewi suggested we simply delete 9.B. Director Hern is opposed to the amendment. She believes that reducing to a simple majority to table a motion can lead to encouraging people not to do the proper work; this encourages sloppy Board

process and could lead to many meetings being less productive. The amendment to the motion passed by the following roll call vote:

Ayes: Bardell, Bolger, Chesny, W. Hofmann, Johnston, Landi, Lewi, McKown
Noes: Hern, Lazenby, Wylie
Abstained: Caranci

Director Wylie believes we should have a $\frac{2}{3}$ vote to table anything. Director McKown asked if it is the Board's pleasure that non-director chairs be provided the agenda packet or the agenda as stated in #2. It is the intent of the proposer that non-director chairs receive the entire packet. Director Bardell believes we need more time to study this item since there seem to be questions. Director Hern summarized the motion including the changes. The motion as amended passed by the following roll call vote:

Ayes: Bardell, Bolger, Caranci, Chesny, W. Hofmann, Johnston, Landi, Lazenby, Lewi, McKown
Noes: Hern, Wylie

D-5 Executive Committee +attachment (D-5x) – resubmitted (formerly D-0 and D-9x from 11/08)

Director Lewi

Recommended Action: Approve formation of an Executive Committee per the attached proposed Bylaw change

This item came out of the retreat and was carried over from the November meeting. Director Lewi worked with Director Hern to be consistent with California law. There has been no change since the original submission. The only thing to figure out is where it should be placed in the Bylaws. There is some language that will need to be placed in the Policies. Director Lazenby favors the motion and suggested it be put in the Bylaws where it was—Article 9, Section 1. Director Hern favors this motion and believes the organization needs such a committee to function in emergency situations or other times when action is immediately required. Director Caranci favors the motion but asked if this committee replaces the Steering Committee; it does not. Director Hern pointed out that the Steering Committee is advisory but the Executive Committee can take action on behalf of the Board. This item will be Article 9, Section 1 and the subsequent sections will be renumbered accordingly. The motion passed by the following roll call vote:

Ayes: Bardell, Bolger, Caranci, Chesny, Hern, W. Hofmann, Johnston, Landi, Lazenby, Lewi, McKown, Wylie
Noes: None

D-6 Litigation request

Director Hern, Chair Litigation Committee

Recommended Action: Authorize the Litigation Committee to expend up to an additional \$13,500 to pay litigation costs and attorney fees without the need to seek further Board authorization

The motion was seconded by Director Chesny. Director Hern advised the Board that we have spent approximately \$17,000 and expect more fees for November and December because we will be responding quite vigorously to a series of lengthy discovery matters. The Committee with the incredible effort of Director Lazenby is attempting to respond to the request for admissions, documents and interrogatories without the use of counsel until the very last moment. We will need to use counsel for that as well as going forward in a case management hearing at the end of January as well as agreed upon mediation. The Committee is seeking an

additional \$13,500 to get us through to trial. We attempted to have a trial date set for May or June but opposing counsel objected. Director Wylie asked if we should be discussing this matter since we are not sure if the line is secure. Director Lazenby said that the litigation is public record—what is being discussed isn't a confidential matter. She added that we have incurred extra expense since we didn't get the request for extension of time to meet the discovery deadline, so we had to pay counsel to prepare to go to court. Director Hern said that she is aware of the sensitivity of this matter and is trying not to disclose anything that is considered confidential. Director Bardell asked what an anti-slapp lawsuit is. Director Hern said that it would have made major changes to the suit. Former Director Heal's counsel stopped the case management hearing in its tracks by asserting that we could not go forward and set a trial date because he was thinking of filing an anti-slapp suit. The deadline has passed and the suit was not filed. Director Bardell likes the idea of the Board being privy to what is going on and prefers doling out funds incrementally; the committee shouldn't have carte blanche. Director Hern advised that this motion should in no way be taken to imply that the Committee isn't going to provide the Board with updates. We are currently in the discovery phase and the opposition has made extensive requests. We have made requests of the opposition. Director Lazenby has been working on these to keep the costs down. The Committee is doing only what needs to be done based upon what this litigation demands. The motion passed by voice vote; Director Bardell abstained.

D-7 Training Request

Lew Avera, Jr., Chair

Recommended Action: Direct the Treasurer to establish a protected reserve fund in the amount of \$20,000 for the sole use by the Training Committee to cover the 2009 initial operating expenses related to setting up for the annual regional seminar training programs.

Lew Avera said the essence is that they begin to accrue expenses for deposits, printing, etc. before the revenue stream begins in about June. This action is to reserve funds to be used between now and when revenue is received. Director Chesny said about 80% of the total expenses occur before the training seminars. Director Lewi is a bit nervous in the context of the previous motion which was passed with our Treasurer not present this evening. Director Hern shares Director Lewi's concern but said that a reserve account could be approved and could be modified if necessary. Director W. Hofmann is strongly in favor of this motion and expressed his opinion that training is the heart and soul of CGJA. Director Lazenby said that the funds are in the bank. The motion was unanimously approved by voice vote.

Director Comments

1 Announcement of Orley Ryals medical leave, etc.
President Noce

Orley Ryals has undergone surgery and will be inactive for an unknown period of time. Director R. Hoffman is out of the hospital.

2 Face-to-face in February – Sacramento Residence Inn

We need to have an idea of how many could attend to decide whether or not to proceed with planning. February 20-21 is when the training meetings are scheduled. The options are to meet on Thursday, February 19th or Sunday, February 22nd. A poll of directors still on the line indicated that 10 could attend on either day and 1 preferred Sunday. The Board will be polled via email.

New Business

None

Information Items Submitted Directly by Sponsor

- H-1 Napa Chapter report: Mufson
- H-2 Wasco Newspaper Article: Noce
- H-3 Fresno County Chapter report: Lazenby/Wylie
- H-4 Sacramento Chapter letter from President: Noce
- H-5 Madera Tribune article: Noce

Adjournment

A motion was made by Director Lewi and seconded by Director Bardell to adjourn the meeting at 8:50 P.M. The next regular meeting is January 27, 2009.

Submitted by Joann Landi