

**California Grand Jurors' Association**  
**Board of Directors Regular Meeting – January 27, 2009**  
**MINUTES**

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**Call to Order & Roll Call:**

The roll was taken at 7:04 P.M. and the meeting began at 7:05 P.M.

Present: Bardell, Caranci, Chesny, Hern, D. Hoffman, R. Hoffman, W. Hofmann, Landi, Lazenby, Lewi, Masini, McKown, Noce, Sitton  
Absent: Bolger(ex), Johnston(ex), Thomas, Wylie  
Chairs: John Mainland, MRC  
Also: Linda Baker

**Agenda Approval:**

The President moved C-6 to the action agenda. A motion was made by Director Hern, seconded by Director W. Hofmann and passed unanimously by voice vote to approve the agenda.

**Member Comment(s):** None

**Consent Item**

- C-1 Amended Bylaws as approved 12/16/08: Landi
- C-2 Meeting Rules as amended 12/16/08: Landi
- C-3 Policy Manual updates: Landi
- C-4 Executive Committee Director-at-large recommendation: Noce
- C-5 Approval of December 16, 2008 minutes: Landi
- C-7 Acknowledgment of dissolution of Santa Clara County Chapter: Noce

A motion was made by Director W. Hofmann, seconded by Director Chesny and unanimously passed by voice vote to approve consent items C1-5 and C-7.

**Officer and Committee Chair Reports:** Any minutes submitted by a committee were in the meeting packet.

D-1 Legislative (LAC): Vice Chair Lazenby reported that she will fill in as Chair pending Bob Geiss' return. LAC has a new member – Bill Trautman from Napa County.

D-2 Public Relations Committee: Director Lewi reminded the Board that tomorrow is the deadline for submissions for the next Journal. Send articles to Directors Lewi and Masini.

D-3 Membership Relations Committee: Chair Mainland anticipates receiving membership and access information from Ivor Thomas via Catherine McKown. He will file the annual sales tax report due January 31<sup>st</sup> upon receipt of the missing information. He will coordinate with the President to arrange payment to the Board of Equalization. Director Lazenby said that since the deadline falls on a Saturday, it is extended to February 2<sup>nd</sup>.

D-4 Training Committee – November/December minutes & organizational chart: Vice Chair Caranci reported they have a workshop planned for the third week in February and they are

busy preparing for the 2009 training season. They are surveying counties to get input as to whether they are suffering budget cuts which will affect the number of trainees from their counties this year. She is in the process of compiling the results.

D-5 Nominations-Election Committee: Director Hern has nothing to report at this time but expects to have an extensive report next month.

D-6 Annual Conference Ad Hoc Work Group: Co-Chair Lewi said they have not done a great deal so far. Directors Chesny and Lazenby are trying to locate a suitable hotel but have been unable to do so within the 3 week time frame of late October-early November. During the Trainers Workshop in Sacramento, will be a meeting with the Sacramento Chapter to enlist their support in planning the conference. This will be an opportunity to meet the Sacramento folks and determine what they are comfortable doing in regard to the annual conference. Anyone who would like to join the meeting is welcome to do so - Friday, February 20<sup>th</sup> at 6:15 P.M.

D-7 Publications Work Group: Director Sitton reported that there are a couple copies of the CD of the memorial service for Jack Zepp. The Publications Workgroup should be comprised of a member from each of the standing committees; he has not been notified of any committee appointees. He asked that Chairs work on that.

D-8 Litigation Committee: Director Hern reported that there was a case management conference on January 20<sup>th</sup> at which time the court set a potential trial date for July 6<sup>th</sup>. Both sides have agreed to mediation; we are trying to establish a date at the end of February (24, 25, 26). The mediation would take place in Sacramento and take one half to one full day. We did respond to the significant discovery requests with discovery responses and we also made our own requests for admissions and discovery materials. We have not heard from opposing counsel. A substantial amount of the work has been done by Director Lazenby which has helped to keep our legal costs down significantly relative to what they could have been. We are within the approved budget and those funds should carry us up to trial.

D-9 Review Committee: Director McKown reported that the Committee met today at the President's request. This meeting was in regard to contacting the former Treasurer to make arrangements for the transfer of material. Ivor Thomas is in the process of sending items.

D-10 Angelo Rolando Ad Hoc Committee: Mason—no report

D-11 Executive Committee: Noce—no report

D-12 Steering Committee: Noce—no report

D-13 President: Noce is open to any suggestions regarding filling the open Director and Treasurer position.

D-14 Vice President: McKown was contacted by the Fresno Bee regarding diversity in recruiting grand juries. The President said there has been a lot printed on this topic in the Fresno Bee. Director Lewi said there is a new State law requiring the Courts to track the demographics of grand juries.

D-15 Secretary Landi: Reminded Directors who are attending the February retreat/meeting to submit their \$20.00 fee.

D-16 Treasurer: vacant

D-17 Operations: GRIP report/EIR report/November minutes: The President expressed his thanks to the Committee for their work over the past few years. Director Bardell said there was nothing to report since the Committee experienced difficulty with the teleconference line. By the time the line was opened, she had lost a quorum. The President also thanked Linda Baker for her report about the history of EIR. Director Lewi agreed and added that it is accurate and quite complete.

### **Action Agenda**

E-1 Reschedule February BOD meeting from 2/24/09 to 2/22/09 in Sacramento

*President Noce*

**Recommended Action:** The regularly scheduled February 24, 2009 Board of Directors teleconference meeting at 7:00 P.M. be rescheduled to be a face-to-face meeting Sunday, February 22, 2009 at 2:00-4:00 P.M. in Sacramento at the Residence Inn Sacramento located at 2410 West El Camino Avenue, Sacramento, CA 95833. In conjunction with the Board meeting, a Board retreat is scheduled at the same location from 9:30 AM-2:00 P.M. with a lunch break from Noon-1:30 P.M. Each Director will be responsible for the costs of his/her transportation, lodging and a portion of the meeting room fee. Teleconferencing charges will be born by those Directors who are not in attendance.

Director W. Hofmann asked if there will be telephonic communication available for Directors who are unable to attend the meeting. Director Lazenby recommended that whatever the cost is, that those Directors not attending bear the cost of the telephone service rental since those Directors attending are already paying a fee to cover the room rental, their travel and lodging. Director Lewi said this has come up on another occasion and the idea was rejected because the purpose of a face-to-face meeting is to meet face-to-face. If we have to deal with issues for those who can't attend, we defeat the purpose. The President said that he is planning on developing an agenda but ideas may be generated at the retreat. Director Lazenby said that since the February 22<sup>nd</sup> meeting is replacing the February 24<sup>th</sup> meeting, it would have to be agendaized and therefore, we could not act on anything that comes out of the retreat. Director Lazenby clarified that it is her suggestion that those Directors not attending the Board meeting portion of the face-to-face, share the cost of the telephonic accommodations. Director Masini suggested that since we all have cell phones, we could call in and use our teleconference line. In response to a question from Director Bardell, the use of telephone equipment for special board meetings during a conference have been incorporated into the conference costs charged by the hotel but have not been passed on to Directors participating via telephone. Director W. Hofmann is not comfortable penalizing a Director who may not be able to attend due to health reasons; he is willing to underwrite the cost not to exceed \$100-200.

The motion passed; Directors Bardell and Masini abstained.

E-2 Annual Conference Budget

*Co-Chairs Lewi and McKown*

**Recommended Action:** Approve 2009 Annual Conference budget as stated below (revenue and expenses each equal to \$9,000.00 with no net operating income).

The Annual Conference is revenue neutral. The Co-Chairs are using the 2008 budget and once they have more details, they may amend the budget. The motion was seconded by Director McKown and unanimously passed by voice vote.

C-6 Acknowledgment of resignation of Director and Treasurer Ivor Thomas effective January 27, 2009

*President Noce*

The President moved this item from Consent to get input from MRC and the Review Committee and to provide Directors with more background. The President activated the Review Committee because he was having problems communicating with Ivor in gaining access to those items in his possession which are needed by CGJA. Director Hern said that her understanding is that our only action is to acknowledge Ivor's resignation effective midnight today. Does the President have other action for the Board? Director Lazenby said that as Board members we have a fiduciary duty to each other and the membership for full disclosure and accounting. She is concerned that we don't have a plan for getting the critical information, i.e. passwords, access numbers, transferred so that we can go forward. What is the deadline for obtaining the assets of CGJA? Director McKown said that the Review Committee decided on an action plan and she spoke to Ivor today. He provided her with the administrator access code to Quickbooks. She has had problems entering the site but believes it's because she uses a Mac not a PC. The Board of Equalization letter was to be sent to her today; has not yet been received. The passwords and access codes are coming and all materials will be picked up between February 9-13 in either Chico, Redding or Paradise; no earlier date worked for Ivor. The complete transfer should be complete by February 13<sup>th</sup>. Director Masini thinks we should have access to the website before February; if it goes down we have no way to work on it. Director McKown will talk to Ivor about web access. Director Landi suggested that we send a letter to Ivor confirming all these arrangements; Director McKown concurred. Director Chesny said she makes Quickbooks entries for training but asked if there is someone else who knows how to work the program and can change menus as needed. Director McKown mentioned that Quickbooks and the bank accounts are synchronized. MRC Chair Mainland said that he has Quickbooks capability. Director Caranci asked if we will have an acting Treasurer as of midnight; the President indicated there is no one. The Treasurer must be a Director but an Acting Treasurer might not have to be. Director W. Hofmann said that since John Mainland indicated he is capable, if he is willing perhaps he would consider being Interim Treasurer. Director Landi said we should take this opportunity to look at the duties of Treasurer. Director Lazenby suggested the Board make a resolution that we will appoint a temporary Treasurer, that we expect that all access and passwords are made available before midnight tonight and any other responsibilities can be handled within the next 7-10 days. Director Lazenby amended the original motion to state that the Board acknowledges the resignation, that we have an individual to act in the interim to carry on the functions of the Treasurer, but to have absolute access to Quickbooks and banking on line, all information regarding vendors, pass codes, access codes and to work in conjunction with Training and MRC—the other two licensed users. Director Hern said the amendment is a condition to accepting the resignation which is not allowed under our Bylaws. We should accept the resignation and whatever we need to do going forward is a separate matter. Director Lewi seconded the amendment. Director Lewi pointed out that even though the specific matter of appointing an interim/acting Treasurer is not on the agenda, it can be handled as an emergency item.

John Mainland has received an email from Ivor to change the MRC Quickbooks access from Tim Colbie to John. He is also going to send the access files with all of the membership information, dues dates, etc. He believes that by tomorrow afternoon he will have the information he needs. His wife is a CPA familiar with Quickbooks and she is becoming an Associate Member of CGJA. In other words, he is willing to take on the duties of Interim Treasurer. Director McKown said that the Quickbooks administrator access can be transferred to John who in turn, can provide the President with the password. Director Sitton believes that the Finance Director should have full access to codes and passwords; the Treasurer should only have access to the codes for the financial side so that we don't have this problem again.

The President issued a point of order that we cannot condition acknowledgment of the resignation. Director Lazenby withdrew her amendment to the motion. The resignation was acknowledged by a unanimous voice vote.

A motion was made by Director W. Hofmann and seconded by Director Hern to appoint John Mainland as Temporary Interim Treasurer. The motion passed unanimously by voice vote.

### **Director Comments**

- Director Caranci expressed concern that she would hope that Director Bolger will be involved with the transition, and that the Board is informed prior to the next Board meeting as to the financial condition of the Corporation.
- Director Chesny suggested that when Ivor's resignation is acknowledged, he be thanked for his service to CGJA.
- Director Hern is encouraged that the Board recognizes the transition needs to be made very quickly.
- Director D. Hoffman is hopeful that working together we will be able to transition smoothly and she appreciates John Mainland volunteering. She hopes that the work can be spread around so that one person doesn't become overwhelmed again.
- Director W. Hofmann is happy that we have resolved this issue and we can devote more time to it at the face-to-face.
- Director Landi said that there is nothing wrong with someone doing things manually the old fashioned way. Things like the database could be simplified so that potential volunteers would be more willing to come forward for these tasks.
- Director Lazenby thanked the Review Committee. She asked the Central Information Committee to add important information in the background of our website. Also, next month is Grand Jury Awareness Month. We have asked for the Governor's support again. We should ask county board of supervisors to support this.
- Director McKown thanked John Mainland.
- President Noce has had positive feedback to the conference proceedings taped by KGov.
- Director Sitton thinks the Monterey County training went well and he is pleased with the response from the judge and jury coordinator.

### **Adjournment**

A motion was made by Director Lazenby and seconded by Director Lewi to adjourn the meeting at 8:35 P.M. The next regular meeting is February 22, 2009 at the Residence Inn Sacramento.

### **Information Items Submitted Directly by Sponsor**

- H-1 CGJA Committee/Chairs/Members List: Noce
- H-2 Letter to Governor's Office re Public Awareness Month: Noce
- H-3 Recruiting newspaper article from San Diego: W. Hofmann
- H-4 Fresno Chapter letter to Governor: Mosley
- H-5 Public Awareness of GJ: Noce
- H-6 Letter to San Luis Obispo: Geiss

Submitted by Joann Landi