

# California Grand Jurors' Association Board of Directors Meeting September 26, 2023

## MINUTES

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### A. Call to Order and Roll Call

The roll was taken, and the meeting began at 3:00 p.m.

Directors present: Marsha Caranci, Janet Clark, Gary Cooper, Bob Finlayson, Travis Gibbons, Jim Glover, Larry Herbst, Diane Lloyd, Lou Panetta, Henry Rible, Barbara Sommer.

Excused: Shirley Boracci, Karen Jahr.

Quorum is present.

Others present: Committee Chairs: Lloyd Bell, ACC; Richard Rogers, FC. Member: Don Freeman.

### B. Agenda and Comments

B-1 Agenda Approval: Board members unanimously approved the agenda.

B-2 CGJA Member Comments – none.

### C. Consent Items

C-1 Approved Regular Board Meeting Minutes, 08/22/23: Gibbons

C-2 Acknowledged Committee Minutes and other documents in 09/26/23 meeting packet: Gibbons.

Board unanimously approved the consent items and the minutes.

### D. Officer and Committee Chair Reports – see committee minutes in packet for details on current activities.

D-1 **President's Report** (Gibbons) – no report.

#### D-2 **Officer Reports**

Vice President (Cooper) – no report.

Treasurer (Gibbons) – no report.

Secretary (Sommer) – no report.

D-10 **Annual Conference Committee (ACC)** – Bell said that the conference program is set, and speakers confirmed. Breakout sessions are on track as is the panel discussion. Currently 48 registrations (50 target). Sleeping room reservations stand at 49 room-nights (55 target). Hotel is still offering reduced rate of \$159 (contracted for \$179).

An October *Journal* article has been submitted reminding about AC registration. If you know of or have a silent auction item, please identify them to Bell by Oct 6 for recognition in the printed program. We committed to two more small meeting rooms to facilitate five breakout sessions. Action item for additional expense will follow.

For the retreat Sunday morning: Box lunches will be offered to facilitate a working lunch billed to your room. Menus will be provided at 9 a.m. with lunch delivered around 11 a.m.

For the conference, the schedule annotated with individual responsibilities will be provided ahead of the conference for activity leaders, directors, and committee chairs.

The contract for 2024 (Embassy Suites, Monterey) will be finalized for the November board meeting.

An optional dinner option has been requested by at least one Contra Costa member (stating an aversion to driving at night).

Some key points:

- We haven't provided a la carte pricing in the past (some want dinner on their own; some only want to attend to hear one speaker, etc.).
- We receive 2-3 such requests each year.
- For those asking for partial participation, we encourage attendance explaining that expenses for both days spread over all attendees – fair to all.
- Dinner is a part of the program fostering socialization and connectivity with others.
- The individual making the request has been a regular attendee in the past with sleeping room accommodations.
- The individual making the request plays a major role for the Training Committee.
- Implications for 2024: Meeting room charges (\$1,900) are based on F&B spend of \$6,000 (budget worksheet shows \$5,630 F&B expense for 2024 based on 60 dinners). That puts us on the cusp regarding funding.

The board discussed the situation. The availability of Uber and Lyft was pointed out. Some directors offered to provide transportation. Bell mentioned that in the past, some members skipped the conference dinner and met as a small group for dinner at a nearby restaurant. He was afraid that partial registration might encourage such a practice, belying the point of the conference dinner being a time for members to socialize and become better acquainted with each other. Finlayson asked how many people in the past has not come when their request for partial registration was rejected. Bell said it was rare. Most end up paying. Glover said we needed to do our best to encourage people to attend the conference. The board arrived at a consensus – that we would keep the current policy regarding the inclusion of dinner. Bell will draft an explanatory note to the individual making the request (running it by Caranci).

- D-3 **Legal and Legislative Resources Committee (LLRC)** – Caranci reported that the committee has received only one question since the last report. That was from Humboldt County Grand Jury requesting a second opinion on a question they had submitted to their County Counsel. The committee pointed out that it does not give legal advice. However, the committee did provide a “best practices” suggestion.
- D-4 **Public Relations Committee (PRC)** – no report.
- D-5 **Membership Relations Committee (MCRC)** – Glover said that it has been a challenging time for the committee. Michael Hofman is the new database manager and has been overhauling and cleaning up the database. CGJA now has 300 active members: 66 new members this year, 208 previous, 2 new life members added to the 24 previous ones. He sent out 88 messages to previous expired memberships for the period 1/1/23 to 9/xx/23. Six renewed. In the future, the membership report will be produced directly from the database and will be available at the next board meeting. Renewal/reminder notices have been scheduled. There will be two emails,

followed by a hard copy reminder. Panetta suggested that a new membership goal of 325 be established and that when reached, a goal of 350 should be set, and so on. He added that the committee should look at lapsed memberships from 2022 as there were many.

There was a discussion about the membership list in Dropbox. It will remain available only to the four individuals with current access. If there is a need for specific information, direct your inquiry to the MCRC chair.

Glover said that chapter information, e.g., tax filing dates and such, will be collected in a single location in Dropbox. There was an extended discussion about chapter dissolution and about posting the status on the webpage chapter list. Herbst pointed out that board action was required for chapter revocation. Regarding fund disposal, Lloyd said that the chapter bylaws superseded those of CGJA. Caranci pointed out that California state law requires that such funds go to a non-profit.

Glover was congratulated and thanked by several board members for his extensive work with the MCRC. Nevertheless, he announced that he would be stepping down as the committee chair.

D-6 **Training Committee (TC)** – Caranci said the committee has been busy with the Report Writing Workshops. She has been receiving daily requests from counties. Workshops have been booked through December and January. She anticipates a busy second training season.

D-7 **Finance Committee (FC)** – Freeman reported three items from Finance Committee deliberations, only one of which needs Board approval.

1. The Board previously approved \$125,000 of our CGJA savings be placed into CD's. Interest from our CDs has skyrocketed from our .25% on savings to well over 3 or 4% in short term CD's. The FC requests that the Board approve an increase of the "Rainy Day Fund" from \$42,863.15 to \$50,000 which will be laddered into 1-1/2 to 3 year terms. The Treasurer and FC will ladder the balance of the \$75,000 into short (current year) term CD's and use it for current year operating funds, as needed, for cash flow.
2. The CGJA Budget for 2024 will be approved by the Board in November. The FC is working to clarify our financial statements to allow the Board, FC and readers to more easily understand when an expenditure is authorized by the Board after annual budgets have been approved. The FC is considering creating an account below the "Net Operating Income" subtotal on the Budget v Actuals statements, so Board-approved 2024 project expenditures and budgets that are not in the 2024 approved Budget will stand out, but not alter the original budget. This will be ready by the Board meeting in January 2024.
3. We have established the 2024 Budget process and timing. Committees have until October 24 to submit their budget (to Travis). The Finance Committee will review and submit to the Board for approval at the Board's November 2023 meeting.

There was a question as to whether the "Rainy Day Fund" has ever been used. Caranci said it had been used for video production when there were no other funds available for this project. Herbst said such funds had been used in the past for the website re-design. Freeman indicated that what is different now is that we have \$75,000 in operating funds available before we ever need to tap the "Rainy Day Fund".

Gibbons said that a motion to increase the "Rainy Day Fund" will be submitted to the Board at the next Board meeting.

- D-8 **Nominations & Elections Committee (NEC)** – Cooper reported that the election is complete. All the candidates have been notified of the results. He thanked the MCRC for support. The newly elected directors are

North: Marsha Caranci and Karen Jahr

Central: Juliana Jones and Diane Lloyd

South: Karen Deeming and Richard Rogers

The detailed results will be published in the October *Journal*.

- D-10 **Awards Committee (AC)** – Sommer said that this year’s winners of the *Angelo Rolando Service Award* and the *Best Grand Jury Report Award* would be announced at the annual conference.

- D-11 **Bylaws & Policy Review Committee (BPRC)** – Herbst said the committee is working on adding language that specifically states that CGJA officers must be directors on the board. They are also dealing with the problem of discordance between director and president terms of office. He also pointed out that some committee procedures and officer responsibility descriptions may need updating.

- D-13 **Technology Committee (Tech)** – Panetta said the committee was recommending that we replace PayPal with Stripe.

He said the recent election relied on the new website and that the process was flawless. Herbst pointed out that he and Lloyd did a lot of pretesting.

Recent website work has focused on posting a new list of well-written reports for training purposes. Assistant Webmaster, Tieck set them up. The schedule and online registration for the Report Writing Workshops has been posted. We are still engaged with Elevation for web support.

- D-14 **Grand Jury Effectiveness Workgroup (GJE)** – no report.

**E. Action Agenda**

- E-1 Appoint Dan Freeman Chair, Finance Committee (FC)**

[Motion made by Gibbons, seconded by Glover]

The motion passed, 11-0-0, by hand vote.

- E-2 Appoint Richard Rogers as Training Committee (TC) Co-Chair**

[Motion made by Gibbons, seconded by Clark]

The motion passed, 11-0-0, by hand vote.

- E-3 Approve the president’s nomination of director Karen Jahr to be the fifth member of the Executive Committee**

[Motion made by Gibbons, seconded by Caranci]

The motion passed, 11-0-0, by hand vote.

- E-4 Approve additional one-day Annual Conference expense.**

[Motion made by Bell, seconded by Finlayson]

[The motion passed, 11-0-0, by hand vote.]

- F. Director Comments** – Gibbons said a short Special Board meeting would be held preceding the conference on Oct. 22 at 9 a.m. There are some action items on the agenda. That meeting will be

followed by a board retreat. The regular meeting on Oct. 26 is cancelled. Please send him topics for discussion at the retreat by mid-week.

Clark pointed out that this was her last meeting as a director. "It has been a nice 8 years." She has adopted as her motto the wish to encounter someone who, when asked about the civil grand jury, does not respond "What's that?"

Herbst said he wanted to constitute a group to develop a "new director" zoom orientation. He would like assistance from Sommer and Caranci. Finlayson added that it would be beneficial to include suggestions on how to get in touch with chapters in one's region.

**G. Adjournment (4:46 p.m.)**

Respectfully submitted,  
Barbara Sommer, Secretary