



Special Board of Directors Meeting Minutes

January 27th, 2022

Zoom: <https://us02web.zoom.us/j/85428644261?pwd=ck5yNkFzU24rdFE2QjRpMEgyVS9YQT09>

Call In: 1 (669) 900-9128 | Meeting ID: 85428644261 | Passcode: 440697

CLOSED SESSION STARTS AT 10:00 AM - NOT OPEN TO THE PUBLIC
REGULAR SESSION MEETING STARTS AT 10:40 AM - OPEN TO THE PUBLIC

REGULAR SESSION CALL TO ORDER AT 11:00

1. ROLL CALL:

Present: Sonoma: Lisa Badenfort, Mike Nicholls, Robin Bartholow, Jeff Kelly
Mendocino: Mary Anne Petrillo, Paul Garza **Absent:** Jon Frech, Paul Castro
Staff present: Sonoma: Bradley Johnson, Calvin Sandeen, Ethan Brown
Mendocino: Robert Gernert, Stacey Caico

2. CEDS COMPLETION AND ORGANIZATIONAL DEVELOPMENT - Discussion/Action

The Board discussed the immediate need to put a plan of action in place to accomplish completing the CEDS document and restructuring the SMEDD based on the recommendations from EDA. Conversations ensued about the work that remains, and the timelines involved. The immediate need is to complete the CEDS document. A strategy committee needs to be formed, meetings scheduled, meeting facilitation, priority projects identified, final board review by May 19th and draft vision, goals, and objectives by June 1st.

The Board discussed how EDFC oversees engagement with Marie Jones work specifically on CEDS and the possible use of the remaining funds in her current contract. Chair Petrillo advised the financial Ad hoc Board members to report current information to her ASAP. The Board resolved Board members will contribute to the creation of the CEDS strategy committee, with a balance of representation from each county, staff will conduct outreach to potential members, a facilitator will lead the committee with support of staff.

Motion by: Kelly for two volunteer board members to sit on the Strategy Committee and work with staff creating a list of CEDS Strategy Committee members and scheduling the meetings ASAP. Paul Garza and Mike Nicholls volunteered.

Seconded by: Paul Garza

Roll call: Mary Anne Petrillo yes, Lisa Badenfort yes, Paul Garza yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes

Motion passed

3. RESTRUCTURING AND GOVERNANCE OF SMEDD - Discussion/Action

The Board discussed the advice EDA provided regarding the need to restructure SMEDD and governance and agreed to form an Ad hoc Committee to research how other EDDs are structured and report back to the group.

Motion by: Jeff Kelly to task the SMEDD Finance Ad hoc committee with looking at the MOU and restructuring and bringing information back to the Board of Directors ASAP.

Seconded by: Mike Nicholls

Roll call: Mary Anne Petrillo yes, Lisa Badenfort yes, Paul Garza yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes

Motion passed

Chair Petrillo directed Board members to email Brad recommendations (names, titles and email address) for CEDS strategy committee members from each county, within the next 48 hours.

4. PUBLIC COMMENT:

Pamela Patterson commented that future meetings need to include an opportunity for public comment to speak to agenda items as they are discussed. Chair Petrillo gave her permission to elaborate. Pamela has experience with CEDS and suggested the Board review the JPA and look for opportunities to streamline the work based on the processes and timelines involved. She also suggested developing a budget specifically with expenditures that allow contracting for greater amounts than were allowed in the current MOU. Pamela requested Chair Petrillo email her a copy of the SMEDD bi laws. Petrillo agreed.

5. MEETING ADJOURNMENT AT 12:15 - Action

Motion by: Paul Garza to end the meeting.

Seconded by: Mike Nicholls

Roll call: Mary Anne Petrillo yes, Lisa Badenfort yes, Paul Garza yes, Robin Bartholow yes, Jeff Kelly yes, Mike Nicholls yes

Motion passed