



Sonoma Mendocino Economic Development District | Board of Directors Meeting | November 18, 2021

Zoom: <https://us02web.zoom.us/j/83269256318?pwd=Q3o0Z0Y4eVdjajVLU1JBc01HWUJ1Zz09>

Call In: 1 (669) 900-9128 | Meeting ID: 832 6925 6318 | Passcode: 815290

1. CALL TO ORDER 10:03 am

Chair

CONSISTENT WITH THE PROVISIONS OF AB 361, MEMBERS OF THE BOARD OF DIRECTORS WILL PARTICIPATE IN THE NOVEMBER 18, 2021 MEETING BY TELECONFERENCE. IN PERSON PARTICIPATION BY THE PUBLIC WILL NOT BE PERMITTED AND NO PHYSICAL LOCATION FROM WHICH THE PUBLIC MAY ATTEND THE MEETING WILL BE AVAILABLE. REMOTE PUBLIC PARTICIPATION DETAILS ARE LISTED AT THE TOP OF THIS AGENDA.

Should you want to submit public comment, do so by email before the Board Meeting is called to order. Please state the agenda item number that you are commenting on and limit written comments to three hundred (300) words or less. Comments can be sent to calvin.sandeen@sonomacounty.org. Written comments received prior to the meeting you wish to comment on will be read into the record.

2. ROLL CALL

Secretary

Present: Mary Anne Petrillo (Chair), Paul Garza, Lisa Badenfort (Vice-Chair), Jeff Kelly, Mike Nicholls, Paul Castro

Absent: Jon Frech, Katrina Kessen, Robin Bartholow

3. OPEN TIME FOR PUBLIC EXPRESSION

This is an opportunity for any member of the public to briefly address the Board on any matter that does not appear on this agenda and is restricted to matters within the Board's jurisdiction. Items that appear to warrant a more-lengthy presentation or Board consideration may be placed on the agenda for discussion at a future meeting. Please limit comments to three hundred (300) words.

Chair

4. AGENDA ADJUSTMENTS – DISCUSSION/ACTION

Chair

5. STATEMENT OF CONFLICT OF INTEREST

Chair

This is the time for the Board of Directors to indicate any statements of conflict of interest for any item listed on this agenda.

6. CONSENT ITEMS – DISCUSSION/ACTION

Chair

Numerous corrections to meeting – pull off – approve at next meeting

Motion to defer vote until December meeting: MIKE NICHOLLS

Seconded: Paul Garza

Roll Call Vote:

Mary Anne Petrillo (Chair) Yes
Paul Garza Yes
Lisa Badenfort (Vice-Chair) Yes
Jeff Kelly Yes
Mike Nicholls Yes
Paul Castro Yes

Motion Passed

7. FINANCIAL REPORT – DISCUSSION/ACTION

Fiscal Analyst

a. Monthly Financial Report

The district's fiscal analyst will provide a monthly financial report to the board.

Rebekah Heinz presented financial report.

b. Monthly Reimbursement Request

The Board will vote to reimburse the County of Sonoma for staff time and contractual expenditures that supported SMEDD activities in the amount of \$36,672.68 during October 2021 .

Rebekah Heinz presented the reimbursement request.
Motion to approve reimbursement: Jeff Kelly
Second: Mike Nicholls

Initial roll Call vote:
Mary Anne Petrillo (Chair) abstain
Paul Garza Y
Lisa Badenfort (Vice-Chair) abstain
Jeff Kelly Y
Mike Nicholls Y
Paul Castro Y

Motion not initially passed

Mike Nicholls: why are there abstentions to the approval? Mary Anne Petrillo: does the reimbursement come out of the planning grant or the supplemental grant? Rebekah Heinz explained EDFC's contract and their reimbursement to the County under the planning grant. Lisa Badenfort abstained due to no discussion on the motion. Lisa Badenfort has requested a future agenda item regarding funding, next steps. Calvin Sandeen – we need to have a discussion on future of our funding as both grants expire in June of 2022. Re-application needs to start no later than January of 2022. Mike Nicholls: we might want to set up an Ad Hoc committee to work on budgeting. Rebekah Heinz: Monthly reimbursements are based on the MOU between Sonoma County and SMEDD. Jeff Kelly: are these Not to Exceed contracts? Rebekah Heinz: yes. Mary Anne Petrillo: for December's agenda please walk the Board thru in detail the supplemental grant, planning grant – clarity is needed on the spend down and what activities – this can help the Ad Hoc budgeting committee for 2022 also. Another agenda item for December meeting should be what is required to apply for the next round of planning for the EDA. Lisa Badenfort – also include baseline of staffing hours and breakdown. Rebekah Heinz: There is a detailed breakdown in Board Effect for 20-21 budget. Calvin Sandeen: regarding broad and general for the SMEDD Board– onboarding material is on Drobox, and excel tracking. Mary Anne Petrillo: do the grants have to be spent by a certain date? Calvin Sandeen: you can ask for an extension; for the supplemental grant you have to have a good reason to do it. Mary Anne Petrillo: before we have an Ad Hoc have staff put together necessary materials for the December Board meeting so that by January we could review a proposal to go to EDA for additional planning grant. Need to identify who will serve on the Budget Ad Hoc Committee. Jeff Kelly will serve as Chair.

Motion to create 2022 Budget Ad Hoc Committee: Jeff Kelly
Second: Paul Garza

Roll Call Vote:
Mary Anne Petrillo (Chair) Yes
Paul Garza Yes
Lisa Badenfort (Vice-Chair) Yes
Jeff Kelly Yes
Mike Nicholls Yes
Paul Castro Yes

Motion passed

Motion to approve Cost Reimbursement: Jeff Kelly
Second: Mike Nicholls
Mike Nicholls: The Chair should make a call for discussion:
Mary Anne Petrillo asked for a call for discussion: no call for discussion

Roll Call Vote:
Mary Anne Petrillo (Chair) Yes
Paul Garza Yes
Lisa Badenfort (Vice-Chair) Yes
Jeff Kelly Yes
Mike Nicholls Yes
Paul Castro Yes

Motion passed

8. AD HOC COMMITTEE REPORTS - DISCUSSION/ACTION

Ad Hoc Committees will report to the Board on recent progress.

a. District Bylaws Ad Hoc

The Bylaws Ad Hoc will provide an update to the Board on the creation of bylaws governing District operations.

Chair

Paul Garza

a. SMEDD Bylaws and Code of Conduct Approval

The Board will vote on approving the District Bylaws and Code of Conduct.

Paul Garza

a. SMEDD Draft Bylaws

Paul Garza presented the Bylaws Committee's recommended bylaws for adoption. The bylaws are modeled on the Economic Development Board of Sonoma County and are modified based on SMEDD's purpose and circumstances; attachments include a statement of the Joint Powers Agreement and code of conduct. Mike Nicholls: a lot of the language is duplicated from the Brown Act – can we eliminate some of the language or use a general statement of compliance with the Brown Act. Ethan Brown: the EDB bylaws were created by outside counsel – that is why the committee used that template. Mike Nicholls: that makes sense to move forward with what we have. Mary Anne Petrillo: is there anything we should know about the Code of Conduct or COI that the Board should be aware of? Paul Garza: The Board has already approved the Code of Conduct – the committee did draft a strong statement on recusal. Do not want to be perceived to show favoritism to one County or another. Mary Anne Petrillo: is the Board ready to approve and adopt or do we need more time? Paul Garza: The Ad Hoc committee recommends we move for approval.

Motion to adopt the Bylaws: Mike Nicholls
Second: Paul Garza

Roll call vote:
Mary Anne Petrillo (Chair) Yes
Paul Garza Yes
Lisa Badenfort (Vice-Chair) Yes
Jeff Kelly Yes
Mike Nicholls Yes
Paul Castro Yes

Motion has passed

Mike Nicholls: Board Chair needs to dissolve the Ad Hoc Bylaws Committee
Mary Anne Petrillo called for a motion

Motion to Dissolve the Ad Hoc Bylaws Committee: Mike Nicholls
Second: Mary Anne Petrillo

Roll Call Vote:
Mary Anne Petrillo (Chair) Yes
Paul Garza Yes
Lisa Badenfort (Vice-Chair) Yes
Jeff Kelly Yes
Mike Nicholls Yes
Paul Castro Yes

Motion Passed

b. 2021 Comprehensive Economic Development Strategy (CEDS) Ad Hoc

The Comprehensive Economic Development Strategy Ad Hoc and project managers will provide an update to the board on the 2021 CEDS project.

Ad Hoc and
Project
Manager

a. 2021 CEDS PowerPoint Presentation

Ashleigh Kanat presented and asked for any public comments and Board feedback at mid-point of public review comment period. Public review ends 11/30/2021. Final draft to be completed prior to 12/16/2021 Board meeting.

Mike Nicholls the evaluation metrics might want to state this is not in a priority order. Lisa Badenfort: how are we pushing the draft out to community; how much feedback are we getting; how much course correction can we make? Brad Johnson: advertised via email and social media, we have only received 2 comments so far. Brad Johnson sent an email to the Board in early November to be distributed thru the Board's networks as well. Brad Johnson can set up email campaign. Mike Nicholls sent it out to about 20 people. Brad Johnson: please send all comments to Brad so that they can be logged. Mary Anne Petrillo sent out to her network and asks all Board members to send to their constituents. Brad Johnson also posted on Facebook – can we also share on each of the organizations' pages? Robin Peckham will ask Robert Gernert at EDFC about sending out to our email list; Mary Anne Petrillo will share what she sent out as a reference for EDFC. Jeff Kelly: a CEDS is harder for average resident or small business owner to piece thru. How does the public interact? On the website where the document is posted there are some suggested areas to go to. Give direction to the reader how you can interact with the CEDS – this will build into how

we end up building the next CEDS, have more organization infrastructure in place. The implementation side has not been developed.

b. Revised Evaluation Metrics - 38

c. Revised Economic Implications - 42

c. District Financials/Budget Ad Hoc

The Board will discuss the current status of the Financials/Budget Ad Hoc with the District's fiscal analyst to determine ongoing needs to maintain this ad hoc or similar group for operational purposes.

d. Communications Ad Hoc

The Communications Ad Hoc will report to the Board on progress made to create a communications strategy to improve branding coordination for public outreach and in work products.

Jeff Kelly: No updates

e. Disaster Workforce Ad Hoc

The Board will discuss the current status of the Disaster Workforce

PAUL GARZA No update

Need to determine any ongoing needs to maintain the ad hoc group.

9. STAFF UPDATE - DISCUSSION

Staff will provide a report to the Board on recent district activities and work accomplished.

Calvin Sandeen: Board Effect is developing – it is a resource for the Board, good opportunity to coordinate with regional tribes. Broadband – CPUC email scoping ruling on how to allocate funding from SB156 for late mile connections. Which definition for rural to use (census bureau, OMB, rural county representatives) – look regionally rather than by County – approximately 100 miles for Mendocino and Sonoma Counties. RCRC and OMB definitions fit our area the most. Mary Anne Petrillo: does the funding have to be applied for? Calvin Sandeen: the logistics are being worked on. There is a list of eligible applications who can apply. The State does last mile.

10. SUGGESTED AGENDA ITEMS FOR NEXT BOARD MEETING – DISCUSSION

Lisa Badenfort Bio deferred to January 2022 meeting

Mary Anne Petrillo: board process in general – make sure we are getting everything in enough time for board meeting to happen.

Reminder to send CEDS comments to Ashleigh Kanat or Brad Johnson

Mary Anne Petrillo think about December board meeting for approval

11. MEETING ADJOURNMENT – ACTION 12:02pm

Motion to Adjourn: Mike Nicholls
Second: Paul Castro

Roll Call Vote:

Mary Anne Petrillo (Chair) Yes

Paul Garza Yes

Lisa Badenfort (Vice-Chair) Yes

Jeff Kelly Yes

Mike Nicholls Yes

Paul Castro Yes

Certification of Minutes: These minutes were taken by Robert Gernert, EDFC and are certified as correct

