

NOVATO FINANCING AUTHORITY

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**BOARD OF DIRECTORS
DELEGATION WORKSHOP
Monday, August 23, 2010 – 6:30 P.M.
Marin Valley Mobile Country Club
100 Marin Valley Drive**

MINUTES

- A. CALL TO ORDER 6:38 pm**
- B. APPROVAL OF FINAL AGENDA**
- C. PUBLIC COMMENT**
- D. WORKSHOP ON DELEGATION AGREEMENT**

Presentation from Staff Member Capriola about how residents can provide input into the negotiation of the Delegation Agreement. Individuals are welcome to send in letters to Tim Wong. Email is also acceptable since not all residents are comfortable speaking in public. Confidentiality can be done with anonymous letters or private meetings with staff are also an option. An email with name and address or signed letter is part of the public record and will be provided as part of the NFA packet.

Staff provided a review of the timeline. By 9/15, staff will provide a consolidated list of all comments, suggestions, etc. for the 9/20 meeting. At the 9/20 meeting, NFA will provide direction and appoint ad hoc committee comprised of the Chair and one other Board Member. At the January 18th meeting, the NFA board will take an action on the Delegation Agreement.

Staff Member Nebb spoke about the negotiation process of the Delegation Agreement. The Delegation Agreement is a legal document between NFA (owner) and PAC (operator). The Management Agreement is an attachment to the Delegation Agreement. The Delegation Agreement sets forth what the park manager must do as outlined in the Management Agreement. The Delegation Agreement outlines roles, duties, and various details between PAC, NFA, FSA, and the Property Manager. The Delegation Agreement is to be reviewed at certain intervals, specifically in 2010 and 2025. Staff Member Nebb provided further information of the negotiation process.

Public Comment

Jim Hiraïs – Brief history presentation of the park. Stated he was the only living person left who founded the PAC. He has served on all levels on the PAC Board and believes in the PAC board. It was formed to negotiate with Paul Sade. Formed solely to acquire the park with first right of refusal. The PAC was denied by banks for lack of experience. Found bond negotiator but was denied by FSA. PAC then went to City and established a way to purchase the park. Some things

were left out of the Delegation Agreement due to inexperience of both parties. The PAC was to hold the title to the park. He outlined some suggestions including an additional workshop for better checks and balances, changes to PAC bylaws including adherence to Brown Act and term limits for PAC Board Members.

Bill Davis – Thanked PAC and NFA. It is a difficult park to manage with complex infrastructure. As Secretary of the MVSC, speaking for the MVSC, they support the Delegation Agreement that is currently in effect. Very few changes should be made. Meetings have always been open and minutes are posted on the board. Hope to continue as is.

Peggy Hill – PAC has done a lot of work. The Board Members serve with integrity, intelligence and transparency in serving the park. The process is set up as a republican form of government and not a direct democracy. Members are voted to represent the people. Those elected are fairly elected. Don't know if term limits would work and might be too much micromanagement.

Dave Harrington – Need to ensure a way of verifying comments as coming from a park resident. Possibly cross check with the NFA election list. All input should be available for the public so there is no question of the transparency.

Joseph De Avila – He is against releasing all comments to the public. There is a sense of some things they say might be held against them. He wants an effective PAC that can manage and not protect their office. Final goal is for PAC to purchase the park.

Valerie Barbour – She is not speaking on behalf of HOL, but the Marin Valley Concerned Residents group. This is a wonderful opportunity to comment on the PAC and contract with City. She has a few concerns and will submit comments.

Marvin Thompson – Believes the existing board members have acted in good faith and doing the best they can. Who is doing the negotiation between PAC and Frei Real Estate? He supports the PAC's actions.

Staff Member Nebb responded to Mr. Thompson's questions and explained confidentiality. If a signed letter or name is indicated on the correspondence or if the identity is obvious, the correspondence will become part of the public record. If the correspondence is anonymous, the comments will be public but not the identity. Oral comments will be taken into consideration but not their identity or individual comments. The oral comments will be summarized and consolidated to the NFA.

The Management Agreement is an attachment to the Delegation Agreement. In the original Delegation Agreement, the form of the Management Agreement was dictated by the NFA to the PAC in what was required in the Management Agreement between PAC and the park management. So as part of the Delegation Agreement negotiation, the terms in the Management Agreement will be reviewed. So the NFA may revise the Management Agreement and advise the PAC about those revisions as part of the PAC's negotiation with the park manager. Staff Member Capriola clarified, in terms of the comments received, staff will provide an aggregate of the notes and comments. Confidential comments will be put in the aggregate. Comment period ends at noon, September 15th. Staff will then prepare staff report with all comments for the 9/20 meeting. Staff report will

go out Friday previous, maybe Thursday. No way to confirm residency but if it is an anonymous comment, it will be treated as part of the aggregate comments.

Michael Holland – Negotiation process from 10/1 to 1/19. What restrictions will be in place in regards to communication? Are there any restrictions on any of the negotiation content? The negotiations will be done in closed session. There will not be any public meetings on the status of the negotiation until the final negotiation is completed. Both parties may agree for periodic public updates but not required. So if any PAC Board member is questioned during the negotiation period, the member should not discuss? NFA does not control what the PAC Board does but PAC should not discuss the status since it is a private discussion.

Julie Hanson – Who does the negotiations?

Staff commented that the negotiations will be done by staff members with direction from the NFA ad-hoc subcommittee. PAC will have two representatives from their Board in the negotiations.

Ray Schneider – Once negotiations are complete, is there any opportunity for residents to comment or provide input?

Staff will accept all public comment received by September 15. Based on those comments staff will prepare recommendations for NFA consideration and the public will be able to comment on the staff recommendations prior to Board approval. The 1/18 meeting is for public input prior to the Board taking final action.

Jim Hirais -- He suggests that the NFA direct PAC do the same for public input on the PAC side of the negotiation process.

Julie Hanson – She did not understand the Delegation Agreement. Staff will send her the Board packet.

Joseph De Avila - Had questions about the 10/1 negotiation process with PAC. Does it need to be PAC members? When is the last time to comment?

Staff Member Nebb responded that it is up to the PAC who represents them. It is not for the NFA to choose PAC reps. 9/15 is the deadline to submit comments for NFA consideration. The public has input by 9/15. On 9/20, at the meeting, the NFA can hear the comments and comment more at the meeting.

Ray Schneider – For the 1/18 meeting, will the board packet be available a week in advance? Yes.

Miriam Spross -- Thank you. The park has benefited from the City participation.

E. BOARD/STAFF COMMENTS

E-1: Confirm next meeting date: September 20, 2010 at 9 a.m.

ADJOURN 7:37 p.m.