



## ACTION MINUTES

# APA California Board Meeting Pasadena Convention Center

**October 22, 2016**

### ATTENDEES:

#### EXECUTIVE BOARD

President  
VP, Professional Development  
VP, Administration  
VP, Conferences  
VP, Membership & Marketing  
VP, Public Information  
President Elect  
Commission and Board Representative  
Student Representative  
California Planning Foundation

Hing Wong, AICP  
Terry Blount, AICP  
Kristen Asp, AICP  
Betsy McCullough, AICP  
Greg Konar, AICP  
Marc Yeber, ASLA  
Pete Parkinson, AICP  
Scott Lefaver, AICP  
Eric Tucker  
Juan Borrelli, AICP

#### SECTION DIRECTORS

Central  
Central Coast  
Inland Empire  
Inland Empire SD Elect  
Los Angeles  
Northern  
Northern SD Elect  
Orange  
Sacramento Valley  
San Diego

Ben Kimball  
Chris Williamson, AICP  
Chris Gray, AICP  
John Hildebrand  
Ashley Atkinson, AICP  
Andrea Ouse, AICP  
Shannon Grewal, AICP  
Amy Stonich, AICP  
Tracy Ferguson, AICP  
Gary Halbert, AICP

#### APPOINTED MEMBERS AND GUESTS

California Roundtable President  
Planners Emeritus Network  
University Liaison – Southern  
University Liaison – Northern  
Historian – Northern  
Historian – Southern  
Membership Inclusion – Northern  
Membership Inclusion – Southern  
Incoming Student Representative

Woodie Tescher  
Stan Hoffman, FAICP  
Nick Chen, AICP  
Julia Lave Johnston  
Larry Mintier, FAICP  
Steve Preston, FAICP  
Miroo Desai, AICP  
Anna Vidal  
Daisy Villafuerte

#### NATIONAL MEMBERS

APA Director, Region VI  
AICP, Region VI  
AICP President

Kurt Christiansen, FAICP  
Marissa Aho, AICP  
Val Hubbard, FAICP

Student Representative, Region VI

Lance MacNiven

**STAFF**

Stefan/George – Executive Director/Lobbyist  
Stefan/George – Executive Assistant/Lobbyist  
ATEGO Resources – Association, Conference  
and Accounting Services

Sande George  
Lauren De Valencia  
Francine Farrell

## ACTION ITEMS FROM BOARD MEETING

### I. CALL TO ORDER

President Hing Wong called the meeting to order on Saturday, October 22, 2016 at 9 am.

### II. APPROVAL OF CONSENT ITEMS

Approval of the Consent Items: The Board moved, seconded and passed to approve the Consent Items. *Unanimous vote.*

### III. ACTION ITEMS

Student Representative Appointment: Hing Wong asked the Board to approve the recommendation for the new Student Board Representative, Daisy Villafuerte.

The Board moved, seconded and passed to approve the appointment of the new Student Representative, Daisy Villafuerte. *Unanimous vote.*

Bylaws: The Bylaws Committee worked over the past few months to develop amendments to the Chapter Bylaws. The amendments have several goals: 1) revise outdated provisions (e.g., elections provisions revised to reflect consolidation with APA's annual elections); 2) clarify various provisions (e.g., composition of the Chapter Board of Directors); and 3) streamline and reorganize the Bylaws for ease of use.

The draft amended Bylaws have a significantly different “look”, including a new cover designed by Dorina Blythe. The document now uses a consistent format that will be easier to update in the future, including an automated Table of Contents. Several of the articles have been consolidated and reorganized, as described below.

Although there are many changes to the Bylaws, the overall substance and intent remains consistent with the current adopted Bylaws. The following are the significant changes:

1. The composition of the Board of Directors has been updated to reflect current practice. For some time, the Chapter website has shown various Chapter Advisors, the Roundtable president and the Region VI APA representatives as non-voting members of the Board, but this was not reflected in the Bylaws. See Article 4 and Appendix A. Neither the Board's

voting membership, nor the makeup of the Executive Committee has changed.

2. Article 2 is now called "Purpose and Affiliated Entities". It now includes a section on the Roundtable, the section on Scholarship Fund is deleted and scholarships are addressed in the CPF paragraph.
3. Articles 4, 5 and 6 have been reorganized to address Board composition in Article 4, duties of directors and advisors in Article 5, and Chapter staff in Article 6.
4. The duties of the Executive Board have been clarified to allow actions related to "the administration, preparation, initiation, review and operating functions of the Board, and routine Chapter and conference matters that require action prior to the next scheduled full Board meeting," rather than only acting on items needing "immediate action." (Section 4.6).
5. The Technology Director and the Membership Inclusion Director have been renamed as "Coordinators."
6. The duties of the Executive Director (Section 6.1) have been revised in consultation with Sande George to reflect the fact that other staff/contractors now handle many of these duties, with oversight from the Executive Director.
7. There is a new, separate section (Section 6.2) on other Chapter staff.
8. The article on elections (Article 7) has been substantially rewritten to remove many details and reflect the Chapter's coordination with APA's annual election/voting process. The intent is to set forth the basic principles in the bylaws and leave the details to the Chapter's Elections Policy & Procedure, which is very detailed.
9. The section pertaining to the annual meeting of the Chapter (Section 8.1) has been clarified to designate the first plenary session at the conference as the annual meeting.
10. Section 8.6 has been added to specify that Robert's Rules of Order are used at meetings.
11. The three articles pertaining to Sections have been condensed into a single article (Article 11) and much of the detail has been deleted. This article now contains the basic requirements and responsibilities of the Sections, but leaves more of the "how" up to the Sections themselves. Ben Kimball facilitated review of this revised Article with the other Section Directors and they have endorsed the revised Article.
12. Section 12.2 has been revised to allow the Chapter Board to initiate the process of forming a new Section. Previously this was only possible via petition from the membership. The petition process has been retained and the approval process for creating a new Section remains the same, regardless of how the process is initiated.

13. Article 13, pertaining to Bylaws amendments, has been revised to differentiate between “major” Bylaws amendments, which must be posted online prior to Board vote and must be approved by  $\frac{3}{4}$  of the Board, and “minor” amendments that can be approved by majority vote of the Board at a meeting or via email.
14. At Sande George’s recommendation, articles pertaining to conflict of interest and dissolution of the Chapter have been added. (Articles 15-16).

The Committee recommended that the Board review the draft amended Bylaws and authorize posting a summary on the website for the full APA California membership to view. Final adoption of the Bylaws will occur at the January 2017 Board Meeting.

**VOTE:** The Board moved, seconded and passed to approve the posting of the draft amended Bylaws summary on the APA California website for the full membership to view. *Unanimous vote.*

**2017 Budget and Financial Policy for Funding Chapter Reserve Account and Conference Profits:** Kristen Asp presented the 2017 budget to the Board for approval. She noted that there have been some minor reductions in various line items for both appointed members and voting members as well as other reductions to ensure the Board starts 2017 with a balanced budget. Several of the appointed members made a request that the reduction in their budgets be reconsidered. Kristin explained that the Board will be reviewing the final 2016 budget and final subvention from National, the final conference profits, and any requested changes to the 2017 budget at the January board meeting. That review will also include how the third new conference account will be funded to reach \$32,000 by 2018.

The Board agreed with this approach. The four budget changes to be reviewed at the January Board meeting, with the understanding that revenues or expenditures in other line items will be amended in the final 2017 budget to ensure the budget remains balanced, are:

- Increase PEN line item from \$150 to \$250 to pay for their awards (LI 906).
- Increase awards budget from \$7300 to \$8800 to account for awards video costs previously paid out of alternative sources no longer available (+ \$1500) (LI 601).
- Increase Historian budget from \$250 to \$750 (LI 900). (The Historian request may also include an amount to start digitizing the archives, and some ongoing increase for the archives.)
- \$15,000 transfer from reserves or other funds to fund the 2018 conference account (2016 and 2017 accounts both have \$32,000 in it; 2018 has \$2000 plus \$15,000 approved by the board in 2016, so another \$15,000 needs to be added to the account by January 2018 to fully fund that account at \$32,000) (Transfer between accounts on Balance Sheet).

**VOTE:** The Board moved, seconded and passed to approve the 2017 draft balanced budget with the agreement to review the budget and any suggested

changes at the January board meeting, taking into account the actual status of the final 2016 P&L and revising revenues and expenditures up or down to maintain a balanced 2017 budget if changes are made. *Unanimous vote.*

**New Conference Profit Allocation to Fund Reserves:** Kristen also discussed additional changes proposed to the Financial Policies. As the Board continues to monitor the Association’s financial situation regularly, and in particular to address the needs of the Chapter’s reserves, Kristen said the Board needs to develop a long-term policy for funding reserves as it relates to annual conference profits.

When conference profits exceed an established threshold, it is proposed to distribute those “excess” profits between the Chapter and the Host Section. This helps the Chapter build reserves back to meet the policy of having operating expenses for the Chapter for one year and continues to reward the Host Section for a financially successful conference. It was suggested this be an eight-year cycle, starting in 2016, so it would apply to a conference in every section and be revisited/revised appropriately after one complete cycle.

Applying this policy to “excess” profits does not alter the existing distribution of the first \$120,000 of profit between the Chapter, Host and Sections. See Table below:

<b>Recipient</b>	<b>Percentage</b>	<b>\$120,000</b>
APA CALIFORNIA	40%	\$48,000
HOST SECTION	40%	\$48,000
ALL OTHER SECTIONS	20%	\$24,000
TOTAL	100%	\$120,000

The following language was proposed for revisions to the Chapter’s Financial Policies:

If the conference profit exceeds \$120,000, the amount above that target shall be distributed equally between the Chapter and the Host Section. This policy will be reviewed after the conference has cycled once through all eight Sections.

The Board shall consider whether the Chapter’s share of any conference profits over \$120,000 should be deposited into Reserves or the chapter checking account.

The Table below highlights examples of the distributed “excess” profits

<b>Recipient</b>	<b>Percentage</b>	<b>\$130,000</b>	<b>\$150,000</b>	<b>\$170,000</b>
APA CALIFORNIA	50%	\$5,000	\$15,000	\$25,000
HOST SECTION	50%	\$5,000	\$15,000	\$25,000
ALL OTHER SECTIONS	0%	\$0	\$0	\$0

TOTAL	100%	\$10,000	\$30,000	\$50,000
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**VOTE:** The Board moved, seconded and passed to approve the new conference allocation policy. *Unanimous vote.*

**2017 Housing Legislation:** This January, the Board approved APA California sponsoring legislation that would mandate an attached housing development to be a permitted “use by right”. Unfortunately, the legislation didn’t go forward due to a separate and more broad proposal put forward by the Governor. Given that neither proposal went forward this year and yet California is still grappling with an affordable housing crisis, APA California would like to continue its efforts to work on the issue in 2017. Currently, there are at least four different groups trying to develop a feasible and productive housing package. All four working groups are targeting new incentives and processes that will successfully increase housing production and encourage more affordable and workforce housing. Sande George asked the Board for approval for John Terrell to appoint a housing task force that would develop a white paper to feed into these efforts listing specific strategies that planners believe will encourage production of housing in this state, including new funding for planning.

**VOTE:** The Board moved, seconded and passed to approve the housing legislation task force to make recommendations for potential housing legislation in 2017. *Unanimous vote.*

**Conference Handbook Revisions:** The Conference Requirements Handbook is a living document intended to assist each Conference Host Committee (CHC) as it becomes familiar with its responsibilities and to provide a reference as the CHC proceeds through its work. Thus it must be updated to reflect the most current Board Financial Policies and operating procedures. Major revisions to the Handbook must be approved by the voting Chapter Board. Betsy McCullough reviewed the major revisions proposed for adoption (minor revisions are found throughout the Handbook in strikeout format and were also presented for Board approval):

Handbook Section	Revision
I.D	Added advisories for key subcommittees to become aware of as they begin their work
III	Added new introduction to advise that financial statements in the Handbook are based in adopted APA California Financial Policies and that the Financial Policies document are where changes to the policies are made and are then reflected in the Handbook
III.E	Revised discussion of Conference Bank Accounts and Budget Advances to future

	conferences based on need for three accounts and 'seed money' in each of them
III.F	Added detail to the process and order of steps to be followed by the Sponsorship Subcommittee and Chapter Contractors when securing sponsors
III.I	Updated conference profit goal level to \$120,000
III.K	<p>Discussions in 2015 led to offering complimentary registration to CHC subcommittee chairs. This approach was not supported by the CHC in 2016. Therefore a new sustainable and consistent policy that provides a significantly reduced registration rate for subcommittee chairs has been developed: the rate is described as being enough to cover basic food costs for the individual.</p> <p>Discussion in 2015 led to a policy for elected Chapter Board officers to have their registrations covered by the Chapter if certain financial conditions exist in the Chapter budget. In order to create a consistent policy, the same approach to a greatly discounted rate for elected Chapter officers now replaces the prior policy.</p> <p>Clarified current Chapter policy regarding Voting Board Members hotel room coverage</p>
V.C	Updated matrix of mandatory regular sessions
V.E	Added discussion about Pre-Conference Sessions cost and attendance with recommendation to find ways to enhance attendance and hold down costs
X	Changed format of the Standing Conference Committee into an On-Call Chapter Conference Committee and set criteria for circumstances it would be called to order
Throughout	Minor wording to clarify intent and explain existing statements
Conference Roadmap	Added detail to roadmap tasks and actions; fine-tune the timing of some items, e.g., moved some items earlier in the timeline based on recent experience
Appendices	Updated content of sample forms and templates

**VOTE:** The Board moved, seconded and passed to approve all revisions, as listed above, to the Conference Handbook. *Unanimous vote.*

**Annual Report ACTION:** Items to be included in the Annual Report are due to Kristen Asp by December 9<sup>th</sup> – there are guidelines posted online. The 2015 Annual Report was 7 months late and was not able to be printed so it's important that material is submitted on time this year.

Marc Yeber suggested that the Annual Report be produced every other year as a way to help get content in on time. This suggestion and other ways to produce the Annual Report will be discussed at the January 2017 Board Meeting/Retreat.

**Historian Updates:** Both Steve Preston and Larry Mintier requested the Board's approval of the following action items:

1. Authorize the Chapter Historians to prepare a nomination for Margarita McCoy, FAICP as a Planning Pioneer.
2. Authorize the Historians to investigate a relationship with the California Planning Foundation (CPF) to help collect funds and provide tax letters for donations to the APACA Archives, the form of which would be subject to approval by CPF and APA California at their respective board meetings.
3. Begin active planning on a program to match donations made to the archives through some form of contribution by the Chapter.
4. Restore the budget line item for the Historian program to its previous level of \$750 per year. *This request will be considered at the January Board Meeting.*
5. Authorize Historians, working with PEN, to begin planning for 70<sup>th</sup> anniversary of California Chapter in 2018, and present any recommendations at the next meeting.

Details of these requests are below:

**Planning and Landmark Award:** With relatively few nominations being made – no suitable nominations have been made the past two years – and yet a wide number of potential landmarks and pioneers are available that have not been submitted.

Following several discussions between the Historians and the members of the juries for the past two cycles, the Historians are returning to the historical process of both seeking outside nominations AND developing a list of potential nominations, asking the Board to regularly authorize the preparation of certain nominations.

The Historians are proposing that the Board authorize them to prepare a nomination for submittal in the next cycle on behalf of Margarita McCoy, FAICP, one of the female pioneers of the profession: the first female to achieve full professor status in any urban and regional planning program in the U. S.; and the



first to chair an urban and regional planning program anywhere in the country. ACSP has named an award in her honor, and because of her pioneering role in advancing women in the profession, her family has created an endowed scholarship program for female planning students at Cal Poly, Pomona, where she served as faculty and department chair over a 20-year tenure.

**Archives Fundraising:** This year the Historians implemented initiatives approved by the Board in their report last year. These included allowing registrants for the Chapter conference to make a modest donation (\$5, \$10, \$20 or \$40) as part of their conference registration. As of October 1, 21 registrants had made donations totaling \$355.

The Historians consider this a solid start, but note that the absence of means to easily advertise and explain the charge means that they may not have been able to capture as many potential donors as they would like. Early registrants were more likely to pay than later registrants. Some registrants may be uncomfortable having their organizations pay for a voluntary contribution. And, with no clear indication of whether the donation was tax deductible, some people may have chosen not to participate.

The Historians believe there would be merit in establishing a fund with CPF for the archives that would allow them to more directly solicit donor dollars and provide a tax letter to donors for that purpose. The Historians have not reached out to CPF yet, but if the Board is comfortable with them investigating the matter further, they would like to do that.

The Historians do believe that they will not be able to generate the level of support that is needed for the archives without a commitment from the Chapter to establish a match program, so that donors may be assured that the organization is committed to getting the collection properly processed and accessible to users at a level that is not possible with current funding. The volume of materials being offered is far outstripping the level of support the Chapter is providing.

**2018: Chapter Anniversary.** The year 2018 will mark the 70<sup>th</sup> anniversary of California Chapter's creation. The Chapter's 60<sup>th</sup> anniversary, celebrated in 2008, featured a gala luncheon at the conference, an audio/video presentation on the Chapter's history, and the release of a commemorative booklet. These were produced in a very short time and without adequate time to properly research and prepare, and so the Historians recommended that the Chapter start planning early. If the Board concurs, they would bring recommendations forth at an upcoming meeting.

**VOTE:** The Board moved, seconded and passed to approve items 1,2,3 and 5 as noted above. Item number 4 regarding the Historian budget will be discussed in January at the Board Meeting. *Unanimous vote.*

**January Board Meeting and Retreat REMINDER:**

The 2017 Board Meeting and Retreat will be held on January 27<sup>th</sup> and 28<sup>th</sup> in Sonoma, California. A detailed email has been sent out to the Voting Board.

**IV. ADJOURNMENT**

The Board Meeting was adjourned at 3:00 pm.