



Director Ward One
Harold Kelly

Director Ward Two
Tony Norris

Director Ward Three
Guy Kay

Director Ward Four
David Finigan

Director Ward Five
Myrna Abramowicz

MINUTES

NAPA COUNTY REGIONAL PARK AND OPEN SPACE DISTRICT BOARD OF DIRECTORS MINUTES FROM JANUARY 8, 2007 MEETING

1. CALL TO ORDER BY JOHN WOODBURY AT 2:00 P.M.
2. NOMINATION AND ELECTION OF BOARD PRESIDENT AND BOARD VICE PRESIDENT

Director Abramowicz made a motion to nominate Director Kay for President. This motion was seconded by Director Norris. Director Kelly made a motion to nominate Director Norris and seconded by Director Kay. A roll call vote was called for Director Kay for President.

<u>HK</u>	<u>TN</u>	<u>GK</u>	<u>DF</u>	<u>MA</u>
N	A	A	A	A

Director Kelly changed his vote to an Aye making the vote unanimous and electing Director Kay as President.

<u>HK</u>	<u>TN</u>	<u>GK</u>	<u>DF</u>	<u>MA</u>
A	A	A	A	A

Nominations were opened for Vice-President. President Kay motioned to nominate Director Kelly as Vice President. This motion was seconded by Director Abramowicz. There were no other nominations. A vote was called unanimously electing Director Kelly as Vice President.

<u>GK</u>	<u>MA</u>	<u>5</u>	<u>0</u>	<u>0</u>	<u>0</u>
Motion	Second	Ayes	Noes	Excused	Abstained

3. PUBLIC COMMENT
Bernhard Krevet led the audience in an applause celebrating the first meeting of the District.

KEY

A-AYE N-NOE X-EXCUSED AB-ABSTAINED
GK=GUY KAY HK=HAROLD KELLY TN=TONY NORRIS
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4. SET MATTERS

A. 3:30p.m

Hillary Gitelman, Planning Director, gave a brief presentation on the status of the Napa County General Plan. A draft is planned to be ready for review February 2007. Ms. Gitelman opened up the presentation to discussion, questions and answers.

5. ADMINISTRATIVE ITEMS

A. Term of office determined by a Hat draw by each Director. At the initial formation of the District, all of the elected Directors serve for a two-year term. This draw is to determine the terms of office for the Directors voted in at the November 2008 election. Wards one, three and five will have two-year terms and Ward two and four will have four-year terms. Thereafter, all Wards will elect Directors to four-year terms.

B. John Woodbury led the discussion of the draft Bylaws. The discussion was opened to questions and answers. Director Finigan motioned to adopt the Bylaws with a second by Director Norris. The Bylaws were adopted by a unanimous vote.

HK	TN	GK	DF	MA
A	A	A	A	A

C. A presentation was made by General Manager John Woodbury and Counsel Chris Apallas explaining the basics of the Ralph M. Brown Act. After the presentation the meeting was opened up to questions and answers.

D. Discussion led by John Woodbury began regarding the requirements of Conflict of Interest Statement filing upon entering, leaving and annual filing. Additionally an Ethics Training Certificate is required for all officers every two years. Training is available online. As a future item the Board will need to adopt a Code of Ethics.

E. Discussion began regarding a draft agreement with the County granting funds from the County of Napa to the District and a draft agreement regarding the services which the District will contract to receive from the County of Napa. John Woodbury stated he will bring the agreement for possible adoption at the February meeting.

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- F. Discussion and appointment of district Officer, including General Manager, Controller, Treasurer and Secretary. John Tuteur, Assessor-Recorder-County Clerk, announced he will have the bill for the elections available in February. A motion was made by Vice President Kelly to adopt officers as stated in staff memo. This motion was seconded by Director Norris and passed with a unanimous vote.

<u>HK</u>	<u>TN</u>	<u>GK</u>	<u>DF</u>	<u>MA</u>
A	A	A	A	A

The following officers were adopted as follows:

General Manager	John Woodbury, Principal Planner
Controller	Pam Kindig, Auditor Controller
Treasurer	Marcia Hull, Treasurer/Tax Collector
Secretary	Gladys Coil, Staff Services Analyst II
Counsel	Chris Apallas, Attorney I

- G. Discussion and possible action on adoption of a District Seal and District Logo. The Board discussed this action and determined they would like to discuss this matter in the future with possible action of appointing an Ad Hoc committee to undertake this task.
- H. Discussion and possible adoption of Local Procedures for Implementing the California Environmental Quality Act was led by John Woodbury. Discussion with several suggested changes/additions ensued. Director Norris motioned that these suggestions be included in the draft. This motion was seconded by Vice President Kelly and passed unanimously.

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A	A	A	A	A

- I. Advisory, outreach and partnership strategies were discussed led by John Woodbury. The Board agreed to bring a list of organizations to prioritize to the next meeting. Mathew Plate addressed the Board with a message from the American Canyon City Council expressing their interest and support for the District Board. Tricia Westbrook, representing Napa Landmarks, offered congratulations and an offer to assist the Board where needed. Vice President Kelly said he would like to discuss creation of a 501 C3 when appropriate in the future. Director Abramowicz expressed a desire to work through non-profits.

**FIVE MINUTE BREAK CALLED BY VICE-PRESIDENT KELLY
MEETING WILL RESUME WITH THE 3:30P.M. SET MATTER**

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6. ANNOUNCEMENTS BY BOARD AND STAFF

None

7. AGENDA PLANNING

Board summarized the discussions of today’s meeting to agendize for future discussion. Director Finigan announced he would like to be excused from the March 12, 2007 meeting. Director Abramowicz inquired as to whether a directory is available of county government staff and departments and a map of protected spaces defined by ownership. Vice President Kelly stated he would like to hear from the previous Napa County Park and Open Space Advisory Committee. After discussion, President Kay called a special meeting for January 25, 2007 at 2 p.m. at this same location to include a presentation by Napa County Parks and Open Space Advisory Committee and discussion of Ad Hoc committees.

8. ADJOURNMENT

Meeting adjourned with a motion by Director Norris, seconded by Director Abramowicz and unanimously approved at 4:12 p.m. to adjourn to a Special Meeting January 25, 2007 at 2:00 p.m. at 1195 Third Street, Third floor in Napa, CA

<u>HK</u>	<u>TN</u>	<u>GK</u>	<u>DF</u>	<u>MA</u>
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