

# SUMMARY MINUTES

ABAG Executive Board Meeting No. 424  
Thursday, April 20, 2017  
Bay Area Metro Center  
375 Beale Street, Board Room  
San Francisco, California

## 1. CALL TO ORDER AND PLEDGE OF ALLEGIANCE

ABAG President Julie Pierce, Councilmember, City of Clayton, called the meeting of the Executive Board of the Association of Bay Area Governments to order at about 7:05 p.m.

A quorum of the ABAG Executive Board was present at about 7:05 p.m.

### Representatives and Alternates Present

Laurel Arvanitidis, OEWD Industry Programs  
Mayor Len Augustine  
Mayor Mary-Lynne Bernald  
Councilmember Annie Campbell Washington  
Supervisor Dave Canepa  
Supervisor Cindy Chavez  
Councilmember Lan Diep  
Councilmember Pat Eklund  
Dir Nicole Elliott, Leg and Gov Affairs  
Mayor Leon Garcia  
Mayor Liz Gibbons  
Councilmember Lynette Gibson McElhaney  
Councilmember Abel Guillen  
Mayor Pradeep Gupta  
Supervisor Scott Haggerty  
Mayor Barbara Halliday  
Supervisor Erin Hannigan  
Vice Mayor Dave Hudson  
Councilmember Sergio Jimenez  
Mayor Jake Mackenzie  
Supervisor Karen Mitchoff  
Councilmember Raul Peralez  
Councilmember Julie Pierce  
Supervisor David Rabbitt  
Dir John Rahaim, Planning  
Supervisor Belia Ramos  
Councilmember Carlos Romero  
Mayor Trish Spencer  
Supervisor Norman Yee

### Jurisdiction

City of San Francisco  
City of Vacaville  
City of Saratoga  
City of Oakland  
County of San Mateo  
County of Santa Clara  
City of San Jose  
City of Novato  
City of San Francisco  
City of American Canyon  
City of Campbell  
City of Oakland  
City of Oakland  
City of South San Francisco  
County of Alameda  
City of Hayward  
County of Solano  
City of San Ramon  
City of San Jose  
City of Rohnert Park  
County of Contra Costa  
City of San Jose  
City of Clayton  
County of Sonoma  
City of San Francisco  
County of Napa  
City of East Palo Alto  
City of Alameda  
County of San Francisco

### Representatives Absent

Supervisor Candace Andersen  
Supervisor David Cortese  
Director William Kissinger \*

### Jurisdiction

County of Contra Costa  
County of Santa Clara  
RWQCB

Supervisor Nathan Miley  
Supervisor Dave Pine  
Supervisor Dennis Rodoni

County of Alameda  
County of San Mateo  
County of Marin

[ \* Non-voting Advisory Member]

**2. PUBLIC COMMENT**

There were no public comments.

**3. ANNOUNCEMENTS**

There were no announcements.

**4. PRESIDENT'S REPORT**

President Pierce reported that the ABAG General Assembly special meeting will be on June 5, 2017.

**5. ACTING EXECUTIVE DIRECTOR'S REPORT**

There was no Acting Executive Director's report.

**6. CONSENT CALENDAR**

President Pierce recognized a motion by David Rabbitt, Supervisor, County of Sonoma, which was seconded by Karen Mitchoff, Supervisor, County of Contra Costa, to approve the Consent Calendar, including the ratification of committee appointment.

There was no discussion.

There was no public comment.

The aye votes were: Arvanitidis, Augustine, Canepa, Chavez, Diep, Eklund, Elliott, Garcia, Gibbons, Guillen, Gupta, Haggerty, Halliday, Hannigan, Hudson, Jimenez, Mackenzie, Mitchoff, Peralez, Pierce, Rabbitt, Rahaim, Ramos, Romero, Spencer, Yee (26).

The nay votes were: None.

Abstentions were: None.

Absent were: Andersen, Campbell Washington, Cortese, Gibson McElhaney, Miley, Pine, Rodoni, Scharff (8).

The motion passed unanimously.

**A. Approval of Executive Board Summary Minutes of Meeting No. 423 held on March 16, 2017**

The ABAG Executive Board approved its Summary Minutes of the meeting on March 16, 2017.

**B. Approval of Transmission of Federal Grant Applications to State Clearinghouse**

With Executive Board consent, ABAG will transmit the attached list of federal grant applications to the State Clearinghouse. These applications were circulated in ABAG's Intergovernmental Review Newsletter since the last Executive Board meeting.

**C. Ratification of Committee Appointment**

The Executive Board ratified the following committee appointment:

Regional Planning Committee

Scott Sedgley, Councilmember, City of Napa

**D. Requesting Revision to Executive Board Resolution No. 17-16 Authorizing Real Estate Exchange to Meet Bank Requirements**

The Executive Board approved the revision to Executive Board Resolution No. 17-16.

**7. ABAG LEGISLATION AND GOVERNMENTAL ORGANIZATION COMMITTEE REPORT**

Committee Chair Scott Haggerty, Supervisor, County of Alameda, reported on Committee activities, including the following: approval of summary minutes of meeting on March 16, 2017; report on legislation, including AB 890 (Medina), local land use initiatives: environmental review—oppose; and AB 358 (Grayson), regional economic development areas—request meeting with legislative staff; report on legislative workshop and reception on March 22, 2017.

President Pierce recognized a motion by Haggerty, which was seconded by Dave Hudson, Vice Mayor, City of San Ramon, to approve the committee report.

There was no discussion.

There was no public comment.

The aye votes were: Arvanitidis, Augustine, Canepa, Chavez, Diep, Eklund, Elliott, Garcia, Gibbons, Guillen, Gupta, Haggerty, Halliday, Hannigan, Hudson, Jimenez, Mackenzie, Mitchoff, Peralez, Pierce, Rabbitt, Rahaim, Ramos, Romero, Spencer, Yee (26).

The nay votes were: None.

Abstentions were: None.

Absent were: Andersen, Campbell Washington, Cortese, Gibson McElhaney, Miley, Pine, Rodoni, Scharff (8).

The motion passed unanimously.

**8. ABAG FINANCE AND PERSONNEL COMMITTEE REPORT**

**A. Report on Proposed Budget and Work Plan for Fiscal Year 2017-2018, including Membership Dues**

Committee Chair Karen Mitchoff, Supervisor, County of Contra Costa, reported on Committee activities, including the following: approval of summary minutes of meeting on March 16, 2017; report on contracts between \$20,000 and \$50,000, with request for staff to provide additional contract information going forward; update on proposal to create a new conduit financing joint powers authority; and report on proposed budget and work program for fiscal year 2017-2018, including membership dues, which must be forwarded from the Executive Board 45 days in advance of the meeting of the General Assembly.

President Pierce recognized a motion by Mitchoff, which was seconded by David Rabbitt, Supervisor, County of Sonoma, to approve the committee report.

There was no members discussion.

There was no public comment.

The aye votes were: Arvanitidis, Augustine, Canepa, Chavez, Diep, Eklund, Elliott, Garcia, Gibbons, Guillen, Gupta, Haggerty, Halliday, Hannigan, Hudson, Jimenez, Mackenzie, Mitchoff, Peralez, Pierce, Rabbitt, Rahaim, Ramos, Romero, Spencer, Yee (26).

The nay votes were: None.

Abstentions were: None.

Absent were: Andersen, Campbell Washington, Cortese, Gibson McElhaney, Miley, Pine, Rodoni, Scharff (8).

The motion passed unanimously.

Brad Paul, Acting Executive Director, reported on the program descriptions in the proposed Budget and Work Plan for Fiscal Year 2017-2018, including a Draft Integrated Regional Planning Program and Draft Communications and Member Services work plans.

Courtney Ruby, Finance and Administrative Services Director, reported on highlights of the budget in the proposed Budget and Work Plan for Fiscal Year 2017-2018, including operating budget, overhead blended rate, federal and state and other revenues, proposed revenues and expenses by program, proposed membership dues.

Members discussed consultant services expenses; Plan Bay Area, including public workshops and open houses and collaboration; local government housing development and preservation; overhead expenses and blended rate; efficiencies and savings from consolidation; regional housing trust fund and middle income housing; explanations regarding increases and reductions from fiscal year 2016-17 and fiscal year 2017-18; postponing General Assembly to allow review of Budget and Work Program; support for committees and staff; assets and liabilities; regional land use planning and cities and counties; affordable housing and homelessness; CalPERS payments; recommending approval by the General Assembly; financial balance sheet review.

President Pierce recognized a motion by Rabbitt, which was seconded by Haggerty, to forward the proposed amended Budget and Work Program for Fiscal Year 2017-2018, including membership dues, for approval by the General Assembly. The amendment reflects an approximately \$33.5 million reduction in revenue and corresponding expenses related to the San Francisco Estuary Partnership due to misclassification of multi-year grants being fully attributed to Fiscal Year 2017-2018, and subject to minor clerical adjustments by staff to the 2017-2018 budget but not to the 2017-2018 membership dues.

Members discussed Regional Planning Committee discussions regarding affordable housing; Executive Board budget deliberations; League of Women Voters comments regarding budget; incorporating comments received during the period prior to the General Assembly; late receipt of the proposed Budget and Work Program; distributing Financial Statement Audit and current Financial Statements to members; delaying action on the proposed Budget and Work Program, postponing the General Assembly, and missing the beginning of the Fiscal Year.

Kenneth Moy, Legal Counsel, commented that the Executive Board may forward the proposed Budget and Work Program to the General Assembly noting the lateness of the presentation of the budget document and presenting it in compliance with the Bylaws to the General Assembly without recommendation. The Executive Board will meet in May at which time staff may respond to concerns raised and may consider a subsequent resolution

indicating its support or non-support of the document as submitted or its recommended amendments.

Members discussed amendments to the budget document made at the General Assembly; impact of not approving the budget document; making recommendations for changes to the budget document to the General Assembly; forwarding the budget document to cities and counties for review and comment.

Rabbitt modified the motion to incorporate the suggestions by Moy which was accepted by Haggerty.

Members discussed impact on employees without an adopted budget; continuing budget deliberations at the May meeting; forwarding without recommendation the budget document to the General Assembly for consideration.

President Pierce recognized a substitute motion by Lynnette Gibson McElhany, Councilmember, City of Oakland, which was seconded by Pat Eklund, Councilmember, City of Novato, to forward to the General Assembly the draft amended Proposed Budget and Work Program for Fiscal Year 2017-2018, including membership dues, without recommendation, noting that the budget document was received by the Executive Board on the day of the vote in compliance with the Bylaws.

The following individual gave public comment: Ken Bukowski.

President Pierce called for a roll call vote on the substitute motion.

The aye votes were: Augustine, Eklund, Gibbons, Gibson McElhaney, Guillen, Halliday, Peralez, Romero, Spencer, Yee (10).

The nay votes were: Arvanitidis, Campbell Washington, Canepa, Chavez, Diep, Elliot, Garcia, Gupta, Haggerty, Hannigan, Hudson, Jimenez, Mackenzie, Mitchoff, Pierce, Rabbitt, Rahaim, Ramos (18).

Abstentions were: None.

Absent were: Andersen, Cortese, Miley, Pine, Rodoni, Scharff (6).

The substitute motion failed.

President Pierce called for a roll call vote on the original motion.

The aye votes were: Arvanitidis, Campell Washington, Canepa, Chavez, Diep, Elliot, Garcia, Guillen, Gupta, Haggerty, Halliday, Hannigan, Hudson, Jimenez, Mackenzie, Mitchoff, Peralez, Pierce, Rabbitt, Rahaim, Ramos (21).

The nay votes were: Augustine, Eklund, Gibbons, Gibson McElhaney, Romero, Spencer, Yee (7).

Abstentions were: None.

Absent were: Andersen, Cortese, Miley, Pine, Rodoni, Scharff (6).

The original motion passed.

Members discussed the late delivery of the budget document.

## **9. REPORT ON ABAG/MTC OPTION 7 IMPLEMENTATION ACTION PLAN**

### **A. Report on Approval of Contract for Services and Memorandum of Understanding**

Brad Paul, Acting Executive Director, reported on the Contract for Services, including key dates and schedule, overview of final documents, contract for services, and budget and work plan. He commented on the Contract for Services and Memorandum of Understanding, letter from CalPERS, integrated organization charts, Policies on ABAG Committee Formation, Structure and Membership, letter from MTC Chair regarding proposed changes, contingencies regarding CalPERS issues on ABAG transferred employees, as described in the staff memo.

Moy clarified the meaning of “approval as to form” and contingencies regarding the CalPERS issues.

The following individuals gave public comment: Ken Bukowski; Julie Combs, Councilmember, City of Santa Rosa; Kathleen Cha, League of Women Voters of the Bay Area; Lee Huo, SEIU Local 1021, ABAG Chapter; Darcie Luce, ABAG staff; Heidi Nutters, ABAG staff; Christy Leffal, ABAG staff; James Muller, SEIU Local 1021, ABAG Chapter; Gabriel Haaland, SEIU Local 1021; Patricia Perry, ABAG retiree; Henry Gardner, retired ABAG Executive Director.

President Pierce recommended the changes by Revan Tranter and Henry Gardner.

President Pierce recognized a motion by Cindy Chavez, Supervisor, County of Santa Clara, which was seconded by Liz Gibbons, Mayor, City of Campbell, to approve the Contract for Services between ABAG and MTC as to form, contingent on the following: (1) the staff recommendation as presented [regarding the CalPERS issues and recommendations from Revan Tranter and Henry Gardner]; (2) requesting MTC to voluntarily accept SEIU Local 1021 as the bargaining unit for the purposes of collective bargaining to address the issues in the letter [from ABAG SEIU Local 1021 Members] and other issues as may arise, and to continue representing ABAG employees; and (3) including the recommended change [regarding pension and medical benefits] in the letter from Henry Gardner; and with resolutions regarding MTC voluntarily accepting SEIU Local 1021 indicated by a signed agreement between MTC and SEIU Local 1021 reviewed by President Pierce, and, regarding the other contingencies by a written agreement between the Chief Executive Officer or Chair of MTC and the Chief Executive Officer or President of ABAG.

Jake Mackenzie, Mayor, City of Rohnert Park, made a friendly amendment to include recommended changes regarding CalPERS Pension Obligation and Creation of a Successor ABAG-affiliated Conduit Financing Authority as described in the memo from himself as MTC Chair from the MTC Executive Committee. The friendly amendment was accepted by the maker of the motion and the second.

Members discussed the voluntary recognition by MTC of SEIU Local 1021 to resolve issues and represent ABAG employees; the recommendations from Revan Tranter and Henry Gardner; a contingency plan in the event that a Contract for Services is not adopted; defining Full Time Equivalents and 60 legacy employees or 57 staff positions and 3 vacancies; consolidation of ABAG employees and financial systems.

Moy presented the structure of the motion, i.e., to approve as to form the Contract for Services between ABAG and MTC as presented to the Executive Board at its April 20 meeting, and amended as follows: (a) changes in the email from Revan Tranter; (b) changes in the letter dated April 19 from Henry Gardner; (c) changes to the Contract for Services in the memo dated April 19 from Jake Mackenzie, and contingent on the following condition(s) being met: (a) ABAG and MTC senior management agreeing on contract

language that if CalPERS determines that one or more members of the consolidated staff are, for CalPERS purposes, ABAG employees, the parties will make each other whole for the financial consequences of the CalPERS determination and MTC will make each affected employee whole for the financial consequences of the CalPERS determination; (b) MTC voluntarily recognizes SEIU 1021 as the labor representative of the members of the Transitioned Employees currently represented by them and to bargain with SEIU 1021 regarding employment with MTC. This/These condition(s) will be deemed to have been met when the following occur: (a) As to the CalPERS condition, a written communication to the ABAG Executive Board and the Commission of MTC signed by the chief executive officers of ABAG and MTC stating that agreement has been reached and transmitting the agreed upon contract language; (b) As to the labor condition, a written communication to the ABAG President signed by the chief executive officer of MTC and the President of SEIU 1021 stating that the condition has been met.

Members discussed the changes regarding Contract for Services included in the attachment to the Mackenzie memo; suggested changes to the draft Contract for Services included in the memo from Marin County ABAG delegates/alternates; SEIU and Committee for Staff Representation employee concerns; selection process and committee composition of future MTC Executive Director; ABAG employee status and MTC salary and classification system; letter from League of Women Voters of the Bay Area; how an ABAG employee at a classification level and career ladder is going over to MTC at a lower classification level and career ladder; ABAG retirees' issues.

Abel Guillen, Councilmember, City of Oakland, called the question.

Moy commented that the Call the Question is a Point of Order.

Moy restated the motion.

Members commented on the intent of the Call the Question.

President Pierce called for a roll call vote on the motion.

The aye votes were: Augustine, Arvanitidis, Campbell Washington, Chavez, Diep, Elliott, Garcia, Guillen, Gupta, Haggerty, Halliday, Hannigan, Hudson, Jimenez, Mitchoff, Peralez, Pierce, Rabbitt, Rahaim, Ramos, Yee (21).

The nay votes were: Eklund, Gibbons, Gibson McElhaney, Mackenzie, Spencer, Romero (6).

Abstentions were: None.

Absent were: Andersen, Canepa, Cortese, Miley, Pine, Rodoni, Scharff (7).

Members discussed parliamentary procedures.

Members discussed the procedure following the MTC Commission's response to the Executive Board's action regarding the Contract for Services; voluntary recognition of SEIU 1021 as the labor representative of the members of the Transitioned Employees of ABAG; and resolution of vacation rollover.

Paul reported on the draft Memorandum of Understanding as amended at the joint meeting of the ABAG Administrative Committee and MTC Planning Committee, including selection of the future Executive Director, the composition of the selection committee, and Brown Act issues.

Mackenzie and President Pierce discussed the composition of the MTC Executive Director selection committee.

President Pierce recognized a motion by Chavez, which was seconded by Carlos Romero, Councilmember, City of East Palo Alto, to accept having an equal number of MTC Commissioners and ABAG Executive Board members who are also MTC Commissioners comprise the MTC Executive Director selection committee.

Moy commented on the Brown Act issues, the appointing authority of the members of the MTC Executive Director selection committee, and a 1997 Attorney General opinion for a school district that allowed the school district to appoint members of the community to the interview panel for the superintendent of the school district.

The maker of the motion modified the motion as follows: to accept having the Chair of MTC and the President of ABAG appoint equal numbers of MTC and ABAG board members, respectively, to the interview/selection committee for the successor Executive Director of MTC, and, alternatively, to accept having an equal number of MTC Commissioners and ABAG Executive Board members who are also MTC Commissioners comprise the interview/selection committee for the successor Executive Director of MTC. The modification was accepted by the second.

Members discussed the standing of the Executive Board members who are also MTC Commissioners,

The following individual gave public comment: Ken Bukowski.

Members discussed the deadline to initiate discussions on governance; the appointment of ABAG board members to the interview/selection committee for successor MTC Executive Director; future governance consideration; the ABAG *Ad Hoc* review committee; the process of seeking an Attorney General opinion; trust and confidence in colleagues; the appointment of the ABAG representative to MTC on the interview/selection committee.

President Pierce recognized a substitute motion by Mitchoff, which was seconded by Haggerty, to accept that the Chair of MTC will establish an Executive Director interview/selection committee comprised on MTC commissioners who do not serve on ABAG to interview and select a final candidate or candidates who will then be presented to an ABAG *Ad Hoc* review committee should the ABAG President decide in his or her discretion to establish one; the MTC Chair and the ABAG President, may, in their discretion, appoint themselves and the MTC Vice Chair and the ABAG Vice President, respectively, to serve on the respective interview committees and none of the four aforementioned officers shall be deemed ineligible if serving in a dual capacity for each agency; if an ABAG *Ad Hoc* review committee is appointed, its recommendation will be communicated to the MTC interview/selection committee who will then make a recommendation to the full MTC Commission for the final decision; and to request that the ABAG representative to the MTC Commission be appointed to the interview/selection committee comprised of MTC Commissioners.

Members discussed the substitute motion and ABAG Executive Board obligation to have an impact on the agency providing services under the Contract for Services.

President Pierce called for a roll call vote on the substitute motion.

The aye votes were: Arvanitidis, Campbell Washington, Elliott, Guillen, Haggerty, Hudson, Jimenez, Mackenzie, Mitchoff, Pierce, Rabbitt, Rahaim, Ramos (13).



The nay votes were: Augustine, Bernald, Chavez, Diep, Eklund, Garcia, Gibbons, Gibson McElhane, Gupta, Halliday, Hannigan, Peralez, Romero, Spencer, Yee (15).

Abstentions were: None.

Absent were: Andersen, Canepa, Cortese, Miley, Pine, Rodoni (6).

The substitute motion failed.

President Pierce called for a roll call vote on the original motion.

The aye votes were: Augustine, Arvanitidis, Bernald, Campbell Washington, Chavez, Diep, Eklund, Elliott, Garcia, Gibbons, Gibson McElhany, Guillen, Gupta, Halliday, Hannigan, Hudson, Jimenez, Mitchoff, Peralez, Pierce, Rabbitt, Ramos, Romero, Spencer, Yee (25).

The nay votes were: Haggerty, Mackenzie, Rahaim (3).

Abstentions were: None.

Absent were: Andersen, Canepa, Cortese, Miley, Pine, Rodoni (6).

The motion passed.

President Pierce recognized a motion by Eklund, which was seconded by Romero, to refer the Contract for Services and the Memorandum of Understanding to the General Assembly.

Members discussed the Executive Board's action regarding the Contract for Services and the Memorandum of Understanding; allowing the members an opportunity to vote on changes; comments from the General Assembly.

Moy commented on the Brown Act requirement to inform the public on the decisions that are before the body.

Members discussed having ABAG members opportunity to consider the Contract for Services and Memorandum of Understanding; forwarding to ABAG members the Contract for Services and Memorandum of Understanding and Budget and Work Program for comments.

The maker of the motion modified the motion to forward to ABAG members the Contract for Services and Memorandum of Understanding and Budget and Work Program for comment. The modification was accepted by the second.

With the maker of the motion and second withdrawing the motion, and, in lieu of the motion, members directed staff to forward to ABAG members the Contract for Services and Memorandum of Understanding and Budget and Work Program for information and comment.

**10. ADJOURNMENT**

President Pierce adjourned the meeting of the ABAG Executive Board at about 11:11 p.m.

The next meeting of the ABAG Executive Board will be on May 18, 2017.

Submitted:

/s/ Brad Paul, Acting Secretary-Treasurer

Date Submitted: May 10, 2017

Approved: May 18, 2017

*For information or to review audio recordings of ABAG Executive Board meetings, contact Fred Castro, Clerk of the Board, at (415) 820 7913 or FredC@abag.ca.gov.*