

**CALIFORNIA ASSOCIATION OF RECREATION AND PARK DISTRICTS
(CARPD)**

**MINUTES OF THE BOARD OF DIRECTORS
MEETING ON November 15, 2016 at 1:30pm**

A General Membership Meeting was held on November 15, 2016 in the Frontier Boardroom at the Disneyland Hotel in Anaheim, CA at 1:30pm.

MEMBERS PRESENT: Mike Limbaugh, President Elect, Hesperia
Frank Gorman, Past President, Valley-Wide
Maryalice Faltings, Secretary, Livermore Area
Al McGreehan, Chief Financial Officer, Paradise
Rick Sloan, Cordova
Gene Hostetler, Rancho Simi
Mark Johnson, Rancho Simi
Stephen Fraher, Arcade Creek
Tarry Smith, Carmichael
David Furst, Livermore Area

MEMBERS ABSENT: Joe Gibson, President, Conejo

OTHERS PRESENT: Patrick Cabulagan, Executive Director
Rick Richards, Risk Manager

1. CALL TO ORDER

The November 15, 2016 Board of Directors meeting was called to order at 1:30 p.m. by Mike Limbaugh, President Elect.

2. ATTENDANCE

Maryalice Faltings

3. AGENDA MODIFICATIONS/APPROVAL

Suggested by Al McGreehan to add Item 12C. to the agenda to discuss Executive Directors Contract.

Mark Johnson made a motion to approve the agenda with the suggested change. This motion was seconded by David Furst.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

4. PRESIDENT'S REPORT

Nothing to report.

5. BOARD OF DIRECTORS ROSTER/COMMITTEE ASSIGNMENTS

Frank Gorman was added to Nominations/ Elections Committee.

David Furst was added to Bylaws Committee.

Tarry Smith was added to Legislative Committee as Joe Gibson was removed.

Maryalice Faltings was added to CSDA Rep. Committee.

6. MINUTES

The Board of Directors reviewed the minutes of July 20, 2016. The Committee had a few grammatical changes.

Mark Johnson made a motion to approve the July 20, 2016 meeting minutes with the minor changes. This motion was seconded by David Furst.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

7. CORRESPONDENCE

Nothing to report.

8. PUBLIC COMMENTS

Nothing to report.

9. FINANCIAL REPORT

Maryalice Faltings requested a 5 year financial summary report (once a year) in order to track what we are doing financially. Al McGreehan suggested a 3 year financial summary. The Board discussed some other minor changes to the reports (title changes, line item for bank charges, etc.). Also, the Board asked staff to check the \$212.65 charge that is under Materials & Supplies in the Budget to Actuals and shows up on Bank Service Charges under Revenues and Expenses Statement.

President Elect Mike Limbaugh accepted the financial reports as presented.

10. COMMITTEE REPORTS/MEETINGS**A. Nominations Committee**

Nothing to report.

B. Finance Committee

Nothing to report.

C. Conference Committee

Santa Cruz, California was selected as the site for our Spring Conference. Executive Director Cabulagan reported that he visited the Marriott Paradox Hotel and felt that it would meet our needs for the conference. The dates of the conference are May 18th-21st.

D. Legislative

Risk Manager Richards thanked the districts (32) who provided letters in regards to AB 2444. Rick will try to stay in contact with Senator Garcia regarding AB2444. SB 977 was also discussed.

E. Awards

The Awards and scholarship application will be sent to Secretary Maryalice Faltings for approval following the meeting.

F. CAPRI

Nothing to report.

G. Legislative Outreach

Nothing to report.

11. OLD BUSINESS**A. State Budget**

Nothing to report.

B. Legislative Outreach

Nothing to report.

C. Annual Membership Dues Update

Invoices were sent in July of this year instead of June because of our 501(c)6 status. There are a number of districts that have not paid this year and they will be sent 2nd notices following the meeting.

D. CARPD 2017 Spring Conference

Looking at Mike Madrid – Grass Roots – talks about elections and how people vote. Also looking at Peter Tateishi as a possible keynote speaker. Topics for the conference include: Tree health; CALPER liability; Board of Directors session with Brent Ives; Social Media session; Liability Exposures; and Foundations.

E. CARPD Status/501(c)6

Staff provided an update on the 501(c)6 status. All the paperwork has been filed and new checking account has been created. In order to finalize the 501(c)6 status, there are a number of items that need to be completed including: 1) Articles of Incorporation need to be approved; 2) Approve and adopt the new Bylaws of CARPD and keep for our records; 3) Approve resolution appointing initial directors of CARPD and appointing officers of CARPD; 4) Approve Patrick Cabulagan as the initial agent for the service of process; 5) Approval of Conflict of Interest Policy; 6) Approval of Financial Matters; 7) Setting Principal Mailing Address; and 8) Setting the Annual Accounting Period.

The Board of Directors reviewed the items outlined. The Board of Directors had a few grammatical changes to Bylaws

Frank Gorman made a motion to approve and accept the bylaws as grammatically amended for CARPD's records. This motion was seconded by Maryalice Faltings.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

Stephen Fraher made a motion to approve the appointment of the Board of Directors of CARPD to include: Joe Gibson; Mike Limbaugh; Al McGreehan; Maryalice Faltings; Frank Gorman; David Furst; Rick Sloan; Gene Hostetler; Mark Johnson; Stephen Fraher; and Tarry Smith. This motion was seconded by Frank Gorman.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

David Furst made a motion to appoint the officers for CARPD which include: Joe Gibson, President; Mike Limbaugh, President-Elect; Maryalice Faltings, Secretary; and Al McGreehan, Chief Financial Officer. This motion was seconded by Al McGreehan.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

Al McGreehan made a motion to designate Patrick Cabulagan as the initial agent for the service of process. This motion was seconded by Mark Johnson.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

Frank Gorman made a motion to approve the Conflict of Interest Policy. This motion was seconded by Gene Hostetler.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

Stephen Fraher made a motion to approve the Chief Financial Officer and Executive Director to establish a business, checking and savings account with Wells Fargo Bank and the CARPD Board of Directors authorizes the Chief Financial Officer and Executive Director to designate Wells Fargo Bank and LAIF as depositories of CARPD funds. Also, to authorize the Chief Financial Officer and Executive Director be authorized to endorse checks, drafts or other evidences of indebtedness. All checks, drafts and other instruments obligating CARPD to pay money, including instruments payable to officers or other persons authorized to sign them shall be signed on CARPD's behalf by the Chief Financial Officer or Executive Director. This motion was seconded by Gene Hostetler.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

Mark Johnson made a motion to approve our principle office and mailing address of CARPD as 6341 Auburn Blvd, Suite A, Citrus Heights, CA 95621. The motion was seconded by David Furst.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

David Furst made a motion to approve our annual accounting period which begins July 1 and will end on June 30 of each year until changed by the Board. The motion was seconded by Maryalice Faltings.

Ayes: Frank Gorman, Rick Sloan, Maryalice Faltings, Al McGreehan, Gene Hostetler, Mark Johnson, Stephen Fraher, Mike Limbaugh, Tarry Smith and David Furst.

Noes: None.

Abstentions: None.

Per Pat the only thing remaining after the above information is authorized is the filing of the exempt status by our Accountants with the IRS. This requires a lot of the above information to be completed in order to proceed.

12. NEW BUSINESS

CSDA Special District Legislative Days is scheduled for May 16-17, 2017 which is a few days before our CARPD Conference. Rick will be talking to CSDA about the park districts being grouped together when we visit the legislators.

13. CARPD CALENDAR OF EVENTS

Nothing to Report.

14. EXECUTIVE DIRECTOR'S REPORT

Nothing to Report.

15. BUSINESS ITEMS FOR NEXT MEETING

Review and Discussion for Executive Directors Performance and Contract Conference

16. CLOSING COMMENTS

Comments about the wonderful service provided in Anaheim and how much was accomplished.

17. ADJOURNMENT

Meeting adjourned at 3:55 p.m.

NOTICES:

The next CARPD Board of Directors meeting is scheduled for January 18, 2016 at the CAPRI/CARPD office.