

Rockridge Community Planning Council

Board of Directors Meeting
MINUTES – Tuesday, April 24, 2007, 7:30 PM
Danica Truchlikova Residence
6725 Manor Crest, Oakland, California

Present: Gloria Bruce, Annette Floystrup, Danica Truchlikova, Ellen Peterson, Susan Montauk, Jeff Small, Peter St. John, Margaret Wahlberg, Ronnie Spitzer

Absent: Stephanie Upp

Guests: Jennifer Edmister (present approx. 8:45-9:15), John Gussman (present throughout meeting), Richard W. Smith (present approx 8:15-9:30)

Meeting called to order at 7:35 PM.

Item 1. Appointment of Chair Pro Tem

Annette was appointed chair pro tem, and Gloria agreed to serve as secretary until officers could be formally appointed.

Item 2. Administrative

- A) *Minutes* - Copies of the April 5, 2007 BOD minutes were distributed. Voting on approval of these minutes was tabled until the next BOD meeting, since the newly elected board members had not had an opportunity to review them.
- B) *Bylaws* - New board members were informed that they would receive their “redbooks” at an orientation session.
- C) *Discussion of adoption of roll-call rule for non-unanimous votes* - After some discussion about concerns of transparency balanced with board member privacy, consensus was reached that roll-call votes were an acceptable standard if members who abstained or had a minority opinion had the opportunity to have a short statement noted in the minutes.
 - **MOTION:** That names of board members be disclosed in a roll-call on non-unanimous votes, with those who abstain or oppose having the opportunity to make and have recorded a short statement explaining their position.
Motion: Jeff. *Second:* Danica. *All in favor.* *Motion passed.*
- D) *Request for John Gussman to review election procedures* – John will return to the board in May or June with a report on what went well and what was challenging in the April election procedures.

Item 3. Election of Officers

- A) *Treasurer position* – Susan explained the special role of the RCPC Treasurer, who functions as a liaison with the RCPC financial consultant (Sally Fitzhugh) and is also recently the business manager of the Rockridge News. Annette suggested that the election of the Treasurer be tabled until the new board members had seen the officer description in the redbook and Susan could provide more information. Appointment tabled.
- B) *Appointment of chair* – Danica nominated Ronnie Spitzer. Ellen seconded. *In favor:* Ronnie, Peter, Danica, Margaret, Annette, Susan, Jeff, Ellen. *Abstained:* Gloria. Ronnie was elected chair, effective immediately.
- C) *Election of vice chair* – Margaret nominated Annette Floystrup. Peter seconded. *In favor:* Ronnie, Peter, Danica, Margaret, Ellen, Annette, Jeff. *Abstained:* Susan, Gloria. *Statement:* Gloria stated that she had abstained from both votes due to her discomfort over Ronnie and Annette’s procedure in changing the date of the BOD meeting. Annette was elected vice chair, effective immediately.
- D) *Election of secretary* – Ronnie nominated Gloria Bruce as secretary. Danica seconded. *All in favor.* Gloria was elected secretary, effective immediately.

Item 4. Discussion of Yahoo group status, e-mail procedures, and website status

- A) Written consent forms were distributed to the board members, stating that the BOD could take action without a meeting if a majority of officers on the board consented and the proposed action were circulated in the form of a motion 24 hours before the deadline given for a response. (This is different from California corporation law, which requires that *all* board members must consent to an action taken outside of a meeting). Given that board action must sometimes be taken in a time-sensitive manner between meetings, the use of electronic voting has been a RCPC practice for several years and had to be formalized by consent of the directors.

There was a request that the 24-hour time period in the consent form be extended to 48 hours, which could be waived in the case of an urgent matter. There was also a request that the consent form include a provision for board members to be contacted by telephone or alternate means should they not acknowledge receipt of the email. John said he would redraft the forms to reflect these changes. Revised forms would be presented for signature at the next board meeting.

- B) A discussion of email etiquette was requested, and was agreed to be an important item for future board discussion.

Item 5. Press release

The board authorized Ronnie to write and issue a press release stating the results of the April elections, and to speak to the *Montclarion* about the elections.

Item 6. Rockridge News

The board discussed the suspension of the April 5 resolution to establish an editorial board for the Rockridge News, in order to allow the May issue of the news to go forward for publication.

- **MOTION:** To suspend the board resolution of April 5, 2007 establishing an editorial board to receive all letters to the editor and any articles deemed controversial, until such time as the motion can be revisited with the editor present.

Motion: Annette. *Second:* Ellen. *All in favor.* *Motion passed.*

Item 7. Land Use Committee

A) Update on Current Projects –

- a. *Kingfish (Cohousing) project* – As this project will not go before the Planning Commission until at least the end of May, discussion on this development and the letter issued by the RCPC was tabled.
- b. *Hauser/Global Video project* – This project is going before Design Review on Wednesday, April 25. The developers are asking for a major variance to use the General Plan designation in an R-40 residential zone. Main issues are the density, which exceeds that allowed by zoning; the issue of whether Temescal Creek would be daylighted or how the culvert would be handled; traffic on Clarke Street, etc.

The board agreed that Ronnie should draft talking points based on the Land Use Committee's input, FROG's letter, the 10 main issues in the CEDA staff report. The RCPC will comment on the project as a whole, but restrict specific comments to the Clarke Street façade, which falls within the RCPC boundaries (the Telegraph Avenue side does not). Ronnie was designated the RCPC spokesperson for the April 25 meeting. Peter agreed to attend the meeting and cede his minutes to her.

Item 8a. Introduction of potential board candidates

(Moved forward to accommodate guests; further discussion of Item 7 postponed)
Jennifer Edmister, former RCPC board member, was introduced to the board. She explained that she would like to continue on the board, in large part because of her role as co-chair of the Kitchen Tour, RCPC's sole major fundraiser.

Item 9c. Kitchen Tour (moved forward)

Jennifer called for volunteers to help with the preparation for and execution of the Kitchen Tour on the weekend of October 6-7. Ticket prices have gone up this year to \$30 advance/\$40 at the door. Jeff volunteered to assist with publicity.

(Return to Item 7 – Land Use)

- A) iii. *Kirk Peterson project at 5253 College Avenue* – Ronnie suggested that a facilitated meeting take place between the neighbors and the architect before the appeal hearing at the Planning Commission on May 2. The board authorized her to organize the meeting.
- B) *CalTrans 4th Bore Project* – Ronnie agreed to speak with Kent regarding the list of proposed mitigations and how those can be prioritized.

Item 9. Committees

- A) *Committee appointments and assignments* – Gloria expressed her intention to step down as Interim Land Use Chair but agreed to facilitate the Committee meeting on May 14.
- B) *Designate an ad hoc committee to look at restructuring of Land Use Committee* – Gloria, John, Ronnie, and Peter agreed to serve on an ad hoc committee to discuss the Land Use Committee’s functions. Theresa Nelson, Mary McDonald, and Hiroko Kurihara were also mentioned for consideration on the committee based on their past experience. The ad hoc committee will solicit input from former Land Use/Zoning Chairs.

Return to Item 8. Administrative

- A) *Introduction of Richard W. Smith* – Richard Smith explained his qualifications as a planning consultant for cities and counties, and his experience as an architect and planner. As a former RCPC board member, Richard expressed interest in returning to the board and in particular serving on the Land Use Committee, which he suggested should be renamed the “Design Review” committee.
- C) *Report on resignation of directors Michael McDonald (4/15/07) and Michael Taylor (4/22/07)* – With two directors having resigned and the “merchant” appointed seat vacant, there were three vacancies on the BOD to be filled by appointment.
- D) *Appointments to BOD vacancies*
 - a. Susan nominated Jennifer Edmister to fill the first vacant seat. Jeff seconded. *All in favor. Jennifer Edmister was appointed.*
 - b. Steve Meyer was suggested as a candidate for another vacant seat, based on his board service, his leadership of the Traffic, Pedestrian and Bicycle Safety (TPBS) Committee and his status as first runner-

up in the April elections. A discussion followed about protocol for appointing members to vacant seats.

- c. Annette nominated Richard W. Smith for the second vacant seat. Jeff seconded. *In favor:* Annette, Ronnie, Peter, Danica, Margaret, Ellen, Susan, Jeff. *Abstained:* Gloria. Richard W. Smith was appointed.
- d. Given the concerns of some board members over transparency and process, the board agreed to table the appointment of a third director, and to publish the vacancy in the *Rockridge News* in order to gather candidates for appointment in future meetings.

Return to Item 9. Committees

- A) *Committee appointments* - Ronnie expressed interest in becoming chair of the TPBS committee, and agreed to speak with Steve Meyer (the outgoing chair).

Annette moved to appoint Ronnie as TPBS chair. Peter seconded. *In favor:* Peter, Danica, Annette, Ronnie, Margaret, Ellen. *Abstained:* Gloria, Jeff, Susan. Ronnie was appointed chair of the Traffic, Pedestrian, and Bicycle Safety committee.

Item 10. Meetings

The next BOD meeting was set for Thursday, May 3 at 7:30 PM.

Meeting adjourned at 10:07 PM.

Respectfully submitted by Gloria Bruce, RCPC secretary.