

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

AGENDA

**TUESDAY, AUGUST 21, 2018
9:45 A.M.**

Board of Supervisors Chambers
Monterey County Government Center – Administration Building
168 West Alisal Street, Salinas

1. Call to Order and Pledge of Allegiance.
2. Roll Call.
3. Introduction of Oversight Board Members and Opening Comments from staff.
4. Election of Chair and Vice-Chair.
5. Public Comment:
Members of the public may address the Oversight Board on matters, not on the agenda, but within the jurisdiction of the Board. The Chair reserves the right to limit the speaking time of any member of the public addressing the Board to three (3) minutes.
6. Approval of Consent Calendar (Attached Supplemental Sheet.)
7. Receive a Presentation from Monterey County Deputy County Counsel providing an overview of the Ralph M. Brown Act, Board Duties and Form 700 Disclosure.
8. Consider Approval and Adoption of the 2018-19 Regular Meeting Calendar for the Consolidated Oversight Board and/or provide direction to staff on future meeting dates.

9. Board referrals to staff and/or updates from staff on Board matters.

Adjournment

Next Meeting: September 6, 2018
Board of Supervisors Chambers
9:30 a.m.

Board Members: Shawne Ellerbee; Mike LeBarre; Warren “Pete” Poitras; Garry Bousum, Benjamin Figueroa; Sally Reed

Copies of staff reports or other written documentation relating to items referenced on this agenda and/or submitted after distribution on the agenda packet are on file and available for public inspection at the County Administrative Office, Economic Development, Monterey County Government Center, 1441 Schilling Place – North, Salinas.

Meetings of the Consolidated Oversight Board are accessible to individuals with disabilities. Please contact the Monterey County Administrative Office, Economic Development, at 831-755-5381, if you need assistance or accommodations in order to participate in a public meeting or if you need the agenda and public documents modified as required by Section 202 of the Americans with Disabilities Act.

The following services are available when requests are made by 5:00 p.m. of the Friday before this noted meeting: American Sign Language interpreters during a meeting, large print agenda or minutes in alternative format. If you require the assistance of an interpreter, please contact Anita Nachor in the County Administrative Office, Economic Development, at 831-755-5381. Every effort will be made to accommodate requests for translation assistance. Requests should be made as soon as possible, and at a minimum 24 hours in advance of any meeting.

Si usted requiere la asistencia de un interprete, por favor comuniquese con las oficina de Administracion localizada en el Centro de Gobierno del Condado de Monterey, (Monterey County Government Center), 1441 Schilling Place-North, Salinas – o por telefono llamar a by Anita Nachor (831) 755-5381. La asistente hara el esfuerzo para acomodar los pedidos de asistencia de un interprete. Los pedidos se deberan hacer lo mas pronto posible, y a lo minimo 24 horas de anticipo de cualquier junta.

**SUPPLEMENTAL SHEET
CONSENT CALENDAR**

- 10.a. Consider Approval and Adoption of the Agreement for the Monterey County Counsel's Office to provide legal services for the Consolidated Oversight Board for the County of Monterey; and
- b. Authorize the Chair to execute the Agreement.

- 11.a. Consider Approval and Adoption of the Bylaws for the Consolidated Oversight Board for the County of Monterey; and
- b. Adopt a Resolution to Approve the Bylaws for the Consolidated Oversight Board for the County of Monterey.

- 12. a. Consider Approval and Adoption of the Conflict of Interest Code for the Consolidated Oversight Board for the County of Monterey; and
- b. Adopt a Resolution to Approve the Conflict of Interest Code for the Consolidated Oversight Board for the County of Monterey.

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

MEETING:	August 21, 2018	AGENDA NO.:	#4
SUBJECT:	Elect a Chair and Vice-Chair to the Consolidated Oversight Board for the County of Monterey.		
DEPARTMENT:	County Administrative Office		

RECOMMENDATION:

Elect a Chair and Vice-Chair to the Consolidated Oversight Board for the County of Monterey.

SUMMARY/DISCUSSION:

California Health and Safety Code (HSC) § 34179(a) requires the Consolidated Oversight Board (Oversight Board) elect one of its members to serve as Chair of the Oversight Board. There is no requirement to elect other officers; however, this does not preclude the Oversight Board from electing other officers, such as a Vice-Chair.

The role of the Chair is to provide leadership and is responsible for ensuring each meeting is conducted in accordance with the meeting agenda. The Vice-Chair performs the same duties as the Chair, when the Chair is absent.

HSC § 34179(c) states that the Oversight Board shall serve without compensation or reimbursement for expenses. Per HSC § 34179(d) the Oversight Board is protected by the immunities applicable to public entities and public employees governed by Part 1 (commencing with Section 810) and Part 2 (commencing with Section 814) of Division 3.6 of Title 1 of the Government Code.

It is recommended the Oversight Board elect a Chair and Vice-Chair. The election of Chair and Vice-Chair will allow the Oversight Board to hold meetings in an efficient and organized manner and will allow officers to sign relevant documents while acting as the Chair and/or Vice-Chair to conduct business matters related to the wind down of successor agencies within the County of Monterey.

OTHER AGENCY INVOLVEMENT:

Monterey County Counsel's Office has reviewed this recommendation as to form and legal effect.

FINANCING:

Costs associated with this recommendation shall be reimbursed by the Office of the Auditor-Controller, solely from Redevelopment Property Tax Trust Funds (as defined by the Dissolution Act), pursuant to *California Health & Safety Code* §§ 34183 and 34179(j). There are no additional fiscal impacts with this recommendation.



Debby L. Bradshaw
Management Analyst III
County Administrative Office

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

MEETING:	August 21, 2018	AGENDA NO.:	#8
SUBJECT:	a. Consider Approval and Adoption of the 2018-19 Regular Meeting Calendar for the Consolidated Oversight Board for the County of Monterey; and/or b. Provide direction to staff.		
DEPARTMENT:	County Administrative Office		

RECOMMENDATION:

- a. Consider Approval and Adoption of the 2018-19 Regular Meeting Calendar for the Consolidated Oversight Board for the County of Monterey; and/or
- b. Provide direction to staff.

SUMMARY/DISCUSSION:

In accordance with the *California Health and Safety Code* (HSC) § 34179(j) the ten Oversight Boards in Monterey County will consolidate into one Consolidated Oversight Board for the County of Monterey (Oversight Board) effective July 1, 2018.

HSC § 34179(e) requires Oversight Board meetings be conducted in accordance with the Ralph M. Brown Act. To carry out its fiduciary duties pursuant to HSC § 34179(i), and to allow the ten successor agencies within the County of Monterey to bring items before the Oversight Board, it is necessary to establish the date, time, and location of regularly scheduled meetings. The meetings have been tentatively scheduled, pending Oversight Board approval, per the attached meeting calendar (Attachment A). The meeting dates selected are based on the timeline for successor agencies to submit the Recognized Obligation Payment Schedule (ROPS) to the Department of Finance. Should a need arise that a meeting needs to be cancelled, rescheduled or a special meeting calendared, a notification will be provided to all parties.

This action furthers the dissolution of the ten successor agencies within the County of Monterey as the establishment of the date, time and location of meetings will allow the successor agencies to bring items before the Oversight Board related to their respective wind downs.


It is recommended the Oversight Board consider approval and adoption of the 2018-19 regular meeting calendar and/or provide direction to staff.

OTHER AGENCY INVOLVEMENT:

Monterey County Counsel's Office has reviewed this recommendation as to form and legality.

FINANCING:

All costs associated with this recommendation shall be reimbursed by the Office of the Auditor-Controller, solely from Redevelopment Property Tax Trust Funds (as defined by the Dissolution Act), pursuant to *California Health & Safety Code* §§ 34183 and 34179(j). There are no additional fiscal impacts with this recommendation.


Debby L. Bradshaw
Management Analyst III
County Administrative Office

Attachment: Meeting Calendar (Attachment A)

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

2018-19 REGULAR MEETING CALENDAR

MEETING DATE	MEETING LOCATION	MEETING TIME
Thursday, September 6, 2018	Board of Supervisors Chambers	9:30 a.m. - Noon
Thursday, January 17, 2019	Board of Supervisors Chambers	9:30 a.m. - Noon
Thursday, September 19, 2019	Board of Supervisors Chambers	9:30 a.m. - Noon

Board of Supervisors Chambers ~ Monterey County Government Center, Administration Bldg.
168 West Alisal Street, First Floor, Salinas, CA

BOARD MEMBERS:

Shawne Ellerbee
Warren "Pete" Poitras
Benjamin Figueroa

Mike LeBarre
Garry Bousum
Sally Reed

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

MEETING:	August 21, 2018	AGENDA NO.: #10
SUBJECT:	a. Consider Approval and Adoption of the Agreement for the Monterey County Counsel's Office to provide legal services for the Consolidated Oversight Board for the County of Monterey, and b. Authorize the Chair to execute the Agreement.	
DEPARTMENT:	County Administrative Office	

RECOMMENDATION:

- a. Consider Approval and Adoption of the Agreement for the Monterey County Counsel's Office to provide legal services for the Consolidated Oversight Board for the County of Monterey; and
- b. Authorize the Chair to execute the Agreement.

SUMMARY/DISCUSSION:

It is recommended the Oversight Board approve the attached Agreement (Attachment A) for the County Counsel's Office to provide legal services as general counsel to the Consolidated Oversight Board for the County of Monterey (Oversight Board). These services will consist of providing legal advice and services for and on behalf of the Oversight Board from time to time, including, but not limited to, attendance at Oversight Board meetings, drafting and reviewing contracts, drafting memoranda and providing general legal advice for the wind down of redevelopment activities.

The Agreement will be between the Consolidated Oversight Board for the County of Monterey, the Office of Monterey County Counsel, the County of Monterey, and the Successor Agency to the Redevelopment Agency of the County of Monterey. The Agreement has been placed on the August 28, 2018, County of Monterey, and the Successor Agency to the Redevelopment Agency of the County of Monterey Agendas for approval.

Pursuant to *California Health and Safety Code* § 34179(j), effective July 1, 2018, in each county where more than one oversight Board was created, there shall be only one Consolidated Oversight Board charged with winding down the operations of the former redevelopment agencies within the County of Monterey. There are ten individual Successor Agencies that reported to its own Oversight Board that have been dissolved, effective July 1, 2018: 1) the County of Monterey, and nine cities, 2) Gonzales, 3) Greenfield, 4) King City 5) Marina, 6) Monterey, 7) Salinas, 8) Sand City, 9) Seaside, and 10) Soledad.

All Successor Agencies have been notified and will receive all meeting agendas and related information on matters before the Oversight Board. It will be the responsibility of the individual successor agencies to prepare any documents and reports related to their redevelopment activities that require action by the Oversight Board.

OTHER AGENCY INVOLVEMENT:

Monterey County Counsel's Office has reviewed this Agreement as to form and legal effect.

FINANCING:

All legal fees associated with this Agreement shall be reimbursed by the Office of the Auditor-Controller, solely from Redevelopment Property Tax Trust Funds (as defined by the Dissolution Act),

pursuant to *California Health & Safety Code* §§ 34183 and 34179(j). There are no additional fiscal impacts with this recommendation.

A handwritten signature in cursive script that reads "Debby L. Bradshaw".

Debby L. Bradshaw
Management Analyst III
County Administrative Office

Attachment: Fee Agreement (Attachment A)

AGREEMENT FOR ATTORNEY SERVICES

This is an agreement between the CONSOLIDATED OVERSIGHT BOARD FOR THE COUNTY OF MONTEREY ("BOARD"), the OFFICE of MONTEREY COUNTY COUNSEL ("COUNSEL"), the COUNTY OF MONTEREY ("COUNTY"), and the SUCCESSOR AGENCY TO THE REDEVELOPMENT AGENCY OF THE COUNTY OF MONTEREY ("AGENCY") (collectively "Parties"). By this agreement, BOARD desires to retain COUNSEL to provide legal services as general counsel.

I. SERVICES TO BE PERFORMED.

BOARD hereby hires COUNSEL to render specialized legal services for the BOARD. These services shall consist of providing legal advice and services for and on behalf of BOARD as may be requested by BOARD from time to time, including, but not limited to, attendance at BOARD meetings, drafting and reviewing contracts, drafting memoranda, and providing general legal advice. Litigation services may be provided under this agreement. However, COUNSEL reserves the right to decline to provide litigation representation services. If COUNSEL declines to provide litigation representation services, COUNSEL will, upon the request of BOARD, assist BOARD in obtaining separate counsel for litigation matters to the extent practicable and as permitted under pertinent ethical guidelines. COUNSEL shall perform said services faithfully and well, in accordance with this Agreement. COUNSEL shall perform only such services as are within the expertise of the individual attorneys on COUNSEL's staff, and COUNSEL will notify BOARD promptly if any work requested is beyond such expertise. COUNSEL shall diligently provide such legal services as are necessary and approved by BOARD in a professional, timely manner. COUNSEL shall perform all of its services with due regard to ethical guidelines and the BOARD's interests.

II. COMPENSATION.

It is understood and agreed by the Parties hereto that COUNSEL'S performance of duties hereunder is solely required to assist in the facilitation of the winddown of redevelopment activities pursuant to the Dissolution Act, *California Health & Safety Code* section 34170 *et seq.*, and that the BOARD does not have an established budget with independent revenue sources through which it would otherwise compensate COUNSEL. Therefore, COUNSEL's payment for services hereunder shall solely be derived from the Redevelopment Property Tax Trust Fund (as defined by the Dissolution Act), pursuant to *California Health & Safety Code* sections 34183, and 34179(j).

As consideration for COUNSEL's performance of this Agreement, COUNSEL shall be paid at COUNSEL's current standard billing rate for the personnel performing services under this Agreement at the time such services are rendered. COUNSEL's standard billing rates for attorneys are attached as Exhibit A.

This Agreement retains the legal services of the Office of the County Counsel and not for a particular attorney. Hourly rates are determined periodically by the Monterey County Counsel's Office and include salary, benefits, and overhead; the hourly rates are subject to reasonable change during the fiscal year.

In addition to hourly fees, COUNSEL may incur out-of-pocket expenses related to BOARD's representation; such expenses may include but are not limited to costs of overnight and express mail and

delivery, costs related to service of legal process, parking fees, costs of transcripts, and the costs of expert witnesses. COUNSEL shall be reimbursed COUNSEL for all out-of-pocket expenses incurred on behalf of BOARD.

COUNSEL will send monthly statements to the Monterey County Auditor-Controller within thirty-five (35) days after the end of the month in which services are provided or out-of-pocket expenses are incurred. Statements shall include reasonable detail concerning the dates and brief description of work performed, the number of hours charged, the attorney providing the services, and the nature and amount of the out-of-pocket expenses. Statements are due within thirty (30) days of receipt.

III. TERM OF AGREEMENT AND TERMINATION OF SERVICES.

The Parties acknowledge that, pursuant to *California Health and Safety Code* section 34179(j), the Monterey County Auditor-Controller has entered into a Memorandum of Understanding (“MOU”) with the Monterey County Chief Administrator’s Office (“CAO”) to provide staffing for BOARD and that as part of the staffing services, the CAO’s office has selected the Monterey County Counsel’s Office to provide legal services to the BOARD. Therefore, this agreement shall remain in effect until such time as the CAO terminates COUNSEL’s services, with or without cause, pursuant to the terms herein; and or until such time as the MOU is terminated.

The CAO may terminate COUNSEL’s services at any time by written notice. After receiving such written notice, COUNSEL will cease providing services and will reasonably cooperate with BOARD in the orderly transfer of all related files and records to BOARD’s new counsel.

COUNSEL may terminate its services at any time with BOARD’s consent or for good cause. Good cause exists if (a) any statement is not paid within sixty (60) days of its date; (b) BOARD fails to meet any other obligation under this Agreement and continues in that failure for fifteen (15) days after COUNSEL sends written notice to BOARD; (c) BOARD has misrepresented or failed to disclose material facts to COUNSEL, refused to cooperate with COUNSEL, refused to follow COUNSEL’s advice on a material matter, or otherwise made COUNSEL’s representation unreasonably difficult; or (d) any other circumstance exists in which ethical rules of the legal profession mandate or permit termination, including situations where a conflict of interest arises. If COUNSEL terminates services, BOARD agrees to execute a substitution of attorney(s) promptly (if necessary) and otherwise reasonably cooperate in effecting that termination.

Termination of COUNSEL’s services, whether by BOARD or by COUNSEL will not relieve the obligation to pay for services rendered and costs incurred before COUNSEL’s services formally ceased.

IV. CONFLICTS.

The Parties acknowledge that COUNSEL represents the COUNTY, its Board of Supervisors, departments, and commissions on a regular and on-going basis, and represents other independent boards and commissions including the AGENCY, the East Garrison Community Services District, the Local Area Formation Commission of Monterey County, the Transportation Agency of Monterey County, and the Monterey County Water Resources Agency. It is possible that COUNSEL will work on projects or matters from other clients having different governmental or political objectives, beliefs, or views from BOARD.

COUNSEL performs a variety of professional services for its clients, and it is possible that COUNSEL will represent public agency clients that have matters before BOARD, or whose interests are adverse to BOARD on other matters, or that COUNSEL will work on projects or matters from other clients having different governmental or political objectives, beliefs, or views from BOARD. In order to avoid any actual conflict, and to minimize any appearance of conflict, COUNSEL will employ appropriate ethical walls within its Office. In particular, the lead attorney for services to be performed under this agreement is presently intended to be Deputy County Counsel Brian Briggs, who shall be assisted from time to time by other attorneys as the County Counsel may assign (collectively, the "Assigned Attorneys"). While undertaking to perform services pursuant to this Agreement, the Assigned Attorneys shall at all times maintain their duty of loyalty to the BOARD as a whole, and not to any constituent entity of the BOARD. The Assigned Attorneys shall not work on any matter in which the interests of the BOARD are adverse to other clients of COUNSEL with respect to that matter, and COUNSEL shall not represent any other client in opposing the specific matter for which COUNSEL is performing legal services for BOARD, without both clients' specific written consent. The Assigned Attorneys shall not disclose or discuss with other attorneys within COUNSEL's office any confidential information pertaining to BOARD, and other attorneys within COUNSEL's office who may work on matters before, relating to or affecting BOARD shall not discuss or disclose confidential information relating to those matters with the Assigned Attorneys.

In consideration of these ethical rules, BOARD agrees that it expressly waives any actual or potential conflict of interest that may arise from COUNSEL's representation of other clients, that it will not attempt to disqualify COUNSEL on such matters, and that COUNSEL is free to represent its clients on such matters.

This Agreement contains the entire agreement about COUNSEL's representation. Any modifications or additions to this Agreement must be made in writing and signed by authorized representatives of the Parties.

By signing below, the Parties declare that they have or have been given the authority to execute this agreement and bind their agencies.

IN WITNESS WHEREOF, Monterey County Counsel, County of Monterey, Successor Agency to the Redevelopment Agency of the County of Monterey, and the Consolidated Oversight Board for the County of Monterey have caused this Agreement to be executed by their duly-authorized representatives.

OFFICE OF THE COUNTY COUNSEL
OF THE COUNTY OF MONTEREY

CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY

By _____
Charles J. McKee
County Counsel

By _____

Chair, Consolidated Oversight Board for
the County of Monterey

Date

Date

COUNTY OF MONTEREY

SUCCESSOR AGENCY FOR THE
REDEVELOPMENT AGENCY OF THE
COUNTY OF MONTEREY

By _____
Chair, Luis A. Alejo

By _____
Chair, Luis A. Alejo

Date _____

Date _____

Approved as to Form:
Charles McKee, County Counsel

Approved as to Form:
Charles McKee, County Counsel

By _____
Deputy County Counsel

By _____
Deputy County Counsel

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

MEETING:	August 21, 2018	AGENDA NO.: #11
SUBJECT:	a. Consider Approval and Adoption of the Bylaws for the Consolidated Oversight Board for the County of Monterey; and b. Adopt a Resolution to Approve the Bylaws for the Consolidated Oversight Board for the County of Monterey.	
DEPARTMENT:	County Administrative Office	

RECOMMENDATION:

- a. Consider Approval and Adoption of the Bylaws for the Consolidated Oversight Board for the County of Monterey; and
- b. Adopt a Resolution to Approve the Bylaws for the Consolidated Oversight Board for the County of Monterey.

SUMMARY/DISCUSSION:

In accordance with the *California Health and Safety Code* (HSC) § 34179(j) the ten Oversight Boards have been replaced with the Consolidated Oversight Board for the County of Monterey (Oversight Board), effective July 1, 2018. The Oversight Board shall be vested with all the rights, powers, duties, privileges and immunities established by HSC §§ 34179, 34180 and 34181.

The proposed Oversight Board Bylaws (Attachment A) establishes rules and procedures for membership, including duties and responsibilities, election of officers, scheduling meetings, as well as other items affecting the essential operation of the Oversight Board.


It is recommended the Oversight Board approve and adopt the Bylaws for the Consolidated Oversight Board for the County of Monterey. Adoption of the Bylaws furthers the dissolution of the ten successor agencies within the County of Monterey by establishing the processes, procedures and method of operation under which the Oversight Board will conduct business and make decisions in matters essential to the wind down of said successor agencies.

OTHER AGENCY INVOLVEMENT:

Monterey County Counsel's Office has reviewed the Bylaws as to form and legal effect.

FINANCING:

All costs associated with this recommendation shall be reimbursed by the Office of the Auditor-Controller, solely from Redevelopment Property Tax Trust Funds (as defined by the Dissolution Act), pursuant to *California Health & Safety Code* §§ 34183 and 34179(j). There are no additional fiscal impacts with this recommendation.


Debby L. Bradshaw
Management Analyst III
County Administrative Office

Attachments: Oversight Board Bylaws (Attachment A)
Resolution

**Before the Consolidated Oversight Board for the
County of Monterey, State of California**

Resolution No.)
Adopt a resolution to approve the Bylaws)
for the Consolidated Oversight Board for)
the County of Monterey.....)

WHEREAS, in accordance with *California Health and Safety Code* (HSC) § 34179(j), the ten oversight boards currently in place in Monterey County will consolidate into one Consolidated Oversight Board for the County of Monterey (Oversight Board) effective July 1, 2018;

WHEREAS, the Oversight Board shall be vested with all the rights, powers, duties, privileges and immunities established by HSC §§ 34179, 34180 and 34181;

WHEREAS, the Bylaws (Attachment A) will further the Oversight Board’s ability to perform its fiduciary duty to holders of enforceable obligations and the taxing entities that benefit from distribution of property tax and other related revenues;

WHEREAS, establishment of Bylaws will formalize the processes, procedures and method of operation under which the Oversight Board will conduct business and make decisions in matters essential to the wind down of successor agencies within the County of Monterey;

NOW, THEREFORE BE IT RESOLVED the Consolidated Oversight Board for the County of Monterey, does hereby acknowledge:

Section 1: The foregoing recitals are true and correct.

Section 2: The Bylaws to the Consolidated Oversight Board in the form presented, together with such changes thereto as may be approved by the Oversight Board, are hereby approved.

Section 3: This resolution shall take effect from and after the date of its passage and adoption.

PASSED AND ADOPTED this 21st day of August, 2018, by the following vote to wit:

AYES:
NOES:
ABSENT:

I, Debby L. Bradshaw, Consolidated Oversight Board staff of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original of said Oversight Board duly made and entered in the minutes thereof for the meeting on August 21, 2018.

Dated:

Debby L. Bradshaw, Management Analyst
County Administrative Office
County of Monterey, State of California

By: _____

**BYLAWS
CONSOLIDATED OVERSIGHT BOARD
COUNTY OF MONTEREY**

ARTICLE I - THE CONSOLIDATED OVERSIGHT BOARD FOR THE COUNTY OF MONTEREY

Section 1. Name of the Consolidated Oversight Board for the County of Monterey

The name of the Consolidated Oversight Board for the County of Monterey shall be the "Consolidated Oversight Board" (hereinafter referred to as the "Oversight Board").

Section 2. Purpose

The Oversight Board shall perform the duties described in Chapter 4 (commencing with Section 34179) of Part 1.85 of Division 24 of the Health and Safety Code in connection with the winding down of the affairs of the former Redevelopment Agencies of the County of Monterey area (hereinafter the "former Redevelopment Agencies") by the Monterey County area successor agencies (hereinafter the "Successor Agencies") of the former Redevelopment Agencies. To the extent there is any inconsistency between the Bylaws and the statutory provisions, the statutory provisions shall control.

a. Duties and Responsibilities

The duties and responsibilities of the Oversight Board are to direct the Successor Agencies to do all of the following:

1. Dispose of all assets and properties of the former Redevelopment Agencies that were funded by tax increment revenues expeditiously and in a manner aimed at maximizing value; provided, however, that the Oversight Board may instead direct the Successor Agencies to transfer ownership of those assets that were constructed and used for a governmental purpose to the appropriate public jurisdiction pursuant to any existing agreements relating to the construction or use of such an asset, with any compensation for the asset governed by the agreements relating to the construction or use of that asset;
2. Cease performance in connection with and terminate all existing agreements that do not qualify as enforceable obligations, as that term is defined in subdivision (d) of Section 34171 of the Health and Safety Code;
3. Transfer housing responsibilities and all rights, powers, duties and obligations related thereto to entities designated pursuant to Section 34176 of the Health and Safety Code;
4. Terminate any agreement between the former Redevelopment Agencies and any public entity located in the County of Monterey that obligates the former Redevelopment Agencies to provide funding for any debt service obligations of the public entity or for the construction or operation of facilities owned or operated by such public entity, in any instance where the Oversight Board finds that early termination would be in the best interests of the taxing entities; and

5. Determine whether any contracts, agreements or other arrangements between the former Redevelopment Agencies and any private parties should be terminated or renegotiated to reduce liabilities and increase net revenues to the taxing entities, and present proposed termination or amendment agreements to the Oversight Board for consideration and approval; the Oversight Board may approve any amendments to or early termination of such agreements where it finds that amendments or early termination would be in the best interests of the taxing entities.

b. Approvals Required

The following actions of the Successor Agencies shall first be approved by the Oversight Board:

1. The establishment of new repayment terms for outstanding loans where the terms have not been specified prior to February 1, 2012;
2. Refunding of outstanding bonds or other debt of the former Redevelopment Agencies by the Successor Agencies in order to provide for savings or to finance debt service spikes; provided, however, that no additional debt is created and debt service is not accelerated;
3. Setting aside of amounts in reserves as required by indentures, trust indentures, or similar documents governing the issuance of outstanding bonds of the former Redevelopment Agencies;
4. Merging of project areas of the former Redevelopment Agencies;
5. Continuing the acceptance of federal or state grants, or other forms of financial assistance from either public or private sources, where assistance is conditioned upon the provision of matching funds by the Successor Agencies, as successors to the former Redevelopment Agencies, in an amount greater than five percent (5%);
6. Agreements between the Cities and other taxing entities permitting the Cities to retain properties of the former Redevelopment Agencies in exchange for compensation as determined by subdivision (f) of Section 34180 of the Health and Safety Code;
7. Establishment of the recognized obligation payment schedule pursuant to Section 34177 of the Health and Safety Code;
8. Requests by the Successor Agencies to enter into agreements with the Cities that formed the redevelopment agencies they are succeeding pursuant to Section 34178 of the Health and Safety Code; and
9. Requests by the Successor Agencies or taxing entities to pledge, or to enter into an agreement for the pledge of, property tax revenues pursuant to subdivision (b) of Section 34178 of the Health and Safety Code.

c. Review by State Department of Finance

The State Department of Finance (hereinafter "DOF") may review any action of the Oversight Board. The Monterey County Administrative Office of the Oversight Board shall be the contact between

the Oversight Board and DOF and shall provide their telephone and email contact information to DOF. Actions taken by the Oversight Board shall not be effective for five (5) business days, pending a request for review by DOF. In the event that DOF requests review of an action taken by the Oversight Board, DOF shall have forty (40) days from the date of its request to approve the action or return it to the Oversight Board for reconsideration, with suggested modifications. In the event that DOF returns the action to the Oversight Board for reconsideration, the Oversight Board shall consider the modified action, and resubmit the modified action to DOF for approval; the modified action shall not become effective until approved by DOF.

Section 3. Membership/Duration

a. Total Membership/Appointment

The total membership of the Oversight Board shall be seven (7), selected as follows:

1. One member appointed by the County of Monterey Board of Supervisors;
2. One member appointed by the City Selection Committee established pursuant to Section 50270 of the Government Code;
3. One member appointed by the independent special district selection committee established pursuant to Section 56332 of the Government Code, for the types of special districts that are eligible to receive property tax revenues pursuant to Section 34188 of the Health and Safety Code;
4. One member appointed by the County Board of Education;
5. One member appointed by the Chancellor of the California Community Colleges;
6. One member of the public appointed by the County Board of Supervisors; and
7. One member appointed by the recognized employee organization representing the largest number of successor agency employees in the county.

Following its initial formation, the Oversight Board shall report the names of its officers and other members to DOF. The members shall serve without compensation and without reimbursement for expenses. Each member shall serve at the pleasure of the entity that appointed such member.

b. Duration

The Oversight Board shall be and remain established until the sooner of (1) the date that all indebtedness of the former Redevelopment Agencies has been repaid, or (2) the date on which the Oversight Board shall be dissolved by law.

Section 4. Local Entity

Pursuant to subdivision (e) of Section 34179 of the Health and Safety Code, the Oversight Board shall be deemed to be a local entity for purposes of the Ralph M. Brown Act, the California Public Records Act, and the Political Reform Act of 1974.

Section 5. Personal Immunity

Oversight Board members shall have personal immunity from suit for their actions taken within the scope of their responsibilities as members of the Oversight Board.

Section 6. Fiduciary Responsibilities

Oversight Board members shall have fiduciary responsibilities to holders of enforceable obligations, as that term is defined in subdivision (d) of Section 34171 of the Health and Safety Code, and the taxing entities that benefit from distributions of property tax and other revenues pursuant to Section 34188 of the Health and Safety Code.

Section 7. Resignation

Any Oversight Board member may resign at any time by giving written notice to the Chairperson, who shall forward such notice to the County of Monterey Administrative Office and to DOF. Any such resignation will take effect upon receipt or upon any date specified therein. The acceptance of such resignation shall not be necessary to make it effective.

Section 8. Filling of Vacancies

In the event of a vacancy on the Oversight Board, the appointing entity for the vacant seat shall select a member to fill such vacancy as soon as reasonably practicable, provided, however, that the Governor may appoint individuals to fill any member position that remains vacant for more than sixty (60) days.

Section 9. Staff

The Oversight Board may direct the staff of the County of Monterey Administrative Office to perform work in furtherance of the duties and responsibilities of the Oversight Board. The County Auditor-Controller shall pay for all of the administrative costs of the meetings of the Oversight Board and may be reimbursed for those administrative costs in accordance with Section 34179(c) of the Health and Safety Code.

ARTICLE II - OFFICERS

Section 1. Officers

The officers of the Oversight Board shall consist of a Chairperson and a Vice Chairperson, who shall be elected in the manner set forth in this Article II.

Section 2. Chairperson

The Chairperson shall preside at all meetings of the Oversight Board, and shall submit such agenda, recommendations and information at such meetings as are reasonable and proper for the conduct of the business affairs and policies of the Oversight Board. The Chairperson or, in his/her absence or unavailability the Vice Chairperson, shall sign all documents necessary to carry out the business of the Oversight Board.

Section 3. Vice Chairperson

The Vice Chairperson shall perform the duties of the Chairperson in the absence or unavailability of the Chairperson. In the event of the death, resignation or removal of the Chairperson, the Vice Chairperson shall assume the Chairperson's duties until such time as the Oversight Board shall elect a new Chairperson.

Section 4. Secretary

The County of Monterey Administrative Office Staff shall keep the records of the Oversight Board and shall prepare minutes and keep a record of the meetings in a journal of proceedings.

Section 5. Additional Duties

The officers of the Oversight Board shall perform such other duties and functions as may from time to time be required by the Oversight Board, these Bylaws, or other rules and regulations, or which duties and functions are incidental to the office held by such officers.

Section 6. Election

The Chairperson and Vice Chairperson shall be elected from among the members of the Oversight Board at the first meeting of the Oversight Board. Any such office shall be held for a maximum of one (1) year at a time, and no person shall be elected as for the same office for more than one (1) term.

Section 7. Vacancies

Should the office of the Chairperson or Vice Chairperson become vacant, the Oversight Board shall elect a successor from among the Oversight Board members at the next regular or special meeting, and such office shall be held for the unexpired term of said office.

ARTICLE III - MEETINGS

Section 1. Regular Meetings

Regular meetings of the Oversight Board shall be held in accordance with the Oversight Board meeting schedule adopted annually by the Oversight Board and posted on the County of Monterey website. In the event that the meeting location or time must be changed for any reason, such changes shall be provided to all Oversight Board members at least seven calendar days prior the newly located or scheduled meeting. A notice, agenda and other necessary documents shall be delivered to the members either personally, by mail, or by e-mail at least seventy-two (72) hours prior to any regular meeting.

Section 2. Special Meetings

Special meetings may be held upon call of the Chairperson, or an affirmative vote by a majority of the members of the Oversight Board at a regular or special meeting of the Oversight Board at which a quorum is present, for the purpose of transacting any business designated in the call, after

notification of all members of the Oversight Board by written notice personally delivered or by mail or e-mail at least twenty-four (24) hours before the time specified notice for a special meeting. At such special meeting, no business other than that designated in the call shall be considered.

Section 3. Adjourned Meetings

Any meeting of the Oversight Board may be adjourned to an adjourned meeting without the need for notice requirements of a special meeting, provided the adjournment indicates the date, time and place of the adjourned meeting. Oversight Board members absent from the meeting at which the adjournment decision is made shall be notified by the Chairperson of the adjourned meeting.

Section 4. All Meetings to be Open and Public

All meetings of the Oversight Board shall be open and public to the extent required by law. All persons shall be permitted to attend any such meetings, except as otherwise provided by law.

Section 5. Posting Agendas/Notices

The Secretary, or his/her authorized representative, shall post an agenda for each regular Oversight Board meeting or a notice for each special Oversight Board meeting containing a brief description of each item of business to be transacted or discussed at the meeting together with the time and location of the meeting. Agendas/notices shall be posted at the intended meeting site, at a location readily accessible to the public, at least seventy-two (72) hours in advance of each regular meeting and at least twenty-four (24) hours in advance of each special meeting.

All notices required by law for proposed actions by the Oversight Board shall also be posted on the County of Monterey internet website.

Section 6. Right of Public to Appear and Speak

At every regular meeting, members of the public shall have an opportunity to address the Oversight Board on matters within the Oversight Board subject matter jurisdiction. Public input and comment on matters on the agenda, as well as public input and comment on matters not otherwise on the agenda, shall be made during the time set aside for public comment; provided, however, that the Oversight Board may direct that public input and comment on matters on the agenda be heard when the matter regularly comes up on the agenda or prior to that time.

The Chairperson may limit the total amount of time allocated for public discussion on particular issues and/or the time allocated for each individual speaker.

Section 7. Non-Agenda Items

Matters brought before the Oversight Board at a regular meeting which were not placed on the agenda of the meeting shall not be acted upon by the Oversight Board at that meeting unless action on such matters is permissible pursuant to the Ralph M. Brown Act (Gov. Code §54950 et seq.). Those non-agenda items brought before the Oversight Board which the Oversight Board determines will require consideration and action and where Oversight Board action at that meeting is not so authorized shall be placed on the agenda for the next regular meeting.

Section 8. Quorum

The powers of the Oversight Board shall be vested in the members thereof in office from time to time. A majority of the total membership of the Oversight Board shall constitute a quorum for the purpose of conducting the business of the Oversight Board, exercising its powers and for all other purposes, but less than that number may adjourn the meeting from time to time until a quorum is obtained. An affirmative vote by a majority of the total membership of the Oversight Board shall be required for approval of any questions brought before the Oversight Board.

Section 9. Order of Business

All business and matters before the Oversight Board shall be transacted in conformance with Robert's Rules of Order, Revised.

Section 10. Minutes

Minutes of the meetings of the Oversight Board shall be prepared in writing by the Monterey County Administrative Office staff. Copies of the minutes of each Oversight Board meeting shall be made available to each member of the Oversight Board and the Successor Agencies. Approved minutes shall be filed in the official record of minutes of the Oversight Board. A member shall be permitted to vote on a motion pertaining to the minutes of a meeting at which that member was not present.

ARTICLE IV - REPRESENTATION BEFORE PUBLIC BODIES

Any official representations on behalf of the Oversight Board before the Successor Agencies, the County of Monterey Auditor & Controller, the State Controller, DOF, or any other public body shall be made by the Chairperson or his/her designee.

ARTICLE V - AMENDMENTS

These Bylaws may be amended upon an affirmative vote by a majority of the total membership of the Oversight Board, but no such amendment shall be adopted unless at least seven (7) days written notice thereof has previously been given to all members of the Oversight Board. Notice of the amendment shall identify the section or sections of these Bylaws proposed to be amended. The Successor Agencies shall be notified of any amendments to these Bylaws.

**CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

MEETING:	August 21, 2018	AGENDA NO.: #12
SUBJECT:	a. Consider Approval and Adoption of the Conflict of Interest Code for the Consolidated Oversight Board for the County of Monterey; and b. Adopt a Resolution to Approve the Conflict of Interest Code for the Consolidated Oversight Board for the County of Monterey.	
DEPARTMENT:	County Administrative Office	

RECOMMENDATION:

- a. Consider Approval and Adoption of the Conflict of Interest Code for the Consolidated Oversight Board for the County of Monterey; and
- b. Adopt a Resolution to Approve the Conflict of Interest Code for the Consolidated Oversight Board for the County of Monterey.

SUMMARY/DISCUSSION:

It is recommended the Consolidated Oversight Board for the County of Monterey (Oversight Board) approve and adopt the Conflict of Interest Code for the Oversight Board (Attachment A). A Conflict of Interest Code must reflect the current structure of the organization and properly identify officials and employees who should be filing Statement of Economic Interests (Form 700s). A code tells public officials, governmental employees, and consultant what financial interests they must disclose on their Form 700s. It helps provide transparency in local government as required under the Political Reform Act.

OTHER AGENCY INVOLVEMENT:

Monterey County Counsel's Office has reviewed the Conflict of Interest Code as to form and legal effect.

FINANCING:

All costs associated with this recommendation shall be reimbursed by the Office of the Auditor-Controller, solely from Redevelopment Property Tax Trust Funds (as defined by the Dissolution Act), pursuant to *California Health & Safety Code* §§ 34183 and 34179(j). There are no additional fiscal impacts with this recommendation.



Debby L. Bradshaw
Management Analyst III
County Administrative Office

Attachments: Oversight Board Conflict of Interest Code (Attachment A)
Resolution

**Before the Consolidated Oversight Board for the
County of Monterey, State of California**

Resolution No.)
Adopt a resolution to approve the Conflict)
of Interest Code for the Consolidated)
Oversight Board for the County of)
Monterey.....)

WHEREAS, in accordance with *California Health and Safety Code* (HSC) § 34179(j), the ten oversight boards currently in place in Monterey County will consolidate into one Consolidated Oversight Board for the County of Monterey (Oversight Board) effective July 1, 2018;

WHEREAS, the Consolidated Oversight Board for the County of Monterey Conflict of Interest Code (Attachment A) reflects the current structure of the organization and properly identifies officials and employees who should be filing Statement of Economic Interests (Form 700s);

WHEREAS, a code tells public officials, government employees, and consultants what financial interests they must disclose on their Form 700s, helps provide transparency in local government as required under the Political Reform Act;

NOW, THEREFORE BE IT RESOLVED the Consolidated Oversight Board for the County of Monterey, does hereby acknowledge:

Section 1: The foregoing recitals are true and correct.

Section 2: The approval of the Conflict of Interest Code for the Consolidated Oversight Board in the form presented, together with such changes thereto as may be approved by the Oversight Board, are hereby approved.

Section 3: This resolution shall take effect from and after the date of its passage and adoption.

PASSED AND ADOPTED this 21st day of August, 2018, by the following vote to wit:

AYES:
NOES:
ABSENT:

I, Debby L. Bradshaw, Consolidated Oversight Board staff of the County of Monterey, State of California, hereby certify that the foregoing is a true copy of an original of said Oversight Board duly made and entered in the minutes thereof for the meeting on August 21, 2018.

Dated:

Debby L. Bradshaw, Management Analyst
County Administrative Office
County of Monterey, State of California

By: _____

**CONFLICT OF INTEREST CODE
OF THE
CONSOLIDATED OVERSIGHT BOARD
FOR THE COUNTY OF MONTEREY**

The Political Reform Act of 1974 (Government Code sections 81000, et seq.) requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission has adopted a regulation, section 18730 of Title 2 of the California Code of Regulations, which contains the terms of a standard conflict of interest code that can be incorporated by reference in an agency's code. After public notice and hearing, the Fair Political Practices Commission may amend the standard code to conform to amendments of the Political Reform Act. Therefore, the terms of section 18730 of title 2 of the California Code of Regulations and any amendments to it duly adopted by the Fair Political Practices Commission together with the attached Appendices designating positions and establishing disclosure categories are hereby incorporated by reference and together constitute the Conflict of Interest Code of the Consolidated Oversight Board.

Individuals holding designated positions shall file their statement of economic interests with the Consolidated Oversight Board, which will make the statements available for public inspection and reproduction pursuant to Government Code section 81008. Upon receipt of the statements for Members of the Consolidated Oversight Board, the Agency shall make and retain copies and forward the original of the statements to the code reviewing body. Statements for all other designated positions shall be retained by the Consolidated Oversight Board.

Attachments: Appendix A: Designated Positions
Appendix B: Disclosure Categories

Adopted: August 21, 2018
Amended:

APPENDIX A: DESIGNATED POSITIONS

<u>Designated Positions¹</u>	<u>Assigned Disclosure Category</u>
Member, Consolidated Oversight Board	1
Consultants ¹	

¹ Consultants are included in the list of designated positions. For purposes of this Code, "consultant" has the same meaning as set forth in 2 Cal. Code Regs., tit. 2, section 18700.3(a), as follows:

"Consultant" means an individual who, pursuant to a contract with a state or local government agency:

(A) Makes a governmental decision whether to:

1. Approve a rate, rule, or regulation;
2. Adopt or enforce a law;
3. Issue, deny, suspend, or revoke any permit, license, application, certificate, approval, order, or similar authorization or entitlement;
4. Authorize the agency to enter into, modify, or renew a contract provided it is the type of contract which requires agency approval;
5. Grant agency approval to a contract which requires agency approval and in which the agency is a party or to the specifications for such a contract;
6. Grant agency approval to a plan, design, report, study, or similar item;
7. Adopt, or grant agency approval of, policies, standards, or guidelines for the agency, or for any subdivision thereof; or

(B) Serves in a staff capacity with the agency and in that capacity participates in making a governmental decision or performs the same or substantially all the same duties for the agency that would otherwise be performed by an individual holding a position specified in the agency's Conflict of Interest Code."

Consultants to the Consolidated Oversight Board shall be subject to disclosure under Category 1, subject to the following limitation: The Consolidated Oversight Board may determine in writing that a particular consultant, although a "designated position," is hired to perform a range of duties that is limited in scope and thus is not required to comply with the disclosure requirements of Category 1. In such cases, the Consolidated Oversight Board may designate a different disclosure requirement. Such determination must be made in writing and shall include a description of the consultant's duties and, based upon that description, a statement of the extent of the consultant's disclosure requirements. Such determination by the Consolidated Oversight Board is a public record and shall be retained for public inspection in the same manner and location as the Agency's Conflict of Interest Code.

APPENDIX B: DISCLOSURE CATEGORIES

General Provisions Applicable to All Categories

When an individual who holds a designated position is required to disclose investments and sources of income, he or she shall disclose investments in business entities and sources of income which do business in the jurisdiction, plan to do business in the jurisdiction, or have done business in the jurisdiction within the past two years. In addition to other activities, a business entity is doing business within the jurisdiction if it owns real property within the jurisdiction.

When an individual who holds a designated position is required to disclose sources of income, he or she shall include gifts received from donors located inside as well as outside the jurisdiction.

When an individual who holds a designated position is required to disclose interests in real property, he or she shall disclose the type of real property described below if it is located within the jurisdiction, or not more than two miles outside the boundaries of the jurisdiction, or within two miles of any land owned or used by Agency.

When an individual who holds a designated position is required to disclose business position, he or she shall disclose positions in business entities that do business in the jurisdiction, plan to do business in the jurisdiction, or have done business in the jurisdiction within the past two years.

For purposes of this Conflict of Interest Code, the jurisdiction of the Consolidated Oversight Board is within the County of Monterey. The Consolidated Oversight Board operates entirely within the geographical boundaries of Monterey County.

Category 1

A designated position in this category must report all investments, business positions, interests in real property, and sources of income, including gifts, loans, and travel payments.