

SOUTH PASADENA UNIFIED SCHOOL DISTRICT
1020 El Centro Street
South Pasadena, California 91030

Real Property Advisory Committee

Meeting Minutes
June 23, 2008

CALL TO ORDER:

Members of the Committee Present:

Ms. Anderson
Ms. Fiebelkorn
Mr. Houg
Dr. Hsia
Ms. Morgan
Mr. Nitzani
Ms. Smith

Members Absent:

Mr. Pia
Mr. Watkins

Guests:

Mr. Hall, Committee Advisor
Mr. Bristol, Superintendent
Mr. Tao, Legal counsel (AALRR)
Ms. Schwindt, Legal counsel (AALRR)

VISITORS:

Dr. Nancy Lavelle, Founder and President of the
Almansor Center
Mr. Jason Ruben, Managing Director of the
Almansor Center

I. PRELIMINARY

A. Open Meeting, Call Meeting to Order

Mr. Eric Hall, Committee Advisor, called the meeting to order at 7:05 p.m. Mr. Hall welcomed members, guests and visitors to the first meeting of the Real Property Advisory (“7-11”) Committee.

B. Introductions

Mr. Hall has worked in the field of public education for 33 years. In 2006, Mr. Hall retired after 26 years of services to the San Diguito Union High School District, as Associate Superintendent of Business. Mr. Hall formed the consulting firm Eric Hall & Associates to assist school districts with facility and funding matters. This is the fourth “7-11” Committee Mr. Hall has facilitated.

Mr. Terry Tao is Legal Counsel to the District from the legal firm of Atkinson, Andelson, Loya, Ruud, Romo (AALRR). Mr. Tao is also a licensed architect. His areas of expertise are construction and real property.

Ms. Constance Schwindt is Senior Associate Attorney with the legal firm of AALRR. Ms. Schwindt specializes in real property matters and has worked with several “7-11” committees.

Mr. Brian Bristol welcomed members to the Committee. He is currently serving his third year as District Superintendent for the South Pasadena Unified School District.

Mr. Tom Houg is a resident of South Pasadena and attended school in the South Pasadena Unified School District. Mr. Houg is currently a free-lance architect.

Ms. Judi Morgan is serving the Committee as representative of the California School Employees Association (CSEA). Ms. Morgan’s children attended school in the South Pasadena Unified School District. Ms. Morgan was employed at the South Pasadena middle school for 13 years and has been employed at the high school for 3 years.

Mr. Shlomo Nitzani has been employed by the South Pasadena Unified School District for many years and is currently a teacher at the District’s middle school.

Ms. Sally Fiebelkorn serves the Committee as representative of TASP. Ms. Fiebelkorn stated her interest in serving on the Committee relates to concerns expressed by TASP members regarding payment of the District’s Certificate of Participation (COP).

Ms. Janet Anderson also attended school in the South Pasadena Unified School District. She has been employed by the District for nearly 30 years, and represents District administration.

Ms. Claudia Smith has children attending schools in the South Pasadena Unified School District and serves the committee as a concerned and interested parent.

Dr. Melinda Hsia has had 2 children complete the South Pasadena Unified School District. Dr. Hsia is currently the president of the South Pasadena Chinese-American Club.

Absent from the meeting were Mr. Gary Pia, a financial advisor by profession, as well as Mr. David Watkins, Director of Planning Services for the City of South Pasadena.

C. Approval of Chair and Vice Chair

Discussion was held on the nomination of a Committee Chair. Although Mr. Pia and Mr. Watkins were unable to attend the meeting, their respective areas of expertise in financial and city matters were also considered in the nominating process.

Mr. Hall offered the option to move this item to the next meeting in order for Mr. Pia and Mr. Watkins to be present. However, the Committee preferred to complete the nomination process and make a change if need be, at the next meeting.

A motion was made by Claudia Smith, seconded by Judi Morgan to approve Mr. Nitzani as Committee Chair

Motion approved: 7-0

As newly appointed Chair, Mr. Shlomo opened the next item to nominate and approve a Vice Chair.

A motion was made by Janet Anderson, seconded by Judi Morgan to approve Mr. Pia as Vice Chair.

Motion approved: 7-0

D. Approval of Agenda

A motion was made by Claudia Smith, seconded by Sally Fiebelkorn to approve the Agenda as presented.

Motion approved: 7-0

II. ITEMS OF BUSINESS

A. Review of the Brown Act Requirements

Mr. Hall stated that as a Board approved Committee, the Real Property Advisory (“7-11”) Committee would be subject to certain rules and regulations enacted by law and known as The Brown Act.

Mr. Tao reviewed the reference material he provided, which outlined the procedures for public meetings of a Board approved Committee.

Mr. Tao stated that not all of the Brown Act regulations would apply to the work of this Committee. The area of primary importance would be the Open Meeting portion of the Brown Act regulations.

Areas of The Brown Act highlighted by Mr. Tao include the following:

- Agenda is to be published 72 hours in advance of a meeting and that the Agenda include location and time of the meeting. The Agenda must also provide a description for items listed, stated clearly so that the public can reasonably understand the item to be discussed.
- There must be a quorum of members present in order to commence a meeting of the Committee. Accordingly, a majority for this Committee would be five (5) of the nine (9) voting members. Likewise, should a quorum of members happen to be present at an event or gathering they must refrain from discussing Committee matters as this would constitute a “meeting,” which would have been required to be duly agendized and posted 72 hours prior to the event.
- Types of communication between members not permitted include discussions described as serial meetings and held on an individual “one on one” basis, and passing information from one member to another in order to develop a collective concurrence regarding a matter of interest. Polling of members to ascertain the views or potential vote of another Committee member is also prohibited.

The information provided also includes instructions regarding Special and/or Emergency Meetings, guidelines for communication with the public including discussion outside the meeting forum, and established rules governing the Public Comment area of a public meeting.

Discussion occurred regarding Committee member questions. It was determined information, questions and comments received by members from the public should be submitted to the Committee Advisor Mr. Hall, with a “cc” to District Superintendent Mr. Bristol. Mr. Hall will in turn include the item for discussion on the next meeting’s Agenda.

Mr. Tao urged Committee members to be cognizant in discussions with the public, to state personal thoughts or opinions as their own, so as not to be conveyed as though they are speaking on behalf of the Committee.

Mr. Hall noted that in addition to The Brown Act information, the following documents and reference material were included in the Agenda packet provided to the Committee.

- Reference guide on Surplus Property Advisory Committee Duties, “The Brown Act” and Conflict of Interest requirements provided by Mr. Tao.

- Listing of Committee Members, provided by Mr. Hall.
- Introduction, Background, and Real Property Profiles of sites under consideration by the Committee, provided by Mr. Hall.

The following handouts were provided by Mr. Hall at the Committee meeting.

- Administrative Draft Asset Management Planning Report, prepared by Oxbridge Development, Inc. and presented to the Board of Education in November, 2007.
- Valuation Letter/Appraisal Report by Integra Realty Resources, prepared for use by Oxbridge Development, Inc. and the South Pasadena Unified school district.

B. Review of Purpose of the Committee

Mr. Tao stated Education Code 17388 requires a school district to appoint an advisory committee to make recommendations to the Board of Education regarding sites selected to be considered as surplus. The structure of the Committee is to be comprised of no less than seven and no more than 11 members, hence this type of committee is oftentimes referred to as a “7-11” Committee. Members must meet the established criteria designed to ensure representation of the community it serves. Members must reflect the ethnic or socioeconomic composition of the community, be business owners, land owners, teachers, administrators, parents of students in the District, or people with certain expertise in areas such as legal or land use planning.

Mr. Nitzani requested clarification of the purpose of the committee in light of any possible agreement or plan previously established between the City and the Board of Education. Mr. Bristol stated that although the Mission Street Specific Plan was discussed relative to Asset Management of the District Office, no such “agreement” had been made with the City.

Mr. Tao stated that although school districts are entitled to have its property zoned consistent with use in its community, following review of appraisal information and the options available for land use, the Committee may need to consult the City with regard to zoning laws.

Discussion was held on whether a “7-11” committee had been established in the past to review the same properties under consideration by this Committee. Ms. Schwindt stated that if there had been such a Committee in the past, its work would have concluded with its final report of recommendations. The Board would then have reviewed the Committee’s report and made a decision regarding the recommendations by the Committee. The Board is not required to re-establish the same Committee for consideration of the same sites at a later date.

C. Review of the Role of the Committee and Advisor

Mr. Hall stated the Role of the Committee will be reviewing data such as enrollment projections, capacity analysis information as well as appraisal of land/site value in order to make the determination whether to recommend a declaration to surplus property. The Committee is required to hold a minimum of two public hearings to allow the public a forum to express its concerns and thoughts on declaration of selected sites as surplus. The Committee will submit such recommendations in the form of a final report to the Board of Education.

Mr. Hall requested the Committee review the Asset Management and Appraisal Reports and be prepared for discussion on these items at the next meeting. He stated his role as Committee Advisor is to facilitate the meetings, working in conjunction with the Committee Chair to prepare meeting Agendas, ensure proper posting and distribution of Agendas, Minutes, and other documents to provide the Committee with the appropriate information and to prepare the Committee's recommendations in a final report to the Board of Education.

D. Real Property Profiles on Sites to be Considered by the Committee

Mr. Hall reviewed the background on the Board's decision to enter the Asset Management process as a possible tool for generating revenue. The District completed a Certificate of Participation (COP) financial transaction, which generated \$9 million dollars for the Middle School Project. The sale or lease revenue generated through this process would enable the District to retire or pay down the debt incurred through the COP issuance.

The two properties under consideration are the District Office and the Oneonta School Site, currently leased to the Almanson Center. Mr. Nitzani noted the historical status of the District Office and anticipates a declaration of this site as surplus would be an area of concern within the community. The Asset Management Planning Report states the District Office (including the Board Room) are listed on the California Historic Resources Inventory. Mr. Tao agreed the historic status is relevant as to what can be done with the property.

In discussions with the Board of Education regarding the work of the Committee, Mr. Hall stated the Board requested he convey to the Committee that primary focus is to be placed on the possible development of the District Office. Review of potential options with regard to the Oneonta site is included in order to efficiently utilize the Real Property Advisory Committee process. Any recommendations made with regard to the Oneonta site would be considered secondary or of a lesser priority by the Board.

The Committee will take into consideration the best use of the District Office parking lot and whether it should be developed and/or sold separate from the administrative offices. The location of the administrative staff offices, i.e. "District Office" and whether the site should be declared surplus, leased or sold must also be considered.

Ms. Smith questions why the Asset Management scenarios indicated the District would not sell or develop the Board Room. Mr. Bristol indicated that if in fact information was not included in the report, discussions had indeed been held regarding alternative locations for the Board to conduct its public meetings.

Mr. Houg discussed the City's Mission Street Strategic Plan and how it would affect the potential sale of the District office, considering the restrictions on restoration of an historic resource.

E. Future Meeting Dates and Locations

It was determined the Committee would meet once or twice per month, with the goal of completing its work before the holidays. Mr. Bristol stated the Committee should consider regularly scheduled school activities in selecting which day of the week the Committee should meet. Ms. Anderson stated when school resumes in September, Monday's would not be a good day to meet.

Due to scheduled vacations during the summer, the date selected for the next meeting will be Monday, August 18th. A second date of August 25th was also selected.

Dr. Hsia recommended the meetings begin at 7:00 p.m. and end no later than 9:00 p.m.

Mr. Bristol stated that should the Committee recommend and the Board of Education approve the sale of property in part or whole, the process would take approximately 18 to 24 months. This timeline would coincide with the schedule set for payments to the District's Certificate of Participation (COP) to increase. Mr. Bristol stated the Board of Education considered payment to the COP, as one use of revenue generated through the asset management of the selected properties.

Future Agenda Items will be a standing item on the Agenda. Upcoming items include:

- City Planning on Zoning
- COP's issue
- Asset Management
- Appraisals
- Enrollment
- Capacity Analysis
- Future agenda items will go on the agenda.

Mr. Bristol stated presentations will be kept to 10 minutes, with additional time allotted for questions and/or discussion. He requested questions be submitted in advance.

F. Determination of time limit for Public Comment

Discussion was held on the determination of a time limit for Public Comment. Mr. Bristol stated there is a 3-minute rule for public comments. Mr. Nitzani requested clarification on the 3-minute rule, as to whether comments would be allowed at any other time during the meeting. Ms. Anderson recommended public comments be heard at the beginning of the meeting, and that the Committee adhere to the 3-minute rule.

G. Conflict of Interest Reporting Requirement

Mr. Hall requested that in the interest of time, Agenda item "G" be postponed to the next meeting.

A Motion was made by Ms. Smith, seconded by Ms. Fiebelkorn, to move Agenda Item G, "Conflict of Interest Reporting Requirement" to the next meeting.

Motion approved: 7-0

III. COMMUNICATION (stated incorrectly on Agenda as item IV)

A. Visitor Comment

No comments were made by the visitors from The Almanson Center.

Mr. Hall requested feedback on emailing of the Agenda packet and providing a hard copy at time of meeting. Members stated this process is acceptable. Mr. Houg expressed concern regarding the size of email documents. He stated Internet Service can be slow and the process to download each file is time consuming.

Mr. Hall stated he anticipates future reports such as the Capacity Study and Enrollment Projections could be to 15 and 25 pages, respectively. However, these reports will be sent to members as separate documents providing them the option to download. In addition, future reports will be posted on the District's website.

Also discussed was the matter of Members providing an email as a means for communicating with the public. Mr. Tao stated the law contemplates the public will wish to contact Committee members with questions regarding the work of the Committee. Mr. Bristol stated the idea is for members to be a conduit for the group each represents. He cautioned members not to conjecture or project what the Committee will do.

Mr. Hall indicated that individual Committee member's e-mail accounts can be established using the District's e-mail server. Inasmuch as communication with the public is a responsibility of the Committee, it was determined members not wishing to divulge a personal email address would obtain and provide a secondary account for publishing as means for communicating with the public. Email

messages received by members are to be shared with Mr. Hall for inclusion on the next meeting's Agenda. Ms. Smith indicated she would not want to be seen as being "removed" from the public and should be available to the public for questions and/or comments.

IV. Adjournment (stated incorrectly on Agenda as item IV, B)

A Motion was made by Ms. Smith, seconded by Ms. Anderson, to adjourn the Committee Meeting.

Motion approved: 7-0

Meeting adjourned at 9:20 p.m.