

RANCHO de Los PEÑASQUITOS TOWN COUNCIL

AGENDA

Thursday, July 1st, 2021

ZOOM 7:30 PM

Dedicated to the Care and Enhancement of our Community experience in Rancho Peñasquitos



Meeting Location: ZOOM Room Mtg 1.5 hours

- I. Call to Order: 7:30 PM
- II. Pledge of Allegiance: 7:32 PM
- III. President's Remarks: 7:35 PM
- IV. Roll Call: 7:38 PM
- V. **Community Event Announcements: 7:40 PM**
 - a) Patriotic Laser Light Show July 3rd 2021, 5-9 PM Westview High School Stadium, <https://www.rpcouncil.com/patriotic-laser-light-show/>
 - b) Friends of Los Peñasquitos Preserve – Hikes in May, <https://www.penasquitos.org/hikes-events>
 - c) Rancho Peñasquitos Branch Library – Contactless Open and Virtual events: [https://sandiego.librarymarket.com/?branches\[764\]=764&branches\[442\]=442&branches\[417\]=417](https://sandiego.librarymarket.com/?branches[764]=764&branches[442]=442&branches[417]=417)
 - d) Rancho YMCA – Camps and Pools are now Open <https://www.ymcasd.org/programs>
 - e) PQ5K Fun Run – August 14, 2021, <https://pq5kfunrun.org/event-info.html>
- VI. **Administrative Matters 7:45 PM**
 - a) Agenda Modifications
 - b) Approval of outstanding Minutes 2020 – June, 2021
- VII. **Representative Reports: 7:50 PM *Some Representative may not be present– We will skip to the 1st available Visit online sites for updates until further notice**
 - a) San Diego Fire-Rescue Department, Battalion Chief Fry
 - b) San Diego Police Department, Northeastern Substation (Officer Julie Dragt: (jdragt@pd.sandiego.gov))
 - c) San Diego Mayor Todd Gloria, (Michaela Valk @ Mvalk@sandiego.gov)
 - d) U.S. Congressman 52nd District, Scott Peters (Jason Bercovitch: Jason.bercovitch@mail.house.gov) <https://scottpeters.house.gov/>
 - e) CA State Senator District 39, Senator Toni Atkins (Diana Lara: Diana.Lara@sen.ca.gov) <https://sd39.senate.ca.gov/district>
 - f) CA State 77th Assembly District, Member Brian Maienschein (Rik Hauptfeld: Rikard.Hauptfeld@asm.ca.gov) <https://a77.asmdc.org/>
 - g) San Diego County, District 3 Supervisor Terra Lawson, (Spencer Katz Spencer.Katz@sdcounty.ca.gov), <https://www.sandiegocounty.gov/content/sdc/bos/district3.html>
 - h) San Diego City Council, Fifth District Marni von Wilpert, (Jack Hoeprich: jhoeprich@sandiego.gov),
 - i) May Marni von Wilpert May Report <https://www.sandiego.gov/citycouncil/cd5>
 - i) San Diego City Council, Sixth District Chris Cates (Luis Pallerá LPallera@sandiego.gov) <https://www.sandiego.gov/citycouncil/cd6/staff/cate>
- VIII. **Public Commentary: 8:00 PM Limited to 3 minutes. No dialogue**
- IX. **Guest Speakers: None**
- X. **New Business 8:40 PM**
 - a) **New Board Assignments: Government Affairs – Dave DeVries, Local Rep. Friends of Peñasquitos Canyon-Ranessa Santos-Packard**
 - b) **Patriotic Laser Light Show Free Admission – Open to All**
 - c) **Redistricting Committee Letter of Transmittal Review**
- XI. **Committee/Representative Reports: 8:45 PM 3 minutes each**
 - a) Executive Reports: President, Secretary, Treasurer-Attached, Parliamentarian, VP

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- XII. Committee Reports**
- a) Community Partners & Events/Membership Committee – Kate Glenn: PR and Sponsorships June: 3.600, KUSI TV Segment 7/2/21
 - b) Fiesta – Kate Glenn - No report – Postponed
 - c) Government Affairs – Brian Reschke
 - d) Grants – Alan Gin – No Grants being written until further notice.
 - e) Safety & Health – Niel Mermento
 - f) Web~Print~Social Media – Kate Glenn & Darwin Villaruz – no report
 - g) Ad Hoc – Redistricting Committee 2021 – Ralph Peters – See attached
 - h) Ad Hoc – Ethics Committee. Tim Dougherty – See Attached.
 - i) Representative Reports
 - i) Community Leaders Forum (Jim Hogan) – No report
 - ii) Maintenance Assessment District (Brian Reschke) – submitting via email
 - iii) Parks & Rec Council (Theresa Gonzaga) – No Report
 - iv) Planning Board – (Tim Dougherty new rep)
 - v) Poway Unified School District – Jamal Felton
 - vi) Community School Collaborative (Roger Platt) –No meeting to report.
- XIII. Town Council Members Comments: 8:50 PM (3 minutes per person, no discussion)**
- XIV. Adjourn: 9:00 PM**
-

Thank you to our Platinum Community Partners:

City Commission for Arts & Culture

Roger Platt – Centurion Pest Control

Beth Kiernan - Bronze

Fox Graphics

Kate Glenn – Pawtails Petcare Platinum

Brian Reschke – PQ Properties Platinum

Jocelyn Lomahan – Home byJocelyn Platinum

Michael Jordan -Tesla Spoilers Platinum

Bridget Palomino Real Estate Platinum

Rancho de Los Peñasquitos Town Council Members for 2020-21

District 1 (Adobe Bluffs)

Kate Glenn (2022) **President**
Roger Platt (2023) **Treasurer**

District 5 (Park Village)

Beth Kiernan, (2023)
Timothy Dougherty (2022)

District 8 (Sunset Hills)

Theresa Gonzaga (2022)
Jamal Felton (2023) D8

District 2 (Canyon View)

Ranessa Santos-Packard (2022), **Secretary**

District 6 (Rolling Hills)

Brian Reschke (2022) VP

District 9 (Torrey Highlands)

Darwin Villaruz (2022)

District 3 (Deer Canyon)

Alan Gin, (2022) **Parliamentarian**

District 7 (Sundance)

Jim Hogan (2023)
Dave DeVries (2022)

Members at Large

Ralph Peters (2022) D1
Ehsan Khaleel (2022) D8
Matthew Megna, (2022) D7

District 4 (Los Peñasquitos)

Braden Overgard (2023)

RANCHO de Los PEÑASQUITOS TOWN COUNCIL

Community Service Since 1975

Active Committees & Current Members.

There is still room on these committees for you! Reach out join us making a positive difference for RP!

Community Partners/Fundraising/Membership – Kate Glenn, Chair, Brian Reschke. Zoom Mtgs scheduled for middle of the month around the 15th of each month, 1-2 hours. Contact us to get involved @president.rptc@gmail.com

Web, Print & Social Media

Monthly Zoom Mtgs scheduled for middle of the month around the 15th of each month, 1-2 hours or less. Contact us to get involved @ web.print.rptc@gmail.com

Community Events - Kate Glenn, Chair, Brian Reschke. Monthly Zoom Mtgs scheduled for middle of the month around the 15th of each month, 1-2 hours or less. Contact us to get involved @president.rptc@gmail.com

Banner District – Kate Glenn, Chair, Ralph Peters. Contact Kate Glenn @ president.rptc@gmail.com

Health & Safety – Niel Marmetto, Mike Shoecraft, Dennis Spurr. Fire Safety Seminars, Coyote Abatement and Health Fairs. Contact @web.print.rptc@gmail.com.

Adhoc – Re-Districting Committee – Ralph Peters, Chair, Kate Glenn, Beth Kiernan, Tim Dougherty, Matt Megna. Zoom Mtgs are held twice a month, 2nd and 4th Tuesdays of the month. Contact the Chair @ rptcredistrict21@gmail.com

Adhoc – Ethics Committee – Alan Gin, Chair, Members: Ranesa Santos-Packard, Jamal Felton, and Roger Platt

Executive Board – Monthly Meetings on **the 1st Tuesday** of the month via Zoom. Kate Glenn, President, Brian Reschke, VP, Alan Gin, Parliamentarian, Roger Platt, Treasurer.

FUTURE MEETING DATES: 1st Thursday of each month, Zoom Calls 7:30PM

Follow us on Facebook @rpcouncil, Instagram @RanchoPenasquitosTown, Twitter @rpcouncil

RANCHO de Los PEÑASQUITOS TOWN COUNCIL

Community Service Since 1975

Annual Community Events & Fundraisers

February

Valentines Happy Hour. Wine & Dessert Pairing (new 2022)
Street Banner Photo Shoot

March

Coyote & Rattle Snake Abatement Seminar

APRIL

Breakfast with the Council – Pancakes at Home Fundraiser.

May

Fiesta de Los Penasquitos – cancelled 2021, get your tickets for 2022
PQ Fun Run

June

Flag Day
Chili Cook Off Fundraiser

July

Music & Laser Light Show

September

Disaster Preparedness – Fire Safety & Health Fair
I love a clean RP Neighborhood cleanup competition

August

PQ 5K Fun Run

October

Spooktacular Halloween Drive-Thru Show, Tickets go on sale September 1st

November

Holiday Food Drive & Fundraiser

December

Cookies & Cocoa with Santa Drive-Thru and Gift Drive

Join the RPTC Today!

Become a Member, volunteer and support us today to continue to bring good things to our community now, and in the future.

- All events are currently modified to No Touch and or Drive-Thru due to COVID-19



San Diego Redistrict Commission

To Whom It Concern,

By way of introduction, my name is Ralph Peters. I am the subcommittee Chair of the Rancho Peñasquitos Town Council redistricting subcommittee.

The **purpose** of the **Rancho de los Peñasquitos Town Council** is to serve, represent, and promote the activities and interests of **all Rancho de Los Peñasquitos residents**. *The contents of this submission are not intended to personally represent the Rancho Penasquitos Town Council Board members. but are the results of a community survey conducted by the Rancho Penasquitos Redistricting subcommittee.* Our subcommittee has prepared an online survey regarding public opinion on the possibility of reuniting all contiguous neighborhoods in Rancho Penasquitos, Zip Code 92129.

The purpose of the survey was to ascertain Community feelings regarding the desire to be in one district that is comprised of the surrounding communities connected through the Poway Unified School District..

This letter summarizes the responses of 238 residents. Of these, just more than half (125) reside in the neighborhood of Park Village in the southern portion of Rancho Penasquitos (RP) and currently part of District 6. Just over a quarter of respondents have lived in RP for 20-30 years, with 17% having resided here for 30-40 years. A majority, 63%, are familiar with the outcome of the 2011 Redistricting effort, which split RP into two City Council districts. 197 participants (83%) are in favor of reuniting RP in the upcoming 2021 redistricting effort. Fully 95% of respondents would like to be part of a City Council district comprised of communities in Poway Unified School District (PUSD), with 90% saying they agree or strongly agree with this concept. 97% of those surveyed (231) are strongly opposed to being part of a District that includes Mira Mesa and Kearny Mesa and just one respondent was in favor (1 did not answer and 5 were undecided).

The survey will be open throughout the summer and updated results will be periodically provided to the San Diego Redistricting Commission.

To summarize, the Community response was overwhelmingly in support of (1) reunifying Rancho Penasquitos, and (2) Rancho Penasquitos remaining in a PUSD-

Rancho de Los Peñasquitos Town Council

POB 720783

San Diego CA 92172-0783

centric City Council district, with fellow Poway Unified communities such as Rancho Bernardo, Sabre Springs, and Carmel Mountain Ranch.

The survey questionnaire itself is attached as Ex. A. The precise breakdown of the data is attached as Ex. B.

We would be happy to discuss in public session any questions the Commission may have regarding the above.

Respectfully submitted for your consideration,

Rancho Penasquitos Redistricting Subcommittee

Encl: Survey; Survey Results

**Conflict of Interest and Compensation Policy of the
Rancho Peñasquitos Town Council
("the Organization")**

I. Overview

1. Purpose

The purpose of this Conflict of Interest Policy (the "Policy") is to protect the Rancho Peñasquitos Town Council's (the "Organization") interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This Policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

2. Why is a policy necessary?

As a nonprofit, charitable organization, the Organization is accountable to both government agencies and members of the public for responsible and proper use of its resources. Directors, officers, and employees have a duty to act in the Organization's best interests and may not use their positions for their own financial or personal benefit.

Conflicts of interest must be taken very seriously since they can damage the Organization's reputation and expose both the Organization and affiliated individuals to legal liability if not handled appropriately. Even the appearance of a conflict of interest should be avoided, as it could undermine public support for the Organization.

3. To whom does the policy apply?

This policy applies to all directors, board members, officers, and key persons (“Interested Person”).

II. Definitions

1. **Interested Person.** Any director, board member, officer, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined herein, is an interested person.
2. **Financial Interest.** A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement;
 - b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement; or
 - c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.
 - d. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.
3. **Related Person.** A Related Person is a director, officer or key person of the Organization or any affiliate of the Organization, or a relative of any director, officer, key person, Board member of Organization.

III. Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose to the best of his or her knowledge the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement. The interested person must disclose as soon as he or she becomes aware of the financial interest and always before any actions involving the potential conflict are taken. Submit a signed, written statement disclosing all the material facts to the **Ethics Committee.**

2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedure for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest. When a matter involving a conflict of interest comes before the board, the board may seek information from the director, officer, or key person with the conflict prior to beginning deliberation and reaching a

decision on the matter. However, a conflicted person shall not be present during the discussion or vote on the matter and must not attempt to influence improperly the deliberation or vote.

- b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflict of Interest Policy

- a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

IV. Minutes and Record of Proceedings

1. The minutes of the governing board and all committees with board delegated powers shall contain:
 - a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
 - b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
2. After there has been disclosure of a potential conflict and after gathering any relevant information from the concerned director, officer or key person, the committee shall determine whether there is a conflict of interest. The director, officer or key person shall not be present for deliberation or vote on the matter and must not attempt to improperly influence the determination of whether a conflict of interest exists.
3. In determining whether a conflict of interest exists, the committee shall consider whether the potential conflict of interest would cause a transaction entered into by the Organization to raise questions of bias, inappropriate use of the Organization's assets, or any other impropriety.
4. A conflict always exists in the case of a **related party transaction** – a transaction, agreement, or other arrangement in which a **related party** has a financial interest and in which the Organization or any affiliate of the Organization is a participant.

a. A transaction is not a related party transaction if:

- (1) the transaction, or the related party's financial interest in the transaction, is de minimis;
- (2) the transaction would not customarily be reviewed by the board or the boards of similar organizations in the ordinary course of business and is available to others on the same or similar terms; or
- (3) the transaction constitutes a benefit provided to a related party solely as a member of a class of the beneficiaries that the Organization intends to benefit as part of the accomplishment of its mission (and that benefit is available to all similarly situated members of the same class on the same terms).

b. Additional Procedures for Addressing Related Party Transactions

- (1) The Organization may not enter into a related party transaction unless, after good faith disclosure of the material facts by the director, officer or key person, the board or a committee authorized by the board determines that the transaction is fair, reasonable and in the Organization's best interest at the time of such determination.
- (2) If the related party has a substantial financial interest, the board or authorized committee shall:
 - (a) prior to entering into the transaction, consider alternative transactions to the extent available;

(b) approve the transaction by a vote of not less than a majority of the directors present at the meeting; and

(c) contemporaneously document in writing the basis for its approval, including its consideration of any alternative transactions.

5. If the committee determines that there is a conflict of interest, it shall refer the matter to the board of directors (“board”).

V. Prohibited Acts

The Organization shall not make a loan to any director, board member, or officer.

VI. Annual Conflict of Interest Disclosure Statement

Each director, principal officer, board member, and member of a committee with governing board delegated powers shall annually sign the Conflict of Interest Disclosure Statement as found in this Policy, which affirms such person:

- (1) Has received a copy of this Policy;
- (2) Has read and understands this Policy;
- (3) Has agreed to comply with this Policy; and
- (4) Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

Rancho Peñasquitos Town Council
Conflict of Interest Disclosure Statement

By signing below, I affirm that:

1. I have received and read a copy of the Conflict of Interest and Compensation Policy;
2. I agree to comply with the policy;
3. I have no actual or potential conflicts as defined by the Policy or if I have, I have previously disclosed them as required by the policy or am disclosing them below.

Disclose here, to the best of your knowledge:

1. any entity in which you participate (as a director, officer, employee, owner, or member) with which the Organization has a relationship;
2. any transaction in which the Organization is a participant as to which you might have a conflicting interest; and
3. any other situation which may pose a conflict of interest.

Name: _____

Position: _____

Signature: _____

Date: _____

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1 **ARTICLE I –GENERAL**

2
3 **Section 1. Name**

4 (a) The name of this organization is the RANCHO de los PEÑASQUITOS TOWN COUNCIL, INC., hereafter
5 referred to as the Town Council.

6 **Section 2. Purpose**

7 (a) The purpose of the Town Council is to serve, represent, and promote the activities and interests of
8 all Rancho de los Peñasquitos residents. As a forum for discussion and resolution of community issues, the
9 Town Council will communicate ideas, recommendations, and/or concerns that impact Rancho de los
10 Peñasquitos to the residents, other community organizations, private and commercial interests, city, county,
11 and state agencies and other affected parties as may be appropriate.

12 **Section 3. Limitations**

13 (a) The Town Council shall refrain from supporting any partisan, sectarian, or special interests,
14 including the publishing and distribution of statements in favor of or opposed to such interests. This is not to
15 be construed as a limitation upon fund-raising efforts, solicitation of advertising, taking a position on an issue
16 of concern to the community, or encouragement to neighborhood and special area groups in the promotion
17 and advocacy of their own interests as they see them, but rather, it is to prevent inappropriate favoritism or
18 bias.

19 (b) Members of the Town Council, hereafter referred to as Council Members, shall not officially use
20 their status in dealing with any other person, group, entity, or interest unless specifically authorized by the
21 Town Council to do so. This does not restrict Council Members from identifying themselves as members of the
22 Town Council, but rather restricts Members from making unauthorized representations that suggest or imply
23 official Town Council positions.

24 (c) Members of the Town Council shall refrain from any activity that would be a Conflict of Interest
25 (COI) to the betterment of the Town Council and the Community. Members shall read, understand, and accept
26 the "Conflict of Interest and Compensation Policy of the Rancho Peñasquitos Town Council", attached as
27 Appendix Item 1. Members shall sign the "Conflict of Interest Disclosure Statement" and deliver completed
28 form to the Secretary within 30 days of installation and annually thereafter, for recordation, archival, and
29 transmittal to appropriate entities.

ARTICLE II -ORGANIZATION

Section 1. Principal Office

(a) The Town Council will maintain its office, if any, in Rancho de los Peñasquitos, City of San Diego, County of San Diego, State of California.

Section 2. Meetings

(a) The Town Council is comprised of duly elected and appointed representatives from designated districts within Rancho de los Peñasquitos. Official business will routinely be conducted at regular or special meetings of the Town Council, at regular or special meetings of the Executive Committee, and at meetings of the other committees that may be established by the Town Council. As appropriate, the Town Council will provide direction to, and receive reports from the Executive Committee, other committees, and advisory representatives.

(b) Regular meetings of the Town Council will be held monthly at a prior noticed time and at a public place. Council Members will normally be advised of the next regular meeting at the prior meeting. A reminder notice, containing projected agenda items and any changes, will be forwarded by email to arrive prior to the scheduled meeting, whenever practical.

(c) Special meetings of the Town Council may be called by the President, the Executive Committee, or at the request of five (5) or more duly seated Council Members. In case of the latter, the Executive Committee Members will be notified by written request indicating the purpose of the special meeting and containing the signatures of those so requesting. Upon receipt of a valid request for a special meeting, the President and/or Executive Committee will schedule a meeting within fourteen days (14) and notice all Council Members of the meeting and purpose at least seven days (7) prior to that meeting. These meetings may be held utilizing a teleconference, web conference, or other technology used to facilitate communication when all members cannot attend in person.

(d) A quorum, defined as forty percent (40%) of duly seated members, is required to conduct Town Council or Executive Committee business. Subject to the preceding, the Town Council or Executive Committee may continue to transact business until adjournment, regardless of the departure of members leaving less than a quorum, as long as any action taken is approved by at least a majority of the members required to constitute a quorum.

(e) All regular meetings of the Town Council will be open to the public.

(f) Robert's Rules of Order Revised will govern procedural conduct of the Town Council's regular meetings unless otherwise prescribed in the bylaws or specified by the Town Council.

(g)(1) The President may hear a motion and call for a vote by email from all the Town Council members. This procedure shall only be used for issues deemed urgent. The urgent determination shall be made by the majority vote of the Executive Committee.

(2) The President will open the floor to hear a motion via email to all Town Council members. Upon any member moving to take action and it being seconded by a member of the Executive Committee, the motion will be restated by the President with a definition of the date and time for discussion, closing debate and submission of votes.

(3) The motion will follow Robert's Rules of Order for seconding and discussion but amendments to the main motion will not be allowed. Parliamentary procedures known as secondary and/or subsidiary motions, including but not limited to laying the motion on the table, postponing the question for a specific time or division of the question are not allowed.

Section 3. Elected and Appointed Membership

(a) Council Members will be duly elected or appointed representatives of their respective districts within Rancho de los Peñasquitos as prescribed in Articles III and IV. It is the responsibility of Council Members to represent and communicate the interests and concerns of their district in relation to the broaderscope of the total community.

(b) Total Council membership shall not exceed 16 Elected Members and 8 Appointed Members.

(c) Elected Members. No more than two (2) Council Members will be elected to represent each district. Elected Members shall be seated at the regular June meeting immediately after the May election results are certified. The term of office for Elected Members shall commence on July 1 and shall conclude either one or two years later, on June 30, as explained in Article III.

(d)(1) Appointed Members. In addition to any Elected Members, the Town Council may select up to eight (8) Appointed Council Members to serve until the end of the fiscal year. The appointed members will serve the community "at large."

(2) In selecting Appointed Members, preference shall be given to candidates who ran for election but did not receive sufficient votes to win in their respective districts. If multiple candidates for appointment meet that description, preference shall be given to the candidates who received the most votes at the election.

(3) No more than two (2) Appointed Council Members may be from the same district.

(4) Appointed Council Members shall be seated at the regular July meeting or at any regular meeting thereafter. The term of office for Appointed Members shall begin no earlier than the date of the regular July meeting or any time thereafter and shall conclude on the date of the regular July meeting of the following year.

(e) Voting. Elected and Appointed Members shall each have one vote on all issues brought before the

Town Council. Execution of proxies is specifically prohibited.

Section 4. Officers and Executive Committee

(a) At the regular meeting in June, Elected Members will be formally seated and recite a Statement of Commitment. Immediately following will be the nomination and election of Officers for the coming fiscal year. All Officer positions commence on July 1 and conclude on June 30 of the following year. The office of President must be filled by an Elected Council Member. Council Members elected according to Article III are eligible for nominations and elections to the Officer vacancies. After each Officer position has been balloted and filled to the extent possible by elected Council Members, Officer vacancies may be filled by appointed members at the July regular meeting.

(b) Officer elections will be by secret ballot, after nominations from the floor. Only duly seated Council Members for the coming fiscal year may nominate, be nominated and vote. The President, Vice President, Treasurer, Secretary, and Parliamentarian will be elected in that order.

(c) Officers are elected by a simple majority of the quorum present. A tie vote will be resolved by a re-vote and include only those actually involved in the tie. If after a re-vote, the tie is not resolved, the President or Presiding Officer will cast the tie-breaking vote.

(d) The President, barring unexpected vacancy, will preside over the Town Council for the duration of the fiscal year and/or until a new President is duly elected and takes office. He/She will perform all the usual and customary duties and assume all the responsibilities normally associated with the position of a chief executive. The President will serve as the chair of the Executive Committee. The President will be responsible for setting meeting agendas and will send to all Town Council members a tentative meeting agenda no less than 72 hours prior to the scheduled meeting. Any member of the Town Council may request that an item be placed on the agenda. The President will be responsible for the receipt of and reply to routine correspondence.

(e) The Vice President, in the absence of the President, will perform the duties and assume the responsibilities of President. When necessary, the Vice President shall perform the duties and assume the responsibilities of any Officer who is absent or unable to perform his/her duties during a regular meeting. He/She, barring unexpected vacancy, will serve for the duration of the fiscal year and/or until a new Vice President is duly elected. The Vice President will serve as a member of the Executive Committee.

(f) The Treasurer, also known as the Financial Secretary, will maintain the financial records for all business transacted by the Town Council and, barring unexpected vacancy, will serve for the duration of the fiscal year and/or until a new Treasurer is duly elected. He/She will perform all the usual and customary duties and assume all the responsibilities normally associated with the position, including, but not limited to, receiving funds for deposit, distributing checks for expenses, maintaining accounts, preparing an annual budget, presenting current financial status updates, preparing an annual tax return, and conducting an annual

1 records inspection. On the approval of the Executive Committee, the Treasurer has the authority to disburse
2 expenses up to a maximum of \$200. Expenses over \$200 must be approved by the Town Council except as
3 funds pertain to necessary expenditures, i.e., Insurance, Town Council approved debts, or Income Taxes. Funds
4 dispersed by approval of the Executive Committee shall be verbally disclosed at the next regular meeting as
5 part of the Treasurer's monthly report. The Treasurer will serve as a member of the Executive Committee.

6 (g) The Secretary will keep a complete record of the proceedings of the Town Council and Executive
7 Committee and, barring unexpected vacancy, will serve for the duration of the fiscal year and/or until a new
8 Secretary is duly elected. He/She will perform all the usual and customary duties and assume all the
9 responsibilities normally associated with the position, to include recording and distribution of minutes and
10 maintenance of official record files. The Secretary will serve as a member of the Executive Committee.

11 (h) The Parliamentarian, barring unexpected vacancy, will serve for the duration of the fiscal year
12 and/or until a new Parliamentarian is duly appointed. He/she will perform all the usual and customary duties
13 and assume all the responsibilities normally associated with that position. The Parliamentarian serves as a
14 member of the Executive Committee.

15 (i) The Executive Committee is comprised of the President, Vice President, Treasurer, Secretary, and
16 Parliamentarian. It will perform all the usual and customary duties and assume all the responsibilities normally
17 associated with such a committee, to include the power to take action on urgent matters subject to later
18 ratification by the Town Council, resolve administrative details, approve expenditures up to \$200 as authorized
19 in subdivision (f), recommend committee establishment to the Town Council for approval, meet with residents
20 and other interested parties, and execute the policies of the Town Council. All Executive Committee Members,
21 barring unexpected vacancy, will serve for the duration of the fiscal year and/or until a new Executive
22 Committee is duly elected and/or appointed.

1
2 **Section 5. Committees, Advisory Representatives, and Special Positions**

3 (a) Standing Committees are those required to carry out the routine business of the Town Council.

4 (b) Ad Hoc Committees will be designated from time to time to address special purposes or activities
5 of the Town Council and will terminate upon completion of that special purpose or activity.

6 (c)(1) Groups requiring Advisory Representatives may include, but are not limited to: Maintenance
7 Assessment Districts, Rancho Peñasquitos Planning Board, Rancho Peñasquitos Park & Recreation Council,
8 Miramar Community Leaders Forum, School Community Policing Program Collaborative, Poway Unified School
9 District, and Re-Districting Commission.

10 (2) The President will appoint representatives subject to approval of the Town Council.

11 (3) Representatives will attend required meetings, accurately represent the Town Council position
12 on issues of consideration, and report actions, recommendations, and other matters of interest at the regular
13 meetings of the Town Council.

14 (d)(1) Special Positions may be designated from time to time to satisfy specific requirements of the
15 Town Council. They may include, but are not limited to, positions such as Historian.

16 (2) The President will appoint members to these positions and prescribe duties, responsibilities, and
17 authority subject to the approval of the Town Council.

1 **ARTICLE III-ELECTIONS**

2
3 **Section 1. Filing Procedures**

4 (a) Candidate declaration forms will be made available from the Elections and Appointments
5 Committee sixty days (60) prior to each scheduled election. Filing will close, and forms must be received by
6 the Elections and Appointments Committee, no later than fourteen (14) days prior to the announced date of
7 the election.

8 (b) Declaration forms will include the name of the candidate, current residence address, listing of the
9 candidate's qualifications, manner in which the candidate's name and identification is to appear on the ballot,
10 and a signed statement that the candidate is of legal age and will have resided in the district for which
11 nomination is being filed a minimum of thirty days (30) prior to the election date.

12 (c) The Elections and Appointments Committee will verify all declaration forms and notify applicants
13 of their acceptance/rejection as a candidate no later than seven (7) days prior to the election date. Failure to
14 satisfy age or residency requirements will be the only grounds for rejection.

15 **Section 2. Ballot Preparation**

16 (a) The Elections and Appointments Committee will prepare and publicly post a notice of election, to
17 include a list of candidates by district and a statement of candidate qualifications, no later than seven (7) days
18 prior to the election date. Notice will be by public posting, such as local media, posting on the Town Council
19 website and any method deemed appropriate by the Elections and Appointments Committee.

20 (b) Regular ballots will be prepared and made available from the Elections and Appointments
21 Committee at the prior noticed public polling location(s) on Election Day.

22 (c) All ballots will list the candidate names by district with identification not exceeding four (4) words
23 designating each candidate's principal profession, vocation, and/or occupation.

24 (d) Order of candidate names under each district will be randomly determined by the Elections and
25 Appointments Committee.

26 **Section 3. Election Procedures**

27 (a) Election Date. The Town Council will schedule the annual election of members during the annual
28 Fiesta or on another day(s) if approved by a majority of council members.

29 (b) Terms of Office. Election will normally be for a two year (2) term, with each district electing one
30 member each year. In the case of unexpired vacancies occurring prior to the annual election, two members will
31 be elected from the affected district(s) during the annual election, the one receiving the highest number of

1 votes for the two year (2) term and the one receiving the second highest number of votes for the remaining one
2 year (1) unexpired term.

3 (c) Districts. Voting districts will be those geographical areas within Rancho Peñasquitos that the
4 Town Council shall establish from time to time to reflect equitable representation of all residents. The Elections
5 and Appointments Committee will recommend, and the Town Council must approve, any changes to existing
6 districts at least sixty days (60) prior to the annual election. In the event any redistricting impacts seated
7 Council Members, those so affected will serve the balance of their terms and retain all authority and
8 responsibilities of office.

9 (d) Polling places will be located at one or more publicly accessible sites within Rancho de los
10 Peñasquitos as deemed appropriate by the Town Council. The date, times, and polling site(s) will be noticed to
11 the public no later than seven days (7) prior to the election. Polls will be open no less than six hours (6), with
12 at least two (2) of those hours after 5:00 p.m. if the election is scheduled on a weekday.

13 (e) The candidate receiving the highest number of votes cast by legal residents will be considered the
14 winner. In case of a tie vote, the winner(s) will be determined by lottery.

15 (f) Write-in candidates are not allowed under any circumstances.

16 (g)(1) Unofficial election results will be publicly posted within twenty-four (24) hours after the
17 election. Results will not be considered official until verification of all votes by the Elections and Appointments
18 Committee and approval by the Town Council at the June meeting following the election.

19 (2) The Town Council will validate election results and resolve any tie votes by lottery at the next
20 regular meeting following the annual election.

21 (3) Winning candidates will be formally seated at the regular meeting in June, with their term of office
22 commencing on July 1.

1 **ARTICLE IV-VACANCIES**

2
3 **Section 1. General**

4 (a) Vacancies on the Town Council may occur from time to time due to resignation, death or
5 incapacitation, removal for cause, or move from Rancho Peñasquitos.

6 (b) When a vacancy occurs, the Town Council may appoint a qualified individual to fill the vacancy
7 until the term end per Article III.

8 (c) If there is a vacant Elected Member position in a district, priority for filling that position shall be
9 given to Appointed Members from that district. When a vacancy occurs in an Officer, Committee, Advisory
10 Representative, or Special Position, the vacancy will be filled in accordance with procedures prescribed for in
11 Article II, Sections 4 and 5.

12 **Section 2. Resignation**

13 (a) A Council Member may resign his/her position on the Town Council and/or any other position on
14 the Town Council at any time.

15 (b) Any Member wishing to resign should deliver a letter of resignation to the President. If the
16 President wishes to resign, he/she should deliver a letter of resignation to the Secretary. Effective date of
17 resignation will be the date of receipt unless a later date is specified in the request.

18 **Section 3. Death or Incapacitation**

19 (a) Upon the death or legal incapacitation of a Council Member, a vacancy will immediately exist in
20 any and all positions held by the affected member.

21 (b) The Secretary will be responsible for certifying the vacancy and notifying the Town Council at the
22 next regular meeting.

23 **Section 4. Removal for Cause**

24 (a) A Council Member may be removed for cause from his/her position on the Town Council and/or
25 any other position at any time by a two-thirds (2/3) vote of all duly seated Council Members, less the affected
26 member. Effective date of such removal will be immediate.

27 (b) Council Members are expected to attend all meetings of the Town Council and may be considered
28 for removal upon non-attendance at two meetings in one fiscal year without valid reason and prior notice to
29 one of the five duly elected Town Council Officers or upon non-attendance for any reason at four or more
30 meetings in one fiscal year. After 3 missed meetings for any reason, excused or not, the Secretary will

1 notify the Council Member via email, reminding them of the attendance policy and the possibility of
2 removal from the Town Council with the next missed meeting.

3 (c) Any Council Member may request the removal of another at any time by specifying in detail the
4 basis of cause.

5 (d) "For cause" includes cases of chronic non-attendance at meetings, incompetence, malfeasance,
6 moral turpitude, and criminal conduct, violation of Town Council Articles of Incorporation and Bylaws, and/or
7 offense under the State of California Non-Profit Corporation Law.

8 (e) Council Members are entitled to defend in person a removal for cause request, when practical. If
9 not at the meeting when the original request is made, the issue will be continued and the concerned member
10 will be notified by mail of the request, a summary of the basis for such a request, and given the option to be
11 heard at the next regular meeting.

12 (f) A Council Member removed under this section will not be eligible to be considered for any position
13 on the Town Council for a minimum period of 12 consecutive months.

14 **Section 5. Change of Member Residence**

15 (a) In the event a Council Member moves outside the boundaries of Rancho de los Peñasquitos, a
16 vacancy will immediately exist in any and all positions held by the concerned member.

17 (b) In the event a Council Member moves from one district to another within the boundaries of Rancho
18 Peñasquitos, the concerned member will retain his/her positions until the next scheduled election, at which
19 time the Council Member must stand for election, if so desired, in the new district and any unexpired term in
20 the old district will be filled by a qualified candidate during the election.

1 **ARTICLE V–FINANCE**

2
3 **Section 1. Fiscal Year**

4 (a) The Town Council fiscal year will be July 1 to June 30.

5 **Section 2. Operating Funds**

6 (a) All funds necessary for the routine operation and administration of the Town Council will be raised
7 by donation or other public fund-raising methods.

8 (b) Approved expenditures paid by check require the signature of two of the five duly elected Town
9 Council Officers. In case of incurred expense reimbursement to an Officer, two other Officers must sign the
10 authorization. Approved expenditures may be paid by methods other than check (i.e. debit card, or PayPal
11 account) only upon approval of the Executive Committee.

12 **Section 3. Remuneration**

13 (a) No Council Member or other committee member may receive any remuneration for services
14 rendered, with the exception of directly incurred expenses, and then only upon the approval of the Executive
15 Committee or Town Council as appropriate.

16 **Section 4. Inspection of Financial Records**

17 (a) The financial records shall be inspected and approved at least annually by the Executive
18 Committee. For purposes of that inspection and approval, the Treasurer shall not be allowed to vote to approve
19 his/her own work.

20 (b) Upon election of a new Treasurer, the new Treasurer shall inspect the financial records and make
21 a full report to the Town Council of the results of such inspection no later than the second regular meeting after
22 his/her election. The new Treasurer may conduct his/her inspection with the assistance of other Council
23 Members if he/she so chooses. The former Treasurer may answer questions regarding the financial records,
24 but may not otherwise be involved in the new Treasurer's inspection.

25 (c) The Town Council may vote to convene an Audit Committee to inspect the financial records at any
26 time.

27 **Section 5. Distribution of Assets**

28 (a) The Town Council does not contemplate pecuniary gain or profit, and moneys or other items of
29 value received by the Town Council shall not pass to any Council Member or other individual for personal
30 use. In the event of dissolution or liquidation of the Town Council, any and all surplus capital or assets will be

1 donated to a non-profit fund, foundation, or corporation which is organized and operated exclusively for public
2 service and/or charitable purposes within Rancho de los Peñasquitos and which has established tax exempt
3 status under Section 501(c)(3) of the Internal Revenue Code as may be deemed appropriate by the Town
4 Council.

1 ARTICLE VI-AMENDMENTS TO THE BYLAWS

2

3 **Section 1. General**

4 (a) The bylaws may be adopted, or amended, or repealed by the Town Council provided such does not
5 curtail the rights of Rancho de los Peñasquitos residents to elect their representatives at a community- wide
6 election and does not conflict with the Articles of Incorporation or with the State of California Non- Profit
7 Corporation Law.

8 **Section 2. Procedure**

9 (a) All proposed changes to the bylaws must be submitted in writing to the Bylaws Committee for
10 review. The Bylaws Committee will duplicate the proposed amendment(s) and present copies to all Council
11 Members, with any recommendation of the committee at the next regular meeting of the Town Council. Unless
12 waived by unanimous consent, the vote on proposed amendments will be scheduled at the regular meeting
13 following distribution by the Bylaws Committee. Adopting, amending, or repealing the bylaws requires a two-
14 thirds (2/3) vote of all duly seated Council Members.

15

1 Appendix

2 Item 1. Conflict of Interest and Compensation Policy and Statement of Disclosure

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CERTIFICATION OF BYLAWS

I certify that the foregoing is a true and correct copy of the Bylaws of the Rancho de los Peñasquitos Town Council, Inc. duly amended and adopted by the Town Council on October 3, 2013.

Cynthia Macshane
Secretary (Print Name)

Cynthia Macshane
Secretary (Signature)

2/5/2015
Date

Revised February 5, 2015

Rancho Penasquitos Town Council Bylaws Committee Update

July 1, 2021

Outline

- Provide information on committee activity thus far
- Provide information and **recommendation** for adding Conflict of Interest Policy and Statement of Disclosure to the Bylaws

Committee Activity

Created at June 3rd Council Meeting

3 meetings (1 Organize, 2 working)

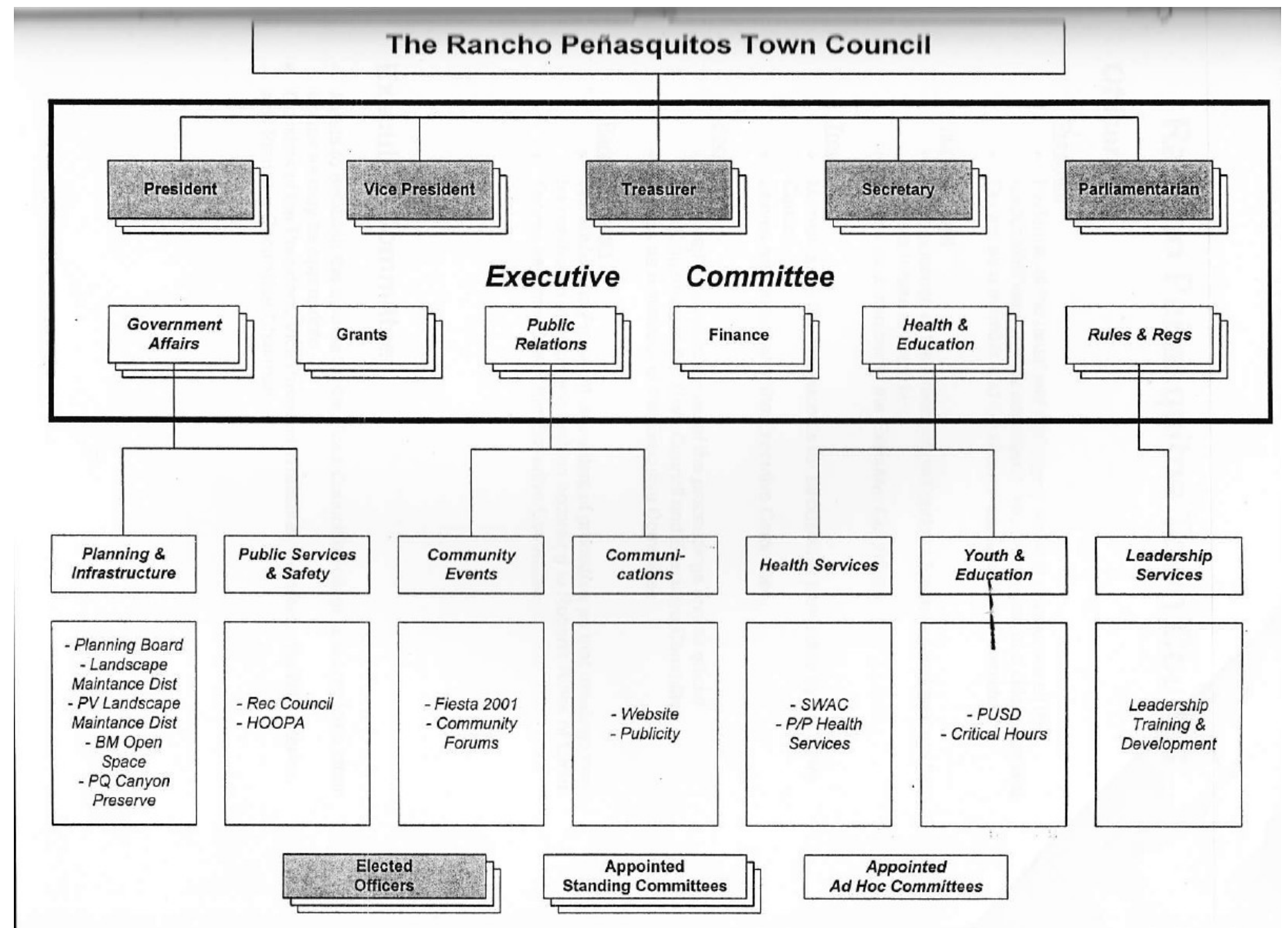
- Organize – Chairman Tim Dougherty
- Discovery – requested and accumulated all available documents
- Work on Conflict of Interest
- Discussed Districts and Member representation




Prioritized Approach

1. Focus and complete COI & District/Member Discrepancy (Torrey Highlands East)
2. Move on to all other organization, committee alignment, clarification, and updating
 - Formalize all changes together (in advance of next elections) or phase them

Historical Organizational Chart

- This is not currently part of the Bylaws or Standing Rules
- Opportunity to re-align and refine the committees



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- 
- **Formalize the Town Council core values, policies and procedures.**
 - Create "Standing Rules" to be attached to the Bylaws that would include procedures; property and locations; and the roles, responsibilities and definitions of committees, chairmen, and representatives.
 - Establish a stronger communication network within the Council via the phone tree and e-mailing of information out to members.
 - Provide an Annual Leadership Workshop to educate members as to who the Town Council is and what it does.
 - Producing a packet/binder that would include Bylaws, Standing Rules and other pertinent materials such as what the reps and committees are and what they do and information for each Town Council Member, Officer, and Chairman.
 - Continue to make our Town Council be strong regardless of any obstacles that will come our way-we have to solve it together-for there is no problem on this planet that can't be solved.
 - Continue the respects to each of the Town Council by respecting and hearing of what each and everyone of us wants to voice out (with limits)
 - Commitment to excellence through sincerity, personal integrity, courtesy, wisdom and charity.
 - Improve the communication within the Town Council.

Committee: Bylaws

Current Bylaws

ARTICLE VI-AMENDMENTS TO THE BYLAWS

Section 1. General

(a) The bylaws may be adopted, or amended, or repealed by the Town Council provided such does not curtail the rights of Rancho de los Peñasquitos residents to elect their representatives at a community-wide election and does not conflict with the Articles of Incorporation or with the State of California Non-Profit Corporation Law.

Section 2. Procedure

(a) All proposed changes to the bylaws must be submitted in writing to the Bylaws Committee for review. The Bylaws Committee will duplicate the proposed amendment(s) and present copies to all Council Members, with any recommendation of the committee at the next regular meeting of the Town Council. Unless waived by unanimous consent, the vote on proposed amendments will be scheduled at the regular meeting following distribution by the Bylaws Committee. Adopting, amending, or repealing the bylaws requires a two-thirds (2/3) vote of all duly seated Council Members.



Conflict of Interest (w/Ethics Committee)

Draft version of the Policy and Statement of Disclosure was provided by the Ethics Committee

Recommended Changes

- *RPTC-Revised-Bylaws-v2015-1, v2021r28*
- **Article I, Section 3c** add verbiage regarding COI
- Add **Appendix List**
- Include COI Document referenced in Appendix as Item 1
 - *Draft Conflict of Interest Policy RPTC, v2021r28*
 - **Section III, 1** – Contains verbiage regarding “**Conflict of Interest Committee**”. This must be aligned with either the **Rules and Regulations Committee, Bylaws Committee, or Ethics Committee**. Proper alignment must be settled first.

Conflict of Interest

RPTC-Revised-Bylaws-v2015-1, v2021r28

- Add to Article I, Section 3(c)

24 (c) Members of the Town Council shall refrain from any activity that would be a Conflict of Interest
25 (COI) to the betterment of the Town Council and the Community. Members shall read, understand, and accept
26 the "Conflict of Interest and Compensation Policy of the Rancho Peñasquitos Town Council", attached as
27 Appendix Item 1. Members shall sign the "Conflict of Interest Disclosure Statement" and deliver completed
28 form to the Secretary within 30 days of installation and annually thereafter, for recordation, archival, and
29 transmittal to appropriate entities.

Conflict of Interest

- Add Appendix after Article VI

| | |
|---|--|
| 1 | Appendix |
| 2 | Item 1. Conflict of Interest and Compensation Policy and Statement of Disclosure |
| 3 | |
| 4 | |

Conflict of Interest

Draft Conflict of Interest Policy RPTC, v2021r28

- Change “Conflict of Interest Committee” to “Ethics Committee”

III. Procedures

1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose to the best of his or her knowledge the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement. The interested person must disclose as soon as he or she becomes aware of the financial interest and always before any actions involving the potential conflict are taken. Submit a signed, written statement disclosing all the material facts to the **Ethics Committee**.

Next Month

- Recommendation for Districts/Members
- Other recommendations