

SOUTH OF MARKET PROJECT AREA COMMITTEE
1035 Folsom Street
San Francisco, CA 94103
Phone: (415) 487-2166 FAX: (415) 487-2169
August 18, 1997 6:00 PM

Meeting Participants:

Members Present: L. Wayne Batmale, Jim Berk, Marty Cerles, Marlies Hensel, Martin Herling, Edwin Jocson, Don Marcos, Janet Norman, Amelita Pascual, Rick Patel, Charles Range, Jeff Roth, Antoinetta Stadlman, John Stevens and Willis Warner

Members Absent: Amy Bayley, Jackie Benjamin, Roselyn Calangian, Eric McDougall and Nick Patel

Guests: Helen Jun, Alicia Duke, Claudia Viek, Teresa Vergel and Chris Reyes

Staff: Michael Kaplan and Gaynelle Armstrong

Interim **Chair Warner** began the meeting at 6:45 with a roll call and asked for approval of the agenda. There was a discussion as to whether the item for a staff report on the status of the Federal Office Building should be discussed because the Bylaws had not yet been approved. After some debate, it was moved, seconded and unanimously approved to hear the report.

The minutes of July 21 were approved as written. There were several corrections to the minutes of August 5: 1) **Mr. Warner** should always be referred to as Interim Chair; 2) page 2, change Bylaws subcommittee to Bylaws committee; 3) correction on page 4, change phrase "it was incorrectly stated that" to "it was stated that"; 4) Page 4; add the phrase "There was no action taken on the resignation" regarding the statement of **Mr. Berk** that he was resigning as Chair of the Bylaws committee. Page 4; change the phrase "in an unrelated matter" to "in a related matter" regarding a statement from **Ms. Pascual** on CBO voting in the PAC election. The minutes were then approved as corrected.

Agenda Item 1. Federal Office Building

Mr. Kaplan reported that the Redevelopment Agency had acted to recommend to the Board of Supervisors, merging of the Federal Office Building Redevelopment Project Area with the Golden Gateway and South of Market Merged Redevelopment Project Areas. The matter was introduced at the Board meeting of August 18, was referred to Committee and will go back to the Board for further action on September 22nd.

At the Agency meeting, representatives from the Mid Market PAC requested that if the project areas were not merged, that the proposed site for the Federal Office Building remain in the Mid Market Survey Area. Also at the Agency meeting, **Pam Duffy**, an attorney with Coblenz, McCabe and Bryer, argued that the area did not meet the test of blight in order to be a redevelopment project. She stated that the appraisal of the value of the property was significantly less than a standing offer to purchase the property. There was also discussion at the Agency meeting on parking requirements and height limitations being imposed.

There was no further discussion on the matter. At this time **Mr. Kaplan** excused himself from the meeting and asked **Ms. Armstrong** to assume staff responsibilities.

Agenda Item 2. Business Cards

Mr. Berk requested that PAC members be provided business cards. Discussion ensued with regard to whether: 1) it was appropriate to discuss this matter and 2) whether it was appropriate to issue business cards prior to the time when a PAC budget is approved, a PAC office is established and PAC expenditures are authorized. After further discussion a motion was made to request the Agency to issue business cards similar to the sample shown at a prior meeting, by **Mr. Kaplan**, to those members of the PAC who wish them and with information of their choice. An amendment was offered which suggested that the card should also include central information pertaining to the PAC. The amendment was accepted and the motion was made.

Motion: *“To approve the issuance of business cards for every member of the PAC to have their own name and phone number, mailing address as well as PAC office information when available.”*

Vote: **Unanimous** **Motion Passes**

Agenda Item 3. Reports of Special Action Committee

Interim **Chair Warner** read an announcement that was sent to the PAC members as the report of this committee. It mentioned 3 critical issues that must be handled by the PAC: 1) number of votes constituting a majority; 2) CBO representative attendance standards and 3) the need for PAC input to the job description for the administrative/coordinator consultant to be recruited by the Agency to serve the PAC.

With regard to the job description, **Mr. Warner** stated that when the present Finance/Resources Committee was established, their task did not include formulation of a job description for the administrative staff person. He asked if that was the will of the PAC and if the Committee agreed to the additional task. The response was positive to both questions and it was agreed that the Finance/Resource Committee would assume that task.

Agenda Item 4. Draft Bylaws

Discussion ensued on the issue of how many votes are needed to pass a motion. A compromise was offered that at least eight (8) or a majority of members present, whichever is larger, be required to approve a motion. Discussion ensued on the pros and cons of the compromise voting process. A clarification was made on the process in terms of the current PAC meeting, with 15 members present, that 1) to pass a motion requires 11 votes, 2) to pass the Bylaws requires 10 votes and 3) to change the Bylaws from requiring a simple majority of members present to 8, would require 10 votes.

Another suggested compromise called for a simple majority of members present plus one, be required to pass a motion. Several members stated their support for this idea. A motion was made.

Motion: *“Adoption of the by-laws requires a majority of 2/3 of the members present.”*

Vote: **Yes: 12** **No: 3** **Abstain: 0** **Motion Passes**

Another motion was made.

Motion: *“Approval of any motion requires a minimum of 8 votes, or a majority of members present, whichever is larger. “*

Vote: **Yes: 10** **No: 5** **Abstain: 0** **Motion Passes**

A motion was made and seconded.

Motion: *“That the entire Bylaws, as amended, are to be adopted.”*

A discussion ensued. A member expressed concern that many sections of the proposed Bylaws have not yet been discussed and may not incorporate all necessary changes citing specifically the composition of the Executive Committee (Article 4.2.1).

A member stated that the committee should adopt the Bylaws as proposed and amend them in the future if necessary.

Ms. Pascual stated that a problem with the Bylaws is that they were very specific and restrictive and that it might make better sense to adopt general Bylaws as a skeleton and add to them as necessary.

Vote: Yes: 9 No: 6 Abstain: 0 Motion Fails

Mr. Berk left the meeting at this time.

It was suggested that a special meeting of the PAC be held to discuss Bylaws only. Another member stated that adopting the Bylaws section by section would take more than one session.

Interim **Chair Warner** suggested two alternatives: 1) to leave the draft Bylaws as is and act on it or 2) go to a more simpler form of Bylaws and incorporate some of the specific elements of the current Bylaws at a later time.

A compromise motion was made and seconded to adopt all of Article 2 except 2.3.2.2 regarding community organization restrictions. The interim chair asked if it were the intention of the PAC to take up the Bylaws article by article. There was agreement that this should be done and the previous motion was withdrawn at the request of the Interim Chair. A motion was then made and seconded.

Motion: *“To take up the Bylaws article by article.”*

Vote: Unanimous Motion Passes

Interim **Chair Warner** asked that the PAC return to the prior withdrawn motion.

Motion: *“To adopt Article 2 in its entirety with the deletion of Article 2.3.2.2 regarding community organization restrictions.”*

Vote: Unanimous Motion Passes

A motion was made.

Motion: *“To have a special PAC meeting at which time only the Bylaws will be discussed and that prior to the meeting members of the PAC provide **Mr. Berk** with their comments in an effort to reach agreement.”*

Vote: Unanimous Motion Passes

It was determined that the special meeting be held prior to the regular PAC meeting of September 8th on either Monday August 25 or Thursday August 28 at 6PM at a location to be determined.

The motion was amended to allow those persons not able to attend the meeting to provide **Mr. Berk** with their comments. A notice of the meeting will be sent out. There was uncertainty as to whether the meeting would be open to other than PAC members. (It was subsequently determined that because the meeting was open to all PAC members, and because attending members may constitute a quorum, that it had to be considered a regular meeting with proper

noticing)

There was no further business and the meeting was adjourned at approximately 8:30 PM.

Respectfully submitted by: **Michael Kaplan.**

