

# access

## BOARD OF DIRECTORS SPECIAL MEETING

Monday, July 24, 2023

General Session: 11:00 a.m.

Closed Session: Immediately Following

Access Services Headquarters  
Council Conference Room, 3rd Floor  
3449 Santa Anita Avenue  
El Monte CA 91731

Long Beach Transit 1963 E Anaheim St Long Beach, CA 90813	3650 Fairland Boulevard Los Angeles CA 90043
Disabled Resource Center 2750 E Spring St # 100 Long Beach, CA 90806	

See \*Note below for remote public link.

### *MISSION STATEMENT*

*Access Services promotes access to all modes of transportation and provides quality and safe ADA paratransit service on behalf of public transit agencies in Los Angeles County.*

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	<u>DISPOSITION</u>
1. CALL TO ORDER	ACTION
2. BOARD OFFICER ELECTIONS (page 5) [Staff Recommendation: Elect officers to the Board of Directors as per the requirement of the Access Services Bylaws for an approximate one-	ACTION [Vote Required: Majority of quorum by voice vote for election of slate]

year term beginning July 24, 2023, and ending June 30, 2024 or the election of their successor, whichever last occurs.]

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| 3. | <b>GENERAL PUBLIC COMMENT</b>   | INFORMATION  |
| 4. | <b>CONSENT CALENDAR</b><br><br>a) Consideration to Approve Board and Standing Meeting Calendar Change (page 10)<br>[Staff Recommendation: Review and approve the revised Board and Standing Committee meeting calendar for 2023.]<br><br>[Staff Recommendation: Approve the Consent Calendar.]  | ACTION<br>[Vote Required: majority of quorum by roll call] |
| 5. | <b>NEW BUSINESS SUBSEQUENT TO THE POSTING OF THE AGENDA</b>   | DISCUSSION/<br>POSSIBLE<br>ACTION                          |
| 6. | <b>PUBLIC COMMENT WITH RESPECT TO CLOSED SESSION ITEMS</b>  | INFORMATION  |
| 7. | <b>CLOSED SESSION:</b><br><br>A) CONFERENCE WITH LEGAL COUNSEL: GOV. CODE §54956.9<br>1. Anticipated Litigation: Gov. Code §54956.9 (b)<br>(i) Significant exposure to litigation pursuant to subdivision (b) of Gov. Code §54956.9 (b) a situation where, based on the advice of counsel considering "existing facts and circumstances," there exists a "significant exposure to litigation".<br>2. Pending Litigation: Gov. Code §54956.9 (d)(1)<br>(i) Litigation, to which Access Services is a party, has been initiated formally.<br>1. Aviles, Guillermo v. Access Services, Case # 20STCV3752<br>B) PUBLIC EMPLOYEE APPOINTMENT, EMPLOYMENT CAL. GOV. CODE §54957(b)<br>1. Executive Director | DISCUSSION/<br>POSSIBLE<br>ACTION                          |
| 8. | <b>ADJOURNMENT</b>  | ACTION   |

Access Services does not discriminate on the basis of disability. Accordingly, Access Services seeks to ensure that individuals with disabilities will have an equal opportunity to participate in the range of Access Services events and programs by providing appropriate auxiliary aids and services for communications. Primary consideration is given to the request of individuals with disabilities. However, the final decision belongs

to Access Services. To help ensure the availability of any auxiliary aids and services you require, please make every effort to notify Access Services of your request at least three (3) business days (72 hours) prior to the meeting in which you wish to utilize those aids or services. You may do so by contacting (213) 270-6000.

Note: Access Services Board meetings are held pursuant to the Ralph M. Brown Act [Cal. Gov. Code §54950] and are open to the public. The public may view and obtain all written information supporting this agenda provided to the Board both initially and supplementally prior to the meeting at the agency's offices located at 3449 Santa Anita Avenue, El Monte, California and on its website at <http://accessla.org>. Documents, including Power Point handouts distributed to the Board members by staff or Board members at the meeting, will simultaneously be made available to the public. Three opportunities are available for the public to address the Board during a Board meeting: (1) before a specific agenda item is debated and voted upon regarding that item, (2) general public comment and (3) before closed session regarding matters to be discussed in closed session. The exercise of the right to address the Board is subject to restriction as to time and appropriate decorum. All persons wishing to make public comment must fill out a goldenrod Public Comment Form and submit it to the Secretary of the Board. Public comment is generally limited to three (3) minutes per speaker and the total time available for public comment may be limited at the discretion of the Chairperson. Persons whose speech is impaired such that they are unable to address the Board at a normal rate of speed may request an accommodation of a limited amount of additional time from the Chair but only by checking the appropriate box on the Public Comment Form. Granting such an accommodation is at the discretion of the Chair. The Board of Directors will not and cannot respond during the meeting to matters raised under general public comment. Pursuant to provisions of the Brown Act governing these proceedings, no discussion or action may be taken on these matters unless they are listed on the agenda, or unless certain emergency or special circumstances exist. However, the Board may direct staff to investigate and/or schedule certain matters for consideration at a future Board of Directors Meeting and the staff may respond to all public comments in writing prior to the next Board meeting.

Alternative accessible formats are available upon request.

#### **\*NOTE**

The public may also participate via the Zoom webinar link, or by teleconference. Please review the procedures to do so as follows -

How to Provide Public Comment in a Board Meeting via Zoom

Online

1. Click the Zoom link for the meeting you wish to join. Meeting information can be found at: [https://accessla.org/news\\_and\\_events/agendas.html](https://accessla.org/news_and_events/agendas.html). Make sure to use a current, up-to-date browser: Chrome 30+, Firefox 27+, Microsoft Edge 12+, or Safari 7+. Certain functionality may be disabled in older browsers including Internet Explorer. You may also use this direct link - <https://us06web.zoom.us/j/84632207513>
2. Enter an email address and your name. Your name will be visible online while you are speaking.
3. When the Board Chair calls for the item on which you wish to speak, click on "raise hand." Speakers will be notified shortly before they are called to speak. Mute all other audio before speaking. Using multiple devices can cause audio feedback.
4. Please note that the "Chat" feature is not enabled during the meeting for general public attendees. If you cannot use the "raise hand" feature, then please submit a written comment as outlined above.
5. When called, please limit your remarks to three minutes. An audio signal will sound at the three-minute mark and the Chair will have the discretion to mute you at any point after that. After the comment has been given, the microphone for the speaker's Zoom profile will be muted.

Note: Members of the public will not be shown on video.

By phone

1. Call the Zoom phone number and enter the webinar ID for the meeting you wish to join. Meeting information can be found at: [https://accessla.org/news\\_and\\_events/agendas.html](https://accessla.org/news_and_events/agendas.html)
2. You can also call in using the following information -
3. Dial (for higher quality, dial a number based on your current location):  
US: +1 669 444 9171 or +1 669 900 6833 or +1 346 248 7799 or +1 719 359 4580  
or +1 253 205 0468 or +1 253 215 8782 or +1 386 347 5053 or +1 507 473 4847  
or +1 564 217 2000 or +1 646 931 3860 or +1 689 278 1000 or +1 929 205 6099  
or +1 301 715 8592 or +1 305 224 1968 or +1 309 205 3325 or +1 312 626 6799  
or +1 360 209 5623 or 877 853 5247 (Toll Free) or 888 788 0099 (Toll Free) or 833 548 0276 (Toll Free) or 833 548 0282 (Toll Free)  
Webinar ID: 846 3220 7513
4. When the Board Chair calls for the item on which you wish to speak, press \*9 to raise a hand. Speakers will be notified shortly before they are called to speak. Speakers will be called by the last four digits of their phone number. Please note that phone numbers in their entirety will be visible online while speakers are speaking.
5. If you cannot use the "raise hand" feature, the please submit a written comment as outlined above.
6. When called, please state your name and limit your remarks to three minutes. An audio signal will sound at the three-minute mark and the Chair will have the discretion to mute you at any point after that. After the comment has been given, the microphone for the speaker's Zoom profile will be muted.

JULY 18, 2023

TO: BOARD OF DIRECTORS  
FROM: VINCENT C. EWING, ACCESS SERVICES GENERAL COUNSEL  
RE: BOARD OFFICER ELECTIONS

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**ISSUE:**

It is necessary to elect new officers of the Board for Fiscal Year 2023-2024. Attached you will find Bylaw Article VII - Officers of the Agency which details each officer's responsibilities and duties on the Board. In 1999, the Access Board of Directors set a two-year consecutive term limit for each Board Officer seat. If necessary, this limit may be waived via voice vote by a majority of Board members present.

**RECOMMENDATION:**

Elect officers to the Board of Directors as per the requirement of the Access Services Bylaws for an approximate one-year term beginning July 24, 2023, and ending June 30, 2024 or the election of their successor, whichever last occurs. The nominees are:

**Slate of Officers:**

Chairperson:	Theresa De Vera
Vice Chair:	Doran J. Barnes
Treasurer:	Lee Burner
Secretary:	Dolores Nason
Executive Director:	Andre Colaiace

## ARTICLE VII. OFFICERS OF THE AGENCY

### A. Officers of the Agency.

The officers of the agency shall be a Chairperson, Vice Chairperson, Executive Director, Secretary and Treasurer. The agency may also have, at the Board's discretion, such other officers as may be appointed in accordance with this article of these bylaws. Any number of offices may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as Chairperson.

### B. Election of Officers.

The officers of the agency, except those appointed under Article VII, Section C of these bylaws, shall be chosen annually by the Board and shall serve at the pleasure of the Board, subject to the rights, if any, of any officer under any contract of employment.

### C. Other Officers.

The Board may appoint and may authorize the Executive Director to appoint any other officers that the corporation may require, including, without limitation, a Chief Operating Officer. Each officer so appointed shall have the title, hold office for the period, have the authority, and perform the duties specified in the bylaws or determined by the Board.

### D. Removal of Officers.

Without prejudice to any rights of an officer under any contract of employment, any officer may be removed with or without cause by the Board and also, if the officer was not chosen by the Board, by any officer on whom the Board may confer that power of removal.

### E. Resignation of Officers.

Any officer may resign at any time by giving written notice to the agency. The resignation shall take effect as of the date the notice is received or at any later time specified in the notice and, unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to the rights, if any, of the agency under any contract to which the officer is a party.

F. Vacancies in Office.

A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office, provided, however, that vacancies need not be filled on an annual basis.

G. Responsibilities of the Officers.

1. Chairperson of the Board:

The chairperson shall preside at meetings of the Board and at meetings of the members and shall exercise such other powers and duties as the Board of Directors shall assign from time to time. In the absence of an Executive Director or Chief Operating Officer, the chairperson shall become the chief executive officer of the corporation and, subject to such supervisory powers as the Board may give to the chairperson of the Board, if any, and subject to the control of the Board, shall direct, supervise and control the agency's activities, affairs and officers until such time as an Executive Director is elected.

2. Vice Chairperson of the Board:

If the chairperson is absent or unable to perform the duties of the chair, the vice chairperson shall perform all of the duties of the chairperson. When so acting, the vice chairperson shall have the powers of and be subject to all the restrictions applied on the chairperson. The vice chairperson shall have such other powers and perform such other duties as the Board may prescribe.

3. Executive Director:

The Executive Director shall be the Chief Executive Officer of the agency and, subject to such limits as the Board may place on the supervisory powers of the Executive Director, if any, and subject to the control of the Board, shall direct, supervise and control the agency's day-to-day activities, affairs and non-board appointed officers.

4. Chief Operating Officer:

In the absence or disability of the Executive Director, the Chief Operating Officer, if any, shall perform all the duties of the Executive Director, and when so acting shall have all the powers of, and be subject to all the restrictions upon the Executive Director. The Chief Operating Officer shall have such other powers and perform such other duties as from time

to time may be prescribed for them respectively by the Board of Directors, the Bylaws or the Executive Director.

5. Secretary:

a. Book of Minutes:

The secretary shall keep, or cause to be kept, at the corporation's principal office or other such place as the Board may direct, a book of minutes of all meetings, proceedings, and actions of the Board, of committees of the Board and of members' meetings. The minutes of meetings shall include the time and place that the meeting was held, whether the meeting was annual, regular, or special, and, if special, how authorized, the notice given, the names of those present at Board and committee meetings, and the number of members present or represented at members' meetings. The secretary shall keep or cause to be kept, at the principal office in California, a copy of the articles of incorporation and bylaws, as amended to date.

b. Membership Records:

The secretary shall keep or cause to be kept, at the agency's principal office or at a place determined by resolution of the Board, a record of the agency's members, showing each member's name, address, and class of membership.

c. Notices, Seal and Other Duties:

The secretary shall give, or cause to be given, notice of all meetings of members, of the Board and of committees of the Board required by these bylaws to be given. The secretary shall keep the corporate seal in safe custody and shall have such other powers and perform such other duties as the Board or the bylaws may prescribe.

6. Treasurer:

a. Books of Account:

The treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the agency's properties and transactions. The treasurer shall send or cause to be given to the members and directors such financial statements and reports as are required to be given by law, by these



bylaws, or by the Board. The books of account shall be open to inspection by any director at all reasonable times.

b. Deposit and Disbursement of Money and Valuables:

The treasurer shall deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the Board may designate, shall disburse the corporation's funds as the Board may order, shall render to the chairperson of the Board and the Board, when requested, an account of all transactions as treasurer and of the financial condition of the agency, and shall have such other powers and perform such other duties as the Board or the bylaws may prescribe.

c. Disbursement of Funds:

The following signatures shall be required on corporate checks:

- (i) The Board of Directors may from time to time open an account or accounts with banks or other financial institutions and shall designate which officers or other designees shall have the authority to execute checks and other items for an on behalf of the agency.
- (ii) The Treasurer shall disburse or cause to disburse the funds of the agency with such banks or the financial institutions as designated by the Board of Directors. The Treasurer shall periodically review or cause to be reviewed the disbursements of funds to ensure that all disbursements are undertaken in a manner consistent with procedures established by or under the authority of the Board of Directors.

JULY 18, 2023

TO: BOARD OF DIRECTORS

FROM: F SCOTT JEWELL, DIRECTOR OF ADMINISTRATION

RE: CONSIDERATION TO APPROVE BOARD AND STANDING COMMITTEE MEETING CALENDAR CHANGE

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**ISSUE:**

In consultation with the Board Chair, staff is recommending changes to the Board and Standing Committee meeting calendar.

**RECOMMENDATION:**

Review and approve the revised Board and Standing Committee meeting calendar for 2023.

**IMPACT ON BUDGET:**

None.

**DISCUSSION:**

Except for the Board Officer Elections, there are no critical action items for the Board to approve in the July/August cycle. Accordingly, it is staff’s recommendation to cancel the Board and Standing Committee meetings for July and August.

The proposed revisions are marked below.

**2023 Meeting Calendar (cancellations in red)**

**Annual**

Date	Meeting Type	Time
Wednesday November 1 <sup>st</sup>	Annual Meeting*	11:00 am

\*At California Endowment Center

## Board

<u>Date</u>	<u>Meeting Type</u>	<u>Time</u>
<del>Monday August 28<sup>th</sup></del>	<del>Board Meeting</del>	<del>12:00 pm</del>
Monday October 23 <sup>rd</sup>	Board Meeting	12:00 pm
Monday December 18 <sup>th</sup>	Board Meeting	12:00 pm

## Committees

<u>Date</u>	<u>Meeting Type</u>	<u>Time</u>
<del>Wednesday July 5<sup>th</sup></del>	<del>Board Operations</del>	<del>11:00 am – 12:00 pm</del>
Tuesday September 5 <sup>th</sup>	Board Operations	11:00 am - 12:00 pm
Monday October 30 <sup>th</sup>	Board Operations	11:00 am - 12:00 pm
Tuesday December 19 <sup>th</sup>	Board Operations	11:00 am - 12:00 pm

<u>Date</u>	<u>Meeting Type</u>	<u>Time</u>
<del>Monday July 24<sup>th</sup></del>	<del>Performance Monitoring Planning and Development External/Stakeholder Relations</del>	<del>11:00 am – 12:00 pm 12:30 pm – 1:30 pm 2:00 pm – 3:00 pm</del>
Monday September 18 <sup>th</sup>	Performance Monitoring Planning and Development External/Stakeholder Relations	11:00 am - 12:00 pm 12:30 pm - 1:30 pm 2:00 pm - 3:00 pm
Monday November 27 <sup>th</sup>	Performance Monitoring Planning and Development External/Stakeholder Relations	11:00 am - 12:00 pm 12:30 pm - 1:30 pm 2:00 pm - 3:00 pm