



CITY OF SANTA CRUZ  
809 Center Street  
Santa Cruz, California 95060

## DOWNTOWN COMMISSION

### Regular Meeting

December 2, 2021

### 8:30 A.M. GENERAL BUSINESS AND MATTERS OF PUBLIC INTEREST, COUNCIL CHAMBERS

Commission meetings are audio recorded and will be posted to the Advisory Body webpage following the meeting.

Written material for every item listed on the agenda is available for review at the Public Works office, 809 Center Street, Room 201, and online at [www.cityofsantacruz.com](http://www.cityofsantacruz.com).

#### COVID-19 ANNOUNCEMENT: December 2, 2021 Meeting

In order to minimize exposure to COVID-19 and to comply with the social distancing suggestion, the Council Chambers will not be open to the public. The meeting may be viewed remotely, using the following source:

- Online through Zoom at: <https://us06web.zoom.us/j/99203157281>

#### PUBLIC COMMENT and ORAL COMMUNICATIONS:

If you wish to comment on items on the agenda, please see information below.

#### Call at the start of the item you wish to speak on.

- Call any of the numbers below. If one is busy, try the next one.
- 1-346-248-7799
- 1-720-707-2699
- 1-253-215-8782
- 1-312-626-6799
- 1-646-558-8656
- 1-301-715-8592
- 1-888-788-0099 (Toll Free)
- 1-833-548-0276(Toll Free)

- 1-833-548-0282 (Toll Free)
- Enter the meeting ID number: [992 0315 7281](#)
- When prompted for a Participant ID, press #.
- Press \*9 on your phone to “raise your hand” when the Chair calls for public comment.

It will be your turn to speak when the Chair unmutes you. You will hear an announcement that you have been unmuted. The timer will then be set to 3 minutes

You may hang up once you have commented on your item of interest, or if you wish to speak on another item, stay on the line and press \*9 again when you are ready to speak on your next item of interest.

Time limits set by Commission Policy are guidelines. Unless otherwise specified, procedures for all items, are:

- Oral staff report
- Public comment - 3 minutes each; maximum total time may be established by the Presiding Officer at the beginning of an agenda item
- Commission deliberation and action

No action will be taken on items listed under Oral Communications, Announcements, Presentations, and Information Items

Appeals - Any person who believes that a final action of this advisory body has been taken in error, that decision may or may not be appealable to the City Council. Appeals must be in writing, setting forth the nature of the action and the basis upon which the action is considered to be in error, and addressed to the City Council in care of the City Clerk Administrator. Appeals must be received by the City Clerk Administrator within ten (10) calendar days following the date of the action from which such appeal is being taken. An appeal must be accompanied by a fifty dollar (\$50) filing fee.

**Additional Information**

Visit the City’s Web Site at [www.cityofsantacruz.com](http://www.cityofsantacruz.com) with links including City Advisory Body Meeting Agendas and Minutes, Advisory Body Information, and the Santa Cruz Municipal Code.

A copy of the full DTC agenda, agenda reports and attachments which are included in the meeting packet, are available for review at the Central Library on Church Street no later than three (3) days prior to the meeting date.

The City of Santa Cruz does not discriminate against persons with disabilities. Out of consideration for people with chemical sensitivities, we ask that you attend fragrance free. If you wish to attend this public meeting and will require assistance, such as an interpreter for American Sign Language, Spanish, or other special equipment, please call the Public Works Office at (831) 420-5184 or e-mail [bborguno@cityofsantacruz.com](mailto:bborguno@cityofsantacruz.com) at least five (5) days in advance so that arrangements for such assistance can be accommodated. The Cal-Relay system number: 1-800-735-2922.

Any writing related to an agenda item for the open session of this meeting distributed to the DTC less than 72 hours before this meeting is available for inspection at the Public Works Department at 809 Center Street, Room 201. These writings will also be available for review at the DTC meeting in the Council Chambers.

## **Downtown Commission**

**8:30 AM**

**Call to Order**

**Roll Call**

**Statements of Disqualification**

**Announcements**

1. City Council Appointed a new city manager, Matt Huffaker

**Oral Communications**

**Presentations**

2. Environmentally Acceptable Packaging and Products Ordinance
3. Covid-19/ Parking Operations Updates

**Approval of Minutes**

4. September 23, 2021 Downtown Commission Minutes

**General Business**

5. 2022 Downtown Commission Calendar
6. Approval of the Downtown Commission Bylaws

## **Information Items**

### **Written Material**

7. Downtown Commission 2022 Draft Workplan

### **Subcommittee/Advisory Body Oral Reports**

### **Items Initiated by Members for Future Agendas**

### **Adjournment**

**MINUTES ARE UNOFFICIAL UNTIL APPROVED BY COMMISSION**

City of Santa Cruz  
809 Center Street  
Santa Cruz, California 95060

**DOWNTOWN COMMISSION MEETING MINUTES**

Thursday, September 23, 2021

**Call to Order** Chair Farrell called the meeting to order at 8:33 a.m. via Zoom.

**Roll Call:** Chair Farrell, Vice Chair Ferrara; Commissioners: Davis, Brennan, Carr, and Nelson.

**Absent with notification:** None

**Statements of Disqualification:** None.

**Announcements:**

Brian Borguno, Parking Program Manager, notified the Commission of a vacancy due to the resignation of Commissioner Garrett.

Brian Borguno, Parking Program Manager, announced that the recruitment for a new City Manager is ongoing, and Rosemary Menard has been appointed Interim City Manager while the recruitment process continues.

**Oral Communications:** None

**Presentations**

1. Go Santa Cruz/TDM Program Update

Claire Gallogly, Transportation Planner, gave an update on the Go Santa Cruz/TDM Program.

2. Planning Department Updates

Sara Neuse, Senior Planner, gave an update on the Downtown Expansion analysis project and other planning related projects.

3. Covid-19/Parking Operations Updates

Brian Borguno, Parking Program Manager, gave an update on Covid 19/Parking Operations.

## Approval of Minutes

### 4. May 27, 2021 Downtown Commission Minutes

**MOTION:** Commissioner Nelson moved, seconded by Commissioner Carr, to approve the minutes as submitted.

**ACTION:** The motion carried with the following vote.

AYES: Chair Farrell, Vice Chair Ferrara; Commissioners: Davis, Brennan, Carr, and Nelson

NOES: None.

ABSENT: None

DISQUALIFIED: None.

## General Business

### 5. Outdoor Dining Ad Hoc Sub-Committee recommendation on the Temporary Outdoor Extensions/ permit program extension.

At 10:02 a.m. Chair Farrell opened the floor for public comment. There were no speakers. At 10:03 a.m. Chair Farrell closed public comment.

**MOTION:** Commissioner Brennan moved, seconded by Commissioner Carr.

Motion to recommend support to City Council and the City Manager in extending the temporary Covid-19 Use Permit for Outdoor Seating, by establishing the temporary permit remain valid until December 31, 2022 currently set to expire December 31, 2021.

**ACTION:** The motion carried with the following vote.

AYES: Chair Farrell, Vice Chair Ferrara; Commissioners: Davis, Brennan, Carr, and Nelson

NOES: None.

ABSENT: None.

DISQUALIFIED: None.

## Information Items

6. Parking Garage Permit Waitlist Data

**Written Material:** None

**Subcommittee/Advisory Body Oral Reports:** None.

**Items Initiated by Members for Future Agendas:**

**Adjournment:** The Downtown Commission adjourned at 10:00 a.m.

# 2022 DTC

Month	Meeting Dates
January	27
March	24
May	26
July	28
September	22
December	1





## AGENDA REPORT

**DATE:** 11/23/2021

**AGENDA OF:** 12/02/2021

**DEPARTMENT:** Public Works

**SUBJECT:** Approval of the Downtown Commission Bylaws

---

**RECOMMENDATION:** Motion that the Downtown Commission recommend to the City Council that the Downtown Commission Bylaws be updated as shown in Attachment A.

---

**BACKGROUND:** The City Clerk's Office intends to standardize certain language in all Council appointed City Commissions' bylaws. Specifically, this standardization involves election of commission officers (specifically commissioner terms and when commission chair and vice chairs are elected annually) and the removal of gender-specific language. Those City Clerk requested changes are shown in Attachment A.

**DISCUSSION:** None

**FISCAL IMPACT:** None

**Prepared By:**  
Brian Borguno  
Parking Program Manager

**Submitted By:**  
Brian Borguno  
Parking Program Manager

**ATTACHMENTS:**

1. ATTACHMENT A. DOWNTOWN COMMISSION BY LAWS REDLINED.DOC



**BYLAWS**

**of the  
DOWNTOWN COMMISSION**

**City of Santa Cruz, California**

**Under authority of applicable statutes of the State of California, and the City Charter of the City of Santa Cruz, California, for the purpose of establishing rules and regulations governing the organization and procedures of the Downtown Commission of the City of Santa Cruz, CA**

**Adopted 1987**

**Amended October 15, 2020**

**Approved by City Council February 23, 2021**

_____	_____
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

**ATTEST:** \_\_\_\_\_

**APPROVED:**

Deidre Hamilton Chair _____	Matt Farrell Vice Chair _____
Joe Ferrara _____	Enda Brennan _____
Zachary Davis _____	Patrick Prindle _____
Brett Garrett _____	

**ATTEST:** \_\_\_\_\_

Brian Berguno, Staff

# Downtown Commission Bylaws

## Table of Contents

<b>ARTICLE I – NAME AND/OR AUTHORITY</b> .....	4
<b>ARTICLE II – PURPOSE</b> .....	4
<b>ARTICLE III – DUTIES AND RESPONSIBILITIES</b> .....	4
<b>ARTICLE IV – MEMBERSHIP</b> .....	4
Section 1. Membership .....	4
Section 2. Qualifications.....	5
Section 3. Application for Membership.....	5
Section 4. Method of Appointment .....	5
Section 5. Good Standing and Reporting of Absences.....	5
Section 6. Termination.....	5
Section 7. Ex-Officio Membership “Optional” .....	5
<b>ARTICLE V – TERM OF OFFICE</b> .....	6
Section 1. Term.....	6
Section 2. Membership Year .....	6
Section 3. Length of Term.....	6
Section 4. Dual Service.....	6
<b>ARTICLE VI – OFFICERS AND ELECTIONS</b> .....	6
Section 1. Officers .....	6
Section 2. Election of Officers.....	6
Section 3. Term of Office .....	6
Section 4. Nominations.....	6
Section 5. Voting .....	7
Section 6. Vacancy of an Officer.....	7
Section 7. Removal of Elected Officers .....	7
Section 8. Duties of the Chair.....	7
Section 9. Duties of the Vice Chair .....	7
Section 10. Duties of the Acting Chair.....	7
<b>ARTICLE VII – STAFF SUPPORT</b> .....	8
Section 1. Staff.....	8
Section 2. Staff Relationship to the Advisory Body.....	8
<b>ARTICLE VIII – MEETINGS</b> .....	8
Section 1. Time and Location of Meetings.....	8
Section 2. Cancellation .....	9
Section 3. Special Meetings.....	9

<b>ARTICLE IX – CONDUCT OF MEETINGS</b> .....	9
Section 1. Compliance with the Brown Act and Council Policies .....	9
Section 2. General Conduct of Meetings .....	9
Section 3. How Items Are Placed on the Agenda.....	9
Section 4. Quorum .....	9
Section 5. Absence of a Quorum .....	9
Section 6. Agenda.....	10
Section 7. Order of Business .....	10
 <b>ARTICLE X – MOTIONS</b> .....	10
Section 1. Call for Motion .....	10
Section 2. Seconding a Motion .....	10
Section 3. Lack of a Second .....	10
Section 4. Discussion/Debate .....	10
Section 5. Time Limits on Discussion/Debate .....	10
Section 6. Amending a Motion.....	10
Section 7. Withdrawing a Motion.....	10
Section 8. Motion to Table .....	10
Section 9. Results of Voting .....	11
 <b>ARTICLE XI – VOTING</b> .....	11
Section 1. Statements of Disqualification.....	11
Section 2. Voice Vote .....	11
Section 3. Roll Call Vote .....	12
Section 4. Sealed Ballot Votes.....	12
Section 5. Adoption of.....	12
Section 6. Tie Votes.....	12
 <b>ARTICLE XII – REPORTS</b> .....	12
Section 1. Agenda Reports to Advisory Body.....	12
Section 2. Committee Reports .....	12
Section 3. Preparation of Advisory Body-Generated City Council Agenda Reports.....	12
 <b>ARTICLE XIII – RECORD KEEPING</b> .....	13
Section 1. Maintenance of Records .....	13
Section 2. Action Agenda .....	13
Section 3. Minutes .....	13
Section 4. Audio and Video Recording of Meetings .....	13
 <b>ARTICLE XIV – COMMITTEES</b> .....	13
Section 1. Ad Hoc Committees .....	13
Section 2. Standing Committees.....	14
Section 3. Staff Support to Committees .....	14
Section 4. Appointments.....	14
Section 5. Committee Meetings.....	14

**ARTICLE XV – AMENDMENTS .....14**  
**ARTICLE XVI – ADOPTION OF BYLAWS .....14**

## **Downtown Commission Bylaws**

### **ARTICLE I – NAME AND/OR AUTHORITY**

The Name of this organization shall be the Downtown Commission of the City of Santa Cruz, California; hereinafter referred to as the Commission or the Advisory Body.

### **ARTICLE II – PURPOSE**

The Downtown Commission shall generally be responsible for advising the City Council in matters pertaining to the areas known as the Central Parking and Business Improvement District and Parking District No.1 (Districts) as they presently exist or may hereafter be modified.

### **ARTICLE III – DUTIES AND RESPONSIBILITIES**

The Downtown Commission shall have the ability, as vested by the City Council, and be required to:

- Recommend to the City Council, after public input, the adoption, amendment or repeal of ordinances, resolutions, or requirements pertaining to the preservation, enhancement, and advancement of the viability and attractiveness of the Districts;
- Make recommendations concerning proposed allocation of funds derived from revenues collected on behalf of the Districts. Such recommendations shall be consistent with state and local law, and outstanding bond covenants;
- Undertake studies in the area of traffic problems in the Districts;
- Act in an advisory capacity to the City Council in all matters pertaining to the maintenance and management of the Districts;
- Receive complaints pertaining to downtown issues, including parking;
- Review and make recommendations to the City Council pertaining to public and private activities in the District;
- Review, monitor, and make long-range recommendations concerning the development of parking in the Districts. Report to Council on their recommendations and conclusions regarding the Districts' improvements including the estimated costs of such recommendations. Hear and decide matters relating to operations of downtown parking and transportation; and
- Perform other duties as may from time to time be prescribed by the City Council.

### **ARTICLE IV – MEMBERSHIP**

#### **Section 1. Membership**

The Downtown Commission shall consist of seven (7) Downtown Commission members, hereinafter referred to as members.

Membership, term of office, and procedures for removal of members and the filling of vacancies shall be as established by City Ordinance or by the City Council.

## Section 2. Qualifications

The members of the Downtown Commission shall either be qualified electors of the City of Santa Cruz or shall be qualified electors of the County of Santa Cruz who are proprietors or employees of commercial establishments, or members of professions with offices or businesses physically located within the boundaries of the Central Parking and Business Improvement District, or Parking District No. 1. The majority of the commission shall be comprised of commissioners who are proprietors or employees of commercial establishments, or members of professions with offices or businesses physically located within the boundaries of the two districts. (Ord. 87-10 § 1 (part), 1987)

Should the County or City of Santa Cruz, California be under a declared emergency natural disaster, an unforeseen circumstance arises that causes a change in qualifications for a member resulting in a vacancy, the disqualified member may continue to serve on the Commission until a new appointment has been made. Any other cause of disqualification would result in resignation from the Commission.

## Section 3. Application for Membership

Prospective members shall file an application in the office of the City Clerk.

## Section 4. Method of Appointment

The City Council will appoint members to the Downtown Commission by an at-large vote.

## Section 5. Good Standing and Reporting of Absences

Absences will be identified as “with notification” and “without notification.” An absence is considered as “with notification” if the member notifies the Staff or the Chair prior to a regular or special meeting. If there has been no prior notification, the absence is considered “without notification.” It is important to notify staff of any absences for the purposes of determining a quorum. Advisory body members are expected to attend meetings regularly.

Each member is allowed one absence per calendar year. It is the responsibility of staff of an advisory body to bring serious attendance issues to the attention of the Mayor or City Clerk prior to reaching the limit, if possible. If either through study of the annual attendance report or through other channels, the Mayor learns that a member has more than the allowable number of absences, the Mayor may notify the member or chairperson, that action may be initiated by Council to remove the member from the advisory body. The Mayor may choose to postpone or withhold notification to Council in unusual circumstances: for example, if the member is actively performing work for the advisory body outside of the regular meetings or is involved in subcommittee work.

## Section 6. Termination

After three meetings following appointment to the Advisory Body, each member shall be subject to removal by motion of any Councilmember, adopted by at least four affirmative votes.

## Section 7. Ex-Officio Membership “Optional”

The Downtown Commission may find that, because of the complexity of its work, it is desirable to add member(s) at-large to the Advisory Body to serve as non-voting ex-officio members to lend other opinions or expertise to the work of the Advisory Body. The City Council will



authorize the Chair of the Advisory Body to nominate member(s)-at-large for Council approval to be non-voting ex-officio members for a determined period of time.

## ARTICLE V – TERM OF OFFICE

### Section 1. Term

Term of office for each member shall be four years. A member may be appointed to complete an unexpired term. A Member may continue to serve until ~~his/her~~their successor has been appointed.

### Section 2. Membership Year

~~A membership year shall be from the first month of the first Commission meeting after the Council appointment has been made.~~A membership year shall be from February 1<sup>st</sup> to January 31<sup>st</sup> of each year.

### Section 3. Length of Term

A member shall not serve more than two consecutive full four-year terms. Upon completion of a member's eighth consecutive year of service, that member will be ineligible for reappointment for a period of two years. Members who have six years or less at the time their term expires are eligible for reappointment.

### Section 4. Dual Service

No member shall be eligible to serve on two Advisory Bodies unless one is established for less than 13 months.

## ARTICLE VI – OFFICERS AND ELECTIONS

### Section 1. Officers

Officers of the Advisory Body shall consist of a Chair and Vice Chair.

### Section 2. Election of Officers

As soon as is practicable following the first day of ~~January-February~~ of every year, there shall be elected from among the membership of the Advisory Body a Chair and Vice Chair.

### Section 3. Term of Office

The term of office for the Chair and Vice Chair is one calendar year. Officers may not serve in the same position for more than two consecutive years.

### Section 4. Nominations

The Chair will open the floor to nominations. Any member may nominate a candidate from the membership for the position of Chair or Vice Chair; nominations need not be seconded.

A member may withdraw ~~his/her~~their name if placed in nomination, announcing that, if elected, ~~s/het~~they would not be able to serve; but ~~s/het~~they shall not withdraw in favor of another member.

Once the nominations are complete, the Chair will ask for a motion to close the nominations; a second of, and vote on, the motion is required.

The Chair then declares that it has been moved and seconded that the nominations be closed, and the members proceed to the election.

#### Section 5. Voting

Voting may be by voice vote or by roll call vote.

The candidate who receives a majority of the votes is then declared to be legally elected to fill the office of Chair, and will immediately chair the remainder of the meeting.

The same procedure is followed for the election of Vice Chair.

#### Section 6. Vacancy of an Officer

Should a vacancy occur, for any reason, in the office of Chair or Vice Chair prior to the next annual election, a special election shall be held to fill the vacant office from among the membership. That member shall serve until a new appointment has been made.

#### Section 7. Removal of Elected Officers

The Chair or Vice Chair may be removed by a majority vote of the full Advisory Body at a regularly scheduled meeting of the Advisory Body, when all appointed members are present, or at a special meeting convened for that purpose at which a quorum is present. Any officer removed ceases to hold the office once the vote has been tallied and announced. If the Chair is removed, the Vice Chair shall become the new Chair. An election for the Vice Chair shall then be agendized for the next meeting.

#### Section 8. Duties of the Chair

The Chair shall preside at all regular meetings and may call special meetings. The Chair shall decide upon all points of order and procedure during the meeting; ~~his/her~~their decision shall be final unless overruled by a vote of the Advisory Body, in compliance with Article IX, Section 2, "General Conduct of Meetings." The Chair may not make motions, but may second motions on the floor. The Chair acts as primary contact for staff and shall represent the Advisory Body before City Council whenever the Advisory Body or Council considers it necessary. The Chair and staff shall jointly set the meeting agenda.

#### Section 9. Duties of the Vice Chair

The Vice Chair shall assume all duties of the Chair in the absence or disability of the Chair.

#### Section 10. Duties of the Acting Chair

In case of absence of both the Chair and the Vice Chair from any meeting, an Acting Chair shall be elected from among the members present, to serve only during the absence of the Chair and Vice Chair.

## ARTICLE VII – STAFF SUPPORT

### Section 1. Staff

Staff support and assistance is provided, but advisory bodies do not have supervisory authority over City employees. While they may work closely with advisory bodies, staff members remain responsible to their immediate supervisors and ultimately to the City Manager and Council.

The Director of Public Works shall designate appropriate staff to act as staff person(s) to assist and support the Advisory Body. Staff shall attend all regular and special Advisory Body meetings. Staff shall be responsible for coordination of such reports, studies, and recommendations as are necessary to assist the Advisory Body in the conduct of its business according to City Council policy and the Brown Act. Staff may enlist the assistance of other departments as required. Staff shall be responsible for all public notification regarding all regular and special Advisory Body meetings.

Staff shall record the minutes of the meetings in accordance with the guidelines established in the “Preparation of Minutes” section of the City Councilmembers' Handbook, shall supervise volunteers and interns, shall work closely with the Chair between meetings, shall make recommendations, prepare reports and proposals to the Advisory Body, may represent the Advisory Body at other meetings, presentations, and other public functions as requested, and shall perform administrative tasks.

Staff shall be responsible for the maintenance of proper records and files pertaining to Advisory Body business. Staff shall receive and record all exhibits, petitions, documents, or other materials presented to the Advisory Body in support of, or in opposition to, any question before the Advisory Body. Staff shall sign all notices prepared in connection with Advisory Body business, shall attest to all records of actions, transmittals, and referrals as may be necessary or required by law, and shall be responsible for compliance with all Brown Act postings and noticing requirements.

### Section 2. Staff Relationship to the Advisory Body

Given limited staff resources, the Chair or individual members shall not make separate requests of staff without approval of the Advisory Body. If a member has a research or report request, it shall be brought to the Advisory Body for discussion, consideration, and recommendation prior to making the request of staff. If not approved by the Advisory Body, the individual member shall be responsible for ~~his/her~~their own research or report.

Staff and the Chair shall jointly set the meeting agenda.

## ARTICLE VIII – MEETINGS

### Section 1. Time and Location of Meetings

The Advisory Body will hold its regular meeting on the fourth Thursday of every other month (January, March, May, July, September, November), which shall begin at 8:30 a.m. in the City Council Chambers and will adjourn no later than 11:00 a.m., unless the Chair, with concurrence of the Advisory Body, extends the time of adjournment.

If the scheduled date for a regular meeting falls on a holiday, such meeting shall be rescheduled in accordance with Council policy.

#### Section 2. Cancellation

If a majority of the membership deems it necessary or desirable, a scheduled regular meeting may be cancelled or rescheduled upon giving notice, unless a public hearing has previously been noticed.

#### Section 3. Special Meetings

The Chair of the Advisory Body, staff, or a majority of the membership of the Advisory Body may call a special meeting. Notice of such meeting shall state the purpose or the business to be transacted during such special meeting. No other business may be transacted at such special meeting other than as stated in the notice. Oral Communications are not required at special meetings as long as a statement appears on the agenda identifying that there will be no Oral Communications, but that members of the public will have the opportunity to address the Advisory Body on item(s) on the agenda.

### **ARTICLE IX – CONDUCT OF MEETINGS**

#### Section 1. Compliance with the Brown Act and Council Policies

All regular, special, and adjourned meetings of the Advisory Body shall be open meetings to which the public and the press shall be admitted in compliance with the Brown Act. Meetings will be held at City facilities which are accessible to persons with disabilities.

#### Section 2. General Conduct of Meetings

Members who must leave a meeting early should state so at the beginning of the meeting. Points of order and conduct, including those not addressed by these Bylaws, shall be settled by the Chair, unless overruled by a majority vote of the Advisory Body. Points of order and conduct shall comply with the Brown Act, these Bylaws, and the City Councilmembers' Handbook. The Chair will consult with staff as necessary. Unresolved issues shall be referred to the City Attorney and continued to a future meeting.

#### Section 3. How Items Are Placed on the Agenda

A request to have an item placed for consideration on a future agenda may be made by staff, any Advisory Body member or a member of the public. The Chair and staff will consider the validity (within the approved scope of work) and urgency of the request and determine when and if that item should be placed on an Advisory Body agenda. Issues can be referred to an advisory body by the City Council and may have time sensitive deadlines. The items must comply with the procedures in Article XII, Section 1, "Agenda Reports to Advisory Body."

#### Section 4. Quorum

A quorum of the Downtown Commission shall consist of four (4) members, whether or not there are vacancies on the Advisory Body.

#### Section 5. Absence of a Quorum

In the absence of a quorum at any meeting, such meeting shall be adjourned to the next regular meeting date by the Chair, Vice Chair, or staff.

A meeting may be declared adjourned for lack of a quorum after a 15-minute period has elapsed from the scheduled time of the start of the meeting. A meeting may also be declared adjourned in advance, if absence notifications received by staff provided for lack of a quorum. Adjournment may be declared by any member or staff.

#### Section 6. Agenda

The Chair and staff shall jointly set the meeting agenda and its format shall conform to the template set by Council Policy.

#### Section 7. Order of Business

The Chair or a majority vote of the Advisory Body may change the order of business.

### **ARTICLE X – MOTIONS**

#### Section 1. Call for Motion

Upon conclusion of preliminary discussion, any member other than the Chair may place a motion on the floor. The motion shall contain the proposed action.

#### Section 2. Seconding a Motion

The Chair shall receive all motions and shall call for a second to each motion. The Chair may second a motion.

#### Section 3. Lack of a Second

If, after a reasonable time, no second has been made, the motion shall be declared dead for lack of a second, and the Chair shall state this. This shall not be considered an action of the Advisory Body and shall not be included in the minutes.

#### Section 4. Discussion/Debate

After a motion has been made and seconded, the Chair shall call for a discussion of the question. All discussion shall be limited to the motion on the floor. At the close of the discussion, the Chair shall put the matter to a vote.

#### Section 5. Time Limits on Discussion/Debate

The Chair may, at ~~his/her~~their discretion, limit debate of any motion; except that each member shall have the opportunity to speak.

#### Section 6. Amending a Motion

A motion to amend may be made by any member to revise a motion on the floor; but it cannot be a freestanding motion on its own, nor can it substitute for a main motion. The motion to amend must be voted upon, unless the maker and the second accept it as a friendly amendment, and, if it passes, it then becomes part of the main motion.

#### Section 7. Withdrawing a Motion

Any motion may be withdrawn by the maker and the second and shall not be included in the meeting minutes.

## Section 8. Motion to Table

A motion to table may be made to suspend consideration of an item that appears on a meeting agenda for reasons of urgency or to end an unproductive discussion. A motion to table is not in order when another member has the floor. A motion to table requires a second, is not debatable, is not amendable, requires a majority vote for passage, and, if adopted, cannot be reconsidered at the meeting at which it is adopted. Members will refrain from using a motion to table as a means of capriciously limiting debate among members, to suppress a minority of the Advisory Body, or to avoid public input on an agenda item under consideration by the Advisory Body.

## Section 9. Results of Voting

The Chair shall state the results of each vote, e.g., “The motion passes by a vote of five to two.”

# ARTICLE XI – VOTING

## Section 1. Statements of Disqualification

Section 607 of the City Charter states that “...All members present at any meeting must vote unless disqualified, in which case the disqualification shall be publicly declared and a record thereof made.” No member may abstain from voting on any item, except on the approval of the minutes, when that member was absent.

The City of Santa Cruz has adopted a Conflict of Interest Code, and Section 8 of that Code states that “no person shall make or participate in a governmental decision which ~~s/hethey~~ knows or has reason to know will have a reasonably foreseeable material financial effect distinguishable from its effect on the public generally.”

Any member who has a disqualifying interest on a particular matter shall do all of the following:

- 1) Publicly identify the financial interest that gives rise to the conflict of interest or potential conflict of interest in detail sufficiently to be understood by the public, except that disclosure of the exact street address of a residence is not required;
- 2) Recuse ~~herself or himself~~themselves from discussing and voting on the matter, or otherwise acting in violation of government code Section 87100;
- 3) Leave the room until discussion, vote and any other disposition of the matter is concluded unless the matter has been placed on the portion of the agenda reserved for uncontested matters; and
- 4) Notwithstanding paragraph 3, a public official may speak on the issue during the time that the general public speaks on the issue.

Any question regarding conflicts of interest shall be referred to the City Attorney.

## Section 2. Voice Vote

All questions shall be resolved by voice vote. Each member shall vote “Aye” or “No” and the vote shall be so entered into the minutes, noting the vote of each member. A member may state the reasons for ~~his or her~~their vote, which reasons shall also be entered into the minutes of the meeting. All members including the Chair shall vote on all matters, except where ~~s/hethey~~ has a disqualifying interest.

### Section 3. Roll Call Vote

Any member may request a roll call vote, either before or immediately after a voice vote. A roll call vote shall be taken without further discussion. The Advisory Body staff shall call the roll and each member shall state ~~his/her~~their vote for the record.

### Section 4. Sealed Ballot Votes

No Advisory Body shall take a sealed ballot vote in open session.

### Section 5. Adoption of

Adoption of a motion shall be made by a simple majority of the members present, except as otherwise provided. The Chair shall restate the vote for the record, e.g., “The motion is approved by a vote of five to two.”

### Section 6. Tie Votes

Tie votes will be resolved as follows:

Statement of Disqualification: A tie vote resulting from a Statement of Disqualification of one or more members, with no members absent and no vacancies on the Advisory Body, shall constitute a defeat of the motion.

Absence: A tie vote during the absence of one or more members, or when there is a vacancy on the Advisory Body, shall cause the item to be automatically continued to the next meeting; except that, as to matters on which action must be taken on a date prior to the next meeting, a tie vote shall constitute a denial of the requested action.

Successive Tie Vote: A tie vote at the next meeting on a matter that has been continued as a result of a tie vote shall constitute a denial of the appeal or defeat of the motion.

## ARTICLE XII – REPORTS

### Section 1. Agenda Reports to Advisory Body

All agenda items require a written report. Written reports serve as the analysis, detail, history, and justification for each agenda item. Reports shall include recommendation(s) and background. If a report is initiated by an Advisory Body member, a draft of that report shall be provided to staff for formatting at least ten (10) business days prior to the meeting. Staff shall then format reports to be consistent with content, style, and formatting of City Council agenda reports. Items initiated by a committee shall be processed in the same manner. Draft reports not submitted in a timely manner shall be placed on a future agenda.

### Section 2. Committee Reports

Committee reports may be verbal or written and may be accompanied by written documentation.

### Section 3. Preparation of Advisory Body-Generated City Council Agenda Reports

All resolutions and recommendations adopted by the Advisory Body and addressed to the City Council shall be delivered to the Mayor as soon as possible. If the action requests City Council action, the item shall be placed on a future City Council agenda. Agenda reports to the City

Council from the Advisory Body shall be written reports consistent with content, style, and formatting of City Council agenda reports.

Additionally, the agenda report shall include a section called analysis, which includes the pros, cons, and foreseeable consequences of the recommendation(s). In the event that staff and the Advisory Body disagree, an analysis of both recommendations shall be included.

## **ARTICLE XIII – RECORD KEEPING**

### **Section 1. Maintenance of Records**

All records shall be maintained according to the City of Santa Cruz Records Retention Schedule.

### **Section 2. Action Agenda**

Action agendas are required for Advisory Bodies. An action agenda is an unofficial record of the meeting and shall consist of attendance; motion maker and seconder of the motion; and an actual tally of the votes for all actions taken. The action agenda shall be made available to the Advisory Body, the City Clerk, and Staff within four working days of the meeting.

### **Section 3. Minutes**

Action-only minutes will be produced for all Advisory Body meetings in the same format as that used for City Council meetings. Advisory Body members who want a particular comment included in the minutes must state “for the record” before making such comment. Minutes shall be reviewed, corrected as appropriate, and or amended and approved by the Advisory Body at a subsequent meeting.

Subcommittee reports presented orally in a meeting shall be summarized in the minutes.

### **Section 4. Audio and Video Recording of Meetings**

Proceedings for all Advisory Body meetings shall be recorded on audiotapes whenever possible. The audiotapes shall be retained for one year pursuant to the City of Santa Cruz Records Retention Schedule.

As appropriate and/or when requested by the Advisory Body or City Council, a meeting of the Advisory Body may be video recorded or televised.

Members of the public have the right to make recordings of a meeting without disrupting the proceedings under any circumstances.

## **ARTICLE XIV – COMMITTEES**

### **Section 1. Ad Hoc Committees**

Ad hoc committees are established by an Advisory Body to gather information or deliberate on issues deemed necessary to carrying out the functions and purpose of the Advisory Body. Ad hoc committees generally serve only a limited or single purpose, are not perpetual, and are dissolved once their specific task is completed. An ad hoc committee shall be less than six months in term and shall have fewer members than a simple majority of the membership of the appointing Advisory Body. Ad hoc committees shall bring back information to the Advisory Body in either oral or written form.



Following ad hoc committee input, the Advisory Body shall then discuss, deliberate, and make recommendations on the designated issue, thereby providing the public with the opportunity to participate in the decision-making process. This shall take place in the presence of a quorum of the Advisory Body at a properly noticed public meeting.

Ad hoc committees shall not be subject to the Brown Act. City staff shall not be required to be present at ad hoc committee meetings. All ad hoc committees shall provide a final report to the Advisory Body in lieu of minutes.

#### Section 2. Standing Committees

Standing committees are bodies established to gather information or deliberate on issues deemed necessary to carrying out the functions and purpose of the Advisory Body. Standing committees are ongoing in nature and are created to deal with issues and make decisions on behalf of the Advisory Body. The public has a right to participate in this process. Standing committees are subject to the Brown Act and staff will provide only such support as to ensure such compliance.

#### Section 3. Staff Support to Committees

City staff shall normally not be required to attend or provide support for standing or ad hoc committee meetings, unless directed by the department head. All ad hoc committees shall provide a final report to the Advisory Body in lieu of minutes. All standing committees shall provide reports, no less than quarterly, to the Advisory Body.

#### Section 4. Appointments

The Chair may designate or solicit participation of commissioners for standing and ad hoc committees.

#### Section 5. Committee Meetings

All standing or ad hoc committee meetings shall be held upon call of the Committee Chair.

### **ARTICLE XV – AMENDMENTS**

A majority of the full membership of the Advisory Body may amend these bylaws, subject to the approval of the City Council.

### **ARTICLE XVI – ADOPTION OF BYLAWS**

Immediately upon favorable vote of not less than four-sevenths (4/7) of the full membership of the Downtown Commission of the City of Santa Cruz and approval of the City Council, these Bylaws shall be in full force and effect. Any and all previously adopted bylaws are hereby superseded.

These Bylaws shall not be considered or construed as superseding any ordinance or directive of the City Council of the City of Santa Cruz, nor shall they preclude the preparation and adoption of further procedural manuals and policies by which the Advisory Body may direct its activities.



**City of Santa Cruz  
Downtown Commission**

**2022 Draft Work Plan**

**Commissioners**

**Chair-Matt Farrell**

**Vice Chair-Joe Ferrara**

**Zach Davis**

**Enda Brennan**

**Daniel Nelson**

**Elizabeth Carr**

**City Staff**

**Brian Borguno**

## 2022 – Draft Work plan

Goal	Action Items	Resources	Lead(s)	Target Dates: Start/End
<b>1. The Downtown Commission supports the management of existing parking, the development of new parking, and the creation of long-term parking strategies.</b>	a. Review Parking Toolkit Matrix provided from ED Parking Study, Review Scenarios for Parking Supply Project	Public Works staff Planning Economic Development Agency	Ad-Hoc Committee of Commissioners –	
	b. Support the objectives of the Master Transportation Study parking policies: 1. Implement paid parking measures 2. Promote, implement and track TDM Strategies & Go Santa Cruz Programming 3. Enlarge Electric Vehicle Charging Station program	Public Works staff Sustainability & Climate Action staff	B. Borguno, C. Gallogly (TDM)	
	c. Provide input on maintenance, parking equipment, and technology project priorities.	Public Works staff	B. Borguno	
	d. Provide input on Parking Division Budget	Public Works staff Finance	B. Borguno	
<b>2. The Downtown Commission makes recommendations to the City Council regarding traffic and transportation plans for downtown.</b>	a. Work with Public Works to address traffic and transportation issues.	Public Works staff Planning Economic Development Agency	Ad-Hoc Committee of Commissioners –	
	b. Provide input On Shared Mobility downtown	Public Works staff	C. Gallogly, J. Edmonds	

<b>Comments:</b>			Standing Committee vs Ad Hoc Committee (By Laws), committees less than 6 Months	
<b>3. The Downtown Commission solicits and utilizes community input in decisions and activities that affect the health and vitality of the downtown community.</b>	a. Attend meetings of downtown business and residential groups and provide oral and/or written reports to Commissioners b. Create Legislative and/or Policy Ad Hoc Sub Committee	<del>-Downtown Association-----</del> <del>-Visit Santa Cruz County-----</del> <del>-Downtown Management Corporation-----</del> <del>-Transportation/Public Works Commission-----</del> <del>-Planning Commission-----</del> <del>-Sustainable Transportation Groups-----</del> <del>-Public Safety Committee-----</del>	<b>2022 Assignments</b>	
			<b>Review</b> -Elizabeth Carr/Joe Ferrara -Enda Brennan -Daniel Nelson -Matt Farrell -Joe Ferrara/Matt Farrell -Brett Garrett -As Needed Zach Davis	

Goal	Action Items	Resources	Lead(s)	Target Dates: Start/End
<b>4. The Downtown Commission evaluates public and private activities in the Districts and recommends policies and programs to preserve, enhance, and advance the viability and attractiveness of the downtown community.</b>	a. Solicit updates from city staff and key stakeholders in the downtown business district as well as the general public  1. Review Parking Resolution and provide input on updates and revisions	City staff through program staff reports, Council updates, Laura Schmidt/Assistant City Manager, Bonnie Lipscomb/Economic Agency, DTA, Police, Merchant representatives, concerned members of	Commission Chair Ad-Hoc Committee of Commissioners –	<b>2022 Schedule Review</b> January 27 <sup>th</sup> March 24 <sup>th</sup> May 28 <sup>th</sup> July 22 <sup>nd</sup> September 22 <sup>nd</sup> December 1 <sup>st</sup>

	b. Attend Council meetings that include agenda items of concern to the Downtown Commission	Designated Commissioners appointed by Chair	<b>Review</b> Jan---Brett Garrett Feb---Daniel Nelson Mar---Matt Farrell Apr---Brett Garrett May---Matt Farrell June---Daniel Nelson July – N/A Aug---Elizabeth Carr Sept---Matt Farrell Oct---Daniel Nelson Dec---Zach Davis	
--	--------------------------------------------------------------------------------------------	---------------------------------------------	----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	--

DRAFT

Goal	Action Items	Resources	Lead(s)	Target Dates: Start/End
<b>5. Downtown Commissioners serve as informed and active advocates for effective city government and a healthy downtown community.</b>	a. Review and update Work Plan annually	Commissioners, Public Works staff, Council	Commission Chair, B. Borguno	
	b. Commissioners meet regularly with Council members and others as appropriate and provide updates to the Commission	Council members, City officials, DTA, representatives of the public, other stakeholder groups	All Commissioners	
	c. Commissioners provide updates on issues of concern to the Commission	Commissioners	All Commissioners, Public Works staff	

For Reference:

<b>Downtown Commission By-Laws</b>
a. Advise Council on all matters pertaining to the maintenance and management of the District.
b. Develop long-range plans and recommendations for providing parking in Districts. Report to Council on recommendations and conclusions regarding the Districts improvements including estimated costs of such recommendations.
c. Study traffic problems in the Districts

d. Make recommendations regarding the allocation of funds derived from revenues collected on behalf of the Districts. Such recommendations shall be consistent with state and local law and outstanding bond covenants.

e. Perform other functions and duties as may be directed by Council or prescribed or authorized by any city ordinance.

f. Evaluate public and private activities in the Districts and recommend policies and programs to preserve, enhance, and advance the viability and attractiveness of the downtown.

DRAFT