



**SANTA CRUZ METROPOLITAN TRANSIT DISTRICT (METRO)  
BOARD OF DIRECTORS SPECIAL MEETING MINUTES\*  
December 17, 2021 – 9:00AM  
MEETING HELD VIA TELECONFERENCE**

A special meeting of the Board of Directors of the Santa Cruz Metropolitan Transit District (METRO) convened on Friday, December 17, 2021, via teleconference, pursuant to AB 361.

The Board Special Meeting Agenda Packet can be found online at [www.SCMTD.com](http://www.SCMTD.com). \*Minutes are “summary” minutes, not verbatim minutes. Audio recordings Board meeting open sessions are available to the public upon request.

This document was created with accessibility in mind. With the exception of certain third party and other attachments, it passes the Adobe Acrobat XI Accessibility Full Check. If you have any questions about the accessibility of this document, please email your inquiry to [accessibility@scmttd.com](mailto:accessibility@scmttd.com).

- 1 CALL TO ORDER** at 9:00 AM by Board Chair Lind.
- 2 ROLL CALL:** The following Directors were **present** via teleconference, representing a quorum:

<b>Director Jimmy Dutra</b>	<b>City of Watsonville</b>
<b>Director Shebreh Kalantari-Johnson</b>	<b>City of Santa Cruz</b>
<b>Director Manu Koenig</b>	<b>County of Santa Cruz</b>
<b>Director Donna Lind</b>	<b>City of Scotts Valley</b>
<b>Director Bruce McPherson</b>	<b>County of Santa Cruz</b>
<b>Director Donna Meyers</b>	<b>City of Santa Cruz</b>
<b>Director Alta Northcutt</b>	<b>City of Watsonville</b>
<b>Director Larry Pageler</b>	<b>County of Santa Cruz</b>
<b>Director Kristen Petersen</b>	<b>City of Capitola</b>
Director - Vacant	County of Santa Cruz
<b>Director Mike Rotkin</b>	<b>County of Santa Cruz</b>
Ex-Officio Director Dan Henderson	UC Santa Cruz
Ex-Officio Director - Vacant	Cabrillo College
Additional METRO staff:	
Alex Clifford	CEO/General Manager
Julie Sherman	General Counsel

- 3 BOARD OF DIRECTORS COMMENTS**  
Hearing none, Chair Lind moved to the next agenda item.
- 4 ORAL AND WRITTEN COMMUNICATIONS TO THE BOARD OF DIRECTORS**  
Hearing none, Chair Lind moved to the next agenda item.
- 5 LABOR ORGANIZATION COMMUNICATIONS**  
Hearing none, Chair Lind moved to the next agenda item.
- 6 ADDITIONAL DOCUMENTATION TO SUPPORT EXISTING AGENDA ITEMS**  
Hearing none, Chair Lind moved to the next agenda item.

## CONSENT AGENDA

- 7.1 CONSIDERATION OF A RESOLUTION MAKING CERTAIN FINDINGS AND DIRECTING THAT THE BOARD AND ITS COMMITTEE MEETINGS WILL CONTINUE TO BE HELD VIA TELECONFERENCE

**ACTION: MOTION TO APPROVE THE CONSENT AGENDA AS PRESENTED**

**MOTION: DIRECTOR PAGELER**

**SECOND: DIRECTOR ROTKIN**

**MOTION PASSED WITH 10 AYES (Directors Dutra, Kalantari-Johnson, Koenig, Lind, McPherson, Meyers, Northcutt, Pageler, Petersen, & Rotkin)**

## REGULAR AGENDA

- 8 APPROVE: A RESOLUTION AUTHORIZING THE ISSUANCE OF SALES TAX REVENUE BONDS (MEASURE G), SERIES 2022 (FEDERALLY TAXABLE) AND ONE OR MORE SERIES OF ADDITIONAL SALES TAX REVENUE BONDS TO REFINANCE THE OUTSTANDING OBLIGATIONS OF THE DISTRICT TO THE CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM, AND APPROVING AND DIRECTING RELATED MATTERS**

Chuck Farmer, CFO, introduced Juan Galvan, partner at Jones Hall, to speak to this item. Mr. Galvan said his agency is serving as bond and disclosure counsel to Santa Cruz METRO on a proposed issuance of bonds to refinance METRO's obligations with CalPERS. This resolution is for the approval of issuing one or more series of sales tax revenue bonds, which would be secured by METRO's Measure G sales tax revenues that are levied under an ordinance adopted in 1978. Staff will come back to the Board for final approval for the initial series of bonds with parameters and specific information at a later date.

In the meantime, METRO would be taking advantage of a statutory provision that provides a 60-day period for interested parties to bring an action challenging the Board's resolution. After the expiration of the 60-day period, if an action is not brought in court, the bonds would be considered valid and enforceable under the law and not subject to further challenge. Given the complexity of the transaction, Jones Hall is advising the Board and METRO to take advantage of this code section while documents for the transaction are being pulled together for the Board's final approval.

Discussion followed on the length of the bonds and CFO Farmer gave a brief explanation to the public on why METRO is proceeding with the bonds in order to save money over time due to the favorable interest rates as compared to the interest rates charged by CalPERS.

There were no public comments.

**ACTION: MOTION TO APPROVE A RESOLUTION AUTHORIZING THE ISSUANCE OF SALES TAX REVENUE BONDS (MEASURE G), SERIES 2022 (FEDERALLY TAXABLE) AND ONE OR MORE SERIES OF ADDITIONAL SALES TAX REVENUE BONDS TO REFINANCE THE OUTSTANDING OBLIGATIONS OF THE DISTRICT TO THE CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM, AND APPROVING AND DIRECTING RELATED MATTERS**

**MOTION: DIRECTOR ROTKIN**

**SECOND: DIRECTOR PAGELER**

**MOTION PASSED WITH 10 AYES (Directors Dutra, Kalantari-Johnson, Koenig, Lind, McPherson, Meyers, Northcutt, Pageler, Petersen, & Rotkin)**

**RECESS TO CLOSED SESSION AT 9:10 AM**

Chair Lind reported there is one item for discussion regarding public employee appointments for the CEO/GM position and Interim CEO/GM position.

There were no public comments.

**SECTION II: CLOSED SESSION**

**10. PUBLIC EMPLOYEE APPOINTMENTS (GOVERNMENT CODE SECTION 54957);  
CEO/GM POSITION AND INTERIM CEO/GM POSITION**

**SECTION III: RECONVENE TO OPEN SESSION at 9:19 AM**

**11 REPORT OF CLOSED SESSION ITEM**

Julie Sherman, General Counsel, reported out that the Board is appointing the current HR Director, Dawn Crummié, as the Interim CEO/GM for the period of time that METRO is recruiting for a new CEO/GM.

There were no public comments.

**12 ANNOUNCEMENT OF NEXT MEETING:**

Chair Lind announced the next regular Board Meeting will be on January 28, 2022 via teleconference.

**13 ADJOURNMENT**

Chair Lind adjourned the meeting at 9:20 AM.

Respectfully submitted,

Donna Bauer  
Executive Assistant