

## JPA EXECUTIVE COMMITTEE SPECIAL MEETING MINUTES

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### Call to Order

The meeting was called to order at 12:08 P.M. by Gary Gardner, JPA Chair, at Visit Greater Palm Springs in Rancho Mirage, CA.

### Roll Call

The roll call is recorded on the following page.

**FEBRUARY 29, 2024**

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## CONFIRMATION OF AGENDA

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JPA Chair, Gary Gardner, asked whether there were any changes to the agenda. Hearing none, the agenda was confirmed as presented.

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## PUBLIC COMMENT

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This Public Comment period is only for items that appear on the agenda.

JPA Chair Gardner called for public comments. There were no public comments on record, though there was one member of the public that requested to speak.

Brad Anderson spoke in support of adding the City of Coachella to the JPA Executive Committee and questioned the need for a Special Meeting.

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## JPA EXECUTIVE COMMITTEE ITEMS (JPA Executive Committee Vote Only)

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- Approve Resolution No. JPA 2024-002
  - A resolution (i) approving the membership of the City of Coachella, (ii) expanding the territorial limits to include the City of Coachella; (iii) approving an amendment to the purpose of the joint powers authority; and (iv) creating a 501(c)(6) entity.

Discussion on the JPA Agreement took place:

Scott White:

Civitas recommended we change the language around the definitions and the TBID itself, as well as incorporating the Board of Directors as a 501(c)(6).

Based on the TBID agreement, any projects using TBID funds must benefit the payors (50 rooms or more properties). If a project is not specific to TBID payors, we will use a combination of funds; partial TBID and joint JPA, private, or tribal, depending on the project.

Linda Evans:

Why did Civitas recommend we structure the agreement the way we have?

- Scott White responded: members of board will now have legal protection under the formation of a 501(c)(6).

Steve Downs:

Requested language change in Section 10: Paragraph C. Include language stating that economic development decisions are governed by the JPA Executive Committee. It was agreed to add the following language: economic development diversity will be governed by the member cities and their appointed designee.

Jan Harnik:

Requested language change in Section 3: Paragraph B. Change from 'diversification of the regions overall economy in the Coachella Valley' to "diversification of the entire economy of the Coachella Valley."

Jan Harnik:

Requested language be added for action steps if a member agency does not pay their dues.

- It was agreed that language would be added to the effect of "a JPA Member may be expelled or suspended by a two-thirds (2/3) vote for breach of this Agreement or the Bylaws, and the JPA Member will continue to be responsible for collecting the TBID, which could include penalties and interest."

Lena Wade suggested adding language to ensure the attorney's fees are covered by the prevailing party if any litigation or proceeding is required to uphold the JPA Agreement.

It was agreed to add language stating, "in the case of the resolution of the JPA, all remaining

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resources from the organization will be used to solidify the pension fund to ensure it is 100% funded".

Jeffrey Bernstein:

Now that we have an even number of JPA Members, what happens in the case of a tie vote?

- Adding the City of Coachella as a member brings the JPA Executive Committee to 10 members, an even voting number. It was suggested that Lena research options to address this topic.

The question arose about joint meeting attendance requirements for the JPA Members.

- The BOD Bylaws state each Board Members must attend no less than 50% of the scheduled meetings. The JPA Members agree that this should be adopted by the JPA as well. Lena stated she would add language regarding attendance for JPA into the JPA Bylaws.

Lena Wade:

Reminder that today the Executive Committee is voting on whether (i) Coachella qualifies and should be extended an invitation to join as a JPA Member, (ii) to expand the territorial boundaries of the JPA, (iii) to amend the purpose of the JPA, and (iv) to create a 501(c)(6) entity.

It was agreed that once the above discussed changes were made to the Amended and Restated JPA Agreement, and that agreement was sent to the JPA members for final review, it will be up to Scott White's discretion if an additional meeting is required prior to submitting the agreement to the member agencies. The goal is to have the changes made and approved by July 1<sup>st</sup>.

JPA Chair, Gary Gardner, called for a motion to adopt the proposed changes to the Amended and Restated JPA Agreement. Linda Evans, City of La Quinta made a motion, and Waymond Fermon, City of Indio seconded. None opposed, and no abstentions. Unanimous vote. Motion passed.

JPA Chair, Gary Gardner, called for a motion to approve Resolution No. JPA 2024-002. Steve Downs, City of Rancho Mirage made a motion, and Jeffrey Bernstein, City of Palm Springs seconded. None opposed, and no abstentions. Unanimous vote. Motion passed.

## ADJOURNMENT

The meeting was adjourned by Gary Gardner at 12:51 p.m.

**Prepared by:**

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Sarah Goslin  
Executive Assistant & Board Administrator

**JPA Executive Committee Chair:**

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Gary Gardner

**Approval Date:**

3/11/2024