



THE CITY OF SAN DIEGO

January 29, 2007

Tim Golba
Chair, La Jolla Community Planning Association
c/o Golba Architecture Inc.
1025 West Laurel Street Suite 106
San Diego, Ca 92101

Dear Mr. Golba:

In an email to Alex Sachs and Betsy McCullough dated January 18, 2007, you asked for answers to three questions:

1. With the adoption of these bylaws that are not approved by the City, will the City of San Diego indemnify the LJCPA while the newly adopted bylaws are reviewed by City Staff?
2. Will the city continue to recognize the LJCPA if we operate under the newly adopted bylaws?
3. Will this in anyway expose the LJCPA to de-certification if we begin to operate under these bylaws as adopted by members of the Corporation?

These questions followed a special meeting of the recognized community planning group held to adopt revised bylaws that had been developed by a subcommittee. We have answered all three questions below.

If the La Jolla Community Planning Association (LJCPA) continues to operate under current City-approved bylaws while City staff reviews your revised bylaws, you will be indemnified as a recognized community planning group under Council Policy 600-24 (Policy) "Standard Operating Procedures and Responsibilities of Recognized Community Planning Groups" until your new bylaws are approved by the City. The exception would be if you utilize proxy voting which is now prohibited in the updated Policy. All recognized community planning groups have been instructed to refrain from proxy voting, even if contained in their current bylaws, until bylaws are revised to remove the provision.

If the LJCPA chooses to operate in accordance with bylaws that were approved at the January 18 meeting which have not yet been reviewed or approved by the City, you are in violation of Policy. Bylaw changes adopted by a planning group are not in effect until they have been approved by the City. If the LJCPA operates under a set of bylaws that have not



been approved by the City, City staff would be in the position of recommending to the City Council the removal of planning group recognition from the LJCPA unless the indisputable Policy violation is immediately remedied. Also, please be advised that a clear and knowing violation of the Policy removes the protection of the Indemnification Ordinance.

Since it is always our goal to recommend remedial action to a recognized community planning group before engaging in a more drastic course of action, we recommend the following to the LJCPA:

1. Continue to operate in accordance with your current City-approved adopted bylaws with the aforementioned exception of proxy voting.
2. If the LJCPA wishes to adopt, and have City review of, the *LJCPA Corporate Bylaws Final Draft December 15, 2006*, the LJCPA must initiate another vote on the proposed bylaws to submit to the City given that the quorum of the planning group was lost on January 18 prior to the final vote on the bylaws. In accordance with the Policy and Roberts Rules of Order, a quorum must be present to conduct business. As a corrective action, the City Attorney proposes the LJCPA agenda for their next meeting, consideration of the ratification of actions taken without a quorum. As a procedural matter, proposed bylaw amendments are reviewed by the City Planning and Community Investment (CPCI) Director and City Attorney for conformance with Policy. If proposed bylaw changes are not consistent with the Policy, and the planning group and City staff cannot develop provisions that suit the needs of the planning group and meet the requirements of the Policy, then the proposed bylaw amendments require approval by the City Council. Only the City Council may waive provisions of the Policy and approve amendments that are exceptions to the Policy. Please be advised that a preliminary review of the *LJCPA Corporate Bylaws Final Draft December 15, 2006* identifies provisions that are exceptions to the Policy and outside the scope of approval by City staff. Therefore, the proposed bylaw amendments cannot be approved by the CPCI Director and City Attorney, and require review and approval by the City Council.
3. Alternatively, staff acknowledges that a recommendation posed at the LJCPA meeting on January 18 for selective amendments related to proxy voting and membership and voting requirements, rather than the wholesale changes to the bylaws, was discussed but not made subject of a formal motion. Limiting changes to the LJCPA bylaws to the selective amendments that were discussed at the January 18 meeting could be an interim measure to address the issue of proxy voting and membership and voting requirements. The City believes these two amendments could be found consistent with the adopted Policy and could be approved by the CPCI Director and City Attorney within one week of submission of the selective amendments after approval and forwarding by the LJCPA.

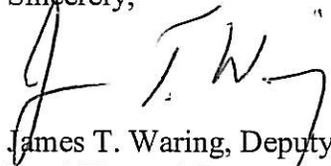
Page 3
Mr. Golba
January 29, 2007

All recognized community planning groups were advised to cease their bylaw update efforts until the Policy was revised, and to operate under their adopted bylaws until that time. While we advise the LJCPA against premature bylaw amendments given that the Policy is being revised to incorporate provisions to implement the Brown Act, we recognize the importance of remedying the proxy voting provisions of the current City-approved bylaws and the need for changes to the membership and voting requirements to ensure greater voter participation in the March 2007 elections. Be advised that the remedial actions for bylaw changes represent only an interim step, and that the LJCPA bylaws would need to be fully amended to incorporate provisions of the Brown Act and Policy changes that are being drafted.

Policy revisions will be taken to the City Council in the next few months. The compliance period for the 2007 revisions to the Policy would be extended 6 months upon Council adoption.

Finally, it has been asserted that the LJCPA's corporate status allows it to undertake certain actions without regard to the City's requirements of recognized community planning groups. That very well may be true, however, any action undertaken without regard to the requirements of Policy cannot be legitimized on the basis of the LJCPA's corporate status. Obviously the City cannot dissolve the corporation; however, the City Council can remove the planning group recognition conferred by Policy to the corporation. Continued violation of the Policy will result in such a recommendation to the City Council.

Sincerely,



James T. Waring, Deputy Chief
Land Use and Economic Development

JTW/BAM/CW/ah

cc: Scott Peters, Council President, Council District 1
Bill Anderson, Director, City Planning and Community Investment
Betsy McCullough, Deputy Planning Director, City Planning and Community Investment
Cecilia Williams, Program Manager, City Planning and Community Investment
Lesley Henegar, Senior Planner, City Planning and Community Investment
Karen Huemann, Deputy City Attorney, City Attorney
Alex Sachs, Deputy City Attorney, City Attorney