



**CLAYTON CITY COUNCIL
REGULAR MEETING AGENDA**

**Tuesday, October 15, 2024
7:00 p.m.**

**Hoyer Hall, Clayton Community Library
6125 Clayton Road, Clayton, CA 94517**

Zoom Videoconference and Call-in:

Webinar: <https://us02web.zoom.us/j/81342918951>

Telephone: 1 + (669) 900 - 9128 **Webinar ID:** 813 4291 8951

Jim Diaz, Mayor

Kim Trupiano, Vice Mayor

Peter Cloven, Councilmember

Holly Tillman, Councilmember

Jeff Wan, Councilmember

1. CALL TO ORDER AND ROLL CALL

2. PLEDGE OF ALLEGIANCE

3. PUBLIC COMMENT ON NON - AGENDA ITEMS

Members of the public may address the City Council on non-agendized items within the Council's jurisdiction. To ensure an orderly meeting and an equal opportunity for everyone, each speaker is limited to three (3) minutes, or the time established by the Mayor. In accordance with State Law, no action may take place on any item not appearing on the posted agenda. The Council may respond to statements made or questions asked or may at its discretion request staff to report back at a future meeting concerning the matter.

Public comment and input on other agenda items will be allowed when each item is considered by the Council.

4. **CONSENT CALENDAR**

Consent Calendar items are typically routine in nature and are considered for approval by one single motion. Members of the Council, audience, or Staff wishing an item removed from the Consent Calendar for purpose of public comment, question, discussion, or alternative action may request so through the Mayor.

- a. Approval of the October 1, 2024, Meeting Minutes (City Clerk)
([View](#))

5. **RECOGNITIONS AND PRESENTATIONS**

- a. Certificates of Recognition to Public School Students for Exemplifying the “Do the Right Thing” Character Trait of “Responsibility” during the month of September 2024.
([View](#))
- b. Certificate of Appreciation – Jim Mahan, Acting Postmaster for the City of Clayton, U.S. Postal Service

6. **REPORTS**

- a. City Manager / Staff
 - Link to ClearGov Transparency Portal:
<https://cleargov.com/california/contra-costa/city/clayton/checkbook>

7. **PUBLIC HEARINGS**

(There are no Public Hearings scheduled for this meeting.)

8. **ACTION ITEMS**

- a. Appoint Amit Prayag to the Contra Costa Library Commission for the remainder of a 3-year term (7/1/2023 - 6/30/26), with a term end date of June 30, 2026. (City Clerk)
([View](#))
- b. Designation of Voting Delegate and Alternate Delegate for League of California Cities 2024 Annual Conference being held October 16 – 18, 2024, in Long Beach and determine the City’s position on the League Conference Resolutions Committee Resolution. (City Clerk)
([View](#))

- c. Ratify the April 9, 2024, Engagement Letter Agreement between the City of Clayton (City) and Chavan and Associates, LLC (Chavan) regarding financial auditing services for fiscal years 2023-24, 2024-25, 2025-26 and optional years 2026-27 and 2027-28, for a total contract amount not to exceed \$187,500.

[\(View\)](#)

9. **COUNCIL ITEMS** – Limited to Council requests and directives for future meetings.

10. **COUNCIL REPORTS**

11. **ADJOURNMENT**

The next regularly scheduled meeting of the City Council will be November 19, 2024. For meeting information and materials, please visit the City's website at www.claytonca.gov

Meeting Information and Access

- A complete packet of information containing staff reports and exhibits related to each public item is available for public review in City Hall located at 6000 Heritage Trail and on the City's website at www.claytonca.gov
- Agendas are posted at: 1) City Hall, 6000 Heritage Trail; 2) Library, 6125 Clayton Road; 3) Ohm's Bulletin Board, 1028 Diablo Street, Clayton; and 4) City Website at www.claytonca.gov
- Any writings or documents provided to a majority of the City Council after distribution of the agenda packet and regarding any public item on this agenda will be made available for public inspection in the City Clerk's office located at 6000 Heritage Trail during normal business hours and is available for review on the City's website at www.claytonca.gov
- If you have a physical impairment requiring special accommodation to participate, please call the City Clerk's office at least 72 hours (about 3 days) before the meeting on (925) 673-7300.

Remote Access

The public may attend City Council meetings in-person or remotely via livestream on the City's website and through Zoom. As a courtesy, and technology permitting, members of the public may continue to provide live remote oral comment via the Zoom video conferencing platform. However, the City cannot guarantee that the public's access to teleconferencing technology will be uninterrupted, and technical difficulties may occur from time to time. Unless required by the Brown Act, the meeting will continue despite technical difficulties for participants using the teleconferencing option.

1. **Videoconference:** Click or visit the link on the front page of the meeting agenda. To access the webinar, you may download the Zoom client application or connect to the meeting in the web browser. You will be asked to enter your email address and name.

When the Mayor calls your item of interest, click the "raise hand" icon to be added to the speaker queue. The Clerk will identify you by name and you will hear "you have been unmuted" when it is your turn to provide public comment.

2. **Phone-in:** Dial the telephone number provided on the front page of the agenda. When prompted, enter the meeting ID. Once connected you will hear the meeting discussions but will remain muted. When your item of interest is called, please dial *9 to "raise hand" and be added to the speaker queue. The Clerk will identify you by the last 4-digits of your phone number and you will hear "you have been unmuted" when it is your turn to provide public comment. To toggle between mute/unmute on your device, please dial *6.

3. **E-mail Public Comments:** Public comment may also be sent to the City Clerk at cityclerk@claytonca.gov by 5:00 p.m. on the day of the meeting. All e-mailed public comments will be forwarded to the entire City Council and made part of the official meeting file.

Each person attending the meeting in-person, via videoconference, or call-in and who wishes to speak on an agenda item or non-agenda item (within the council's jurisdiction), shall have a set amount of time to speak as determined by the Mayor.



**MINUTES
OF THE
REGULAR MEETING
CLAYTON CITY COUNCIL**

TUESDAY, October 1, 2024

1. **CALL TO ORDER AND ROLL CALL** – The meeting was called to order at 7:00 p.m. by Mayor Diaz held via a hybrid meeting format live in-person and Zoom videoconference and broadcast from Hoyer Hall, Clayton Community Library, 6125 Clayton Road, Clayton, California. Councilmembers present: Mayor Diaz, Vice Mayor Trupiano, and Councilmembers: Cloven, Tillman, and Wan. Staff present: City Manager, Kris Lofthus; Assistant City Manager, Regina Rubier; Police Chief, Richard McEachin; JorDann Crawford and Jason McKinley, 4leaf Code Enforcement Officers, City Attorney, Malathy Subramanian; and City Clerk, Stephanie Cabrera-Brown.

2. **PLEDGE OF ALLEGIANCE** – Led by Mayor Diaz

3. **PUBLIC COMMENT ON NON - AGENDA ITEMS**
Members of the public may address the City Council on non-agendized items within the Council's jurisdiction. To ensure an orderly meeting and an equal opportunity for everyone, each speaker is limited to three (3) minutes, or the time established by the Mayor. In accordance with State Law, no action may take place on any item not appearing on the posted agenda. The Council may respond to statements made or questions asked or may at its discretion request Staff to report back at a future meeting concerning the matter.

Public comment and input on other agenda items will be allowed when each item is considered by the Council.

Frank Gavidia (in Spanish and English) – Spoke regarding the September 21st Car show to celebrate Hispanic Heritage Month and thanked the council for supporting the event.

Scott Denslow- Spoke regarding public service, choice to attend events.

Richard Enea – Spoke regarding his qualifications for City Council and the Housing Element.

Maria Shulman – Spoke regarding her qualifications for City Council and accountability in government.

Holly Tillman (Councilmember) – Spoke regarding her qualifications for re-election, the work that has been done during her current term, and external bodies that she sits or is the Chair of.

At the request of Mayor Diaz, Vice Mayor Trupiano assumed the chair at 7:18 p.m.

Jim Diaz (Councilmember) – Spoke regarding his qualifications for re-election, spoke regarding work that has been completed during his current term and priorities if re-elected.

The Mayor resumed the chair at 7:21 p.m.

4. CONSENT CALENDAR

It was moved by Councilmember Wan, seconded by Vice Mayor Trupiano to approve Consent Calendar item 4(a) & 4 (c) as submitted. Items 4(b) and 4 (d) to be continued to the meeting of October 15, 2024. (Passed: 5- 0).

- a. Approval of the September 17, 2024, Meeting Minutes (City Clerk)
- b. Authorize the City Manager to execute a First Amendment to the Consulting Services Agreement with Muchmore than Consulting, LLC for interim fiscal and human resources services for an additional \$50,000 in compensation for a total contract price not to exceed \$80,000, effective June 15, 2024, through January 31, 2025. (Assistant City Manager)
Continued to the October 15, 2024, meeting.
- c. Adopt a Resolution renewing the authorization to invest monies in the Local Agency Investment Fund (“LAIF”) in accordance with Section 16429.1 of the California Government Code. (Assistant City Manager)

Resolution 38-2024

- d. Authorize the City Manager to execute a contract with UBS for investment advisory services, at a rate of 20 basis points effective October 1, 2024. (Assistant City Manager)
Continued to the October 15, 2024, meeting.

5. RECOGNITIONS AND PRESENTATIONS

- a. Proclaim November 6, 2024, as National Shelter in Place Education Day

Mayor Diaz read the proclamation into record.

b. Presentation on Code Enforcement Activities

JorDann Crawford, 4Leaf, Inc. Code Enforcement Officer and Jason McKinley, 4Leaf, Inc. Code Enforcement Officer assigned to the City of Clayton presented current code enforcement activities and future initiatives.

Scott Denslow- Requested information on how to file a complaint.

Bill Walcott – Requested information on the proactive code enforcement process.

6. REPORTS

a. City Manager / Staff

- Link to ClearGov Transparency Portal:
<https://cleargov.com/california/contra-costa/city/clayton/checkbook>

Kris Lofthus, City Manager provided a report on PG&E vegetation removal near downtown and Mt. Diablo Elementary School and removal of a leaning power pole. PG&E customers will receive notice if their power is expected to be off; and shared information on the CBCA Oktoberfest taking place on October 5th & 6th.

7. PUBLIC HEARINGS

(There were no Public Hearings scheduled for this meeting.)

8. ACTION ITEMS

a. Discussion on Whether to Create a City Flag

Mayor Diaz introduced Ted Kaye, Vexillologist who provided an overview of the Process to create a city flag. Following discussion by the City Council, Mayor Diaz opened the item to public comment:

Scott Denslow – Requested additional information on costs associated with creating a flag and requested that the community be engaged in the process.

Bill Walcott – Spoke in support of creating a city flag and community involvement.

Ed Miller – Spoke in support of creating a city flag and community involvement and transparency of costs.

Kerry – Spoke regarding the timing and concerns that this will be distracting to city staff.

No Action required.**9. COUNCIL ITEMS** – Limited to Council requests and directives for future meetings.

Councilmember Tillman requested to agendaize a discussion to discuss hiring an independent third-party to investigate the staff turnover and requested governance training for the council.

10. COUNCIL REPORTS

Councilmember Wan spoke with constituents.

Councilmember Tillman attended meeting(s) for: East Bay Division – League of Cities, Elected Women’s Luncheon; Clayton Pride Board.

Councilmember Cloven attended meeting(s) for: Clayton Pride Board, Participated in: Corn Hole tournament.

Vice Mayor Trupiano attended meetings for: Attended the Low Rider Car Show, East Bay Economic Development Alliance Economic Forum, Association of Realtors; Met with: Assistant City Manager,

Mayor Diaz attended meeting(s) for: County Connection Board, Contra Costa Water District; Met with: City Manager; Attended the: Low Rider Car Show,

11. ADJOURNMENT – on a call by Mayor Diaz, The City Council adjourned its meeting at 8:41 p.m. in memory of Peter “Pete” Chrobak.

The next meeting will be on Tuesday October 15, 2024.

Please note the Minutes of this meeting set forth all actions taken by the City Council on the matters stated, but not necessarily in the chronological sequence in which the matters were taken up.

Respectfully submitted,

Stephanie Cabrera-Brown, City Clerk

APPROVED BY THE CLAYTON CITY COUNCIL

Jim Diaz, Mayor

[\(Back to Agenda\)](#)

City Council Agenda Item 5a

**Rose Barto
for
“Doing the Right Thing”
at
Diablo View Middle School
by exemplifying great “Responsibility”
September 2024**

**Suri Sulymankhel
for
"Doing the Right Thing"
at
Diablo View Middle School
by exemplifying great "Responsibility"
September 2024**

Giles Thompson
for
"Doing the Right Thing"
at
Diablo View Middle School
by exemplifying great "Responsibility"
September 2024

**Landon Grabriel
for
"Doing the Right Thing"
at
Mt. Diablo Elementary School
by exemplifying great "Responsibility"
September 2024**

**Hayden Berry
for
"Doing the Right Thing"
at
Mt. Diablo Elementary School
by exemplifying great "Responsibility"
September 2024**

**Nicholas Ayala
for
"Doing the Right Thing"
at
Mt. Diablo Elementary School
by exemplifying great "Responsibility"
September 2024**



City Council Agenda Item 8a

STAFF REPORT

TO: Honorable Mayor and Councilmembers
FROM: Stephanie Cabrera-Brown, City Clerk/ Assistant to the City Manager
DATE: October 15, 2024
SUBJECT: Appoint Amit Prayag to the Contra Costa Library Commission

RECOMMENDATION

Appoint Amit Prayag to the Contra Costa Library Commission for the remainder of a 3-year term (7/1/2023 - 6/30/26), with a term end date of June 30, 2026.

BACKGROUND

The last appointee from Clayton, Jackie Ferree, has served on the Contra Costa Library Commission for six years. During her tenure, she has been a dedicated advocate for library services in our community and has graciously made herself available to onboard the new appointee, ensuring a smooth transition. The Library Commission is comprised of 24 voting members: 18 members represent cities and towns in Contra Costa County, five represent the County itself, one member represents central labor, and four ex-official members represent the College District, East Bay Leadership Council, Office of Education, and the Friends Council. Meetings are held on a bi-monthly basis, and commissioners serve on a volunteer basis with no compensation for members.

Each full appointment to the commission is for a term of three years. As Ms. Ferree has continued to serve in the absence of a new appointee, there are two years remaining on the current July 1, 2023 to June 30, 2026, term. The new appointee would be eligible for reappointment to a full-term thereafter.

DISCUSSION

Staff has shared the applicant's credentials with the council for review, and it is recommended to appoint Amit Prayag to the Library Commission due to his qualifications. He meets the residency requirements as a resident of Clayton, is over the age of 18, and brings substantial project and program management experience to the table. Additionally, Mr. Prayag has demonstrated his commitment to the role by attending a recent CCLF meeting and engaging with Ms. Jackie Ferree to gain insight about the commission and the specific library needs of the Clayton community. His proactive approach indicates a strong potential to contribute positively to the commission's objectives.

FISCAL IMPACT

There are no direct financial impacts associated with the appointment of Amit Prayag to the Contra Costa Library Commission. The commission operates on a volunteer basis with no compensation for members.

CEQA IMPACT

None.

ATTACHMENTS

1. Contra Consta Library Commission Application – A. Prayag

APPLICATION FOR APPOINTMENT TO THE LIBRARY COMMISSION

This application is public record. Return form to cityclerk@claytonca.gov or City Hall, 6000 Heritage Trail, Clayton, CA 94517.

Name Amit Prayag Address [Redacted] Clayton CA 94517
Home Phone [Redacted] Business Phone [Redacted]
E-mail address: [Redacted] Length of residence in Clayton 2 years
Occupation Sr. Institutional Researcher Present employer University of California, Office of the President

Education and special training MBA, University at Buffalo
BS in Engineering, University of Pune
Project Management Professional (PMP), Project Management Institute (PMI)

Why are you interested in serving on this Committee? _____
My interest in serving on the CCLC is driven by my strong belief in the transformative power of libraries to foster intellectual growth, community engagement, and lifelong learning.
My professional experience in higher education has honed my skills in strategic planning, policymaking, and advocacy, which I believe would be invaluable in shaping the library services in the county.
Personally, as a father of newborn, I would like my son to continue the habit of exploring the literary treasures (aka books) and perhaps see his father as role model to serve our community.

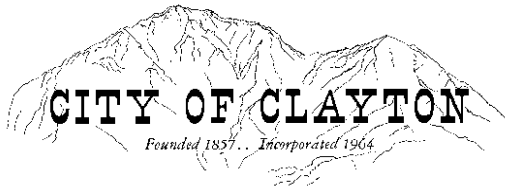
In your opinion, what are the greatest community service needs within the scope of the Committee?
Based on my understanding of the CCLC's role, the greatest community service needs within the scope of the CCLC are:
expanding access to educational resources, promoting digital literacy, developing community partnerships, and fostering inclusive programming.
I'd be happy to share the detailed vision during the interview.

Other interests and hobbies: Data analysis, hiking, reading

List two references with phone numbers:
[Redacted]

Amit Prayag Digitally signed by Amit Prayag
Date: 2024.09.29 23:40:33 -07'00'
Signature _____

Date: 9/29/2024



City Council Agenda Item 8b

STAFF REPORT

TO: Honorable Mayor and Councilmembers

FROM: Stephanie Cabrera-Brown, City Clerk/ Assistant to the City Manager

DATE: October 15, 2024

SUBJECT: Designation of Voting Delegate and Alternate Delegate for League of California Cities 2024 Annual Conference being held October 16 – 18, 2024, in Long Beach and determine the City's position on the League Resolutions Committee Resolution

RECOMMENDATION

Designation of Voting Delegate and Alternate Delegate for League of California Cities 2024 Annual Conference being held October 16 – 18, 2024, in Long Beach and determine the City's position on the League Resolutions Committee Resolution.

BACKGROUND

The League of California Cities' Annual Conference is scheduled for Wednesday, October 16 through Friday, October 18, 2024 in Long Beach. A Business Meeting will take place on Friday, October 18, 2024 at 8:30 am.

League Bylaws provide that each City is entitled to one vote in matters affecting municipal or League policy. Per the attached Annual Conference Voting Procedures, a City Official must have in possession the City's Voting Card and be registered with the Credentials Committee to cast that City's vote. A voting card will be issued to the City officials designated by the City Council on the attached Voting Delegate Form.

Conference registration is required for voting delegates and alternate delegates.

DISCUSSION

Designate one councilmember as the Voting Member and one councilmember as the Alternate Member to the Cal Cities Resolutions Committee and determine the city's position on the Resolution presented by the League's Resolutions Committee. This year there is only one resolution scheduled for the committee to take action on.

FISCAL IMPACT

The cost of conference attendance is undetermined at this time.

CEQA IMPACT

None

ATTACHMENT(S)

1. A League of California Cities Annual Conference Voting Procedures (4 pages)
2. 2024 Cal Cities Resolutions Committee Packet (28 pages)



Council Action Advised by September 25, 2024

DATE: Wednesday, July 10, 2024

TO: Mayors, Council Members, City Clerks, and City Managers

**RE: DESIGNATION OF VOTING DELEGATES AND ALTERNATES
League of California Cities Annual Conference and Expo, Oct. 16-18, 2024
Long Beach Convention Center**

Every year, the League of California Cities convenes a member-driven General Assembly at the [Cal Cities Annual Conference and Expo](#). The General Assembly is an important opportunity where city officials can directly participate in the development of Cal Cities policy.

Taking place on Oct. 18, the General Assembly is comprised of voting delegates appointed by each member city; every city has one voting delegate. Your appointed voting delegate plays an important role during the General Assembly by representing your city and voting on resolutions.

To cast a vote during the General Assembly, your city must designate a voting delegate and up to two alternate voting delegates, one of whom may vote if the designated voting delegate is unable to serve in that capacity. Voting delegates may either be an elected or appointed official.

Action by Council Required. Consistent with Cal Cities bylaws, a city's voting delegate and up to two alternates must be designated by the city council. Please note that designating the voting delegate and alternates **must** be done by city council action and cannot be accomplished by individual action of the mayor or city manager alone.

Following council action, please submit your city's delegates through [the online submission portal](#) by Wed., Sept. 25. When completing the Voting Delegate submission form, you will be asked to attest that council action was taken. You will need to be signed in to your My Cal Cities account when submitting the form.

Submitting your voting delegate form by the deadline will allow us time to establish voting delegate/alternate records prior to the conference and provide pre-conference communications with voting delegates.

Conference Registration Required. The voting delegate and alternates must be registered to attend the conference. They need not register for the entire conference; they may register for Friday only. Conference registration is open on the [Cal Cities](#) website.

For a city to cast a vote, one voter must be present at the General Assembly and in possession of the voting delegate card and voting tool. Voting delegates and alternates need to pick up their conference badges before signing in and picking up the voting delegate card at the voting delegate desk. This will enable them to receive the special sticker on their name badges that will admit the voting delegate into the voting area during the General Assembly.

Please view Cal Cities' [event and meeting policy](#) in advance of the conference.

Transferring Voting Card to Non-Designated Individuals Not Allowed. The voting delegate card may be transferred freely between the voting delegate and alternates, but *only* between the voting delegate and alternates. If the voting delegate and alternates find themselves unable to attend the General Assembly, they may *not* transfer the voting card to another city official.

Seating Protocol during General Assembly. At the General Assembly, individuals with a voting card will sit in a designated area. Admission to the voting area will be limited to the individual in possession of the voting card and with a special sticker on their name badge identifying them as a voting delegate.

The voting delegate desk, located in the conference registration area of the Long Beach Convention Center in Long Beach, will be open at the following times: Wednesday, Oct. 16, 8:00 a.m.-6:00 p.m. and Thursday, Oct. 17, 7:30 a.m.-4:00 p.m. On Friday, Oct. 18, the voting delegate desk will be open at the General Assembly, starting at 7:30 a.m., but will be closed during roll calls and voting.

The voting procedures that will be used at the conference are attached to this memo. Please share these procedures and this memo with your council and especially with the individuals that your council designates as your city's voting delegate and alternates.

Once again, thank you for submitting your voting delegate and alternates by Wednesday, Sept. 25. If you have questions, please contact Zach Seals at zseals@calcities.org.

Attachments:

- General Assembly Voting Guidelines
- Information Sheet: Cal Cities Resolutions and the General Assembly

General Assembly Voting Guidelines

1. **One City One Vote.** Each member city has a right to cast one vote on matters pertaining to Cal Cities policy.
2. **Designating a City Voting Representative.** Prior to the Cal Cities Annual Conference and Expo, each city council may designate a voting delegate and up to two alternates; these individuals are identified on the voting delegate form provided to the Cal Cities Credentials Committee.
3. **Registering with the Credentials Committee.** The voting delegate, or alternates, may pick up the city's voting card at the voting delegate desk in the conference registration area. Voting delegates and alternates must sign in at the voting delegate desk. Here they will receive a special sticker on their name badge and thus be admitted to the voting area at the General Assembly.
4. **Signing Initiated Resolution Petitions.** Only those individuals who are voting delegates (or alternates), and who have picked up their city's voting card by providing a signature to the credentials committee at the voting delegate desk, may sign petitions to initiate a resolution.
5. **Voting.** To cast the city's vote, a city official must have in their possession the city's voting card and voting tool; and be registered with the credentials committee. The voting card may be transferred freely between the voting delegate and alternates but may not be transferred to another city official who is neither a voting delegate nor alternate.
6. **Voting Area at General Assembly.** At the General Assembly, individuals with a voting card will sit in a designated area. Admission to the voting area will be limited to the individual in possession of the voting card and with a special sticker on their name badge identifying them as a voting delegate.
7. **Resolving Disputes.** In case of dispute, the credentials committee will determine the validity of signatures on petitioned resolutions and the right of a city official to vote at the General Assembly.

How it works: Cal Cities Resolutions and the General Assembly

Developing League of California Cities policy is a dynamic process that engages a wide range of members to ensure Cal Cities represents cities with one voice. These policies directly guide Cal Cities' advocacy to promote local decision-making, and lobby against statewide policies that erode local control.

The resolutions process and General Assembly is one way that city officials can directly participate in the development of Cal Cities policy. If a resolution is approved at the General Assembly, it becomes official Cal Cities policy. Here's how resolutions and the General Assembly work.

Prior to the Annual Conference and Expo

General Resolutions



Sixty days before the Annual Conference and Expo, Cal Cities members may submit policy proposals on issues of importance

to cities. The resolution must have the concurrence of at least five additional member cities or individual members.



Policy Committees



The Cal Cities President assigns general resolutions to policy committees where members

review, debate, and recommend positions for each policy proposal. Recommendations are forwarded to the Resolutions Committee.



During the Annual Conference and Expo

Petitioned Resolutions



The petitioned resolution is an alternate method to introduce policy proposals during

the annual conference. The petition must be signed by voting delegates from 10% of member cities, and submitted to the Cal Cities President at least 24 hours before the beginning of the General Assembly.



Resolutions Committee



The Resolutions Committee considers all resolutions. General Resolutions approved¹ by either a policy committee

or the Resolutions Committee are next considered by the General Assembly. General resolutions not approved, or referred for further study by both a policy committee and the Resolutions Committee do not go to the General Assembly. All Petitioned Resolutions are considered by the General Assembly, unless disqualified.²



General Assembly



During the General Assembly, voting delegates debate and consider general and petitioned resolutions forwarded by the Resolutions Committee. Potential Cal Cities bylaws amendments are also considered at this meeting.

Who's who

Cal Cities policy development is a member-informed process, grounded in the voices and experiences of city officials throughout the state.

The **Resolutions Committee** includes representatives from each Cal Cities diversity caucus, regional division, municipal department, and policy committee, as well as individuals appointed by the Cal Cities president.

Voting delegates are appointed by each member city; every city has one voting delegate.

The **General Assembly** is a meeting of the collective body of all voting delegates—one from every member city.

Seven **policy committees** meet throughout the year to review and recommend positions to take on bills and regulatory proposals. Policy committees include members from each Cal Cities diversity caucus, regional division, and municipal department, as well as individuals appointed by the Cal Cities president.

¹ The Resolution Committee can amend a general resolution prior to sending it to the General Assembly.

² Petitioned Resolutions may be disqualified by the Resolutions Committee according to Cal Cities Bylaws Article VI, Sec. 5(f).



2024 Resolutions Committee Packet

2024 RESOLUTIONS COMMITTEE MEETING

October 17, 2024

Hyatt Regency Long Beach, Regency DEF

1:00-2:30 p.m.

AGENDA

I. Welcome, Call to Order, Introductions

Gabriel Quinto; Second Vice President, League of California Cities; Chair, Resolutions Committee; Council Member, El Cerrito

II. Overview and Procedures

Nicholas Ghirelli; Parliamentarian; City Attorney, Rancho Cucamonga and Seal Beach

III. Public Comment

IV. Consideration of Resolution #1

ACTION (pg 6)

V. Adjourn

Gabriel Quinto



2024 Resolutions Committee

Name	Title	City	Appointed By:
CHAIR: Gabe Quinto	Council Member	El Cerrito	N/A
VICE CHAIR: Jorgel Chavez	Council Member	Bell Gardens	Cal Cities President (Vice Chair) / Latino Caucus (Rep.)
Mariam Aboudamous	Vice Mayor	American Canyon	North Bay Division
Paul Akinjo	Council Member	Lathrop	Cal Cities President
Holly Andreatta	Council Member	Lincoln	Sacramento Valley Division
Art Bishop	Council Member	Apple Valley	Desert Mountain Division
Harry Black	City Manager	Stockton	Cal Cities President
Jessica Blair	Communications Director/City Clerk	Half Moon Bay	City Clerks Department
Illece Buckley Weber	Mayor	Agoura Hills	Environmental Quality Policy Committee
Jamie Cannon	Human Resources Director	Rohnert Park	Personnel & Employee Relations Department
Mary Ann Carbone	Mayor	Sand City	Monterey Bay Division
Leslie Castellano	Council Member	Eureka	Redwood Empire Division
Cassandra Chase	Vice Mayor	Lakewood	Women's Caucus
Lisa Craig	Mayor	Lodi	Central Valley Division
Martin Devine	Council Member	Hanford	Cal Cities President
Bea Dieringer	Council Member	Rolling Hills	Los Angeles County Division
Debra Porada	Mayor Pro Tem	Ontario	Inland Empire Division
Algeria Ford	City Attorney	Simi Valley	City Attorneys Department
Claudia Frometa	Council Member	Downey	Public Safety Policy Committee
Camilo Garcia	Mayor	Calexico	Imperial County Division
Marshall Goodman	Mayor	La Palma	Orange County Division
Alexander Hamilton	Fire Chief	Oxnard	Fire Chiefs Department
Melissa Hunt	Vice Mayor	Anderson	Mayors & Council Members Department
Ellen Kamei	Council Member	Mountain View	Peninsula Division
Larry Koman	Planning Commissioner	Bakersfield	Planning & Community Development Department
Deborah Lewis	Council Member	Los Banos	Cal Cities President
Jim Lewis	City Manager	Atascadero	City Managers Department
Julie Lucido	Public Works Director	Napa	Public Works Officers Department
Jeff Maloney	Council Member	Alhambra	API Caucus
Yvonne Martinez Beltran	Council Member	Morgan Hill	HCED Policy Committee
Patricia Matthews	Mayor	Lemoore	South San Joaquin Valley Division
Stacey Mattina	Council Member	Lakeport	Cal Cities President
Linda Molina	Council Member	Calimesa	Riverside County Division
Maria Nunez	Council Member	San Marcos	San Diego County Division
Ian Oglesby	Mayor	Seaside	African American Caucus
Scott Pettingell	Assistant Finance Director	Roseville	Fiscal Officers Department
Sepi Shyne	Council Member	West Hollywood	LGBTQ Caucus
Jeff Smith	Chief of Police	Pismo Beach	Police Chiefs Department
Kuldip Thusu	Council Member	Dinuba	Revenue and Taxation Policy Committee
Holly Tillman	Council Member	Clayton	Community Services Policy Committee
Scott Voigts	Mayor Pro Tem	Lake Forest	Cal Cities President
Alex Walker-Griffin	Council Member	Hercules	East Bay Division
Colleen Wallace	Council Member	Banning	TCPW Policy Committee
Clint Weirick	Council Member	Grover Beach	Channel Counties Division
Dan Wright	Council Member	Stockton	Cal Cities President
Frank Yokoyama	Council Member	Cerritos	GTLR Policy Committee



Information on 2024 Resolutions Process

Consideration by Policy Committee (pre-conference)

Per the Cal Cities bylaws, the Cal Cities President has referred the submitted resolution to the [Governance, Transparency, and Labor Relations Policy Committee](#). The committee met on Oct. 3 via Zoom and recommended an approve as amended position.

Consideration by Resolutions Committee (during conference)

On Oct. 17 at 1:00 p.m. the Resolutions Committee will meet to review the resolution and the recommendation of the policy committee.

The Resolutions Committee consist of one representative from each of Cal Cities caucuses, departments, divisions, and policy committees, as well as up to ten additional appointments made by the Cal Cities President. A public comment period will be held during the meeting. Refer to the onsite conference program for the location.

A list of recommendations the Resolutions Committee may make during its meeting are on page three of this packet.

Consideration by the General Assembly (during conference)

The General Assembly will convene on Oct. 18 to consider any qualified resolutions. To vote during the General Assembly, voting delegates must have checked-in at the voting delegate booth.

Conference attendees will receive materials for the General Assembly on the evening of Oct. 17. For more information on voting and discussion procedures during the General Assembly, see page four of this packet.

Petitioned Resolutions (during conference)

The petitioned resolution is an alternate method to introduce policy proposals during the annual conference. To initiate a petitioned resolution, voting delegates from 10% of member cities must sign the petition. The resolution and signatures are due at least 24 hours before the beginning of the General Assembly. Voting delegates who have checked-in at the voting delegate booth can receive more information on petitioned resolutions at the booth onsite.

Policy Committee and Resolutions Committee Actions

The submitted resolution will be heard by the policy committee to which it was assigned, and the Resolutions Committee. The below table shows what recommendations these bodies may make on the resolution.

Policy Committee Actions	Resolutions Committee Actions
Approve	Approve
Disapprove*	Disapprove*
No Action	No Action
Amend and approve	Amend and approve
Refer to appropriate policy committee for further study*	Approve as amended
Refer as amended to appropriate policy committee for further study*	Refer to appropriate policy committee for further study*
	Refer as amended to appropriate policy committee for further study*
	Approve with additional amendment(s)
	Additional amendments and refer to appropriate policy committee for further study*

**If a resolution is disapproved or referred for further study by all policy committees to which it is assigned and the Resolutions Committee, it will not proceed to the General Assembly.*



2024 Resolutions Packet

General Assembly Voting and Discussion Procedures

Discussion Procedures:

Discussion procedures during the General Assembly are guided by two calendars: the Consent Calendar and the Regular Calendar. As seen below, resolutions are calendared by the recommendations they receive from policy committees and the Resolutions Committee.

For General Resolutions:

Policy Committee Recommendation	Resolutions Committee Recommendation	Calendar
Approve	Approve	Consent Calendar
Approve	Disapprove or refer	Regular Calendar
Disapprove or refer	Approve	Regular Calendar
Disapprove or refer	Disapprove or refer	Does not proceed to General Assembly

For Petitioned Resolutions:

Policy Committee Recommendation	Resolutions Committee Action	Calendar
N/A	Approve	Regular Calendar
	Disapprove or Refer	Regular Calendar
	Disqualified	Does not proceed to General Assembly

Items on the Consent Calendar will be presented as one motion during the General Assembly from the Resolutions Committee chair. Unless an item on the Consent Calendar is set aside by the majority of the General Assembly, a vote will be taken on the whole calendar. If an item is set aside, it will be opened for discussion, followed by a vote.

Items on the Regular Calendar will be presented individually by the Resolutions Committee chair. After a recommendation is presented by the Resolutions Committee chair, the resolution will be opened for discussion by the General Assembly. A vote will take place following discussion.

Voting Procedures:

Per Cal Cities Bylaws Article XII, Sec. 2, all votes will be conducted by voice vote first. If the presiding official cannot determine the outcome a vote will be taken by an alternative method, typically a raise of voting cards by voting delegates. A roll call vote may be called for by delegates of ten percent or more of the General Assembly.



2024 Resolutions Packet

2024 Resolution

1. Resolution submitted by City of Glendora
 - Letters of concurrence submitted by:
 - i. April A. Verlato, Mayor, City of Arcadia
 - ii. Robert Gonzales, Mayor, City of Azusa
 - iii. Tim Hepburn, Mayor, City of La Verne
 - iv. Bill Uphoff, Mayor, City of Lomita
 - v. John M. Cruikshank, Mayor, City of Rancho Palos Verdes
 - vi. City of Beverly Hills
 - vii. Cal Cities Los Angeles County Division
 - Referred to Governance, Transparency, and Labor Relations Policy Committee
 - Policy Committee Recommendation: **Approve as Amended**
 - Resolutions Committee Recommendation:



**Resolution No. 1 submitted by City
of Glendora** *as Amended by the
Governance, Transparency, and
Labor Relations Committee*

1. A RESOLUTION OF THE GENERAL ASSEMBLY OF THE LEAGUE OF CALIFORNIA CITIES CALLING FOR THE CALIFORNIA LEGISLATURE TO ENACT LAWS THAT PROMOTE EQUALITY IN GOVERNANCE ~~ENSURE THAT “WHAT APPLIES TO ONE, APPLIES TO ALL” IN THE FAIR AND EQUAL TREATMENT OF ALL GOVERNMENTAL OFFICIALS AT ALL LEVELS IN THE STATE OF CALIFORNIA~~

Source: City of Glendora

Concurrence of five or more cities/city officials

City Officials: April A. Verlato, Mayor, City of Arcadia; Robert Gonzales, Mayor, City of Azusa; Tim Hepburn, Mayor, City of La Verne; Bill Uphoff, Mayor, City of Lomita; John M. Cruikshank, Mayor, City of Rancho Palos Verdes

Referred to: Governance, Transparency and Labor Relations Policy Committee

Recommendation to Resolutions Committee: **APPROVE AS AMENDED**

WHEREAS, the General Assembly of the League of California Cities objects to the practice of the California Legislature of imposing rules limiting authority or regulating the conduct of local municipal officials that do not also apply to elected officials of the State of California; and

WHEREAS, examples of such rules or regulations that apply to local city elected officials that do not otherwise apply to the elected officials of the State of California include, but are not limited to:

California's open meeting rules, codified in the Ralph M. Brown Act, Government Code, Chapter 9, §§ 54950 *et seq.*, **(the “Brown Act”)** which purport to “declare that the ~~public commissions, boards and councils— and the other public agencies~~ **[city and county elected officials]** in this State exist to aid in the conduct of the people's business. It is the intent of the law that their actions **[of city and county elected officials, but not elected members of the State Legislature,]** be taken openly and that their deliberations be conducted openly,” but which limits its application to “local agencies,” but not including elected officials of the State of California;

The requirements of the Brown Act apply codes of conduct on the method, manner, and timing of communications by members of city and

county elected officials by and between themselves and their constituents that do not apply to elected members of the State Legislature.

Creating “one-off” exemptions **for members of the State Legislature**, in the form of Senate Bill No. 174, from the California Environmental Quality Act (“CEQA”) which purportedly **would ordinarily** requires all government agencies **members of the State Legislature** to **fully** consider the environmental consequences of their actions before approving plans and policies or committing to a course of action on a project in order to demolish and then rebuild State offices for the Governor and other State officials, **while not affording the same prerogative to city and county elected officials the right to streamline approval of essential city or county projects involving matters of “municipal affairs”;**

Adopting rules, in the form of Senate Bill No. 1439, amending the Political Reform Act (the “Act”), by removing the exception for local elected officers from contribution limits requiring disqualification on development project decisions,” but not including elected officials of the State of California;

Adopting rules, in the form of Assembly Bill No. 571, that apply to city and county candidates for local elected office, but not to candidates for state-wide office, including, but not limited to: prohibiting the making a contribution over the AB 571 limit to another candidate in jurisdictions subject to the AB 571; requiring a candidate that has qualified as a committee to establish a separate controlled committee and campaign bank account for each specific office; prohibiting a candidate from redesignating a committee for one election for another election.

~~**WHEREAS**, the General Assembly of the League of California Cities now calls upon the Governor and the California Legislature to adopt a policy, practice, and procedure requiring, in their legislative activities, that “what applies to one applies to all.”~~

NOW, THEREFORE, BE IT RESOLVED at the League General Assembly, assembled at the League Annual Conference on October 18, 2024 in Long Beach, California, that the League calls upon the Governor of the State of California and the elected members of the California Legislature, including all members of the Senate and Assembly to adopt the following policy:

~~“The California State Legislature shall not enact, and the Governor shall not sign into law, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution.”~~

“The California State Legislature shall not enact, and the Governor shall not approve, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate after a reconciliation process has been completed. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch to adopt matters of statewide concern, within the meaning of Section 5 of Article XI of the California Constitution.”



2024 Resolutions Packet

Resolution No. 1: Letters of Concurrence



April A. Verlato
Mayor

July 9, 2024

Honorary Mike Allawos
Glendora City Councilmember
116 E. Foothill Blvd.
Glendora, CA 91741

RE: Support for "Glendora CalCities Resolution"

Dear Councilmember Allawos:

I would like to be a voice of support for Glendora's timely and needed resolution below for the upcoming CalCities annual conference this coming October 18, 2024.

"The California State Legislature shall not enact, and the Governor shall not approve, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution."

I am an elected representative for our respective city, county, and state governance to do the people's work and be their collective voices. We should all have the same rules to be governed by.

Sincerely,

April A. Verlato
City of Arcadia Mayor

240 West Huntington Drive
Post Office Box 60021
Arcadia, CA 91066-6021
(626) 574-5403 City Hall
averlato@ArcadiaCA.gov
www.ArcadiaCA.gov

July 8, 2024

Hon. Michael Allawos
Glendora City Councilmember
116 E. Foothill Blvd.
Glendora, CA 91741

Re: Support for "Glendora's CalCities Resolution"

Councilmember Allawos:

I would like to support Glendora's timely and needed resolution below for the upcoming CalCities annual conference this coming October 18, 2024:

"The California State Legislature shall not enact, and the Governor shall not approve, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution "

I am an elected representative for the City of Azusa . We should all have the same rules to be governed by.

Sincerely,



Mayor Robert Gonzales

*The views or opinions expressed in this letter are intended to be interpreted as the individual work product of the author They do not necessarily reflect an official position of the City Council, staff or other entities



CITY OF LAVERNE CITY HALL

3660 "D" Street, La Verne, California 91750-3599
www.cityoflaverne.org

July 8, 2024

Ms. Kathleen Sessman
Glendora City Clerk
116 E. Foothill Blvd.
Glendora, California 91741

Re: Item 14 – Cal Cities Annual Conference Resolution

Dear Ms. Sessman:

As the Mayor of the City of La Verne, I would like to voice support for Glendora's timely and needed resolution, within agenda item #14, for the upcoming League of California Cities (Cal Cities) annual conference this coming October 18, 2024.

In its simplistic form, the proposed Resolution states what we all believe should be true for each and every elected official: We should all have the same rules to be governed by. No matter what level of government an official is elected to, we are here to do the people's work and be their collective voices. The Resolution simply states:

"The California State Legislature shall not enact, and the Governor shall not approve, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution."

Whether the State Legislature or Governor heed our collective voices, we at the local level, through our Cal Cities membership, will have demonstrated our resolve that the basic leadership characteristic of leadership by example is the best approach to holding elective office.

Sincerely,

Tim Hepburn
Mayor

General Administration 909/596-8726 • Water Customer Service 909/596-8744 • Community Services 909/596-8700
Public Works 909/596-8741 • Finance 909/596-8716 • Community Development 909/596-8706 • Building 909/596-8713
Police Department 909/596-1913 • Fire Department 909/596-5991 • General Fax 909/596-8737

Bill Uphoff
Lomita, CA

July 8, 2024

Hon. Mike Allowos
Glendora City Councilmember
116 E. Foothill Blvd.
Glendora, CA 91741

Re: Support for “Glendora’s CalCities Resolution”

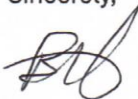
Dear Councilmember Allowos:

I would like to be a voice of support for Glendora’s timely and needed resolution below for the upcoming CalCities annual conference this coming October 18, 2024.

“The California State Legislature shall not enact, and the Governor shall not approve, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution.”

I am an elected representative for our respective city, county, and state governance to do the people’s work and be their collective voices. We should all have the same rules to be governed by.

Sincerely,



Bill Uphoff, Mayor
City of Lomita

The views or opinions expressed in this letter are intended to be interpreted as the individual work product of the author. They do not necessarily reflect an official position of the City Council, staff or other entities.

John M. Cruikshank
Rancho Palos Verdes, CA

July 6, 2024

Hon. Mike Allawos
Glendora City Councilmember
116 E. Foothill Blvd.
Glendora, CA 91741

Re: Support for “Glendora’s CalCities Resolution”

Dear Councilmember Allawos:

I would like to be a voice of support for Glendora’s timely and needed resolution below for the upcoming CalCities annual conference this coming October 18, 2024.

“The California State Legislature shall not enact, and the Governor shall not approve, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution.”

I am an elected representative for our respective city, county, and state governance to do the people’s work and be their collective voices. We should all have the same rules to be governed by.

Sincerely,



John M. Cruikshank, Mayor
City of Rancho Palos Verdes

The views or opinions expressed in this letter are intended to be interpreted as the individual work product of the author. They do not necessarily reflect an official position of the City Council, staff or other entities.



CITY OF BEVERLY HILLS

455 NORTH REXFORD DRIVE • BEVERLY HILLS, CALIFORNIA 90210

Lester J. Friedman, Mayor

September 12, 2024

Carolyn Coleman, Executive Director and CEO
League of California Cities
1400 K Street, Suite 400
Sacramento, CA 95814

Re: League of California Cities – General Assembly Resolution Calling for the California Legislature to Enact Laws that Ensure that “What Applies to One, Applies to All” in the Fair and Equal Treatment of All Governmental Officials at All Levels in the State of California

City of Beverly Hills - Support

Dear Ms. Coleman,

On behalf of the City of Beverly Hills, I write to you in **Support** for the General Assembly Resolution Calling for the California Legislature to Enact Laws that Ensure that “What Applies to One, Applies to All” in the Fair and Equal Treatment of All Governmental Officials at All Levels in the State of California.

In the past, the California State Legislature has passed legislation which the Governor has signed that imposes rules limiting authority or regulating conduct of local municipal officials that the state legislators then exempt themselves from.

For example, the Ralph M. Brown Act (Brown Act) declares that local commissions, boards and councils as well as other public agencies in California exist to aid in the conduct of the people’s business. It is the intent of the Brown Act to have locally elected officials conduct their business openly and that their deliberations be conducted openly; however, the Brown Act is limited in that it only applies to “local agencies,” and not state elected officials. This allows a lot of business to be conducted out of public view at the state level which passes legislation that impacts every resident and business in the state.

While some of this has been negated by the passage of Proposition 54 in 2016, which mandates any amendments made to a bill must be in print 72 hours prior to passage, there is still an inequity in the law between local agencies and the State Legislature.

In 2022, the California Legislature passed SB 1439, a bill that amended Section 84308 of the Political Reform Act (“the Act”). Section 84308 prohibits certain officials, including local elected officials, from taking part in an entitlement for use proceeding if the official has received a contribution exceeding \$250 from a party or participant in the proceeding within the preceding 12 months. A local official is also prohibited from accepting, soliciting, or directing a contribution exceeding \$250 from a party or participant in the proceeding for 12 months after a final decision is rendered in such a proceeding. The State Legislature exempted themselves from having Section 84308 apply to them and the decisions they make.

Our City firmly believes that no matter the level government people are elected to, that everyone should all be held accountable under the same set of laws or regulations. For these reasons, the City of Beverly Hills is in full support of the General Assembly Resolution Calling for the California Legislature to Enact Laws that Ensure that "What Applies to One, Applies to All" in the Fair and Equal Treatment of All Governmental Officials at All Levels in the State of California.

Sincerely,

A handwritten signature in black ink, appearing to read "Lester J. Friedman", with a long horizontal flourish extending to the right.

Lester J. Friedman
Mayor, City of Beverly Hills



October 1, 2024

**2024-2025
BOARD OF DIRECTORS**

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Dr. Michael Cao, M.D.
Arcadia

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Calabasas

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Beatriz (Bea) Dieringer
Rolling Hills

Frank Yokoyama
Chair, Governance, Transparency, and Labor Relations Policy Committee
League of California Cities
1400 K Street, Suite 400
Sacramento, CA 95814

Dear Chair Yokoyama,

On behalf of the Los Angeles County Division of the League of California Cities, I am pleased to report the Division is in support of Resolution No. 1: Fair and Equal Treatment of All Governmental Officials at All Levels submitted by City of Glendora that is being considered at this year's General Assembly at the Annual Conference.

This Resolution states that the League of California Cities shall call upon the Governor of the State of California and the elected members of the California Legislature, including all members of the Senate and Assembly to adopt the following policy:

"The California State Legislature shall not enact, and the Governor shall not sign into law, any law or regulation that applies solely to elected officials of California cities and counties, unless such law or regulation also applies equally to members of the California State Assembly and Senate. This prohibition shall not apply to laws or regulations affecting the inherent powers of the legislative branch under the California Constitution."

If you have any questions or concerns, please feel free to contact me at jquan@calcities.org or 626-786-5142.

Sincerely,

Jennifer Quan
Executive Director, Los Angeles County Division



Parliamentary Procedures

Parliamentary Procedure Basics Relating to Cal Cities Resolutions Committee

*(adapted from Robert's Rules of Order Newly
Revised¹)*

Note: This document is designed to provide practical examples of common procedural matters encountered. It strives to provide guidance to foster productive and efficient meetings; it is not meant to be an exhaustive or comprehensive discussion of Robert's Rules. As always, it is the role and discretion of the chair to provide helpful guidance to individuals that may digress from the appropriate form and substance related to the conduct of meetings and the presentation of motions and other procedural matters set forth below.

I. COMMON MOTIONS

1. Main Motions

Purpose: To introduce items to the committee for their consideration.

Example: "I move to support AB 123."

2. Motion to Amend

Purpose: Retains the main motion under discussion but changes it in some way. *Example:* "I move to amend the (presented main) motion to support AB 123 if amended."

2a. "Friendly" Amendments

Purpose: To offer an amendment to the main motion that is still supportive of the main motion.

Example: If there is currently a motion to support AB 123 on the floor and a committee member makes a "friendly" amendment to support AB 123 and also request that staff report back after contacting the sponsor for clarification on specific language.

Note: This is commonly mishandled procedurally. Often the individual that seeks to offer the "friendly" amendment will inquire if the maker of the original motion will "accept" the amendment, and if so the chair will treat the motion as amended. This is not the proper way to handle such an amendment. It is not the discretion of the mover of the original motion (or the chair) to accept or decline the amendment, rather it must be adopted by the committee.

If it appears to the chair that an amendment (or any other motion) is uncontroversial, it is proper for the chair to ask if there is "any objection" to adopting the amendment. If no objection is made, the chair may declare the amendment adopted. If even one member objects, however, the amendment is subject to debate and vote like any other, regardless of whether its proposer calls it "friendly" and regardless of whether the maker of the original motion endorses its adoption.

3. **Substitute Motion**

Purpose: Removes the motion under discussion and replaces it with a new motion.

Example: When there is a main motion on the floor to support a bill, a substitute motion would be, "I move a substitute motion that the committee oppose AB 123."

Addressing Multiple Motions

The following examples provide guidance relating to how multiple motions are handled, and the impact failed substitute motions have on original (main motions) and any proposed amendments. The last motion presented should be considered first.

Note: Substitute motions commonly occur during meetings, yet Robert's Rules does not make a distinction between motions to amend and substitute motions. However, motions to amend must be considered prior to a main motion. Because the use of "substitute" motions is fairly widespread, the label as it is reflected in practice is used in the examples below. Rosenberg's Rules of Order do reference substitute motions and their impact is also reflected below.

Example 1

Committee Member 1: "I move that we support AB 123."

Committee Member 2: "I move that we support AB 123, if amended."

Committee Member 3: "I move a substitute motion that we oppose AB 123."

Characterizing the Motions:

In the above example:

Committee Member 1 has made a (main) motion.

Committee Member 2 has made an *amendment* to Committee Member 1's motion. Committee Member 3 has made a *substitute* motion to Committee Member 1's motion.

Order for Consideration and the Possible Outcomes

Committee Member 3's motion is considered first. If Committee Member 3's motion *fails*, Committee Member 2's motion will be considered next. If Committee Member 2's motion *fails*, Committee Member 1's motion will be considered. If Committee Member 2's motion *passes*, there is no need to consider Committee Member 1's motion.

If Committee Member 3's motion *passes*, there is no need to consider Committee Member 1's motions because Committee Member 3's motion replaces Committee Member 1's original motion. There is also no need to consider Committee Member 2's motion since it is an amendment to Committee Member 1's motion that has been replaced by Committee Member 3's substitute motion.

Example 2

Committee Member 1: "I move that we support AB 123."

Committee Member 2: "I move a substitute motion that we oppose AB

123." Committee Member 3: "I move that we oppose AB 123 unless amended."

Characterizing the Motions

In the above example:

Committee Member 1 has made a (main) motion.

Committee Member 2 has made a substitute motion to Committee Member 1's motion. Committee Member 3 has made an amendment to Committee Member 2's substitute motion (sometimes referred to as a substitute to a substitute motion).

Reviewing the Possible Outcomes

Committee Member 3's motion should be considered first. If the motion *fails*, Committee Member 2's motion is considered.

If Committee Member 2's motion *passes*, it is not necessary to consider Committee Member 1's motion because Committee Member 2's motion substitutes for it.

If Committee Member 3's motion *fails*, Committee Member 2's motion is considered. If Committee Member 2's motion *fails*, the substitute motion for Committee Member 1's motion fails, and Committee Member 1's motion is considered.

If Committee Member 3's motion *passes*, it is not necessary to consider Committee Member 1's motion because Committee Member 3's motion substitutes for it.

Example 3

Committee Member 1: "I move that we support AB 123."

Committee Member 2: "I move a substitute motion that we oppose AB 123." Committee Member 3: "I move a substitute to the substitute

motion that we take no position on AB 123."

Characterizing the Motions

In the above example:

Committee Member 1 has made a (main) motion.

Committee Member 2 has made a substitute motion to Committee

Member 1's motion Committee Member 3 has attempted to make a substitute to Committee Member 2's substitute motion (sometimes referred to as a substitute to a substitute motion).

Reviewing the Possible Outcomes

While procedurally permissible, in an effort to avoid confusion

Committee Member 3's motion should *not* be entertained by the chair until Committee Member 1 and Committee Member 2's motions have been discussed and voted upon.

Committee Member 2's motion should be considered first. If the motion *fails* Committee Member 1's motion is considered. If Committee Member 1's motion *fails*, then Committee Member 3's may make the motion to "take no position on AB 123."

If Committee Member 2's motion *passes*, it is not necessary to consider Committee Member 1's motion because Committee Member 2's motion substitutes for it.

4. Motion to Withdraw

Purpose: To withdraw an item from discussion.

Making the Motion to Reconsider: Only the individual that made the initial motion can make a motion to withdraw an item from discussion. The individual may interrupt a speaker (after being recognized by the chair) to withdraw the motion under discussion at any time.

Note: This type of motion typically occurs following some debate by the committee that may provide additional information that influences the mover to reconsider continued debate on the original motion presented. Another member may subsequently make the same motion after it has been properly withdrawn.

Example: "Madame Chair, I move to withdraw my motion to support AB 123."

5. Motion to Reconsider

Purpose: To revisit discussion of an issue.

Making the Motion to Reconsider: A motion to reconsider must be made by an individual that previously voted in the majority of the

original motion. A motion to reconsider made by an individual that previously voted in the minority must be characterized as out of order.

Timing: A motion to reconsider must be made at the same meeting where the original motion was discussed, or the next meeting of the body. Motions for reconsideration following the next meeting are out of order.

Example: "I move to reconsider the committee's position to support AB 123."

6. Motion to Table

Purpose: This motion is often used in the attempt to "kill" a motion by setting it aside. The option is always present, however, to "take from the table," for reconsideration by the committee.

Note: This type of motion should be reserved to temporarily set an item aside if agreed upon by a majority of the committee to take up an item of immediate urgency.

However, in practice it is sometimes used as an option to end debate and prevent a vote, and not typically to take up an item of immediate urgency. This is technically improper procedure (or out of order) under Robert's Rules.

Example: "I move that the committee table the motion to support AB 123."

7. Call for the Question

Purpose: To refocus the committee on the agenda in the event there is sentiment that the discussion has drifted. The individual seeking to end debate must first be recognized by the Chair, make the motion and the motion must receive a second. The motion must be adopted by a 2/3 vote or unanimous consent.

Example: "I move the previous question."

8. Motion to Appeal

Purpose: To appeal a ruling made by the chair. A committee member may move to appeal a ruling by the Chair, but it must be seconded and receive a majority vote to be reversed.

Example: "I move to appeal the Chair's ruling that the committee approved support of AB 123."

II. OTHER ITEMS

1. Point of Privilege

Purpose: To draw attention to an item that interferes with the comfort of the meeting.

Example:

Committee Member: "Point of privilege." *Chair:* "State your point."

Committee Member: "Madame Chair, may we inform the hotel staff that the room is uncomfortably hot and request that the air conditioning be adjusted."

2. Point of Order

Purpose: To draw attention to inappropriate conduct at the meeting.

Example:

Committee Member: "Point of order." *Chair:* "State your point."

Committee Member: "Madame Chair, the motion was approved without opportunity for debate."

3. Public Comment

In the spirit of the Brown Act an opportunity for public comment is included on all agendas. The chair should exercise discretion in determining the appropriateness and extent of public comment during committee meetings setting reasonable limits as needed.

III. HOW TO PRESENT A MOTION

1. Obtain the floor by raising your voting card and wait to be recognized by the chair.
2. Make your motion.
 - a. Always state a motion affirmatively. For example, "I move that we support AB 123..." rather than, "I move that we do not take a position ...".
 - b. Avoid comments unrelated to the subject of the motion.
 - c. Avoid making any arguments supporting your motion at this time, simply state the motion.
3. Wait for someone to second your motion.
4. If there is no second to your motion it is lost and no vote will be taken by the committee.
5. If there is a second to your motion the chair should re-state the motion.
 - a. The chair will say, "it has been moved and seconded that we ..." This places the motion before the committee for consideration and action.

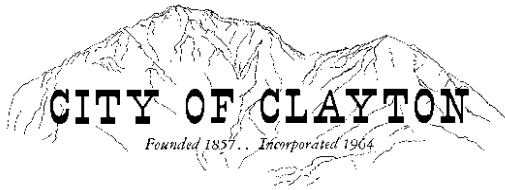
- b. The committee then either debates the motion or may move directly to a vote.
 - c. Once a motion is presented to the committee by the chair it becomes "committee property," and cannot be changed by the maker of the motion without the consent of the committee.
6. At this point the individual making the initial motion (the mover) may elect to expand on the motion. For example, this would be the appropriate time for the mover to present an argument in support of the motion.
7. The chair should always recognize the mover first.
 - a. All comments and debate must be directed to the chair.
 - b. Keep to the time limit (if any) for speaking that has been established.
 - c. The mover may speak again only after other speakers are finished, unless called upon by the chair.
8. Putting the Question to the Committee
 - a. The chair asks, "Are you ready to vote on the question?"
 - b. If there is no more discussion, a vote is taken on the motion.
 - c. If the motion passes, the committee moves on to the next item on the agenda.
 - d. If the motion fails, and no other motion is on the floor, then a new motion is in order.

Note: If a motion to support AB 123 fails, this does not mean that there is opposition to AB 123 by default. A separate motion to oppose AB 123 or some other formal motion must be made and voted on by the committee.

IV. VOTING ON A MOTION

1. Voting is Conducted by Voice

The chair asks those in favor to say, "aye," those opposed to say "no." If the outcome is unclear by voice, a hand vote may be taken. Any member may move for an exact count. Following the vote, the chair should announce the outcome.



City Council Agenda Item 8c

STAFF REPORT

TO: Honorable Mayor and Councilmembers

FROM: Regina Rubier, Assistant City Manager

DATE: October 15, 2024

SUBJECT: Ratify the April 9, 2024, Engagement Letter Agreement between the City of Clayton (City) and Chavan and Associates, LLC (Chavan) regarding financial auditing services for fiscal years 2023-24, 2024-25, 2025-26 and optional years 2026-27 and 2027-28, for a total contract amount not to exceed \$187,500

RECOMMENDATION

Ratify the April 9, 2024, Engagement Letter Agreement between the City of Clayton (City) and Chavan and Associates, LLC (Chavan) regarding financial auditing services for fiscal years 2023-24, 2024-25, 2025-26 and optional years 2026-27 and 2027-28, for a total contract amount not to exceed \$187,500.

BACKGROUND

The City of Clayton is required to conduct annual financial audits for several key reasons. Including Accuracy of financial statements, verification of fiscal practices, budget review, compliance assurance and government oversight. Audits verify that a city's financial statements are accurate and aligned with generally accepted accounting principles (GAAP). They ensure that the city's fiscal policies and procedures are both accurate and effective. Audits serve as a final assessment of the prior year's budget. Audits check whether the city is adhering to applicable laws and regulations. Audits provide essential oversight to ensure responsible management of local governments.

The City of Clayton went out for a Request for Proposal (RFP) for Professional financial auditing services on February 23, 2024, and the deadline for the receipt of proposals was March 15, 2024. The City received three proposals from qualified firms. Staff evaluated general qualifications, relevant experience, proposed staffing, pricing, proposed approach, responsiveness and references. Staff then interviewed the three firms and selected the most qualified firm. Chavan and Associates, LLC not only achieved the highest overall ranking but also secured the top spot with the lowest cost.

DISCUSSION

The City has a fiduciary responsibility to ensure that public funds are managed and spent appropriately, which is why it conducts regular annual audits. These audits provide transparency and accountability, reassuring citizens that their community's financial resources are being properly handled. To maintain a fresh perspective and enhance oversight, the City has historically gone through the Request for Proposal (RFP) process for auditing services in 2001, 2007, and 2010.

It is considered a "best practice" in governance to change auditors at least once every five years. This practice is not a critique of the previous auditor's performance, but rather a strategic approach to bring in new auditors who can provide a fresh perspective on the City's financial practices. By doing so, the City can benefit from different insights into its accounting and procurement processes, helping to ensure strong financial stewardship and compliance with regulations.

Due to the time-sensitive nature of the audit schedule and the unexpected turnover in key administrative positions at City Hall, staff had to move swiftly to execute the necessary contract in April 2024. At that time, there was insufficient opportunity to present the contract for City Council approval before the execution, as the urgent deadlines and limited resources required immediate action to avoid delays that could impact critical city operations.

Given that the contract is essential for the successful completion of the audit, staff acted in good faith to ensure that the city remained in compliance with regulatory timelines and obligations. The turnover at City Hall exacerbated this situation, further limiting the capacity to adhere to standard procedural channels.

Staff is now recommending that City Council formally ratify the contract post-execution. This ratification will align the process with the city's governance framework, ensuring full transparency and accountability. It will also provide the necessary legal and procedural support to continue with the audit as planned.

FISCAL IMPACT

This is a budgeted expense in the Fiscal Year 2024-25 General Fund annual budget.

CEQA IMPACT

None

ATTACHMENTS

1. Engagement Letter with Chavan and Associates, LLC



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April 8, 2024

City of Clayton
6000 Heritage Trail
Clayton, CA 94517

We are pleased to confirm our understanding of the services we are to provide for the City of Clayton (the “City”) for the fiscal years ending June 30, 2024, 2025 and 2026, with two option years. We will audit the financial statements of the governmental activities, the business-type activities, each major fund, and the aggregate remaining fund information of the City and the related notes to the financial statements, which collectively comprise the City’s basic financial statements.

In addition, we will audit the City’s compliance over major federal award programs each fiscal year. We are pleased to confirm our acceptance and our understanding of this audit engagement by means of this letter. Our audits will be conducted with the objectives of our expressing an opinion on each opinion unit and an opinion on compliance regarding the City’s major federal award programs.

The objectives of our audit of the financial statements are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with auditing standards generally accepted in the United States of America (GAAS), and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States of America (GAGAS), will always detect a material misstatement when it exists. Misstatements, including omissions, can arise from fraud or error and are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

The objectives of our compliance audit are to obtain sufficient appropriate audit evidence to form an opinion and report at the level specified in the governmental audit requirement about whether the City complied in all material respects with the applicable compliance requirements and identify audit and reporting requirements specified in the governmental audit requirement that are supplementary to GAAS and *Government Auditing Standards*, if any, and perform procedures to address those requirements.

Accounting principles generally accepted in the United States of America, (U.S. GAAP), as promulgated by the Governmental Accounting Standards Board (GASB), require that the items noted below be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the GASB, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. As part of our engagement, we will



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apply certain limited procedures to the required supplementary information (RSI) in accordance with auditing standards generally accepted in the United States of America, (U.S. GAAS). These limited procedures will consist primarily of inquiries of management regarding their methods of measurement and presentation and comparing the information for consistency with management's responses to our inquiries. We will not express an opinion or provide any form of assurance on the RSI. The following RSI is required by U.S. GAAP and will be subjected to certain limited procedures but will not be audited:

1. Management's discussion and analysis.
2. Major fund budget to actual schedules.
3. Pension schedules.
4. Other postemployment benefit schedules.

Supplementary Information Other than RSI

Supplementary information other than RSI will accompany the City's basic financial statements. We will subject the following supplementary information to the auditing procedures applied in our audit of the basic financial statements and perform certain additional procedures, including comparing and reconciling the supplementary information to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and additional procedures in accordance with U.S. GAAS.

We intend to provide an opinion on the following supplementary information in relation to the financial statements as a whole:

1. Nonmajor fund combining balance sheets and schedules of revenues, expenditures and changes in fund balances.
2. Nonmajor budgetary comparison schedules, as applicable.
3. Fiduciary fund statements, as applicable.
4. The schedule of expenditures of federal awards.
5. Other supplementary schedules required by state and federal guidelines and subjected to the auditing standards identified in this letter unless such schedules are specifically listed as unaudited.

Also, the document we submit to you will include the following other additional information that will not be subjected to the auditing procedures applied in our audit of the basic financial statements:

1. ACFR introductory section.
2. Statistical tables.



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Schedule of Expenditures of Federal Awards

We will subject the schedule of expenditures of federal awards to the auditing procedures applied in our audit of the basic financial statements and certain additional procedures, including comparing and reconciling the schedule to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and additional procedures in accordance with auditing standards generally accepted in the United States of America. We intend to provide an opinion on whether the schedule of expenditures of federal awards is presented fairly in all material respects in relation to the financial statements as a whole.

Data Collection Form

Prior to the completion of our engagement, we will complete the sections of the Data Collection Form that are our responsibility. The form will summarize our audit findings, amounts and conclusions. It is management's responsibility to submit a reporting package including financial statements, schedule of expenditure of federal awards, summary schedule of prior audit findings and corrective action plan along with the Data Collection Form to the federal audit clearinghouse. The financial reporting package must be text searchable, unencrypted, and unlocked. Otherwise, the reporting package will not be accepted by the federal audit clearinghouse. We will assist you in the electronic submission and certification. You may request from us copies of our report for you to include with the reporting package submitted to pass-through entities.

The Data Collection Form is required to be submitted within the *earlier* of 30 days after receipt of our auditors' reports or nine months after the end of the audit period, unless specifically waived by a federal cognizant or oversight agency for audits. Data Collection Forms submitted untimely are one of the factors in assessing programs at a higher risk.

Audit of the Financial Statements

We will conduct our audit in accordance with U.S. GAAS, the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States of America, and the audit requirements of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). As part of an audit of financial statements in accordance with GAAS, and in accordance with *Government Auditing Standards*, we exercise professional judgment and maintain professional skepticism throughout the audit. We also complete the following:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting



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from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the City's internal control. However, we will communicate to you in writing concerning any significant deficiencies or material weaknesses in internal control relevant to the audit of the financial statements that we have identified during the audit.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Conclude, based on the audit evidence obtained, whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the City's ability to continue as a going concern for a reasonable period of time.

Because of the inherent limitations of an audit, together with the inherent limitations of internal control, an unavoidable risk that some material misstatements or noncompliance (whether caused by errors, fraudulent financial reporting, misappropriation of assets, detected abuse, or violations of laws or governmental regulations) may not be detected exists, even though the audit is properly planned and performed in accordance with U.S. GAAS and *Government Auditing Standards* of the Comptroller General of the United States of America. Please note that the determination of abuse is subjective and *Government Auditing Standards* does not require auditors to detect abuse.

Our responsibility as auditors is limited to the period(s) covered by our audit and does not extend to any other periods.

We will issue a written report upon completion of our audit of the City's basic financial statements. Our report will be addressed to governing body of the City. We cannot provide assurance that unmodified opinions will be expressed. Circumstances may arise in which our report may differ from its expected form and content based on the results of our audit. Depending on the nature of these circumstances, it may be necessary for us to modify our opinions, add an emphasis-of-matter or other-matter paragraph(s) to our auditor's report, or if necessary, withdraw from the engagement. If our opinions on the basic financial statements are other than unmodified, we will discuss the reasons with you in advance. If, for any reason, we are unable to complete the audit or are unable to form or have not formed opinions, we may decline to express opinions or to issue a report as a result of this engagement.



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In accordance with the requirements of *Government Auditing Standards*, we will also issue a written report describing the scope of our testing over internal control over financial reporting and over compliance with laws, regulations, and provisions of grants and contracts, including the results of that testing. However, providing an opinion on internal control and compliance over financial reporting will not be an objective of the audit and, therefore, no such opinion will be expressed.

Audit of Major Program Compliance

Our audit of the City's major federal award program(s) compliance will be conducted in accordance with the requirements of the Single Audit Act, as amended; and the provisions of U.S. Office of Management and Budget's (OMB) Uniform Guidance; and will include tests of accounting records, a determination of major programs in accordance with Uniform Guidance, and other procedures we consider necessary to enable us to express such an opinion on major federal award program compliance and to render the required reports. We cannot provide assurance that an unmodified opinion on compliance will be expressed. Circumstances may arise in which it is necessary for us to modify our opinion or withdraw from the engagement.

The Uniform Guidance requires that we also plan and perform the audit to obtain reasonable assurance about whether material noncompliance with applicable laws and regulations, the provisions of contracts and grant agreements applicable to major federal award programs, and the applicable compliance requirements occurred, whether due to fraud or error, and express an opinion on the City's compliance based on the audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the City's compliance with the requirements of the federal programs as a whole.

As part of a compliance audit in accordance with GAAS, and in accordance with Government Auditing Standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks.

Our procedures will consist of determining major federal programs and, performing the applicable procedures described in the U.S. Office of Management and Budget *OMB Compliance Supplement* for the types of compliance requirements that could have a direct and material effect on each of the City's major programs, and performing such other procedures as we consider necessary in the circumstances. The purpose of those procedures will be to express an opinion on



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the City's compliance with requirements applicable to each of its major programs in our report on compliance issued pursuant to the Uniform Guidance.

Also, as required by the Uniform Guidance, we will obtain an understanding of the City's internal control over compliance relevant to the audit in order to design and perform tests of controls to evaluate the effectiveness of the design and operation of controls that we consider relevant to preventing or detecting material noncompliance with compliance requirements applicable to each of the City's major federal award programs. Our tests will be less in scope than would be necessary to render an opinion on these controls and, accordingly, no opinion will be expressed in our report. However, we will communicate to you, regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we have identified during the audit.

We will issue a report on compliance that will include an opinion or disclaimer of opinion regarding the City's major federal award programs, and a report on internal controls over compliance that will report any significant deficiencies and material weaknesses identified; however, such report will not express an opinion on internal control.

Management's Responsibilities

Our audit will be conducted on the basis that management acknowledge and understand that they have responsibility:

1. For the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America;
2. For the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error;
3. For identifying, in its accounts, all federal awards received and expended during the period and the federal programs under which they were received;
4. For maintaining records that adequately identify the source and application of funds for federally funded activities;
5. For preparing the schedule of expenditures of federal awards (including notes and noncash assistance received) in accordance with the Uniform Guidance;
6. For designing, implementing, and maintaining effective internal control over federal awards that provides reasonable assurance that the entity is managing federal awards in compliance with federal statutes, regulations, and the terms and conditions of the federal awards;
7. For identifying and ensuring that the entity complies with federal laws, statutes, regulations, rules, provisions of contracts or grant agreements, and the terms and conditions of federal award programs, and implementing systems designed to achieve compliance with applicable federal statutes, regulations, and the terms and conditions of federal award programs;
8. For disclosing accurately, currently, and completely the financial results of each federal award in accordance with the requirements of the award;



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9. For identifying and providing report copies of previous audits, attestation engagements, or other studies that directly relate to the objectives of the audit, including whether related recommendations have been implemented;
10. For taking prompt action when instances of noncompliance are identified;
11. For addressing the findings and recommendations of auditors, for establishing and maintaining a process to track the status of such findings and recommendations and taking corrective action on reported audit findings from prior periods and preparing a summary schedule of prior audit findings;
12. For following up and taking corrective action on current year audit findings and preparing a corrective action plan for such findings;
13. For submitting the reporting package and data collection form to the appropriate parties;
14. For making the auditor aware of any significant contractor relationships where the contractor is responsible for program compliance;
15. To provide us with:
 - a. Access to all information of which *management* is aware that is relevant to the preparation and fair presentation of the financial statements including the disclosures, and relevant to federal award programs, such as records, documentation, and other matters;
 - b. Additional information that we may request from *management* for the purpose of the audit;
 - c. Unrestricted access to persons within the entity from whom we determine it necessary to obtain audit evidence;
 - d. A written acknowledgement of all the documents that *management* expects to issue that will be included in the annual report and the planned timing and method of issuance of that annual report; and
 - e. A final version of the annual report (including all the documents that, together, comprise the annual report) in a timely manner prior to the date of the auditor's report.
16. For adjusting the financial statements to correct material misstatements and confirming to us in the management representation letter that the effects of any uncorrected misstatements aggregated by us during the current engagement and pertaining to the current year period(s) under audit are immaterial, both individually and in the aggregate, to the financial statements as a whole;
17. For acceptance of nonattest services, including identifying the proper party to oversee nonattest work;
18. For maintaining adequate records, selecting and applying accounting principles, and safeguarding assets;
19. For informing us of any known or suspected fraud affecting the entity involving management, employees with significant role in internal control and others where fraud could have a material effect on compliance;
20. For the accuracy and completeness of all information provided;
21. For taking reasonable measures to safeguard protected personally identifiable and other sensitive information; and
22. For confirming your understanding of your responsibilities as defined in this letter to us in your management representation letter.



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With regard to the supplementary information and schedule of expenditures of federal awards (SEFA) referred to above, you acknowledge and understand your responsibility (a) for the preparation of the supplementary information and SEFA in accordance with the applicable criteria, (b) to provide us with the appropriate written representations regarding the supplementary information and SEFA, (c) to include our report on the supplementary information and the SEFA in any document that contains the supplementary information and that indicates that we have reported on such supplementary information and the SEFA, and (d) to present the supplementary information and the SEFA with the audited financial statements, or if the supplementary information and the SEFA will not be presented with the audited financial statements, to make the audited financial statements readily available to the intended users of the supplementary information and the SEFA no later than the date of issuance by you of the supplementary information and the SEFA and our reports thereon.

As part of our audit process, we will request from management, written confirmation concerning representations made to us in connection with the audit.

We understand that your employees will prepare all confirmations we request and will locate any documents or invoices selected by us for testing.

If you intend to publish or otherwise reproduce the financial statements and make reference to our firm, you agree to provide us with printers' proofs or masters for our review and approval before printing. You also agree to provide us with a copy of the final reproduced material for our approval before it is distributed.

Nonattest Services

With respect to any nonattest services we perform, we will not assume management responsibilities on behalf of the City. However, we will provide advice and recommendations to assist City management in performing its responsibilities. At the end of the year, we agree to perform the following:

- Prepare the audited financial statements (ACFR), related note disclosures, required supplementary information, supplementary information (as noted above), the schedule of expenditures of federal awards, and the data collection form. These items will be prepared from information prepared and provided by the City during our audit, such as the City's trial balance.
- Propose adjusting or correcting journal entries to be reviewed and approved by City management.

City management is responsible for (a) making all management decisions and performing all management functions; (b) assigning a competent individual to oversee the services; (c) evaluating the adequacy of the services performed; (d) evaluating and accepting responsibility for the results of the services performed; and (e) establishing and maintaining internal controls, including monitoring ongoing activities.



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Our responsibilities and limitations of the nonattest services are as follows:

- We will perform the services in accordance with applicable professional standards, including GAAS, GAGAS, GASB and U.S. GAAP.
- The nonattest services are limited to the services previously outlined above. Our firm, in its sole professional judgment, reserves the right to refuse to do any procedure or take any action that could be construed as making management decisions or assuming management responsibilities, including determining account coding and approving journal entries. Our firm will advise the City with regard to certain positions taken in the preparation of the audited financial statements, but City must make all decisions with regard to those matters.

Government Auditing Standards require that we document an assessment of the skills, knowledge, and experience of management, should we participate in any form of preparation of the basic financial statements and related schedules or disclosures as these actions are deemed a non-audit service.

Audit Administration and Fees

The following is a summary of the estimated audit timeline:

Segment	FY2024	Phase
Entrance Conference	April 16, 2024	I
Audit Planning C&A's Office	April 16, 2024	I
List of Items Required by Client	April 19, 2024	I
Interim Testing	May 20, 2024	I
Interim Exit Conference and Completion	May 24, 2024	I
Preparation and Mailing of Confirmation Letter	August 1, 2024	II
Year-end Field Work Planning Meeting	August 1, 2024	II
Progress Conference	August 9, 2024	II
Update List of Items Required by Client - Final	August 9, 2024	II
Year-end Field Work and Compliance Testing	October 14, 2024	II
Exit Conference	October 18, 2024	II
Progress List of Recommendations	October 18, 2024	II
Final List of Recommendations	October 25, 2024	II/III
Audit Adjustments	October 25, 2024	II/III
Draft Reports, Financials, Management Letters	November 15, 2024	III
Final Reports, Financials, Management Letters	November 29, 2024	III
Council, Commission & Public Presentations	As Needed	III

⁽¹⁾ The estimated dates are flexible based your needs and staff availability



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Our all-inclusive maximum fee for these services will be as follows:

Services	Hours	2024	2025	2026	Optional	
					2027	2028
City Audit, ACFR, Reports and Letters	246	\$ 27,400	\$ 28,400	\$ 29,400	\$ 30,900	\$ 32,400
GANN Limit AUP	6	600	600	600	600	600
Single Audit Act Report	40	4,000	4,000	4,000	4,000	4,000
City AFTR (SCO)	16	2,000	2,000	2,000	2,000	2,000
Streets Report	8	1,200	1,200	1,200	1,200	1,200
Total All-Inclusive Maximum Price	316	\$ 35,200	\$ 36,200	\$ 37,200	\$ 38,700	\$ 40,200

Our fees include out-of-pocket costs (such as report reproduction, word processing, postage, travel, copies, telephone, etc.).

Our standard hourly rates vary according to the degree of responsibility involved and the experience level of the personnel assigned to your audit as follows:

Engagement Partner	\$200 per hour
Associate Partner/Reviewer	\$200 per hour
Supervisor	\$100 per hour
Staff Auditor	\$85 per hour
Administrative	\$85 per hour

Our invoices for these fees will be rendered each month as work progresses and are payable on presentation. In accordance with our firm policies, work may be suspended if your account becomes thirty days or more overdue and may not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report.

You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above fee is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the audit. If cooperation is not provided as anticipated and at a level that hinders the progress of the services to be provided, we retain the right to terminate the contract for cause with thirty (30) days' notice. During that time, the City will have the opportunity to provide the cooperation required to complete the audit and C&A may rescind the cancellation.

If the services to be performed by C&A are not performed in an acceptable manner to the City, the City may cancel this contract for cause by providing notice to C&A, giving at least thirty (30) days' notice of the proposed cancellation and the reasons for same. During that time period, C&A may seek to bring the performance of services to a level that is acceptable to the City, and the City may rescind the cancellation if such action is in the City's best interest. Notwithstanding the above provisions, the City may, upon the expiration of thirty (30) days written notice to C&A,



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terminate the agreement at will. Payment for services or goods received prior to termination shall be made by the City provided those goods or services were provided in a manner acceptable to the City. Payment for those goods and services shall not be unreasonably withheld.

Sheldon Chavan, CPA, is the engagement partner for the audit services specified in this letter. His responsibilities include supervising Chavan & Associates LLP's services performed as part of this engagement and signing or authorizing another qualified firm representative to sign the audit report.

Other Matters

During the course of the engagement, we may communicate with you or your personnel via fax or e-mail, and you should be aware that communication in those mediums contains a risk of misdirected or intercepted communications.

Regarding the electronic dissemination of audited financial statements, including financial statements published electronically on your Internet website, you understand that electronic sites are a means to distribute information and, therefore, we are not required to read the information contained in these sites or to consider the consistency of other information in the electronic site with the original document.

Professional standards prohibit us from being the sole host and/or the sole storage for your financial and non-financial data. As such, it is your responsibility to maintain your original data and records and we cannot be responsible to maintain such original information. By signing this engagement letter, you affirm that you have all the data and records required to make your books and records complete.

The audit documentation for this engagement is the property of Chavan & Associates LLP and constitutes confidential information. However, we may be requested to make certain audit documentation available to state and federal agencies and the U.S. Government Accountability Office pursuant to authority given to it by law or regulation, or to peer reviewers. If requested, access to such audit documentation will be provided under the supervision of Chavan & Associates LLP's personnel. Furthermore, upon request, we may provide copies of selected audit documentation to these agencies and regulators. The regulators and agencies may intend, or decide, to distribute the copies of information contained therein to others, including other governmental agencies. We agree to retain our audit documentation or work papers for a period of at least seven years from the date of our report.

We will be available during the year to consult with you on financial management and accounting matters of a routine nature. You agree to inform us of facts that may affect the financial statements of which you may become aware during the period from the date of the auditor's report to the date the financial statements are issued.



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During the course of the audit, we may observe opportunities for economy in, or improved controls over, your operations. We will bring such matters to the attention of the appropriate level of management, either orally or in writing. At the conclusion of our audit engagement, we will communicate to management and the Board the following significant items from the audit:

- Our view about the qualitative aspects of the City's significant accounting practices;
- Significant difficulties, if any, encountered during the audit;
- Uncorrected misstatements, other than those we believe are trivial, if any;
- Disagreements with management, if any;
- Other findings or issues, if any, arising from the audit that are, in our professional judgment, significant and relevant to those charged with governance regarding their oversight of the financial reporting process;
- Material, corrected misstatements that were brought to the attention of management as a result of our audit procedures;
- Representations we requested from management;
- Management's consultations with other accountants, if any; and
- Significant issues, if any, arising from the audit that were discussed, or the subject of correspondence, with management.

In accordance with the requirements of *Government Auditing Standards*, we have provided a copy of our latest external peer review report with our proposal. If the foregoing is in accordance with your understanding, please indicate your agreement by signing this letter and emailing it to us at info@cnallp.com or following the DocuSign link in the separate email. If you have any questions, please let us know. We appreciate the opportunity to be your financial statement auditors and look forward to working with you and your staff.

Very truly yours,

Sheldon Chavan, CPA, Managing Partner

Chavan & Associates, LLP

RESPONSE:

This letter correctly sets forth the understanding of the City of Clayton.

Signature: 

Title: Chief of Police/Acting City Manager

Date: 4/9/2024



Chavan and Associates, llp
Certified Public Accountants

April 8, 2024

City of Clayton
6000 Heritage Trail
Clayton, CA 94517

This letter is to confirm our understanding of the terms and objectives of our engagement and the nature and limitations of the services we will provide for the City of Clayton (the City) as of and for the fiscal years ending June 30, 2024, 2025 and 2026, with options for 2027 and 2028.

This engagement is solely for the purpose of assisting the City in meeting the requirements of Section 1.5 of Article XIII B of the California Constitution for the periods previously noted. This report is intended for use by the City and is expected to be restricted to the use of these specified parties.

Prior to the completion of the engagement, you agree to provide us with written agreement and acknowledgment that the procedures performed are appropriate for the intended purpose of the engagement as noted above.

We will perform the procedures enumerated below which were agreed to by the City and the League of California Cities (as presented in the publication entitled Agreed Upon Procedures Applied to the Appropriations Limitation Prescribed by Article XIII-B of the California Constitution):

1. We will obtain the completed worksheets used by the City to calculate its appropriation limit for each fiscal year and determine that the limit and annual adjustment factors were adopted by resolution of the City Council. We will also determine whether or not the population and inflation options were selected by a recorded vote of the City Council.
2. For the Appropriations Limit Schedule, we will add the prior year's limit to the total adjustments and agree the resulting amount to the current year's limit.
3. We will tie the current year information presented in the Appropriation Limit Schedule to corresponding information in worksheets used by the City.
4. We will tie the prior year appropriations limit in the Appropriation Limit Schedule to the corresponding information in worksheets used by the City.

We will conduct our engagement in accordance with the attestation standards for agreed-upon procedures engagements established by the AICPA and the standards applicable to attestation engagements contained in Government Auditing Standards issued by the Comptroller General of the United States. We are responsible for carrying out the procedures and reporting findings in accordance with these standards. We have no responsibility to determine the differences between



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the procedures to be performed and the procedures that we would have determined to be necessary had we been engaged to perform another form of attestation engagement.

Our report will list the procedures performed and our findings. Our report will be addressed to City Council and will be intended for use by and restricted to the use of the specified parties as identified above. Our report will contain such restricted-use language.

Should we have any reservations with respect to the subject matter, we will discuss them with you before the report is issued.

We have no responsibility to update our report for events and circumstances occurring after the date of our report.

As part of our engagement, we will request from management and, when appropriate, those charged with governance, written confirmation concerning representations made to us in connection with the agreed upon procedures. You agree to provide such confirmation.

During the course of the engagement, we may communicate with you or with your personnel via fax or e-mail, and you should be aware that communication in those mediums contains a risk of misdirected or intercepted communications.

Professional standards prohibit us from being the sole host and/or the sole storage for your financial and non-financial data. As such, it is your responsibility to maintain your original data and records and we cannot be responsible to maintain such original information. By signing this engagement letter, you affirm that you have all the data and records required to make your books and records complete.

With respect to any nonattest services we perform, we will not assume management responsibilities on behalf of the City. However, we will provide advice and recommendations to assist City management in performing its responsibilities. At the end of the year, we agree to perform the following:

- Prepare the audited financial statements (ACFR), related note disclosures, required supplementary information, supplementary information (as noted above), the schedule of expenditures of federal awards, and the data collection form. These items will be prepared from information prepared and provided by the City during our audit, such as the City's trial balance and SACS files.
- Propose adjusting or correcting journal entries to be reviewed and approved by City management.

City management is responsible for (a) making all management decisions and performing all management functions; (b) assigning a competent individual to oversee the services; (c) evaluating the adequacy of the services performed; (d) evaluating and accepting responsibility for



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the results of the services performed; and (e) establishing and maintaining internal controls, including monitoring ongoing activities.

Our responsibilities and limitations of the nonattest services are as follows:

- We will perform the services in accordance with applicable professional standards, including GAAS, GAGAS, GASB and U.S. GAAP.
- The nonattest services are limited to the services previously outlined above. Our firm, in its sole professional judgment, reserves the right to refuse to do any procedure or take any action that could be construed as making management decisions or assuming management responsibilities, including determining account coding and approving journal entries. Our firm will advise the City with regard to certain positions taken in the preparation of the audited financial statements, but City must make all decisions with regard to those matters.

Government Auditing Standards require that we document an assessment of the skills, knowledge, and experience of management, should we participate in any form of preparation of the basic financial statements and related schedules or disclosures as these actions are deemed a non-audit service.

Service Administration and Fees

Our fee for these services will be **\$600** per year (included with the City audit). However, if we encounter unexpected circumstances that require us to devote more staff time to the engagement than anticipated, we will discuss the matter with you, and any additional fees required for increases in scope will be based upon the number of hours required by the staff assigned to complete the engagement.

Our invoices for these fees will be rendered as work progresses and are payable on presentation. In accordance with our firm policies, work may be suspended if your account becomes thirty days or more overdue and may not be resumed until your account is paid in full. If we elect to terminate our services for nonpayment, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report. You will be obligated to compensate us for all time expended and to reimburse us for all out-of-pocket costs through the date of termination. The above fee is based on anticipated cooperation from your personnel and the assumption that unexpected circumstances will not be encountered during the engagement. During that time, the City will have the opportunity to provide the cooperation required to complete the engagement and C&A may rescind the cancellation. If we elect to terminate our services for nonpayment, or for any other reason provided for in this letter, our engagement will be deemed to have been completed upon written notification of termination, even if we have not completed our report. You will be obligated to compensate us through the date of termination.



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Other Matters

Sheldon Chavan is the engagement partner for the services specified in this letter. His responsibilities include supervising our services performed as part of this engagement and signing or authorizing another qualified firm representative to sign the report.

In the event that we are or may be obligated to pay any cost, settlement, judgment, fine, penalty, or similar award or sanction as a result of a claim, investigation, or other proceeding instituted by any third party, and if such obligation is or may be a direct or indirect result of any inaccurate or incomplete information that you provide to us during the course of this engagement, you agree to indemnify us, defend us, and hold us harmless as against such obligation.

By your signature below, you acknowledge and understand that our engagement is limited in scope and will be confined to our agreed-upon procedures. Because these procedures do not constitute an examination, we will not express an opinion on these procedures, nor the sufficiency of these procedures for your intended purpose.

This engagement letter is contractual in nature and includes all of the relevant terms that will govern the engagement for which it has been prepared. The terms of this letter supersede any prior oral or written representations or commitments by or between the parties. Any material changes or additions to the terms set forth in this letter will only become effective if evidenced by a written amendment to this letter, signed by all of the parties.

If, after full consideration and consultation with counsel if so desired, you agree that the foregoing terms shall govern this engagement, please sign the copy of this letter in the space provided and return the signed letter to info@cnallp.com or follow the DocuSign link.

We appreciate the opportunity to be of service to you and look forward to working with you and your staff.

Very truly yours,

Sheldon Chavan, CPA, Managing Partner
Chavan & Associates, LLP



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RESPONSE:

This letter correctly sets forth the understanding of City of Clayton.

Signature: DocuSigned by:
Richard McEakin
AE36F52D08954F1...

Title: Chief of Police/Acting City Manager

Date: 4/9/2024