



# Western Riverside Council of Governments Supporting Foundation

## AGENDA

**Monday, October 1, 2018  
2:00 p.m.**

**County of Riverside  
Administrative Center  
4080 Lemon Street  
1st Floor Board Chambers  
Riverside, CA 92501**

In compliance with the Americans with Disabilities Act and Government Code Section 54954.2, if special assistance is needed to participate in the Executive Committee meeting, please contact WRCOG at (951) 405-6703. Notification of at least 48 hours prior to meeting time will assist staff in assuring that reasonable arrangements can be made to provide accessibility at the meeting. In compliance with Government Code Section 54957.5, agenda materials distributed within 72 hours prior to the meeting which are public records relating to an open session agenda item will be available for inspection by members of the public prior to the meeting at 3390 University Avenue, Suite 450, Riverside, CA, 92501.

The Supporting Foundation may take any action on any item listed on the agenda, regardless of the Requested Action.

- 1. CALL TO ORDER (Chuck Washington, Chair)**
- 2. ROLL CALL**
- 3. PUBLIC COMMENTS**

At this time members of the public can address the Supporting Foundation regarding any items within the subject matter jurisdiction of the Supporting Foundation that are not separately listed on this agenda. Members of the public will have an opportunity to speak on agenda items at the time the item is called for discussion. No action may be taken on items not listed on the agenda unless authorized by law. Whenever possible, lengthy testimony should be presented to the Supporting Foundation in writing and only pertinent points presented orally.

#### **4. MINUTES**

- A. Summary Minutes from the June 4, 2018, Supporting Foundation Meeting are Available for Consideration.**

**P. 1**

**Requested Action:** 1. *Approve the Summary Minutes from the June 4, 2018, Supporting Foundation meeting.*

**5. CONSENT CALENDAR**

All items listed under the Consent Calendar are considered to be routine and may be enacted by one motion. Prior to the motion to consider any action by the Supporting Foundation, any public comments on any of the Consent Items will be heard. There will be no separate action unless members of the Supporting Foundation request specific items be removed from the Consent Calendar.

**A. Approval of Resolution Number 01-18, Authorizing *Rick Bishop* P. 3  
Certain Officers to Sign and Enter into Contracts**

**Requested Action:** 1. *Adopt Resolution Number 01-18; A Resolution of the WRCOG Supporting Foundation, a California Nonprofit Public Benefit Corporation ("Foundation"), to Authorize Certain Officers to Sign and Enter into Contracts in the Name and on Behalf of the Foundation.*

**6. NEXT MEETING:** The next Supporting Foundation meeting is scheduled for Monday, June 3, 2019, at 2:00 p.m., in the County of Riverside Administrative Center, 1st Floor Board Chambers.

**7. ADJOURNMENT**

# Western Riverside Council of Governments Supporting Foundation

4.A

## Regular Meeting

~ Minutes ~

Monday, June 4, 2018

2:00 PM

County Administrative Center

### 1. CALL TO ORDER

The meeting was called to order by Chairwoman Debbie Franklin at 2:04 p.m. on June 4, 2018, at the County Administrative Center, 4080 Lemon Street, Riverside.

### 2. ROLL CALL

Jurisdiction	Attendee Name	Status	Arrived / Departed
City of Banning	Debbie Franklin	Present	1:55 PM
City of Beaumont	Nancy Carroll	Present	1:55 PM
City of Calimesa	Jeff Hewitt	Present	1:55 PM
City of Canyon Lake	Jordan Ehrenkranz	Present	1:55 PM
City of Corona	Eugene Montanez	Present	1:55 PM
City of Eastvale	Joseph Tessari	Present	1:55 PM
City of Hemet	Bonnie Wright	Present	1:55 PM
City of Jurupa Valley	Laura Roughton	Present	2:09 PM
City of Lake Elsinore	Brian Tisdale	Present	1:55 PM
City of Menifee	John Denver	Present	1:55 PM
City of Moreno Valley	Victoria Baca	Present	1:55 PM
City of Murrieta	Kelly Seyarto	Present	1:55 PM
City of Norco	Kevin Bash	Present	1:55 PM
City of Perris	Rita Rogers	Present	1:55 PM
City of Riverside		Absent	
City of San Jacinto		Absent	
City of Temecula	Maryann Edwards	Present	1:55 PM
City of Wildomar	Ben Benoit	Present	1:55 PM
District 1		Absent	
District 2		Absent	
District 3	Chuck Washington	Present	1:55 PM
District 5	Marion Ashley	Present	1:55 PM
EMWD	David Slawson	Present	1:55 PM
WMWD	Brenda Dennstedt	Present	2:04 PM
Morongo Band of Mission Indians		Absent	
Office of Education		Absent	
TAC Chair		Absent	
Executive Director	Rick Bishop	Present	1:55 PM

Note: Times above reflect when the member logged in; they may have arrived at the meeting earlier.

**3. PUBLIC COMMENTS**

There were no public comments.

**4. MINUTES**

- A. Summary Minutes from the June 5, 2017, Supporting Foundation meeting are available for consideration.**

**Action:** 1. *Approved the Summary Minutes from the June 5, 2017, Supporting Foundation meeting.*

**5. CONSENT CALENDAR**

- A. Fiscal Year 2018/2019 Supporting Foundation Budget**

**Action:** 1. *Received and filed.*

**6. NEXT MEETING**

The next Supporting Foundation meeting is scheduled for Monday, June 3, 2019, at 2:00 p.m., at the County of Riverside Administrative Center, 1st Floor Board Chambers.

**7. ADJOURNMENT**

The meeting adjourned at 2:10 p.m.



# Western Riverside Council of Governments Supporting Foundation

## Staff Report

**Subject:** Approval of Resolution Number 01-18, Authorizing Certain Officers to Sign and Enter into Contracts

**Contact:** Rick Bishop, Executive Director, [rbishop@wrcog.us](mailto:rbishop@wrcog.us), (951) 405-6701

**Date:** October 1, 2018

*The purpose of this item is to request approval of a resolution which will authorize certain officers to sign and enter into contracts in the name and on behalf of the Foundation.*

### **Requested Action:**

1. Adopt Resolution Number 01-18; A Resolution of the WRCOG Supporting Foundation, a California Nonprofit Public Benefit Corporation ("Foundation"), to Authorize Certain Officers to Sign and Enter into Contracts in the Name and on Behalf of the Foundation.

WRCOG has established policies that address the authority in executing agreements, both monetary and non-monetary; however, neither of the policies formally address the WRCOG Supporting Foundation specifically.

In some cases, staff will apply for grants or funding mechanisms to support Agency activities. The process can be competitive and require a timely response that may not be possible with the regular meeting schedule of the Supporting Foundation. In order to address the potential limitation to applying for and receiving funding, staff is requesting that the Board of Directors adopt Resolution Number 01-18, authorizing in the best interest of the Foundation to require two signatures to contracts entered into by the officers of the Foundation.

The Resolution also authorizes that in certain circumstances it may be necessary to authorize a different officer to sign a contract allowing for flexibility to act in that event. WRCOG's Supporting Foundation Chairman / President and Executive Director / Secretary will be authorized to sign applications, contracts, and other funding mechanism documents on behalf of the Supporting Foundation unless in circumstances when either is not available and a different officer will sign on behalf of the Foundation.

Staff would bring the information of potential award to the Supporting Foundation for review and approval at its regularly scheduled meeting, or at a special meeting, if mandated time frames require it, in order to accept the funds in the time allowed by the grantor.

### **Prior Action:**

None.

### **Fiscal Impact:**

This item is for informational purposes only; therefore, there is no fiscal impact.

**Attachment:**

1. Resolution Number 01-18; A Resolution of the WRCOG Supporting Foundation, a California Nonprofit Public Benefit Corporation (“Foundation”), to Authorize Certain Officers to Sign and Enter into Contracts in the Name and on Behalf of the Foundation.

# Item 5.A

Approval of Resolution Number 01-18, Authorizing Certain Officers to Sign and Enter into Contracts

## Attachment 1

Resolution Number 01-18; A Resolution of the WRCOG Supporting Foundation, a California Nonprofit Public Benefit Corporation (“Foundation”), to Authorize Certain Officers to Sign and Enter into Contracts in the Name and on Behalf of the Foundation

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**RESOLUTION NUMBER 01-18**

**A RESOLUTION OF THE WRCOG SUPPORTING FOUNDATION,  
A CALIFORNIA NONPROFIT PUBLIC BENEFIT CORPORATION (“FOUNDATION”),  
TO AUTHORIZE CERTAIN OFFICERS TO SIGN AND ENTER INTO CONTRACTS IN THE NAME  
AND ON BEHALF OF THE FOUNDATION**

**WHEREAS**, difficulties arose during a recent project involving the question of the authority of the President of the Foundation to enter into and sign contracts to bind the Foundation; and

**WHEREAS**, the Board of Directors of the Foundation wishes to remove any uncertainty in the future of the authority granted to the President of the Foundation to enter into and execute contracts in the Foundation’s name and on its behalf; and

**WHEREAS**, the Board of Directors has been advised by legal counsel that best practice to ensure that no single representative has the ability to bind the Foundation without the knowledge of the Board or other officers is to require a second signature on future contracts; and

**WHEREAS**, the Board of Directors is aware that certain circumstances may arise whereby it is necessary or deemed advisable to authorize a different officer to sign a contract and wishes to maintain flexibility to act in that event.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors deems it to be in the best interests of the Foundation to require two signatures to contracts entered into by the officers of Foundation.

**BE IT FURTHER RESOLVED**, that the Board of Directors hereby authorizes the President and Secretary, together, to enter into and execute contracts in the name and on behalf of the Foundation.

**BE IT FURTHER RESOLVED**, that in the event an occasion arises where it is deemed necessary or advisable to authorize a different officer to execute a contract, the authority may be granted by resolution of the Board of Directors to that specific time and event.

**BE IT FURTHER RESOLVED**, that in order to provide evidence of the authority being granted to the officers of the Foundation, the Board of Directors expressly instruct its officers to supply a copy of the resolutions set forth herein as conclusive proof of the authority vested by this Foundation and its Directors and officers, to any and all persons or entities entitled to or requiring such proof of authority.

**PASSED AND ADOPTED** by the Board of Directors on October 1, 2018.

\_\_\_\_\_  
Chuck Washington, Chair  
WRCOG Supporting Foundation

\_\_\_\_\_  
Rick Bishop, Secretary  
WRCOG Supporting Foundation

Approved as to form:

\_\_\_\_\_  
Steven DeBaun  
WRCOG Legal Counsel

AYES: \_\_\_\_\_      NAYS: \_\_\_\_\_      ABSENT: \_\_\_\_\_      ABSTAIN: \_\_\_\_\_