

Agenda Report

TO: City Council

June 23, 2003

FROM: Pasadena Center Operating Company

SUBJECT: Change in quorum requirements for the Pasadena Center Operating Company.

RECOMMENDATION

It is recommended that the City Council (i) change the quorum requirements for the Pasadena Center Operating Company from eight (8) to a majority of the members currently appointed by the City Council to serve on the Pasadena Center Operating Company and (ii) direct the City Attorney to prepare an ordinance amending Section 2.165.070 of Title 2 of the Pasadena Municipal Code concerning the quorum requirements for the Pasadena Center Operating Company making the change.

BACKGROUND

The Pasadena Center Operating Company Board of Directors ("PCOC") is made up of 14 seats including representatives of four (4) major hotels, one (1) local property owner and the remaining nine (9) appointed by the City Council. The current quorum for the PCOC Board is specifically defined, by ordinance, to be eight (8), which is a simple majority of the PCOC.

At the April 30, 2003 regular meeting, the PCOC Board of Directors voted to recommend to the City Council that the quorum be changed from eight (8) to a majority of the seats filled by the City Council. A seat will be considered filled after a nominee has been sworn in by the city clerk.

An ordinance amending the above referenced Pasadena Municipal Code section is required in order to change the quorum.

DISCUSSION

The PCOC Board is made up of interested community members who volunteer their time to serve in a leadership role for this important city asset. Board members must sacrifice of their personal time to attend many board and committee meetings throughout the year.

Overall, attendance and participation at meetings is very strong. Occasionally, due to scheduling conflicts, it is not possible for all board members to participate in regularly scheduled board meetings. When all of the seats on the board are filled, it is not generally a problem generating a quorum for meetings.

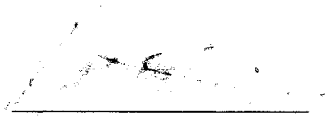
There have been periods when members have left the board and there were open seats while a replacement is recruited. The process of identifying interested candidates can take several months. When this occurs, it makes it much more difficult to generate a quorum for meetings, because the quorum requirement has been fixed at eight (8). There have been a few occasions where a quorum has not been generated or has been lost during a meeting as members have had to leave before all business is conducted.

In order to maximize the efficiency of the meetings, the PCOC Board feels that it would be appropriate to adjust the quorum requirement from the fixed number of eight (8), to a floating number, which would be defined as a majority of the seats on the board that are filled. This would allow the PCOC Board to continue to operate in the event that some of the seated board members are not available to attend a meeting.

FISCAL IMPACT

There are no fiscal impacts from this requested ordinance.

Respectfully submitted,



Roger Smith
Chief Executive Officer