RAP FOUNDATION

GOVERNANCE- HUMAN RESOURCES COMMITTEE AGENDA

Weds. Sept. 9, 2026 at 9:00 AM
41550 Eclectic St. Palm Desert, CA 92260
40141 north shore Fawnskin ca 92333

The public may participate in person or by way of Zoom/Teleconference:

Join Zoom Meeting: https://us02web.zoom.us/j/89825948653

Call-In: 16699006833 Meeting ID: 898 2594 8653

Committee Members: Anyse Smith (Chair), Elizabeth Romero (Vice-Chair), Craig Borba, Aurora Wilson, Karina Moreno, Melissa Evans.

I. CALL TO ORDER

II. APPROVAL OF THE AGENDA

Motion: Second: Yes: No: Abstentions:

III. PUBLIC COMMENTS

- Public Comments: Persons wishing to speak are requested to fill out a comment card so they may be recognized at the appropriate time. General comments regarding non-agenda items will be called for at this time. Specific comments regarding agenda items will be called for during discussion of each item. Please be prepared to limit your remarks to three (3) minutes.

IV. A. Draft Minutes of July 13, 2026 (Attach. #1)

Motion: Second: Yes: No: Abstentions:

B. Review Resolution 2026.XX Delegation of Authority To Handle and Settle Claims and Litigation (Attach. #2)

Motion: Second: Yes: No: Abstentions:

C. Review Conflict of Interest Processes- At the request of a board member, staff has reviewed Resolution 2022.17 Re: Conflict of Interest (**Attach. #3**). There is a need to implement processes to ensure correct and consistent action(s) when necessary. Attached is a summary of recommendations (**Attach. #4**)

Staff Recommendation: For the Board to adopt a screening procedure implementing Article VII and **Resolution 2022-17 Conflict of Interest Policy** as written, and direct that conflict notations in the minutes state the nature of the relationship and the statutory basis.

Motion: Second: Yes: No: Abstentions:

D. Review Process for Selection of Board Officers.
Current Bylaws Article III: OFFICERS

ARTICLE III: OFFICERS

Section 1: Officers. The Officers of the Corporation, who shall be Directors of the Corporation, shall be a Chair of the Board, Vice Chair of the Board, a Secretary and a Treasurer. The Corporation may also have, at the discretion of the Board, such other officers as may be elected or appointed in accordance with the provisions of Section 3 of these Bylaws.

Any number of offices may be held by the same person except as provided in the Articles or in these Bylaws and except that neither the Secretary nor the Treasurer may serve concurrently as the Chair of the Board. - Delete per discussion at the July 2026 meeting.

Section 2: Election. The officers of the Corporation, except such officers as may be elected or appointed in accordance with the provisions of Section 3 or Section 5 of this Article III, shall be elected every two (2) years by, and shall serve at the pleasure of, the Board, and shall hold their respective offices until their resignation, removal, or other disqualification from service, or until their respective successors shall be elected.

The Nominating committee will propose a slate for election at the annual meeting (January) that consists of their selection for Chair, Vice Chair, Secretary, and Treasurer. The announcement seeking interest from board members for one of the positions will be an agenda item at the October meeting with the expectation that this information will be shared with the Nominations Committee timely. - Add per discussion at the July 2026 meeting.

Staff Recommendation: For the Board to revise the Bylaws to reflect the changes regarding selection of board officers.

Motion: Second: Yes: No: Abstentions:

V. BOARD MEMBER/STAFF COMMENTS - Possible topic(s) for next meeting

VI. Next Meeting TBD

VII. **ADJOURN**

Agenda Posting: Agendas will be posted on the Foundation website – www.rapfoundation.org a minimum of 72 hours prior to the meeting date. All public record documents for matters on the open session of the Agenda are available for inspection at the meeting listed in this Agenda, and at the following location three (3) days prior to the meeting date: Regional Access Project Foundation, 41-550 Eclectic Street Palm Desert, CA 92260. If a public record document that relates to a matter on the open session of the agenda is distributed less than 72 hours prior to the meeting date, the public record document shall be available for inspection, at the same time it is distributed, at the address listed above. Upon request, this agenda will be made available in appropriate alternative formats to persons with disabilities, as required by Section 202 of the Americans with Disabilities Act of 1990.