503 Nightmist
Irvine, CA 92618

AGENDA
IRVINE COMMUNITY LAND TRUST
REGULAR MEETING
February 10, 2025

THIS MEETING WILL BE HELD IN PERSON AT:
503 Nightmist, Community Room
Irvine, CA

- **CALL TO ORDER** **4:00 p.m.**

- **ROLL CALL**

CHAIR:	Ryan Aeh
VICE-CHAIR/TREASURER:	Nancy Donnelly
SECRETARY:	Russell Felbob
BOARD MEMBER:	
BOARD MEMBER:	
BOARD MEMBER:	Leon Napper
BOARD MEMBER:	Patrick Strader

- **EXECUTIVE DIRECTOR'S REPORT**

- **PUBLIC COMMENTS –** The Irvine Community Land Trust welcomes and encourages community participation. At this time in the meeting, any person may address the Board of Directors on matters related to the business of the Irvine Community Land Trust. Comments may be made both on matters on the agenda of today's meeting or on other matters and issues not on the agenda. Each speaker is limited to three minutes.

- **BOARD COMMENTS-**

- **BOARD BUSINESS – OPEN SESSION**

1. **APPROVAL OF MINUTES**
   RECOMMENDED ACTION:

   Approve the Minutes of the Meeting of the Irvine Community Land Trust held on January 13, 2025.

2. ELECTION OF CITY NOMINEE- VICE MAYOR JAMES MAI
RECOMMENDED ACTION:

Approve the election to the Board of Directors of Vice Mayor Mai.

EXECUTIVE SUMMARY:

At its meeting of January 14, 2025 the Irvine City Council appointed Vice Mayor Mai to serve as delegate on the Irvine Community Land Trust Board of Directors contingent upon final approval by the Board.

3. ELECTION OF CITY NOMINEE- COUNCILMEMBER WILLIAM GO
RECOMMENDED ACTION:

Approve the election to the Board of Directors of Councilmember Go.

EXECUTIVE SUMMARY:

At its meeting of January 14, 2025 the Irvine City Council appointed Councilmember Go to serve as delegate on the Irvine Community Land Trust Board of Directors contingent upon final approval by the Board.

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4. EXECUTIVE BOARD REORGANIZATION
RECOMMENDED ACTIONS:

1. Selection of Board Chair and President: Vice Chair, or his designee, declares nominations open for Chair and President and calls for Board vote.
2. Selection of Board Vice Chair and Vice President: Chair and President declares nominations open for Vice Chair and Vice President and calls for Board vote.
3. Selection of Secretary: Chair and President declares nominations open for Secretary and calls for Board vote.
4. Selection of Treasurer: Chair and President declares nominations open for Treasurer and calls for Board vote.

The Irvine Community Land Trust (Land Trust) Bylaws require that officers including President and Chair, Vice President and Vice Chair, Secretary and Treasurer be appointed annually

5. ESTABLISH COMMITTEES AND APPOINT MEMBERS
RECOMMENDED ACTION:

Open discussion regarding the need of the various committees, roles of those committees and frequency of meetings and to establish the necessary committees and roles.

Executive Committee, Finance Committee, Development Committee, External Affairs/ Legislative Committee and other committees.

- **ADJOURNMENT**
  Adjourn to a regular meeting on Monday, May 19, 2025, at 4:00 p.m.*

Irvine Community Land T Land Trust

MINUTES OF THE REGULAR MEETING OF
THE IRVINE COMMUNITY LAND TRUST
January 13th, 2024

CALL TO ORDER

The regular meeting of the Irvine Community Land Trust was called to order by Chair Aeh at 4:10 p.m. on January 13, 2024.

ROLL CALL

Chair:	Ryan Aeh - Present
Vice Chair/Treasurer:	Nancy Donnely - Present
Secretary:	Russell Felbob - Present
Board Member:	Larry Agran- Absent
Board Member:	Mike Carroll- Absent
Board Member:	Leon Napper - Present
Board Member:	Patrick Strader - Absent

Members of the public present: None.

EXECUTIVE DIRECTOR REPORT

Executive Director Hughes discussed the many projects that are underway. Sage Park has begun Re-Sales, with ICLT helping residents with the process. The reasons for residents moving include new job opportunities or BK, there has already been 1 sale. The ENA has been received from the city for PA 40 and the design process is in full speed. The TPM is looking to be approved, time frame is 2 months. ICLT works with TIC in monthly review meetings. JDA with USA properties executed and the entitlement work has started. Century Housing has also approved the loan for 2400 Barranca. ICLT is working with a few schools and non-profits to put the FFE from 2400 Barranca to good use. ICLT has a new phone system. The computer server was hacked, with the virus having to be unwind at the server host level. ICLT continues its networking with the development community and other forums. ICLT will also look to ramp up its marketing with potential announcements of our efforts in the coming months. There will be a need to update the website and our LinkedIn Page and any other social media.

PUBLIC COMMENTS

NA

BOARD COMMENTS

The two new openings on the board with the departure of Larry Agran and Mike Carroll and the process of nominations and confirmations was discussed. Elections for the new board members will be discussed during the February meetings which have been moved up a week early to February 10, 2025. Ryan, Nancy, and Leon put themselves forward in leading in this effort. Nancy put into vote on a process to elect by nomination. Ryan discussed his meeting with Lary Agran and the city manager, not a lot was achieved but discussed about having a good relationship with the city and to offer more to build the relationship. Nancy discussed the importance of outreach and getting the ICLT name known, she discussed her presentation at Chapman University and relayed to us that many people and agencies are interested in our work.

ADDITIONS AND DELETIONS TO THE AGENDA

None.

BOARD BUSINESS - OPEN SESSION:

APPROVAL OF MINUTES

Irvine Community Land Trust Regular Meeting of December 3, 2024

ACTION: Board Member Napper proposed a motion to approve the minutes of the Special Meeting of the Irvine Community Land Trust held on December 3, 2024. Vice President Donnelly seconded the motion, and after no objection, the motion was approved unanimously.

AYES:	4	BOARD MEMBERS: Aeh, Felbob, Donnelly and Napper
NOES:	0	BOARD MEMBERS:
ABSENT:	0	BOARD MEMBERS: Agran, Carroll, Strader
ABSTAIN:	0	BOARD MEMBERS:

YTD December Financial Update

ACTION: Chair Aeh proposed a motion to approve the presentation of budget revenues and expenses for YTD December 2024. Vice Chair Donnelly seconded the motion, and after no objection, the motion passed.

AYES:	4	BOARD MEMBERS: Aeh, Felbob, Donnelly and Napper
NOES:	0	BOARD MEMBERS:
ABSENT:	0	BOARD MEMBERS:
ABSTAIN:	0	BOARD MEMBERS: Agran, Carroll, Strader

BOARD BUSINESS - CLOSED SESSION:

Purchase of 2400 Barranca

ACTION: Chair Aeh proposed motions to approve funding the second deposit as called for under the Purchase and Sale Agreement for the purchase of 2400 Barranca under the terms previously agreed upon. Approve to enter into a loan agreement with Century Housing for the purchase of 2400 Barranca. Finally, approve to fund the required funds to close the purchase of 2400, Barranca. Board Member Napper seconded the motion, and after no objections, the motion passed.

AYES:	4	BOARD MEMBERS: Aeh, Felbob, Donnelly and Napper
NOES:	0	BOARD MEMBERS:
ABSENT:	0	BOARD MEMBERS:
ABSTAIN:	0	BOARD MEMBERS: Agran, Carroll, Strader

Purchase of Laguna Beach Site

ACTION: Vice Chair Donnelly proposed the motions to approve the purchase of two parcels in the City of Laguna Beach and approve to enter into a loan agreement with the City of Laguna Beach which will provide 100% financing for the acquisition of the two sites including costs to cover bringing existing improvements to code. Secretary Felbob seconded the motion, and after no objections, the motion passed.

AYES:	4	BOARD MEMBERS: Aeh, Felbob, Donnelly and Napper
NOES:	0	BOARD MEMBERS:
ABSENT:	0	BOARD MEMBERS:
ABSTAIN:	0	BOARD MEMBERS: Agran, Carroll, Strader

ADJOURNMENT

The Board adjourned the meeting at 5:15 p.m. to the regular meeting on Monday, February 10, 2025, at 4:00 p.m.

Russell Felbob, Secretary

REQUEST FOR IRVINE COMMUNITY LAND TRUST BOARD ACTION

LAND TRUST BOARD MEETING DATE: FEBRUARY 10, 2025

TITLE: CITY OF IRVINE NOMINATED DIRECTORS

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Executive Director

RECOMMENDED ACTION:

At-Large Directors approve the City of Irvine nomination of James Mai and William Go to the Board of Directors.

EXECUTIVE SUMMARY:

The Bylaws as of June 26, 2017 were amended so that there would be no more “City Directors” appointed by the City to the Board without the At-large Directors approving the nomination. The amended Bylaws allowed the City to submit a nomination of up to two potential members to the Board to serve as City-selected Board member(s) (each, a “City-Nominated Director”) at the beginning of each calendar year.

The nomination may be accomplished by delivery of written notice from the City Manager or any other person designated by the City. If the City delivers a nomination of potential City-Nominated Director(s), the selection and appointment of a City-Nominated Director will be made by the “At-Large Directors”. There will be no more than two (2) City-Nominated Directors on the Board at any one time. Such appointment of a City-Nominated Director will be effective upon the date specified by the Board. If the City does not deliver a nomination, then the Board may select any other person to join the Board in accordance with the Bylaws to be an At-Large Director.

The City, on January 16, 2025 nominated Vice Mayor Mai and also nominated Council Member William Go as its nominees to serve a one-year term (attached).

Staff recommends the At-Large Directors, present at this meeting, approve the City nominations.

Attachment: Nomination from City of Irvine

REQUEST FOR IRVINE COMMUNITY LAND TRUST BOARD ACTION

LAND TRUST BOARD MEETING DATE: February 10, 2025

TITLE: BOARD REORGANIZATION

Executive Director

RECOMMENDED ACTIONS:

1. Selection of Board Chair and President: Vice Chair, or his designee, declares nominations open for Chair and President and calls for Board vote.
2. Selection of Board Vice Chair and Vice President: Chair and President declares nominations open for Vice Chair and Vice President and calls for Board vote.
3. Selection of Secretary: Chair and President declares nominations open for Secretary and calls for Board vote.
4. Selection of Treasurer: Chair and President declares nominations open for Treasurer and calls for Board vote.

EXECUTIVE SUMMARY:

The Irvine Community Land Trust (Land Trust) Bylaws require that officers including President and Chair, Vice President and Vice Chair, Secretary and Treasurer be appointed annually.

The Board Chair conducts Board meetings and the President acts as the Chief Executive Officer of the Land Trust responsible for advising the Board on all significant matters of Land Trust business. The Board President is also responsible for keeping the Board informed at all times of staff performance as related to program objectives, and for implementing any personnel policies adopted by the Board. The Secretary is responsible for ensuring notice of all meetings of the Board, and for keeping a book of minutes of all meetings and actions of Directors and any committees. The Treasurer is the Chief Financial Officer of the Land Trust. The Treasurer is responsible for ensuring that adequate and correct books and records of accounts are kept of the properties and business transactions of the Land Trust (Attachment 1, Bylaws Section 7.7).

The Board Chair, per Section 5.3(d) of the Bylaws, is selected by a majority vote of the Board of Directors prior to appointing officers of the Land Trust each year. Officers are appointed, per Section 7 of the Bylaws, at the Land Trust Annual Meeting and serve at the pleasure of the Board for one year. One person may hold two offices except those of President and Secretary, or President and Treasurer. Currently, the Chair position is Ryan Aeh; the Vice Chair and Treasurer is Board Member Nancy Donnelly and Board Member Russell Felbob is the Secretary.

Report Prepared by: William Hughes, Executive Director

Attachment: Bylaws Sections 5.3(d) and 7.1, .2, .3, .7

Irvine Community Land Trust

REQUEST FOR IRVINE COMMUNITY LAND TRUST BOARD ACTION

LAND TRUST BOARD MEETING DATE: FEBRUARY 10, 2025

TITLE: COMMITTEE APPOINTMENTS

Executive Director

DISCUSSION ITEMS:

Open discussion regarding the need of the various committees, roles of those committees and frequency of meetings.
The current committees are: Executive Committee, Finance Committee, Development Committee. Some suggested committees may be: External Affairs/ Legislative Committee, Communications and other committees.

RECOMMENDATIONS:
To establish the various committees to provide direction to the Executive Director outside of the scheduled board meetings and to report to the board on any findings or concerns and to appoint board members to the established committees utilizing expertise and networks.

EXECUTIVE SUMMARY (Currently):

The Land Trust has established various committees as needed to address specific issues and priorities of the Board. These committees include:

- Development Committee with members Aeh, Napper and Strader,
- Finance Committee with members Donnelly and Felbob
- Executive Committee with members Aeh, Donnelly and Felbob.

All committee memberships are open and although the Executive Committee is reserved for the officers, the opportunity exists to add more Board members if there is interest to serve on any of the existing committees. Staff recommends confirming committees as currently constituted and adding any that are thought to be a need.