

## NOTICE OF PUBLIC MEETING

Fullerton Arboretum / Commission Agenda  
October 14, 2020 @ 3:00 p.m.  
Zoom Meeting

### 3:00 P.M.

- Roll Call

### PUBLIC COMMENTS

Public comments will be allowed on matters not appearing on the agenda, but within the Commission's jurisdiction. Persons addressing the Commission shall be limited to 5 minutes unless an extension of time is granted by the president subject to approval by the Commission. When any group of persons wishes to address the Commission, it shall be proper for the president to request that a spokesperson be chosen to represent the group.

### NEW BUSINESS

1. **Approve Minutes of March 11, 2020 – Saks**
2. **Review: FY 2019-2020 Financial Audit – Patrick Guzman**
3. **Action Items related to Termination of the Fullerton Arboretum Authority - Dyment**
  - a. **Background:** The JPA (Joint Powers Agreement) which established the Fullerton Arboretum Authority in 1976 states in Section 2 : “This agreement shall become effective as of the date hereof and shall continue in full force and effect until December 3, 2020, or until repealed by all parties hereto.” Termination of the JPA dissolves the Arboretum Authority, and the Authority's Site Lease for the Arboretum property terminates on the same day.
  - b. **Additional Background:** A list of all Authority assets as of October 2020 is attached (the “Asset List”). Regarding the disposition of the Authority's assets upon dissolution, Section 7 of the JPA, as amended, states, “Upon the dissolution of the Authority or termination of this Agreement and after paying or making provision for the payment of all the liabilities of the Authority, the remaining assets of the Authority will escheat to the State or a charitable organization exclusively for the purposes of the Authority in such manner, as to be used exclusively for charitable, educational, religious, or scientific purposes under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).”
  - c. **Action Item: Approve Dissolution Plan for Fullerton Arboretum Authority as follows:**
    - Relieve all Authority Commissioners and Officers of their duties/obligations after December 3, 2020
    - Direct Authority Treasurer to pay all liabilities of the Authority through December 3, 2020
    - Authorize termination of all Authority insurance policies or other assets effective December 3, 2020

- Obtain an Authority Directors & Officers tail policy for a one year period.
- All remaining Authority assets, including but not limited to those identified on the Asset List, shall escheat to the California State University, which is the state acting in its higher education capacity, to continue to be used in support of the Arboretum and its educational, scientific and charitable activities.

**4. Action Item: Approve Filing of Short-Term Tax Return for Fiscal Year July 1, 2020 through December 3, 2020 - Dymont**

**OLD BUSINESS**

**5. Director's Report – Dymont**

**6. Ground's Report - Pongetti**

**7. Friends Report – Colwell**

**OTHER BUSINESS**

**ADJOURNMENT**

GTD: mm

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