

# AGENDA

**BUENA PARK CABLE FOUNDATION  
REGULAR MEETING  
TUESDAY, JULY 26, 2022  
2:30 P.M.**

COUNCIL CHAMBER  
6650 BEACH BOULEVARD  
BUENA PARK, CALIFORNIA

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**CALL TO ORDER 2:30 P.M.**

**ROLL CALL**

**DIRECTOR GRANT BARNET  
DIRECTOR ARTHUR C. BROWN  
DIRECTOR DON HARBERT  
DIRECTOR SUNNY YOUNGSUN PARK  
DIRECTOR CONNOR TRAUT  
SECRETARY BARON NIGHT  
TREASURER BENJAMIN GONZALEZ  
VICE PRESIDENT ELIZABETH A. SWIFT, Ed.D.  
PRESIDENT SUSAN SONNE**

**PLEDGE OF ALLEGIANCE**

**PUBLIC COMMENT**

**CONSENT CALENDAR (1 – 2)**

**1. APPROVAL OF MINUTES**

Recommended Action: Approve Minutes of the Buena Park Cable Foundation Meeting of May 10, 2022.

**2. APPROVE CLAIMS AND DEMANDS**

Recommended Action: Approve.

**END OF CONSENT CALENDAR**

**UNFINISHED BUSINESS**

**NEW BUSINESS (3 – 3)****3. A RESOLUTION OF THE BOARD OF DIRECTORS FOR THE BUENA PARK CABLE FOUNDATION, A NONPROFIT PUBLIC BENEFIT CORPORATION, ELECTING TO VOLUNTARILY WIND UP AND DISSOLVE**

Presented by Christopher G. Cardinale, City Attorney

**ANNOUNCEMENTS****ADJOURNMENT**

This agenda contains a brief general description of each item to be considered. Supporting documents are available for review and printing on [www.buenapark.com](http://www.buenapark.com). This governing body is prohibited from discussing or taking action on any item which is not included in this agenda; however, may ask clarifying questions, ask staff to follow-up, or provide other direction. The order of business as it appears on this agenda may be modified by the governing body.



In compliance with the Americans with Disabilities Act, if you need accommodations to participate in this meeting, contact the City Clerk's Office at (714) 562-3750 or the California Relay Service at 711. Notification at least 48 hours prior to the meeting will enable the City to make arrangements to assure accessibility.



If you would like to participate in any matter of business on the agenda and would like translation in Chinese, Korean, Spanish, Tagalog, or Vietnamese, please contact the **City Clerk's Office at (714) 562-3750 48-hours prior to the meeting**. Residents requiring translation during Public Comment are encouraged to bring interpreters.

시의제 목록에 있는 정식 안건에 대해 의견을 발표하고 싶으신 경우, 중국어, 한국어, 스페니쉬, 타갈로에 대한 통역사가 필요하시면 시미팅 48시간전 시서기 오피스로 (714-562-3750) 연락하시면 됩니다. 정식안건이 아닌 주민 발언시간에 발표하실 경우, 본인의 통역사를 직접 모시고 오시면 감사하겠습니다.

Si le gustaría participar en audiencia pública o cualquier asunto de negocios programado en la agenda y necesita traducción en chino, coreano, español, tagalo o vietnamita, comuníquese con la Oficina del Secretario de la Ciudad, 48 horas antes de la reunión al (714) 562-3750. Para participar en los comentarios públicos sobre cualquier otro asunto dentro de la jurisdicción del ayuntamiento, se les recomienda que traiga un intérprete.

如果您想参与议程上的任何事务，并希望翻译成中文，韩文，西班牙文，他加禄文或越南文，请联系市政文员办公室，网址为（714）562-3750在会议开始前48小时。鼓励在口头交流中需要翻译的居民带同传译员。

Kung nais ninyong lumahok sa anumang usapin ng negosyo sa agenda at kailangan ang pagsasalin sa wikang Tsino, Koreano, Espanyol, Tagalog, o Vietnamese, mangyaring makipag-ugnay sa Opisina ng Clerk ng Lungsod sa (714) 562-3750 48-oras bago ang pulong. Ang mga residente na nangangailangan ng pagsasalin sa Oral Communications ay hinikayat na magdala ng mga tagasalin.

Nếu bạn muốn tham gia vào bất kỳ vấn đề kinh doanh nào trong chương trình nghị sự và muốn dịch sang tiếng Trung, tiếng Hàn, tiếng Tây Ban Nha, tiếng Tagalog hoặc tiếng Việt, vui lòng liên hệ với Văn phòng Thư ký Thành phố tại (714) 562-3750 48 giờ trước cuộc họp. Cư dân yêu cầu dịch thuật trong Giao tiếp bằng miệng được khuyến khích mang theo thông dịch viên.

I, Yaretza Medina, Buena Park Cable Foundation Secretary, do hereby certify, under penalty of perjury under the laws of the State of California that a full and correct copy of this agenda was posted pursuant to Government Code Section 54950 et. seq., at the following locations: Buena Park City Hall, 6650 Beach Blvd., the Buena Park Library, 7510 La Palma Avenue, and uploaded to the Buena Park Cable Foundation website [www.bpcablefoundation.com](http://www.bpcablefoundation.com).

Date Posted: July 20, 2022

Yaretza Medina, Buena Park Cable Foundation Secretary

**BUENA PARK CABLE FOUNDATION  
MINUTES OF MEETING  
Tuesday, May 10, 2022**

President Susan Sonne called the Buena Park Cable Foundation Meeting of May 10, 2022, to order at 2:30 p.m.

PRESENT: Brown, Harbert, Park, Traut, Night, Gonzalez, Swift, Sonne  
ABSENT: Barnet

**ALSO PRESENT:** Aaron France, City Manager; Eddie Fenton, Assistant City Manager; Jessica Fewer, Sr. Management Analyst; Christopher Cardinale, City Attorney; and Yaretza Medina, Executive Assistant.

**PLEDGE OF ALLEGIANCE**

Director Traut led the Pledge of Allegiance.

**PUBLIC COMMENTS (Agenda Items):**

There were no public comments.

**CONSENT CALENDAR:**

1. MINUTES of February 08, 2022 – APPROVED

MOTION: Night  
SECOND: Harbert  
AYES: Brown, Harbert, Park, Traut, Night, Gonzalez, Swift, Sonne  
NOES: None

2. APPROVE CLAIMS AND DEMANDS - APPROVED

MOTION: Night  
SECOND: Harbert  
AYES: Brown, Harbert, Park, Traut, Night, Gonzalez, Swift, Sonne  
NOES: None

**UNFINISHED BUSINESS:**

None.

**NEW BUSINESS:**

None.

**ANNOUNCEMENTS/DISCUSSION:**

No announcements.

**ADJOURNMENT**

There being no further business, the meeting was adjourned at 2:34 p.m.

**CLOSED SESSION (1) (ADJOURN TO COUNCIL CHAMBER)**

**PUBLIC COMMENTS (Closed Session):**

There were no public comments.

**1. CONFERENCE WITH LEGAL COUNSEL – ANTICIPATED LITIGATION**

Pursuant to Gov. Code Section 54956.9(d) (2)

A point has been reached where, in the opinion of the City Council on the advice of its City Attorney based on existing facts and circumstances, there is a significant exposure to litigation against the City.

Number of potential cases: One

The Board of Directors received a briefing from City staff concerning this anticipated litigation matter, and provided direction to City staff to begin the process of winding the foundation’s corporate status and affairs. These actions will be the subject of future open session meetings of the Foundation.

**ADJOURNMENT**

**ATTEST:**

\_\_\_\_\_  
Susan Sonne, President

\_\_\_\_\_  
Yaretza Medina, Executive Assistant

**BUENA PARK FOUNDATION**  
**Income Statement**  
**May 31, 2022**

	Current Year			Prior Year
	Budget	Actual Period Ending May 31, 2022	Variance- Favorable (Unfavorable)	Actual Period Ending June 30, 2021
<b><u>REVENUES</u></b>				
3410 Investment Income	\$ 10.00	\$ 4.70	\$ (5.30)	\$ 7.65
3900 Miscellaneous Revenue	-	-	-	-
3951 Contribution from Time Warner/DirectTV	100,000.00	73,035.20	(26,964.80)	100,562.10
<b>Total Revenues</b>	<b>\$ 100,010.00</b>	<b>\$ 73,039.90</b>	<b>\$ (26,970.10)</b>	<b>\$ 100,569.75</b>
<b><u>EXPENDITURES</u></b>				
5214 Taxes and Fees	100.00	305.25	(205.25)	209.15
5219 Time Warner Video Services	1,200.00	1,200.32	(0.32)	1,303.52
5220 Government Access/City	55,645.00	32,740.00	22,905.00	49,253.61
5221 Government Access/Council	12,000.00	4,950.00	7,050.00	7,130.00
5223 Ministerial Series	1,925.00	-	1,925.00	-
5224 Production Grants	-	-	-	-
5225 Member Salaries	4,500.00	1,900.00	2,600.00	4,100.00
5227 Misc Expenses/Add'l Programming	300.00	-	300.00	204.00
5230 Scholarships	10,000.00	-	10,000.00	9,999.99
5240 Professional Services	1,700.00	-	1,700.00	3,421.00
5245 Accounting/Staff Services	5,000.00	-	5,000.00	5,000.00
5250 Equipment Maintenance	2,000.00	-	2,000.00	-
5260 Equipment Replacement Fund	3,500.00	45.66	3,454.34	-
5410 Stationery/Supplies	275.00	2.21	272.79	31.45
5411 Printing	100.00	-	100.00	-
5420 Books/Dues/Subscriptions	50.00	-	50.00	14.95
5430 Postage	100.00	58.00	42.00	55.00
5840 Capital Outlay	2,000.00	40,805.76	(38,805.76)	2,000.00
<b>Total Expenditures</b>	<b>100,395.00</b>	<b>82,007.20</b>	<b>18,387.80</b>	<b>82,722.67</b>
<b>Revenues Over (Under) Expenditures</b>	<b>(385.00)</b>	<b>(8,967.30)</b>	<b>(8,582.30)</b>	<b>17,847.08</b>
<b>Fund Balance, Beginning of Period</b>	<b>88,359.86</b>	<b>88,359.86</b>	<b>-</b>	<b>70,512.78</b>
<b>Fund Balance, End of Period</b>	<b>\$ 87,974.86</b>	<b>\$ 79,392.56</b>	<b>\$ (8,582.30)</b>	<b>88,359.86</b>

**BUENA PARK FOUNDATION  
CHECK REGISTER  
For FY 2021-22**

<b>Date</b>	<b>Vendor</b>	<b>Description</b>	<b>Invoice #</b>	<b>Check #</b>	<b>Amount</b>
02/09/22	Aidin Tehrani	Tree lighting, Council Mtg 1/11, Zoom Practice 1/24, Council Mtg 1/25	2022A	7565	830.00
02/11/22	Arthur Brown	BPCF Mtg February 8, 2022	Feb-22	7566	100.00
02/11/22	Benjamin Gonzalez	BPCF Mtg February 8, 2022	Feb-22	7567	100.00
02/11/22	Don Harbert	BPCF Mtg February 8, 2022	Feb-22	7568	100.00
02/11/22	Baron Night	BPCF Mtg February 8, 2022	Feb-22	7569	100.00
02/11/22	Youngsun Park	BPCF Mtg February 8, 2022	Feb-22	7570	100.00
02/11/22	Susan Sonne	BPCF Mtg February 8, 2022	Feb-22	7571	100.00
02/11/22	Connor Traut	BPCF Mtg February 8, 2022	Feb-22	7572	100.00
02/11/22	City of Buena Park	BPFC Batteries	Feb-22	7573	2.21
02/28/22	Jane Cameron	Jan-22 Crime Watch	B2122-0219	7574	200.00
02/28/22	Spectrum Business	8448400240026539	0026539020122	7575	109.20
03/11/22	Jane Cameron	Crime Watch February 2022	B2122-0302	7576	200.00
03/11/22	Voided Chk	Void	N/A	7577	-
03/11/22	Kevin Ohler	Crime Watch Jan & Feb 2022	011822, 030722	7578	1,800.00
03/11/22	Spectrum Business	March 2022	0026539030122	7579	109.14
03/15/22	Vista Media Services	Council Broadcast 1/25, 2/8, 2/23, 3/8, Planning Broadcast 3/9, Encode video file for website	714-22	7580	1,300.00
03/29/22	Vista Media Services	Crime Watch March 2022	B2122-0312	7581	200.00
04/12/22	Spectrum Business	April 2022	0026539040122	7582	108.79
04/26/22	Voided Chk	Void	N/A	7583	-
04/26/22	Jane Cameron	April-22 Crime Watch	B2122-0404	7584	200.00
04/26/22	Kevin Ohler	Crime Watch March-22	041222	7585	900.00
04/26/22	Voided Chk	Void	N/A	7586	-
04/26/22	Vista Media Services	Council 3/22, 4/12, Planning Comm., Encode video file	715-22	7587	660.00
04/26/22	City of Buena Park	Reimb. City for diffuser screen purchased for BPF	032222	7588	45.66
05/03/22	Voided Chk	Void	N/A	7589	-
05/03/22	City of Buena Park	Reimb City 's Petty Cash Fund for Postage	050322	7590	58.00
05/10/22	Jane Cameron	May-22 Crime Watch	B2122-0426	7591	200.00
05/10/22	Spectrum Business	8448400240026539	0026539050122	7292	108.79
05/10/22	Kevin Ohler	April-22 Crime Watch	042522	7593	900.00
05/24/22	Adrian Flores	State of the City Council Videos	001	7594	2,500.00
05/24/22	Kevin Ohler	Crime Watch May-22	051122	7595	900.00
<b>May Total</b>				<b>\$</b>	<b>4,666.79</b>

**BUENA PARK FOUNDATION**  
**Income Statement**  
**June 30, 2022**

	Current Year			Prior Year
	Budget	Actual Period Ending June 30, 2022	Variance- Favorable (Unfavorable)	Actual Period Ending June 30, 2021
<b><u>REVENUES</u></b>				
3410 Investment Income	\$ 10.00	\$ 5.32	\$ (4.68)	\$ 7.65
3900 Miscellaneous Revenue	-	-	-	-
3951 Contribution from Time Warner/DirectTV	100,000.00	73,035.20	(26,964.80)	100,562.10
Total Revenues	\$ 100,010.00	\$ 73,040.52	\$ (26,969.48)	\$ 100,569.75
<b><u>EXPENDITURES</u></b>				
5214 Taxes and Fees	100.00	305.25	(205.25)	209.15
5219 Time Warner Video Services	1,200.00	1,309.11	(109.11)	1,303.52
5220 Government Access/City	55,645.00	37,055.00	18,590.00	49,253.61
5221 Government Access/Council	12,000.00	7,030.00	4,970.00	7,130.00
5223 Ministerial Series	1,925.00	-	1,925.00	-
5224 Production Grants	-	-	-	-
5225 Member Salaries	4,500.00	2,600.00	1,900.00	4,100.00
5227 Misc Expenses/Add'l Programming	300.00	204.00	96.00	204.00
5230 Scholarships	10,000.00	5,000.00	5,000.00	9,999.99
5240 Professional Services	1,700.00	-	1,700.00	3,421.00
5245 Accounting/Staff Services	5,000.00	-	5,000.00	5,000.00
5250 Equipment Maintenance	2,000.00	-	2,000.00	-
5260 Equipment Replacement Fund	3,500.00	45.66	3,454.34	-
5410 Stationery/Supplies	275.00	2.21	272.79	31.45
5411 Printing	100.00	-	100.00	-
5420 Books/Dues/Subscriptions	50.00	14.95	35.05	14.95
5430 Postage	100.00	58.00	42.00	55.00
5840 Capital Outlay	2,000.00	40,805.76	(38,805.76)	2,000.00
Total Expenditures	100,395.00	94,429.94	5,965.06	82,722.67
Revenues Over (Under) Expenditures	(385.00)	(21,389.42)	(21,004.42)	17,847.08
Fund Balance, Beginning of Period	88,359.86	88,359.86	-	70,512.78
Fund Balance, End of Period	\$ 87,974.86	\$ 66,970.44	\$ (21,004.42)	88,359.86

Note: The above income statement is not final. It is pending year-end accruals for FY 21-22.

**BUENA PARK FOUNDATION  
CHECK REGISTER  
For FY 2021-22**

<b>Date</b>	<b>Vendor</b>	<b>Description</b>	<b>Invoice #</b>	<b>Check #</b>	<b>Amount</b>
06/02/22	City of Buena Park	Reimb. City for Wix.com Payment paid with City CC (Domain)	Ck#413757	7596	14.95
06/02/22	Aidin Tehrani	Council Mtgs 02/08, 02/22, 03/08, 04/12, 04/26, 05/10	2022B	7597	1,520.00
06/02/22	Vista Media Services	Council Boradcasts 04/26, 05/10, 05/11, St. of City Production, Encode Plan Mtg Video File for City Website	716-22	7598	1,500.00
06/02/22	Art Brown	BPCF Meeting	May 10, 2022	7599	100.00
06/02/22	Benjamin Gonzalez	BPCF Meeting	May 10, 2022	7600	100.00
06/02/22	Don Harbert	BPCF Meeting	May 10, 2022	7601	100.00
06/02/22	Baron Night	BPCF Meeting	May 10, 2022	7602	100.00
06/02/22	Youngsun Park	BPCF Meeting	May 10, 2022	7603	100.00
06/02/22	Susan Sonne	BPCF Meeting	May 10, 2022	7604	100.00
06/02/22	Connor Traut	BPCF Meeting	May 10, 2022	7605	100.00
06/07/22	Adrian Flores	Illegal Fireworks PSA	#002	7606	900.00
06/07/22	Gretchen Morales	Mkt assistant 01/31, 02/28, 03/31, 04/30, 05/31	013122, 022822, 033122, 043022, 053122	7607	1,375.00
06/07/22	Vista Media Services	Love BP Production	717-22	7608	900.00
06/21/22	Jane Cameron	June-22 Crime Watch	B2122-0607	7609	200.00
06/21/22	Charter Communications	8448400240026539	002653906122	7610	108.79
06/29/22	Emily DePoorter	Myrna Holmquist Communications Scholarship	061422	7611	5,000.00
06/30/22	City of Buena Park	Reimb. City for Wix.com Payment paid with City CC (Yearly Subscription)	062222	7612	204.00
<b>June Total</b>				<b>\$</b>	<b>12,422.74</b>



# BUENA PARK CABLE FOUNDATION

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## AGENDA REPORT

MEETING DATE: July 26, 2022

TO: President and Board of Directors

TITLE: **A RESOLUTION OF THE BOARD OF DIRECTORS FOR THE BUENA PARK CABLE FOUNDATION, A NONPROFIT PUBLIC BENEFIT CORPORATION, ELECTING TO VOLUNTARILY WIND UP AND DISSOLVE**

**RECOMMENDED ACTION:** It is recommended that the Board of Directors for the Buena Park Cable Foundation adopt the following Resolution: BOARD OF DIRECTORS FOR THE BUENA PARK CABLE FOUNDATION, A NONPROFIT PUBLIC BENEFIT CORPORATION, ELECTING TO VOLUNTARILY WIND UP AND DISSOLVE.

**PURPOSE:** For the Board of Directors to authorize and initiate the process for voluntarily dissolving and winding down the Buena Park Cable Foundation.

**DISCUSSION:** The Buena Park Cable Foundation is a nonprofit, tax-exempt public benefit corporation that was formed for public and charitable purposes by action of the Buena Park City Council on May 3, 1982. As explained in the Foundation's Articles of Incorporation, its - organizational purpose and activities are fostering and promoting social and civic advancement through activities related to cable communications by: (a) producing access programming and providing funds for the production, control, and scheduling of access programming; and (b) awarding prizes, scholarships, and other incentives for students interested in communications.

Consistent with this purpose, over the years the Foundation has managed and overseen operations and programming of the City's government access channel and has awarded annual communications scholarships to qualifying local students. However in more recent times, changes to federal and state law relating to cable franchises, together with increasing limitations on the Foundation's source of revenue, the scope of the Foundation's activities has narrowed. For this reason, and after significant consideration, staff recommends the Foundation consider dissolving and transferring its remaining activities to the City. With City staff already serving in a supporting role for the Foundation, staff believes the City has the capacity and resources to take over the Foundation's activities.

The Foundation was established and is governed by California's Nonprofit Public Benefit Corporation Law (Corporations Code § 5110 *et seq.*, the "PBCL"). The PBCL sets forth the procedural and substantive requirements associated with dissolving the Foundation, which begins with the Board of Directors adopting a *Resolution Electing to Dissolve the Corporation* by a majority vote of the Board of Directors ("Resolution"). (§ 6610(b)(3).) After adopting this Resolution, the Board continues to act as the governing board with full powers to wind up and settle the Foundation's affairs, but stops all other business except to the extent necessary for the beneficial winding up of its affairs. (§ 6613(c).)

Page 2                    AGENDA REPORT TO BUENA PARK CABLE FOUNDATION  
Meeting Date:         July 26, 2022  
Subject:                 A RESOLUTION OF THE BOARD OF DIRECTORS FOR THE BUENA  
                                 PARK CABLE FOUNDATION, A NONPROFIT PUBLIC BENEFIT  
                                 CORPORATION, ELECTING TO VOLUNTARILY WIND UP AND  
                                 DISSOLVE

If the Directors adopt the Resolution, staff will issue notice of the voluntary dissolution by mail to all known creditors and claimants, outstanding bills of the Foundation will be paid, and remaining assets will ultimately be transferred to the City for continuing the Foundation's programs. Once the Foundation has been completely wound-down, a majority of the Board will then need to sign and verify a certificate of dissolution that will be forwarded to the Secretary of State. Upon acceptance by the Secretary of State the Foundation will cease to exist.

A draft Resolution initiating this voluntary dissolution process is attached to this report for consideration by the Board of Directors. If adopted, City staff will proceed with closing out the Foundation's books and accounts and with filing the requisite paperwork with the Secretary of State.

Prepared by:         Christopher G. Cardinale, City Attorney

Approved by:         Eddie Fenton, Assistant City Manager

Presented by:         Christopher G. Cardinale, City Attorney

ATTACHMENT:

- 1) Resolution

RESOLUTION NO.

A RESOLUTION OF THE BOARD OF DIRECTORS FOR THE BUENA PARK CABLE FOUNDATION, A NONPROFIT PUBLIC BENEFIT CORPORATION, ELECTING TO VOLUNTARILY WIND UP AND DISSOLVE

WHEREAS, the Buena Park Cable Foundation ("Foundation") is California nonprofit public benefit corporation created and existing pursuant to California Corporations Code Section 5110 *et seq.*;

WHEREAS, it is in the best interests of the Foundation to voluntarily dissolve and wind up its affairs; and

WHEREAS, the Foundation has issued no shares and no members, and all legal prerequisites to the adoption of this resolution of been duly performed.

NOW, THEREFORE, IT IS RESOLVED that the Buena Park Cable Foundation voluntarily elects to wind up and dissolve its affairs by approval of its board of directors.

RESOLVED, FURTHER, that each of the officers and directors of the Buena Park Cable Foundation is authorized and directed to file with the secretary of state a certificate of election to wind up and dissolve the corporation pursuant to Corporations Code section 1901, give written notice as required by Corporations Code section 1903, and to take all actions necessary to wind up the affairs of the Foundation and dissolve it.

PASSED, APPROVED and ADOPTED this 26<sup>th</sup> day of July 2022.

AYES: DIRECTORS:

NOES: DIRECTORS:

ABSENT: DIRECTORS:

ABSTAIN: DIRECTORS:

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Chair

ATTEST:

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Secretary

I, Yaretza Medina, Secretary of the Buena Park Cable Foundation, California, do hereby certify that the foregoing resolution was duly and regularly passed and adopted at a regular meeting of the Board of Directors of the Buena Park Cable Foundation held on the 26<sup>th</sup> day of July 2022.

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Secretary