



CITY OF

NEWPORT BEACH

PUBLIC FACILITIES CORPORATION STAFF REPORT

August 26, 2025
Agenda Item No. 2

TO: HONORABLE CHAIRPERSON AND MEMBERS OF THE BOARD OF DIRECTORS

FROM: Jason Al-Imam, Finance Director/Treasurer – 949-644-3126
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TITLE: Amendment to the Newport Beach Public Facilities Corporation Bylaws

ABSTRACT:

The bylaws of the Newport Beach Public Facilities Corporation (Corporation) have not been amended since 2015. It is recommended that the bylaws be amended to clarify the selection, term and vacancies for members of its board of directors; to change the date and time of the annual meeting; to define who shall serve as chairperson and vice chairperson of the Corporation; and to incorporate other minor updates.

RECOMMENDATIONS:

- a) Determine this action is exempt from the California Environmental Quality Act (CEQA) pursuant to Sections 15060(c)(2) and 15060(c)(3) of the CEQA Guidelines because this action will not result in a physical change to the environment, directly or indirectly; and
- b) Approve amended bylaws for the Newport Beach Public Facilities Corporation.

DISCUSSION:

The Corporation was created on March 9, 1992, by the City of Newport Beach under the authority of California law. The Newport Beach City Council serves as the board of directors of the Corporation. The current bylaws of the Corporation have not been amended since 2015. In reviewing the bylaws, staff identified the following proposed amendments in order to clarify the selection, term and vacancies of directors; change the date and time of the annual meeting; define who shall serve as chairperson and vice chairperson of the Corporation; and to incorporate other minor updates. A majority vote of the Newport Beach Facility Corporation Board of Directors (Board) is required to amend the bylaws.

- Section 3.03 and Section 3.04 – The bylaws currently state that directors shall be members of the City Council, or a person designated and confirmed by the City Council, and shall hold office for the same term as the nominating member on the City Council. Any director may resign by providing written notice to the

president, secretary or Board. The proposed bylaws aim to clarify that the directors shall be the members of City Council and their terms on the Board are concurrent with their terms on the City Council. Therefore, any vacancies on the Board will occur when there is a corresponding vacancy on the City Council and will be filled simultaneously with the filing of the vacancy on the City Council.

- Section 3.05 – The bylaws currently state that the annual meetings of the Board shall be held on the second Tuesday of August at 4 p.m., local time. The proposed bylaws indicate that the annual meetings shall be held on the same date and start time as the first City Council meeting in August, as set forth in an adopted resolution of the City Council.
- Section 4.02 – The bylaws currently provide for an annual election of the chairperson and vice chairperson. The proposed bylaws indicate that the mayor of the City of Newport Beach shall be the chairperson of the Board, and the mayor pro tem of the City of Newport Beach shall be the vice chairperson of the Board.
- Other minor changes are proposed as outlined in Attachment A.

It is recommended that the Board amend the bylaws of the Corporation as outlined in Attachment A.

FISCAL IMPACT:

There is no fiscal impact related to this item.

ENVIRONMENTAL REVIEW:

Staff recommends that the Newport Beach Facility Corporation Board of Directors finds this action is not subject to the California Environmental Quality Act (CEQA) pursuant to Sections 15060(c)(2) (the activity will not result in a direct or reasonably foreseeable indirect physical change in the environment) and 15060(c)(3) (the activity is not a project as defined in Section 15378) of the CEQA Guidelines, California Code of Regulations, Title 14, Chapter 3, because it has no potential for resulting in physical change to the environment, directly or indirectly.

NOTICING:

The agenda item has been noticed according to the Brown Act (72 hours in advance of the meeting at which the City Council considers the item).

ATTACHMENTS:

Attachment A – Amended Bylaws Redlined
Attachment B – Clean Version of Proposed Amended Bylaws