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San Diego Housing Commission Reinvestment Task Force (RTF) RTF Bylaws Amendments November 13, 2025

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RTF Bylaws Amendments Background

- Official public-private body created in 1977 by City of San Diego and San Diego County under City of San Diego Resolution R-219283.
- Monitor local bank lending practices and develop reinvestment strategies to increase economic opportunity, financial strength, and housing stability for the region's low and moderate-income (LMI) residents.
- Provide local implementation support for the 1977 federal Community Reinvestment Act (CRA).
- CRA enacted to reduce discriminatory credit practices and reverse destructive impacts of redlining in low-income neighborhoods and communities of color.

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RTF Bylaws Amendments Bylaws History 2014 - 2018

- Bylaws created and approved on January 16, 2014
- Updated on November 15, 2018

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RTF Bylaws Amendments Proposed Bylaws Updates

- Add Name and Purpose
 - Explicitly state RTF purpose
 - Elaborate on the responsibilities of the task force
 - Include policies that RTF is bound to
(City of San Diego 900-09, County of San Diego A-123)
- Membership
 - Address banks becoming non-voting members; serve in advisory capacity
 - Add language to clarify credit unions can serve
 - Add vacancies process
 - Elaborate on responsibilities of members

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RTF Bylaws Amendments

Summary of Proposed Amendments

- Addition of a purpose section
- Addition of legal authority section
- Modification of the membership section
- Addition of language to include engagement with City EDD and County Office of Economic Development and Governmental Affairs
- Addition of language regarding the engagement of other financial institutions, including credit unions and other Community Development Financial Institutions (CDFI)
- Addition of language to focus on programs that promote equity, community and revitalization of low/moderate income census tracts.
- ~~Addition of language regarding voting considerations of RTF banking members~~
- Addition of vacancies process

- **6-12-25 Redlines**
 - Modification of purpose statement in Article 1
 - Update to legal authority in Article 1
 - Addition of membership language for a proposed Reinvestment Advisory Board
 - Removal of voting language in Article 3, III, B
 - Addition of absentee language to Article 4
- **11-13-25 Redlines**
 - Removal of language for a proposed Reinvestment Advisory Board

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RTF Bylaws Amendments

Proposed Establishment of a Reinvestment Advisory Board

QUESTION: Can the RTF establish a separate, legally distinct Reinvestment Advisory Board comprised of all RTF members other than the banking members?

OPTIONS:

1) Formation of a Reinvestment Advisory Board
 The RTF could establish a separate, legally distinct Reinvestment Advisory Board comprised of all RTF members other than the banking members. However, the RTF was formed by resolutions of the San Diego City Council and the County Board of Supervisors. Therefore, in order to form a stand-alone Reinvestment Advisory Board comprised of all RTF members other than the banking members, which would have the authority to take actions or make recommendations to the City and County, the Reinvestment Advisory Board would similarly need to be created via resolutions of the San Diego City Council and the County Board of Supervisors. **The Reinvestment Advisory Board could not be formed via amendment of the RTF bylaws or otherwise by the RTF itself.**

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RTF Bylaws Amendments Proposed Establishment of a Reinvestment Advisory Board

OPTIONS (cont'd):

2) Formation of a Subcommittee

The RTF has the power to create subcommittees and could form a subcommittee comprised of all RTF members other than the banking members. However, this would not resolve the conflict issue. In such event, the RTF itself would still need to take the action or make the recommendation to the City and County, as applicable. The subcommittees would make recommendations to the RTF, rather than to the City and County. Thus, the conflict would remain.

3) Conflicted Members Could Abstain

In the event of a matter which presents a conflict for the banking members of the RTF, those members could abstain and not vote on the matter. In such event, the action could be taken or a recommendation could be made by the RTF to the City and County, as applicable, despite the conflict of the banking members. Of note, the abstaining members would not count towards a quorum. There are 15 members of the RTF and a majority of those members is a quorum. In order to pass a resolution, at least 8 members of the RTF would have to be present, not including any abstaining members.

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RTF Bylaws Amendments Proposed Establishment of a Reinvestment Advisory Board

OPTIONS (cont'd):

4) Letter

A member of the RTF could propose to send a letter to the City, County, federal or state legislative bodies or any other person or organization, recommending any action or supporting or opposing any action. Other members of the RTF could join in and co-sign the letter. However, when doing so, the RTF members will need to be careful not to violate the Brown Act. The Brown Act prohibits the members from meeting and discussing RTF business outside of a noticed meeting and prohibits "serial" meetings. For example, if the members circulate a letter amongst themselves via email, i.e., outside of a properly noticed meeting, a Brown Act violation could occur. Thus, if any member of the RTF desires to send such a letter and is interested in having other RTF members join in signing the letter, it is recommended that the letter be included as an informational item on the RTF agenda and discussed and signed in open session of the RTF.

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RTF Bylaws Amendments Recommended Actions

Staff recommend the RTF take the following actions:

- 1) Adopt the bylaws as amended in the proposed DRAFT
- 2) Adopt one of the legally identified alternatives where the bank members have conflicts of interest and cannot vote

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RTF Bylaws Amendments

Discussion

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