



- **Board of Directors**

Community and Culture Workplace Committee

1/13/2026 Board Meeting

8-3

Subject

Approve a limited waiver of the Brown Act closed session privilege regarding the closed session meeting of the Organization, Personnel, and Effectiveness Committee on October 14, 2025, for the limited purpose of conducting an attorney-client privileged investigation overseen by the Ethics Office, and authorize Metropolitan staff and directors present during the October 14, 2025 closed session Committee meeting to disclose information from the closed session to the assigned investigator pursuant to the limited waiver; the General Manager has determined that the proposed action is exempt or otherwise not subject to CEQA

Executive Summary

The Ethics Office is overseeing an investigation of a matter that occurred during the October 14, 2025, closed session of the Organization, Personnel, and Effectiveness Committee, which concerned a labor negotiations agenda item under Government Code § 54957.6. Under the Ralph M. Brown Act (“Brown Act”), a person may not disclose to a person not entitled to receive it closed session confidential information that is specifically related to the lawfully agendaed basis for the closed session, unless the legislative body authorizes disclosure of that confidential information. In order to complete the investigation, the Board needs to authorize a limited waiver of the closed session privilege regarding the closed session on October 14, 2025, and to authorize the staff and directors to disclose relevant information from that closed session to the investigator. The waiver would apply only to information relevant to the investigation and only for disclosure to the assigned investigator for the purpose of providing a confidential investigation report to the Ethics Officer.

Proposed Action(s)/Recommendation(s) and Options

Staff Recommendation: Option #1

Option #1

Approve a limited waiver of the Brown Act closed session privilege regarding the closed session meeting of the Organization, Personnel, and Effectiveness Committee on October 14, 2025, for the limited purpose of conducting an attorney-client privileged investigation overseen by the Ethics Office, and authorize Metropolitan staff and directors present during the October 14, 2025 closed session Committee meeting to disclose information from the closed session to the assigned investigator pursuant to the limited waiver.

Fiscal Impact: No direct impact for authorizing the limited waiver of the closed session privilege.
Investigation costs are separate.

Business Analysis: Ethics investigation can be completed.

Option #2

Do not authorize a limited waiver of the Brown Act closed session privilege for the investigation.

Fiscal Impact: No direct impact for not authorizing a limited waiver of the closed session privilege.

Business Analysis: Ethics investigation cannot be completed.

Alternatives Considered

None

Applicable Policy

Metropolitan Administrative Code § 6470: Powers and Duties (Ethics Officer)

Metropolitan Administrative Code § 2105(b): Closed Meeting Procedure

Metropolitan Administrative Code §11104: Delegation of Responsibilities

Related Board Action(s)/Future Action(s)

None

California Environmental Quality Act (CEQA)**CEQA determination for Option #1**

The proposed action is not defined as a project under CEQA because it involves organizational, maintenance, or administrative activities; personnel-related actions; and/or general policy and procedure making that will not result in direct or indirect physical changes in the environment. (Public Resources Code Section 21065; State CEQA Guidelines Section 15378(b)(2) and (5)).

CEQA determination for Option #2:

None required

Details and Background

Under the Brown Act (Government Code § 54963), disclosure to a person not entitled to receive it of closed session confidential information that is specifically related to the lawfully agendized basis for the closed session is prohibited unless the legislative body authorizes disclosure of that confidential information. The proposed authorization is referred to in this letter as a “waiver of the Brown Act closed session privilege.” In order to complete an ethics investigation, the Ethics Office is requesting the Board to approve a limited waiver of the Brown Act closed session privilege regarding the closed session meeting of the Organization, Personnel, and Effectiveness Committee on October 14, 2025, and to authorize staff and directors to disclose information from the closed session to the assigned investigator pursuant to the limited waiver. This allows the investigator to interview staff and directors about the closed session relevant to the investigation. The limited waiver does not waive confidentiality for any portion of the closed session unrelated to the investigation. Any discussion within the agendized closed session basis and not related to the investigation remains confidential pursuant to the Brown Act closed session privilege. This board action does not authorize and is not to discuss what occurred at that October 14, 2025, closed session with any person not entitled to receive it other than the assigned investigator for the purpose of providing a confidential investigation report to the Ethics Officer. Directors should refrain from making statements in open session about what occurred at that closed session.

The investigation is an attorney-client privileged investigation, which means the information provided to the investigator will be protected from disclosure by that privilege. If this board action is approved, an investigator will contact relevant staff and directors as needed for the investigation. Any investigation results will be managed by the Ethics Officer pursuant to the relevant provisions in Administrative Code Division VII.



Abel Salinas
Ethics Officer

1/6/2026
Date

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