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Great Park bylaws, previous case basis for complaint, attorney says

Complaint filed on behalf of board members Christina Shea and Steven Choi.

By ELYSSE JAMES
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IRVINE Benjamin Pugh, the attorney representing Steven Choi and Christina Shea in their complaint against the Great Park Corp., is basing his case on the Great Park Corp. bylaws and on a previous case in which a court ruled in favor of a corporate director being allowed to see documents.

The prior case in 2002, which Pugh won, is Saline v. The Superior Court of Orange County. The state court of appeal decided Joseph Saline should be allowed to have complete access to Commonwealth Energy Corporation records.

The Great Park board bylaws say in Article X, Section 2. that every director has the right to inspect books, records and documents, and includes a right to copy and make extracts of documents. The bylaws are based on state law for corporations.

Courts have held those rights not absolute, and must be balanced with the right to privacy in the U.S Constitution, said board attorney Rob Thornton.

The concern is that the person we want and need to be chief executive officer is already employed somewhere, said board member Walkie Ray. Such an individual is unlikely to send in an application if he's concerned that application will become public before he's hired.

Pugh said that even if the corporation made a confidential agreement regarding employment documents, it wouldn't be a privacy issue for directors to view them.

If the Great Park Corp. doesn't allow Choi and Shea to view resumes, e-mails, phone records and other documents, the matter will proceed to a court hearing. If the two are allowed access, Pugh said the matter probably will be dropped.

It's very simple for the corporation to let them have access to the documents, he said.

Board Chairman Larry Agran said the five-member search committee didn't even get to see the resumes of the 150 applicants. Agran said the board's consultant The Mills Group only allowed the group to see the five finalists.

The board voted Thursday that the CEO search would continue to be delegated to the search committee until candidates are presented to the full board of directors.

Lisa Mills of The Mills Group said she told job candidates that confidentiality would be maintained throughout the process of hiring a new CEO for the Great Park Corp.

Mills said her company screened the 150 applications that were received from 13 states and five countries.

The Great Park board consists of Ray, Bill Kogerman, Michael Pinto, Miguel Pulido, Mayor Beth Krom and city council members Choi, Shea, Agran and Sukhee Kang.

The search committee is made up of Agran, Kang, Kogerman, Pulido, City Manager Sean Joyce and interim CEO Sharon Landers. The committee was formed July 12.

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