



MEETING MINUTES

Yerba Buena Community Benefit District
Board of Directors Meeting
August 11, 2009
4-6pm

San Francisco Convention and Visitors Bureau
201 Third Street, Suite 900

Board Members Present: Heather Almond, Ray Bobbitt, Derek Brauner, Joe Brennan, John Brown, Laurie Brown, Jim Chappell, David Crosson Carolyn Diamond, Matt Drake, John Elberling, Saul Feldman, Matt Field, Steven Glick, Dan Goldes, LJ Hartman, Rhiannon MacFadyen, Barbara McMillin, John Noguchi, Herman Perez, Danny Phelan, Cathy Pickering, Eric Tao, and Audrey Yamamoto.

Board Members Excused Absence: Natalie Berg, Geoffrey Cousineau, Regina Flanagan, and Paul Lamb.

Board Members Unexcused Absence: Reverend Eduardo Dura

Staff: Paolo Cosulich-Schwartz, Cathy Maupin

Legal Counsel: Scott Dickey, Allyson Hauck

Members of the Public: Libby Garrison, Missy Heanue, Lawrence Li, Michael Nobleza, Steve Rogers, Bob Sauter, and Richard Smith.

A. CALL TO ORDER AND REVIEW OF PUBLIC COMMENT GUIDELINES

The meeting was called to order at 4:06 p.m.

B. APPROVAL OF MINUTES

- The Board of Directors unanimously approved the July 14, 2009 meeting minutes. MSC Chappell/Field.

C. CHAIR/EXECUTIVE COMMITTEE REPORT

C-1 Reports of conflicts of Interest. (Almond)

C-2 RECEIVE YBCBD Annual Report. (Almond)
Heather Almond referred to first YBCBD Annual Report that is in the board packet. She specifically thanked Paolo Cosulich-Schwartz for his design efforts and Paul Lamb for printing the report very quickly. The creation of the report is an annual requirement of our City contract and a copy has been sent to the Board of Supervisors and the Office of Economic and Workforce Development.

- C-3 REPORT of financial actions reached during closed session at the July 14, 2009 meeting. (Hauck/Almond)

Allyson Hauck reported that the Board of Directors approved maximum allowable terms for a lease agreement with the Hearst Corporation and gave Cathy Maupin authority to engage with the Hearst on a lease with terms equal or better than those approved at the Board of Directors meeting.

Allyson reported that Cathy had come to an agreement on a 6-year lease with terms better than those approved at the July Board of Directors meeting. Cathy reported that a Letter of Intent had been signed by both parties and that the full lease is still being reviewed by legal counsel. Much of the furniture in the office space was graciously donated by Westfield and the Hearst Corporation.

- C-4 ADOPT RESOLUTION to amend Section 7.6 of the Bylaws and to add Section 7.7 regarding committees to the bylaws. (Almond)

Allyson Hauck noted that these resolutions will allow advisory committee working groups to be allowed to meet without having to publicly notice the meeting. The resolutions also change the requirements for quorum at advisory committee meetings from a majority of authorized members to a majority of actual members.

The Board of Directors voted unanimously to adopt resolutions to amend Section 7.6 and to add Section 7.7 to the bylaws MSC Crosson/McMillin.

- C-5 APPROVE committee structure recommendations for existing and new committees. (Almond)

Heather Almond reported that the Executive Committee had been working on the committee structure document for the past couple months and that the document had been vetted by legal counsel. Heather noted the committee structure document contains structures for existing committees as well as frameworks for future committees – the audit, fundraising, greening, nominating, and community benefit fund committees.

Jim Chappell suggested changing the language under the “Meeting Frequency” sections for all committees from “meets” to “currently meeting” to allow for changes to meeting schedules.

Anyone interested in serving as chair on one of the new committees should contact Cathy or Heather.

The Board of Directors unanimously approved committee structure recommendations for existing and new committees MSC Pickering/Yamamoto.

- C-6 REPORT on actions taken by the Executive Committee at the August 6, 2009 meeting. (Almond)

Heather Almond reported that at the August 6 Executive Committee meeting the committee approved a revised agreement with the YBA for reimbursement of operating costs and rent but that did not include personnel costs. The committee also approved a contract for professional accounting services with Kimberly Kelly for up to \$4,000, a contract up to \$1,500 for public relations work services provided for the annual report, and up to an additional \$5,000 for uniform costs for the clean team and community guides.

D. FINANCE COMMITTEE REPORT

- D-1 REVIEW/ADOPT financial policies and procedures. (Goldes)

Dan Goldes reported that the Executive and Finance committees and legal counsel have been working on the financial policies document for several months. The document includes high-level policies as well as detailed procedures for Board and Staff to follow. Dan highlighted sections 1.4, 1.5, 3, 6.1, and 7 as sections of note and mentioned that a more complete human resources policy will be presented soon with the personnel policies.

Lawrence Li suggested changing language on page 5 from "administrative assistant" to "administrative manager" to remain consistent with the rest of the document. Lawrence also suggested referencing the YBCBD investment policy on page 9, having the Finance committee hire a finance manager, produce a funds report and change the profit and loss statement to a statement of position/activities.

The Board of Directors unanimously approved the financial policies and procedures as amended MSC MacFadyen/Diamond.

E. SERVICES OVERVIEW AND UPDATE

- E-1 RECEIVE UPDATE on the Public Safety Plan and survey. (Brennan)

Joe Brennan reported that the third month of services is underway and that the MJM July services report will arrive by the 10th or 11th of the month. Joe reported that services are still proceeding exceedingly well and that uniforms for the clean team and community guides are almost complete.

Public Safety Survey:

- John Elberling presented a public safety survey that is designed to gather updated information from the District regarding safety concerns. The plan is to ask board members to complete the survey first, as a trial run, and then send it out to other key groups in the neighborhood. He explained the survey is designed as a listening tool to collect data that can be used for

neighborhood maps, to pass along to the 10B officers, and to inform the Public Safety Plan as a whole.

- Board members provided feedback regarding its approach and presentation. Edits will be considered at the next Services Committee meeting.
- Additional comments concerning the Public Safety Survey should be forwarded to Cathy Maupin at cmaupin@ybcbd.org

F. MARKETING COMMITTEE REPORT

F-1 RECEIVE final version of board talking points/FAQ's. (MacFadyen)

Rhiannon reported that the FAQs and talking points were approved at the last Marketing committee meeting and have passed through legal counsel and the YBCBD public relations consultant. Rhiannon clarified that all media questions should be directed to the YBCBD offices and that the FAQs are for internal use only as a reference for Board and staff. The public relations consultant is creating a public version of the FAQs that will be posted on the YBCBD website.

Rhiannon also reported that the outreach calendar is still in development and any information about stakeholder meetings should be forwarded to Cathy.

G. EXECUTIVE DIRECTOR REPORT

L-1 APPROVE payment of up to \$2,000 to Yerba Buena Alliance for operational costs. (Maupin)

The Board of Directors unanimously approved payment to the Yerba Buena Alliance for office space and operational costs for the month of July and pro-rated costs for August not to exceed \$2,000. MSC Feldman/Yamamoto.

M. GENERAL PUBLIC COMMENT ON ITEMS NOT ON AGENDA

There was no public comment.

N. ADJOURN

- The meeting was adjourned at 4:57 PM.