

Board of Directors Meeting Minutes

Yerba Buena Community Benefit District
Board Meeting

Tuesday, June 14, 2022
4:00pm – 6:00pm



Attending: Chriselda Chew, Clif Clark, William Clements, Jennifer De Palm, Anita Engles, Paul Frentsos, Elizabeth Gessel (for Monetta White), Rachel Gordon, Katharine Greenbaum, Jeremiah Gregory, Lisa Kirvin, Richard Rendon, Scott Rowitz, Nate Savalza, Mike Seder, Micah Tell

Not Attending: John Carillo, Andrew Hennis, Lawrence Li, Tom Maguire, Jason Phillips, Adine Varah

Staff: Constance Cavallas, Richard Ciccarone, Cathy Maupin

Public: Sharon Dolan, Suzanne Goodman, Judith Propp

OPEN SESSION
4:00pm

A. CALL TO ORDER AND REVIEW OF PUBLIC COMMENT GUIDELINES

Lisa Kirvin called the meeting to order and reviewed the public comment guidelines.

B. INTRODUCTIONS

C. APPROVAL OF MINUTES

The motion to approve the April Board Meeting minutes were approved unanimously. M/SC: Clements/Gordon

D. CHAIR/EXECUTIVE COMMITTEE REPORT

D-1 REPORT on conflicts of interest.

Lisa Kirvin asked the Board to declare any conflicts of interest or interlocking directorships. Scott Rowitz stated that there would be a conflict for one of the items in this meeting.

D-2 WELCOME Sharon Dolan, incoming YBCBD Interim Executive Director. RECEIVE UPDATE on the executive search process. (Kirvin/Li)

Cathy Maupin welcomed Sharon Dolan as the Interim Executive Director who will start Monday, June 20th. Ms. Dolan has held multiple Executive Director positions with nonprofit organizations, has served as an Interim Executive Director, and has extensive consulting experience with nonprofits. She also served on the Board of Directors of the Downtown Berkeley Association – a community benefit district.

It is estimated this position will be for approximately 4 months and will average between 15-20 hours week and will focus her efforts internally to keep the organization running smoothly while we search for a permanent executive director.

For the permanent executive search, OE Consulting has been developing the position description and met recently with the Executive Committee to gather feedback.

D-3 REPORT on actions taken by the Executive Committee.

Lisa Kirvin stated that the The Executive Committee approved engaging Sharon Dolan to serve as the Interim Executive Director, created the FY23 proposed budget including Marketing, Services, and Streets committee budget plans, and reviewed the FY23 assessment rate.

D-4 DISCUSS/APPROVE Nominating Committee membership.

Lisa Kirvin reported that the Nominating Committee is seated each year at this time to fill vacant board seats, recommend officers, and committee chairs. Currently, there are 14 vacancies to fill, though 5 directors are eligible to serve another 3-year term. If all 5 directors choose to return, there will be 9 vacancies to fill.

The current 9 vacancies include:

- 1 At-Large seat
- 2 Community Organization seats
- 1 Government/Education seat
- 3 Resident seats
- 2 Commercial seats

Finding these seats should be completed by December 16, 2022 (one month before the Annual Meeting scheduled for January 17, 2023; per our bylaws)

For the 2023 Nominating Committee, the slate recommended for approval are:

At-Large – Jennifer De Palm/South of Market Child Care, Inc.

Community Organization – Scott Rowitz/Yerba Buena Gardens Conservancy

Government/Education – Rachel Gordon/San Francisco Public Works

Nonprofit Arts – Monetta White/Museum of the African Diaspora

Resident – William Clements/Cubix

Commercial –Jeremiah Gregory/Metreon/Jones Lang LaSalle

The motion to approve the presented slate of Nominating Committee members for 2023 was unanimously carried. MSC: Frentsos/Seder

D-5 DISCUSS/APPROVE Resolution No. 015 confirming the continuation of virtual meetings for the next 30 days as meeting in-person presents an imminent risk to the health and safety of attendees.

Lisa Kirvin stated that with the most recent surge of COVID cases in San Francisco, staff has chosen to continue virtual meetings. These terms will remain in effect, unless changed by the Board.

The motion to approve Resolution 015 confirming the continuation of virtual meetings for the next 30 days as meeting in-person presents an imminent risk to the health and safety of attendees was unanimously carried. MSC: Gessel/Rendon

D-6 REVIEW/DISCUSS/APPROVE the office lease terms with the Yerba Buena Gardens Conservancy for new office space. AUTHORIZE legal counsel, YBCBD Board Chair, and YBCBD staff to finalize terms on the lease agreement.

Lisa Kirvin stated that the potential office space is shared with the Yerba Buena Gardens Conservancy administrative staff thus costs will be shared 66.7% YBCBD and 33.3% Conservancy. The term is 8 years, 7 months which gets us to December 31, 2030, the end of our current authorization period, with options to extend should the organization be renewed. The YBCBD will have 3 offices along with the reception area and outdoor space and will have access to the Yerba Buena Gardens Community Room for committee meetings.

The motion to approve the lease term, AND approval to authorize legal counsel, the YBCBD Board Chair, and YBCBD staff to finalize terms on the lease agreement with section 8.4 to allow options for both tenants and landlord was unanimously passed. MSC: Clements/Gregory; Recusal: Rowitz

- D-7 REVIEW/DISCUSS/APPROVE the contractor agreement with Yerba Buena Builders, Inc. to build out the new office space or AUTHORIZE legal counsel, YBCBD Board Chair, and YBCBD staff to finalize terms on the contractor agreement.

Lisa Kirvin stated that the YBCBD legal counsel reviewed the agreement and had no significant issues or concerns. Once completed it will be presented to the Board for approval.

The motion to approve to authorize legal counsel, the YBCBD Board Chair, and YBCBD staff to finalize terms on the contractor agreement was unanimously passed. MSC: Seder/Frentsos; Recusal: Rowitz

- D-8 RECEIVE UPDATE on Renewing San Francisco's Economic Core.

Lisa Kirvin stated that the city recently convened a group of civic leaders to develop a plan to re-envision and re-vitalize downtown. The Mayor's proposed budget for this includes:

- A commitment to strengthen economic recovery with new funding aimed to help small businesses stabilize, scale up, and adapt their business models for changing conditions
- Attention to public safety staffing
- Support for ongoing strategies to end homelessness, as well as housing subsidies for transgender and gender non-conforming residents
- Enhancements to street cleaning and enforcement efforts around the City, in particular in the Tenderloin
- Approximately \$48.9 million to enhance small business and economic recovery. This includes ambassadors' programs, new programming that drives foot traffic to downtown, and other initiatives to bring residents, employees, and visitors back to the many attractions, small businesses, and cultural events and institutions in the downtown area

E. FINANCE COMMITTEE REPORT

- E-1 RECEIVE UPDATE on the FY22 fundraising efforts.

Scott Rowitz stated that the YBCBD is required to raise 5.08% of their budget each year which for FY22 equals \$173,112. As of the end of April the organization has raised \$259,600, far exceeding the goal.

- E-2 REVIEW/DISCUSS the FY23 Budget Memo, FY23 Proposed Budget, and FY23 Budget Plans for the Marketing, Services, and Streets committees.

Scott Rowitz stated that the proposed budget, along with the 5-year projections, have been reviewed 3 times by the Finance Committee and once by the Executive Committee. Highlight include:

- Overall the budget is up 13% or \$639,252 from FY22
- Includes an assessment rate increase of 3% based on April CPI rate of 5%
- Costs associated with the Executive Search Firm, Interim Executive Director and related consultants (approximately \$135,000)
- New office space build-out and related costs (approximately \$300,000)
- Return of Yerba Buena Night (approximately \$100,000)
- More neighborhood activations including the Art Market, self-guided public art walking tour, and Annie North programming (approximately \$75,000)
- Upgraded database system (approximately \$12,000)
- Both revenue and expense related to the Clean California Grant (approximately \$165,000)
- Additionally, we expect to exceed our fundraising requirement of \$178,305 by approximately \$136,000 (expected total of \$315,000)
- Revenue of \$3,65M is expected
- Expenses of \$5,26M is projected
- Carryover of \$1,61M needed to balance the budget
- Project to have \$2,68M in carryover funds at the end of FY23, including a reserve balance of \$1.65M
- All percentages are within the allowable +/- 10% range
- These plans were approved by the Executive Committee and are shared with you for additional information

- E-3 DISCUSS/APPROVE the assessment rate for FY23.

Scott Rowitz stated that we have a better understanding of the proposed FY23 budget and the 5-year projections outlined in the Budget Memo and now need to consider what to do with the assessment rate. Last year we raised the rate 3% (CPI was 3.8%). The YCBCD uses the San Francisco Bay Area CPI for April to inform the assessment rate decision. The CPI was 5% in April 2022. The proposed budget is based on a 3% assessment rate increase and both the Finance and Executive committees are recommending a 3% increase.

The motion to approve a 3% assessment rate increase was unanimously carried. MSC: Kirvin/Clark

- E-4 APPROVE the FY23 Budget.

Scott Rowitz asked the Board for approve of the FY23 Budget.

The motion to approve recommended approval of the FY23 Budget was carried unanimously. MSC: Rendon/Kirvin

F. MARKETING COMMITTEE REPORT

- F-1 RECEIVE UPDATE on the Art Market scheduled for July 17, 2022.

Rachel Gordon announced that with the assistance of city funding, the YCBCD is producing the Yerba Buena Art Market on Sunday, July 17th in partnership with the Yerba Buena Gardens Conservancy. The event will take place in the Yerba Buena Gardens from 11am to 4pm and staff is reaching out to appropriate vendors for them to sell their work. The YCBCD will supply the tenting, tables, and chairs and will also provide entertainment during the event

F-2 RECEIVE UPDATE on neighborhood visitation trends.

Rachel Gordon presented data from Placer.ai about neighborhood trends over the past 6 months stating that there has been a steady increase of visits to the district after a sharp decline at the beginning of 2022. Most visitors continue come from throughout the Bay Area, with a significant concentration coming from the South Bay and within San Francisco and that visitor numbers continue to be the highest on the weekends.

F-3 RECEIVE UPDATE on other projects.

Rachel Gordon stated that the Marketing Committee is also working on several other projects including:

Bandwango

- The YCBCD has signed an agreement with Bandwango to develop digital passes for visitors to use to access neighborhood amenities
- The first pass will focus on arts and cultural institutions in the neighborhood
- Staff is currently working with the company to set up the application
- The pass/app will provide a centralized location to gather information on all exhibits and happenings at cultural institutions – including any discounts or other promotions being offered
- The app can also be set up to sell tickets directly through its e-commerce function; this is something we'll explore to determine interest
- We expect to launch the pass/app in late summer or early fall

Yerba Buena Night

- Yerba Buena Night is coming back after a 2-year hiatus
- This year we'll be celebrating the 10th anniversary of the event
- Mark your calendars for Saturday, October 8th from 6:00 – 10:00pm
- This year we'll have 2 main stages featuring music, dance, and performance:
 - Market Street at the top of Yerba Buena Lane
 - In Yerba Buena Gardens on the Esplanade stage
- And this year, to support neighborhood businesses, there will be live music and performances in key venues. The list currently includes:
 - 111 Minna Gallery at Minna and 2nd
 - Executive Order Bar & Lounge on Mission Street near 5th
 - Flytrap Restaurant on Folsom Street at 2nd
 - American Bookbinders Museum on Folsom Street
 - Museum of the African Diaspora on Mission Street near 3rd
 - And the soon to open Dawn Club just off Annie North Plaza

G. SERVICES COMMITTEE REPORT (5:05pm)

G-1 RECEIVE UPDATE on the Bigbelly lease extension.

Constance Cavallas stated that the YCBCD currently has a lease agreement with Bigbelly for 22 SMART trash receptacles in Yerba Buena. The Bigbelly lease agreement terms in December 2022 and the units placed in the neighborhood for 5 years have served their purpose well.

When this contract was initiated, it was assumed that within 5 years Public Works would have a new City can design that would meet our needs and allow us to end our Bigbelly lease. While Public Works has made progress on design prototyping, they are not yet ready install new trash cans, and it is for that reason, staff is asking Bigbelly about lease extension options.

Staff thinks a 3-year extension is appropriate for our needs and will include some upgrades such as replacement of foggy solar bubbles and replacement of the locks to an updated keycard system (to better prevent vandalism).

The extension terms will be effective in December 2022 and Bigbelly will soon send the precise language for these updates

Rachel Gordon announced that in mid-July the SFDPW pilot program for new trash cans will begin with a QR code for surveys.

H. STREETS & PUBLIC SPACE COMMITTEE REPORT

H-1 RECEIVE UPDATE on neighborhood projects.

Constance Cavallas gave an update on neighborhood projects including:

Bahay and Buhay mural on the Moscone Garage

- The final touches of the Bahay and Buhay mural on the Moscone Garage mural in late May
- The Filipino Artist, ChiChai, led several community painting days
- A variety of neighbors and groups participated in bringing the mural to life
- We were even able to incorporate handprints from children attending the South of Market Child Care Center – thank you Jennifer De Palm!

Public Art Audio Walking Tour

- The public art walking tour is live!
- Last week, after a soft launch, we upped our promotion efforts that includes traditional media, social media, and good old fashion signs

I. EXECUTIVE DIRECTOR REPORT

I-1 RECEIVE UPDATE on YCBCD and neighborhood news.

Cathy Maupin stated that last week some staff did a neighborhood walk with our new District 6 Supervisor Matt Dorsey. We took the time to introduce him to the YCBCD and the neighborhood and discussed both our challenges and a few of our exciting projects.

Upcoming conferences include:

- Conference Direct Reception – June 14-15
- International Society for Stem Cell Research – June 15-18
- PCBC 2022: The Art, Science, and Business of Housing – June 21-23
- Meeting Professional International – June 20-23
- Data + AI Summit – June 27-30
- Cloud Wars Conference – June 28-30
- SEMICON West – July 8-14

Other Community Events include:

- Philippine Independence Crawl, celebrating 124 years of decolonization, Sunday, June 26, noon to 6pm
- SF Pride Parade, Sunday, June 26, 10:30am – 6pm

I-2 RECEIVE UPDATE on September Board Meeting items.

Cathy Maupin stated that the next meeting is scheduled for Tuesday, September 13th. Agenda items are expected to include approval of the FY22 Audit, update on the Executive Search process, and updates from all committees.

I-3 Executive Director comments.

Cathy Maupin thanked her staff for their commitment and excellent work they do. She thanked everyone for her send-off party and praised the Board of Directors for their hard work in making this community better.

J. CLOSED SESSION (5:35pm)

J-1 Conference with Legal Counsel – Existing Litigation
(Government Code § 54956.9)
Name of Case: Villeda v. 140 New Montgomery LLC, Pembroke Real Estate LLC
San Francisco Superior Court, Case No. CGC-20-582808

K. REPORT OUT ON ACTIONS TAKEN DURING CLOSED SESSION

Lisa Kirvin reported that no actions were taken during the closed session.

L. ANNOUNCEMENTS AND REQUEST FOR INFORMATION

There were no announcements or requests for information.

M. GENERAL PUBLIC COMMENT ON ITEMS NOT ON AGENDA

There was no general public comment.

N. ADJOURN

Lisa Kirvin adjourned the meeting at 5:35pm.