

Minutes of the Meeting
Board of Directors
San Jose Downtown Association

January 11, 2013

A meeting of the Board of Directors of the San Jose Downtown Association, a non-profit California organization, was held at The HP Pavilion, 525 W. Santa Clara Street, San Jose, CA.

The following directors were present at the meeting: Bangs, Berstein, Borkenhagen, Brady, Cabrera, Carr, Cassetta, Cord, Gomez, Gudeli, Hamilton, Kuprina, Marques, Mather, Naran, Neale, Nichols, O'Connor, Pangilinan, Pulcrano, Rademann, Saso, Springall, Tortora, Vail, Vuckovich, and Wong.

The following directors were absent from the meeting: Bravo, Friedman, Gagliardi, Hattley, Kolstad, Pooley, Rajakumar, and Roney.

Also present were SJDA staff: Scott Knies, Amy Anderson, Corinna Dixon, Eric Hon, Rick Jensen, Ellen Lee, Joe Noonan, Paula Saidy, Jenna Tenorio, and Blage Zelalich.

President Wong called the meeting to order at 8:16 a.m. and recognized John Tortora of the San Jose Sharks for hosting the meeting. Tortora thanked members for their patience and loyalty during the NHL lockout and acknowledged the impact it had on downtown businesses.

Tortora introduced Malcolm Bordelon, EVP Business Operations, Sharks Sports and Entertainment and past SJDA Board President. Bordelon announced the first Sharks home game to be held on January 24. Bordelon expressed relief to get the season going. Four lucky Board and staff members won complimentary Sharks tickets.

Wong thanked Kelly Hattley of Boston Properties for sponsoring the breakfast.

Minutes of the December 14 Year in Review meeting were unanimously approved with the following directors also present at the December 14 Year-End meeting: Bangs, Cassetta and Saso.

President's Report

- Members and staff were asked to introduce themselves.

- Board rosters and calendars
 - Members were asked to review the Calendar of Committee Meetings & Events (pg. 2) and encouraged to sign-up to participate on a committee.
 - Board Buddies list (pg. 9). Under the Board Buddy program, each Executive Committee member has two "Board Buddies" providing regular check-ins about activities at Executive Committee level and invites them to one Executive Committee meeting during the year.
 - The 2013 Meeting Schedule (pg. 10) has been set. Some meeting locations and sponsorships pending.

- Board orientation
An orientation luncheon for new SJDA Board members will be held at Il Fornio on Friday, January 18.
- Board retreat
Zelalich announced April 12 is being considered for the Board Retreat. Timing would be ~11:30 a.m. – 5 p.m.
Saso, Board Organizational Committee Chair, advised that the retreat would be a strategic session to “tackle the larger (post Redevelopment Agency) issues:”
 - Internal: identify financial resources.
 - External: develop a 3-5 year strategic plan for downtown.
 The Committee welcomes member’s recommendations of a meeting facilitator. Further details to be provided by Board Organizational Committee.
- Conflict of Interest Policy and Disclosure
Wong reviewed the history of the Conflict of Interest Policy. Following a 2010 recommendation by SJDA’s CPA auditor to fulfill the IRS Tax Form 990 regulations for non-profit organizations, the Finance Committee established the Policy in January 2011. Following discussion by members, the Board Organizational Committee agreed to review the document (after the April Retreat) and advise regarding any suggested changes.
In the meantime, members are encouraged to sign and return the current form. Potential conflicts of interest should be brought to the attention of the Executive Committee.

New Business

- 2013 Draft SJDA Agenda (pg. 12)
Items in red were identified as priorities for 2013.
 - Promotions: Goal to plan events to generate income.
Members discussed plan to produce Music in the Park 25th Anniversary Concert as a summer event, mid July, Thursday evening, prior to Fountain Blues Festival in St. James Park. Planning as admission event, ~\$10, with VIP option, for headliner performer. Input regarding date, billing and name of event was provided by members.
 - Zelalich presented concept of Silicon Valley Food & Wine in Plaza Park, mimicking SF Chefs culinary event. Envisioned it as a destination event, partnering with local restaurants and hotels (Fairmont). Working with SF Chefs promoter regarding concept development. Considering last weekend in September. Tickets would be \$75. Board will review with Event Sub-Committee.
 - Finance: The Finance Committee is developing a budgetary five-year plan with the goal of identifying revenue sources other than the City. Potential for a multi-year contract with the City.
 - Advocacy: Addressing transportation related issues and impacts. Partnering with other organizations to address St James Park improvements. Committee needs members.
 - Organization: Planning Board Retreat.
PBID Business Development Manager position to be hired to work in conjunction with City’s Small Business Ally.

Old Business

- Organizational Issues / Committee Snapshots (pg. 13-14)
- Downtown Ice status
Zelalich reported that the ice rink season had a few weather related days of closure. Will not reach budgeted goal of \$550,000. Santa Run proceeds helped supplement rink shortage. Had many group reservations (schools, businesses) and new sponsors (Facebook, MicroSoft, LinkedIn). Board members are invited to bring their families and skate for free on closing day, January 13 from 11 a.m. - noon. Please rsvp to Zelalich.

Wong adjourned the meeting at 9:25 a.m.