

Minutes of the Meeting
Board of Directors
San Jose Downtown Association

November 8, 2013

A Public meeting the Board of Directors of the San Jose Downtown Association, a non-profit California organization, was held at Kerio Technologies, Inc., 111 N. Market St., San Jose, CA.

The following directors were present at the meeting: Bates, Brady, Cord, Gudeli, Gagliardi, Hamilton, Kuprina, Naran, Neale, O'Connor, Pulcrano, Rajakumar, Roney, Saso, Sebastian, Springall, and Wong.

The following directors were absent from the meeting: Bangs, Bernstein, Borkenhagen, Cabrera, Cassetta, Friedman, Gomez, Hattley, Mather, Marques, Pooley, Tortora, Vuckovich and Vail.

The following were also present at the meeting: Board member-elect Mike Maida, and SJDA staff members Scott Knies, Marcelle Boudreaux, Corinna Dixon, Helen Hayashi, Eric Hon, Rick Jensen, Ellen Lee, Joe Noonan, Paula Saily, Chloe Verrey and Blage Zelalich.

President Wong called the meeting to order at 8:15 a.m.

Wong thanked Kerio Technologies and Gudeli for hosting the meeting and Cord for sponsoring the continental breakfast. Wong welcomed Board member-elect Maida.

Minutes of the October 18 Annual Meeting were unanimously approved as distributed.

President's Report

- Board resignations
Board resignations, effective immediately, have been received from Selina Bravo, Nick Nichols and Jeff Rademann.

- 2014 Executive Committee process
Wong reviewed the formation of a Nominating Committee composed of herself as Chair, and Borkenhagen, Saso, Mather, and Cabrera who are terming off end of year.
The call for interest was distributed to the Board by Knies via email on October 24.
All board members and board members-elect are eligible to serve on the 11-member 2014 Executive Committee, which includes the five officer positions, four elected member's-at-large and two members appointed by the President.
Board members interested in serving on Exec in 2014 should contact Wong by November 12.
The Nominating Committee will review and present a slate of officers for election by the Board prior to the Dec. 13 meeting.

New Business

- Foundation Trustee by-laws
Zelalich provided a brief background of the San Jose Downtown Foundation (SJDF). Formed in 1995 the SJDF is a 501c3 organization. The Downtown Doors program began 10 years ago as a program of the Foundation. SJDF

is looking to broaden this program by going international, engage in more impactful projects, and play a larger role in the artistic landscape downtown.

Zelalich and Brady reviewed the Memorandum from the SJDF Trustees to SJDA BOD regarding amending the Bylaws. See page 6 of the agenda packet for copy of the Memorandum from the SJDF Trustees to SJDA BOD.

The 7-member SJDF Board of Trustees recommends that an amendment to the SJDF Bylaws be made so that trustees are eligible to serve up to three (3) three-year terms, or a nine-year term limit, by adding one more three-year term. This would allow for retention and continuity with current committed Trustees.

A motion was made by Cord to approve proposed Bylaw Amendment, seconded by Brady, and approved unanimously.

- Housing Impact Fee proposal
Wong reported that she and Knies recently met with Mayor Reed and discussed, among other things, a "Housing Impact Fee" as proposed by the City Housing Department.

The San Jose City Council has directed the city's Housing Department to conduct a Housing Impact Fee Nexus Study to determine the impact that residential development has on the need for affordable housing in San Jose and to return to the City Council with recommendations.

Wong and Neale provided an overview of the proposal to implement a fee of \$15/sq. ft. net rentable space for any residential project to be channeled into Affordable Housing. There are currently no Affordable Housing initiatives at the state level therefore San Jose needs to raise funds locally to develop the city's affordable housing supply.

Such a fee has the potential to:

- impact projects already in the 'pipe-line';
- delay and change economics of future development projects;
- make property owners postpone sales while waiting for a good price;
- exacerbate the problem of providing more housing.

Neale has attended the Community Outreach Meetings hosted by the Housing Department on Sept. 24, and Oct. 3. Developers attended, but property owners did not.

The proposal is scheduled to go to City Council on December 10.

The Board discussed in depth concerns and opinions regarding the proposed Housing Impact Fee and varied positions that SJDA could take. Given the quick time frame for Council consideration and minimal outreach on the proposal, members felt pressured to take a position today.

A motion was made by O'Connor to oppose the Housing Impact Fee proposal, seconded by Roney. Of the 16 Board members in attendance, 13 voted in favor, 2 opposed (Cord, Hamilton), 1 abstained (Pulcrano) (Neale left meeting prior to vote).

- A-frame sign compliance
Knies and Wong advised that SJDA's new Membership Coordinator Chloe Verrey and PBID Operations Manager Eric Hon are providing BID members with an informative flyer regarding existing City regulations/ordinance on A-frame signage.

Goal is to communicate with and educate members, collect feedback, and potentially propose amendments/revisions as appropriate. SJDA is not policing compliance. Enforcement is the responsibility of the City of San Jose Building Department.

See pages 7-8 for flyer "A-frame Signs & your Downtown Business" as developed by SJDA.

Executive Director's report

- Ice Rink opening events
Zelalich announced that the 10th annual Downtown Ice will be opening at the Circle of Palms with "Friends and Family (\$5) Night" next Friday, November 15, 2013 at 5 p.m.

Zelalich reported that that the installation of new RGB pixel light strings on the palms at Circle of Palms is complete. CBRE (50 West) and Groundwerx partnered on project. "Halo" will be launched during Downtown Ice opening night and will remain in use year-round in coordination with The San Jose Museum of Art, The Fairmont and 50 West.

Other Matters

Zelalich reminded the Board that the Downtown San Jose TiVo Santa Run Silicon Valley will be held on Sunday, December 15 at 3 p.m. The 5K-run/walk entry fees, which includes a Santa costume, will benefit Christmas in the Park and Downtown Ice.

Sponsorship Manger Joe Noonan reported that Bear Valley Ski Resort is a new sponsor of Downtown Ice. They would like to extend their "5th Graders Ski Free" program to Downtown Ice's "Schools on Skates" program and host two free sessions to local 5th grade school classes.

Knies reminded the Board that the annual Year-in-Review public Board meeting will be held on Friday, December 13 at Camera 12 at 8 a.m. The Board's biennial Downtowner Party hosted by past SJDA Board President Georgie Huff is on Friday, December 13 from 7 p.m. – post-midnight.

Roney acknowledged Marcelle Boudreaux who will be leaving SJDA's position of Business Development Manager and thanked her for her service.

Wong adjourned the meeting at 9:30 a.m.