

Minutes of the Meeting
Board of Directors
San Jose Downtown Association

November 13, 2020

A meeting of the Board of Directors of the San Jose Downtown Association, a non-profit California organization, was held via teleconference.

The following directors were present at the meeting: Bates, Bartl, Burroughs, Calais, Corbett, De Bernardo, Gilbert, Goddard, Jenkins, Lambert, Lituchy, Matsushima, McClain, Marques, Neale, Nguyen, Nichols, Perez, Pulcrano, Summers, Tabatabaie, Truong, Vuckovich and Wong.

The following directors were absent from the meeting: Cirone, Ramirez, Randall, Rewkiewicz and Serpa.

Also present were Board-elect members Anjee Helstrup-Alvarez, Daniel Marsh, Hanh Mo, Eric Nielsen, Emily Ruvalcaba, Thoi Trinh and SJDA staff Julie Carlson, Corinna Dixon, Dori Gao, Rick Jensen, Scott Knies, Nate Le Blanc, Marie Millares, Chloe Shipp, Bree von Faith, Nathan Ulsh, Jessica Vuong, Autumn Young and Dennis Yu.

President McClain called the meeting to order at 8:31 a.m.

Minutes of the Sept. 11 Public and Oct. 9 Annual meetings were unanimously approved as distributed to Board members.

President's report

a) SVO/SJDA status

In light of the recent "racist attack ad" posted by SVO and CEO Matt Mahood's resignation, Mahood has also resigned from SJDA Board effective immediately.

SJDA will remain as a member of SVO and Knies will continue to serve on the Board of SVO.

McClain - Steinberg Heart has not renounced their SVO membership and has decided to stay on the SVO Board to participate as "part of the change."

Other members expressed their comments, concerns and status of membership or Board service with SVO.

Von Faith reviewed SJDA's communications approval process / layers of approval for content:

- Dimension newsletter and Thursday email message - released to members and downtown stakeholders is written by staff, reviewed by Commun. Dir., approved by Exec. Dir.
- Downtowner Online - weekly events based email is written by staff and approved by Commun. Dir.
- Social Media - posts written by staff; approved by Commun. Dir. or Managing Dir.
- Website - content provided by Commun. Dir. to Web Administrator. This process will receive more oversight prior to posting to website.

Downtown Dimension hosts the launch of the Holiday Market at the Farmer's Market today. This is the final weekend of Dine Downtown. Please help support our downtown businesses

New Business

a) 2021 Executive Committee election

McCalin reported the following Board members, who are terming off the Board Dec. 31, served on the nominating committee: Matsushima, Nichols, Randall and Rewkiewicz.

Nichols presented the following 2021 Executive Committee slate for approval:

1. Katia McClain* - President
2. Frank Nguyen - VP Marketing
3. Jarrod Jenkins* - VP Operations
4. Brian Bates - Treasurer
5. Elizabeth Truong* - Secretary
6. Anjee Helstrup Alvarez
7. Jeanne Serpa*
8. Geri Wong*
9. Alan "Gumby" Marques
10. Dan Pulcrano
11. Neda Tabatabaie*

Immediate past president: Michael Rewkiewicz*
*denotes incumbent

On motion from Jenkins and seconded by Matsushima the Board unanimously approved the slate of 2021 Executive Committee as presented.

b) 2021 Foundation Trustees election

Young reviewed that the San Jose Downtown Foundation has a minimum seven-member Board of Trustees elected by the SJDA Board of Directors. Trustees serve three-year terms and have a nine-year term limit.

SJDA Board has oversight to:

- Elect Trustees
- Amend or adopt bylaws (which will be updated in Jan. 2021)
- Oversee dissolution

At this time, the Board of Trustees nominates:

- Ramona Snyder to a second term. Ramona is in her second term as SJDF Board President and is the former vice chair of the City of San Jose Arts Commission.
- Jeanne Serpa to a second term. Jeanne is currently a member of the Executive Board of the San Jose Downtown Association.
- Juan Borrelli to a third term. Juan is SJDF Treasurer and serves on the Board of the American Planning Association, Northern California Chapter.

Young screen shared the proposed 2021 Foundation Trustees slate:

1. Ramona Snyder – President
2. Juan Borrelli – Treasurer
3. Charlie McCollum – Secretary
4. Brandi Calderon
5. Cat Chavez
6. Jeanne Serpa
7. Manny Fernandez

On motion from Pulcrano and seconded by Tabatabaie the Board unanimously approved the re-election of Synder, Borrelli and Serpa as Foundation Trustees.

c) Al Fresco update

SJDA Business Development Manager LeBlanc presented information regarding the work being done on the Al Fresco program on San Pedro Street, Post Street and other sidewalk parklet spaces, like in SoFA.

A section of San Fernando Street is being considered for inclusion under an expansion of the program. Staff is working with the City departments to address the challenges of impact upon parking and bike routes.

SJDA worked with Mayor and City Council to revamp the emergency order to extend Al Fresco, specific for the downtown core, from Dec. 31, 2020 to June 30, 2021 and expand from 10 p.m. to midnight. Passed both Rules and City Council this week.

Summers and Nielsen expressed how bleak the situation is downtown for street-level hospitality businesses without the workforce and residential patronage.

d) FY20-21 Budget review

Knies advised that the updated FY 2020-21 budget is dramatically impacted by the pandemic and reflects a different business model without earned income events Music in the Park and Downtown Ice. The budget was reviewed by the Finance Committee and shared with the Executive Board last week. As a reminder, in May 2020 the Board approved a deficit of \$83,800 budget and use of "deferred BID revenue" to balance the budget. The revised budget reflects a projected receipt of \$580,000 in BID revenue, which is likely to be too optimistic. BID revenue for FY19-20 was \$572,600.

If SJDA does need to make budgetary cuts, most of the expenses are in personnel.

Members were encouraged to participate on the Finance Committee.

Dec. 11 Year in Review Public Meeting

Knies announced that the Annual Year-in-Review Meeting of the Business Improvement District (BID) and Property Business Improvement District (PBID) will be held on Dec. 11. Board and public are welcome to register to attend the virtual meeting via Zoom.

Executive Director's report

a) Personnel updates

Office Manager, Corinna Dixon, transitioned from full-time to part-time (four days/week) effective Nov. 1.

Autumn Young transitioned from the position of Interim Managing Director (since June 11) to part-time Director of Special Projects effective Nov. 1 through Dec. 11.

Von Faith and Ulsh are vetting candidates for the position of Community Engagement Manager. As identified in the Stabilization Plan, the position will fulfill the need for developing and implementing outreach and membership services to strengthening relationships with members, partners, stakeholder organizations and funders, including assisting with PBID renewal. Hiring process is being revamped to be more equitable and allow for an expanded candidate pool. An equity evaluation matrix tool was implemented to eliminate bias and better consider competence and work experience.

President McClain adjourned the meeting at 9:33 a.m.