



Board of Directors Meeting

November 16, 2023 – 9:00 -11:30 am

In-person

The Clift Royal Sonesta (495 Geary Street), Applegarth Meeting Room (located in the lobby)

MINUTES – OPEN MEETING

In attendance

The following directors and advisory committee chairs were in attendance in person: Clif Clark, David Lewin, James Sangiacomo, Jordan Buckley, Shirley Howard-Johnson, Stephen Brett, J. Timothy Falvey, Julie Taylor, Maxine Papadakis, Kevin Flanagan, Russell Keil Jr., Mark Purdy, Evan J. Kaizer, Opio Dupree, and Wes Tyler.

The following staff and contract service providers were in attendance: Marisa Rodriguez (CEO), Benjamin W. Horne (CFO), Ken Rich (COO), Lance Gorée (Director of Operations, Block by Block), Johnny Linares (Block by Block), Eva Schouten (Public Realm Associate), Melanie Medina (Executive Assistant), Jessica Chilingierian (Digital Marketing Associate), Zarrina Yousufzai (Finance & HR Associate), Caitlin Keller (Intern), Beau Simon (legal counsel).

Guests – Tammy Brock (Property Owner), Peter Hart (Hilton SF Union Square & Parc55), Isabelle Matter (Clift Royal Sonesta), Nezveta Karsli (Clift Royal Sonesta).

Summary of Actions Taken by the Board of Directors

On November 16, 2023, the Board of Directors took the following actions. No public comment was received prior to any action item:

- **Action:** The Board unanimously approved the CEO's report including ratifying the Executive Committee actions from October 2023 as motioned by Shirley Howard-Johnson and seconded by Maxine Papadakis.
- **Action:** The Board unanimously approved the September 28, 2023, minutes as motioned by Stephen Brett and seconded by Opio Dupree.
- **Action:** The Board unanimously approved Peter Hart a new Board member for Hilton Hotels as motioned by Stephen Brett and seconded by Tim Falvey.
- **Action:** The Board, with a single nay vote from J. Timothy Falvey, approved the permanent exclusion of a Zoom option for Board meetings, as motioned by Mark Purdy and seconded by Evan J. Kaizer.
- **Action:** The Board unanimously approved the request to access security cameras during the APEC conference as motioned by Julie Taylor and seconded by Shirley Howard-Johnson.
- **Action:** The Board unanimously approved the master services agreement budget with Block by Block for services starting November 1 including additional pressure washing under grant from the Chris Larsen donor advised fund as motioned by Mark Purdy and seconded by Clif Clark.
- **Action:** The Board unanimously approved the Legion contract amendment for additional security during Winter Walk as motioned by Stephen Brett and seconded by Julie Taylor.
- **Action:** The Board unanimously approved the Block by Block and Legion holiday bonus structure as motioned by Jim Sangiacomo and seconded by Mark Purdy.



- **Action:** The Board unanimously approved the contract with Brent Tyndall, Rise Consulting LLC to provide Owner's Rep and Construction Management Services as motioned by Stephen Brett and seconded by Evan J. Kaizer.
- **Action:** The Board unanimously approved the 990 reports for the 22-23FY as motioned by Jim Sangiacomo and seconded by Shirley Howard-Johnson.
- **Action:** The Board unanimously approved the unaudited financial report at 10/31/23 as motioned by Stephen Brett and seconded by Evan J. Kaizer.
- **Action:** The Board unanimously approved to draw \$500k from Line of Credit from City National Bank as motioned by Stephen Brett and seconded by Tim Falvey.

Meeting Notes by Agenda Topic

The following notes supplement the actions taken by the Board and provide further information on agenda topics where no action was requested or taken.

1. Call to Order, roll call, and welcome and introduction to The Clift Royal Sonesta.

Observing a quorum present, Marisa Rodriguez called the meeting to order at 9:12 a.m. Introductions were made, and roll call was taken. Marisa noted the absence of Terry Lewis, as she will no longer serve on the Board as she is being promoted to Area Vice President of Hilton Hotels. She called Peter Hart to introduce himself to the committee, as his application to replace Terry on the Board was further on the agenda.

2. Public Comment

Marisa Rodriguez called for public comment. Hearing none, the Board proceeded with the agenda.

3. CEO's report

- APEC (November 12-18)

Marisa noted the arrival of President Biden, Vice President Harris, and numerous dignitaries to San Francisco for the APEC conference. She shared her experience at an APEC celebration the previous evening and shared positive feedback from the community about the District during the concert. The Board discussed the protest on the Bay Bridge that halted traffic, prohibiting a few Board members from attending that morning's meeting. The Alliance hopes to communicate a similar standard of cleaning as has been the case during APEC to Block by Block and the city.

- IDA Conference – Chicago, October 4-6, 2023

Marisa updated the Board on her attendance at the IDA Conference in Chicago. She noted that other BIDs see Union Square as a leader within the space, her experience speaking on panels and attending tours at the conference and being able to see that other BIDs are experiencing similar issues regarding the retail space. Ben, Ken, and Jessica also shared their experience at IDA.

- Safe Shopper

Marisa updated the Board on the success of the Annual Safe Shopper meeting held on November 7th. A number of speakers including the DA, SFMTA, BART Police, Block by Block, and a number of members of the police department spoke on their plans to keep the District safe during the holidays. The police department shared their plans for overnight closures to curb retail theft during the holiday season.



- Retailer Training with DA

Marisa informed the Board of a retailer training hosted by DA Jenkins. This training was done in part because of the increased focus on retail theft for the DA because of the state's organized retail crime grant that the DA and SFPD received.

- SFPD Gator Update

The Gator has been received by SFPD and is in the process of being approved by the DMV to be street legal. Currently Lt. Hall is the only officer approved to operate the Gator.

- Executive Committee met on October 26, 2023, and approved:

- Using banked hours for additional ambassador services during APEC
- Winter Walk contracts, purchases, and sponsorship levels.
- Block-by-Block amendments for additional pressure washing services from Chris Larsen grant and for extending services through October (with Member Services transitions pro-rated).
- Letter of Support for Small Business permitting Legislation in conjunction with SFBDA
- CBD plaza ordinance participation
- Letter of Support Chotto Matte POE permit
- Legion Corporation letter of support for Santa Monica BID

Action to accept the Executive Director's report including ratifying the Executive Committee actions from October 2023.

Action: The Board unanimously approved the CEO's report including ratifying the Executive Committee actions from October 2023 as motioned by Shirley Howard-Johnson and seconded by Maxine Papadakis.

4. **Action** to approve prior meeting minutes of September 28, 2023.

Marisa directed members to the minutes in their board packet (sent out in advance of meeting). Members reviewed.

Action: The Board unanimously approved the September 28, 2023, minutes as motioned by Stephen Brett and seconded by Opio Dupree.

5. Board of Directors updates and discussion and **action** to approve Peter Hart a new Board member for Hilton Hotels.

Terry Lewis resigned from her position on the Board in light of being promoted to Area Vice President of Hilton Hotels. Peter Hart now operates as the General Manager of Hilton San Francisco Union Square and Parc55 and the Board was presented with his Board application as the new Board representative from Hilton Hotels.

Action: The Board unanimously approved Peter Hart a new Board member for Hilton Hotels as motioned by Stephen Brett and seconded by Tim Falvey.

- Board meetings Zoom option.



The Board discussed their previous decision to no longer offer a Zoom option for attendance, as a couple Board members have brought up having a zoom option. Ben noted that the Board cannot have meetings on Zoom except in the event of a public health emergency, but the Board members could listen in over the phone but would not count for quorum. Discussion took place regarding the convenience of a Zoom option but noted the high cost of running a Zoom meeting.

Action: The Board, with a single nay vote from J. Timothy Falvey, approved the permanent exclusion of a Zoom option for Board meetings, as motioned by Mark Purdy and seconded by Evan J. Kaizer.

- Board training December 12 at 9am (Alliance office).
Ben reminded the Board of the Board of Directors training on December 12. At this training, the Alliance will go over the role of board members and expectations.
- Conflict of interest forms.
Ben reminded the Board to complete their conflict-of-interest forms and return to Zarrina.

6. Discussion and possible action regarding request to access security cameras during APEC conference. Marisa shared SFPD's request for live access to the Alliance's security camera network during APEC. As the Alliance granted a similar request for the Secret Service, the request was granted by the Alliance, but the Board was still asked for approval. Discussion took place regarding potential NDAs to emphasize the sensitive nature of the topics discussed at Board meetings.

Action: The Board unanimously approved the request to access security cameras during the APEC conference as motioned by Julie Taylor and seconded by Shirley Howard-Johnson.

7. To Receive the BID's Advisory Committee reports and to take action to approve several Committee recommendations:

a. Services & Public Safety (Don Thomas)

- Union Square Park and Bigbelly program updates.
Ben and Lance informed the Board on the status of the Bigbelly program, as there has been an increase of arson and break-in incidents. There is also a notable supply chain issue at Bigbelly as they cannot give the Alliance new cans and the locks are on backorder. Lance was able to secure locks from another BID in the meantime and Ben will meet with Bigbelly to address these issues.
- Review operations report September and October 2023.
Lance presented the September and October Operations report that detailed the return of the Holidays with the Ice Rink and Macys Tree, the conclusion of Bloom, and Build Group's in-kind support for Winter Walk setup. Block by Block ended September with a -5.24% and October with a -7.55% variance between contracted hours and hours worked. Lance noted that members of the District should be conscious of whether their call to member services would be better served by SFPD, as there has been an increase in calls for assistance in a violent situation.

The Board asked questions regarding the drag racing on Market Street during street closures, publicizing Member Services throughout the District, and texting capabilities for Member Services.



- Discussion and **action** to approve master services agreement budget with Block by Block for services starting November 1 including additional pressure washing under grant from the Chris Larsen Donor Advised Fund.

Ben presented the Board with the updated Block by Block contract, as the new contract was presented at the previous Board meeting, but additional pressure washing services were added as paid for by the Chris Larsen grant. This would provide pressure washing 3.5 times per week to Market Street, Hallidie Plaza, and the unit block of Powell for \$290k over 2 years at roughly 112 hours per week with additional budget for equipment replacements as needed.

Action: The Board unanimously approved the master services agreement budget with Block by Block for services starting November 1 including additional pressure washing under grant from the Chris Larsen donor advised fund as motioned by Mark Purdy and seconded by Clif Clark.

- Discussion and **action** to approve Legion contract amendment for additional security at Winter Walk.

Ben presented to the Board the contract with Legion to provide additional security services on two blocks of Stockton street during Winter Walk from December 11 to December 28. This will be paid for by the city grant RFP 224.

Action: The Board unanimously approved the Legion contract amendment for additional security during Winter Walk as motioned by Stephen Brett and seconded by Julie Taylor.

- Block by Block and Legion bonus discussion and **action** to approve bonuses.

Ben presented a proposal for holiday bonuses for the Block by Block and Legion teams. Under this proposal, employees would receive an additional \$.30 per hour for regular hours worked and \$10 per month of service with an additional \$1,500 bonus for Operations Supervisors.

Action: The Board unanimously approved the Block by Block and Legion holiday bonus structure as motioned by Jim Sangiacomo and seconded by Mark Purdy.

- Block by Block and Legion appreciation event December 14 from 12-2pm at Fifth Arrow.

Marisa encouraged the Board to attend the Block by Block and Legion appreciation event on December 14th at Fifth Arrow.

b. Marketing & Communications (Mark Sullivan)

- Social media and other updates

Jessica updated the committee on the Alliance's social media strategy including an increase in Tik Tok views and follows and LinkedIn engagement. The Alliance has seen an increase in attendance at Marketing committee meetings and has seen a wide representation of Union Square businesses at meetings.

- Holiday planning, sponsorships, and Holiday Fundraiser



Jessica informed the committee of the District-wide Winter Wander-land campaign that includes holiday traditions such as Winter Walk, Gump's Holiday Store, the Macy's tree, the Holiday Ice Rink, the Westin St. Francis Sugar Castle, and more. She shared the Alliance's marketing plan which includes advertisements with Do The Bay, BART, and MUNI buses, influencers, SEO, Placer AI, and a videographer/photographer. She also publicized the Holiday Fundraiser on December 6th at Convene, highlighting that sponsorship opportunities are still available.

- Bloom 2023 and Bloom 2024 planning
Jessica and Eva shared results of Bloom 2023 including 33 Bloom instillations, 14 Bloom cocktails, 4 hotel packages and a decorated cable car. They also shared a tentative timeline for Bloom 2024.

c. Streetscapes and Public Realm (Manuela King)

- a) Powell Street Improvement Project updates and discussion and **action** to approve contract with Brent Tyndall, Rise Consulting LLC to provide Owner's Rep and Construction Management Services for the Powell Street Improvement Project from November 1, 2023, through December 31, 2024.

Keeping in line with the timeline for the Powell Street Improvement project, the Board was presented with the Alliance's pick for an Owner's Rep, Brett Tyndall. The Board asked questions concerning the city's involvement in the construction timeline and the project's completion date in relation to the Super Bowl in the Bay Area.

Action: The Board unanimously approved the contract with Brent Tyndall, Rise Consulting LLC to provide Owner's Rep and Construction Management Services as motioned by Stephen Brett and seconded by Evan J. Kaizer.

- b) C3R update
The C3R funding will be used to install a sound system in Union Square Park similar to the one at Golden Gate bandshell.
- c) Holidays & Winter Walk preview and updates.
Eva publicized the Alliance's upcoming Winter Walk from December 15-24.

d. Finance & Audit (Jim Sangiacomo)

- 990 Review and **action** to approve 990 reports for the 22-23FY
Ben presented the Board with a draft of the Alliance's 990. He noted that the 990's bottom line is slightly different than the audit, as the IRS does not recognize in-kind contributions, making the revenue vs expenses different in these reports, but the net assets match the audit report. Areas that will need to be updated include major programs, the checklist of required schedules, and to record Recology's related party transaction as they contribute in-kind trash pickup to the Alliance.

Action: The Board unanimously approved the 990 reports for the 22-23FY as motioned by Jim Sangiacomo and seconded by Shirley Howard-Johnson.

- **Action** to accept the Unaudited Financial Reports of October 2023.
The Union Square Alliance has an overall operating deficit for the fiscal year of \$2.09mil as the organization spends down reserves from the prior year and waits for the first assessment payment in December. The organization did outperform the budget. The approved budget had a \$2.23mil



deficit. It is projected that the organization will end FY 23-24 with a \$131K surplus (assuming the organization stays on budget). The assessments/core operations outperformed budget by \$123K due to expenses being under budget in clean and safe (\$60K) and additional revenues generated (\$32K). Marketing administrative expenses were slightly under budget by \$10k and \$21k respectively.

Action: The Board unanimously approved the unaudited financial report at 10/31/23 as motioned by Stephen Brett and seconded by Evan J. Kaizer.

- Action to draw \$500K from Line of Credit from City National Bank
In line with the Financial Report presented prior, Ben presented the Board with a proposal to draw \$500K from the Line of Credit from City National Bank, as it will be needed to fund the organization until the end of the calendar year as its first assessment payment will not arrive until late December. A modified budget based on this assessment payment will be presented to the Board in January.

Action: The Board unanimously approved to draw \$500k from Line of Credit from City National Bank as motioned by Stephen Brett and seconded by Tim Falvey.

e. Public Affairs & Advocacy (Erik Murray)

- SFMTA Quick Build Project
Ken and Marisa shared the results of a presentation from SFMTA at the previous PAC meeting in which they proposed a Quick Build Project on Sutter Street which could include removing one lane of traffic to put in a bike lane, which was opposed by the committee. The Board shared their thoughts on this proposal including the potential for increased traffic on Market Street with a lane of traffic removed and the thoughts of bike riders on the committee.
- AdvanceSF Civic Pride Campaign
Marisa shared the success of Civic Pride campaigns throughout the city and the start of AdvanceSF presented by Chris Larsen and partners.
- PAC 2024 topics
Marisa invited the Board to brainstorm topics for 2024's PAC meeting during January's PAC meeting.

8. **Announcements & New Business**

Upcoming meetings were reviewed by Marisa.

- Holiday Fundraiser – December 6, 2023, 6pm.
- Board training – December 12, 2023, 9am (291 Geary St, #200)
- Next Executive Committee Meeting December 14, 2023 – 9:00 am.
- Winter Walk – December 15- December 24, 2023
- Next Board Meeting January 25, 2024 – 9:00 a.m. (location TBD)

End of Open Session.