



**UNION SQUARE ALLIANCE
BOARD OF DIRECTORS ANNUAL MEETING**

Minutes

May 23, 2024 – 9:00-11:30 a.m.

Marriott Union Square, 480 Sutter Street (Savoy Ballroom, 30th Floor), San Francisco, CA 94104

Board Members in attendance (all in person): Clif Clark, David Lewin, Don Thomas, Erik Murray, Evan Kaiser, Tim Falvey, James Sangiacomo, Jordan Buckley, Julie Taylor, Kevin Flanagan, Lauren Ellis, Lin Huber, Mark Purdy, Mark Sullivan, Russ Keil, Spencer Sechler, Shirely Howard - Johnson, Manuela Anne King

Staff and contractors: Marisa Rodriguez (Chief Executive Officer), Ben Horne (Chief Financial Officer) Ken Rich (Director of Policy and Economic Development), Jason Cherniss (Director of Operations), Zarrina Yousafzai (Finance and HR Associate), Jessica Chilingirian (Marketing and Communications Associate), Liza Bernard (Events Associate), Melanie Medina (Executive Assistant), Kristina Ghishan (Intern), and Beau Simon (legal counsel). Chip and Lance Goree from Block by Block (contractors).

Guests: Tammy Brock, Pulkesin Mohan, Karamvir Bal, Vincent Lee, Kacee Ochalek (OEWD), Jackie Hazelwood (OEWD) and Rachel Lewis (Block by Block).

Summary of Actions Taken by the Board of Directors

- **Action:** The Board unanimously approved to accept the CEO's report including ratifying the Executive Committee actions from February motioned by Clif Clark and seconded by Evan Kaizer.
- **Action:** The Board unanimously approved the March 28, 2024, minutes as motioned by Don Thomas and seconded by Shirley Howard - Johnson.
- **Action:** The Board unanimously approved Manuela Anne King as a new Board Member motioned by Clif Clark and seconded by Evan Kaizer.
- **Action:** The Board unanimously approved engaging Perotti and Carrade for audit and tax services for the 23-24FY motioned by Tim Falvey and seconded by Russ Keil Jr.
- **Action:** The Board unanimously approved the unaudited financial reports of April 2024 as motioned by Mark Purdy and seconded by Spencer Scheler.
- **Action:** The Board unanimously approved the recommendation from the Finance Committee to increase assessments by 3% as motioned by Tim Falvey and seconded by Shirley Howard- Johnson.



- **Action:** The Board unanimously approved the Letter of support for the Bill Package as motioned by Evan Kaizer and seconded by Julie Taylor.
- 1. Call to order, roll call, introductions and welcome to the Marriott Union Square.
Marisa called the meeting to order at 9:11am. Then introductions were made.
- 2. Public comment
Hearing no public comment, Marisa moved onto the next agenda item.
- 3. CEO's report
 - Union Square Foundation Luncheon & Fundraiser Recap
Marisa shared that the Luncheon was incredible and thanked attendees as well as sponsors. Ben reported that this luncheon was a record raise compared to past ones, stating that there is renewed interest in supporting the community and thanked the Board Members.
 - Office expansion updates
Ben shared that the Board provided feedback for more flexibility regarding the renewal of lease for the Alliance office space. An agreement has been reached which states four months of free rent (on the new space), and if the BID's revenue drops by 30% (in the fiscal year 2029-2030 (compared to the 2023-2024FY) then we can give back the additional space at no cost or terminate the lease if the organization does not renew in 2029.
 - Live in the Bay
Marisa noted that the Alliance was featured on Live in the Bay with Harlan Records to promote Union Square in Bloom and showcase Harlan Record's bloom cocktail.
 - **Executive Committee met on April 25 and May 3, 2024, and approved:**
 - The minutes of the February 22, 2024, Executive Committee meeting.
 - Accepting \$50,000 grant (RFP 228) for Bigbelly maintenance.
 - Sponsorship of \$15,000 for Bloom from Macy's.
 - Lease amendment for office expansion and extension of lease term.
 - Security camera replacements at the Flood Building.
Letters of support for SB 1227 and AB 2488
 - **CLOSED SESSION**
 - Closed session minutes from February 22, 2024.

Action The Board unanimously approved to accept the CEO's report including ratifying the Executive Committee actions from May motioned by Clif Clark and seconded by Evan Kaizer.



4. **Action** to approve the March 28, 2024, meeting minutes. The Board reviewed the minutes.

Action: The Board unanimously approved the March 28, 2024, minutes as motioned by Don Thomas and seconded by Shirley Howard-Johnson.

5. Review Board list and application, discuss and **action** to approve Manuela Anne King as a new Board Member.

Manuela recused herself from the meeting. Ben then shared that the Alliance would like to officially include Manuela as a board member. While Manuela has chaired the Public Realm and Streetscapes Committee for many years, she was not officially a board member due to potential conflicts with past projects. Ben clarified that there are no longer any conflicts and if there are Manuela can recuse herself from the discussion and action, and Manuela's expertise in architecture for public realm projects has been invaluable to the Alliance.

Action The Board unanimously approved Manuela Anne King becoming a new Board Member motioned by Mark Purdy and seconded by Julie Taylor.

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

- a. Finance & Audit (Jim Sangiacomo)

- Discussion, review, and **action** to approve engaging Perotti and Carrade for audit and tax services for the 23-24FY.

Ben went over the 23-24FY engagement letter and shared that they met with the auditor and discussed the plan, the previous rate was nearly \$45,000 dollars and now the Alliance is saving money with a rate around \$25,000. In addition, the auditors and Kat have been great to work with.

Action the Board unanimously approve engaging Perotti and Carrade for audit and tax services for the 23-24FY motioned by Tim Falvey and seconded by Russ Keil Jr.

- **Action** to accept the unaudited financial reports of April 2024.

Ben reviewed the Unaudited Financial Reports of April 2024, stating that the Union Square Alliance reports an operating surplus of \$1.344 million for the fiscal year. This surplus was driven by the receipt of the second assessment payment (\$3.056 million) in late April, exceeding the approved budget surplus of \$892K with a positive variance of \$451K. It is projected that the fiscal year will end with



a \$269K surplus. Expenses in clean and safe were under budget by \$130K, with additional revenues of \$151K, while marketing and administrative expenses were slightly under budget by \$66K and \$10K, respectively. Despite a negative variance of \$92K in other revenues due to timing revisions with grants and activities, the organization spent less on Other Funds (\$179K), resulting in an overall positive variance. USBID assessment operation expenses were in line with management plan levels, with 75% on clean and safe, 12% on marketing, and 13% on administration. Two accounting issues, including Block by Block billing and the CCG and RFP 226 grant expenses, are still being reconciled. Net assets stand at \$3.328 million, with a cash balance of \$3.8 million as of April 30, 2024, and \$46K earned in interest income during the fiscal year.

Action: The Board unanimously approved the unaudited financial reports of April 2024 as motioned by Mark Purdy and seconded by Spencer Scheler.

- Discussion and **action** to approve recommendation from Finance Committee to increase assessments by 3%.

Ben informed the Board that the Finance Committee has recommended increasing assessments by 3%, which is below the 5% allowable increase. The revenue will be increased by about \$200,000. Discussion took place regarding the assessment increase.

Action: The Board unanimously approved the recommendation from the Finance Committee to increase assessments by 3% as motioned by Tim Falvey and seconded by Shirley Howard - Johnson.

b. Public Affairs & Advocacy (Erik Murray)

- California Retailers Association Bill Package and **action** to approve Letter of support for Bill Package.

Marisa shared that the committee invited the California Retailers Association to the last meeting to discuss the retail theft package bill they have put together to tackle retail theft at the state level. A few of the bills address restraining orders and cross jurisdiction for repeat offenders. The committee discussed the role of the Alliance and recommended reaching out to state officials in her capacity to attest the Alliance's support for the bill package. Discussion took place regarding the threshold for retail theft.

Action: The Board unanimously approved the Letter of support for the Bill Package as motioned by Evan Kaizer and seconded by Julie Taylor.

- SF Business Times: Bloom Loop Series



Marisa announced that the Alliance received funding to work with the SF Business Times on a 4-part series where the Alliance gets to create its own narrative in the media. The Alliance is currently working on the first topic of the series.

Discussion took place regarding working with different publications without subscriptions required and sharing the pieces on social media.

c. Services & Public Safety (Don Thomas)

- March & April 2024 Operations Report.

Lance reviewed the reports with the Board. He shared with the Board that that on Tulip Day, Block by Block assisted with crowd management. It was a positive experience and had a learning curve. Discussion took place regarding new equipment and statistics in the report, which show that the numbers have gone down compared to 2023. Lance gave a general reason that data was incorrectly tabulated (duplicated) in the previous year, but more research was necessary.

- Project Updates: Bigbelly and grant, Member Services texting, Legion Passing Call Program

Jason announced that the member services texting program has now moved past phase one. They are now providing automated text responses that will automatically open a case assigned a case number with a reference to the service request. Jason asked the Board to use the texting to request service and provide feedback on the program. Marisa noted to ensure that when users make a report, it should be one clear message to avoid system confusion.

Jason discussed the Legion passing call program, stating that they have a working group focused on streamlining data points to make it more user-friendly.

d. Marketing & Communications (Mark Sullivan)

- Website Enhancement Updates and Additional monetization strategies.

Jessica provided an update on Website Enhancement & Monetization goals. The objectives include improving user experience by facilitating easier discovery of local businesses and attractions, as well as implementing display ads, video ads, or sponsored content on the main website to generate additional revenue for marketing promotions. The timeline involves an 8-week focus on enhancing navigation and developing affiliate advertising strategies, with a trial program set to begin in Summer 2024 and the official launch planned for September 2024.



- SF Live Marketing Plan

Jessica presented an overview of the upcoming events, highlighting free outdoor live music shows scheduled for the next six months, with seven of them taking place directly in Union Square. These events are genre-encompassing and family-friendly. For Union Square specifically, upcoming shows are planned as soon as June 13th and June 15th.

- Union Square in Bloom Updates

Jessica highlighted that there are 54 participating businesses in Bloom 2024, including hotels, retail establishments, bars, restaurants, and offices, and Bloom-themed displays at 8 public realm locations such as Cable Car, Maiden Lane, Union Square Garage, SMTA Bus Stops, Union Square Park Stage. Additionally, 24 bars and restaurants are offering floral cocktails, and a Couture Bloom Gown debuted at the Mother's Day event.

Promotional efforts include a Bloom spread in the Nob Hill Gazette, reaching 400,000 readers; Lux Club Magazine, with a monthly digital readership of 1.7 million and a print reach of 14,000; and a Do the Bay Package, which includes 256,000 email subscribers, 212,000 Instagram followers, and 500,000 monthly website views. The campaign also featured an Instagram giveaway in collaboration with Do the Bay, offering a stay at the Marriott, dinner at John's Grill, and salon service from Blake Charles. This giveaway resulted in a significant impact, including gaining 2,600 followers and receiving 6,620 likes.

- Social media and other updates.

The Croissant Competition was held on May 19th at The Clift Royal Sonesta featured renowned bakeries like Union Square's ONE65. The event sold out within days, achieving 168,000 views, 4,218 shares, 120 follows, and news coverage from Yahoo and Fox 2.

e. Streetscapes and Public Realm (Manuela King)

- Project Updates: Bloom, Stage Improvement

Ken thanked everyone for attending the stakeholder meetings for the Powell Street Improvement Project. He reported that the contract for the stage improvements has been signed, though it will be a longer project expected to continue until next year. Ken also noted that they are receiving capital money from the city for this project.

- Lighting Project, Maiden Lane, Selle Project, R-Evolution

Ken shared that the Maiden Lane improvement project is in progress, with the city providing some funding for the improvements. The team will start working



closely with businesses and property owners on Maiden Lane. The Selle project in the Flood Building is moving along and the target date for the opening is in June. A donor is interested in funding the R-Evolution statue for Union Square Park. There has been discussion whether it will be either permanent or temporary installation starting next year.

- Update on the Powell Street Improvement Project
Ken notified the Board about a bond placed by the mayor on the November ballot aimed at securing funds for improvements on Powell Street. He also highlighted that the next stakeholder meetings are scheduled for June 10th, with an open house on June 12th to present the options for the Powell Street Improvement Project.

7. Announcements & New Business

- Executive Committee June 27, 2024, at 9:00am
- Next Board Meeting July 24, 2024, at 9:00 a.m. (location TBD)
- SF Live opening event- Thursday, June 13th at 5:00pm @ Union Square Plaza
- SF Live event- Saturday, June 15th at 1pm @ Union Square Plaza

8. **Adjourned:** 11:04am