



UNION SQUARE ALLIANCE BOARD OF DIRECTORS REGULAR MEETING MINUTES

March 28, 2024 – 9:00-11:30 a.m.

Grand Hyatt San Francisco, 345 Stockton Street (Union Square Room, 36th Floor)

Board Members in attendance: Jordan Buckley, Mark Purdy, Mark Sullivan, Lin Huber, Stephen Brett, Russell D Keil Jr, Don Thomas, Kevin Flanagan, Spencer Sechler, Clif Clark, David Lewin, Peter Hart, Shirley Howard-Johnson, Wes Tyler, Erik Murray, Manuela Anne King (committee chair), J. Timothy Falvey, Lauren Ellis, Maxine Papadakis, Opio Dupree, Evan Kaizer, Don Thomas

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). Beau Simon (legal counsel).

Guests: Tammy Brock

Summary of Actions Taken by the Board of Directors

On March 28, 2024, the Board of Directors took the following actions. No public comment was received prior to any action item:

- **Action:** The Board unanimously approved to accept the CEO's report including ratifying the Executive Committee actions from February motioned by Don Thomas and seconded by Opio Dupree.
- **Action:** The Board unanimously approved the January 25, 2024, minutes and the emergency meeting minutes from February 28 as motioned by Mark Sullivan and seconded by Shirley Howard-Johnson.
- **Action:** The Board unanimously approved the mid-year report as motioned by Don Thomas and seconded by Opio Dupree.
- **Action:** The Board unanimously approved the renewal of the insurance policies and levels of coverage as motioned by Jim Sangiacomo and seconded by Tim Falvey.



- **Action:** The Board unanimously approved the unaudited financial reports of February 2024 as motioned by Mark Purdy and seconded by Tim Falvey.
- **Action:** The Board unanimously approved adding a credit card for Eva Schouten for event related expenses as motioned by Don Thomas and seconded by Shirley Howard-Johnson.
- **Action:** The Board unanimously approved the letter of support for SB (Senate Bill) 969 as motioned by Tim Falvey and seconded by Spencer Scheler.
- **Action:** The Board unanimously approved the letter of support for SB 1227 as motioned by Tim Falvey and seconded by Shirley Howard-Johnson
- **Action:** The Board unanimously approved the marketing plan as motioned by Clif Clark and seconded by David Lewin.

1. Call to order, roll call, introductions and welcome to the Grand Hyatt.

Marisa Rodriguez called the meeting to order at 9: 11am. She thanked David Lewin for hosting the meeting at the Grand Hyatt.

2. Public comment

It was brought to the Board's attention that the Olympic Club is interested in joining the BID (Business Improvement District) as an affiliate member. Ben noted they did not support joining during the last renewal. Next renewal will be in 2029.

3. CEO's report

- Staffing update

Ben Horne introduced Kristina Ghishan as a new intern at the Alliance. The Board welcomed Kristina to the team.

- Team retreat

Ben and Marisa shared that the Alliance staff went on a team retreat that brought insight into everyone's approach to work and the support they need from one another. He thanked Mark Purdy for hosting the retreat in his offices.

Marisa Rodriguez updated the Board on the ethics commission inquiry. The case was dismissed and there was no action taken toward the Alliance.

Ben Horne shared an update on a legal matter regarding a noise complaint. The case was dismissed and there are no other current claims or legal actions against the Alliance.

- Emergency Board Meeting recap

Marisa recapped the emergency board meeting that took place on February 28. The meeting covered the Macy's closure announcement and how it may impact the district in the future.



- Op-Ed
Marisa shared context regarding her recent Op-Ed that was published in the SF (San Francisco) Businesses Times. The Op-Ed is an initial start of reframing the narrative around Union Square and requesting support. She thanked Jessica and Ali Wanderman for their support with the Op-Ed.
- Inspiring Woman Award
Marisa informed the Board that she has been selected by the Nob Hill Gazette as one of the top 26 Bay Area Inspiring Women. Nob Hill Gazette hosted a Gala where Marisa received an award. The Board congratulated Marisa.
- Tulip Day debrief and Bloom!
The topic was discussed later in the meeting.
- **Executive Committee met on February 22, 2024, and approved:**
 - Letter of Support for Shared Spaces program for Harlan Records
 - We Are the Kind's contract for SF Live and Union Square in Bloom
 - Revised contract for Dianna Cavagnaro for professional marketing and event services.
 - Union Square Alliance positions taken for March ballot.

CLOSED SESSION

Action to accept the CEO's report including ratifying the Executive Committee actions from February 2024.

Action: The Board unanimously approved to accept the CEO's report including ratifying the Executive Committee actions from February motioned by Don Thomas and seconded by Opio Dupree.

4. **Action to approve January 25, 2024, meeting minutes and the emergency meeting minutes from February 28, 2024.**

Action: The Board unanimously approved the January 25, 2024, minutes and the emergency meeting minutes from February 28 as motioned by Mark Sullivan and seconded by Shirley Howard-Johnson.

5. **Review and action to approve Mid-Year Report for Jul-Dec 2023**
Ben briefly reviewed the Mid-Year Report. He noted the Mid-Year Report should have been presented during the January meeting and asked the Board to ratify this action to approve the report (which was sent out for review in February).



Action: The Board unanimously approved the mid-year report as motioned by Don Thomas and seconded by Opio Dupree.

6. Discussion regarding lease and additional office space and **action** to approve new lease terms for 291 Geary Street, Suite 200.

Ben discussed the office lease and additional office space terms. Stephen Brett and Lauren Ellis were recused from this discussion due to potential conflicts of interest. Ben shared that there is a need for more office space due to the team expansion, subletting all of the Flood Building office to Block by Block (and the member services team) and the need for private spaces. Discussion took place regarding leasing terms and Ben provided a summary of the terms and calculations and what the best approach is considering the additional costs of the office expansion build out and taking into consideration the current and future market of office space. The Board concluded that there is a need of flexibility as the future of the BID is to be determined during the 2029 renewal and asked that Ben negotiate for more flexibility but overall were ok with the general terms of the lease presented and thought they were a good and fair deal for the organization.

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

a. **Streetscapes and Public Realm (Manuela King)**

- Project Updates: Bloom, Stage Improvements, Lighting Project, Maiden Lane, Selle Project

Liza informed the Board that Union Square in Bloom has officially kicked off with the Spring Fling event that took place on March 23rd. This year, Bloom has over 40 participants, which is an increase from last year. Liza listed upcoming Bloom related events such as the VIP event at the Rotunda on April 18, Mother's Day Event on May 12, Bar Crawl on July 20, and the finale event on August 17.

Additionally, Ken Rich reminded the Board that the stage Improvement project is being funded by a city grant for a sound system to be installed on the Union Square Plaza stage. The Alliance's role is to manage the design and hire the contractor. Liza provided updates on the alley lighting project, stating that Elwood Alley is complete, and Campton Alley has had bistro lights installed on the first half of the alley. Ken reported that discussions with Public Works are in process regarding Maiden Lane improvement project. He also mentioned the Selle project, where a video screen will display pictures from the past in a storefront on Powell St. A contract is in process with Community Arts to manage the program.



- Update on the Powell Street Improvement Project
Ken informed the Board about the Powell Street Improvement Project. He thanked Clif Clark for hosting the first stakeholder meeting at the Westin St. Francis. The next scheduled stakeholder meeting will be at the Barnes Hotel on April 11th where the three conceptual designs will be presented. The goal is to have the final vision done by mid-May.

b. Finance & Audit (Jim Sangiacomo)

- Union Square Foundation grant updates.
Ben informed the Board that the fiscal and compliance monitoring (a program of OEWD (Office of Economic and Workforce Development) that is reviewing the organization's administration and financial processes) has been submitted for the Union Square Foundation. He expects they may come back with "findings" as there were requirements in the review that are not contractually or legally obligated to do (such as an audit for the prior fiscal year).

- Discussion, review, and **action** to approve renew insurance policies and levels of coverage.

Ben reviewed the insurance summaries and renewal pricing documents and discussed the insurance policies, noting that the rates remain relatively flat. Discussion took place regarding Bigbelly insurance. The underwriter would not renew policy if Bigbellys were included so they were removed.

Action: The Board unanimously approved the renewal of the insurance policies and levels of coverage as motioned by Jim Sangiacomo and seconded by Tim Falvey.

- **Action** to accept the unaudited financial reports of February 2024.
Ben Horne went over the unaudited financial reports of February 2024 which stated that the Alliance had an operating deficit of \$537K for the fiscal year, primarily due to timing of the receipt and recognition of the second assessment payment ~ \$3mil (April 2024). However, the organization outperformed the budget, which projected a deficit of \$972K. Overall, there was a positive budget variance of \$435K, and it's projected to end the fiscal year with a surplus of \$239K. Additionally, other revenues saw a positive variance of \$36K due to additional grants, including the commencement of the Community Challenge Grant. However, some grants faced delays, partly due to owner permission challenges. The organization spent less on Other Funds by \$28K, resulting in a positive variance of \$64K. USBID assessment operation expenses closely aligned with management plan levels, with 75% allocated to clean & safe, 12% to marketing, and 13% to admin. Net assets (reserves) stand at \$1.45 million, with a cash balance of \$1.9 million as of



2/29/24. The organization cleared its \$1 million line of credit on 1/2/2024 and earned \$38K in interest income during the fiscal year.

Action: The Board unanimously approved the unaudited financial reports of February 2024 as motioned by Mark Purdy and seconded by Tim Falvey.

- **Discussion and action to increase credit card limit and add card for Eva Schouten for event related costs.**

Ben shared that the Alliance and Foundation have been hosting several events as part of the downtown recovery and to bring foot traffic up. With events, there are several purchases that the current Alliance credit card cannot support due to its limit as well vendor payment preferences. Ben asked the Board for their approval for a second credit card that would be used strictly for events and related costs. The credit card would be added later this year with the renewal of the line of credit.

Action: The Board unanimously approved adding a credit card for Eva Schouten for event related costs as motioned by Don Thomas and seconded by Shirley Howard-Johnson.

c. Public Affairs & Advocacy (Erik Murray)

- **Block by Block homeless outreach efforts**

Marisa discussed homeless outreach efforts that Block by Block provides in other districts and cities. This includes quality of life issues, fostering relationships, monitoring trends, frequenting hot spots, using city resources, and building rapport with community members, local law enforcement, and stakeholders. Discussion took place regarding the Alliance's role with homelessness outreach and what Block by Block's capacity is for these additional efforts.

- **Action to approve letter of support for SB 969, entertainment zones.**

Erik Murray presented the letter of support for SB 969. SB 969 is a bill put forth by Senator Scott Weiner which would enable "entertainment zones" permitting brick and mortar bars and restaurants to sell takeout alcoholic beverages to patrons for consumption at street fairs, outdoor festivals, and similar events. Discussion took place regarding Prop 1 and Prop 47 and the Alliance's approach to these issues.

Action: The Board unanimously approved the letter of support for SB 969 as motioned by Tim Falvey and seconded by Spencer Scheler.

- **Action to approve letter of support for SB 1227**



Erik Murray presented the letter of support for SB 1227. SB 1227 would create a Downtown Revitalization Zone that would have exemptions from CEQA and welfare tax. The purpose of the bill is to encourage new development and investments in San Francisco's downtown.

Action: The Board unanimously approved the letter of support for SB 1227 as motioned by Tim Falvey and seconded by Shirley Howard-Johnson.

d. Services & Public Safety (Don Thomas)

- January & February Operations Report
Don Thomas summarized the January and February 2024 Operations report. Don highlighted Block by Blocks support during the Chinese New Year Parade in February as well as the before and after photos in the reports. He also mentioned that the team was working on improvements to the report. He also expressed satisfaction with working alongside Jason Cherniss, citing his experience and background with SFPD (San Francisco Police Department).
- Master Services Agreement with Block by Block for services
The master services agreement (effective 11/1/2023 - 10/31/2024) has been completed and signed by both parties. Now some billing corrections are needed.
- Project Updates: Bigbelly and grant, Member Services texting
Don gave an update on the Bigbellies, mentioning a grant received from the city to be used for maintenance related costs. Ben emphasized that the \$50,000 grant must be received, and all deliverables provided by June 30th, 2024. Discussion took place regarding considering a more cost-effective model for public trash cans. Jason announced the beta test for a program allowing people to text member services at (415)-781-4456. Upon texting, individuals will receive an auto-response and follow-up on the report. This service is exclusively open to the board for feedback on system functionality, timing, ease of use, and language.

e. Marketing & Communications (Mark Sullivan)

- Marketing Plan discussion, review, and action to approve.
Mark Sullivan recapped Tulip Day, stating that there were 80,000 tulips in Union Square Plaza with 50,000 people coming to the district and 35,000 people at the event. Mark Sullivan thanked the Westin St. Francis Hotel for hosting the press VIP event.

Jessica Chilingirian went over the media report from Tulip Day. She stated that the Alliance worked with Mercury Global (PR firm) for the event, they reported 162 pieces of coverage, a 3.68 Billion audience (combined total of publication-



wide audience figures for all outlets featuring coverage), 7.9 million estimated views, and coverage in SF Chronicle (front page), 7x7 Bay Area, SF Gate, SFist, Thrillist, ABC7, SF Standard, Axios, ABC7, NBC Bay Area, Do the Bay.

Mark stated that people had a wonderful experience at the event and thanked Jessica and the Alliance team. Marisa noted that this was the first time the Alliance ran the event and thanked Jason Cherniss for his support. Jason added that the operations went smoothly and there were overall positive experiences and plans to improve operations for next year.

Mark then went over the Marketing plan discussing the objective, the overall budget breakdown, marketing support that the Alliance offers, and additional marketing opportunities such as website generating revenue and affiliate memberships. He and Marisa stressed to the Board that these are the programs and projects for the marketing team and that additional projects may not be feasible without additional staffing/contractor resources. He highlighted key events and initiatives that the Alliance conducts year-round. Discussion took place regarding relief of permit costs for large events such as Tulip Day and the need for more funding for initiatives.

Action: The Board unanimously approved the marketing plan as motioned by Clif Clark and seconded by David Lewin.

- Union Square Foundation Annual Lunch – May 3, 2024.
Marisa reminded the Board that the Annual Luncheon will take place on May 3rd at the Westin St. Francis.

Opio Dupree then informed the committee of a new store manager at Macys, Jonathan Davis. He also noted that Macy's has been having discussions with the city regarding Macy's future. He then discussed a few retail theft prevention related senate bills that Macy's has been supporting alongside the CA Retailers Association. A bill package was created by the CA Retailers Association that outlines bills to reduce retail theft crimes.

8. Announcements & New Business

- Executive Committee April 25, 2024, at 9:00am
- Next Board Meeting May 23, 2024, at 9:00 a.m., Annual Meeting (location TBD)
- Foundation Annual Luncheon, Friday, May 3, 2024, 10:30am – 2pm, Westin St. Francis.

9. **Adjourned:** 11:27am