

## **GREATER BROADWAY PARTNERSHIP**

Meeting Minutes from 10/05/2011

**Board Attendees:** Chris Aguirre, Scott Maxwell, Bill Harrell, Rosanna Herber, Stephanie Nguyen, Gary Saccani, Royce Ann Ruhkala Burks and Celia Yniguez.

**Absent Board Members:** David Gull, Lisa Nava for Councilmember Rob Fong, Dora Audette, and Bill Taylor.

**On Leave:** Jeff Setzer

**Executive Director:** Teresa Rocha

**Guests:** Mimi Nguyen, the new Associate Director for the Stockton Alliance.

President Harrell called the meeting to order at 5:05m.

### **AGENDA**

#### **1) Minutes from the meetings on 9/8/11 and 9/14/11**

The minutes from the 9/8/11 and 9/14/11 meetings were approved unanimously. Scott Maxwell abstained from the vote because he didn't attend the meetings.

#### **2) Treasurer's Report**

The current bank account balance for the GBP accounts is \$233,291.45

#### **3) PBID reauthorization**

Kristin Lowell, our PBID Renewal Consultant, shared a revised version of the Draft Management Development Plan based on the last two meetings. There was a discussion about the parking lots that are zoned residential behind the Tower Theatre. It isn't clear if the parking lots can be included in the assessment. There may be a PBID law that states that if an area is zoned exclusively for residential (instead of both residential and commercial), it can't be assessed. Kristin will talk with the City Attorney to get an opinion on this matter.

There was a discussion about whether to have one large district (the current configuration) or to identify two different districts (Standard District vs. Tower District) within the PBID reauthorization. If two districts are identified, the Standard District would receive all of the current services that are provided by the GBP. The businesses located in the Tower District (defined as the area between Riverside Blvd and 21<sup>st</sup> Avenue) would pay slightly more than businesses in the Standard District, but they would receive extra services (additional power washing and litter pick up.) There would be a total of \$15,000 each year that would be required to be spent directly on providing extra services in the Tower District.

All commercial properties would pay for economic enhancements, but residential customers wouldn't pay for those services because they aren't businesses. Non-profit agencies and

governmental entities would pay the tax exempt rate. Residential properties would pay ½ of the tax exempt rate.

There was a motion to establish a Standard District and a Tower District in the PBID reauthorization and to have assessments reflect the additional services that will be provided in the Tower District. The motion passes unanimously.

There was a discussion about what to call the three areas of the budget that will be approved with the PBID reauthorization. The proposed categories are: 1) Environmental, 2) Economic and 3) Administration. Some board members thought the term “environmental” gave the connotation of being related to health issues or environmental impact reports. There was concern that our members wouldn’t identify security services, graffiti removal and litter pick up as “environmental” services. There was a motion to identify the three budget categories as: 1) Clean and Safe, 2) Economic and 3) Administration. The motion passed unanimously.

The board set the next meeting to discuss the PBID reauthorization for Thursday, October 27<sup>th</sup> at 5pm. Both Gary and Rosanna said they would be out of town for that meeting. Kristin will put together the DRAFT Management Development Plan for this meeting about a week ahead of time. Board members were encouraged to look for it and read it before the meeting.

#### **4) Executive Director Report**

**Holiday Party Budget Approval:** The Holiday Party is now confirmed for December 7, 2011 at Beatnik Studios. Teresa reported we will need a budget of \$2,500 to host the Holiday Party. There was a motion to provide up to \$2,500 for the Holiday Party. The motion passed unanimously.

**Bylaws amendments:** There were several proposed changes or amendments to the existing bylaws. Each bylaw change was discussed separately.

#### **ARTICLE IV - Board of Directors**

The Executive Committee made this recommendation to tighten up the requirements for board members. They wanted to ensure the people making decisions about the GBP were property owners and/or business owners/operators. There was a discussion about removing the At-Large board members and replacing them with only property owners and/or business owners/operators. Some board members agreed with this approach and other board members thought there should be at least one At-Large member to provide the board flexibility in bringing in people who might have special skills or abilities the board may need.

There was a motion to accept the proposed bylaw amendment from the Executive Committee. The motion failed. (Note: Scott Maxwell abstained from the voting. Celia Yniguez had left the meeting and didn’t vote on this item.)

There was another motion to approve the following language for this section of the bylaws:

#### **ARTICLE IV - Board of Directors 4.2**

**The authorized number of directors shall be fifteen (15) until changed by amendment to these bylaws. Ten members (10) shall be property owners. Three (3) members shall be business owners/operators. One (1) member may be either a district property owner or business owner/operator. One (1) member may be either a property owner, business owner/operator or an At Large member. One of the elected property owners may be the owner of residential property.**

- (a) Qualifications: Directors must be legal owners or formally appointed by the property or business owner. A written designation must be presented to the Nominating Committee for the nominee to be eligible for election.**

**Representatives are deemed to possess the same board authority, responsibilities and liabilities as the property or business owner.**

- (b) At-Large member: An At-Large member is someone who shall have knowledge, skills or resources that will assist the Corporation in its mission.**

The motion related to the above language for the Article IV bylaw passed. (Note: Scott Maxwell abstained from the voting. Celia Yniguez had left the meeting and didn't vote on this item.)

#### **ARTICLE VIII Committees 7.1**

The Executive Committee made a recommendation to allow for the Executive Committee to be given oversight on the day-to-day operations of the Corporation and to review and make recommendations upon operation and financial matters to the Board of Directors. The language also allows the Board's immediate past president to serve on the Executive Committee.

There was a motion to accept the proposed language from the Executive Committee for Article VIII Committees. The motion passed unanimously. (Note 1: Celia Yniguez had left the meeting and didn't vote on this item.) (Note 2: Since this language was provided to all board members and interested parties in the public notice for this meeting and since there were no changes to what was proposed, the longer text of this recommendation isn't included in these minutes.)

#### **ARTICLE IX Finances 9.1**

The Executive Committee made a recommendation to allow for payment of necessary expenses up to \$500 by the Executive Director. Any expenses between \$500 and \$1,000 must be approved by two members of the Executive Committee. Any expenses exceeding \$1,000 must receive prior board approval.

There was a motion to accept the proposed language from the Executive Committee for Article XI Finances 9.1. The motion passed unanimously. (Note 1: Celia Yniguez had left

the meeting and didn't vote on this item.) (Note 2: Since this language was provided to all board members and interested parties in the public notice for this meeting and since there were no changes to what was proposed, the longer text of this recommendation isn't included in these minutes.)

#### **ARTICLE IX Finances 9.4 (a) Budget**

The Executive Committee made a recommendation to allow additional time for the budget to be approved (from February to March.) They also recommended that the budget include an estimate of the revenue and expenses on an accrual basis.

There was a motion to accept the proposed language from the Executive Committee for Article XI Finances 9.4 (a) Budget. The motion passed unanimously. (Note 1: Celia Yniguez had left the meeting and didn't vote on this item.) (Note 2: Since this language was provided to all board members and interested parties in the public notice for this meeting and since there were no changes to what was proposed, the longer text of this recommendation isn't included in these minutes.)

#### **ARTICLE IX Finances 9.4 (b) Year End Report (partial)**

The Executive Committee made a recommendation to require a fiscal compilation be prepared by an independent certified public accountant every three years for any calendar year or for any calendar year that the Board requests it.

There was a motion to accept the proposed language from the Executive Committee for Article XI Finances 9.4 (b) Year End Report (partial). The motion passed unanimously. (Note 1: Celia Yniguez had left the meeting and didn't vote on this item.) (Note 2: Since this language was provided to all board members and interested parties in the public notice for this meeting and since there were no changes to what was proposed, the longer text of this recommendation isn't included in these minutes.)

#### **5) Nominating Committee Establishment**

There was a motion to have the Executive Committee act as the Nominating Committee for the election of new board members. The motion passed unanimously. (Note: Celia Yniguez had left the meeting and didn't vote on this item.)

The meeting adjourned at 6:30am. Respectfully submitted by Rosanna Herber, Secretary.