



UNION SQUARE
BUSINESS IMPROVEMENT
DISTRICT

Board of Directors Bi-Monthly Meeting

January 28, 2021 – 9:00 -11:00 am
Virtual Communication via Zoom

MINUTES

PURSUANT TO FIVE DAYS NOTICE, a meeting of the Board of the Union Square Business Improvement District (USBID) was held at 9:00am on January 28, 2021 through the virtual communication system Zoom.

PUBLIC NOTICE of the meeting was posted at the Main Library and on the USBID's website; notice and documents were sent to Board members via email. Following is a record of those in attendance and the meeting minutes by agenda topic.

In attendance

The following directors and advisory committee chairs were in attendance: Cammy Blackstone, Stephen Brett, Jordan Buckley, Matthew Coleman (Marketing Committee Chair), J. Timothy Falvey, Shirley Howard-Johnson, Evan J. Kaizer, Manuela King (Streetscapes and Public Realm Committee Chair), David Lewin, Terry Lewis, Corinna Luebbe (Public Affairs Committee Chair), Marcus Mirt, Maxine Papadakis, Mike Petricca, Kelly Powers, Mark Purdy, Jim Sangiacomo (Finance Committee Chair), Julie Taylor (Treasurer), Don Thomas (Services Committee Chair), and Wes Tyler (President).

The following staff and contract service providers were in attendance: Karin Flood, Benjamin W. Horne, Chris Boss, Lisa Frisch, Joshua Chan, Zarrina Yousufzai, Eva Schouten, and Karl Bijan (Block by Block).

Guests: Christine Torrington, Euan Taylor (Westfield), Jason Rothman (J2 Design) and Alan Jacobson (J2 Design)

Summary of Actions Taken by the Board of Directors

On January 28, 2021, with no public comment received, the Board of Directors took the following actions:

- **Action:** The Board unanimously accepted the Executive Director's report including the Executive Committee actions (and closed session items) from December 17, 2020 as motioned by Jim Sangiacomo and seconded by Matthew Coleman
- **Action:** The Board unanimously approved the Board minutes including a few edits from November 19, 2020 as motioned by Mike Petricca and seconded by Don Thomas.
- **Action:** The Board unanimously approved the regular meeting schedule for 2021 as motioned by J. Timothy Falvey and seconded by Evan J. Kaizer.
- **Action:** The Board unanimously approved Euan Taylor as Board member as motioned by J. Timothy Falvey and seconded by Mark Purdy.

- **Action:** The Board unanimously approved to waive the Foundation’s management fee from January – June 2021 as motioned by Mark Purdy and seconded by Julie Taylor. The foundation members abstained.
- **Action:** The Board unanimously approved Block by Block revised contract as motioned by Kelly Powers and seconded by Matthew Coleman.
- **Action:** The Board unanimously approved to extend Legions contract as motioned by Mike Petricca and seconded by Shirley Howard Johnson.
- **Action:** The Board unanimously approved the budget modifications as motioned by J. Timothy Falvey and seconded by Mark Purdy.
- **Action:** The Board unanimously approved the unaudited financial report as motioned by J. Timothy Falvey and seconded by Don Thomas.
- **Action:** The Board unanimously approved the letter of support for 77 Geary as motioned by Corrina Luebbe and seconded by Evan J. Kaizer.

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 - Observing a quorum present, Wes Tyler, called the meeting to order at 9:04am. Introductions were made.
2. Call for Public Comment – Karin Flood called for public comment. Seeing none, she moved onto the next item.
3. Executive Director’s Report- The following updates were provided:
 - a. **Personnel update and welcome Lisa Frisch**
The Member Services has moved in-house with 4 Member Services Representatives and Karen Gagarin has been promoted to Member Services Supervisor. Unfortunately, a few members tested positive for COVID-19; CDC guidelines were followed, and some members have returned to the office after testing negative. 24-hour Clean and Safe services were not impacted. Lisa Frisch, the new director of marketing and events introduced herself.
 - b. **COVID relief funds**
The Union Square Foundation applied for a California relief fund of \$15K and we are on the waiting list. An application for a new PPP loan will be completed and the old PPP loan has not been forgiven yet but has been applied for.
 - c. **Executive committee met on December 17 and approved**
 - Additional draw online of credit (if necessary)
The line of credit of \$750K has been paid off and we will be renewing the Line of Credit with Wells Fargo for \$1mil.
 - Revised personnel manual with additional review (closed session)
The personnel manual has been reviewed and updated.
 - Year-end compensation review and revisions (Closed Sessions)
Bonuses were received and salaries remained flat.

Action: The Board unanimously accepted the Executive Director’s report including the Executive Committee actions from December 17, 2020 as motioned by Jim Sangiacomo and seconded by Matthew Coleman. No public comment was received prior to this action.

4. **Action to approve prior meeting minutes of November 19, 2020**
Ben summarized the action items taken during the prior meeting.

Action: The Board unanimously approved the Board minutes including a few edits from November 19, 2020 as motioned by Mike Petricca and seconded by Don Thomas. No public comment was received prior to this action.

5. **Action to approve Boards regular meeting schedule for 2021**

*Bi-monthly from 9:00 to 11:00 a.m. on the 4th Thursday (except for November)
(March 25, May 27*, July 22, September 23* & November 18 - *Annual Meetings)*

Action: The Board unanimously approved the regular meeting schedule for 2021 as motioned by J. Timothy Falvey and seconded by Evan J. Kaizer. No public comment was received prior to this action.

6. **Board of Director open seats discussion and review of nominees and action to approve new Board Members**

There are two empty seats on the Board. Eric Murray and Euan Taylor completed their applications. Eric will be reviewed during the next meeting and Euan Taylor from Westfield introduced himself to the Board. A discussion took place about Euan Taylor joining the Board.

Action: The Board unanimously approved Euan Taylor as Board member as motioned by J. Timothy Falvey and seconded by Mark Purdy. No public comment was received prior to this action.

7. **Discussion and action to waive Union Square Foundation management fee for Jan-Jun 2021**

The Union Square foundation has been unable to raise any funds therefore it was requested to waive their management fee from January – June 2021. The foundation is continuing to pay for the security cameras (per the grants received in 2019 and 2020) and a donation by Macy's for the light projection will be paid forward to the USBID.

Action: The Board unanimously approved the waiver of the Foundation management fee from January – June 2021 as motioned by Mark Purdy and seconded by Julie Taylor. The Foundation Board members present abstained (Tim Falvey, Kelly Powers and Shirley Howard-Johnson). No public comment was received prior to this action.

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

a. **Services & Public Safety – Don Thomas**

• **Operations reports for Nov & Dec 2020**

The operations reports of November and December were summarized and reviewed by Karl Bijan. The success of the SFPD Community Ambassador Program was shared and projects for the holidays were presented and highlighted; year-end statistics were also presented.

• **District 360 and member services update**

District 360 is a new database system which is integrated with Salesforce to gather data of Member Services and connect it to the parcels where the service is delivered. In addition, Member Services has been brought in-house (see 3.a.) and are now all Union Square BID employees.

• **Block by Block updates and action to approve Block by Block revised contract for Jan-June 2021**

The contract with Block by Block changed with Member Services moving inhouse. It was determined to drop the contracted staffing further and to use the 5000 banked hours to keep the services levels the same. This will be reevaluated over 6 months.

Action: The Board unanimously approved Block by Block revised contract as motioned by Kelly Powers and seconded by Matthew Coleman. No public comment was received prior to this action.

• **Legion extension contract**

It was recommended to extend Legion Security's contract (for overnight security services and 10b backup services) at the same rate by 6 months as they had a positive impact on the district.

Action: The Board unanimously approved to extend Legions contract as motioned by Mike Petricca and seconded by Shirley Howard Johnson. No public comment was received prior to this action.

b. Marketing & Communications – Matthew Coleman

- Holiday recap

Despite the additional restrictions and shut downs due to Covid, the luxury retail did well during the holidays, unfortunately the mid-market and small businesses did suffer. Gucci and North Face did a collaboration in Union Square and sold out very quickly.

- PR and social media updates

Karin has been featured in 12 positive media placements about the challenges of COVID, helped launch the holiday festivities and the new SF ambassador program. The aim is to talk positively about retail and our district. Social Media will be a focused on B2C communications to help drive sales and increase foot traffic by highlighting the various retail, food and hospitality offerings in the district.

- Rebranding project update and branding platform presentation (Alan Jacobson from J2)

Alan Jacobson presented the results of the Discovery Phase and went over a brand platform that was compiled from the discovery phase and research. The brand platform is an internal document. It is the foundation from which the visual brand and messaging will emerge.

c. Streetscapes & Public Realm – Karin Flood

- Light Art Project

The Light Art Project is still looking for a new home after it was unable to move forward in Campton Alley due to the building owners change of heart during COVID.

- Hallidie Improvements and updates

The city secured \$175K to make improvements to Hallidie Plaza including new planters, activating the tunnel with a mural, new tables and chairs and umbrellas, and a color treatment to the pavement. The USBID will discuss the budget with the city this week and will be discussed further during the next Streetscapes Committee. This will be the first stage of improvements do be followed by additional work in the coming year(s).

- Powell Street Updates

The Powell Street Improvements projects funds are in jeopardy. We will be advocating for the full \$20mil funding. The City has indicated that the budget could be reduced to \$4.5 million which would mean that the Powell Street Promenade would need to be replaced. The construction of this project could impact the cable cars from returning which is something to be considered as the district and City start their economic recovery.

d. Finance & Audit – Jim Sangiacomo

- Banking update and RFP

There have been issues with Wells Fargo as they have centralized their Relationship Management team away from San Francisco and service has been compromised and reduced therefore an RFP will be created.

- Assessment payment and line of credit

The USBID received the first assessment payment of the 20-21FY (\$3.4mil) and the line of credit (which had been used in November and December of 2020) was paid down before the end of December.

- Review and discussion of budget modification for Jan-June 2020 and **action** to approve the budget modification

Ben presented the January mid-year budget modification summaries (sent out before the meeting). The main changes were due to revenue revisions, services changes and updates, and new projects (Union Square Park). More funds are going to marketing and public realm as well as services as part of the recommendations from the Economic Recovery Task Force.

Action: The Board unanimously approved the budget modifications as motioned by J. Timothy Falvey and seconded by Mark Purdy. No public comment was received prior to this action.

- **Action** to approve the unaudited Financial Report at 12/31/20

Ben directed the committee to the December 31, 2020 financial reports and gave an overview. The first assessment payment was received on Christmas eve of \$3.4mil. The assessment/core operations have a \$335K surplus through December. The assessment operations had a positive spending variance (\$129) due to clean and safe expenses being less than budgeted (due to unused banked hours) and other expenses being under budget despite additional projects. The PPP loan has not been forgiven yet which caused a \$116K negative revenue variance. Union Square Park Services started in September 2020 with expenses (\$96K) and revenues (\$114K). Campton Grant (40K) has been written off. Net assets (reserves) are at \$2.6mil at the end of December. Cash balance was \$2.8mil at 12/31/20. The USBID paid down the Line of Credit (\$750K) in December.

Action: The Board unanimously approved the unaudited financial report as motioned by J. timothy Falvey and seconded by Don Thomas. No public comment was received prior to this action.

e. **Public Affairs & Advocacy – Corinna Luebbe**

- **Action** to approve letter of support for 77 Geary 3rd floor retail to office conversion.

Action: The Board unanimously approved the letter of support for 77 Geary as motioned by Corrina Luebbe and seconded by Evan Kaizer. No public comment was received prior to this action.

- Union Square Economic Recovery task force report

Three meetings facilitated by MIG took place of the Economic Recovery Task Force of members of the public and private sector to discuss the revitalization of Union Square. The final report is being prepared.

- Board of Supervisors Resolution re: CBD/BID re: surveillance

A legislation has been written by the Board of Supervisors regarding the surveillance of CBD/BID to have more oversight over our surveillance. This will involve additional reporting requirements to the City but it should not impact operations or any programmatic activities.

- Other

Three additional hearts will be placed at the Union Square Park in addition to the hearts we will receive on the corners of the park this Friday. A giant Ox will be placed on the West Side of the Square to celebrate Chinese New Year.

9. **Action** to approve Mid-Year Report

The Mid-Year Report was sent prior to the meeting but was not discussed during the Board meeting on January 28, 2021. An email regarding the report was send out to members separately shortly after.

Action: The Board unanimously approved the Mid-Year report as motioned by Wes Tyler and seconded by Julie Taylor.

10. Announcements & New Business

- Next Executive Committee Meeting – February 25, 2021 – 9:00am
- Next Board Meeting – March 25, 2021 – 9:00 a.m.

11. Adjournment - The meeting was adjourned at 11:02.