



UNION SQUARE
BUSINESS IMPROVEMENT
DISTRICT

Board of Directors Bi-Monthly Meeting

May 28, 2020 – 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 May 28, 2020 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: Jordan Buckley, Matthew Coleman (Marketing Committee Chair), J. Timothy Falvey, Leah Heil, Shirley Howard-Johnson, Russell D. Keil, Manuela King (Streetscapes Committee Chair), Terry Lewis, Corinna Luebbe (Public Affairs Committee Chair), Mike Petricca, Kelly Powers, Mark Purdy (Secretary), 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, Robbie Silver, Chris Boss, Joshua Chan, Bri Caspersen, Zarrina Yousufzai, Eva Schouten, Beau Simon (Cooper, White and Cooper), and Karl Bijan (Block by Block).

Guest: Chris Corgas (OEWD)

Summary of Actions Taken by the Board of Directors

On March 26, 2020, with no public comment received, the Board of Directors took the following actions:

- **Action:** The Board unanimously approved the Executive Director's Report including ratifying the Executive Committee actions from April 23, 2020, as motioned by J. Timothy Falvey, and seconded by Jim Sangiacomo.
- **Action:** The Board unanimously approved the Board minutes from March 26, 2020 as motioned by Mike Petricca and seconded by Julie Taylor.
- **Action:** The Board unanimously approved to renew Kelly Powers 2-year term as motioned by J. Timothy Falvey and seconded by Mark Purdy
- **Action:** The Board unanimously approved contract amendment for new Big Belly units as motioned by Jim Sangiacomo and seconded by Terry Lewis.

- **Action:** The Board unanimously approved the Unaudited Financial Report at 04/30/2020 as motioned Mark Purdy and seconded by Russell D. Keil Jr.
- **Action:** The Board unanimously approved engaging Marcum for 19-20FY audit and tax prep as motioned by Don Thomas and seconded by Russell D. Keil Jr.
- **Action:** The board unanimously approved to keep the assessment rate for 20-12FY the same as motioned by Russell D. Keil Jr. and seconded by Don Thomas.
- **Action:** The Board unanimously approved to draft a letter to oppose Scott Wieners Bill (SB 939) as motioned by Don Thomas and seconded by Russell D. Keil Jr.

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 9:08am. Introductions were made.
2. Call for Public Comment – Wes called for public comment. Seeing none, he moved onto the next item.
3. Executive Director’s Report- The following updates were provided:
 - a. **Coronavirus related matters**
 - PPP and EIDL advance received
Karin updated the Board that the \$133K PPP loan has been received and a \$9K EIDL grant.
 - Murals
Karin updated the Board that the USBID admin staff painted murals on the boarded-up store fronts on the Flood building. The murals thank the essential workers, first responders and the USBID team. If anyone wants to get their boarded-up store fronts painted they can reach out to Mike Petricca.
 - Operations office update
Karin updated the Board that they are currently looking for a new location for the operations office. There are several options including the old visitors center at Hallidie Plaza. Julie Taylor is helping with the negotiations to find space.
 - b. **Executive Committee met on April 23, 2020 and approved**
 - Applying for additional credit resources up to \$1mil (SBA)
Ben informed the Board that the BID has not applied yet but will if possible.
 - Applying for Employee Retention Credits if no PPP
Ben updated the Board that the BID will not be applying for Employee Retention Credits as we have received the PPP loan and you cannot apply for both.
 - Opening Wells Fargo credit card (and shutting down BofA)
Karin updated the Board that the Wells Fargo Credit Card has been opened and all the accounts at BofA have been shut down
 - Suspending admin fee for Union Square Foundation for April-June
CLOSED SESSION
 - Suspension of commuter benefits for 2 months
Karin updated the Board that as the admin staff has been working from home since the Shelter in Place order their commuter checks have been suspended for 2 months.
 - Approved extending intern through November 2020
Karin updated the Board that the executive meeting has approved extending the internship of Eva Schouten through November 2020.
 - Work from home arrangement with Deputy Director

Karin updated the Board that Ben will continue to work from home for now but will work in the office 3 days per week (Tues-Thur) when the administrative staff returns to the office.

Action: The Board unanimously approved the Executive Director's Report including ratifying the Executive Committee actions from April 23, 2020, as motioned by J. Timothy Falvey, and seconded by Jim Sangiacomo. No public comment was received prior to this action.

4. **Action to approve prior meeting minutes of March 26, 2020**

Action: The Board unanimously approved the Board minutes from March 26, 2020 as motioned by Mike Petricca and seconded by Julie Taylor. No public comment was received prior to this action.

5. **Board of Directors open seats and discussion of possible nominees**

Karin updated the Board that there are currently 2 open seats. As the previous members were both property owners and as part of our bylaws, the next nominees will have to be property owners. There are a few prospective candidates and Karin will reach out to them. If any members have a nominee to consider, please reach out to Karin. A discussion about possible nominees followed.

6. **Discussion and action to renew 2-year term of Kelly Powers to the Union Square Foundation Board of Directors**

Ben directed the Board to the Foundation members list. Kelly Powers informed the Board that she would like her 2-year term to be renewed and believes both the Hotel Council and BID will continue to benefit from the partnership.

Action: The Board unanimously approved to renew Kelly Powers 2-year term as motioned by J. Timothy Falvey and seconded by Mark Purdy. No public comment was received prior to this action.

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

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

• **Services status, banked hours, and revisions**

Chris updated the Board that the services have shifted to the Shelter in Place order. There has been less illegal dumping however more graffiti and overnight break ins. Therefore, more ambassadors have been shifted to the nightshift. Banked hours have also increased in April and May. We will use these hours in the next fiscal year to help provide additional support.

• **Bigbelly updates and action to approve contract amendment for new units**

Ben reminded the Board that they approved a \$61,000 grant from the city of which \$36,000 was earmarked for the additional Bigbelly units. 10 additional units will be placed, 6 in district 6 and 4 in district 3. They are high traffic locations where they will be put to good usage. Ben directed the Board to the agreement with Big Belly. The grant will cover 2 years of the costs. A discussion about the timing of the installations took place which is planned for mid-June.

Action: The Board unanimously approved contract amendment for new Big Belly units as motioned by Jim Sangiacomo and seconded by Terry Lewis. No public comment was received prior to this action.

• **Security cameras update**

Chris updated the Board that he has been working with WiLine to verify internet speeds during the shelter in place. WiLine has made adjustments to correct the internet speeds per the service level agreement (contract). He also reminded the Board that a grant has been received (in early 2020) to install additional security cameras and license plate readers in the district. In

collaboration with the SFPD and Applied Video Solutions 8 locations for LPRs have been determined and we are working on outreach and installation agreements. 40 Taylor and at Post Hotel have agreed to place security cameras at their locations as well.

- Operations report for January and February 2020
Karl updated the Board that new workplace protocols have been created among the ambassadors and cleaners in response to the COVID-19 outbreak. They actively practice social distancing, cleaning the office and equipment four times a day, checking ambassadors' temperatures, wearing of masks and face shields and flexible shifts to protect against COVID-19. He summarized the March Report. In the district graffiti has been an increasingly difficult problem. There has also been increased cleaning and 10b officer assistance requests. New cleaning equipment (a portable disinfectant/washer) has helped tremendously with the increasing cleaning requests. He summarized the April report and noted that the statistics were like March. He informed the Board that BBB launched webinars to keep the teams informed, the Tony Bennett sing-along event was a great success and the pressure washing vans now have branding. The USBID Clean & Safe teams has remained a constant presence for safety and cleaning in the district through the entire pandemic crisis. The Board was grateful and thanked Karl for their dedication and commitment.

b. Marketing & Communications – Matthew Coleman

- Business Support Program – Gift Card Contest!
Rob updated the Board that the BID has purchased \$4000 worth of gift cards from a variety of businesses in Union Square to support them during these challenging times. The gift cards are distributed through a weekly social media contest to engage and encourage consumers to shop in Union Square.
- Website updates
Rob updated the Board that the website contains many resources of information regarding Shelter in Place, financial support and relief and information regarding reopening. The website has also been updated to show what is available for take out or curbside retail.
- Update on rebranding and revised timeline
The timing and budget for the rebranding project are still being discussed. We hope to move forward in July or September and restart the process to select a partner to lead the process.

c. Streetscapes & Public Realm – Manuela King

- Campton Place Updates
Rob directed the Board to a sketch of the Campton Light Art Project with the flowers on the building. The project should be completed by the end of the summer or early fall. Bri informed the Board that she has been working with the Academy of Art for the activation of Campton and working with the City to finalize and resubmit the PPP. The students from Academy of Art presented several great ideas for Campton. We will be moving forward with a few selected designs. The concept at this point is for Campton to be closed one day a month but have regular art projects (in addition to the light art project) to help activate the area on an ongoing basis.
- Hallidie Plaza Holiday Market/Winter Walk
Rob updated the Board that he has been working with OEWD for short- and long-term improvements for Hallidie Plaza. Unfortunately, due to COVID-19 the project has been put on hold. However, he is continuing to collaborate with them and Urban Spaces for the Holiday Winter Market at Hallidie Plaza. This event will be adapted to the COVID-19 regulations.

- Powell Street Improvement Project and Promenade updates and possible action to approve recommendation of surface types and furniture/fixtures for improvement project
The Board was directed to the different designs for Powell street provided by the City combined with the results of the survey Rob sent out to the businesses along Powell. He summarized the results for the pattern of the pavement, the material, street furniture and landscaping.

d. Finance & Audit – Jim Sangiacomo

- Action to approve the Unaudited Financial Report at 04/30/2020.
Ben summarized the Financial Report at 04/30/2020. The BID has received the assessment payments by April 23, of \$1.7mil which is \$900K less than estimated. The next payments are due by the end of June. Overall, the BID is in a good position for now. The assessments/core operations were basically on budget with a \$1.4mil surplus year to date. Ben projected that at year end the organization would have approximately a \$380K surplus (which was \$50K more than the approved budget).

Action: The Board unanimously approved the Unaudited Financial Report at 04/30/2020 as motioned Mark Purdy and seconded by Russell D. Keil Jr. No public comment was received prior to this action.

- Action to approve engaging Marcum for 19-20FY audit & tax prep
Ben informed the Board that Marcum has done the audit and tax prep for the BID for several years and they were offering essentially the same fee as the prior year. A RFP for the audit/tax return could be sent out for next fiscal year but due to the uncertain circumstances and lack of time and resources he advised the Board to approve Marcum's engagement letters for the 19-20FY audit and tax prep.

Action: The Board unanimously approved engaging Marcum for 19-20FY audit and tax prep services as motioned by Don Thomas and seconded by Russell D. Keil Jr. No public comment was received prior to this action.

- Review draft 20-21FY budget and action on assessment rate for 20-21FY
Ben summarized the budget projections for 20-21FY. A more balanced budget will be presented during next Board meeting (July) to approve. This budget had a \$600K deficit. Costs continue to go up but revenue (especially fundraising) will be challenging in the coming year. Ben has been working with Chris and found several initiatives where costs can be saved with a minimal impact on the services. Ben also updated the Board that the Finance Committee recommended to keep the assessments rates flat due to the current circumstances.

Action: The Board unanimously approved to keep the assessment rate for 20-21FY the same as motioned by Russell D. Keil Jr. and seconded by Don Thomas. No public comment was received prior to this action.

e. Public Affairs & Advocacy – Karin Flood

- Economic Impact Study
Karin updated the Board that Rob reached out to business owners about the economic impact due to Shelter in Place. This information can be used when applying for grants or relief programs and it gives the BID insight and understanding how to support the businesses in the most effective way.
- Union Square Gives Back and donations to Union Square Employee GoFundMe accounts

Karin updated the Board that a Union Square Gives Back program has been initiated which supports the first responders such as the SFPD and SFFD with food while also supporting local restaurants. The BID has also donated \$250 dollars to the GoFundMe pages set up by businesses in the district.

- Economic Development Project (formerly vacancy study)

Karin updated the Board that the grant received to do a vacancy study in the district will be repurposed for an economic recovery program. The scope of this project is still to be determined.

- Other Updates

A discussion about Scott Wiener's bill (SB 939) took place. The Board decided to take action to oppose the bill as it would negate commercial leases and allow businesses to break them which would create a hardship for property owners and remove their control to negotiate. This in turn would negatively impact the economy.

Action: The Board unanimously approved to draft a letter to oppose Scott Wiener's Bill as motioned by Don Thomas and seconded by Russell D. Keil Jr. No public comment was received prior to this action.

8. Announcements & New Business

- Next Executive Committee Meeting June 25, 2020
- Annual Luncheon Postponed
- Next Board Meeting July 23, 2020 – 9:00 a.m. Location TBD

9. Adjournment - The meeting was adjourned at 11:10am.