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**UNION SQUARE BUSINESS IMPROVEMENT DISTRICT  
BOARD OF DIRECTORS REGULAR BI-MONTHLY MEETING**

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**November 21, 2019 – 9:00-11:00 a.m.  
Sir Francis Drake Hotel, Cypress/Monterey Room (2nd Floor)**

**MEETING 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 November 21, 2019 at the Sir Francis Drake Hotel, Cypress/Monterey Room (2<sup>nd</sup> Floor) at 450 Powell St, San Francisco, CA 94102.

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: Stephen Brett (Phone), Jordan Buckley, Matthew Coleman (Marketing Committee Chair), J. Timothy Falvey, Leah Heil, Shirley Howard-Johnson (Phone), Russell D. Keil, Jr., Corinna Luebbe (Public Affairs Committee Chair), Rusty Middleton, Mike Petricca, Mark Purdy (Secretary), Jim Sangiacomo (Finance Committee Chair), Julie Taylor (Treasurer), and Don Thomas (Services Committee Chair).

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, Beau Simon (Cooper, White and Cooper) and Karl Bijan (Block by Block).

Summary of Actions Taken by the Board of Directors

On November 21, 2019 the Board of Directors took the following actions:

- **Action:** As moved by Don Thomas and seconded by Matthew Coleman, the Board unanimously approved the Executive Director's Report including ratifying the Executive Committee's actions from October 24.
- **Action:** As moved by Don Thomas and seconded by Jim Sangiacomo, the Board unanimously approved the Board meeting minutes from September 26, 2019.
- **Action:** As moved by Stephen Brett and seconded by Russell D. Keil, Jr., the Board unanimously approved the city contract.
- **Action:** As moved by Don Thomas and seconded by J. Timothy Falvey, the Board unanimously approved the proposal and contract amendment with Block by Block for additional services January – June 2020
- **Action:** As moved by Mike Petricca, and seconded by Leah Heil, the Board unanimously approved the revised security usage policy.
- **Action:** As moved by Don Thomas and seconded by Mike Petricca, the Board unanimously approved the termination of contract with Off the Grid effective immediately.
- **Action:** As moved by Rusty Middleton and seconded by Julie Taylor, the Board unanimously approved the 990 and related state reports for filing.

- **Action:** As moved by Russell D. Keil, Jr. and seconded by Matthew Coleman, the Board unanimously approved the Unaudited Financial Report at 10/31/2019.
- **Action:** As moved by J. Timothy Falvey, and seconded by Julie Taylor, the Board unanimously approved taking draw on the line of credit of up to \$500,000.

### 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, Karin Flood, the Executive Director of the USBID, called the meeting to order at 9:05am. Introductions were made.
2. Call for Public Comment – Karin called for public comment. Seeing none, she moved onto the next item.
3. Executive Director’s Report- The following updates were provided:
  - a. **IDA Conference**  
Karin informed the Board that Bri, Robbie, and herself recently attended the IDA Conference in Baltimore. Bri and Robbie gave a presentation about their experience and takeaways from this year’s conference.
  - b. **Holiday Eco Blitz and police plans**  
Karin informed the Board that San Francisco Public Works is starting a new round of Eco Blitz cleanups that bring work crews to sweep and steam clean sidewalk. The mayor also visited and walked around with Public Works. She also informed them that there will be extra officers present during the holidays as well as on Black Friday but as of the date of the meeting there was no news of a Holiday Safe Shopper Program.
  - c. **Union Square Foundation Updates**  
Ben informed the board that Tad has been in an accident and that he will be resigning as the President of the Union Square Foundation.
  - d. **Executive Committee met on October 24,2019**
    - Letter of support for 146 Geary development and retail to office conversion.
    - Selection of new insurance broker – BPIA (effective 1/1/20).
    - Hiring new Intern (Nov 20 – May 31, 2020) (CLOSED)

**Action:** As moved by Don Thomas and seconded by Matthew Coleman, the Board unanimously approved the Executive Director’s Report including ratifying the Executive Committee’s actions from October 24.

4. **Action to approve prior meeting minutes of September 26, 2019** – Members were asked to review and approve the minutes from September 26, 2019.

**Action:** As moved by Don Thomas and seconded by Jim Sangiacomo, the Board unanimously approved the Board meeting minutes from September 26, 2019.

5. Discussion and review of City contract for management of the Union Square BID and action to approve contract  
Ben updated the Board that the contract is approved by the GAO and BOS. The mayor will sign the contract next Friday (11/29). He also updated them about the new requirements on page 7 of the contact which successfully

remove reporting vacancies in the district because of tax reasons. However, the request to change the liability section was denied.

**Action:** As moved by Stephen Brett and seconded by Russell D. Keil, Jr., the Board unanimously approved the City contract.

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

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

- Operations report for September & October 2019  
Karl Bijan directed the Board to the September and October Operations Report. He gave a brief update on the district's clean and safe statistics and key events and happenings. He informed them that he will appoint 8 ambassadors, 1 for each area of district. There will also be new pressure washing routes and programs to increase efficiency. (Refer to reports for more information).
- Clean & Safe team holiday appreciation lunch – December 19  
Chris thanked DST and Miracle Messages. He updated the board that the lunch will be a Holiday Appreciation Lunch hosted by Villa Florence and everybody is welcome.
- Review and discussion of service levels and **action** to approve proposal and contracting with Block by Block for additional services - Jan - Jun 2020.  
Ben updates the board that new services and one additional members services (dispatch) position for Block by Block will be added starting January 2020. Additionally, the increased service levels are within the approved budget.

**Action:** As moved by Don Thomas and seconded by J. Timothy Falvey, the Board unanimously approved the proposal and contract amendment with Block by Block for additional services January – June 2020

- Discussion and action to approve revised security camera usage policy.  
Bri directed the Board to the security camera usage policy and informs them that there will be live overnight monitoring starting in January 2020; however, software cannot be used on all the camera as some are too old. She noted that on page 3 of the policy, the annual audits of the policy (compliance) have been added and that the video request form has been updated. She also noted that the USBID's policy is in compliance with the recent City legislation.

**Action:** As moved by Mike Petricca, and seconded by Leah Heil, the Board unanimously approved the revised security camera usage policy.

- Discussion and update on RFP process for overnight security patrol  
Don updated the Board that the selection of the overnight security patrol vendor is still in process. The two finalists will be asked to present to a small group from the Services Committee. The Executive Committee will approve in December and the board will ratify the decision in January. A discussion took place and members asked questions.

b. **Streetscapes & Public Realm – Robbie Silver**

- Winter Walk 2019 update and discussion and action to approve revised agreement and to approve security contract.

Robbie updated the board that since Stockton Street is now open to the public, Winter Walk must find another location. He also updated the Board that the ISCOTT has been approved on November 4, 2019 and he is currently reaching out to the Mayor, Supervisor Peskin's Office and STMTA. Unfortunately, there have been disagreements about the partnership with Off the Grid and they want to terminate the contract (due to last minute requirement that the USBID guarantee them a profit which was not the agreement). Robbie has contacted Urbanspace, a possible new vendor for Winter Walk and they are able to help program food, beverage and entertainment. USBID has put down the turf, benches and programmed some entertainment. A discussion followed.

**Action:** As moved by Don Thomas and seconded by Mike Petricca, the Board unanimously approved the termination of contract with Off the Grid effective immediately.

- Holiday décor  
Robbie informed the Board that the Wreaths from last year were in good shape and have been put up on Powell Street. Lights are up in Maiden Lane, lower Powell and of course the palms are lighted in Union Square Park.
- Campton Place project updates  
Bri informs the Board that the site plan and permit application is still in the process. However, the Campton Light Art Project is unanimously approved by the Arts Commission and we are just waiting for the City Community Challenge Grant.

c. **Finance & Audit – Jim Sangiacomo**

- Review of 990 tax return for FY18-19 and action to approve 990 and related state reports for filing

Ben guided the Board to the 990 (tax return for the year ended 6/30/19) draft in their packets. He went through the 990 and highlighted the main points of each section. A discussion took place and members reviewed the document and asked questions.

**Action:** As moved by Rusty Middleton and seconded by Julie Taylor, the Board unanimously approved the 990 and related state reports for filing.

- Action to approve the Unaudited Financial Report at 10/31/2019.  
Ben updated the Board that the USBID has outperformed the budget by \$123K. The USBID has been spending down the reserves from the prior year including funding new and expanded services and the security camera program (which was previously funded by grants). Ben reviewed the summaries and detailed financial reports. Other revenue has come from SoMa West CBD through the Union Square Foundation. He mentioned that a line of credit will likely be needed in late November and December to fund the new services until the new assessments are received in late December or early January (\$3-\$3.5million).

**Action:** As moved by Russell D. Keil, Jr. and seconded by Matthew Coleman, the Board unanimously approved the Unaudited Financial Report at 10/31/2019.

- Discussion regarding line of credit and **action** to approve taking draw on line of credit.  
The Line of credit is still going through the approval process. The USBID is increasing the line to \$700,000 in case there is any delay with the first assessment payment. As pointed out in the previous item, the USBID will need cash flow to help fund the expanded services.

**Action:** As moved by J. Timothy Falvey, and seconded by Julie Taylor, the Board unanimously approved taking draw on the line of credit up to \$500,000.

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

- Election debrief  
Corinna updated the Board on the November election results. She also gave a proposition update mentioning they all passed except for C – the use of vapor products. Members discussed the outcome.
- C3R  
Karin informed the Board that she walked with Public Works past Powell, Campton and Maiden Lane to discuss which project was the most feasible to be funded by the C3R. They decided on the Campton Project. They are moving forward working on a process with the City Administrator.

**e. Marketing & Communications – Matthew Coleman**

- Rockin’ Holiday Fundraiser tickets available  
Robbie updated the Board that the fundraiser has already matched the amount of last year. Also, Macys donated \$10,000 for the gold sponsorship and an additional \$30,000 grant to fund the Union Square Cares programs. They were very supportive of the Foundation’s mission and future Union Square Cares events with Macy’s staff will be planned to help address homelessness in the area. Members who had not purchased tickets were encouraged to buy a table or sponsor.
- District and holiday guides  
A small discussion took place about the content of this year’s holiday guide. The new guides are being finalized and will have a fold out map and highlight several different aspects of the district.
- Rebranding 2020  
Robbie did a presentation on the importance of branding. Robbie informed the Board that most BIDs are rebranding (after renewal) and that it is important to keep things fresh for the visitors and image of the BID. His presentation included various well-known brands and their importance, pedestrian counters and business traffic being down (as a reason for helping market the district) and data from the website traffic.

**7. Announcements & New Business (11:00)**

- Rockin’ Holiday Fundraiser, December 11, 2019 6-9pm (Starlight Room)
- Next Executive Committee Meeting December 12, 2019
- Next Board Meeting January 23, 2019 – 9:00 a.m. Location TBD

**8. Adjournment- The meeting was adjourned at 11:14am.**