

GBD Interim Board of Director's Meeting Minutes  
September 2, 2015 7pm-8:30

The meeting opened at 7:05 by introducing Laurie Burgess, Northwest Potrero property owner helping us with our 501c3 paper review. This was followed by a discussion of the role of the Interim Board which is made of Formation Committee members who wish to continue. Jean related that the executive committee (Tony, Bruce, Jean, Susan) in discussion with Jonathan our DPW partner feel we need two meetings a month and to have work done in committees. We feel that there will be about five full board meetings before November 15. There was some discussion about the need for a marketing committee. It was agreed that a marketing committee is needed. Then Jean presented the committees that we want people to join: Nomination, Good Governance, Marketing, Finance, and Bylaws. It was agreed that sign-up would happen at the end of the meeting when it would become cleared what needed to be done.

Tony brought up the fact that the planning department has been making requests for GBD services for the 22<sup>nd</sup> Street Greening project. It was moved, accepted and agreed that city departments should consult with Jonathan, our DPW partner. The Interim board is not in the position to make decisions that are the purview of the elected board. After that a motion was made and passed to approve the August 13 minutes.

Susan reported that our official name is "Dogpatch & Northwest Potrero Hill Green Benefit District" and that our address is 18<sup>th</sup> Street #369. This information was used in our application for Articles of Incorporation. Tony pointed out the list of items we need to complete in order to become a 501c3. This is on p4.1 and 4.2 of the agenda attachments. Tony and Ron are working on the bylaws which will need to be submitted. The question was raised about who was filling out these forms and the answer was the executive committee with the help of Jonathan and Laurie, our pro-bono council.

Susan presented the preliminary budget of items we need in order to complete our incorporation and election. She explained that we were thinking of getting a loan from either Umpqua bank or NCCLF. Jesse noted that loan costs should be added. It was also noted that the Quarterly newsletter cost should be renamed Annual quarterly newsletter cost and General Liability Insurance/Workmans Comp should be D&O Insurance. Tony moved that we accept the budget with these changes. The move was seconded and passed. Tony moved that we should approve applying for a line of credit. This move was seconded and passed.

Brooke gave an explanation of the different levels of service that Build Public could provide. Michael Yarne brought up the idea of multiple GBDs all falling under the same 501c3, both as a fiscal sponsor and as a non-profit entity. He said that this is an idea that he is pursuing. Brooke mentioned that some of the budget items had this expanded idea in mind. This GBD, however will continue to follow an aggressive path to an election and establishing itself as a 510c3. Daphne was concerned that we, as an

entity, were not already a 501c3 and so could not take out a loan. The loan conditions do not require that we, as the Dogpatch Northwest Potrero GBD, are a non-profit. If they did, we could consider linking up with a non-profit fiscal sponsor.

Jean pointed out the elements on the election timeline, pointing to the Nomination period (min 3 wks) and the Election period (min 3 wks). The question of when do we expect to have the election was raised. The somewhat aggressive plan expects an election by 11/15/2015 so that the new board can engage and the paperwork that needs to be done for the city is completed.

Committee sign-ups:

**Bylaws:** Tony Kelly, Ron Migeul, David Glober, Laurie Burgess

**Nomination:** Daphne Mangawa, David Glober, Susan Eslick, Michael Yarne, Jake Milan

**Good Governance:** David Glober, Scott Wilkinsen, Laurie Burgess

**Marketing:** Bruce Huie, Katherine Doumani, Don Nolte

**Finance:** Susan Eslick, Jesse Herzog, Jean Bogiages

**Executive:** Bruce Huie, Tony Kelly, Jean Bogiages, Susan Eslick

The meeting adjourned at 8:30.

Submitted by,

Jean Bogiages

Co-chair Dogpatch & NW Potrero Hill Green Benefit District