Meeting of the Tenderloin CBC Board of Directors  
Monday May 21, 5:00 pm  
TLCBD Office 512 Ellis, San Francisco, CA  
FINAL/APPROVED 6/18

<table>
<thead>
<tr>
<th>BOARD OF DIRECTORS</th>
<th>ATTENDING</th>
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<tbody>
<tr>
<td>Dan Williams, Business Owner Representative, Piano Fight - President</td>
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<tr>
<td>Julie Burdick, Property Owner Representative, Shorenstein Properties LLC – Secretary</td>
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<td>Ross Stackhouse, Property Owner Representative, Tidewater Capitol - Treasurer</td>
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<td>David Seward, At-Large Representative, UC Hastings College of Law</td>
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<td>Toby Shorts, Property Owner Representative, Curry Senior Center</td>
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<td>Curtis Bradford, Resident Representative</td>
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<td>Lowell Caulder, Business Owner Representative, Studio Dental</td>
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<td>Pedro Torres, Resident Representative</td>
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<td>Christian Agulles - Business Owner Representative, PAE Consulting Engineers</td>
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<td>Paula Fleisher, At-Large Representative, UCSF</td>
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<td>Peter Stevens, Resident Representative</td>
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<td>Pratibha Tekkey, Property Owner Representative, Tenderloin Housing Clinic – Vice Chair</td>
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<td>James Neal, Property Owner Representative</td>
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<td>Frank Manchen, Property Owner Representative, Hilton Hotel</td>
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<td>Satish Patel, Property Owner Representative, BMS Hotels</td>
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<tr>
<th>STAFF</th>
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<tr>
<td>Steve Gibson, TLCBD Interim Executive Director</td>
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<td>Kate Robinson, TLCBD Staff</td>
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<td>Fernando Pujals, TLCBD Staff</td>
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<td>Greg Moore, TLCBD Staff</td>
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<td>Lorraine Lewis, TLCBD Staff</td>
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<th>GUESTS</th>
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<tr>
<td>Simon Bertrang, Incoming Executive Director</td>
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<td>Christine Johnson</td>
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The meeting was called to order at 5:12pm.

A. PUBLIC COMMENT ON NON-AGENDA ITEM
There was no public comment.

B. WELCOME & INTRODUCTIONS

C. ADMINISTRATION/OPERATION ITEMS

a. Board to review/approve April CBC Board meeting minutes.

MOTION: To approve April minutes.
Moved by: R. Stackhouse
Seconded by: J. Burdick
Abstained: P. Torres, P. Fleisher
Passed: Yes

b. Financial/Cash flow Update...Treasurer will update members on finance report.

R. Stackhouse explained the financials. The P&L looks very good, with expenses almost in line with projections. There is one significant miss - $15,000 in Larkin Street Association grant funds, for which additional funds will probably be received next fiscal year – but we are still on track. The Balance Sheet looks good with close to $400,000 in the bank. Cash Flow projections are at one month of operating reserve. Cash Flow is updated through June 2019. Starting in July, Cash Flow increases from $140,000 to $170,000, per the new draft budget. April is the second weakest Cash Flow month of the year.

o Invest Tenderloin Grant Update
S. Gibson gave the update. $342,000 has been raised to date towards the $1 million goal - mostly from OEWD. New OEWD grant amendments for Larkin St include: $52,000 (new staff position), $58,000 (micro neighborhood work), and $17,000 (Block Safety Group support). Additional funds include: for OEWD - $20,000 (transition), $60,000 (camera network), and $100,000 (Safe Passage); $4,600 (for Safe Passage from DCYF); $30,000 (from St. Francis Foundation for Turk-Hyde park). A remaining $300,000 is needed, with a focus on reaching out to a broader range of funders.
o CPA financial review, 990 IRS filing
   R. Stackhouse indicated we have completed our year-end 2017 management review and submitted this to IRS. We are now caught up on the backlog.

c. Assessment Cost of Living Increase

   R. Stackhouse explained that once a year, the CPI is reviewed. This reflects the increased cost of living YOY to maintain business operations; this increase was not take for some previous years. In May, the Executive Committee recommended to the Board that TLCBD take the annual increase of 3.6% (the percentage indicated in the CPI for the month of February, the month TLCBD aligns with). in order to maintain business operations. The management plan has a cap of 5%.

   MOTION: To approve an assessment cost of living increase of 3.6%.
   Moved by: D. Seward
   Seconded by: J. Burdick
   Abstained: C. Bradford
   Passed: Yes

d. Review 1st Draft Budget FY 18/19

   S. Gibson indicated the Budget is still a draft; this will probably be submitted for approval in June. For Income: the budget notes which grants are signed. Of the total $52,000 in grants, $30,000 is committed/signed. Corporate Donations ($20,000) and Individual Donations ($2,000) are goals requiring final grant completion.

   For expenses: with the transition from UPCG to TLCBD, workers’ comp, health insurance, payroll taxes and other personnel items are broken out, for a total forecast of $664,000; this reflects the new marketing position. A secret session will follow in June. There is a need to keep salaries competitive and provide increases.

   For Block by Block, $800,000 is a placeholder. A new line-by-line proposal has been requested - we have a baseline multi-year contract; $58,000 is new money, covered by an OEWD grant. $60,000 for the camera program is also grant-funded. $10,000 for special improvements is not funded, and a potential area that could be cut if no new funding is received. For Turk-Hyde activation, $30,000 is grant-funded, which covers some staff expense. The special activation is not funded.

   For the Safe Passage $185,000 budgeted line item, some money could be saved until we have more grant funds. The goal is to transition more volunteers to paid positions. $211,000 is grant-funded, so the program essentially pays for itself.
This budget pass shows $2 million budgeted expenses, a forecast of $1.657 million, and a $429k loss. More grant income is needed, along with a re-work of the budget numbers. A takeaway from the Executive Committee meeting was for each sub-committee to identify potential grant funders tied to their respective programs, develop strategies to cut cost, or to defer cost until the funds are raised.

e. Urban Place Contract amendments

- **CBD Renewal**
  S. Gibson explained the proposed Renewal proposal - the contract has a 30-day cancellation clause. The topic of whether to open this up to bid was a topic in a previous meeting. The 1st Steering Committee is proposed for 1st week in June, with follow up meetings in July and August. Putting this out to bid would delay the process. UPCG may manage Civic Center’s CBD renewal. There is potential grant funding from OEWD.

  **MOTION:** Board approves UPCG contract amendment proposal for early CBD Renewal with the following amendments:
  i) UPCG and Executive Director to clearly define UPCG & staff roles
  ii) Executive Committee and Executive Director maintain flexibility in the event that expected funding does not materialize

  Moved by: D. Seward
  Seconded by: J. Burdick
  Passed: Yes

- **Leadership Transition and Fundraising**
  The transition proposal was reviewed. Additional details, included in the proposal, were requested by the Executive Committee. $20,000 of the proposal cost is grant-funded by OEWD. A project plan was presented. Changes include: adding S. Bertrang’s name to Staff/Board responsibilities. The plan is designed to provide clarity on accountability. S. Bertrang ultimately holds UPCG accountable. There was a request to quantify the dollar amounts for new funds.

  **MOTION:** Board approves the UPCG Leadership Transition and Fundraising proposal
  Moved by: P. Torres
  Seconded by: D. Seward
  Passed: Yes
f. Big Belly Trash Can Program

S. Gibson indicated this is a project of the current Mayor and Fix-It Team, and funds 20 Big Belly trash cans as a pilot for 4 CBDs, including TLCBD. Each CBD will receive 5 cans. This will amend a current contract with OEWD, at $1,023/month for 2 years (a two-year term). The budget covers one-time fees, plus maintenance money. The contract will be entered into directly with Big Belly and funded by OEWD. This program has been reviewed by PROW and the Executive Committees. These are additional to the current trash cans and include a 1-year option to lease an additional 15 cans at the same price. PROW and staff will decide the location.

MOTION: To approve the Big Belly contract subject to revision of the design to include the Clean Team Hot Line phone number, and delegation of authority to the PROW Committee for a decision on the location.

Moved by: R. Stackhouse
Seconded by: P. Torres
Passed: Yes

g. Clean/Safe 365 Program

S. Gibson indicated this is the Hotel Council's lobbying program to focus more effort on cleaning in SF. Other CBDs have joined, including Yerba Buena, Union Square, East Cut, and Fisherman's Wharf. Our opportunity would be to add our name and articulate CBDs as the best delivery vehicle for cleaning needs. Regarding their “clean and safe” approach, we have a different view/approach. As a next step, it was agreed that we want to be at the table but delay the vote. Staff will draft language that aligns with our values and voice, craft a message on our position for the press, check in with other CBDs, and bring to the Board for review in June.

h. SB 1045, Conservatorship Bill…Board will decide whether to support the Bill

S. Gibson indicated we have been asked to support this bill - a pilot for SF and LA; this bill is a form of involuntary holding intended to expand public conservatorships to the chronically homeless suffering from mental illness and substance abuse. The Board agreed to take no position at this time. Next steps are to gain more education and information before making a decision and bring to the June Board meeting.
D. PROJECT UPDATES

a. Board Elections
   The Board agreed by June 15 (the close date of the application process) to conduct outreach to potential new Board members and Board candidates who applied at the end of 2017. The open seats are:
   - 3 Property Owner Seats (2 incumbents)
   - 1 Resident Seat (1 incumbent)
   - 1 Business Owner Seat (0 incumbents)
   - 2 At-Large Seats (1 incumbent)

b. Assessment Renewal Steering Committee
   This topic was reviewed earlier in the agenda.

c. Project Plan/Tracker
   A draft of the plan was shown. This track 3 projects – the Assessment Renewal, Executive Director Transition and Invest Tenderloin.

E. COMMITTEE REPORTS
   All Committees are continuing to meet. The PROW Committee is reviewing operational data to determine the location of a new pit stop. There were no other updates.

F. NEW BUSINESS
   There was no new business.

The meeting was adjourned at 6:59pm.

Next TL CBC Board Meeting: Monday, June 18, 5:00pm
Office - 512 Ellis Street