

GOVERNANCE COMMITTEE MEETING MINUTES

January 27, 2021

8 AM

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Voting Present: Loara Cadavona, Griselda Suarez, Jeremy Harris, Allison Kripp, Todd Lemmis, Silvano Merlo

Voting Absent: None

DLBA Staff: Kraig Kojian, Kelsey Mader, Sam Mehlinger

1. CALL TO ORDER and INTRODUCTIONS – Loara Cadavona, Chair
Meeting presentation. Meeting called to order at 8:02 AM.

2. APPROVE MINUTES

ACTION: Approve Minutes from [December 14, 2020 Meeting](#)

MOTION: 1st: Lemmis. 2nd: Harris.

VOTE: None opposed. No abstentions. Motion passes.

3. CHAIRPERSON'S REPORT – Cadavona

A. [Board and Committee](#) Vacancies

i. Board Vacancies:

(a) DPIA East Village (1) – set to expire 2022.

- Cadavona reached out to Kat Engel, owner of MAKE Collectives and will connect her to Kojian for further discussion.
- Suarez and Kripp discussed increasing diversity on the Board and Governance Committee, as was mentioned in previous meetings.

(b) PBID Standard (1) – set to expire 2021.

- This seat was made vacant by Johanna Cunningham's departure whose business was impacted by COVID-19.
- Cadavona and Kojian recommended filling this seat in the next Board cycle, rather than finding a candidate to fill a partial term.
- Cadavona suggested the DLBA draft a thank you letter for those leaving the Board.
- Kojian added that he would like to start implementing an exit interview for outgoing Board members, specifying that this would be a Governance Committee function.
- Lemmis, Cadavona, and Merlo suggested an informal interview approach, conducted in a one-on-one setting.

ii. Committee Vacancies

(a) Marketing & Communications (current: 3)

ACTION: Approve [Mike Gold](#) to serve on the DLBA 2020-21 Marketing & Communications Committee, effective immediately and expiring September 30, 2021.

MOTION: 1st: Merlo. 2nd: Kripp.

VOTE: None opposed. No abstentions. Motion passes.

ACTION: Approve [Ryan La Rosa](#) to serve on the DLBA 2020-21 Marketing & Communications Committee, effective immediately and expiring September 30, 2021.

MOTION: 1st: Merlo. 2nd: Harris.

VOTE: None opposed. No abstentions. Motion passes.

(b) Events & Sponsorships (1)

(c) Public Safety (1)

**DOWNTOWN
LONG BEACH
ALLIANCE**

Governance Committee

Loara Cadavona – Chair

Jeremy Harris

Allison Kripp

Todd Lemmis

Silvano Merlo

Griselda Suarez

100 West Broadway, Ste 120
Long Beach, CA 90802
T: 562.436.4259
F: 562.437.7850

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- B. Review **Bylaws** + Election Procedures
- Cadavona suggested codifying the requirement that Board members must serve on a committee. This will be presented to the Board for approval as an amendment to the Bylaws.
 - Suarez discussed strengthening the definition of “residents” in the Bylaws. Suarez and Kojian recalled the previous dialogue around this matter as being specific to whether the DLBA should fill the Long Beach City College seat with a renter or not. Suarez asked if that language is reflected in the definition of the advisors.
 - The Committee referenced Section 8.5.f in the Bylaws and considered amending the fourth bullet point to include more specific language to include renters. Suarez added a concern around vague/unclear definitions, specifically that of “Downtown Representative”.
 - Cadavona asked members of the Committee if they want specific language that explicitly includes renters, or if a more generic definition is preferred. Harris favors keeping the definition broad, so it does not need to be amended each year as focus changes to a new demographic. Suarez agrees with Harris, suggesting this become a standard procedure but does not necessarily require codification.
- C. Review **Board Terms**
- Cadavona requested the Committee review this list and identify the individuals whose terms are ending. The Committee can reach out to these individuals and gauge interest/talk them through the process. Next month the Committee will discuss who will contact whom.

4. OLD BUSINESS

5. NEW BUSINESS

- Kripp asked if meetings will begin in person any time soon. Kojian answered that a specific health order must be lifted first. In addition, DLBA committees can meet virtually due to an Executive Order issued by the Governor and it is uncertain whether this order will remain in place in the future.
- Suarez inquired about the status of hiring a consultant to incorporate Diversity Equity Inclusion, and Access (DEIA) into the organization. Kojian explained that the consultant for the Strategic Plan update and PBID renewal was more time effective. This consultant, Progressive Urban Management Associates (PUMA), is aware that the DLBA will be working with a DEIA prospective and will include this in their findings when presenting their Strategic Plan.

6. PUBLIC COMMENT (three minutes on all non-agenda items)

7. ADJOURNMENT

Meeting adjourned at 8:56 AM.

NEXT GOVERNANCE COMMITTEE MEETING:

Wednesday, February 24, 2021

Location: ZOOM

Mission: Cultivate, preserve, and promote a healthy, safe, and prosperous Downtown

All meetings held by the Downtown Long Beach Alliance shall be conducted in compliance with the Brown Act, California Government Code Section 54950 et s, and its requirement that public commissions, boards, councils, and public agencies conduct business openly.

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