GOVERNANCE COMMITTEE MEETING MINUTES  
Wednesday, March 24, 2021  
8 AM

Join Zoom Meeting  
Meeting ID: 816 0965 8812  
Passcode: 267300

Voting Present: Loara Cadavona, Allison Kripp, Todd Lemmis, Silvano Merlo, Griselda Suarez  
Voting Absent: Jeremy Harris  
DLBA Staff: Kraig Kojian, Kelsey Mader

1. CALL TO ORDER and INTRODUCTIONS – Loara Cadavona, Chair  
Meeting presentation. Called to order at 8:03 AM.

2. APPROVE MINUTES  
ACTION: Approve Minutes from February 24, 2021 Meeting  
MOTION: 1st: Merlo; 2nd: Kripp  
VOTE: None opposed. No abstentions. Suarez not present for vote. Motion passes.

3. CHAIRPERSON’S REPORT – Cadavona  
A. Board and Committee Vacancies  
   i. Board Vacancies:  
      (a) PBID Standard (1) – Expires September 2021  
         • This seat is to remain open until the election cycle.  
      (b) At-Large (1) – Expires September 2022  
         • Sean Rawson will be voted on at the April Executive Committee meeting.  
   ii. Committee Vacancies  
      (a) Events & Sponsorships (2)  
         • Laurie Gray, DLBA Special Events & Sponsorships Committee Chair joined Broc Coward, DLBA COO, in interviewing candidates for the vacancies on the respective committee. After multiple interviews, the following names were chosen to serve on the committee.  

ACTION: Approve Rhonda Love to serve on the DLBA 2020-21 Special Events & Sponsorships Committee, effective immediately and expiring September 30, 2021.  
MOTION: 1st: Merlo; 2nd: Kripp  
VOTE: None opposed. No abstentions. Suarez not present for vote. Motion passes.

ACTION: Approve Kat Engel to serve on the DLBA 2020-21 Special Events & Sponsorships Committee, effective immediately and expiring September 30, 2021.  
MOTION: 1st: Kripp; 2nd: Lemmis  
VOTE: None opposed. No abstentions. Motion passes.

ACTION: Approve Dwayne Horton to serve on the DLBA 2020-21 Special Events & Sponsorships Committee, effective immediately and expiring September 30, 2021.  
MOTION: 1st: Merlo; 2nd: Kripp  
VOTE: None opposed. No abstentions. Motion passes.
(b) Public Safety (1)
   • Staff continues to search for candidates to fill this vacancy.
(c) Executive (1)
   • This seat will remain vacant until the new fiscal year/election cycle.

B. Review Bylaws + Election Procedures
   • These following recommendations will go to the Board for two-thirds approval at the April 21 meeting.
     i. Revision to Bylaw Section 8.2

ACTION: Review to approve or revise recommendations to amend Bylaw Section 8.5 (f) and send to Board of Directors for two-thirds approval.
MOTION: 1st: Suarez; 2nd: Kripp
VOTE: None opposed. No abstentions. Motion passes.

   ii. Revision to Bylaw Section 8.5 (f)

ACTION: Review to approve or revise recommendations to amend Bylaw Section 8.5 (f) and send to Board of Directors for two-thirds approval.
MOTION: 1st: Merlo; 2nd: Kripp
VOTE: None opposed. No abstentions. Motion passes.

C. Update on Board Terms Contact List Outreach
   • The Committee reviewed which Directors have been contacted, and who intends to return for another term. Outreach suggests nearly all Directors with expiring terms will be returning.
   • Suarez asked for clarification on behalf of Patty Wirth regarding the term expiration. Kojian confirmed that Wirth's term expires September 2021. Suarez will relay this information to Wirth and direct any additional questions to staff.

D. Review Governance Committee Calendar
   • The Board Election announcement postcard has been sent to stakeholders.
   • In preparation for the upcoming Board elections, Cadavona reviewed the exiting evaluation forms with the Committee and asked if there were any recommended revisions.

E. Review Board Exit Interview Questions

4. OLD BUSINESS
5. NEW BUSINESS
6. PUBLIC COMMENT (three minutes on all non-agenda items)
7. ADJOURNMENT
   Adjourned at 8:42 AM.

NEXT GOVERNANCE COMMITTEE MEETING:
   Wednesday, April 28, 2021
   Location: ZOOM

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

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