GOVERNANCE COMMITTEE MINUTES
Wednesday, October 27, 2021
8:00 AM

Join Zoom Meeting
Meeting ID: 850 8434 6325
Passcode: 286501

Voting Present: Debra Fixen, Alan Pullman, Allison Kripp, Griselda Suarez
Voting Absent: Jeremy Harris
DLBA Staff: Kelsey Mader, Broc Coward, Justine Nevarez

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

2. APPROVE MINUTES
   ACTION: Approve Minutes from September 29, 2021 Meeting
   MOTION: 1st: Kripp; 2nd: Pullman.
   VOTE: None opposed. No abstentions.

3. CHAIRPERSON’S REPORT – Fixen
   A. Board & Committee Vacancies
      i. 2021-22 Board
         (a) PBID Premium (1)
         (b) PBID Standard (2)
            • Fixen will present Cheryl Roberts, Regional Manager for Pike Outlets, to the Executive Committee in coming weeks to fill one PBID Standard Vacancy.
         (c) Advisory (1)
      ii. 2021-22 Programming Committees
         (a) Placemaking (1)
   ACTION: Approve Max Beach to serve on the DLBA Placemaking Committee for a one-year term effective immediately and expiring September 30, 2022.
   MOTION: 1st: Suarez; 2nd: Pullman.
   VOTE: None opposed. No abstentions. Motion passes.
      (b) Special Events (2)
   ACTION: Approve Robert Marquez to serve on the DLBA Special Events & Sponsorship Committee for a one-year term effective immediately and expiring September 30, 2022.
   MOTION: 1st: Pullman; 2nd: Kripp.
   VOTE: None opposed. No abstentions. Motion passes.

   B. Plan/Recommend Finance and Audit Committee Members
      • Mader reviewed the process of recommending and approving these two committees. Recommended by the Governance Committee, the Executive Committee will formally approve the appointees.
      • Fixen and Mader discussed past Finance and Audit Committee members, and the potential of these members returning for another year.
**ACTION:** Recommend Hilda Sanchez, Bob Kelton, Kena Fuller, Jill Harris, and Graham Gill to serve on the DLBA 2021-2022 Finance Committee for a one-year term effective immediately and expiring September 30, 2022.

**MOTION:** 1st: Kripp; 2nd: Suarez.

**VOTE:** None opposed. No abstentions. Motion passes.

**ACTION:** Recommend Richard Lewis, John Sangmeister, Hilda Sanchez, and Bob Kelton to serve on the DLBA 2021-2022 Audit Committee for a one-year term effective immediately and expiring September 30, 2022.

**MOTION:** 1st: Pullman; 2nd: Suarez.

**VOTE:** None opposed. No abstentions. Motion passes.

C. Review [Organizational Calendar](#)

- Mader and Coward reviewed the calendar, pointing out the highlights throughout the year that specifically pertain to the Governance Committee. Coward added how the PBID renewal will play into this calendar.
- Suarez made recommendations for scheduling Board interviews more proactively this fiscal year. Mader will reflect this on internal staff calendars.

4. **STAFF REPORT** – Broc Coward, COO

A. Board Experience

- Coward reviewed the portion of the current Strategic Plan that identifies the Governance Committee’s responsibility to assess the Board’s achievements and experiences. It is up to the Committee how it would like to accomplish this but must first be approved by the Executive Committee.
- Pullman asked if this has been done before, to which Coward replied that a survey has been sent to the Board for overall feedback once a few years ago.
- Kripp added that in this survey the Committee should gauge each Board member’s interests and their hopes for their future within the organization.
- The survey will be linked into December’s agenda so the group can build off the existing questions.
- Coward and Fixen noted that some Board members may not feel they are getting the most of their experience on the Board, and this would provide an opportunity for those members to express that.
- Suarez mentioned Diversity, Equity, Inclusion, and access (DEIA) measures and policies how this will impact the Committee, specifically during the recruitment of new Board /committee members. Coward noted that the group will be updated on this initiative at next month’s meeting.

5. **OLD BUSINESS**

6. **NEW BUSINESS**

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

8. **ADJOURNMENT**

Adjourned at 8:55 AM.

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**NEXT GOVERNANCE COMMITTEE MEETING:**

**Wednesday, October, 27 2021**

**Location:** TBD

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

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