GOVERNANCE COMMITTEE MINUTES
Wednesday, February 23, 2022
8:00 AM

This meeting is being held via Zoom teleconferencing pursuant to Assembly Bill 361.
Join Zoom Meeting
Meeting ID: 853 3068 3061
Passcode: 101102

Voting Present: Debra Fixen, Alan Pullman, Griselda Suarez, Jeremy Harris
Voting Absent: Allison Kripp
DLBA Staff: Broc Coward, Kelsey Mader, 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 January 26, 2022 Meeting
MOTION: 1st: Harris; 2nd: Pullman
VOTE: None opposed. No abstentions. Motion passes.

3. CHAIRPERSON’S REPORT – Fixen
   A. Board & Committee Vacancies
      i. 2021-22 Board
         (a) PBID Standard (1)
         (b) Advisory (2)
         • The Committee reviewed current PBID Board representatives for both Premium and Standard areas.
         Coward added that the PBID boundaries will expand if/when the district is renewed.
         • Candidates must own commercial property within the respective boundaries to be eligible for one of these seats.
         The property owner can select a representative to serve in their place.
         • Pullman, Fixen, and Suarez discussed different property owners from various parts of Downtown to serve on the Board.
   B. Board Interest Outreach Assignments
      • Mader reviewed the linked table, filling in assignments for Governance Committee members to reach out to gauge interesting in serving another term, if eligible.
      • If an existing Board member hopes to return, they are required to reapply and make their interest known via email.
   C. Board Candidate Review/Discussion
      • The Committee reviewed Jane Gould’s application. Gould will interview with the Committee in May along with other applicants.
   D. Review Organizational Calendar
      • Mader briefly reviewed the next few months and milestones for the Committee, emphasizing the focus on Board Elections.

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E. Detailed Review of DLBA Bylaws & Election Procedures

- In preparation for the formal action that will be taken next month, the Committee reviewed potential changes to the resident representation seats on the Board. Because of the recent redistricting, there may be a need to adjust the seats designated for a First Council District and Second Council District residential representative.

- Some ideas discussed include taking into consideration resident population density and using the previous Council District lines but renaming them. Coward explained that there is precedent for using this method, while also sharing that staff would review and come back to the group with official options. Ultimately the Committee will decide which method is best to replace the current resident representation, or if it will remain the same.

- Because resident representation may shift, the Committee considered if the Councilmember for the Second District should continue having a designated seat on the advisory Board. Coward reminded the group that, though now much smaller, Council District Two still falls within DLBA’s districts.

4. STAFF REPORT – Broc Coward, COO

A. Review of Board Election Timeline

- Mader made note of the many mailings being sent to stakeholders regarding the PBID. Because of this, DLBA is delaying some of the Board Election mailings as to not bombard stakeholders with communications from the organization. To accommodate this a special Governance Committee meeting will need to be held at the beginning of August where the election results will be tabulated. Historically this takes places at the end of July, but it is being postponed for the reasons previously mentioned.

B. Misc.

5. OLD BUSINESS
6. NEW BUSINESS
7. PUBLIC COMMENT (three minutes on all non-agenda items)
8. ADJOURNMENT

Adjourned at 9:09 AM.