



BOARD OF DIRECTORS

MINUTES, AUGUST 6, 2009

A. PUBLIC MEETING CALL TO ORDER

1. The Board of Directors of the Uptown Partnership, Inc. held its monthly meeting on August 6, 2009 at 3108 Fifth Avenue, Suite B, San Diego, CA, 92103 for the purpose of transacting all proper business of the corporation.
2. Board members present: Ron Baranov, John Eisenhart, Jim Frost, Bob Grinchuck, Cindy Lehman, Bob Orphey, Anne Rast, Sean Schwerdtfeger, and Warren Simon.
3. Staff present: Carol Schultz, Janet Fairbanks, Jessica Freeman, John Hargreaves, and Janelle Luna.
4. Others present: Joe De La Garza, KOA Corporation, Nick DeLorenzo, DeLorenzo Inc, Meredith Dibden-Brown, CPD Contract Administrator, Ian Epley, Kathleen Ferrier, KOA Corporation, Tim Gahagan, Hillcrest Town Council, Ann Garwood, Hillcrest Business Association, Phyllis Marron, Nancy Moors, Hillcrest Business Association, Ben Nicholls, Hillcrest Business Association, Stephen Puetz, Council District Two, John Taylor, Hillcrest Town Council, Courtney Thompson, Council District Three, Rick Wilson, Leslie Wolf-Branscomb, SD Uptown News, Ryan Zellers, KOA Corporation.
5. President Cindy Lehman called the meeting to order at 4:34 PM.

B. PUBLIC COMMENT

1. Tim Gahagan – Expressed concern regarding the allocation of funding for projects.
2. Nancy Moors – Queried the Board of Directors on the status of installation of parking meters at Atlas and the delay in installing a meter in the converted space on Richmond Street.
3. Ann Garwood – Expressed concerns regarding the pedestrian situation in Uptown.

C. UPDATES

1. **HONORABLE MAYOR JERRY SANDERS' REPRESENTATIVE RON LACEY** – Ron Lacey informed the Board of Directors of several board and commission openings and requested anyone interested please submit their resume. Mr. Lacey also provided an update on the City's budget shortfall and the water conservation efforts the City is taking.
2. **COUNCIL DISTRICT TWO** – Kevin Faulconer's representative, Stephen Puetz, informed the Board of Directors of the Councilmember's reduction in water usage; down 24% from last year. Mr. Puetz also mentioned that the Budget Committee has moved forward on four items, including managed competition, and will hopefully be able to resolve some of the budget issues.
3. **COUNCIL DISTRICT THREE** – Todd Gloria's representative, Courtney Thompson, invited the Board of Directors to raise funds for Mama's Kitchen by dunking the Councilmember at City Fest.

D. AGENDA APPROVALS

1. Bob Grinchuk offered the **motion** to accept the consent agenda. Ron Baranov seconded the motion. **8-0-1.**
2. Sean Schwerdtfeger offered the **motion** to move item F4 regarding personnel-related matters to executive session following the other action items. Ron Baranov seconded the motion. **8-0-1.**
Bob Grinchuk offered the **motion** to continue item F6 regarding program budget re-allocation until after the Hillcrest Committee meets and has time to review the project. Jim Frost seconded the motion.

Jim Frost offered a friendly amendment to the original motion to include the language, "and new board members are installed," so that the motions reads as: "Continue item F6 until after the

Hillcrest Committee meets and the new board members are installed and have time to review the project.”

Bob Grinchuk offered a friendly amendment to the revised motion to include the language, “prior to the executive session there will be a public comment period.” The full motions reads, “Continue item F6 until after the Hillcrest Committee meets, and the new board members are installed, and have time to review the project. Prior to executive session there will be a public comment period.” **7-1-1.**

E. BUSINESS

1. FINANCIAL REPORTS

Ron Baranov offered the **motion** to accept April’s financial reports as presented. Bob Grinchuk seconded the motion. **8-0-1.**

Ron Baranov noted for the Board that May’s financial reports reflect larger than average expenses. Ron Baranov offered the **motion** to accept May’s financial reports as presented. Jim Frost seconded the motion. **8-0-1.**

2. EXECUTIVE UPDATE AND CALENDAR

Executive Director Carol Schultz provided the Board with an overview of the organization’s activities and drew their attention to the annual planning workshop scheduled for October 10, 2009 from 9 AM – 4 PM. No Board action was required.

3. COMMUNICATIONS

Anne Rast offered the **motion** to authorize preparation of letters to: (a) DMV encouraging the department to make its parking lot on Normal Street available for public use after business hours; and (b) Councilmember Gloria requesting assistance in developing interim parking at the future site of the Mission Hills-Hillcrest Library. Ron Baranov seconded the motion. **8-0-1.**

F. ACTION ITEMS

1. FIVE POINTS REPORT

Joe De La Garza, KOA Corporation, gave a presentation reviewing the components of the report: (1) pedestrian circulation, (2) vehicle circulation, (3) traffic calming, and (4) enhancement of area aesthetics. He noted that City Traffic Engineering already has approved the work that went into the report and that the final report will be completed soon. Janet Fairbanks informed the Board of Directors that both KOA Corporation and DeLorenzo Incorporated did a wonderful job and that she is pleased with their work.

John Eisenhart offered the **motion** to approve the report as issued by KOA Corporation. Anne Rast seconded the motion. **6-1-1.**

2. GOVERNANCE

- a. Ron Baranov offered the motion that the Board approve the recommendation of the Operations and Finance Committee to adopt the 10 Basic Responsibilities of Nonprofit Boards as Board policy. Jim Frost seconded the motion. **8-0-1.**
- b. Ron Baranov offered the motion that the Board of Directors approve the recommendation of the Operations and Finance Committee to: (a) establish a Governance Committee to carry out the duties of board recruitment, selection, and retention; (b) empower the President to name the initial committee members, who shall all be members of the Board; and (c) direct the Governance Committee to convene immediately after the August 6 Board meeting and to provide a preliminary report to the Board on September 3, 2009. Bob Grinchuk seconded the motion. **8-0-1.**
- c. Ron Baranov offered the motion that the Board approve the recommendation of the Operations and Finance Committee to create three new board seats to be filled by (a) asking

Council Districts 2 and 3 to designate one appointment each and (b) selecting a representative of Uptown Planners from resumes submitted by individual members by August 15, 2009. Bob Grinchuk seconded the motion. **8-0-1.**

3. BYLAWS REVISION

Bob Grinchuk offered the motion that the Board approve the recommendation of the Operations and Finance Committee to revise its Bylaws to limit a member's service to two consecutive three-year terms, with the exception that members who begin their service by filling an unexpired term may serve two consecutive terms in addition to the initial partial term. After a member has completed his or her term limit, the member may opt to become eligible to serve on the Board again only after a year spent off the Board. Ron Baranov seconded the motion. **8-0-1.**

4. HILLCREST COMMITTEE MOU

Bob Grinchuk moved to recommend that the Board approve the recommendation of the Operations and Finance Committee to adopt the draft Memorandum of Understanding after removing an inconsistency between related paragraphs that describe the chair selection process. Ron Baranov seconded the motion. **8-0-1.**

5. PROGRAM BUDGET RE-ALLOCATION

Anne Rast offered the **motion** to approve the Planning and Projects Committee recommendation for allocating \$386,870 among three approved projects as follows: \$230,000 for BANKERS HILL-PARK WEST Parking and Circulation Improvements (total of \$488,200); \$107,390 to HILLCREST CENTRAL Parking Agreement (total of \$227,390); and \$31,480 to HILLCREST CENTRAL Site Upgrades for Interim Parking Lot at Future Library Site (total of \$61,480). Bob Orphey seconded the motion. **7-1-1.**

6. CLOSED SESSION – EMPLOYEE COMPENSATION

The motion was offered and seconded to adopt the recommendation of the Operations and Finance Committee, *i.e.*, effective September 1, 2009, to increase wages for Program Specialist by \$1.00 per hour and for Planner and Research and Planning Analyst by \$0.50 an hour and to maintain the Executive Director's compensation unchanged. **7-1-1.**

The Board re-convened in open session and announced its decision.

G. ADJOURNMENT

The Board adjourned at 6:36 PM.

Next Board of Directors meeting is scheduled for September 3, 2009

Transcribed and drafted by Jessica Freeman

Approved by Board on

Certified after Board approval by

Date

Warren Simon, Secretary