



Joe Stitick,  
President  
Raul Porto,  
Vice President  
Helen McDonagh,  
Treasurer  
Rick Lemmo,  
Secretary  
Phil Lanzafame  
Brent Gardner

**Downtown Glendale Association  
Board of Directors Meeting- Annual Meeting  
Wednesday, October 5<sup>th</sup>, 11:00 a.m.  
100 N. Brand Blvd., 6<sup>th</sup> Floor Conference Room  
Glendale, CA 92013**

**CLOSED SESSION WILL BE HELD ON ITEM 7, ONLY BOARD MEMBERS  
WILL BE PRESENT**

**AGENDA**

1. **Introductions – President Joe Stitick**
2. **Approval of July 28<sup>th</sup>, 2016 Board minutes** *Action Item*
3. **Announcements, public comment**
4. **City Update on current projects:**
  - a. Update on discussion on sharing of Parking Meter Revenues based upon DGA letter and proposal;
  - b. Update on Street Performer ordinance – Jennifer M.
  - c. Maryland improvements
5. **Report from Nominations Committee, appointments to the Board of Directors**
  - a. **Nomination of property owner seats** *Action Item*
    1. Raul Porto
    2. Helen McDonagh
    3. Nominations from the floor
  - b. **Appointment of Community at Large seats** *Action Item*
  - c. **Amendment of DGA bylaws, changing the number of required Board members;**  
Resolution:  
*Currently, Article VIII of the bylaws lists the number of directors as follows: The authorized number of Directors of the corporation shall not be less than seven (7) and more than thirteen) (13) until changed by amendment of the bylaws. This*

*amendment will alter the bylaws to state: The authorized number of Directors of the corporation shall not be less than five (5) and more than thirteen (13).*

**6. Committee Reports:**

***(Executive Committee) – Joe Stitick***

- a. Review of updated Review of rough draft budget for YTD Fiscal Year 2016,  

***Action Item***
- b. Preparation of Annual Report to the City Council – date?
- c. Allocation of supplemental funds for the NCPS contract to cover changes in the workers comp classification in maintenance workers from Building Operations Workers to Janitors (to be discussed in Closed Session);

***(District Identity and Streetscape Improvements) – Helen McDonagh***

- a. Update on the PR Firm;
- b. Status of holiday decorations
- c. Update from Committee

***(SOBO)***

- a. Demonstration block - update
- b. Report from Operations Director

**7. CLOSED SESSION (only Board members to attend, no staff), TO DISCUSS INCREASED COSTS IN MAINTENANCE CONTRACT WITH NCPS BASED UPON CHANGES IN WORKERS COMP CLASSIFICATION, REQUEST FOR REIMBURSEMENT OF INCREASED COSTS)**

***Action Item***

**8. Reopen Closed Session, announce decisions, if any, to the public**

**9. Next Board meeting:\_\_\_\_\_**

***BROWN ACT: Government Code 54950 (The Brown Act) requires that a brief description of each item to be transacted or discussed be posted at least 72 hours prior to a regular meeting. The Corporation posts all Board and Committee agendas at the meeting room door as well as the DGA office door. Action may not be taken on items not identified as such and posted on the agenda. Meeting facilities may be accessible to persons with disabilities. If you require special assistance to participate in the meeting, notify Ryan Huffman at 818 476-0120 x 420 at least 48 hours prior to the meeting***



## ARTICLE VII

### NOMINATIONS FOR THE BOARD OF DIRECTORS

#### Section 1: Certain Definitions.

Board Members under these bylaws shall mean:

- a. **"Business Tenant Director"** shall mean a holder of a valid and fully paid City Zoning Use Certificate relating to an address located in the District (as defined by the Community Benefit District (CBD) resolution of formation adopted by the Glendale City Council on July 31<sup>st</sup>, 2012);
- b. **"Community at Large Director"** shall mean a District resident, community member, or a business tenant located within the CBD boundaries or an individual whom the Board believes will further the public benefit purposes of the corporation;
- c. **"District"** shall mean the Downtown Glendale Community Benefit District in the City of Glendale California, formed pursuant to the City of Glendale Community Benefit District ordinance.(Glendale Municipal Code #5771);
- d. **"Annual Election Meeting"** shall mean the Annual meeting of the Board at which Directors are to be elected. The Board seeks to complete the nomination process within the last three months of each calendar year. (October through December);
- e. **"Property Owner"** shall mean the owner of any property, or their designee, whether commercial, institutional, civic, ecumenical, public or residential, located in District who is not delinquent by more than 3 months from the annual date the CBD assessment was due to the County, for such property.
- f. **"Property Owner Director"** means any Director nominated by an assessed property owner and subsequently elected to serve as a Director by the Board. Any Property Owner Director shall be entitled to designate one Director, in accordance with Article VII, Section 3, for the Board to consider electing them as a Director.
- g. **"Non-Director Liaisons"**. In addition to the voting Directors, the Glendale City Manager may appoint up to two (2) employee liaisons from the City to attend and participate in regular Board meetings. Non-Director liaisons are not members of the Board, do not have voting rights and will not be counted toward a quorum and voting requirements.

#### Section 2: Qualification

- a. Members of the Corporation shall be eligible for nomination to the Board of Directors based upon active participation with the Corporation including

its committees, task forces or otherwise for a period of not less than one (1) year, and support for the policies, goals of the Corporation. The Interim Board of Directors shall be appointed in August 2012. The first eligibility standards for permanent Board membership, based upon Article VII, Section 1 (e), are estimated to become effective in June 2013.

### **Section 3: Nominations.**

- a. At least forty five (45) days before each Annual Election Meeting, the Board Secretary shall cause a notice to be delivered to each Property Owner or their designated representatives soliciting Board of Director nominations. This first nominations process shall occur in the summer of 2013;
- b. Nominations must be received by the Secretary no later than fourteen (14) days before the Annual Election Meeting. Additional nominations may be submitted and considered by the Board at the Annual Election Meeting.
- c. Directors shall be elected in accordance with Article VIII, Section 1 of these Bylaws.
- d. Any notice required by this Section 2 may be delivered by U.S. mail, e-mail, fax or personal delivery.

**Section 4: Additional Representatives.** Each Director may appoint additional representatives who shall have the right to participate in Board discussions in an advisory and non-voting capacity. Once Property Owner Directors have been nominated and appointed, according to these bylaws, the sitting Property Owner Directors may appoint any Community or Business Tenant Directors representatives as voting members of the Board, based upon the procedures as outlined in Article VIII, Section 1 of these bylaws.

## **ARTICLE VIII DIRECTORS**

### **Section 1: Number and Qualifications and Terms.**

- a. *Authorized Number.* The authorized number of Directors of the Corporation shall not be less seven (7) nor more than thirteen (13) until changed by amendment of the bylaws. The exact number of Directors shall be fixed from time to time, within the limits specified in this Article VIII, Section 1, by the Board of Directors.



b. *Director Board Composition .*

(1) Any Property Owner shall be entitled to nominate one (1) nominee, in accordance with Article VIII, Section 1, for the Board to consider electing as a Director at the annual Election Meeting.

(2) Of the authorized number of Directors, a minimum of eighty five per cent (85%) shall be Property Owners within the District.

(3) All remaining Directors shall be referred to as "Community Directors". Community Directors may be Business Tenants, or Community at Large Representatives, *provided* that at all times from and after the date the District is established at least one (1) Community Director should be a non-property owning Business Tenant.

c. *Term.* The term of office of each Director of the Corporation shall be two (2) years and until his or her successor has been elected and qualified. The Directors may be elected at any meeting of the Board. Each Director, including a Director elected to fill a vacancy, shall hold office until the expiration of the term for which he or she was elected and until a successor has been elected and qualified. A Director may succeed himself or herself in office.

d. *Staggering of First Year Terms:* The first nomination of Directors shall take place in the summer of 2013, after it has been confirmed that the Property owners of the CBD had met the requirements for appointment to the Board as per Article VII, Sections 1 and 2. During the first nomination process of Board members, 50% plus one, (or an approximation of that amount) of the incoming Directors shall be assigned two year terms and 49% of the Directors, (or an approximation of that amount), shall be elected for one year terms. In 2014 and succeeding years, Directors shall all be nominated for two year terms.

e. *No Limit on Term.* There shall be no limit to how many terms any individual may serve on the Board.

**Section 2: Annual Election Meeting and Powers.** The nominated Directors shall be elected by majority vote of the currently seated Board members, based upon the provisions stated in Article VIII, Section 1 at the Annual Election meeting of the Board. Subject to the provisions of the Code, the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised by or under the direction of the Board. The Board may delegate the management of the day-to-day operation of the business of the Corporation to a management company, committee (however composed), or other person, *provided* that the activities and affairs of the Corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.



Rick Lemmo,  
President  
Raul Porto,  
Vice President  
Helen McDonagh,  
Treasurer  
Joe Stitick,  
Secretary  
Brent Gardner  
Phil Lanzafame

**Downtown Glendale Association  
Board of Directors Meeting  
Thursday, July 28<sup>th</sup>, 2016 – 10:00am  
100 N Brand Blvd, CO-Work Basement  
Glendale, CA 91203 - [www.downtownglendale.com](http://www.downtownglendale.com)**

**Present:** Rick Lemmo/ Caruso Affiliated, Joe Stitick/ Investment Property Services, Helen McDonagh/ Massage Envy, Brent Gardner/ General Growth,

**Staff:** Marco Li Mandri, Nick Lemmo, and Ryan Huffman

**Guests:** Jennifer McLain/City of Glendale

**Absent:** Phil Lanzafame/City of Glendale, Raul Porto/Porto's Bakery

**MINUTES**

<b>MINUTES</b>	<b><i>Discussion</i></b>	<b><i>Action Taken?</i></b>
<b>1. Introductions</b>	President Rick Lemmo called the meeting to order at 10:00 am	<b>No action taken.</b>
<b>2. Approval of May 10<sup>th</sup>, 2016 Board Minutes</b>	The minutes of May 10 <sup>th</sup> , 2016 were reviewed.	<b>Helen moved and Joe seconded the approval of the minutes from the May 10<sup>th</sup>, 2016 Board meeting. The minutes were approved unanimously.</b>
<b>3. Public Comments and Announcements</b>	Rick Lemmo opened the floor to public comments and announcement.	<b>No action taken.</b>
<b>4. City Update on Current Projects</b>	Jennifer McLain explained that outside the district there would be	<b>No action taken.</b>



	<p>a 69-unit loft construction project starting. The lofts primary residents will be artists.</p> <p>Jennifer explained that there would be upcoming construction on Maryland.</p> <p>Jennifer explained that the #MeetMeOnBrand campaign is strong and they have been releasing videos to social media. The DGA will also be teaming up and reposting videos and contributing to the #MeetMeOnBrand campaign.</p> <p>Jennifer explained that the city is doing a walk-able project to let citizens know about walking in Glendale. It is a 2-3 month mobility project.</p> <p>Jennifer had more information about the Glendale Tech on Tap project. They will be having a kick off event at Moose Den on Brand Blvd. A Local technology company will be the headline. Glendale Tech Week starts the week of September 12<sup>th</sup> and will be at many businesses inside the district, to include, CBRE, MONA, and multiple restaurants. Rick Caruso will be speaking and there will be an event at Bourbon. Discussion followed on all topics.</p>	
<b>Update on Parking Contract</b>	Jennifer commented that the City Council approved and implemented the parking meter increase. The rate on Brand Blvd. went from \$1.00 to \$1.50.	<b>No action taken.</b>
<b>Update on Discussion on sharing of Parking Meter Revenues based upon DGA letter and Proposal</b>	The DGA would like to meet with the Roubik Golanian, the Director of Public Works to discuss the implementation and shared revenue. The DGA would like to	<b>No action taken.</b>

	assist with the parking related improvements. Jennifer will help arrange this meeting. Rick expressed great dissatisfaction with the City's apparent unwillingness to share in Parking meter revenues now that they had been approved by City Council action. The DGA proposal for use of the Parking meter revenues has been completely ignored by City staff. A lengthy discussion followed.	
<b>Letter of support for Maryland Improvements</b>	Marco will work with Jennifer to formalize a letter of support for Maryland Avenue improvements.	<b>Brent moved and Helen seconded the motion to approve Marco to work with Jennifer and draft a letter of support for the Maryland Avenue improvements. The motion was approved unanimously.</b>
<b>Street Performer Ordinance</b>	Jennifer explained the drafted street performer ordinance. Marco requested four changes be made to the ordinance. 1. Change from 10 feet to 30 feet of an entrance. 2. Remove the age 16 and make it state that no minor can perform. 3. Change from 4 feet to 6 feet on a sidewalk. 4. Change the time of performing to not allow performers from 9pm-12 noon. Jennifer will work with the city and confirm that the police agree with the ordinance.	<b>Joe moved and Brent Seconded the motion for DGA to support the street performer ordinance with the recommended changes by Marco. The motion was approved unanimously.</b>
<b>5. EXECUTIVE COMMITTEE REPORT</b>		
<b>Annual Budget, FY 16</b>	Marco gave an update on the status of the YTD financial report. Marco went through each Committee budget, the need to reallocate	<b>Brent moved and Helen seconded the approval of the rough draft YTD financial report with the</b>



	funds from different categories, and the carry forward. Discussion followed.	reallocation to fund the increase of Banners and Public Relations. The motion was approved unanimously.
<b>Election of new President of the Association</b>	Rick informed the Board that he would be stepping down as President. The Board nominated Joe Stitcik to become President of the Association. No other nominations for President were made. Joe proposed that Rick take his position as Secretary.	Brent moved and Helen seconded the motion to elect Joe Stitcik as President, effective August 1 <sup>st</sup> , 2016. Rick was also nominated to serve as secretary. The motion was approved unanimously.
<b>Initiation of new nomination procedure for FY2017, set Annual meeting date, and mail out letter to all property owners.</b>	Marco reviewed the nomination procedure, annual meeting date, and letter. The Board needs to set an annual meeting date and issue a letter and nomination form as per the bylaws.	Helen moved and Joe seconded the motion to approve the nomination procedure, Annual Meeting date of October 5 <sup>th</sup> , 2016 and the letter to be mailed out. The motion was approved unanimously.
<b>Letter to business and property owners for solicitation to work on various DGA committees</b>	Marco reviewed the letter that was written to send out to solicit additional business and property owners for DGA Committees. Discussion followed.	No action taken.
<b>DISI – MARKETING COMMITTEE</b>		
<b>RFP for PR, based upon City Contract, Authorization to issue, approval of Mustang PR</b>	Rick commented on Mustang Marketing. Discussion Followed.	Helen moved and Brent seconded the approval of Mustang Marketing agreement. The motion was approved unanimously.
<b>Report from Committee meeting</b>	Rick asked Helen for a report from the DISI committee.	No action taken.

<b>SOBO Committee</b>		
<b>Demonstration Block</b>	The City and Bob Perry will be working together when Bob comes back from vacation.	<b>No action taken.</b>
<b>Report from Operations Director</b>	Nick gave an update on banked hours, the pressure washer, and operations.	<b>No action taken.</b>
<b>CLOSED Session</b> <b>To discuss the review of responses to the Administration RFP sent out by the City of Glendale (staff left the room)</b>	The Board members without staff reviewed the RFP for Administrative services responses received. Only one response was received by the deadline set by the City.	<b>The Board voted to renew the 3-year Administration contract with New City America commencing immediately</b>
<b>Next Meeting</b>	The next meeting will be held at 11:00 am on October 5 <sup>th</sup> , 2016.	<b>No action taken.</b>

**Minutes taken by Ryan Huffman, staff and Marco Li Mandri, staff**



# Downtown Glendale Association

2016 DRAFT Budget 12/01/2015 - 09/30/2016

	Sep 2016	Dec 1, 15' - Sep 30, 16'	Year-to-Date	Annual Budget
Income				
Assessment Income	56,203.88	940,009.13	940,009.13	900,478.00
Carry Forward		129,001.19	129,001.19	129,001.19
Non Assessment Revenue		140.00	140.00	
Interest Income	39.75	369.58	369.58	
Total Income	56,243.63	1,069,519.90	1,069,519.90	1,029,479.19

Expense				% of Spent	Total	% Annual
Administration	Sep 2016	Actual YTD Spent	Projected YTD	YTD Budget	Annual Budget	Total Budget
Accounting Fees		0.00	3,333.33	0.00%	4,000.00	0.39%
Admin - Misc		102.49	833.33	10.25%	1,000.00	0.10%
Bank Charges		282.74	250.00	94.25%	300.00	0.03%
Board Meetings	21.77	219.26	416.67	43.85%	500.00	0.05%
Insurance Liability	212.91	6,050.00	5,000.00	100.83%	6,000.00	0.58%
Legal Fees	187.50	187.50	1,666.67	9.38%	2,000.00	0.19%
Memberships	270.00	1,131.93	1,666.67	56.60%	2,000.00	0.19%
Office Supplies	189.80	965.79	1,666.67	48.29%	2,000.00	0.19%
Postage	37.60	192.80	416.67	38.56%	500.00	0.05%
Printing & Copying	135.29	532.58	833.33	53.26%	1,000.00	0.10%
Staff Contract	11,083.00	110,830.00	110,833.33	83.33%	133,000.00	12.92%
Telecommunications	190.00	1,885.00	2,083.33	75.40%	2,500.00	0.24%
Travel	8.00	377.95	833.33	37.80%	1,000.00	0.10%
Total Administration	12,335.87	122,758.04	129,833.33	78.79%	155,800.00	15.13%
Business Attraction		0.00	0.00	0.00%	0.00	0.00%
Contingency		0.00	0.00	0.00%	0.00	
Unallocated		0.00	36,815.99	0.00%	44,179.19	4.29%
DGM Expenses		246.12	0.00	0.00%	0.00	
	0.00	246.12	36,815.99	0.56%	44,179.19	4.29%



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DISI					% YTD		% Annual
		Sep 2016	Actual YTD Spent	Projected YTD	Budget	Annual Budget	Budget
	Advertising	43.71	3,983.89	8,333.33	39.84%	10,000.00	0.97%
	Annual Report		97.56	833.33	9.76%	1,000.00	0.10%
	Banners		14,204.02	16,666.67	71.02%	20,000.00	1.94%
	Glendale Arts Grant		45,000.00	37,500.00	100.00%	45,000.00	4.37%
	Mobile App	450.00	1,200.00	2,500.00	40.00%	3,000.00	0.29%
	Public Relations	6,000.00	23,250.00	25,000.00	77.50%	30,000.00	2.91%
	Rent, Parking, Utilities	1,400.00	13,293.64	12,500.00	88.62%	15,000.00	1.46%
	Seasonal Displays	173.65	25,496.10	50,000.00	42.49%	60,000.00	5.83%
	Special Events	2,500.00	5,731.83	8,333.33	57.32%	10,000.00	0.97%
	Chamber of Commerce		3,000.00	4,166.67	60.00%	5,000.00	0.49%
	City Events		15,000.00	12,500.00	100.00%	15,000.00	1.46%
	Jingle Bell Run		10,000.00	8,333.33	100.00%	10,000.00	0.97%
	Taste of DT Glendale		5,000.00	4,166.67	100.00%	5,000.00	0.49%
	Special Projects	1,918.20	17,427.60	16,666.67	87.14%	20,000.00	1.94%
	Videos		0.00	4,166.67	0.00%	5,000.00	0.49%
	Website	931.98	2,431.98	3,333.33	60.80%	4,000.00	0.39%
	Total DISI	13,417.54	185,116.62	215,000.00	71.75%	258,000.00	25.06%
SOBO	Landscape Architect		0.00	1,666.67	0.00%	2,000.00	0.19%
	Maintenance Provider	32,130.00	321,100.00	325,000.00	82.33%	390,000.00	37.88%
	Operations Director	10,000.00	96,666.64	100,000.00	80.56%	120,000.00	11.66%
	Public Space Maintenance	889.48	8,081.65	15,000.00	44.90%	18,000.00	1.75%
	Rent, Parking, Utilities	1,520.00	15,200.00	14,583.33	86.86%	17,500.00	1.70%
	SOBO Misc	262.28	3,127.54	4,166.67	62.55%	5,000.00	0.49%
	Capital Improvements		0.00	12,500.00	0.00%	15,000.00	1.46%
	Supplies	80.63	924.43	2,500.00	30.81%	3,000.00	0.29%
	Uniforms	209.73	811.13	833.33	81.11%	1,000.00	0.10%
	Total SOBO	45,092.12	445,911.39	476,250.00	78.02%	571,500.00	55.51%
TOTAL EXPENSES		70,845.53	754,032.17	857,899.33	73.24%	1,029,479.19	100.00%





September 2016

**Downtown Glendale Association**

***Social Media***

**Facebook**

Total Likes: 8,832 with an increase of 20 likes since the beginning of Sept.

Posts: 3 per week

Contests held: Break on Through with Robby Krieger & Friends  
Music Theatre Guild Presents Promises, Promises

**Twitter**

Total followers: 494 with an increase of 21 followers since the beginning of Sept.

Tweet: 3-5 times per week (includes retweets)

**Instagram**

Total followers: 1019 with an increase of 60 followers since the beginning of Sept.

Posts: 2-3 times per week (includes reposts from other Instagram users)

***Public Relations***

- No press releases went out for the Downtown Glendale Association for the month of September
- Current PR efforts include distribution of the Glendale Arts POPUP! Bookfest media alert

***Other Projects***

- Downtown Glendale Association Walking Map
- Downtown Glendale Association new Facebook cover photo

