



Downtown Glendale Association

Board of Directors Meeting

Wednesday, September 4th, 2024 - 10:00 a.m.

100 N. Brand Blvd., 6th Floor Conference Room

Glendale, CA 92013

For information related to access to this call, please call the Greater Downtown Glendale office at (818) 476-0121

AGENDA

1. **Introductions – President Rick Lemmo**
2. **Approval of June 18th, 2024 Board Minutes** *Action Item*
3. **Announcements, public comment**
4. **City Update on current projects:**
 - a. Status on Bridge Link project
 - b. New businesses opening in Downtown
 - c. Hand billing issues with the City
 - d. City Efficiency Letter
 - e. Bike Lane Response Letter
 - f. Homeless issue, Sidewalk vending issue, (include SD Ordinance wording)
5. **(Executive Committee)**
 - a. YTD Rough draft Budget review for FY 24 *Action Item*
 - b. Set annual meeting date, authorize staff to mail out letter *Action Item*
and nomination forms, Rick to appoint the Nominations Task Force for review and consideration of the applicants, then report to the Board at the Annual meeting
 - c. Met with Police Chief on issues
 - d. Other

(DISI Committee) – Helen McDonogh

- a. Social Media & Public Realtions Update – Sabrina
- b. Website update - Sedna Solutions

**Rick Lemmo, President / Government Relations • Raul Porto, Vice President
Randy Stevenson, Vice President • Helen McDonogh, Secretary / Treasurer
Craig Gorris • Bradley Calvert • Judee Kendall**

- c. Event updates, proposal from Angel City
- d. Tech Week Sponsorship
- e. Letter to Mustang Marketing
- f. Preparing for Fall displays

Action Item

SOBO Committee – Randy Stevenson

- a. Report from DMS – Nick L
- b. Other

6. Other

7. Next Board meeting: _____

8. Adjournment

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 in July 2018;
- 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. . Qualifications shall also include meeting the provisions of Section 1 (a, b, e, f and g) of this Article.

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 than five (5) and more than thirteen (13). 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. *However, at all times, there shall be a minimum one business tenant, who does not own property in the district, who shall be a voting member of the Board.*

(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.

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.



██████████ 2024

To: Greater Downtown Glendale Community Benefit District (CBD) Property Owners

SUBJECT: Annual Nominations and Elections' Board Meeting for the Greater Downtown Glendale Association

Dear Greater Downtown Glendale Community Benefit District (CBD) Property Owner:

The Downtown Glendale Association is the public benefit, non-profit District Management Corporation which is under contract with the City of Glendale to disburse the revenues of the CBD on behalf of the property owners in the Greater Downtown Glendale Community Benefit District. The Association has been operating since the Fall of 2012 with a volunteer Board of Directors and officers.

This annual Board Nominations process is an open process and all interested property owners, who are current on their Greater Downtown Glendale CBD assessment payments are encouraged to participate.

Please keep in mind that in nominating yourself or others to the Board, this is a **working** Board of Directors. Volunteer Board members are required to:

1. Be current on the Greater Downtown Glendale CBD assessments for the most current fiscal year, (FY 23-24);
2. Actively participate in one of the Committees of the Board, (please see attached)
3. Help raise funds for the Board and its activities;
4. Support the goals and policies of the Board;
5. Attend all regular Board meetings;

We do not seek nominees to fill a seat; we seek active committed Downtown Glendale CBD property owners who seek to rapidly improve the commerce, image and amenities of Greater Downtown Glendale.

Rick Lemmo, President / Government Relations • Raul Porto, Vice President
Randy Stevenson, Vice President • Helen McDonagh, Secretary / Treasurer
Craig Gorris • Bradley Calvert • Judee Kendall

100 N. Brand Boulevard • Suite 508 • Glendale, CA 91203
Phone: 818.476.0121 • Fax: 818.484.2618 • Info@DowntownGlendale.com
www.DowntownGlendale.com • Facebook & Twitter: DWTNGlendale • #DWTNGlendale

Please take a moment to fill out the attached nominations form. You may nominate yourself to the Board.

Schedule for the 2024 Annual Greater Downtown Glendale Association Board Meeting:

Nomination Letters Distributed to Property Owners Week of [REDACTED], 2024

Nominations due to Nominations Committee: [REDACTED] 2024

Annual Elections Meeting Held: [REDACTED] 2024
[REDACTED] a.m. (in person)

The nominations are due in the Greater Downtown Glendale Association office at 100 N. Brand Blvd., Ste 508, Glendale, CA 91203 by Friday, [REDACTED] 2024 at 3:00 p.m. Nominations received after that date may not be considered for selection to the Board. Nominations may be dropped off, mailed, scanned and e-mailed or faxed to the office.

If you have any questions regarding this process, please call our Executive Director, Marco Li Mandri, at (818) 476-0121. Thank you for your ongoing efforts to improve Downtown Glendale District for everyone involved.

Sincerely

Helen McDonagh
Secretary
Greater Downtown Glendale Association

Rick Lemmo
President
Greater Downtown Glendale Association

Marco Li Mandri
Executive Director/Downtown Glendale Association

ATTACHMENTS

Greater Downtown Glendale Association (GDGA)
CBD Board of Directors
Committee Structure -2024

DGA Committee	Functions and Duties
<p>Executive Committee</p> <p>Chair: Rick Lemmo, President of the Corporation</p>	<p>Oversees staff and district consulting contracts, corporate finances, insurance, development of budget, Board agendas and meetings, correspondences, outreach, bylaws and Board policies, relations with the City Manager’s office, political reps and public agencies, Board elections, fundraising, oversees contract with the DGA, etc.</p> <p>Consists of all of the officers of the corporation.</p>
<p>Sidewalk Operation, Beautification and Order (SOBO)</p> <p>Chair: Randy Stevenson</p>	<p>Oversees maintenance service employees involved in the improvement of the public rights of way, including sidewalk sweeping, steam cleaning, landscaping. Coordinates with other office building and private security companies in the district.</p> <p>Relations with Glendale Police Dept, Homeless Providers</p>
<p>District Identity and Marketing</p> <p>Chair: Helen McDonagh</p>	<p>Projects would include those that market and promote the Downtown or promote positive aspects of the Downtown Glendale CBD.</p> <p>Those issues may include branding of the district, public relations, social media, underwriting special events, Website maintenance, banner program, seasonal displays, holiday decorations, visual linkages, new public spaces projects, improvements to public spaces in the district, district walking maps, brochures, twitter and Facebook management, etc.</p>
<p>Land Use and Project Review Committee and Downtown Community Plan Update</p> <p>Chair: Rick Lemmo</p>	<p>Planning, zoning, parking, parking enforcement, traffic calming, transportation, review of new mixed-use developments, review of new construction and its impact, street relationship, etc.</p>

Staff: Marco Li Mandri, Executive Director (New City America)
Ryan Huffman, Shirley Zawadzki, Laura Li Mandri, Monica Montes Administration (New City America)



**Greater Downtown Glendale Association
Board of Directors Nomination Form – 2024
Due Friday, [REDACTED], 2024
2024 Annual Board Meeting
[REDACTED]
100 N. Brand Avenue, 6th Floor Conference Room**

Address of Property owned or represented: _____

Owner or Authorized Representative Name: _____
(Print)

Are you currently on the Board of Directors: Yes___ No___

Are you currently serving on a Committee of the Board? Yes___ No___

Do you support the goals of the Association to improve Downtown Glendale through the Greater Downtown Glendale Association? Yes___ No___

Would you like to nominate yourself to the Board for a property owner seat commencing December 2024 and serving for 2 years? Yes___ No___

Name of other nominee (accepted by nominee) _____

Your name (as owner or authorized representative): _____
(Sign name)

Date signed: _____

Eligibility verified/Assessments current (done by staff) _____

Please return by mail at the address listed below or scan the document and send to ryan@downtownglendale.com, or fax to: 818-484-2618

**Rick Lemmo, President / Government Relations • Raul Porto, Vice President
Randy Stevenson, Vice President • Helen McDonagh, Secretary / Treasurer
Craig Gorris • Bradley Calvert • Judee Kendall**

**100 N. Brand Boulevard • Suite 508 • Glendale, CA 91203
Phone: 818.476.0121 • Fax: 818.484.2618 • Info@DowntownGlendale.com
www.DowntownGlendale.com • Facebook & Twitter: DWTNGlendale • #DWTNGlendale**