



SPECIAL MEETING AGENDA OF THE
DOWNTOWN SANTA MONICA, INC.
BOARD OF DIRECTORS

MEETING VIA TELECONFERENCE

<https://zoom.us/join>

MEETING ID: 840 6888 7007

PASSCODE: 312832

THURSDAY, MARCH 24, 2022

3:00 PM

Call to Order

Roll Call

(Please note that agenda items may be reordered during the meeting at the discretion of the body.)

1. **Closed Session** - None
2. **Consent Calendar**
 - 2.1. **Approval of Minutes: 2/24/22**
 - 2.2. **Board Attendance Report**
3. **Report from Board Chair**
4. **Report from Staff** - Mackenzie Carter, Interim Executive Director
5. **Reports from City Staff, Liaisons, and Consultants**
 - 5.1. Jennifer Taylor, Economic Development Manager
6. **Discussion Items**
 - 6.1. **Executive Search Update**

Executive Search Committee to present a summary of DTSM foundational documents. Berkhemer Clayton to present a description of the CEO search process.

7. Action Items

7.1. Board Meeting Time and Location

Board to discuss going back to in-person board and committee meetings.

8. **Public Input** (Public input is permitted only on items not on the agenda that are within the subject matter jurisdiction of Downtown Santa Monica, Inc. Please note that State law prohibits Downtown Santa Monica, Inc. from taking any action on items not listed on the agenda, including issues raised under this agenda item.)

9. Board Member Comments and Announcements

Adjournment

DOWNTOWN SANTA MONICA, INC. OFFICES ARE HANDICAPPED ACCESSIBLE.

Oral public comment from any one individual is limited to a total of 6 minutes per meeting, with a maximum of 2 minutes per agenda item; under some circumstances, the board may change the maximum to 1 minute per agenda item.

The agenda is available in alternative formats upon request by calling DTSM, Inc. offices. If you require any special disability-accommodations, please contact DTSM offices at least three days prior to the scheduled meeting.

This agenda is subject to change up to 72 hours prior to a regular meeting and 24 hours to a special meeting. Please check the agenda prior to the meeting for changes.

DTSM Foundations

Overview for Board Members
Agenda Item 6.1

Downtown Santa Monica, Inc. is:

1. A private, IRS-designated 501(c)3 California public benefit corporation established in 1984 by then-City Manager John Alschuler to “lessen the burdens of government and combat community deterioration by developing and improving the aging areas in and around the City of Santa Monica’s central business district... by coordinating public and private sector activities”
2. The “Owners’ Association” for three property-based assessment districts. As such, it is subject to the Ralph M. Brown Act for open meetings requirements.
3. A funding designee in the 2009 City Services Agreement
4. An organization contracted to perform specified services for the City of Santa Monica
5. Formerly known as: Third Street Development Corporation, Bayside District Corporation

Foundation: PBADs, BIDs, and Agreements

	Type	Governing Document
Bayside District Assessment	BID	City Services Agreement 2009
CBD Assessment	Retail BID	City Services Agreement 2009
Downtown Santa Monica PBAD Zones 1/2/3	PBAD	DTSM PBAD Management Plan 2008 City Services Agreement 2009 Santa Monica Property Based Assessment District Engineer's Report 2008
Lincoln PBAD	PBAD	Lincoln Management Plan 2015 Lincoln PBAD Engineers Report 2015
Colorado Overlay District	PBAD	Colorado Management Plan 2015
City Services Agreement	Long-Term Agreement	City Services Agreement 2009

PBAD Responsibilities

- Public Safety
- Maintenance & repair
- Hospitality
- Homeless Outreach
- District Marketing
- Special Projects (parking, traffic, streetscape, lighting)
- Administration (overhead)
- Beautification (Lincoln only)

Business Improvement District Responsibilities

- Repair & maintenance
- District Marketing
- Beautification
- Retail Promotion
- Holiday Decoration

City Services Agreement Responsibilities

- Reinforces existing BID and PBAD responsibilities
- Adds (CSA Section 3.1):
 - Advocacy
 - Advising City on Downtown Issues
 - Events
 - Provision of Economic Development / Real Estate Information
 - Managing Public Space Vending Program
 - Street Performer Management
 - Serving as City's liaison to DTSM property owners, merchants, general public
 - Advising merchants, property owners, & businesses on common matters of interest
 - Government Relations re: DTSM (Beyond City of Santa Monica)
 - Making recommendations on additional services needed for Downtown
- Annual reporting to city of budget and activities

Key points from Bylaws

- Board Member selection
 - 6 elected by property owners
 - 6 appointed by city council
 - 1 designated by city manager
- Board member terms
- Board officers selection, roles and responsibilities
- Board member roles and responsibilities
- Annual reporting to city of budget and activities
- Management of conflict of interest and self-dealing