



**Uptown Whittier Community Benefit District
Interim Board of Directors Meeting # 1
Whittier City Hall Council Chambers
October 10th, 2017, 10:00 a.m.**

Present: Michael Burhardt, Ron Jeffery, Rick Elias, Don Lomont, Davie Klinger, Mark St. Julien, Mina De La Cerda, Gabriel Lim, Stephen Ortiz, Ed Ortiz, Jeff Langan, Dave McCoy, Lydia Espinosa, Tim Traeger, Paul White, Kristin Wiberg, Melina Pina, Milt and Robbie Pate, Monica Oviedo, Frank Rinaldi, Derrick Fletcher, Grace Hom, Socorro Espinosa, Sean Thomas

City Staff: Conal McNamara, Ben Pongetti, Katie Galvin Surbatovic, Jeff Collier, Josue Alvarado

Consultant: Marco Li Mandri

MINUTES:

<i>Item</i>	<i>Discussion</i>	<i>Action Taken?</i>
1. Introductions	Marco called the meeting of the property owners present for the new Interim Board at 10:10. Introductions were made.	No action taken
2. Results of balloting	Conal and Ben gave a brief update on the public hearing on held in July in which the property owners voted by almost an 8 to 1 margin to approve the CBD.	No action taken
3a. c Selection of Corporate name	Marco distributed sample articles of incorporation. The group must be	After a thorough discussion, Ron Jeffrey



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	<p>incorporated and have stamped articles of incorporation by the Secretary of State to open a bank account for the transfer of funds. Discussion followed. Names were discussed. After discussion, the idea of incorporating the term “Improvement Association” into the name was agreed to. The new name of the corporation will be the Uptown Whittier Improvement Association (UWIA).</p>	<p>moved that the “Uptown Whittier Improvement Association” be the name of the new non-profit district management corporation. The name was approved by consensus of the group present.</p>
<p>3b. Self-appointment of the new Interim Board</p>	<p>Marco stated that we needed to have an interim Board self-appointed, and then interim officers had to be elected in order to move the corporation’s business forward. In the discussion, the group went around the room and asked which property owners wanted to serve on the interim Board. The Interim Board would serve for approximately one year. The following property owners will be the initial Interim Board members:</p> <ol style="list-style-type: none"> 1. Michael Burkhardt 2. Ron Jeffrey 3. Mark St. Julien 4. Mina De La Cueda or Gabriella De La Cueda Lim 5. Stephen Ortiz 6. Jeff Langan 7. Dave McCoy 8. Lydia Espinosa or Tim Traeger 9. Milt Pate 10. Kristen Wiberg 11. Monica Ovieda 12. Frank Rinaldi 13. Melinda Pina 14. Don Lomont 15. Paul White 16. Jim Dunkelman 17. City rep 	<p>The interim Board was self-appointed and approved by consensus</p>

	<p>It was clarified that each property owner should have one designated rep, however also tenants may be designated as property owner reps. Some people from the same property had signed up to be on the Board, one rep should be designated and perhaps the other could be an alternate. Tenants, under the proposed bylaws, may also be eligible to sit on the Board as long as they were within the boundaries of the district. Discussion followed.</p> <p>More property owners will be in attendance in the coming meetings and they may be self-appointed to conduct the business of the interim Board. Others may serve on the interim Board if they are willing to attend every Board meeting and be active on one of the Board’s Committees. Discussion followed.</p>	
<p>3e. Need to adopt bylaws</p>	<p>Marco stated that Ben had distribute via e-mail, copies of the proposed bylaws based upon a public benefit corporation status. He will discuss them with the interim Board at its next meeting.</p> <p>The issue of becoming a 501c6 vs 501c3 was discussed. The public benefit status, or 501c3, will allow the new UWIA to apply for private and public grants due to its charitable status. Discussion followed</p>	<p>No action taken</p>
<p>3f. Contract between the management corporation and the City</p>	<p>Marco stated that if he has a sample management district agreement with the City, he will submit the paperwork necessary to create a contract between the City and the new management corporation. This would be a “disbursement contract” and allow the UWIA to disburse the assessment revenues based upon the approved management district plan. The goal is to have this management contract in place by early November, once it has been approved by the Interim Board, the City Attorney and the</p>	<p>No action taken</p>

	group has been incorporated. Discussion followed.	
3g. Bank	The Interim Board will need to select a bank at the next meeting in anticipation of the transfer of funds from the City to the UWIA. Marco asked that everyone be prepared to propose which bank to use.	No action taken
3h. First year rough draft budget	Marco reported that the management district plan approved by the property owners, is the basis for the budget and the allocation of special benefit services. He and his staff will come up with a first draft working budget and submit it to the Board at its December meeting	No action taken
3i. Adoption of the Committee structure	Marco reported that he had attached a sample Committee structure based upon the “bundle” of special benefit services in the management plan. All interim Board members, according to the bylaws, are required to serve on at least one Board Committee. He asked that everyone review the sample committee structure and be prepared to select which Committee they will work on at the November Board meeting	No action taken
3.k Adherence to the Brown act	Marco stated that once the UWIA has a contract with the City, one of the requirements of the corporation will be to adhere to the open records and open meetings provisions of the Brown Act.	No action taken
4. Election of Interim Officers	The new corporation will need interim officers to conduct business and file the articles of incorporation. The following people were nominated to serve as interim officers of the new Board: President: Michael B. moved and Frank R. seconded that Melinda Pina be elected as interim President. No other nomination were made;	The interim Board elected the following people to serve as interim officers: President: Melinda Pina Vice President: Don Lomont (after

	<p><u>Vice President:</u> Sean moved that Lydia Espinosa be appointed as Vice President. Ron J. seconded the motion. Don Lomont also moved that he be appointed as Vice President. Due to the competing nominees, paper ballots were distributed to the Interim Board so they could vote on the nominees. Melinda, as interim President counted the ballots. Don received the most votes.</p> <p><u>Secretary:</u> Paul White moved to nominate himself as Secretary. Michael B. seconded the motion. No other nominations for this position were made.</p> <p><u>Treasurer:</u> Frank R. moved and Don Lomont seconded Jim Dunkelman from Whittier College, be nominated as Treasurer. No other nominations for this position were made</p>	<p>balloting)</p> <p>Secretary: Paul White</p> <p>Treasurer: Jim Dunkelman</p> <p>The nominations of these individuals as officers were approved unanimously</p>
Next Meeting	The next meeting of the interim Board of the UWIA will be held on Tuesday, November 14 th at Ravello Bar and Grill, 6746 Greenleaf.	

Minutes taken by Marco Li Mandri, Interim Administrator