

FY2021 National Landing BID Annual Meeting

Video-enabled Conference Call

June 21, 2021, 10:00 am

Minutes

Voting Members Present: Jordan Abner (Market Square at Potomac Yard), Michael Breitenbach (Westin Crystal City), Tim Bright (Clarion Partners), Briana Burks (Camden), Mark Carrier (BF Saul), Nora Dweck-McMullen (Dweck Properties), Kimberly Driggins (Washington Housing Conservancy), Richard Fernicola (Brookfield), Brian Grant (Equity Residential), Chris Hembree (Cushman & Wakefield), David Peete (BM Smith), Chetan Somina (Truist), Linda Tierney (Ashford Hospitality), Michael Williams (Property Reserve Inc), Todd Yeatts (Boeing), Lana Zylka (Panco / Bennington Investors)

Directors Present: Christer Ahl, Crystal Christmas, Gary Cook, Nora Dweck-McMullen, Brian Grant, Shannon Flanagan-Watson, Judy Freshman, Freddie Lutz, Jason Najjoun, Robert Peck, Pamela Van Hine, Andy VanHorn

BID Staff Present: Mai Abdelaziz, Ashley Forrester, Tracy Gabriel, Cassie Hurley, Robert Mandle, Colleen Rasa, Malaika Scriven

Introduction

- Introductory video by BID President & Executive Director Tracy Gabriel commences meeting

Building for Tomorrow

- Annual meeting content focused on the BID's work to make National Landing a more inclusive place
- HR&A provided a sneak peek at the National Landing Market Analysis & Impact Study with a "Top Takeaways" Deck
- Shared a compilation video spotlighting National Landing small businesses produced during the pandemic to encourage consumers to support area retailers
- Tracy Gabriel held a "fireside chat" with Kimberly Driggins, Executive Director of the Washington Housing Conservancy discussing equity, inclusive, and diversity within National Landing and how affordable and work-force housing fits into National Landing

Official Business

- VanHorn transitioned the annual meeting to official business
- In accordance with the provisions of Article VIII, Section F of the BID bylaws, Notice of the Annual Meeting, the FY 2022 Board of Directors slate, and ballots were sent to voting members by email and mail by May 7, 2021
- Ten-percent of voting members need to be present in order to constitute a quorum. A quorum was deemed present
- There are 651 votes entitled to be cast, thus 66 votes constitute a quorum. We received 402 votes in advance in support of the two business items up for ratification: Amendments to the bylaws and articles of incorporation, and the FY2022 Board of Directors Slate
- Bylaws Amendments
 - The annual mailing also included revisions to the BID Bylaws approved by the BID Board of Directors.

- Changes to the bylaws are proposed to clarify ambiguity around membership definitions, requirements for Members to “register,” membership requirements for Directors, rules and processes for committees, and expressly allowing conference and teleconference participation at meetings
- According to Article XII, Section A of the bylaws, revisions must be ratified by the voting members at a “meeting called for such purpose”
- VanHorn presented the bylaws revisions for approval
- 10 Voting representatives (33.3) approved the bylaws revisions
- FY2022 Board Slate Vote
 - Final order of business is to approve the slate of the National Landing Business Improvement District’s Fiscal Year 2022 Board of Directors
 - Slate shared with attendees via screen
 - 10 Voting representatives (33.3) approved the motion to elect the slate
 - All board member and officer terms officially begin on July 1, 2021

The official business portion of the meeting adjourned at approximately 11:15 a.m.