

## **FY2021 4Q National Landing BID Board Meeting**

April 22, 2021, 9:30 am

Video-Enabled Conference Call

### **Draft Minutes**

Members Present: Christer Ahl, Matt Bowyer, Robin Burke, Mark Carrier, Crystal Christmas, Gary Cook, Nora Dweck-McMullen (Vice-Chair), Richard Fernicola, Shannon Flanagan-Watson (Arlington County), Brian Grant (Secretary), Freddie Lutz, Jason Najjoun, Robert Peck, Regina Rees, Rebbecca Rivard, Suzie Sabatier, Harmar Thompson, Andy VanHorn (Chair), Todd Yeatts

Ex-Officio Members Present: Judy Freshman, Katie Paine (Arlington County Economic Development), Pamela Van Hine

Staff Present: Tracy Sayegh Gabriel (Executive Director), Robert Mandle, Ashley Forrester, Malaika Scriven, Cassie Hurley, Jasmine Gipson, Mai Abdelaziz, Colleen Rasa

Others present: Kedrick Whitmore (Counsel)

Members Absent: Joe Chapman, Kingdon Gould III, Glenda MacMullin (Treasurer), Titilayo Ogunmakinwa,

### **Welcome & Introductions**

- Board Chair, VanHorn, called the meeting to order at 9:32a.m. and a quorum was established
- Acknowledged and welcomed meeting attendees that are not on board but represent voting BID members (property owners), non-voting BID members (commercial tenants), and others and briefly went over agenda items

### **Chair's Report**

- Celebration of big wins by the BID:
  - National Cherry Blossom Festival partnership to bring springtime tradition to National Landing
  - BID worked with Amazon, JBGS, Arlington County Department of Parks and Rec bringing interactive activations that include:
    - Art in Bloom
    - Blossom Bug photo art installation
    - Coloring wall in Virginia Highlands Park
    - Eternal Sundown light installation on Long Bridge esplanade
  - Other activations included:
    - Shrooms
    - Partnership with Washington National Philanthropies to host 5k race and a curly W installation to celebrate 2021 Nats baseball season
    - Launched first quarterly event "Equity in Action" programming series that featured a conversation with "From Privilege to Progress"

- Introduction of new BID team member:
  - Colleen Rasa, Brand Manager and Digital Strategist, who has tripled social media engagement and 54% increase in audience growth
- Annual Meeting Save the Date, scheduled for June 21 at 10 am and held virtually, with a theme of “Building an Equitable Tomorrow”; spotlighting local businesses and discuss both equity and recovery as critical pillars for our future
- Chair VanHorn asked for edits or revisions to the minutes from FY2021 3Q Board Meeting, and minutes from February, March and April Executive Committee Meetings
- Hearing none, Chair VanHorn requested a motion to approve the minutes
  - Cook moved and seconded by Grant
  - Motion carried unanimously

### **Treasurer’s Report**

- Mandle went over financials in Treasurer MacMulin’s absence
- Acknowledged new accounting vendor, Cordia Partners and already seeing improved work flows and efficiencies
- YTD Financials
  - Similar to second quarter report in that we are pretty far behind plan due to COVID-related hiring and spending delays
  - Tracking at 69% of plan and remain behind in all program areas
  - Good News – YTD spending is catching up as last quarter spending was at 64% of plan and spending is accelerating in all program areas
  - A number of major expenditures are anticipated in Q4 with some Q3 partnerships that haven’t hit the books yet
  - Staff also anticipates that budgeted funds for Metro Plaza and Downtown Wayfinding Initiative won’t be expended by years end
- Year End Forecast
  - Projects continue to show full funding drawdown, however, staff does anticipate carrying over some funds into FY2022
  - As with the previous quarter, forecast continues to show higher than anticipated spending in Admin and Public Realm
  - Staff did allocate additional spending in Transportation for the Metro Plaza Enhancement in order to maintain the design intent of the project
  - These overages are balanced by surpluses in Marketing and Economic Development as permitted by our service agreement
  - Community Events and Outreach continues to show a surplus due to the previously reported need to balance reductions in projected event income
- Budget Carry Over Request
  - With two and a half months remaining in fiscal year, clear to staff that bulk of funds designated for two key BID priorities will not be fully expended by year’s end – Metro Plaza Enhancements Downtown Wayfinding Initiative
  - Staff is proposing to roll over any unspent funds for these projects into designated FY2022 reserves
  - Additionally, staff does not anticipate dipping into the BID’s Contingency Reserve and proposes to carry over those funds as well with a small adjustment to maintain the 5% cap on this reserve fund per County Agreement
  - Funds are also likely to remain in the COVID Continuity Reserve and staff proposes to carry over those funds as well, but into a new “Back-to-Business

Program Reserve” to provide funding as the work force returns hopefully no later than the fall

- Any additional unspent funds at years end would also be dedicated to this program reserve
- BID requires County Manager approval to carry over funds from one FY to the next; staff has drafted this letter and has included in the board packet
- Chair VanHorn asked the Board to review the letter and asked if there were any needed clarifications or suggested changes
- Hearing none, Chair VanHorn requested a motion to approve the carryover funds from FY2021 to FY2022 as presented and outlined in the letter to the County Manager
  - Dweck-McMullen moved and seconded by Grant
    - Motion carried with one abstaining (Flannagan-Watson)

### **By Laws Amendments**

- Whitmore went over proposed amendments to Bylaws focused on changes that have emerged since BID expansion and COVID:
  - Clarifying definitions of Voting and Non-Voting Members
  - Clarifying that Board Members MUST be BID Members, whether Voting or Non-Voting, excepting for a single seat designated by the County Manager
  - Clarifications around leadership and structure of committees:
    - Leadership structure of the Executive Committee
    - Requirements for Committee Members to be made up of BID Members, whether Voting or Non-Voting
    - Clarification that each Committee may establish its own procedures and rules to best suit its work with oversight by the Executive Committee and the Board
    - Added that Committees are not subject to the noticing requirements outlined for the Board of Directors
  - Clarity around the Executive Director position, the position’s role relative to the Board of Directors, and the process for termination
  - Specificity that Non-Voting Members must “apply” for membership and be “registered” as members on the books of the BID and clarifying that noticing requirements only apply to such registered Members
  - Expressly allowing participation by Members via conference or teleconference
- Flanagan-Watson clarified language in Article IV, Board of Directors, Section B – to be changed to “Appointed by County Board (Not County Manager)
- Whitmore noted revision to be changed and asked VanHorn to include change in motion to approve
- Resolution to amend the Bylaws inclusive of Flanagan-Watson revision was approved unanimously.

### **FY2021 Officer Changes**

- VanHorn announced his departure from JBG SMITH and moving to Dweck as Chief Development Officer which changes Executive Committee Structure:
  - Nora Dweck McMullen’s resignation from Executive Committee
  - Andy VanHorn continuing as chair but as a rep for Dweck
  - Brian Grant as Vice Chair

- Crystal Christmas as Secretary
- Chair VanHorn requested a motion to approve proposed changes to FY21 Officer slate
  - Bowyer moved and seconded by Cook
  - Motion carried unanimously

### **FY2022 Board Vacancies**

- As stated in Bylaws, nominating committee introduced a slate for FY2022, Executive Committee serves as nominating committee
- BID directors serve three-year terms with one of three classes up for re-election
- There are four vacant seats at the end of FY2021
  - Christer Ahl, CCRC
  - Suzie Sabatier of JBG SMITH
  - Matt Gerber of Westin Crystal City
  - Derrick Morrow of Hyatt Crystal City
- Nominating committee considered candidacy for these available seats from the following vantage points:
  - Diversity goals as outlined in BID Business Plan
  - Two hotel seats vacated and at least one needs to be hotel rep
  - Explore rep from affordable housing community
  - Small business/restaurant community given COVID recovery
  - JBG SMITH replacement for Sabatier
- FY2022 proposed nominees:
  - Kimberly Driggins of the Washington Housing Conservancy
  - Sahil Rahman Owner of RASA
  - Charles Hill of Hilton/Doubletree
  - Jack Kelly of JBG SMITH
- Reminder that Mark Carrier of BF Saul was elected to the Board to replace Ed Virtue but per the Bylaws must also be approved by the membership at the annual meeting
- Board Metrics meets bylaw requirements, all business plan guidance for geographies and market sectors are met, and board census enables tracking of goals toward s improved diversity of board
- Van Hine asked about resignation of Ahl who is a CCCRC rep and VanHorn clarified that there was adequate community representation on the board, so no need to replace seat
- Chair VanHorn requested a motion to approve FY22 Board Slate
  - Grant moved and seconded by Dweck McMullen a motion to approve the FY22 Board Slate
  - Motion carried unanimously

### **Chair Considerations**

- Bylaws outline that BID chair is not to serve more than two years but third term is permissible if it serves best interest and approved by 2/3 of board
- Given current pandemic, Chair VanHorn has expressed interested in continued service as whole country is heading towards recovery. Nominating Committee has endorsed proposing to Board for Chair to serve third term

### **FY2022 Proposed Officers**

- Chair: Andy VanHorn – Dweck Property Company
- Vice Chair: Brian Grant – Equity Residential
- Treasurer: Glenda MacMullin – Consumer Technology Association (also serving third term, but for continuity purposes and recovery, exception to be made)
- Secretary: Crystal Christmas – Crystal City Marriott
- Member: Freddie Lutz – Freddie’s Beach Bar
- Member: Jack Kelly – JBG SMITH
- Cook expressed full support for continuity and transition in unprecedented times and was supported by more board members
- Chair VanHorn requested a motion to approve a third term for Andy VanHorn as Chair
  - Lutz moved and seconded by Rivard
  - Motion carried unanimously
- Chair VanHorn requested a motion to approve FY2022 Proposed Board Officers and Executive Committee
  - Cook moved and seconded by Burke
  - Motion carried unanimously

### **Board Committees**

- Chair VanHorn requests a quick report out from each committee chair, committees include: Pentagon City, 23rd Street, Potomac Yard, Equity and Transportation
  - Burke provided an update on Crystal City Committee that met in March and received a presentation from JBG SMITH’s Retail team outlining their Retail Master Plan and strategy, it was encouraging as business plan to locate in NL. Received update on transportation projects that include Route 1 and CC2DCA
  - Peck reported that the Pentagon City Committee is focusing heavily on the County’s Pentagon City planning study. Committee consensus supported two of the emerging “Public Realm Scenarios” including the Green Ribbon and the 12th Street Axis. Continued engagement will be important to prioritize funding strategies for public infrastructure. The Committee exploring how utilizing the existing or a new TIF District could be useful to supporting plan implementation.
  - Lutz provided 23rd Street Committee’s update last meeting where they received an overview on Washington Housing Conservancy’s affordable housing project coming to Crystal Houses and were briefed on BID’s plans on Public Realm projects along 23rd street – Updated planting project. BID also brief committee on Love Local initiative providing COVID relief funding
  - Bowyer presented Potomac Yard Committee’s priorities which is highlighting upcoming projects in Potomac Yard. Last meeting hosted a representative from Property Reserve that presented The Clark as well JBG SMITH that highlighted their projects which includes as Virginia Tech’s Innovation center
  - Najjoun presented Equity Committee’s report on last meeting which included baseline census data collected by Board as well as a presentation by Samia Byrd, Chief Race & Equity and Officer at Arlington County as well as discussed upcoming DEI training goals for Board members
  - Transportation Committee has new co-chair replacing Matt Gerber who has resigned due to a relocation, to Harmar Thompson (who is on VDOT’s Route 1’s Task Force); Thompson presented Transportation Committee’s report which was focused on providing updates on Route 1’s Multimodal study, CC2DCA project and Crystal City Bike Network plan

## Wayfinding Committee

- Launching a Wayfinding Committee, that has been years in the making, of the board to help oversee the implementation of a cohesive, modern National Landing-wide wayfinding system that unifies downtown, recognizes neighborhoods, and focuses on a multimodal approach
- BID to issue Wayfinding RFP in April / May and plan to have committee include BID members and non-board community, county reps and local institutions
- Still looking for Chair of committee and will put out call to engage but interested in forming committee to help Executive Committee finalize details
- Will be similar in structure of Brand Committee with end goal of finding signage program built on brand
- Chair VanHorn requested a motion to establish Wayfinding Committee and allow for Executive Committee to finalize chair
  - Rivard moved and seconded by Najjourn
  - Motion carried unanimously

## Back to Business

- Love Local: Small Business Recovery Program
  - BID partnered with Restaurant Association of Metropolitan Washington (RAMW) and launched Love Local relief recovery program to distribute financial support to all brick-and-mortar stores in the total amount of 100K
  - There were 42 applicants and 30 local business were eligible for funding, restaurants being majority awardees, and each business will receive approximately \$3,333.33
- Return to Events; BID ready to restart in-person events:
  - Earth Day clean up starting on Saturday, April 17<sup>th</sup>
  - Crystal City Farmers Market already launched
  - New farmers market in Pentagon City to launch soon
  - Movies in the Park, at Virginia Highlands starting May 7
  - Pacers 5K on May 7
  - National Landing Market on May 15
  - Bike to Work Week on week of May 17
- Back to Transit: Crystal City Metro Plaza to celebrate return to Transit and work force returning to work. Creating call for artists RFP to design Mural for wall at metro plaza
- Route 1: VDOT's approach to Route 1 design doesn't align with BID's multimodal improvement study. BID doing a lot of outreach encouraging community members to reach out to VDOT and express their opinions

## Member Updates

- Andy VanHorn – JBG SMITH
  - 1900 Crystal Dr is starting construction
  - Waiting on approval of 2000 and 2001 Bell St at County Board Meeting in May
  - Grocery Store on corner of Crystal Dr and 12<sup>th</sup> in build out process with permits approved
  - Opening corporate headquarters for vaccinated employees in June and a full return to office in Fall 2021

- Nora Dweck-McMullen – Dweck Properties
  - Stepping down from Executive Committee but staying on board
- Matt Bowyer – LIDL
  - Offering financial incentives for employees that are vaccinated as well as providing a hotline for employees to self-report; established a vaccine concierge service to help employees find appointments
- Crystal Christmas – Marriott International
  - Giving employees incentives for getting vaccinated
- Jason Najjoun – Synetic Theater
  - First In-person event in May 2021 open to family and friends
  - Summer camp resuming normally
  - Full performances by October to December depending on regulations and choice of production
- Gary Cook – Lincoln Property Company
  - Century Center went before County to share plans to create a Retail Plaza
- VanHorn noted that County Board approved \$1.4B budget with additional affordable housing funding
- Deputy County Manager Flanagan-Watson added that budget focused on recovery efforts in midst of pandemic, focusing on those in need with food and rental assistance and economic recovery and County Board adopted a flat rate tax rate for BIDs including Ballston and Rosslyn as well

#### **Other BID Updates**

- Gabriel acknowledged Jasmine Gipson's work with the BID in the last two years and announced Gibson's departure at end of month to pursue her MBA at UCLA

#### **Other Business**

- Annual Meeting - June 21 @ 10 am
- FY22 1Q Board Meeting – July 29 @ 9:30am

The meeting adjourned at 11:02 a.m.