



Downtown San Leandro
Community Benefit District
Board of Directors Handbook

Welcome to the Downtown San Leandro Community Benefit District (CBD) Board of Directors. Thank you for your work to create, promote, and maintain an inviting environment for people who live, work, or visit Downtown San Leandro. This toolkit is intended to be a living reference document and includes the District's mission, Board member policies, and relevant regulations.

Table of Contents

Mission and Vision 3

Board Role Basics..... 3

Resources 3

Commitment Form 4

Leadership and Staff..... 5

Areas of Work 6

Decision Making Matrix.....7

Board Member Basics:

District Mission

Our mission is to create, promote and maintain an inviting environment for people who visit, live, or work in Downtown San Leandro and build an inclusive and resilient commercial community that values the diverse history, economies, culture, and people of this place. Through programs focused on beautification, safety, and promotion, we foster economic vitality and quality of life in San Leandro's unique, historic, diverse downtown community.

District Background

A benefit district is a defined area within which property owners must pay an additional tax (or levy) to fund projects within the District's boundaries. Downtown San Leandro property owners established a property-based benefit district (CBD) through a balloting and petition process. The Downtown San Leandro CBD will have a fifteen-year life beginning July 1, 2013. After fifteen years, the petition, ballot, and City Council hearing process must be repeated for Downtown San Leandro CBD to be reestablished.

Visit the **About** and **Governing Documents** pages of our website to learn more about the structure and governance of the Downtown San Leandro CBD.

Board Member Duties

Board members serve an essential role in the governance of this District. Besides making and approving District policy, setting its direction, establishing goals, and providing fiduciary duty, Board members are engaged, active leaders that extend the District's engagement with the community and directly further its objectives.

In addition to attendance at Board Meetings, Board Members are invited to join Committee or Task Force work inline with their area of interest (1 annually suggested) and attend District events such as community celebrations, community meetings, etc. (2 annually suggested).

Meetings are held six times per year, including the Annual Planning Session in September and the Annual Governance Meeting in November. Meetings are held in person with video conferencing available if needed. Members must attend a minimum of three meetings in person, including the Annual Planning Session.

Method of Communication

Board Members are invited to check the **District Calendar** to stay informed of District Events. Board Members will receive email updates from the Executive Director on a minimum monthly basis, with greater frequency as required for special news, time-sensitive issues, and events. Timely responses are requested.

Resources

[California League of Cities Guide to the Ralph M. Brown Act](#)
[Guide to Parliamentary Procedure and Robert's Rules of Order California Special Districts Association](#)

Board Member Responsibilities:

Eligibility: Board members may be a property owner or representative within the boundaries of the District, or a San Leandro business licensee or representative within the boundaries of the District, or a stakeholder at-large.

Board Meeting Attendance

- Making all meetings of the Board a high priority. Three absences per year may be cause for removal.
- Being prepared to discuss the issues and business on the agenda, and having read all background material relevant to the topics at hand,
- Directing any inquires to the Executive Director in advance of Board Meeting,
- Cooperating with and respecting the opinions of fellow Board Members, and leaving personal prejudices out of all board discussions, as well as supporting actions of the Board even when the Board Member personally did not support the action taken.

Exercising Good Governance

- Refraining from intruding on administrative issues that are the responsibility of management, except to monitor the results and ensure that procedures are consistent with Board policy,
- Observing established lines of communication and directing requests for information or assistance to the Executive Director,
- Observing the [Brown Act](#) to maintain transparency and access to meetings and decision-making,
- Putting the interests of the District above personal interests, in accordance with the Downtown San Leandro CBD Conflict of Interest Policy.

Ambassador to the District

- Representing the District in a positive and supportive manner at all times and in all places,
- Board members are encouraged to bring their perspectives, identity, and life experience to their service,
- Board members are asked to actively seek input from views, professions, and groups different from their own to bring to their decision-making.

Commitment Form

As a Board Member I understand that I have duties of care, loyalty, and obedience.

- The duty of care is the duty to pay attention to the District—to monitor its activities, see that its mission is being accomplished, and guard its financial resources.
- The duty of loyalty is the duty to avoid conflicts of interest, and
- The duty of obedience is to carry out the purposes of the District and to comply with the law.

I, _____, recognizing the important responsibility I am undertaking in serving as a member of the Board of Directors of Downtown San Leandro CBD, hereby pledge to carry out in a trustworthy and diligent manner the duties and obligations associated with my role as a Board member and abide by this Commitment Form. I understand that failure to abide by this Commitment may result in my removal as a Board Member, pursuant to the processes provided in the District’s governing documents.

Signature

Date

Additional Acknowledgements Required:

Anti-Harassment and Discrimination Policy and Annual Conflict of Interest Statement

Leadership

Staff

Morgan Mack-Rose, Executive Director

2022 Board of Directors

Emily Griego, Board President
CEO, San Leandro Chamber of Commerce

Matt Holmes, Vice President
Principal, Retail West, Inc.

Long Van Nguyen, Board Treasurer
*Founder/Managing Member
VN Village Center, LLC*

Angele Sweet, Secretary
Principal, Friends + Sweet Landscaping

Pete Ballew (alternate)
Council Member, City of San Leandro

Kathryn Bowman
*Economic Development Manager
City of San Leandro*

Deborah Cox
Council Member, City of San Leandro

Tobias Liebermann,
Real Estate & Property Development, BART

Justin Osler
Co-Managing Principal, The Martin Group

Kimberley Pace,
*Executive Director
Boys & Girls Club of San Leandro*

Robert Jones
Owner, Robert Jones and Associates

Betty Shon
*Real Estate Services Manager
Westlake Realty Group | SLTC LLC*

Areas of Work

Downtown San Leandro CBD's projects and programs cover three broad areas of work: **Sidewalk Operations, Beautification, and Order (SOBO)**, **District Identity (DISI)** and **Land Use**. Projects often bridge more than one area of work, and so committee participants, advisors, and volunteers represent a diverse range of expertise.

Sidewalk Operations, Beautification, and Order is a core program of the Management District Plan and the District programs and projects encourage the beautification and enhancement of the District's public areas.

Examples of volunteer participation:

- Observe and give feedback on trends in delivering ambassador services and priorities in district safety
- Engage the community through crime prevention meetings
- Encourage private building owners to participate in safety & beautification efforts
- Develop and recommend Maintenance & Beautification projects for the public rights of way

District Identity works to promote and enhance the District as a place to live, work, and visit. These activities include: on-going collaborative and independent marketing, communications, public relations, events.

Examples of volunteer participation:

- Support a high level of engagement with the community to showcase District work
- Develop content of the <http://www.downtownsanleandro.com/> website
- Partnership development
- Support business development efforts
- Event planning and production

Land Use supports Downtown San Leandro's vibrancy, quality of life, accessibility and connectivity through active engagement of stakeholders and constructive, inclusive discussions about planning and development in such as the Downtown Transportation Oriented Development Plan and any other zoning decisions that may impact the District.

Examples of volunteer participation:

- Monitor opportunity sites, current and prospective development projects, and other activity, actions and planning efforts in or affecting District
- Host community meetings for current and prospective development projects and planning efforts
- Recommend Board action for Downtown San Leandro development projects, planning efforts, and other activities where appropriate
- Conceptualize and produce forums on economic and land development



Decision Making Matrix

Board Approved 9/10/22

Decision Bucket	Details	Decision Owner	Decision Making Style
Strategic Plan	Organization's Focus & Direction	Board	2/3 Majority
Budget	Annual Budget Creation	Executive Committee w/ ED input	Consensus
	Annual Budget Adoption	Board	2/3 Majority
	Budget Changes under \$5,000 (recommendation of ED)	Exec Committee (report to Board)	2/3 Majority
	Lower Budget authority (one-time spending within approved budget) \$5,000	ED, report one-time expenses over \$2,500 to Board.	Autonomous
	Higher Budget authority (spending within approved budget) \$5,000+	Executive Committee, report expenses over \$5000 to Board.	2/3 Majority
Hiring	Staff (within budget, board informed of process)	ED	Autonomous (consultative – ED owns decision, invites board input)
Programs	New Programs	Board committee/ Full Board	Consensus within committee; Approved board 2/3 Majority
	Budgeted Programs are guided by Board vision, strategic plan and budget; operationalized by ED	ED supported by appropriate Board Committee	Autonomous (report to Board)
Partnerships & Contracts	Contracts-Above \$5,000	Board Committee/ Full Board	Consensus within committee; Approved by 2/3 Majority of Full Board
	Contracts- Operational within budget & below \$5,000	ED	Autonomous
	Affiliations- (partnerships that involve ongoing co-branding and shared revenue)	Board	2/3 Majority
	Community (one-time co-branding)	Board/ED	Consultative
Board Development	Board Development programs and recruiting;	Board Development Committee (President +2)	2/3 Majority
Policy	Bylaws, protocols, etc.	Executive Committee/ Full Board	Consensus within committee; Approved board 2/3 Majority

GLOSSARY OF TERMS*

Autonomous

The responsible person decides by herself without consulting others. She may ask others for information, but does not ask for their thoughts on defining the problem or generating a solution.

Consultation

The responsible person shares the problems with others, either individually or in a group, asking for ideas and suggestions; then the responsible person makes a decision that may or may not reflect the suggestions made by others.

Consensus

The responsible person shares the problem with the group and facilitates the group discussion. The group generates and evaluates alternatives and attempts to reach agreement on one solution.

Delegation

The responsible person passes the decision off to another person.

2/3 Majority

The responsible decision making body requires 2/3 majority of members present voting "aye" to adopt the decision. For example, if twelve board members *are present*, nine would need to vote "aye." As opposed to 2/3 of the total number of members on the board.