



# Minutes

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## Visit San Luis Obispo County Board of Directors

### Visit San Luis Obispo County Board of Directors Meeting Minutes

Wednesday, July 15, 2015

8:30am

Morro Bay Golf Course

201 State Park Rd, Morro Bay, CA 93442

#### 1. **CALL TO ORDER:** Chuck Davison

**PRESENT:** Kevin Phipps, Jay Jamison, Clint Pearce, JP Patel, Noreen Martin, John Arnold, Kathleen Bonelli, Mark Eads, Lois Fox, Sam Miller, Rachel Patranella, Val Seymour

**STAFF PRESENT:** Chuck Davison, Brendan Pringle, Kylee Jepsen

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**Call to Order at 8:35am.**

#### 2. **PUBLIC COMMENT (On Non-Agenda Items)**

Gordon Jackson, Pismo Beach Visitors & Conference Bureau, welcomed and congratulated the new members of the Board. John Solu, Embarcadero Inn in Morro Bay, said he looked forward to seeing the progress that the Visit San Luis Obispo County Board will be making for the County. Joel Clay, Morro Bay Golf Course, welcomed everyone to the venue.

#### **ANNOUNCEMENTS**

Davison thanked former Board members and highlighted the seats that remain open on the Board. He also thanked Joel Clay for allowing us to use the Morro Bay Golf Course for the meeting.

The SLO Railroad Museum is having an open house/private FAM for local tourism professionals on Tuesday, July 28<sup>th</sup> from 5:00-7:00pm. The event includes guided tours, food, beverages, and a museum presentation at 5:30pm.

#### 3. **Brown Act Guidelines Reminder**

Davison pointed out that the Visit San Luis Obispo County Board is under the Brown Act, and announced several guidelines for the Board members to follow.

#### **NEW BOARD ESTABLISHMENT**

#### 4. **Board Terms**

Board members drew for 1-year, 2-year, and 3-year terms. Results: Arnold-3, Bonelli-1, Eads-1, Jamison-1, Martin-2, Miller-3, Patel-2, Patranella-3, Pearce-1, Phipps-2, Seymour-2.

Public Comment – None.

#### 5. **Establishment of Officers**

Davison announced the positions on the Executive Committee—Chair, Vice Chair, Treasurer, Secretary, and Past President—and opened the floor for nominations. Board Discussion. Davison clarified that the officer terms were one year.

Public Comment – None.

**ACTION:** Moved by Patel/Eads to nominate Kevin Phipps as Chair, Jay Jamison as Vice Chair, and Noreen Martin as Past President.

**Motion carried: 11:0**

**ACTION:** Moved by Jamison/Eads to nominate Clint Pearce as Treasurer and JP Patel as Secretary.

**Motion carried: 11:0**

## **6. B&B Seat**

Davison acknowledged that there is still a remaining board seat held for a B&B/Inn representative, and that Visit San Luis Obispo County received two applications. The first was from Kevin Beauchamp of the Kaleidoscope Inn in Nipomo. However, due to unfavorable feedback received about the Kaleidoscope Inn online and the inability to conduct a site inspection, his application was withdrawn and the seat was left vacant. Later, VSLOC received an application from Lois Fox of Belvino Viaggio Bed & Breakfast. Lois Fox was an opponent of the TMD, but with its passage would like to be involved for the good of the B&B lodging mix. Davison noted that the board could consider her application at this time. Board discussion.

Public Comment – Lois Fox described her early opposition to the TMD based on the belief that the benefits did not outweigh the cost. Fox noted that she would like to be a board member to ensure the TMD is successful in achieving more.

**ACTION:** Moved by Pearce/Martin to appoint Lois Fox to the Board of Directors.

**Motion carried: 11:0**

Fox accepted her seat on the Board.

## **CONSENT AGENDA**

### **7. Official Acceptance of 2014-15 Board Resignations**

Davison asked the Board to accept the official resignations from our 2014-15 Board. Board discussion.

Public Comment – None.

### **8. Approval of June 17, 2015 Board Meeting Minutes**

Davison asked the Board to approve the June 17, 2015 Board Meeting Minutes. Board discussion.

Public Comment – None.

**ACTION:** Moved by Jamison/Patel to approve the Consent Agenda.

**Motion carried: 12:0**

## **BUSINESS ITEMS**

### **9. Estimated June (Year-End) Visit SLO County Financials**

Davison noted that the financials in the Board Packet are draft financials. Visit San Luis Obispo County expects to bring the final year-end financials to the Board for approval at the August 19, 2015 meeting.

Public Comment – None.

### **10. TMD Bridge Loan Update**

#### **10.1. Coast National Bank Line of Credit**

Davison noted that we received a \$1M line of credit from Coast National Bank, and established a checking account. The line of credit is for 12 months and can be extended with the thought we would pay it back over 18 months, but the process can be accelerated which is the intent of Visit San Luis Obispo County. This allows Visit San Luis Obispo County to operate over the next few months. Board Discussion.

Public Comment – None.

#### **10.2. Ratification of Resolution to Authorize Coast National Bank Account**

On June 17, 2015, the Board of Directors unanimously adopted a resolution to authorize the establishment of a business depository account and related services including the establishment of a \$1M LOC at Coast National Bank in SLO County, California. Board discussion. Patel asked about the interest rate and when a budget was expected. Davison responded that the interest rate was prime + 1%, and that he hoped to have a final budget for the Board for approval in August or September.

Public Comment – None.

**ACTION:** Moved by Patel/Eads to ratify this resolution to authorize the establishment of the Coast National Bank LOC Account.

**Motion carried: 12:0**

#### **10.3. Signature Cards**

Motion requested to approve Chuck Davison and new Executive Committee members (Kevin Phipps, Jay Jamison, Clint Pearce, JP Patel, and Noreen Martin) as authorized signers on Visit San Luis Obispo County's Coast National Bank account and Heritage Oaks Bank (SAVOR) account. Board discussion.

Public Comment – None.

**ACTION:** Moved by Pearce/Martin to approve Chuck Davison and the new Executive Committee members as authorized signers on the Coast National Bank account and the Heritage Oaks Bank (SAVOR) account.

**Motion carried: 12:0**

#### **10.4 Upcoming Closure of Rabobank Account**

Motion requested to close VSLOC's current Rabobank account on or before August 31, 2015 as VSLOC's checking account will now be with CNB (per requirement of LOC). Board discussion.

Public Comment – None.

**ACTION:** Moved by Martin/Jamison to close VSLOC's current Rabobank account on or before August 31, 2015.

**Motion carried: 12:0**

### **11. Approval of Updated Bylaws**

Davison noted that, in order to update Visit San Luis Obispo County's bylaws, a vote of 10% of the members is required to constitute a quorum. The corporation currently has 836 members; thus, the quorum is satisfied with 84 members. Visit San Luis Obispo County received 103 yes votes by the deadline of July 10, 2015 at 5:00 pm. Davison explained that the bylaws update changes Visit San Luis Obispo County from a membership organization to a TMD, under the District Management Plan, which stipulates how Board members are elected. Board discussion. Jamison expressed confusion about the term "members," and Patel requested that this be clarified in a revised copy of the bylaws. Pearce recommended having Civitas review it for clarification. Davison agreed and said that he would bring a revised copy to the August 19, 2015 Board Meeting. Public Comment – None.

### **12. TMD County Contract Update**

Davison noted that Visit San Luis Obispo County received the initial contract from the County of San Luis Obispo, and revisions were submitted by Civitas on July 8, 2015. The contract needs to be completed by the end of August to receive funds on time from the Un-incorporated Area. The county may choose not to remit payment of collected funds until this is complete. Visit San Luis Obispo County will be renewing its engagement contract with Civitas for three months to assist with TMD implementation items and the County contract process. Board discussion.

Public Comment – None.

### **13. TMD Marketing Committee Update**

#### **13.1 Agency Presentation Updates**

On June 25, 2015, the VSLOC Marketing Committee heard presentations from three marketing agencies (Riester, Catalyst, and B+D). During the Q&A follow-up, B+D withdrew. On July 1, 2015, agencies responded to follow-up questions provided by VSLOC Marketing Committee members. On July 11, 2015, the VSLOC Marketing Committee held a meeting to discuss their recommendations. The Marketing Committee unanimously recommended approval of Catalyst

as VSLOC's marketing agency. Major factors for this recommendation included their creative, as well as a significant cost difference. Davison presented Catalyst's creative, as well as a video Catalyst conducted throughout the County. Davison also commented on their positive references. Motion requested to approve the President & CEO to contract with Catalyst as Visit San Luis Obispo County's Marketing Agency. Davison noted that after 18 months, VSLOC would go back to the RFP process. Board discussion.

Public Comment – Gordon Jackson, City of Pismo Beach, noted that as a Marketing Committee member, he appreciated how Catalyst brought the account representative to the meeting, and how they emphasized the importance of accountability. Molly Cano, City of San Luis Obispo (Marketing Committee member) highlighted Catalyst's knowledge of the industry, their potential to work well with VSLOC, and their ability to move quickly. Lori Keller, Martin Resorts (Marketing Committee member) commented that Catalyst understands this business and VSLOC.

**ACTION:** Moved by Pearce/Seymour to approve the President & CEO to contract with Catalyst as VSLOC's Marketing Agency.

**Motion carried: 12:0**

#### **14. SAVOR the Central Coast Update**

Michelle Metter and Lauryn Edwards provided an update on ticket sales and marketing efforts for *Sunset SAVOR* the Central Coast. Public Comment – None.

#### **15. CEO Report**

Davison noted that the office is relocating to 1334 Marsh Street in the week of August 10, 2015, and VSLOC's lease in Paso Robles has been extended to August 15, 2015.

VSLOC is having conversations with finance directors to see how TMD funds from the City/County will be transferred.

VSLOC has two candidates on the radar for the Director of Travel Trade position. The candidate search for both the Director of Travel Trade and Marketing Director positions is ongoing.

Davison attended Visit California's Research Committee meeting. Now that the Dream Big funding was passed, they are developing how money is going to be allocated. SLO County (Morro Bay) will be featured on the next Dream Big commercial.

VSLOC is working closely with Morris & Garritano on a Human Resources Audit.

Davison will be out of the office August 1-9, 2015 for vacation.

Marketing Committee Meeting is August 11, 2015, and the next Board of Directors meeting will be August 19, 2015 at 8:30am at the Morro Bay Golf Course. Board discussion. Public Comment – None.

#### **ADJOURNMENT**

**Meeting adjourned at 10:32am.**

Fox drew for the length of her term at the end of the meeting. She drew a term of 3 years.