



FY 2024 – Q4 BOARD MEETING
NATIONAL LANDING BID
Wednesday, April 25, 2024, 9:30 – 11:00 a.m.
2611 Clark St, Arlington VA

Minutes

Members Present: Stacey Brayboy, Mark Carrier, Gary Cook, Kimberly Driggins, Shannon Flanagan-Watson, Aubrey Fenton, Kingdon Gould, Freddie Lutz, Donna Marquez, Andrea Murray, Robert Peck, Patrick Philippi, Sahil Rahman, Regina Rees, Dave Ritchey, Harmar Thompson, Pamela Van Hine, Andy VanHorn, Thomas Vannetta

Members Absent: Judy Freshman, Donna Marquez, Abbey Oklak, Joe Oyler

Staff Present: Tracy Sayegh Gabriel, Rob Mandle, Malaika Scriven, Ben Wills, Mai Abdelaziz, Elissa Staley

Others Present: Kedrick Whitmore (Counsel)

Welcome

- Chair Andy VanHorn called the meeting to order
- Andy thanked Kingdon and Gary for hosting the board meeting and Gary Cook offered a tour of the office space after the meeting

Introductions

- Andy gave an overview of the agenda, which included key decision points around the nominations for the FY2025 Board and Officers Slate, review of the Terms of the BID's new office lease, and progress updates on key initiatives
- Andy welcomed Elissa Staley, the BID's new Events and Activations Director and asked her to share a few things about herself

Recent Wins

- National Landing celebrated Heritage Months which included Black History Month, Women's History Months and Love Lands here campaigns
- Part of Black History Month was the special screening of Origin as well as Hyatt Minority Vendor Showcase and sharing multiple stories of National Landing's black owned business

- The BID also hosted a Women’s networking breakfast at Surreal and offered triple rewards via Open Rewards at women-owned businesses and sharing stories about women in history, like Grace Murray, a NASA mathematician
- Love Lands Here campaign promoted a collection of stories, businesses, date night ideas, and events happening across the neighborhood, along with attention grabbing installation at Water Park
- JBG Smith announced coming retailers to Reva and Grace
- Dweck Properties announced three new restaurants at the Quimby (formerly the Buchanan) including a Uyghur restaurant, a Chinese restaurant with Karaoke bar, and a Mexican restaurant
- The Gramercy at Met Park signed a lease with Gwenie’s Pastries, which will feature classic Filipino deserts and fusion specialties
- Pink in the Park wrapped up a series of events with Pink Beats at Water Park attended by almost 1,750, which helped drive traffic and awareness to Water Park businesses
- Pink in the Pool was attended by hundreds at Arlington’s largest pool, Long Bridge Park, and over 1,000 visited Metropolitan Park for the Art of Pink

Motion on Approval of Q3 Board Meeting Minutes

- Motion: Dave Ritchey
- Seconded: Sahil Rahman
- Abstention: Shannon Flanagan-Watson
- Discussion: None
- Approved Unanimously
- Opposed: None

Treasurer’s Report

- Robbie Peck provided the Treasurer’s Report

Q3 Financial Close & Revenue

- YTD financials are trending consistently over the past several months
- Revenue actuals are right at budget at around 99% with both annual disbursements in the bank
- Forecast is projecting about \$180k more in sponsorship revenue by the end of the year
- This catch-up is driven by additional spending in all program areas, but primarily in the Events and Public Realm program areas as Pink in the Park and our Placemaking Plan expenses start hitting the books
- Forecasting a rapid spend through the last quarter of the fiscal year
- Administration, Public Realm, and Economic Development program areas are expected to be pretty close to budget

- Marketing and Events program areas are both expected to have spending exceeding budget, however, both are supported by additional sponsorship revenues
- Variances in sponsorship revenue and in events spending will warrant a letter notifying the County Manager per the requirements outlined in our Service Agreement with the County
- Though the forecast indicates no substantive deficit or surplus, there is about half a million dollars forecast to be spent on 13 key initiatives
- Given the scale of some of these efforts, it is likely that some may have project milestones that cross the fiscal year
- BID staff are recommending a letter notifying the County Manager of intent to establish FY2025 program reserves to complete any FY2024 initiatives that have not been fully completed and for which program dollars remain
- Staff is recommending a carryover request of up to \$250,000 into a FY2025 On-Going Initiatives Program Reserve fund

Reserves

- As was the case last quarter, no program reserve dollars have yet been spent or are forecast to be spent in FY2024
- The combination of the Operating Contingency and the Downtown Wayfinding Initiative Reserve sums to about \$342,000
- Though the Operating Contingency is approved to be carried over in our FY2025 Work Plan, request to carry over the unspent Wayfinding Reserve funds making our FY2025 Carry Over Request about \$350,000
- Though the Operating Contingency is approved to be carried over in our FY2025 Work Plan, a request needs to be made to carry over the unspent Wayfinding Reserve funds making our FY2025 Carry Over Request about \$350,000

Motion on Request to the County Manager to carryover up to \$350,000 of unspent FY2024 program and Downtown Wayfinding Initiative Reserve funds into a FY2025 On-Going Initiatives Program Reserve fund

- Motion: Harmar Thompson
- Seconded: Patrick Phillippi
- Discussion: None
- Approved Unanimously
- Opposed: None
- Abstained: Shannon Flanagan-Watson

BID Office Relocation

- The BID initiated an office space search in May 2023 as the termination date for its current space at 2011 Crystal Drive approached
- Though not necessarily looking for new space, the BID soon learned that a relocation would be necessary as a result of new renovations planned for the building
- After receiving pitches from three separate brokers, the BID selected JLL to assist with search efforts
- Andy VanHorn and Harmar Thompson served as advisors to the BID team, and toured 9 properties and 16 candidate spaces representing 6 different property owners
- Taking into consideration each individual space, goals for metro accessibility, street vibrancy, and employee/tenant attraction/retention, 3 properties were selected and sought proposals from each
- With support from the Executive Committee, the BID signed a Letter of Intent to negotiate a lease for a 4th floor space at 1550 Crystal Drive
- The building offers a central National Landing location amidst much of the development activity and new retail that is anchoring a strong office attraction market
- With an anticipated move in the fall due to the planned renovation, the space should be close to delivering when the BID needs to vacate 2011 Crystal Drive
- At a size of nearly 6,000 SF, the space provides sufficient space for the existing staff with room to grow while providing interim storage, a medium sized conference room and a flex space capable of hosting larger meetings and small events
- The space also delivers on an important post-pandemic amenity for the BID team – multiple small, closed door spaces for collaboration or zoom meetings (blue)
- The overall financial package is sound and at or near typical offerings in the current market
- A healthy TI budget, moving assistance, and a 12-month rental abatement greatly ease the financial burden of the move and BID financial forecasts accommodate any additional costs in the FY2025 budget
- A modest annual rent escalation of 2.5% and an 11-year lease term enable the BID to comfortably accommodate the cost into annual budgets moving forward
- Discussion
 - Ked clarified that JBGS Board Members need to abstain from voting to avoid conflict of interest
 - Gary asked how the reduced price for storage space (\$15/sq ft)
 - Storage Space not built out so it remains at this price unless converted to usable office space
 - BID could incorporate it into the main lease if additional space needed
 - Gary also asked about why LPC office was not a finalist in the RFP process given its central location for a BID expanded into Alexandria

- Andy clarified that the new office location would be centered in between Crystal City, Pentagon City and Potomac Yard and Pam VanHine also commented on the proximity of Metro to the new office space
- Gary asked why the BID signed an 11-year lease and not a shorter one since assessments may change
 - Kingdon commented that it would be best for BID to be stable and not moving constantly
 - Tracy also stated that she has been with the BID for 6 years and it would be the 3rd move so stability is needed for staff
 - Andy reiterated that BID is a place-based organization so being at the office will always be a need
 - This BID is one of the largest in the area and there are a lot of properties / plans in the pipeline so our budget will likely expand
- Robbie Peck asked about the 7-year early termination
 - Can get out of lease with a financial penalty
- Aubrey asked how much \$240k is compared to current rent and Rob answered it's about \$30K more

Motion on Approval to support BID's efforts to negotiate a lease for 1550 Crystal Dr

- Motion: Kingdon Gould
- Seconded: Freddie Lutz
- Abstention: Dave Ritchey, Andrea Murray, Gary Cook (To avoid conflict of interest)
- Discussion: None
- Approved Unanimously
- Opposed: None

Nominating Committee:

- Andy shared key findings of census and the purpose and how it informs the nominations this year
- Tracy talked about value of diversity on board
- The BID has a history of including multiple representatives from a single owner for those entities with a larger proportion of the assessed value
- As ownership composition changed with the expansion of the BID, the Executive Committee employed a policy starting in 2021 of capping representation two Directors for a single entity and allowing owners with at least 10% of assessed value to request, but not be guaranteed an additional seat
- In the list of top property owners, there are only three companies that meet that threshold and which have requested such representation: JBGS, Dweck, and Amazon

- The Nominating Committee is empowered to evaluate whether an owners' additional seat contributes positively to the composition of the Board
- While JBGS already has two directors seated on the Board, both Amazon and Dweck have requested an additional seat
- The Board Census and Board Application procedure has helped the Nominating Committee consider these requests across all potential candidates to evaluate relative to metrics and business plan guidance

Expiring Terms:

- BID Directors serve terms of three years with one of three classes up for re-election every year
- This year, Class 3 Directors' terms end on June 30th
- All the Class 3 Directors have expressed interest in continuing to serve on the Board for another three-year term
- Additionally, there are 7 voting director vacancies that have occurred over the past year from retirements and job changes
- These seats were purposely not backfilled during this fiscal year so that the selection is strategic and intentional in how directors are nominated to meet the needs and objectives of the board
- There are 4 nonvoting director vacancies
- Three of those vacancies are from new positions created during last year's by-laws changes which enabled the BID to include nonvoting board representation from important stakeholders outside of our boundaries – specifically Virginia Tech, Pentagon and MWAA
- Like the County and civic associations, The BID relies on appointments from these institutions to determine representatives

Proposed Directors:

- Based on the census findings, the committee sought to expand the board's skills/expertise, improve representation both geographically and by industry sector to meet business plan guidance, advance diversity goals across all measures, recruit the best talent, and find representatives that are passionate leaders who are excited about the BID's mission and the neighborhood
- The Committee recommends the following seven candidates who formally submitted board applications
 - Ashleigh de la Torre, VP, Amazon
 - Rahman "Rock" Harper, Owner, Queen Mother
 - Shavini Fernando, Founder & CEO, Oxywear
 - Terrance "Terry" Duvall, GM at Renaissance Cap View/Residence Inn
 - Catherine "Catie" Anchin, Executive Director of MoCA Arlington
 - Heena Feeney, VP – Asset Management at Beacon
 - Mara Olguin, CMO, Dweck Properties

- With these proposed candidates as part of the Board, it will meet business plan guidance for geographies and market sectors, property owner representation and will add needed expertise in communications and marketing
- With this revised proposed slate, the male to female ratio will get to 50:50 ratio
- 21% of our current voting directors identify as a BIPOC/nonwhite - with the new slate it would increase to 31%

Motion to approve the proposed FY2025 Board Slate

- Motion: Gary Cook
- Seconded: Shannon Flanagan-Watson
- Discussion:
 - Harmar asked about non-voting members interest in involvement; Organizations will choose their liaisons and representatives
- Approved Unanimously
- Opposed: None
- Abstained: None

Proposed FY2025 Officers

- Andy VanHorn stepped in this Fiscal Year as Chair after Jack Kelly's departure; Will serve as Vice Chair in the upcoming Fiscal Year
- Kimberly Driggins to serve as Chair of the Board
- Robbie Peck will stay as Treasurer and Donna Marquez will remain Secretary
- Freddie Lutz and David Ritchey will stay on as at-large members of the Executive Committee
- Kimberly Driggins gave a brief presentation and shared her excitement in becoming Chair

Motion to approve the proposed FY2025 Slate of Officers and Executive Committee Members

- Motion: Stacey Brayboy
- Seconded: Sahil Rahman
- Discussion: None
- Approved Unanimously
- Opposed: None
- Abstained: None

Transportation Committee

- Discussion was led by Harmar Thompson
- Last meeting was on Feb 29th and gave an update on CC2DCA bridge
- Perkins Eastman was selected as the company after an RFP process
- May 6th is next workshop to discuss design priorities and to build consensus within community and business community stakeholders

- Funding of the bridge is primarily done by Arlington County

23rd Street Committee

- Discussion was led by Freddie Lutz
- Last meeting was on Feb 22nd and it discussed Safety, Placer Data and Walks with a Purpose
- Freddie noted incident of receiving death and bomb threats related to the Drag Story-Time

Equity Committee

- Discussion was led by Sahil Rahman
- Discussed work being done to ensure everyone feels included
- Expressed support for Freddie Lutz and bomb threat incident
- Highlighted work done for Black History Month led by Matt and Malaika with Origin movie screening and black owned business support and WHM networking breakfast and upcoming heritage months
- Talked about value of DEI on national scale; focused on placemaking and training
- Next meeting is in May

Planning & Development Committee

- Discussion was led by Andrea Murray
- Prior to Annual Meeting, BID will send updates on Mount Vernon Trail Mural, CSRI, Innovation District RFP
- Upcoming Creative Placemaking workshop on May 16 facilitated by Via Partnership, an art consulting firm and help develop the toolkit

Wayfinding Committee

- Committee did not meet
- Stalled by lack of regulatory process
- Looking into Digital Wayfinding solutions with Ike

Major BID Initiatives

- National Landing Foundation Status
 - Engagement work is well underway with Uncommon Bridges, formerly known as BDS Planning
 - March 16th workshop was able to reach consensus on a number of key decision points:
 - On a Vision Statement for the organization – same as the BID's which is a common practice of sister foundations and illustrates that the entity would be focused on enhancing BID programming
 - Language for the Mission Statement was also validated
 - General understanding and agreement that a foundation entity would serve as an asset and build capacity for financial resourcing to support BID aligned priorities

- Following the meeting, the consultant is working to refine organizational details (board structure, financial separation, and reporting practices which will be presented in a summary white paper for review
- Major next steps include filing Articles of Incorporation and IRS paperwork as well as drafting and finalizing key organizational documentation such as bylaws and accounting policies and procedures and the drafting of a Year 1 framework and Work Plan
- Anticipated completion date to be by the end of May, discussed at a Foundation Working Group Meeting and then presented to the Board in July
- First thing needed is to settle on a name of the entity and a few were suggested on slide
- Kedrick Whitmore clarified that the name will go through a trademark search
- A few names were discussed among the directors were 'Trust NL' or 'NL Community Trust' but Gary cook suggested to stay away from a downtown name
- Ambassador / Clean Team Exploration
 - The BID issued two perception surveys (one public-facing the other a BID Member one) aimed at collecting perceptions on cleanliness and safety as well as the willingness to pay for services
 - In sum, an ambassador program would be welcomed, but there is not a strong willingness to pay for one
 - 70% of respondents thought an Ambassador program would be a good idea, but nearly 57% were concerned about the potential costs of the program
 - Additional assessments would range between \$128 to \$256 for every \$1 million of property for a scaled operation of \$1.5 to \$3 million which dropped support for ambassador programs fell below 50%
 - Focus on security did not yield support from more than 50% of respondents
 - Security is the biggest concern in both surveys
 - The takeaway lean towards not supporting a program and not continuing the exploration but sample size too small to make that determination
 - Next steps include soliciting participation from voting and non-voting members, hosting a facilitated group conversation or explore a fee-for service model and use BID as contractor
 - Discussion
 - Harmar Thompson reiterated safety affects more residents than office tenants
 - Aubrey Fenton shared that it does affect residents but the program would not help
 - Dave Ritchey and Kingdon Gould reiterated that stats would help make a better decision

- Robbie Peck asked what's best use of funds and that possibly having a formal feedback loop or playbook on what to do for most common issues

Director Updates:

- Shannon Flanagan-Watson:
 - Introduced Thomas Vannatter who is the interim staff liaison
 - Shared that Arlington County Board voted to approve budget previous weekend that will help public safety, housing and behavioral health
 - BID Work Plan and Budget was adopted
- Stacey Brayboy:
 - March of Dimes Event on April 27th at Nats Stadium

Closing Remarks:

- Annual Meeting will be held at Amazon on May 29th themed around food
- Upcoming FY2025 Q1 Meeting on Wednesday, July 24th