

Presidio Trust Board of Directors Meeting – Public Session
September 28, 2017
Minutes

Attending Board Members:

Lynne Benioff
Paula Collins
William Grayson
John Keker
Mark Pincus
Janet Reilly
John Reynolds

Participating Staff Members:

Joshua Bagley
Michael Boland
Jean Fraser
Amy Marshall
Mollie Matull
Rob Thomson

Chairperson Keker called the meeting to order at 6:07 p.m.

Actions taken:

- Approved: Minutes of 27 July 2017 Board Meeting and 18 August 2017 Telephonic Board Meeting.
- Approved: Commendation regarding August 26, 2017 First Amendment Event on Crissy Field.

Discussion items:

Approval of July 27, 2017 and August 18, 2017 Minutes

Upon motion duly made and seconded, the Board unanimously approved the revised version of minutes for the July 27, 2017 Board Meeting and August 18, 2017 Telephonic Board Meeting attached hereto as Exhibit A1 and A2, respectively.

CEO Report

Ms. Fraser updated the Board on work toward advancing our strategic goals. She noted that staff is reviewing our menu of programs to ensure that the Presidio is visited and loved by all. On being a model of environmental stewardship, she highlighted the completion of the Paul

Goode Athletics Center by University High School. Its turf fields reduce our water usage annually by one million gallons. Also, noted was a successful coyote pupping season where we increased public education and awareness training, reduced conflicts between the coyotes and people and their dogs, and monitored the movements of coyotes by using tracking collars. In pursuit of being a model of operational excellence, we hired two staff members to develop staff capacity to improve our processes so our organization can more effectively and efficiently perform.

Approval of commendation regarding 26 August 2017 First Amendment Event on Crissy Field.

Ms. Fraser provided background on the August 26, 2017 First Amendment Event and introduced the proposed commendation for the National Park Service and US Park Police staff members for successfully managing the event. She reported that Golden Gate National Recreation Area (GGNRA) Acting Superintendent Cicely Muldoon weighed the permit request very carefully and thoughtfully and then advocated for sufficient resources to ensure the public's safety before granting the permit. Ms. Fraser also recognized contributions from GGNRA Chief Ranger David Schifsky, US Park Police Major Noreen Schirmer, Department of the Interior Field Solicitor Barbara Goodyear, National Park Service Acting Director Mike Reynolds, National Park Service Western Regional Director Laura Joss, US Park Police Assistant Chief Scott Fear, and Kevin Killian, Marc Foust and the entire NPS Western Incident Management Team. Mr. Kecker commented that the peaceful result of this effort is a huge tribute to the great work of the US Park Police, National Park Service, and the Presidio Trust staff. The Board recognizes the tremendous effort that went into this event. Mr. Reynolds commented that the team deserves this recognition for their extraordinary work to come together when they normally do not work together to respond to these types of incidents. Upon motion duly made and seconded, the Board unanimously approved the Commendation regarding the August 26, 2017 First Amendment Event on Crissy Field.

Board Activity Reports.

The Directors reported on their work for the Trust. Mr. Kecker is proud to serve as Board Chair and thankful to take over a well-run board from the leadership of Paula Collins. He reported that the Board approved a mission statement and a set of goals for the Trust. Mr. Kecker is supporting staff in negotiations with Caltrans regarding the Doyle Drive project.

Ms. Reilly reported that she is happy to serve as Vice Chair for the Board. Her roles include serving as the Board liaison with the Golden Gate National Parks Conservancy board and chair of the Programs & Communications Committee. The Programs Committee has been focused on the strategic goals and will meet next in October.

Ms. Benioff chairs the Governance and HR Committee which is reviewing Board policies and leading the annual CEO evaluation process. She also serves as the co-chair of the Conservancy's Tunnel Tops Campaign Committee and reported that the fundraising is going very well thanks to Conservancy CEO Greg Moore.

Ms. Collins reported that she chairs the Finance & Real Estate Committee. Recent real estate activity includes the Presidio Theatre groundbreaking, which is a project funded by the

Margaret Haas Foundation, and continued construction on the Main Post Lodge, which will complement the Inn at the Presidio.

New to the Board is Mr. Pincus who is pleased to see the strategic planning work move forward. He reported that the Trust finances are healthy and that the Board passed the fiscal year 2018 budget.

Mr. Reynolds chairs the Audit Committee and reported that the Trust has a robust audit function. Staff is closing out fiscal year 2017 and will report to the Audit Committee in November on the year-end audited financial statements.

Mr. Grayson stated that it is a great honor to be the newest member of the Board. He thanked his fellow Board members and staff for being so welcoming. Mr. Grayson is a San Francisco native who has spent much time in the Presidio. He served as the Principal Deputy General Counsel of the Army and worked on the post to park transition in the 1990's.

Proposed Fort Scott Request for Concept Proposals.

Ms. Fraser, Mr. Boland and Mr. Bagley presented the work on the Fort Scott Request for Concept Proposals. The vision is to develop Fort Scott into a campus for one or more mission-driven organizations focused on addressing the significant environmental and/or social challenges of our time. Additional objectives for this effort are to rehabilitate historic resources, be a model of environmental sustainability, enhance the public realm, enhance the Trust's financial sustainability and expeditiously deliver the improvements. Challenges of the district include derelict buildings in need of rehabilitation, extensive utility upgrades needed and exacting historic preservation rules.

Ms. Fraser stated that the purpose of the presentation was to gather public input to inform the Request for Concept Proposals document which will be released in early 2018 after review and approval by the Board in November. When the concept proposals are received, staff will again reach out to the public for input. Depending on the number and quality of the proposals, the Board may choose to select a short list of respondents to invite to submit a detailed proposal and financial terms. The public will again have the opportunity to provide input before the board selects an entity to develop Fort Scott.

The audience was then invited to participate in break out groups to provide input in three areas: the development concept, public realm and historic preservation. After extensive discussion with member of the public, three Trust staff members summarized for the Directors the key points made in each break out group.

Ms. Fraser reminded all participants who are interested in receiving the Request for Concept Proposals when it is issued to sign up at www.presidio.gov/fortscott.

Public Comment

Five members of the public provided comment on general matters to the Board.

The meeting was adjourned by Chairperson Keker at 8:03 p.m.

Respectfully submitted,

Andrea M. Andersen
Deputy General Counsel

Exhibit A1

Presidio Trust Board of Directors Meeting July 27, 2017 Minutes

Attending Board Members:

Lynne Benioff (via teleconference)
Paula Collins
William Grayson
John Keker
Mark Pincus
Janet Reilly
John Reynolds

Participating Staff Members:

Joshua Bagley
Michael Boland
Carla Carvalho-DeGraff
Jean Fraser
Nancy J. Koch
Mollie Matull
Sherri Schilling

Chairperson Keker called the meeting to order at 8:06am.

Actions taken:

- Approved: Minutes of May 25, 2017 Board Meeting and July 7, 2017 Telephonic Board Meeting.
- Approved: FY18 operating budget and 5-year capital plan (FY18-FY22).
- Approved: Residential property management contract award.
- Approved: Amendment of Article IV, Sec. 15 of Bylaws (Chair's ex-officio status on Board Committees).
- Approved: Board Committee assignments.

Discussion items:

Approval of May 25, 2017 and July 7, 2017 Minutes

Upon motion duly made and seconded, the Board unanimously approved the revised version of minutes for the May 25, 2017 Board Meeting and July 7, 2017 Telephonic Board Meeting attached hereto as Exhibit A1.

CEO Report

Ms. Fraser updated the Board on progress against our goals: being visited and loved by all; being a model environmental steward; and being a model of operational excellence and financial sustainability. She highlighted the Presidio Visitor Center which has had over 60,000 visitors, surpassing all expectations. The Exclusion exhibit in the Officers' Club also attracts visitors to the park who may not otherwise visit. As part of our long range plan to ensure that the Presidio Forest remains healthy for years to come, reforestation efforts will continue in the Park Stand area in August. Finally, the Trust received a clean audit review from the Office of Government Ethics.

Approval of fiscal year 2018 operating budget and five-year capital plan

Ms. Carvalho-DeGraff presented the proposed fiscal year 2018 operating budget and five-year capital plan covering fiscal years 2018-2022. At its June 20 and July 20, 2017 meetings, the Finance and Real Estate Committee reviewed these proposals along with significant supporting materials. Based upon those reviews, the Committee expressed support for approval of both budgets. Directors asked questions concerning how maintenance expenses impact net operating income, requesting an amendment to the budget presentation documents to have the maintenance expenses reflected in the operating expenses. Then, upon motion duly made and seconded, the Board unanimously approved the fiscal year 2018 operating budget and five-year capital plan as attached hereto as Exhibits B1 and C1.

Approval of residential property management contract award.

Pursuant to the Presidio Trust's Procurement Policy, Ms. Fraser sought approval to award a contract to John Stewart Company for management of the Presidio's residential portfolio beginning in October of this year. This spring, following issuance of a Request for Proposals (RFP), three companies bid for this contract. After reviewing the proposals and interviewing the proposers, the RFP evaluation panel recommended awarding the contract to the John Stewart Company. The Finance and Real Estate Committee expressed support for selecting John Stewart Company's after considering the matter at its July 20, 2017 meeting. After discussion, and upon motion duly made and seconded, the Board unanimously approved the staff's recommendation to award residential property management contract to John Stewart Company on terms substantially similar to those reflected in the pre-read materials.

Approval of amendment of Article IV, Sec. 15 of Bylaws.

Ms. Koch presented a proposed change to Article Four, Section 15 of the Presidio Trust's Bylaws which would make the Chairperson an ex officio member on all Board committee with voting

rights but without impacting quorum calculations. This proposed amendment would enhance the information flow between committees and between the committees and the full Board. Uniformity of practice would also be enhanced by this amendment. After discussion, and upon motion duly made and seconded, the Board unanimously approved the amendment reflected on Exhibit D1 to Article Four, Section 15 of the Presidio Trust's Bylaws.

Approval of board committee assignments.

The Board considered the membership of the Board committees. After discussion, and upon motion duly made and seconded, the Board unanimously approved the board committee assignments attached hereto as Exhibit E1.

Presentation on the operational excellence initiative

Ms. Fraser discussed the operational excellence initiative. She presented areas of strength and opportunities for improvement in the context of the newly adopted strategic goals for the Trust. She noted that staff are creative and motivated, but are challenged with processes and systems that need improvement. Ms. Fraser reflected on the need to streamline processes so the creativity of the staff can be unleashed to improve our park services, structures and amenities for our visitors and tenants. That work will formally begin this fall with the creation of a new Operational Excellence department.

Doyle Drive Project Dispute: Attorney Client Privileged Briefing

General Counsel Koch updated the Board on the Doyle Drive Project dispute.

Executive Session.

Directors did not meet in Executive Session.

The meeting was adjourned by Chairperson Kecker at 10:07 a.m.

Exhibit A2

Presidio Trust Board of Directors Meeting Via Teleconference August 18, 2017 Minutes

Attending Board Members:

John Kecker
Janet Reilly
Paula Collins
Mark Pincus
William Grayson

Participating Staff Members:

Jean Fraser
Nancy J. Koch
Genevieve Coyle

The Presidio Trust Board of Directors met via telephone conference on August 18, 2017. Participating Directors waived Notice of this meeting. Directors Benioff and Reynolds provided written waiver of notice following the meeting. Chairperson Kecker called the meeting to order at approximately 8:00 a.m. after confirming that all participants could hear one another.

Actions Taken: None.

Discussion Items:

Patriot Prayer First Amendment Permit

The Board received a privileged briefing from, and under the supervision of, Trust General Counsel Koch concerning the permit application to National Park Service for a first amendment permit on Crissy Field on Saturday, August 26, 2017. Directors asked a variety of questions relating to that matter.

Doyle Drive Dispute

The Board received a privileged briefing from, and under the supervision of, Trust General Counsel Koch concerning the Doyle Drive dispute. Directors asked a variety of questions relating to that matter.

Chairperson Kecker adjourned the meeting at approximately 9:00 a.m.