



Willow Glen Business Association
Board of Directors & General Membership Meeting
 Agenda for Tuesday, September 11th, 2018 • 8:00 am – 10:00 am
Willow Glen Community & Senior Center
 2175 Lincoln Ave.

I – Information Only A – Action Required G – Good of the Order

Item	Type	Person Responsible	Time line	Action
Meeting called to order	G	Henry Flynn, President	8:00 am	Welcome
Approval of minutes	A	Approval of August Minutes	8:00 am	Review and approval of August 14th, 2018 minutes
Executive Committee Report	I	Executive Committee Update – Henry Flynn Bylaws Amendment Proposal	8:05 am	Review and approval of August 31st, 2018 minutes Review and approval
Treasurer's Report	A	Treasurer-Tim Mulcahy- Financial reports	8:10 am	Board approval Accept Report
Committees to provide an update to board and membership on their projects.	I	Member Relations Committee WGBA Staff	8:10 am – 8:55 am	Updates
	I	Our Avenue Committee Chair: Henry Flynn, John Gilligan, Robert Hernandez, Bill McAfee and Vince Falcone Committee Update		
	I	Strategic Marketing Committee Chair: Robert Hernandez Committee Update		
	I	Promotions & Events Committee Chair: Lynne Rovai Committee Update Fall Wine Walk 10/13 Holiday Preparation Bubbly Walk 12/1 DOTA – New Event BBQ in the Glen Chair: Robert Hernandez 9/22		
Neighborhood Report	I	Willow Glen Neighborhood Association Update	8:55 am – 9:00 am	
OPEN FORUM/ PUBLIC COMMENT– 2 MIN. EACH	G	Moderated by Board President Time Certain Any person may address the Board on any subject not on the agenda. Since the subject is not on the agenda, the Brown Act (State Open Meeting Law) prohibits action by the Board. However, Board Members and Staff may briefly respond to statements or questions and/or provide referral to Staff. The Board may place the item on an agenda for a future meeting.	9:00am - 9:30am	
Assoc Member Applications	A			
Meeting Adjournment	G	Henry Flynn	9:30 am	

**The next WGBA Board meeting will be Tuesday, October 9th 2018 8:00 am
WG Community Center, 2175 Lincoln Ave.**

The mission of the WGBA is to make downtown Willow Glen a desirable destination to shop, eat and locate a business through maintenance and beautification projects and the promotion of a positive identity for the Willow Glen business community through advertising, public relations, sponsorships, events and festivals and the preservation of the historical and architectural character of downtown Willow Glen.

Willow Glen Business Association Board Meeting
Tuesday, 14 August 2018 ~ 8:00 a.m.
Willow Glen Community & Senior Center, 2175 Lincoln Avenue, SJ 95125

Attendees: Frank Bejan, Vince Falcone, Henry Flynn, Robert Hernandez, Emilie Highley, Bobbie Johnson, Bill McAfee, Tim Mulcahy, John Pisacane, Matthew Rodriguez, Lynne Rovai, Jim Stump, Staff - Kandy Stevens

Absent: Henry Flynn, John Gilligan, Lisa O'Hara, Bobbie Johnson, Chris Kouretas,

Meeting was called to order at 8:10 a.m. by Vice President Jim Stump

Approval of Minutes: Motion was made Lynne Rovai to approve the July Board Minutes, Second by John Pisacane. Unanimously approved.

Executive Committee Minutes : Motion was made by Tim Mulcahy to approve. Second by Lynne Rovai. Unanimously approved.

Treasurer's Report: Tim Mulcahy reported: (1) Review of the P&L Report - CBID check received earlier than in the past, so numbers appear skewed. (2) Balance Sheet: Need to research the \$13,037.88 - Artwork Project and how it is to be used. (3) CBID Contingency Reserve - these monies need to be kept on hand. (4) Expenses down slightly as shown on the P&L Comparison. (5) Outlay of monies to the Table, City and Robert Hernandez (BBQ) - all expenses from 2017. (6) Discussion ensued on whether there will be a separate linked items for the BBQ. Motion was made by Emilie Highley to approve the Treasurer's Report. Second by Vince Falcone. Unanimously approved.

Member Relations - No report

Our Avenue - (1) Vince Falcone reported that he reached out to SJSU for students who are looking for community hours to clean the art (sculptures) on the Avenue. Per Lynn Rogers, of the City, it is the responsibility of the WGBA to provide this service. Vince will forward the e-mail that he received on the cleaning process. (2) It was also reported that per Lynn Rogers, the City will pay for the plaques. More investigation required.

Strategic Marketing Committee - Robert Hernandez will now Chair this committee - no report at this time.

Promotions & Events - Lynne Rovai reported: (1) Regarding LNO - some businesses were happy, some were not. (2) 10/13 is the next scheduled Wine Walk which will have an Italian Theme - serving Italian wines (3) Holiday's - Extra day for cable car rides has been

added. Scott Hunter has agreed to be Santa and work the cable car rides. 2018 Ornament has been ordered and expected in early October. (4) Upcoming events have been put on social media by Stephanie Whaley. (5) Posters going up for the various events.

DOTA – This event has come to an end. Suggestion was made to merge this event into the P&E Committee. Tim has looked at the various Art & Wine Festivals – the artist do only a 2 days event. More thought needs to be given as to what will replace DOTA.

BBQ in the Glen – Robert reported: (1) BofA will be closed the day of the event. (2) Face Painters from Presentation High School will provide their services. There is no cost to the WGBA, just a donation to their college fund. (3) Steff set up Event FB page – to date, very high level of interest. (3) Meat order has been submitted – we will not run out this year. (4) Decision made to sell only lemonade this year, not slushy's. (5) WGBA will sell hot dogs, chps & water. (6) 2000 lbs of ice ordered – truck will be in the WGBA parking lot. (7) Advertising has been stepped up. (8) Area for more seating has been created. Bobbie Johnson obtaining quotes from Williams Rents for chairs, etc.

NOTE: Suggestion has been made to pull the BBQ Event into the slot that was DOTA – embellish with a Kid's Court and NOT close the street.

Kandy Stevens indicated that the WGBA (1) Has been invited to the Tree Lighting Ceremony. (2) Suggestion was made to coordinate a “Parents Date Night” on the Avenue – provide day care while couples have dinner on the Avenue. (3) Fund raising ideas brought up bringing technology to the school campus raising money to provide laptops for the students. (4) Kandy reported for Lisa who had spoken to the organizer of the Farmer's Market – there is discussion on bringing the Farmer's Market back to the WG Elementary School.

Neighborhood Report – WGNA was not present

Open Forum – We were joined by the staff of the Round Table Pizza, Rachel Wlner, Willow Glen Elementary PTA, who is looking for ways to partner with the WGBA and Serena Desai, Councilmember Dev Davis' Office who reviewed for us the various events coming up and the support being given to Rod Bitner for the signage on the Bike Trail. She indicated the signs will come from the Parks Department – paid for by the City.

Associate Member Applications: Two applications were presented. Motion was made by Lynne Rovai to approve. Second by Bill McAfee. Unanimously approved.

The Meeting was adjourned at 9:10 a.m.

Respectively submitted,

Emilie Highley, Secretary
Willow Glen Business Association

**Willow Glen Business Association
Executive Committee Meeting
Friday, 31 August 2018**

In Attendance: Henry Flynn, Jim Stump, Tim Mulcahy, Emilie Highley and Staff – Kandy Stevens

Absent: Chris Kouretas

- 1. Stephanie is returning to her staff responsibilities on 9/7/2018**
- 2. BBQ in the Glen: If more cash boxes are needed, authorization given to purchase them. Currently we have 6 cash boxes – there will be a total of \$300 in each box, \$900 in each ticket booth (2 ticket booths). Signage is needed for cost of the tickets (\$1.00 per ticket – 3 tickets for food, 1 ticket for soda) We will use bracelets for beer and wine. Need to inventory the wine we currently have in the office.**
- 3. Board Development – Start in September (per By-Laws, 8 weeks prior). Discussion ensued on positions that are terming out – Kandy to verify. Community Members are appointed.**
- 4. Shed in the CVS parking lot has been taken away (thanks to John Gilligan) – replaced with a larger one that is secure. John Gilligan donated the larger shed.**
- 5. Points of Contact for the Corporation: Tim Mulcahy, Jim Stump and Emilie Highley. We can go on line to make any changes (Nate Perez is being taken off.)**
- 6. Henry was notified that the Wells Fargo debit card was going negative. Pat Gutierrez cut a check to bring the account balance back up to \$5,000 (which is the required limit). Bobbie Johnson will send us a statement monthly.**
- 7. Art Project: We are currently showing a 13K liability balance against our cash. Pat Gutierrez and Valerie Merklin have verified that these funds need to be spent on the art. Discussion on: Cost of replacing the broken**

sculpture – Tim to reach out to Lynn Rogers of the City on the cost to replace and Universal on a quote of cleaning the sculptures quarterly with soapy water (no power washing). Tim to report back to the Board.

8. Holiday Garland: Kandy indicated that Charlie informed her that the lanterns on the garland were breaking and needed to be replaced. Charlie gave us several examples of the garland with wreaths, snow flakes, candles in the wreaths – Kandy to ask for pricing and whether the snow flakes light up. Kandy to report back.
9. Signs for the bike trails – Councilmember Dev Davis' office is waiting for the WBGA to comment on the signage. Kandy Stevens to respond to the Councilmembers office.

Meeting adjourned at 10:14 a.m.

Respectively submitted,

Emilie Highley, Secretary
Willow Glen Business Association

WGBA Bylaws Amendment Proposal September 2018

Article IX, Section 5 currently states:

Interested Persons and Conflict of Interest. No person serving on the Board may be an “interested person.” For the purposes of this section, “interested person” means a person currently being directly compensated by the Corporation for services rendered it within the previous 12 months, whether as a full or part-time officer or other employee, independent contractor, or otherwise, excluding any reasonable compensation or reimbursements paid to a director in fulfilling his position as a Director. Additionally, any Board member who may be compensated directly or indirectly by another party as a direct result of a vote on any matter brought before the Board shall recuse themselves from said vote.

Proposed amendment, by addition:

5a. Exception to Section 5. Although the avoidance of conflicts of interest is critical to the function and public perception of the Board, in rare circumstances a member of the Board may offer a unique and necessary good or service otherwise unavailable or only available at a much greater cost to the Board. In these cases, the Board will be allowed to compensate a Board member for a good or service if the following conditions are met:

5a1. If the good or service is available from other vendors, and competitive bids have been obtained, yet the Board member can provide this good or service at a substantial and significant discount from these bids, or

5a2. if Board inquiries have failed to reveal any other reasonable sources of the necessary good or service.

If either of these conditions is fulfilled, the Board may be permitted to contract for the good or service from the Board member if approved by a two-thirds vote of the Board. If the service is for an ongoing service, this exception will be limited to a period of one year. This exception may be renewed if the conditions continue to exist after one year with an additional two-thirds vote of the Board.

ARTICLE XIII RULES OF ORDER

Consider amending by substitution: ~~Roberts Rules of Order Newly Revised-~~ [American Institute of Parliamentarians Standard Code, most current edition](#) shall be the parliamentary authority for all matters or procedures not specifically covered by these Bylaws.

ARTICLE XV AMENDMENT TO BYLAWS

Any amendment to these Bylaws shall be adopted by a simple majority vote of the Active and Associate members present at any Membership and Board meeting of the Corporation, provided written notice of the proposed amendment(s) shall have been given to the members at least two weeks prior to said meeting.

Willow Glen Business Association
Profit & Loss Prev Year Comparison
August 2018

	Aug 18	Aug 17	\$ Change	% Change
Ordinary Income/Expense				
Income				
CBID	0.00	100,514.27	-100,514.27	-100.0%
Event Revenue	109.08	220.00	-110.92	-50.42%
Grants	0.00	26,989.00	-26,989.00	-100.0%
Member Dues	120.00	0.00	120.00	100.0%
Sponsorships	6,000.00	2,000.00	4,000.00	200.0%
Total Income	6,229.08	129,723.27	-123,494.19	-95.2%
Gross Profit	6,229.08	129,723.27	-123,494.19	-95.2%
Expense				
Bank Service Charges	153.78	150.00	3.78	2.52%
City Fees	0.00	2,969.00	-2,969.00	-100.0%
Contract Services	10,025.10	9,521.76	503.34	5.29%
Dues and Subscriptions	95.00	95.00	0.00	0.0%
Equipment Rental	771.36	577.12	194.24	33.66%
Insurance	684.21	1,096.17	-411.96	-37.58%
Meetings	16.95	0.00	16.95	100.0%
Permits and Fees	1,037.75	1,231.00	-193.25	-15.7%
Personnel	3,329.28	2,050.01	1,279.27	62.4%
Postage and Delivery	0.00	49.00	-49.00	-100.0%
Printing and Reproduction	0.00	293.63	-293.63	-100.0%
Professional Fees	1,470.00	1,070.00	400.00	37.38%
Rent	500.00	250.00	250.00	100.0%
Supplies	174.80	384.01	-209.21	-54.48%
Telephone and Internet	156.08	155.40	0.68	0.44%
Website	85.30	300.00	-214.70	-71.57%
Total Expense	18,499.61	20,192.10	-1,692.49	-8.38%
Net Ordinary Income	-12,270.53	109,531.17	-121,801.70	-111.2%
Net Income	-12,270.53	109,531.17	-121,801.70	-111.2%

Willow Glen Business Association
Balance Sheet Prev Year Comparison
As of August 31, 2018

	Aug 31, 18	Aug 31, 17	\$ Change	% Change
ASSETS				
Current Assets				
Checking/Savings				
Petty Cash	0.00	13.73	-13.73	-100.0%
US Bank Checking	152,724.67	106,819.05	45,905.62	42.98%
Wells Fargo Checking	4,668.71	4,593.50	75.21	1.64%
Total Checking/Savings	157,393.38	111,426.28	45,967.10	41.25%
Accounts Receivable				
Accounts Receivable	7,500.00	40,686.82	-33,186.82	-81.57%
Total Accounts Receivable	7,500.00	40,686.82	-33,186.82	-81.57%
Other Current Assets				
Pre-Paid Rent	-250.00	250.00	-500.00	-200.0%
Refundable Deposits	1,000.00	1,000.00	0.00	0.0%
Service Deposits	500.00	500.00	0.00	0.0%
Total Other Current Assets	1,250.00	1,750.00	-500.00	-28.57%
Total Current Assets	166,143.38	153,863.10	12,280.28	7.98%
Fixed Assets				
Eqpmt, Furnit., and Computers	6,561.90	6,561.90	0.00	0.0%
Total Fixed Assets	6,561.90	6,561.90	0.00	0.0%
TOTAL ASSETS	172,705.28	160,425.00	12,280.28	7.66%
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Accounts Payable				
Accounts Payable	9,602.77	1,127.27	8,475.50	751.86%
Total Accounts Payable	9,602.77	1,127.27	8,475.50	751.86%
Other Current Liabilities				
ARTWORKS Project	13,037.88	13,037.88	0.00	0.0%
CBID Contingency Reserve	26,794.06	26,794.06	0.00	0.0%
Sales Tax Payable	10.93	-4.83	15.76	326.29%
Total Other Current Liabilities	39,842.87	39,827.11	15.76	0.04%
Total Current Liabilities	49,445.64	40,954.38	8,491.26	20.73%
Total Liabilities	49,445.64	40,954.38	8,491.26	20.73%
Equity				
Accumulated Net Assets	53,265.11	14,184.27	39,080.84	275.52%
Assets moved to/from Accum NA	-143.56	-143.56	0.00	0.0%
Temporarily Restricted Assets	143.56	143.56	0.00	0.0%
Net Income	69,994.53	105,286.35	-35,291.82	-33.52%
Total Equity	123,259.64	119,470.62	3,789.02	3.17%
TOTAL LIABILITIES & EQUITY	172,705.28	160,425.00	12,280.28	7.66%

**Willow Glen Business Association
 Profit & Loss YTD Comparison
 August 2018**

	Aug 18	Jul - Aug 18
Ordinary Income/Expense		
Income		
CBID	0.00	100,367.93
Event Revenue	109.08	172.14
Grants	0.00	5,000.00
Member Dues	120.00	240.00
Sponsorships	6,000.00	6,000.00
Total Income	<u>6,229.08</u>	<u>111,780.07</u>
Gross Profit	6,229.08	111,780.07
Expense		
Advertising and P/R	0.00	872.53
Bank Service Charges	153.78	345.03
City Fees	0.00	2,500.00
Contract Services	10,025.10	23,047.70
Dues and Subscriptions	95.00	190.00
Equipment Rental	771.36	1,333.01
Insurance	684.21	1,308.88
Meetings	16.95	33.90
Permits and Fees	1,037.75	1,037.75
Personnel	3,329.28	6,494.63
Postage and Delivery	0.00	82.00
Professional Fees	1,470.00	2,070.00
Rent	500.00	1,000.00
Sales Tax Adjustment	0.00	5.28
Supplies	174.80	968.12
Telephone and Internet	156.08	312.16
Website	85.30	184.55
Total Expense	<u>18,499.61</u>	<u>41,785.54</u>
Net Ordinary Income	<u>-12,270.53</u>	<u>69,994.53</u>
Net Income	<u><u>-12,270.53</u></u>	<u><u>69,994.53</u></u>

Willow Glen Business Association Profit & Loss by Class

August 2018

	ADMIN (CBID)	DISI (CBID)	SOBOP (CBID)	Total CBID	Bubbly Walk (Fundraising Events)
Ordinary Income/Expense					
Income					
Event Revenue	0.00	0.00	0.00	0.00	0.00
Member Dues	0.00	0.00	0.00	0.00	0.00
Sponsorships	0.00	0.00	0.00	0.00	0.00
Total Income	0.00	0.00	0.00	0.00	0.00
Gross Profit	0.00	0.00	0.00	0.00	0.00
Expense					
Bank Service Charges	0.00	0.00	0.00	0.00	0.00
Contract Services	525.00	0.00	9,500.10	10,025.10	0.00
Dues and Subscriptions	0.00	0.00	0.00	0.00	0.00
Equipment Rental	561.65	0.00	0.00	561.65	0.00
Insurance	587.17	0.00	0.00	587.17	0.00
Meetings	0.00	0.00	0.00	0.00	0.00
Permits and Fees	0.00	0.00	0.00	0.00	0.00
Personnel	478.64	57.66	1,066.82	1,603.12	0.00
Professional Fees	720.00	0.00	0.00	720.00	200.00
Rent	0.00	0.00	0.00	0.00	0.00
Supplies	0.00	0.00	0.00	0.00	0.00
Telephone and Internet	0.00	0.00	0.00	0.00	0.00
Website	0.00	85.30	0.00	85.30	0.00
Total Expense	2,872.46	142.96	10,566.92	13,582.34	200.00
Net Ordinary Income	-2,872.46	-142.96	-10,566.92	-13,582.34	-200.00
Net Income	-2,872.46	-142.96	-10,566.92	-13,582.34	-200.00

**Willow Glen Business Association
 Profit & Loss by Class**

August 2018

Fall Wine Walk

	(Fundraising Events)	Total Fundraising Events	Member Relations
Ordinary Income/Expense			
Income			
Event Revenue	25.00	25.00	0.00
Member Dues	0.00	0.00	120.00
Sponsorships	0.00	0.00	0.00
Total Income	25.00	25.00	120.00
Gross Profit	25.00	25.00	120.00
Expense			
Bank Service Charges	0.00	0.00	3.78
Contract Services	0.00	0.00	0.00
Dues and Subscriptions	0.00	0.00	0.00
Equipment Rental	209.71	209.71	0.00
Insurance	0.00	0.00	0.00
Meetings	0.00	0.00	0.00
Permits and Fees	0.00	0.00	0.00
Personnel	0.00	0.00	0.00
Professional Fees	350.00	550.00	0.00
Rent	0.00	0.00	0.00
Supplies	0.00	0.00	0.00
Telephone and Internet	0.00	0.00	0.00
Website	0.00	0.00	0.00
Total Expense	559.71	759.71	3.78
Net Ordinary Income	-534.71	-734.71	116.22
Net Income	-534.71	-734.71	116.22

**Willow Glen Business Association
 Profit & Loss by Class**

August 2018

	BBQ in the Glen (Promotions & Events)	Holidays (Promotions & Events)
Ordinary Income/Expense		
Income		
Event Revenue	0.00	54.91
Member Dues	0.00	0.00
Sponsorships	6,000.00	0.00
Total Income	6,000.00	54.91
Gross Profit	6,000.00	54.91
Expense		
Bank Service Charges	0.00	0.00
Contract Services	0.00	0.00
Dues and Subscriptions	0.00	0.00
Equipment Rental	0.00	0.00
Insurance	0.00	0.00
Meetings	0.00	0.00
Permits and Fees	1,037.75	0.00
Personnel	0.00	0.00
Professional Fees	0.00	0.00
Rent	0.00	0.00
Supplies	174.80	0.00
Telephone and Internet	0.00	0.00
Website	0.00	0.00
Total Expense	1,212.55	0.00
Net Ordinary Income	4,787.45	54.91
Net Income	4,787.45	54.91

Willow Glen Business Association
Profit & Loss by Class

August 2018

Summer Ladies Night Out

(Promotions & Events)

Total Promotions & Events

Ordinary Income/Expense		
Income		
Event Revenue	0.00	54.91
Member Dues	0.00	0.00
Sponsorships	0.00	6,000.00
Total Income	0.00	6,054.91
Gross Profit	0.00	6,054.91
Expense		
Bank Service Charges	0.00	0.00
Contract Services	0.00	0.00
Dues and Subscriptions	0.00	0.00
Equipment Rental	0.00	0.00
Insurance	0.00	0.00
Meetings	0.00	0.00
Permits and Fees	0.00	1,037.75
Personnel	0.00	0.00
Professional Fees	200.00	200.00
Rent	0.00	0.00
Supplies	0.00	174.80
Telephone and Internet	0.00	0.00
Website	0.00	0.00
Total Expense	200.00	1,412.55
Net Ordinary Income	-200.00	4,642.36
Net Income	-200.00	4,642.36

Willow Glen Business Association
Profit & Loss by Class
August 2018

	WGBA Administration	TOTAL
Ordinary Income/Expense		
Income		
Event Revenue	29.17	109.08
Member Dues	0.00	120.00
Sponsorships	0.00	6,000.00
Total Income	<u>29.17</u>	<u>6,229.08</u>
Gross Profit	29.17	6,229.08
Expense		
Bank Service Charges	150.00	153.78
Contract Services	0.00	10,025.10
Dues and Subscriptions	95.00	95.00
Equipment Rental	0.00	771.36
Insurance	97.04	684.21
Meetings	16.95	16.95
Permits and Fees	0.00	1,037.75
Personnel	1,726.16	3,329.28
Professional Fees	0.00	1,470.00
Rent	500.00	500.00
Supplies	0.00	174.80
Telephone and Internet	156.08	156.08
Website	0.00	85.30
Total Expense	<u>2,741.23</u>	<u>18,499.61</u>
Net Ordinary Income	<u>-2,712.06</u>	<u>-12,270.53</u>
Net Income	<u><u>-2,712.06</u></u>	<u><u>-12,270.53</u></u>