

## Agenda Item 3.A

### MINUTES\* SAN DIEGO CONVENTION CENTER CORPORATION “SPECIAL” BOARD OF DIRECTORS

#### BOARD MEETING MAY 22, 2024

**BOARD MEMBERS PRESENT:** Chair Jeff Gattas and Directors Will Rodriguez-Kennedy, Shawn VanDiver, Alyssa Turowski, Sam Nejabat, and Gretchen Newsom

**BOARD MEMBER(S) ABSENT:** Director Jaymie Bradford

**STAFF PRESENT:** Rip Rippetoe, Mardeen Mattix, Corey Albright, Andy Mikschl, Maren Dougherty, Michael Milligan, Victoria Mitchell, and Pat Evans (Recorder)

**ALSO PRESENT:** Jennifer Lyon, General Counsel

\*Meeting Minutes memorialize votes on “Action Items” and Staff Reports and are not a verbatim transcript of regular Board meetings. Audio copies of Board of Director meetings are available upon request. Please contact Pat Evans at (619)525-5131 or [pat.evans@visitsandiego.com](mailto:pat.evans@visitsandiego.com) to request a copy.

#### 1. Call to Order

Chair Jeff Gattas called the Board Meeting to order at 12:30 p.m. in the Executive Boardroom of the San Diego Convention Center Corporation, 111 West Harbor Drive, San Diego, CA 92101.

Chair Gattas then called roll to determine which Directors were present:

**Director Gattas – Present**  
**Director VanDiver - Present**  
**Director Bradford – Absent**  
**Director Rodriguez-Kennedy – Present**  
**Director Turowski – Present**  
**Director Nejabat – Present**  
**Director Newsom - Present**

All Directors were recorded as present except Director Jaymie Bradford. Chair Gattas noted that all votes taken during this meeting would be recorded via roll call vote.

**2. Non-Agenda Public Comment** – Chair Gattas inquired if any member of the public wished to comment on any non-Agenda items.

Ms. Martha Sullivan submitted a speaker’s slip requesting an opportunity to address the Board regarding Agenda Item (2), and she was granted an opportunity to address her comments to the Board. Ms. Sullivan followed-up on her question posed last year regarding whether the Corporation is doing anything with excess food generated at the Convention Center to aid the City’s homeless residents staying in shelters and camps.

Ms. Lori Saldaña submitted a speaker’s slip requesting an opportunity to address the Board regarding Agenda Item (2), and she was granted an opportunity to address her comments to the Board regarding whether the Corporation has taken advantage of the City’s in-house engineering firm expertise to assist with assessing pending Convention Center capital projects as components of the projects relate to the City’s Climate Action Plan.

**3. Board Committee Reports and Board Action Items:**

**A. Authorization to Ratify Contract Change Orders and to Approve Additional Change Order for West Kitchen**

After presentation by staff, Chair Gattas inquired if any member of the public wished to comment on Agenda Item (3.A).

Ms. Martha Sullivan submitted a speaker’s slip requesting an opportunity to address the Board regarding Agenda Item (3.A), and she was granted an opportunity to address her comments to the Board regarding her concerns about the substantial increase in the cost of the kitchen project from its original Board approved cost.

Ms. Lori Saldaña submitted a speaker’s slip requesting an opportunity to address the Board regarding Agenda Item (3.A), and she was granted an opportunity to address her comments to the Board regarding her concerns over the increased costs of the kitchen project and she reiterated her assertion the Convention Center should be attempting to comply with the framework of the City’s Climate Action Plan with regard to replacement of the kitchen’s appliances and components. Ms. Saldaña also commented the on the Workforce Plan provided for the project and she questioned future plans to improve diversity by this company.

**After presentations by Staff, and public comment, Directors Rodriguez-Kennedy and VanDiver moved and seconded, respectively, to Authorize Ratification of Second, Third and Constructive Change Orders that Exceed the Original Contract Amount and Contingency by \$277,394.**

- Director Gattas – Aye**
- Director VanDiver – Aye**
- Director Bradford – Absent**
- Director Rodriguez-Kennedy – Aye**
- Director Turowski – Aye**
- Director Nejabat – Aye**
- Director Newsom - Aye**

**Vote: Unanimous**

**AYES: 6**

**NAYS: 0**

**ABSTENTIONS: 0**

**Directors Rodriguez-Kennedy and VanDiver moved and seconded, respectively, to Amend Staff's Recommendation to Authorize Approval of the Change Order with Costa Azul in the amount of \$2,397,713 with a reduced contingency of \$150,000 on the condition that the Change Order will not be executed unless subcontractor(s) provide work force reports and the prime contractor declares its subcontractors are mechanical and electrical companies.**

**Director Gattas – Aye**

**Director VanDiver – Aye**

**Director Bradford – Absent**

**Director Rodriguez-Kennedy – Aye**

**Director Turowski – Aye**

**Director Nejabat – Aye**

**Director Newsom - Aye**

**Vote: Unanimous**

**AYES: 6**

**NAYS: 0**

**ABSTENTIONS: 0**

**Directors Rodriguez-Kennedy and VanDiver moved and seconded, respectively, to Authorize Ratification of Contract Change Orders and to Approve Additional Change Order for West Kitchen with the Amendment Approved by the Board to approve the amount of \$2,397,713 with a reduced contingency of \$150,000 on the condition that the Change Order will not be executed unless subcontractor(s) provide work force reports and the prime contractor declares its subcontractors are mechanical and electrical companies**

**Director Gattas – Aye**

**Director VanDiver – Aye**

**Director Bradford – Absent**

**Director Rodriguez-Kennedy – Aye**

**Director Turowski – Aye**

**Director Nejabat – Aye**

**Director Newsom - Aye**

**Vote: Unanimous**

**AYES: 6**

**NAYS: 0**

**ABSTENTIONS: 0**

Chair Gattas excused himself from the meeting at 1:30 p.m. and the meeting continued under the guidance of Vice-Chair VanDiver.

**B. Authorization to Approve Aramark Contract for Temporary Staffing**

After presentation by staff, Vice-Chair VanDiver inquired if any member of the public wished to comment on Agenda Item (3.B).

Ms. Lori Saldaña submitted a speaker's slip requesting an opportunity to address the Board regarding Agenda Item (3.B), and she was granted an opportunity to address her comments to the Board regarding whether a work force report would be submitted regarding the diversity make-up of the staffing provided by Aramark.

**After presentations by Staff, and public comment, Directors Newsom and Turowski moved and seconded, respectively, to Authorize Approval of the Aramack Contract for Temporary Staffing in a not-to-exceed value of \$144,000.**

- Director Gattas – Absent
- Director VanDiver – Aye
- Director Bradford – Absent
- Director Rodriguez-Kennedy – Aye
- Director Turowski – Aye
- Director Nejabat – Aye
- Director Newsom - Aye

**Vote: Unanimous**

**AYES: 5                                  NAYS: 0                                  ABSTENTIONS: 0**

- 4. **Board Comment [Govt. Code § 54954.2(a) (2)] – None**
- 5. **Urgent non-agenda items (must meet the requirements of Government Code, Section 54954.2): None**
- 6. **Closed Session: The Board entered into closed session at 1:35 p.m. to discuss the items set forth below.**
  - A. CONFERENCE WITH LEGAL COUNSEL---ANTICIPATED LITIGATION**  
**Significant exposure to litigation pursuant to Government Code section 54956.9(d)(2) with facts and circumstances pursuant to 54956.9(e)(2)**  
**Cancellation/Rescheduling of Future Events (1 case)**
  - B. CONFERENCE WITH LEGAL COUNSEL---EXISTING LITIGATION**  
**Pursuant to Government Code section 54956.9(d)(1) (1 case)**  
**Case No. 37-2020-00008111-CU-WT-CTL**
  - C. EMPLOYEE PERFORMANCE EVALUATION**  
**Government Code Section 54957**  
**Title: President & CEO**

The Board returned to open session at 2:32 p.m.

Reporting out of closed session, General Counsel Lyon stated that the Board discussed items “6.A,” “6.B” and “6.C” and direction was given but no reportable action was taken. General Counsel Lyon also stated that Director Nejabat left the meeting at 2:15 p.m.

There being no further business, the meeting adjourned at 2:32 p.m.

I, Alyssa Turowski, Secretary of the Board of Directors of the San Diego Convention Center Corporation, Inc., do hereby certify that the foregoing is a true and correct copy of the minutes of the business transacted by the Board of Directors of the San Diego Convention Center Corporation, Inc., at a duly noticed meeting held on May 22, 2024, and that said minutes were approved by the Board of Directors on June 26, 2024.

*[Approved at Board Meeting of June 26, 2024]*  
Alyssa Turowski, Secretary