

The Future of Balboa Park: Keeping Balboa Park Magnificent in its Second Century

Report of the Balboa Park Task Force to the Mayor and Council of the City of San Diego:

**Regarding the Formation of a
New Public Benefit Non-Profit Corporation
and the Creation of a Public Private Partnership
with the City of San Diego to Assist with
Funding, Management and Governance of Balboa Park**

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A Report of the Balboa Park Task Force to the Mayor and Council of the City of San Diego

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I. EXECUTIVE SUMMARY

On December 18, 2008, the Balboa Park Committee (“**BPC**”) adopted a report to the Mayor and City Council in which they recommended that the City of San Diego further study and consider formation of a new public benefit, non-profit entity (“**New Entity**”) to assist the City with governance, fund-raising and management of Balboa Park through a contractual agreement with the City. The BPC also recommended that the Mayor and City Council support a second phase of this effort by creating a Balboa Park Task Force to further refine the BPC recommendations. As a result of the BPC recommendation, the Balboa Park Task Force was appointed and held its first meeting October 19, 2009.

Through the next several months of deliberations, the Balboa Park Task Force (“**BPTF**”) developed, and now recommends, the following criteria for establishing the New Entity:

1. Form the New Entity as a new, private California public benefit corporation qualifying as a tax-exempt non-profit organization under Section 501(c)(3) of the Federal Internal Revenue Code.
2. Structure the New Entity so that it is independently governed and independently staffed.
3. Appoint an Organizing Committee to form the New Entity and become the nucleus of the first Board of Directors (“**Board**”).
4. Establish a relatively large Board with diverse representation across a broad range of factors and geographic regions.
5. Begin with modest goals, but work toward a broad range of park activities including fundraising, planning, capital construction and maintenance.
6. Define the New Entity's role in a Memorandum of Understanding (“**MOU**”) with the City.
7. Require the New Entity to demonstrate fundraising capability, ability to implement projects in the park and cooperative leadership while working with the City, other park stakeholders and the general public.
8. As far as reasonably possible to accomplish its goals, the New Entity should operate in an open and transparent manner to allow regular public access and establish credibility, while recognizing that some items, such as personnel, legal and donor matters, require confidentiality.

These criteria and other details are more specifically explained and described throughout this report.

II. BACKGROUND

A. Mission and Charter

1. The BPTF was appointed by the Mayor and held its first meeting on October 19, 2009. The stated mission of the BPTF is to make determinations and recommendations to the Mayor and City Council on:
 - a. How the New Entity should be structured to work most effectively in a contractually defined public-private partnership with the City to provide effective park governance, management and fundraising opportunities.
 - b. Which City Charter, Municipal Code, Policies and Procedures provisions may need to be amended to implement the recommended public-private partnership, with suggestions on possible amendments?
 - c. What actions will be necessary to create the New Entity, determine the membership of the initial Board and implement the BPC recommendation, as summarized above.
 - d. Such other issues as the BPTF deems appropriate.
2. The stated scope of work for the BPTF expressly required that the following points relevant to its Mission be considered:
 - a. Key Management Issue: What should be the relationship between the New Entity and the City of San Diego (“External Relationships”)? Should the “head” of the New Entity be a City employee or be solely under the direction of the New Entity?
 - b. Key Governance Issue: What should be the “Internal Relationships” between existing park organizations/stakeholders and the New Entity?
 - c. Key Policy and Documentation Issues:
 - i. Issue Spotting Documentation: What policy issues might need to be addressed and resolved during a negotiation to define the contractual relationship between the New Entity and the City?
 - ii. City Code, City Policies and City Charter sections review to identify which might require amending and recommend changes.
 - d. How should the New Entity be structured internally? Identify make-up of an initial Board of Directors and the tasks necessary to create the New Entity.
3. The BPTF appointed two working subcommittees to specifically address these matters: the Board Development/Structure Subcommittee (“**BDSS**”) and the Relationships Subcommittee (“**RS**”). These subcommittees were tasked to make

recommendations to the BPTF on all of the above items. The BDSS was tasked with developing recommendations on how the New Entity would be structured and what legal documents and materials would be needed to create the New Entity. The RS was specifically tasked with developing recommendations on how to create complementary but not conflicting relationships between: existing park stakeholder groups; the New Entity and other stakeholder groups; and the New Entity and the City.

4. As background material and information the BPTF and the Subcommittees reviewed and considered available resource materials on the Park and the governance, maintenance and funding issues related to the Park. These included the following reports: Keeping Balboa Park Magnificent in its Second Century, August 2006; Soul of San Diego: Keeping Balboa Park Magnificent in its Second Century, January 2008; Balboa Park Cultural Partnership: Helping to build a framework for the successful governance of Balboa Park, October 16, 2008, The Future of Balboa Park: Funding, Management & Governance, Balboa Park Committee Report, December 18, 2008 and Governing Urban Park Conservancies, A Review of Board Structure and Roles at Six Major City Park Conservancies, October, 2009.

B. General Conclusions

1. The BPTF recommends the formation of a New Entity. A general description of the concept is described in the following sections.
 - a. A New Entity would be formed as a new private, non-profit, public-benefit corporation under California law qualifying as a tax exempt nonprofit organization under Section 501(c)(3) of the Federal Internal Revenue Code.
 - b. It would be structured so that it is independently governed with formalized input from the City. It would be a new and unique organization devoted primarily to raising funds for projects in the Park and spending those funds under a plan approved by the City.
 - c. The New Entity's mission would focus on carrying out the contractual obligations outlined in the MOU between the New Entity and the City of San Diego.
 - d. The New Entity would be formed by an Organizing Committee nominated by the Mayor and appointed by City Council.
 - e. Its Board would be relatively large with diverse representation across a broad range of factors and a broad geographic region, and would include city representation through appointed or ex-officio positions (serving by way of their position or office held, but being non-voting and advisory only).
 - f. The New Entity would be governed in its day-to-day operations by an Executive Committee and would have a variety of well defined working committees focused on fund raising and the needs of the organization and the Park.

- g. Though the New Entity will likely start with modest goals, it would ultimately be involved in a broad range of parkland activities ranging from planning through capital construction to maintenance and would contract with the City through a MOU to define the roles and responsibilities between the City and the New Entity. The appropriate “modest beginning” for the New Entity would be to prove itself capable in the following manner:
 - i. Show capability to raise funds with an emphasis on new sources of funding for the Park.
 - ii. Carefully select limited initial projects within its jurisdiction and capabilities
 - iii. Show leadership in working formally and informally with the City of San Diego, other stakeholders and the general public
- 2. The New Entity has been designed to engage a greater base of support for the Park through the inclusion of representatives from the City, County and region at large, as well as the business and tourism industry.
- 3. The MOU will allow the New Entity to work directly on City-approved projects in the Park in ways not presently possible for existing organizations. Donors interested in funding such City-approved projects, who may have been reluctant to provide funds directly to the City, may be much more willing to provide funds to a responsibly managed non-profit public benefit corporation.
- 4. City of San Diego will retain ultimate control, authority and ownership of Balboa Park. The New Entity would not own any parkland nor would it hold easements on it. This means the City would retain the ability to sign off on the activities of the New Entity in the Park. The New Entity would raise money independent of the City but spend it under a plan of action that is mutually agreed upon with the City.
- 5. The New Entity would be bound by the Balboa Park Master and Precise Plans. It would play a strong role in Plan updates and provide more visibility to Park stakeholders and the general public as to the contents of those plans.
- 6. The New Entity’s purview for funding projects will be the entire Park, including the outer reaches of the Park that have been traditionally overlooked in improvement cycles and funding. These areas represent great potential and opportunity.

III. NEW ENTITY CREATION, STRUCTURE AND START-UP

A. New Entity Formation and Start Up Process

- 1. BPTF Actions:
 - a. Prepare draft recommendations for composition of the Organizing Committee (“Organizing Committee”) of the New Entity to be appointed by Mayor/City Council. (See Composition of Organizing Committee below.)

- b. Prepare draft list of initial tasks for the Organizing Committee to implement to effect New Entity formation and start up. (See Initial Tasks for Organizing Committee below.)
 - c. Prepare draft recommendation for composition of the Permanent Board (“**Board**”) of the New Entity and committee structure. (See Composition and Structure of Permanent Board below.)
 - d. Prepare draft list of critical issues to be addressed in the MOA between the New Entity and the City. (See Appendix A.)
 - e. Prepare draft recommendations for creating complementary but not conflicting relationships between the New Entity and existing park stakeholder groups, other stakeholder groups and the City.
2. City/Mayor/City Council Actions:
- a. City requests that the City Attorney’s office reviews and determines necessary changes to the City Charter and/or Municipal Code.
 - b. Based on the “Organizing Committee Composition Required Elements” recommended by the BPTF, the Organizing Committee for the New Entity is identified, recruited and appointed by the Mayor/City Council.
3. Organizing Committee/Initial Board Actions (Timeline approximately 6-months):
- a. Organizing Committee retains independent counsel to finalize formation of the New Entity as a valid California nonprofit, public benefit corporation meeting the tax-exempt status requirements of Section 501(c)(3) of the Internal Revenue Code and to prepare and finalize all other legally required formational documents (e.g. Articles of Incorporation, by-laws, etc.) The by-laws should reflect the Board and committee structure described below.
 - b. New Entity is formed with the Organizing Committee members named as the Initial Board.
 - c. Initial Board prepares start-up budget entailing formation and start-up costs for the first 12 to 18 Months of operation.
 - d. Initial Board secures “pledges” for the New Entity for funding the start-up budget.
 - e. Initial Board reviews and supplements as needed the “List of Critical Issues” to be addressed in the MOU.
 - f. Initial Board creates a Mission Statement for the New Entity.
 - g. Initial Board develops a “Conflict of Interest” policy for Board members.

- h. Initial Board retains independent counsel to negotiate and finalize the MOU with the City.
- i. Initial Board recruits an Executive Director (and thereafter other necessary staff) and new Board members as required to create a Permanent Board of the New Entity.
- j. Initial Board develops short-term and long-term timelines for New Entity operations and fundraising.
- k. Prior to obtaining 501(c)(3) status, the Organizing Committee may opt to obtain a fiscal agent during this interim period.

B. Organizing Committee/Initial Board

- 1. Organizing Committee should be limited to a manageable number of members; BPTF recommends no more than nine members plus the non-voting, ex-officio City official.
- 2. Organizing Committee should include individuals with expertise in a variety of subject areas specific to the task.
- 3. Individuals considered for appointment to the Organizing Committee should possess one or more of the following characteristics, experience or expertise:
 - a. Finance and/or accounting experience
 - b. Legal expertise
 - c. Non-profit or business leadership experience
 - d. Development/fund raising experience
 - e. Management/recruiting experience (Human Resources)
 - f. Board of Directors (“Board”) recruitment and development ability (name recognition)
 - g. Knowledge of community: local and global representation
 - h. Demonstrated interest/commitment to Balboa Park
 - i. A representative from the City of San Diego (non-voting ex-officio)

C. Composition Of Permanent Board And Committee Structure For New Entity

1. Individuals considered for the Board should possess one or more of the following characteristics, experience or expertise:
 - a. All of the experience, characteristics and expertise in the categories listed for the Organizing Committee/Initial Board cited in III. B. 3 above.
 - b. Representation of stakeholder organizations currently operating in the Park, City and County government and the general public; geographically including the County of San Diego and other cities in the County. (Government representatives would be non-voting ex-officio.)
 - c. State and Federal representatives (non-voting, ex-officio)
 - d. National advisor such as from the St. Lewis Forest Park Forever Board of Directors or other group (non-voting, ex-officio).
 - e. Tourism industry representative
 - f. Educator (local/regional colleges or university leadership)
 - g. Ethnic, cultural and other diversity
 - h. Time, talent and treasure
2. Board Size:
 - a. It is assumed that the Board will start small (at least the size of the Initial Board) and grow as needed based on the progress and activities of the New Entity. It is noted in the report on Governing Urban Park Conservancies A Review of Board Structure and Roles at Six Major City Park Conservancies prepared for The Legler Benbough Foundation, San Diego, California by The Trust for Public Land's Center for City Park Excellence, Washington, D.C., that the Boards of park conservancies are generally large, averaging 47 Board members for the six conservancies studied, and all have executive committees made up of Board officers varying in size from 4-15 that are directly involved in day to day operations.
 - b. The size of the Board will be determined and adjusted, from time to time, by the then acting Board of the New Entity based on its assessment of its operational needs, the need for a diverse Board committed to the Park and the availability of qualified persons to fill positions on the Board.
3. Suggested Committee Structure and Duties of the Permanent Board's Executive Committee:
 - a. Short Term (0-12 months)

- i. Members: Board Chair, Vice Chair, Treasurer, Secretary and Committee Chairs
 - ii. Recruit and hire Executive Director and support staff
 - iii. Provide feedback to the Executive Director on key staff hires
 - b. Long Term (12+ months)
 - i. Conduct annual performance review of Executive Director
 - ii. Recruit and hire Executive Director as needed.
 - iii. Establish an Audit Committee on an annual basis
 - iv. Work with Executive Director on developing and implementing a 5 (Reviewed Annually), 25 and 50 Year Strategic Vision Plan
 - v. Act on behalf of the Board
- 4. The Following Subcommittees And Duties Are Further Suggested:
 - a. Board Governance Committee
 - i. Develop structure for the governance of the organization
 - 1. Executive Committee
 - 2. Board of Directors
 - 3. Develop expectations for each group
 - ii. Develop subcommittee structure
 - iii. Ongoing Board Governance Committee activities
 - 1. By-laws
 - 2. Contractual relationship with the City
 - 3. Board recruitment
 - 4. Board training
 - 5. Review and maintain Committee structure
 - 6. Review and maintain Board expectations and job descriptions
 - 7. Oversee strategic planning process
 - b. Development Committee

- i. Work with Staff on creating and executing a Development Plan
 - 1. Local, regional, state and national target markets
 - 2. Private and public sources
 - 3. Membership Program
 - 4. Major gifts
 - 5. Capital Projects
 - 6. Endowment
 - 7. Planned giving
- ii. Coordinate with other Balboa Park Entities regarding fundraising activities.
- iii. Work with staff on cultivating major donors, foundations and corporate giving.
- c. Finance and Administration Committee
 - i. Prepare and review budgets (capital and operating)
 - 1. Annual budget
 - 2. 1-5 Year Forecast
 - ii. Review financial statements on a monthly basis
 - iii. Provide oversight on Human Resource activities
 - iv. Provide oversight on all contracts
- d. Marketing and Communications Committee
 - i. Short Term (0-12 months) - Manage public relations and public affairs activities
 - ii. Long Term (12+ months)
 - 1. Develop and execute a Marketing and Communications Plan
 - 2. Develop and execute a community outreach/awareness campaign
 - 3. Establish a speaker's bureau
- e. Project Management Committee
 - i. Short Term (0-12 months)

1. Work with the Parks & Recreation Department to set priorities for deploying funds
2. Work with Balboa Park stakeholders to set priorities for deploying funds
- ii. Long Term (12+ months)
 1. Provide coordination and project management input.
 2. Develop ongoing projects budget
 3. Provide oversight on major projects
 4. Volunteer and event coordination
 5. Programming and funding to recruit, train and deploy Park volunteers
- f. Audit Committee
 - i. Select auditors
 - ii. Conduct annual audit of New Entity financial operations
 - iii. Report at least annually to Board

IV. RELATIONSHIPS

A. The New Entity's Relationship with the City of San Diego

1. The New Entity would have a formal agreement in the form of an MOU with the City that clearly delineates the responsibility of each party.
2. The New Entity would not own any parkland nor would it hold easements on it; the land continues to remain in the ownership of the City and the City retains ultimate authority over Balboa Park.
3. The New Entity would have the ability to raise money independent of the City of San Diego and spend it under a plan of action that is coordinated and mutually agreed upon with the City.
4. The City may have representation on the Entity's Board as ex officio, nonvoting members and they could come from the following:
 - a. The Mayor
 - b. City Council (particularly Council District the includes Balboa Park)
 - c. Director of the Park and Recreation Department

5. The New Entity would work with the City on issues, projects and policy in Balboa Park. The relationship would evolve over time and through renegotiation of the MOU, but the New Entity would need to gain experience and the trust of the greater community before some of these of these responsibilities could be implemented.
6. The New Entity with time and experience, would act as a consistent point of contact with the City in Park-related matters, representing the general public and not other Park organizations or leaseholds unless requested to do so and agreed to by the New Entity.
 - a. The relationship between the Mayor and the head of the New Entity should be a two-way street and this relationship should be formalized in its MOU with the City, with the New Entity receiving periodic rights of direct access to the Mayor and other key City officials including, but not limited to, the City Councilmember in which the Park resides.
 - b. The New Entity shall play an advisory role and act as point of contact with the City in assisting with establishing priorities among various Park needs and proposals, (whether the source for such proposals is public, private or recommended by the New Entity itself).
 - c. The City shall consult with the New Entity on matters of importance to the Park such as project selection, prioritization, Request for Qualifications or Proposals real estate utilization reviews, etc.
7. The relationship with the City's Park and Recreation Department, other City Departments and ancillary entities, including but not limited to the Balboa Park Committee, should be clearly defined in the MOU, providing for an open and direct means of communication.
8. The New Entity would advocate for improvements in the Park's current governance (what City Departments govern the Park today, what are the annual costs incurred to run the Park, etc.) and work with the City to establish such improvements.
 - a. The New Entity could set itself apart by leveraging its relationship with the City and the County, knowledge of park needs and understanding of land use documents to assist other organizations. The New Entity could help expedite projects and approvals related to the Park.
 - b. In response to the question of whether the "head" of the New Entity be a City Employee - the New Entity's CEO should be an employee of the New Entity and not the City of San Diego.

B. Internal Relations With Existing Park Stakeholders

1. The New Entity will not replace any currently established group working within Balboa Park but would work to form cooperative relationships.

- a. In order to enhance the success of the New Entity, existing groups with their various charters should be invited to work collaboratively with the New Entity.
 - b. Numerous organizations have provided important support to the Park over the years; some of these have focused on fund-raising; some have initiated projects or served a watch-dog function, while others have provided opportunities for cultural experiences, recreation and passive enjoyment of the Park. These groups should provide input and play an important role with the New Entity and their successes should be respected and emulated.
 - c. Ideally, any project initiated by a stakeholder would be shared during the early stages with the New Entity in order to obtain a recommendation and potential financial support from the New Entity as a possible fund-raising partner with a stakeholder.
2. There are a number of stakeholders who have played a critical role in the Park's success and will continue to do so in the future. In order to be successful, the New Entity must work closely with these organizations. The New Entity must prove itself capable, show respect for and engage with other, established groups in the Park.
 - a. The New Entity should be encouraged to develop a formal relationship with the County of San Diego.
 - b. The New Entity should be encouraged to develop a relationship with Balboa Naval Hospital, potentially leading to benefits for both.
 - c. The New Entity must provide opportunities for inclusion of existing groups. Some of these groups may, for example, be represented on the New Entity's Board or through participation at the Subcommittee level.
 - d. When including individuals who represent other, existing groups on the Board of the New Entity, caution should be exercised to ensure no conflict of interest. The Board of the New Entity should not serve as representatives of any one constituency, but rather serve for the equitable, collective benefit of all of Balboa Park.

C. Vision of Relationships Between the New Entity and the General Public and Stakeholders Outside the Park

1. The New Entity should be encouraged to make a priority of building a formal Balboa Park volunteer program and solicit support from the public region-wide. This could include a "Volunteer Coordination Plan" to increase volunteer utilization in the Park.
2. The New Entity should work to improve relationships between Park management and neighboring communities. This could also include mutual interest groups such as the Friends of Canyons.
3. The New Entity should develop mechanisms to keep the wider community informed of its activities including but not limited to items in Section V.E.

D. Improved Financing of Balboa Park through Outreach to Potential Donors

1. A clear and accountable donation process for overall Park needs and projects would be made available to donors, currently not available through the City of San Diego.
2. The New Entity shall be structured to ensure donors are comfortable that donated monies are spent appropriately.

E. Transparency Requirements

1. Requirements should be drafted into the charter documents for the New Entity (the Articles of Incorporation or Bylaws, LLC Agreement, MOU or similar documents). For example:
 - a. Board Agendas for public meetings shall be published in advance.
 - b. Board Minutes of public meetings shall be available for public access.
 - c. Website shall include questions/comment page for the public.
 - d. Bylaws shall be made available to the public in hardcopy or through its website.
 - e. Board shall schedule a minimum of two meetings a year for the purpose of reporting on activities, as appropriate, and for seeking input from the general public.
 - f. Annual Audits by a qualified CPA firm shall be conducted and made available to the public on their website upon completion.
 - g. Annual Reports shall be produced with highlights from the Annual Audit and made available in hardcopy and on its website.
 - h. Tax Form 990 shall be on file and made available to the public through its website.
2. Board discussions in matters related to donor outreach shall be conducted in a confidential manner, these include but are not limited to:
 - a. Strategic Planning for donor outreach and development
 - b. Meetings with donors
 - c. A donor who requests their donation is made anonymously
 - d. Legal Issues
 - e. Personnel Issues
3. Certain areas of particular importance to the public should be made available.

- a. The process by which each item is made public will be contingent on the various types of activities the New Entity may engage in.
- b. Topics discussed in closed Board meetings may include subject matter that are not expressly confidential and should be made public.
- c. These items could be extracted from Board Minutes or in some other format for posting on the website.
- d. These subjects may include but are not limited to:
 - i. Project prioritizations
 - ii. Project selection
 - iii. Project design
 - iv. Projects that fall under CP 600-33 provisions
 - v. Updates to Balboa Park land use documents, including but not limited to Master and Precise Plans

V. **FOUNDATIONAL INFORMATION RECOMMENDATIONS:** The New Entity will need basic information that does not currently exist for Balboa Park to assist in fulfilling its Mission. The BPTF suggests the following items be considered as appropriate.

- A. **Conditions Report**
- B. **Needs Assessment**
- C. **Utilization Review**
- D. **Priorities List**
- E. **Financing Plan**

VI. **REVIEW OF CITY OF SAN DIEGO FOUNDATION DOCUMENTS**

- A. **Background:** The BPTF was asked to review City Charter Sections, Municipal Code, Policies and Procedures and identify items that might impact the New Entity or may require referral to the City Attorney for further analysis in order to implement the New Entity.
- B. **Recommendations:** The following are the policy and brief explanations of those sections that the BPTF recommends the Mayor and City Council refer to the City Attorney for future review:
 - 1. City Charter

- a. Article V Section 55.2 Mission Bay Park and Regional Parks Improvement Fund: This section deals with the distribution of funds to Balboa Park and other City regional parks from the San Diego Regional Parks Improvement Fund which is wholly or partially derived from excess Mission Bay Park Lease Revenues.
 - b. Article VII Section 94 Contracts: This section deals with the awarding of contracts for various forms of public works, a required bidding process and award to lowest bidder and Purchasing Agent involvement.
2. Municipal Code
- a. Chapter 2 Article 2
 - i. Division 2 Section 22.0229 Preparation of Annual Budget: Mission Bay Park and other Regional Park Improvements: This section implements Charter Section 55.2 – Mission Bay Park and Regional Parks Improvement Fund. The comments for that Charter provision (above) apply for this Code section.
 - ii. Division 40 Section 22.4000 Special Events : This Code section lays out the authority, requirements and procedures for obtaining special event permits from the City. Scheduling and coordinating special events in Balboa Park is a role that has been suggested that a New Entity might undertake. This section is only relevant to the extent that a New Entity and an implementing Agreement seeks to modify or set up a special events coordination or scheduling process different from the existing.
 - b. Chapter 2 Article 6
 - i. Division 00 Section 26.15 Endowment Board: The City Attorney must determine whether the authority, operations, practices and (anticipated) disbursement of funds to be provided for in an Agreement would differ from or could supersede the provisions of this Section or needs to be recognized or authorized by this or a new ordinance.
 - ii. Division 00 Section 26.30 Park and Recreation Board: The City will need to decide whether it is appropriate to amend this Section to clarify the relationship of the New Entity with the Park and Recreation Board and Balboa Park Committee.
3. City Council Policies
- a. CP 000-40 Marketing Partnership Policy: This policy describes the policy and procedures for marketing and sponsorship programs with the City. The New Entity must be aware of these provisions if it seeks to develop a marketing/sponsorship program as a part of its work.
 - b. CP 600-33 Community Notification and Input for City-Wide Park Development Projects: If the New Entity seeks the right to initiate and construct projects, the City should clarify how it will require conformance with this Policy.

- c. CP 700-07 Park Development by Non-City Funds: This Policy requires that when the City contributes funds for park development or improvement, the development will be administered by the City. To the extent the New Entity proposes and the City agrees to allowing the New Entity to fund, implement and administer projects even with some City contribution of funds, the Policy will require review by the City Attorney.

VII. BIBLIOGRAPHY: Items are available at: <http://www.sandiego.gov/Park-and-recreation/general-info/brc.shtml>.

1. Helping to build the framework for the successful governance of Balboa Park, presented to the Balboa Park Committee October 16, 2008, prepared by the Balboa Park Cultural Partnership,
2. Sustaining the Glory, Forest Park Forever Strategic Plan 2009-2013, prepared by Forest Park Forever, January 26, 2009
3. Governing Urban Park Conservancies. A Review of Board Structure and Roles at Six Major City Park Conservancies, prepared by the Trust for Public Land, October, 2009.
4. Keeping Balboa Park Magnificent in its Second Century: A look at Management, Fundraising and Private Partnership at Five Other Major U.S. City Parks, prepared by the Trust for Public Land, Center for City Park Excellence August 2006
5. The Future of Balboa Park: Funding, Management & Governance, Balboa Park Committee Report, December 18, 2008
6. The Soul of San Diego: Keeping Balboa Park Magnificent in its Second Century, prepared by the Trust for Public Land, Center for City Park Excellence January 2008

Appendix A: Elements In Memo Of Understanding

1. The New Entity will be an independent California non-profit public benefit corporation qualified as a tax exempt 501(c)(3) organization under the Internal Revenue Code.
 - A. The New Entity will have sole responsibility for its governance.
 - B. The New Entity will operate in a transparent, open and inclusive manner.
 - C. The New Entity will have fiduciary responsibilities consistent with those normally applicable to a California non-profit public benefit corporation.
2. City shall maintain ownership and ultimate control of Park, but contract with the New Entity to perform specified functions and projects
3. The New Entity will raise funds (private and public) for its own operation and to fund programs and projects in concert with the City.
4. The City will maintain the current level of funding in the Park, with annual increases from the current level at a mutually agreed-upon rate as the City's budgeting resources improve.
5. The New Entity will be required to submit annual reports to City on projects and functions it is responsible for performing and to present at minimum annual reports, recommendations and requests for City review and approval of new projects and functions to be undertaken by New Entity.
6. The City will establish a single point of contact for the processing of City review and approval of projects proposed by the New Entity.
7. The New Entity will be granted authority by the City to execute projects the New Entity is funding. This would include, for any project proposed by the New Entity and approved by the City, the grant to the New Entity of a right of entry permit giving the New Entity full control over the execution of the project, including the hiring, monitoring, and enforcement of accountability for all vendors and resources required for project execution, whether by City or outside contractors.
8. The MOU will be an organic document changing over time as the circumstances change. Park stakeholders and the general public should recognize that the New Entity and its projects will start small and grow with New Entity experience and demonstrated expertise.
9. The scope of the MOU will be affected by the final agreed-upon mission of the New Entity and negotiations with the City. It was noted in the report Keeping Balboa Park Magnificent In Its Second Century, August 2006, that; all conservancies reviewed have undertaken (or are undertaking) some form of master planning with the cities retaining all right and authority to review, modify, reject and approve any plans proposed by the conservancy groups, that all the conservancies are raising funds for capital projects, that few of the conservancies had maintenance and management as their original mission, but most have moved (or are moving) in this direction after undertaking capital improvement projects, and

that there is no standard way between the cities and the conservancies to carry out (fund or manage) capital projects.

10. Further, in the report Governing Urban Park Conservancies, A Review of Board Structure and Roles at Six Major City Park Conservancies, October 2009, it is noted that in all cases there is an MOU between the City and the conservancy entity and that all conservancies have their own bank accounts into which they deposit all their donations and from which they pay expenses. City and conservancy funds are never commingled.

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Appendix B: Balboa Park Fund Task Force Members

Robert 'Bob' Ames

A lifelong resident of San Diego, Bob has practiced as an attorney at his law firm, DLA Piper (formerly known as Gray, Cary, Ames & Frye) for the past 45 years. He is currently a member of the Board of Trustees for the Timken Museum of Art and for the Thomas Jefferson School of Law. Bob received a BA from Pomona College and an MBA and LLB from Stanford University. He served two years as a First Lieutenant in the U.S. Infantry, and is listed in *The Best Lawyers in America*. Bob has a BA in Economics from Pomona College, an MBA from Stanford University and an LLB from Stanford University.

Laurie Burgett

For the past 13 years Laurie has held multiple management positions at Solar Turbines, Inc. and is currently the manager of World Wide Service Parts Procurement and Planning. She currently serves on the Balboa Park Committee and the Greater Golden Hill Planning Committee. Past volunteer work includes serving as a trustee on the Centro Cultural De La Raza and the San Diego Zoo Expansion Stakeholder Working Group. Laurie is a graduate of San Diego State University with a BS in Mechanical Engineering.

Ronald 'Ron' Buckley

Following a career working for the City of San Diego as a Senior Planner, which included a lengthy stint with the Historical Resources Board, Ron is now a consultant for zoning, land use and processing of development projects for Ronald L. Buckley Consulting. He is a member of the National Trust for Historic Preservation, Save Our Heritage Organization, and the University Heights Community Association, among others. Ronald received a BA in history from San Diego State University, and an MPA in public administration from San Diego State University.

Carol Littlejohn Chang

Carol Chang moved to San Diego in 1996 after retiring as Associate Dean of UCSF School of Dentistry. She currently serves as immediate past President and Board member of the San Diego Women's Foundation, as a Trustee on the UCSD Foundation Board and Chair of its Development Committee, Board member of UCSD Moores Cancer Center, and as Vice President and member of the Board of Trustees at the Reuben H Fleet Science Center. In 2005 Carol was honored as a Woman of Dedication by the Salvation Army. She has a BA from Azusa Pacific University as well as an MPH from UC Berkeley.

Bruce Coons

Bruce Coons is the Executive Director of *Save Our Heritage Organization*. He oversees six historic buildings in Old Town, two of which are museums, and the recently re-opened Marston House Museum and Gardens in Balboa Park. Bruce is also an authority on San Diego history, architectural historian and historic design consultant specializing in period restoration for over 25 years. He attended the University of San Diego and United States International University.

Berit Nielsen Durler

Berit Durler is an experienced professional in major real estate development and lending in which she has worked for over 20 years. She currently works as a consultant to nonprofits focusing on charitable real estate gifts and was previously Executive Director of the San Diego

Charitable Real Estate Foundation and is currently a Board Member of San Diego Hospice. Her career included time as the Chief Operating Officer for The Tom Hom Group, as well as the UCSD Extended Studies and Public Programs. Berit is currently Chairman/President of the Board of Trustees of the Zoological Society of San Diego, and Chair of the Governance Committee of the San Diego Women's Foundation. She received a BS from UCLA and an MS in Business Administration from San Diego State University.

Raymond G. Ellis

Ray Ellis is the principal of Ellis & Associates, LLC, and manages the activities of the Ellis Family Foundation. He was the founder, principal shareholder, and Chief Executive Officer of MC Direct for 14 years. He is currently serves on the Board of Second Chance and holds positions of leadership on the Boards of San Diego Social Venture Partners, the San Diego City Employees' Retirement System and the Parker Foundation. Ray received a BA in history from Christopher Newport University, and an MBA from Pepperdine University.

Aurelia Flores

Aurelia Flores is Senior Counsel, Intellectual Property for SAIC. She currently serves as a member of the Board of Trustees at the San Diego Museum of Art, and is a member of several local and national Hispanic organizations. Aurelia is the creator and founder of PowerfulLatinas.com, an online resource for networking and inspiration among Latina women. She received a BA from Colorado College, and a JD from Stanford Law School. After law school, Aurelia was awarded a post-graduate Fulbright Fellowship to study in Mexico City.

Vicki Granowitz

Vicki Granowitz is a retired psychotherapist having worked in private practice for 16 years. As a volunteer, she currently serves on the City of San Diego Park and Recreation Board, as Chair of the Balboa Park Committee, the Greater North Park Community Planning Committee Board, the Park and Recreation Open Space Canyons Advisory Committee among others. Past volunteer service included the SDSU Library Facilities Strategic Planning Committee, the Sierra Club Canyons Campaign Steering Committee, the Citywide Canyon-Sewer Maintenance Task Force and the North Park Community Association Board. Vicki received a BA and MSW from San Diego State University.

Chuck Hellerich

Chuck Hellerich is a former Managing Partner of Luce Forward where he focused on transactional business and real estate matters, including real estate financing transactions, the representation of owners, tenants, leasing and purchase and other sales transactions. He serves on a variety of boards including the American Bar Association, the San Diego County Bar Association, the Downtown San Diego Rotary, Save Our Heritage Organization, and the Sidney Kimmel Cancer Center. Chuck received a BS and MS in mechanical engineering from the University of Nebraska and a JD from the University of Southern California.

Dale Hess

Dale Hess served as Executive Vice President for the San Francisco Convention and Visitors Bureau and was with the organization for 33 years after holding positions in Hilton Hotels and with a major international tour operator. He is founder of the Western Association of Convention and Visitors Bureau and currently serves as Chairman of the Board of Directors of Coming Home in San Francisco. He served for ten years on the Board of the Golden Gate