

**Presidio Trust Board of Directors Meeting
January 24, 2019
Minutes**

Attending Board Members:

Lynne Benioff
Paula Collins
Marie Hurabiell
John Kecker
Mark Pincus

Participating Staff Members

Josh Bagley
Michael Boland
Jean S. Fraser
Sal Genito
Patrick Hannan
Nancy J. Koch (SGE)
John Mackel
Eric Payne
Rich Rusnak

Chairperson Kecker called the meeting to order at 3:07 pm.

Actions taken:

- Approved Consent Agenda:
 - Minutes from November 13, 2018 Board Meeting
 - Amendment to Trust Bylaws governing indemnification of staff members
 - Protocol for attendance of board members at committees to which they are not appointed
 - Tunnel Tops soils, utilities, and ground strengthening construction contract
 - Doyle Drive Phase III Engineer-of-Record contract (sole source)
 - Lease with Institute on Aging for Building 386
- Approved: Staff is authorized to proceed with further analysis of the plant optimization project and to address such as part of planning for the FY2020 budget (with Staff to return to the Finance & Audit Committee and then the Board for review and approval of the FY2020 Budget).

Discussion items:

Executive Session with CEO

The Board met in executive session with the Chief Executive Officer Fraser.

At 3:33 pm, with staff present, the Board proceeded with the remaining agenda items.

Staff Updates

The Board welcomed Rich Rusnack, as Chief Business Officer, and congratulated Josh Bagley on his promotion to Deputy Chief Business Officer. The Board also wished farewell to Nancy Koch, as General Counsel, and welcomed John Mackel as the Interim General Counsel.

Governance Committee Report

On behalf of the Governance Committee, Director Benioff provided an update to the Board regarding various items that were discussed and supported by the Governance Committee, including the amendment to the Trust Bylaws governing indemnification of staff members, the policy addressing voluntary attendance by non-committee members at committee meetings, and the Board's role regarding new board member orientation. Ms. Benioff confirmed that the Governance Committee expressed preliminary support for the general direction and broad parameters that were presented regarding comprehensive reform of the Trust's compensation system.

Finance & Audit Committee Report

Ms. Fraser reported that the Finance and Audit Committee was briefed regarding the status of the physical plant optimization project and concurred with goal to reduce deferred maintenance by 50% by 2023. The Finance and Audit Committee was also provided a preliminary assessment of anticipated costs that may arise if the Trust proceeds to reform its compensation system.

Consent Items

Upon a motion duly made and seconded, the Board unanimously approved all of the items noted above on the Consent agenda.

CEO Report

Ms. Fraser provided her CEO Report to the Board on, among other things, the status of the rehabilitation of the Presidio Theatre, positive press coverage on the recent planting of clone redwoods, the status of the ongoing tree renewal project, on improvements to the internship program (which may increase opportunities to diversify our candidate pools and to recruit interns to permanent staff positions). An update regarding the Trust's Journey for Excellence was provided for information purposes.

Maintaining the Presidio's Land, Building and Infrastructure

Chief Land and Building Stewardship Officer Sal Genito provided an update on the physical plant optimization project. The next step of the project is a risk analysis that will identify preferred initial investments (e.g., upgrades to electrical substations).

Upon a motion duly made and seconded, the Board unanimously approved authorizing Staff to proceed with further analysis of the plant optimization project and to address the project as part of planning for the FY2020 budget (with Staff to return to the Finance & Audit Committee and then the Board for review and approval of the FY2020 Budget).

Crissy Field District Review with NPS & Conservancy

Ms. Fraser and Chief Park Development and Visitor Engagement Officer Michael Boland previewed the planning efforts to refresh of the Crissy Corridor, the vibrant front yard for the Presidio. Mr. Boland noted that the current Crissy Corridor has been a major success but is now in need of a refresh. The Board discussed various design elements, including elements that would result in wider bikeways, improved trail connections, and new traffic controls. Mr. Boland also indicated that efforts are underway to reconsider the optimal surface of the airway (28 acres) and to optimize food service and restrooms.

Ms. Benioff and Director Pincus excused themselves from the meeting before discussion of the Fort Scott Development Board item.

Fort Scott Development

Ms. Fraser and Mr. Bagley informed the Board that on January 11, 2019, the four teams selected by the Trust to respond to the Fort Scott RFP reported that they are in the process of consolidating their response and requested an additional month to respond to the RFP. Directors Collins, Hurabiell, and Kecker recommended that the Trust agree to provide until March 14, 2019 to respond to the RFP.

Upon conclusion of discussion of the Fort Scott Development Board item, Ms. Benioff and Mr. Pincus returned for the remainder of the Board meeting.

Preview of Next Board Meeting

Ms. Fraser and the Board discussed the updated Board schedule for the coming year.

Executive Session without the CEO or other Staff

At 5:21 pm, the Directors met alone to address other business matters.

The meeting was adjourned by Chairperson Kecker shortly thereafter.