

AGENDA ITEM 8
Treasure Island Development Authority
City and County of San Francisco
Meeting of January 11, 2023

Subject: Resolution Establishing an Ad Hoc Nominating Committee, Consisting of Three Members of the Treasure Island Development Authority Board of Directors to Nominate Officers to Serve One Year Term (Action Item)

BACKGROUND AND DISCUSSION

The Treasure Island Development Authority (“TIDA”) Bylaws require the Treasure Island Development Authority Board of Directors (“Board”) to annually elect Officers of the Board and Committees to serve at the pleasure of the Board.

An Ad Hoc Nominating Committee consisting of three Directors is to be established to recommend candidates to serve as officers of the Board and Committees for a twelve (12) month term.

As established by the Bylaws, the officers of this Authority shall be a President, a Secretary, and a Chief Financial Officer. At the Board’s discretion, the Authority may also have a Vice President and such other officers as may be appointed in accordance with Article VII, Section 2 of the Bylaws. Any number of offices may be held by the same person, except that neither the Secretary nor the Chief Financial Officer may serve concurrently as the President. Historically, the Board has chosen to appoint a Vice President and the Secretary has typically also held the office of Chief Financial Officer.

The Ad Hoc Nominating Committee will meet prior to the regularly scheduled February 8, 2023 meeting of the Board and will make recommendations for consideration at the February 8, 2023 meeting. Officers approved at the full board meeting will begin their term in February 2023.

The Board urges Directors who are interested in serving as an officer of the Board or Committees to submit their names to the Commission Secretary who will forward their name to the nominating committee for consideration.

RECOMMENDATION

Treasure Island Development Authority Staff recommend that the Treasure Island Development Authority Board of Directors adopt the proposed resolution to establish an Ad Hoc Nominating Committee.

EXHIBITS

Exhibit A. Resolution Establishing an Ad Hoc Nominating Committee, Consisting of Three Members of the Treasure Island Development Authority Board of Directors to Nominate Officers to Serve One Year Term

1 [Establishing an Ad Hoc Nominating Committee.]

2 **Resolution Establishing an Ad Hoc Nominating Committee, Consisting of Three**
3 **Members of the Treasure Island Development Authority Board of Directors**
4 **to Nominate Officers to Serve One Year Term.**

5 WHEREAS, The Treasure Island Development Authority "TIDA" Bylaws require TIDA
6 Board of Directors ("Board") to annually elect Officers; and,

7
8 WHEREAS, The TIDA Bylaws establish that the officers shall include a President,
9 Secretary, and Chief Financial officers and may include a Vice President and such other
10 officers as the Board determines, in accordance with the Bylaws, are appropriate; and,

11 WHEREAS, The Bylaws provide that any number of offices may be held by the same
12 individual with the exception that neither the Secretary nor the Chief Financial Officer may
13 serve concurrently as the President; and,

14 WHEREAS, The TIDA Bylaws allow the Board to create one or more committees
15 consisting of two or more Directors to serve at the pleasure of the Board; and,

16
17 WHEREAS, The Board wishes to establish an ad hoc nominating committee,
18 consisting of three Directors and designating a Director as Chair of the committee to
19 recommend candidates to serve as officers for the next year; and,

20 WHEREAS, The Board recommends and urges the Treasure Island Director to work
21 with the Chair of the ad hoc nominating committee to establish a meeting date, time, and
22 place in accordance with the San Francisco Sunshine Ordinance and the Ralph M. Brown Act;
23 now, therefore, be it
24
25

1 RESOLVED, That the Board hereby establishes an ad hoc nominating committee
2 comprised of three Directors, _____, _____, and designating _____ as
3 Chair; and, be it

4 FURTHER RESOLVED, That such ad hoc nominating committee shall recommend
5 candidates to serve as President, Vice President, Secretary, and Chief Financial Officer for
6 the Board's consideration at a subsequent TIDA Board meeting for a twelve (12) month term
7 and, be it

8 FURTHER RESOLVED, That such ad hoc nominating committee shall recommend
9 three candidates to serve on the Transportation and Infrastructure Committee for the Board's
10 consideration and approve members at a subsequent TIDA Board meeting, for a twelve (12)
11 month term and, be it

12 FURTHER RESOLVED, That the Board hereby urges Directors who are interested in
13 serving as an officer of the Board or members of the Transportation and Infrastructure
14 Committee to submit their names to the Commission Secretary who will forward their name to
15 the nominating committee for consideration; and, be it

16 FURTHER RESOLVED, That such ad hoc nominating committee shall recommend
17 three candidates to serve on the Sustainability Committee for the Board's consideration and
18 approve members at a subsequent TIDA Board meeting, for a twelve (12) month term and, be
19 it

20 FURTHER RESOLVED, That the Board hereby urges Directors who are interested in
21 serving as an officer of the Board or members of the Transportation and Infrastructure
22 Committee or Sustainability Committee to submit their names to the Treasure Island Director
23 who will forward their name to the nominating committee for consideration; and, be it

24 FURTHER RESOLVED, That the ad hoc nominating committee shall cease to exist
25 upon the TIDA Board's election of officers in accordance with the TIDA Bylaws.

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25

CERTIFICATE OF SECRETARY

I hereby certify that I am the duly elected and acting Secretary of the Treasure Island Development Authority, a California nonprofit public benefit corporation, and that the above Resolution was duly adopted and approved by the Board of Directors of the Authority at a properly noticed meeting on January 11, 2023.

Mark Dunlop, Secretary