



CITY OF MOUNTAIN VIEW

MEMORANDUM

Community Development Department

DATE: December 5, 2019

TO: Council Policy and Procedures Committee

FROM: Tiffany Chew, Business Development Specialist

VIA: Daniel H. Rich, City Manager

SUBJECT: Downtown Committee Bylaws – Composition and Eligibility

The purpose of this memo is to provide the Council Policy and Procedures Committee (CPPC) with requested information about the Downtown Committee bylaws. The CPPC may choose to discuss and recommend potential changes to the bylaws for consideration at a future City Council meeting.

BACKGROUND

The Downtown Committee (Committee) was established in 1998 as a Council advisory body on matters relating to the downtown area. The Committee has a set of bylaws which defines its purpose, downtown boundaries, membership, meeting structure, and duties. The purpose of the Committee is to "to promote the vitality of Downtown Mountain View through recommendations to the City Council on programs, projects, and policies for economic development, a quality downtown environment, and the maintenance and development of parking facilities."

There are currently 11 seats on the Committee (other advisory bodies have fewer seats) composed of stakeholders representing a cross section of Downtown Mountain View and the greater Mountain View community. The Committee is composed of members from the following categories: four downtown property and/or business owners, four business-at-large (including the Central Business Association and Chamber of Commerce), two community at-large, and one neighborhood representative (appointed by the Old Mountain View Neighborhood Association). Currently, there are three vacancies in the following categories: two downtown property and/or business owners and one business-at-large. There have been ongoing vacancies for the past several years.

In Fiscal Year 2018-19, the issue of eligibility to join the Downtown Committee was discussed. On October 30, 2018, the Council Appointments Review Committee (CARC) interviewed potential candidates for advisory bodies and interviewed a potential Downtown Committee applicant. An applicant applied for the downtown property and/or business owner category, but it was not clear if the applicant was eligible since the applicant was not the property owner or business owner, but an employee of the business. The CARC directed the City Attorney's Office to interpret the bylaws and referred the eligibility component of the Downtown Committee bylaws to the Council Policy and Procedures Committee (CPPC) for review if the applicant could not be appointed. The City Attorney's Office determined the applicant did not fit into any of the seats as currently defined.

At its June 4, 2019 meeting, the Downtown Committee discussed the current vacancies within the context of the eligibility component of the bylaws. The Committee added review of the current bylaws regarding Committee eligibility to its next meeting's agenda. On September 10, 2019, the Committee discussed the bylaws and potential revisions to the eligibility criteria. The goal of these revisions is to attract more applicants and provide flexibility as to who can participate under the property and/or business owner category and business-at-large category, specifically the Central Business Association and Chamber of Commerce. The Committee identified the following potential changes:

- Remove detailed language about the Central Business Association and Chamber of Commerce representatives and provide alternates to ensure both organizations are represented at all meetings.
- Expand the downtown boundaries to recruit more downtown property and/or business owner applicants.
- Change the downtown property and/or business owner description to property owner and/or business representative to recruit more downtown business applicants.

ANALYSIS

Based upon the CARC and Downtown Committee discussions and initial input for potential modifications to the bylaws regarding eligibility, Table 1 below provides a summary of current bylaw language (Column 1) versus considerations for modifying those sections (Column 2).

Table 1: Current Eligibility Bylaws and Considerations for Modifications

Current Bylaws		Considerations
1. Article III – Downtown Area		
a.	Downtown Mountain View is generally defined as the area bounded by Evelyn Avenue and El Camino Real to the north and south, and View Street and Franklin Street to the east and west, as more specifically shown on Figure 1 and hereinafter referred to as the “Downtown.” The Downtown encompasses the Downtown Parking District and Downtown Precise Plan areas.	Change the boundaries to include the greater downtown boundaries—Evelyn Avenue and El Camino Real to the north and south, and Shoreline Boulevard and Calderon Avenue to the east and west. This could encourage more downtown property owners to apply. Note that the purpose of the Committee is generally focused on economic vitality and public parking facilities in the area currently defined in the Downtown Precise Plan, and that expanding the boundaries beyond current boundaries could also expand the scope of the Committee.
2. Article IV – Membership, Section 1: Composition		
a.	Four members who own property and/or a business in downtown. (Members should represent diverse types of businesses and properties.)	Change the definition to property owner and/or business <i>representative</i> . This could address the issue brought up through the CARC and accommodate future applicants who are not the business owner but is a representative of the business.

Current Bylaws	Considerations
<p>b. Four business-at-large members with one representative each from the Central Business Association (the representative may be the Executive Director), the Chamber of Commerce (the Executive Director or a business representative outside the downtown), and two businesses not in downtown.</p>	<p>Remove Executive Director from the definition of the Central Business Association and Chamber of Commerce and replace with a representative from the organization. This could allow the organizations to appoint a representative other than the Executive Director.</p> <p>Also, add an alternate for the Central Business Association and Chamber of Commerce. This could ensure both organizations are represented at all meetings. However, CPPC may want to discuss alternates within the context of all Council advisory bodies at a future meeting.</p>

RECOMMENDATION

Staff recommends the CPPC discuss and provide direction on the Downtown Committee bylaws considerations. Any potential changes recommended by the CPPC will be considered at a Q1 – 2020 City Council meeting.

TC/WC/1/CDD
821-12-05-19M-1

Attachment: 1. Downtown Committee Bylaws with Redlines

BYLAWS OF THE CITY OF MOUNTAIN VIEW DOWNTOWN COMMITTEE

ARTICLE I – NAME

The name of the Committee is the City of Mountain View Downtown Committee, hereinafter referred to as the "Downtown Committee."

ARTICLE II – PURPOSE

To promote the vitality of Downtown Mountain View through recommendations to the City Council on programs, projects, and policies for economic development, a quality downtown environment, and the maintenance and development of parking facilities.

ARTICLE III – DOWNTOWN AREA

Downtown Mountain View is generally defined as the area bounded by Evelyn Avenue and El Camino Real to the north and south, and View Street and Franklin Street to the east and west as more specifically shown on Figure 1 and hereinafter referred to as the "Downtown." The Downtown encompasses the Downtown Parking District and Downtown Precise Plan areas.

ARTICLE IV – MEMBERSHIP

Section 1. Composition. Members of the Downtown Committee shall be appointed by the Mountain View City Council upon recommendation from the Council Appointments Review Committee. The Downtown Committee shall consist of twelve (12) members who represent a cross-section of the Mountain View community, including business and property owners within the Downtown. The composition of the Downtown Committee shall be as follows.

- a. Four (4) members who ~~are own~~-property owners and/or ~~a-representatives of~~ a business in the Downtown. (Members should represent diverse types of businesses and properties.)
- b. Two (2) community-at-large members who are residents of Mountain View and do not own a Downtown business or property.
- c. Four (4) business-at-large members with one (1) representative each from the Central Business Association and ~~(the representative may be the Executive Director),~~

the Chamber of Commerce (~~the Executive Director or a business representative outside the Downtown~~), and two (2) businesses not in the Downtown.

d. One (1) neighborhood association member who is the President of the Old Mountain View Neighborhood Association (or other representative selected by the Association).

Section 2. Parking District Representation. A minimum of three (3) members who have a seat on the Downtown Committee as Downtown business owners and/or property owners must live or own a business or property within the Downtown Parking District.

Section 3. Limitation on Membership. There shall be no more than one (1) Downtown Committee member from a single property, including the property owner(s), business owner(s), or resident(s) of that property.

Section 4. Term of Membership. All Downtown Committee members will serve three-year terms with a maximum of two consecutive terms. The City Council shall have the authority to extend a member's term pursuant to Council Policy K-2. Members who have served their maximum terms may be reappointed after two years off the Downtown Committee. The neighborhood association representative may serve for only one year if the association president changes or an alternate representative is selected by the association. For the first appointments to the Downtown Committee, the terms of membership will be staggered to include one-third of the members appointed for one-year terms; another one-third appointed for two-year terms; and the remaining one-third appointed for three-year terms. The Council Appointments Review Committee shall designate the appointments to the different terms.

Section 5. Voting Rights. Each member shall be entitled to one (1) vote on each matter submitted to a vote of the members. Voting by proxy shall not be permitted.

Section 6. Transfer of Membership. Membership or its privileges is not transferable or assignable.

Section 7. Resignation and Termination of Membership. Any member may resign by filing a written resignation with the Chairperson of the Downtown Committee. Any member with three (3) consecutive unexcused absences shall be deemed to have resigned.

Section 8. Vacancies. All vacancies on the Committee shall be filled by appointment of the City Council. When a vacancy leaves an unexpired portion of a term, any appointment to fill the vacancy shall be for the unexpired portion of that

term. If the unexpired term is more than one-half of the three-year term, it shall be considered a full term for the purposes of reappointment.

ARTICLE V – MEETINGS OF MEMBERSHIP

Section 1. Meetings. The Downtown Committee shall establish a meeting schedule for the full Committee membership, the Executive Committee, and subcommittees through adoption of the annual work program. The Downtown Committee shall hold at least one meeting each year.

Section 2. Special Meetings. The Chair, through a majority vote of the Committee members, may call special meetings of the Downtown Committee.

Section 3. Place of Meetings. The Downtown Committee shall meet at a regular location within the City of Mountain View and may change the meeting location for special meetings as needed.

Section 4. Notice of Meetings. Notice stating the place, day, and hour of any meeting of the Downtown Committee shall be delivered either personally, or by mail, to each member not less than 72 hours before the meeting date and shall comply with the Ralph M. Brown Act (Government Code Section 54950, *et seq.*).

Section 5. Quorum. A quorum shall constitute seven (7) members appointed to the Downtown Committee.

ARTICLE VI – DUTIES OF THE DOWNTOWN COMMITTEE

The Downtown Committee shall be an advisory body to the City Council on matters relating to the Downtown. The duties of the Downtown Committee shall include:

a. Recommending programs, projects, and policies that create a new vision for the Downtown which:

(1) Encourage economic development and promote a variety of businesses, services, and activities.

(2) Promote code compliance and attractive buildings.

(3) Support the maintenance and operations of well-designed and efficient parking facilities.

(4) Provide the City Council with recommendations on the assessment districts—the Business Improvement Districts and Parking Maintenance Operations Assessment District.

(5) Support Downtown pedestrian- and bicycle-friendly infrastructure.

(6) Encourage collaboration between the Downtown and public transit.

b. Meeting periodically with the City Council to discuss activities, plans, and policies for the Downtown.

c. Developing and recommending to the City Council an annual work program that prioritizes programs, projects, and policies; assigns these projects to the subcommittees, Executive Committee, and/or Downtown Committee; and establishes a meeting schedule.

d. Electing a Chairperson and Vice Chairperson annually.

ARTICLE VII – OFFICERS

Section 1. Officers. The Officers of the Downtown Committee shall be a Chairperson and Vice Chairperson. A City of Mountain View staff person shall provide staff support to the Committee.

Section 2. Election of Officers. The Officers shall be elected annually by the Downtown Committee members from their own membership at the first meeting of the calendar year.

Section 3. Duties. The Chairperson shall preside at all meetings of the members and the Vice Chairperson, in the absence of the Chairperson, shall perform the duties of the Chairperson. The City of Mountain View staff person shall record minutes for the meetings of the Downtown Committee.

ARTICLE VIII – SUBCOMMITTEES

Section 1. Executive Committee. The Executive Committee shall consist of four (4) members, including the Chairperson, the Vice Chairperson, and the Chairpersons of the subcommittees. The duties of the Executive Committee shall be to facilitate the activities of the Downtown Committee.

Section 2. Other Subcommittees. The Downtown Committee shall have two (2) subcommittees: a Parking Subcommittee and an Economic Development Subcommittee. The Downtown Committee shall determine whether any changes

should be made to the purpose, duties, and membership of the subcommittees two years after adoption of these Bylaws and shall make a recommendation to the City Council on any proposed changes to the Bylaws based on this review.

a. Duties. Each subcommittee will make recommendations to the Downtown Committee concerning the following issues as may be more specifically defined by the Downtown Committee's annual work program.

(1) Parking Subcommittee. Responsible for recommending projects, programs, and policies to develop and maintain adequate, affordable, well-designed, and conveniently located parking facilities for Downtown customers and employees, both in the Downtown Parking District and throughout the Downtown.

(2) Economic Development Subcommittee. Responsible for developing and recommending projects, programs, and policies that create and maintain an attractive, clean, high-quality Downtown district and encourage new Downtown investments and businesses that provide a variety of goods and services.

b. Delegation of Routine Tasks. In accordance with the work program, the Downtown Committee may delegate authority to a subcommittee to act on routine matters without recommendation or referral to the whole Committee membership for those items that do not require action by the Downtown Committee or a recommendation to the City Council. The subcommittees shall present an annual report to the Downtown Committee on the tasks that have been delegated to them.

c. Membership. Each subcommittee will have seven (7) members who are members of the Downtown Committee and are appointed by the Downtown Committee Chairperson according to the following guidelines.

(1) Parking Subcommittee. Three (3) members from within the Downtown Parking District (either Downtown business owners or Downtown property owners) and three (3) members from the Downtown Committee.

(2) Economic Development Subcommittee. Six (6) members from the Downtown Committee.

d. Parking Subcommittee Recommendations. The recommendations of the Parking Subcommittee concerning parking issues requiring City Council action shall be specifically noted in any report submitted by the Downtown Committee to the City Council.

e. Terms of Subcommittees. Each member of a subcommittee shall be appointed for renewable one-year terms.

f. Chairperson. One (1) member of each subcommittee shall be selected Chairperson by a majority vote of members of that subcommittee and the Chairperson shall be a member of the Executive Committee.

g. Quorum. A majority of the appointed members of a subcommittee currently seated shall constitute a quorum.

ARTICLE IX – BOOKS AND RECORDS

The Downtown Committee shall keep correct and complete books of records of minutes of the meetings of its members and subcommittees and the names and addresses of the members entitled to vote.

ARTICLE X – DISSOLUTION

The Mountain View City Council may dissolve the Downtown Committee upon determination that it is in the best interest of the Downtown or the City of Mountain View that the Downtown Committee be dissolved.

ARTICLE XI – AMENDMENTS

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority vote of the City Council. The Downtown Committee may recommend to the City Council that the Bylaws be amended or repealed and new Bylaws be adopted by a majority vote of the general membership in any meeting, provided that at least seven (7) days' written notice be given of the intention to recommend that the Bylaws be altered, amended, repealed, or that new Bylaws be adopted.

TC/5/CDD
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