



Old Town San Diego Chamber of Commerce
Old Town Business Improvement District
P.O. Box 82686 San Diego, CA 92138 • (619) 291-4903 • (Fax) 291-9383

Board of Directors Meeting

Agenda

Wednesday, February 20, 2013
8:30 AM - Mormon Battalion Historic Site

1. Call to Order & Introductions

2. Non-Agenda Public Comment

Public comment may be made on any subject in the Board's area of responsibility. Time allotted to each speaker shall be determined by the President; however, comments are limited to no more than three (3) minutes total per subject regardless of the number of those wishing to speak. (Comments relating to items on today's agenda are to be taken at the time the item is heard.) Please direct requests to speak to the President prior to the start of the meeting. Pursuant to the Brown Act, no discussion or action, other than a referral, shall be taken by the Board on any issue brought forth under "Non-Agenda Public Comment."

3. Presentation – Rock n' Roll Marathon – Kara Kong

4. Administrative Items

- a. Board Administrative Items and/or non-agenda comment
- b. Request for Agenda Revisions (continuances, change in order, etc.)
- c. Conflict of Interest Declarations on Agenda Items

5. Approval of Minutes

- a. General Meeting – January 16, 2013 Action Item

6. Committee Reports

a. Organization Committee

- 1) Accept the Financial Reports Action Item
Accept the Financial Reports – January 2013 Action Item
- 2) Accept the Audit Report Action Item
- 3) Old Town Saturday Market Update
- 4) 2012 BID Business of the Year Nomination Action Item
- 5) Agreement with BOOT to act as Fiscal Agent for Classic Golf Event Action Item
Accept the Motion – The proceeds from Old Town Golf Classic less expenses be used solely for deferring the transportation cost for students to attend the Fourth Grade Historical and Cultural Program Action Item
- 6) Endorse Proposed Letter by Old Town Community Planning Group to SANDAG Regarding the Proposed Overpass at Taylor Street Action Item

- 7) FY14 Contract with City - Resolution Action Item
 - 8) FY14 Contract with the City
 - a) Approve entering into an agreement with the City Action Item
 - b) Designating a representative to sign the agreement Action Item
 - c) Designating a representative to sign the requests for reimbursement Action Item
 - d) Designating a representative to sign the program reports Action Item
 - b. Design Committee – Update
 - 1) Old Town Signage Program
Grant Application for Remaining Signage Projects
 - c. Promotions & Marketing Committee - Update
 - 1) Promotions Committee Marketing Plan Action Item
 - 2) Next Promotions Committee Meeting
Thursday, March 14, 2013 at 2:00 PM - Café Coyote
- 7. Upcoming Events - Updates**
- a. Historic Old Town Golf Classic – March 18, 2013 - Title Sponsor – Café Coyote
 - b. Fiesta Cinco de Mayo – May 4-5, 2013
 - c. County Fair – Saturday, June 8, 2013
 - d. Car Show – September 7, 2013
 - e. Tequila Trail – September 8, 2013
 - f. Art Festival – October 5-6, 2012
 - g. Dia de los Muertos – November 1 & 2, 2013
 - h. Community Christmas Party – December 11, 2013
- 8. Old Town Community Parking Advisory Committee Update**
- a. Next meeting April 9, 2013 - Hacienda Hotel @ 10:00 AM
- 9. Executive Update**
- a. Visitor Center – Update
- 10. Unfinished Business**
- 11. New Business**
- 12. Announcements and Community Reports/Updates – 3 Minutes**
- 13. Next Old Town Chamber of Commerce Meeting Date - Wednesday – March 20, 2013**
- 14. Adjourn**

THIS INFORMATION IS AVAILABLE IN ALTERNATIVE FORMATS UPON REQUEST.

To request an alternative format, or to request a sign language or oral interpreter for the meeting, please contact the meeting Coordinator in the Old Town San Diego Chamber of Commerce at least five (5) working days before the meeting at (619) 291-4903 to ensure availability. Assistive Listening Devices (ALDs) are available for the meeting upon request.



Old Town San Diego Chamber of Commerce/BID Board of Directors Meeting

Minutes of the Board of January 16, 2013
8:30 AM @ Mormon Battalion Historic Site

Directors Present:

Alana Coons - SOHO
Christine Smith – Café Coyote
Jeanne Ferrell - Cold Stone Creamery
Fred Grand - Hacienda Hotel
Michael Howland – Michael Howland CPA
Diane Lowery – Lowery’s Hot Glass
Dave McGuire - Bailey & McGuire
Chuck Ross – Fiesta de Reyes
Diane Powers - Bazaar Del Mundo
John Savage – Old Town Market
Dave Thornton – OT Trolley Tours

Directors Excused:

Bruce Johnson – Alamo Mexican Cafe

Guests:

Marie Pedrin-Gizoni – OT Chamber VC
Stephen Hill – City Council District 3
Bob Barros – VMG /OT Guide
Ed Seegmiller – MBHS
Kathy Marler - MBHS
Patty Ducey-Brook - Presidio Communications
Denella Buchanan - Caltrans
David Surwilo – SDPD
Stephen Hill – City Council District 3
Steve Affleck – MBHS
Ryan Aquinaldo – Hacienda Hotel
Fred Schwartz – OT Planning Group
Bob Barros – VMG/OTSD Guide
Walter Ritter – Write Out Loud

Staff:

Richard Stegner - Executive Director

Fred Grand, President, called the meeting to order at 8:44 a.m.

Introductions of members and visitors were made.

Non-Agenda Public Comment – The President, Fred Grand, asked those present if anyone was wishing to make a public comment. None were requested.

Administrative Items

There were no additions or changes requested to the agenda.

Chuck Ross arrives at 8:00 am

Approval of Minutes - Minutes were presented for annual meeting conducted on November 28, 2012.

MOTION: to approve the minutes of November 28, 2011 with corrections. David Thornton and Alana Coons should be listed as absent.

M/S/A: Dave McGuire / Michael Howland (#01-16-13-1) - Motion Passed 9-0-2 A (David Thornton and Alana Coons)

Receive Financials

Michael Howland, Treasurer, presented the financials for November and December 2012 which were reviewed and discussed.

MOTION: to accept the November and December 2012 financials as presented, subject to audit.

M/S/U: Jeanne Ferrell / David Thornton (#01-16-13-2) - Motion Passed 11-0-0

The FY14 budget for the BID and proposed draft budget for the Chamber of Commerce was presented and discussed. There was discussion on the classes. It was question on having the Tequila Trail listed in the income and not the other events. Look into moving the Tequila Trail to the Events Financials.

MOTION: to approve the FY14 Old Town BID and FY14 Chamber Draft Budget.

M/S/U: Chuck Ross / Michael Howland (#01-16-13-3) - Motion Passed 11-0-0

Audit. Michael Howland provided update and should be done within couple of weeks.

Election of Officers

Motion to nominate Jeanne Ferrell for Secretary.

Nominations were requested from the floor to serve as Secretary on the Board of Directors. There were not additional nominations from the floor.

M/S/U: Chuck Ross / Diane Lowery (#01-16-13-4) - Motion Passed 11-0-0

Motion to nominate Michael Howland for Treasurer.

Nominations were requested from the floor to serve as Treasurer on the Board of Directors. There were not additional nominations from the floor.

M/S/U: Diane Lowery / Chuck Ross (#01-16-13-5) - Motion Passed 11-0-0

Motion to nominate David McGuire for Vice President.

Nominations were requested from the floor to serve as Vice-President on the Board of Directors. There were not additional nominations from the floor.

M/S/U: / Dave Thornton / Jeanne Ferrell (#01-16-13-6) - Motion Passed 11-0-0

Motion to nominate Fred Grand for President.

Nominations were requested from the floor to serve as President on the Board of Directors. There were not additional nominations from the floor.

M/S/U: Jeanne Ferrell / Dave Thornton (#01-16-13-7) - Motion Passed 11-0-0

The nominations to serve as Officers for the Board of Directors of the Old Town San Diego Chamber of Commerce for the term 2012-2013.

Election of Committee Chairs

Nominations were requested from the floor to serve as Committee Chairs. The following board members agreed to serve as Committee Chairs:

Economic Restructuring — Dave McGuire

MOTION: to approve the nomination of Dave McGuire to Chair Economic Restructuring Committee.

M/S/U: Fred Grand/ Michael Howland (#01-16-13-8) - Motion Passed 11-0-0

Promotion Committee – Chuck Ross

MOTION: to approve the nomination of Chuck Ross to Chair Promotions Committee.

M/S/U: David Thornton / Diane Lowery (#01-16-13-9) - Motion Passed 11-0-0

Design Committee – Diane Powers

MOTION: to approve the nomination of Diane Powers to Chair Design Committee.

M/S/U: Jeanne Ferrell / Dave McGuire (#01-16-13-10) - Motion Passed 11-0-0

The Board of Directors unanimously approved the nominations to serve as Committee Chairs of the Old Town San Diego Chamber of Commerce for the term 2012-2013 and thanked them for their service.

Historic Old Town Golf Classic

Ryan Aquinaldo presented update on the golf tournament. We are still looking for a Title Sponsor. Billy Casper is the celebrity guest. His daughter Judi is helping us with the tournament. It was suggested to provide Old Town businesses with a plaque to those participating. A challenge was made to have the Old Town Chamber be the Title Sponsor in case another business did not come forward. Many of the Chamber board members stepped up and committed to sponsor.

Selection of Fiscal Agent for Golf Classic – Two 501(C)(3) organizations were presented to act as the Fiscal Agent for the Historic Old Town Golf Classic: Save Our Heritage Organisation (SOHO) and the Boosters of Old Town State Historic Park (BOOT) in the interim while the Old Town Chamber of Commerce applies for its 501(C)(3) status.

MOTION: to select the Boosters of Old Town State Historic Park (BOOT) to act as the Fiscal Agent for the Historic Old Town Golf Classic.

M/S/U: Diane Lowery / Chuck Ross (#01-16-13-11) - Motion Passed 11-0-0

COMMITTEE REPORTS

Organization Committee

Old Town Saturday Market – Update provided by Dave McGuire. We passed the County Health inspection and were visited by the new Special Event SDPD officer.

Resolution for FY2014 EDTS Application

MOTION: The Board of Directors of the Old Town San Diego Chamber of Commerce approving the filing of an application for funding from the City of San Diego Economic Development and Tourism Support Program for Fiscal Year 2014.

M/S/U: David McGuire / Alana Coons (#01-16-13-12) - Motion Passed 11-0-0

Resolution for FY2014 County Community Enhancement Program Application

MOTION: The Board of Directors of the Old Town San Diego Chamber of Commerce approving the filing of an application for funding from the County Community Enhancement Program for Fiscal Year 2014.

M/S/U: Dave McGuire / Alan Coons (#01-16-13-13) - Motion Passed 11-0-0

Appoint Delegate to represent Old Town BID on the BID Council Board of Directors.

MOTION: To nominate Richard Stegner, Executive Director as Old Town BID delegate.

M/S/U: Diane Lowery / Jeanne Ferrell (#01-16-13-14) - Motion Passed 11-0-0

Nomination for Business of the Year. Deferred to next month.

Economic Restructuring Committee – No Report

Promotions Committee: – Dave Thornton reported that meetings are scheduled for the 2nd Thursday of the month. Ad Hoc committee working on Marketing Plan to be presented at the next Promotions Committee meeting on February 14, 2013 at 2:00 P.M at Café Coyote.

Social Media Committee

Bob Barros reported they will be having a meeting within the next few weeks.

Design Committee: – The new Kiosk at Trolley Station looks incredible. We will be replacing the Christmas banners which are in bad condition. The California Flag at the entry monument needs to be replaced. Next meeting: TBA

Old Town Community Parking Advisory Committee:

Next meeting scheduled for April 10, 2012 at the Hacienda Hotel @10:00 am. A number of items the Old Town Community Parking Advisory Committee has been working on will be brought before the Old Town Community Parking District for review in March.

Executive Director Report:

Visitor Center report:

Richard Stegner reported there are 2 new volunteers. Reminder that March 10th begins Daylight Saving Time

Comment was made again that when the Visitor's Center was established that businesses would provide some staff to man the center. This needs to be revisited.

Diane Powers departs at 10:35 am

Community Updates

CD3 – We are now in a new Council District. Our new representative for Councilmember Todd Gloria for Old Town is Seven Hill. He gave his direct line 619/236-6137 and e-mail shill@sd.gov

Officer Surwilo, SDPD, advised us to call when there is a problem. They are starting a new shift change and the officers need to know if we have ongoing or new problems. If we let the officers know, they will make an effort to have a presence on the streets. Do not leave anything in cars that would be visible to people walking by. Also don't forget to do a Letter of Agency every 6 months. This allows officers to come on your property if they suspect a problem. The letter is available on the SDPD website, Citizen Requests.

Walter Ritter of 'Write out Loud' advised that "Twain Fest" Aug 17th is a Saturday in the State Park at 11:00 a.m. till 5:00 p.m.

Michael Howland departs at 10:55 am.

Old Business – None

New Business – None

Meeting adjourned. 11:01 A.M.

Next regular Chamber meeting is scheduled for Wednesday, February 20, 2012.

Respectfully submitted,

Signed: _____
Jeanne Ferrell, Secretary

Old Town San Diego Chamber of Commerce/BID
Balance Sheet
As of January 31, 2013

ASSETS

Current Assets

Checking/Savings

General Account	35,131
Checking AF	4,426
Special Events	0
Merchants Account	731
Petty Cash	37

Accounts Receivable

Accounts Receivable	38,545
Bid Receivable	2,301
Art Festival	0

Total Other Current Assets 81,171

Fixed Assets

Office Furniture	3,819
Accumulated Depreciation	(3,819)
Security Deposits	1,083

Total Long Term Assets 1,083

TOTAL ASSETS 82,254

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Accounts Payable	1,314
SBEP Advance	6,835
Bid Assessments	(3,940)
Deferred Revenue	0
Due to Other Organizations	0

Total Liabilities 4,209

Equity

Fund Balance	54,324
Audit Adjustments	0
Net Income	23,721

Total Equity 78,045

TOTAL LIABILITIES & EQUITY 82,254

Old Town San Diego Chamber of Commerce/BID
Profit & Loss
July 2012 through January 2013

	Actual	Budget
Ordinary Income/Expense		
40010 · SPECIAL EVENTS INCOME		
Saturday Market	16,529	\$ 36,000
Golf Tournament	500	
Tequila Trails	22,256	13,000
FDKK - Car Show - Revenue	22,779	21,450
Art Festival - Revenue	61,571	68,300
	<hr/>	<hr/>
Total 40010 · SPECIAL EVENTS INCOME	123,635	138,750
40020 · BID REIMBURSEMENT		
40025 · BID ASSESSMENT	20,578	34,500
40030 - CHAMBER MEMBERSHIP DUES	0	
40130- FUNDRAISING	6,038	22,300
40135 - GRANTS	0	1,300
41000 - SBEP	9,906	17,600
40150 - OTHER	26	
	<hr/>	<hr/>
Total Revenue	160,183	214,450
 I - PERSONNEL & ORGANIZATION		
50000 · OCCUPANCY EXPENSE		
520020 · RENT	5,400	10,800
54500 · UTILITIES	1,148	2,800
53000 - CLEANING	822	1,500
53500 · STORAGE UNIT	1,320	2,640
54000 · TELEPHONE	1,934	3,000
	<hr/>	<hr/>
Total 50000 · OCCUPANCY EXPENSE	10,624	20,740
 55000 · STAFFING		
55200 · EXECUTIVE DIRECTOR	23,077	42,200
55300 · WORKER'S COMP INSURANCE	(246)	700
55400 · PAYROLL EXPENSES	2,890	4,900
	<hr/>	<hr/>
Total 55000 · STAFFING	25,721	47,800
 56037 - AUTO/TRAVEL		500
50045 - ELECTION EXPENSE	941	1,500
50060 · DUES & SUBSCRIPTIONS	460	900
50065 - PRINTING	0	2,040
50075 - POSTAGE	302	1,000
50080 - PROFESSIONAL SERVICES	3,050	3,200
50070 · GEN'L INSURANCE	1,591	2,500
50100 · REPAIR & MAINTENANCE	0	500
50140 · BANK FEES, FIN CH & TAXES	77	
50150 · OFFICE SUPPLIES	1,225	3,500

52003 · MEETINGS	1,803	950
Total I - PERSONNEL & ORGANIZATION	45,794	85,130
II - EVENTS		
60000 · EVENTS/PROJECTS		
6100- SATURDAY MARKET	2,697	2,600
51572 · BUSINESS MIXERS	0	1,500
6800 - F.D.K.K. CAR SHOW	18,301	21,450
51577 · EVENTS	702	
51580 · H.O.T.C.F.	0	
51582 · ART FESTIVAL	51,187	63,300
GOLF CLASSIC	40	
Total II - Events	72,927	88,850
Total II - EVENTS		
III - DESIGN PROGRAMS		
70020 - STREETSCAPE	3,793	7,900
70025 · BANNER PROGRAM	1,830	4,800
70035 · DESIGN SPECIAL PROJECTS	0	0
Total III - DESIGN PROGRAMS	5,623	12,700
IV - PROMOTION PROGRAMS		
71526 · PRINT/WEB & OTHER ADVERTISING	6,669	5,000
71525 - OTHER ADVERTISING	2,475	17,150
71527 - OTHER	2,974	1,600
Total IV - PROMOTION PROGRAMS	12,118	23,750
V - ECONOMIC RESTRUCTURING	0	50
OT - CONTINGENCY		3,400
Total Expense	136,462	213,880
Net Income	23,721	\$ 570

Management Use Only

Old Town Saturday Market - Income & Expense - FY 2011-2013

Week Receipts 2012-13			Week Receipts 2011-2012			Week Receipts 2010-2011		
Week	Receipts	M Total	Week	Receipts	M Total	Week	Receipts	M Total
7-Jul	\$1,080.25		2-Jul	\$759.05		3-Jul	\$850.45	
14-Jul	\$897.75		9-Jul	\$832.35		10-Jul	\$871.17	
21-Jul	\$1,041.39		16-Jul	\$864.80		17-Jul	\$797.46	
28-Jul	\$980.35	\$3,999.74	23-Jul	\$864.80		24-Jul	\$807.49	
4-Aug	\$961.45		30-Jul	\$701.60	\$4,022.60	31-Jul	\$910.92	\$4,237.49
11-Aug	\$856.80		6-Aug	\$934.85		7-Aug	\$878.22	
18-Aug	\$855.50		13-Aug	\$908.10		14-Aug	\$971.75	
25-Aug	\$975.99	\$3,649.74	20-Aug	\$876.90		21-Aug	\$900.57	
1-Sep	\$827.80		27-Aug	\$769.65	\$3,489.50	28-Aug	\$772.40	\$3,522.94
8-Sep	Car Show		3-Sep	\$770.35		4-Sep	\$789.23	
15-Sep	\$466.30		10-Sep	FDKK		11-Sep	\$750.70	
22-Sep	\$629.63		17-Sep	\$897.85		18-Sep	\$737.35	
29-Sep	\$704.65	\$2,628.38	24-Sep	\$737.55	\$2,405.75	25-Sep	\$625.50	\$3,675.18
6-Oct	AF		1-Oct	AF		2-Oct	\$552.15	
13-Oct	\$797.00		8-Oct	\$906.60		AF	\$0.00	
20-Oct	\$768.00		15-Oct	\$804.10		16-Oct	\$718.75	
27-Oct	\$603.30	\$2,168.30	22-Oct	\$817.00		23-Oct	454.55 R	
3-Nov	\$750.40		29-Oct	\$727.00	\$3,254.70	30-Oct	Rain	\$1,270.90
10-Nov	\$526.70		5-Nov	\$781.35		6-Nov	\$710.45	
17-Nov	\$692.77		12-Nov	Rain		13-Nov	\$820.65	
24-Nov	\$628.45	\$2,598.32	19-Nov	\$734.65		20-Nov	Rain	
1-Dec	\$687.05		26-Nov	\$903.55	\$2,419.55	27-Nov	\$850.50	\$2,381.60
8-Dec	\$792.15		3-Dec	\$572.70		4-Dec	\$546.50	
15-Dec	\$515.40		10-Dec	\$818.00		11-Dec	\$780.55	
22-Dec	\$840.50		17-Dec	\$715.65		18-Dec	Rain	
29-Dec	\$406.20	\$4,033.60	24-Dec	Closed		25-Dec	Christmas	\$1,327.05
5-Jan	\$792.30		31-Dec	\$750.50	\$2,856.85			
12-Jan	\$674.80		7-Jan	\$704.00		1-Jan	New Year	
19-Jan	\$822.65		14-Jan	\$808.55		8-Jan	\$646.20	
26-Jan	Rain	\$1,497.45	21-Jan	Rain		15-Jan	\$726.40	
2-Feb	\$807.48		28-Jan	\$642.55	\$2,155.10	22-Jan	\$800.05	
9-Feb	\$691.00		4-Feb	\$759.95		29-Jan	\$850.40	\$3,023.05
16-Feb			11-Feb	\$643.30		5-Feb	\$706.05	
23-Feb		\$691.00	18-Feb	\$824.40		12-Feb	\$971.90	
2-Mar			25-Feb	\$682.70	\$2,910.35	19-Feb	Rain	
9-Mar			3-Mar	\$754.25		26-Feb	Rain	\$1,677.95
16-Mar			10-Mar	\$844.75		5-Mar	\$887.85	
23-Mar			17-Mar	Rain		12-Mar	\$841.35	
30-Mar		\$0.00	24-Mar	\$779.15		19-Mar	\$635.70	
3-Apr			31-Mar	\$887.60	\$3,265.75	26-Mar	\$718.70	\$3,083.60
10-Apr			7-Apr	\$870.20		2-Apr	\$766.15	
17-Apr			14-Apr	\$358.08		9-Apr	\$698.45	
24-Apr		\$0.00	21-Apr	\$772.30		16-Apr	\$723.95	
1-May			28-Apr	\$807.95	\$2,808.53	23-Apr	\$638.80	
8-May			5-May	Cinco		30-Apr	Cinco	\$2,827.35
15-May			12-May	\$740.65		7-May	\$705.30	
22-May			19-May	\$781.73		14-May	\$679.55	
29-May		\$0.00	26-May	\$825.81	\$1,607.54	21-May	\$680.00	
5-Jun			2-Jun	\$670.10		28-May	\$829.80	\$2,189.35
12-Jun			9-Jun	\$811.25		4-Jun	\$675.25	
19-Jun			16-Jun	\$977.70		11-Jun	\$852.00	
26-Jun		\$0.00	23-Jun	\$877.40		18-Jun	\$762.75	
			30-Jun	\$964.75	\$3,631.10	25-Jun	\$726.05	\$3,016.05
TOTAL	\$22,074.01		TOTAL	\$36,238.07		TOTAL	\$32,165.41	
	\$761.17		Week Avg	\$787.78			\$748.03	



January 28, 2013

Board of Directors
Old Town San Diego Chamber of Commerce
San Diego, California

Dear Sirs:

In connection with our audit of your financial statements for the fiscal year ended June 30, 2012, we wish to submit the following comments and recommendations for your consideration:

Art Festival Accounts

You have set up a separate Quickbooks file to record the Art Festival Income, expense, and balance sheet accounts. We again recommend that you set up these accounts in your Old Town Quick books file in the same manner as all your other programs using the "class" features in Quickbooks. I discussed with you the use of "Classes" within Quick books as a practical and simple way to account for these activities.

Risk of Fraud

Recent developments involving fraud within well-known companies have created a new and more expanded audit environment emphasizing the detection of fraud.

In this connection we feel it is worth repeating this comment regarding management's responsibilities in this area and submit the following comments and recommendations for your consideration.

Awareness

Management should have an awareness and understanding of fraud and its related risks.

Controls (Existence or Absence of)

Management should identify the control procedures in existence.

Control Procedures

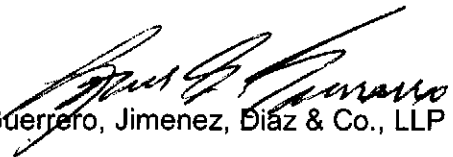
Small organizations generally exhibit an absence of control due to the lack of personnel. The following is a list of control procedures, which are practical and relatively easy to implement (Note – These are general in nature and are not all-inclusive and you may already have such procedures in place).

1. Check-signing – requires 2 signatures
2. Timely bank reconciliation – Reviewed by responsible officer
3. Board of Directors – Involvement
The Board should take an active part in the operations
4. Use of pre-numbered receipts (tickets) at special events and accountability for all receipts
5. Timely intact deposit of all receipts
6. Approval of expenditures by responsible person

7. All expenses paid by check (within practical limits)

We wish to thank your staff for their assistance in the conduct of our audit. We have discussed the contents of this letter with Mr. Richard Stegner, your Executive Director and we are available to answer any questions regarding its contents.

Sincerely,


Guerrero, Jimenez, Díaz & Co., LLP

**OLD TOWN SAN DIEGO
CHAMBER OF COMMERCE**

Financial Statements
For The Fiscal Year Ended June 30, 2012
And
Accountants' Report

**OLD TOWN SAN DIEGO
CHAMBER OF COMMERCE**
June 30, 2012

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2	Statement of Financial Position
3	Statement of Activities
4	Statement of Cash Flows
5-6	Notes to Financial Statements
7	Schedule of Functional Expenses



**Guerrero, Jimenez, Diaz
& Co. LLP**

A Certified Public Accounting Firm

INDEPENDENT AUDITORS' REPORT


To Board of Directors
Old Town San Diego Chamber of Commerce
San Diego, California

We have audited the accompanying statements of financial position of Old Town San Diego Chamber of Commerce (a Non-Profit Organization) as of June 30, 2012 & 2011, and the related statements of activity, and cash flows for the years then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on these financial statements based upon our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Old Town Chamber of Commerce as of June 30, 2012 & 2011 and the changes in its net assets, and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

Our audit was conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The schedule of functional expenses on page 7 is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information has been subjected to auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.


Guerrero, Jimenez, Diaz & Co., LLP
Certified Public Accountants
January 28, 2013

OLD TOWN SAN DIEGO CHAMBER OF COMMERCE
Statements of Financial Position
June 30, 2012 & 2011

ASSETS

	2012	2011
Current Assets		
Cash in Banks	\$ 22,671	\$ 9,422
Prepaid Expenses	1,120	-
Accounts Receivable	37,425	59,792
Total Current Assets	61,216	69,214
Office Furniture	409	409
Office Equipment	3,410	3,410
Accumulated Depreciation & Amortization	(3,819)	(3,819)
Total Fixed Assets	-	-
Security Deposit	1,303	1,303
Total Other Assets	1,303	1,303
Total Assets	\$ 62,519	\$ 70,517

LIABILITIES & NET ASSETS

Liabilities:		
Accounts Payable	\$ 7,776	\$ -
Due to Other Organizations	-	15,637
BID Assessments	(391)	-
Total Liabilities	7,385	15,637
Net Assets		
Temporarily Restricted Net Assets	28,480	28,800
Unrestricted Net Assets	26,654	26,080
Total Net Assets	55,134	54,880
Total Liabilities & Net Assets	\$ 62,519	\$ 70,517

The accompanying notes are an integral part of these financial statements.

OLD TOWN SAN DIEGO CHAMBER OF COMMERCE

Statements of Activity

For the Year Ended June 30, 2012 & 2011

	Unrestricted	Temporarily Restricted	Total	2011
Revenue:				
B.I.D. Reimbursement	\$ 44,963		44,963	26,575
SBEP	17,304		17,304	36,890
Grants	31,397		31,397	0
Special Events Income	83,884		83,884	72,566
City of San Diego EDTS Funding		28,480	28,480	28,800
Net assets released from program restriction	28,800	(28,800)	-	-
Other Revenue	15,504		15,504	53,771
Total Revenues	<u>221,852</u>	<u>(320)</u>	<u>221,532</u>	<u>218,602</u>
Expenses:				
Program Services	190,177	-	190,177	122,190
General & Management	31,101	-	31,101	27,197
Total Expenses	<u>221,278</u>	<u>-</u>	<u>221,278</u>	<u>149,387</u>
Increase/(Decrease) in Unrestricted Net Assets	574	(320)	254	69,215
Adjustment to Unrestricted Net Assets				103
Art Festival Net Assets				3,100
Art Festival Loan Balance Adjustment				
Net Assets, Beginning of Year	<u>26,080</u>	<u>28,800</u>	<u>54,880</u>	<u>(17,538)</u>
Net Assets, End of Year	<u>26,654</u>	<u>28,480</u>	<u>55,134</u>	<u>54,880</u>

The accompanying notes are an integral part of these financial statements.

OLD TOWN SAN DIEGO CHAMBER OF COMMERCE
Statements of Cash Flows
For the Year Ended June 30, 2012 & 2011

	2012	2011
Cash Flows from Operating Activities:		
Increase in Unrestricted Net Assets	\$ 254	\$ 69,215
Adjustments to reconcile Change in Net Assets to Net Cash Provided by Operating Activities:		
Depreciation & Amortization	-	324
Decrease/(Increase) in Accounts Receivable	22,367	(12,297)
Decrease/(Increase) in Prepaid Expenses	(1,120)	0
Increase/(Decrease) in Accounts Payable	7,776	(23,931)
Increase/(Decrease) in Due to Organizations	(15,637)	(11,635)
Increase/(Decrease) in Grant Advances	(391)	(18,921)
Total Adjustments	12,995	(66,460)
Net Cash Used for Operating Activities	13,249	2,755
Cash Flows from Investing Activities	-	-
Cash Flows from Financing Activities		
Adjustment to Unrestricted Net Assets		103
Art Festival Net Assets		3,100
	-	3,100
Net Increase/(Decrease) in Cash	13,249	5,958
Cash at Beginning of Period	9,422	3,464
Cash at End of Period	22,671	9,422

The accompanying notes are an integral part of these financial statements.

OLD TOWN SAN DIEGO CHAMBER OF COMMERCE

Notes to Financial Statements

June 30, 2012

NOTE 1- Summary of Significant Accounting Policies

Nature of Business

Old Town San Diego Chamber of Commerce is a non-profit consortium of local businesses organized in 1945 for the purpose of promoting, improving and fostering business conditions in the City of San Diego in the area commonly known as Old Town pursuant to City Ordinance 286021, which established and defined a parking and business improvement area as the Old Town San Diego Chamber of Commerce under the provisions of the Parking and Business Improvement Area of Law of 1979 of the State of California and enabling ordinances of the City of San Diego.

Depreciation

The Organization's equipment and furniture are depreciated using the straight-line method over estimated useful lives of five to seven years.

Income tax status

The organization has been granted exemption from federal income tax under Section 501(c)6 of the Internal Revenue Code and similar California law under Sections 9910-9927 of the Corporation codes.

Basis of Accounting

The financial statements of the organization are prepared on the accrual basis of accounting.

Use of Estimates in the Preparation of Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect reported amounts. These estimates are based on information available as of the date of the financial statements, therefore, actual results could differ from these estimates.

Financial Statement Presentation

The Organization has adopted the provisions of Statement of Financial Accounting Standards No. 117, "Financial Statements for Not-for-Profit Organizations" (Statement No. 117). Statement No. 117 requires that net assets and revenue, gains, expenses and losses be classified as unrestricted, temporarily restricted and permanently restricted, as follows:

- Unrestricted net assets represent the portion of expendable funds that are available for support of the operations of the Organization
- Temporarily restricted net assets consist of contributions that are subject to specific donor-imposed stipulations that can be fulfilled by actions of the Organization pursuant to those stipulations or that expire by the passage of time.
- Permanently restricted net assets consist of contributions subject to donor-imposed stipulations that they be maintained permanently by the Organization.

NOTE 2 – Accounts Receivable

The accounts receivable represents unpaid claims submitted to the City of San Diego and various customers for expenditures incurred through the fiscal year ended June 30, 2012, listed as follows:

City of San Diego – EDTS	28,480
Other Customers	<u>8,945</u>
Total Claims Due	<u>\$37,425</u>

NOTE 3 – Special Events Income

The Special Events Income account comprised of the following:

Art Festival	\$25,100
Tequila Trail	9,856
Car Show	12,780
Saturday Market	<u>36,148</u>
Total Special Events Income	<u>\$ 83,884</u>

NOTE 5 – Special Events Expense

The Special Events expense account represents expenses incurred for the following events:

Art Festival	\$63,780
Car Show	16,202
Others	<u>975</u>
Total Special Events Expense	<u>\$80,957</u>

NOTE 6 – Temporarily Restricted Net Assets

The Temporarily Restricted Net Assets of \$28,480 represents funding from the City of San Diego restricted for use in the Economic Development & Tourism Support Program (EDTS) for the Art Festival Event.

OLD TOWN SAN DIEGO CHAMBER OF COMMERCE

Schedule of Functional Expenses
For the Year Ended June 30, 2012 & 2011

	Program Services	General & Management	2012 Total	2011 Total
Expenses:				
Accounting	2,194	1,081	3,275	4,200
Advertising	17,864	-	17,864	4,695
Bank Fees	137	67	204	436
Depreciation & Amortization	-	-	-	324
Designs	38,195	-	38,195	2,187
Dues & Subscriptions	509	251	760	692
Election Expenses	1,050	517	1,567	1,647
Insurance	1,555	766	2,321	2,740
Lease	1,916	944	2,860	881
Meetings	927	456	1,383	993
Postage	93	46	139	1,077
Printing & Publications	2,010	990	3,000	166
Promotions	3,661	-	3,661	266
Rent	8,463	4,168	12,631	13,350
Salaries & Payroll Taxes	25,665	19,361	45,026	44,974
Supplies	1,865	919	2,784	3,669
Special Events	80,957	-	80,957	63,575
Telephone	1,829	901	2,730	2,790
Repairs	1,287	634	1,921	725
Total Expenses	190,177	31,101	221,278	149,387

The accompanying notes are an integral part of these financial statements.



Old Town San Diego Chamber of Commerce

P.O. Box 82686 San Diego, CA 92138 • (619) 291-4903 • (Fax) 291-9383

FISCAL AGENT AGREEMENT

This Agreement is made on this 20th day of February, 2013 between the Boosters of Old Town State Historic Park (BOOT) (hereafter referred to as "Fiscal Agent") and Old Town San Diego Chamber of Commerce (OTSDCOC)(hereafter referred to as the "Sponsored Organization").

Purpose of Agreement

The Sponsored Organization has proposed that the Fiscal Agent sponsor a project (the "Project") to:

Raise funds to help defer the transportation costs of schools that will participate in the Old Town Fourth Grade Historical and Cultural Program one day field trip.

The Fiscal Agent has determined that sponsorship of the Project would be consistent with its goals, and wishes to make arrangements with the Sponsored Organization for the implementation and operation of the Project.

1. The Fiscal Agent hereby agrees to sponsor the Project and to assume administrative, programmatic, financial and legal responsibility for the purposes of the requirements of funding organizations. The Sponsored Organization agrees to implement and operated the Project, in accordance with the terms of this agreement and with any requirements imposed by funding organizations.
2. The Project shall be operated in a manner consistent with the Fiscal Agent's tax-exempt status and as described in this agreement. No material changes in the purposes or activities of the Project shall be made without prior written permission of the Fiscal Agent and in accordance with any requirements imposed by funding organizations, nor shall the Sponsored Organization carry on activities or use funds in any way that jeopardizes the Fiscal Agent's tax-exempt status.
3. The Sponsored Organization shall not, and shall not permit the Project to, attempt to influence legislation or participate or intervene in any political campaign on behalf (or in opposition to) any candidate for public office or otherwise engage in the carrying on of propaganda (within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986).
4. The Sponsored Organization will provide the Fiscal Agent with reports describing programs and services of the Project in accordance with the following schedule:
 - a. That BOOT & OTSDCOC Boards will receive regular (quarterly) financial reports on the receipt and expenditure of project funds.

- b. That BOOT & OTSDCOC Boards will receive regular (quarterly) reports on the implementation, progress, and achievements of the Old Town Fourth Grade Historical and Cultural Program
5. The Sponsored Organization will provide all information and prepare all reports, including interim and final reports, required by funding organizations with the Fiscal Agent's assistance and final approval.
6. On behalf of the Sponsored Organization, the Fiscal Agent will establish and operate for the use of the Project a designated account ("Account") segregated on the Fiscal Agent's books. All amounts deposited into a Project's Account will be used in its support, less administrative charges, if any, and subject to the conditions set forth below.
7. The Fiscal Agent will disburse funds from the Account in the following manner:
 - a. Monies to be collected by the OTSDCOC are to be delivered to the BOOT office not more than once a week. Checks are to be made out to BOOT or Boosters of Old Town State Historic Park.
 - b. Request for funds are not to exceed twice a month, with an exception for urgent or unusual circumstance. Request for funds are not be made in amounts less than \$1,000.00
8. Disbursements will be restricted to the support and implementation of the Project only.
9. The Sponsored Organization designates Richard Stegner to act as authorizing official. The authorizing official shall act as principal coordinator of the Project's daily business with the Fiscal Agent.
10. The Fiscal Agent and Sponsored Organization will maintain all financial records relating to the Project according to generally accepted accounting principles; retain records as long as required by law, and make records available to auditors as required by law.
11. The Fiscal Agent and the Sponsored Organization will reflect the activities of the Project, to the extent required, on their state and federal government tax returns and financial reports. All disbursements from an Account shall be treated as payments made to or on behalf of the Sponsored Organization to accomplish the purposes of the Project. The Sponsored Organization will provide the Fiscal Agent with proper documentation to accomplish this, including furnishing the Fiscal Agent with the Sponsored Organization's Federal Employer Identification Number.
12. This agreement will be subject to review (set forth time period) and will terminate if any of the following events occur: [add set here, for example:
 - a. The Fiscal Agent requests the Sponsored Organization to cease activities that it deems might jeopardize its tax-exempt status and the Project fails to comply within a period of ten (10) days.

- b. The Sponsored Organization fails to perform or observe any other covenant of this agreement, and this failure remains unremedied fifteen (15) days after notice in writing.
 - c. Upon expiration of four weeks after either the Sponsored Organization or the Fiscal Agent has given written notice of its intent to terminate the agreement.]
13. In the event this Agreement is terminated, the Fiscal Agent and Sponsored Organization will comply with any termination conditions imposed by funding organizations.

In witness whereof, the parties hereto have executed this Agreement on the day and year first written above.

Accepted for the Fiscal Agent:

Jeanne Ferrell, President - Authorized signer
February 20, 2013

For the Sponsored Organization:

Fred Grand, President - Authorized signer
February 20, 2013

Draft letter to SANDAG for March 13 Action Agenda

Economic Sustainability of the Old Town Community

Old Town San Diego Community Planning Group header

To: Individual Board Members of SANDAG

Dear SANDAG Board Member by name:

At our January Meeting SANDAG made a presentation about the San Diego Trolley Mid-Coast Corridor Transit Project you are constructing. The presenters spoke about each new station being constructed explaining each station's cost, location and design with the exception of the Old Town Station.

The Old Town Station is located within our Community Planning Area at the Taylor Street at-grade crossing. The future of this at-grade crossing is of great concern to the Old Town Community Planning Group. This is because because Old Town's primary historic and economic resource, "The Birthplace of California" is located at and under Taylor Street at the base of Presidio Hill.

Cultural tourism and its support industries, motels and restaurants, are the primary business of Old Town. The Birthplace of California is the primary economic and historic resource of those business and our community.

The Old Town Community is committed to protect and interpret these historic assets for the benefit of all. But, intensification of through traffic along Taylor Street will:

- 1) Negatively impact and render unattractive to tourism The Birthplace of California.
- 2) Make it more difficult for local traffic to access destinations in Old Town.
- 3) Negatively impact our existing businesses and Old Town State Historic Park.
- 4) Cost the Old Town Community hundreds of millions of dollars a year.
- 5) Effectively amputate a legs from the body of our community.

The construction of an overpass at the Taylor Street grade crossing will facilitate increased through traffic along Taylor Street thereby negatively impacting the economic sustainability of this community. Therefore this Community Planning Group is compelled to notify the Board of SANDAG that the construction of an overpass at the Taylor Street grade crossing will render this Community unable to sustain its current economic level and character.

The Old Town San Diego Community Planning Group is unalterably opposed to the construction of a vehicular overpass at the Taylor Street grade crossing.

Thank you for your concern, and remember we are talking about more than Old Town, we are talking about a cultural resource that belongs to the larger public, "The Birthplace of California".

Thurston Coe, Chairperson



Old Town San Diego Chamber of Commerce

P.O. Box 82686 San Diego, CA 92138 • (619) 291-4903 • (Fax) 291-9383

Resolution

THE BOARD OF DIRECTORS OF THE OLD TOWN BUSINESS IMPROVEMENT DISTRICT APPROVES ENTERING INTO AN AGREEMENT FOR FY2014 BETWEEN THE CITY OF SAN DIEGO AND THE OLD TOWN BUSINESS IMPROVEMENT DISTRICT.

WHEREAS, the Old Town Business Improvement District is a legally constituted nonprofit corporation, under the laws of the State of California, completely directing and in complete control of its own affairs through its own officers or members;

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Old Town Business Improvement District hereby certifies that it agrees entering into an Agreement with the City of San Diego; further, that the Old Town Business Improvement District, whose name is subscribed below, has authority to sign this Resolution.

NOW, THEREFORE, this Resolution was approved and adopted at the duly held regular meeting of the Board of Directors of the Old Town Business Improvement District this 20th day of February 2013.

Approved this 20th day of February 2013.

By: _____

Name: Jeanne Ferrell

Title: Secretary
Old Town Business Improvement District

**CITY OF SAN DIEGO
FY 14 AUTHORIZED SIGNATURES**

Please provide the information listed below to certify the designated individuals authorized to sign documents on the agency's behalf. **Self-certification is not acceptable, a second signature is required. Please submit a new form each time any of the listed information is revised during this contract period.**

AGENCY: Old Town San Diego Chamber of Commerce

PROJECT: Old Town Business Improvement District

**AGENCY BOARD CHAIR/PRESIDENT CERTIFICATION OF DESIGNATED INDIVIDUALS
AUTHORIZED TO SIGN DOCUMENTS ON THE AGENCY'S BEHALF, AS SUBMITTED ON THIS FORM**

NAME/TITLE: (Print) Fred Grand / President

SIGNATURE: _____

PRIMARY PERSON AUTHORIZED TO SIGN CONTRACTS AND AMENDMENTS

NAME/TITLE: (Print) Fred Grand / President

SIGNATURE: _____

**PRIMARY PERSON AUTHORIZED TO SIGN PROGRAMMATIC REPORTS AND SCOPE ADJUSTMENT
REQUESTS**

NAME/TITLE: (Print) Richard Stegner / Executive Director

SIGNATURE: _____

**PRIMARY PERSON AUTHORIZED TO SIGN REQUESTS FOR PAYMENT AND BUDGET ADJUSTMENT
REQUESTS**

NAME/TITLE: (Print) Michael Howland / Treasurer

SIGNATURE: _____

2013 Old Town San Diego Marketing Plan (Phase one)

Mission: Increase visitors to Old Town by developing a marketing plan, identify the assets of Old Town to create branding, establish a strategy to promote the amenities and to recommend direction for budget expenditures.

Objectives & Goals

Phase One: six months - one year

- a) Increase tourism to Old Town
- b) Influence tourists, local and out of Towner's to visit, shop, eat and spend at local businesses
- c) Temporary Street Closure – Old Town Community Planning

Phase Two: one - four years

a) Build partnerships and cooperatives with other San Diego communities to take advantage of upcoming celebrations, milestones and the promotional opportunities that are being created. Strengthen branding for heritage travel.

- Edge 2015 - Balboa Park Centennial
- Maritime Museum – 150 years
- Port District plan development
- Star of India – 150 years
- San Diego 250 year celebration 1769 – 2019

Phase Three: four - six years

- a) Develop programs that will elevate the standard of our businesses, streets & storefronts to enrich and enhance the Old Town experience for visitors.
- b) Create opportunities for grants and government subsidies.
 - Main Street Program
 - Preserve America
 - Top 10 Destinations
 - National Trust for Historic Preservation

Define product

Assets that make Old Town unique:

Old Town San Diego, the Birthplace of California is a **Multicultural Historic Destination** situated in the heart of San Diego. This landmark site is home to three Parks; the State Historic Park, most visited in the State Park system, the County owned Heritage Park and Presidio Park, maintained by the City of San Diego. Old Town's original, and reconstructed historic architecture houses lodging, restaurants, museums, theatre and shops. *Old Town San Diego is a living monument* lively with people in period attire working, running shops and museums reminiscent of our past. Old Town San Diego is situated as one of the areas transportation hubs with access to trolleys, buses and trains, it is adjacent to two major freeways and minutes from the Airport and Cruise terminal.

Target Markets

Type of segments

- Educational programs
- Locals residents: Families, Single, Married
- Tourist: regional, statewide, national/ international/ multicultural
- Weekend and Day travel
- Heritage Travel
- Military
- Tour Companies
- Conventions
- Cruise Ship visitors

Specific incentives

Marketing for each segment.

- a) Campaigns for locals
- b) General Campaigns

Examples: a1) Kids eat Free or Taco Tuesday
a2) Shop local or Get your local discount
b1) Weekenders and day trippers
b2) Cultural Heritage Tourism

Media

Marketing strategies.

For market segment, find the most suitable media to send the campaign message.

- | | |
|--|---|
| <input type="checkbox"/> Social media | <input type="checkbox"/> Public Relations |
| <input type="checkbox"/> Mobile devices | <input type="checkbox"/> Television/Cable |
| <input type="checkbox"/> Web site | <input type="checkbox"/> Radio |
| <input type="checkbox"/> Tourism brochures/guide | <input type="checkbox"/> Magazines |
| <input type="checkbox"/> Promotions/Events | <input type="checkbox"/> Newspapers |

Tracking

Evaluate results.

Develop an evaluation plan. Create a way to measure our tourism marketing efforts (such as including a code or using a dedicated number for particular media to measure response and the ROI).

Community

Local involvement.

- Create co-op advertising opportunities
- Develop other ways to get more of the community involved