

**AGENDA ITEM 9**  
**Treasure Island Development Authority**  
**City and County of San Francisco**  
**Meeting of October 8, 2025**

**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 Terms (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 Committee(s) 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 Committee(s) 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 December 10, 2025 meeting of the Board and will make recommendations for consideration at that December 10<sup>th</sup> meeting of the full Board. Officers approved by the full Board will begin their terms in January 2026.

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

**COMMITTEES**

TIDA Bylaws provide that the Board may create one or more committees consisting of two or more Directors to serve at the pleasure of the Board. The Board has at various times had no, one, or two committees.

The Housing, Infrastructure, Transportation, and Sustainability (HITS) Committee was established by the TIDA Board at its October 11, 2023, meeting to provide focused discussion and recommendations on related policy areas. On December 11, 2024, the Board voted to reduce

the frequency of HITS Committee meetings from monthly to quarterly, in response to decreased need and quorum challenges.

Of the three scheduled committee meeting dates so far this calendar year, two have been canceled, indicating a limited necessity for a standing committee. In the interest of operational efficiency, and consistent with the goals of the Commission Streamlining Taskforce, staff recommends dissolving the HITS Committee. This action will ensure all Directors receive the same informational briefings and have an equal opportunity to engage on these topics at full Board meetings.

Should the need arise for deeper exploration of issues under the Board's purview, the Board may elect at its discretion to direct the formation of a new committee at any time during the course of the calendar year.

### **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.

Should the Board wish to appoint a HITS or other Committee for next year, the following "Whereas" and "Further Resolved" clauses should be added to the draft resolution:

*WHEREAS, The Board wishes to create a \_\_\_\_\_ Committee consisting of three Directors to allow for more in-depth exploration of topics which committee shall meet (monthly/quarterly); and,*

....

*FURTHER RESOLVED, That the ad hoc nominating committee shall appoint three Directors to serve on the \_\_\_\_\_ Committee and designating one of those members to serve as the Chairperson; and, be it .*

### **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 Terms

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 Terms.**

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

RESOLVED, That the Board hereby establishes an ad hoc nominating committee comprised of three Directors, \_\_\_\_\_, \_\_\_\_\_, and designating \_\_\_\_\_ as Chair; and, be it

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

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

## 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 October 8, 2025.**

Jeanette Howard, Secretary