

**SAN DIEGO CONVENTION CENTER CORPORATION
“SPECIAL” BOARD OF DIRECTORS MEETING**

**WEDNESDAY, OCTOBER 30, 2024, 12:00 P.M.
111 W. Harbor Drive, 2nd Floor, Executive Boardroom
San Diego, California 92101**

AGENDA

**Telephone number for members of the public
to observe, listen, and address the meeting telephonically:
1(888) 251-2909 – Access code is 6724115#**

1. Call to Order – Jeff Gattas, Chair

2. Non-Agenda Public Comments

This portion of the agenda provides an opportunity for members of the public to address the Board on items of interest within the jurisdiction of the Board that are not on the posted agenda. Pursuant to the Brown Act, no discussion or action shall be taken by the Board on items not posted on the agenda.

3. Board Committee Reports and Board Action Items

Consent Agenda:

A. Approval of Amendment to the SDCCC Conflict of Interest Code

4. Board Comment [Govt. Code § 54954.2(a)(2)]

5. Urgent non-agenda items (must meet the requirements of Government Code, Section 54954.2)

Adjournment

This information is available in alternative formats upon request. To request an agenda in an alternative format, or to request a sign language, oral interpreter, an Assistive Listening Device (“ALD”), or other reasonable accommodation for the meeting, please call Pat Evans at (619) 525-5131 at least two working days prior to the meeting to ensure availability. **Audio copies of Board of Director meetings are available upon request. Please contact Pat Evans at (619)525-5131 or pat.evans@visitsandiego.com to request a copy.**

In compliance with Government Code section 54957.5, non-exempt written material that is distributed to the Board prior to the meeting will be available at the meeting or it may be viewed in advance of the meeting online at visitsandiego.com. Materials distributed to the board after the posting of this agenda also will be available. Please contact Pat Evans at (619)525-5131 or pat.evans@visitsandiego.com if you would like to receive a copy of any material related to an item on this agenda.

Agenda Item 3.A

SAN DIEGO CONVENTION CENTER CORPORATION M E M O R A N D U M

TO: Board of Directors

FROM: Jennifer Lyon, General Counsel

DATE: For the Agenda of October 30, 2024

RE: Approval of Amendment to the SDCCC Conflict of Interest Code

BACKGROUND

Pursuant to the Political Reform Act of 1974, a biennial review of the Corporation's Conflict of Interest Code ("CIC") must be conducted and, if required, the CIC must be amended. Corporation Staff conducted the review and submitted changes to the CIC for Board approval at the August 14, 2024 Board meeting. The Board approved the amended CIC. Subsequent to that approval, the City of San Diego did a review of the CIC and just informed us that they need additional language added to the CIC before it can be taken to City Council.

DISCUSSION

The proposed Amended Conflict of Interest Code reflects the following changes on Appendix "A" that were previously approved by the Board at the August 14, 2024 meeting (*see* Attachment 1):

- The following positions were added to the Code: Executive Vice-President, Sales & Revenue, Controller.
- The title of "Executive Director, People & Culture" has been changed to "Executive Director, Human Resources."
- The title of "Director of Building Operations" has been changed to "Director of Venue Operations."
- The title of "Procurement Administrator" has been changed to "Procurement Analyst."

The additional change requested by the City is to add a reference from state law related to any "new position" that is created by the Corporation prior to the next biennial amendment. Even though the Corporation has routinely required new positions to file statements in the interim before biennial updates pursuant to State law, adding this language will allow consistency with the City of San Diego's Code and State law.

If the Board approves it, the amended Code will be forwarded to the City Clerk and docketed for Council action as soon as possible. The Amended San Diego Convention Center Conflict of Interest Code will become effective after the City Council approves it, and its provisions will apply to the 2024 Form 700 statements which must be filed by April 2025.

RECOMMENDATION

Approve the Amended Conflict of Interest Code.

/s/
Jennifer Lyon
General Counsel

Attachment

1. Amended Conflict Code (with added language re: “new positions”)

Agenda Item ~~3.B3.A~~

CONFLICT OF INTEREST CODE
OF

SAN DIEGO CONVENTION CENTER CORPORATION, INC.

as amended ~~September 28, 2022~~ August 28, 2024 October 30, 2024

1. **Standard Code of FPPC** The Political Reform Act of 1974 (Government Code section 81000, et seq.) requires each state and local government agency to adopt and promulgate a conflict of interest code. San Diego Convention Center Corporation, Inc. has heretofore adopted such a code. This code applies to the San Diego Convention Center Corporation, Inc. The Fair Political Practices Commission (FPPC) has promulgated a regulation (2 Cal. Code of Reg. § 18730) which contains the terms of a standard conflict of interest code and can be incorporated by reference as an agency's code. After public notice and hearing the standard code may be amended by the FPPC to conform to amendments in the Political Reform Act.

2. **Adoption of Standard Code of FPPC** The terms of Title 2, California Code of Regulations, Section 18730 and any future amendments thereto duly adopted by the FPPC are hereby incorporated by reference. This regulation and the Appendices attached hereto designating officials and employees and establishing disclosure categories shall constitute the Conflict of Interest Code of San Diego Convention Center Corporation, Inc. This code shall take effect when approved by the City of San Diego and shall thereupon supersede all prior codes adopted by San Diego Convention Center Corporation, Inc.

3. **Filing of Statements of Economic Interests**

Pursuant to Section 4 of the standard code, persons holding the positions designated in **Appendix A**, attached hereto, shall file statements of economic interests with the Clerk of the City of San Diego, which will make the statements available for public inspection and reproduction (Government Code section 81008). The statements of economic interests must disclose investments and business positions, income and gifts, and interests in real property in accordance with the filer's disclosure category (set forth in Appendix A) and the disclosure requirements listed in **Appendix B**, attached hereto. Members of the Board of Directors shall be responsible for filing their statements with the City Clerk but may also provide the statements to the Office of the President & CEO (Executive Offices), who will make and retain copies and forward the originals to the City Clerk if provided with the statements in advance of the filing deadline. Employees and consultants shall file their statements with the corporation's Executive Offices, who shall make and retain copies and forward the originals of these statements to the City Clerk.

Adopted by the Board of Directors of San Diego Convention Center Corporation, Inc. on ~~September 28, 2022~~
October 30, 2024 August 28, 2024.

Alyssa Turowski Jeff Gattas, Secretary

Agenda Item 3-B3.A

CERTIFICATION

The foregoing revision to the Conflict of Interest Code was prepared by San Diego Convention Center Corporation, Inc. after a fair opportunity was offered to all employees and officials designated herein, and the public, to present their views.

Dated:

Clifford Rippetoe
President and Chief Executive Officer

Agenda Item ~~3-B3.A~~

APPENDIX A Jurisdiction, Designated Positions and Disclosure Categories

Jurisdiction

The jurisdiction applicable to those persons required to file Statements of Economic Interest pursuant to this Conflict of Interest Code is as follows:

- For directors, employees and consultants of the San Diego Convention Center Corporation the jurisdiction is the San Diego Convention Center

Designated Positions/Disclosure Categories

The following designated positions are required to disclose economic interests according to the categories assigned.

Position	Disclosure Category
Officer or Member of Board of Directors	Category 1
President and Chief Executive Officer	Category 1
Chief Operating Officer	Category 1
Chief Financial Officer	Category 1
General Counsel	Category 1
Executive Vice-President, Sales & Revenue	Category 1
General Manager	Category 1
Controller	Category 1
Executive Director Financial Planning Reporting & Analysis	Category 1
Chief Sales & Revenue Officer	Category 1
Executive Director, People & Culture Human Resources	Category 2
Director of Venue Operations	Category 2
Director of Planning and Procurement	Category 2
Procurement Manager	Category 3
Procurement Administrator Analyst	Category 3
Defined Contribution Committee Members	Category 2
Consultants/ New Positions	Category 4

Formatted Table

Formatted: Strikethrough, Not Highlight

Formatted: Strikethrough

Formatted: Strikethrough, Not Highlight

Formatted: Strikethrough

Formatted: Not Highlight

Formatted: Not Highlight

Formatted: Not Highlight

Agenda Item 3-B3.A

**APPENDIX B
Disclosure Categories**

Category 1: You must disclose:

- Investments and business positions in business entities (1) doing business with the San Diego Convention Center Corporation; (2) providing any type of goods and services to the Convention Center; or (3) that use the Convention Center.
- Income and gifts from any source doing business with the San Diego Convention Center Corporation or who is a party to a contract with the San Diego Convention Center Corporation.
- Interest in real property located within a ~~two-mile~~**two-mile** radius of the San Diego Convention Center and any other real property owned, used or operated by the San Diego Convention Center Corporation.

Category 2: You must disclose:

- Investments and business positions in any entity (1) doing business with the San Diego Convention Center Corporation; (2) providing any type of goods and services to the Convention Center; or (3) any other business that uses the Convention Center. For purposes of Defined Contribution Committee Members, disclosure is limited to entities providing goods or services supplied by any actuarial, accounting, banking, financial, investment, or consulting firm.
- Income and gifts from any source doing business with the San Diego Convention Center Corporation or who is a party to a contract with the San Diego Convention Center Corporation.

Category 3: You must disclose

- Investments and business positions in any firm that supplies goods or services to the San Diego Convention Center Corporation.
- Income and gifts from any person or business entity that supplies goods or services to the San Diego Convention Center Corporation.

Category 4: Consultants/**new positions** shall be included in the list of designated employees and shall disclose pursuant to the broadest disclosure category in the code subject to the following limitation: The President may determine in writing that a particular consultant **or new position**, although a "designated filer, is hired to perform a range of duties that is limited in scope and thus is not required to fully comply with the disclosure requirements described in this section. Such written determination shall include a description of the consultant's **or new position's** duties and, based upon that description, a statement of the extent of disclosure requirements. The President's determination is a public record and shall be retained for public inspection in the same manner and location as this Conflict of Interest Code.