

SAN DIEGO CONVENTION CENTER CORPORATION
SPECIAL BOARD OF DIRECTORS MEETING

THURSDAY, JANUARY 14, 2021, 2:30 P.M.

AGENDA

**(Meeting to be held via teleconference pursuant to
State of California Executive Order N-29-20)**

**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 – Elvin Lai, 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

A. Authorization to Approve a Resolution of the San Diego Convention Center Corporation, Inc. Approving Officers to Enter into a Second Payment Protection Program Loan through the U.S. Small Business Administration as Provided through City National Bank and Authorizing the Designated Officers of the Corporation to Approve, Execute, and Take Any and All Actions Necessary to Apply For, Approve, and Bind the Corporation to Necessary Loan Documents for Such Loan

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

Action items on this agenda may be consolidated for voting purposes into a single vote of the Board, to the extent they are routine or otherwise do not require further deliberation. A Board member may comment on an action item before it is voted upon as part of the consolidated vote; however, if a Board member wishes to discuss an action item, that item will not be included in the consolidated vote. If a member of the public wishes to comment upon an action item, they should so advise the Board chair at or before the public comment portion of the meeting, in which case that item will not be included in any consolidated vote.

RESOLUTION NO. 2021-01

CORPORATE/LLC BORROWING RESOLUTIONS

Borrower:

Bank: City National Bank

I, the Secretary/Assistant Secretary/Member of Board of Directors, SAN DIEGO CONVENTION CENTER CORPORATION ("Borrower"), CERTIFY that Borrower is a corporation or limited liability company existing under the laws of the State of California.

I certify that at a meeting of Borrower's directors or members (or by other authorized corporate action) duly held, the following resolutions were adopted.

It is resolved that the following officer or manager of Borrower, whose name, title and signature is below:

<u>NAME</u>	<u>POSITION</u>	<u>ACTUAL SIGNATURE</u>
<u>Clifford "Rip" Rippetoe</u>	<u>President & CEO</u>	_____

may act for Borrower and:

Borrow Money. Borrow money from City National Bank ("Bank") under the Paycheck Protection Program.

Execute Loan Documents. Execute any loan documents as Bank requires.

Further Acts. Designate other individuals to request advances, pay fees and costs and execute other documents or agreements he/she/they think necessary to effectuate these Resolutions.

Further resolved that all acts authorized by these Resolutions and performed before they were adopted are ratified. These Resolutions remain in effect and Bank may rely on them until Bank receives written notice of their revocation.

I certify that the person listed above has the title and signature shown following his/her/their name and that these resolutions have not been modified and are currently effective.

CERTIFIED TO AND ATTESTED BY:

X _____
*Secretary, Board of Directors – San Diego Convention Center Corporation

X _____

*NOTE: In case the Secretary or other certifying officer is designated by the foregoing resolutions as the signing officer, this resolution should also be signed by a second Officer, Member or Director of Borrower.