

MINUTES

**HDP MASON HOUSING CORPORATION BOARD OF DIRECTORS
MINUTES OF THE BOARD MEETING OF
DECEMBER 21, 2023
SMART CORNER - 4TH FLOOR CONFERENCE ROOM
1122 BROADWAY, SAN DIEGO, CA 92101**

ATTENDANCE:

Present:

Chair Jeff Davis

Vice Chair Gary Gramling

Board Member Ryan Clumpner

Board Member Eugene “Mitch” Mitchell

Executive Vice President Suket Dayal

Counsel Chuck Christensen

Not present:

Executive Vice President Emily S. Jacobs

General Counsel Irene Kuei

10 CALL TO ORDER

Chair Davis called the Meeting to order at 8:06 a.m.

General Counsel Christensen stated for the record that the San Diego Housing Commission’s (SDHC) President & CEO sits *ex officio* as the Chair of the HDP Mason Board of Directors. SDHC President & CEO Lisa Jones was ill on December 21, 2023, and was not able to attend the HDP Mason Board of Directors meeting. By virtue of State of California law, SDHC’s Deputy CEO, Jeff Davis, is authorized to act in the absence of the President & CEO. For that reason, Jeff Davis chaired the December 21, 2023, HDP Mason Board of Directors meeting. In addition, there is still no conflict of interest due to Mr. Davis’ service on the HDP Mason Board of Directors. Mr. Davis is exempt from any conflict and may be counted for quorum purposes and may vote. Pursuant to the provisions of Government Code Sections 1091.5(a)(7) and 1091.5(a)(8), Mr. Davis has a “non-interest” as described in Government Code Section 1091.5 for purposes of SDHC matters associated with HDP Mason Board actions, if any. Mr. Davis does not have a financial interest in action items that would legally preclude his participation under the provisions of Government Code Sections 1090 and/or 87100 et. seq. Further, Mr. Davis’ compensation from a public agency, SDHC, is a non-interest under the provisions of Government Code Section 1091.5(a)(9) as well as for the purposes of Government Code Section 87100 et. seq. Mr. Davis’ compensation with SDHC is not a financial interest that would, in any way, preclude him being counted for quorum purposes or voting on matters before the HDP Mason Board of Directors.

20 NON-AGENDA PUBLIC COMMENT

There were no public comments.

30 HDP MASON BOARD MEMBER COMMENTS

There were no Board Member comments.

40 HDP MASON BOARD CHAIR COMMENTS

There were no HDP Mason Board Chair comments.

50 APPROVAL OF THE MINUTES

The minutes of the July 12, 2023, HDP Mason Board of Directors Meeting were approved on a motion by Board Member Gramling, seconded by Board Member Clumper and passed by a vote of 4-0.

Chair Davis adjourned the HDP Mason Board meeting at 8:13 a.m. to reconvene the HDP Board meeting.

Chair Davis reconvened the HDP Mason Board meeting at 8:34 a.m.

DISCUSSION

100 HDPM23-006 Mason Hotel 2024 Property Budget

Branden Sarkissian, Director of Asset Management, presented the request for approval.

Motion by Board Member Mitchell, seconded by Board Member Gramling, and passed by a vote of 4-0.

That the HDP Mason Board of Directors (Board) take the following actions:

- 1) Approve the 2024 Property Budget for Mason Hotel.
- 2) Find that the foregoing transactions are just and reasonable as to HDP Mason for purposes of California Corporations Code Section 5234.

Adjournment

Chair Davis adjourned the meeting at 8:35 a.m.

Respectfully submitted,

Scott Marshall

Scott Marshall
Vice President of Communications and
Government Relations
HDP Mason Housing Corporation

Approved by,

Suket Dayal

Suket Dayal
Executive Vice President
HDP Mason Housing Corporation