

File No. 230606

Committee Item No. 7
Board Item No. _____

COMMITTEE/BOARD OF SUPERVISORS

AGENDA PACKET CONTENTS LIST

Committee: Government Audit and Oversight
Board of Supervisors Meeting:

Date: February 1, 2024
Date: _____

Cmte Board

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| <input type="checkbox"/> | <input type="checkbox"/> | Motion |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Resolution |
| <input type="checkbox"/> | <input type="checkbox"/> | Ordinance |
| <input type="checkbox"/> | <input type="checkbox"/> | Legislative Digest |
| <input type="checkbox"/> | <input type="checkbox"/> | Budget and Legislative Analyst Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Youth Commission Report |
| <input type="checkbox"/> | <input type="checkbox"/> | Introduction Form |
| <input type="checkbox"/> | <input type="checkbox"/> | Department/Agency Cover Letter and/or Report |
| <input type="checkbox"/> | <input type="checkbox"/> | MOU - FY2022-2024 - Clean |
| <input type="checkbox"/> | <input type="checkbox"/> | MOU - FY2022-2024 - Redline |
| <input type="checkbox"/> | <input type="checkbox"/> | Grant Information Form |
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| <input type="checkbox"/> | <input type="checkbox"/> | Subcontract Budget |
| <input type="checkbox"/> | <input type="checkbox"/> | Contract / DRAFT Mills Act Agreement |
| <input type="checkbox"/> | <input type="checkbox"/> | Form 126 – Ethics Commission |
| <input type="checkbox"/> | <input type="checkbox"/> | Award Letter |
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OTHER

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| <input checked="" type="checkbox"/> | <input type="checkbox"/> | USBID Annual Report FY2021-2022 |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | Financial Report 063022 |
| <input checked="" type="checkbox"/> | <input type="checkbox"/> | OEWD Memo 050923 |
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Prepared by: Monique Crayton
Prepared by: _____
Prepared by: _____

Date: January 26, 2024
Date: _____
Date: _____

1 [Union Square Business Improvement District - Annual Report - FY2021-2022]

2
3 **Resolution receiving and approving an annual report for the Union Square Business**
4 **Improvement District for Fiscal Year (FY) 2021-2022, submitted as required by the**
5 **Property and Business Improvement District Law of 1994 (California Streets and**
6 **Highways Code, Sections 36600, et seq.), Section 36650, and the District's management**
7 **agreement with the City, Section 3.4.**

8
9 WHEREAS, On May 7, 2019, pursuant to the Property and Business Improvement
10 District Law of 1994 (the "Act"), California Streets and Highways Code, Sections 36600 *et*
11 *seq.*, as augmented by Article 15 of the San Francisco Business and Tax Regulations Code,
12 the Board of Supervisors adopted Resolution No. 221-19, expressing the City's intention to re-
13 renew and expand the then existing Union Square Business Improvement District, also known
14 as the Union Square Alliance ("Union Square BID"); and

15 WHEREAS, On July 9, 2019, the Board of Supervisors adopted Resolution
16 No. 309-19 establishing the Union Square BID ("Resolution to Establish") for a period of 10
17 years, commencing Fiscal Year (FY) 2019-2020; and

18 WHEREAS, On November 19, 2019, the Board of Supervisors adopted Resolution
19 No. 509-19, authorizing an agreement with the owners' association for the
20 administration/management of the Union Square BID, and a management agreement (the
21 "Management Contract") with the owners' association, Union Square Business Improvement
22 District, Inc., was executed accordingly; and

23 WHEREAS, A copy of the Management Contract is on file with the Clerk of the Board
24 of Supervisors in File No. 191086; and

1 WHEREAS, On February 14, 2022, the Board of Supervisors approved the Union
2 Square BID's annual reports for FY2020-2021 in Resolution No. 054-23; and

3 WHEREAS, The Union Square BID has submitted for the Board's receipt and approval
4 the Union Square BID's annual report for FY2021-2022 as required by Section 36650 of the
5 Act and Section 3.4 of the Management Contract; and

6 WHEREAS, The annual report for FY2021-2022 is on file with the Clerk of the Board of
7 Supervisors in File No. 230606, and are incorporated herein by reference as though fully set
8 forth; and

9 WHEREAS, Supporting documents, including, but not limited to, a transmittal letter and
10 memorandum report from the City's Office of Economic and Workforce Development, dated
11 May 9, 2023, and documentation from the Union Square BID for the annual report for
12 FY2021-2022 is on file with the Clerk of the Board of Supervisors in File No. 230606; now,
13 therefore, be it

14 RESOLVED, That the Board of Supervisors hereby receives and approves the annual
15 report for the Union Square Business Improvement District for FY2021-22.

**UNION
SQUARE**
ALLIANCE



2021-22
Annual Report



Union Square has an opportunity to reset and do something amazing.

On behalf of the Union Square Alliance and our Board of Directors we are pleased to present this Annual Report to Alliance members and a wide range of stakeholders who love Union Square and what it represents for our City. This report highlights our key accomplishments, planned future endeavors, and financial performance from July 2021 to June 2022. We welcome all feedback and urge everyone to visit Union Square often and be part of the resurgence of the heart of downtown San Francisco.

The past year was one of rebuilding and planning for the future as Union Square, San Francisco, and the Bay Area emerged from the most challenging phases of the Pandemic. The Alliance's essential services continued: cleaning, safety, marketing, and advocacy. In fact, we have expanded these services and have hired several new key staff, including a new Executive Director, Marketing Director, and a new Services Director.

The past year provided challenges, the most notable being the shocking and unprecedented mass looting event in November 2021. However, every cloud has a silver lining, in this case, the City's response allowed us to make real progress on public safety in Union Square. We worked closely with Mayor Breed and the Police Department to establish a permanent presence of officers in our district. Due to that and some of our other initiatives, pedestrian counts, hotel occupancy, and events in Union Square Plaza have continued to improve throughout the year.

San Francisco City and Community partners recognize the Union Square Alliance for its leadership in advocating for the rebirth of Downtown. To that end, we are excited to report that beginning early this year, we embarked on a new Strategic Plan for the Alliance and brought on

nationally known planning and strategy consultants MIG and Streetsense to work with us on it. This plan is a critical forward-looking effort to understand how the Union Square District must evolve and how the Alliance can help drive this change with all our partners. The Plan includes five Key Initiatives that we believe are needed for Union Square to be successful going forward:

- Provide exceptional services, amenities and experiences, especially at arrival points
- Ensure all floors of Union Square's beautiful buildings are occupied with vibrant activities that contribute to the vitality of Downtown San Francisco
- Create authentic "only in San Francisco" advertising and marketing tools to distinguish Union Square from competing shopping districts around the region
- Activate and upgrade the public realm focusing on Union Square Plaza, Powell St, Hallidie Plaza, and alleys.
- Strengthen communications and hire for critical positions (budget permitting) to advance the organization and Strategic Plan

We look forward to sharing the entire plan in November and beginning to work with all our partners to implement it.

As we continue to put the Pandemic behind us, we at the Alliance could not be more optimistic about Union Square's future and proud of the leadership role we are playing and will continue to play in creating the future of the heart of San Francisco. We invite you to join us on this important journey.

Mark Purdy
Board President

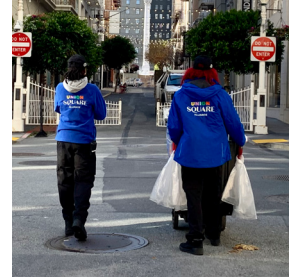
Marisa Rodríguez
Executive Director

Services

The Union Square Alliance provides the following services:
Clean and Safe Services, Public Realm & Streetscapes,
District Marketing, and Advocacy. Between July 2021 and
June 2022, the Union Square Alliance implemented and
continued the following programs:



Cleaning & Safety Services



24/7 Member Services

Continued 24/7 Member Services with our in-house team. Introduced new district management software, District360, to better track clean and safe data.

Legion Security and Patrol Vehicle

Legion Security provides security in the Union Square District. We added additional patrols and a patrol vehicle. Now Legion provides 2-guard crews from 2:00 PM to 10:00 PM & 6:00 AM to 2:00 PM seven days a week.

Gem Vehicle Purchased

The Union Square Alliance has purchased a Gem Vehicle, which allows for spot pressure washing during the day and night.

Miracle Messages

Miracle Messages is a nonprofit organization that helps people experiencing homelessness rebuild their social support system through family unification. Miracle Messages relaunched its program in August 2021 with a new outreach specialist Lindsay Pfeiffer.

She accomplished:

- 249 engagements
- 191 referrals to services
- 60 Miracle Friends sign ups
- 8 reunions

Giveaway bags with essentials were shared to support people experiencing homelessness during the winter months and further develop our relationships.

Union Square Plaza

Providing clean and safe services, including daytime attendants and cleaners, pressure washing, and Safety Ambassadors. The Alliance also provided logistical support for third-party events including, but not limited to cultural celebrations, Flower Bulb Day, and a movie night.

New Leadership

The Union Square Alliance warmly welcomes **Lance Gorée** to the team as Director of Services. Lance has a history of working with Business Improvement Districts. In addition, he has a wide range of experience, from years in property management to hospitality and non-profit work.

Cleaning

by the Numbers



453,075

Pounds of trash
removed from street

21,740

Hazardous Waste
Removed

18,741

Graffiti Tags
Removed

8,969

Cleaning Requests
Received

910,052

Feet of Block Fronts
Pressure Washed

9,765

Overflowing
Cans Leveled

Safety

by the Numbers



39,913

Quality of Life
Incidents Addressed

9,357

Incidents Addressed
by 10B Officers

421

Video Footage
Requests

472

Public Safety
Request Received

8,168

Incidents Addressed
by Private Security

29

Additional
Cameras Installed



Public Realm & Streetscapes



Lantern Project

Installed an array of pink and purple lanterns were installed at Maiden Lane, Union Square Park, and Hallidie Plaza in February 2021 to celebrate Valentine's Day. Starting in March 2021, replaced the lanterns to match the colors of the new Union Square Alliance branding.

Maiden Lane

Purchased additional furniture to create a sense of place on both blocks of Maiden Lane. Hosted events such as Valentine's Day and other third-party events supported by the Alliance.

Permanent Lighting

The holiday lighting on the trees at Powell Street, Union Square Park Palm trees, and Maiden Lane were so successful that the Alliance decided to keep the installations up permanently.

BloomSF

Participated in a re-opening celebration of San Francisco consisting of special events and programming, including floral art installations and music at Union Square Plaza to welcome everyone back to downtown San Francisco.

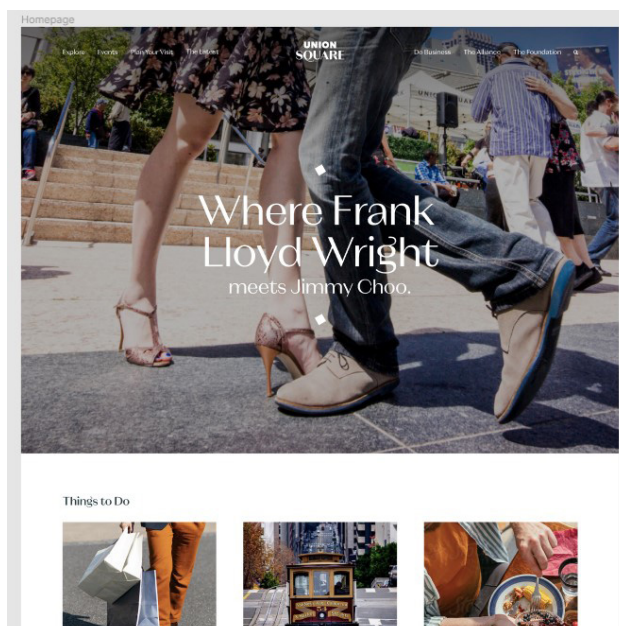
Hallidie Plaza

Continued to work with the City to clean up, refresh and activate Hallidie Plaza with a series of colorful improvements, including holiday decor, lanterns, wayfinding banners, a mural, café tables and seating, and landscaping maintenance.

Ornament Project

During the holiday season, placed larger-than-life ornaments along the Powell Street Promenade.

District Marketing & Events



Complete District Rebranding

Continued implementation of the rebranding project to include new Alliance lapel pins, Ambassador uniforms, Member Services truck stickers, GEM cars, and Gators, as well as physical realm elements such as street pole banners, Bigbelly wraps, window decals, and other signage.

Website Redesign

Embarked on a comprehensive website redesign project intended to service Union Square visitors and district members.

Social Media Strategy

Developed a targeted social media marketing strategy with a consumer focus, featuring curated content on public realm activations, special events, weekend itineraries, and vintage images of Union Square.

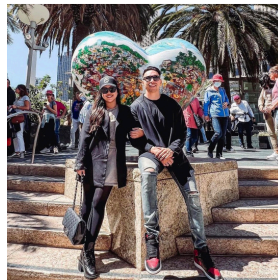
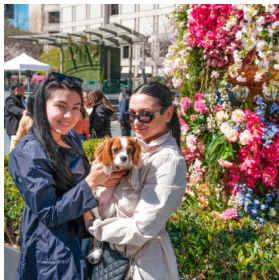
Social Media Stats

As of June 30, Union Square has nearly 87,000 followers:

Instagram @unionsquaresf: 7,041
Facebook @unionssquaresf: 74,741
Twitter @unionsquaresf: 4,767
LinkedIn @unionsquaresf: 696

Ad Campaigns

Ran two regional ad campaigns. Placed full-page print ad in Local Getaway's June issue, alongside a three-month leaderboard banner ad on localgetaways.com website, and one content block in weekly newsletter. Placed second print and digital ad in San Francisco Magazine's "Best of the Bay" issue, garnering 29,329 impressions.



Union Square Dance & Music Series

From April 2021 through October 2021, the Alliance hosted a free music series every Saturday at Union Square Plaza. Due to the success of this event, the music series restarted in March through September 2022. The Alliance supported several local bands, musicians, and artists through this series. Additionally, hosted two special dance events to which dance groups and instructors were invited, and set up an outdoor local pop-up bar.

Union Square in Bloom

The Alliance brought back the nostalgic and iconic theme of flowers by installing large floral installations around the district, creating a 'sense of place,' a welcoming environment, and attracting people to Union Square. Celebrated this inaugural event with Salsa music, cocktails, and a dance event.

Art Gallery Event

The Art Market returned to San Francisco, and the Alliance marked this special occasion as a cultural partner. In partnership with CK Contemporary, we celebrated the return of this iconic event by hosting a reception at their gallery.

New Leadership

The Union Square Alliance warmly welcomes **Stacy Jed** to the team as Director of Marketing and Events. Stacy has a strong background in developing marketing strategies, communications, and creative development, including social media management, website development, and event management. She is the former Board President of the Golden Gate Restaurant Association and the co-founder of Bluestem Restaurant & Brasserie blocks from the Union Square district. She is a native San Franciscan, passionate about helping Union Square reach its full potential, with the Alliance team and community.

Advocacy



Retail Summits

The Alliance assembled its first Retail Summit in December 2021 to hear from our City leaders in response to the unprecedented mass looting and their plan for Union Square's safety and post-pandemic recovery. Members of Union Square came together to hear from Mayor London Breed, law enforcement, and other city partners such as SF Travel and SF Chamber of Commerce. A follow-up summit took place in March 2022 to discuss the progress and actions that have taken place since the first summit.

Mobile Command Center

In response to the looting in November 2021, an SFPD mobile command center was stationed at Union Square Plaza, and SFPD foot beat officers increased.

A Place for All

Provided a letter of support to Supervisor Rafael Mandelman's A Place for All ordinance that would provide a safe place to sleep for anyone experiencing homelessness in San Francisco.

Media Mentions

Marisa Rodriguez positively represented Union Square on many occasions on local news broadcasts. She encouraged people to visit Union Square during the holiday season, announced events, and spoke about Union Square's recovery post pandemic.

Powell Street Promenade

Through advocacy efforts, secured 1 million dollars for the improvements at the Powell Street Promenade from Dianne Feinstein.

Economic Recovery Grant

Marisa Rodriguez advocated for an additional \$6mil in the City's Budget to be dedicated to Downtown recovery. Thanks to her support, the grant did move forward.

New Leadership

Marisa Rodriguez joined the Alliance team as Executive Director. Marisa's background as an Assistant District Attorney and as a San Francisco City Department Head (for the Office of Cannabis) speaks to her extensive experience with public policy and ability to bolster the communities she works with to get things done quickly, efficiently, and with a firm and steady hand. She has an undergraduate degree from UC Berkeley, Haas School of Business and a JD from USF School of Law. We are excited to have her as our leader.



Union Square Strategic Plan



In the spring of 2022, the Union Square Alliance commenced the journey of a strategic plan to prepare and determine the main goals and necessities of Union Square and how the Alliance can provide support in this ever-changing environment since the pandemic.

Led by Chris Beynon of MIG and Streetsense, the consultants kicked off the project with stakeholder engagement, immersion meetings, and organizational assessments.

Additionally, the Union Square Alliance Board of Directors gathered for a day long off-site retreat to discuss the future of Union Square, the main challenges and opportunities.

Analyzing all the information gathered and input provided the consultants provided the following priorities:

- Build a Strong Economy
- Provide a Safe and Welcoming Environment
- Cultivate an Authentic Vibe
- Embrace Intimate Space
- Ensure a Thriving and Enduring Organization

The final strategic plan will complete the final strategic plan in fall of 2022. The Alliance looks forward to shaping the future of Union Square and Downtown San Francisco.

we are shaping the road to recovery.

Union Square Foundation



The Union Square Foundation is a 501c3 nonprofit organization launched in 2017 to support Public Realm projects and homeless outreach. Through Foundation funding the following projects were completed.

Holiday Fundraiser & Annual Luncheon

The Union Square Foundation organized a holiday fundraiser in December 2021 and an Annual Luncheon in May 2022, raising \$247K to support the foundation programs.

SuitUp

With several partners, the Alliance supported a new violence intervention program providing professional clothes and mentoring to at-risk youth to boost their confidence and help them onto a productive path towards success.

Valentine's Day

Engaged local artists to participate in a live art activation and organized activities such as live music, an outdoor bar in partnership with Hawthorn, specials at Iron Horse, and handing out roses, balloons, and chocolate.

Security Camera Program

Installed 29 additional cameras between July 21 - June 2022 thanks to the generous donation of the Chris Larsen Foundation.

Lighting Grant

Light it up! Thanks to longtime supporter Chris Larsen from the Silicon Valley Community Foundation, the Foundation will light up the district with bistro lights. The purpose of the lighting grant is to promote a safer, brighter destination for locals and tourists alike.

Sutter Stockton Tree Lighting Project

In collaboration with the property owners and stakeholders, string lights were installed on the trees by Sutter Street between Stockton and Grant. The lights have increased safety and highlights the businesses.

SF Live Grant

The Union Square Foundation was awarded an \$850K grant to activate Union Square Plaza as part of a larger city-wide music program.

Union Square Stage Backdrop

Installed a faux green wall at the Union Square Stage. This created a popular backdrop for taking photos. It was adapted for the Union Square in Bloom event and Pride.

Union Square Bistro Lights Installation

Installed Bistro lights between the structures along Powell and Stockton. These lights enhance the beautification of these entrances to Union Square Plaza.

RIGHT

Alliance Security Camera Program Policy

BELOW

Alliance Surveillance Technology Report



Surveillance Technology Report September 1, 2022

1. A list of the Surveillance Technology that the district either owns or licenses for ongoing use:

Avigilon and Axis cameras and ACC 7 software.

2. A brief description of those technologies:

Avigilon H4 Multi-sensor camera and Avigilon H5A Camera line combines Avigilon self-learning video analytics with exceptional coverage, featuring up to 4 individually configurable camera sensors that can be positioned to monitor virtually any area.

3. The names of organizations who accessed information from the surveillance technology

Names of individual crime victims requesting to access surveillance technology are not listed due to privacy, associational and safety concerns and interests.

167 Powell LP	Journey's
Apple	L Brands (Victoria's Secret)
Arcteryx	Lacoste
Banana Republic	Lids
Bank of America	Louis Vuitton
Block By Block	Macy's
Bottega Veneta	Marriott Union Square
Burberry	Nordstrom Rack
Bush St. Apartments	Old Navy
Bvlgari	Parc 55
CB2	Saks Fifth Avenue
Chancellor Hotel	Salvatore Ferragamo
Citizen	San Francisco District Attorney
City Rent-A-Car	San Francisco Downtown Hostel
CK Contemporary	San Francisco Parks and Recreation
Colliers International	San Francisco Police Department
Cushman & Wakefield	Sephora
Express	Sunglass Hut
Fendi	Taj Campton Place
Flood Building	The Club Donatello

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Geico	Trinity Properties
Goyard	Union Square Alliance
Handlery Hotels	Union Square Flowers
Hilton Hotel	Uomo San Francisco
Hotel Nikko	Westfield Properties
Iron Horse Cocktails	Westin St. Francis
Johnny Foley's	Yves St. Laurent

4. The purpose for the use of any Surveillance Technology:

The purpose of the Union Square Alliance video surveillance system is to assist in making the district safer for visitors, residents, and employees by providing surveillance of key public space areas in an attempt to reduce crime and criminal activity. The primary purpose of the system is to allow for after-the-fact investigation of crimes committed within the public realm or when the perpetrator has fled into the public realm.

5. All policies, internal or otherwise, the organization has regarding the surveillance technology and access to outside organizations or individuals: Union Square Alliance Video Surveillance System Usage Policy & Procedures attached.

291 Geary Street, Suite 200, San Francisco, CA 94102 • 415-781-7880 • visitunionsquaresf.com

Security Camera Policy available for download at www.visitunionsquaresf.com/security-camera-project or you can request a copy at info@unionsquarealliance.com



Video Surveillance System Usage Policy & Procedures

I. Purpose of System

The purpose of the Union Square Alliance (USA)'s video surveillance system is to help make the USA district safer for visitors, residents, and employees by providing surveillance of key public space areas in an attempt to reduce crime and criminal activity. The primary purpose of the system is to allow after-the-fact investigation of crimes committed within the public space or when the perpetrator has fled into the public space.

This document outlines the general policies and procedures for usage of the system.

II. Change of Usage Policy Terms

The USA Board of Directors reserves the right to modify or change these policies at any time.

III. Basic System Information

- A. Cameras are currently installed in the public realm (sidewalks, plazas, parks, alleys) within the Union Square Alliance boundaries. These cameras overlook public spaces. In the future, additional cameras may be added to other public spaces in the district.
- B. The following signage (or signage similar in nature) may be posted in or near areas that are under surveillance (with property owner approval) to inform the public they may be recorded.

"THIS AREA MAY BE SUBJECT TO VIDEO RECORDING"

- C. Cameras are not used to specifically protect private properties within the district and are not located around areas where the public might have an expectation of privacy (e.g., public restrooms). The USA will not use covert cameras or "dummy" or fake cameras. The Union Square Alliance also does not record any sounds or voices.

- D. The system is not actively or continuously monitored. However, a Video Control Center (VCC) has been set up at the USA Dispatch Office and is located at 870 Market Street, Suite 582.

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582, San Francisco, CA 94102. The Member Services Representative on duty may monitor the live feed from time to time and has the ability to control some of the cameras. The VCC operates ~24 hours per day, 7 days per week. The Member Services Representative is responsible for checking all cameras daily for functionality and for handling all video requests received.

- E. The general public and USA members should be aware a security or law enforcement officer is not monitoring the cameras as a standard protocol and the public will not be under continuous surveillance when they are within the range of a Union Square Alliance installed camera. For example, if a visitor to the Union Square Alliance district or a USA member has a crime committed against them, they should not expect someone to come to their rescue because they are in front of a camera and they should call 911 (emergency) or the SFPD immediately.

- F. The general public, USA members, and visitors should also be aware the video surveillance system has cameras that only cover a fraction of the public space within the USA and even when camera coverage exists, it may not provide the level of detail necessary to identify suspicious activity or identify criminals.

- G. The system is managed by the USA and its contractors, Applied Video Solutions, Inc. ("AVS") and USA.

IV. General Principles and Policies

- A. The purpose of video surveillance and monitoring under this policy is to deter crime, assist in protecting the safety and property of persons and businesses within the district, and apprehending persons who have committed criminal activities. The use of the video surveillance and monitoring technologies for other purposes inconsistent with those identified in this policy are prohibited.

- B. Video surveillance and monitoring for the purposes identified in this policy will be conducted in a professional, ethical and legal manner.

- C. Video surveillance and monitoring for the purposes identified in this policy will be conducted in a manner that does not violate reasonable expectation of privacy as defined by law.

- D. To maintain an informed public community and to further this policy's goals of reducing crime and criminal activity in the district, video footage may be released from time to time, including to appropriate public safety agencies, at the discretion of the USA to ensure this policy's goals are continuously being met.

- E. System Users will operate the system in a manner that relies on suspicious behavior or reports of specific incidents or threats, and not individual characteristics, including race, gender, ethnicity, sexual orientation, or disability.

- F. System Users will not seek out or continuously view private offices, living areas, private spaces, or places of public accommodation not otherwise visible without technological assistance.

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- G. System Users will not seek out or continuously view people being intimate in public areas.

- H. All recorded and archived video images, clips, or footage, including those referenced under Sections V.D. and VI.G, are subject to all the same policies set forth under this Section IV.

- A. **Process for Requests for Video Surveillance, Video Footage Review, and Copies of Records** All video surveillance cameras are being recorded continuously by a digital video recording system (Avigilon Network Video Recorder (NVR)). Recorded video is used exclusively for the investigation of security and safety-related incidents and not for other purposes. The USA and its designee, AVS, are responsible for the management of the video surveillance system and have exclusive control of the release of the video recordings produced by this system.

- B. Recorded video will be made available to the public only to the extent required by law. The USA will also comply with all provisions in its contract with the City and County of San Francisco related to USA records. In the event of crime or security incident in the area where video surveillance coverage may be available, individuals should report the crime to the SFPD. The SFPD can then request the appropriate video from the USA Dispatch Office. If relevant video is available, a video clip of the incident may be produced and made available to the SFPD (or other law enforcement agencies) in accordance with the policies set forth herein. All requests for video recordings by law enforcement agencies shall be coordinated by the USA Dispatch Office and/or AVS. The USA and its designees will cooperate fully with all court orders or subpoenas for video recordings. The USA and AVS are not crime investigators and may not provide video or conduct searches for general non-specific inquiries. Video recordings will be provided in response to requests reasonably describing the desired recordings in accordance with the process provided under Section VI. AVS will assist and support USA with requests for large amount of video recordings (more than 2 hours) or other complex requests in accordance with the terms and procedures of this usage policy. All other requests will be processed by USA staff accordingly.

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- C. All requests for real-time video surveillance, review of recorded video footage, and/or copies of recorded video footage will generally be evaluated in accordance with the following policies:

	Public Records Act Request	Request by Law Enforcement Agencies
Request to Observe Real Time Video Surveillance	Restricted and not subject to requirements set forth by the California Public Records Act.	Will be evaluated on a case-by-case basis.
Request to View Stored Recorded Video Footage and/or for Copies of Recorded Video Footage	Will be evaluated subject to requirements set forth by the California Public Records Act.	Will be evaluated subject to requirements set forth by the California Public Records Act.

- D. Like other requests by the public, media requests for video records will be evaluated on a case-by-case basis and subject to the requirements of the Public Records Act. The requester will generally receive a response within 10 calendar days. The USA may withhold the requested video records if the public's interest in disclosure is outweighed by the public's interest in non-disclosure, including certain instances when releasing the video records would compromise a police investigation.

- E. Recorded video is generally stored for a period of 30 days. On the 31st day, recorded video footage is generally deleted, erased or destroyed unless a copy has been made in accordance with a request related to a security, criminal or safety incident. Any video associated with a specific security incident or criminal event is generally converted into a permanent video clip and stored for one year. Video clips that could become evidence in a civil or criminal proceeding may be retained until the conclusion of legal proceedings.

V. Process for Requests for Video Surveillance, Video Footage Review, and Copies of Records

- A. This USA policy does not guarantee provision of records upon request.

- B. All internal and external requests for footage review and copies of records are to be documented using the USA Request for Video Retrieval Form, attached as Exhibit B. The form is also to be used to document progress of the video retrieval process and is designed to help measure and improve system performance and operating procedures.

- C. The form should be submitted to the USA VCC located at 870 Market Street, Suite 582 San Francisco, CA 94102 to the Member Services Representative on duty during normal

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business hours, from 9:00 a.m. – 5:00 p.m. Monday-Friday. The USA or its designees will typically provide the video or respond to the request within 10 calendar days.

- D. USA staff or its designees will provide assistance to persons making Public Records Act requests as required by law and may fill in and submit the form if the person does not wish to do so. Although preferable, the form need not be fully completed in order to initiate the request. USA staff respond to all requests for footage review and copies of records in the timeframes required by applicable laws and regulations.

- E. All video footage review is to be carried out by and/or under direct supervision of authorized System Users.

- F. All copies of video records are to be made by authorized System Users only.

- G. Copies of all video records and images are to be made on USA premises only. Copies of all video records and images provided are to be retained by USA (or its designees) on premises for period of 180 days. USA (or its designees) may retain a copy of any video record or image provided to a third party beyond 180 days or until all legal proceedings are concluded.

- H. Copies of all request forms may be retained by USA or their designees.

- I. The USA reserves the right to assess fees for requests for recorded video footage, including personnel costs for conducting a search for recorded video footage and/or images, and the actual costs of CDs, DVDs, or other media devices.

VI. Procedures and Processes

A. System Users

- I. System Users are defined as those individuals and groups of individuals who have been authorized to have direct or remote access to live and/or archived video footage captured by USA cameras. Attached as Exhibit A is a User Rights Groups chart, identifying the four main user groups and each group's access rights within the system.

- II. All System Users are to have their own unique login name and password. All credentials are to be kept securely on file by USA or its designees.

B. System Administrators

System Administrators possess full administrative rights in the system permitting performance of any system function including all authorized System User functions. System Administrators have access to system settings and are able to add, modify, and delete System Users. System Administrator passwords are to be kept separately from the System Users credentials.

C. Individuals Authorized to Request Technical Support

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All individuals who are authorized to request technical support assistance (all System Users) must attend user training and follow standard service request protocol per terms of support.

D. Real Time Video Viewing and Monitoring

- I. All System Users are to use their own personal username/password when accessing video surveillance system and it is their responsibility to protect their username/password and not to share it with other individuals.

- II. USA Member Services Representatives are to login at the beginning of their monitoring session and log out at the end of the session.

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EXHIBIT A

User Rights Groups

Group	Group Rights	User Description
Group A	Live Video Access Archive Video Access Export of video and still images PTZ control Camera setup, naming, and image control	USA Services Manager Applied Video Solutions designees as system administrators
Group B	Live Video Access Remote Access to Live Video Archive Video Access On-Site Only Video Export On-Site Only PTZ Control Only	USA VCC Authorized System Users (BXB VCC Staff) USA Executive and Supervisory Staff
Group C	Live Video Access Remote Access to Live Video	USA Executive Staff USA Services Committee Chair
Group D	Remote Mobile Access	TBD on a case-by-case basis and limited to the individual's specific group rights.
Group E	Live Video On-Site Access Live Video Remote Access Recorded Video Access	Designee of property owner where cameras are located. (once we provide the rights, they'll be able to access it from anywhere) Designee of tenant (where applicable) where cameras are located.

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EXHIBIT B

Union Square Alliance

Request for Video Retrieval Form

REQUESTOR PROVIDED INFORMATION	
Requestor Name	
Company/Organization	
Daytime Phone Number	
Date and Time of Video Requested	
Location and/or Cameras Requested	
CASE/FILE # (if applicable)	
Purpose of Request or General Activity Description	
Requestor signature verifying information provided above is correct:	
USA STAFF USE ONLY	
Camera(s) Exported (use #'s)	
Export Start Date/Time ACTUAL	
Export End Date/Time ACTUAL	
Name of Authorized System User	
Video export procedure successful (Y/N)	
Time expended on this search/export:	
Copy of video footage archived	
Date and time submitted	
Date and time USA processed	
Date and time USA completed	
Date and time retrieved/picked up	

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Assessments & Financials



Property Assessment Calculations

Property Assessment Method

The levy and collection of annual assessments upon property within the Union Square area provides the primary funding source for the improvements, maintenance, and activities carried out by the Union Square Business Improvement District DBA Union Square Alliance. Funding for the district is proportionally shared by property owners, who are self-assessed to supplement services provided by the City.

These annual assessments are based on the following variables:

- Linear (sidewalk) frontage
- Lot square footage
- Building square footage
- Type of land use

Each property owner's assessment is calculated according to the special benefit received from the services provided by the Union Square Alliance. Accordingly, each property is assessed with their proportional special benefit based upon the various property characteristics and land use type compared to other properties within the district.

In addition to parcel characteristics and land use types, two zones were implemented within the boundary of the Union Square Alliance since July 2019. The following charts provide a summary of the assessment rate calculations for both **Zone 1** and **Zone 2** (see map on backside). For more information on assessment calculations, please refer to the Union Square Alliance Management Plan.

22-23 Assessment Rates

Zone 1

LAND USE TYPE	RATE/	LOT SQ FT	BUILDING SQ FT	FRONTAGE SQ FT
Non-Residential Property	\$	0.48209	\$ 0.07089	\$ 139.08217
Apartment Property	\$	0.36157	\$ 0.05317	\$ 104.31163
Condominium Property	\$	0.24105	\$ 0.03544	\$ 69.54109
Public Property	\$	0.24105	\$ 0.03544	\$ 69.54109

Zone 2

LAND USE TYPE	RATE/	LOT SQ FT	BUILDING SQ FT	FRONTAGE SQ FT
Non-Residential Property	\$	0.38567	\$ 0.05671	\$ 111.26574
Apartment Property	\$	0.28926	\$ 0.04253	\$ 83.44930
Condominium Property	\$	0.19284	\$ 0.02835	\$ 55.63287
Public Property	\$	0.19284	\$ 0.02835	\$ 55.63287

July 2021 - June 2022 Statement of Financial Position*

Assets

Cash and Investments	\$	2,555,268
Receivables (Net)	\$	169,024
Other Current Assets	\$	277,306
Furniture & Equipment (Net)	\$	438,745
Total Assets	\$	3,440,343

Liabilities & Net Assets

LIABILITIES		
Accounts Payable & Accrued Expenses	\$	978,704
Deferred Revenue	\$	51,745
Deferred Rent	\$	40,111
Notes Payable (PPP Loan and EIDL)	\$	139,544
Total Liabilities	\$	1,210,105
NET ASSETS		
Without Donor Restrictions	\$	2,230,238
With Donor Restrictions	\$	-
Total Net Assets	\$	2,230,238
Total Liabilities & Net Assets	\$	3,440,343

Management Plan Budget

SERVICE CATEGORY	DOLLAR AMOUNT	PERCENTAGE
Clean & Safe	\$ 4,868,481	74%
Public Realm, Marketing Events & Advocacy	\$ 754,601	11%
Management & Administration	\$ 937,908	14%
Total	\$ 6,560,990	100%
Assessment Revenue	\$ 6,036,111	92%
Non-Assessment Revenue	\$ 524,879	8%
Total	\$ 6,560,990	100%

*Audited financial statement available upon request

FY 2021-22 Budget

Dollar Amounts

SERVICE CATEGORY	ASSESSMENT	NON-ASSESSMENT	TOTAL
Clean & Safe	\$ 5,062,090	\$ 816,764	\$ 5,878,854
Public Realm, Marketing Events & Advocacy	\$ 957,927	\$ 237,750	\$ 1,195,677
Management & Administration	\$ 1,008,632	\$ 80,252	\$ 1,088,884
Total	\$ 7,028,649	\$ 1,134,766	\$ 8,163,415

Percentages

SERVICE CATEGORY	ASSESSMENT	NON-ASSESSMENT	TOTAL
Clean & Safe	72%	72%	72%
Public Realm, Marketing Events & Advocacy	14%	21%	15%
Management & Administration	14%	7%	13%
Total	100%	100%	100%

FY 2021-22 Actuals*

Dollar Amounts

SERVICE CATEGORY	ASSESSMENT	NON-ASSESSMENT	TOTAL
Clean & Safe	\$ 4,884,529	\$ 290,765	\$ 5,175,294
Public Realm, Marketing Events & Advocacy	\$ 848,455	\$ 555,453	\$ 1,403,909
Management & Administration	\$ 1,044,584	\$ 85,649	\$ 1,130,233
Total	\$ 6,777,568	\$ 931,868	\$ 7,709,436

Percentages

SERVICE CATEGORY	ASSESSMENT	NON-ASSESSMENT	TOTAL
Clean & Safe	72%	31%	67%
Public Realm, Marketing Events & Advocacy	13%	60%	18%
Management & Administration	15%	9%	15%
Total	100%	100%	100%

*Audited financial statement available upon request

FY 21-22 Revenue Sources

ASSESSMENTS	FY 21-22 ACTUALS	% OF ACTUALS
FY Assessment Revenue	\$ 6,340,559	100%
Penalties	\$ 16,630	0%
Redemption + Redemption Penalties	\$ 5,951	0%
Total Assessment (Special Benefit) Revenue	\$ 6,363,138	100.00%
NON-ASSESSMENTS		
Contributions and Sponsorships	\$ 16,647	0%
Grants	\$ 137,641	2%
Donations	\$ -	0%
Interest Earned	\$ 373	0%
Earned Revenue	\$ 386,656	5%
Other (In-Kind & Misc - includes PPP forgiveness)	\$ 810,928	11%
Total Non-Assessment (General Benefit) Revenue	\$ 1,352,245	18%
Total	\$ 7,715,383	100.00%

FY 21-22 Carry Forward

FY 21-22 ASSESSMENT CARRY FORWARD DISBURSEMENT	DOLLAR AMOUNT	SPENDOWN TIMELINE
Clean & Safe	\$ 775,872	July-August 2022
Public Realm, Marketing Events, & Advocacy	\$ -	-
Management & Administration	\$ 48,320	July-August 2022
General Fund	\$ 1,369,170	July-October 2022
Special Assessment Total	\$ 2,193,362	
FY 21-22 NON-ASSESSMENT CARRY FORWARD DISBURSEMENT		
Non-Assessment Advocacy	\$ 7,934	Unknown
Security Camera Donations	\$ 28,941	July - December 2022
Total Non-Assessment (General Benefit) Revenue	\$ 36,875	

FY 22-23FY Budget

REVENUE	AMOUNT	% OF INCOME	
Assessment Revenue	\$ 6,660,553	67%	
Fundraising & Other	\$ 3,232,309	33%	
Total Revenue	\$ 9,892,862	100.00%	
EXPENSES	ASSESSMENTS	% OF ASSESSMENT EXPENSES	% OF ALL EXPENSES
Clean & Safe	\$ 5,419,433	76%	53%
Streetscapes, Advocacy, Marketing & Events	\$ 678,033	9%	7%
Management & Administration	\$ 1,045,109	15%	10%
Total Assessment Expenses	\$ 7,142,575	100%	
Other Grants & Fund Expenses	\$ 3,131,539		30%
Total Expenses	\$ 10,274,114		100%

FY 21-22 Donors \$1,000 and Over

The Union Square Alliance (the “Alliance”) disputes that the City may require the Alliance, a private nonprofit organization, to disclose its donors publicly and/or to the City with this Annual Report and that the Alliance has any obligation to do so. Nevertheless, in the spirit of cooperation, the Alliance is voluntarily submitting the names of its donors of over \$1,000.00 within the past reporting period:

DONOR NAME & ADDRESS	DATE OF DONATION	TOTAL AMOUNT OF DONATION WITHIN REPORTING PERIOD	GIFT	ESTIMATED VALUE OF GIFT	IDENTIFIED RESTRICTED USES	FINANCIAL INTEREST OF DONOR
870 Market Street Associates, LP	12/03/21	\$ 1,250	0	-	0	Property owner in district
Burberry Limited	07/08/21	\$ 7,100	0	-	0	Property owner in district
One Powell Street Owners Association	03/02/22	\$ 7,038	0	-	0	Property owner in district
Total		\$ 15,337				

Please note, however, that this voluntary disclosure should in no way be considered to be an admission as to the enforceability of the City’s donor disclosure requirement, an agreement to disclose other donors (future or otherwise) or related information, or a waiver of any rights or claims.

Our Partners, Board Members & Staff



Union Square Alliance Subcontractors

Allbay Landscaping

Responsible for maintaining landscaping on Powell Street Promenade and hanging baskets on Powell and Stockton Streets and Maiden Lane

Applied Video Solutions (AVS)

Installs/maintains security camera network.

Bigbelly

Produces, installs, and services 37 smart trash receptacles in the area.

Block by Block

Provides Union Square Alliance core services, including but not limited to cleaning, safety, pressure washing, and Member Services dispatch prior to being brought in-house.

Cube 84

Salesforce consultants provide managed services and built our customized database (District 360) to track status of service calls.

David Perry & Associates, Inc.

Provides strategic communication and public relations support.

Dianna Cavagnaro, Marketing and Events Consulting

Provides strategic marketing and event organization support.

J2

Branding firm that is leading the brand refresh project including initial research and findings

Kenneth J. Rich Consulting

Supported the Alliance during the strategic planning.

Legion Security

Provides security services.

MIG Consultants

Supported the Alliance during the strategic planning.

Professional Computer Support

IT services.

SF Holiday Lighting

Oversees general lighting design, implementation, and maintenance on lighting display and trees in Union Square Park and trees on Powell Street.

SFPD 10B Program

Provides uniformed police officers 20 hours daily.

Springboard

Provides pedestrian counters and data analytics.

Wiline

Provides high speed internet services to support security camera network.

We are the Kind

Music and event producers organize music performances in Union Square Park and other parts of the district.

Union Square Alliance Staff

Marisa Rodríguez

Executive Director

Benjamin Horne

Deputy Director

Lance Gorée

Director of Services

Stacy Jed

Director of Marketing & Events

Joshua Chan

Sr. Project Coordinator

Zarrina Yousufzai

Sr. Administrative Coordinator

Karen Gagarin

Services Manager

Eva Schouten

Marketing Coordinator

Maggie Minton

Social Media Intern

Melanie Medina

Intern

Antonio Chappell

Member Services Representative

Jasmine Montgomery-Allen

Member Services Representative

Kelvin Burt

Member Services Representative

Rachel Lewis

Member Services Representative

Owen Bruce

Member Services Representative

Board Officers

Mark Purdy

PRESIDENT

Senior VP & GM
Grosvenor Americas

Don R. Thomas

VICE PRESIDENT

Board of Directors
Club Donatello

Corinna Luebke

SECRETARY

General Manager
Taj Campton Place

Julie Taylor

TREASURER

Executive VP
Colliers International

Board of Directors

Mark Sullivan

General Manager
Neiman Marcus

Jason Dyer*

Assistant General Manager
Westfield SF Centre

Cammy Blackstone

Director - External Affairs
AT&T

Stephen Brett

Principal
Brett & Company

Jordan Buckley

Director of Hotel Operations
Paramount Hotels, Inc.

Erik Murray

Managing Partner
Oak Investment Funds

J. Timothy Falvey

Hanford-Freund Company

Phil Ginsburg

General Manager
SF Recreation & Parks

Shirley Howard-Johnson

Arts Consultant

Evan J. Kaizer

President & CEO
Stratford Hotel LLC

Russell D. Keil, Jr.

Principal
The Keil Companies

David Lewin

General Manager
Grand Hyatt SF

Terry Lewis

Complex General Manager
Hilton SF Union Square
& Parc 55 San Francisco

Corinna Luebke

General Manager
Taj Campton Place

Marcus Mirt

Senior Operations Manager
Recology Golden Gate

Maxine A. Papadakis, MD

150 Powell St HOA

Michael G. Petricca

VP of Campus Safety
Academy of Art University

Kelly Powers

Director
Hotel Council of San
Francisco

Mark Purdy

Senior VP & GM
Grosvenor Americas

James Sangiacomo

Principal
Trinity Properties

Julie Taylor

Executive VP
Colliers International

Don R. Thomas

Board of Directors
The Club Donatello

Wes Tyler

General Manager
Chancellor Hotel
on Union Square

Advisory Committee Chairs

Mark Sullivan

MARKETING
COMMITTEE CHAIR

General Manager
Neiman Marcus

Manuela Anne King

STREETSCAPES & PUBLIC REALM
COMMITTEE CHAIR

President
RHAA Landscape
Architects

Erik Murray

PUBLIC AFFAIRS
COMMITTEE CHAIR

Managing Partner
Oak Investment Funds

Don R. Thomas

SERVICES & PUBLIC SAFETY
COMMITTEE CHAIR

Board of Directors
The Club Donatello

Russell D. Keil, Jr.

AUDIT
COMMITTEE CHAIR

Principal
The Keil Companies

James Sangiacomo

FINANCE
COMMITTEE CHAIR

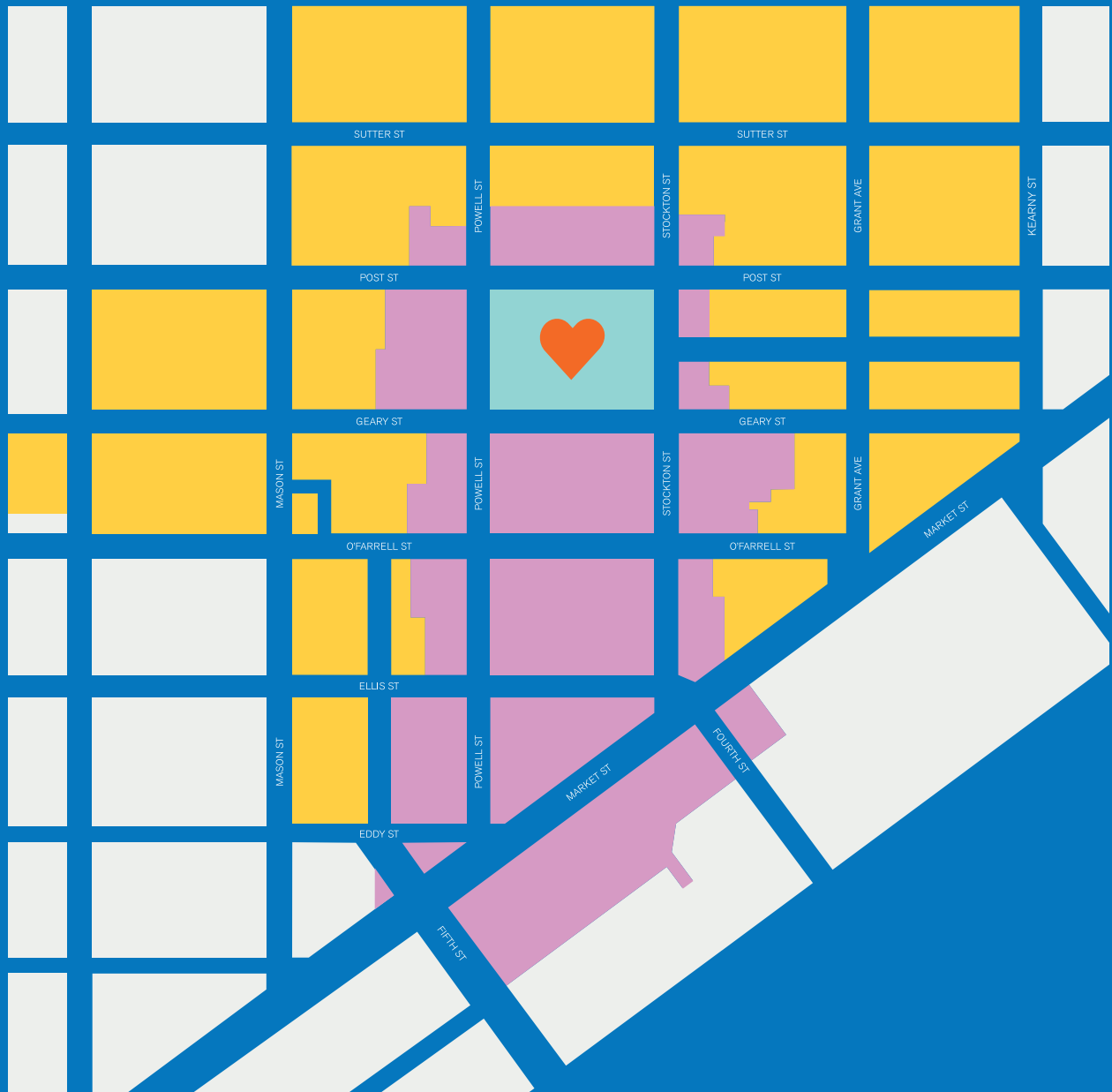
Principal
Trinity Properties

Stephen Brett

PUBLIC AFFAIRS
COMMITTEE CHAIR

Board of Directors
The Club Donatello

*Board Member no longer with the Alliance



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ALLIANCE



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FINANCIAL STATEMENTS

JUNE 30, 2022 AND 2021

UNION SQUARE ALLIANCE

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors of
Union Square Business Improvement District
(dba Union Square Alliance)

Opinion

We have audited the accompanying financial statements of Union Square Business Improvement District (dba Union Square Alliance) (a nonprofit public benefit corporation), which comprise the statement of financial position as of June 30, 2022, and the related statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Union Square Alliance as of June 30, 2022, and the changes in its net assets and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of Union Square Alliance and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about Union Square Alliance's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Union Square Alliance's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about Union Square Alliance's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

Report on Summarized Comparative Information

The financial statements of Union Square Business Improvement District as of June 30, 2021 were audited by other auditors whose report dated September 29, 2021 expressed an unmodified opinion on those financial statements. In our opinion, the summarized comparative information presented herein as of and for the year ended June 30, 2021, is consistent, in all material respects, with the audited financial statements from which it has been derived.

November 21, 2022

Pierotti & Canade

UNION SQUARE ALLIANCE

STATEMENT OF FINANCIAL POSITION

JUNE 30, 2022

WITH SUMMARIZED COMPARATIVE TOTALS FOR JUNE 30, 2021

	<u>2022</u>	<u>2021</u>
<u>ASSETS</u>		
Assets:		
Cash and cash equivalents	\$ 2,056,312	\$ 1,960,087
Assessments receivable, net	23,285	66,293
Other receivables	145,739	132,017
Prepaid expenses and deposits	277,306	165,146
Certificates of deposit	498,955	499,988
Furniture and equipment, net	438,746	439,497
Total Assets	\$ <u>3,440,343</u>	\$ <u>3,263,028</u>
<u>LIABILITIES AND NET ASSETS</u>		
Liabilities:		
Accounts payable and accrued expenses	\$ 896,414	\$ 638,695
Accrued payroll and accrued vacation	82,291	84,684
Notes payable	139,544	300,629
Contract liabilities	51,745	3,000
Deferred rent	40,111	11,730
Total Liabilities	<u>1,210,105</u>	<u>1,038,738</u>
Net Assets:		
Without donor restrictions	2,230,238	2,224,290
With donor restrictions	-	-
Total Net Assets	<u>2,230,238</u>	<u>2,224,290</u>
Total Liabilities and Net Assets	\$ <u>3,440,343</u>	\$ <u>3,263,028</u>

See accompanying notes to financial statements.

UNION SQUARE ALLIANCE

**STATEMENT OF ACTIVITIES
FOR THE YEAR ENDED JUNE 30, 2022
WITH SUMMARIZED COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2021**

	Without Donor Restrictions	With Donor Restrictions	2022	2021
Revenue and Support:				
Assessment revenue	\$ 6,363,138	\$ -	\$ 6,363,138	\$ 6,022,492
Contributed nonfinancial assets	362,076	-	362,076	351,736
Contributions of cash and other financial assets	426,856	-	426,856	72,135
Loan forgiveness	147,438	-	147,438	134,479
Contract revenue	386,656	-	386,656	264,248
Sponsorships	22,583	-	22,583	23,537
Interest and other income	6,636	-	6,636	114,151
Net assets released from restrictions	-	-	-	-
Total Revenue and Support	7,715,383	-	7,715,383	6,982,778
Expenses:				
Program services:				
Clean and safe	4,729,361	-	4,729,361	4,603,905
Marketing, public realm and advocacy	1,009,845	-	1,009,845	1,000,047
Security camera	445,928	-	445,928	349,678
Union square park	403,950	-	403,950	248,443
Total program services	6,589,084	-	6,589,084	6,202,073
Management and general	1,044,586	-	1,044,586	759,755
Fundraising	75,765	-	75,765	76,198
Total Expenses	7,709,435	-	7,709,435	7,038,026
Change in Net Assets	5,948	-	5,948	(55,248)
Net Assets at Beginning of Year	2,224,290	-	2,224,290	2,279,538
Net Assets at End of Year	\$ 2,230,238	\$ -	\$ 2,230,238	\$ 2,224,290

See accompanying notes to financial statements.

UNION SQUARE ALLIANCE

**STATEMENT OF FUNCTIONAL EXPENSES
FOR THE YEAR ENDED JUNE 30, 2022
WITH SUMMARIZED COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2021**

	Program Services					Supporting Services			2022 Total	2021 Total
	Clean and Safe	Marketing, Public Realm and Advocacy	Security Camera	Union Square Park	Total Program Services	Management and General	Fundraising			
Maintenance and cleaning	\$ 1,543,506	\$ 203	\$ -	\$ 99,500	\$ 1,643,209	\$ -	\$ -	\$ 1,643,209	\$ 1,566,884	
Salaries and benefits	431,196	305,959	76,093	52,115	865,363	559,903	62,772	1,488,038	1,167,649	
10B Police services and private security	944,851	-	-	2,616	947,467	-	-	947,467	809,016	
Ambassadors and dispatch	790,086	-	-	151,316	941,402	-	-	941,402	1,307,735	
Professional services	412,568	91,598	76,854	37,161	618,181	109,382	6,000	733,563	614,226	
Operations management and supervision	341,424	-	-	-	341,424	-	-	341,424	327,484	
Rent and utilities	99,311	50	80,946	-	180,307	134,728	5,040	320,075	168,738	
Improvement projects	-	289,623	-	-	289,623	-	-	289,623	298,592	
Depreciation	17,721	13,951	212,035	2,848	246,555	11,273	360	258,188	181,927	
Marketing and promotion	865	194,731	-	-	195,596	-	-	195,596	179,949	
Accounting, legal and support	18,675	-	-	-	18,675	96,012	120	114,807	99,894	
Special events and activation	-	54,476	-	57,661	112,137	-	-	112,137	28,790	
Meetings, travel, conferences and office expenses	20,413	2,090	-	13	22,516	74,794	1,473	98,783	61,101	
Public relations, sponsorships and donations	23,410	56,444	-	-	79,854	-	-	79,854	49,133	
Trash related projects and supplies	73,814	-	-	-	73,814	-	-	73,814	67,598	
Insurance, permits and fees	11,521	720	-	720	12,961	58,494	-	71,455	67,949	
Bad debt expense	-	-	-	-	-	-	-	-	40,000	
Total expenses	\$ 4,729,361	\$ 1,009,845	\$ 445,928	\$ 403,950	\$ 6,589,084	\$ 1,044,586	\$ 75,765	\$ 7,709,435	\$ 7,036,665	

See accompanying notes to financial statements.

UNION SQUARE ALLIANCE

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2022 WITH SUMMARIZED COMPARATIVE TOTALS FOR THE YEAR ENDED JUNE 30, 2021

	2022	2021
Cash Flows from Operating Activities:		
Change in net assets	\$ 5,948	\$ (55,248)
Adjustments to reconcile change in net assets to net cash provided by operating activities:		
Payroll Protection Program loan forgiveness	(147,438)	(133,590)
Depreciation	258,188	181,926
Loss on disposition of assets	-	1,507
Unrealized loss (gain) on investments	-	(427)
Change in operating assets and liabilities:		
Assessments receivable	43,008	(11,629)
Other receivables	(13,722)	(69,312)
Prepaid expenses and deposits	(112,160)	112,499
Accounts payable and accrued expenses	257,719	53,650
Accrued payroll and accrued vacation	(2,393)	28,400
Contract liabilities	48,745	(5,305)
Deferred rent	28,381	11,730
Net cash provided by operating activities	<u>366,276</u>	<u>114,201</u>
Cash Flows from Investing Activities:		
Proceeds on sales and maturities of certificates of deposit, net	1,033	500,624
Purchase of furniture and equipment	(257,437)	(310,172)
Net cash provided by (used for) investing activities	<u>(256,404)</u>	<u>190,452</u>
Cash Flows From Financing Activities:		
Proceeds from notes payable	-	300,629
Loan repayments	(13,647)	-
Proceeds from borrowings under line of credit	500,000	750,000
Payments made on borrowings under line of credit	(500,000)	(750,000)
Net cash provided by (used for) financing activities	<u>(13,647)</u>	<u>300,629</u>
Net Increase in Cash and Cash Equivalents	96,225	605,282
Cash and Cash Equivalents - Beginning of Year (restated)	<u>1,960,087</u>	<u>1,354,805</u>
Cash and Cash Equivalents - End of Year	<u>\$ 2,056,312</u>	<u>\$ 1,960,087</u>
Supplemental Information		
Cash payments for interest	<u>\$ 12,516</u>	<u>\$ 2,083</u>

See accompanying notes to financial statements.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

1. ORGANIZATION

The Union Square Business Improvement District (dba Union Square Alliance) (the “Alliance”) was formed in 1999 by property owners and merchants to improve the image and economic vitality of the Union Square area by providing cleaning and maintenance and public safety programs to a 10-block area (the “District”). The Alliance aims to provide services to assure a positive visitor experience so that Union Square will maintain its ranking as one of the top destinations in the world, that the District will be equally enjoyed by residents and workers, and that this experience will enhance the District’s economic base and be reflected in positive property values for the Alliance’s members.

The Alliance has a contract with the City and County of San Francisco (the City) which was renewed in July 2019 for a 10-year term. The Alliance provides services for 27 whole or partial blocks, representing 621 parcels in the District. The Alliance also expanded services and added marketing, advocacy, beautification, and capital improvement programs. The most recent renewal also increased the budget by approximately 60% to greatly expand clean and safe services and become a 24/7/365 operation.

Major programs and services provided by the Alliance are:

Clean and Safe:

- Safety and Hospitality Ambassadors – Ambassadors walk throughout the District to greet and assist the public with information and directions, and guide those in need of social services to appropriate resources. Ambassadors are on duty 6:00 am to 11:00 pm daily.
- 10B Police Officers – 10B Police Officers are on patrol in the District from 7:00 am to 11:00 pm daily to respond to members’ needs and manage other quality of life issues in the District.
- Security Patrols – security teams patrol the district daily from 2:00 pm to 6:00 am to be the eyes and ears for the police department and advise on quality-of-life issues.
- Cleaning and Graffiti Removal – Maintenance staff are on duty daily to clean litter from sidewalks and to remove graffiti. The District also is patrolled by an All-Terrain Litter Vehicle that patrols the District at night to pick up litter and trash. Each sidewalk in the District is steam cleaned on a regular basis (either weekly or bi-weekly depending on location).

Marketing, Public Realm and Advocacy

- Promoting the Union Square area and its interests through events, digital and traditional marketing programs and public relations, public realm improvements, décor and other programs to beautify the area. Advocating public policy and services to ensure the economic vitality of the District.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

1. ORGANIZATION (continued)

Union Square Cares Program

- The Alliance provides homeless services and outreach and member education to help alleviate homelessness in Union Square.

Security Camera Program

- The Alliance maintains and operates a large network of approximately 450 security cameras in the public realm and to provide after the fact video retrieval services for law enforcement and others. The cameras are monitored during the overnight hours to help with crime prevention

Union Square Park

- The Alliance began providing services to Union Square Park in September 2020. These services include dedicated daily cleaning, maintenance and safety services as well as pressure washing of the entire park. The Alliance is also responsible for putting out tables and chairs in the main plaza area and sanitization and removal at end of day. The Alliance sponsored and activated Union Square Park including the summer weekly music series and the Bloom flower installations in spring. In addition, the Alliance provides event support for signature Union Square Park events such as the Macy's Great (Holiday) Tree and Annual Holiday Ice Rink as well as smaller performances and cultural events.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The financial statements of the Alliance have been prepared using the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America. Significant accounting policies are described below to enhance the usefulness of the financial statements to the readers. Certain amounts from the 2021 financial statements have been reclassified to conform with the current year presentation.

Basis of Presentation – The Organization reports information regarding its financial position and activities according to two classes of net assets: net assets without donor restrictions and net assets with donor restrictions. Net assets with donor restrictions are subject to donor-imposed restrictions.

Net assets without donor restrictions are resources available to support operations and not subject to donor restrictions. The only limits on the use of net assets without donor restrictions are the board limits resulting from the nature of the Organization, the environment in which it operates, the purposes specified in its corporate documents and its application for tax-exempt status, and any limits resulting from contractual agreements with creditors and others that are entered into in the course of its operations.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Basis of Presentation, continued – Net assets with donor restrictions are resources that are subject to donor-imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, such as those that the donor stipulates that resources be maintained in perpetuity. The Organization does not have any donor-restricted net assets which are restricted in perpetuity.

Cash and Cash Equivalents - The Alliance considers all highly liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Certificates of Deposit – Certificates of deposit consist of certificates of deposit with maturities greater than three months when purchased, and are recorded at cost, plus accrued interest.

Assessment Receivable – Assessments receivable represent obligations of local property owners due to the Alliance. Unpaid receivables do not accrue interest.

The Alliance uses the allowance method to account for uncollectible assessments. The allowance for uncollectible assessments receivable reflects management's best estimate of the amounts that will not be collected based on historical experience and an evaluation of the outstanding receivables at the end of the year. As of June 30, 2022, the allowance for uncollectible assessments was \$5,553.

Property and Equipment - The Alliance capitalizes acquisitions of furniture and equipment with a cost or value in excess of \$1,000 and with estimated useful lives beyond one year. Purchased assets are recorded at cost; donated assets are recorded at estimated fair value at the date of acquisition. Depreciation is calculated using the straight-line method based upon estimated useful lives ranging from 3 to 7 years. Maintenance and repairs are charged to expense as incurred; major renewals and betterments are capitalized. The cost and accumulated depreciation of assets sold or retired are removed from the respective accounts and any gain or loss is reflected in the statement of activities and changes in net assets.

Revenue Recognition:

Assessment Revenue - The Alliance receives its revenue primarily from a special assessment levied by the City on properties located within the District in accordance with City Ordinance. The assessment is recorded by the Alliance when assessed by the City. The City remits the assessment to the Alliance as the assessments are collected from the property owners. Interest is not charged on late assessments; however, late penalties are charged in accordance with the City's policy.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue Recognition, continued:

Contributed Goods and Services - Donated material and equipment are recorded as contributions at their estimated fair value on the date of receipt. Such donations are reported as net assets without donor restrictions unless the donor has restricted the donated asset for a specific purpose. Assets donated with explicit restrictions regarding their use are reported as net assets with donor restrictions. The Alliance reclassifies net assets with donor restrictions to net assets without donor restrictions when the stipulated time restriction ends, or the purpose of the restriction is met.

Contributions - The Alliance recognizes all unconditional contributions when they are received or unconditionally promised. Donor-restricted contributions are reported as with donor restrictions, depending on the nature of the restrictions.

The satisfaction of a donor-imposed restriction on a contribution is recognized when the corresponding expenditures are incurred or when the time restriction expires. This occurs by increasing net assets without donor restrictions and decreasing net assets with donor restrictions in the statement of activities. Such transactions are recorded as net assets released from restrictions. The Alliance has elected to reflect donor-restricted contributions whose restrictions are met in the same reporting period in which they are promised as support without donor restrictions in the accompanying statement of activities.

The Alliance receives government grants, which are conditional upon certain performance requirements and/or the incurrence of allowable qualifying expenses. Revenue recognized on these grants for which billings have not been presented to the grantor, or cash has not been received from the grantor, is reflected as other receivables in the accompanying statement of financial position. As of June 30, 2022, there is \$51,745 of grants which are deemed to be conditional for which funding was received in advance. The revenue will be recognized once the Alliance has met the conditions, generally by incurring eligible costs.

Contract Revenue - Contract revenue includes affiliate member fees and administrative fees charged for Union Square Park cleaning, safety, and management and management fees charged to the Union Square Foundation. Contract revenue is recognized as the performance obligations are satisfied. The performance obligations are satisfied as the Alliance provides services over the terms of the contracts.

Sponsorships - Sponsorships are considered conditional upon certain events being held. Amounts received are recognized as support when the events are held.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Functional Allocation of Expenses – The costs of providing various programs and other activities have been summarized on a functional basis in the statement of activities. The statement of functional expenses presents the natural classification of expenses by function. Accordingly, certain costs, including personnel costs, insurance, depreciation, and occupancy, have been allocated among the programs and supporting services benefited based upon management’s analysis of time and effort spent on the programs and supportive services.

Tax-Exempt Status – The Organization is exempt from federal and state income taxes under Section 501(c)(4) of the Internal Revenue Code and a similar California statute. In addition the Organization has been determined by the Internal Revenue Service not to be a private foundation within the meaning of Section 509(a) of the Code. Accordingly, no provision for federal or state income taxes has been recorded. The Organization’s informational returns are subject to examination by the Internal Revenue Service and the California Franchise Tax Board, generally for three years and four years, respectively, after they are filed.

Use of Estimates – Management uses estimates and assumptions in preparing these financial statements in accordance with generally accepted accounting principles. Those estimates and assumptions affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities, and the reported revenues and expenses. Actual results could differ from the estimates that were used.

3. LIQUIDITY AND AVAILABILITY

The Alliance’s primary source of revenue is assessments. The Alliance’s cash flows have variations during the year as the assessments collected and paid to the Alliance by the City are primarily paid in two payments in January and May. It has been the policy of the Alliance to maintain at least six months of operating reserves at the end of each fiscal year. To help manage liquidity and as a safeguard, the Alliance maintains a \$1,000,000 line of credit that can be drawn upon if needed to manage cash flow.

Cash and cash equivalents	\$ 2,056,312
Assessments receivable, net	23,285
Other receivables	145,739
Certificates of deposit	<u>498,955</u>
Net financial assets available to meet cash	
needs for general expenditures within one year	<u>\$ 2,724,291</u>

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

4. FURNITURE AND EQUIPMENT

Furniture and equipment at June 30, 2022, consisted of the following:

Security camera equipment	\$ 2,100,604
Furniture and miscellaneous equipment	<u>259,177</u>
	2,359,781
Less: accumulated depreciation	<u>(1,921,035)</u>
Total	\$ <u>438,746</u>

During the year ended June 30, 2022, the Alliance recognized depreciation expense of \$258,188.

5. LINE OF CREDIT

The Alliance had a revolving line of credit that expired in March 2022 and had a maximum borrowing amount of \$1,000,000. In July 2022, the line of credit was renewed through July 2023. Amounts drawn on the line of credit accrue interest at the greater of the prime rate plus 1.25% (6.00% June 30, 2022) or the floor rate of 5.00%. The line of credit is secured by the Alliance's assets. There is no outstanding balance on the line of credit as of June 30, 2022. Interest expense incurred on this line of credit totaled \$1,944 for the year ended June 30, 2022.

6. NOTES PAYABLE

In May 2021, the Alliance received Small Business Administration ("SBA") loan proceeds in the amount of \$146,300 from a financial institution under the Paycheck Protection Program ("PPP"). The loan had a fixed interest rate of 1% per annum and payments of principal and interest were deferred during the first six months of the loan. The loan amount was eligible for forgiveness, pursuant to PPP. On February 21, 2022, SBA approved the Alliance's application for forgiveness of the PPP loan of \$146,300 and accrued interest of \$1,138. The Alliance recognized \$147,438 as loan forgiveness in the accompanying statement of activities during the year ended June 30, 2022.

The Alliance also applied for a SBA loan through the Economic Injury Disaster Loan Program ("EIDL"). On June 30, 2020, the Alliance's EIDL loan application for \$150,000 was approved by the SBA and the funds were received on July 2, 2020. The loan will mature in June 2050 and accrues interest at a fixed rate of 2.75% per annum. Payments of principal and interest are deferred during the first 12 months of the loan. As of June 30, 2022, the amount outstanding on the loan was \$139,544. The collateral in which this security interest is granted includes all property the Alliance owns or shall acquire or create.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

6. NOTES PAYABLE (continued)

The future minimum principal payments on the EIDL loan as of June 30, 2022 are as follows:

2023	\$	4,030
2024		4,143
2025		4,258
2026		4,377
2027		4,499
Thereafter		118,237
Total	\$	<u>139,544</u>

7. CONTRIBUTED NONFINANCIAL ASSETS

The entity adopted accounting standard ASU 2020-07 during the year ended June 30, 2022. No restatement was required. The standard required additional disclosures surrounding contributed nonfinancial assets. Contributed nonfinancial assets did not have donor-imposed restrictions, unless otherwise noted. During the year ended June 30, 2022, the Alliance recognized the following nonfinancial assets within revenue on the statement of activities and where such nonfinancial assets are reflected on the statement of functional expenses:

	Revenue Recognized	Utilization in Function
Professional fees	\$ 355,641	Program
Meetings, travel, conferences and office expenses	6,435	Administration
	<u>\$ 362,076</u>	

Professional fees are comprised principally of trash removal from various locations within the Alliance's borders. Marketing fees are comprised of professional services providing marketing services. Contributed services are valued and are reported at the estimated fair value in the financial statements based on current rates for similar services.

8. RETIREMENT PLAN

On January 1, 2020, the Alliance adopted a defined contribution retirement plan which is operated under Section 401(k) of the Internal Revenue Code (the IRC), covering all eligible employees. All employees over the age of 21 are eligible to participate in the plan after completion of one year of eligibility service, except union employees and non-resident aliens. Participants of the plan can make voluntary tax-deferred contributions into the plan within specified limits. The plan allows for the Alliance to make a profit-sharing contribution; however, no contribution was made for the year ended June 30, 2022.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

9. NET ASSETS WITHOUT DONOR RESTRICTIONS

Net assets without donor restrictions as of June 30, 2022, consisted of the following:

Undesignated	\$ 752,222
Board designated for Clean and Safe	883,063
Net investment in furniture and miscellaneous equipment	438,746
Board designated for Administrative	148,273
Board designated for Advocacy	7,934
	<hr/>
Total net assets with donor restrictions	\$ <u>2,230,238</u>

10. COMMITMENTS

In August 2020, the Alliance entered into an operating lease for office space that commenced on September 15, 2020, and expires on June 30, 2029.

In October 2020, the Alliance also entered into an operating lease for new administrative office space that expires on May 1, 2031. The new lease requires monthly rental payments starting at \$8,611, with a 2.5% escalation effective for each of the first two years. After the third year, rent will be determined based on 90% of the fair market rental but not less than \$9,047 or more than \$11,960.

The following is a schedule of minimum lease commitments for the years ending June 30:

2023	\$ 180,833
2024	187,677
2025	221,539
2026	226,690
2027	231,963
Thereafter	795,498
	<hr/>
Total	\$ <u>1,844,201</u>

In August 2019, the Alliance entered into a non-cancelable lease agreement for equipment requiring monthly payments of \$461 through October 31, 2022. The remaining lease commitment related to this lease is \$1,844 for the year ending June 30, 2023.

Rent expense for the year ended June 30, 2022, totaled \$209,207 and is included in rent and utilities in the accompanying statement of functional expenses.

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

11. RELATED PARTY TRANSACTIONS

The Alliance has a written conflict of interest policy that requires, among other things, that no member of the Board of Directors may participate in any decision in which he or she (or an immediate family member) has a material financial interest. Each Board member is required to certify compliance with the conflict-of-interest policy on an annual basis and indicate whether the Alliance does business with an entity in which a Board member has a material financial interest.

When such relationships exist, measures are taken to appropriately manage the actual or perceived conflict in the best interests of the Alliance. When a conflict of interest does exist, all affected parties (Board members or staff) must refrain from the decision-making process and abstain from the voting process.

The former Executive Director has an ownership interest in the building where the Alliance signed a lease commencing in September 2020 and paid approximately \$83,000 during the year ended June 30, 2022.

A member of the Alliance's Board of Directors is associated with a company that contributed services to the Alliance totaling \$339,241 during the year ended June 30, 2022.

Union Square Foundation

The Union Square Foundation ("USF"), a separate entity exempt from federal income taxes under §501(c)(3) of the Internal Revenue Code, is an affiliate organization of the Alliance. USF was formed to raise funds and devote resources to public realm improvement programs and homeless programs to benefit the area and greater community.

The Alliance and USF have entered into a service agreement which is renewed annually for a term of one year in which USF pays for administration and management services conducted by the Alliance. In addition, USF will provide grants to the Alliance to cover certain program costs. During the year ended June 30, 2022, the Alliance received total funding of \$272,568. At June 30, 2022, \$63,414 is due from USF and is included in other receivables in the accompanying statement of financial position.

12. CONTINGENCIES, RISKS, AND UNCERTAINTIES

Cash and Cash Equivalents – Financial instruments that potentially subject the Organization to credit risk include cash on deposit with financial institutions that at times is in excess of the \$250,000 insurance limitation of the United States Federal Deposit Insurance Corporation ("FDIC").

UNION SQUARE ALLIANCE
NOTES TO FINANCIAL STATEMENTS
JUNE 30, 2022 AND 2021

13. COMPARATIVE FINANCIAL INFORMATION

The financial statements include certain prior year summarized comparative information in total but not by net asset class. Such information does not include sufficient detail to constitute a presentation in conformity with U.S. GAAP. Accordingly, such information should be read in conjunction with the Alliance's financial statements as of June 30, 2021, and for the year then ended, from which the summarized information was derived.

14. RESTATEMENT

The 2021 statement of cash flows was restated. The cash and cash equivalent amounts listed included certificates of deposit which did not meet the criteria to be considered a cash and cash equivalent. The changes on the previously reported statement of cash flows for the year ended June 30, 2021 are as follows:

	<u>Originally reported</u>	<u>Adjustment</u>	<u>Updated</u>
Proceeds on sales and maturities of investment	\$ 3,500,427	\$ (3,500,427)	\$ -
Purchases of investments	\$ (3,500,000)	\$ 3,500,000	\$ -
Proceeds on sales and maturities of certificates of deposit, net	\$ -	\$ 500,624	\$ 500,624
Cash and cash equivalents - Beginning	\$ 2,354,990	\$ (1,000,185)	\$ 1,354,805
Cash and cash equivalents - Ending	\$ 2,460,075	\$ (499,988)	\$ 1,960,087

15. SUBSEQUENT EVENTS

Management of the Organization has evaluated events and transactions subsequent to June 30, 2022, for potential recognition or disclosure in the financial statements. Subsequent events have been evaluated through November 21, 2022, the date the financial statements were available to be issued.

MEMORANDUM

TO: Supervisor Aaron Peskin, District 3 Supervisor

CC: San Francisco Board of Supervisors

FROM: Chris Corgas; Deputy Director, Community Economic Development, OEWD
Mimi Hiraki; Project Specialist, OEWD

DATE: 5/9/2023

SUBJECT: Union Square Alliance (formerly known as Union Square Business Improvement District); FY 2021-2022 Annual Report

This is a memo summarizing the performance of the Union Square Alliance (the Alliance) doing business as the Union Square Alliance and an analysis of its financial statements (based on their audits) for the period between July 1, 2021 and June 30, 2022.

Each year the Union Square Alliance is required to submit a mid-year report, an annual report, and a CPA Financial Review or Audit. The Union Square Alliance has complied with the submission of all these requirements. OEWD staff reviewed these financial documents to monitor and report on whether they have complied with the rules per the Property and Business Improvement District Law of 1994, California Streets and Highways Code Sections 36600 Et Seq.; San Francisco's Business and Tax Regulations Code Article 15; the USBID management contract with the City; and their Management Plan approved by the Board of Supervisors in 2019.

Also attached to this memo are the following documents:

1. Annual Report
 - a. FY 2021-2022
2. CPA Financial Audit Report
 - a. FY 2021-2022
3. Draft resolution from the Office of Economic and Workforce Development



Background

The Union Square Alliance includes both privately and publicly owned properties. The district covers 27 whole or partial blocks and includes approximately 621 parcels.

- July 28, 2009: the Board of Supervisors approved the resolution to renew and expand the Union Square Business Improvement District to cover 27 blocks for 10 years. Resolution # 320-09).
- January 26, 2010: the Board approved the contract for the administration and management of the Union Square Business Improvement District (Resolution # 19-10).
- February 23, 2016: the Board of Supervisors approved the FY 2014 - 2015 annual report (Resolution # 068-16).
- March 14, 2017: the Board of Supervisors approved the FY 2015 – 2016 annual report (Resolution # 078-17).
- April 10, 2018: the Board of Supervisors approved the FY 2016 – 2017 annual report (Resolution # 096-18).
- June 18, 2019: the Board of Supervisors approved the FY 2017 – 2018 annual report (Resolution # 288-19).
- July 9, 2019: the Board of Supervisors approved a resolution to establish (renew and expand) the property-based business improvement district known as the “Union Square Business Improvement District,” ordering the levy and collection of assessments against property located in that district for ten years commencing with FY2019-2020, subject to conditions as specified; and making environmental findings (Resolution #: 309-19).
- November 19, 2019: the Board of Supervisors approved an agreement with the nonprofit Owners' Association for administration/management of the established property-based Community Benefit District known as the “Union Square Business Improvement District,” pursuant to California Streets and Highways Code, Section 36651, for a period commencing upon Board approval, through June 30, 2029 (Resolution # 509-19).
- September 15, 2020: the Board of Supervisors approved the FY 2018-2019 annual report (Resolution # 392-20).
- November 2, 2021: the Board of Supervisors approved the FY 2019-2020 annual report (Resolution # 514-21).
- February 14, 2023: the Board of Supervisors approved the FY 2020-2021 annual report (Resolution #54-23)

USBID Summary and Highlights

Year Renewed	July 2019
Assessment Collection Period	FY 2019-20 to FY 2028-29 (July 1, 2019 to June 30, 2029)
Services Start and End Date	January 1, 2020 – December 31, 2029
Initial Estimated Annual Budget	\$6,036,111.00
FY 2021-22 Assessment Roll	\$6,328,080.82
Fiscal Year	July 1 – June 30
Executive Director	Marisa Rodriguez
Name of Nonprofit Owners' Entity	Union Square Alliance



The current Union Square Alliance website <https://www.visitunionsquaresf.com/>, includes all the pertinent information about the organization and their programs, a calendar of events, their Management Plan, Mid-Year Report, Annual Report, and meeting schedules.

Summary of Union Square Alliance Program Areas

Clean and Safe

Union Square Alliance's cleaning program is a comprehensive program that aims to ensure the cleanliness of sidewalks, alleys, curbs, fixtures, and buildings throughout the Union Square Alliance. The Union Square Alliance cleaning program includes daily sidewalk cleanings, on call scrubs and cleaning, scheduled pressure washing, graffiti removal, excessive trash removal, and illegal dumping abatement.

Union Square Alliance's safety program works with property owners, managers, businesses, residents, stakeholders, and public safety officials on a variety of safety programs and strategies to prevent crime and increase pedestrian safety throughout the Union Square area. Union Square Alliance provides Safety Ambassadors and overnight security to help respond to safety issues and concerns. Additionally, the Alliance hires 10B officers and private security to address escalated safety incidents and maintain an overall safety presence in the district. The Union Square Alliance also deploys a camera network throughout the district.

The Union Square Alliance began providing service to Union Square Park in fall 2020 and continued to provide services through FY 2021-22. This include 12 hours per day of dedicated ambassador services, bi-weekly pressure washing, and event support

Public Realm, Marketing, Events, and Advocacy

These Union Square Alliance services work to develop and promote Union Square as a world-class district to visitors, workers, and residents through multiple programs and initiatives, such as the Union Square Alliance website ([visitunionsquaresf.com](https://www.visitunionsquaresf.com/)), social media platforms (i.e. Facebook, Instagram, and Twitter), monthly and weekly newsletters, a Visitor Map & Guide, media and public affairs services, public policy advocacy, public realm improvements, and annual events such as Winter Walk SF and holiday décor.

Management and Administration

To achieve the services outlined in its Management District Plan, the Union Square Alliance employs a staff to carry out regular activities, initiatives, and resources to include but not limited to office expenses including accounting, rent, utilities, office supplies, insurance, legal, and other professional services related to organizational activities.

Union Square Foundation

In July 2017, the Union Square Alliance launched a 501C3 charitable organization to help raise funds for public realm initiatives as well as the Union Square Cares (homeless) programs. The Union Square Foundation's (www.unionsquarefoundation.org) mission is to establish a renewed 'sense of place' for the Union Square Area by supporting diverse artistic, cultural, and culinary programs and projects – and by cultivating a welcoming, caring community for all humankind.



Summary of Delivery of Services and Accomplishments

FY 2021-2022

Clean and Safe

- Picked up and removed approximately 453,075 lbs. of trash
- Removed 21,740 instances of hazardous waste
- Removed 18,741 instances of graffiti
- Addressed 9,765 instances of overflowing trash cans
- Responded to 8,969 requests for cleaning service
- 910,052 feet of block fronts pressure washed
- 39,913 quality of life incidents addressed
- 9,357 incidents addressed by USBID 10B officers
- 8,168 incidents addressed by private security
- 421 requests for video footage

Public Realm, Marketing, Events, and Advocacy

- Installed an array of lanterns at Maiden Lane, Union Square Park and Hallidie Plaza in February 2021 for Valentine's Day and replaced lanterns in March 2021 to match Alliance branding
- Made holiday lighting on trees at Powell Street, Union Square Park and Maiden Lane permeant due to positive response
- Activated Maiden Lane by purchasing additional furniture, hosting events such as Valentine's Day and supporting other third-party events
- Participated in BloomSF, a series of special events and programming including floral art installations and music at Union Square Plaza
- Refreshed and activated Hallidie Plaza in partnership with the City with holiday décor, lanterns, way finding banners, a mural, café tables and seating and maintaining the landscape.
- Continued implementation of rebranding project with new Alliance lapel pins, employee uniforms, truck stickers, street pole banners, BigBelly wraps, window decals and other signage
- Developed a targeted social media marketing strategy. Currently, Union Square social media has nearly 87,000 followers across four platforms
- Ran two regional ad campaigns in Local Getaway and San Francisco's magazine, "Best of the Bay" garnering 29,329 impressions
- Hosted free music series on Union Square Plaza every Saturday from April 2021 to October 2021 and again in March 2021 to September 2022. Hosted two special dance events at Union Square Plaza and set up outdoor local pop-up bar.
- Partnered with CK Contemporary to celebrate the return of the Art Market
- Started to develop Union Square Strategic Plan with facilitation from MIG and Sreetsense in spring of 2022. It's projected to be finalized in fall of 2022. Thus far, the following priorities have been identified: building a strong economy; provide a safe and welcoming environment; cultivate an authentic vibe; embrace intimate space; and ensure a thriving and enduring organization

Union Square Foundation



- Organized a holiday fundraiser in December 2021 and Annual Luncheon in May 2022, raising \$247,000 to support the foundation programs
- Support a new violence prevention program providing professional clothes and mentoring at-risk youth
- Installed 29 new cameras
- Awarded \$850,000 grant to activate Union Square Plaza with music
- Received grant to install bistro lights throughout the district
- Installed faux green wall at Union Square stage
- Installed Bistro lights along Powell and Stockton to enhance Union Square Plaza entrances
- Installed lights in partnership with property owners and stakeholders on streets by Sutter Street between Stockton and Grant

The Union Square Alliance Annual Budget Analysis

OEWD's staff reviewed the following budget related benchmarks for Union Square Alliance:

- **BENCHMARK 1:** Whether the variance between the budget amounts for each service category was within 10 percentage points from the budget identified in the Management Plan (*Agreement for the Administration of the "Union Square Business Improvement District", Section 5 – Budget*)
- **BENCHMARK 2:** Whether eight percent (8%) of actuals came from sources other than assessment revenue (*CA Streets & Highways Code, Section 36650(B)(6); Agreement for the Administration of the "Union Square Business Improvement District", Section 3.4 - Annual Reports*)
- **BENCHMARK 3:** Whether the variance between the budget amount and actual expenses within a fiscal year was within 10 percentage points (*Agreement for the Administration of the "Union Square Business Improvement District", Section 5 – Budget*)
- **BENCHMARK 4:** Whether Union Square Alliance is indicating the amount of funds to be carried forward into the next fiscal year and designating projects to be spent in current fiscal year (*CA Streets & Highways Code, Section 36650(B)(5)*).

FY 2021-2022 Budget Analysis

BENCHMARK 1: Whether the variance between the budget amounts for each service category was within 10 percentage points from the budget identified in the Management Plan

ANALYSIS: Union Square Alliance met this requirement. *See table below.*



	Management Plan Budget		FY2021-2022 Budget		Variance	
Service Category	Assessment (%)	Total (%)	Assessment (%)	Total (%)	Assessment	Total
Clean and Safe	\$4,479,002.52 (74.20%)	\$4,868,481.00 (74.20%)	\$5,062,090.00 (72.02%)	\$5,878,854.00 (72.01%)	-2.18%	-2.19%
Public Realm, Marketing Events, and Advocacy	\$694,232.92 (11.50%)	\$754,601.00 (11.50%)	\$957,927.00 (13.63%)	\$1,195,677.00 (14.65%)	+2.13%	+3.15%
Management and Administration	\$862,875.36 (14.30%)	\$937,908.00 (14.30%)	\$1,008,632.00 (14.35%)	\$1,088,884.00 (13.34%)	+0.06%	-0.96%
TOTAL	\$6,036,110.80 (100.00%)	\$6,560,990.00 (100.00%)	\$7,028,649.00 (100.00%)	\$8,163,415.00 (100.00%)		

BENCHMARK 2: Whether eight percent (8%) of Union Square Alliance’s actuals came from sources other than assessment revenue

ANALYSIS: Union Square Alliance met this requirement. *Assessment revenue was \$6,363,140.00 or 82.47% of actuals and non-assessment revenue was \$1,352,245.00 or 17.53% of actuals. See table below.*

Revenue Sources	FY2022 Actuals	% of Actuals
Assessment Revenue	\$6,340,559.00	
Penalties	\$16,630.00	
Redemption + Redemption Penalties	\$5,951.00	
Total Assessment (Special Benefit) Revenue	\$6,363,140.00	82.47%
Contributions & Sponsorships	\$16,647.00	
Grants	\$137,641.00	
Donations	-	
Interest Earned	\$373.00	
Earned Revenue	\$386,656.00	
Other (In-Kind & Misc - includes PPP forgiveness)	\$810,928.00	
Total Non-Assessment (General Benefit) Revenue	\$1,352,245.00	17.53%
Total (Assessment and Non-Assessment) Revenue	\$7,715,385.00	100.00%



BENCHMARK 3: Whether the variance between the budget amount and actual expenses (for assessment funds) within a fiscal year was within 10 percentage points

ANALYSIS: Union Square Alliance met this requirement. See table below.

	FY2021-2022 Budget		FY2021-2022 Actuals		Variance	
Service Category	Assessment (%)	Total (%)	Assessment (%)	Total (%)	Assessment	Total
Clean and Safe	\$5,062,090.00 (72.02%)	\$5,878,854.00 (72.01%)	\$4,884,529.00 (72.07%)	\$5,175,294.00 (67.13%)	+0.05%	-4.89%
Public Realm, Marketing Events, and Advocacy	\$957,927.00 (13.63%)	\$1,195,677.00 (14.65%)	\$848,455.00 (12.52%)	\$1,403,908.00 (18.21%)	-1.11%	+3.56%
Management and Administration	\$1,008,632.00 (14.35%)	\$1,088,884.00 (13.34%)	\$1,044,584.00 (15.41%)	\$1,130,233.00 (14.66%)	+1.06%	+1.32%
TOTAL	\$7,028,649.00 (100.00%)	\$8,163,415.00 (100.00%)	\$6,777,568.00 (100.00%)	\$7,709,435.00 (100.00%)		

BENCHMARK 4: Whether the Union Square Alliance is indicating the amount of funds to be carried forward into the next fiscal year and designating projects to be spent in current fiscal year

ANALYSIS: Union Square Alliance met this requirement. Please note: There is a period between when the City collects the assessment payment and when the City disburses the funds to the USBID. As a result, BIDs/CBDs typically have a fund balance at the end of the fiscal year that is equal to about 6 months of their annual budget. See table below.

FY 2022 Carryover Disbursement	Amount	Spenddown Timeline
FY 2022 Assessment Carry Forward Disbursement		
Clean & Safe	\$775,872.00	July-August 2022
Public Realm, Marketing Events & Advocacy	\$0.00	-
Management & Administration	\$48,320.00	July-August 2022
General Fund	\$1,369,170.00	July-October 2022
Total Assessment (Special Benefit) Carry Forward	\$2,193,362.00	
FY 2022 Non-Assessment Carry Forward Disbursement		



Non-Assessment Advocacy	\$7,934.00	Unknown
Security Camera Donations	\$28,941.00	July-December 2022
Total Non-Assessment (General Benefit) Carry Forward	\$36,875.00	

Findings and Recommendations

The Union Square Alliance (Alliance) has met all benchmarks as defined on page 5 of this memo as set by the California Street and Highways Code Section 36650-36651; and the Agreement for the Administration of the Union Square Business Improvement District. The Union Square Alliance has a strong history of meeting each of these benchmarks since its inception. Additionally, the organization has complied with OEWD's memorandum regarding surveillance technology.

The organization's main priority, during this reporting period, was working to attract customers and visitors back to the area. They worked on a number of initiatives and activations to do this, including:

- **Lantern Project**
 - The organization installed an array of pink and purple lanterns were installed at Maiden Lane, Union Square Park, and Hallidie Plaza in February 2021 to celebrate Valentine's Day. Starting in March 2021, they replaced the lanterns to match the colors of the new Union Square Alliance branding.
- **Maiden Lane**
 - The organization purchased additional furniture to create a sense of place on both blocks of Maiden Lane and hosted events such as Valentine's Day and other third-party events supported by the Alliance.
- **Permanent Lighting**
 - The holiday lighting on the trees at Powell Street, Union Square Park Palm trees, and Maiden Lane were so successful that the organization decided to keep the installations up permanently.
- **Hallidie Plaza**
 - The organization continued to work with the City to clean up, refresh and activate Hallidie Plaza with a series of colorful improvements, including holiday decor, lanterns, wayfinding banners, a mural, café tables and seating, and landscaping maintenance.
- **Ornament Project**
 - During the holiday season, the organization placed larger-than-life ornaments along the Powell Street Promenade.
- **Union Square Park**
 - Provided summer weekly concert series, installed photo op green wall on back of stage and supported numerous other events and activations.



Additionally, the district put a lot of effort into marketing the district. They completed a completed rebranding of the organization and developed a social media strategy as well as ad campaigns throughout the fiscal year.

The Alliance went through a year of transition at the organizational level as well. Karin Flood, the longtime executive director, left her position. She was replaced by former Head of the Office of Cannabis and Assistant District Attorney, under George Gascon, Marisa Rodriguez early in FY 21-22. From OEWD's perspective the transition was smooth, thanks in part to the organization's strong Board of Directors and institutional knowledge maintained by long-term staff.

The organization continued to successfully provide its core cleaning and safety services throughout the fiscal year and they are not part of the Connected Worker pilot, commonly referred to as Integrated 311. There were no reported violations of the Brown Act or California Public Records act to OEWD during this reporting period.

Conclusion

The Union Square Alliance has performed well in implementing the services outlined in their management plan. Union Square Alliance has continued to successfully sponsor and help promote events in Union Square. Union Square Alliance has done an outstanding job in partnering with community stakeholders and numerous municipal agencies for the activation and improvement of public spaces. Union Square Alliance is a well-run organization with an active Board, committee members and will continue to successfully carry out its mission as a business improvement district.

