



## **ULI SAN FRANCISCO COMMERCIAL LOCAL PRODUCT COUNCIL**

### **TERMS OF REFERENCE**

February 2023

#### **PURPOSE**

The purpose of the ULI SF Commercial Local Product Council (“CLPC”) is to bring together accomplished ULI professionals greater than 35 years of age who work in the Bay Area commercial real estate industry to facilitate the exchange of information, case studies and best practices to support ULI’s mission of providing leadership in the responsible use of land and creating and sustaining thriving communities. The CLPC will meet twice per year.

CLPC membership is a privilege desired by many ULI SF members and the value of the council experience is determined by the quality and participation of its members. Each council member is therefore expected to be a committed and participating part of the council, contributing as much value to the council experience as they take home.

#### **OBJECTIVES**

- Organize content-relevant commercial panels, case studies, discussions, and sharing of best practices with meaningful take home value for the CLPC members.
- Recruit and integrate new members who are recognized local leaders in their respective field of discipline, while being intentional in broadening diversity in membership, programming, and leadership.
- Use council membership as a tool to acknowledge seasoned industry professionals along with graduating YLG members.
- Provide a forum for information exchange on the “state of the art” practices in commercial development and management.
- Develop and maintain an informational exchange and response capability for addressing development problems and opportunities.
- Provide an appropriate focus on the major social and economic goals and issues of the day.
- Seek meaningful ways for councils to relate to and interact with one other while providing the ability to enhance a member’s network.

#### **COUNCIL MEMBER EXPECTATIONS**

- **Council Attendance** - Each council member has been invited for the value that their unique background and experience brings to the council. Missing a meeting or part of a meeting reduces the value for every other member of the council. If a CLPC member has one unexcused absence out of three council sessions, their seat will not be renewed. If a council member only

attends part of a council day, this will be reflected as non-attendance. One of the Co-Chairs can excuse an absence. A Co-Chair may excuse an absence if the council member provides advance notice that they will be absent from a meeting for a reasonable and unavoidable basis (e.g., illness, family emergency, pre-scheduled vacation, etc.)

- **Term** - The term for council membership will last four years and may be renewed once by another four years at the end of the term at the discretion of the council Co-Chairs. A second four-year term may be granted at the discretion of the Co-Chairs and with approval from the Executive Director and District Council Chair. In order to stagger the terms, existing council members will receive a term renewal agreement by two, three, or four years depending on how long they've been on the council and all new members will receive a four-year term agreement.
- **Open & Honest Communication** - CLPC members are expected to participate openly and honestly with specific, detailed information and experience from their current real estate practice. Media is not invited to the CLPC meetings in order to keep the communication open.
- **Confidentiality** – Everything discussed within the CLPC meeting is kept completely confidential by all CLPC members. This is the foundation that makes open and honest sharing of detailed information and experience possible. Violation of confidentiality will result in immediate expulsion from the council.
- **Real Deals & Real Numbers** – The key to truly valuable interaction between the CLPC members is the sharing of real deals and real numbers, and successes as well as lesson learned.
- **Respect for Others** – Council members will help make discussions productive and high value by engaging fellow council members respectfully with their most relevant information and experience.
- **Recruit the Best & Brightest** - CLPC members are expected to be active participants in ULI's mission of providing leadership in the responsible use of land and in creating and sustaining thriving communities worldwide. CLPC member involvement in ULI provides excellent opportunities to network and to learn both within and beyond the boundaries of the member's industry segment:
  - Members to attend and participate as speakers and panelists at CLPC meetings.
  - Members to participate in local District Council programs.
- **Membership & Dues** – CLPC members are expected hold current ULI memberships and be up-to-date on their annual CLPC dues. Dues will be collected in advance of the CLPC Spring meeting and are expected to be paid in full by June every year. Failure to pay CLPC dues, or lapse in ULI membership, will result in nonrenewal of the CLPC membership.

## STRUCTURE AND ROLES

### Membership composition of the CLPC is as follows:

- The group will be limited to 65 members at any time.
- Only one employee from a department within a company may have membership the CLPC (unless approved by the council leaders).
- Prospective CLPC members will complete an online application which will be reviewed and approved by the CLPC Co-Chairs and Vice Chairs. There will be one application deadline each year ahead of the Fall CLPC meetings. If there is a need for members earlier in the year, an additional application may be opened in the Spring.

- If the application is approved, the prospective CLPC member will attend the next meeting as a guest to gauge whether there is the right fit for both the prospective member and the council.
- After the prospective member attends the meeting as a guest, the Co-Chairs and Vice Chairs will give final approval or denial of the member to join the council.
- Existing CLPC members may request one guest to attend per meeting. Guests must be approved by the CLPC Co-Chairs and Vice Chairs. If a guest wishes to join the CLPC afterward, they will need to submit an application for review. If their application is approved, they will be invited to join the council as a member. They will not need to guest again.

**Leadership composition of the CLPC is as follows:**

- CLPC will have two Co-Chairs, two Vice Chairs and one Vice Chair - Membership.
- The Vice Chairs will evolve into a Co-Chair position after two years.
- The term for the Co-Chairs and Vice Chairs will be for two years each (four years total) with the first two years in the Vice Chair role and the later two years in the Co-Chair role. Co-Chair and Vice Chair terms can be renewed depending upon agreement among the existing Co-Chairs and the ULI SF Executive Director.
- Co-Chair and Vice Chair terms are staggered with one new Vice Chair rolling on, one Co-Chair rolling off, and one Vice Chair moving to Co-Chair each year.
- The Co-Chairs will have the responsibility for recruiting and selecting new Vice Chairs. New leadership must be approved by ULI's Management Committee and Executive Director.
- The Co-Chairs and Vice Chairs will be responsible for recruiting and approving new CLPC members.
- The Co-Chairs and Vice Chairs will be responsible for the approval of guests at CLPC meetings.
- The Co-Chairs and the Vice Chairs will be responsible for creating rich and relevant content panels along with the successful execution of the CLPC meetings twice per year.
- The CLPC Co-Chairs and Vice Chairs will host periodic calls in advance of the CLPC meeting day to plan and organize for the CLPC meeting day.

**I have read this agreement and understand my role and responsibilities as a member of the Commercial Local Product Council.**

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**Signature**

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**Name**

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**Date**