



DISCOVER SANTA CLARA®
BOARD OF DIRECTORS
MEETING AGENDA

September 18, 2025, 1:00 p.m.
Santa Clara Convention Center, Room 201
5001 Great America Parkway
Santa Clara, CA 95050

*The public can participate remotely via Zoom: <https://us06web.zoom.us/j/88146514371>
or join via audio at Webinar ID 881 4651 4371*

CALL TO ORDER

ACTION BY MAJORITY VOTE

1. Action to Vote and Approve Member Lam to Participate Remotely in the Board of Directors Meeting in Compliance with the Requirements of AB 2249 Just Cause: a need related to a physical or mental disability

Recommendation: Approve Member Lam to participate remotely in the Board of Directors meeting in compliance with the requirements of AB 2449 Just Cause: a need related to a physical or mental disability

ROLL CALL

PUBLIC COMMENT

For public comment on items on the Agenda that are within the subject matter jurisdiction of the Board.

CONSENT AGENDA

Matters listed in the Consent Agenda section will be considered routine by the Board and will be enacted by one motion. There will be no separate discussion of the items on the Consent Calendar unless the discussion is requested by a member of the Board, staff, or public. If discussion is requested, that item will be removed from the section entitled Consent Agenda and will be considered under Consent Items Pulled for Discussion.

2. Action on the Minutes of
 - Discover Santa Clara® Board of Directors – July 17, 2025

Recommendation: Note and File Meeting Minutes.

CONSENT ITEMS PULLED FOR DISCUSSION

PUBLIC PRESENTATIONS

This item is reserved for persons to address the Board on any matter not on the agenda that is within the subject matter jurisdiction of the Board. The law does not permit action on, or extended discussion of, any item not on the agenda except under special circumstances. The Board or staff may briefly respond to statements made or questions posed and may request staff to report back at a subsequent meeting.

GENERAL BUSINESS – ITEMS FOR DISCUSSION

3. Discussion and Action on Approval of the Discover Santa Clara®'s FY 2024/25 Annual Report.

Recommendation: Approve the Discover Santa Clara®'s FY 2024/25 Annual Report.

4. Discussion and Action on Approval of the Second Amended and Restated Bylaws of Silicon Valley/Santa Clara DMO, Inc.

Recommendation: Approve the Second Amended and Restated Bylaws of Silicon Valley/Santa Clara DMO, Inc.

5. Discussion and Action to Appoint New Members to the Board of Directors. The board may take separate motions and votes on each candidate.

Recommendation: Appoint the following candidates to the Board of Directors:

- a. Jack H. Bloom, General Manager, Embassy Suites by Hilton Santa Clara
- b. Farshad Mayelzadeh, General Manager, Hilton Santa Clara
- c. Kevin Rey Dominguez, General Manager, Element Santa Clara
- d. Samuel Florio, J.D., Associate Vice President of Auxiliary Services, Santa Clara University
- e. Reena Brilliot, Deputy City Manager and Director of Economic Development and Sustainability, City of Santa Clara
- f. Fauzia Bokhari, Property Manager, Irvine Company

6. Action on and Approval of Supplemental Business Development Fund for Super Bowl LX.

Recommendation: Approve the Supplemental Business Development Fund for Super Bowl LX.

CONVENE TO CLOSED SESSION

7. Employee Performance Evaluation (Gov. Code Section 54957)
Agency Designated Representative: Catherine Lentz
Unrepresented Employee: Chief Executive Officer

RECONVENE TO PUBLIC SESSION

COMMITTEE UPDATES

BOARD MEMBER OPEN FORUM

This item is reserved for Board Members to present additional Agenda items for future discussion.

GENERAL ANNOUNCEMENTS

ADJOURNMENT

The next regularly scheduled meeting is on **October 16, 2025**.

Brown Act:

Government Code 54950 et seq (the Brown Act) requires that a brief description of each item to be transacted or discussed be posted at least 72 hours prior to a regular meeting. Action may not be taken on items not posted on the agenda. Meeting facilities are accessible to persons with disabilities. If you require special assistance to participate in the meeting, notify Discover Santa Clara® at dscadmin@discoversantaclara.org prior to the meeting.

Notice to Public:

The public is welcomed and encouraged to participate in this meeting. Public comment (3 minutes maximum per person) on items listed on the agenda will be heard at the meeting as noted on the agenda. Public comment on items not listed on the agenda will be heard at the meeting as noted on the agenda. Comments on controversial items may be limited and large groups are encouraged to select one or two speakers to represent the opinion of the group. The order of agenda items is listed for reference and may be taken in any order deemed appropriate by the Board of Directors. The agenda provides a general description and staff recommendation; however, the Board of Directors may take action other than what is recommended.

In accordance with the requirements of Title II of the Americans with Disabilities Act of 1990 ("ADA"), Discover Santa Clara® will not discriminate against qualified individuals with disabilities on the basis of disability in its services, programs, or activities, and will ensure that all existing facilities will be made accessible to the maximum extent feasible. Discover Santa Clara® will generally, upon request, provide appropriate aids and services leading to effective communication for qualified persons with disabilities including those with speech, hearing, or vision impairments so they can participate equally in Discover Santa Clara® programs, services, and activities. Discover Santa Clara® will make all reasonable modifications to policies and programs to ensure that people with disabilities have an equal opportunity to enjoy all its programs, services, and activities.

Agendas and other written materials distributed during a public meeting that are public record will be made available by Discover Santa Clara® in an appropriate alternative format. Contact Discover Santa Clara® at dscadmin@discoversantaclara.org with your request for an alternative format copy of the agenda or other written materials.

Individuals who require an auxiliary aid or service for effective communication, or any other disability-related modification of policies or procedures, or other accommodation, in order to participate in a program, service, or activity of Discover Santa Clara® should contact Discover Santa Clara® at dscadmin@discoversantaclara.org as soon as possible before the scheduled event.

ATTACHMENTS



DISCOVER SANTA CLARA®
BOARD OF DIRECTORS
MEETING AGENDA

BOARD OF DIRECTORS
MEETING
SEPTEMBER 18, 2025
AGENDA ITEM #2

July 17, 2025, 1:00 p.m.
Santa Clara Convention Center, Room Grand Ballroom G
5001 Great America Parkway
Santa Clara, CA 95050

*The public can participate remotely via Zoom: <https://us06web.zoom.us/j/88146514371>
or join via audio at Webinar ID 881 4651 4371*

CALL TO ORDER

Chair Lentz called the meeting to order at 1:13 p.m.

ROLL CALL

Present: Chair Catherine Lentz, Forty-Niners Stadium Management Company
Vice-Chair Kelly Carr, OVG360
Treasurer Nany Fullmore, Marriott Santa Clara
Member Linh Lam, City of Santa Clara
Member Erin Henry, Hyatt Santa Clara
Member Billy Mendez Moreno, Delta Hotels

Secretary Christine Lawson, Discover Santa Clara® (Ex-Officio)
Member Chuck Baker, City of Santa Clara (Ex-Officio)

Absent: None

Staff: Jiawei Tang, Discover Santa Clara®

A quorum of 6 have been met

ACTION BY MAJORITY VOTE

1. Action to Vote and Approve Member Henry to Participate Remotely in the Board of Directors Meeting in Compliance with the Requirements of AB 2249 Just Cause: Travel while on business of the DMO or the Board of Directors or another state or local agency (but not travel for vacation purposes).

Recommendation(s): Approve Member Henry to participate remotely in the Board of Directors meeting in compliance with the requirements of AB 2449 Just Cause: Travel

while on business of the DMO or the Board of Directors or another state or local agency (but not travel for vacation purposes).

A motion was made by Treasurer Fullmore, seconded by Member Mendez Moreno to approve Member Henry to participate remotely in the Board of Directors meeting in compliance with the requirements of AB 2449 Just Cause: Travel while on business of the DMO or the Board of Directors or another state or local agency (but not travel for vacation purposes).

Ayes: 5 Chair Lentz, Vice-Chair Carr, Treasurer Fullmore, Member Lam,
Member Billy Mendez Moreno

Absent: None

Motion passes to approve member Henry to participate remotely 5-0.

PUBLIC COMMENT

For public comment on items on the Agenda that are within the subject matter jurisdiction of the Board.

There were no public comments.

CONSENT AGENDA

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2. Action on the Minutes of Discover Santa Clara® Board of Directors – May 29, 2025

Recommendation(s): Note and File Meeting Minutes.

3. Action on Discover Santa Clara®'s March, April, May and June 2025 Sales Activity Report.

Recommendation: Note and File Discover Santa Clara® March, April, May and June 2025 Sales Activity Report.

A motion was made by Member Lam, seconded by Treasurer Fullmore to approve the Consent Agenda.

Ayes: 6 Chair Lentz, Vice-Chair Carr, Treasurer Fullmore, Member Lam, Member Henry
Member Billy Mendez Moreno

Absent: None

Motion passes to approve the Consent Agenda 6–0.

CONSENT ITEMS PULLED FOR DISCUSSION

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There were no public presentations.

GENERAL BUSINESS – ITEMS FOR DISCUSSION

4. Action on Appointment of an Additional Member and Alternate to the Nominating Committee.

Recommendation (s): Appoint One or Two Additional Member(s) and One Alternate Member to the Nominating Committee.

Chair Lentz announced Vice–Chair Carr’s resignation from the Board of Directors. This meeting will be Vice–Chair Carr’s last meeting. Chair Lentz explained the need to appoint at least one additional member to the Nominating Committee to start the work on searching, interviewing, and nominating new board members.

Member Lam, Member Mendez Moreno expressed interest in joining the Nominating Committee. Chair Lentz volunteered to be the alternate member.

A motion was made by Treasurer Fullmore , seconded by Vice Chair Carr to appoint Member Lam and Member Mendez Moreno to the Nominating Committee; and Chair Lentz to be the alternate member.

Ayes: 6 Chair Lentz, Vice–Chair Carr, Treasurer Fullmore, Member Lam, Member Henry
Member Billy Mendez Moreno

Absent: None

Motion passes 6–0.

5. Discussion and Action on Proposed Board of Directors Open Seat Options List and Recruitment Process Timeline.

Recommendation(s):

- 1) Review, edit, and finalize the list of potential new Board members.
- 2) Allow Board members to add additional companies or roles for consideration.
- 3) Direct the Nominating Committee, with support from the DMO and relevant partners, to begin outreach and schedule interviews.
- 4) Establish a clear deadline for final selection.

The board engaged in an active discussion regarding the proposed list of potential candidates for the open seat on the Board of Directors. After thorough consideration, the board finalized the following list of organizations and representatives for outreach:

- Embassy Suites By Hilton Santa Clara
- Element Santa Clara
- Hilton Santa Clara
- Irvine Company or Puesto Restaurant
- City of Santa Clara
- Valley Fair Mall
- Great America
- Clara's Junction
- Santa Clara University
- OVG
- Levy
- SJC Airport
- High Tech Travel & Meetings (e.g., Pure Storage)

The board conducted an exercise to assign a board member and/or a member of the DMO to conduct outreach to each candidate to gauge interest. All interested candidates will be instructed to send their resumes to Jiawei Tang, Director of Business Operations at the DMO, who will coordinate interviews with the Nominating Committee.

The board directed the Nominating Committee to:

1. Provide a progress update at the next board meeting scheduled for **August 21, 2025**.
 2. Submit recommended candidates for a board vote at the **September 18, 2025** board meeting.
- 6. Chief Executive Officer Monthly Update.**

CEO Christine Lawson provided a verbal update on the DMO's sales activities and ongoing efforts and highlighted the marketing team's upcoming contracts with Mindtrip and Expedia. She also reported on Administration and Operations matters, including the renewal process with Civitas Advisors, contract discussions with the Bay Area Host Committee, and the implementation of RAMP software for monthly

expense reporting. Lawson noted that the DMO's FTB suspension status has been lifted and shared that she and the Director of Marketing, Katelyn Riccardi have been actively participating in the City's Marketing Meeting focused on FIFA 2026/SB LX.

7. Business Development Fund Update – Review of the Current Business Development Fund Activity as of June 30, 2025, and Potential Next Steps.

CEO Christine Lawson provided an overview of Discover Santa Clara's FY 2024/25 Business Development (BD) Fund commitments, aligned with approved guidelines to drive group business, generate hotel room nights, and enhance Santa Clara's event competitiveness. With an annual budget of \$250,000, actual available funds are impacted by multi-year commitments, leaving an estimated \$169,000 for FY 2025/26. In FY 2024/25, \$81,000 was committed: \$8,000 for an event in June 2025, \$43,000 for events in FY 2025/26, and \$30,000 for an event in FY 2026/27. All funded projects met eligibility criteria, supporting Convention Center rental reductions, event enhancements, transportation, and attendance-building efforts. Each request underwent a documented approval process involving the Convention Center GM and DMO CEO, reflecting a strategic approach to securing high-value group business and maximizing economic benefits for the community.

COMMITTEE UPDATES

There were no committee updates

BOARD MEMBER OPEN FORUM

This item is reserved for Board Members to present additional Agenda items for future discussion.

GENERAL ANNOUNCEMENTS

ADJOURNMENT

The meeting is adjourned at 3:16 p.m. The next regularly scheduled meeting is on **August 21, 2025.**

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Santa Clara
Tourism Improvement
District

FY 2024/25 Annual Report

THINK BIG. LOOK FORWARD.

September 18, 2025

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SILICON VALLEY/SANTA CLARA DMO, INC. BOARD OF DIRECTORS



Catherine Lentz, Chair
Forty Niners Stadium
Management Co.
Oct. 2022 – Oct. 2027
Term 2



Barb Granter
Board Member
California's Great America
Oct. 2022 – May 2025
Term 1



Kelly Carr, Vice Chair
OVG360
Oct. 2023 – August 2025
Term 2



Lorne Ellison
Board Member
Levy Restaurants
Oct. 2023 – June 2025



Christine Lawson
Secretary/Ex-Officio
Discover Santa Clara®
Nov. 2022 – Oct. 2025
Term 1



Erin Henry
Board Member
Hyatt Regency Santa Clara
Oct. 2024 – Oct. 2027
Term 1



Chuck Baker
Ex-Officio
City of Santa Clara
City Manager Designee
Oct. 2024 – Oct. 2027
Term 1



Billy Mendez Moreno
Board Member
Delta Hotel, Santa Clara – Silicon Valley
Oct. 2024 – Oct. 2025



Nany Fullmore
Treasurer
Marriott Santa Clara
Oct. 24 – Oct. 2026



Linh Lam
Board Member
City of the Santa Clara
Oct. 2024 – Oct. 2027
Term 1

LETTER FROM THE CEO

On behalf of the Discover Santa Clara® (DMO) team, I'm proud to share our FY 2024/25 Annual Report – a reflection of a year defined by progress, momentum, and laying the groundwork for even greater success ahead. This year marked our first with a fully deployed sales team, and the impact was immediate. Together, we expanded our reach through proactive prospecting, high-value tradeshow, and client engagements, all while strengthening collaboration with our SCTID hotel partners. These efforts have grown our lead volume, deepened planner relationships, and built a stronger group pipeline.

In Marketing, we elevated how we tell Santa Clara's story with the launch of our dynamic new website, the Santa Clara Visitors Guide, and a rich library of photography and video — including a dynamic sizzle reel. We experienced tremendous growth across our social media platforms, strengthening destination awareness and deepening relationships with key meeting planners through targeted, high-value content. Partnering with our new Agency of Record, Madden Media, we continued to refine our brand voice, advanced high-profile campaigns, secured strong media coverage, and, importantly, built a comprehensive Super Bowl LX and FIFA World Cup 2026 (SBLX/FWC26) Activation Plan, now moving into its final stages of build-out for flawless execution.

Operationally, we continued to strengthen our organizational foundation – advancing the SCTID renewal process, preparing for our first financial audit, and reinforcing our commitment to transparency, accountability, and long-term sustainability.

As we look ahead, we are preparing for a truly historic year. Super Bowl LX and the FIFA World Cup 2026 will shine a global spotlight on Santa Clara, giving us an unprecedented opportunity to showcase our destination, drive significant economic impact, and create a lasting legacy for our community.

I am deeply grateful to our SCTID hotels, Board of Directors, OVG, Levy, City leadership, and our many partners for their trust, collaboration, and unwavering support. I am equally humbled and inspired by the dedication, creativity, and drive of the Discover Santa Clara® team, whose work and passion are at the heart of our success. Because of the collective efforts invested to this point, we are now strongly positioned to capitalize on the opportunities ahead, delivering measurable ROI and lasting economic impact.

Sincerely,



Christine Lawson
President & CEO
Discover Santa Clara®

DISCOVER SANTA CLARA® CULTURE STATEMENT

Culture Statement

At **Discover Santa Clara®**, we foster a currency of trust, integrity, and unity as part of our shared team, partner, and customer journey. We are committed to work being a blend of hustle and fun, fueled by a dedication to high-performance and a belief that experimentation is the secret sauce for innovation. Personal accountability, authenticity, and feedback guide our actions. Our sense of community extends beyond the four walls of our office to include our partners, clients, and our communities.

ORGANIZATIONAL SUCCESS: TEAM ACHIEVEMENTS AND INDUSTRY ACCOLADES

- CEO Named one of the **Power 100 Most Influential People in Silicon Valley for 2025** (Refer to Appendix item D1).
- CEO participated in the annual **Future of Santa Clara** event panel.
- Participated with representatives from Related Santa Clara and the City of Santa Clara. (Refer to Appendix item D2).
- Director of Marketing named one of the **40 Under 40 2024** recipients by the **Silicon Valley Business Journal** (Refer to Appendix item D3).
- Marketing Manager named **Destinations International's and CalTravel's 30 Under 30 Class of 2025** recognizing rising stars shaping the future of destination marketing (Refer to Appendix item D4).

COMMUNITY & STAKEHOLDER ENGAGEMENT HIGHLIGHTS

- The Discover Santa Clara® team, alongside amazing members from our local hotel partners—Embassy Suites Santa Clara, Delta Hotels Santa Clara, and Hyatt Centric Santa Clara—joined forces and spent the afternoon at **Second Harvest of Silicon Valley**, a non-profit committed to ending hunger in our communities. The team sorted and boxed an impressive **5,520 pounds** of produce at Second Harvest of Silicon Valley (Refer to Appendix item E1).
- CEO and Director of Marketing attended the **NFL's SBLX – Future Hosts Event** in New Orleans from February 4–6, 2025. The event, hosted by the NFL, offered valuable insights into the meticulous preparation and planning required for cities gearing up to host the Super Bowl (Refer to Appendix item E2).
- CEO participated on the **Silicon Valley GBTA** panel speaking to "**Premier Events Shaping the 2025–2026 Economy**," with panelists John Poce, Executive Director of the San Jose Sports Authority and Maggie Lang, Chief Sales & Marketing Officer from the San Francisco Peninsula DMO (Refer to Appendix item E3).
- CEO participated in the **Silicon Valley Business Journal's Mentoring Monday**. This is Silicon Valley Business Journal's 12th Annual Mentoring Monday event. Featured over 50 of Silicon Valley's top businesswomen as mentors to over 200 mentees. The mentors provided business advice and shared insights into their success, all in a supportive atmosphere to promote building connections (Refer to Appendix item E4).

- CEO had multiple meetings with the **CEO of the Santa Clara Chamber of Commerce** to explore ongoing collaboration opportunities.
- Director of Marketing and Marketing Manager met with the **new West Region Director of Public Relations, Sara Gorgon, and Marc-Angelo Merino, Regional Manager, Brand Marketing with Six Flags Entertainment Group.**
- DMO Marketing team supported our partners at **Great America** by participating in a segment on **NBC's California Live, LA to promote Great America's Oktoberfest.** The segment also aired on KNTV-SF (NBC Bay Area), KNSD-SD (NBC San Diego), and KNBC-LA (Los Angeles), reaching nearly 60,000 viewers in total.
- Marketing Manager participated in the **City of Santa Clara's Parade of Champions** creating social media reels to commemorate the event.
- CEO and Sales Manager attended the **Women in Sports & Events (WISE) SF Bay Area - Women of Inspiration – Brunch and networking event** in San Francisco.
- The DMO held regular meetings with **SCTID Directors of Sales & Marketing** to review ongoing efforts, discuss upcoming priorities, and identify additional reporting needs.

FISCAL YEAR 2024/25 ACCOMPLISHMENTS BY PROGRAM

Convention Sales, Incentives and Services

This fiscal year marked a pivotal chapter for the Sales Team as we solidified our structure with a full team in place. This allowed us to execute a more aggressive customer outreach strategy – through tradeshow, sales missions, and targeted client engagement—to continue positioning Santa Clara as a premier meetings and events destination. These efforts helped drive year-over-year (YOY) increases in lead volume and group bookings and have set the state for continued growth.

Optimization of Sales Structure

- Successfully onboarded and oriented our new Director of Sales who assumed the role on July 15, 2024. Teipo joined Discover Santa Clara from the San Francisco Peninsula DMO, bringing with him valuable experience and strong customer relationships.
- Our new Sales Manager joined on September 18, 2024, to manage our Sports and other Affinity Group segments which are critical to the City and in supporting boosting weekend occupancy for our SCTID partner hotels. Both roles have seamlessly integrated into our team through comprehensive sessions with the DMO, Santa Clara Convention Center (Convention Center), SCTID Hotels, and partners, ensuring strong alignment for enhanced collaboration and productivity.
- Continued our partnership with **Baronfeld Consulting Group** to support proactively strategic prospecting, lead generation, and growth strategies for the DMO sales team.

Strategic Industry Tradeshow & Conference Engagement

- Throughout FY 2024/25, the team strategically planned for and actively participated in 25 key industry tradeshows and conferences. Each event was thoughtfully selected to engage high-priority market segments for Santa Clara – ranging from corporate groups and meetings to state and national associations, as well as the sports and affinity markets. Notable events attended include (Refer to Appendix F1 – F4):
 - **CalSAE’s Holiday Spectacular in Sacramento, CA:** Focused on the **state association** market.
 - **Destination California, Newport Beach, CA:** Appointment-based tradeshow targeting top-tier California **corporate meeting planners**.
 - **Destination West, Colorado Springs, CO:** Connects destinations with qualified **corporate meeting planners** through one-on-one appointments.
 - **Esports Summit in Bloomington, MN:** Brings together **Esports organizers**, destinations, and venues to explore partnerships and group opportunities.
 - **ESTO Conference in Columbus, OH:** **Marketing conference** for destination marketing professionals, offering valuable insights, peer collaboration, and strategies to strengthen tourism growth and elevate destination storytelling.
 - **Helms Briscoe ABC Tradeshow in Las Vegas, NV:** Targeting group and meeting planners for **all market segments (e.g., corporate, association, & affinity groups)**.
 - **Holiday Showcase in Chicago, IL:** Targeting the **national association** market.
 - **IMEX America in Las Vegas, NV:** The largest **corporate and incentive** groups and meetings show in the U.S.
 - **Independent Planner Education Conference (IPEC) in Atlantic City, NJ:** Attended by **corporate meeting planners** with one-on-one appointments for destinations.
 - **MPINCC Convene, San Francisco, CA:** The largest regional meetings and events industry conference on the West Coast, bringing together **meeting planners from all market segments** for networking, and business development within the Northern California market.
 - **RCMA Emerge in Phoenix, AZ:** Tradeshow brings together **faith-based and nonprofit meeting planners** with destinations to explore group business opportunities.
 - **Sports ETA in Tulsa, OK:** Brings together over 1,100 **sports tourism professionals** for networking and business development discussions.
 - **TEAMS in Anaheim, CA:** Tradeshow focused on the **sports group/event organizers**
 - **SF Travel Annual Luncheon in San Francisco, CA:** Educational & client networking
 - **U.S. Travel Destination Capitol Hill, Washington, DC:** CEO attended **U.S. Travel’s Destination Capitol Hill** in Washington, D.C., to advocate for the travel industry and meet with federal leaders including Senator Padilla, Senator Schiff, Representative Pelosi, and Representative Khanna. Discussions centered on strengthening U.S. travel infrastructure and policies –supporting investments in airport security, improving visa processing, and enhancing international customs efficiency in preparation for SBLX, FWC26 and the 2028 Summer Olympics.

- **Visit California Sales Mission to Minneapolis and Chicago.** Our Director of Sales & Destination Services participated in the promotion of Santa Clara alongside fellow California DMOs. Across both cities, he engaged with **94 corporate, third-party, and association meeting planners**, strengthening relationships, and expanding Santa Clara’s visibility. The mission concluded with participation in the PCMA Bowl Bash in Chicago, attended by over **150 industry professionals**.

Sales and Marketing Collaboration at Tradeshows and Conferences

This year, the team brought fresh energy and creativity to our tradeshow presence. For shows where we hosted a booth or table, we introduced more engaging activations designed to attract meeting planners and maximize valuable face time. From interactive elements to fun, Santa Clara-themed giveaways, our activations helped draw attendees in and sparked meaningful conversations.

Behind the scenes, the Sales and Marketing teams collaborated closely to ensure each show was a success – coordinating booth displays, scheduling client appointments, and delivering a unified set of pre- and post-show marketing touchpoints.

This included eye-catching booth layouts, bold sales banners, custom market-specific sales sheets, client-focused blogs, targeted email outreach, and social media campaigns to build excitement and drive booth traffic. The result was a more dynamic and engaging event presence that strengthened visibility and deepened planner relationships.

Strategic Client Engagement

This year, we prioritized building and deepening client relationships through more meaningful, intimate, and memorable experiences. From private dinners and relaxed receptions to concerts at Levi’s® Stadium, these curated gatherings provided an authentic setting to connect with clients beyond the tradeshow floor. By bringing clients into the heart of Santa Clara – alongside our SCTID hotel partners – we created opportunities to showcase the city’s unique venues and energy in a way that sparked genuine interest, expanded lead volume, and opened the door to future group opportunities.

- Hosted a **Client Appreciation Event at Bowlero in the Westfield Valley Fair Mall**, where **25 Account Directors and Meeting Planners** from top local companies were in attendance. Our SCTID hotel partners also participated in the event (Refer to Appendix F5).
- Hosted a **HelmsBriscoe Familiarization Trip (FAM)** in July, entertaining **13 Global Account Directors and Meeting Planners**. The event included participation from SCTID hotel partners AC, Embassy Suites, Hyatt Regency, and the Marriott, and OVG and Levy (Refer to Appendix F6).

- Organized a lunch and Customer Advisory Board Meeting with the group at the Marriott Santa Clara.
- Hosted an evening reception at the Convention Center.
- Treated the guests to a Rolling Stones concert at Levi's® Stadium.
- Hyatt Regency hosted breakfast the following morning.
- **California Society Association Executives (CalSAE) Meeting Planners Luncheon and Client Event:**
 - The DMO hosted a luncheon for **25 association meeting planners** and executives, offering a platform to showcase Santa Clara as a premier meeting destination.
- **Meeting Planners International (MPI) Crab feed and Client Event:**
 - The DMO hosted a **table of eight meeting planners** representing associations and association management companies at this well-attended annual event in Sacramento.
- Hosted **American Bar Association Breakfast Meeting** with **six (6)** of their meeting planners.
- Collaborated with other **Northern California DMOs** to host a meeting planner dinner for **32 key association clients** in Chicago.
- The Director of Sales participated in the **Visit California "Taste of California Roadshow"** targeting meeting planners in both Minneapolis and Chicago in November 2024.
 - Teamed up with Jed Arrogant with the DMO **Visit Carlsbad** to host **10 corporate and third-party meeting planners for dinner** in Minneapolis, creating a more intimate setting to entertain clients and network.
- The DMO strategically leveraged high-profile events at **Levi's® Stadium** to entertain clients, showcase SCTID partner hotels, and spotlight the city of Santa Clara as a premier destination. These events provided unique settings to build rapport, cultivate relationships, and generate qualified leads including:
 - The Rolling Stones concert.
 - Metallica concert.
 - Multiple San Francisco 49ers® home games.

Strategic Sales Initiatives & Partnerships

- In partnership with **Baronfeld Consulting Group**, we've continued to strengthen our account outreach strategy through targeted activities that support lead generation and sales effectiveness. Their work includes requalifying dormant and inactive accounts and expanding our contact database – prioritizing the highest-value opportunities. They've also played a key role in supporting tradeshow appointment scheduling, refining prospect lists, and identifying qualified group opportunities – giving the sales team a cleaner, more strategic pipeline to work from. Some achievements for this fiscal year include:

Prospecting Outreach:

- **11,422** clients reached.
- **315** group opportunities identified.
- Weekly and bi-weekly calls to monitor performance and CRM strategy.
- Lead scoring, requalification of dormant accounts, and contact list expansion.
- Created curated list of **4,000+ high-potential accounts** for the team to develop for potential group opportunities.

Backyard Account Acquisition Plan (Initiated in Q3):

Activated in Q3 to target regional/local companies.

- **75** priority local accounts prospected; 1,400 contacts reached.
- Four RFPs received from outreach
- Eight office presentations booked with local companies.

Simpleview CRM Cleanup & Training:

- Completed extensive account and contact cleanup.
 - Hosted refresher training sessions with SCTID hotel partners on report access and CRM use.
- We continued to deepen preferred partnerships with industry leaders to expand Santa Clara’s exposure, increase qualified lead generation, and gain greater access to client databases, key events, and marketing opportunities. These relationships—spanning **ConferenceDirect, HelmsBriscoe, U.S. Travel Association, Professional Meeting Planners Association (PCMA), Meeting Planners International (MPI), America Society of Association Executives (ASAE), San Francisco Travel, Women In Sports & Events (WISE), U.S. Travel, and CalTravel Association**—amplify our presence across essential industry channels, provide critical face time with top meeting planners, and keep us visible, informed, and competitive.
 - We’ve developed a strong working relationship with the **Bay Area Host Committee (BAHC)**, which is actively engaged in supporting and executing **SBLX/FWC26**. Their leadership and coordination are instrumental in securing major sporting events and high-profile groups for the Bay Area—driving future business to our SCTID partner hotels, the Santa Clara Convention Center, and the city of Santa Clara at large. In addition to ongoing collaboration, Discover Santa Clara® is currently exploring a **preferred partnership with BAHC** beginning in FY 2025/26 that would expand our visibility, unlock strategic benefits and exposure opportunities, and provide a seat on their advisory board to help shape planning efforts tied to these global events.
 - The CEO joined fellow Bay Area DMO leaders for an invitation-only lunch to welcome **Anna Marie Presutti** as the new CEO of **San Francisco Travel** – an important relationship for the DMO.

Data-Driven Strategies and Sales & Marketing Process Enhancement

- **Symphony Data Platform Development:** Collaborating with **Tourism Economics (TE)** to build the Symphony Data Platform and Website Attribution Tool, with launch targeted for mid-August 2025. The platform will integrate the DMO's diverse data sources and be supported by TE's economists, who will layer in Santa Clara, Bay Area, and national market trends. It will deliver real-time insights in clean, digestible formats to help SCTID hotel partners guide strategy and communicate effectively with ownership groups.
- Through our partnership with our marketing Agency of Record, Madden Media, we have access to their **Voyager Reporting Tool** providing the DMO with critical ROI and performance insights as we roll out initiatives throughout the contract. Real-time reporting will be delivered in a dashboard format, allowing the team to easily share results with our Board of Directors and hotel partners.
- Enhanced the DMO's **CoStar STR Report** by adding day-of-week and segmentation data, along with tracking performance across a competitive set of peer cities.
- Director of Sales & Destination Services implemented an evolved reporting stack – Hotel Sales Packet – for our SCTID partner hotels to be distributed quarterly.
- Continued use of the **Cvent BI Report Stack** has provided deeper insights into key business segments, group lead performance, and the competitive landscape, helping guide more informed decisions around sales and marketing resource allocation and budgeting.
- The sales team continues to leverage the **Knowland** group sales tool for strategic sales insight and to gain visibility into groups considering Santa Clara. This resource helps to strengthen contract negotiations and serves as a valuable tool for analyzing booking patterns across key market segments, supporting more strategic outreach and positioning.
- **Refined the DMO Sales Proposal Document to Improve Client Experience:** The original sales proposal was too long and difficult for clients to navigate. We worked closely with the Marketing Team to streamline the format, improve presentation quality, and make the content easier to follow. The updated version delivers a clearer, more compelling message that better supports client decision-making.
- The Director of Sales and the Manager of Data & Strategy conducted an extensive **CRM audit and system clean-up across** the DMO, Convention Center, and Levy. The focus was on updating past leads and ensuring group lead statuses were current – both essential for accurate sales reporting. This is an ongoing effort that will remain critical to maintaining strong sales hygiene.

SCTID Hotel Support

- **Client Site Inspections.** Collaborated with partner hotel sales teams on multiple site inspections for both current and potential groups, including arranging accommodations at our hotels to showcase the properties. This fosters a unified partnership and facilitates strategic discussions on the best approach to securing new business.

- **Partnered with SCTID Hotels to Strengthen Tradeshow & Client Engagement.** With our full sales team in place, we've continued to prioritize strong collaboration with our hotel partners at tradeshows and client events. Ensuring their presence at these key touchpoints not only elevates Santa Clara's visibility but also deepens relationships—both internally and with clients. These efforts lay the groundwork for future opportunities that benefit the city and our hospitality community.
- **Ongoing Cadence of DMO and Partner Hotel Director of Sales Meetings.** Held meetings to provide updates on current activities, strategies, and future plans. These sessions were productive opportunities to share trends and data from industry tradeshows and work together on new ways to bring business to Santa Clara.

Sales Lead Growth & Metrics

- **Cvent Portal Lead Volume – Year-Over-Year (YOY) Growth:**

In FY 2024/25, the DMO received a total of **389 sales leads** through the Cvent portal, with **59** of those classified as P1/P2—reflecting an **11.3% increase** in P1/P2 lead production compared to the prior year. While there was a slight YOY decrease in P2 leads specifically, we saw a significant **111%** increase in P3 leads. The DMO officially began managing new P3 leads generated from direct sales outreach in late October 2024, and these early-stage opportunities have strong potential to convert into larger groups over time.

This year marked the first with a fully staffed sales team, which was highly active across tradeshows, client events, and entertainment. The result: **a 46% YOY increase** in total lead volume—clear evidence of the impact of our proactive sales prospecting and outreach. As we move forward, driving continued lead growth across all segments remains a key focus.

Group Priority #	FY 2023/24 YE Lead Volume	FY 2024/25 YE Lead Volume	YOY Leads Change	YOY % Leads Change
P1 Leads	29	36	7	24%
P2 Leads	24	23	-1	-4%
P3 Leads	19	40	21	111%
P1 – P3 Leads	72	101	29	40%
Total Leads	267	389	122	46%

- **Sales Outreach Results: RFPs & Site Inspection Activity**

- **82 RFPs & Site Visits:**

- RCMA Emerge: (5) RFPs.
- CalSAE Client Events: (8) RFPs.
- MPI Crab Feed: (2) RFPs.
- Holiday Showcase: (2) RFPs.
- All Things Meetings: (3) RFP's and (2) Site Visits.
- IPEC: (1) RFP.
- IMEX: (2) RFP's and (1) Site Visit.
- TEAMS: (22) RFPs.
- Destination California: (2) RFPs.

- CalSAE Annual Conference: (3) RFPs.
 - Sports ETA: (20) RFPs.
 - Visit CA Sales Missions: (8) RFPs.
 - HelmsBriscoe Annual Business Conference: (5) RFPs.
- **13 site inspections** were conducted across SCTID hotel partners and the Convention Center during FY 2024/25.
 - **Booked Groups in FY 2024/25 for Future Years:**
 - **A total of five (5) groups booked:**
 - Two P1 groups.
 - Three P2 groups.

Marketing & Communications

FY 2024/25 was a pivotal year for marketing and communications efforts, marked by strategic advancements, strong media visibility, and continued investment in tools that elevate the city's presence across key markets. With the successful completion of the Omnichannel Marketing Ecosystem Project, the DMO launched a new website, distributed the Santa Clara Visitors Guide, and built a versatile content library – including a dynamic sizzle reel and high-quality photography – designed to drive engagement across platforms. The team also expanded its efforts with Madden Media, officially designating them as the DMO's Agency of Record. This partnership has enabled consistent messaging, streamlined execution, and stronger brand positioning through integrated digital strategy, targeted public relations, and activation planning for major upcoming events such as SBLX/FWC26.

In parallel, the DMO executed a high-profile advertising campaign with CBS as presenting sponsor of *The San Francisco 49ers Experience*, generating tremendous exposure for Santa Clara, its SCTID hotel partners, and the destination as a whole. The campaign included weekly segments, hotel spotlight contests, and a robust brand spot run—all of which significantly outperformed traditional ROI benchmarks. Additionally, ABC7, NBC, and KTVU provided repeated coverage of Levi's® Stadium concerts and events, further reinforcing Santa Clara's profile as a premier destination.

These initiatives, along with ongoing blog development, PR planning, and a Meetings & Conventions video shoot, laid the groundwork for continued momentum and even greater impact in FY 2025/26.

Our growth in content marketing, social media, and public relations played a big role in telling Santa Clara's story. These efforts not only helped us showcase what makes the city special – they reflected the strength of our partnerships and the value of consistent engagement. As we close out the fiscal year, we're proud of the momentum we've built and excited to carry it forward into the opportunities ahead.

Omnichannel Marketing Ecosystem Project

In FY 2023/24, we initiated our Omnichannel Marketing Ecosystem Project in partnership with Madden Media, and we're proud to share that the final two deliverables of this transformative initiative were successfully completed this year.

In addition to the comprehensive photoshoot and high-energy sizzle reel launched last fiscal year, the final two foundational sales & marketing components were delivered that now serve as critical tools for elevating Santa Clara's presence:

- **Visitor's Guide.** We finalized and strategically distributed the Santa Clara Visitors Guide, thoughtfully curated to showcase the city's offerings—from dining, attractions, and shopping to hotels and beyond—to inspire both group and leisure travel (Refer to Appendix item G1).
- **New Discover Santa Clara® Website.** We officially launched the new Discover Santa Clara® website—one of our most important business tools. Designed to drive meetings and conventions, leisure travel, and destination awareness, the site was built to become the go-to source of information for the city of Santa Clara. A range of enhancements now elevate the user experience, including: (Refer to Appendix item G2).
 - **Seamless RFP Submission:** A new *"Submit an RFP"* button powered by Cvent's WhiteLabel tool simplifies the process for planners and increases efficiency for our sales team.
 - **Multi-Language Translation:** With a single click, the site can be translated into seven languages reflecting the diversity of our community and preparing us to welcome international visitors for SBLX/FWC26.
 - **Interactive Neighborhood Map:** In partnership with the City of Santa Clara and Vibemap, this feature offers a dynamic way for visitors to explore our city's distinctive neighborhoods.
 - **Dynamic Visuals:** From a high-production hero sizzle reel filmed with a full cast and crew to a custom animated navigation illustration, the site reflects Santa Clara's vibrant energy.
 - **Engaging Blog Content:** Developed over 18 months, our growing blog library adds depth to key pages, provides rich storytelling, and keeps visitors engaged longer.

Looking ahead to Q1 FY 2025/26, we will roll out two new enhancements:

- **Visiting Media SalesHub Platform:** This immersive content platform will be available across all SCTID partner hotels, the Convention Center, DMO teams, and additional high-profile City venues. It enables seamless integration of virtual and augmented media—including 360° and 3D visuals—with traditional collateral, streamlining the sales process and asset management across teams and channels.

- **Mindtrip AI-Powered Trip Planning:** This tool will offer users a personalized travel experience—allowing them to ask questions, request destination recommendations, or build a fully customized itinerary based on travel style and interests.

Together, these efforts reflect our commitment to building a scalable, modern infrastructure that supports both destination storytelling and business development at every level.

- **DMO's New Agency of Record – Madden Media**

FY 2024/25 marked a significant step forward in strengthening Discover Santa Clara's® marketing infrastructure with the establishment of an official Agency of Record.

Following a formal RFP process and evaluation committee review, **Madden Media** was selected and approved by the Board of Directors in March 2025 to serve as the DMO's Agency of Record (AOR). This strategic move provides continuity, consistency, and the ability to respond with greater speed and agility across all marketing channels.

Madden Media previously partnered with the DMO on the successful execution of the Omnichannel Marketing Ecosystem Project – including the development of the new website and Visitors Guide – positioning them to deliver without disruption while building on established momentum. Their AOR scope includes:

- Shaping the DMO's **Public Relations and Communications** narrative,
- Managing the **digital marketing strategy and budget**,
- **Advertising Strategy & Execution:** Securing cost-effective placements, developing a business-cycle-driven ad calendar, designing targeted creative for meetings audiences, and managing ad submissions,
- Providing the DMO access to the **Voyager Reporting Tool's** data dashboard to track initiative performance,
- Creating a **Meetings & Conventions video** to support sales and marketing,
- Supporting the execution of the **DMO's SBLX/FWC26 Activation Plan**, including the development of a targeted *Ultimate Sports Playbook* to showcase Santa Clara experiences during major events; sports-focused PR efforts; themed tradeshow activations such as a personalized sports jersey bar to build excitement and buzz; and a combined Media & Meeting Planner Familiarization (FAM) Trip to further engage key audiences.

Immediately following the AOR kick-off, multiple projects were set into motion:

- **PR & Communications Strategy:** Defined key amplification goals and refined how Santa Clara and its partners are presented in regional and national media.
- **Meetings & Conventions Video Shoot:** Completed a two-day shoot highlighting Santa Clara's capacity for high-impact meetings and events. Final deliverables currently in refinement include a 60-second video, shorter cuts, and 50 edited photos, all set to support the website, sales presentations, and tradeshow.

- **Digital Strategy Planning:** Aligned on primary target segments and media strategy moving forward.
- **Voyager Reporting Tool:** Introduced as a data dashboard to track initiative performance, with DMO inputs now being integrated—including STR, Cvent, and other key sources.
- **Ultimate Sports Playbook Visitors Guide:** Development began on a new guide designed to serve the influx of visitors attending SBLX/FWC26 and other major events at Levi's® Stadium, within the city of Santa Clara and the Bay Area.

These efforts – many of which are actively in flight and will launch in FY 2025/26 – reflect the DMO's commitment to long-term brand growth, strategic readiness, and high-impact storytelling for Santa Clara.

- **Driving Awareness Through Advertising & PR**

CBS Advertising Partnership: As presenting sponsor of *The San Francisco 49ers Experience*, Discover Santa Clara® was fully integrated into the high-profile campaign that ran from September 18, 2024, through January 19, 2025 (Refer to Appendix G3). The partnership delivered tremendous exposure for the city of Santa Clara, our SCTID hotel partners, and the DMO through key campaign elements:

- **Weekly CBS custom segments** Weekly CBS segments aligned with our brand messaging, spotlighting the Bay Area's 49ers Faithful Fans.
- **A high-impact contest promoted** across CBS platforms, awarding weekend getaways bundled with hotel stays, local dining, and Great America tickets. Each of our 11 SCTID partner hotels was featured in custom-produced 15-second segments, many of which aired during peak viewing windows.
- A seven-week run of **Discover Santa Clara® brand spots** aired from December 2, 2024, through January 13, 2025, driving traffic to the newly launched website.

This campaign indexed far above traditional ROI benchmarks, underscoring the power of targeted broadcast partnerships. Building on this success, the DMO will once again partner with CBS in FY 2025/26.

ABC7 News Coverage: On September 6, 2024, ABC7 News aired a two-minute segment highlighting the Hyatt Regency Santa Clara, the kickoff of the 49ers season, and the city of Santa Clara delivering high-visibility media exposure for both the DMO and the destination (Refer to Appendix G4). The coverage stemmed from a high-profile social media influencer event hosted by the DMO in partnership with the Hyatt Regency.

Ongoing Media Coverage: The DMO received repeated coverage across major local news outlets—including CBS, NBC, and KTVU—highlighting concerts and major events at Levi's® Stadium, further reinforcing Santa Clara's position as a vibrant destination for entertainment and tourism.

Social Media & Content Performance

The Marketing Team made bold progress this year in strengthening the DMO's digital presence across social media, blogs, and email marketing. With a focus on strategic storytelling and platform-specific content, we created compelling campaigns designed to engage a range of audiences—from meeting planners to leisure travelers.

Amplifying the visibility of our SCTID hotel partners remains a core priority for the DMO—highlighting their offerings and noteworthy events to support both group and leisure travel. These efforts have strengthened our connection with key audiences and contributed to measurable gains in digital performance across LinkedIn, Instagram, and Facebook, as reflected in the analytics summary below.

Instagram. Instagram continues to be our strongest organic channel, with a **51.5%** YOY increase in followers, bringing our total to **21,232**. The platform delivered **2,552,998** impressions and maintained a strong engagement rate of **6.2%**, largely fueled by event-driven and experiential content. Its performance remains unmatched among all channels.

- **Total Followers:** 21,232
- **Impressions:** 2,552,998
- **Accounts Reached:** 1,152,521
- **Likes:** 73,255
- **Post Saves:** 26,066
- **Comments:** 44,656
- **Shares:** 43,890
- **Total Interactions:** 187,887
- **Average Engagement Rate:** 6.2%

LinkedIn. With an **87.3%** increase in followers YOY and an impressive **14.11%** engagement rate, LinkedIn continues to be a strong platform for brand credibility. High engagement was driven by content celebrating leadership and team milestones, including CEO Christine Lawson's recognition in the Silicon Valley Power 100 and Benjamin Landis being named to Destinations International's 30 Under 30 Class of 2025.

- **Organic Impressions:** 118,815
- **Paid Impressions:** 245,774
- **Total Impressions:** 363,332
- **Reactions:** 3,470
- **Comments:** 165
- **Clicks:** 13,881
- **Shares:** 309
- **Average Engagement Rate:** 7.04%

Facebook. By combining LinkedIn’s professional tone with Instagram’s leisure-focused appeal, our Facebook strategy delivered strong results—growing followers by **69% YOY**, from 3,060 to 5,174. Paid ads, especially those highlighting monthly event roundups in the city and at partner venues, drove the majority of the platform’s total impressions.

- **Total Followers:** 5,174
- **Organic Impressions:** 118,815
- **Paid Impressions:** 245,774
- **Total Impressions:** 363,332
- **Reactions:** 3,470
- **Comments:** 165
- **Clicks:** 13,881
- **Shares:** 309
- **Average Engagement Rate:** 7.04%

Tik Tok. We launched TikTok in late January as a test platform for short-form video, repurposing high-performing Reels and experimenting with trend-driven content. An early viral video confirmed its ability to deliver rapid brand exposure and strong organic reach. While not initially planned as a core channel, its performance and growth potential have prompted a strategic shift. We are now actively expanding our presence on the platform to reach younger audiences and complement broader digital efforts. TikTok remains secondary in priority, but it is proving increasingly valuable in driving awareness and engagement.

- **Followers:** 1,335
- **Organic Impressions:** 308,190
- **Likes:** 14,958
- **Comments:** 116
- **Saves:** 5,658

Blog. In FY 2024/25, the DMO published **19 original blog posts** designed to enhance the visitor experience, drive organic traffic, and strengthen the DMO’s search performance. Topics ranged from timely holiday guides and monthly event roundups to destination insights and local storytelling.

Highlights included *Top 60 Things to Do in Santa Clara*, created as a forward-looking evergreen asset for SBLX; a spotlight on *Santa Clara’s Classic Restaurants*; and editorial pieces celebrating *Women’s History Month* and *Santa Clara’s hospitality leaders*. The DMO also featured *Inside the Mind of Chef Nelson Ramirez: Art, Innovation, and Bold Flavors at Santa Clara Marriott*—a culinary profile highlighting the creative talent within our hotel partner community.

All blog content was developed with SEO in mind and supported cross-channel engagement through email marketing and social media, helping extend reach across both the leisure and meetings audiences. (Refer to Appendix item G5).

Additional Examples of Blog Content Produced

- Spooky Season in Santa Clara.
- IMEX 2024 Top 10 Tips to Conquer Conference Chaos.
- 49er's Game Day Guide.
- Monthly Santa Clara Event Roundups.
- New Year's Eve Plans in Santa Clara 2024.
- Guide to Christmas-Themed Activities in Santa Clara 2024.
- Santa Clara Thanksgiving 2024 Dining Round-up.
- Santa Clara's Classic Restaurants: Local Favorites You Can't Miss.
- Top 60 Things to Do in Santa Clara
- Yelp's Top 100 Restaurants 2025: The Good Salad in Santa Clara Ranks #8
- Support Women-Owned Businesses in Santa Clara for Women's History Month
- Women in Hospitality: Meet the Leaders Shaping Santa Clara's Hotel Industry
- "Inside the Mind of Chef Nelson Ramirez: Art, Innovation, and Bold Flavors at Santa Clara Marriott."

Email Marketing. In FY 2024/25, the DMO executed **48 targeted email campaigns**, reaching both our full subscriber base and key audience segments. These campaigns supported a range of strategic goals – from promoting monthly events and game-day guides to boosting blog engagement and generating ad sales for the upcoming Visitors Guide. We also delivered meeting planner outreach in coordination with our sales team, including pre-show campaigns tied to major tradeshow and industry events. Each email was designed to deliver relevant, timely content while reinforcing the DMO's voice across all touchpoints.

Social Media Influencer Engagement, Activations & Instagram Campaigns. The DMO continued to collaborate with high-profile Instagram influencers on campaigns to drive engagement, increase followers, and spotlight city experiences. Campaigns during FY 2024/25 expanded our reach, delivered measurable visibility for partners like the Santa Clara Marriott and Hyatt Regency, and helped us better evaluate which influencer partnerships hold long-term strategic value. These efforts are strengthening our ability to tap into niche audiences and amplify Santa Clara's presence in an authentic, targeted way.

DMO Influencer Event with the Hyatt Regency, Santa Clara. The DMO partnered with the Hyatt Regency Santa Clara to host an exclusive influencer event on September 6, 2024, aimed at promoting hotel stays and seasonal activations tied to the 49ers football season. The event drew 30 high-profile influencers and generated strong Instagram engagement. Influencer content expanded the reach of both the DMO and the Hyatt Regency, connecting with new and diverse audiences through authentic, varied storytelling (see Appendix item G6).

As previously noted, **ABC7 News** captured the event’s energy in a two-minute segment, spotlighting the Hyatt Regency and further elevating visibility for the property and the destination.

- **Influencer Impressions:** 206,092
- **Likes:** 10,411
- **Comments:** 995
- **Unique Feed Posts:** 25
- **Shares:** 2,867
- **Total Stories Posted:** 105

Influencer Activation: Driving Weekend Visibility & Hotel Stays. Recognizing the need to address weekend hotel compression, the DMO partnered with California’s Great America on a coordinated influencer campaign tied to the park’s opening day. In addition to supporting one influencer sourced by Six Flags, the DMO hand-selected and funded **five high-quality influencers** to promote weekend stays and elevate the destination’s profile. We invited all 11 SCTID partner hotels to participate, coordinating curated stays and providing each influencer with talking points to highlight hotel experiences while allowing full creative freedom in their park content.

Each influencer produced at least one Instagram Reel and five Stories, with campaign engagement exceeding industry benchmarks for their follower tier. The initiative successfully increased visibility for multiple hotel partners, California’s Great America, and Santa Clara as a weekend destination.

With an **average engagement rate of approximately 4%**, the campaign significantly outperformed the **industry benchmark of 0.86%** (50k–500k followers), demonstrating strong content relevance and audience alignment.

Estimated Instagram Story views totaled approximately 233,753, based on public data and adjusted projections – reinforcing the value of continuing influencer-driven marketing strategies in Santa Clara (see Appendix item G7).

Additional relevant influencer **Instagram analytics** are as follows:

- **Feed Posts:** 163,254+
- **Likes:** 5,508
- **Comments:** 351
- **Unique Feed Posts:** 9
- **Total Stories Posted:** 50
- **Shares from IG Feed:** 666+

Convention Center and Levy Marketing Memorandum of Understanding (MOU). The DMO fulfilled its MOU commitments for the fiscal year by providing targeted marketing support to both Levy and the Convention Center. All project management and deliverables were tracked through a dedicated MOU Project Log.

A sampling of initiatives includes the updated Levy Teaching Kitchen brochure, development of a branded newsletter template, Google Ads promoting Convention Center events, and the creation of Visiting Media 360° tours to support both the Convention Center and Levy sales teams. Both the Convention Center and Levy catering were also featured in the Santa Clara Visitors Guide, and the Convention Center was included in the DMO's Meetings & Conventions video—supporting visibility for both event and catering business opportunities.

Administration and Operations

The initiatives undertaken in FY 2024/25 reinforced our commitment to strong, effective administration while positioning the DMO for deeper collaboration and greater impact in the market. Throughout the year, we focused on strengthening our internal foundation—enhancing staffing, refining systems, and developing key partnerships to support our continued growth. As the organization evolves, we remain focused on building the operational infrastructure needed to support long-term success.

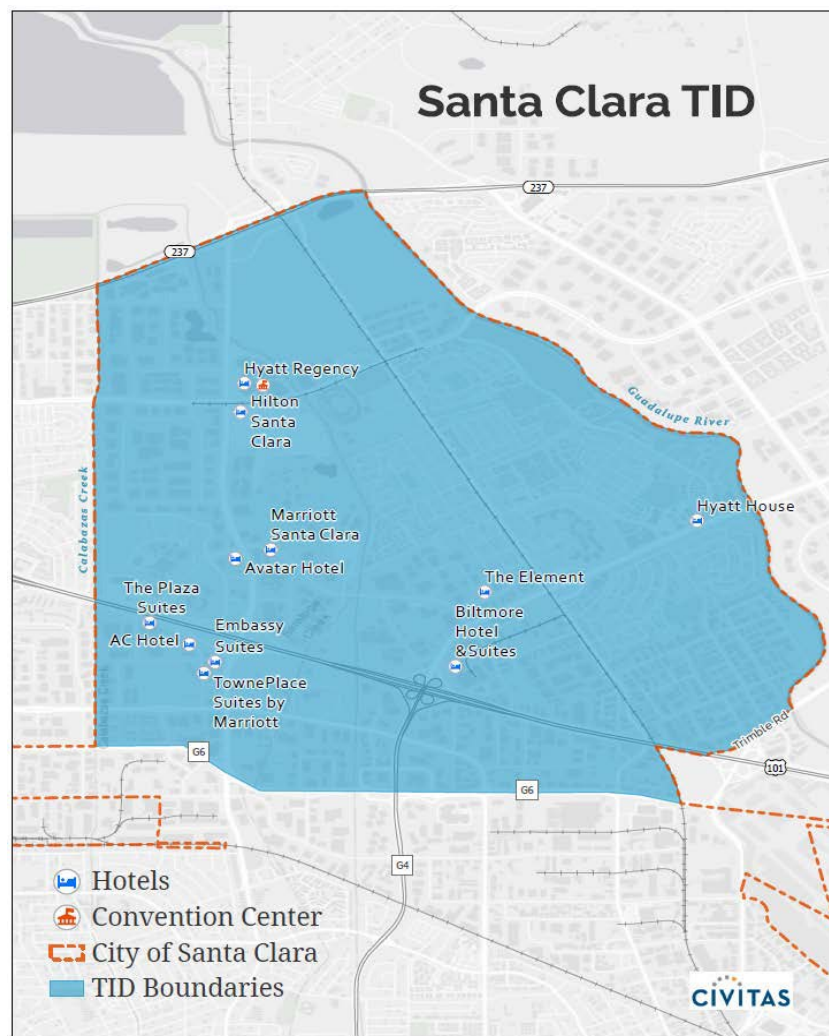
- **DMO Reports:** Completed and distributed the DMO's FY 2024/25 Q1 – Q3 Reports to the Board of Directors, SCTID partner hotel, and the City of Santa Clara.
- **Annual Report.** Completed the FY 2023/24 Annual Report, which was approved by the Board of Directors on August 10, 2024, and presented to the City Council – where it was approved as part of the Consent Calendar – at the September 19, 2024, meeting.
- **FY 2024/25 Budget.** Successfully concluded FY 2024/25 with a seamless soft close, expending 83% of the total \$3,052,730 budget, resulting in a projected expenditure of \$2,960,014 and a surplus of \$605,382.
- **FY 2024/25 Team Goals.** Role-specific goals were thoughtfully crafted and communicated to each team member, ensuring that everyone is aligned and focused on achieving a diverse set of sales, marketing, and administrative KPIs critical to our organization's success.
- **FY 2025/26 Operating Budget.** The FY 2025/26 Operating Budget was completed and presented to the Board of Directors, receiving approval on May 29, 2025.
- **Administrative Staffing.** To better support the ongoing needs of the DMO, the CEO – with approval from the Board of Directors on August 15, 2025 – elevated the open Administrative Services Manager role to a Director of Business Operations (DBO) position. A new DBO was hired and joined the team on January 21, 2025.
- **Bay Area Host Committee Partnership (BAHC).** The DMO has been working closely with the BAHC to finalize a proposed **Preferred Partnership Agreement**, with the goal of presenting for discussion and approval at the August 2025 Board Meeting. This partnership not only supports regional alignment for SBLX/FWC26 but also positions Santa Clara and the Bay Area to attract future high-profile sporting events.
- **Civitas Advisors Agreements.** Entered into two separate agreements with Civitas Advisors:
 - A 19-month agreement (May 2025–June 2026) to support the SCTID and Silicon Valley/Santa Clara DMO, Inc. (DMO) district renewal process.
 - A retainer agreement to provide ongoing advisory support across key initiatives, offering strategic insight and guidance as needed.

- Partnered with **Civitas Advisors** and conducted **training for the Board of Directors and SCTID Partner Hotels** to provide a foundational understanding of the DMO's Management District Plan. The training took place on the January 23, 2025, Board Meeting.
- Kicked off the SCTID/DMO **Renewal Process** with Civitas, implementing bi-weekly working meetings. Identified the **Steering Committee**, consisting of four SCTID hotel General Managers: Nany Fullmore from the Marriott, Erin Henry from the Hyatt Regency, Billy Mendoza Moreno from the Delta Hotel, and Jack Bloom from the Embassy Suites.
- **Facilitated Strategic Offsites and Team Training to Deepen Alignment and Communication.** In February 2025, we hosted a two-day Strategic Team Offsite focused on alignment, organizational focus, the upcoming budget season, and the concept of ruthless prioritization. We also held a one-day team training on The Enneagram to better understand individual communication styles, motivations, and how to work more effectively together. These sessions were designed to build trust, improve team dynamics, and enhance overall productivity.
- **Defined and Communicated Expanded Booking Scope for P3 Groups.** After aligning with the General Manager of the Convention Center, Levy, and the Assistant City Manager on the most effective approach, the DMO CEO developed a process memo outlining an expanded booking scope for the DMO sales team. This change allows the team to manage new Priority 3 (P3) groups generated through direct sales efforts and initiatives. The updated scope was approved by the Board of Directors at the January 23, 2025, meeting and has since been communicated to SCTID hotel partners, as well as the OVG and Levy teams.
- **Board Elections:** Held DMO Board of Directors elections on October 17, 2024, ensuring strong governance and leadership for the organization, with new members bringing fresh perspectives and expertise.
- **DMO Bylaws Review.** The DMO leadership team completed an initial review and draft of updated Bylaws to ensure they reflect the current needs of the organization. The next step is to review the draft with the Board of Directors' Bylaws Committee before seeking full Board approval.
- Amended, renewed, and executed new **DMO contracts**.

BOUNDARY

The Santa Clara Tourism Improvement District (SCTID) will encompass all lodging businesses with ten (10) or more rooms, both existing and future, which are available for public occupancy within a specified portion of the city of Santa Clara. The District's boundaries, as outlined on the accompanying map, currently include eleven (11) lodging businesses, which are detailed in the Appendix. There are no proposed changes to the SCTID boundaries.

In FY 2024/25, two new lodging businesses opened within the boundaries of the SCTID and are therefore subject to the SCTID assessment: **Placemkr Santa Clara** and **AVE Santa Clara**. While different from our existing 11 lodging businesses, these properties operate as apartment buildings that also offer a portion of their units to the public for short-term overnight stays. The City of Santa Clara formally notified management of their inclusion within the SCTID boundary and assessment on May 6,



ENHANCEMENTS, INITIATIVES, AND FUTURE FOCUS

In FY 2025/26, our work across Sales, Marketing, and Administration & Operations is united by a clear focus – driving measurable results for our SCTID hotels, partners, and the City. All departmental initiatives will be anchored in data-driven insights and ROI, ensuring our strategies are focused, measurable, and delivering maximum impact. In Sales, we’re leaning in with a sharper, more intentional approach to lead generation, conversion, and client engagement through targeted prospecting, high-impact tradeshows and sales trips, and even closer collaboration with our SCTID hotel partners. We will continue to drive weekday group bookings and intensify our focus on weekends, a critical need for our hotel partners. Marketing will continue to tell Santa Clara’s story in bold, creative ways, delivering high-visibility campaigns, compelling content, and the SBLX/FWC26 Activation Plan, all tracked and measured to understand reach, engagement, and return. Administration & Operations will strengthen the foundation that supports it all, from advancing financial policies and governance to preparing for our first audit and supporting the SCTID renewal process. Together, these priorities ensure we stay competitive, accountable, and ready to seize every opportunity ahead—because our success is built on working in lockstep with our partners and delivering real, lasting impact.

Convention Sales, Incentives and Services

- **Activate Next-Generation Sales Strategies.**

To strengthen our sales pipeline and accelerate conversion, we are taking a fresh, data-driven approach to engaging meeting planners across both local and national markets. Leveraging the Baronfeld prospecting list, we will move beyond simple outreach to fully targeted strategy – segmenting accounts, aligning with marketing on personalized nurture campaigns, and tracking every single interaction in our CRM. The goal is clear: convert qualified prospects into RFPs, site visits, and confirmed bookings that deliver measurable impact for our SCTID partner hotels and the City.

- **Baronfeld Prospecting List.** Transform the prospecting list into a targeted, actively engaged sales pipeline.
- **Account Segmentation.** Segment accounts by market and geography for strategically focused outreach and follow-up.
- **Nurture Campaigns.** Collaborate with marketing on tailored nurture campaigns, including targeted planner emails and relevant content.
- **Tracking Impact.** Ensure that every planner interaction is tracked in the CRM to measure engagement and conversion.
- **Closing the Planner Pipeline.** Drive qualified planners toward RFP submissions, site inspections, and bookings.

- **Strengthen Hotel Collaboration to Drive Group Occupancy.**

Collaborate with our SCTID hotel partners to fill key need periods – especially weekends – through targeted campaigns, unified messaging, creative booking incentives, and citywide concessions.

- **Target Need Periods.** Partner with SCTID hotels on coordinated sales and marketing initiatives targeting key need periods, especially weekends.
- **Group Campaigns.** Develop and launch compelling group campaigns with unified messaging and timing to drive interest and room nights primarily over need periods.
- **Booking Incentives.** Create creative booking incentives and compelling citywide concessions to increase destination competitiveness.
- **ROI Impact.** Measure campaign success through lead generation, conversion tracking, and ROI analysis.

- **Maximizing ROI Through Targeted Tradeshows, Sales Trips & Client Engagement.**

Every tradeshow, sales mission, and client activation must deliver tangible business results. The team will approach each opportunity with intentionality – targeting the right planners before the event, building meaningful in-person connections on-site, and following up with precision afterward to move leads through the pipeline. ROI tracking will be built into every effort to ensure these engagements drive qualified leads, RFPs, and confirmed bookings for our SCTID hotels.

- **Unified Engagement Strategy.** Sales and Marketing will continue to collaborate on a seamless, multi-channel engagement plan targeting planners and decision-makers at every stage—pre-event, on-site, and post-event to maximize visibility, interest, and conversion opportunities.
- **Strategic Client Connections.** The team will ensure prioritize targeted outreach before events to set qualified appointments and client entertainment opportunities. The intent is to build/deepen meaningful in-person connections that move prospects down the booking pipeline.
- **Leverage Partnerships.** Leverage and expand strategic alliances with peer DMOs (e.g., SF Travel, Visit San José, Visit California) and key preferred partnerships to increase Santa Clara’s visibility and influence in priority markets.
- **High-Impact Event Activations.** Continue to elevate our presence at tradeshows and industry events through compelling activations, elevated booth experiences, and destination storytelling that capture attention and drive meaningful engagement. This will include execution of planned specialty activations to build energy leading up to SBLX/FWC26.
- **Optimized Post-Event Follow-Up.** Continue to refine and strengthen post-event follow-up to capitalize on all qualified contacts, nurture relationships, and convert opportunities into confirmed business.
- **ROI Impact.** Track and report event-driven leads, RFPs, and confirmed bookings to SCTID hotel partners to demonstrate ROI.

- **Support SBLX/FWC26 Activation Plan.**

Partner with Marketing to support the execution of the DMO's SBLX/FWC26 Activation Plan, including playing a key role in delivering a highly impactful Media & Meeting Planner FAM Trip. Ensure the experience showcases Santa Clara's SCTID hotels, partners, City venues, and the destination in a way that inspires future bookings, strengthens planner relationships, and maximizes exposure tied to these global events.

Marketing & Communications

- **Drive Impact Through Strategic Marketing Agency of Record (AOR) Partnership.**

Advance Current Projects.

Partner with AOR, Madden Media, on the execution of our project plan, ensuring all campaigns are delivered on time, on brand, and with measurable results. Specific focus items will be;

- Strategic **Media Buys** and creative production.
- **PR messaging content development & outreach**, ensuring alignment with our brand narrative to strengthen visibility media engagement.
- Production and rollout of a high-impact **Meetings & Conventions Video** to position Santa Clara as a premier group and convention destination.

Deliver the SBLX/FWC26 Activation Plan:

Execute the DMO's SBLX/FWC26 Activation Plan through high-impact campaigns, destination storytelling, PR initiatives, and targeted meeting planner activations. All efforts will be tracked for reach, engagement, and ROI to maximize exposure, generate bookings for SCTID hotels and partners, and build lasting destination awareness.

Key deliverables include:

- Creation and distribution of the **Ultimate Sports Playbook** showcasing Santa Clara's offerings to visitors.
- A **Media and Meeting Planner FAM Trip** designed to immerse attendees in the destination and inspire future bookings.
- **Immersive Tradeshow Activations** to build excitement and awareness for Santa Clara's role in hosting SBLX/FWC26, engaging meeting planners, media, and partners with targeted messaging that showcases the city's unique capabilities and offerings.

- **Elevate Destination Campaigns & Media Initiatives to Drive Exposure and SCTID Hotel Room Nights.**

Oversee high-profile destination marketing partnerships, including:

- Our **"Always On" Expedia Campaign** strategically targeting critically needed weekend travel to drive measurable hotel bookings for our SCTID hotel partners.
- **CBS's San Francisco 49ers Experience.** Maximize CBS partnership through integrated broadcast segments, contest promotions, and brand placements tied to the *San Francisco 49ers Experience*.

- Maximizing ROI from the New Discover Santa Clara® Website.**
 The new Discover Santa Clara® website is a high-impact marketing and sales platform built to deliver measurable results. We'll track KPIs like traffic, referrals, leads, and RFP submissions – using new tools like the Website Impact Calculator and Tourism Economics. The site will be continuously optimized for user experience and fully integrated into sales, promotions, and lead generation efforts to drive results for SCTID hotels and partners.
- Grow Owned Channels with Purpose-Driven Content.**
 We will continue to expand the DMO's reach across **LinkedIn, Facebook, Instagram, TikTok, and our email database**, using a mix of organic content, paid promotion, and influencer partnerships. Channel growth will be tied to measurable outcomes, including increased website traffic, partner referrals, and lead generation for our SCTID partner hotels. By building targeted audiences, we strengthen our ability to drive group and leisure business while elevating Santa Clara's visibility in key markets.
- Create High-Impact, SEO-Driven Content.**
 Our content strategy will deliver consistent, high-quality storytelling across **social media, blogs, and email**, with an emphasis on SEO performance and partner value. Every piece will align with campaign priorities, highlight SCTID partner hotels, and support conversion – whether a group booking, weekend stay, or a meeting planner inquiry. This includes producing fresh content, optimizing existing assets, and ensuring all materials are search-ready to maximize discoverability and ROI.
- Support Sales and SCTID Hotel Partners.**
 We will deliver at least one **high-impact partner campaign** per quarter—such as influencer activations, coordinated content pushes, or thematic series like the Chef Series – designed to position Santa Clara as a leading meetings and conventions destination. Additionally, in partnership with the sales team, we'll launch quarterly marketing initiatives and **lead-nurture campaigns** to move prospects down the funnel, with a focus on increasing conversion for both meeting planners and leisure guests.

Administration and Operations

- Updating DMO Bylaws to Support Strategic Growth.**
 The DMO's bylaws serve as the governing framework for how our organization operates – outlining board structure, decision-making processes, and key responsibilities. Our current bylaws have not been updated since they were first created, and ensuring they remain relevant is essential. Keeping them current allows us to reflect the organization's strategic direction, operational realities, and evolving needs. By revising them thoughtfully, we strengthen our ability to make timely and effective decisions, maintain transparency, better serve our stakeholders, and remain agile in a competitive and rapidly changing marketplace.

- **SCTID & DMO Renewal Process.**

Partner with Civitas Advisors, the SCTID Steering Committee and the City of Santa Clara on the renewal of the SCTID and the Silicon Valley/Santa Clara DMO, Inc. With the current district set to expire June 30, 2026, this renewal is essential to sustaining the dedicated funding that drives our sales, marketing, and convention development programs. The process will encompass stakeholder engagement, consensus-building, policy refinement, and navigation of City approvals to ensure a smooth, successful renewal. This work is a critical investment in the future of Santa Clara’s tourism economy, ensuring we remain well-positioned to compete for high-value group, convention, and leisure business that benefits our SCTID hotels, partner venues, and the city at large.

- **Strengthening Financial Policies & Procedures.**

We will continue to fortify the DMO’s financial framework to ensure transparency, accountability, and operational excellence. This work includes formalizing policies and procedures across all key areas – accounts receivable and payable, procurement, signing authority, fund management, and internal controls – supported by detailed fiscal SOPs. These enhancements will standardize how we manage public and private funds, safeguard assets, and uphold the highest standards of financial stewardship to support the DMO’s mission and long-term sustainability.

- **Preparing for the DMO’s First Audit.**

In FY 2025/26, we will lay the groundwork for the DMO’s first formal financial audit – an important milestone in our commitment to transparency and accountability. Working with the Board’s Audit Committee, we will identify and engage a City-approved auditor and finalize the audit agreement. Once the scope is defined, our team will partner with Krisch Accounting to ensure all files and financial records are fully audit-ready.

- **Leverage Insights & Performance Reporting.**

With new advanced analytics tools—including our AOR’s proprietary data platform, Tourism Economics Symphony, and the Website Impact Calculator – we are implementing a stronger, more data-driven approach to measurement and reporting. These tools will allow the team to develop and deliver quarterly reports with key insights and actionable recommendations, helping to guide internal strategies, improve partner communications, and ensure our organizational investments deliver measurable returns.

- **Explore and Integrate Vital Systems to Empower and Elevate Our DMO.**

To drive greater efficiency and precision in our operations, we will explore and integrate key financial, expense management, and administrative systems. These systems will streamline processes, enhance record-keeping, and provide the foundation for more strategic decision-making. By adopting these vital tools, we will empower our team to focus on impactful work, reduce operational friction, and ensure the long-term sustainability of our DMO.

- **Driving Impact Through Board Development.**

A strong, well-equipped Board of Directors is essential to the DMO's long-term success. We are committed to ensuring our board composition reflects diverse experience, insight, and perspectives that can help drive the organization toward its goals.

This includes identifying and providing targeted resources, training, and thought leadership to enhance the board's effectiveness and strategic capacity. By investing in their development, we ensure our directors are well-prepared to guide the DMO's mission, support sustainable growth, and navigate an increasingly competitive and dynamic market environment.

Contingency

The budget shall continue to include a contingency line item to account for uncollected assessments, if any. If there are contingency funds collected, they may continue to be held in a reserve fund or utilized for other program, administration, or renewal costs at the discretion of the DMO Board. Policies relating to contributions to the reserve fund, the target amount of the reserve fund, and expenditure of monies from the reserve fund shall be set by the DMO Board. Contingency/reserve funds may be spent on District programs or administrative and renewal costs in such proportions as determined by the DMO Board. The reserve fund may be used for the costs of renewing the SCTID.

City Administration Fee

The City of Santa Clara shall continue to be paid a fee equal to 2% of the amount of assessment collected to cover its costs of collection and administration which may include but are not limited to staffing costs, legal services, and operational costs for rent, telephone, supplies, postage, and other general office expenses.

FY 2024/25 FINANCIALS

Final FY 2024/25 SCTID assessments closed at \$3,416,909, exceeding the \$3.2M forecast by 6.8% and the original \$2.6M budget by 31.4%. For our 11 SCTID hotel partners, the primary objective remains restoring occupancy (OCC) and average daily rate (ADR) to pre-pandemic 2019 levels and driving revenue per available room (RevPAR) share growth currently through group production. While current occupancy continues to trail peak performance by an estimated 10–14% on average, hotels have made impressive progress in recovering ADR to levels comparable with 2019. This ADR recovery is fueling RevPAR growth and contributing positively to DMO assessments.

As the DMO continues to evolve, our focus remains on securing large groups with Convention Center needs paired with substantial hotel room blocks, as well as high-value self-contained business. In FY 2025/26, a major priority will be building both group and transient demand over weekends (Friday–Sunday), a critical need period for our hotels.

We will continue to target sports and affinity group segments, which traditionally book over weekends, while also launching – for the first time – an “Always-On” Expedia campaign promoting Weekends in Santa Clara. This initiative is designed to increase occupancy share for SCTID hotels and strengthen weekend performance across the destination.

As of June 30, 2025, the DMO expended 82% of the Operating Budget, leaving a balance of \$547,711. While the original FY 2024/25 plan anticipated full budget utilization to support the execution of our comprehensive sales and marketing strategies, several key staffing challenges impacted overall expenditures. The FY 2024/25 financials have not yet been formally closed, so these figures remain preliminary and are subject to change.

Due to staggered hiring throughout the year and a vacancy in the Director of Business Operations role for over seven months, the DMO expended only 76% of its total personnel budget.

Additionally, while Convention Sales expended only 66% of its budget, those funds were used strategically to maximize impact. The sales team remained highly active – attending more than 25 tradeshows and hosting multiple client events – while focusing resources on initiatives that delivered the greatest value. This disciplined approach, combined with targeted investments in key sales and marketing priorities, reinforced our business foundation, and allowed us to invest in essential tools and programs that will accelerate progress in the years ahead.

Marketing exceeded its budget by \$112,114 due to unplanned investments in the CBS campaign and initial onboarding costs for our new Agency of Record, which were not included in the originally adopted FY 2024/25 Budget.

Income	Budget	Actuals
SCTID Assessment	\$2,600,000	\$3,416,909
Interest	\$0	\$160,000
Other Revenue	\$66,000	\$66,000

FY 2024/25 Expenditures	Budget	Actuals	Balance
CONVENTION SALES, INCENTIVES & SERVICES	\$1,711,115	\$1,127,961	\$583,154
MARKETING & COMMUNICATIONS	\$864,246	\$976,360	(\$112,114)
ADMINISTRATION	\$860,035	\$803,928	\$56,107
CONTINGENCY	\$78,000	\$0	\$78,000
CITY ADMINISTRATION FEE	\$52,000	\$51,765	\$235
TOTALS	\$3,565,396	\$2,960,014	\$605,382

In FY 2024/25, the DMO earned interest revenue on SCTID assessment funds held with the City of Santa Clara, which serves as our fiscal sponsor. This revenue stream is new and had not been realized in prior years. Based on our year-end forecast, we expect to earn \$160,000 in interest revenue, with \$85,485 collected as of Q3 (March 2025).

An additional Reserve Fund, established in FY 2021/22 for large-scale unexpected expenses or emergencies requiring Board of Directors approval, remained untouched this fiscal year.

FY 2024/25 Expenditures	Budget	Actuals	Balance
RESERVE FUND	\$1,426,158	\$0	\$1,426,158

The detailed FY 2024/25 Financial Report is included as Appendix A.

KEY PERFORMANCE INDICATORS (KPIs)

While the DMO did not meet its established KPIs for FY 2024/25, we booked more groups than in the prior fiscal year—a clear reflection of the strength of our outbound sales efforts. No P1s were consumed during the year; however, we consumed three P2s against a goal of four. For future years, we secured two P1 bookings—meeting 100% of our goal—and three P2 bookings, achieving 75% of that target. These future bookings are primarily weekend programs, which typically generate smaller hotel room blocks, and Convention Center spend. However, weekends remain a critical need period for our SCTID partner hotels, making these wins an important step in strengthening the city’s future group business pipeline.

Historically, large P1 and P2 groups have struggled to meet the Convention Center’s building spend and room night commitments outlined in the Booking Policy. In March 2023, the Board of Directors approved a revised policy lowering required thresholds in an effort to be more competitive. While we are now seeing growth in P1 and P2 leads through our Cvent portal, meeting peak room and building spend requirements remains challenging—particularly given that our rental pricing and F&B minimums continue to skew higher than many local competitors.

Additionally, expectations for P1 and P2 bookings are not currently grounded in historical performance data or a defined methodology tied to achieving an agreed-upon optimal building occupancy or market mix for the Convention Center. Limited data further complicates the ability to set concrete group booking goals, and a mutually agreed methodology for establishing KPIs has yet to be finalized between OVG, Levy, the DMO, and the City. Moving forward, this will remain a priority to ensure expectations and goals are realistic, aligned, and positioned to deliver results that are both meaningful and measurable for all parties.

Looking ahead, KPIs for FY 2025/26 are set, with ambitious targets for P1 and P2 groups and, for the first time, the inclusion of P3 groups in both consumption and future booking goals. Following Board approval in October 2024, the DMO now manages P3 groups generated through direct sales outreach as well as those received via our Cvent portal. For FY 2025/26, our goal is to consume eight P3 groups and book twelve for future years.

The DMO team is fully committed to leveraging current strategies, deepening account development, and pursuing these elevated goals with focus and determination.

While the group landscape is beginning to rebound post-COVID, competition – particularly from Bay Area and other California destinations – remains fierce. Moving forward, we will continue collaborating closely with our SCTID partner hotels, OVG, Levy, and the City to refine goal setting, evolve the Booking Policy, and strengthen our competitive positioning and packaging offers. Our focus will be on attracting and converting large, high-value groups that generate room night demand for partner hotels both within and beyond the Convention Center perimeter, while also driving essential revenue for OVG and Levy and delivering strong economic impact for the City. The DMO will maintain its primary focus on generating room nights for our SCTID partner hotels, which also directly supports the City through lucrative Transient Occupancy Tax (TOT) revenue, currently at 13.5%.

Silicon Valley/Santa Clara DMO Inc.			
Performance Measures			
	2024/25 Target	2024/25 Actuals	2025/26 Target
1. Event Mix (Consumed)			
Percent of P1 Events	1.0%	0%	1.0%
Number of P1 Events	2	0	2
Percent of P2 Events	2.0%	1.5%	4.0%
Number of P2 Events	4	3	6
Percent of P3 Events			4.6%
Number of P3 Events			8
2. Number of Definite Events Booked (booked in the year for future years)			
Number of P1 Events	2	1	2
Number of P2 Events	4	3	7
Number of P3 Events			12
3. Convention Center Gross Revenue (P1, P2 & P3)	\$1,900,000	\$478,761	\$3,500,000
4. Number of Room Nights Booked (for future years)	6,197	3,165	9,569
5. Number of Room Nights Consumed	4,506	2,714	7,881
6. Number of Weeks Impacted (Consumed)	2	3	2
7. Customer Service Survey Results (overall satisfaction)	85%		85%
8. Number of Prospects (active) (non-cumulative P1, P2 & P3)	140	24	36
9. Economic Impact (Consumed P1, P2 & P3)	\$5,491,154	\$2,582,600	\$6,425,523

KPI Summary

1. **Event Mix.** This KPI targets the optimal mix of convention and meeting types (P1–P5) to deliver the strongest financial and economic outcomes for the City, with an emphasis on event quality over sheer volume.
For FY 2025/26, the DMO will increase the number of P2 groups to be actualized within the fiscal year from four to six and add eight P3 groups to the goal, while the number of consumed P1 groups will remain at two. For future-year bookings made within FY 2025/26, P1 groups will remain flat year-over-year at two, P2 groups will increase from four to seven, and 12 P3 groups will be added to the KPIs for the new fiscal year.
2. **Definite Events Booked.** A “definite” event is a future event confirmed with a signed, executed Convention Center contract and at least one SCTID lodging partner. The DMO’s goal for FY 2024/25 was two P1 groups and four P2 groups. We achieved 100% of our P1 goal and 75% of our P2 goal, reflecting solid momentum generated by our sales outreach efforts.
3. **Convention Center Gross Revenue.** The Convention Center’s gross revenue is forecasted at \$16,958,765, with three P2 events booked by the DMO contributing \$478,761, or 2.8% of the total. Please note that the final gross revenue figure has not yet been finalized and is subject to change.
4. **Room Nights Booked.** For future years, we achieved 63% of our booking goal, securing 3,915 room nights toward a target of 6,197. Some of the groups booked in FY 2024/25 for future years are weekend leisure groups, which typically generate lower peak room night demand than weekday corporate business. That said, weekends remain a critical need period for our SCTID partner hotels. Moving forward, we will continue to focus on building both weekday and weekend business to strengthen overall performance.
5. **Room Nights Consumed.** We achieved 60% of the hotel room night goal – 2,714 room nights for FY 2024/25, falling short of the target of 4,506 room nights. This was primarily due to three P2 groups that booked and consumed within the same fiscal year – each of which were weekend programs with lower room night commitments, making it more challenging to meet the annual goal.
6. **Number of Weeks Impacted.** This KPI reports the number of weeks throughout the year where a P1/P2 event or a combination of events positively impacted Santa Clara’s economy and was above the 700 peak room nights threshold per day for two or more days. In FY 2024/25, there were 3 weeks impacted to a goal of 2-weeks (150%) with three P2 groups that consumed in the year.
7. **Customer Service Survey Results.** The DMO’s score for P1 and P2 events—reflecting meeting planner satisfaction with the sales team experience—directly supports the overall 85% satisfaction goal. The City terminated its agreement with the third-party customer survey consultant in May 2024 therefore there are no results to report for FY 2024/25. The development of an updated customer survey is on hold.

8. **Prospects.** We continued our partnership with Baronfeld Consulting Group to strengthen sales prospecting and refine our pipeline. Their focus has included requalifying dormant and inactive accounts, expanding our contact database, supporting tradeshow appointment scheduling, refining prospect lists, and identifying qualified group opportunities—ultimately helping the sales teamwork from a cleaner, more strategic pipeline.

While the original FY 2024/25 goal called for 140 active prospects, we found this number to be unrealistic. Instead, the team focused on cleaning up account statuses within the CRM, resulting in a smaller but far more accurate and qualified prospect list. By year-end, the team was actively working 24 prospects. Looking ahead, the goal is to continue growing this number thoughtfully, prioritizing quality and strategic alignment over volume alone.

9. **Economic Impact.** The total economic impact of Convention Center events for the fiscal year was \$42,890,666. Of this, \$2,582,600 came from the three P2 events booked by the DMO that consumed during the year—representing 47% of the \$5,491,164 KPI goal and accounting for 6% of the Convention Center’s total economic impact. Please note that the final gross revenue figure has not yet been finalized and is subject to change.

COST

In FY 2024/25, the DMO made significant strides across sales, marketing, and operations. With a fully deployed sales team for the first time, we drove proactive prospecting, participated in 25 high-profile tradeshows, and hosted client events that created meaningful in-person connections with key customers. On the marketing side, we launched the new Santa Clara Visitors Guide and website and developed a robust library of branded photography and video, including a dynamic sizzle reel showcasing the City. We also strengthened our administrative and operational foundation, ensuring the systems, processes, and partnerships are in place to support continued growth. These efforts position us to build on this momentum in FY 2025/26.

Santa Clara enters FY 2025/26 with strong tailwinds and unique opportunities to grow its visitor economy. Group and convention business continues to rebound, fueled by the return of large-scale corporate and association events, the steady momentum of sports tourism, and the city’s expanding profile as a host destination. Corporate transient travel is showing modest gains, with a healthy mix of regional, national, and select international business travel feeding demand. While leisure travel is influenced by economic pressures and shorter booking windows, Santa Clara’s blend of attractions, events, and premium hotel offerings positions the city to capture higher-value visitors across all segments.

Looking ahead, the city’s outlook is further elevated by major global events on the horizon – SBLX/FWC26 – anchored at Levi’s® Stadium. These events, along with Santa Clara’s strong partnerships, infrastructure, and enhanced marketing and sales capabilities, are set to deliver both short and long-term awareness.

These factors make Santa Clara well-positioned to drive increased room nights, elevate visitor spending, and strengthen its standing as a premier destination for meetings, conventions, and leisure travel.

While we only expended 83% of our adopted budget, we successfully executed comprehensive sales and marketing strategies that strengthened the DMO's business operations foundation.

Unused funds were primarily the result of not filling a budgeted position and staggered hiring of four team members, which limited our ability to fully implement all planned initiatives. Convention Sales came in \$583,154 under budget, yet the team strategically prioritized and delivered high-impact sales efforts that position us for accelerated progress in the year ahead. Marketing expenditures exceeded budget by \$112,114 due to unplanned but high-value advertising opportunities with CBS and costs tied to onboarding our new Agency of Record, Madden Media.

The groundwork laid in FY 2024/25 has set the stage for continued success and measurable ROI in FY 2025/26, as well as positioning the DMO to fully capitalize on the opportunities presented by hosting SBLX/FWC26.

The DMO's adopted FY 2025/26 budget reflects a 14% increase compared to the adopted FY 2024/25 budget, with strategically allocated spending to guide the DMO toward sustained growth and success.

The full FY 2025/26 Adopted Operating Budget is included as Appendix B.

BUDGETED COST BY PROGRAM	FY 2025/26 Adopted	% of Budget
CONVENTION SALES, INCENTIVES & SERVICES	\$1,668,849	41.2%
MARKETING & COMMUNICATIONS	\$1,147,676	28.4%
ADMINISTRATION	\$1,056,387	26.1%
CONTINGENCY	\$105,000	2.6%
CITY ADMINISTRATION FEE	\$70,000	1.7%
TOTAL OPERATING BUDGET	\$4,047,912	100%

FY 2025/26 Projections

The cost of implementing improvements and initiatives in FY 2025/26 is aligned with the Plan.

The overall budget has increased, driven by a fully staffed team, continued aggressive sales outreach and account penetration to drive group bookings, execution of major projects in collaboration with our Agency of Record – including the SBLX/FWC26 Activation Plan – and investment in advanced data capture tools to better measure the ROI of our sales and marketing efforts.

In addition, the SCTID and Silicon Valley/Santa Clara DMO, Inc. renewal process is underway, bringing related costs into the FY 2025/26 budget. Every effort is strategically focused on capitalizing on business opportunities for our SCTID hotels, partner venues, and the city of Santa Clara as a whole.

The total Operating Budget for FY 2025/26 is \$4,047,912. This includes an estimated \$3,500,000 in SCTID collections for the fiscal year, \$481,912 in carry-over funds from FY 2024/25 and prior years, and \$66,000 in other revenue.

In past years, the DMO has maintained a marketing Memorandum of Understanding (MOU) with both OVG and Levy to support specific marketing projects for these partners during the fiscal year. While the \$66,000 allocation is currently reflected in the FY 2025/26 Adopted Budget, the status of the MOU for the upcoming year is still pending, as all parties consider options moving forward. The DMO will update the documentation and communicate any changes to the Board and City once a final decision has been reached.

The categorical breakdown is outlined below, with all budget category allocations of estimated SCTID revenue for FY 2025/26 remaining within the authorized twenty percent (20%) adjustment from the prior year's allocations.

Category	% of Budget	FY 2025/26 Assessment Estimate	YOY Percentage % Change from FY 2024/25	Other Revenue	Carryover	FY 2025/26 Operating Budget
CONVENTION SALES, INCENTIVES & SERVICES	41.2%	\$1,442,000	-14.2%	\$0	\$226,849	\$1,668,849
MARKETING & COMMUNICATIONS	28.4%	\$994,000	17.4%	\$66,000	\$87,676	\$1,147,676
ADMINISTRATION	26.1%	\$913,500	8.3%	\$0	\$142,887	\$1,056,387
CONTINGENCY	2.6%	\$91,000	18.2%	\$0	\$14,000	105,000
CITY ADMINISTRATION FEE	1.7%	\$59,500	13.3%	\$0	\$10,500	70,000
TOTALS	100%	\$3,500,000		\$66,000	\$481,912	\$4,047,912

ASSESSMENT

The assessment rate for the initial year FY 2021/22, was one and one-half percent (1.5%) on gross short-term (30 days or less) room rentals (10 rooms or more).

In compliance with the Plan, the DMO's Board of Directors approved an increase of one-half percent (0.50%) for FY 2022/23 increasing the annual assessment rate to the maximum of two percent (2.0%) on gross short-term room rentals. Based on the benefit received, assessments will not be collected on stays by any officer or employee of a foreign government who is exempt by reason of express provision of Federal law or international treaty. Additionally, assessments will not be collected on stays by any Federal or State of California officer or employee on official business who shall provide one of the following; a warrant or check drawn on the Treasury of the United States; a copy of the official travel orders indicating the issuing governmental agency and the employee's full name; or, a copy of a letter on the official letterhead of an exempt governmental agency requesting exemption and listing the employee's name and stating that the stay is for official government business. The dates of occupancy must also be included.

The term "gross room rental revenue" as used herein means: the consideration received, whether or not actually charged by the lodging business, for the occupancy of space in a lodging business valued in money, whether said gross room rental revenue is received in money, goods, labor, or otherwise, including all receipts, cash, credits, and property and services of any kind or nature.

A lodging business may provide complimentary non-assessable rooms for employee use; guest satisfaction or charitable purposes (by a qualified 501(c)(3) charity) and a lodging business shall detail all complimentary non-assessable rooms in its regular reporting.

Failure to accurately report complimentary rooms shall result in assessment of the rooms in question. Gross room rental revenue shall not include any federal, state, or local taxes collected, including but not limited to transient occupancy taxes. The assessment is levied upon and a direct obligation of the assessed lodging business.

However, the assessed lodging business may, at its discretion, pass the assessment on to transients. The amount of assessment, if passed on to each transient, shall be disclosed in advance and separately stated from the amount of rent charged and any other applicable taxes, and each transient shall receive a receipt for payment from the business. If the SCTID assessment is identified separately it shall be disclosed as the "SCTID Assessment." As an alternative, the disclosure may include the amount of the SCTID assessment and the amount of the assessment imposed pursuant to the California Tourism Marketing Act, Government Code §13995 et seq. and shall be disclosed as the "Tourism Assessment." The assessment is imposed solely upon and is the sole obligation of the assessed lodging business even if it is passed on to transients.

The assessment shall not be considered revenue for any purpose, including calculation of transient occupancy taxes. Bonds or any debt obligation shall not be issued.

Time and Manner for Collecting Assessments

The City will continue to be responsible for collecting the assessment on a quarterly basis or at the close of any shorter reporting period as established by the Director of Finance (including any delinquencies, penalties, and interest) from each assessed lodging business. The City shall make all reasonable efforts to collect the assessments from each assessed lodging business. The City shall forward the assessments collected to the Owners' Association. For FY 2025/26, the City will collect assessments on a monthly vs. quarterly basis.

Penalties and Interest

The SCTID shall reimburse the City of Santa Clara for any costs associated with collecting unpaid assessments. If sums in excess of the delinquent SCTID assessment are sought to be recovered in the same collection action by the City, the SCTID shall bear its pro rata share of such collection costs. Assessed businesses which are delinquent in paying the assessment shall be responsible for paying:

1. **Delinquency Interest.**
Any lodging business that fails to remit any assessment imposed within the time required shall pay interest as described in subparagraph three below.
2. **Penalty for Willful Noncompliance or Repeated Delinquencies.**
If the City determines that the nonpayment of any remittance due is due to willful noncompliance or repeated delinquencies, a penalty of twenty-five percent (25%) of the amount of the assessment shall be added thereto in addition to the interest as required by subparagraph three below.
3. **Calculation of Interest.**
In addition to the penalties imposed, any lodging business that fails to remit any assessment imposed shall pay interest at the rate of the United States government T-Bills sold at the latest sale prior to the date of the delinquency plus three percent (3%) prorated per month or fraction thereof on the amount of the assessment, exclusive of penalties, from the date on which the remittance first became delinquent until paid.
4. **Penalties and Interest Merged with Assessment**
Except for the purpose of calculation of interest and penalties, every penalty imposed and such interest as accrues under the provisions of this section shall become a part of the assessment herein.

SURPLUS AND OTHER FUNDING

Surplus / Deficit

The surplus includes SCTID collections that have been carried over from previous years. The total amount of funds to be carried over is estimated at \$5,142,983. \$226,849 is allocated to Convention Sales, Incentives & Services, \$87,676 is allocated to Marketing & Communications, and \$142,887 is allocated to Administration for FY 2025/26. Of the remaining funds, \$1,619,165 will be placed into a Reserve Fund leaving a balance of \$3,066,406 in unallocated funds.

Category	Carryover
Convention, Incentives & Services	\$226,849
Marketing & Communications	\$87,676
Administration	\$142,887
Reserve Fund	\$1,619,165
Unallocated	\$3,066,406
TOTAL	\$5,142,983

Other Funding

As noted earlier in the report, in past years the DMO has received \$66,000 in marketing support through a marketing MOU with OVG and Levy Restaurants – \$36,000 from OVG, the company appointed by the City of Santa Clara to manage the Convention Center, and \$30,000 from Levy Restaurants, the contracted food and beverage provider for groups and events at the Convention Center. For FY 2025/26, the status of the MOU is pending, as all parties consider options moving forward. The DMO will update the documentation and communicate any changes to the Board and City once a final decision has been reached.

In FY 2024/25, the DMO also began collecting interest revenue on our assessment fund account held with the City, our fiscal sponsor. Interest revenue is forecasted at \$160,000, which may change once final Q4 assessment revenue is collected.

Appendix A – FY 2024/25 Financial Report

Silicon Valley/Santa Clara DMO, Inc. FY 2024/25 YEAR-TO DATE (YTD) SUMMARY BY PROGRAM JUNE 2025						
Budget Item	FY 24/25	YTD Budget	YTD Actual	Variance	Expended	
					YTD	Annual
CONVENTION SALES, INCENTIVES & SERVICES						
51000 Personnel	\$ 823,788.00	\$ 823,788.00	\$ 637,781.43	\$ 186,006.57	77%	77%
51100 Salary	\$ 560,500.00	\$ 560,500.00	\$ 472,043.88	\$ 88,456.12	84%	84%
51600 Incentives	\$ 117,200.00	\$ 117,200.00	\$ 97,347.79	\$ 19,852.21	83%	83%
51300 Benefits	\$ 93,114.00	\$ 93,114.00	\$ 28,350.98	\$ 64,763.02	30%	30%
51310 Health	\$ 76,830.00	\$ 76,830.00	\$ 8,052.58	\$ 68,777.42	10%	10%
51400 401K Fee	\$ 16,284.00	\$ 16,284.00	\$ 20,298.40	\$ (4,014.40)	125%	125%
51200 Payroll Taxes	\$ 48,054.00	\$ 48,054.00	\$ 38,078.78	\$ 9,975.22	79%	79%
51710 Other-Cell Phone Stipend	\$ 1,920.00	\$ 1,920.00	\$ 1,960.00	\$ (40.00)	102%	102%
51722 Other-relocation	\$ 3,000.00	\$ 3,000.00	\$ -	\$ 3,000.00	0%	0%
Convention Sales, Incentives & Services Expenses	\$ 887,327.00	\$ 887,327.00	\$ 490,179.87	\$ 397,147.13	55%	55%
Contract Services	\$ 57,600.00	\$ 57,600.00	\$ 61,340.00	\$ (3,740.00)	106%	106%
54460 Baronfeld Consulting, LLC.	\$ 57,600.00	\$ 57,600.00	\$ 61,340.00	\$ (3,740.00)	106%	106%
Memberships	\$ 48,993.00	\$ 48,993.00	\$ 31,560.20	\$ 17,432.80	64%	64%
55120 PCMA	\$ 2,080.00	\$ 2,080.00	\$ 2,499.98	\$ (419.98)	120%	120%
55130 MPI ACE/WEC	\$ 5,000.00	\$ 5,000.00	\$ 1,000.00	\$ 4,000.00	20%	20%
55140 CALSAE	\$ 800.00	\$ 800.00	\$ 664.00	\$ 136.00	83%	83%
55150 California Travel Association	\$ 2,153.00	\$ 2,153.00	\$ 1,063.74	\$ 1,089.26	49%	49%
55155 Sales & Marketing Executives International	\$ 800.00	\$ 800.00	\$ -	\$ 800.00	0%	0%
55160 San Francisco Travel Association	\$ 5,250.00	\$ 5,250.00	\$ 3,750.00	\$ 1,500.00	71%	71%
55165 SITE Global	\$ 500.00	\$ 500.00	\$ -	\$ 500.00	0%	0%
55166 Association Forum	\$ 410.00	\$ 410.00	\$ 195.00	\$ 215.00	48%	48%
55167 U.S. Travel Board Membership	\$ 32,000.00	\$ 32,000.00	\$ 22,187.48	\$ 9,812.52	69%	69%
55168 WISE	\$ -	\$ -	\$ 200.00	\$ (200.00)	0%	0%
Subscription Services	\$ 103,138.00	\$ 103,138.00	\$ 116,763.31	\$ (13,625.31)	113%	113%
55212 Knowland	\$ 15,228.00	\$ 15,228.00	\$ 11,430.00	\$ 3,798.00	75%	75%
55220 CVENT	\$ 35,320.00	\$ 35,320.00	\$ 44,735.00	\$ (9,415.00)	127%	127%
55221 Tourism Economics Lodging Report	\$ -	\$ -	\$ 10,000.00	\$ (10,000.00)	10000%	10000%
55250 Conference Direct	\$ 24,900.00	\$ 24,900.00	\$ 22,458.32	\$ 2,441.68	90%	90%
55260 HelmsBriscoe	\$ 11,000.00	\$ 11,000.00	\$ 7,333.36	\$ 3,666.64	67%	67%
55270 Zoominfo	\$ 13,890.00	\$ 13,890.00	\$ 10,995.00	\$ 2,895.00	79%	79%
55280 BOX	\$ 2,800.00	\$ 2,800.00	\$ 2,539.63	\$ 260.37	91%	91%
55295 Visiting Media	\$ -	\$ -	\$ 7,272.00	\$ (7,272.00)	0%	0%
56400 Business Development	\$ 250,000.00	\$ 250,000.00	\$ 5,550.00	\$ 244,450.00	2%	2%

Silicon Valley/Santa Clara DMO, Inc.						
FY 2024/25 YEAR-TO DATE (YTD) SUMMARY BY PROGRAM JUNE 2025						
Budget Item	FY 24/25	YTD Budget	YTD Actual	Variance	Expended	
					YTD	Annual
Conferences and Tradeshows	\$ 72,700.00	\$ 72,700.00	\$ 80,303.43	\$ (7,603.43)	3870%	110%
56310 MPI ACE/WEC		\$ -	\$ -	\$ -	0%	0%
56320 IMEX	\$ 20,000.00	\$ 20,000.00	\$ 9,511.90	\$ 10,488.10	48%	48%
56329 Destination International Marketing Summit	\$ 2,400.00	\$ 2,400.00	\$ 1,200.00	\$ 1,200.00	50%	50%
56330 Destination West	\$ -	\$ -	\$ 4,500.00	\$ (4,500.00)	0%	0%
56341 Cal Asso Local Economic Dev	\$ -	\$ -	\$ 745.00	\$ (745.00)	745%	745%
56360 Destination International Annual Convention	\$ -	\$ -	\$ 2,620.00	\$ (2,620.00)	2620%	2620%
56364 Sports Events and Tourism	\$ -	\$ -	\$ 3,049.80	\$ (3,049.80)	3050%	3050%
56370 CalTravel Summit	\$ 4,800.00	\$ 4,800.00	\$ 4,437.84	\$ 362.16	92%	92%
56371 ESTO Conference	\$ -	\$ -	\$ 1,250.00	\$ (1,250.00)	1250%	1250%
56374 Esports Travel Summit	\$ -	\$ -	\$ 3,450.00	\$ (3,450.00)	0%	0%
56375 Planners Education Conference	\$ -	\$ -	\$ 5,800.00	\$ (5,800.00)	5800%	5800%
56380 TEAMS Conference & Expo	\$ 9,500.00	\$ 9,500.00	\$ 8,372.41	\$ 1,127.59	88%	88%
56381 Prestige Show	\$ 1,500.00	\$ 1,500.00	\$ 1,775.00	\$ (275.00)	118%	118%
56382 Holiday Showcase	\$ 4,500.00	\$ 4,500.00	\$ 4,000.00	\$ 500.00	89%	89%
56383 CalSAE Elevate Conference	\$ 1,000.00	\$ 1,000.00	\$ 1,195.00	\$ (195.00)	120%	120%
56384 Destination California	\$ 4,500.00	\$ 4,500.00	\$ 4,500.00	\$ -	100%	100%
56386 RCMA Emerge Tradeshow	\$ -	\$ -	\$ 3,747.48	\$ (3,747.48)	0%	0%
56388 All Things Meetings	\$ -	\$ -	\$ 1,790.00	\$ (1,790.00)	775%	775%
56390 Connect Spring Marketplace	\$ 1,000.00	\$ 1,000.00	\$ -	\$ 1,000.00	0%	0%
56391 U.S Travel Summer Summit	\$ -	\$ -	\$ -	\$ -	0%	0%
56392 CalSAE Seasonal Spectacular	\$ 2,500.00	\$ 2,500.00	\$ 5,160.00	\$ (2,660.00)	206%	206%
56393 PCMA Convening Leaders	\$ 2,500.00	\$ 2,500.00	\$ -	\$ 2,500.00	0%	0%
56394 Visit Outlook Forum	\$ 3,900.00	\$ 3,900.00	\$ 3,396.00	\$ 504.00	87%	87%
56395 Simpleview Annual Summit	\$ 1,500.00	\$ 1,500.00	\$ 1,499.00	\$ 1.00	100%	100%
56396 Destinations International - CEO Summit	\$ 1,800.00	\$ 1,800.00	\$ -	\$ 1,800.00	0%	0%
56397 Visit California CEO Mission	\$ 5,000.00	\$ 5,000.00	\$ -	\$ 5,000.00	0%	0%
56398 Helms Briscoe Conference	\$ 5,500.00	\$ 5,500.00	\$ 6,000.00	\$ (500.00)	109%	109%
56399 MPINCC ACE	\$ 800.00	\$ 800.00	\$ 2,304.00	\$ (1,504.00)	288%	288%



Silicon Valley/Santa Clara DMO, Inc. FY 2024/25 YEAR-TO DATE (YTD) SUMMARY BY PROGRAM JUNE 2025						
Budget Item	FY 24/25	YTD Budget	YTD Actual	Variance	Expended	
					YTD	Annual
Travel & Entertainment	\$ 112,896.00	\$ 112,896.00	\$ 77,220.78	\$ 35,675.22	68%	68%
56610 Destination International Annual Convention	\$ -	\$ -	\$ 4,946.91	\$ (4,946.91)	4947%	4947%
56611 CalTravel Summit	\$ 5,340.00	\$ 5,340.00	\$ 6,498.20	\$ (1,158.20)	122%	122%
56620 MPI ACE/WEC	\$ 1,730.00	\$ 1,730.00	\$ 960.28	\$ 769.72	56%	56%
56621 TEAMS Conference + Expo	\$ 2,270.00	\$ 2,270.00	\$ 5,151.16	\$ (2,881.16)	227%	227%
56622 Connect Spring Marketplace	\$ 3,090.00	\$ 3,090.00	\$ -	\$ 3,090.00	0%	0%
56633 PCMA Convening Leaders	\$ 2,725.00	\$ 2,725.00	\$ -	\$ 2,725.00	0%	0%
56635 CalSEA Seasonal Spectacular	\$ 1,025.00	\$ 1,025.00	\$ 307.67	\$ 717.33	30%	30%
56640 IMEX North America	\$ 6,220.00	\$ 6,220.00	\$ 7,354.86	\$ (1,134.86)	118%	118%
56641 Prestige Show	\$ 385.00	\$ 385.00	\$ 10.00	\$ 375.00	3%	3%
56645 Visit California Outlook Forum	\$ 5,335.00	\$ 5,335.00	\$ 5,201.08	\$ 133.92	97%	97%
56649 Simpleview Annual Summit	\$ 880.00	\$ 880.00	\$ 56.00	\$ 824.00	6%	6%
56655 Destination International - CEO Summit	\$ 2,560.00	\$ 2,560.00	\$ -	\$ 2,560.00	0%	0%
56660 Visit California CEO Mission	\$ 2,955.00	\$ 2,955.00	\$ -	\$ 2,955.00	0%	0%
56665 Helms Briscoe	\$ 2,370.00	\$ 2,370.00	\$ 3,057.83	\$ (687.83)	129%	129%
56669 Destinations International - Marketing Summit	\$ 4,536.00	\$ 4,536.00	\$ 3,626.65	\$ 909.35	80%	80%
56671 ESTO Conference	\$ -	\$ -	\$ 3,225.25	\$ (3,225.25)	3225%	3225%
56675 Quarterly Sales Trips	\$ 30,000.00	\$ 30,000.00	\$ 14,918.20	\$ 15,081.80	50%	50%
56677 Destination DC Conference	\$ -	\$ -	\$ 2,207.25	\$ (2,207.25)	0%	0%
56678 Destination West Conference	\$ -	\$ -	\$ 1,632.35	\$ (1,632.35)	637%	637%
56679 Client Entertainment	\$ 28,800.00	\$ 28,800.00	\$ 4,701.16	\$ 24,098.84	16%	16%
56681 Holiday Showcase	\$ 3,000.00	\$ 3,000.00	\$ 6,125.86	\$ (3,125.86)	204%	204%
56682 CALSAE Elevate Conference	\$ 1,835.00	\$ 1,835.00	\$ 991.25	\$ 843.75	54%	54%
56683 Destination California	\$ 1,900.00	\$ 1,900.00	\$ 1,193.24	\$ 706.76	63%	63%
56684 Conference Direct Partners Meeting	\$ 2,600.00	\$ 2,600.00	\$ -	\$ 2,600.00	0%	0%
56690 Mileage Reimbursement	\$ 3,340.00	\$ 3,340.00	\$ 249.84	\$ 3,090.16	7%	7%
56691 U.S Travel Summer Summit	\$ -	\$ -	\$ -	\$ -	0%	0%
56692 RCMA Emerge Tradeshow	\$ -	\$ -	\$ 583.99	\$ (583.99)	0%	0%
56693 Cal Asso Local Economic Dev	\$ -	\$ -	\$ 1,374.93	\$ (1,374.93)	0%	0%
56694 Sports Events and Tourism	\$ -	\$ -	\$ 1,233.72	\$ (1,233.72)	0%	0%
56695 Esport Travel Summit	\$ -	\$ -	\$ 1,613.10	\$ (1,613.10)	0%	0%
Support Services	\$ 242,000.00	\$ 242,000.00	\$ 117,442.15	\$ 124,557.85	49%	49%
56810 Client Events + Entertainment	\$ 120,000.00	\$ 120,000.00	\$ 61,400.94	\$ 58,599.06	51%	51%
56812 Client Activations	\$ 6,000.00	\$ 6,000.00	\$ -	\$ 6,000.00	0%	0%
56813 Personalized Greetings	\$ 2,400.00	\$ 2,400.00	\$ -	\$ 2,400.00	0%	0%
56820 Site Visits	\$ 16,800.00	\$ 16,800.00	\$ 280.08	\$ 16,519.92	2%	2%
56830 Familiarization Trips	\$ 60,000.00	\$ 60,000.00	\$ 20,831.27	\$ 39,168.73	35%	35%
56831 Promotional Items	\$ 10,000.00	\$ 10,000.00	\$ 11,031.17	\$ (1,031.17)	110%	110%
56832 Tradeshow Booth Activations	\$ 20,000.00	\$ 20,000.00	\$ 20,370.52	\$ (370.52)	102%	102%
56833 Tradeshow Shipping	\$ 6,800.00	\$ 6,800.00	\$ 3,528.17	\$ 3,271.83	52%	52%
TOTAL CONVENTION SALES, INCENTIVES & SERVICES	\$ 1,711,115.00	\$ 1,711,115.00	\$ 1,127,961.30	\$ 583,153.70	66%	66%

Silicon Valley/Santa Clara DMO, Inc. FY 2024/25 YEAR-TO DATE (YTD) SUMMARY BY PROGRAM JUNE 2025						
Budget Item	FY 24/25	YTD Budget	YTD Actual	Variance	Expended	
					YTD	Annual
ADMINISTRATION						
Personnel	\$ 496,169.00	\$ 496,169.00	\$ 435,193.01	\$ 60,975.99	88%	88%
51100 Salary	\$ 370,269.00	\$ 370,269.00	\$ 307,824.86	\$ 62,444.14	83%	83%
51600 Incentives	\$ 61,688.00	\$ 61,688.00	\$ 66,423.91	\$ (4,735.91)	108%	108%
51300 Benefits	\$ 36,252.00	\$ 36,252.00	\$ 29,849.36	\$ 6,402.64	82%	82%
51310 Health	\$ 25,560.00	\$ 25,560.00	\$ 21,089.26	\$ 4,470.74	83%	83%
51400 401K Fee	\$ 10,692.00	\$ 10,692.00	\$ 8,760.10	\$ 1,931.90	82%	82%
51200 Payroll Taxes	\$ 21,000.00	\$ 21,000.00	\$ 21,104.88	\$ (104.88)	100%	100%
51710 Other-Cell Phone Stipend	\$ 960.00	\$ 960.00	\$ 2,190.00	\$ (1,230.00)	228%	228%
51730 Other-Car Allowance	\$ 6,000.00	\$ 6,000.00	\$ 7,800.00	\$ (1,800.00)	130%	130%
Administrative Expenses	\$ 363,866.00	\$ 363,866.00	\$ 368,734.54	\$ (4,868.54)	101%	101%
Contract Services	\$ 229,914.00	\$ 229,914.00	\$ 248,236.12	\$ (18,322.12)	108%	108%
54410-10 Accounting Services	\$ 56,000.00	\$ 56,000.00	\$ 68,859.34	\$ (12,859.34)	123%	123%
54410-20 PP&Co. Tax Preparation	\$ 5,500.00	\$ 5,500.00	\$ 9,015.00	\$ (3,515.00)	164%	164%
54410-30 City of Santa Clara Fiscal Sponsorship	\$ 9,500.00	\$ 9,500.00	\$ 9,196.80	\$ 303.20	97%	97%
54420 Legal Services	\$ 35,000.00	\$ 35,000.00	\$ 38,422.50	\$ (3,422.50)	110%	110%
54425 SmartCity IT Services	\$ 5,574.00	\$ 5,574.00	\$ 5,854.13	\$ (280.13)	105%	105%
54430 Payroll Services	\$ 7,340.00	\$ 7,340.00	\$ 7,326.13	\$ 13.87	100%	100%
54440 Audit	\$ 15,000.00	\$ 15,000.00	\$ -	\$ 15,000.00	0%	0%
54470 Professional Services	\$ 84,000.00	\$ 84,000.00	\$ 85,101.61	\$ (1,101.61)	101%	101%
54471 Civitas Advisors - Consulting Agreement	\$ -	\$ -	\$ 6,240.00	\$ (6,240.00)	0%	0%
54472 Civitas Advisors - SCTID Renewal Agreement	\$ -	\$ -	\$ 13,772.86	\$ (13,772.86)	0%	0%
54480 HR Services	\$ 12,000.00	\$ 12,000.00	\$ 4,447.75	\$ 7,552.25	37%	37%
Operating Expenses	\$ 59,010.00	\$ 59,010.00	\$ 53,188.53	\$ 5,821.47	90%	90%
54605 Banking Fees	\$ 480.00	\$ 480.00	\$ 91.67	\$ 388.33	19%	19%
54610 Software Licenses	\$ 10,750.00	\$ 10,750.00	\$ 10,634.73	\$ 115.27	99%	99%
54620 Postage	\$ 1,000.00	\$ 1,000.00	\$ 146.15	\$ 853.85	15%	15%
54630 IT - Computer Supplies	\$ -	\$ -	\$ 9,668.92	\$ (9,668.92)	0%	0%
54640 Licenses	\$ 180.00	\$ 180.00	\$ 510.25	\$ (330.25)	283%	283%
54660 Office Supplies	\$ 8,000.00	\$ 8,000.00	\$ 4,900.19	\$ 3,099.81	61%	61%
54670 DMO Office Rent	\$ 8,100.00	\$ 8,100.00	\$ 8,100.00	\$ -	100%	100%
54680 Internal Meetings & Training	\$ 30,000.00	\$ 30,000.00	\$ 19,136.62	\$ 10,863.38	64%	64%
54690 Recruitment	\$ 500.00	\$ 500.00	\$ -	\$ 500.00	0%	0%

Silicon Valley/Santa Clara DMO, Inc. FY 2024/25 YEAR-TO DATE (YTD) SUMMARY BY PROGRAM JUNE 2025						
Budget Item	FY 24/25	YTD Budget	YTD Actual	Variance	Expended	
					YTD	Annual
MARKETING & COMMUNICATIONS						
Personnel	\$ 488,766.00	\$ 488,766.00	\$ 428,983.96	\$ 59,782.04	88%	88%
51100 Salary	\$ 322,750.00	\$ 322,750.00	\$ 297,273.19	\$ 25,476.81	92%	92%
51600 Incentives	\$ 66,938.00	\$ 66,938.00	\$ 82,047.41	\$ (15,109.41)	123%	123%
51300 Benefits	\$ 62,670.00	\$ 62,670.00	\$ 27,565.73	\$ 35,104.27	44%	44%
51310 Health	\$ 48,510.00	\$ 48,510.00	\$ 17,060.62	\$ 31,449.38	35%	35%
51400 401K Fee	\$ 14,160.00	\$ 14,160.00	\$ 10,505.11	\$ 3,654.89	74%	74%
51200 Payroll Taxes	\$ 35,208.00	\$ 35,208.00	\$ 20,897.63	\$ 14,310.37	59%	59%
51710 Other-Cell Phone Stipend	\$ 1,200.00	\$ 1,200.00	\$ 1,200.00	\$ -	100%	100%
Marketing Expenses	\$ 375,480.00	\$ 375,480.00	\$ 547,376.42	\$ (171,896.42)	146%	146%
Contract Services	\$ 305,480.00	\$ 305,480.00	\$ 462,603.78	\$ (157,123.78)	151%	151%
54411 Marketing Services Contract - We the Creative	\$ 33,000.00	\$ 33,000.00	\$ 45,902.50	\$ (12,902.50)	139%	139%
54412 Digital Marketing (PPC, SEO + Social Media Ads)	\$ 70,000.00	\$ 70,000.00	\$ 64,203.00	\$ 5,797.00	92%	92%
54413 Influencer Marketing	\$ 21,500.00	\$ 21,500.00	\$ 25,161.13	\$ (3,661.13)	117%	117%
54415 Photography	\$ 5,000.00	\$ 5,000.00	\$ 2,834.20	\$ 2,165.80	57%	57%
54416 Videography	\$ 10,000.00	\$ 10,000.00	\$ 946.35	\$ 9,053.65	9%	9%
54417 Branding services	\$ 5,000.00	\$ 5,000.00	\$ -	\$ 5,000.00	0%	0%
54419 Website Hosting & SEO - Madden Media	\$ 30,480.00	\$ 30,480.00	\$ 33,544.05	\$ (3,064.05)	110%	110%
54491 OmniChannel Marketing Project - Madden Media	\$ 105,000.00	\$ 105,000.00	\$ 64,450.24	\$ 40,549.76	61%	61%
54492 VibeMap	\$ 7,500.00	\$ 7,500.00	\$ 9,737.86	\$ (2,237.86)	130%	130%
54493 Content Creation Fund	\$ 18,000.00	\$ 18,000.00	\$ 7,826.41	\$ 10,173.59	43%	43%
54494 Visitor Guide Shipping	\$ -	\$ -	\$ 9,515.00	\$ (9,515.00)	0%	0%
54495 Marketing Agency of Record - Madden Media	\$ -	\$ -	\$ 147,836.00	\$ (147,836.00)	0%	0%
54496 SBLX/FWC26 Activation Plan - Madden Media	\$ -	\$ -	\$ 50,647.04	\$ (50,647.04)	0%	0%
56510 Advertising	\$ 70,000.00	\$ 70,000.00	\$ 84,772.64	\$ (14,772.64)	121%	121%
TOTAL MARKETING & COMMUNICATIONS	\$ 864,246.00	\$ 864,246.00	\$ 976,360.38	\$ (112,114.38)	113%	113%

Silicon Valley/Santa Clara DMO, Inc. FY 2024/25 YEAR-TO DATE (YTD) SUMMARY BY PROGRAM JUNE 2025						
Budget Item	FY 24/25	YTD Budget	YTD Actual	Variance	Expended	
					YTD	Annual
Insurance	\$ 10,059.00	\$ 10,059.00	\$ 16,891.02	\$ (6,832.02)	168%	168%
54710 Workers Compensation	\$ 2,160.00	\$ 2,160.00	\$ 3,402.00	\$ (1,242.00)	158%	158%
54720 Business Owners Liability and Property	\$ 2,050.00	\$ 2,050.00	\$ 5,471.34	\$ (3,421.34)	267%	267%
54730 Professional Cyber Liability	\$ 3,667.00	\$ 3,667.00	\$ 3,794.33	\$ (127.33)	103%	103%
54740 Management Liability	\$ 2,182.00	\$ 2,182.00	\$ 4,223.35	\$ (2,041.35)	194%	194%
Memberships	\$ 5,120.00	\$ 5,120.00	\$ 7,293.00	\$ (2,173.00)	142%	142%
55110 Destinations International	\$ 5,120.00	\$ 5,120.00	\$ 7,293.00	\$ (2,173.00)	142%	142%
Subscription Services	\$ 59,763.00	\$ 59,763.00	\$ 43,125.87	\$ 16,637.13	72%	72%
55210 Act On	\$ 10,283.00	\$ 10,283.00	\$ 9,576.00	\$ 707.00	93%	93%
55213 CoStar Realty Information	\$ 20,000.00	\$ 20,000.00	\$ 6,334.91	\$ 13,665.09	32%	32%
55214 Simpleview - Annual Subscription	\$ 14,330.00	\$ 14,330.00	\$ 18,044.96	\$ (3,714.96)	126%	126%
55215 Additional Support Hours	\$ 6,300.00	\$ 6,300.00	\$ -	\$ 6,300.00	0%	0%
55230 Destination International EIC Subscription	\$ 7,650.00	\$ 7,650.00	\$ 9,000.00	\$ (1,350.00)	118%	118%
55240 Trade Journal/Newspapers	\$ 1,200.00	\$ 1,200.00	\$ 170.00	\$ 1,030.00	14%	14%
TOTAL ADMINISTRATION	\$ 860,035.00	\$ 860,035.00	\$ 803,927.55	\$ 56,107.45	93%	93%
58000 Contingency	\$ 78,000.00	\$ 78,000.00	\$ -	\$ 78,000.00	0%	0%
60000 City Administration Fee	\$ 52,000.00	\$ 52,000.00	\$ 51,765.12	\$ 234.88	100%	100%
TOTAL OPERATING BUDGET	\$ 3,565,396.00	\$ 3,565,396.00	\$ 2,960,014.35	\$ 605,381.65	83%	83%

Appendix B – FY 2025/26 Operating Budget

Revenue	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance
Interest	-	\$ 175,000	\$ 175,000
SCTID Assessment	\$ 2,600,000	\$ 3,500,000	\$ 900,000
Levy Marketing Contribution	\$ 30,000	\$ 30,000	\$ -
OVG 360 Marketing Contribution	\$ 36,000	\$ 36,000	\$ -
FY 2025/26 REVENUE	\$ 2,666,000	\$ 3,741,000	\$ 1,075,000
Silicon Valley/Santa Clara DMO, Inc. FY 2025/26 Proposed Budget			
Budget Item	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance FY 2024/25 Adopted & FY 2025/26 Proposed
CONVENTION SALES, INCENTIVES & SERVICES			
Personnel	\$823,788	\$ 732,122	\$ 91,666
Incentives	\$117,200	\$ 107,888	\$ 9,313
Benefits	\$93,114	\$ 49,068	\$ 44,046
Health & Dental	76,830	17,988	\$ 58,842
Retirement Plan	16,284	31,080	\$ (14,796)
Payroll Taxes	\$48,054	\$ 47,196	\$ 858
Other – Cell Phone Stipend	\$1,920	\$ 1,920	\$ -
Other – Relocation	\$3,000	\$ -	\$ 3,000
Purchased Goods & Services	\$ 887,327	\$ 936,727	\$ (49,400)
Business Development	\$250,000	\$ 250,000	\$ -
Conferences and Tradeshows	\$72,700	\$ 82,542	\$ (9,842)
Destination International Annual Convention	-	2,742	\$ (2,742)
RCMA Emerge Show	-	2,100	\$ (2,100)
CalTravel Summit	4,800	-	\$ 4,800
IMEX America	20,000	10,000	\$ 10,000
TEAMS Conference & Expo	9,500	10,000	\$ (500)
Connect Spring Marketplace	1,000	5,000	\$ (4,000)
CalSAE Seasonal Spectacular	2,500	5,600	\$ (3,100)
Destinations West – Northstar Meetings	-	5,000	\$ (5,000)
PCMA Convening Leaders	2,500	-	\$ 2,500
Visit California Outlook Forum	3,900	1,700	\$ 2,200
Simpleview Annual Summit	1,500	-	\$ 1,500
Destinations International – CEO Summit	1,500	1,500	\$ -
Visit California CEO Mission	5,000	-	\$ 5,000
Helms Briscoe ABC Conference	5,500	-	\$ 5,500
MPINCC ACE	800	800	\$ -
Sports Events & Tourism Show (ETA)	-	4,000	\$ (4,000)
U.S. Travel Summer Summit	-	500	\$ (500)
Prestige Show	1,500	1,900	\$ (400)
Holiday Showcase	4,500	5,000	\$ (500)
CalSAE Elevate Conference	1,000	5,500	\$ (4,500)
Destination California – Northstar Meetings	4,500	5,000	\$ (500)
Independent Planners Education Conference (IPEC)	-	-	\$ -
U.S. Travel ESTO Marketing Conference	-	2,500	\$ (2,500)
U.S. Travel Destination DC	-	800	\$ (800)
All Things Meetings – Spring Show	-	1,250	\$ (1,250)
All Things Meetings – Fall Show	-	1,250	\$ (1,250)
California Association for Local Economic Development (CALED)	-	1,300	\$ (1,300)
E-Sports Summit	-	5,100	\$ (5,100)
Destinations International Business Operations Summit	-	1,500	\$ (1,500)
Destinations International – Marketing Summit	2,400	2,500	\$ (100)

Silicon Valley/Santa Clara DMO, Inc. FY 2025/26 Proposed Budget			
Budget Item	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance FY 2024/25 Adopted & FY 2025/26 Proposed
Contract Services	\$57,600	\$ 58,000	\$ (400)
Baronfeld Consulting, LLC.	57,600	58,000	\$ (400)
Memberships	48,993	\$ 59,942	\$ (10,949)
California Society of Association Executives (Cal SAE)	800	870	\$ (70)
CalTRAVEL	2,153	2,181	\$ (28)
San Francisco Travel	5,250	7,686	\$ (2,436)
Meeting Professional International (MPI)	5,000	1,152	\$ 3,848
Professional Convention Management Association (PCMA) Sponsorship	2,080	5,458	\$ (3,378)
Sports ETA Membership	800	1,200	\$ (400)
SITE Global	500	525	\$ (25)
Association Forum	410	410	\$ -
U.S. Travel Membership	32,000	40,200	\$ (8,200)
WISE Membership	-	260	\$ (260)
Subscription Services	\$103,138	\$ 204,354	\$ (101,216)
CVENT (Consolidated GL#55220-01)	35,320	48,996	\$ (13,676)
CVENT - Additional User, Cvent Dashboard & Navigator	-	-	\$ -
Knowland	15,228	16,008	\$ (780)
ConferenceDirect	24,900	14,010	\$ 10,890
HelmsBriscoe	11,000	22,372	\$ (11,372)
ZoomInfo	13,890	11,274	\$ 2,616
Visiting Media	-	29,688	\$ (29,688)
Box	2,800	3,006	\$ (206)
Tourism Economics	-	59,000	\$ (59,000)
Support Services	\$242,000	\$ 176,800	\$ 65,200
Site Tours & Personalized Greeting	16,800	7,500	\$ 9,300
Familiarization Trips	60,000	8,000	\$ 52,000
Client Events + Entertainment	120,000	120,000	\$ -
Quarterly Client Activations	6,000	-	\$ 6,000
Personalized Greetings	2,400	-	\$ 2,400
Promotional Items	10,000	10,000	\$ -
Tradeshows Booth & Activations	20,000	24,500	\$ (4,500)
Tradeshows Shipping	6,800	6,800	\$ -
Travel & Entertainment	112,896	\$ 105,089	\$ 7,807
Destination International - Annual Convention	-	9,800	\$ (9,800)
RCMA Emerge Show	-	4,125	\$ (4,125)
CalTravel Summit	5,340	-	\$ 5,340
IMEX	6,220	4,720	\$ 1,500
TEAMS Conference & Expo	2,270	3,410	\$ (1,140)
Connect Spring Marketplace	3,090	2,035	\$ 1,055
CalSEA Seasonal Spectacular	1,025	980	\$ 45
Destination West - Northstar Meetings	-	2,520	\$ (2,520)
PCMA Convening Leaders	2,725	-	\$ 2,725
Visit California Outlook Forum	5,335	6,480	\$ (1,145)
Simpleview Summit	880	-	\$ 880
Destination International - CEO Summit	2,560	2,395	\$ 165
Visit California CEO Mission	2,955	-	\$ 2,955
Helms Briscoe	2,370	5,140	\$ (2,770)
MPINCC ACE	1,730	1,615	\$ 115
Sports Events & Tourism Show (ETA)	-	2,045	\$ (2,045)
U.S. Travel Summer Summit	-	2,450	\$ (2,450)
Prestige Show	385	60	\$ 325
Holiday Showcase	3,000	2,980	\$ 20
CalSAE Elevate Conference	1,835	2,270	\$ (435)
Destination California	1,900	1,940	\$ (40)
Independent Planners Education Conference (IPEC)	-	-	\$ -
U.S. Travel ESTO Marketing Conference	-	3,320	\$ (3,320)
U.S Travel Destination Capitol Hill	-	3,270	\$ (3,270)
All Things Meetings - Spring Show	-	240	\$ (240)
All Things Meetings - Fall Show	-	60	\$ (60)
California Association for Local Economic Development (CALED)	-	2,370	\$ (2,370)
E-Sports Summit	-	2,570	\$ (2,570)
Conference Direct Partners Meeting	2,600	-	\$ 2,600
Destinations International Business Operations Summit	-	3,140	\$ (3,140)
Destinations International - Marketing Summit	4,536	4,654	\$ (118)
Quarterly Sales Trips + Missions	30,000	27,500	\$ 2,500
Client Entertainment	28,800	-	\$ 28,800
Mileage Reimbursement	3,340	3,000	\$ 340
TOTAL CONVENTION SALES, INCENTIVES & SERVICES	\$ 1,711,115	\$ 1,668,849	\$ 42,266

Silicon Valley/Santa Clara DMO, Inc. FY 2025/26 Proposed Budget			
Budget Item	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance FY 2024/25 Adopted & FY 2025/26 Proposed
MARKETING & COMMUNICATIONS			
Personnel	\$488,766	\$ 498,789	\$ (10,023)
Salary	\$302,750	\$ 352,085	\$ (49,335)
PR As Needed Hourly	\$20,000	\$ -	\$ 20,000
Incentives	\$66,938	\$ 71,500	\$ (4,562)
Benefits	\$62,670	\$ 42,648	\$ 20,022
Health & Dental	48,510	25,704	\$ 22,806
Retirement Plan	14,160	16,944	\$ (2,784)
Payroll Taxes	\$35,208	\$ 31,116	\$ 4,092
Other - Cell Phone Stipend	\$1,200	\$ 1,440	\$ (240)
Purchased Goods & Services	\$ 375,480	\$ 648,887	\$ (273,407)
Advertising & Promotions	\$70,000	\$ 192,300	\$ (122,300)
CBS	-	\$ 67,300	\$ (67,300)
Expedia	-	\$ 120,000	\$ (120,000)
Tradeshow Backwalls	-	\$ 5,000	\$ (5,000)
Contract Services	\$305,480	\$ 456,587	\$ (151,107)
Marketing Services Contract - We the Creative	33,000	37,960	\$ (4,960)
Digital Marketing (PPC, SEO + Social Media Ads)	70,000	18,902	\$ 51,098
Influencer Marketing	21,500	25,008	\$ (3,508)
Email Marketing	-	-	\$ -
Photography	5,000	-	\$ 5,000
Videography	10,000	-	\$ 10,000
Branding Services	5,000	-	\$ 5,000
Website Evolution	-	-	\$ -
Website Hosting & SEO - Madden Media	30,480	26,640	\$ 3,840
OmniChannel Marketing Project - Madden Media	105,000	36,000	\$ 69,000
VibeMap	7,500	3,750	\$ 3,750
Content Creation Special Event Fund	18,000	10,240	\$ 7,760
Marketing Agency of Record - Madden Media	-	231,295	\$ (231,295)
SBLX/FWC26 Activation Plan - Madden Media	-	-	\$ -
Visitors Guide Shipping	-	30,168	\$ (30,168)
SBLX/FWC26 Sports & Events Guide Shipping	-	15,084	\$ (15,084)
Mindtrip AI Trip Planner	-	11,940	\$ (11,940)
Seeker Events	-	9,600	\$ (9,600)
			\$ -
TOTAL MARKETING & COMMUNICATIONS	\$ 864,246	\$ 1,147,676	\$ (283,430)

**Silicon Valley/Santa Clara DMO, Inc.
FY 2025/26 Proposed Budget**

Budget Item	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance FY 2024/25 Adopted & FY 2025/26 Proposed
ADMINISTRATION			
Personnel	\$496,169	\$ 592,310	\$ (96,141)
Salary	\$370,269	\$ 407,000	\$ (36,731)
Incentives	\$61,688	\$ 100,050	\$ (38,362)
Benefits	\$36,252	\$ 44,604	\$ (8,352)
Health & Dental	25,560	29,304	\$ (3,744)
401K	10,692	15,300	\$ (4,608)
Payroll Taxes	\$21,000	\$ 31,176	\$ (10,176)
Other - Cell Phone Stipend	\$960	\$ 2,280	\$ (1,320)
Other - Car Allowance	\$6,000	\$ 7,200	\$ (1,200)
Purchased Goods & Services	\$ 363,866	\$ 464,077	\$ (100,211)
Contract Services	259,914	\$ 329,440	\$ (69,526)
Audit	15,000	35,000	\$ (20,000)
Fiscal Services	71,000	103,124	\$ (32,124)
Accounting Services	56,000	87,060	\$ (31,060)
PP&Co. Tax Preparation	5,500	6,500	\$ (1,000)
City of Santa Clara Fiscal Sponsorship	9,500	9,564	\$ (64)
Human Resources	12,000	12,000	\$ -
SmartCity IT Services	5,574	6,720	\$ (1,146)
Legal	35,000	40,000	\$ (5,000)
ADP Payroll	7,340	7,800	\$ (460)
Professional Services	84,000	-	\$ 84,000
Temp. Staffing Services	-	-	\$ -
Civitas Advisors	-	124,796	\$ (124,796)
Consulting Agreement	-	38,376	\$ (38,376)
SCTID Renewal Agreement	-	\$ 178,835	\$ (178,835)
Internal Team Strategy Meetings & Training	30,000	25,000	\$ 5,000
Insurance	\$10,059	\$ 12,410	\$ (2,351)
Business Owners Liability & Property	2,050	2,123	\$ (73)
Management Liability	2,182	3,380	\$ (1,198)
Professional Liability	3,667	2,520	\$ 1,147
Cyber Insurance	-	2,505	\$ (2,505)
Workers Comp	2,160	1,882	\$ 278
Memberships	\$5,120	\$ 7,500	\$ (2,380)
Destinations International	5,120	7,500	\$ (2,380)
Operating Supplies	\$9,660	\$ 9,512	\$ 148
Bank Fees	480	420	\$ 60
Licenses	180	840	\$ (660)
Office supplies	8,000	8,000	\$ -
Postage	1,000	252	\$ 748
Software Licenses	\$10,750	\$ 18,505	\$ (7,755)
Quickbooks	1,000	1,440	\$ (440)
Adobe Acrobat	3,060	3,900	\$ (840)
Microsoft Office + Email	3,240	9,400	\$ (6,160)
Zoom	930	930	\$ -
ChatGBT 4 Pro	2,520	2,835	\$ (315)

**Silicon Valley/Santa Clara DMO, Inc.
FY 2025/26 Proposed Budget**

Budget Item	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance FY 2024/25 Adopted & FY 2025/26 Proposed
DMO Convention Center Building Services	\$8,100	\$ 8,100	\$ -
Recruitment	\$500	\$ -	\$ 500
Subscription Services	\$59,763	\$ 53,610	\$ 6,153
Simpleview CRM System	30,913	32,020	\$ (1,107)
Annual Subscription	14,330	15,820	\$ (1,490)
ACT-ON	10,283	11,200	\$ (917)
Additional Support Hours	6,300	-	\$ 6,300
BookDirect Tool	-	5,000	\$ (5,000)
Automated Expense Management Tool (New)	-	1,300	\$ (1,300)
Destinations International (EIC)	7,650	9,630	\$ (1,980)
CoStar Group (STR Reports)	20,000	10,410	\$ 9,590
Trade Journals/Newspapers	1,200	250	\$ 950
TOTAL ADMINISTRATION	\$ 860,035	\$ 1,056,387	\$ (196,352)
CONTINGENCY	\$78,000	\$ 105,000	\$ (27,000)
CITY ADMINISTRATION FEE	\$52,000	\$ 70,000	\$ (18,000)
TOTAL OPERATING BUDGET	\$3,565,396	\$ 4,047,912	\$ (482,516)

Budget Item	FY 2024/25 Adopted	FY 2025/26 Proposed	Variance FY 2024/25 Adopted & FY 2025/26 Proposed	% Variance
Personnel	\$ 1,808,723	\$ 1,823,221	\$ 14,498	1%
Purchased Goods & Services	\$ 1,626,673	\$ 2,049,691	\$ 423,018	26%
Contingency	\$ 78,000	\$ 105,000	\$ 27,000	35%
City Administration Fee	\$ 52,000	\$ 70,000	\$ 18,000	35%
TOTAL OPERATING BUDGET	\$3,565,396	\$ 4,047,912	\$ 482,516	14%

Appendix C – Assessed Businesses

SCTID Hotel Partner Name	Address	City, State ZIP
AC Hotel	2970 Lakeside Dr	Santa Clara, CA 95054
Avatar Hotel Tapestry Collection by Hilton	4200 Great America Pkwy	Santa Clara, CA 95054
Delta Hotel by Marriott	2151 Laurelwood Rd	Santa Clara, CA 95054
Embassy Suites	2885 Lakeside Dr	Santa Clara, CA 95054
Hilton Santa Clara	4949 Great America Pkwy	Santa Clara, CA 95054
Hyatt House	3915 Rivermark Plaza	Santa Clara, CA 95054
Hyatt Regency	5101 Great America Pkwy	Santa Clara, CA 95054
Marriott Santa Clara	2700 Mission College Blvd	Santa Clara, CA 95054
The Element	1950 Wyatt Dr	Santa Clara, CA 95054
Hyatt Centric Santa Clara	3100 Lakeside Dr	Santa Clara, CA 95054
TownePlace Suites by Marriott	2877 Lakeside Dr	Santa Clara, CA 95054
*AVE Santa Clara (Added May 2025)	2240 Calle De Luna	Santa Clara, CA 95054
*Placemkr Santa Clara (Added May 2025)	2333 Calle Del Mundo	Santa Clara, CA 95054

*In FY 2024/25, two new lodging businesses opened within the boundaries of the SCTID and are therefore subject to the SCTID assessment: **Placemkr Santa Clara and AVE Santa Clara**. While different from our existing 11 lodging businesses, these properties operate as apartment buildings that also offer a portion of their units to the public for short-term overnight stays. The City of Santa Clara formally notified management of their inclusion within the SCTID boundary and assessment on May 6, 2025.

Appendix D – Team Achievements & Industry Accolades

Appendix Item D1: CEO, Christine Lawson named one of the **Power 100 Most Influential People in Silicon Valley for 2025**.

Career & Workplace

Silicon Valley Power 100: Meet the region's most influential leaders



Appendix Item D2: CEO, Christine Lawson participated in the annual **Future of Santa Clara** event panel.



Appendix Item D3: Director of Marketing, Katelyn Studebaker named one of the **40 Under 40 2024** recipients by Silicon Valley Business Times.



Appendix Item D4: Marketing Manager, Ben Landis named **Destinations International's and CalTravel's 30 Under 30 Class of 2025**.



Appendix E – Community & Stakeholder Engagement Highlights

Appendix Item E1: Second Harvest of Silicon Valley Volunteer Event.



Appendix Item E2: CEO Christine Lawson, Director of Marketing Katelyn Studebaker, and General Manager of the Santa Clara Convention Center, Kelly Carr at the **NFL Future Host Cities Program**. Super Bowl LIX in New Orleans, LA.



Appendix Item E3: Silicon Valley GBTA panel speaking to "Premier Events Shaping the 2025–2026 Economy."



Appendix Item E4: CEO, Christine Lawson was a guest mentor at the **Silicon Valley Business Journal's Annual Mentor Monday Event**.



Appendix F –Sales Team Event Highlights

Appendix Item F1: The TEAMS Tradeshow in Anaheim, CA.



Appendix Item F4: Sports ETA Show in Tulsa OK.



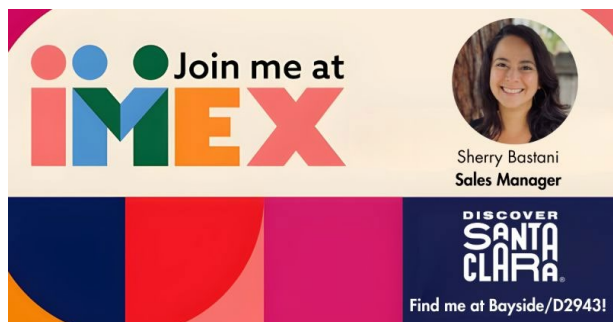
Appendix Item F2: SF Travel Annual Luncheon in San Francisco, CA.



Appendix Item F5: DMO Client Event at Bowlero in the Westfield Valley Fair Mall. Santa Clara, CA.



Appendix Item F3: IMEX Tradeshow in Las Vegas, NV.



Appendix Item F6: HelmsBriscoe FAM Trip, Santa Clara, CA.

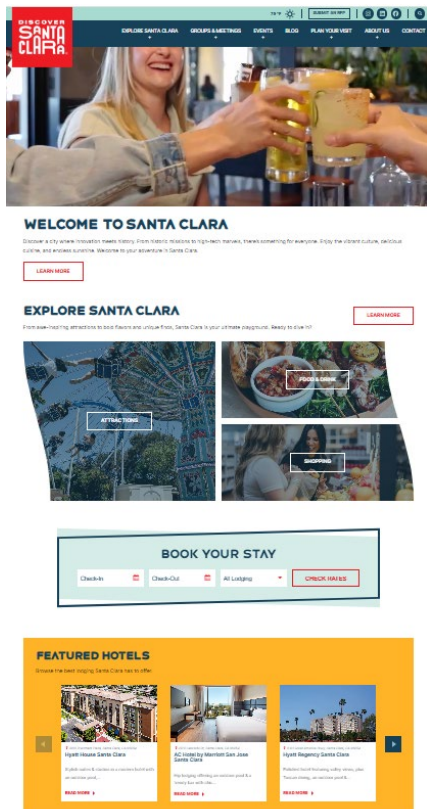


Appendix G – Marketing & Communications Highlights

Appendix Item G1: Discover Santa Clara® Official Santa Clara Visitor's Guide.



Appendix Item G2: Homepage of new Discover Santa Clara® website.



Appendix Item G3: CBS News Bay Area | The 49er Experience Presented by Discover Santa Clara.®

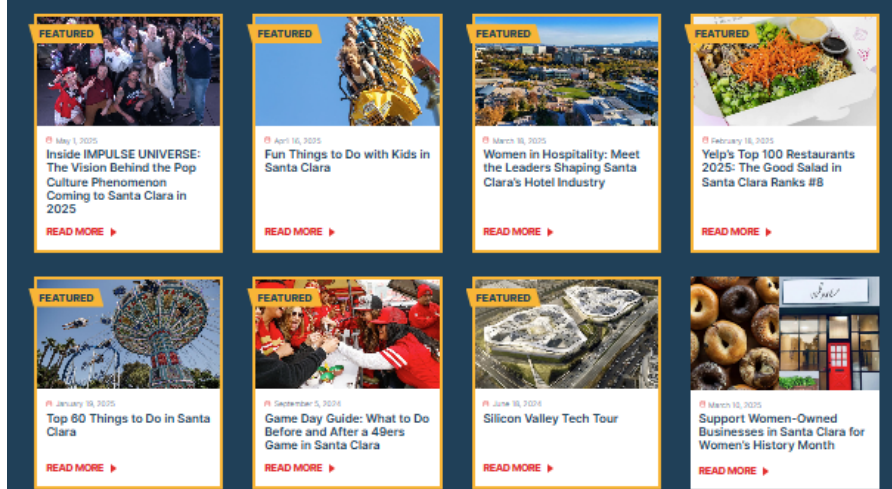


Appendix Item G4: ABC7 News Coverage of the Hyatt Regency Santa Clara's 49ers Influencer Event.

49ers Faithful influencers from the Bay Area unite, celebrate new season of football

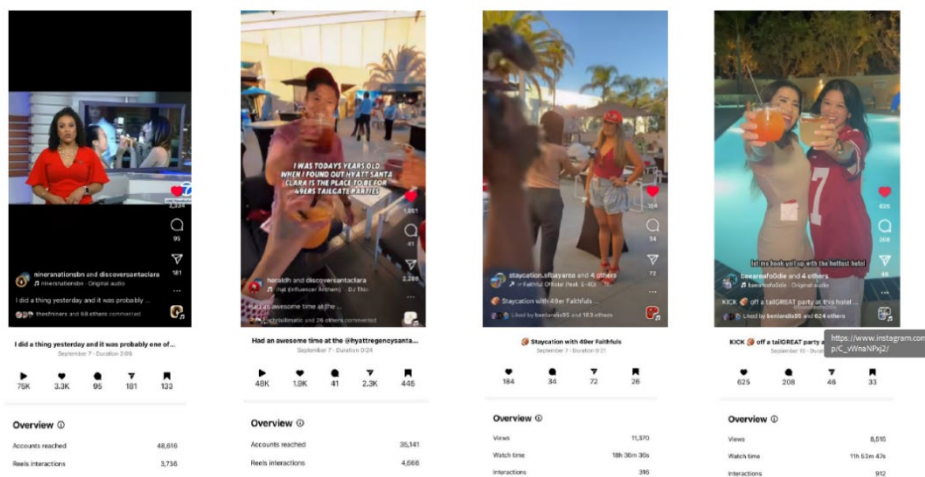


Appendix Item G5: Examples of Discover Santa Clara's® Blog Content.

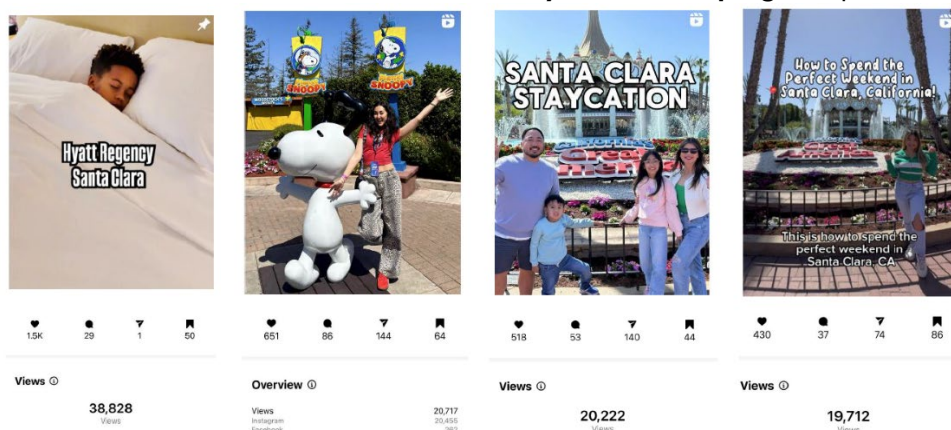


Appendix Item G6:

Top Performing Content from the Hyatt Regency Santa Clara's Influencer Event.



Appendix Item G7: Top Performing Content from the Discover Santa Clara® and California's Great America Santa Clara Weekend Staycation Campaign. Top Performing Content:



FY 2024/25 Annual Report Presentation

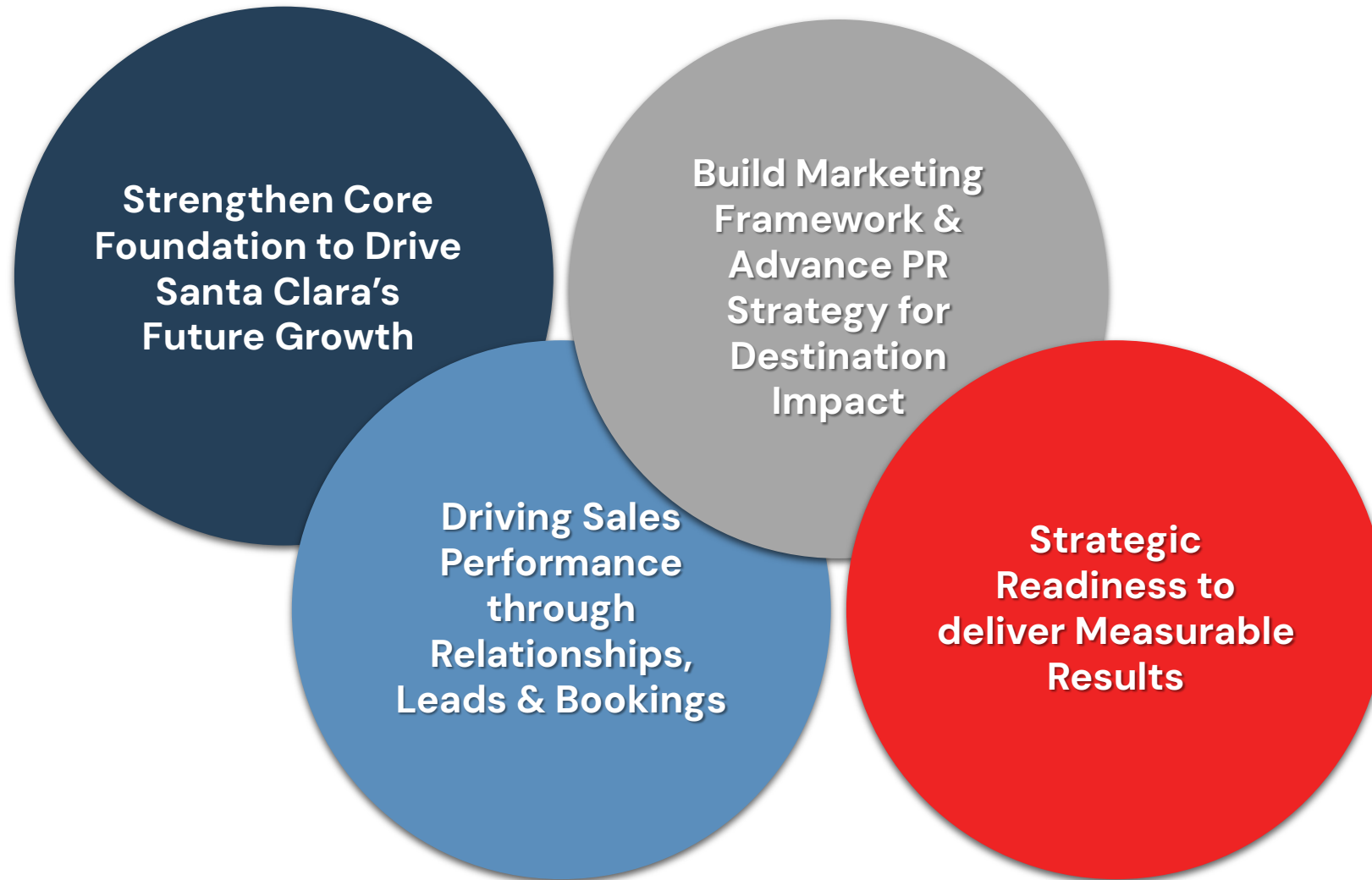
SEPTEMBER 18, 2025



Year in Review: Key Accomplishments

FY 2024/25

STRATEGIC PRIORITIES



KEY ACCOMPLISHMENTS - CONVENTION SALES

Optimized **sales structure** with first year of fully deployed sales team.

46% YOY lead growth driven by strategic direct sales outreach.

Increased YOY **P1/P2 bookings and consumption** performance.

Continued to grow and activate **Baronfeld prospecting list** to develop strategic & qualified sales pipeline.

Attended 25 tradeshows and **hosted 13 client events** expanding exposure & relationships; resulting in **82 leads**.

Increased **collaboration with Marketing** for targeted lead-nurture campaigns and pre/post event strategy.

Hosted HelmsBriscoe **FAM Trip**.

Continued focus on shared client engagement with **SCTID hotel partners**.

KEY ACCOMPLISHMENTS - MARKETING

Executed **Omnichannel Project** launching **new website** and **Santa Clara Visitors Guide**.

Appointed Madden Media as DMO's **Marketing Agency of Record**, activating key projects: **PR & Comms Strategy**, **Meetings & Conventions Video**, & **SBLX/FWC26 Activation Plan**.

Partnered with **CBS** to execute highly successful Advertising Campaign for the *San Francisco 49'ers Experience*.

Drove 69% YOY growth in Instagram, LinkedIn, and Facebook followers while strengthening relationships with key **social media influencers** through events and activations.

Welcomed a new **Marketing Coordinator** to support growing campaign and content needs.

Executed **48 email campaigns** and generated content for **19 original destination building blogs**.

KEY ACCOMPLISHMENTS - ADMINISTRATION

Elevated Administrative Services Manager to Director of Business Operations to attract top talent; hired in January 2025.

Completed **the FY 2025/26 Operating Budget**, approved by the Board of Directors on May 29, 2025.

Defined and Communicated **Expanded Booking Scope** for the DMO to manage P3 groups generated from direct DMO outreach in addition to P1's & P2's.

Working with the **Bay Area Host Committee (BAHC)** on a potential preferred partnership agreement for implementation in FY 2025/26.

Expanded **Civitas Advisors** partnership; delivered Board **training**, secured **retainer agreement &** contract to drive **renewal process**.

Signed agreement with **Tourism Economics** to provide the DMO with a stronger data gathering/reporting platform.

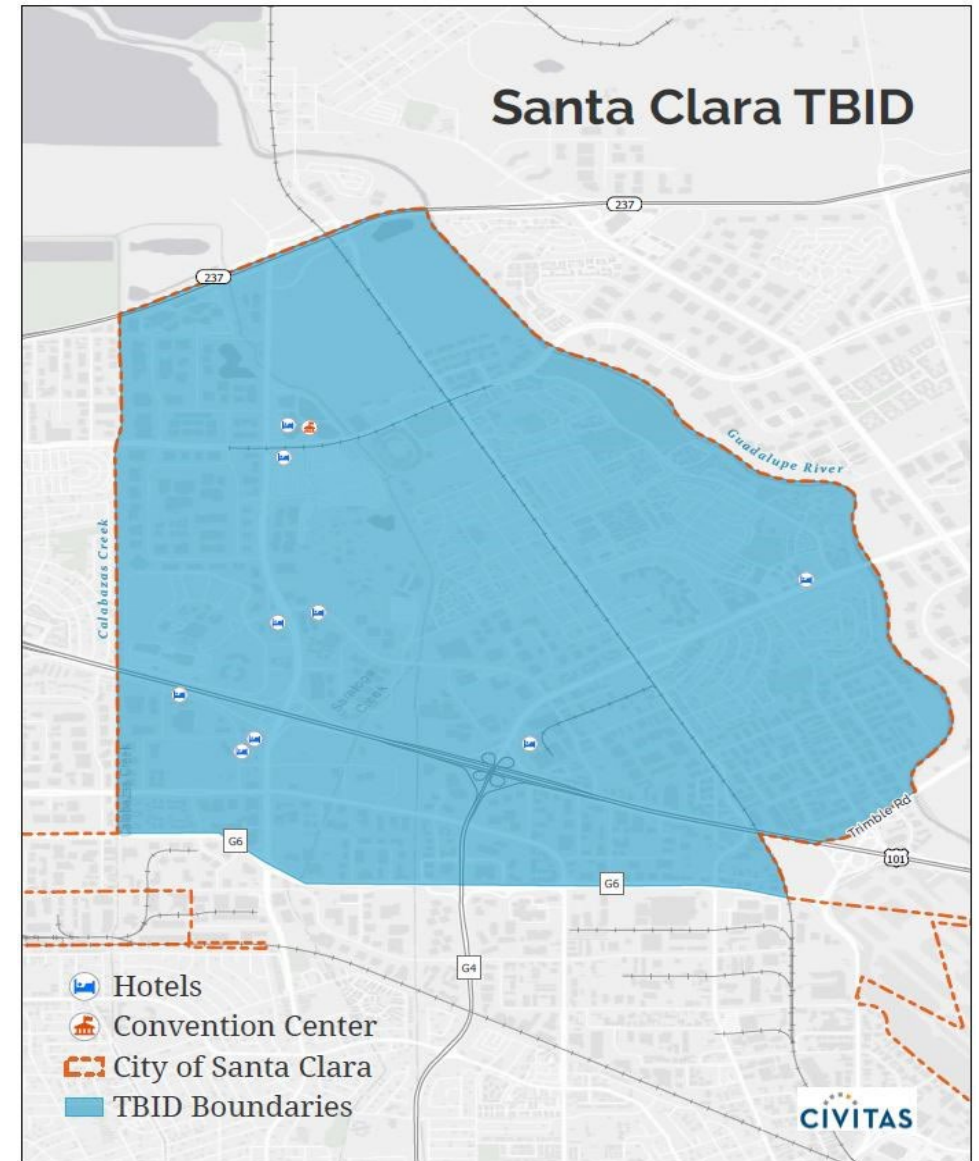
Completed and delivered all DMO **Quarterly and Annual Reports** to the City of Santa Clara.



SCTID Boundary

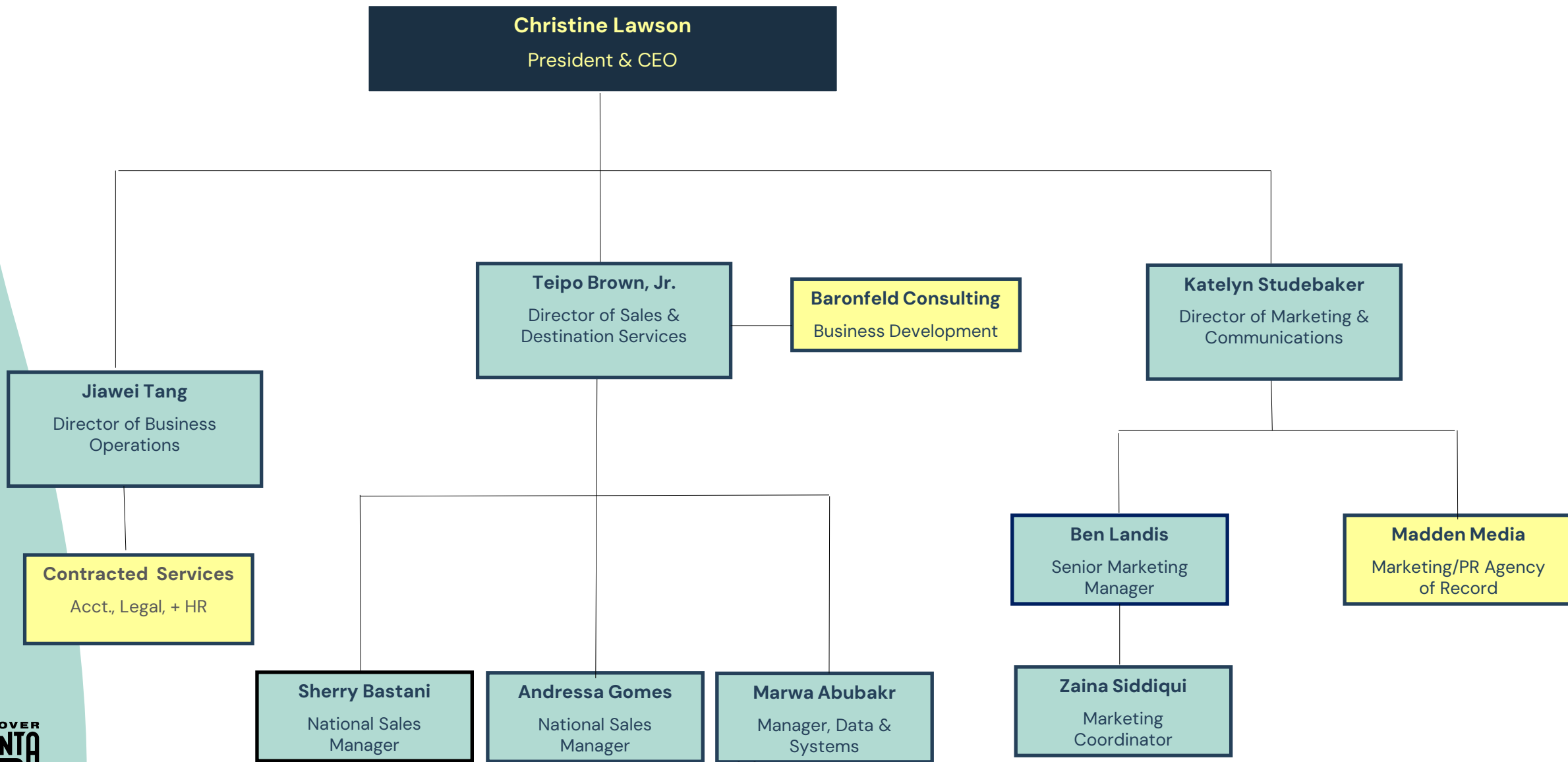
SCTID BOUNDARY

- The Santa Clara Tourism Improvement District (SCTID) encompasses all lodging businesses with ten (10) or more rooms, both existing and future, that are available for public occupancy within a specified portion of the City of Santa Clara.
- The boundary currently includes eleven (11) lodging businesses.
- In FY 2024/25, two new lodging businesses – **Placemkr Santa Clara and AVE Santa Clara**—opened within the SCTID boundaries and are now subject to the 2% assessment. Unlike our existing 11 lodging partners, these properties operate as apartment buildings but offer a portion of their units as short-term rentals (STRs) for overnight stays. The City of Santa Clara formally notified management of their inclusion in the SCTID on May 6, 2025.



FY 2025/26 Strategic Focus

FY 2025/26 ADOPTED OPERATIONAL STRUCTURE



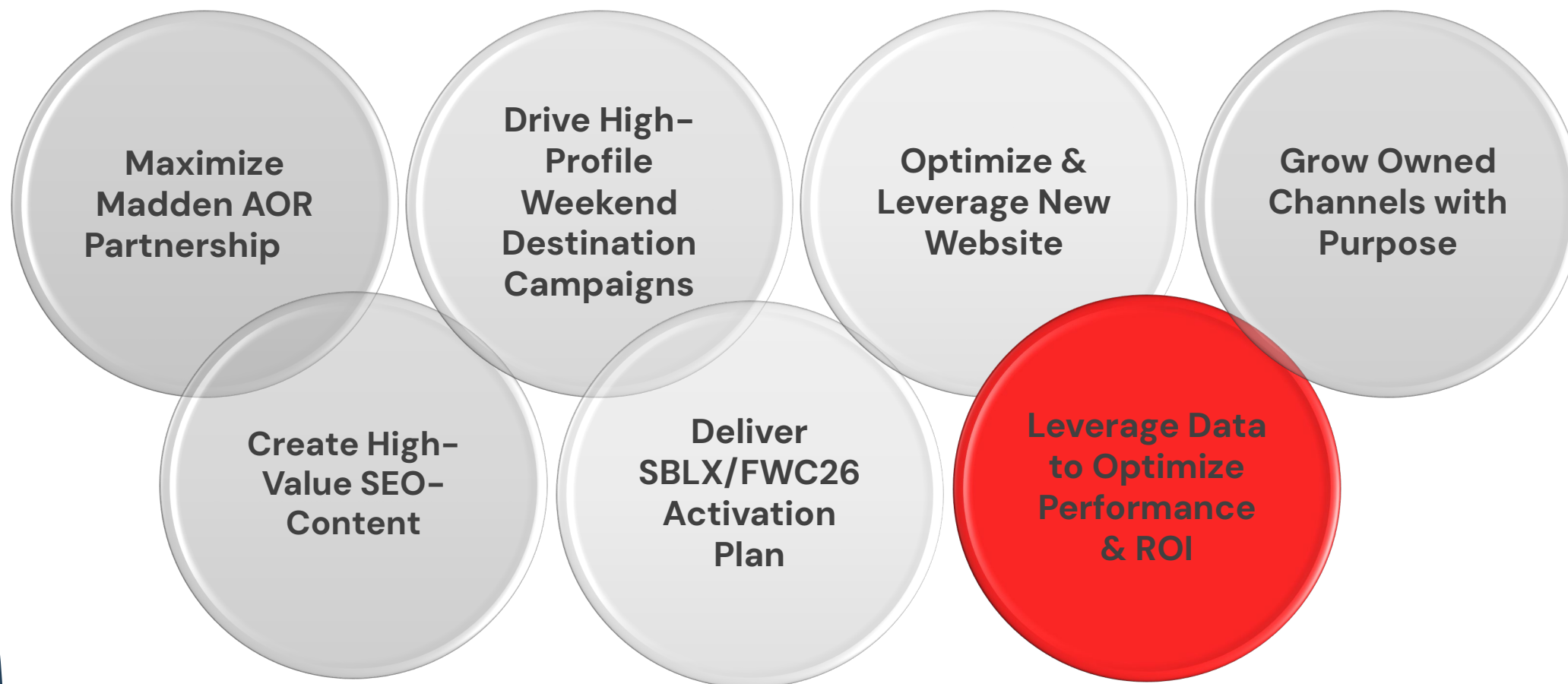
FY 2025/26 PRIORITIES

SALES



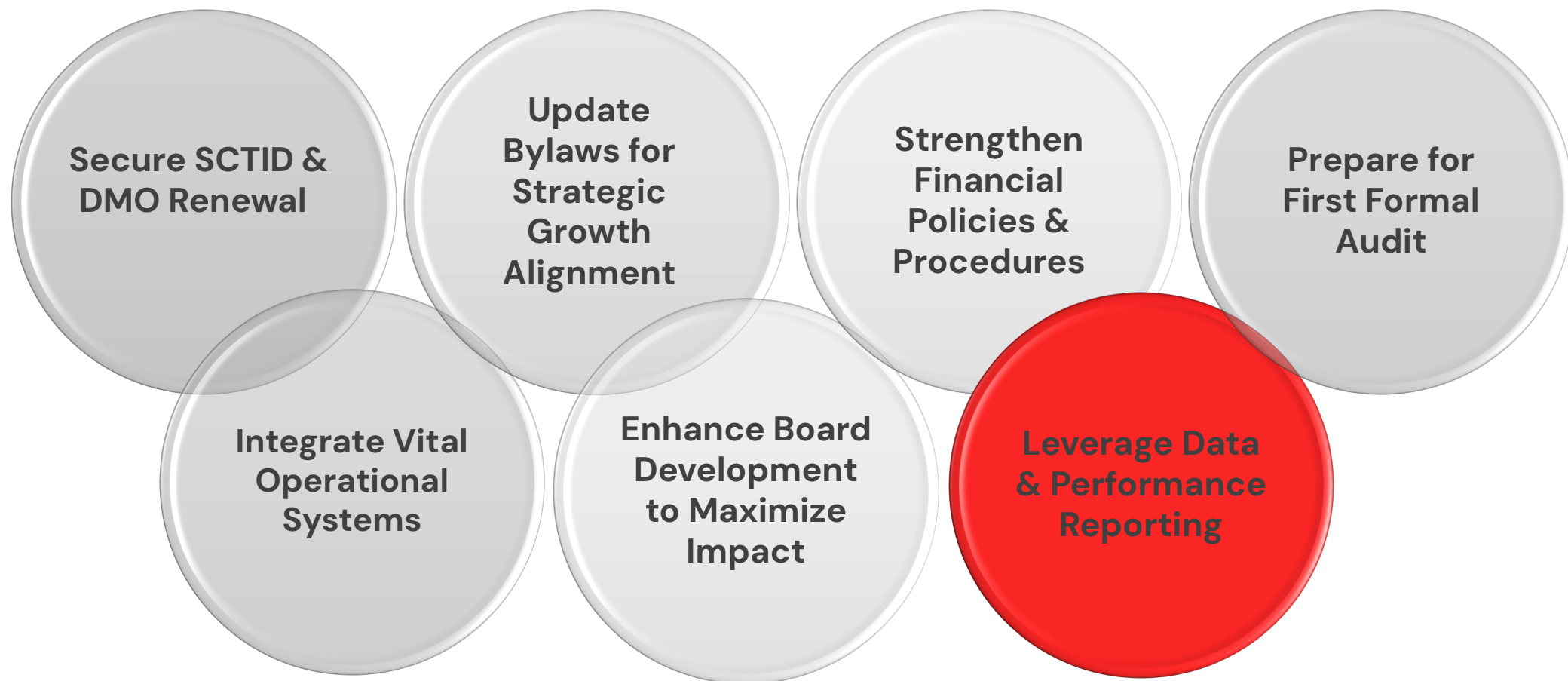
FY 2025/26 PRIORITIES

MARKETING & COMMS



FY 2025/26 PRIORITIES

ADMINISTRATION



FY 2024/25 Financials

FY 2024/25 FINANCIALS

Income	Budget	Actuals
*SCTID Assessment	\$2,600,000	\$3,416,909
**Interest	N/A	\$160,000
Other Revenue	\$66,000	\$66,000

FY 2024/25 Expenditures	Budget	Actuals	Balance
CONVENTION SALES, INCENTIVES & SERVICES	\$ 1,711,115	\$ 1,127,961	\$583,154
MARKETING & COMMUNICATIONS	\$864,246	\$976,360	(\$112,114)
ADMINISTRATION	\$860,035	\$803,928	\$56,107
CONTINGENCY	\$78,000	\$0	\$78,000
CITY ADMINISTRATION FEE	\$52,000	\$51,765	\$235
TOTALS	\$3,565,396	\$2,960,014	\$605,382

FY 2024/25 Expenditures	Budget	Actuals	Balance
RESERVE FUND	\$1,426,158	\$0	\$1,426,158

*Final FY 2024/25 SCTID assessment revenue closed at \$3,416,909 – 6.8% above the \$3,200,000 forecast.

**In FY 2024/25, the DMO earned interest revenue on SCTID assessment funds held with the City of Santa Clara, which serves as our fiscal sponsor. This revenue stream is new and had not been realized in prior years. Based on our year-end forecast, we expect to earn \$160,000 in interest revenue, with \$85,485 collected as of Q3 (March 2025).

Key Performance Indicators (KPIs)

KPI CHART

Silicon Valley/Santa Clara DMO Inc.

Performance Measures

	2024/25 Target	2024/25 Actuals	% Achievement	2025/26 Target
1. Event Mix (Consumed)				
<u>Percent of P1 Events</u>	1.0%	0%	0%	1.0%
Number of P1 Events	2	0	0	2
<u>Percent of P2 Events</u>	2.0%	1.5%	75%	4.0%
Number of P2 Events	4	3	75%	6
<u>Percent of P3 Events</u>				4.6%
Number of P3 Events				8
2. Number of Definite Events Booked (booked in the year for future years)				
Number of P1 Events	2	1	50%	2
Number of P2 Events	4	3	75%	7
Number of P3 Events				12
3. Convention Center Gross Revenue (P1, P2 & P3)	\$1,900,000	\$478,761	25%	\$3,500,000
4. Number of Room Nights Booked (for future years)	6,197	3,165	51%	9,569
5. Number of Room Nights Consumed	4,506	2,714	60%	7,881
6. Number of Weeks Impacted (Consumed)	2	3	150%	2
7. Customer Service Survey Results (overall satisfaction)	85%			85%
8. Number of Prospects (active) (non-cumulative P1, P2 & P3)	140	24	17%	36
9. Economic Impact (Consumed P1, P2 & P3)	\$5,491,154	\$2,582,600	47%	\$6,425,523

Cost + Carryover

FY 2025/26 BUDGET & PROGRAM ALLOCATIONS

BUDGETED COST BY PROGRAM	FY 2025/26 Adopted	% of Budget
CONVENTION SALES, INCENTIVES & SERVICES	\$1,668,849	41.2%
MARKETING & COMMUNICATIONS	\$1,147,676	28.4%
ADMINISTRATION	\$1,056,387	26.1%
CONTINGENCY	\$105,000	2.6%
CITY ADMINISTRATION FEE	\$70,000	1.7%
TOTAL OPERATING BUDGET	\$4,047,912	100%

FY 2025/26 BUDGET & CARRYOVER

Category	% of Budget	FY 2025/26 Assessment Estimate	YOY % of Budget Change from FY 2024/25	Other Revenue	Carryover	FY 2025/26 Operating Budget
CONVENTION SALES, INCENTIVES & SERVICES	41.2%	\$1,442,000	-14.2%	\$0	\$226,849	\$1,668,849
MARKETING & COMMUNICATIONS	28.4%	\$994,000	17.4%	\$66,000	\$87,676	\$1,147,676
ADMINISTRATION	26.1%	\$913,500	8.3%	\$0	\$142,887	\$1,056,387
CONTINGENCY	2.6%	\$91,000	18.2%	\$0	\$14,000	105,000
CITY ADMINISTRATION FEE	1.7%	\$59,500	13.3%	\$0	\$10,500	70,000
TOTALS	100%	\$3,500,000		\$66,000	\$481,912	\$4,047,912

Other Funding – Marketing MOU

In past years, the DMO maintained a \$66,000 marketing MOU with OVG and Levy to support partner marketing initiatives. While this amount is reflected in the FY 2025/26 Adopted Budget, the status of the MOU for the upcoming year is still pending, as all parties consider options moving forward. The DMO will update the documentation and communicate any changes to the Board and City once a final decision has been reached.

Surplus + Other Funding

SURPLUS & OTHER FUNDING

Category	Carryover
Convention, Incentives & Services	\$226,849
Marketing & Communications	\$87,676
Administration	\$142,887
Reserve Fund	\$1,619,165
Unallocated	\$3,066,406
TOTAL	\$5,142,983

QUESTIONS?





THANK YOU

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STAFF REPORT TO THE BOARD OF DIRECTORS

DATE: September 18, 2025

TO: Board of Directors

FROM: Christine Lawson, CEO

SUBJECT: Approval of Second Amended and Restated Bylaws.

BACKGROUND

The Santa Clara Tourism Improvement District (SCTID), through Discover Santa Clara® (DMO), is governed by bylaws that define the structure, responsibilities, and operating procedures of the Board of Directors. These bylaws are periodically reviewed to ensure they remain compliant with applicable laws, aligned with industry best practices, and responsive to the evolving needs of the organization and its stakeholders.

This action represents the **second amendment** to the *Amended and Restated Bylaws of Silicon Valley/Santa Clara DMO, Inc.* The most recent amendment was approved by the Board in **August 2021**. The current proposed changes build on that prior update, incorporating additional revisions to address evolving governance needs, enhance operational efficiency, and strengthen alignment with SCTID hotel priorities.

The CEO is the current and only member of the Board of Directors Bylaws Committee. In collaboration with the DMO's leadership team, a comprehensive review of the current Bylaws (August 2021) was conducted. Proposed updates ensure the Bylaws continue to serve the needs of the SCTID, the DMO, and the Board as the organization grows. These changes were reviewed and approved by Civitas Advisors' legal team, confirming compliance with law and alignment with industry standards.

The Board is asked to approve the proposed amended Bylaws.

OVERVIEW:

While much of the Bylaw document contains standard language consistent across the DMO community, below is a summary of the major changes proposed and requested for review and approval by the Board of Directors.

SUMMARY OF KEY CHANGES TO BYLAWS

- **Board Composition Requirements Updated**

Whenever practicable,

- A majority of Directors must represent SCTID hotels.
- The Chair of the Board must be a representative of a SCTID hotel.

These changes serve to strengthen alignment with DMO priorities and ensure SCTID stakeholder interests.

- **Term Limits Eliminated**

- Removes term limits for Board Directors and Officers.
- Retains experienced leadership while allowing flexibility to reintroduce limits in the future.

- **Residency Requirement for Directors**

- Permits exceptions for candidates who do not live or work in Santa Clara if they can significantly contribute to the City's economic vitality and DMO goals.
- Exceptions reviewed on a case-by-case basis by the Nominating Committee and approved by the Board of Directors.

- **Executive Director Disbursement Authority**

- If a vendor, amount, and purpose have been Board-approved via the adopted budget or separate action, only the Executive Director's signature is required for disbursement.

- **Nominating Committee Redefined**

- Reclassified as an ad hoc committee convened only when needed to fill or add Board seats.
- Members must be Board Directors, fewer than a quorum, and meet as needed.

- **Language Adjustments Regarding the City and SCCC**

- Revised or removed language implying the Board primarily serves the City or the Santa Clara Convention Center.
- Reaffirmed Board's primary responsibility to SCTID hotels.

- **Membership Definition Clarified**

- Refined definition for clarity and conciseness while maintaining eligibility requirements.

- **New Ex Officio Advisor Position**

The current Bylaws allow the Board to designate individuals to serve as advisors. Advisors receive meeting notices in the same manner as Board Directors but are not considered Directors for any purpose, including voting. They serve for terms determined by the Board and may be removed at any time.

Currently, the following representatives serve as Ex-Officio, non-voting advisors:

- Executive Director of the Corporation (DMO),
- City of Santa Clara City Manager (or designee).

The proposed Bylaws create flexibility for the Board to **designate an additional Ex-Officio advisor** whose expertise or professional experience is determined by the Board to be beneficial to the Corporation's mission. This addition strengthens the Board's ability to draw on strategic perspectives and specialized knowledge from individuals who may not otherwise be eligible to serve as voting Directors.

JUSTIFICATION FOR AMENDMENTS

These changes will ensure leadership continuity, streamline disbursement processes, and expand advisory input—driving long-term efficiencies, strengthening governance, and delivering strategic benefits for the SCTID and its stakeholders.

- **Strengthens Stakeholder Representation**

These changes will strengthen leadership continuity, streamline disbursement processes, and expand advisory input, providing long-term efficiencies and benefits to the SCTID other stakeholders.

- **Enhances Organizational Flexibility**

Removing term limits preserves leadership continuity and institutional knowledge, which is vital during the organization's next evolution.

- **Broadens Access to Expertise**

Residency exceptions enable the Board to engage high-value contributors from outside Santa Clara when they can demonstrably advance economic and tourism objectives.

- **Improves Operational Efficiency**

Expanded Executive Director disbursement authority streamlines administrative processes while maintaining Board oversight through prior approvals.

- **Modernizes Governance Language**

Updated provisions clarify the Board's primary responsibility and remove language that could imply conflicting priorities.

- **Adds Strategic Advisory Capacity**

Adds a third position under Ex-Officio Advisors for an individual whose expertise or professional experience is determined by the Board to be beneficial to the Corporation's mission. This flexibility ensures the Board can draw perspectives from regional stakeholders and subject matter experts when their participation can advance the Corporation's mission.

FINANCIAL IMPACT

Approval and implementation of the revised Bylaws will have no direct financial impact. However, the changes are designed to safeguard resources, improve efficiency, and generate long-term strategic benefits for the SCTID and its hotel stakeholders.

RECOMMENDATION MOTION

Approve the Second Amended and Restated Bylaws of Silicon Valley/Santa Clara DMO, Inc., with the revisions taking effect immediately upon Board approval.

**AMENDED AND RESTATED BYLAWS
OF
SILICON VALLEY/SANTA CLARA DMO, INC.,
a California nonprofit mutual benefit corporation**

ARTICLE I – NAME AND PRINCIPAL OFFICE

Section 1. Name. The name of the organization shall be “Silicon Valley/Santa Clara DMO, Inc.” (the “Corporation”). The Board of Directors may choose to use a fictitious business name or trade name for performing any of the Corporation’s business.

ARTICLE II – PURPOSE AND ORGANIZATION

Section 1. Principal Office. The principal office of the Corporation shall be at 5001 Great America Parkway, City of Santa Clara, County of Santa Clara, State of California, 95054 or at such other place as the Board of Directors shall designate.

Section 2. Purpose. The Corporation is organized under the California Nonprofit Mutual Benefit Corporation Law. The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under such law, including, but not limited to, (i) serving as the owners’ association for the Santa Clara Tourism Improvement District (“SCTID”) to oversee and implement services, programs, and activities associated with the SCTID, including managing funds and implementing programs or other activities in accordance with the SCTID Management District Plan (the “Plan”) subject to any applicable contract with the City appointing or designating the Corporation as such owners’ association (the “Owners’ Association”) to administer or implement the promotion of tourism and any other activities as specified in the Plan, (ii) being the official Destination Marketing Organization for the City of Santa Clara, California (the “City”) ~~to sell, book and market the Santa Clara Convention Center (“SCCC”) in accordance with any applicable contract between the Corporation and the City entered into for that purpose, and~~ (iii) ~~serving as the leader, convener and collaborator for destination marketing for the City.~~

~~To achieve this, the Corporation will:~~

~~(A) Partner and otherwise engage with hospitality and tourism groups, business and meeting planners, economic development groups, and local and regional community organizations to develop and deliver world-class experiences for visitors and community members alike.~~

~~(B) Identify the most effective opportunities and audiences to position the City’s location, amenities, attractions and businesses as a destination for leisure, conventions, meetings, events and tradeshows.~~

~~(C) Engage and foster a spirit of partnership with local organizations to enhance community access to the SCCC through entertainment, sports, arts, culture and other events to foster a vibrant, desirable and engaged community.~~

~~(D) Sell, book and market the SCCC working with (i) the SCCC operator and management company, the SCCC Food and Beverage operator and (ii) the local hospitality industry to generate economic impact.~~

~~(E) Prepare and provide annual reports to the Santa Clara City Council (the “City Council”) City Council consistent with California Street and Highway Code (“CASHC”) Section 36650 and other services as may be required or appropriate under any contract between the Corporation and the City. Without limiting the foregoing, the Owners’ Association’s first report shall be due after the first year of operation of the SCTID.~~

Section 3. Organization. ~~The Corporation is formed and organized and shall be operated exclusively for nonprofit purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code and the statutes of the State of California, and as set forth in the Articles of Incorporation. The Corporation is not organized for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any Director, Officer or member, or to the benefit of any private member or individual.~~

The Corporation shall serve as the Owners’ Association for the SCTID pursuant to CASHC §36612. The Corporation is a private entity and may not be considered a public entity for any purpose, nor may its Directors or staff be considered to be public officials for any purpose

Section 4. Funding; Annual Budget. The Corporation will be funded from the assessments collected from the lodging business within the SCTID. The Corporation shall formulate and adopt an annual marketing plan and budget to support the lodging business within the SCTID, including to maintain an appropriate operating contingency reserve, based upon the annual assessment funding contributions from the SCTID. The Corporation shall have full authority over all SCTID assessment funds, subject to the requirements of the Plan and any requirements under any applicable contract between the Corporation and the City. The Corporation’s performance of its purpose will be subject to review by and accountability to the City Council through a contractual relationship with the City, ~~and to ensure the Corporation meets or exceeds the financial and service delivery outcomes under its contract with the City by providing quality, expert and transparent management, in a manner that provides conflict-free execution and performance.~~

Section 5. Owners’ Association. As the Owners’ Association for the SCTID, the Corporation is subject to CASHC §36612 and shall comply with the Ralph M. Brown Act (the “Brown Act”), at all times when matters within the subject matter of the SCTID are heard, discussed, or deliberated by the Board, and with the California Public Records Act, for all records relating to the activities of the SCTID.

Section 6. Owners’ Association Annual Report; Other Governance Matters. The Owners’ Association annual report shall be filed with the City Clerk and shall refer to the SCTID by name, specify the fiscal year to which the report applies, and, with respect to that fiscal year, the report shall include ~~÷~~.

~~(A)~~ a Any proposed changes in the boundaries of the SCTID or in any benefit zones or classification of businesses within the SCTID.

~~(B)~~ (A) The improvements and activities to be provided for that fiscal year.

~~(C)~~ (B) An estimate of the cost of providing the improvements and the activities for that fiscal year.

~~(D)~~ (C) The method and basis of levying the assessment in sufficient detail to allow each business owner to estimate the amount of the assessment to be levied against his or her business for that fiscal year.

~~(E)~~ (D) The estimated amount of any surplus or deficit revenues to be carried over from a previous fiscal year.

~~(F)~~ (E) The estimated amount of any contributions to be made from sources other than assessments levied pursuant to SCTID.

In addition, subject to the applicable requirements of Section 1(D) of Article IV, the Owners' Association annual report as required by CASHC Section 36650 may propose changes, including, but not limited to, the boundaries of the property and business improvement district or any benefit zones within the SCTID, the basis and method of levying the assessments, and any changes in the classification of property, including any categories of business, if a classification is used.

ARTICLE III – MEMBERSHIP

~~**Section 1. Classes of Membership.** There shall be two classes of memberships in the Corporation, designated as “Regular Memberships” and “Associate Memberships,” and collectively are referred to sometimes as “Memberships.” Members who hold Regular Memberships are referred to as “Regular Members” and members who hold Associate Memberships are referred to as “Associate Members,” and collectively Regular Members and Associate Members are referred to sometimes as “Members.” The Regular Members of the Corporation shall be the Directors (as defined below) appointed or elected to the Board. The Associate Members of the Corporation shall be all lodging businesses located within the boundaries of the SCTID, whether presently existing or at any time in the future so located, that pay the benefit assessment fee levied by the City on participating businesses within the SCTID boundaries, and all other businesses participating in the SCTID that pay such benefit assessment fee levied by the City (individually, such lodging business is referred to as a “SCTID Participating Lodging Business” and collectively referred to as the “SCTID Participating Lodging Businesses”). The Board may authorize other classifications of membership in the Corporation by amendment of the Bylaws. The Corporation shall not be required to issue membership certificates to evidence membership in the Corporation and the failure to issue membership certificates shall not effect membership status of any Member as provided under these Bylaws. Neither the memberships in the Corporation, nor any right, title or interest therein, may be assigned, encumbered, transferred or disposed of in any respect.~~

~~**Section 2. Regular Membership.** On the effective date of each Director of the Corporation being appointed or elected to the Board, such Director will be admitted to~~

~~membership in the Corporation, will be deemed to hold a Regular Membership, and will become a Regular Member without any further action by the Corporation, any of its members, or such Director. Each Director will hold a Regular Membership and will remain a Regular Member until the effective date of such Director's resignation, removal or expiration of such Director's term and such Director not being re-elected to serve an additional term. Notwithstanding anything contained in Section 7341 of the CNMBL to the contrary, no notice of membership termination will need to be given to any Director whose term expires (and is not re-elected) to effect the termination of such Director's Regular Membership, it being acknowledged by each Director, by virtue of each Director serving as member of the Board, that such Director will be deemed to have resigned such Regular Membership effective as of the expiration of that Director's term, and it is further acknowledged that the foregoing membership resignation and termination upon expiration of the Director's term is a procedure that is fair and reasonable for all purposes under Section 7341 of the CNMBL. By virtue of holding a Regular Membership, each Regular Member shall have all the rights, preferences, privileges, restrictions and conditions of a member of the Corporation under the CNMBL, these Bylaws and any other applicable law. Without limiting the foregoing, each Regular Member shall have the right to vote (i) for the election of Directors to the Board, (ii) on a disposition of all or substantially all of the assets of the Corporation, (iii) on a merger involving the Corporation, (iv) on a dissolution of the Corporation, or (v) on changes to the Articles of Incorporation or Bylaws of the Corporation. Any regular meeting of the Board will be deemed to satisfy the annual membership meeting for all purposes under Section 7510 of the CNMBL.~~

~~**Section 3. Associate Membership.** Each SCTID Participating Lodging Business that pays the benefit assessment fee levied by the City will be admitted to membership in the Corporation, will be deemed to hold an Associate Membership, and will become an Associate Member upon the payment in full of such benefit assessment fee, without any further action by the Corporation, any of its members, or such SCTID Participating Lodging Business. Each SCTID Participating Lodging Business will hold an Associate Membership and will remain an Associate Member until such SCTID Participating Lodging Business is no longer a SCTID Participating Lodging Business. Notwithstanding anything contained in Section 7341 of the CNMBL to the contrary, no notice of membership termination will need to be given to any SCTID Participating Lodging Business that is no longer a SCTID Participating Lodging Business to effect the termination of such business's Associate Membership, it being acknowledged by each SCTID Participating Lodging Business that, by becoming a SCTID Participating Lodging Business, it will be deemed to have resigned such Associate Membership effective as of the date such SCTID Participating Lodging Business is no longer a SCTID Participating Lodging Business, and it is further acknowledged that the foregoing membership resignation and termination of any Associate Membership held by any SCTID Participating Lodging Business is a procedure that is fair and reasonable for all purposes under Section 7341 of the CNMBL. By virtue of holding an Associate Membership, each Associate Member shall have the right to provide input to the Board on the Corporation's annual plan, including goals and budget matters, in the manner determined by the Board in its sole and absolute discretion, and will receive such benefits of being an Associate Member as the Board may determine from time to time (including by way of example only, being listed~~

~~on the Corporation's website with a link to the Associate Member's website), and shall have no other rights, preferences or privileges of a member of the Corporation of any kind whatsoever under the CNMBL, these Bylaws and any other applicable law, including without limitation, no right to vote on (i) any matters involving the Corporation (including any of the voting rights of a Regular Member) or (ii) any action which would otherwise require approval by a majority of all members under the CNMBL, these Bylaws and any other applicable law. Each Associate Member shall designate a single individual to be the authorized designee representative of such Associate Member for the purpose of providing input to the Board with respect to the Corporation's annual plan as set forth above, and to otherwise represent and act in the name of and on behalf of the Associate Member in any such manner as may be requested by the Corporation from time to time. The Corporation shall be entitled to rely solely on the information and actions of such authorized designee representative of such Associate Member for all purposes. The rights provided to the Associate Members under this Section 3 shall not otherwise restrict or limit any contractual or other rights that SCTID Participating Lodging Businesses may otherwise have under any agreement between the City and the Corporation or under resolutions adopted by the City Council to establish the SCTID or by virtue of being a business located within the boundaries of the SCTID.~~

Section 1: Definitions. This Corporation shall have no members within the meaning of the California Nonprofit Corporation Law, pursuant to Corporation Code §5056.

Section 2: Non-Voting Members. The Corporation's Board of Directors may, in its discretion, admit individuals to one or more classes of non-voting members; the class or classes shall have such rights and obligations as the Board finds appropriate."

ARTICLE IV – BOARD OF DIRECTORS

Section 1. General Powers. Subject to the applicable provisions and limitations of the California Nonprofit Corporation Law ("CNPL") California Nonprofit Mutual Benefit and any other applicable laws, any applicable provisions of the SCTID Management District Plan then in effect, and any limitations set forth in the Articles of Incorporation and in these Bylaws, the activities, property and affairs of the Corporation shall be managed, and all corporate powers shall be managed, and all corporate powers shall be exercised by, the Board.

Section 2. Size and Composition. The authorized number of Directors shall be not less than nine nor more than thirteen, with the exact number of Directors to be fixed within such specified limits by the Board (each, a "Director"). ~~The exact number of Directors initially authorized shall be nine.~~ "). Whenever practicable, at least a majority of the directors must be representatives of hotels paying the SCTID assessment To provide the Board with members having a breadth of experience, the composition of the Board will include, whenever reasonably possible, Directors who possess expertise in (i) the tourism or hospitality industry, (ii) the financial, technology or general business industries, ~~(iii) labor organizations, (iii) community partners, defined for purposes of this Section as organizations within the community that are actively engaged in contributing to the economic vitality or civic engagement of the City of Santa Clara, including but not limited to chambers of commerce, nonprofit entities, educational institutions, public agencies, and local business associations, or~~ (iv) the arts and culture sector, or the

entertainment industry, and will include one representative of the SCCC or the business entity or other organization that manages the operations of the SCCC. In addition, Board member shall meet the qualifications described in Section 3 immediately below. The qualifications of additional Directors may be modified from time to time by approval of the Board.

Section 3. Qualifications. Directors shall be at least 18 years of age and shall demonstrate the Director's willingness to accept responsibility for governance of this Corporation and the Director's availability to participate actively in such governance activities. Directors will be appointed based on business acumen; financial and budget knowledge; sales, marketing and data-driven measurement and analysis capabilities; industry expertise and experience and community leadership; and the willingness to assume accountability for the Corporation's success. All Directors shall live or work in the City of Santa Clara. However, exceptions may be made for candidates who demonstrate a significant ability to contribute to the City's economic vitality and to advancing the goals and mission of the Corporation. Such exceptions shall be considered on a case-by-case basis and reviewed by the Nominating Committee Except for temporary absences, Directors must live or work in the City at all times during their respective terms.

Section 4. Ex Officio Advisors The following representatives will serve as Ex Officio, non-voting members of the Board: The Board may designate individuals to serve as advisors to the Board. Advisors will receive notice of meetings in the same manner as Directors but will not be considered Directors for any purpose including voting. Advisors shall serve for such terms as determined by the Board and may be removed by the Board at any time. The following representatives will serve as Ex-Officio, non-voting advisors to the Board:

(A) Executive Director of the Corporation

(B) City of Santa Clara City Manager (or designee)

(B)(C) An individual with relevant expertise or professional experience is beneficial to the Corporation's mission, as determined by the Board

Section 5. Board Responsibilities. The Board is responsible for ensuring the resources of the Corporation within the Corporation's approved budget are aligned to (i) implement the programs or other activates in accordance with the Plan and (ii) achieve or surpass goals and metrics contained in any applicable contract between the Corporation and the City. The Board also is responsible for hiring and overseeing the Executive Director of the Corporation who will be responsible for the (x) administration and implementation of the promotion of tourism and any other activities specified in the Plan and (y) execution of any such applicable contract between the Corporation and the City. The Board is also responsible for developing and presenting an annual report to the City Council in accordance with CASHC Section 36650 and providing regular communication to the City Council as may be required under any applicable contract between the Corporation contract and the City.

Each Director shall discharge the duties of the position of Director in good faith, in a manner the Director reasonably believes to be in the best interests of the Corporation, and with the care that an ordinarily prudent person in a like position would exercise under similar circumstances. In addition to any other applicable liability limitations under the CNPL or any other California law, the Corporation's Articles of Incorporation, or these Bylaws, a person who so performs those duties is not liable by reason of being or having been a Director of the Corporation.

Section 6. Board Terms. Subject to Section 7 below, each Director shall hold office for a term

of three years and until a successor has been designated and qualified. Terms shall expire on the date of the annual meeting of the Board. ~~There is no limit to the number of consecutive three (3) year terms that a Director may serve. Directors shall be eligible to serve on the Board for not more than two consecutive three-year terms. In the event any Director is elected for less than an initial three-year term, such Director's initial term shall be disregarded for purposes of serving a maximum of two consecutive three-year terms. A Director may be re-elected to the Board after a lapse of one year.~~

Section 7. Selection, Initial Staggering of Terms, and Board Vacancies.

(A) At each annual meeting of the Board, Directors shall be elected to replace those whose terms are expiring; however, if any Directors are not elected at any annual meeting, they may be elected at any special Board meeting held for that purpose. Each Director, including a Director elected to fill a vacancy or elected at a special meeting, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.

(B) The initial Directors elected by the Corporation's incorporator shall be designated into three classes pursuant to a random drawing at the meeting of the Board immediately following their election. One class of Directors shall serve for an initial term of one year, the second class shall serve for an initial term of two years, and the third class shall serve for an initial term of three years, provided that it is expected that the three Directors selected to serve for an initial term of one year shall be nominated for re-election to serve a full three-year term. Thereafter, Directors will be up for re-election for the normal three year period as set forth above.

(C) In the case of vacancies occurring for reasons other than expiration of the term, such vacancies shall be filled for the balance of the unexpired term either (i) by the affirmative vote of a majority of Directors then in office at a meeting of the Board held according to the notice provisions of these Bylaws, or (ii) by an action taken by the Board without a meeting if all remaining members of the Board consent in writing to that action and that action is filed with minutes of Board proceedings.

(D) Directors shall retain their seats on the Board until successors are duly appointed.

Section 8. Resignations and Removals.

(A) **Removal.** If a Director fails to attend three or more regular meetings of the Board during any 12 month period, such Director may be removed by majority vote of the Board. In addition, a Director may be removed with or without cause by a majority vote of the entire Board.

(B) **Resignation.** A Director may resign from the Board by providing written notice to the Chair of the Board and Secretary of the Board. Any such resignation shall be effective immediately upon such notice being given unless a specific date is agreed upon by the Board and the resigning Director. The Secretary of the Board shall immediately inform all other Directors of such Director's resignation. Notwithstanding the foregoing, no Director may resign when the Corporation would then be left without a duly elected Director or Directors in charge of its affairs.

Section 9. Compensation. Service by the Directors on the Board is voluntary and each Director shall serve without compensation, but may be reimbursed for expenses actually and reasonably incurred in the performance of their duties on behalf of the Corporation as authorized in advance or otherwise approved by the Board. No loans or gifts of any kind shall be made by the Corporation to any Director.

Section 10. Conflict of Interest. Directors may not (i) have an ownership or other financial interest in, suppliers or other vendors to the Corporation or the SCCC or any competing facilities, except that such financial interest restriction shall not prohibit (x) the Director elected as the representative of the SCCC or (y) an employee of a supplier or other vendor to the Corporation or the SCCC or any competing facilities, from serving on the Board); (ii) be a direct recipient of hotel tax funds collected by the SCTID; or (iii) the spouse or an immediate family member of any employee of the Corporation. As soon as practicable after the election or the Directors and holding the first meeting of the duly elected Board, Directors shall adopt a Conflict of Interest policy to be signed by all Directors and the Executive Director. Prior to service on the Board by future Directors, each Director shall be provided with, shall acknowledge receipt of and sign the Corporation's Conflict of Interest policy. Said Conflict of Interest policy will be posted prominently on the Corporation's website and in the corporate office.

~~**Section 11. Lobbying.** The Board is prohibited from lobbying efforts that are in conflict with City policies and priorities.~~

Section 12. Procedure and Records. The Board shall keep regular agendas and minutes of its proceedings, and minutes of each meeting shall be kept and shall be filed with the corporate records, and such agendas and meetings shall be maintain in accordance with, and shall be held subject to, the applicable provisions of the California Public Records Act (the "PRA").

Section 13. Owners' Association Meetings. At all times when the Corporation is serving as the Owner's Association under the SCTID and conducting business or any other activities related to the SCTID, meetings of the Board of Directors of the Corporation and any committee of the Board of Directors are subject to California Open Meeting Laws. The meetings of the Board of Directors shall be held at dates, times and location as established by the Board and shall be held within the boundaries of SCTID.

(A) **Annual Meeting.** The Board shall hold an annual meeting during the month of October each year, with the exact date to be determined by the Board of Directors. The annual meeting shall be held after at least 20 days' notice to each Director, which notice may be given to each Director personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, facsimile, electronic mail, or other electronic means. In addition, notice of the annual meeting shall be posted at least seventy-two hours prior to the meeting in a publicly accessible location and on the Corporation's website, if any, in accordance with the requirements of the Brown Act. Each such notice shall state the general business to be transacted, and the day, time and place of the meeting.

(B) Regular Meeting. Regular meetings of the Board shall be held monthly upon at least 72 hours prior notice to each Director, which notice may be given to each Director personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, facsimile, electronic mail, or other electronic means. In addition, notice of regular meetings shall be posted at least seventy-two hours prior to the meeting in a publicly accessible location, and on the Corporation's website, if any, in accordance with the requirements of the Brown Act. Each such notice shall state the general business to be transacted, and the day, time and place of the meeting. Business may be transacted at any regular meeting of the Board in accordance with the requirements of the Brown Act.

(C) Special Meeting. Special meetings of the Board shall be held upon the request of the Chair of the Board or any two Directors, with at least 24 hours' notice delivered to the each Director, which notice may be given to each Director personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, facsimile, electronic mail, or other electronic means, or by any other means pursuant to Government Code §54956. Notice shall also be posted at least twenty-four hours prior to the meeting in a publicly accessible location, and on the Corporation's website, if any, in accordance with the requirements of the Brown Act.

Section 13. Notice of Meetings. Notice of all meetings related to the Owner's Association and SCTID will be given in accordance with the provisions of the Brown Act, Government Code §54950 et. seq. The noticing provisions in these Bylaws shall be subject to any amendments of the Brown Act.

Section 14. Voting. The vote of the majority of Directors present at a meeting at which a quorum is present shall be the act of the Board, unless a greater number is required by statute, the Articles of Incorporation or these Bylaws, in which case the act of such greater number shall be required to constitute the act of the Board. Directors shall vote in person, and participation in a meeting through use of conference telephone or electronic video screen communication as authorized under the CNPL constitutes presence in person at that meeting as long as all directors participating in the meeting are able to hear one another). Each Director shall be entitled to one (1) vote on each matter submitted to a vote of the Board. To comply with the Brown Act, if and when applicable to the meetings of the Board or any Board committees, the Owners' Association shall publicly report any action taken and the vote or abstention on that action of each Director present for the action.

Section 15. Quorum. At all meetings of the Board, the presence, either in person or by participation through the use of conference telephone, electronic video screen communication, or electronic transmission by and to the Corporation (as defined under the CNPL), of at least a majority of the authorized Directors shall constitute a quorum for the transaction of business. The act of a majority of Directors present at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws, in which case the act of such greater number shall be required to constitute the act of the Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors if any action taken is approved by at least a majority of the required

quorum for that meeting.

Section 16. Action Without a Meeting. Any action required or permitted to be taken by the Board or any committee of the Board that is not related to either any Owners' Association or SCTID activities may be taken without a meeting if all members of the Board or committee, as the case may be, consent in writing to that action and that action is filed with minutes of the proceedings.

Section 17. Telephonic Appearance. Teleconferencing, as authorized by §54953 of the Brown Act may be used for all purposes in connection with meetings. All votes taken during a teleconferenced meeting shall be by roll call. If teleconferencing is used, the Board shall post the agenda at all teleconference locations and conduct teleconference meetings in a manner that protects the statutory and constitutional rights of the parties or the public appearing before the Board. ~~Each teleconference location shall be identified in the notice and agenda of the meeting, and each teleconference location shall be accessible to the public. During the teleconference, at least a quorum of the members of the Board shall participate from locations within the boundaries of SCTID. The agenda shall provide an opportunity for members of the public to address the legislative body directly pursuant to §54954.3 at each teleconference location.~~

ARTICLE V – OFFICERS, EXECUTIVE DIRECTOR AND EMPLOYEES

Section 1. Officers. The Officers of the Corporation shall be a Chair of the Board, Vice-Chair, Treasurer and Secretary (hereinafter, each individually an "Officer" and collectively "Officers"). The Board at the Corporation's first meeting shall nominate and elect the Officers of the Corporation. Thereafter the Board shall nominate and elect Officers of the Corporation at the Annual Meeting. The Corporation may also have, at the discretion of the Board, one or more Vice Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other Officers as may be appointed by the Board, each having such duties as may be specified or otherwise authorized by the Board. The Officers of the Corporation shall be elected annually by the Board and shall serve at the pleasure of the Board. Each Officer appointed by the Board shall be a member of the Board or an Ex Officio, non-voting member of the Board. Any two or more offices may be held by the same person.

Section 2. Duties of Corporation Officers. The officers of the Corporation shall have the following duties:

(A) The "**Chair of the Board**" shall preside at all meetings of the Board; shall report on the activities of the Corporation at each meeting of the Corporation; and shall perform any additional duties as may be assigned by the Board. Whenever practicable, the Chair shall be a representative of a hotel paying the SCTID assessment

(B) The "**Vice-Chair**" shall preside at all meetings of the Board in the absence of the Chair of the Board; and shall perform such additional duties as assigned by the Board.

(C) The “**Treasurer**” shall see to the financial reports of the organization in coordination with the Executive Director; and shall report on the Corporation’s financials to the Board in regular meetings, including an annual financial report to the Board.

~~(D) The “**Secretary**” shall see that notices for all meetings are given in accordance with the provisions of these Bylaws and as required by law, shall keep Minutes of all meetings, shall have charge of the seal, if any, and the corporate books, and shall make such reports and perform such other duties as are incident to such office, or are properly required by the Board. The Executive Director of the Corporation shall serve as the Secretary of the Board. . The Secretary shall maintain, or cause to be maintained, the Corporation’s records in accordance with the requirements of the PRA, Government Code §7920.000 et seq. ~~The Secretary position shall be a non-voting member of the Board. The Secretary shall maintain, or cause to be maintained, the Corporation’s records in accordance with the requirements of the PRA, Government Code §6250 et seq.~~~~

~~(E) **Assistant Officers.** Assistant officers, if any, in the order designated at the time of their selection, or in the absence of any such designation, in the chronological order of their selection, shall, in the absence or disability of the officers to whom they are assistants, or in the event of such officers' refusal to act, perform the duties of such officers, and when so acting, shall have all the powers of, and be subject to all restrictions upon, such officers. Each assistant officer shall also exercise such powers and discharge such duties as may be assigned from time to time by the Board.~~

Section 3. Executive Director.

(A) The Executive Director shall be selected, hired and terminated by majority approval of the Board of Directors. The Executive Director will serve as the Chief Executive Officer of the Corporation. Operating under the control and direction of the Board, the Executive Director shall have full executive and administrative authority to manage, supervise, and conduct the operations of the Corporation, provided that the Executive Director exercise of such authority shall at all times be subject to and consistent with these Bylaws and the policies, procedures, programs, and directives from time to time adopted and/or prescribed by the Board.

(B) Qualifications for the Executive Director shall be determined by the Board of Directors. The Executive Director shall not be a Director or an Officer of the Corporation (other than the Secretary), but shall be an employee of the Corporation. The Executive Director is an Ex Officio (non-voting member) of the Board. The Board shall fix the salary and other compensation of the Executive Director, who shall serve at the will of the Board.

(C) The Executive Director shall develop an annual strategic marketing, sales and operations plan with budget (the “Annual Plan”) designed to achieve desired metrics and performance goals within a specified budget as outlined in the Corporation’s contract with the City.

(D) The Executive Director will adhere to the requirement for full transparency and

reporting to the Board and the City Council. The Executive Director will present the Annual Plan to the Board at the annual meeting and to the City Council. ~~The Executive Director will, at a minimum, provide quarterly progress updates as well as a year-end summary of execution performance to the City Council. The Executive Director will employ transparent reporting capabilities to continually share economic impact, fiscal performance and community impact with the Board and as may be required under the Corporation's contract with the City.~~

~~(E) The Executive Director will partner with other organizations to leverage resources, reduce duplication and enhance community access to the SCCC and other City-owned facilities, programs and events. The Executive Director shall use best efforts to leverage City-owned assets to attract group business, increase room nights, and generate meaningful economic impact for the City.~~

Section 4. Resignations, Removal, and Vacancies. Officers of the Corporation remain subject to the resignation, removal, and vacancies provisions of Article IV, Section 7 and 8 of these Bylaws.

Section 5. Employees. With the approval of the Board, the Executive Director is responsible for building and leading a high-performance team. The Executive Director shall hire and terminate all employees of the Corporation, and shall set all employee job responsibilities and compensations in accordance with Board approved job descriptions and an approved budget, unless a third-party operator is contracted with for specific services.

ARTICLE VI – COMMITTEES

~~**Section 1. Committees.** The Board may establish, by resolution adopted by a majority of Directors then in office, temporary or standing committees consisting of two or more Directors to accomplish the Corporation's work and for projects to study specific topics related to the Corporation's purpose, as may be provided in the committee's charter. The Board will appoint a Chair of each committee who shall be a Director who will have oversight responsibility for the committee's function. Committees may be assisted in the completion of projects by volunteers from the community at large. These volunteers are not required to be Directors or members of the Corporation in order to assist in committee activities. Any decisions related to the Corporation's purpose or Board responsibilities that comes out of any committees must be reported at a duly called and held Board meeting. The Board (or the Officers, if the Board delegates such authority to the Officers for an ad-hoc committee during a duly held Board meeting) also may establish ad hoc committees for special projects or assignments as may be desired without having to approve a charter for such committee, provided that, although such approval of a charter for any such ad hoc committee is not required, the establishment of any such ad hoc committees will be require approved by the Board at a duly held meeting of the Board.~~

~~**Section 2. Meetings and Actions of Committees.** Meetings and actions of committees shall be governed by, held, and taken under the provisions of these Bylaws concerning meetings and other Board actions, except that the time for general meetings of committees and calling of special meetings of committees may be set either by Board resolution, or if~~

none, by resolution of the committee. Notice of committee meetings will be given in accordance with the provisions of the Brown Act. Minutes of each meeting shall be kept and shall be filed with the corporate records, and in accordance with the provisions of the PRA. The Board may adopt rules for governance of any committee as long as the rules are consistent with these Bylaws. If the Board has not adopted rules, the committee may do so.

Section 1: Committees. The Board, by resolution adopted by a majority of the Directors then in office, may establish standing, temporary, or ad-hoc committees to support the Corporation's mission and projects. Committees must be approved by the Board at a duly held meeting. Each committee will include at least two Directors and may also include community volunteers who are not required to be Directors. The Board shall appoint a Chair for each committee from among its Directors. Committees may study specific topics, lead projects, or advise on matters related to the Corporation's purpose. Any recommendations or decisions from a committee related to Board responsibilities must be reported at a duly held Board meeting. Committees may have all the authority of the Board, to the extent provided in the Board resolution, except that no committee may do the following:

- (i) Fill vacancies on the Board or any committee of the Board;
- (ii) Fix compensation of the Directors for serving on the Board or any committee;
- (iii) Amend or repeal Bylaws or adopt new Bylaws;
- (iv) Amend or repeal any resolution of the Board that by its express terms is not so amendable or repeatable;
- (v) Create any other committees of the Board or appoint the members of committees of the Board; or
- (vi) Expend corporate funds to support a nominee for Director if more people have been nominated for Director than can be elected; or
- (vii) With respect to any assets held in charitable trust, approve any contract or transaction between this Corporation and one or more of its Directors or between this corporation and an entity in which one or more of its Directors have a material financial interest, subject to the approval provisions of Corporations Code §5233(d)(3).

Section 2. Meetings and Actions of Committees. Committee meetings and actions shall follow the same procedures as Board meetings, including compliance with the Brown Act and Public Records Act. Minutes must be recorded and filed with the Corporation's records. The Board may adopt additional rules for governance of any committee as long as the rules are consistent with these bylaws. If the Board has not adopted rules, the committee may do so.

Section 3. Audit Committee.

(A) The Corporation shall have an Audit Committee consisting of no fewer than three Directors, who shall be appointed annually by the Board to serve at the pleasure of the Board and until their successors are elected and qualified. The Audit Committee shall exercise the following powers and duties: (i) make recommendations to the Board on the hiring and firing of an independent certified accountant, who will conduct an independent audit of the financial statements of the Corporation, (ii) negotiate the independent certified accountant's

compensation; (iii) confer with the independent certified accountant to become satisfied that the financial affairs of the Corporation are in order; (iv) review the independent audit prepared by the independent certified accountant and decide whether to accept it; and (v) approve any non-audit services provided by the independent certified accountant to ensure such services confirm to the standards in the Yellow Book issued by the US Comptroller General as may be applicable. The Audit Committee shall be subject at all times to the control of the Board, which shall have the power to revise or alter any action taken by the Audit Committee, provided, however, that no rights of third parties that have attached or arisen shall be affected thereby.

(B) ~~No Director shall serve on the Audit Committee for more than two consecutive years, but at least one Director of the Audit Committee shall have been a member of the Audit Committee in the previous year. At least one Director should be in his/her first 3-year term as a Director. A majority of the Directors of the Audit Committee shall constitute a quorum for the transaction of business and in the absence of a quorum, a majority of the Directors present may adjourn any meeting to another time and place. If a meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of adjournment. Every act or decision done or made by a majority of the Directors present at a meeting at which a quorum is present will be the act of the Audit Committee. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting.~~

(C) ~~Meetings of the Audit Committee may be held in any place, and in any manner, permitted by applicable law and the Bylaws of this Corporation. The Audit Committee shall adopt rules of procedure and shall meet as provided by those rules or as provided hereunder in the absence of a rule duly adopted by the Audit Committee to the contrary. Meetings shall be held when called by any member of the Audit Committee or otherwise as permitted by the Bylaws, the call to be communicated orally or in writing to each member of the Audit Committee at least 48 hours before the hour fixed for the meeting; the call shall be directed to each member at his or her business address (if sent for receipt during regular business hours), or residence (if not sent for receipt during regular business hours). All calls and notices and any such waivers, consents, or approvals respecting a meeting shall be made a part of the minutes of the meeting. Minutes of all proceedings of the Audit Committee shall be kept and shall be distributed to all members of the Directors.~~

Section 4. Nominating Committee.

(A) ~~At a regular meeting of the Board not less than two months prior to the date of the annual Board meeting, the Board shall appoint a Nominating Committee of no fewer than three Directors, who shall serve at the pleasure of the Board and until their successors are elected and qualified. The duties of this committee shall be to make nominations, with the consent of those nominated, of such individuals that it deems necessary to elect a Board that is representative of the qualifications of the Board set forth above. The Board may provide the Nominating Committee with instruction on the criteria to be used and information to be considered in nominating potential Directors.~~

~~(B)~~(A) ~~No Director shall serve on the Nominating Committee for more than~~

two consecutive years, but at least one member of the Nominating Committee shall have been a member of the Nominating Committee in the previous year. ~~At least one Director should be in his/her first 3-year term as a Director.~~ A majority of the Directors of the Nominating Committee shall constitute a quorum for the transaction of business and in the absence of a quorum, a majority of the Directors present may adjourn any meeting to another time and place. If a meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of adjournment. Every act or decision done or made by a majority of the Directors present at a meeting at which a quorum is present will be the act of the Nominating Committee. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting.

~~(C) Meetings of the Nominating Committee may be held in any place, and in any manner, permitted by applicable law and the Bylaws of this Corporation. The Nominating Committee shall adopt rules of procedure and shall meet as provided by those rules or as provided hereunder in the absence of a rule duly adopted by the Nominating Committee to the contrary. Meetings shall be held when called by any member of the Nominating Committee or otherwise as permitted by the Bylaws, the call to be communicated orally or in writing to each member of the Nominating Committee at least 48 hours before the hour fixed for the meeting; the call shall be directed to each member at his or her business address (if sent for receipt during regular business hours), or residence (if not sent for receipt during regular business hours). All calls and notices and any such waivers, consents, or approvals respecting a meeting shall be made a part of the minutes of the meeting. Minutes of all proceedings of the Nominating Committee shall be kept and shall be distributed to all members of the Board.~~

Section 5: Advisory Committees. The Board may establish one or more advisory committees. The members of any advisory committee may consist of directors or non-directors. Advisory committees may not exercise the authority of the Board to make decisions on behalf of the Corporation, but shall be limited to making recommendations to the Board or the Board's authorized representatives and to implementing Board decisions and policies. Advisory committees shall be subject to the supervision and control of the Board.

ARTICLE VII – CONTRACTS, BANK ACCOUNTS AND LOANS

Section 1. Contracts. The Chair of the Board shall sign all contracts and other instruments affecting the operation of the Corporation subject to approval of the Board. In absence of the Chair of the Board, the Vice-Chair shall be authorized to execute and deliver any instrument, which has had the prior approval of the Board. The Board may authorize the Executive Director to execute contracts on behalf of the organization and the Chair of the Board. Absent Board approval, no Officer shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniary for any purpose or for any amount.

Section 2. Loans. No loans, including lines of credit, shall be contracted on behalf of the Corporation, and no negotiable paper shall be issued in its name.

Section 3. Disbursements. Upon approval of the budget, the Executive Director is authorized to make disbursements, subject to any dollar limits established by the Board requiring more than one signature, on accounts and expenses provided for in the budget without additional approval by the Board. The Board shall establish limits on disbursements requiring two signatures. Unless otherwise prescribed by the Board, the two signatures required will include the Executive Director and the Treasurer; provided that in the absence of the Treasurer, the Chair of the Board or Vice Chair of the Board is authorized to provide the second signature. Upon approval of the budget, the Executive Director is authorized to make disbursements, subject to any dollar limits established by the Board requiring more than one signature, on accounts and expenses provided for in the budget without additional Board approval. If the vendor, amount, and purpose of an invoice have already been approved by the Board, either through the annual budget or a specific Board action, only one signature from the Executive Director is required. The Board shall establish limits on disbursements requiring two signatures. Unless otherwise prescribed by the Board, the two required signatures shall be those of the Executive Director and the Treasurer; provided that in the absence of the Treasurer, the Chair or Vice Chair of the Board is authorized to provide the second signature.

Section 4. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation under such conditions and in such banks, trust companies, or other depositories as the Board may designate.

ARTICLE VIII – INDEMNIFICATION AND INSURANCE

Section 1. Indemnification.

The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a Director, Officer, employee or agent of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which the Director, Officer, employee or agent may become involved by reason of such Director's, Officer's, employee's or agent's service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which the Director, Officer, or employee or agent shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of Directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

Section 2. Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article. The Corporation's obligations under this Article shall be reduced by the amount of any insurance which is available to any such person whether such insurance is purchased by the Corporation or otherwise. The right of indemnity created herein shall be personal to the Director, Officer, employee or agent and their respective legal representatives, and in no case shall any insurance carrier be entitled to be subrogated to any rights created herein.

ARTICLE – IX -- MISCELLANEOUS

Section 1. Actions Requiring Seventy-five Percent (75%) Approval of Board of Directors. Notwithstanding anything contained in these Bylaws to the contrary, the approval of not less than 75% of the authorized number of Directors shall be required for any of the following actions by the Corporation (and for clarification purposes, in applying that percentage the resulting number of Directors will be rounded up to a whole number – e.g., 75% of the initial authorized number of Directors of nine results is 6.75, so the approval of seven Directors would be needed):

- (A) Any amendments to the Corporation's Articles of Incorporation or these Bylaws.
- (B) The sale, pledge, lease, or other transfer of the assets of the Corporation other than transactions occurring in the ordinary course of business.
- (C) The adoption of the Corporation's annual strategic marketing, sales and operations plan, including budget, ~~goals and performance metrics.~~
- ~~(D) The Corporation acting as the Owners' Association requesting that the City Council modify the Plan.~~

~~(E)~~(D) Any merger, dissolution or liquidation of the Corporation.

Section 2. Fiscal Year. The fiscal year for the Corporation shall commence on July 1 and end on June 30, unless or until the Board determines to change such fiscal year.

Section 3. Gifts. The Board and Corporation employees may not accept, on behalf of the Corporation or individually, any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Corporation.

Section 4. Conflict of Interest Policy. Prior to service on the Board, each Director shall be provided with, and shall acknowledge receipt of, the Corporation's conflict of interest policy.

Section 5. Non-Discrimination. The Corporation shall be an equal employment opportunity employer and shall practice similar non-discrimination in the conduct of its affairs.

Section 6. Dissolution. The duration of the Corporation shall be perpetual, except that it may be dissolved in accordance with law with the approval of the Board as provided above. Upon dissolution, the Directors shall, after payment of all of the liabilities of the Corporation, assign and otherwise transfer all assets to an organization meeting the requirements for such assignment and transfer as set forth in the Corporation's Articles of Incorporation.

Section 7. Notices. Whenever, under the provisions of the Bylaws, notice is required to be given to any Directors or Officers, it shall not be construed to mean personal notice, but such notice shall be given in writing, by mail, by depositing the same in a post office box or letter box, postage prepaid, addressed to each Director or Officer at such address as appears on the books of the Corporation or by electronic communication, including by email, subject to the Corporation complying with the applicable requirements in Section 20 of the California Corporations Code for electronic transmission by the Corporation. Any Director or Officer may waive any notice required to be given under these Bylaws.

Section 8. Books and Records. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board. All records shall be considered public if required under applicable California law.

Section 9. Force and Effect of ByLaws. In respect to all questions concerning construction of the ByLaws, the decision of the Board shall be final and conclusive and binding upon all persons.

Section 10. Political Neutrality. The Corporation shall not be used in any way for political purpose nor shall it, as a Corporation, actively participate in the political candidacy of any person.

Section 11. Limitation of Individual Liability. No member, Director or Officer of this Corporation, solely by virtue of membership in the Corporation or such position, will incur personal liability for any debts, liabilities or obligations of the Corporation.

Section 12. Right to Inspection. Every Director shall have the right to inspect all books, records and documents and the physical properties of the Corporation. This inspection may be made in person or by an agent or attorney.

Section 13: Brown Act Compliance. In accordance Section 36612 of the State of California Streets and Highways Code, the Corporation as the Owners' Association is a private entity and may not be considered a public entity for any purpose, nor may the Directors or staff of the Corporation be considered to be public officials for any purpose. Notwithstanding the foregoing, to the extent that the Corporation is subject to the open meeting requirements of the Brown Act (Chapter 9 (commencing with Section 54950) of Part 1 of Division 2 of Title 5 of the California Government Code), then the Board will comply with the applicable provisions of Government Code §54950 through and including §54961. To the extent that any provisions of these Bylaws are inconsistent with

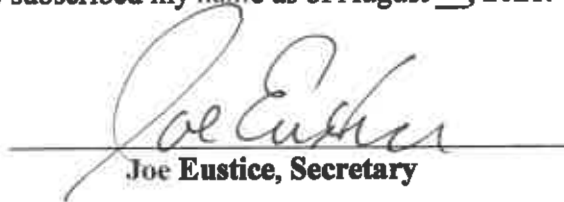
the Brown Act, the provisions of said Brown Act shall prevail. In the event the Corporation is not required to comply with the Brown Act, then the Board will not endeavor to meet the requirements of the Brown Act. Without limiting anything in this Section 13, when holding any Board or committee meetings, the Board or committee, as applicable, shall comply with the Brown Act, at all times when matters within the subject matter of the SCTID are heard, discussed, or deliberated, and with the PRA (Chapter 3.5 (commencing with Section 6250) of Division 7 of Title 1 of the Government Code), for all documents relating to activities of the SCTID.

Section 14: Emergency Powers. In the event of an emergency as defined in California Corporations Code Section 7140(m)(5), the Board of Directors may exercise the emergency powers described in Section 7140(m), including actions necessary to conduct the Corporation's affairs when a quorum cannot be readily convened.

**SECRETARY'S CERTIFICATE OF ADOPTION
OF
AMENDED AND RESTATED BYLAWS
OF
SILICON VALLEY/SANTA CLARA DMO, INC.**

I, the undersigned, the duly elected and acting Secretary of **Silicon Valley/Santa Clara DMO, Inc.**, a California corporation, do hereby certify that the foregoing Amended and Restated Bylaws consisting of 18 pages were duly adopted as the Bylaws of said corporation by the Board of Directors of said corporation on August 19, 2021.

In Witness Whereof, I have hereunto subscribed my name as of August 25, 2021.


Joe Eustice, Secretary

CERTIFICATE OF SECRETARY

(California Corporations Code §7215)

I certify that I am the Secretary of the Silicon Valley / Santa Clara DMO, Inc., a California nonprofit mutual benefit corporation, that the above Amended and Restated Bylaws, consisting of 15 pages, including this Certificate, are the Bylaws of this Corporation as adopted on _____, 2025, and that they have not been amended or modified since that date.

Executed on _____, 2025, at Santa Clara, California.

By: _____

Its: Secretary

**SECOND AMENDED AND RESTATED
BYLAWS OF
SILICON VALLEY/SANTA CLARA DMO, INC.,
a California nonprofit mutual benefit corporation**

ARTICLE I – NAME AND PRINCIPAL OFFICE

Section 1. Name. The name of the organization shall be “Silicon Valley/Santa Clara DMO, Inc.” (the “Corporation”). The Board of Directors may choose to use a fictitious business name or trade name for performing any of the Corporation’s business.

ARTICLE II – PURPOSE AND ORGANIZATION

Section 1. Principal Office. The principal office of the Corporation shall be at 5001 Great America Parkway, City of Santa Clara, County of Santa Clara, State of California, 95054 or at such other place as the Board of Directors shall designate.

Section 2. Purpose. The Corporation is organized under the California Nonprofit Mutual Benefit Corporation Law. The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under such law, including, but not limited to, (i) serving as the owners’ association for the Santa Clara Tourism Improvement District (“SCTID”) to oversee and implement services, programs, and activities associated with the SCTID, including managing funds and implementing programs or other activities in accordance with the SCTID Management District Plan (the “Plan”) subject to any applicable contract with the City appointing or designating the Corporation as such owners’ association (the “Owners’ Association”) to administer or implement the promotion of tourism and any other activities as specified in the Plan, (ii) being the official Destination Marketing Organization for the City of Santa Clara, California (the “City”) to elevate Santa Clara as a premier destination by inspiring travel, showcasing the city’s unique attractions, and cultivating experiences that drive visitor engagement and economic vitality.

Section 3. Organization. The Corporation is formed and organized and shall be operated exclusively for nonprofit purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code and the statutes of the State of California, and as set forth in the Articles of Incorporation. The Corporation is not organized for profit, and no part of the net earnings of the Corporation shall inure to the benefit of any Director, Officer or member, or to the benefit of any private member or individual.

Section 4. Funding; Annual Budget. The Corporation will be funded from the assessments collected from the lodging business within the SCTID. The Corporation shall formulate and adopt an annual marketing plan and budget to support the lodging business within the SCTID, including to maintain an appropriate operating contingency reserve, based upon the annual assessment funding contributions from the SCTID. The Corporation shall have full authority over all SCTID assessment funds, subject to the requirements of the Plan and any requirements under any applicable contract between the Corporation and

the City. The Corporation's performance of its purpose will be subject to review by and accountability to the City Council through a contractual relationship with the City

Section 5. Owners' Association. The Corporation shall serve as the Owners' Association for the SCTID pursuant to CASHC §36612. The Corporation is a private entity and may not be considered a public entity for any purpose, nor may its Directors or staff be considered to be public officials for any purpose.

Section 6. Owners' Association Annual Report; Other Governance Matters. The Owners' Association annual report shall be filed with the City Clerk and shall refer to the SCTID by name, specify the fiscal year to which the report applies, and, with respect to that fiscal year, the report shall include:

- (A) Any proposed changes in the boundaries of the SCTID or in any benefit zones or classification of businesses within the SCTID.
- (B) The improvements and activities to be provided for that fiscal year.
- (C) An estimate of the cost of providing the improvements and the activities for that fiscal year.
- (D) The method and basis of levying the assessment in sufficient detail to allow each business owner to estimate the amount of the assessment to be levied against his or her business for that fiscal year.
- (E) The estimated amount of any surplus or deficit revenues to be carried over from a previous fiscal year.
- (F) The estimated amount of any contributions to be made from sources other than assessments levied pursuant to SCTID.

In addition, subject to the applicable requirements of Section 1(D) of Article IV, the Owners' Association annual report as required by CASHC Section 36650 may propose changes, including, but not limited to, the boundaries of the SCTID or any benefit zones within the SCTID, the basis and method of levying the assessments, and any changes in the categories of business, if a classification is used.

ARTICLE III – MEMBERSHIP

Section 1: Definitions. This Corporation shall have no members within the meaning of the California Nonprofit Corporation Law, pursuant to Corporation Code §5056.

Section 2: Non-Voting Members. The Corporation's Board of Directors may, in its discretion, admit individuals to one or more classes of non-voting members; the class or classes shall have such rights and obligations as the Board finds appropriate.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. General Powers. Subject to the applicable provisions and limitations of the

California Nonprofit Corporation Law (“CNPL”) California Nonprofit Mutual Benefit and any other applicable laws, any applicable provisions of the SCTID Management District Plan then in effect, and any limitations set forth in the Articles of Incorporation and in these Bylaws, the activities, property and affairs of the Corporation shall be managed, and all corporate powers shall be managed, and all corporate powers shall be exercised by, the Board.

Section 2. Size and Composition. The authorized number of Directors shall be not less than nine nor more than thirteen, with the exact number of Directors to be fixed within such specified limits by the Board (each, a “Director”). Whenever practicable, at least a majority of the directors must be representatives of hotels paying the SCTID assessment. To provide the Board with Directors having a breadth of experience, the composition of the Board will include, whenever reasonably possible, Directors who possess expertise in (i) the tourism or hospitality industry, (ii) the financial, technology or general business industries, (iii) community partners, defined for purposes of this Section as organizations within the community that are actively engaged in contributing to the economic vitality or civic engagement of the City of Santa Clara, including but not limited to chambers of commerce, nonprofit entities, educational institutions, public agencies, and local business associations, or (iv) the arts and culture sector, or the entertainment industry, In addition, Directors shall meet the qualifications described in Section 3 immediately below. The qualifications of additional Directors may be modified from time to time by approval of the Board.

Section 3. Qualifications. Directors shall be at least 18 years of age and shall demonstrate the Director’s willingness to accept responsibility for governance of this Corporation and the Director’s availability to participate actively in such governance activities. Directors will be appointed based on business acumen; financial and budget knowledge; sales, marketing and data-driven measurement and analysis capabilities; industry expertise and experience and community leadership; and the willingness to assume accountability for the Corporation’s success. All Directors shall live or work in the City of Santa Clara. However, exceptions may be made for candidates who demonstrate a significant ability to contribute to the City’s economic vitality and to advancing the goals and mission of the Corporation. Such exceptions shall be considered on a case-by-case basis and reviewed by the Nominating Committee.

Section 4. Ex Officio Advisors: The Board may designate individuals to serve as advisors to the Board. Advisors will receive notice of meetings in the same manner as Directors but will not be considered Directors for any purpose including voting. Advisors shall serve for such terms as determined by the Board and may be removed by the Board at any time. The following representatives will serve as Ex-Officio, non-voting advisors to the Board:

- (A) Executive Director of the Corporation
- (B) City of Santa Clara City Manager (or designee)
- (C) An individual with relevant expertise or professional experience is beneficial to the Corporation’s mission, as determined by the Board.

Section 5. Board Responsibilities. The Board is responsible for ensuring the resources of the Corporation within the Corporation’s approved budget are aligned to (i) implement the programs or other activates in accordance with the Plan and (ii) achieve or surpass goals

and metrics contained in any applicable contract between the Corporation and the City. The Board also is responsible for hiring and overseeing the Executive Director of the Corporation who will be responsible for the (x) administration and implementation of the promotion of tourism and any other activities specified in the Plan and (y) execution of any such applicable contract between the Corporation and the City. The Board is also responsible for developing and presenting an annual report to the City Council in accordance with CASHC Section 36650 and providing regular communication to the City Council as may be required under any applicable contract between the Corporation contract and the City.

Each Director shall discharge the duties of the position of Director in good faith, in a manner the Director reasonably believes to be in the best interests of the Corporation, and with the care that an ordinarily prudent person in a like position would exercise under similar circumstances. In addition to any other applicable liability limitations under the CNPL or any other California law, the Corporation's Articles of Incorporation, or these Bylaws, a person who performs those duties is not liable by reason of being or having been a Director of the Corporation.

Section 6. Board Terms. Subject to Section 7 below, each Director shall hold office for a term of three years and until a successor has been designated and qualified. Terms shall expire on the date of the annual meeting of the Board. There is no limit to the number of consecutive three (3) year terms that a Director may serve.

Section 7. Selection, Initial Staggering of Terms, and Board Vacancies.

- (A) At each annual meeting of the Board, Directors shall be elected to replace those whose terms are expiring; however, if any Directors are not elected at any annual meeting, they may be elected at any special Board meeting held for that purpose. Each Director, including a Director elected to fill a vacancy or elected at a special meeting, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.
- (B) The initial Directors elected by the Corporation's incorporator shall be designated into three classes pursuant to a random drawing at the meeting of the Board immediately following their election. One class of Directors shall serve for an initial term of one year, the second class shall serve for an initial term of two years, and the third class shall serve for an initial term of three years, provided that it is expected that the three Directors selected to serve for an initial term of one year shall be nominated for re-election to serve a full three-year term. Thereafter, Directors will be up for re-election for the normal three-year period as set forth above.
- (C) In the case of vacancies occurring for reasons other than expiration of the term, such vacancies shall be filled for the balance of the unexpired term either (i) by the affirmative vote of a majority of Directors then in office at a meeting of the Board held according to the notice provisions of these Bylaws, or (ii) by an action taken by the Board without a meeting if all remaining Directors of the Board consent in writing to that action and that action is filed with minutes of Board proceedings.
- (D) Directors shall retain their seats on the Board until successors are duly appointed.

Section 8. Resignations and Removals.

- (A) **Removal.** If a Director fails to attend three or more regular meetings of the Board during any 12-month period, such Director may be removed by majority vote of the Board. In addition, a Director may be removed with or without cause by a majority vote of the entire Board.
- (B) **Resignation.** A Director may resign from the Board by providing written notice to the Chair of the Board and Secretary of the Board. Any such resignation shall be effective immediately upon such notice being given unless a specific date is agreed upon by the Board and the resigning Director. The Secretary of the Board shall immediately inform all other Directors of such Director's resignation. Notwithstanding the foregoing, no Director may resign when the Corporation would then be left without a duly elected Director or Directors in charge of its affairs.

Section 9. Compensation. Service by the Directors on the Board is voluntary and each Director shall serve without compensation but may be reimbursed for expenses actually and reasonably incurred in the performance of their duties on behalf of the Corporation as authorized in advance or otherwise approved by the Board. No loans or gifts of any kind shall be made by the Corporation to any Director.

Section 10. Conflict of Interest. Directors may not (i) have an ownership or other financial interest in, suppliers or other vendors to the Corporation or the SCCC or any competing facilities, except that such financial interest restriction shall not prohibit (x) the Director elected as the representative of the SCCC or (y) an employee of a supplier or other vendor to the Corporation or the SCCC or any competing facilities, from serving on the Board); (ii) be a direct recipient of hotel tax funds collected by the SCTID; or (iii) the spouse or an immediate family member of any employee of the Corporation. As soon as practicable after the election or the Directors and holding the first meeting of the duly elected Board, Directors shall adopt a Conflict of Interest policy to be signed by all Directors and the Executive Director. Prior to service on the Board by future Directors, each Director shall be provided with, shall acknowledge receipt of and sign the Corporation's Conflict of Interest policy. Said Conflict of Interest policy will be posted prominently on the Corporation's website and in the corporate office.

Section 11. Procedure and Records. The Board shall keep regular agendas and minutes of its proceedings, and minutes of each meeting shall be kept and shall be filed with the corporate records, and such agendas and meetings shall be maintain in accordance with, and shall be held subject to, the applicable provisions of the California Public Records Act (the "PRA").

Section 12. Owners' Association Meetings. At all times when the Corporation is serving as the Owner's Association under the SCTID and conducting business or any other activities related to the SCTID, meetings of the Board of Directors of the Corporation and any committee of the Board of Directors are subject to California Open Meeting Laws. The meetings of the Board of Directors shall be held at dates, times and location as established by the Board and shall be held within the boundaries of SCTID.

- (A) **Annual Meeting.** The Board shall hold an annual meeting during the month of October each year, with the exact date to be determined by the Board of Directors. The annual meeting shall be held after at least 20 days' notice to each Director, which notice may be given to each Director personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, facsimile, electronic mail, or other electronic means. In addition, notice of the annual meeting shall be posted at least seventy-two hours prior to the meeting in a publicly accessible location and on the Corporation's website, if any, in accordance with the requirements of the Brown Act. Each such notice shall state the general business to be transacted, and the day, time and place of the meeting.
- (B) **Regular Meeting.** Regular meetings of the Board shall be held monthly upon at least 72 hours prior notice to each Director, which notice may be given to each Director personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, facsimile, electronic mail, or other electronic means. In addition, notice of regular meetings shall be posted at least seventy-two hours prior to the meeting in a publicly accessible location, and on the Corporation's website, if any, in accordance with the requirements of the Brown Act. Each such notice shall state the general business to be transacted, and the day, time and place of the meeting. Business may be transacted at any regular meeting of the Board in accordance with the requirements of the Brown Act.
- (C) **Special Meeting.** Special meetings of the Board shall be held upon the request of the Chair of the Board or any two Directors, with at least 24 hours' notice delivered to the each Director, which notice may be given to each Director personally or by telephone, including a voice messaging system or other system or technology designed to record and communicate messages, facsimile, electronic mail, or other electronic means, or by any other means pursuant to Government Code §54956. Notice shall also be posted at least twenty-four hours prior to the meeting in a publicly accessible location, and on the Corporation's website, if any, in accordance with the requirements of the Brown Act.

Section 13. Notice of Meetings. Notice of all meetings related to the Owner's Association and SCTID will be given in accordance with the provisions of the Brown Act, Government Code §54950 et. seq. The noticing provisions in these Bylaws shall be subject to any amendments of the Brown Act.

Section 14. Voting. The vote of the majority of Directors present at a meeting at which a quorum is present shall be the act of the Board, unless a greater number is required by statute, the Articles of Incorporation or these Bylaws, in which case the act of such greater number shall be required to constitute the act of the Board. Directors shall vote in person, and participation in a meeting through use of conference telephone or electronic video screen communication as authorized under the CNPL constitutes presence in person at that meeting as long as all directors participating in the meeting are able to hear one another). Each Director shall be entitled to one (1) vote on each matter submitted to a vote of the

Board. To comply with the Brown Act, when applicable to the meetings of the Board or any Board committees, the Owners' Association shall publicly report any action taken and the vote or abstention on that action of each Director present for the action.

Section 15. Quorum. At all meetings of the Board, the presence, either in person or by participation through the use of conference telephone, electronic video screen communication, or electronic transmission by and to the Corporation (as defined under the CNPL), of at least a majority of the authorized Directors shall constitute a quorum for the transaction of business. The act of a majority of Directors present at a meeting at which a quorum is present shall be the act of the Board, unless the act of a greater number is required by statute, the Articles of Incorporation, or these Bylaws, in which case the act of such greater number shall be required to constitute the act of the Board. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors if any action taken is approved by at least a majority of the required quorum for that meeting.

Section 16. Action Without a Meeting. Any action required or permitted to be taken by the Board or any committee of the Board that is not related to either any Owners' Association or SCTID activities may be taken without a meeting if all Directors of the Board or members of a committee, as the case may be, consent in writing to that action and that action is filed with minutes of the proceedings.

Section 17. Telephonic Appearance. Teleconferencing, as authorized by §54953 of the Brown Act may be used for all purposes in connection with meetings. All votes taken during a teleconferenced meeting shall be by roll call. If teleconferencing is used, the Board shall post the agenda at all teleconference locations and conduct teleconference meetings in a manner that protects the statutory and constitutional rights of the parties or the public appearing before the Board.

ARTICLE V – OFFICERS, EXECUTIVE DIRECTOR AND EMPLOYEES

Section 1. Officers. The Officers of the Corporation shall be a Chair of the Board, Vice-Chair, Treasurer and Secretary (hereinafter, each individually an "Officer" and collectively "Officers"). The Board at the Corporation's first meeting shall nominate and elect the Officers of the Corporation. Thereafter the Board shall nominate and elect Officers of the Corporation at the Annual Meeting. The Corporation may also have, at the discretion of the Board, one or more Vice Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other Officers as may be appointed by the Board, each having such duties as may be specified or otherwise authorized by the Board. The Officers of the Corporation shall be elected annually by the Board and shall serve at the pleasure of the Board. Except for the Secretary as detailed below, each Officer appointed by the Board shall be a Director of the Board or an Ex Officio advisor to the Board. Any two or more offices may be held by the same person.

Section 2. Duties of Corporation Officers. The officers of the Corporation shall have the following duties:

(A) The "**Chair of the Board**" shall preside at all meetings of the Board; shall report on the activities of the Corporation at each meeting of the Corporation; and shall perform

any additional duties as may be assigned by the Board. Whenever practicable, the Chair shall be a representative of a hotel paying the SCTID assessment.

- (B) The **“Vice-Chair”** shall preside at all meetings of the Board in the absence of the Chair of the Board; and shall perform such additional duties as assigned by the Board.
- (C) The **“Treasurer”** shall see to the financial reports of the organization in coordination with the Executive Director; and shall report on the Corporation’s financials to the Board in regular meetings, including an annual financial report to the Board.
- (D) The **“Secretary”** shall see that notices for all meetings are given in accordance with the provisions of these Bylaws and as required by law, shall keep Minutes of all meetings, shall have charge of the seal, if any, and the corporate books, and shall make such reports and perform such other duties as are incident to such office, or are properly required by the Board. The Secretary shall maintain, or cause to be maintained, the Corporation’s records in accordance with the requirements of the PRA, Government Code §7920.000 et seq.

Section 3. Executive Director.

- (A) The Executive Director shall be selected, hired and terminated by majority approval of the Board of Directors. The Executive Director will serve as the Chief Executive Officer of the Corporation. Operating under the control and direction of the Board, the Executive Director shall have full executive and administrative authority to manage, supervise, and conduct the operations of the Corporation, provided that the Executive Director exercise of such authority shall at all times be subject to and consistent with these Bylaws and the policies, procedures, programs, and directives from time to time adopted and/or prescribed by the Board.
- (B) Qualifications for the Executive Director shall be determined by the Board of Directors. The Executive Director shall not be a Director or an Officer of the Corporation (other than the Secretary), but shall be an employee of the Corporation. The Executive Director is an Ex Officio (non-voting advisor) to the Board. The Board shall fix the salary and other compensation of the Executive Director, who shall serve at the will of the Board.
- (C) The Executive Director shall develop an annual strategic marketing, sales and operations plan with budget (the “Annual Plan”) designed to achieve desired metrics and performance goals within a specified budget as outlined in the Corporation’s contract with the City.
- (D) The Executive Director will adhere to the requirement for full transparency and reporting to the Board and the City Council. The Executive Director will present the Annual Plan to the Board at the annual meeting and to the City Council. The Executive Director will employ transparent reporting capabilities to continually share economic impact, fiscal performance and community impact with the Board.
- (E) The Executive Director shall use best efforts to leverage City-owned assets to attract group business, increase room nights, and generate meaningful economic impact for the City.

Section 4. Resignations, Removal, and Vacancies. Officers of the Corporation remain subject to the resignation, removal, and vacancies provisions of Article IV, Section 7 and 8 of these Bylaws.

Section 5. Employees. With the approval of the Board, the Executive Director is responsible for building and leading a high-performance team. The Executive Director shall hire and terminate all employees of the Corporation, and shall set all employee job responsibilities and compensations in accordance with Board approved job descriptions and an approved budget, unless a third-party operator is contracted with for specific services.

ARTICLE VI – COMMITTEES

Section 1: Committees. The Board, by resolution adopted by a majority of the Directors then in office, may establish standing, temporary, or ad-hoc committees to support the Corporation's mission and projects. Committees must be approved by the Board at a duly held meeting. Each committee will include at least two Directors and may also include community volunteers who are not required to be Directors. The Board shall appoint a Chair for each committee from among its Directors. Committees may study specific topics, lead projects, or advise on matters related to the Corporation's purpose. Any recommendations or decisions from a committee related to Board responsibilities must be reported at a duly held Board meeting. Committees may have all the authority of the Board, to the extent provided in the Board resolution, except that no committee may do the following:

- (i) Fill vacancies on the Board or any committee of the Board;
- (ii) Fix compensation of the Directors for serving on the Board or any committee;
- (iii) Amend or repeal Bylaws or adopt new Bylaws;
- (iv) Amend or repeal any resolution of the Board that by its express terms is not so amendable or repeatable;
- (v) Create any other committees of the Board or appoint the members of committees of the Board; or
- (vi) Expend corporate funds to support a nominee for Director if more people have been nominated for Director than can be elected; or
- (vii) With respect to any assets held in charitable trust, approve any contract or transaction between this Corporation and one or more of its Directors or between this corporation and an entity in which one or more of its Directors have a material financial interest, subject to the approval provisions of Corporations Code §5233(d)(3).

Section 2. Meetings and Actions of Committees. Committee meetings and actions shall follow the same procedures as Board meetings, including compliance with the Brown Act and Public Records Act. Minutes must be recorded and filed with the Corporation's records. The Board may adopt additional rules for governance of any committee as long as the rules are consistent with these bylaws. If the Board has not adopted rules, the committee may do so.

Section 3. Audit Committee. The Corporation shall have an Audit Committee consisting of no fewer than three Directors, who shall be appointed annually by the Board to serve at the pleasure of the Board

and until their successors are elected and qualified.

The Audit Committee shall exercise the following powers and duties:

- (i) Make recommendations to the Board on the hiring and firing of an independent certified accountant, who will conduct an independent audit of the financial statements of the Corporation;
- (ii) Negotiate the independent certified accountant's compensation;
- (iii) Confer with the independent certified accountant to become satisfied that the financial affairs of the Corporation are in order;
- (iv) Review the independent audit prepared by the independent certified accountant and decide whether to accept it; and
- (v) Approve any non-audit services provided by the independent certified accountant to ensure such services conform to the standards in the Yellow Book issued by the US Comptroller General as may be applicable.

The Audit Committee shall be subject at all times to the control of the Board, which shall have the power to revise or alter any action taken by the Audit Committee, provided, however, that no rights of third parties that have attached or arisen shall be affected thereby.

A majority of the Directors of the Audit Committee shall constitute a quorum for the transaction of business and in the absence of a quorum, a majority of the Directors present may adjourn any meeting to another time and place. If a meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of adjournment. Every act or decision done or made by a majority of the Directors present at a meeting at which a quorum is present will be the act of the Audit Committee. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting.

Section 4. Nominating Committee. A majority of the Directors of the Nominating Committee shall constitute a quorum for the transaction of business and in the absence of a quorum, a majority of the Directors present may adjourn any meeting to another time and place. If a meeting is adjourned for more than 24 hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of adjournment. Every act or decision done or made by a majority of the Directors present at a meeting at which a quorum is present will be the act of the Nominating Committee. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a majority of the required quorum for such meeting.

Section 5: Advisory Committees. The Board may establish one or more advisory committees. The members of any advisory committee may consist of directors or non-directors. Advisory committees may not exercise the authority of the Board to make decisions on behalf of the Corporation, but shall be limited to making recommendations to the Board or the Board's authorized representatives and to implementing Board decisions and policies.

ARTICLE VII – CONTRACTS, BANK ACCOUNTS AND LOANS

Section 1. Contracts. The Chair of the Board shall sign all contracts and other instruments affecting the operation of the Corporation subject to approval of the Board. In absence of the Chair of the Board, the Vice-Chair shall be authorized to execute and deliver any instrument, which has had the prior approval of the Board. The Board may authorize the Executive Director to execute contracts on behalf of the organization and the Chair of the Board. Absent Board approval, no Officer shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniary for any purpose or for any amount.

Section 2. Loans. No loans, including lines of credit, shall be contracted on behalf of the Corporation, and no negotiable paper shall be issued in its name.

Section 3. Disbursements. Upon approval of the budget, the Executive Director is authorized to make disbursements, subject to any dollar limits established by the Board requiring more than one signature, on accounts and expenses provided for in the budget without additional Board approval. If the vendor, amount, and purpose of an invoice have already been approved by the Board, either through the annual budget or a specific Board action, only one signature from the Executive Director is required. The Board shall establish limits on disbursements requiring two signatures. Unless otherwise prescribed by the Board, the two required signatures shall be those of the Executive Director and the Treasurer; provided that in the absence of the Treasurer, the Chair or Vice Chair of the Board is authorized to provide the second signature.

Section 4. Deposits. All funds of the Corporation shall be deposited to the credit of the Corporation under such conditions and in such banks, trust companies, or other depositories as the Board may designate.

ARTICLE VIII – INDEMNIFICATION AND INSURANCE

Section 1. Indemnification. The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a Director, Officer, employee or agent of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which the Director, Officer, employee or agent may become involved by reason of such Director's, Officer's, employee's or agent's service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which the Director, Officer, or employee or agent shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the Corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of Directors who are not at that time parties to the proceeding.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or

omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

Section 2. Insurance. The Corporation may purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify him or her against such liability under the provisions of this Article. The Corporation's obligations under this Article shall be reduced by the amount of any insurance which is available to any such person whether such insurance is purchased by the Corporation or otherwise. The right of indemnity created herein shall be personal to the Director, Officer, employee or agent and their respective legal representatives, and in no case shall any insurance carrier be entitled to be subrogated to any rights created herein.

ARTICLE – IX -- MISCELLANEOUS

Section 1. Actions Requiring Seventy-five Percent (75%) Approval of Board of Directors. Notwithstanding anything contained in these Bylaws to the contrary, the approval of not less than 75% of the authorized number of Directors shall be required for any of the following actions by the Corporation (and for clarification purposes, in applying that percentage the resulting number of Directors will be rounded up to a whole number – e.g., 75% of the initial authorized number of Directors of nine results is 6.75, so the approval of seven Directors would be needed):

- (A) Any amendments to the Corporation's Articles of Incorporation or these Bylaws.
- (B) The sale, pledge, lease, or other transfer of the assets of the Corporation other than transactions occurring in the ordinary course of business.
- (C) The adoption of the Corporation's annual strategic marketing, sales and operations plan, including budget.
- (D) Any merger, dissolution or liquidation of the Corporation.

Section 2. Fiscal Year. The fiscal year for the Corporation shall commence on July 1 and end on June 30, unless or until the Board determines to change such fiscal year.

Section 3. Gifts. The Board and Corporation employees may not accept, on behalf of the Corporation or individually, any contribution, gift, bequest or devise for the general purpose or for any special purpose of the Corporation.

Section 4. Conflict of Interest Policy. Prior to service on the Board, each Director shall be provided with, and shall acknowledge receipt of, the Corporation's conflict of interest policy.

Section 5. Non-Discrimination. The Corporation shall be an equal employment opportunity employer and shall practice similar non-discrimination in the conduct of its affairs.

Section 6. Dissolution. The duration of the Corporation shall be perpetual, except that it may be dissolved in accordance with law with the approval of the Board as provided above. Upon dissolution, the Directors shall, after payment of all of the liabilities of the Corporation, assign and otherwise transfer all assets to an organization meeting the requirements for such assignment and transfer as set forth in the Corporation's Articles of Incorporation.

Section 7. Notices. Whenever, under the provisions of the Bylaws, notice is required to be given to any Directors or Officers, it shall not be construed to mean personal notice, but such notice shall be given in writing, by mail, by depositing the same in a post office box or letter box, postage prepaid, addressed to each Director or Officer at such address as appears on the books of the Corporation or by electronic communication, including by email, subject to the Corporation complying with the applicable requirements in Section 20 of the California Corporations Code for electronic transmission by the Corporation. Any Director or Officer may waive any notice required to be given under these Bylaws.

Section 8. Books and Records. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board. All records shall be considered public if required under applicable California law.

Section 9. Force and Effect of Bylaws. In respect to all questions concerning construction of the Bylaws, the decision of the Board shall be final and conclusive and binding upon all persons.

Section 10. Political Neutrality. The Corporation shall not be used in any way for political purpose nor shall it, as a Corporation, actively participate in the political candidacy of any person.

Section 11. Limitation of Individual Liability. No Director or Officer of this Corporation, solely by virtue of position in the Corporation, will incur personal liability for any debts, liabilities or obligations of the Corporation.

Section 12. Right to Inspection. Every Director shall have the right to inspect all books, records and documents and the physical properties of the Corporation. This inspection may be made in person or by an agent or attorney.

Section 13: Brown Act Compliance. In accordance Section 36612 of the State of California Streets and Highways Code, the Corporation as the Owners' Association is a private entity and may not be considered a public entity for any purpose, nor may the Directors or staff of the Corporation be considered to be public officials for any purpose. Notwithstanding the foregoing, to the extent that the Corporation is subject to the open meeting requirements of the Brown Act (Chapter 9 (commencing with Section 54950) of Part 1 of Division 2 of Title 5 of the California Government Code), then the Board will comply with the applicable provisions of Government Code §54950 through and including §54961. To the extent that any provisions of these Bylaws are inconsistent with

the Brown Act, the provisions of said Brown Act shall prevail. In the event the Corporation is not required to comply with the Brown Act, then the Board will not endeavor to meet the requirements of the Brown Act. Without limiting anything in this Section 13, when holding any Board or committee meetings, the Board or committee, as applicable, shall comply with the Brown Act, at all times when matters within the subject matter of the SCTID are heard, discussed, or deliberated, and with the PRA, Government Code §7920.000 et seq., for all documents relating to activities of the SCTID.

Section 14: Emergency Powers. In the event of an emergency as defined in California Corporations Code Section 7140(m)(5), the Board of Directors may exercise the emergency powers described in Section 7140(m), including actions necessary to conduct the Corporation's affairs when a quorum cannot be readily convened.

CERTIFICATE OF SECRETARY

(California Corporations Code §7215)

I certify that I am the Secretary of the Silicon Valley / Santa Clara DMO, Inc., a California nonprofit mutual benefit corporation, that the above Amended and Restated Bylaws, consisting of 15 pages, including this Certificate, are the Bylaws of this Corporation as adopted on _____, 2025, and that they have not been amended or modified since that date.

Executed on _____, 2025, at Santa Clara, California.

By: _____

Its: Secretary

STAFF REPORT TO THE BOARD OF DIRECTORS

DATE: September 18, 2025

TO: Board of Directors

FROM: Christine Lawson, CEO

SUBJECT: ACTION ON APPROVAL OF SUPPLEMENTAL BUSINESS DEVELOPMENT FUNDS FOR SUPER BOWL LX.

***Note:** This staff report has been prepared by Discover Santa Clara® (DMO) for the Board of Directors. The request for supplemental Business Development Funds originates from the City Manager's Office of the City of Santa Clara, and a representative of the City Manager's Office will present this item to the Board.*

BACKGROUND:

The Santa Clara Tourism Improvement District (SCTID), formed in July 2021, funds convention sales, incentives, and marketing programs to generate overnight stays and economic return for assessed hotels. Funded by a 2% self-assessment on short-term room revenue from 11 participating hotels, these resources are collected by the City and invested by Discover Santa Clara® (DMO) to drive business that benefits our hotel community, the Santa Clara Convention Center (SCCC), and the City.

The DMO maintains an approved Business Development (BD) Fund in each fiscal year's adopted budget to secure future P1, P2, and strong P3 group business. These funds help Santa Clara remain competitive by offsetting costs such as SCCC rental, transportation, or marketing – often decisive factors when groups are comparing destinations. Each request is evaluated through a standardized process and jointly approved by the DMO CEO and the SCCC General Manager. BD Funds are not typically used for one-time requests after an event has already been contracted.

In the case of Super Bowl 60 (SBLX), the NFL finalized its agreement with the City of Santa Clara more than three years ago. SBLX meets and even exceeds the revenue generating requirements within the DMO's standardized BD Fund process, given the high volume of hotel rooms impacting multiple SCTID hotels. However, the hotels have already contracted group blocks with the NFL and will also benefit from additional transient demand generated by visitors coming to the city for SBLX activities. It is also important to note that the former DMO did not provide BD Funds for Super Bowl 50 in 2016.

There is an understanding that this request falls outside the normal process for BD Fund support. However, given the global significance of SBLX, the economic impact it will generate for SCTID hotels, the SCCC, and the city, and the importance of upholding Santa Clara's commitments as a Host City, it is being brought forward for the Board's consideration.

The action before the Board is the approval of a one-time supplemental allocation of \$200,000 in DMO BD Funds, outside the adopted FY 2025/26 budget, to the Santa Clara Convention Center to offset rental costs for the NFL's usage for affiliated events. *This request for supplemental funding has been made by the City Manager's Office, with the DMO providing background and context in this report.*

SUPER BOWL 60 (SBLX) CONTEXT DISCUSSION:

Santa Clara will host SBLX at Levi's® Stadium in February 2026. As part of the regional Host Committee's commitments, key City assets – including the SCCC – must provide discounted or waived venue rental fees for NFL affiliated events such as:

- Sponsor activations and VIP receptions,
- Hospitality functions for corporate partners,
- League operations and logistics.

While these affiliated events often require discounted rates that limit direct rental revenue, they also provide substantial benefits—filling, or nearly filling, our SCTID hotels during a traditionally slow month and critical weekend need period, generating significant visitor spending, elevating national exposure, and creating long-term business development opportunities.

As a reference, data from other Super Bowl host cities demonstrates the overwhelming economic benefits of supporting NFL-related events, even with required concessions:

- **SBLVII (Phoenix, 2023):** \$1.3 billion total economic impact; over 103,000 hotel rooms sold in the region during Super Bowl weekend.
- **SBLVI (Los Angeles, 2022):** \$234–477 million in direct spending across the region; more than 150,000 out-of-town visitors stayed an average of four (4) nights.
- **SBL (Santa Clara, 2016):** Estimated \$240–\$350 million in Bay Area economic impact, with more than 1 million attendees across official events and activations throughout the region.

While the City of Santa Clara will only receive a portion of the total Bay Area economic impact for SBLX, it remains a highly relevant and meaningful benefit – driving measurable results for SCTID hotels, the SCCC, partner venues, and the City at large.

JUSTIFICATION FOR BD FUND SUPPORT:

1. **Drives New Hotel Room Nights.**

NFL contracted group room blocks alone will generate over 5,000 room nights across the weekend, with additional demand from ancillary revenues, VIPs, media, crews, and sponsors. All SCTID hotels have group contracts in place at negotiated NFL rates, with opportunities to drive higher room rates beyond the NFL blocks through guest rooms available to the general public.

2. **Creates Citywide Economic Lift.**

Restaurants, retail, transportation, and hospitality services will see significant demand, with activations requiring full-service support and creating local jobs.

3. **Strengthens Competitive Positioning.**

Hosting SBLX demonstrates Santa Clara's ability to deliver for major global events, enhancing credibility and visibility in national and international convention sales. Additionally, the sports market is a string demand generator for the City and typically brings groups with accompanying guest rooms over weekends – a need period for our SCTID hotels – helping to drive revenue per available room (RevPAR).

4. **Generates Future Business Opportunities.**

NFL partners and Fortune 500 sponsors that experience the SCCC and the City during SBLX may return for standalone events, as seen in other host cities. As an example, after hosting SBLIII, Atlanta secured eight additional corporate group events as a direct result of post-event outreach.

5. **Strategic Investment in Tourism Infrastructure.**

This allocation allows the SCCC to fulfill hosting obligations without absorbing unsustainable losses, showcasing Santa Clara to global decision-makers.

6. **Maintaining Competitive Position with an Aging Facility.**

The SCCC has not undergone a full-fledged renovation since opening in 1986, which can place Santa Clara at a competitive disadvantage compared to newer facilities in the region. This reality often gives customers leverage to request reduced rates or rental concessions, particularly for lower-profile events that our competitor cities might decline. Standing firm on our value proposition avoids setting precedents that undervalue the SCCC and Santa Clara as a destination.

7. **Preserves Core BD Fund Uses for Other Groups.**

Of the \$250,000 in BD Funds in the FY 2025/26 budget, \$181,000 is already contracted or committed. Without supplemental funding, covering this cost from the base allocation would not only take the DMO over the current budgeted amount for BD Funds hinder our ability to offer funds to future groups we are trying to secure for the City.

FINANCIAL IMPACT:

Approval of this request will result in a one-time, unbudgeted allocation of \$200,000 in BD Funds in FY 2025/26. This expenditure is in addition to the \$250,000 in BD Funds already included in the adopted FY 2025/26 budget and will require the use of available BD Funds beyond the current budgeted amount. This is a non-recurring expense tied to Santa Clara's role as a Host City for Super Bowl LX and will not create ongoing financial obligations for the DMO.

RECOMMENDATION

The City Manager's Office requests Board approval of a one-time, non-recurring supplemental allocation of \$200,000 in BD Funds – outside of the FY 2025/26 BD Funds currently in the adopted budget – to support Santa Clara's role as a Host City for SBLX in February 2026. This funding will specifically offset SCCC rental costs required by the NFL and its partners for SBLX-associated events. *This request for supplemental funding has been made by the City Manager's Office, with the DMO providing background and context in this report.*