

Manistee Downtown Development Authority Board Meeting Minutes
August 14, 2019, 8:00 a.m. Council Chambers, Manistee City Hall

Present: Valarie Bergstrom, Rachel Brooks, Tamara DePonio, T Eftaxiadis, Karen Goodman, Barry Lind, Kyle Mosher, Thad Taylor and Jodi Walter.

Excused Absence: None.

Also Present: DDA Executive Director Kaitlyn Berard, former Interim DDA Director Tom Kaminski, Mayor Zilenski, Ashlyn Korienek, Lissette Reyes, Stacy Bytworth, Jeff Donz, Shari Wild, Carrie Kosla, Tyler Leppanen, Tom St Dennis.

Agenda Item

1. **Call to Order:** Meeting called to order by Chair Brooks at 8:00 a.m.
2. **Approval of Agenda:** Eftaxiadis requested the agenda be amended to add Item 18 “Board Member Comments” following last Public Comment before Adjournment. Taylor requested the agenda be amended to add Item 16c “Discussion of City staff taking meeting”; noted that he had previously requested inclusion of this item in the agenda. Lind noted that since this is the Board’s “organizational” meeting, all committees must be re-appointed per bylaws. Lind also requested agenda Item 14b be removed because it involves a potential “sale” of property whose discussion may not take place in a closed session. Berard stated she had not received clear direction from City attorney concerning discussion of “sale” of property in a closed session, only for “purchase”. Following discussion, Goodman requested the agenda be amended to add Item 16d “Appointment of Committees”, once a Chair has been appointed following election of officers. There was Motion by Bergstrom and Supported by Lind to adopt the agenda, with the addition of Items 16c, 16d and 18, and deletion of Item 14b. **Motion approved.**
3. **Public Comment:** Shari Wild stated her belief that the process for appointments to vacant DDA Board positions, whereby the City Manager now appoints his selected nominees for Council approval, had been misused by the City Manager for the purpose of denying her reappointment to the Board in favor of appointing his selected nominee. She further suggested the Board considers reappointing the current Board officers.
4. **Election of Officers:** Brooks turned chair to Executive Director Berard to open nominations for Chairperson.
 - a. Chairperson: Taylor nominated Moser for Chair. Bergstrom nominated retaining the entire current slate of officers. Eftaxiadis nominated Brooks for Chair. By roll call Brooks was elected as Chair (for Brooks: DePonio, Bergstrom, Lind, Eftaxiadis, Walter, Brooks; for Moser: Mosher, Goodman, Taylor). Following election, new Chair Brooks continue with nominations for remaining officers.
 - b. Vice Chairperson: Taylor nominated Goodman for Vice Chair. Bergstrom nominated Lind. Goodman nominated Mosher. By roll call Mosher was elected as Vice Chair (for Lind: DePonio, Bergstrom, Eftaxiadis, Brooks; for Mosher: Mosher, Goodman, Lind, Taylor, Walter).
 - c. Treasurer: Eftaxiadis nominated Bergstrom. Mosher nominated Lind. By roll call Bergstrom was elected as Treasurer (for Bergstrom: DePonio, Bergstrom, Goodman, Lind, Taylor, Eftaxiadis, Walter, Brooks; for Lind: Mosher).
 - d. Secretary: Bergstrom nominated Eftaxiadis. Mosher nominated Lind. By roll call Lind was elected as Secretary (for Lind: Mosher, Goodman, Lind, Taylor, Walter; for Eftaxiadis: DePonio, Bergstrom, Eftaxiadis, Brooks).
5. **Discussion of TIF Plan:** Tom Kaminski summarized status of TIF Plan, discussions with City Manager about City’s issues, Council’s reported preference for a 20 year capture rather than the previous 30 year capture, TIF captured differences, and upcoming TIF committee meeting to adjust project costs. Eftaxiadis discussed the baseline Captured Values, total Captured Values and Total TIF Captured differences between the last two

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versions of the TIF Plan received by Beckett & Raeder. These differences, as well as the reduction of the capture period from 30 to 20 years have resulted in reduced total TIF Capture and associated decrease in TIF funds available for DDA development projects. The DDA's TIF committee will meet to re-evaluate project funding levels and priorities. The Plan will then need to be revised and re-submitted to the City/Council for action. There was further discussion of the implications of the 20 vs 30 year TIF capture period. Lind and Kaminski discussed issues and responsibilities for, related to a maintenance agreement with the City. Goodman emphasized the need for discussions with Council concerning the DDA's longevity and the potential impact on planning and funding long term projects.

6. **Approval of April 10, 2019 DDA Board Meeting Minutes:** Motion by Eftaxiadis and Supported by Lind to approve the April 10, 2019 meeting minutes as presented. **Motion approved.**
7. **Approval of May 14, 2019 DDA Board Special Meeting Minutes:** Motion by Goodman and Supported by Eftaxiadis to approve the May 14, 2019 meeting minutes as presented. **Motion approved.**
8. **Approval of June 12, 2019 DDA Board Meeting Minutes:** Motion by Mosher and Supported by Goodman to approve the June 12, 2019 meeting minutes as presented. **Motion approved.**
9. **Approval of July 10, 2019 DDA Board Meeting Minutes:** Motion by Eftaxiadis and Supported by Goodman to approve the July 10, 2019 meeting minutes with typo correction noted. **Motion approved.**
10. **Approval of June Financial Report:** There was Motion by Goodman and Supported by Lind to approve the June financial report as presented. **Motion approved.**
11. **Financial Report (July):** Lind discussed Façade grants accounting and need to transfer from fund balance to balance; Bertram confirmed both. Motion by Mosher and Supported by Goodman to approve the July financial report with minor changes by Bergstrom and accountant. **Motion approved.**
12. **Director and Partners Reports:**
 - a. **Project Rising Tide:** Reyes provided and discussed a summary page from the Rising Tide consultant's report on Community Development goals & roles, summarized Rising Tide's recommendations, and asked for DDA feedback. Goodman reported the DDA's Economic Development committee will discuss recommendations later at this meeting (Item 12f below). Reyes and Board members discussed branding issues, the role of the DDA's Design Committee, and ways to coordinate the DDA's with the City's branding needs. Board directed Berard to coordinate with City and others on this issue. Reyes and Board members further discussed promoting MEDC's building rehabilitation programs for Downtown building owners. Direction was provided to the Executive Director to coordinate this effort utilizing resources as needed. Reyes reported that the award of the MEDC façade grant by MSF, requiring DDA presence, was rescheduled for September. The Manistee Forward program discussion is scheduled for September 10.
 - b. **Design:** Lind summarized the last meeting minutes; committee report will be included in next month's DDA meeting packet. Lind briefly discussed signage issues. Concern was expressed about landscaping quality related to flower planters. Goodman suggested reaching to local gardening clubs for assistance. Bergstrom suggested performing walk-through of the relevant areas before events & festivals. The new Glick owners have become aware of noxious weeds issues on their property. Lind discussed community need for bike racks.

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- c. **Marketing & Promotions:** Goodman volunteered to chair committee. Taylor and Bergstrom were appointed as new members of the committee.
 - d. **Business Development:** Bergstrom discussed the July 10, 2019 meeting items, specifically business retention, working on SPARK and property inventory, working with the Executive Director.
 - e. **Redevelopment:** Eftaxiadis recommended elimination of the committee and assignment of its remaining responsibilities to the DDA's Economic Development committee and to the Executive Director. There was Motion by Mosher and Supported by Taylor to eliminate the Redevelopment Committee and roll its responsibilities to the Economic Development Committee. **Motion approved.**
 - f. **Economic Development:** Goodman read statement generated by the committee (attached) concerning projects and responsibilities. Following lengthy discussion and suggestions by Board members, Board directed the Executive Director to determine needs and develop plans for Downtown projects in consultation with Board members as needed, identify ways to execute them in-house and/or obtain services from third parties, and present recommendations to the Board for approval. Jeff Donz was recognized by the Chair, and made statement about the newly formed regional Economic Development Board's role and services.
 - g. **TIF:** Discussed previously in Item 12a above.
13. **Director's Report:** Berard summarized the contents of her report; made part of today's DDA Board meeting packet. She will present her report at Council's next meeting, as well as at subsequent Council meetings. There was further discussion that the Executive Directors responsibilities will be consistent as determined in Item 12a above.

FOLLOWING BRIEF DISCUSSION, BOARD DECIDED TO ADDRESS AGENDA ITEMS 16 THROUGH 17 AT THIS TIME, AND THEN RETURN TO ITEM 14a.

14. **Action:** Consideration of a Closed Session, Project Bloom and American Cleaners. Executive Director Berard has requested a closed session of the DDA Board permitted by the Michigan Open Meetings Act, Section 8c to discuss property purchase and sale of Project Bloom and American Cleaners. Motion by Eftaxiadis and Supported by Mosher to go to closed session with all board and Executive Director to discuss the potential purchase of property identified as "Project Bloom". **Motion approved.**

Following closed session discussion, there was Motion by Mosher and Supported by Taylor to go back to open session. **Motion approved.**

- a. Action: Consideration of making an offer on Project Bloom site. There was Motion by Goodman and Supported by Mosher to authorize the Executive Director to negotiate the purchase of downtown property identified as "Project Bloom". **Motion approved.**

15. **Old Business:** None.

16. New Business:

- a. **Approval of the purchase of Quickbooks Access for access to files and printing of financial reports.** Following discussion, there was Motion by Eftaxiadis and Supported by Bergstrom to allocate \$5/month for the purchase of Quickbooks Access software service. **Motion approved.**

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b. Approval of the hiring of the Manistee DDA attorney.

Following discussion of the potential conflict of interest by the City attorney representing both the City and DDA on some matters , Board decided to table discussion to next meeting.

- c. Discussion of City staff taking minutes.** Taylor proposed having City staff take meeting minutes for the purpose of freeing up Board secretary to better concentrate on the meetings and to expedite the preparation and posting of minutes. Taylor objected to the exclusion of his proposal to have this item included in the original agenda. Goodman expressed concern about communications between Board members and Executive Committee. Following discussion there was Motion by Mosher and Supported by Goodman to have City staff take Board meeting minutes. **Motion approved** (Eftaxiadis opposed).

NOTE: In the interest of time and those in attendance concerning the potential American Cleaners property transaction, Chair solicited Board opinion of the appropriateness of closed session discussion of this item. Following discussion among Board members and Tom St Dennis of the LRBOI's Economic Development Corporation concerning the public disclosure of a potential real estate transaction, it was decided that Berard will request City attorney to specifically opine on rules for "closed" session of the DDA Board about potential property sale. Depending on the legal opinion, the Board may then convene to discuss the matter in a closed session, or at a different forum.

- d. Discussion of member appointments of committees.** Following discussion there as Motion by Lind and Supported by Bergstrom to table the discussion of this item. **Motion approved.**

17. Public Comment (Limit 5 minutes per person): None

18. Member Comments:

Members discussed in great length means of communicating more frequently and effectively, including communicating information obtained through members' involvement in other authorities, commissions or organizations.

19. Adjournment: Meeting adjourned at 11:15 a.m.