

**Portland Downtown Board of Directors**  
Meeting minutes



January 17, 2019  
549 Congress Street

**Present:** Kim Volk, Denine Leeman, Karen Coffin, David Davis, Megan Doane, Mike Erickson, Kim Farrar, Bob Keegan, Sarah Martin, Sue-Ellen McClain, Dan Mirabile, David Packard, Penny St. Louis

**Absent:** Dawn Homa, Mike McDonald

**Staff:** Casey Gilbert, Taffy Eaton

**Minute 1.** Kim called the meeting to order and welcomed Dan Mirabile as the new City of Portland representative to the Board. Introductions were made.

**Minute 2. Motion to accept:**

- A. **December 13, 2018 meeting minutes:** On a motion made by Kim Farrar, seconded by David Packard and unanimously adopted,

it was

**RESOLVED:** That the minutes of the Board Meeting of December 13, 2018 be and hereby are accepted as proposed.

B. **December 2018 Treasurer's report:** Denine presented her Treasurer's report:

- Denine wants to get everyone comfortable with the fiduciary responsibilities of Board members. Please give Denine feedback on what might be missing.
- The financial statements are presented on an accrual basis for regular recurring expenses. There may be monthly adjustments to income and expenses as things arise.
- Park & Shop checking and liability – Denine would like to:
  - Take the excess Park & Shop funds and put them into regular Checking and Liability on the Balance sheet. The account name will be changed to Parking & Transportation Designated Funds. **Kim V asked Denine to check with Tabitha Swanson, our accountant about this change.**
  - Denine also would like to move the funds to an interest-bearing account.

Kim Volk made a motion to take the excess Park & Shop funds and put them into regular Checking and Liability on the Balance sheet and rename the account Parking & Transportation Designated Funds, as well as moving the funds to an interest-bearing account. Karen Coffin seconded the motion and the vote was unanimous.

Discussion:

- Casey added
  - There are outstanding Light Up Your Holidays sponsorships which she hopes to have collected by the end of January.
  - Grant income – Amy is working on identifying a source. There are no expenses against this line item.
  - Expenses:

- Repairs & Improvements – as the Clean & Safe Committee decides which projects they'd like to fund, we'll see changes in this line item.
- Miscellaneous Expense – Casey will work with Taffy to recategorize
- Subcontractors line item – will use these funds for the Board retreat facilitator: Starboard Leadership Consulting
- Marketing – below budget but the Annual Report and the Marshall Marketing Survey expenses will show up in Q3.
- Legal – will likely exceed our budgeted expense with Verrill & Dana's work on the legislative amendment

On a motion made by Kim Farrar, seconded by Sue-Ellen McClain and unanimously adopted following discussion it was

**RESOLVED:** that the December financial statements and Treasurer's report be and hereby are accepted as presented.

**Minute 3. December Committee reports:** Kim Volk asked for brief comments from Committee Chairs. On a motion made by Denine Leeman, seconded by Sue-Ellen McClain and unanimously acknowledged, it was

**RESOLVED:** That the following Minutes of recent Committee Meetings be and hereby are acknowledged:

- Clean & Safe Committee: Sue-Ellen noted that the draft Master and SSA contract is making its way through City Hall. Dan Mirabile confirmed that he has seen it and departments have made comments on it. Casey has asked Jon Jennings for the draft before the February 14<sup>th</sup> Clean & Safe meeting. The draft contract as well as the Public Works downtown draft budget should all be available in February.
- NLOC: Sarah said the committee is going to bi-monthly meetings, will have speakers and a will have a Meet & Great at Bar of Chocolate for the March 27<sup>th</sup> meeting, 3PM. PD will circulate the invitation to the committee and Board. Casey added that the City's Sound Ordinance was being revised by the Health & Human Services Committee. City staff has recommended legal changes to the ordinance. The Portland Police Department is actively addressing outside speaker issues with bar owners. Also, the PPD will produce monthly reports pertaining to issues involving licensed establishments (ie. assaults, noise, etc) for of the committee, in addition to the current annual reports which are presented when the licensee is up for renewal.
- Finance Committee: Denine said the Board retreat and 5-year planning will help with the committee's focus. Kim Volk added that getting background information from Brendon O'Connell in Finance will be important.
- Governance Committee: Kim Farrar said the committee is continuing to look at the Bylaws. Kim Volk mentioned the banking RFP – it is not necessary to send an RFP, we just want to make sure all banks get the same information.
- Public Works meeting: Sue-Ellen McClain and Dan Mirabile attended the meeting. Tommy's crew is prepared for the upcoming storms.

**Minute 4. Board Officer nominations open** – vote at retreat. Kim Volk heard from David Packard that he will submit his name for Vice Chair. Denine is interested in remaining in the Treasurer position. Denine said that the Executive Committee has been discussing extending Kim Volk's Chair position for one more year. Sue-Ellen added that Kim Volk will appoint a Vice Chair.

David Packard made a motion to waive the term limit for Chair for one year. Megan Doane seconded the motion and the vote was unanimous. Kim Volk added that we need to allow new Board members time to feel comfortable in a leadership position.

Kim Farrar made a motion to present the ballot for the coming year: Kim Volk, Chair; David Packard, Vice Chair; Denine Leeman, Treasurer. Megan Doane seconded the motion and the vote was unanimous.

**Minute 5. Executive Directors updates – Casey**

- MRSA 5224 amendment: Representative Erik Jorgensen was secured as sponsor and submitted the bill on December 28, 2018, before cloture. It is named LR1461 “An Act to Allow Municipalities to Determine the Duration of Development Districts Funded by Assessments”. The next steps are once the bill is released, Casey will contact Orono and Bangor again for their support and will work with Jim Cohen on a timeline.
- Committee changes: Casey distributed the new committee meeting changes and meeting schedule. These changes are a result of a lot of feedback from Committee Chairs and attendees about light agendas and redundancy in monthly meetings. We will try this schedule for 2019. Yesterday’s Merchant meeting had record attendance at Press Hotel.
- Committee member policy roll-out: Casey thanked the Governance Committee for finalizing the new committee policies. It will take a few months for Committee Chairs to get up to speed with the new policies, but is confident that changes will be both positive and welcomed. We used the new sign-in sheets at the Clean & Safe and Merchants meetings and they worked well. Casey is happy to work with Chairs rolling these policies out.
- 3 reminders:
  - January 29<sup>th</sup>, 12 – 1:30, Mary Budd with Starboard Leadership will be here to gather information for the February retreat. All Board members are invited and lunch will be served. Please let Casey know if you will attend.
  - Police Awards breakfast is on Saturday February 2<sup>nd</sup>, 8:30AM at Holiday Inn by the Bay. All Board members are welcome. Please RSVP to Casey or Taffy.
  - The Board Retreat is February 12<sup>th</sup> and 13<sup>th</sup> at Holiday Inn by the Bay. All Board members are expected to attend.

**Minute 6. Board education: Growth and Advocacy – Casey’s handout is attached**

Kim adjourned the meeting at 10:00.

Respectfully submitted,  
Taffy Eaton, Recorder