



## Executive Committee Meeting Minutes

May 8, 2019  
8:00 – 9:00AM

Portland Downtown  
549 Congress Street, Portland, Maine

**Present:** Kim Volk, David Packard, Dawn Homa, Denine Leeman

**Staff:** Casey Gilbert, Taffy Eaton

**Minute 1.** Kim Volk called the meeting to order and welcomed everyone present.

### Minute 2. Motion to accept:

A. April 11, 2019 meeting minutes: On a motion made by David Packard, seconded by Dawn Homa and unanimously adopted following discussion,

- Casey said that LD746 is on the consent agenda and then will go to the Governor for her signature. We should hear the outcome within 2 weeks.
- Casey recapped 2 successful events:
  - Volunteer & Sponsor Appreciation event at The Escape Room
  - Downtown Worker Appreciation Day on May 2<sup>nd</sup>. We will need to reimagine the afternoon session because it was attended by about 90 people this year, up from 20 in 2018. Casey and Adam will bring ideas to the Marketing & Events Committee for a different type of event in 2020. It was suggested that we might host the afternoon session at a local coffee shop.

it was

**RESOLVED:** That the minutes of the April 11, 2019 meeting be and hereby are moved to the Board for acknowledgement.

B. April 2019 Treasurer's update: On a motion made by Dawn Homa, seconded by David Packard and unanimously adopted following a discussion in which the following points were raised:

- Kim Volk said the draft FY20 budget presented today includes all recent adjustments
- Casey will draft a memo for the Board's benefit to accompany the budget. Casey will send a draft to Denine Leeman for approval.
- Denine received all the reports she requested from Mary which are very helpful
- Casey said she is happy to see the Operating account balance at a healthy level
- Event Income is up
- Repairs & Improvements budget line item has not been spent so the Finance Committee will determine whether the balance should be added to the FY20 line item or transferred to the CD at the close of FY19
- General Marketing is under budget
- Legal expense is over budget due to the legislative work by Verrill Dana
- We are under budget by \$40,000 to date and will see how the end of the year evens out

- Kim Volk said that during the Growth Ad hoc committee work, it became clear that re-establishing a Reserve Fund is crucial to the organization and was the intention from the founding documents. The Finance Committee will work on how to create a reserve policy in FY20.

it was

**RESOLVED:** That the financial reports for the month of April 2019 be and hereby are moved to the Board for acknowledgement

**Minute 3. Committee reports** - brief comments by Committee Chairs.

- Clean & Safe Committee: Casey received the drafts back from the City and forwarded the contracts to the Ad hoc Committee and received several comments/questions in return. If there are any changes that need to be made, we have a short window made between now and the Board meeting on May 16<sup>th</sup>. Article V on pages 4 & 5 will be a good tool to show property owners the value that PD provides in addition to the Supplemental Services. City staff has been great to work with throughout this process. We have a much better document now, so the effort has been worth it.
- Finance Committee: Kim Volk said the draft budget was reviewed at the May Finance Committee meeting. The committee went into Executive Session and made a few payroll adjustments. Assessment income was then adjusted. Casey will write a memo to be presented to the Board along with the budget. The taxable valuation was increased slightly from the initial estimate provide by the City Assessor.
- Public Works: Casey presented the new Public Works vests with the added PD logo added to the back. Dawn Homa added that Dan Mirabile was very responsive to a tenant issue she had. The Spring Blitz is underway - crosswalk painting, pothole filling, mulching tree wells, painting benches and poles, etc. Kim Volk asked about the status of the Butt Butlers and will See Click Fix the overflowing butler near Dobra Tea.
  - Community Development Block Grant (CDBG): PD and the City were awarded grant funding for pedestrian wayfinding signage and bicycle parking.
  - Casey had her quarterly meeting with Jon Jennings this week. They discussed graffiti and flower pots, in addition to contracts, budgets, and the homeless services center
  - Casey will ask Dan Mirabile for a list of Capital Improvements for FY20
  - The next Congress Street Safety Meeting is on May 30<sup>th</sup> at Maine Historical Society. Casey will send an invitation to the full Board.
- Governance Committee: David Packard reported that the Bylaw revisions are complete and the election process is going well. Bylaws changes will be presented to the Board for a vote in June.

**Minute 4. FY20 Budget vote** – Denine Leeman made a motion to move the draft budget to the Board for approval, with one change: the DID Administrative Fee will be a fixed amount of \$9,650 vs the 1% suggested by the Finance Committee. Dawn Homa seconded the motion and the vote was unanimous.

**Minute 5. Master and SSA Agreement vote** – Casey said the City requested a flat rate administrative fee of \$9,650, slightly less than the 1% of assessed revenue that PD proposed.

- The goal of reviewing these contracts has been to provide predictability. Casey will adjust the budget to reflect the administrative fee change. Those present feel a fixed fee is better than the 1% proposed. This fee can be part of the discussion around the annual contract review. Conversations between PD and City staff were very helpful to both sides.
- PD also has 1% of the assessment revenues as an estimated expense in the budget in case there are uncollected assessments

Denine Leeman made a motion to forward these draft agreements to the full Board. Dawn Homa seconded the motion and the vote was unanimous.

Discussion: David Packard said that now that we know the administrative costs, it is possible that it will be higher next year. Do we want to add a “not to exceed 1%” clause? The committee agreed that we should approve this contract and wait until next year to consider adding that clause.

**Minute 6. Board slate vote** – those present reviewed the slates. All nominees have been invited to the Property Owner meeting on May 16<sup>th</sup>. Dawn Homa, Sara Brown and Jacques DeVillier will not be able to attend the Merchant committee so Casey will read their bios at the meeting. Kevin will attend and say a few words.

Denine Leeman made a motion to move the ballots to the full Board for discussion and approval. David Packard seconded the motion and the vote was unanimous.

Discussion: Kim V. discussed one nominee's potential conflict of interest with the Executive Committee per the request of Kim F. It was agreed that our Conflict of Interest policy helps to mitigate the inherent conflict. Denine mentioned that many of the Board officers have conflicts as well, but that the Policy helps to define them and instruct the Board.

**Minute 7. Other business:**

- Strategic Plan Ad hoc Committee meeting – Casey provided a recap of the first meeting. Consultants were discussed and Casey conducted a couple of brainstorming activities. Committee members are engaged and involved. Megan Doane and Dawn Homa have agreed to co-chair the committee.
- Megan has invited all Board members and PD staff to dress rehearsals of new plays at Portland Stage, which has been appreciated. Board and staff have accepted the invitations on a few occasions and will look forward to next season's offerings.
- Casey recommends having a social of some sort after new Board members are seated. Building friendships among Board members increases engagement and interest in Board work.

**Minute 8. Discuss Board agenda for next week, May 16<sup>th</sup>**

- Voting items:
  - FY20 Budget
  - Master & Supplemental Services Contract
  - FY Board Elections Slate

Kim Volk adjourned the Executive Committee meeting at 9:15am.

Respectfully submitted,  
Taffy Eaton, Recorder.