



# DTCID Budget Meeting MINUTES

May 12, 2021

**Board Members Present:**

Caya Aufiero ( X )	Sal Martinez ( X )	Stevie Limmer LaChance ( X )
Ann Smart ( X )	Michael Powers (X)	

**Excused:** La Gwenda Sims, Fadumo Sheikh Hassan

**Guests & Staff Present:** None

Call to Order at 5:53 pm – by Caya Aufiero. Caya noted there **was** a Quorum present.

- 1) CID Legal Representation
  - a) Currently 2 proposals have been received, with another pending
  - b) Prospective representation was solicited from 3 organizations, SLDC, Development Dynamics and Landmarks previous attorney
  - c) Ann will summarize all proposals for comparison by Tuesday 5/18
    - i) Ann will create a Doodle Poll with the goal of the attorney interviews next week and inviting a candidate to 5/25 Meeting
- 2) Annual Meeting and Election
  - a) The next monthly meeting on May 25, 2021 will serve as the Annual Meeting and Board Election per the bylaws
    - i) The proposed slate of officers and directors for 2021-2022 was presented and approved
      - (1) Officers
        - (a) Chair – Caya Aufiero
        - (b) Vice Chair – Michael Powers
        - (c) Secretary
          - (i) Custodial – Fadumo Hassan
          - (ii) Recording – Ann Smart
        - (d) Treasurer – Stevie Limmer
      - (2) Directors
        - (a) LaGwenda Sims
        - (b) Sal Martinez
    - ii) Noted that the Secretary responsibilities are being divided due to the workload of managing the Board Book as well as minutes. Both Fadumo and Ann agreed to this division of duties
- 3) Complaint Policy and Procedure
  - a) In light of recent issues on the DT2 Board, Caya suggested it would be prudent for the DTCID Board research and adopt complaint policy and procedure to protect the integrity of the organization and our Board Members
  - b) Ann to research options for approval at 5/25 meeting

- c) Caya and Sal will send examples of policies to Ann for review along with whatever Ann may also find. Ann will present the best option for adoption.
- 4) Conflict of Interest Policy
  - a) The Board will adopt a conflict of interest policy to apply to all members
  - b) MMSC has a sample policy and Ann will request a copy
  - c) Ann will research additional policies, create a summary of findings and post it in Teams for review, recommending the best one for adoption
- 5) Budget
  - a) The Board agreed during this meeting to review each line item from the April 27<sup>th</sup> Draft Budget and approve or disapprove (yea or nay)
  - b) Only changes to the Profit & Loss Budget Overview are noted below:
    - i) Expenses
      - (1) Board Expense – added \$500 for miscellaneous expenses for the Board
      - (2) Design
        - (a) Split the Grand Stop sign and Meramec String Lighting line items out into \$3000 each
        - (b) Meramec String Lighting discussion.
          - (i) Ann explained that her initial concern was the perception of a concentration of improvements on Meramec and less on the other 2 “Mini Districts”
          - (ii) Ann was also concerned that the project was premature due to the prospective design input from MMSC
          - (iii) Michael pointed out that the services provided to the Grand and Virginia corridors (trash removal, pole painting, etc.) balance the overall area expenditures
          - (iv) Michael pointed out that the \$3,000 budget item is seed money for the project and other capital funds will be needed too
          - (v) Meramec String Lighting budget item was approved
    - (3) Insurance – General Liability and Board D & O – was added an additional \$1000 to bring the total to \$3000
    - (4) Office Supplies – Added \$100
    - (5) Safe, Clean and Green
      - (a) Combined the Porter Services \$20,000 and Trash Disposal \$10,000 to an adjusted total of \$30,000 to align with previous year’s expenditure and reflect what we learned at the last Board meeting from SCG.
        - (i) Sal recused himself from this discussion due to potential conflict of interest
      - (b) Added \$6,000 for special cleaning services
      - (c) Added \$5000 for miscellaneous “Naturescape” projects such as repeating Planters on Virginia, to discuss with Design
        - (i) Michael noted that the his plan for the pole painting project includes CID marketing on door hangers to

notify residents about restrictions and would also be a good outreach opportunity for Promotions to possibly promote engagement, for example "Adopt a Planter."

(d) Recommendation to ask Christian Saller (NIS) to serve on the Safety/Design committee- (NOTE: Who is going to do that?)

6) CID funds distribution process

a) A Master Service Agreement between CID and DT2 recommended by MMSC is not yet in place, therefore an interim process must be established

i) DT2 should contract with and/or use their funds to purchase and submit a request for reimbursement to the CID for those projects for which the CID has agreed to fund underwriting

ii) Require preapproval for expenditures above \$1500 to make sure the expenditure is payable with CID funds. That pre-Approval can be done by Stevie as Treasurer, to make sure its in line with our budgeted items, and in consultation with Michael, or our Board Attorney, if needed, for more guidance on CID allowed expenditures.

b) Stevie to draft a reimbursement form

c) Michael offered to refine and document an appropriate process for reimbursement

7) Other discussion

a) Sal inquired about proxy votes. Caya looked in the bylaws - there is no accommodation for proxy votes, but voting digitally is allowed.

8) Adjournment: 8:09 PM

Next meeting – May 25, 2021, 5:30 pm at the NIC (also currently available via Teams)

Minutes submitted by: Ann Smart