



DUTCHTOWN COMMUNITY IMPROVEMENT DISTRICT

DTCID Monthly Meeting MINUTES

June 22, 2021

Board Members Present:

Table with 3 columns and 3 rows listing board members: Caya Aufiero, Michael Powers, La Gwenda Sims, Ann Smart, Fadumo Sheikh Hassan, Sal Martinez.

Excused:

Absent: Stevie Limmer LaChance

Guests Present: Bill Clendenin, DTCID Board Attorney, Joel Silliman

Call to Order at 5:39 pm by Caya Aufiero. Caya noted there was a Quorum present.

- 1. Approval of previous Board Minutes
a. Title of minutes to be updated (completed)
b. Minutes Approved with correction.
2. Secretary's Report - Ann Smart/Fadumo Hassan
a. 2021-2022 Annual Report & Budget was sent to the Collector of Revenue
b. Insurance Quotes - Motions to approve - Liability, D & O
i. Received a verbal quotes- cannot approve until written quotes received.
ii. \$463 -- General Liability
iii. \$450 - 500 for Director and Officers
iv. \$100-200 per year for Gator (depending on value - \$9-15K estimated)
v. Plan to approve via email once quote is available.
c. Received reminder Letter from State Auditor RE: Annual Report - Due December 2021
d. Stone, Leyton & Gershman Engagement letter
i. Ann needs to DocuSign (completed)
ii. Letter engagement reviewed.
iii. Discussion regarding review of vendor/donor contracts or lease
1. Does attorney need to review Habitat contract and subcontracts for services?
a. Assume that contracts will come up on a periodic basis. Send to attorney.
2. Ann comment Master agreement between DT2 and the DTCID must be reviewed by attorney.
3. Treasurer's Report- Stevie Limmer LaChance
a. No report, treasurer not available.
4. New Business
a. Welcome! Bill Clendenin of Stone, Leyton & Gershman, new DTCID Attorney
b. 3935 S Grand property status

- i. There is not much for DTCID to do at this point.
 - ii. Memorandum of Understanding (MOU) with DSCC and development
 - 1. DSCC is pursuing other remedies
 - 2. Peter Hoffman recommends a DTCID representative be at any future meetings.
 - c. Habitat Gator Donation - Michael Powers
 - i. General maintenance in the neighborhood, special events
 - ii. Gator lease for \$12 per year starting on July 1st.
 - iii. DTCID allowed to sublease to any entity using it for a community purpose.
 - iv. Any entity subletting must have liability insurance and be named as an additional insured.
 - v. DTCID can have a list of approved drivers.
 - vi. Casual use with permission is also permitted.
 - vii. Ann moves to enter agreement with Habitat.
 - 1. La Gwenda seconds
 - 2. Motion passes
 - a. Fadumo, La Gwenda, Ann and Caya
 - b. Abstaining – Sal and Michael
 - d. Bylaws amendment for D&O insurance
 - i. Two categories of insurance
 - 1. City government (very expensive)
 - 2. Non-profit and smaller organization (we do not fit here due to being a political subdivision)
 - ii. Missing dissolution phrase in by-laws
 - 1. Dissolution clause is in the DTCID Statute, but not in the current bylaws.
 - 2. Caya propose to add the clause referring to the statute to our bylaws.
 - iii. Need a written resolution to amend the bylaws.
 - 1. Sal moved to approve
 - a. Michael seconded
 - b. Motion passed unanimously
 - e. Swearing in for new Board members
 - i. Bill confirms we must swear in new board members.
 - ii. Caya thinks we should make a plan to go together.
 - 1. Fadumo is available on Monday mornings
 - 2. La Gwenda cannot go until 1 PM on a Friday
 - iii. Ann will check with the City Registrar – Amber Boykins
 - f. Design Committee Virginia Ave presentation, Adina O’Neal
 - i. Not ready to present – reschedule for another meeting,
- 5. Old Business
 - a. Pole painting – Michael’s updates
 - i. Subcontractor coming from Minnesota,
 - ii. Michael reviewed work details

1. \$400 per pole
2. 30 Days to pay in full
3. City to inspect work
- iii. Michael created a draft doorhanger to announce work and promote DTCID volunteer opportunities.
 1. No need for board approval
- iv. This is the first time this type of project has been done in St. Louis city.
- v. Sal moves to approve the contract with a not to exceed amount of 15,500.
 1. La Gwenda seconded
 2. Motion carries
- b. Complaint Policy - Ann Smart
 - i. Reviewed reporting form
 - ii. Reviewed policy
 - iii. Michael moved to adopt complaint policy and reporting form.
 1. Sal seconded
 2. Motion carried
- c. Conflict of Interest Policy- Ann Smart
 - i. Reviewed policy.
 - ii. Caya created a conflict-of-interest disclosure statement
 1. Board to complete annually.
 2. Vendors to complete as required.
 - iii. Caya addressed need for transparency and clarity of associations.
 - iv. Ann moved to accept disclosure statement.
 1. Michael seconded
 2. Motion carried
 - v. Secretary to distribute for annual signature.
- d. Revised Trash & Porter proposals presented by Joel Silliman.
 - i. Sal recuses himself and leaves the meeting.
 - ii. New Metro quote reviewed.
 - iii. Updated Employment Connection quote reviewed.
 1. A dedicated dumpster will be placed in alley behind the NIC to eliminate issue of using already stressed city dumpsters.
 - a. DTCID will sublease the Gator to Employment Connection.
 - iv. Caya recommends a trial period to give 3 months guaranteed funds to EC (better for them than a 30 day clause) and to set expectations on both sides, that this is an untried program, with many moving parts and new partners.
 - v. Termination agreement 30 days written notice.
 1. Funding is from the DTCID.
 2. Contract is between Service Provider and DT2.
 3. Caya recommends that we review the contract more thoroughly before approval of the working relationship.
 4. Joel to work with Bill & CID to review the contract.

5. Bill – Bill thinks number one thing to discuss is the termination clause.
 - vi. Michael moves to select Employment Connection as the preferred vendor pending further review of the contract for service agreement with our attorney.
 1. La Gwenda seconds the motion.
 2. Motion carries – Employment Connection is the preferred vendor.
 - vii. Joel –he will work with Bill & Caya on the other details. DT2 Board already approved the basic current contract.
 - viii. Bill indicates he knows how it might work for termination – allow DTCID to provide funding termination notice to DT2.
 - ix. Caya and Michael discussing “loose strings” branding and Gator – safety vests.
6. Action Items
- a. Approve insurance premium via email vote when quote is available. (Caya)
 - b. Check with the City Registrar – Amber Boykins regarding swearing in of new board members. (Ann)
 - c. Distribute annual conflict of interest disclosure to all board members for filing. (Ann)
 - d. Finalize contract with Employment Connection and between DTCID and DT2. (Bill, Caya and Joel)
7. Adjournment and next meeting –July 27, 2021, 5:30 pm. (4th Tuesday of Each Month)

Minutes submitted by Ann Smart, Secretary