

**Downtown Modesto Partnership
Board of Directors
Meeting Agenda**

Date of Meeting:	03/18/2020	Time:	4:00PM
Board Chair:	Lynn Dickerson	Location:	1003 10 th Street

1. Discussion Items

#	Topics	Presenter
1	Open Meeting and Approval of Minutes (2 mins)	Lynn D.
2	Public Comments (The Board of Directors welcomes participation in meetings. This time on the agenda is provided for members of the public to address the Board of Directors of DMP on matters of concern that fall within the jurisdiction of the Board that are not on the agenda. Speakers are encouraged to consult with management prior to agenda preparation regarding any DMP operation or responsibility. As per the Brown act, no action can be taken on non-agenda issues. It is not required, but speakers may provide their name and address. Because these are non-agenda matters, no discussion or comment by the Board should be expected except to properly refer the matter for review or action as appropriate. Public Comments will be limited to five minutes per speaker.) (5 min)	Any
3	Administrative Update (Recap of recent activities and upcoming initiatives: (Downtown Experience Engineers, Coronavirus Response, Downtown Scavenger Hunt, Commemorative Wine Bottle, DID/DMP Collaboration, Modesto Children's Museum, Downtown Master Plan, 10 th Street Planters, MotionLoft Replacement, Financials) (20 min)	Josh B.
4	Report from CED Director on Downtown Parking Management (15 min)	Jaylen F.
5	Action: Audit Committee Recommendation – Discuss 2019 Annual Audit (10 min)	Michael M.
6	Action: Executive Team Recommendation – Discuss 2019 Annual Report (15 min)	Lynn D.
7	Action: Executive Team Recommendation – Discuss Contract with Eco-Counter to Replace MotionLoft (5 min)	Barrett L.
8	Board Member Forum	Any
9	Adjourn Regular Meeting	Lynn D.

2. Closed Session – Government Code Section 54957(b)(1)

Action: Discuss /2019 CEO Performance Evaluation (15 mins)	Lynn D.
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2. Pre-work/Preparation (documents/handouts to bring, reading material, etc.)

Description	Brought by
1/15/20 Board Meeting Minutes	Shy L.
Administrative Update Summary	Shy L.
Annual Audit	Shy L.
Annual Report	Shy L.
Eco-Counter Proposal	Shy L.

**Downtown Modesto Partnership
Board of Directors
Meeting Minutes**

Date of Meeting:	01/15/2020	Time:	4:00 PM
Minutes Prepared By:	Shy Lloyd	Location:	1003 10 th Street Suite A

1. Attendance

Present	Lynn Dickerson, Barrett Lipomi, Josh Bridegroom, Ryan Swehla, Mike Moradian, Saul Trujillo, Jennifer Jackson Romero, Ann Endsley, David Boring, Ted Brandvold, Kirstie Boyett
Absent	Fred Silva, Kristy Rupp
Others	Heidi Savage, Jaylen French, Reggie Rucker, Stephanie Foster, Shy Lloyd

2. Discussion

#	Topics	Presenter
1	Open Meeting and Introductions <ul style="list-style-type: none"> - Lynn called the meeting to order at 4:01pm - The Board went around and each member gave a brief introduction about themselves 	Lynn D.
2	Approval of Minutes <ul style="list-style-type: none"> - Lynn asked for approval of minutes from the 11/20/19 board meeting. <ul style="list-style-type: none"> o Board approved minutes as presented (B. Lipomi /S. Trujillo; unanimous) 	Lynn D.
3	Public Comments <ul style="list-style-type: none"> - No public comments 	Any
4	Downtown Modesto Partnership Mission, Vision and Strategic Direction <ul style="list-style-type: none"> - Josh presented the Board with DMP's current Mission, Vision and Strategic Direction. He led the group in an exercise designed to introduce new board members and remind existing board members of the organization's mission statement. 	Josh B.
5	Administrative Update <ul style="list-style-type: none"> - Josh provided an update on the previous month's activities. <ul style="list-style-type: none"> o Board approved the Financials, as presented (R. Swehla /M. Moradian; unanimous) 	Josh B.
6	Report from CED Director on Downtown Vision Document <ul style="list-style-type: none"> - Jaylen presented the Board with the Downtown Master Plan with information gathered from the Downtown Modesto Charrette 	Jaylen F.
7	Report from DID Chair on DID/DMP Collaboration <ul style="list-style-type: none"> - David provided a report regarding the collaboration between The Downtown Improvement District and the Downtown Modesto Partnership 	David B.

Date of Meeting:	01/15/2020	Time:	4:00 PM
Minutes Prepared By:	Shy Lloyd	Location:	1003 10 th Street Suite A
8	Board Members Forum (This is a time for board members to raise items of concern or make announcements. Per the Brown act, no discussion or action can take place on any issues raised.) <ul style="list-style-type: none"> – There was general conversation around the table by members of the board. 	Any	
9	Adjourn Regular Meeting <ul style="list-style-type: none"> – Lynn adjourned the meeting adjourned at 5:58pm. 	Lynn D.	

4. Next Meeting (if applicable)					
Date: (MM/DD/YYYY)	03/18/2020	Time:	4:00pm	Location:	1003 10 th Street Suite A

Downtown Modesto Partnership

By the Numbers – February 2020

Pounds of Trash Collected: 46,765

Graffiti Spots Removed: 78

Business Interactions: 577

Calls for Service: 37

Homeless Engagements: 132

Homeless Referred to Services: 46

Anti-Social Behavior Abated: 10

Patron Interactions: 464

Patrons Referred to Businesses/Services: numbers currently unavailable

Rank Security Calls: report currently unavailable

Downtown Modesto Partnership
Budget vs. Actuals
YTD Feb 29, 2020

	YTD Actual	YTD Budget	YTD Variance	Annual Budget	% of Annual Budget
Revenue					
31020 Board Donations	0	0	0	1,200	0.00%
31030 CBD Income	0	0	0	695,000	0.00%
31040 Contracted Services	8,450	11,667	-3,217	70,000	12.07%
31060 Sublease	4,000	6,667	-2,667	40,000	10.00%
31070 Events Income	209	1,000	-791	122,000	0.17%
31085 Sponsorship/Advertising	0	0	0	65,000	0.00%
31090 Misc. Donations	0	0	0	500	0.00%
Total Revenue	12,659	19,333	-6,674	993,700	1.27%
Expenditures					
41000 Advertising/Marketing	2,621	6,667	-4,045	40,000	6.55%
41010 Benefits					
Health Insurance	7,623	7,875	-252	47,250	16.13%
Pension	1,911	2,167	-255	13,000	14.70%
41020 Board Meetings & Convenings		117	-117	700	0.00%
41040 Dues, Subscriptions & Licenses	276	583	-307	3,500	7.89%
41041 Employee Parking	3,760	3,760	0	4,800	78.33%
41050 Events/Activities	4,242	12,844	-8,602	95,000	4.46%
41070 Liability Insurance	1,480	2,290	-810	2,500	59.20%
41080 Miscellaneous	0	0	0	0	0.00%
41090 Office Improvements & Maintenance	0	1,667	-1,667	10,000	0.00%
41100 Office Supplies	577	1,500	-923	9,000	6.41%
41110 Outside Services					
Admin Assist	800	1,000	-200	6,000	13.33%
Auditor/CPA	0	1,083	-1,083	6,500	0.00%
Motion Loft	0	1,187	-1,187	7,119	0.00%
Parking Consultant	0	1,167	-1,167	7,000	0.00%
Rank Security	3,876	3,950	-74	23,700	16.35%
SinglePoint	1,037	1,250	-213	7,500	13.82%
StreetPlus	35,359	45,833	-10,474	275,000	12.86%
41120 Payroll	38,228	50,167	-11,938	301,000	12.70%
41130 Payroll Tax Expense	4,292	4,515	-223	27,090	15.84%
41140 Postage & Delivery	0	100	-100	600	0.00%
41150 Professional Development	394	833	-439	5,000	7.89%
41155 Public Space Beautification	419	4,386	-3,967	15,000	2.79%
41160 Rent	7,500	7,500	0	45,000	16.67%
41170 Sponsorship	3,000	1,667	1,333	10,000	30.00%
41170 Travel & Entertainment	1,059	1,417	-358	8,500	12.46%
41180 Utilities	1,156	1,667	-511	10,000	11.56%
41190 Vehicle Expenses	594	1,000	-406	6,000	9.90%
41200 Workers Compensation	249	417	-168	2,500	9.96%
41210 Reserves	0	740	-740	4,441	0.00%
Total Expenditures	\$ 120,453	\$ 169,347	\$ (48,894)	\$ 993,700	12.12%
Net Revenue	\$ (107,794)				
Business Checking Balance as of Feb 29, 2020	\$ 348,970				

**MODESTO IMPROVEMENT PARTNERSHIP, INC.
dba DOWNTOWN MODESTO PARTNERSHIP
(A NONPROFIT CORPORATION)**

**INDEPENDENT AUDITOR'S REPORT
AND FINANCIAL STATEMENTS**

DECEMBER 31, 2019

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Modesto Improvement Partnership, Inc.
dba Downtown Modesto Partnership
(A Nonprofit Corporation)
Modesto, California

We have audited the accompanying financial statements of Modesto Improvement Partnership, Inc. dba Downtown Modesto Partnership (a Nonprofit Corporation), which comprise the statement of financial position as of December 31, 2019, and the related statement of activities, and cash flow for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Modesto Improvement Partnership, Inc. dba Downtown Modesto Partnership as of December 31, 2019, and the change in net assets and cash flow for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Johnson & Associates CPAs, Inc.

Pending
Modesto, California

MODESTO IMPROVEMENT PARTNERSHIP, INC.
 dba DOWNTOWN MODESTO PARTNERSHIP
 STATEMENT OF FINANCIAL POSITION
 DECEMBER 31, 2019

ASSETS

CURRENT ASSETS		
Cash and Cash Equivalents	\$	483,765
Contributions Receivable		5,200
Prepaid Expenses		1,480
Total Current Assets		\$ 490,445
 NON CURRENT ASSETS		
Security Deposit		2,108
 FIXED ASSETS (Net of Accumulated Depreciation of \$77,183)		 84,990
Total Assets		\$ 577,543

LIABILITIES AND NET ASSETS

CURRENT LIABILITIES		
Accounts Payable	\$	12,341
Credit Cards Payable		2,479
Accrued Wages and Benefits		6,674
Accrued Compensated Absences		24,369
Total Current Liabilities		\$ 45,863
 NET ASSETS		
Unrestricted Net Assets		525,180
Temporarily Restricted Net Assets		6,500
Total Net Assets		531,680
Total Liabilities and Net Assets		\$ 577,543

See accompanying notes and accountant's report.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
 dba DOWNTOWN MODESTO PARTNERSHIP
 STATEMENT OF ACTIVITIES
 YEAR ENDED DECEMBER 31, 2019

CHANGES IN UNRESTRICTED NET ASSETS

Revenues and Support:		
Contributions	\$ 15,639	
Contributions - Board of Directors	1,200	
Community Benefit District Assessments	710,277	
Events Income	31,240	
Sub-lease Rent Income	24,000	
Miscellaneous	<u>6,800</u>	
Total Revenues and Support		\$ 789,156
Expenses:		
Program Grants and Expenses	588,602	
Operating Expenses	<u>180,869</u>	
Total Expenses		<u>769,471</u>
TOTAL CHANGE IN NET ASSETS		19,685
Net Assets at Beginning of Year		<u>511,995</u>
Net Assets at End of Year		<u>\$ 531,680</u>

See accompanying notes and accountant's report.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
dba DOWNTOWN MODESTO PARTNERSHIP
STATEMENT OF CASH FLOW
YEAR ENDED DECEMBER 31, 2019

CASH FLOW FROM (USED BY) OPERATING ACTIVITIES		\$ 19,685
Change in Net Assets		\$ 19,685
Adjustment to Reconcile Change in Net Assets to Net Cash Provided by Operating Activities:		
Depreciation	\$ 32,982	
Changes in Operating Assets and Liabilities:		
Increase in Contributions Receivable	(4,600)	
Increase in Prepaid Expenses	(1,281)	
Increase in Accounts Payable	8,860	
Increase in Credit Cards Payable	2,479	
Increase in Accrued Wages and Benefits	411	
Increase in Accrued Compensated Absences	<u>9,779</u>	
Total Adjustments		<u>48,630</u>
Net Cash Flow From (Used By) Operating Activities		68,315
CASH FLOW FROM (USED BY) INVESTING ACTIVITIES		
Purchases of Fixed Assets		<u>(5,663)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		62,652
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		<u>421,113</u>
CASH AND CASH EQUIVALENTS AT END OF YEAR		<u>\$ 483,765</u>

See accompanying notes and accountant's report.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
dba DOWNTOWN MODESTO PARTNERSHIP
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2019

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Modesto Improvement Partnership, Inc. dba Downtown Modesto Partnership (the Organization), a California Nonprofit Community Benefit Corporation, is exempt from income tax under Section 501(c)(3) of the Internal Revenue Code (the Code).

The purpose of the Organization is to revitalize the image of Downtown Modesto and increase patronage and business to the downtown area by highlighting the various products, services, and events occurring in the 47 block area identified as making up Downtown Modesto. The Organization was formed to operate and manage the Community Benefit District by contracting with the City of Modesto and is funded primarily through an approved Community Benefit District (CBD) assessment on property owners within the 47 blocks being served by the Organization.

The Organization pursues its goals by taking action necessary to ensure that the downtown area remains clean and inviting. Additionally, the Organization sponsors, hosts, and promotes various events in the downtown area to encourage more public interest and interaction in Downtown Modesto.

Classification of Net Assets

Generally accepted accounting principles requires the Organization to report information regarding its financial position and activities in three classes of net assets - unrestricted, temporarily restricted and permanently restricted - based upon the existence or absence of donor-imposed restrictions.

Net assets subject to donor-imposed restrictions that will be met either by actions of the Organization or the passage of time, are designated as temporarily restricted. Permanently restricted net assets are subject to donor-imposed restrictions that will be maintained in perpetuity. The Organization did not have any permanently restricted net assets as of December 31, 2019.

Cash and Cash Equivalents

Cash and cash equivalents are short-term, highly liquid investments with maturities of three months or less at the time of purchase.

The Organization maintains cash deposits at one financial institution. The National Credit Union Administration (NCUA) provides insurance coverage per depositor per financial institution. The maximum coverage as of December 31, 2019 was \$250,000. At December 31, 2019, the Organization's uninsured cash balance was \$280,463.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
dba DOWNTOWN MODESTO PARTNERSHIP
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2019

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Contributions Receivable

Unconditional promises to give are recorded as contributions when received at the net present value of the amounts expected to be collected. At December 31, 2019, the Organization had \$5,200 of uncollateralized contributions receivable, all of which will be received within one year. In the unlikely event all contributions were not paid, the maximum recognized loss would be \$5,200.

Revenue Recognition

The Organization receives a percentage of the CBD assessment based on funds collected, less an administrative fee, as scheduled in the management agreement with the City of Modesto. The Organization considers assessment revenue earned when received. These funds are the Organization's primary source of funding. Any other revenue is recognized in the period that it is earned.

Fixed Assets

Fixed assets, consisting of the assets noted below, are carried at cost, net of accumulated depreciation. Asset acquisitions in excess of \$1,000 with a life in excess of one year are capitalized. Depreciation is computed using the straight-line method over the estimated useful lives of the related assets as follows:

Furniture	7 years
Office Equipment	5 years
Computer Equipment and Software	3 years

Income Taxes

The Organization is a not-for-profit corporation as described in Section 501(c)(3) of the Internal Revenue Code and is exempt from Federal and California income tax, except on net income derived from unrelated business activities, if any.

The Organization's information returns for years 2015 to current remain open to examination from taxing authorities.

Estimates and Assumptions

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
 dba DOWNTOWN MODESTO PARTNERSHIP
 NOTES TO FINANCIAL STATEMENTS
 DECEMBER 31, 2019

NOTE 1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Accrued Compensated Absences

Full-time employees of the Organization are entitled to paid vacation and paid absences. The Organization's policy is to accrue and report a liability for these amounts in the financial statements. Accrued Compensated Absences as of December 31, 2019 was \$24,369.

Advertising

Advertising costs are expensed as incurred. The Organization does not have any direct response advertising. Total advertising expense for the year ended December 31, 2019 was \$19,945.

NOTE 2 NATURAL CLASSIFICATION OF EXPENSES

Operating expenses incurred in the fiscal year ended December 31, 2019, were as follows:

	Operating
Salaries, Wages, and Benefits	\$ 33,666
Auto Expense	5,334
Depreciation	32,982
Insurance	2,157
Office Expense	10,773
Operating Expense	9,457
Outside Services	17,155
Parking	3,520
Professional Development	4,123
Rent	43,746
Repairs and Maintenance	443
Telephone	2,677
Travel	8,911
Utilities	5,924
Total Operating Expenses	\$ 180,869

MODESTO IMPROVEMENT PARTNERSHIP, INC.
 dba DOWNTOWN MODESTO PARTNERSHIP
 NOTES TO FINANCIAL STATEMENTS
 DECEMBER 31, 2019

NOTE 3 OPERATING LEASES

The Organization leases office space located at 1003 10th Street in Modesto from G&K Enterprises, Inc. under a standard operating lease expiring December 31, 2025. The monthly lease payments are pursuant to a predetermined schedule. Total lease payments for the year ended December 31, 2019 were \$43,746.

Minimum future lease payments to be paid each year and in the aggregate for the remainder of the lease are as follows:

<u>Period Ended December 31,</u>	
2020	\$ 45,000
2021	46,128
2022	47,280
2023	48,468
2024	49,680
Thereafter	<u>50,928</u>
Total	<u>\$ 287,484</u>

NOTE 4 FIXED ASSETS

The Organization's fixed assets consisted of the following as of December 31, 2019:

Furniture and Equipment	\$ 133,977
Vehicles	<u>28,196</u>
Total Fixed Assets	162,173
Less: Accumulated Depreciation	<u>(71,183)</u>
Net Fixed Assets	<u>\$ 84,990</u>

Total depreciation expense for the year ended December 31, 2019 was \$32,982. The Organization does not have any fixed assets that are not being depreciated.

NOTE 5 RELATED PARTY TRANSACTIONS

Several members of the Board of Directors periodically donate their time or use of facilities for the benefit of the Organization.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
 dba DOWNTOWN MODESTO PARTNERSHIP
 NOTES TO FINANCIAL STATEMENTS
 DECEMBER 31, 2019

NOTE 6 PROPERTY HELD FOR LEASE

During the year, the Organization leased a portion of their office space under a sub-lease memorandum of understanding with Downtown Streets Team. The sub-lease terms included monthly rent income of \$2,000 and expired December 31, 2019. During the year, the Organization collected \$24,000 in sub-lease revenue.

Effective January 1, 2020, the Organization entered into a sub-lease memorandum of understanding with Modesto Downtown Improvement District for a portion of their office space. The agreement includes monthly rent income of \$1,300 and expires December 31, 2022.

Future minimum revenues to be collected under the sub-lease agreements through the expiration of the agreement are as follows:

<u>Period Ended December 31,</u>	
2020	\$ 15,600
2021	15,600
2022	<u>15,600</u>
Total	<u>\$ 46,800</u>

NOTE 7 RETIREMENT PLAN

During a prior year, the Organization adopted a defined-contribution Retirement Plan covering all eligible employees of the Organization who have 1,000 hours of service, except collective bargaining employees. The Organization may make matching contributions and profit-sharing contributions to the plan each year at their discretion. Employees may contribute to the 401(k) feature through salary reductions up to the maximum permitted by law. For the year ended December 31, 2019 the Organization made matching contributions of \$11,117.

NOTE 8 LIQUIDITY AND AVAILABILITY OF RESOURCES

The Organization has \$491,965 of financial assets available within one year of the statement of financial position date to meet cash needs for general expenditures consisting substantially of cash of \$486,765 and contributions receivable of \$5,200. None of the financial assets are subject to donor or other contractual restrictions that make them unavailable for general expenditures within one year of the statement of financial position. The contributions receivable are subject to implied time restrictions but are expected to be collected within one year. The Organization has a goal to maintain financial assets, which consist of cash, on hand to meet 60 days of normal operating expense, which are, on average, approximately \$64,000.

MODESTO IMPROVEMENT PARTNERSHIP, INC.
dba DOWNTOWN MODESTO PARTNERSHIP
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2019

NOTE 8 LIQUIDITY AND AVAILABILITY OF RESOURCES (Continued)

The Organization has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due.

NOTE 9 SUBSEQUENT EVENTS

Management has evaluated subsequent events through _____, which is the date the financial statements were available to be issued.

TWENTY



ANNUAL REPORT

**Downtown
Modesto
Partnership**



Welcome to Downtown Modesto!

As I write this, our community is dealing with all the socioeconomic implications of the coronavirus. In some ways, it feels insensitive and almost inhumane to learn into what we've accomplished in the past year as our grasp on the future grows more tenuous and less certain with each passing day. On the other hand, perhaps this is the very reason why now is the perfect time to share stories of success, as they may help build community spirit and inspire hope for what is to come.

After all, it wasn't that long ago that downtown Modesto wasn't so healthy on a regular basis. In fact, it was in 2012 that a group of business owners, property owners and community leaders came together with the purpose of finding ways to improve the downtown area – people like Dave Gianelli, Cecil Russell, Dave White, Lynn Dickerson, David Boring, Nancy Young and Chris Murphy. Realizing that the incremental and fragmented management approach brought about through institutional silos was doing more to tear the fabric of downtown apart than weave a beautiful community tapestry, the group set out to change this. And change it they did, by creating the social and institutional underpinnings that would later be known as the Downtown Modesto Partnership.

It's hard to believe we just wrapped up our fourth year as a formal organization, providing services to the downtown district we love! In that short period of time the downtown community has improved in several key areas of economic vitality – including lower building vacancies, higher lease rates and improved property values. 2019 brought even more positive growth to the DoMo District. Events and activities like First Fridays and DoMo Walls fill our streets with vibrancy, supporting our businesses and forever changing the aesthetic of our downtown for the better.

Our cleaning and safety enhancement services have risen to the challenge of increasingly difficult times, removing hundreds of thousands of pounds of trash this year, helping individuals experiencing homelessness find resources and jobs and eliminating graffiti daily throughout the district. Our efforts were aided by Downtown Streets Team, a new nonprofit with a mission of helping homeless individuals find dignity and stability through work, which found a home in our offices in 2019.

We were proud to partner with the City to bring about many other positive changes in the past year, most notably the hiring of falconers to discourage thousands of starlings from defecating on our cars, sidewalks and outdoor dining patios, as well as the covering of electrical outlets throughout the downtown core that were an attraction for illegal charging and the chronic nuisance behavior associated with it. As we look ahead, we are perhaps most excited about our pending collaboration with the Downtown Improvement District, as they move into our offices later this year.

Of course none of this could be accomplished without the help of our downtown property and business owner community. If we stay on the course we're on, further delving into partnerships that amplify community development, our future looks bright indeed!

Sincerely,

Josh Bridegroom
President/CEO

Board of Directors

Josh Bridegroom | President and CEO

Ann Endsley | Greens on Tenth

Lynn Dickerson | Board Chair
Gallo Center for the Arts

Jennifer Jackson Romero |
The Denn Power Pilates

Barrett Lipomi | Board Vice President
RED Inc. Architects

Kristy Rupp | Centerra Capital

Ryan Swehla | Board Secretary
Graceada Partners

David Boring | Never Boring Design

Fred Silva |

Damrell, Nelson, Schrimp, Pallios & Silva

Mike Moradian | Treasurer
McHenry Mansion Foundation

Ted Brandvold | City of Modesto

Saul Trujillo | Brenden Theatre

#DOMOFIRSTFRIDAYS

Mission Statement

To create a vibrant community through activities and partnerships designed to improve the quantity and quality of experiences in downtown Modesto.

2020 Annual Action Plan

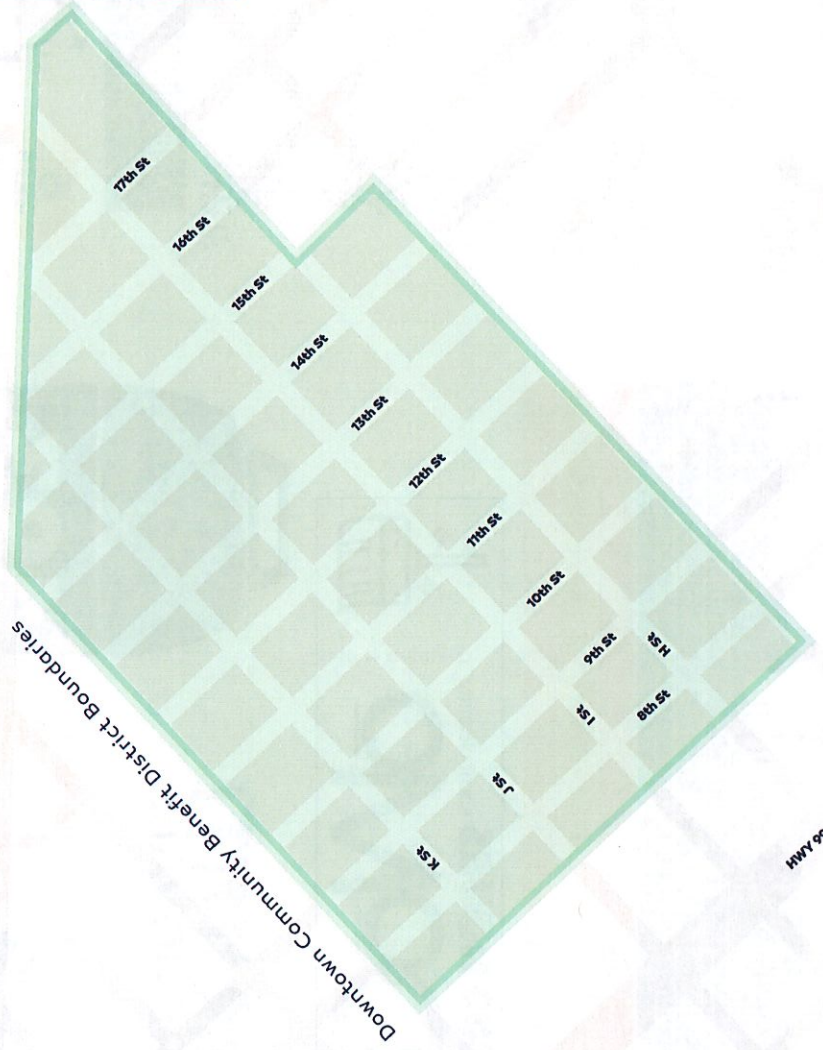
- Partner with Downtown Improvement District to create shared goals
- Contract with City of Modesto to manage select downtown operations
- Complete vision document with City and begin implementation
- Master lease and re-tenant downtown property
- Create DMP trash receptacles sponsorship program
- Develop culinary arts tour
- Increase our grants & sponsorships

#DOMODISTRICT

THE DoMo DISTRICT

The Downtown Modesto Partnership is a non-profit 501(c)(3) community benefit corporation that's managed by the DoMo Partnership staff and its 13 member, property owner-based board.

4



3

JANUARY 2019 - DECEMBER 2019

Enhancing Downtown



10,400 HOURS spent cleaning
the **DOMO** DISTRICT

697 GRAFFITI REMOVALS

770 calls for service

2 interactions with homeless persons
9
3
4

493,279 POUNDS OF TRASH COLLECTED

6,002 BUSINESS and PATRON CONNECTIONS

56 NUISANCE-ATTRACTING ELECTRICAL OUTLETS COVERED

704 homeless referred to services

hawkers hired to scare away THOUSANDS of nuisance starlings

336 ANTI-SOCIAL BEHAVIOR ABATED

Our Downtown Experience Engineers are just a quick email away!
service@domopartnership.org

6 DAYS A WEEK

YOU REPORT A PROBLEM

OUR TEAM RESPONDS TO THE PROBLEM

PROBLEM SOLVED!

STAYING CONNECTED AND GROWING Relationships With the Community

DECEMBER 1, 2018
FOLLOWERS

f **4,667**

ig **2,172**

tw **188**

DECEMBER, 2019
FOLLOWERS

5,261

4,267

239



1,016
AVERAGE
VISITS
MONTHLY

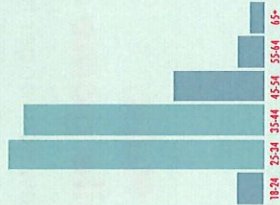
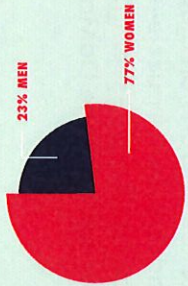
67% INCREASE

81% ARE
NEW USERS

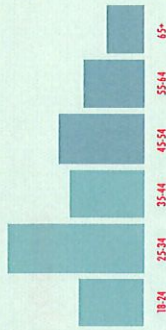
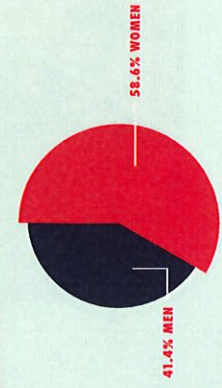
16 STORIES ABOUT DOWNTOWN MODESTO
PARTNERSHIP IN LOCAL MEDIA

STRATEGIC COMMUNICATION Reaching Target Audiences

INSTAGRAM



WEBSITE



"...research suggests that younger Americans' preference for urban living is real and not wearing off." CityLab, May 2019

FACEBOOK: WHO'S ENGAGING WITH US



IMPROVING THE DOMO DISTRICT EXPERIENCE Fulfilling Our Mission

Downtown Vision Document

- Co-developed Request For Proposal
- Assisted with selection interviews
- Partnered to develop walking tour and community focus group meetings
- Facilitated community engagement
- Coordinated charrette venue and catering
- Developed a demonstration parklet
- Assisted City with review of draft document
- Provided environmental and contextual data to consultant



DISCOVER DoMo

PASS



DISCOVERDOMO.COM

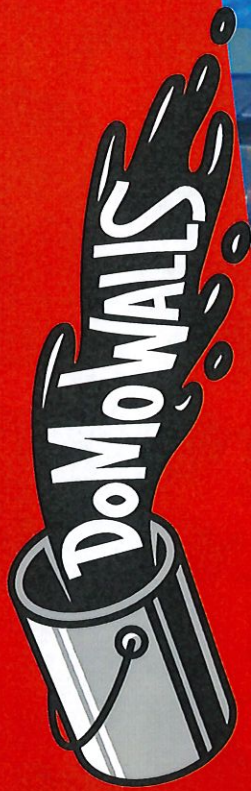
Developed and launched to promote a day (or two!) of lingering longer downtown, experiencing the district at a value that cannot be matched.

DoMo Hunt, a mobile game experience

A brand new scavenger hunt that takes patrons on a downtown adventure of puzzle-solving and curated sight-seeing. It's a fun way to discover the DoMo District.



THEDOMOHUNT.COM



OCTOBER 2-5 2019

Partnered with Fasm Creative bring seven artists from around the world to compete in a street-art mural battle, yielding seven world-class murals in the heart of downtown. Patrons now visit and enjoy these public art installations every day.



domopartnership.org/about-domo-walls

artists from
Modesto
Brooklyn
Sacramento
Toronto
Austin
Argentina
Mexico

“Mural Alley”
 alleys bounded by



Streets



Created first-ever guided downtown mural bike tour



The rainbow brand for First Fridays is like an umbrella welcoming community members to activate space with positivity, creativity and culture. Everyone fits under the First Fridays rainbow. Small business entrepreneurs line the streets and demonstrate potential use of vacant brick and mortar spaces. Culture, cuisine and community connect in the downtown, and DoMo First Fridays continue to build that connection with people all over the region.

#DOMOFIRSTFRIDAYS



DoMo FIRST FRIDAYS

occurs the first Friday of every month

10th between I and K streets

6 to 10 pm
April - October

First Fridays included:

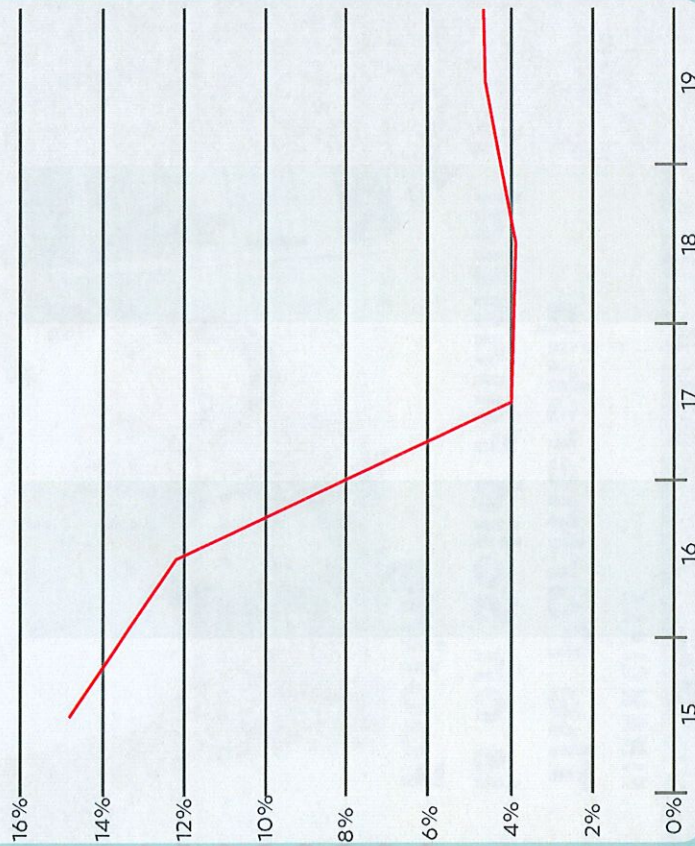
- Breakdance workshops and performances
- Salsa dance workshops with Rueda Time Market
- Market Mashups with Four Friends Market, Opera Modesto with Martins Brothers Cavaleiros, Azorean and Portuguese Community Leaders, DoMo Walls
- Outdoor figure drawing classes with Mistlin Gallery
- Plus buskers, beat boxers, art installations, live art and more!
- Pop-up toddler time library
- Live demonstrations with Title Sponsor Doctors Medical Center, da Vinci surgical robot, YES Company
- Special Guest Sponsors: Modesto Police Department, Modesto Nuts Professional Baseball, Stanislaus County, City of Modesto, Greens on Tenth, Persuasion Brewing Co. and Contentment Brewing Co.

Growing
Year
over
Year



ECONOMIC PROGRESS
Since the Downtown Modesto Partnership was founded

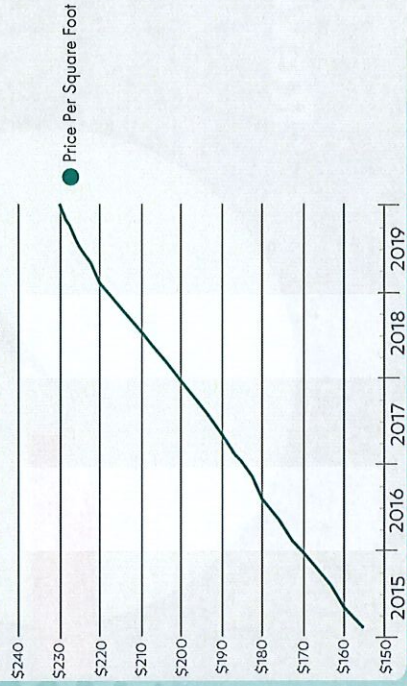
VACANCY RATE



ANNUAL LEASE RATE PER SQ FT



SALES PRICE PER SQ FT

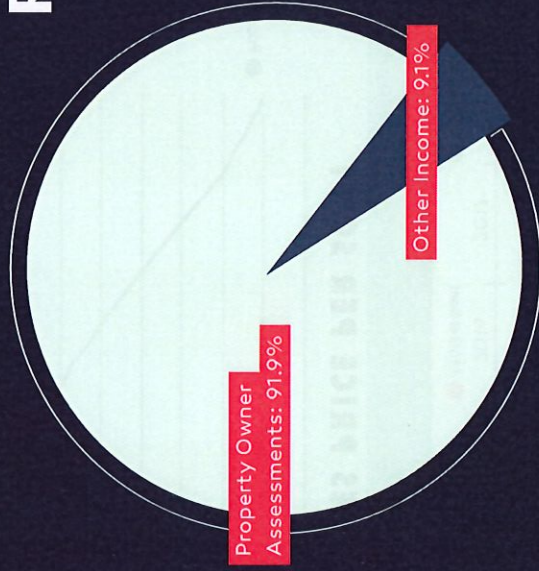


FINANCIALS

The Partnership is on Solid Financial Footing



Revenue



PROPERTY OWNER ASSESSMENTS:
\$710,277

OTHER INCOME:
\$67,532

TOTAL REVENUE:
\$777,809.00

METHOD OF FINANCING:

The financing of the Downtown Modesto Partnership is based primarily upon the levy of special assessments of properties that receive special benefits from the improvements and activities provided. There are four factors used in the determination of proportional benefit to the parcels.

- Linear frontage
- Lot size or footprint
- Building square footage (excluding parking structures built within the building that predominantly serve the tenants of the building and are not open to the public)
- Future residential condos that will be constructed within the District.

Expenditures

Administration: 10%



Cleaning & Safety Programs: 55%

Image Enhancement Services: 35%

Statement of Financial Position

December 31, 2019 · End of Fiscal year

ASSETS:

Current Assets

Cash and Cash Equivalents \$483,765
 Contributions Receivable 5,200
 Prepaid Expenses 1,480
 Total Current Assets \$490,445

NON CURRENT ASSETS:

Security Deposit 2,108

FIXED ASSETS: (Net of Accumulated Depreciation of \$77,183)

Total Assets \$577,543

LIABILITIES AND NET ASSETS:

Current Liabilities

Accounts Payable \$12,341
 Credit Cards Payable 2,479
 Accrued Wages and Benefits 6,674
 Accrued Compensated Absences 24,369
 Total Current Liabilities \$45,863

NET ASSETS:

Unrestricted Net Assets 525,180
 Temporarily restricted Net Assets 6,500
 Total Net Assets 531,860
 Total Liabilities and Net Assets \$577,543



**ONE SQUARE MILE.
ENDLESS POSSIBILITY.**

**Downtown
Modesto
Partnership**
Administration:

Josh Bridegroom,
President/CEO
josh@domopartnership.org

Stephanie Foster,
Director of District Identity
stephanie@domopartnership.org

Reggie Rucker,
Director of Placemaking
reggie@domopartnership.org

Karla Gregg,
Digital Marketing Coordinator
karla@domopartnership.org

Shy Lloyd,
Office Manager
shy@domopartnership.org

Phone:
209.303.0411

Location and Mailing Address:
1003 10th Street Suite A
Modesto, CA 95354

domopartnership.org





Eco-Counter
604-3981 St-Laurent
Montreal, Quebec
H2W1Y5, Canada

Contact : Andrea Shillolo
Email : andrea.shillolo@eco-counter.com
Phone : 1 (866) 518-4404

Customer Number :
Quote Number : D-054055

QUOTE

Customer
Downtown Modesto Partnership
1003 10th Street Suite A
Modesto, CA
95354, United States

Contact : Reggie Rucker

Delivery address if different

Subject Downtown Modesto Partnership - 4 Urban Posts

Date : 3/13/2020

Code	Description	Unit Price	Qty	Price
1021	Annual fee for 3-year lease of 4 Urban Post Counters - 2 with 15' range and 2 with 50' range. Includes all fees associated with hardware, software access, automatic daily data transmission, and shipping.	\$ 8,680.00	1	\$ 8,680.00

All prices are in US dollars
Payment by check within 30 days
ACH / EFT / Direct Deposit possible

Delivery lead time 4 to 5 weeks
Please provide tax ID for customs clearance

Total \$ 8,680.00

Option Comparison

Downtown Modesto Partnership

Andrea Shillolo
Client Consultant

ash@eco-counter.com

1 (866) 518-4404

www.eco-counter.com









A Global Standard in People Counting

This document has been thoughtfully prepared for you with your project in mind. It will help you compare options with clear descriptions and pricing of Eco-Counter people counters, highlight the online data analysis software Eco-Visio, and provide tips and ideas to get you started.



Eco-Counter is a world leader in providing solutions for counting pedestrians and cyclists in both urban and natural environments. With over 15 years of expertise and counters in 53 countries, Eco-Counter is recognized as a global pioneer in people counting thanks to our culture of innovation, open communication, and unparalleled customer service and support.

-  Patented counters tested by research organizations on 3 continents
-  Automatic data transmission via cellular networks
-  Durable and accurate, even in extreme weather conditions
-  All systems include access to Eco-Visio, an advanced, intuitive cloud-based data analysis platform.

**Trusted
Across North
America**

2700+ Counters
in 49 American states
and territories



1100+ Counters
in 9 Canadian provinces
and territories

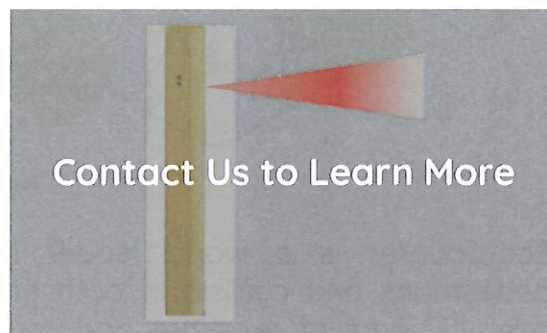


People Counters

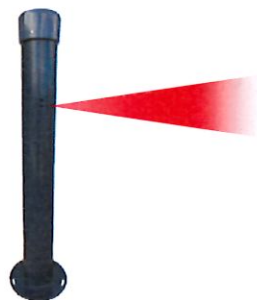
Eco-Counter has developed a range of sensors that provide accurate count data in a variety of environments. These systems will measure overall usage of sidewalks, trails and rugged paths.



PYRO Sensor



PYRO in a Wooden Post



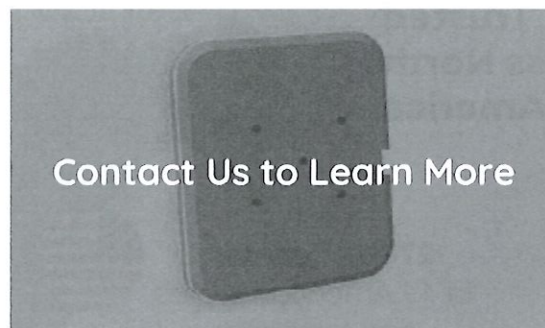
PYRO in an Urban Post



PYRO-Box



CITIX



SLABs

Count

Log & Collect

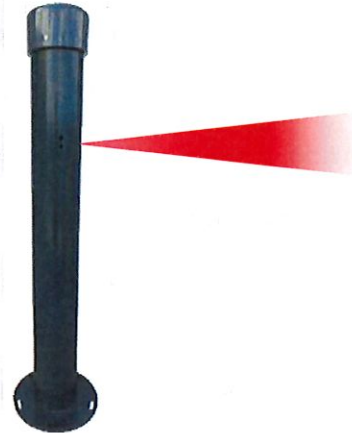
Analyze & Share

Support

People Counters

PYRO in an Urban Post

Counts	Pedestrians and cyclists with no differentiation
Range	4' (1 m), 15' (4 m), or 50' (15 m)
Installation	Permanent, off-street only
Direction detection	Available, see below
Battery life	10 years
Memory	At least 11 months
Weatherproofness	IP 66, safe against rain and dust
Temperature	-40° F to +120° F (-40° C to +50° C)



Sensor: The PYRO sensor is a passive infrared sensor. It detects the infrared radiation of passersby precisely enough to count people following each other closely. This system will count both pedestrians and cyclists at any speed but will not distinguish between them.

Installation: The PYRO sensor is mounted in a strong, vandal-resistant, metal post which is placed beside the path. The post can be bolted to the pavement or to an included anchor to be embedded in concrete. This option is typically used where there is no post to mount a PYRO-Box.



An urban post counts cyclists and pedestrians on a mixed-used city street.



In a public park, a custom-colored, camouflaged urban post discreetly counts pedestrians passing by.

Range	No Direction Detection	Bidirectional Detection
Up to 4' (1 m)	-	\$3,350
Up to 15' (4 m)	\$3,275	\$3,900
Up to 50' (15 m)	\$4,250	\$4,875

Pricing notes:

1. Custom color is an additional \$300.

Count

Log & Collect

Analyze & Share

Support

People Counters

PYRO-Box

Counts	Pedestrians and cyclists with no differentiation
Range	4' (1 m), 15' (4 m), or 50' (15 m)
Installation	Mobile or permanent, off-street only
Direction detection	Available, see below
Battery life	10 years
Memory	At least 11 months
Weatherproofness	IP 66, safe against rain and dust
Temperature	-40° F to +130° F (-40° C to +55° C)



Sensor: The PYRO sensor is a passive infrared sensor. It detects the infrared radiation of passersby precisely enough to count people following each other closely. This system will count both pedestrians and cyclists at any speed but will not distinguish between them.

Installation: The PYRO-Box is a self-contained solution in which all components are housed in a vandal-resistant box made of shock resistant resin. The PYRO-Box is mounted to an existing post using provided metal bands. The installation is simple and sturdy, making it an excellent solution for both short- and long-term counting.



The PYRO Box can be quickly installed in a wide-variety of environments.



The PYRO-Box, attached to existing street furniture, blends into the surrounding environment.

Range	No Direction Detection	Bidirectional Detection
Up to 4' (1 m)	\$2,400	\$3,025
Up to 15' (4 m)	\$2,950	\$3,575
Up to 50' (15 m)	\$3,925	\$4,550
Addtl. bands (approx. 15 sites)		\$50

Pricing notes:

1. Custom color is an additional \$300.
2. Additional mounting bands recommended for mobile counting. A roll of bands to accommodate approximately 15 installations is \$50.

Count

Log & Collect

Analyze & Share

Support

People Counters

CITIX-IR

Counts	Pedestrians only
Range	15' (4.5 m), or 30' (9 m)
Installation	Permanent
Direction detection	Available, see below
Battery life	Requires a 110 V power source
Memory	At least 11 months
Weatherproofness	IP 66, safe against rain and dust
Temperature	-40° F to +120° F (-40° C to +50° C)



Sensor: The CITIX-IR uses a lens sensitive to infrared radiation. The overhead placement of the counter allows it to count precisely even in dense situations with high pedestrian traffic. Because the CITIX-IR is searching for specific heat patterns, it functions both day and night.

Installation: The CITIX-IR can be mounted to a lamp post, a canopy, a wall or other. The overhead mounting results in exceptional accuracy and added protection against vandalism.



On a busy shopping street, a CITIX-IR counter is installed onto an exterior wall over the sidewalk.



The CITIX-IR can be installed onto an awning, giving place managers insight into footfall.

Range	Bidirectional Detection ⁵
Up to 15' (4 m)	\$4,975
Up to 30' (9 m) ⁴	\$6,850

Pricing notes:

- Hiring of an electrician is the responsibility of the client.
- An additional charge for counter programming is \$1,000 per day + travel fees.
- Detection of four or six individual directions is possible upon request at no extra charge.
- Increasing the CITIX-IR's range involves connecting and pre-configuring additional counters.

Count

Log & Collect

Analyze & Share

Support

Logging and Collecting Count Data

For each counter, you can decide in what intervals the data will be recorded and how it will be transmitted. Our most basic solutions carry no operating costs and increased capabilities are available to suit your needs.



Data Transmission



Data Recording Intervals



Contact Us to Learn More

ComEth Data Logger

Count

Log & Collect

Analyze & Share

Support

Collecting Count Data

Data Recording Intervals

Eco-Counter systems, by default, record data in hourly intervals.

Many projects benefit from more detailed count data. If you are looking to more closely capture trends within your data, it is possible to have data logged in 15-minute counting intervals for an additional one-time fee.



Count

Item	Price
1-hour interval (default)	Included
15-minute interval	\$220

Collecting Count Data

Data Transmission

Eco-Counter offers two methods to collect the data from your counters – automatic data transmission or manual download. Once sent, your data is stored on a secure and centralized server after transmission, so you don't have to worry about accidentally lost or deleted data.



Log & Collect

Manual on-site download:

- Access the counter on-site to retrieve data via Bluetooth with a Windows laptop or Android device.
- Eco-Counter's specialized data-download app facilitates the transfer.
- Manual data download is standard with every counter at no additional cost.

Automatic data transmission:

- Counters send data automatically every day via cellular networks.
- No need to physically access the counter.
- Eco-Alert system sends a notification if there are unusually high or low counts, or missing counts.
- If 2 or more of your counters use automatic data transmission, an **Eco-Visio Professional License is included!**

Analyze & Share

Item	Price
Manual data transmission	Included
Automatic data transmission	\$420 per counter per year

Support

Analyze and Share Data

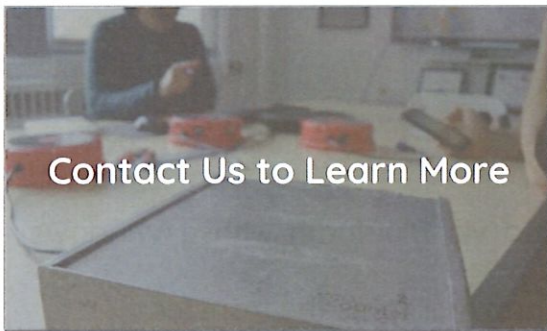
Intuitive software and eye-catching communication platforms allow you to analyze and share data. Our range of tools include a professional online data analysis software program, data management services, interactive public web pages and much more.



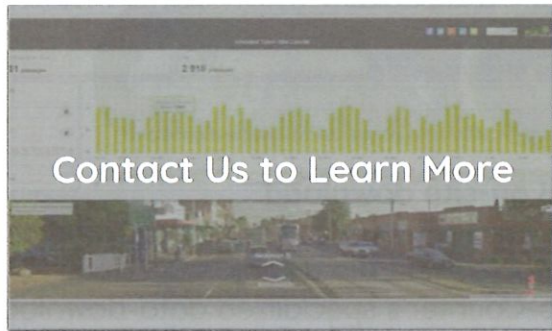
Eco-Visio



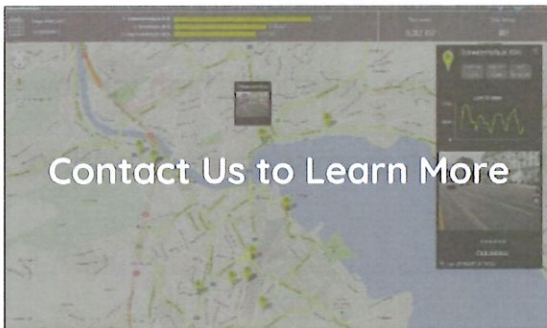
Eco-Visio Weather



Custom Data Services



Public Web Page



Public Web Page +

Count

Log & Collect

Analyze & Share

Support

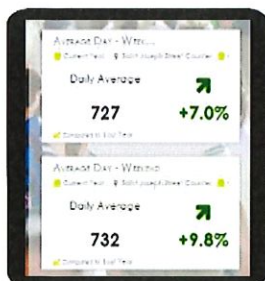
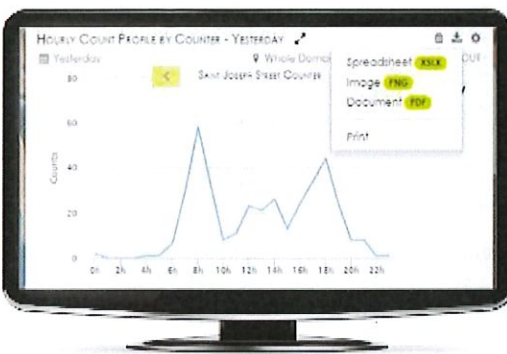
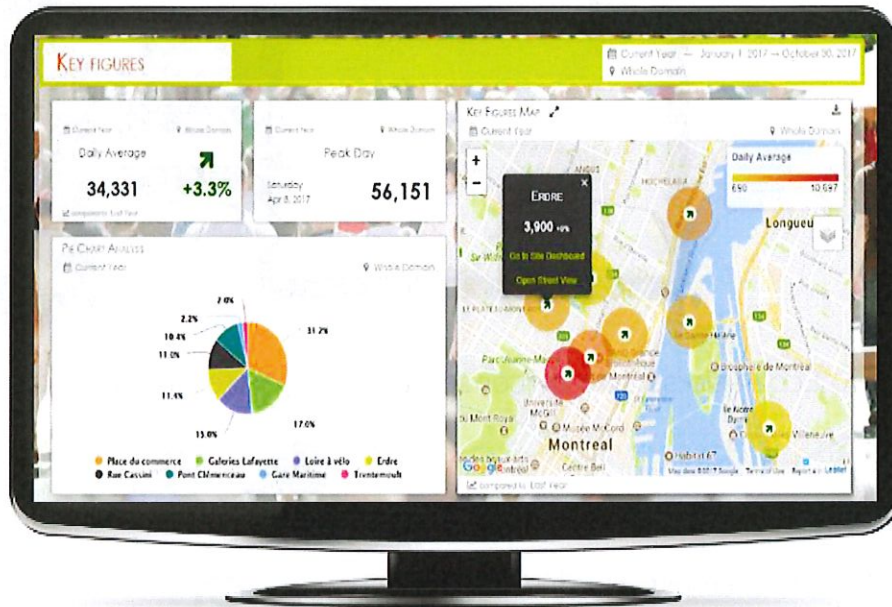
Eco-Visio is Eco-Counter's online data visualization platform, specifically dedicated to the analysis of pedestrian and cyclist count data.

Eco-Visio presents your count data in the form of easy-to-use dashboards, accessible from your smartphone, tablet or computer. Your count data can be viewed at any time and preferred data analyses are saved and automatically updated when new data is available.

Eye-catching charts

Instant key figures

Dynamic dashboards



Organize and personalize your dashboards with over a dozen data analysis modules, including:

- Automatically-generated key figures
- Trend graphs over time
- Heat mapping of counter locations

Export analyses directly or download the data in Excel format - Eco-Visio allows you to easily share your count data with partners straight from the platform.

Go one step further with your data and export it as a personalized PDF report. No need to wait for us to send it, it's ready when you are.

Count

Log & Collect

Analyze & Share

Support

Analyze & Share

Eco-Visio Platform

Eco-Visio is intuitive, interactive and user-friendly, while at the same time offering advanced data analysis capabilities.



We offer two Eco-Visio software licenses: Basic or Professional.



	BASIC EDITION	PROFESSIONAL
Visualize data with interactive maps, charts and graphs widgets	✓	✓
Develop in-depth data analyses	✓	✓
Export data analyses in a variety of formats	✓	✓
Create and manage permanent and mobile counting sites	✓	✓
Receive notification by email of count data anomalies (Eco-Alerts)*	✗	✓
Generate automatic, customizable PDF data reports	Max 2	Unlimited
Build unique dashboards for each counting site	Max 1	Unlimited
View data analysis widgets automatically upon sign-in	Max 8	Unlimited
	Included	\$740/year

* available only for counters with automatic (wireless) data transmission

Eco-Visio Professional is provided if you have 2+ counters with automatic data transmission!

Count

Log & Collect

Analyze & Share

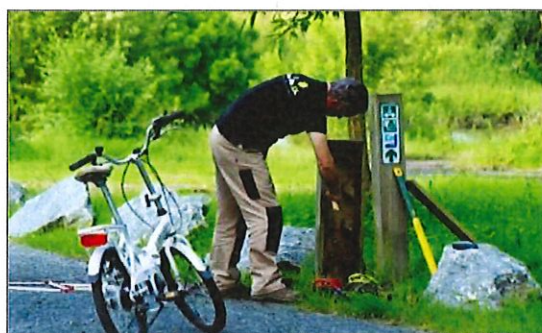
Support

Support

Eco-Counter provides comprehensive technical support and consultation in addition to on-site and remote assistance. Our philosophy is to provide clients with the tools and knowledge to collect cyclist and pedestrian data accurately and efficiently.



Technical Support



Installation Assistance



Training



Count Methodology Expertise

Count

Log & Collect

Analyze & Share

Support

Support

Technical Support



Client satisfaction and unparalleled technical support are foundational pillars of Eco-Counter. No matter when you bought your counter, our technical support is and always will be free.



Our dedicated support team is here to answer any questions you might have about the installation of your counters or the analysis of your data. Quick and friendly support is available via email and toll-free phone.

Item	Price
Technical Support & Assistance	Included

Count

Log & Collect

Support

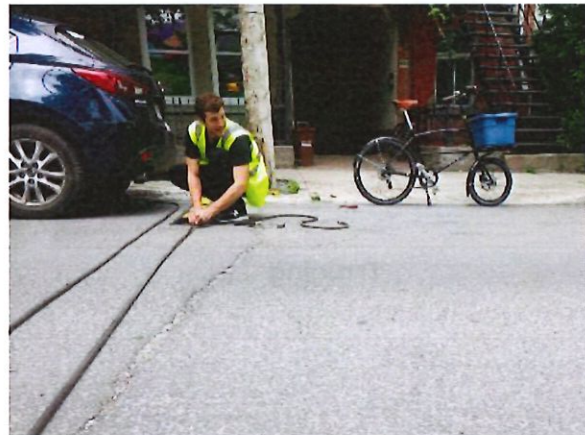
Installation Assistance

The vast majority of our clients install Eco-Counters themselves, using a contractor or their own crew, by following our detailed technical sheets, installation guides and videos.

Certain counters, such as the Eco-Display Classic or CITIX, may require installation assistance due to the high-performance requirements of the installation.

On-site assistance for your installation crew or data analysis staff is also available.

On-site assistance is \$1000 per day, plus travel and operational expenses. We do our best to keep this as affordable as possible.



Item	Price
Installation Assistance	\$1000+ per day

Analyze & Share

Support

Support

Training

Whether you just ordered your first counter, or are installing your eightieth, we can schedule a free training session at any moment. Training is an excellent way to kick off a project, address questions or bring new employees into the loop.

We offer training sessions via web or phone meeting on a variety of topics including:

- Counter site selection
- Hardware installation
- Eco-Link software
- Counter management
- Eco-Visio data analysis



Count

Log & Collect

Item

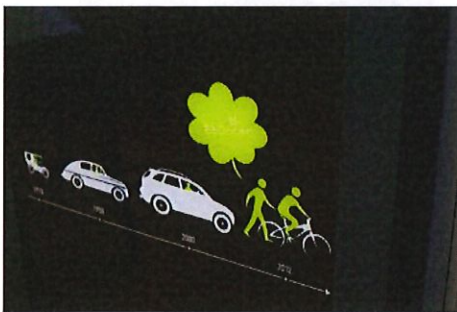
Price

Product training & webinars

Included

Support

Counting Expertise



We are passionate about counting people and in our 15+ years, we have accumulated and developed a library of best-practice literature to share it with you.

- Temporary versus permanent counting strategies and which counter will best fit your strategy.
- Literature on how to start, build and develop a count program.
- Relevant government and academic reports on integrating non-motorized count data into traffic systems.
- Data management best-practice services.

Give us a call, let's talk about counting.

Analyze & Share

Support

Item

Price

Counting Expertise

Included



Andrea Shillolo
Client Consultant

ash@eco-counter.com

1 (866) 518-4404

www.eco-counter.com



