

Board of Directors Joint Meeting Agenda

Date of Meeting:	01/19/2022	Time:	4:00PM
Board Chairs:	Barrett Lipomi/David Boring	Location:	1003 10th Street
1. Discussion Items			
#	Topics	Presenter	
1	Open Meeting (2 min)	Barrett L.	
2	DID Approval Minutes (2 min)	David B..	
3	DMP Approval of Minutes (2 min)	Barrett L.	
4	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	
5	Downtown Administrative Report (15 Min)	Josh B./ Heidi S.	
6	DMP Action: Discuss Financials (5 Min)	Josh B./ Doris B.	
7	DMP Action: Discuss CEO Expenditure Cap (5 min)	Ryan S.	
8	DID Action: Discuss Annual Audit (5 min)	David B.	
9	DMP and DID Action: Discuss allocating up to \$5,000 for window improvements grants	Heidi S.	
10	Adjourn Regular Meeting	Barrett L.	
2. Closed Session			
1.	DMP Action: Executive Team Recommendation – Discuss CEO Compensation, Bonus and 2022 Performance Criteria	Barrett L	



MODESTO D.I.D. MINUTES

September 17, 2021

BOARD MEMBERS PRESENT: Bart Barringer, Charles Doll, Thomas Lopes, Lauren Trevino

BOARD MEMBERS ABSENT: David Boring

GUESTS: Billy Boyle, Josh Bridegroom, Mike Hammond

STAFF: Heidi Savage

The Downtown Improvement District Board of Director's Meeting was called to order by Vice Chair Bart Barringer at 12:03 p.m.

There was no Public Comment or Correspondence.

APPROVAL OF MINUTES – Bart Barringer moved to approve the minutes of the Modesto Downtown Improvement District Board of Director's Meeting of July 14, 2021. Thomas Lopes seconded. Unanimous approval, with Bart Barringer voting as proxy for David Boring.

Executive Director's Report – Heidi Savage provided the Executive Director's and Financial reports. She also presented the 2021-2022 budget. It was moved by Thomas Lopes and seconded by Bart Barringer to approve the 2021-2022 budget. Unanimous approval, with Bart Barringer voting as proxy for David Boring.

This year the Modesto Garden Club has selected K Street Park, at the corner of Needham and K Streets, as the club's annual project. The estimated costs for supplies and plant materials are \$3500-\$4000 and they have requested \$1000 from the D.I.D. It was moved by Thomas Lopes and seconded by Bart Barringer to provide \$1000 to the Modesto Garden Club for the K Street Park landscaping project. Unanimous approval, with Bart Barringer voting as proxy for David Boring.

Heidi provided an update on the 8th Street tree grove that has expanded from an Eagle Scout project to include both Boy Scouts and Girl Scouts. The City has given the troops approval to replace the irrigation system and plant an additional row of trees. The estimated cost for irrigation supplies, trees, and a trencher is \$4100. It was moved by Bart Barringer and seconded by Thomas Lopes to provide \$4100 for the 8th Street tree grove irrigation and landscaping improvements. Unanimous approval, with Bart Barringer voting as proxy for David Boring.

The Stanislaus Peace Officer Memorial Run will take place October 3. The group is looking for both volunteers and sponsors. The D.I.D. board agreed that we could forward the information

MINUTES

September 17, 2021

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to our downtown businesses. Officer Billy Boyle said MPD would like to talk to us next year about possibly sponsoring the event.

Heidi explained that the new downtown banners will be going up next week. She also updated the group on the Window Improvement Program where Michele Reeves, CIVILIS Consultants, will be coming out for a roundtable with City leadership and staff on September 21 and leading a virtual workshop on November 4. Heidi and Josh met with Kate Trompetter from ModShop, and the group will schedule their event for the spring. This means Small Business Saturday will be exclusive to downtown brick and mortar businesses, which the Modesto D.I.D. will support. Related to Graffiti events, Heidi has prepared a summary of hard costs and staffing costs that she will share with the board at an upcoming meeting.

MATTERS FOR THE GOOD OF DOWNTOWN

Downtown Merchant Report – Sergeant Mike Hammond from the Modesto Police Department presented a report of August service calls. When illegal or undesirable activity is observed in the parking garages or alleys, Mike said to keep track of it but to also call the non-emergency number so MPD can be made aware.

DMP Report – Josh Bridegroom reported on the joint DMP/D.I.D. art installation. The review committee selected a large-scale primrose flowerpot to be installed somewhere near the Gallo Center’s music garden. The pot will also provide seating and should be installed in December. Turnout at the first “First Fridays” was excellent and the event went amazingly well. He also commented on the Window Improvement Program and how Michele Reeve’s input on best management practices for downtown will be helpful for City staff and leadership. DoMo Walls will be a smaller program this year. A large mural by a Dallas artist will go up on the building next to the new Starbuck’s, another on the west-facing wall at 12th and J Streets by a Denver artist, and a local artist will paint a mural at the Peace Officer Association’s building behind the State Theatre. Josh also provided an update on the RAD Card, which continues to drive value to downtown. San Joaquin County contributed another \$1,000,000 and Tuolumne County has committed \$500,000 for their county.

MATTERS TOO LATE FOR THE AGENDA – None.

Adjourned at 12:59 P.M.

Respectfully Submitted,

Heidi Savage

Board of Directors Meeting Minutes

Date of Meeting:	11/17/2021	Time:	4:00PM
Minutes Prepared By:	Elizabeth Buenrostro	Location:	1003 10 th Street, Ste. A

Attendance

Present	DMP: Lynn Dickerson, Kirstie Boyett, Blake Humble, Barrett Lipomi, Erin Doran, Kristy Rupp, David Darmstatler, Kathryn Davis, Josh Bridegroom DID: Charles Doll, Bart Barringer, Thomas Lopes,
Absent	DMP: Fred Silva, Saul Trujillo, David Boring, Ryan Swehla, Ann Endsley DID: David Boring
Other	Heidi Savage, Doris Brima, Stephanie Foster, Elizabeth Buenrostro, Jaylen French

Discussion

#	Topics	
1	Open Meeting and Introductions - Lynn opened the meeting at 4:15 p.m. and introductions were made around the table	Lynn. D
2	DID Approval of Minutes - DID minutes not approved due to lack of quorum	Heidi S.
3	DMP Approval of Minutes - Lynn called for approval of the minutes for the meeting of 09/15/2021 o Board approved the minutes as presented (B. Lipomi/K Boyett; Unanimous)	Lynn D.
4	Public Comments - No public comments were made	Any
5	Downtown Administrative Report - Josh recapped recent activities and upcoming initiatives.	Josh B.
6	DMP Action: Discuss Financials - Doris presented the financials to the board o Board approved financials for YTD 11/01//2021 as presented (K. Boyett/ B. Lipomi; Unanimous)	Doris B.
7	DID Action: Discuss Revised 2021/2022 Budget	
8	DMP Action: Executive Team Recommendation – Discuss 2022 Annual Action Plan - Barrett presented the 2022 Annual Action Plan recommendation of the Executive Team, which included working with DID on a shared Mission, Vision and Strategic Direction, launching a window grant program with five grants to downtown businesses, expanding food tour to a minimum of 40 tours, producing seven First Fridays events that collectively generate \$30,000 in net revenue, and generating a minimum of \$50,000 in net revenue from RAD Card o Board approved the 2022 annual action plan, as presented (Lipomi/Humble; Unanimous)	Barrett L.

9	DMP Action: Executive Team Recommendation – Discuss 2022 Operating Budget <ul style="list-style-type: none"> - Lynn presented the 2022 operating budget to the board <ul style="list-style-type: none"> o Board approved 2022 operating budget as presented (B. Lipomi/ K. Boyett; Unianimous) 	Lynn D.
10	DMP Action: Executive Team Recommendation – Discuss 2022 Board Member and Office Nominations <ul style="list-style-type: none"> - Lynn presented the nomination of Charles Doll to the board and the appointment of Barrett Lipomi as Board Chair, Ryan Swehla as Vice President, Kathryn Davis as Treasurer and Kirstie Boyett as Secretary <ul style="list-style-type: none"> o Board approved the nominations and appointments, as presented (Dickerson/Doran; Unanimous) 	Lynn D.
11	Discuss DID Fiscal Year <ul style="list-style-type: none"> - This item was tabled for future discussion 	Heidi S.
12	DMP Action: Discuss Modesto Children’s Museum Sponsorship <ul style="list-style-type: none"> - Josh presented a proposal to sponsor the Modesto Children’s Museum at the \$250,000 level, reminding the board that it had already discussed this and had asked Fred and Josh to work on ensuring the sponsorship provided value to the mission and efforts of the organization. Josh informed the board that the Modesto Children’s Museum had created a sponsorship deck that provides various levels of sponsorship with valuable assets assigned to them, and relayed the assets assigned at the \$250,000 level. Josh told the board that most of the sponsorship levels had already been claimed by other entities/organizations, including MID and TID. Josh went on to inform the board that the Gallo Center for the Arts found in a 2012 study that patrons spent approximately \$2,000,000 at food and beverage establishments downtown annually, in addition to making other purchases. At the time, the Gallo Center had 143,000 visitors annually. The Modesto Childrens Museum is projected to have 85,000 annual visitors, and it is likely that many of them will patronize downtown shops also. Assuming a similar level of patronage from its participants, the Childrens Museum would contribute to over \$1,000,000 in sales ad downtown food and beverage establishments. <ul style="list-style-type: none"> o Board approved sponsorship of Modesto Children’s Museum as presented (L. Dickerson/ B. Lipomi; Unianimous) 	Josh B.
13	Board Member Forum <ul style="list-style-type: none"> - There was a roundtable discussion on items of interest to the Board of Directors. 	Any
14	Adjourn Regular Meeting <ul style="list-style-type: none"> - Lynn adjourned meeting at 5:48 p.m. 	Lynn D.





















Next Meeting (if applicable)

Date: 3/18/2022

Time: 4:00 p.m.

Location: 1003 10th St. Suite A

By the Numbers -December

	December 2021	Month over Month November 2021 to December 2021	Year over Year December 2020 to December 2021
Pounds of Trash Collected	14,700	 +390	 +103
Graffiti Spots Removed	102	 +96	 +25
Business Interactions	325	 +17	 +72
Calls for Service	49	 +09	 +05
Homeless Engagements	98	 -09	 +10
Homeless Referred to Services	5	 -03	 +09
Anti-Social Behavior Abated	26	 +19	 +02
Patron Interactions	340	 +03	 +06
Patrons Referred to Businesses/Services	31	 +06	 +15
Rank Security Calls Serviced	46	 -11	 +04

Downtown Modesto Partnership
Budget vs. Actuals
As of Dec 31, 2021
Modified Accrual

	YTD Actual	YTD Budget	YTD Variance	Annual Budget	% of Annual Budget
Revenue					
31020 Board Donations	1,300	1,200	100	1,200	108.33%
31030 CBD Income	690,373	700,000	-9,627	700,000	98.62%
31040 Contracted Services	62,434	50,000	12,434	50,000	124.87%
31060 Sublease	18,429	31,200	-12,771	31,200	59.07%
31070 Events/Activities Income	45,561	115,000	-69,439	115,000	39.62%
31085 Sponsorship/Advertising	19,350	55,000	-35,650	55,000	35.18%
31090 Misc. Donations	0	1,000	-1,000	1,000	0.00%
31015 Bank Interest	1,011	200	811	200	0.00%
Total Revenue	838,458	953,600	-115,142	953,600	87.93%
Expenditures					
41000 Advertising/Marketing	10,147	22,000	-11,853	22,000	46.12%
41010 Benefits					
Health Insurance	48,299	46,000	2,299	46,000	105.00%
Pension	17,211	14,000	3,211	14,000	122.93%
41020 Board Meetings & Convenings	29	1,000	-971	1,000	2.91%
41040 Dues, Subscriptions & Licenses	2,822	3,435	-613	3,435	82.16%
41041 Employee Parking	3,215	4,000	-786	4,000	80.36%
41050 Events/Activities	45,722	98,000	-52,278	98,000	46.66%
41070 Liability Insurance	3,503	5,100	-1,597	5,100	68.69%
41090 Office Improvements & Maint.	2,194	10,000	-7,806	10,000	21.94%
41100 Office Equipment & Supplies	8,699	9,000	-301	9,000	96.66%
41110 Outside Services					
Auditor/CPA	4,900	5,500	-600	5,500	89.09%
Digital Marketing Assistant	22,000	26,000	-4,000	26,000	84.62%
Motion Loft (Eco Counter)	0	8,765	-8,765	8,765	0.00%
Parking Consultant	0	7,000	-7,000	7,000	0.00%
Rank Security	23,864	24,000	-136	24,000	99.43%
SinglePoint	7,230	7,500	-270	7,500	96.40%
StreetPlus	192,218	250,000	-57,782	250,000	76.89%
41120 Payroll	302,110	277,000	25,110	277,000	109.07%
41130 Payroll Tax Expense	25,204	27,700	-2,496	27,700	90.99%
41140 Postage & Delivery	0	600	-600	600	0.00%
41150 Professional Development	2,293	5,000	-2,707	5,000	45.85%
41155 Public Space Beautification	4,627	20,000	-15,373	20,000	23.14%
41160 Rent	44,469	47,000	-2,531	47,000	94.61%
41170 Sponsorship	6,500	10,000	-3,500	10,000	65.00%
41170 Travel & Entertainment	7,546	9,000	-1,454	9,000	83.85%
41180 Utilities	11,586	10,000	1,586	10,000	115.86%
41190 Vehicle Expenses	2,408	4,000	-1,592	4,000	60.20%
41200 Workers Compensation	1,863	2,000	-137	2,000	93.14%
Total Expenditures	\$ 800,659	\$ 953,600	\$ (152,941)	\$ 953,600	83.96%
Net Revenue	\$ 37,799				
*Board approved (3/17/2021) - carry forward \$30,000 for parklet funding from 2020 to 2021	\$	11,749			
Valley First Credit Union	\$	228,999			
Oak Valley Savings	\$	389,071			
Total DMP Cash On Hand	\$ 618,070				

Modesto Downtown Improvement District

Statement of Financial Position

As of January 18, 2022

	TOTAL
ASSETS	
Current Assets	
Bank Accounts	
11000 Business Checking	287,966.96
12000 City of Modesto Account	0.00
Total Bank Accounts	\$287,966.96
Total Current Assets	\$287,966.96
TOTAL ASSETS	\$287,966.96
LIABILITIES AND EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
Accounts Payable (A/P)	4,050.00
Total Accounts Payable	\$4,050.00
Credit Cards	
13000 Card Services Center	0.00
Total Credit Cards	\$0.00
Other Current Liabilities	
14000 Payroll Liabilities	
American Funds	2,062.53
CA PIT / SDI	0.00
CA SUI / ETT	0.00
Federal Taxes (941/944)	0.00
TBD	410.49
Total 14000 Payroll Liabilities	2,473.02
14100 Loan Payable	0.00
Direct Deposit Payable	0.00
Total Other Current Liabilities	\$2,473.02
Total Current Liabilities	\$6,523.02
Total Liabilities	\$6,523.02
Equity	
Retained Earnings	195,224.97
Net Revenue	86,218.97
Total Equity	\$281,443.94
TOTAL LIABILITIES AND EQUITY	\$287,966.96

Modesto Downtown Improvement District

Statement of Activity

July 1, 2021 - January 18, 2022

	TOTAL
Revenue	
41000 Mill Tax DID	189,304.69
Total Revenue	\$189,304.69
GROSS PROFIT	\$189,304.69
Expenditures	
51000 Advertising & Marketing	614.44
Branding	141.32
Social Media & Website	3,820.00
Total 51000 Advertising & Marketing	4,575.76
52000 Board Meetings	622.07
52025 Contractor Reimbursable - Field Services	17,500.00
52050 Dues & Subscriptions	566.37
52075 Liability Insurance	597.00
52100 Office Lease	9,100.00
52150 Office Supplies & Misc.	933.71
52175 Payroll Expenses	
Company Contributions	
Retirement	3,800.19
Total Company Contributions	3,800.19
Salaries	4,583.33
Taxes	1,679.92
Taxes - Payroll	350.63
Wages	21,959.70
Total 52175 Payroll Expenses	32,373.77
52200 Postage & Shipping	18.80
52350 Professional Services	
Accounting	1,750.00
CPA	4,000.00
Total 52350 Professional Services	5,750.00
52400 Programs & Events	522.26
Art Installation	6,250.00
Banners	4,627.01
Beautification	186.28
Graffiti Parade	91.77
Parklets	1,174.24
Sponsorship	500.00
Window Improvement Program	16,526.32
Total 52400 Programs & Events	29,877.88
52500 Travel & Entertainment	
Parking	470.00
Total 52500 Travel & Entertainment	470.00
52700 Utilities & Telephone	700.36
Total Expenditures	\$103,085.72
NET OPERATING REVENUE	\$86,218.97
NET REVENUE	\$86,218.97