

THE BOARD OF DIRECTORS MINUTES

Tuesday, June 20th, 9am

At The Sonesta Essential (formerly Hampton Inn) 800 Mason St.

1. Meeting Called to Order by Matt Taynton, President
2. Roll Call of Board of Directors by Ted Neima, Secretary

Absent: Ann Blum, Caryn Mikich, Lia Rivera

Request to be Excused: Absent & Request to be Excused: Jillian Ferguson

A quorum was determined to be present.

Introduce City Partners in attendance:

Tim Padden – City of Vacaville DVBID Liaison

Delaney Holden from Visit Vacaville

Representing the Chamber of Commerce – Board Member Ralph Berumen

Guests:

Chandra Crowley, representing Your Town Monthly

Duana Rios representing Tax Advantage

Sandra Over of The Opera House

& Catherine Poler, Opera House Events Manager

Kia Lutte,, Jackson Medical Supply & civic organizations

3. Approval of the Agenda requested by Matt Taynton

Motion to approve the minutes with correction of an omission. The president has made two appointments to fill vacancies to the Board of Directors, which have been endorsed by the Executive Committee. They will be submitted to you for a vote of the Board of Directors.

Motion by Ted Neima, Seconded by Leslie Silver Carried and So Ordered (CSO)

4. Approval of the Minutes

Secretary Neima explained that there were three sets of Minutes. The first two: the April BOD Meeting and the following confidential meeting were derived from two separate transcripts. Ted explained that he was excused from the April Meeting in order to attend his wife's extensive surgery. He explained that he could read the actions, but that the transcripts did not have names connected with the makers of motions.. Therefore, the motions and seconds are recorded as made "By Member" of the Board.

Motion by Member Schutte that the April regular meeting minutes be tabled until the July Meeting due to the lengthy nature of the minutes. Seconded by Ralph Berumen CSO

Next is the minutes of the Confidential Session of April. President Taynton ruled that these minutes would be taken up in a brief past-regular session environment, so that only Board Members would be present for any discussion or adoption.

The May Minutes were then submitted to the Board for review and approval.

Tim Padden corrected the report of his report, to correctly read that the sewer issue was resolved at the so-called "Beer 40" lot on Dobbins. The sewer line was put in.

Motion to accept the Minutes as corrected by: Ralph Berumen, 2nd by Neima CSO

5. Public or Board Comment – Re: Issues related to Downtown Vacaville

President Taynton requested that the comments be keep "Pithy."

Thereafter, the subject of protests Downtown was discussed extensively, as the subject had arisen during the Property Owners Engage Meeting that had taken place earlier in the month. It was reported that the subject of the protest has appeared to change at times, but that especially problematic was the use of an 'Bull Horn" type of megaphone. There was speculation that there was some linkage between this group and others in Northern California. Several Board Members commented that the Makse Restaurant was often the target of this activity. Sandra Over reported that the activity was having a negative affect on their business since they are located directly across the street. Ed Pardini provided some insight on the possible root causes of the problem. But that it also seemed to "just all about chaos." He also suggested that perhaps they could be move to a, still visible, but less aggressive location.

Comments were made about a meeting with Commander Kelis. They reported that the police cannot be their own victim, but they can respond to the complaint of a citizen. The suggestion was also made, that these issues should go before the City Counsel, in order to adopt a more understandable policy the equally protected downtown residents and businesses from being unfairly subjected to aggressive harassment.

It was suggested that perhaps, Taylor could meet with Captain Kelis and Sergeant Cass to discuss the role of the Community Response Unit.

Leslie Silver suggested that we look at the way in which other cities had successfully managed this difficult balance in a successful way. She recommended that w3e want "to be cautious about changing...".

6. Board President's Report (Matt Taynton)

Subject: Board approval of the Presidents appointment of Chandra Crowley and Duana Rios to the Board of Directors Ted reported that he discussed with former President Ralph Berumen about past practices for approval. Ted also reported that he had brought ballots in case the Board wanted to use the process for election of officers.

Ralph suggested that if the Board had used a show of hands as was done in the past. There was unanimous consensus of Members that a showing of hands was sufficient. Motion by Ralph Berumen and Seconded by Stacy Schutte to carry out the vote by hand. Hearing no objection, the Chair, Matt Taynton proceeded to call for a vote by hand.

President Taynton, clarified that two two positions had different un-expired terms. Chandra Crowley was being appointed to Dave's McCallum's unexpired term which ends in December 2024, and Duana Rios was being appointed to Jason's unexpired term, which ends in December this year.

Motion by Neima to certify the President's appointments, 2nd by Matt CSO

The Motions carried unanimously. The Chair congratulated the new Board Members.

Report on General Membership Meeting.

President Taynton gave a report on the General Membership meeting. First, he thanked Sandra Over and her Assistant Catherine for the very generous position that had taken with the BID, in offering her great facilities at cost. He also thanked Blake for he help in providing snacks for the meeting. He reported that the City Manager Aaron Busch ad Mayer Carli had attended the meeting. Also, the new City Public Works Manager Brian McClain participated and took questions of those in attendance.

Ted Neima added for informational purposed that this was the first time we used the United States Postal Service EDDM system, which is a very economical way of communicating to our members. Basically, a letter or card is delivered to every address on a postal worker's delivery route. Since one route covers almost 85% of our district it is a very economical way

Matt commented on how seriously involved our mayor was on our meeting, and was probably the last person to leave the room. He also relayed to the Board, that the Police Department was starting to get badly need resources and starting to re-staff itself.

Matt gave a report on his view about our first Creekwalk Concert. He wanted to thank those Board Members who stepped-up to help out – especially Sandra and Leslie.

While Matt was unable to attend the Property Owners Meeting, Leslie Silver provided a report. In particular, Leslie pointed out that good contribution of those from the Heritage Council who contributed their views. She commented that they could be a great resource in the future. They were offering her ideas based on pictures and illustrations they had as resources. "...They were pretty excited about the whole Downtown movement." They had researched various communities that would be good to move to, and they choose – Vacaville.

7. Treasurer Report by Ed Pardini on finances

He distributed two Handouts:

The Report on Balances
The Profit and Loss Statement

He reviewed the various balances and commented on the separation of funds in the fee for service account.

He invited any Board Members wishing more information to make an appointment with him and `come down to the office.

Member Duana Rios suggested that the Board consider just paying off the EIDL Loan. Ed replied that as soon as we could project more stability in our income stream, we could consider that move. Also, with increased market rates, if we had to borrow at today we would have to pay much higher interest rates than the current note. Ed thanked Duana Rios for her observation, saying: “that’s was great about new persons coming on board – you get a fresh pair of eyes.”

Motion to approve the Treasurer’s Report by Berumen, 2nd by Stacy Schutte CSO

8. Secretary’s Report by Ted Neima

The majority of my report is represented by the Minutes which are being presented today. As you know I request to be excused from the April BOD Meeting, as I would be at the hospital during my wife’s extensive surgery on that date. Reconstructing these minutes from two transcripts has involved extensive hours.

In regard to the Bylaws update, the process began when we received a revised copy of submissions from CIVITAS. As we reported last month, we are recommending that the initial Article be revised to reflect or change of branding to Downtown Vacaville. We are also now including a new “Article III - Limitations”, a legality clause they recommended. We are asking your help to take a look at the “Vision” and “Mission” rough draft and give us some input as it is the soul of our bylaws. Taylor distributed a ROUGH DRAFT of it for your consideration.

(No motion to adopt was needed as no new policies were advanced)

8. Executive Directors Report by Taylor McDonald

First, Taylor gave a status update on “Fee For Service” expenditures for the District. We’ve put out for bids for power washing sidewalks in addition to the City’s annual schedule. The bid is probably somewhere near \$20,000 and we’re looking at July. We’re also looking at a window washing component, because windows are often dirty after the sidewalk washing. So, the total is about \$25,000 which is about 1/3 of the fee for service we receive from the city.

Leslie Silver clarified, due to a question, that these funds would not incur to the BID businesses.

We’ve had about three Farmer’s Markets, so far, and they have been great. We’ve consistently had seven farms participating, but our goal is ten. We have about 30 to 40 vendors every week. Any local Downtown business is welcome to come and have a table. Just contact me with what you want to do, and I don’t see why you can also sell at the Market. So far, nobody has taken us up on this opportunity.

Also, you could sponsor a non-profit, which would make the Market bigger, there are groups like Mama Bears, Kids with Cancer, and many others and that would also bring new people downtown. So this could be a component we add for a reduced \$25 fee for a booth. So, even if you didn’t have a product to sell, you could sponsor a worthy group needing exposure.

President Taynton added that he had attended the Market and it was very well attended. Importantly, we now had up a banner that informed the public that this was a

“Downtown” sponsored Farmer’s Market. The bottom line is to keep it non-commercialized. Having handmade things would be good, but bringing in large marketeer’s like Mary Kay would detract from the Market’s local atmosphere.

Secretary Neima added that the vendors really appreciate it when Members of the board visit and thank them for participating.

Greg Schultz recommended having a large sign portraying a diagram map of the businesses that are downtown that are open and available for shopping or services.

Taylor responded that he’d already sought bids from a few different companies, but had not yet received any responses.

In regard to Creekwalk Concerts, Taylor reported that we’ve been fortunate to have plenty of volunteers. Thanks also go to Anthony, the Soroptimists, Kia and Chandra. We sold out of beer just at our “last call.” We now have two (2) stations compared to last year, when there was only one beer and wine station. We’re putting all that experience into planning for our next one.

Board Members suggested that we develop a volunteer training program, which would assist in making things run smoother. We also need to start with a core group of regular volunteers. In addition, by sending out to groups in advance the bands that are scheduled to play might assist in getting groups to volunteer earlier. Also we need a back-up list, so that if someone doesn’t show up we have a back-up list of emergency volunteers.

Secretary Neima, commented that we needed an addition set-up and back up person, as Anthony is unavailable to the set-up period of Creekwalk Concerts. Also, help is needed when everyone is tired aa the end of events.

Taylor added, that one of the important new programs was the development of “Site Captains” to oversee the two separate Stations. He explained that due to the distance of the two Stations, he could not oversee the operations at both at the same time. He agreed with comments by Stacy and Kia about improving the method of operating. Onr of the key elements is training Board Directors how to set-up the equipment so they can provide assistance at the events.

Another subject that came up, was the issue of whether the tokens or the wrist bands are the best method of tracking sales and identifying eligible customers. The discussion examined the plus and minuses of both systems, and no clear direction was set.

In addition, it was explained that there was no longer “TIPS” serving training, and that the program had a different name. So, Taylor commented that we were looking a developing our own program. He mentioned that he inquired at the ABC in Concord as to when they my re-institute training and they didn’t know.

He ended by asking if we could just send out emails asking Board Members to serve as “Site Captains.”

Next Taylor discussed the Website. He discussed the problems with the current GoDaddy web site restrictions and believed that we would be better off with WordPress. He mentioned that like Microsoft, Word Press was known for good website technology.

Another option we're looking at is to pay for a service, similar to the manner that the Chamber handles their website maintenance. He commented that we have several options to develop a more user friendly and more recent technology website operation.

Importantly, we distributed the Vision and Mission rough drafts, we are asking you to give us your input on this so we can move forward with the Bylaw revisions. Please e-mail us with your input re these two concepts which form the basis of our operation.

Taylor also mentioned at the end, that he was interest in having a "Roots Collective" program training for the Board in the future. Leslie, commented that with all the current challenges and tasks ahead, this would not be good time to introduce that. She explained, that our first objective had to be getting ourselves fully organized.

9. Committees & Events

Leslie explained that there were no reports to make this month. It was asked if the Board and Membership could still volunteer for committees, and Matt invited Members to let him know which Committee's they were interested in.

10. New Business

While there were no motions, Matt provided an update on the Raising the Flag" project which is being used to launch our Downtown Armed Service Personnel Discount.

11. Partner Reports

City Report - Tim Padden

Tim reported that the exclusive negotiating rights to the Dobbins/Monte Vista lot expires on June 28th and there is a lot of interest in the property from local groups. The City has had a couple of breweries, a restaurant and others showing interest. It would be great for a future tenant to be a "Catalyst Site" for the downtown area. If any of the Board has contacts that would be interested, please use "word of mouth" to get the message out.

In response to an inquiry Tim informed that the city was tired of owning it and would be open to an offer. The property is currently being appraised at \$300,000. In this case the city would want to see some type of permanent structure. This issue will probably go to Council in September. In addition, the Sunrise Church property is being taken over by another religious organization.

Chamber of Commerce Report by Ralph Berumen

Ralph reported that Thursday, July 22nd is the Chamber's Night of Champions. Then on July 6th the Valley Strong is hosting a "Mixer" from 5:30 to 7 p.m. Then on July 12 at the Travis Credit Union there is a safe business program by the Vacaville P.D. Importantly, the Chamber is now accepting applications for a leadership program happening in October. So, if you have a good candidate with a bright future – sign them up!

Visit Vacaville Report by Delaney Holden

First, at the last meeting, I reported that we had sold 4 of the art 'Cows, but we have ended up selling six this year. Hopefully next year we'll add more. Also, we were able to

sneak-in some “mini-cows” in the same order. We starting to get some sketches back, and they’re going to look really cool!

Next, we’ll be putting on our annual “Arts Fest” on September 23rd. We’ll be putting on performances all day at VPAT, and have the stage from 10 a.m. until 5 p.m. We’ll have vendors up-front for art related shopping, and performance inside for a free public event. Delaney invited Board Members to recommend anyone – dance companies, singers, magicians, etc. We could use some good referrals. She also invited Members to their 10 a.m. meeting at the Visit Vacaville conference room to help with the Arts Fest.

12. A Motion to Adjourn was made by the Chair of the Regular Session and to briefly open a confidential session for the singular purpose of accepting the “Minutes of the Confidential Session of the April 14th Meeting BOD Meeting”.

Motion was Seconded by Ted Neima

CSO

THE BOARD OF DIRECTORS MINUTES

Tuesday, June 20th, 11 am (Confidential Session)

At The Sonesta Essential (formerly Hampton Inn) 800 Mason St.

The Secretary announced that a quorum was present.

The minutes of the April 18th Closed Session of the BOD were distributed to Board Members.

Motion to accept the minutes of the April 18th Confidential Session.

Motion by Ted Neima, Seconded by Greg Schultz

CSO

The Chair then gaveled the session for the single purpose as being adjourned.