



**THE DOWNTOWN ECONOMIC IMPROVEMENT DISTRICT,
INC. BOARD MEETING MINUTES**

March 13, 2020

Innovation Pointe Building • Media Suite

Board Members Present:

Kelly Coures, Brad Ellsworth, Stephanie Engelbrecht, Jeff Justice, Wayne Kinney, Harold Mirambell, Stephanie Morris, Phillip Roberts, Stephanie Terry and Heather Vaught

Guests:

Carla Dowell and Marissa Zirkelbach

Counsel Present:

Mike Schopmeyer, JR Trockman

Staff Present:

Joshua Armstrong, Alli Turpin, and Vicki Schmitt

CALL TO ORDER

Chair Jeff Justice called the meeting of the Downtown Economic Improvement District to order at 7:31 a.m.

Quorum is present.

Alyssia Oshodi joined the EID board as the newly elected president of the Downtown Neighborhood Association (DNA). She replaced Heather Vaught on the board who was the previous DNA president.

Josh Armstrong recommended that the EID Board retain Heather Vaught on the board as a property owner.

Kelly Coures moved to retain Heather Vaught as a board member, Stephanie Morris provided a second. The motion was carried.

SECRETARY'S REPORT

Approval of Minutes

The minutes of the January 10, 2020 meeting were approved as corrected.

TREASURER REPORT

Treasurer Stephanie Morris presented the financial reports for January and February 2020.

Kelly Coures moved to accept the financials as presented, Phillip Roberts seconded the motion; motion was carried.

State Board of Accounts 2018 Audit

Carla Dowell and Marissa Zirkelbach, auditors reported on the results of the 2018 audit. In their opinion the financial reports were clean. The only adjusting journal entry pertained to accrued time off. They suggested a state audit for 2019 may not be necessary.

Kelly Coures moved to accept the 2018 audit report, Brad Ellsworth seconded the motion; motion was carried.

Extension of 2019 Filing with US Treasury

Stephanie Morris, Treasurer, informed the board that the EID plans to file an extension for the 2019 Federal tax reporting. No board action was required.

LEGAL & GOVERNANCE DISCUSSION

Governance on a Quasi-Governmental Board

Mike Schopmeyer stated the Board of Directors are controlled by the EID's enabling status (IC 36-7-22-1, *et seq.*), Articles of Incorporation and By-Laws.

Conflict of Interest

Legal counsel has reviewed the Conflict of Interest policy. It is recommended all board members complete the Conflict of Interest form and return it to Josh Armstrong on an annual basis. If a board member has a question on whether he/she has a conflict during a meeting discussion, it is recommended that he/she leave the meeting room during the discussion and/or abstain from voting.

Whistleblower Policy

Schopmeyer advised if a board member is concerned there may be an ethical issue the board member can go to, e.g. Board Chair, Josh Armstrong, legal counsel, or a law official.

Approval of "Nondiscrimination Policy"

Schopmeyer briefly reviewed the new non-discrimination policy. He advised that the EID discriminating behavior will not be tolerated

Stephanie Morris moved to approve the new Non-Discrimination policy as presented, it was seconded by Kelly Coures; the motion was carried.

**DEVELOPMENT CORP
UPDATE**

EID/DEDC MOU Discussion

Stephanie Englebrecht reported the board is still working through issues on the MOU Agreement and was not ready to report at this time.

Fifth and Main Project

Stephanie Engelbrecht reported there is one tenant left and should be moved out by the end of March. Once the last tenant is out they will file for a state tax credit application.

CHAIR'S REPORT

No report.

DIRECTORS REPORT

Josh Armstrong reported on the following:

Update on Marketing and Events

The EID continues to grow its social media presence.

Update on Sponsorship Asks

Firework sponsorships are currently at \$44,000 with a target of \$60,000.

Goal for general sponsorships is \$20,000; thus far the EID has received \$14,500 in sponsorship commitments.

Upcoming Events:

- Beer Stoll – decision has been made to postpone this event
- Wine Walk – scheduled for April 24 and the presenting sponsor is Romain Cadillac.
- Dogs Day – is planned for May 30th and is sponsored by German American Bank

2019 Annual Report

Josh distributed copies of the 2019 Annual Report to all board members and asked them to share it. He added that the EID will be required to present the Annual Report to the City Council for approval.

KEB Mule Update

Josh stated that a mule was purchased to help simplify watering, litter clean-up and for use for EID events. (The mule was parked outside the Innovation Pointe Building for board members to see when they left the meeting.)

Millie's Downtown Dino Walk Grant Application

The Downtown EID has partnered with cMoe and the Arts Council for a \$40,000 Rotary grant to fund the Millie's Dino Walk Project. This project would connect the riverfront and downtown. An announcement will be made soon.

Indiana Arts Commission Cultural District Designation

Armstrong reported that the Downtown EID in partnership with Haynie's Corner and the Arts Council of Southwestern Indiana has applied for a "Cultural District Designation". He explained that this designation could help when applying for future grants. The Indiana Arts Commission will be making a community visit in late March or early April.

Strategic Planning Session

Josh Armstrong advised that he will be sending out a meeting invite on Monday, March 16 for a strategic planning session.

Fulton Entryway Landscaping Completed

The plantings for the Fulton entry are now completed.

Downtown E Banners: Main Street Lighting

E banners for Riverside and MLK will be posted.

Main Street special occasion lights have been ordered. Target date for installation is the end of March.

Post House Update

Armstrong reported approximately 10 percent of the Post House has been leased and that an opening date in May is targeted.

Banners

E for Everyone banners have been created for Riverside & Martin Luther King Jr. Blvd.

Honoring Our Heroes Banners

Josh explained that Gray Loon is helping design banners for Main Street that will honor local veterans. High quality photographs are required to reproduce the photos on the

banners. He recommends the banners be displayed from July 4 through Veteran's Day.

Discussion:

It was recommended that Josh may want to begin by asking veterans who participated in the Honor Flights since they would already have a high resolution photo.

Chandelier Tree

The proposed location for the Chandelier Tree is at Main and south of Second Street. The Downtown EID applied for a QUIP and an AARP grant to help fund this project.

BOARD COMMENTS

None

**RATE PAYER
COMMENTS**

None

NEXT MEETING

The next meeting of the EID Board is scheduled for May 8, 2020.

ADJOURNMENT

The meeting was adjourned at 8:17 a.m.

**COMMITTEE ACTION
ITEMS**

- Approved** - Minutes from the January 10, 2020 Meeting
- Approved** - November & December 2019 Financial Report
- Approved** - State Board of Accounts 2018 Audit
- Approved** - Approval of Nondiscrimination Policy

Submitted by,



Phillip Roberts
Secretary

Prepared by,
Vicki Schmitt, Executive Assistant