

2017 AUG 21 AM 9:14



Board of Directors Meeting
Jon Law, Vice-President

FILED FOR RECORD
IN MY OFFICE

The El Paso Downtown Management District Board of Directors meeting will be held Thursday, August 24, 2017 at 11:30 a.m. at the United Bank Building Conference Room of the United Bank Building, 401 E. Main Dr., El Paso, Texas

Walter S. ...
CITY CLERK
EL PASO, TEXAS

AGENDA:

1. Call meeting to order
2. Federal Reserve Update – Robert Coronado, V.P. in Charge & Senior Economist, Federal Reserve Bank of Dallas, El Paso Branch, with possible discussion of the topic by the Board (no action)
3. Plaza Hotel Update – William Kell, Mills Franklin Mountain Management, LLC, with possible discussion of the topic by the Board (no action)

NOTICE TO THE PUBLIC

All matters listed under the CONSENT AGENDA will be considered by the Downtown Management District (DMD) Board to be routine and will be enacted by one motion unless separate discussion is requested by Board Members. Prior to the vote, members of the audience may ask questions regarding items on the consent agenda. When the vote has been taken, if an item has not been called out for separate discussion, the item has been approved. The Board may, however, reconsider any item at any time during the meeting. The wording of all agenda items shall appear in the minutes of this meeting of the DMD Board of Directors as posted, unless otherwise revised by this or other motion of the Board, without the necessity of reading the wording of each item into the record.

CONSENT AGENDA

4. Approval of Minutes:
 - a. June 22, 2017 Board of Directors Meeting
5. Approval of Public Funds Investment Act Quarterly Report for April - June 2017.
6. Recognition of donations, contributions and sponsorships to the El Paso Downtown Management District
 - a. KVIA – Media sponsor of DTEP ROTB
 - b. Glazer's Beer & Beverage - \$5,000 Presenting Sponsorship DTEP ROTB
 - c. Hunt Companies - \$2,500 Supporting Sponsorship DTEP ROTB
 - d. Evolution Branding – Printing Services for Downtown El Paso Running of the Bulls (\$2,000 value)
 - e. Sotoak Realty - \$1,500 Entertainment Sponsorship DTEP ROTB
 - f. United Bank - \$1,000 Activity Zone Sponsorship DTEP ROTB
 - g. Diversified Parking - \$500 Water Station & Bull Sponsorship DTEP ROTB
 - h. Best Real Estate Management - \$500 Water Station & Bull Sponsorship DTEP ROTB
 - i. El Paso Community Foundation - \$500 Water Station & Bull Sponsorship DTEP ROTB
 - j. Starr Western Wear - \$500 Registration Host Sponsorship DTEP ROTB
 - k. Mimco, Inc. - \$500 Bull Sponsorship DTEP ROTB
 - l. Mithoff Burton Partners - \$250 Bull Sponsorship DTEP ROTB
 - m. Ben Gonzalez - \$100 Bull Sponsorship DTEP ROTB
 - n. Jon Law - \$100 Bull Sponsorship DTEP ROTB
 - o. Mike McQueen - \$100 Bull Sponsorship DTEP ROTB
 - p. Jamie Gallagher - \$100 Bull Sponsorship DTEP ROTB
 - q. National American Investment Co. - \$100 Bull Sponsorship DTEP ROTB
 - r. Joe Gudenrath - \$100 Bull Sponsorship DTEP ROTB

REGULAR AGENDA

7. Committee Report: Finance Committee- Chair Laura Pople
 - a. Monthly Financial Summary
8. Report on DMD Investments:
 - a. Bank of Texas CD – balance, rate and status
 - b. WestStar Money Market Accounts – balance, rate and status
9. Discussion and Action on Approval of 2017-2018 Downtown Management District Budget.
10. Adoption of the Tax Assessment Rate of \$.12 per \$100 in valuation for FY 2017-2018.
11. Committee Report: Grant Programs Update– Chair Peter Spier
 - a. Grant Programs Status/Fund Balance Report
12. Committee Report: Infrastructure & Advocacy Committee – Chair Mike McQueen
 - a. El Centro Shopping District Off-Duty Officer Security Patrols
 - b. Position Statements
 - i. Multi-Purpose Performing Arts & Entertainment Facility
 - ii. National Registry of Historic Places Designation
13. Discussion and Action to update the DMD Position Statement on the Downtown Multi-Purpose Performing Arts and Entertainment Facility.
14. Discussion and Action to approve the DMD Position Statement on the County Historical Survey and potential designation on the National Register of Historic Places.
15. Discussion and Action to approve the DMD Position Statement on the implementation of Quality of Life Bond Projects.
16. Committee Report: Marketing Committee – Chair Jon Law
 - a. Current & Upcoming DTEP Promotions
 - i. Reel Authentico Contest
 - ii. Back to School/Tax Free Weekend
 - iii. Restaurant Crawl – September 27-29
 - iv. Running of the Bulls
 - b. Social Media & INSIDER Distribution List
17. Vice-President’s Report
 - a. DMD Board President Resignation & Election
 - b. Board Membership Reinstatement of Madhi Nair
 - c. Meetings w/ Mayor & City Council
 - d. Executive Director Evaluation
 - e. DMD Board Assessment
 - f. Board Member Nominations
 - g. Legal Services RFQ
18. Election to fill vacant DMD Officer position(s)
19. Discussion and Action on Approval of recommendations to City Council to fill upcoming vacancies on the Downtown Management District Board of Directors as follows:

<u>Position Candidate</u>	<u>Last Appt Date</u>	<u>Term#</u>	<u>Expiration Date</u>
Place 15 Sam Legate	2014	4	August 2020
Place 16 Y.I. Santoscoy	2014	5	August 2020

Place 17 Madhi Nair		2014		2	August 2020
Place 18 Jamie Gallagher	2014		2		August 2020
Place 19 Ruben Torres		2014		4	August 2020
Place 20 Alejo Restrepo	2014		2		August 2020
Place 21 Martin Morgades	2014		2		August 2020

All the above persons recommended are qualified to serve on the Board in accordance with the qualifications established by Chapter 375 as follows: are at least 18 years old, and are connected within the District as either (1) a resident, (2) owner of property, (3) owner of stock on property, as an individual or in a corporate capacity, (4) owner of a beneficial interest in a trust that owns property, or (5) be an agent, employee or tenant of the owners listed in categories 2, 3 and 4. And further, all of the above persons have experience in at least one of the following statutorily mandated areas: (1) energy matters, (2) commercial banking, (3) real estate development, (4) finance and insurance matters, (5) matters relating to retail or the provision of services, (6) provision of utilities, or (7) general issues the district will address.

20. Executive Director's Report

- a. TIRZ No. 5 Update
- b. DMD Annual Survey

21. Construction & Event Update- Frank Hernandez

- a. Current/Upcoming Projects and Events

22. Economic Development Update by City of El Paso (Rafael Arellano)

23. Open Discussion of topics relevant to Downtown El Paso (no action)

24. Discussion of the Next Board Meeting – September 28, 2017 (no action)

25. Open Comment Period* (no action)

26. Executive Session

At any time during the Board Meeting, the Board may, upon motion and affirmative vote of a majority of the Board in attendance, retire into Executive Session pursuant to the Texas Government Code, Chapter 551, Sections 551.071 and 551.074(a) for the purpose of consultations with legal counsel and/or discussion of a specific matter permitted to be in Executive Session pursuant to Texas Law. Executive Session is a closed, private meeting of the Board at which the public may not attend. No action and no voting may occur in Executive Session. The Board will return to open session to take any final action on any item discussed in Executive Session, or if no action is necessary, to continue or adjourn the meeting, as appropriate. The items to be discussed in executive session, if any, include the topics listed on the agenda, and possibly the following specified item(s):

No specific executive session items posted

27. Adjourn

** Open comment is an opportunity for members of the public to address the Board regarding items to be discussed at the meeting or any other issue of interest related to the DMD. Items that are brought up by the public but which are not posted for discussion or action may not be discussed among the Board members or acted upon by the Board, except for limited questions related directly to the topic or a discussion whether to post the public raised item on a future agenda. The Chair may limit the amount of time for public comment and/or allow additional public comment for each item.*

Posted this 21st day of August, 2017, at the El Paso County Courthouse, 500 E. San Antonio, El Paso, Texas; El Paso City Hall, 300 N. Campbell, and at the administrative office of the El Paso Downtown Management District, 201 E. Main, Suite 107, El Paso, Texas, pursuant to instructions of Jon Law, Vice President of the El Paso Downtown Management District.

BY: , Teresa Mais

EL PASO DOWNTOWN MANAGEMENT DISTRICT

Minutes of the Meeting of the Board of Directors – August 24, 2017

Location: United Bank, 401 E. Main Drive, 1st Floor Conference Room, El Paso, Texas

<u>Attendees:</u>	<u>Total Members:</u>	<u>21</u>	<u>Quorum: 11 needed</u>
<u>Total Members Present:</u>	<u>15</u>		

Bill Burton	Jon Law	Steve Ortega	Y.I. Santoscoy
Jamie Gallagher	Mike McQueen	Laura Pople	Wayne Soza
Benjamin Gonzalez	Martin Morgades	Alejo Restrepo	Peter Spier
Brad Taylor	Ruben Torres	Edie Zuvanich	

Total Members Not Present: 6

Arlene Carroll	Mahdi Nair	Monty Rogers
Lane Gaddy	Eric Pearson	Sam Legate

Staff: Joe Gudemrath, Frank Hernandez, Teresa Mais, Rudy Vasquez, Analissa Carreon
Guests: Paola Gallegos – City of El Paso, Economic Development Dept.; Robert Coronado, Guest Speaker; Valeria Contreras and Andrew Yurachek; Office of Commissioner David C. Stout, Bob Blumenfeld; Attorney

1. Call meeting to order

Jon Law called the meeting to order at 11:31 a.m. on August 24, 2017 at United Bank, 401 E. Main Drive, 1st Floor Conference Room, El Paso, Texas. Notice of the DMD Board of Directors Meeting Agenda was posted at the El Paso County Courthouse, El Paso City Hall, and at the administrative office of the El Paso Downtown Management District, and on the downtownelpaso.com webpage by Teresa Mais on August 21, 2017 in accordance with the Texas Open Meeting Act on the dates indicated.

2. Federal Reserve Update

Robert Coronado, V.P. in Charge & Senior Economist for the Federal Reserve Bank of Dallas, El Paso Branch gave a presentation on the economic state of El Paso including the growth of jobs, population, manufacturing in Mexico and the labor market in El Paso and cross-border retail shopping.

3. Plaza Hotel Update

Law informed the board that William Kell of Mills Franklin Mountain Management, LLC was going to give an update on the Plaza Hotel, but was informed by the County of El Paso not to share information at this time as he is seeking incentives from them. Law stated that the presentation will be scheduled for another time.

NOTICE TO THE PUBLIC

All matters listed under the CONSENT AGENDA will be considered by the Downtown Management District (DMD) Board to be routine and will be enacted by one motion unless separate discussion is requested by Board Members. Prior to the vote, members of the audience may ask questions regarding items on the consent agenda. When the vote has been taken, if an item has not been called out for separate discussion, the item has been approved. The Board may, however, reconsider any item at any time during the meeting. The wording of all agenda items shall appear in the minutes of this meeting of the DMD Board of Directors as posted, unless otherwise revised by this or other motion of the Board, without the necessity of reading the wording of each item into the record.

CONSENT AGENDA

Law stated Items 4, 5, and 6 on the Consent Agenda are considered to be routine. Law requested a Motion and Second to approve the Consent Agenda.

4. Approval of Minutes:
a. June 22, 2017 Board of Directors Meeting

5. Approval of Public Funds Investment Act Quarterly Report for April-June 2017.

6. Recognition of donations, contributions, and sponsorships to the El Paso Downtown Management District
- a. KVIA – Media sponsor of DTEP ROTB
 - b. Glazer’s Beer & Beverage - \$5,000 Presenting Sponsorship DTEP ROTB
 - c. Hunt Companies - \$2,500 Supporting Sponsorship DTEP ROTB
 - d. Evolution Branding – Printing Services for Downtown El Paso Running of the Bulls (\$2,000 value)
 - e. Sotoak Realty - \$1,500 Entertainment Sponsorship DTEP ROTB
 - f. United Bank - \$1,000 Activity Zone Sponsorship DTEP ROTB
 - g. Diversified Parking - \$500 Water Station & Bull Sponsorship DTEP ROTB
 - h. Best Real Estate Management - \$500 Water Station & Bull Sponsorship DTEP ROTB
 - i. El Paso Community Foundation - \$500 Water Station & Bull Sponsorship DTEP ROTB
 - j. Starr Western Wear - \$500 Registration Host Sponsorship DTEP ROTB
 - k. Mimco, Inc. - \$500 Bull Sponsorship DTEP ROTB
 - l. Mithoff Burton Partners - \$250 Bull Sponsorship DTEP ROTB
 - m. Ben Gonzalez - \$100 Bull Sponsorship DTEP ROTB
 - n. Jon Law - \$100 Bull Sponsorship DTEP ROTB
 - o. Mike McQueen - \$100 Bull Sponsorship DTEP ROTB
 - p. Jamie Gallagher - \$100 Bull Sponsorship DTEP ROTB
 - q. National American Investment Co. - \$100 Bull Sponsorship DTEP ROTB
 - r. Joe Gudemath - \$100 Bull Sponsorship DTEP ROTB

Discussion: None
Moved: Wayne Soza
Seconded: Y.I. Santoscoy
Roll-Call Vote: For: 13; Against: 0; Abstaining: 2 (Alejo Restrepo, Peter Spier); Absent: 0
Motion Approved.

REGULAR AGENDA

7. Committee Report: Finance Committee
a. Monthly Financial Summary
Laura Pople provided an overview of the DMD’s current financial position. Pople informed the board that from October 2016-July 2017 the DMD was under budget.

8. Report on DMD Investments:
a. Bank of Texas CD—balance, rate and status
b. WestStar Money Market Accounts—balance rate, and status
Pople provided an overview of the DMD’s current investments.

9. Discussion and Action on Approval of 2017-2018 Downtown Management District Budget
Joe Gudemath gave a presentation on the proposed budget for 2017-2018 including the budget process, the driving influences, revenue and expenses, and the budget breakdown. Gudemath recommended that Items 9 and 10 will be voted on together without objection.

10. Adoption of the Tax Assessment Rate of \$.12 per \$100 in valuation for FY 2017-2018

Discussion: Pople stated that the budget presented is essentially a break even budget and that she recommends approval.
Moved to approve Items #9 & #10: Ruben Torres

Seconded:
Roll-Call Vote:
Motion Approved.

Benjamin Gonzalez
For: 15; Against: 0; Abstaining: 0; Absent: 0

11. Committee Report: Grant Programs Update

- a. Grant Programs Project Status/Fund Balance Report
Peter Spier provided an overview of the status of existing grant projects and reported the Grant Programs' fund balances. Currently, there are four grant extensions of the 12 projects in various stages of progress.

12. Committee Report: Infrastructure & Advocacy Committee

- a. El Centro Shopping District Off-Duty Officer Security Patrols
Mike McQueen informed the board that the DMD hired security patrols for the back-to-school weekend.
- b. Position Statements
 - i. Multi-Purpose Performing Arts & Entertainment Facility
National Registry of Historic Places Designation
McQueen informed the board that the DMD would like to update the position statements for Item i. and establish a position in response to a possible National Registry Designation (Item ii). Gudenrath read aloud the original statements for each to the board.
 - ii. National Registry of Historic Places Designation
McQueen informed the board that the DMD would like to update the position statements for Item i. and establish a position in response to a possible National Registry Designation (Item ii). Gudenrath read aloud the original statements for each to the board.

13. Discussion and action to update the DMD Position Statement on the Downtown Multipurpose Performing Arts and Entertainment Facility.

14. Discussion and Action to approve the DMD Position Statement on the County Historical Survey and potential designation on the National Register of Historic Places.

15. Discussion and Action to approve the DMD Position Statement on the implementation of Quality of Life Bond Projects.

Gudenrath gave background information on each position statement. Regarding Item #15, Gudenrath cited the example of work on the Mexican-American Cultural Center coming to a stop and that projects should be progressing.

Law requested that items 13, 14, and 15 will be voted on together if no objection.

Discussion: McQueen motioned for approval with a correction that the word expedient in Item #13 be changed to expeditious.

Moved as Amended: Mike McQueen

Roll-Call Vote: Bill Burton

Motion Approved. For: 12; Against: 0; Abstaining: 3 (Alejo Restrepo, Peter Spier, Edie Zuvanich); Absent: 0

16. Committee Report: Marketing Committee

- a. Current & Upcoming DTEP Promotions
 - i. Reel Authentico Contest
Law informed the board about this promotion and the three winning videos. He encouraged the board to watch them online.
 - ii. Back to School/Tax Free Weekend
Law informed the board about the Back-to-School Weekend event in the El Centro District and thanked the staff for helping out on the event.
 - iii. Restaurant Crawl—September 27-29
Law informed the board on this upcoming event.
 - iv. Running of the Bulls
Law reminded the board this event is on October 21, 2017.

Gudenuath thanked the board for donating backpacks for the backpack drive as part of the Back-to-School event and encouraged them to attend the Restaurant Crawl and Running of the Bulls.

b. Social Media & INSIDER Distribution List

Law gave an update of the number of likes, followers and subscribers the DMD has gained within their social media and newsletter and stated that the DMD continues to see growth across all platforms.

17. Vice-President's Report

a. DMD Board President Resignation & Election

Law informed the board that they received an email from Gudenuath on July 24 informing them that Jamie Gallagher had resigned her role as Board President. Law stated that she will still remain on the board and thanked her for serving as President for the last three years. He stated that Item #18 is the election to fill the remainder of her term as President.

b. Board Membership Reinstatement of Mahdi Nair

Law informed the board that the current administrative rules call for the automatic resignation for board members missing three consecutive meetings. He states that if this should occur the board member has the option of requesting reinstatement and the Executive Committee will speak to the individual and consider the reinstatement. Law informed the board that the rule was invoked due to absences by Nair and he has requested reinstatement. Law continued to state that the Executive Committee is supporting his reinstatement and that Nair's absences were caused by unavoidable professional commitments due to the opening of a new hotel in Dallas that requires him to be out of town. Law stated that he looks forward to Nair's renewed commitment.

c. Meetings with Mayor and City Council

Law informed the board that Gudenuath, McQueen, Martin Morgades and himself met with the new City Council members, Rivera, Annello, and Hernandez-Brown to introduce the DMD to them and to know how the DMD can be of support to them. Law also informed the board that Gudenuath met with the Northeast Representative, Morgan, on how Downtown El Paso can be viewed as a resource to the residents in that area. He stated the meetings have been productive and that the DMD is looking forward to meeting with Mayor Dee Margo and Representative Lizarraga. Law informed the board if anyone would like to attend any of the meetings they should let Gudenuath know.

d. Executive Director Evaluation

Law informed the board the annual evaluation for the Executive Director. Gudenuath, will begin after this meeting. The board will receive an online survey and once completed the Executive Committee will compile the board's input as well as Gudenuath's self-evaluation and goals. He informed the board that this will be reported to the board in September to complete the process.

e. DMD Board Assessment

Law informed the board that they received a link to the annual Board Assessment Survey and eleven out of 21 members have completed it. He said that the DMD would like everyone to participate and they should receive the survey again. The results will be reported at the meeting in September.

f. Board Member Nominations

Law informed the board that board spots #15-21 were up for appointment this year and all seven board members requested reappointment to a new 3-year term. He stated that the Executive Committee has recommended the seven members for reappointment and the board will vote on the recommendation with agenda item #19. He thanked all seven who are interested in continuing their service to the DMD.

g. Legal Services RFO

Law informed the board that as part of the DMD's commitment to sound governance, the staff will be initiating an RFO process for legal services. He stated that current counsel has performed well, but this process has not taken place in over three years and this would be the time to do so. He stated that the recommendation will be brought to the board in October.

18. Election to fill vacant DMD Officer position(s)

Gudentrath informed the board that we will move into the election to fill the DMD vacant officer positions including the office of President which has one year left on the term expected to expire next October. He opened the floor to any nominations and each nomination will require a second. He stated if there is more than one nomination there will be a vote amongst the board for their preferred candidate.

Discussion: No Discussion.

Moved: Steve Ortega nominated Jon Law. Law accepted the nomination.

Seconded: Mike McQueen

Roll-Call Vote: For: 15; Against: 0; Abstaining: 0; Absent: 0

Motion Approved.

Gudentrath announced that the vote opened up a vacancy for Vice-President and an election for that office could occur.

Discussion: No Discussion.

Moved: Ruben Torres nominated Martin Morgades. Morgades accepted the nomination.

Seconded: Laura Pope

Roll-Call Vote: For: 15; Against: 0; Abstaining: 0; Absent: 0

Motion Approved.

19. Discussion and Action on Approval of recommendations to City Council to fill upcoming vacancies on the Downtown Management District Board of Directors as follows:

<u>Position</u>	<u>Candidate</u>	<u>Last Appt Date</u>	<u>Term#</u>	<u>Expiration Date</u>
Place 15	Sam Legate	2014	4	August 2020
Place 16	Y.I. Santoscoy	2014	5	August 2020
Place 17	Madhi Nair	2014	2	August 2020
Place 18	Jamie Gallagher	2014	2	August 2020
Place 19	Ruben Torres	2014	4	August 2020
Place 20	Alejo Restrepo	2014	2	August 2020
Place 21	Martin Morgades	2014	2	August 2020

Discussion: No Discussion.

Moved: Peter Spier

Seconded: Wayne Soza

Roll-Call Vote: For: 15; Against: 0; Abstaining: 0; Absent: 0

Motion Approved.

20. Executive Director's Report

a. TIRZ No. 5 Update

Gudentrath updated the board about the TIRZ No. 5. He stated that they have not met recently, but over the past few months they have cleared their slate of financial obligations and they are recognizing incoming revenue as an opportunity to take on more projects. He stated that they have established Executive and Projects Committees. Gudentrath stated that this would be a great opportunity for the DMD Infrastructure Committee to make recommendations of any projects for the TIRZ to fund.

b. DMD Annual Survey

Gudentrath informed the board that the DMD postponed the results of the survey for next month, but that we had over 1,000 people participate in the survey. He stated that there were 105 people interested in volunteering for DMD events, 100 people signed up the newsletter, and one person was selected to win \$100 towards a downtown business at random.

21. Construction & Event Update

a. Current/Upcoming Projects and Events

Frank Hernandez gave an overview and updates of upcoming construction, projects and events.

22. Economic Development Update
Paola Gallegos provided a brief update of the economic developments in the City of El Paso. Ortega asked if the Board could be updated on the City Hall Parking Lot Project in the future.

23. Open Discussion of topics relevant to Downtown El Paso

24. Discussion of the Next Board Meeting – September 28, 2017 (no action)

25. Open Comment Period* (no action)

26. Executive Session

At any time during the Board Meeting, the Board may, upon motion and affirmative vote of a majority of the Board in attendance, retire into Executive Session pursuant to the Texas Government Code, Chapter 551, Sections 551.071 and 551.074(g) for the purpose of consultations with legal counsel and/or discussion of a specific matter permitted to be in Executive Session pursuant to Texas Law. Executive Session is a closed, private meeting of the Board at which the public may not attend. No action and no voting may occur in Executive Session. The Board will return to open session to take any final action on any item discussed in Executive Session, or if no action is necessary, to continue or adjourn the meeting, as appropriate. The items to be discussed in executive session, if any, include the topics listed on the agenda, and possibly the following specified item(s):

None.

27. Adjourned

By consensus of the Board the meeting adjourned at 12:36 p.m.

Submitted by:


Mike McQueden, Secretary
DMD Board of Directors

Date:

