



**Board of Directors Meeting
Mike McQueen, President**

CITY CLERK DEPT
2020 AUG 24 AM 9:21

The El Paso Downtown Management District Board of Directors meeting will be held Thursday, August 27, 2020 at 11:30 a.m. by video and telephone communications as allowed by the Office of Attorney General of Texas with approval by Texas Governor Greg Abbott.

Video Conference

- **Join ZOOM Meeting:** <https://us02web.zoom.us/j/82080361749>
- **Meeting ID:** 820 8036 1749

FILED FOR RECORD
IN MY OFFICE

2020 AUG 24 AM 10:44

Telephone Conference

- **Telephone & Audio Participation:** 1-346-248-7799
- **Meeting ID:** 820 8036 1749

DELIA BRIONES
COUNTY CLERK
EL PASO COUNTY, TEXAS

The public is strongly encouraged to sign up to speak on items on this agenda before 11am, on Thursday, August 27, 2020. Visit <https://downtownelpaso.com/procedures-for-addressing-the-el-paso-downtown-management-district-dmd-board-of-directors/> or call 915-240-3116 to sign up prior to the start of the meeting.

AGENDA:

1. Call meeting to order.

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

2. Approval of Minutes:
 - a. May 28, 2020 Board of Directors Meeting
 - b. June 25, 2020 Board of Directors Meeting
3. Approval of Public Funds Investment Act Quarterly Report for April-June 2020.
4. DMD May, June and July Investment Reports
 - a. TexPool Accounts – balance, rate and status
5. Recognition of donations, contributions and sponsorships to the El Paso Downtown Management District:
 - a. El Paso Electric - \$5,000 sponsorship of the Fresh Air Food Court Pilot Program
 - b. WestStar Bank - \$2,500 sponsorship of the Fresh Air Food Court Pilot Program
 - c. El Paso Community Foundation - \$1,000 sponsorship of the Fresh Air Food Court Pilot Program and additional support via the Get Shift Done program.

REGULAR AGENDA

6. Action to ratify Sub-Recipient Grant Agreements with City of El Paso for the Outdoor Dining Program and Enhanced Sanitation Program related to the Notice of Funding Availability from the Economic and International Development Department related to the U.S. Treasury Relief Funds (CARES Act). Information about the two programs was provided at the June DMD Board of Directors meeting, and agreements were signed by DMD President, Mike McQueen on August 7, 2020.

7. Discussion and Action to waive the DMD’s competitive bid requirements due to an emergency as allowed in the DMD Administrative Rules, Policies and Procedures (Section 7, I., 2., c.) in relation to acquiring services and supplies related to the implementation of CARES Act Grants, and authorize Executive Director to enter into any agreements related to required purchases.
8. Presentation, Discussion and Action to authorize the Executive Director to enter into a 3-year agreement (with two 1-year extension options) for professional audit services with Strickler & Prieto, LLP who was identified as the “best value” proposal submitted following the DMD competitive bidding requirements.
9. Presentation, Discussion and Action to authorize the Executive Director to enter into a 1-year office lease with automatic renewals and the annual option to terminate over a 5-year period, with Franklin Mountain Property Services for office space at 201 E. Main, Suite 107. The Franklin Mountain Property Services’ proposal was identified as the “best value” proposal submitted following DMD competitive bidding requirements and site visits to the highest ranking proposals.
10. Committee Report: Finance Committee – Chair Wayne Soza
 - a. Monthly Financial Summary
11. Presentation, Discussion and Action on Approval of 2020-2021 Downtown Management District Budget.
12. Discussion and Action to Approve Adoption of the Tax Assessment Rate of \$.12 per \$100 in valuation for FY 2020-2021.
13. Committee Report: Grant Programs Update – Chair Jamie Gallagher
 - a. Grant Programs Status/Fund Balance Report
14. Committee Report: Infrastructure & Advocacy Committee – Chair Martin Morgades
 - a. EPA Brownfield Grant
 - b. Security Update and Concerns
 - c. Sanitation Program
15. Committee Report: Marketing Committee – Rudy Vasquez
 - a. Current & Upcoming DTEP Promotions – I Miss You
 - b. Social Media & INSIDER Distribution List
 - c. DMD in the News
16. President’s Report
 - a. DMD Board Assessment
 - b. Executive Director Performance Evaluation
 - c. DMD Boundary Expansion
 - d. Board Member Appointments
17. 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	2017	5	August 2023
Place 16	Y.I. Santoscoy	2017	6	August 2023
Place 17	Laura Uribarri*	2019	1	August 2023
Place 18	Jamie Gallagher	2017	3	August 2023
Place 19	Ruben Torres	2017	5	August 2023
Place 20	Alejo Restrepo	2017	3	August 2023
Place 21	Martin Morgades	2017	3	August 2023

* Indicates candidate was appointed to a partial term and is being nominated for his/her first full term.

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.

18. Discussion and Action on Appointment by Board of Directors to fill the unexpired term of Place 3 on the Downtown Management District Board with Marianne Rosas. (The appointment to fill an unexpired term does not require City Council approval and is final upon Board approval.)
19. Executive Director's Report
 - a. Annual Segundo Barrio Backpack and School Supply Drive
 - b. Annual Public Input Survey Results
20. Construction & Event Update – Amy McQuillen
 - a. Current/Upcoming Projects and Events
21. Economic Development Update by City of El Paso (Mirella Craigo)
22. Call to the Public* (no action)
23. Open Discussion of topics relevant to Downtown El Paso (no action)
24. Discussion of the Next Board Meeting – September 24, 2020 at 11:30 a.m. (no action)
25. 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):

- Discussion Regarding Executive Director Performance Evaluation and Compensation Review (Section 551.074, Personnel Matter)

26. Adjourn

** Call to the Public is an opportunity for members of the public to bring topics and issues to the DMD Board's attention. The Call to the Public is reserved for items generated by the public. It is not for items already posted on the Board Meeting Agenda. Items that are brought up by the public 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. Individuals who would like to address the Board must sign up on the available form prior to the start of the meeting or submit the form electronically to the DMD Executive Director at least one hour prior to the start of the meeting. Each participant is limited to three minutes to make comments. Any group of five or more persons must appoint one person to present the group's views to the Board and will be limited to three minutes to make comments. Personal attacks, name-calling, and rude or slanderous remarks will not be tolerated.*

Posted this 24th day of August, 2020, 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 Laura Pople, 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 27, 2020

The Texas Governor temporarily suspended specified provisions of the Texas Open Meetings Act to allow telephonic or videoconference meetings and to avoid congregate settings in physical locations. A recording of this meeting is available upon request.

Attendees: **Total Members:** **20** **Quorum: 11 needed**
Total Members Present: **14**

Bill Burton	Jamie Gallagher	Jon Law	Sam Legate
Mike McQueen	Martin Morgades	Steve Ortega	Eric Pearson
Alejo Restrepo	Y.I. Santoscoy	Wayne Soza	Brad Taylor
Ruben Torres	Laura Uribarri		

Total Members Not Present: **6**

Arlene Carroll	Johnny Escalante	Ben Marcus	Pacelli Mesta
Laura Pople	Peter Spier		

Ex-Officio Members:

Staff: Joe Gudenrath; Terry Mais; Analissa Carreon

Guests: Bob Blumenfeld—Attorney; Elizabeth Triggs and Mirella Craigo—City of El Paso; Commissioner David Stout and Carlos Martinez – El Paso County; Cassandra Urrutia – State Rep. Ortega’s Office

1. Call meeting to order

Mike McQueen called the meeting to order at 11:33 am on August 27, 2020 via video conference. 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 building of the El Paso Downtown Management District, and on the downtownelpaso.com webpage by Teresa Mais on August 24, 2020 in accordance with the Texas Open Meeting Act on the dates indicated.

Gudenrath performed Roll Call: Quorum was established.

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CONSENT AGENDA

McQueen stated the items on the Consent Agenda are considered to be routine. McQueen requested a Motion and Second to approve the Consent Agenda.

2. Approval of Minutes:

- a. May 28, 2020 Board of Directors Meeting
- b. June 25, 2020 Board of Directors Meeting

3. Approval of Public Funds Investment Act Quarterly Report for April-June 2020

4. DMD May, June and July Investment Report

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5. Recognition of donations, contributions and sponsorships to the El Paso Downtown Management District:

- a. **El Paso Electric - \$5,000 sponsorship of the Fresh Air Food Court Pilot Program**
- b. **WestStar Bank - \$2,500 sponsorship of the Fresh Air Food Court Pilot Program**
- c. **El Paso Community Foundation - \$1,000 sponsorship of the Fresh Air Food Court Pilot Program and additional support via the Get Shift Done program.**

Discussion: None
Moved: Wayne Soza
Seconded: Ruben Torres
Roll Call Vote: For: 12; Against: 0; Abstaining: 0; Absent: 2 (Burton, Pearson)
Motion Approved.

REGULAR AGENDA

McQueen requested that Items 6 and 7 be taken together.

6. Action to ratify Sub-Recipient Grant Agreements with City of El Paso for the Outdoor Dining Program and Enhanced Sanitation Program related to the Notice of Funding Availability from the Economic and International Development Department related to the U.S. Treasury Relief Funds (CARES Act). Information about the two programs was provided at the June DMD Board of Directors Meeting, and agreements were signed by DMD President, Mike McQueen on August 7, 2020.

7. Discussion and Action to waive the DMD’s competitive bid requirements due to an emergency as allowed in the DMD Administrative Rules, Policies and Procedures (Section 7, I., 2., c.) in relation to acquiring services and supplies related to the implementation of CARES Act Grants, and authorize Executive Director to enter into any agreements related to required purchases.

Gudenrath provided a brief overview of the programs and the implementation timeline. He then went on to detail the procurement processes required by the Federal Government, City and DMD for acquiring services and supplies, and all actions taken to date. He identified the language in the DMD Administrative Rules that would allow for the waiver of certain processes due to an emergency. Blumenfeld stated that he reviewed all actions and requested actions by staff and is comfortable with the item as proposed and the resulting actions.

Discussion: Legate asked for further clarification on what staff is doing and requesting. Blumenfeld and Gudenrath responded to his request.
Moved: Eric Pearson
Seconded: Jamie Gallagher
Roll Call Vote: For: 14; Against: 0; Abstaining: 0; Absent: 0
Motion Approved.

8. Presentation, Discussion and Action to authorize the Executive Director to enter into a 3-year agreement (with two 1-year extension options) for professional audit services with Strickler & Prieto, LLP who was identified as the “best value” proposal submitted following the DMD competitive bidding requirements.

Gudenrath outlined the process, evaluation and recommendation being made to the Board by both staff and the Finance Committee.

Discussion: None
Moved: Ruben Torres
Seconded: Jon Law
Roll Call Vote: For: 14; Against: 0; Abstaining: 0; Absent: 0
Motion Approved.

9. Presentation, Discussion and Action to authorize the Executive Director to enter into a 1-year office lease with automatic renewals and the annual option to terminate over a 5-year period, with Franklin Mountain Property Services for office space at 201 E. Main, Suite 107. The Franklin Mountain Property Services’ proposal was identified as the “best value” proposal submitted following DMD competitive bidding requirements and site visits to the highest ranking proposals.

Gudenrath outlined the process, evaluation and recommendation being made to the Board by staff and the Executive Committee. It was also noted that Board Member Jamie Gallagher has a conflict of interest with the voting item and will abstain from voting.

Discussion: Ortega asked how the recommended site moved up from 2nd place following the proposal evaluation, and how accessibility and visibility were taken into consideration. Gudenrath responded that the top proposal fell after the site visit and accessibility/visibility were part of the evaluation criteria. McQueen added that this lease allows us to pursue other options on an annual basis. Legate posed questions about the other properties and rates. Ortega asked if conversations occurred with the City about space they may have available. Gudenrath stated they were informed of this opportunity to offer proposals and did not provide any proposals. Blumenfeld stated that we could enter into an agreement with the City without a formal RFP process. Law asked what the process would be should we want to exit the agreement. Gudenrath stated that it would only require a 90-day notice. Law asked if we could negotiate with the City prior to terminating the lease. Gudenrath stated yes, and it would be in the form of an Interlocal agreement. Ortega asked if an exterior storefront would be beneficial to the DMD. Gudenrath stated yes, but other factors and the availability of suitable spaced overtook that interest.

Moved: Eric Pearson
Seconded: Y.I. Santoscoy
Roll Call Vote: For: 11; Against: 0; Abstaining: 2 (Gallagher, Legate); Absent: 1 (Burton)
Motion Approved.

10. Committee Report: Finance Committee

- a. Monthly Financial Summary
 Soza gave a brief overview of the DMD’s current financial position.

McQueen requested that Items 11 and 12 be taken together.

11. Presentation, Discussion and Action on Approval of 2020-2021 Downtown Management District Budget.

Gudenrath provided a presentation on the budget process and proposed budget.

12. Discussion and Action to Approve Adoption of the Tax Assessment Rate of \$.12 per \$100 in valuation for FY 2020-2021.

Discussion: Morgades expressed his support for expanded funding for safety and security initiatives. Torres asked for clarification regarding the use and availability of grant funds.

Moved: Ruben Torres
Seconded: Wayne Soza
Roll Call Vote: For: 13; Against: 0; Abstaining: 0; Absent: 1 (Burton)
Motion Approved.

13. Committee Report: Grant Programs Update

- a. Grant Programs Status/Fund Balance Report
 Gallagher provided an update on the status of current projects and the program’s fund balance.

14. Committee Report: Infrastructure & Advocacy Committee

- a. EPA Brownfield Grant
Gudenrath reported that the agreement has been finalized and goes into effect on October 1, 2020. Staff have already had meetings with Stantec, and Coalition Partners. Any properties in need of Phase 1 and Phase 2 assessment work should contact the DMD.
- b. Security Update and Concerns
Gudenrath outlined a number of security concerns that have arisen since the onset of the pandemic. Staff have been in communications with the police department. With increased funding provided in the 2020-2021 budget, staff will develop a plan with the police and stakeholders to address the issues it is able to impact.
- c. Sanitation Program
Gudenrath reported that the County has yet to reactivate the Community Service Program and DMD continues to hire additional parttime staff to support our Supervisors.

15. Committee Report: Marketing Committee

- a. Current & Upcoming DTEP Promotions
Gudenrath advised the board about current and upcoming marketing strategies being developed.
- b. Social Media & INSIDER Distribution List
Gudenrath gave brief update on the DMD's social media channels and the weekly newsletter.
- c. DMD in the News
Gudenrath informed the Board of DMD media mentions in June and July 2020.

16. President's Report

- a. DMD Board Assessment
McQueen thanked Board members for their participation and advised them that he will be following up on specific areas of concern in to order to further strengthen the organization.
- b. Executive Director Performance Evaluation
McQueen advised the Board that Laura Pople will lead the evaluation process which will start with an online survey. Results will be presented and discussed at the September Board meeting.
- c. DMD Boundary Expansion
McQueen reported that after conversations with all property owners willing to talk, it was questionable whether the effort in its current form would reach the 50% approval required for consideration. Staff and interested parties are reevaluating the boundaries and with the exclusion of one property will exceed 50% support. The Board can expect a petition with adjusted boundaries to be presented later this year.
- d. Board Member Appointments
McQueen reported that all seven board members with expiring terms have requested to be reappointed, and the Nominating Committee is forwarding all those individuals to the Board for consideration.

17. 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>
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Place 21	Martin Morgades	2017	3	August 2023

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Discussion: None
Moved: Brad Taylor
Seconded: Jon Law
Roll Call Vote: For: 11; Against: 0; Abstaining: 2 (Legate, Santoscoy); Absent: 1 (Burton)
Motion Approved.

18. Discussion and Action on Appointment by Board of Directors to fill the unexpired term of Place 3 on the Downtown Management District Board with Marianne Rosas. (The appointment to fill an unexpired term does not require City Council approval and is final upon Board approval.)

Discussion: Legate asked if there were other candidates and what was the process for selecting the nominee. Gudenrath stated that all At-Large Committee Members and others were considered by the Nominating Committee. McQueen advised that the Executive Committee serves as the Nominating Committee. Law added that the Nominating Committee took into consideration the board's desire for diversity and this nominee represents the interests of former Board Member Mahdi Nair who is an active investor in the downtown.
Moved: Y.I. Santoscoy
Seconded: Wayne Soza
Roll Call Vote: For: 13; Against: 0; Abstaining: 0; Absent: 1 (Burton)
Motion Approved.

19. Executive Director's Report

- a. Annual Segundo Barrio Backpack and School Supply Drive
Gudenrath reported that 550 backpacks with supplies were distributed through partner organizations, but contributions to the effort were down this year leaving a deficit covered by the DMD.
- b. Annual Public Input Survey Results
Gudenrath presented the results of its Annual Public Input Survey.

20. Construction & Event Update

- a. Current/Upcoming Projects and Events
Gudenrath gave a brief update about current construction projects still underway in the downtown and events.

21. Economic Development Update by City of El Paso

Elizabeth Triggs presented an update on current efforts being undertaken by the City.

22. Call to the Public

None

23. Open Discussion of topics relevant to Downtown El Paso

None.

24. Discussion of the Next Board Meeting—September 24, 2020 at 11:30 am

25. 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):

- None

26. Adjourn

By consensus of the Board the meeting adjourned at 1:06 pm.

Submitted by:


5227DE9206CC43D
Jamie Gallagher, Secretary
DMD Board of Directors

9/17/2020
Date: _____