



**Board of Directors Meeting
Ruben Torres, President**

The El Paso Downtown Management District Board of Directors meeting will be held Thursday, August 25, 2022 at 11:30 a.m. at the Center for Civic Empowerment on the 17th Floor of the Blue Flame Building, 304 Texas Avenue, El Paso, Texas.

Virtual & Telephone Participation

- Webex Meeting Link – <https://elpasotexas.webex.com/elpasotexas/j.php?MTID=mc70f6e7398a7726c4e2152394975d243>
- Webex Meeting Number (Access Code): 2494 572 9047
- Webex Meeting Password: DAff5Yt3Ai4
- Join by Phone – 1-844-992-4726 (United States Toll Free)

CITY CLERK DEPT
2022 AUG 22 AM 10:34

Public Comment

The public is strongly encouraged to sign up to speak on items on this agenda before 11am, on Thursday, August 25, 2022. 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.

2. Discussion and Possible Action pertaining to Capacity of Care presentation by Dr. Abigail Tarango, Executive Director of the University Medical Center Foundation of El Paso & El Paso Children’s Hospital Foundation.

CONSENT AGENDA

3. Approval of Minutes:
 - a. June 23, 2022 Board of Directors Meeting
4. Action to amend the DMD Board of Directors 2022 Board Meeting schedule to reschedule the September 22, 2022 meeting to September 29, 2022.
5. DMD June & July Investment Reports
 - a. TexPool Accounts – balance, rate and status
6. Approval of Public Funds Investment Act Quarterly Report for April – June 2022
7. Recognition of donations, contributions and sponsorships to the El Paso Downtown Management District:
 - a. El Paso Electric - \$5,000 Sponsorship of Downtown Employee Appreciation Day
 - b. George Salom, Jr. - \$1,000 sponsorship of the Fiesta de Las Luces

**FILED FOR RECORD
IN MY OFFICE**

2022 AUF 22 AM 10:54

REGULAR AGENDA

8. Committee Report: Finance Committee – Chair Arlene Carroll
 - a. Monthly Financial Summary
 - b. Fiscal Audit Services RFP
 - c. Banking Services RFP
9. Discussion and Action on the selection of Strickler & Prieto, LLP to perform annual financial audit services for the Downtown Management District for FY2021-2022 through FY2023-2024 (3 years) with the option to extend the relationship for FY2024-2025 through FY2025-2025 (2 years), and to authorize the Executive Director to execute an agreement for such services.

**DELIA BRIONES
COUNTY CLERK
EL PASO COUNTY, TEXAS**

10. Discussion and Action on the selection of WestStar Bank to serve as the banking institution for the El Paso Downtown Management District.
11. Presentation, Discussion and Action on Approval of 2022-2023 Downtown Management District Budget.
12. Discussion and Action to Approve Adoption of the Tax Assessment Rate of \$.12 per \$100 in valuation for FY 2022-2023.
13. Committee Report: Grant Programs Update – Chair Jamie Gallagher
 - a. Grant Programs Status/Fund Balance Report
14. Discussion and Action for Approval of Reimbursement Grant Agreements submitted by Joseph M. Nebhan for the property located at 311 E. Franklin Avenue
 - a. That the Executive Director be authorized to sign a Reimbursement Grant Agreement for the Downtown Commercial Facade Improvement Grant Program for property located at 311 E. Franklin Avenue (FAC 21-06) in the amount of \$25,000.00 with said project to be completed in accordance with the execution of the Agreement.
 - b. That the Executive Director be authorized to sign a Reimbursement Grant Agreement for the Downtown Signature Signage & Lighting Grant Program for property located at 311 E. Franklin Avenue (SSI, 21-04) in the amount of \$12,665.20 with said project to be completed in accordance with the execution of the Agreement.
15. Discussion and Action to amend a Reimbursement Grant Agreement submitted by Omega Realty Corp. (Evelyn Rothbard) for the property located at 920 S. Stanton Street
 - a. That the Executive Director be authorized to sign an amended Reimbursement Grant Agreement for the Downtown Commercial Facade Improvement Grant Program for property located at 920 S. Stanton Street (FAC 21-04) in the amount of \$24,140.00, an increase of \$7,500.00, with said project to be completed in accordance with the execution of the Agreement.
16. Committee Report: Infrastructure & Advocacy Committee – Chair Martin Morgades
 - a. DMD Sanitation Program & Community Service Program Update
 - i. 15-year Fleet Replacement Plan
 - b. Downtown/Uptown Master Plan Update
 - c. FY2022 Brownfields Assessment Grant
17. Discussion and Action to authorize the Executive Director to facilitate the participation of the El Paso Downtown Management District in The Interlocal Purchasing System (TIPS) Purchasing Cooperative offered by Region VIII Education Service Center.
18. Approval of the purchase of a Ford F350 for primary use by DMD Sanitation Staff to provide services throughout the Downtown Management District (DMD). The DMD has procured the vehicle through TIPS, a regional education service center operating under Texas Education Code. DMD agrees to pay Silsbee Ford or an equivalent vendor, up to \$60,000 for the purchase and set-up of the identified vehicle with funds coming from the DMD's established Capital Fund.
19. Committee Report: Marketing Committee – Chair Johnny Escalante
 - a. Current & Upcoming DTGP Promotions
 - b. Social Media & INSIDER Distribution List
 - c. DMD in the News
20. President's Report
 - a. Executive Director Contract & Annual Performance Review
 - b. Legal Services
 - c. DMD Departing Board Member
 - d. Board Member Nominations
21. 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 8	Cynthia Ortwein*	2021	1	August 2025
Place 9	Brad Taylor	2019	3	August 2025
Place 10	Peter Spier	2019	3	August 2025
Place 11	Johnny Escalante*	2020	1	August 2025
Place 12	Daniela Caro	NA	1	August 2025
Place 13	Eugenio Mesta	2019	2	August 2025

* 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.

22. Discussion and Action on Appointment by Board of Directors to fill the unexpired term of Place 17 on the Downtown Management District Board with Joanne Richardson. (The appointment to fill an unexpired term does not require City Council approval and is final upon Board approval.)
23. Discussion and Action on the selection of Mendel Blumenfeld & Pulido to serve as legal counsel for the El Paso Downtown Management District.
24. Executive Director's Report
 - a. Power Hour Luncheon Series
 - b. MPC Feasibility Study Update
 - c. Annual Survey Update
25. Construction & Event Update – Richard Bustamante
 - a. Current/Upcoming Projects and Events
26. Economic Development Update by City of El Paso (Mirella Craigo)
27. Economic Development Update by El Paso County (Michael Hernandez)
28. Call to the Public* (no action)
29. Open Discussion of topics relevant to Downtown El Paso (no action)
30. Discussion of the Next Board Meeting – Thursday, September 29, 2022 (no action)
31. 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 and advice of counsel (551.071 -Exemption for Consultation with legal counsel).
- Discussion Regarding Executive Director Contract Renewal (Section 551.074, Personnel Matter)

32. 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 22nd day of August 2022, 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 Ruben Torres, 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 25, 2022

Location: Center for Civic Engagement, 17th Floor – Blue Flame Building, 304 Texas Avenue, El Paso, Texas

Attendees: Total Members: 20 Quorum: 11 needed
Total Members Present (In Person): 14

Nadia Baem	Bill Burton	Arlene Carroll	Johnny Escalante
Jamie Gallagher	Sam Legate	Edgar Lopez	Pacelli Mesta
Martin Morgades	Eric Pearson	Alejo Restrepo	Peter Spier
Brad Taylor	Ruben Torres		

Total Members Present (Online): 2

Steve Ortega	Laura Popie		
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Total Members Not Present: 4

Edgar Orozco	Cynthia Ortwein	Mark Osborne	Y.I. Santoscoy
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Ex-Officio Members: None

Staff: Joe Gudenrath; Richard Bustamante; Terry Mais; Rudy Vasquez; Patricia Martinez
Guests: Bob Blumenfeld, DMD Attorney; Michael Hernandez, El Paso County Economic Development; Jon Law, Michael Nuñez & Haley Francis, UMC; Dr. Abigail Tarango, UMC Foundation

1. Call meeting to order

Ruben Torres called the meeting to order at 11:37am on August 25, 2022 in the Center for Civic Engagement, 17th Floor – Blue Flame Building, 304 Texas Avenue, 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 building of the El Paso Downtown Management District, and on the downtownelpaso.com webpage by Teresa Mais on August 22, 2022 in accordance with the Texas Open Meeting Act on the dates indicated.

2. Discussion and Possible Action pertaining to Capacity of Care presentation by Dr. Abigail Tarango, Executive Director of the University Medical Center Foundation of El Paso & El Paso Children’s Hospital Foundation.

Jon Law and Michael Nuñez provided a presentation to the DMD Board about the Capacity of Care effort. Legate verified that UMC was seeking use of Certificates of Obligation and highlighted UMC’s ability to maximize funding available to them. Ortega expressed his support for UMC’s efforts.

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CONSENT AGENDA

3. Approval of Minutes:

a. June 23, 2022 Board of Directors Meeting

4. Action to amend the DMD Board of Directors 2022 Board Meeting schedule to reschedule the September 22, 2022 meeting to September 29, 2022.

5. DMD June & July Investment Reports

- a. **TexPool Accounts – balance, rate and status**

6. Approval of Public Funds Investment Act Quarterly Report for April – June 2022.

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

- a. **El Paso Electric - \$5,000 Sponsorship of Downtown Employee Appreciation Day**
b. **George Salom, Jr. - \$1,000 Sponsorship of the Fiesta de las Luces**

Discussion: None
Moved: Martin Morgades
Seconded: Jamie Gallagher
Roll-Call Vote: For: 15; Against: 0; Abstaining: 1 (Spier); Absent: 0
Motion Approved.

REGULAR AGENDA

8. Committee Report: Finance Committee

- a. **Monthly Financial Summary**
Carroll gave a brief overview of the DMD’s current financial position.
- b. **Fiscal Audit Services RFP**
Gudenrath provided an overview of the RFP process, the responses received and the Executive & Finance Committee Recommendation.
- c. **Banking Services RFP**
Gudenrath provided an overview of the RFP process, the response received and the Executive & Finance Committee Recommendation.

9. Discussion and Action on the selection of Strickler & Prieto, LLP to perform annual financial audit services for the Downtown Management District for FY2021-2022 through FY2023-2024 (3 years) with the option to extend the relationship for FY2024-2025 through FY2025-2025 (2 years), and to authorize the Executive Director to execute an agreement for such services.

Discussion: None
Moved: Eric Pearson
Seconded: Bill Burton
Roll-Call Vote: For: 16; Against: 0; Abstaining: 0; Absent: 0
Motion Approved.

10. Discussion and Action on the selection of WestStar Bank to serve as the banking institution for the El Paso Downtown Management District.

Discussion: None
Moved: Sam Legate
Seconded: Johnny Escalante
Roll-Call Vote: For: 15; Against: 0; Abstaining: 1 (Carroll); Absent: 0
Motion Approved.

Items #11 and #12 were considered at the same time following a presentation by Gudenrath.

11. Presentation, Discussion and Action on Approval of 2022-2023 Downtown Management District Budget.

12. Discussion and Action to Approve Adoption of the Tax Assessment Rate of \$.12 per \$100 in valuation for FY 2022-2023.

Discussion: Mesta asked about the status of the Reserve Fund. Gudenrath stated that it is expected to be at approximately \$108,000 at the end of the fiscal year. Carroll stated that maintaining an adequate reserve fund is important but believes utilizing it on occasion is suitable.

Moved: Arlene Carroll
Seconded: Martin Morgades
Roll-Call Vote: For: 16; Against: 0; Abstaining: 0; Absent: 0
Motions Approved.

13. Committee Report: Grant Programs Update

- a. Grant Programs Status/Fund Balance Report
Gallagher and Gudenrath gave a brief overview of current projects and budget status.

14. Discussion and Action for Approval of Reimbursement Grant Agreements submitted by Joseph M. Nebhan for the property located at 311 E. Franklin Avenue

- a. That the Executive Director be authorized to sign a Reimbursement Grant Agreement for the Downtown Commercial Facade Improvement Grant Program for property located at 311 E. Franklin Avenue (FAC 21-06) in the amount of \$25,000.00 with said project to be completed in accordance with the execution of the Agreement.
- b. That the Executive Director be authorized to sign a Reimbursement Grant Agreement for the Downtown Signature Signage & Lighting Grant Program for property located at 311 E. Franklin Avenue (SSL 21-04) in the amount of \$12,665.20 with said project to be completed in accordance with the execution of the Agreement.

Discussion: Escalante asked if the windows were going to help with noise issues from surrounding bars/restaurants. Gudenrath stated that the applicant was interested in the project for those reasons among others.

Moved: Sam Legate
Seconded: Eric Pearson
Roll-Call Vote: For: 16; Against: 0; Abstaining: 0; Absent: 0
Motion Approved.

15. Discussion and Action to amend a Reimbursement Grant Agreement submitted by Omega Realty Corp. (Evelyn Rothbard) for the property located at 920 S. Stanton Street

- a. That the Executive Director be authorized to sign an amended Reimbursement Grant Agreement for the Downtown Commercial Facade Improvement Grant Program for property located at 920 S. Stanton Street (FAC 21-04) in the amount of \$24,140.00, an increase of \$7,500.00, with said project to be completed in accordance with the execution of the Agreement.

Discussion: None
Moved: Martin Morgades
Seconded: Eric Pearson
Roll-Call Vote: For: 16; Against: 0; Abstaining: 0; Absent: 0
Motion Approved.

16. Committee Report: Infrastructure & Advocacy Committee

- a. DMD Sanitation Program & Community Service Program Update
Morgades provided an update on the Community Service Program and current staffing levels.
- i. 15-year Fleet Replacement Plan
Morgades shared plans to replace the DMD Sanitation Fleet over the next 15 years, and the two voting items related to an initial purchase.
- b. Downtown/Uptown Master Plan Update
Morgades stated that the Steering Committee is meeting about monthly with the consultants.
- c. FY2022 Brownfields Assessment Grant
Morgades stated that the Cooperative Agreement with the EPA and a Contract Amendment with Stantec will be considered at the September Board Meeting. Spier asked about usage of the previous grant downtown. Gudenrath provided a brief summary of some of the success achieved.

Items #17 and #18 were considered at the same time.

17. Discussion and Action to authorize the Executive Director to facilitate the participation of the El Paso Downtown Management District in The Interlocal Purchasing System (TIPS) Purchasing Cooperative offered by Region VIII Education Service Center.

18. Approval of the purchase of a Ford F350 for primary use by DMD Sanitation Staff to provide services throughout the Downtown Management District (DMD). The DMD has procured the vehicle through TIPS, a regional education service center operating under Texas Education Code. DMD agrees to pay Silsbee Ford or an equivalent vendor, up to \$60,000 for the purchase and set-up of the identified vehicle with funds coming from the DMD's established Capital Fund.

Discussion: None
Moved: Eric Pearson
Seconded: Jamie Gallagher
Roll-Call Vote: For: 15; Against: 0; Abstaining: 0; Absent: 1 (Legate)
Motion Approved.

19. Committee Report: Marketing Committee

- a. Current & Upcoming DTEP Promotions
Escalante updated the Board on recent and upcoming promotions including the Tasting Tour/Restaurant Week and Fiesta de Las Luces.
- b. Social Media & INSIDER Distribution List
Escalante reviewed the continued growth in DMD Social Media profiles and efforts to utilize Tik Tok.
- c. DMD in the News
Gudenrath reviewed DMD media mentions in June & July 2022.

20. President's Report

- a. Executive Director Contract & Annual Performance Review
Torres stated that he would like to conduct the ED Annual Performance Review as regularly scheduled and engage in contract talks at the same time. Board members can expect a survey for them to complete in the near future.
- b. Legal Services
Torres provided an overview of the RFP process, the responses received and the Executive Committee Recommendation. Item #23 was considered at this time.
- c. DMD Departing Board Member
Torres thanked Laura Pople for her service to the organization.
- d. Board Nominations
Torres reviewed the slate of Board nominees for new 3 year terms, and the person identified to fill the Board vacancy.

Items #21 and #22 were considered at the same time.

21. 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 8	Cynthia Ortwein*	2021	1	August 2025
Place 9	Brad Taylor	2019	3	August 2025
Place 10	Peter Spier	2019	3	August 2025
Place 11	Johnny Escalante*	2020	1	August 2025
Place 12	Daniela Caro	NA	1	August 2025
Place 13	Eugenio Mejta	2019	2	August 2025
Place 14	Arlene Carroll	2019	5	August 2025

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

22. Discussion and Action on Appointment by Board of Directors to fill the unexpired term of Place 17 on the Downtown Management District Board with Joanne Richardson. (The appointment to fill an unexpired term does not require City Council approval and is final upon Board approval.)

Discussion: None
Moved: Eric Pearson
Seconded: Peter Spier
Roll-Call Vote: For: 13; Against: 0; Abstaining: 0; Absent: 3 (Burton, Legate, Pople)
Motion Approved.

- 23. Discussion and Action on the selection of Mendel Blumenfeld & Pulido to serve as legal counsel for the El Paso Downtown Management District.**

Discussion: None
Moved: Pacelli Mesta
Seconded: Steve Ortega
Roll-Call Vote: For: 13; Against: 0; Abstaining: 0; Absent: 3 (Burton, Legate, Pople)
Motion Approved.

24. Executive Director’s Report

- a. Power Hour Luncheon Series
Gudenrath stated a few luncheons had already been held, and thanked the Board Members who have participated. He will follow up with the remainder of Board Members to get their luncheons scheduled.
- b. MPC Feasibility Study Update
Gudenrath advised the Board that engagement from supporters of the project will be critical to the outcome of the effort.
- c. Annual Survey Update
Gudenrath advised the Board that over 1,200 people participated in the survey and the results would be presented at the September meeting.

25. Construction & Event Update

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

26. Economic Development Update by City of El Paso

No Update.

27. Economic Development Update by El Paso County

Hernandez stated that the County has developed a local market research tool for small businesses and recently installed a historical plaque outside the Hotel Paso del Norte.

28. Call to the Public* (no action)

None

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

Gudenrath showed photos of the recent mural installation and advised the Board of Winterfest sponsorship opportunities. Pearson stated that the International 10K will be returning on December 10th.

30. Discussion of the Next Board Meeting – September 29, 2022 at 11:30a.m. (no action)

31. Executive Session

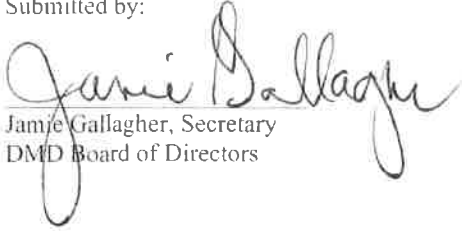
At any time during the Board Meeting, the Board may, upon motion and affirmative vote of a majority of the Board in attendance, retire into Executive Session pursuant to the Texas Government Code, Chapter 551, Sections 551.071 and 551.074(a) for the purpose of consultations with legal counsel and/or 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 and advice of counsel (551,071 -Exemption for Consultation with legal counsel),
- Discussion Regarding Executive Director Contract Renewal (Section 551,074, Personnel Matter)

32. Adjourn

By consensus of the Board the meeting adjourned at 12:56 pm.

Submitted by:


Jamie Gallagher, Secretary
DMD Board of Directors

Date: August 30, 2022