



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

*The El Paso Downtown Management District Board of Directors meeting will be held Thursday, October 27, 2022 at 11:30 a.m. at the Center for Civic Empowerment on the 17<sup>th</sup> 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=m5d57c11ab3742b6d4e6967ec7f5512c9>

- Webex Meeting Number (Access Code): 2492 566 1582
- Webex Meeting Password: ghQSK82DYb5
- Join by Phone – 1-844-992-4726 (United States Toll Free)

FILED FOR RECORD  
IN MY OFFICE

2022 OCT 24 AM 11:08

DELIA BRIONES  
COUNTY CLERK  
EL PASO COUNTY, TEXAS

**Public Comment**

The public is strongly encouraged to sign up to speak on items on this agenda before 11am, on Thursday, October 27, 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.

CITY CLERK DEPT  
2022 OCT 24 AM 10:00

**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. September 29, 2022 Board of Directors Meeting
3. DMD-August Investment Reports
  - a. TexPool Accounts – balance, rate and status
4. Approval of Public Funds Investment Act Quarterly Report for July – September 2022.
5. Acknowledgement of expenditures exceeding \$5,000 and 15% of the original budgeted amount established as part of the 2021-2022 DMD Budget:

Line No.	Item	Actual (thru September)	Budget	Variance	Explanation
3178	Special Event Coordinator	\$13,843	\$6,000	\$7,843	From Seasonal to Full Time Employee. Offset by vacant Office & Marketing Assistant position.
6017d	Rest Crawl	\$13,856	\$6,500	\$7,356	Event expansion. Net revenue over budget by \$826.
6017j	Fiesta de Las Luces	\$44,533	\$38,250	\$6,283	Sponsorship expansion. Net revenue over budget by \$7,069.

**REGULAR AGENDA**

NOTICE of DMD BOARD MEETING AGENDA – October 27, 2022

6. Election of DMD Officers: President, Vice-President, Secretary and Treasurer.
7. Discussion and Action to approve the 2022-2023 DMD Committee Charters.
8. Discussion and Action to approve the DMD Board Administrative Rules, Policies and Procedures as amended.
9. Committee Report: Finance Committee – Chair Arlene Carroll
  - a. Monthly Financial Summary
10. Committee Report: Grant Programs Update – Chair Jamie Gallagher
  - a. Grant Programs Status/Fund Balance Report
11. Discussion and Action for Approval of a Reimbursement Grant Agreement submitted by 510 Western LLC (Ricardo Fernandez) for the property located at 216 E. Overland Avenue.
  - a. That the Executive Director be authorized to sign a Reimbursement Grant Agreement for the Downtown Commercial Façade Improvement Grant Program for property located at 216 E. Overland Avenue (FAC 22-01) in the amount of \$20,800.00 with said project to be completed in accordance with the execution of the Agreement.
12. Committee Report: Infrastructure & Advocacy Committee – Chair Martin Morgades
  - a. Downtown/Uptown Master Plan Update
  - b. FY2020 & FY2022 Brownfields Assessment Grants
  - c. State Advocacy
13. Committee Report: Marketing Committee – Chair Johnny Escalante
  - a. Current & Upcoming DTEP Promotions
  - b. Social Media & INSIDER Distribution List
  - c. DMD in the News
14. President’s Report
  - a. Executive Director Contract & Annual Performance Review
  - b. DMD Holiday Social
  - c. DMD Board Vacancy
15. Possible Action to Complete Executive Director Performance Evaluation, Compensation Review and Contract Renewal.
16. Discussion and Action on Appointment by Board of Directors to fill the unexpired term of Place 3 on the Downtown Management District Board with Michael Parra. (The appointment to fill an unexpired term does not require City Council approval and is final upon Board approval.)
17. Executive Director’s Report
  - a. IDA Annual Conference Report
  - b. DMD Staffing Update
  - c. DMD Strategic Plan Update
18. Discussion and Action to authorize the Executive Director to enter into an agreement for Strategic Planning Services with Acuity Consulting and allocate \$10,000 for costs associated with the development of a Strategic Plan from Budget Line 5035 (Downtown Research) of the FY 2022-2023 Budget.
19. Construction & Event Update – Richard Bustamante
  - a. Current/Upcoming Projects and Events
20. Economic Development Update by City of El Paso (Mirella Craigo)
21. Economic Development Update by El Paso County (Michael Hernandez)

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 – Thursday, December 1, 2022 at 3pm (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, Compensation Review, and Contract Renewal (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 24<sup>th</sup> day of October 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 – October 27, 2022

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

Attendees: Total Members: 20 Quorum: 11 needed

Total Members Present (In Person): 11

Table with 4 columns and 3 rows listing attendees: Nadia Baem, Sam Legate, Peter Spier, Bill Burton, Martin Morgades, Brad Taylor, Daniela Caro, Alejo Restrepo, Ruben Torres, Jamie Gallagher, Y.I. Santoscoy.

Total Members Present (Online): 0

Empty table with 4 columns and 1 row.

Total Members Not Present: 9

Table with 4 columns and 3 rows listing absent members: Arlene Carroll, Steve Ortega, Joanne Richardson, Johnny Escalante, Cynthia Ortwein, Edgar Lopez, Mark Osborn, Pacelli Mesta, Eric Pearson.

Ex-Officio Members: None

Staff: Joe Gudenrath

Guests: Robert Aguinaga, DMD Attorney; Bob Blumenfeld, DMD Attorney (Virtual); Michael Hernandez, El Paso County Economic Development

1. Call meeting to order

Ruben Torres called the meeting to order at 11:38am on October 27, 2022 in the Center for Civic Engagement, 17<sup>th</sup> 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 October 24, 2022 in accordance with the Texas Open Meeting Act on the dates indicated.

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Line No.	Item	Actual (thru September)	Budget	Variance	Explanation
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**Discussion:** None  
**Moved:** Jamie Gallagher  
**Seconded:** Y.I. Santoscoy  
**Roll-Call Vote:** For: 10; Against: 0; Abstaining: 0; Absent: 1 (Legate – in room)  
**Motion Approved.**

### REGULAR AGENDA

**6. Election of DMD Officers: President, Vice-President, Secretary and Treasurer.**

Joe Gudenrath gave a brief overview about how the election process will be conducted. The following nominations were made and accepted. Due to the lack of contested offices, the slate was taken as one voting item.

**Nominations:**

- Martin Morgades nominated Ruben Torres as President. Y.I. Santoscoy seconded the nomination.
- Ruben Torres nominated Steve Ortega as Vice President. Brad Taylor seconded the nomination.
- Ruben Torres nominated Arlene Carroll as Treasurer. Y.I. Santoscoy seconded the nomination.
- Martin Morgades nominated Jamie Gallagher as Secretary. Bill Burton seconded the nomination.

**Discussion: None**  
**Moved:** Y.I. Santoscoy  
**Seconded:** Martin Morgades  
**Roll-Call Vote:** For: 10; Against: 0; Abstaining: 0; Absent: 1 (Legate – in room)  
**Motion Approved.**

Torres requested Items #7 & #8 be taken together.

**7. Discussion and Action to approve the 2022-2023 DMD Committee Charters.**

**8. Discussion and Action to approve the DMD Board Administrative Rules, Policies and Procedures as amended.**

Gudenrath presented the Board with a summary of proposed changes and updates to the Committee Charters and Administrative Rules.

**Discussion:** None  
**Moved:** Jamie Gallagher  
**Seconded:** Peter Spier  
**Roll Call Vote:** For: 10; Against: 0; Abstaining: 1 (Legate); Absent: 0  
**Motion Approved.**

**9. Committee Report: Finance Committee**

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

**10. Committee Report: Grant Programs Update**

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

**11. Discussion and Action for Approval of a Reimbursement Grant Agreement submitted by 510 Western LLC (Ricardo Fernandez) for the property located at 216 E. Overland Avenue.**

- a. That the Executive Director be authorized to sign a Reimbursement Grant Agreement for the Downtown Commercial Façade Improvement Grant Program for property located at 216 E. Overland Avenue (FAC 22-01) in the amount of \$20,800.00 with said project to be completed in accordance with the execution of the Agreement.

**Discussion:** Spier asked what the use of the building will be. Staff responded that it will be owner occupied with shared office space.  
**Moved:** Brad Taylor  
**Seconded:** Peter Spier  
**Roll-Call Vote:** For: 11; Against: 0; Abstaining: 0; Absent: 0  
**Motion Approved.**

**12. Committee Report: Infrastructure & Advocacy Committee**

- a. Downtown/Uptown Master Plan Update  
Morgades reported that community engagement continues to occur and the steering committee has an upcoming meeting.
- b. FY2020 & FY2022 Brownfields Assessment Grants  
Morgades reported that the FY2020 grant will be closed out in October and that we recently received the notice to proceed from the EPA regarding the FY2022 grant.
- c. State Advocacy  
Gudenrath reported that he is working with the Texas Metro Downtowns Coalition on issues of importance to urban areas. Topics include homelessness, mental illness, substance abuse, economic development, and transportation. He will return at a future board meeting with a legislative agenda developed by the Texas Metro Downtowns Coalition for Board consideration.

**13. Committee Report: Marketing Committee**

- a. Current & Upcoming DTEP Promotions  
Gudenrath updated the Board on recent promotions including the October Fiesta de Las Luces.
- b. Social Media & INSIDER Distribution List  
Gudenrath stated that metrics would be minimal until a new Marketing & Communications Manager was in place.
- c. DMD in the News  
Gudenrath reviewed DMD media mentions in September 2022.

**14. President's Report**

- a. Executive Director Contract & Annual Performance Review  
Torres stated that he would like to go into Executive Session towards the end of the meeting to discuss both the Executive Director Performance Review and a potential new contract. He added that Item #15 is an action item that they can take up following Executive Session.
- b. DMD Holiday Social  
Torres stated that the December 1 Board Meeting will be held at 3pm and the Annual DMD Holiday Social will be held immediately after. A formal invitation will be sent later.
- c. DMD Board Vacancy  
Torres stated that the Nominating Committee is nominating Michael Parra to fill the vacancy on the Board. Parra is a property owner, business owner, grant recipient and At-Large Committee Member.

Item #15 was taken up later in the meeting following Executive Session.

**15. Possible Action to Complete Executive Director Performance Evaluation, Compensation Review and Contract Renewal.**

**Motion:** Motion to finalize the Executive Director's Annual Performance Evaluation and discuss the Executive Director's contract and contract structure at a future meeting.  
**Moved:** Martin Morgades  
**Seconded:** Sam Legate  
**Roll-Call Vote:** For: 11; Against: 0; Abstaining: 0; Absent: 0  
**Motion Approved.**

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

**Discussion:** None  
**Moved:** Jamie Gallagher  
**Seconded:** Martin Morgades  
**Roll-Call Vote:** For: 11; Against: 0; Abstaining: 0; Absent: 0  
**Motion Approved.**

**17. Executive Director's Report**

- a. IDA Annual Conference Report  
Gudenrath, Torres and Morgades shared experiences and knowledge gained from attending the annual conference. The board engaged in additional discussion about homelessness, mental illness, substance abuse and security.
- b. DMD Staffing Update  
Gudenrath provided an update and timelines on filling the vacant Marketing & Communications Manager and Special Event Coordinator positions.
- c. DMD Strategic Plan Update  
Gudenrath reviewed the process for identifying a consultant and the recommendation of Acuity Consulting to lead the process.

**18. Discussion and Action to authorize the Executive Director to enter into an agreement for Strategic Planning Services with Acuity Consulting and allocate \$10,000 for costs associated with the development of a Strategic Plan from Budget Line 5035 (Downtown Research) of the FY 2022-2023 Budget.**

**Discussion:** None  
**Moved:** Jamie Gallagher  
**Seconded:** Martin Morgades  
**Roll-Call Vote:** For: 11; Against: 0; Abstaining: 0; Absent: 0  
**Motion Approved.**

**19. 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.

**20. Economic Development Update by City of El Paso**

No Update.

**21. Economic Development Update by El Paso County**

Michael Hernandez stated that he has been working with Gudenrath to meet property owners interested in redeveloping properties within Downtown El Paso. Gudenrath thanked Hernandez for his responsiveness.

**22. Call to the Public\* (no action)**

None

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

None

**24. Discussion of the Next Board Meeting – December 1, 2022 at 3p.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, Compensation Review, and Contract Renewal (Section 551.074, Personnel Matter)

**Motion to enter into Executive Session**

**Moved:** Y.I. Santoscoy

**Seconded:** Martin Morgades

**Voice Vote:** For: 11; Against: 0; Abstaining: 0; Absent: 0

**Motion Approved to enter into Executive Session at 12:29pm.**

**Motion to return to the Regular Board Meeting**

**Moved:** Peter Spier

**Seconded:** Martin Morgades

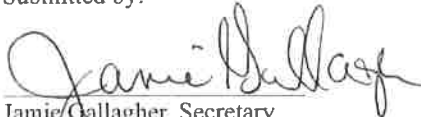
**Voice Vote:** For: 11; Against: 0; Abstaining: 0; Absent: 0

**Motion Approved to return to the Regular Board Meeting at 1:10pm.**

**26. Adjourn**

By consensus of the Board the meeting adjourned at 1:13 pm.

Submitted by:

  
Jamie Gallagher, Secretary  
DME Board of Directors

Date: Nov. 21, 2022