



## Board of Directors Joint Meeting Agenda

<b>Date of Meeting:</b>	<b>2/13/2024</b>	<b>Time:</b>	<b>4:00 PM</b>
<b>Board Chairs:</b>	David Boring/Kathryn Davis	<b>Location:</b>	953 10 <sup>th</sup> Street
<b>1. Discussion Items</b>			
<b>#</b>	<b>Topics</b>	<b>Presenter</b>	
1	Open Meeting and Introductions (10 min)	David B. & Kathryn D.	
2	DID Approval of Minutes (2 min)	David B.	
3	DMP Approval of Minutes (2 min)	Kathryn D.	
4	Public Comments (The Board of Directors welcomes participation in meetings. This time on the agenda is provided for members of the public to address the Board of Directors of DMP on matters of concern that fall within the jurisdiction of the Board that are not on the agenda. Speakers are encouraged to consult with management prior to agenda preparation regarding any DMP operation or responsibility. As per the Brown act, no action can be taken on non-agenda issues. It is not required, but speakers may provide their name and address. Because these are non-agenda matters, no discussion or comment by the Board should be expected except to properly refer the matter for review or action as appropriate. Public Comments will be limited to five minutes per speaker.) (5 min)	Any	
5	Downtown Administrative Report (Recap of recent activities and upcoming initiatives: 2024 board meeting schedule, Annual Report, DMP programs and sponsorships, Downtown Nightlife, Synching Up of Downtown Organizations) (20 Min)	Heidi S./Kathryn D.	
6	DID Action: Discuss Financials (10 Min)	Heidi S.	
7	DMP Action: Discuss Financials (10 Min)	Kathryn D.	
8	City of Modesto – Community & Economic Development Report (10 Min)	Jessica Hill	
9	DMP Action: Discuss 2024 Board Member and Officer Nominations (5 min)	Kathryn D.	
10	DID Action: Discuss 2024 Board Member and Officers (5 min)	Heidi S.	
11	DMP Action: Discuss adding new Executive Committee Officers to Oak Valley and Valley First bank accounts (5 min)	Kathryn D.	
12	DID Action: Discuss adding new Executive Committee Officers to Bank of Stockton bank accounts (5 min)	Heidi S.	
13	DID Action: Discuss transferring unused operational funds into reserve checking account. (5 min)	Heidi S.	
14	DMP Action: Discuss the development of a RAD Card phase out plan (10 min)	Kathryn D.	
15	Board Member Forum (15 min)	Any	
16	Adjourn Regular Meeting	David B./ Kathryn D.	

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## 2. Pre-work/Preparation (documents/handouts to bring, reading material, etc.)

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Description	Brought by
DID 11/17/23 Board Meeting Minutes	Elizabeth B.
DMP 11/17/23 Board Meeting Minutes	Elizabeth B.
Admin Report Materials	Elizabeth B.
DID Financials through 1/31/2024	Elizabeth B.
DMP Financials through 1/31/2024	Elizabeth B.
2024 DMP Board and Officer Nominations	Elizabeth B.
2024 DID Board and Officer Nominations	Elizabeth B.

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## Board of Directors Meeting Minutes

Date of Meeting:	<b>11/15/2023</b>	Time:	<b>4:00 PM</b>
Minutes Prepared By:	Elizabeth Buenrostro	Location:	953 10 <sup>th</sup> Street (Greens)

### Attendance

**Present** DMP: Barrett Lipomi, Ann Endsley, Kathryn Davis, Charles Doll, David Boring, Sue Zwahlen, Blaine Cox, Blake Humble

DID: Charles Doll, David Boring, Maria Apodaca, Paul Adams, Julie Betts-Albert, Esperanza Vargas, Amanda Heitlinger, Sarah Aaronson

**Absent** DMP: Erin Doran, David Darmstandler

**Others** Heidi Savage, Stephanie Foster, Elizabeth Buenrostro, Sara Dominguez, Jessica Hill

### Discussion

# Topics

1	Open Meeting - Barrett opened the meeting at 4:10 p.m.	Barrett L.
2	Open Meeting and Introductions - General reintroduction with the new Interim CEO, Heidi Savage.	David B./Barrett L.
3	DID Approval of Minutes - David called for approval of the minutes for the meeting of 09/19/2023. o DID Board approved the minutes as presented (A. Heitlinger / J. Betts-Albert; Unanimous)	David B.
4	DMP Approval of Minutes - Barrett called for approval of the minutes for the meeting of 05/17/2023. o DMP Board approved the minutes as presented (K. Davis / D. Boring; Unanimous) - Barrett called for approval of the minutes for the meeting of 09/20/2023. o DMP Board approved the minutes as presented (C. Doll / K. Davis; Unanimous)	Barrett L.
5	Public Comments - No public comments were made.	Any
6	Downtown Administrative Report - Heidi and Barrett, along with the DMP staff, recapped both recent and upcoming activities, programs and initiatives.	Heidi S./Barrett L.
7	DID Action: Discuss Financials - Heidi presented the financials to the board. o Board approved financials for July 2023 – October 2023 as presented. (C. Doll/ A. Heitlinger; Unanimous)	Heidi S.

8	DMP Action: Discuss Financials <ul style="list-style-type: none"> <li>- Barrett presented the financials to the board. <ul style="list-style-type: none"> <li>o Board approved financials for YTD 10/31/23 as presented. (K. Davis/ B. Humble; Unanimous)</li> </ul> </li> </ul>	Barrett L.
9	City of Modesto – Community & Economic Development Report <ul style="list-style-type: none"> <li>- Jessica presented an economic development report for the City of Modesto.</li> </ul>	Jessica H.
10	DMP Action: Executive Team Recommendation – Discuss FY 2024 Operating Budget <ul style="list-style-type: none"> <li>- Heidi presented the FY 2024 operating budget. <ul style="list-style-type: none"> <li>o Board approved the budget as presented. (C. Doll/ D. Boring; Unanimous)</li> </ul> </li> </ul>	Heidi S.
11	DMP Action: Discuss 2024 Board Member and Officer Nominations <ul style="list-style-type: none"> <li>- Barrett presented the board member and office nominations for 2024. <ul style="list-style-type: none"> <li>o Board made a motion to finalize the nominations before the end of 2023 at the next executive team meeting. (B. Lipomi/ K. Davis; Unanimous)</li> </ul> </li> </ul>	Barrett L.
12	Board Member Forum <ul style="list-style-type: none"> <li>- There was a general round table discussion.</li> </ul>	David B./Barrett L.
13	Adjourn Regular Meeting <ul style="list-style-type: none"> <li>- Barrett adjourned the meeting at 6:21 pm.</li> </ul>	Barrett L./David B.

NEXT MEETING (if applicable)

Date: 02/13/2024

Time: 4:00 p.m.

Location: 953 10<sup>th</sup> St.

# **2024 Proposed Meeting Schedule**

## DID and DMP Joint Board Meetings And Executive Committees

March 12	DMP Executive Committee
April 9	<b>Joint Board Meeting</b>
May 14	<b>Joint Board Meeting and DID Executive Committee (Closed Session)</b>
June 11	<b>NO MEETING</b>
July 9	<b>NO MEETING</b>
August 13	DMP Executive Committee
September 10	<b>Joint Board Meeting</b>
October 8	Executive Committee
November 12	<b>Joint Board Meeting (Annual Meeting)</b>
December 10	Executive Committee

**Modesto Downtown Improvement District**  
**Budget vs. Actuals: FY24 P&L**  
July 2023 - January 2024

	Total			
	Actual	Budget	Variance	% of Budget
<b>Revenue</b>				
41000 Mill Tax DID	150,358.00	209,000.00	-58,642.00	71.94%
City DID Administration Fee		-6,392.00	6,392.00	0.00%
<b>Total Revenue</b>	<b>\$ 150,358.00</b>	<b>\$ 202,608.00</b>	<b>-\$ 52,250.00</b>	<b>74.21%</b>
<b>Gross Profit</b>	<b>\$ 150,358.00</b>	<b>\$ 202,608.00</b>	<b>-\$ 52,250.00</b>	<b>74.21%</b>
<b>Expenditures</b>				
51000 Marketing Expense			0.00	
Advertisement and Sponsorship	5,222.78	4,900.00	322.78	106.59%
Social Media	4,200.00	7,200.00	-3,000.00	58.33%
Website Development	1,550.00	1,400.00	150.00	110.71%
<b>Total 51000 Marketing Expense</b>	<b>\$ 10,972.78</b>	<b>\$ 13,500.00</b>	<b>-\$ 2,527.22</b>	<b>81.28%</b>
52000 Board Meetings	5.35	1,500.00	-1,494.65	0.36%
52010 City of Modesto Administrative Fee	2,500.00		2,500.00	
52025 Contractor Reimbursable - Field Services	15,000.00	31,500.00	-16,500.00	47.62%
52050 Dues & Subscriptions	1,253.95	2,000.00	-746.05	62.70%
52075 Insurance	2,255.00	3,500.00	-1,245.00	64.43%
52100 Office Lease	6,080.35	10,300.00	-4,219.65	59.03%
52150 Office Supplies & Misc.	211.58	2,000.00	-1,788.42	10.58%
52175 Payroll Expenses	\$ 46,587.11	\$ 107,300.00	-\$ 60,712.89	43.42%
52200 Postage & Shipping		100.00	-100.00	0.00%
52300 Professional Development		1,500.00	-1,500.00	0.00%
52325 Board Member Development		1,000.00	-1,000.00	0.00%
52350 Professional Services		500.00	-500.00	0.00%
Accounting Services	2,550.00	5,100.00	-2,550.00	50.00%
CPA Services	750.00	850.00	-100.00	88.24%
Misc. Professional Services		975.00	-975.00	0.00%
<b>Total 52350 Professional Services</b>	<b>\$ 3,300.00</b>	<b>\$ 7,425.00</b>	<b>-\$ 4,125.00</b>	<b>44.44%</b>
52400 Programs & Events			0.00	
Beautification/Area Enhancement	653.25	6,800.00	-6,146.75	9.61%
Promotions/Events	3,218.99	8,000.00	-4,781.01	40.24%
<b>Total 52400 Programs &amp; Events</b>	<b>\$ 3,872.24</b>	<b>\$ 14,800.00</b>	<b>-\$ 10,927.76</b>	<b>26.16%</b>
52500 Travel & Entertainment	238.73	2,500.00	-2,261.27	9.55%
52700 Utilities & Telephone	567.90	1,500.00	-932.10	37.86%
59050 Bank Charges & Fees	55.75	125.00	-69.25	44.60%
Contingency Reserves		2,058.00	-2,058.00	0.00%
<b>Total Expenditures</b>	<b>\$ 92,900.74</b>	<b>\$ 202,608.00</b>	<b>-\$ 109,707.26</b>	<b>45.85%</b>
<b>Net Operating Revenue</b>	<b>\$ 57,457.26</b>	<b>\$ 0.00</b>	<b>\$ 57,457.26</b>	
<b>Other Revenue</b>				
48010 Interest Earned	1,146.03		1,146.03	
<b>Total Other Revenue</b>	<b>\$ 1,146.03</b>	<b>\$ 0.00</b>	<b>\$ 1,146.03</b>	
<b>Net Other Revenue</b>	<b>\$ 1,146.03</b>	<b>\$ 0.00</b>	<b>\$ 1,146.03</b>	
<b>Net Revenue</b>	<b>\$ 58,603.29</b>	<b>\$ 0.00</b>	<b>\$ 58,603.29</b>	

**Note:**

Reserve account balance as of 01/31/2024                   \$           96,453.34

# **Downtown Modesto Partnership**

## **Board Officers Nominees for Year 2024**

- Chair: Kathryn Davis, Valley First Credit Union
- Vice-President: Charles Doll, Omega Pacific Insurance Solutions
- Treasurer: Gabriela Guerrini, The State Theatre
- Secretary: Blaine Cox, Berliner Cohen LLP

## **Board of Directors for Year 2024**

- David Boring - Never Boring
- Ann Endsley - Greens on Tenth
- Blake Humble – Churchkey, Commonwealth
- Sue Zwahlen – Mayor, City of Modesto



## **Board Officers & Executive Committee Nominees for 2024**

- Board Chair – David Boring
- Vice Chair – Amanda Heitlinger
- Executive Committee – Maria Apodaca

## **Board Members for 2024**

- Sarah Aaronson
- Paul Adams
- Julie Betts-Albert
- Esperanza Vargas