

Board of Directors Meeting Minutes

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| Date of Meeting: | 09/10/2025 | Time: | 4:00 PM |
| Minutes Prepared By: | Elizabeth Buenrostro | Location: | 1003 10 th St. Suite A |

Attendance

Present DMP: Sue Zwahlen, Gabriela Guerrini, Chad Hilligus, Blake Humble, Blaine Cox, Chelsie Webster, Mike Moradian

DID: Amanda Heitlinger, Maria Apodaca, Esperanza Vargas (proxy for Paul Adams), Edward Rubalcaba, Julie Betts-Albert, Michelle Patino, Thomas Guerrero, Sarah Aaronson

Absent DMP: Ann Endsley, Carlos Villapudua
DID: Paul Adams

Others Heidi Savage, Elizabeth Buenrostro, Sandra Hilton-Kaepp, Jessica Hill, Eric Bonander, Todd Aaronson, Walter Eichinger, Michael Ijams

Discussion

| # | Topics | |
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| 1 | Open Meeting and Introductions - Gabriela opened the meeting at 4:05 p.m. | Gabriela G./Amanda H. |
| 2 | DID Approval of 5/14/2025 Joint Board Minutes - Amanda called for approval of the minutes for the meeting of 5/14/2025 o Board approved the minutes as presented (J. Betts-Albert, E. Vargas; Unanimous) | Amanda H. |
| 3 | DMP Approval of 5/14/2025 Joint Board Minutes - Gabriela called for approval of the minutes for the meeting of 5/14/2025 o Board approved the minutes as presented (C. Hilligus/ S. Zwahlen/ B. Cox abstained; Unanimous) | Gabriela G. |
| 4 | Public Comments - Walter Eichinger, senior vice president of Brenden Theatres, expressed interest in being involved in future meetings. He stated that staying informed about downtown activities would help support his business. | Any |
| 5 | DID Action: Discuss 2024-2025 FYE Financials - Sandra presented the 2024-2025 FYE financials to the board. o Board approved 2024-2025 FYE financials as presented: (E. Rubalcaba/ S. Aaronson; Unanimous) | Sandra H.. |
| 6 | DID Action: Discuss Financials - Amanda presented the July 2025-August 2025 financials to the board o Board approved the financials as presented (S. Aaronson/ E. Vargas; Unanimous) | Amanda H. |

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| 7 | DMP Action: Discuss Financials <ul style="list-style-type: none"> - Heidi presented the YTD 7/31/25 financials to the board <ul style="list-style-type: none"> o Board approved the financials as presented (B. Cox/ M. Moradian; Unanimous) | Heidi S. |
| 8 | City of Modesto Updates <ul style="list-style-type: none"> - Jessica provided a comprehensive update on current City of Modesto initiatives, recent developments, and upcoming projects relevant to the downtown district. | Jessica H. |
| 9 | Board Member Forum <ul style="list-style-type: none"> - There was a general round table discussion | Any |
| 10 | Adjourn Regular Meeting <ul style="list-style-type: none"> - Gabriela adjourned the meeting at 5:25 p.m. | Gabriela G. |
| 2. | DMP Closed Session – Government Code Section 54956.9(d)(2) | Michael B. Ijams, Berliner Cohen, LLP |
| 1. | Conference with Legal Counsel – Anticipated Litigation Significant exposure to litigation (One potential matter) | |
| 3. | Discussion Items | |
| 1. | Open DMP Meeting <ul style="list-style-type: none"> - Gabriela opened the meeting at 6:19 PM | Gabriela G. |
| 2. | DMP Action: Discuss wind-down and termination of the RAD Card <ul style="list-style-type: none"> - No action was taken. The CEO will work with legal counsel to determine the most appropriate and effective process for sunseting the RAD Card program. | Gabriela G. |
| 3. | Adjourn DMP Meeting <ul style="list-style-type: none"> - Gabriela adjourned the meeting at 6:47 PM | Gabriela G. |
| NEXT MEETING | | |
| | - Date: 11/12/2025 | Time: 4:00 p.m. Location: 953 10 th Street |