

Board of Directors Joint Meeting Agenda

Date of Meeting:	2/11/2026	Time:	4:00 PM
Board Chairs:	Amanda Heitlinger/Gabriela Guerrini	Location:	953 10 th Street
1. Discussion Items			
#	Topics	Presenter	
1	Open Meeting and Introductions (5 min)	Amanda H. / Gabi G.	
2	Presentation and discussion about board governance work groups	Amy Wolfe	
3	DID Approval of Minutes (2 min)	Amanda H.	
4	DMP Approval of Minutes (2 min)	Gabi G.	
5	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	
6	Downtown Administrative Report (Recap of recent activities and upcoming initiatives: Downtown Ambassadors, Board Meeting Schedule, February priorities) (15 Min)	Sandra H. / Heidi S.	
7	DID Action: Discuss Financials (10 Min)	Sandra H.	
8	DMP Action: Discuss Financials (10 Min)	Heidi S.	
9	DMP Action: Discuss 2026 Board Member and Officer Nominations	Heidi S.	
10	DMP: ARPA Beautification Projects Update	Heidi S.	
11	DID Action: Discuss DID/DMP Sponsorship Criteria	Sandra H.	
12	DMP Action: Discuss DID/DMP Sponsorship Criteria	Heidi S.	
13	City of Modesto Updates (10 Min)	City of Modesto Staff	
14	Board Member Forum (10 min)	Any	
15	Adjourn Regular Meeting	Amanda H. / Gabi G.	

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

Description	Brought by
11/12/2025 DID Board Meeting Minutes	Heidi S.
11/12/2025 DMP Board Meeting Minutes	Heidi S.
Admin Report Materials	Heidi S.
2026 Board and Officer Nominations	Heidi S.
DID Financials through 12/31/2025	Heidi S.
DMP Financials through 12/31/2025	Heidi S.
DID/DMP Sponsorship Criteria	Heidi S.

Board of Directors Meeting Minutes

Date of Meeting:	11/12/2025	Time:	4:00 PM
Minutes Prepared By:	Elizabeth Buenrostro	Location:	953 10 th Street

Attendance

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

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

Absent DMP: Ann Endsley, Blake Humble
DID: Paul Adams, Esperanza Adams, Edward Rubalcaba, Thomas Guerrero

Others Heidi Savage, Elizabeth Buenrostro, Sandra Hilton-Kaepf, Sara Lowry-Dominguez, Jessica Hill, Eric Bonander

Discussion

#	Topics	
1	Open Meeting and Introductions - Gabriela opened the meeting at 4:06 p.m.	Gabriela G./Amanda H.
2	DID Approval of 9/10/2025 Joint Board Minutes - Amanda called for approval of the minutes for the meeting of 9/10/2025 o Board approved the minutes as presented (J. Betts-Albert/ S. Aaronson; Unanimous)	Amanda H.
3	DMP Approval of 9/10/2025 Joint Board Minutes - Gabriela called for approval of the minutes for the meeting of 9/10/2025 o Board approved the minutes as presented (C. Webster/ C. Hilligus; Unanimous)	Gabriela G.
4	Public Comments - No public comments were made	Any
5	Downtown Administrative Report - Sandra and Heidi recapped both recent and upcoming activities, programs and initiatives.	Sandra H./ Heidi S.
6	DID Action: Discuss Financials - Sandra presented the July 2025 - October 2025 financials to the board o Board approved the financials as presented (S. Aaronson/ M. Patino; Unanimous)	Sandra H.
7	DMP Action: Discuss Financials - Heidi presented the YTD 9/30/25 financials to the board o Board approved the financials as presented (B. Cox/ C. Villapudua; Unanimous)	Heidi S.

Modesto Downtown Improvement District
Budget vs. Actuals: FY26 P&L
July 2025 - December 2025

	Total			
	Actual	Budget	Variance	% of Budget
Revenue				
41000 Mill Tax DID	148,987.00	208,500.00	-59,513.00	71.46%
City DID Administration Fee	1,399.13	-7,388.00	8,787.13	-18.94%
Total Revenue	\$ 150,386.13	\$ 201,112.00	-\$ 50,725.87	74.78%
Gross Profit	\$ 150,386.13	\$ 201,112.00	-\$ 50,725.87	74.78%
Expenditures				
51000 Marketing Expense				
Advertisement and Sponsorship	3,472.11	10,000.00	-6,527.89	34.72%
Social Media	3,000.00	7,560.00	-4,560.00	39.68%
Total 51000 Marketing Expense	\$ 6,472.11	\$ 17,560.00	-\$ 11,087.89	36.86%
52025 Field Service Reimbursements	16,908.00	36,000.00	-19,092.00	46.97%
52050 Dues & Subscriptions	719.88	4,397.00	-3,677.12	16.37%
52075 Insurance		2,500.00	-2,500.00	0.00%
52100 Office Lease	3,097.65	8,955.00	-5,857.35	34.59%
52150 Office Supplies & Misc.	775.89	2,000.00	-1,224.11	38.79%
52170 Contracted Services	30,128.94	70,000.00	-39,871.06	43.04%
52200 Postage & Shipping	16.85	75.00	-58.15	22.47%
52300 Professional Development	500.00	3,000.00	-2,500.00	16.67%
52350 Professional Services				
Accounting Services	2,814.35	6,000.00	-3,185.65	46.91%
CPA Services		1,000.00	-1,000.00	0.00%
Misc. Professional Services	74.45	1,000.00	-925.55	7.45%
Total 52350 Professional Services	\$ 2,888.80	\$ 8,000.00	-\$ 5,111.20	36.11%
52400 Programs & Events				
Banners	5,218.68	5,000.00	218.68	104.37%
Beautification/Area Enhancement	11,091.91	20,000.00	-8,908.09	55.46%
Business Improvement Development				
Promotions/Events	4,800.00	15,000.00	-10,200.00	32.00%
Total 52400 Programs & Events	\$ 22,829.86	\$ 45,000.00	-\$ 22,170.14	50.73%
52500 Travel & Entertainment	745.56	2,000.00	-1,254.44	37.28%
52700 Utilities & Telephone	838.68	1,500.00	-661.32	55.91%
59050 Bank Charges & Fees	17.50	125.00	-107.50	14.00%
59075 Contingency Reserves	10,000.00		10,000.00	
Total Expenditures	\$ 95,939.72	\$ 201,112.00	-\$ 105,172.28	47.70%
Net Operating Revenue	\$ 54,446.41	\$ 0.00	\$ 54,446.41	
Other Revenue				
48010 Interest Earned	3,186.45		3,186.45	
Total Other Revenue	\$ 3,186.45	\$ 0.00	\$ 3,186.45	
Net Other Revenue	\$ 3,186.45	\$ 0.00	\$ 3,186.45	
Net Revenue	\$ 57,632.86	\$ 0.00	\$ 57,632.86	

**Downtown Modesto Partnership
Budget v Actual 12/31/25
General Administration**

	YTD Actual	YTD Budget	YTD Variance	Annual Budget	% of Annual Budget	
Revenue						
31020 Board Donations	900.00	900.00	-	900.00	100.00%	
31030 CBD Income	838,341.87	831,945.64	6,396.23	831,945.64	100.77%	
31040 Contracted Services	127,258.75	114,912.00	12,346.75	114,912.00	110.74%	
31060 Sublease	8,320.42	-	8,320.42	-	#DIV/0!	
31050 Donations	8,422.84	-	8,422.84	-	#DIV/0!	
Events & Activities	86,119.99	60,000.00	26,119.99	60,000.00	143.53%	
31015 Bank Interest	16,723.85	400.00	16,323.85	400.00	4180.96%	
Total Revenue	1,086,087.72	1,008,157.64	77,930.08	1,008,157.64	107.73%	
Expenditures						
Bank Fees	-	50.00	(50.00)	50.00	0.00%	
41010 Benefits						
Health Insurance	26,530.10	24,000.00	2,530.10	24,000.00	110.54%	
Pension	8,572.97	15,000.00	(6,427.03)	15,000.00	57.15%	
41020 Board Meetings & Convenings	-	500.00	(500.00)	500.00	0.00%	
41040 Dues, Subscriptions, Licenses	13,216.83	9,700.00	3,516.83	9,700.00	136.26%	
41041 Employee Parking	2,240.00	4,800.00	(2,560.00)	4,800.00	46.67%	
41050 Events/Activities	51,037.43	40,000.00	11,037.43	40,000.00	127.59%	
41075 Cyber Insurance	12,638.52	13,900.00	(1,261.48)	13,900.00	90.92%	
41070 Liability Insurance	11,018.85	16,500.00	(5,481.15)	16,500.00	66.78%	
Ambassador's Uniform	3,632.36	-	3,632.36	-	0.00%	
41090 Office Improvements & Maint.	4,406.01	3,000.00	1,406.01	3,000.00	146.87%	
41100 Office Equipment & Supplies	12,372.65	10,000.00	2,372.65	10,000.00	123.73%	
41110 Outside Services						
Auditor/CPA	1,530.00	24,000.00	(22,470.00)	24,000.00	6.38%	
Accounting	14,301.48	25,000.00	(10,698.52)	25,000.00	57.21%	
Legal	693.60	12,000.00	(11,306.40)	12,000.00	5.78%	
Independent Contractor (Creative)	48,000.00	48,000.00	-	48,000.00	100.00%	
41000 Advertising/Marketing	759.74	8,500.00	(7,740.26)	8,500.00	8.94%	
Rank Security	28,880.00	24,000.00	4,880.00	24,000.00	120.33%	
SinglePoint	7,239.60	8,000.00	(760.40)	8,000.00	90.50%	
StreetPlus	277,638.78	274,000.00	3,638.78	274,000.00	101.33%	
RAD Operations	188,367.88	40,000.00	148,367.88	40,000.00	470.92%	
41120 Payroll	320,080.85	275,000.00	45,080.85	275,000.00	116.39%	
41130 Payroll Tax Expense	25,865.54	30,000.00	(4,134.46)	30,000.00	86.22%	
41140 Postage & Delivery	154.70	250.00	(95.30)	250.00	61.88%	
41150 Professional Development	2,531.25	8,000.00	(5,468.75)	8,000.00	31.64%	
41155 Public Space Beautification	4,850.00	5,000.00	(150.00)	5,000.00	97.00%	
41160 Rent	50,860.97	50,928.00	(67.03)	50,928.00	99.87%	
41170 Sponsorship	10,800.00	11,500.00	(700.00)	11,500.00	93.91%	
41170 Travel & Entertainment	2,710.71	6,000.00	(3,289.29)	6,000.00	45.18%	
41180 Utilities	8,265.78	14,000.00	(5,734.22)	14,000.00	59.04%	
41200 Workers Compensation	1,739.69	1,500.00	239.69	1,500.00	115.98%	
Total Expenditures	1,140,936.29	1,003,128.00	137,808.29	1,003,128.00	113.74%	100.00%
						Anticipated
Net Revenue	(54,848.57)					
Valley First Credit Union - Chkg	49,194.45					
Valley First Credit Union - Svgs	25,340.09					
Valley First CU - CD	437,918.71					
Total Cash On Hand - Operating	512,453.25					
Total Cash - ARPA (VFCU)	663,385.51					
Total Cash - RAD (Oak Valley)	-					
Total Cash - Organization Wide	1,175,838.76					

Downtown Modesto Partnership
 RAD Card Activity
 January 1, 2025 through December 31, 2025

		<u>RAD Card Payable</u>
Beginning Balance		\$ 243,745.20
Insurance Refund	\$ -	
Merchant Deposits	-	
Chargeback Recovery	-	
Bank Interest	<u>60.51</u>	
Total Deposits		60.51
Processing Fees - Merchant	(558.83)	
Chargebacks - Merchant	(297.85)	
RAD Balance Refunds	(47,473.74)	
Vendor Payments - Tipalti	<u>(195,475.29)</u>	
Total Expenditures		<u>(243,805.71)</u>
Ending Balance (Liabilities)		<u>\$ -</u>
Cash - OVCB	\$ -	
Cash - Tipalti	-	
Admin Portion	-	
A/P Timing	<u>-</u>	
Ending Balance (Assets)		<u>\$ -</u>

		<u>RAD Card Administration</u>
Beginning Balance - Carryover from Prior Years		\$ 103,930.88
RAD Income - In Kind		13,457.55
RAD Expenses		
Customer Service	\$ -	
Amazon Web Services	1,436.72	
App Development	94,323.88	
IN-Kind App Development	13,450.00	
Bank Fees	115.00	
Professional Fees	31,476.50	
Postage	293.95	
RAD Close Out	60,729.38	
Payroll (Liz & Sara)	-	
Marketing & Website	<u>-</u>	
Total RAD Expenses		<u>201,825.43</u>
Net RAD Admin Income		<u>(188,367.88)</u>
Total RAD Available Ending Balance		<u>(84,437.00)</u>
Posted Receivables	\$ -	
Indicated Cash Balance - RAD Admin		<u>(84,437.00)</u>
		<u>\$ (84,437.00)</u>

**Downtown Modesto Partnership
Budget v Actual 12/31/25
ARPA Funds Administration**

	<u>YTD Actual</u>
Revenue	
ARPA Funds Received	700,000.00
Total Revenue	<u>700,000.00</u>
Expenditures	
Project:	-
Office Supplies	-
Public Space Beautification	17,675.83
Advertising/Marketing	11,172.38
Contracted Services	4,500.00
TBD	-
Unknown Deposit	-
Total Expenditures	<u>33,348.21</u>
Net Restricted Balance Remaining	<u><u>666,651.79</u></u>

Downtown Modesto Partnership

Board of Directors Nominees for Year 2026

- Ann Endlsey – Greens on Tenth
- Chad Hilligus – Gallo Center for the Arts
- Robert Lytle – Brenden Theaters
- Makayla Whitney – Berliner Cohen, LLP
- Sue Zwahlen – Mayor, City of Modesto

Board Officers Nominees for Year 2026

- Chair: Gabriela Guerrini – The State Theatre
- Vice-President: Mike Moradian – Peace of Mind Pest Control
- Treasurer: Casey Kahler – Graceada Partners
- Secretary: Chelsie Webster – Modesto Children’s Museum

Downtown Modesto Sponsorship Criteria

The Modesto Downtown Improvement District and DoMo Partnership will each budget up to \$10,000 per year to sponsor activities and events that are beneficial to the downtown. The director of each organization has the authority to sponsor activities and events that pass the sponsorship test, as outlined below, provided any single sponsorship in excess of \$1,000 will require approval from the respective organization's Executive Committee.

- 1) Does it fit the downtown brand of: Comfortable Cosmopolitan — Where Culture, Cuisine and Community Connect?
- 2) Does it complement the downtown plan and strategic direction?
- 3) Does it contribute to the beautification, vibrancy, and economic development of downtown?
- 4) Is it produced by a nonprofit entity?
- 5) In addition to the above, events should:
 - a. Have targeted audiences/themes but remain open and welcoming to all (have something for everybody).
 - b. Provide multiple activities and sensory experiences to keep visitors engaged (e.g., music, food, and overlapping activities that cater to differing interests).
 - c. Be coordinated with downtown businesses and organizations well in advance to ensure minimal interruption and provide opportunities for them to participate through vendor booths, sponsorship, handouts, etc.
 - d. Keep street closures or barricades to a minimum (i.e., disruption of normal downtown circulation patterns should be minimized). Wherever possible, events should be contained within sidewalk or plaza areas. Events with limited attendance and/or that take place on sidewalks, plazas, etc. do not require street closures.
 - e. Not gate patrons out of downtown (i.e., prohibit entry or require an admission fee to access streets or businesses).