

I. **CALL TO ORDER:** The meeting was called to order at 8:33 AM with Chair Andy Gilbert presiding.

II. **ROLL CALL:**

Present: Andrew Agbay
Matthew Baumgarten
Donna Dirkse
Jennifer Finney
Scott Francis
Andy Gilbert
Chris Gross
Matteo Passalacqua
Brian Zifkin

Absent: Petro Drakopoulos – *excused*
Maggie Gable – *excused*
Eli Hurwitz – *excused*
Mitchell Moses – *excused*
Razur Rahman – *excused*
Wayne Wudyka – *excused*

Also present: Steve Baker, City Council Liaison
Vivian Carmody, Berkley DDA Director
Greg Elliot, DDA Attorney
Matt Trotto, Planning Commission Liaison
Nicole Miller, Chamber of Commerce Liaison
Charles Tyrrell
Wendi Zabramski

III. **APPROVAL OF AGENDA:** On motion by Baumgarten and second by Dirkse, the agenda was unanimously approved by the Board.

IV. **APPROVAL OF MINUTES:**

A. **Regular meeting of June 12, 2019:** On motion by Dirkse and second by Francis, the minutes were unanimously approved by the Board.

V. **TREASURER'S REPORT:**

In Moses' absence, Carmody reported that some larger bills for 2018/19 expenses are still coming in, including MOGO, that will apply to last year's budget. The fund balance will probably end up higher than projected at the beginning of the fiscal year.

Dirkse moved to approve the Treasurer's Report, Gross seconded, and the motion was unanimously approved by the Board.

VI. DISCUSSION/ACTION ITEMS:

A. MOGO Agreements

The two MOGO agreements, the Memorandum of Understanding and Operating Agreement, had been sent in the Board packet prior to the meeting. Attorney Elliot had reviewed both documents, gave a brief description of what they covered, and asked if Board members had questions about them.

1. MOU

The Memo of Understanding is an agreement with the City of Detroit for the administration of the Federal Transit Administration grant. Elliot noted the only difference between Berkley's and the other communities' agreements, Ferndale, Huntington Woods, Oak Park, and Royal Oak, were that mayors of those cities were signatories to the agreements rather than the DDA chair. Bikes and bike stations are covered by this agreement. Before the agreement was approved, Zifkin wanted more detail on the costs to replace bikes if they were stolen or damaged as it could run into several thousands of dollars.

Agbay moved to approve the MOGO Memorandum of Understanding and Dirkse seconded. Agbay, Dirkse, Baumgarten, Finney, Francis, Gilbert, Gross, and Passalacqua voted in favor, and Zifkin voted against. The motion passed 8 to 1.

2. Operating Agreement

Elliot reported this agreement outlines continuing costs for operation going forward, with 2019/20 cost being \$1,600.00. Included in the agreement is a 180-day window to terminate.

Baumgarten moved to approve the MOGO Operating Agreement and Dirkse seconded. Baumgarten, Dirkse, Agbay, Finney, Francis, Gilbert, Gross, and Passalacqua voted in favor, and Zifkin voted against. The motion passed 8 to 1.

B. Façade Grant Application

1. Pure Cure

Carmody reported Pure Cure had applied for a matching grant of \$1,000.00 for their façade improvements, which the Design Committee recommended rewarding as a maximum. She showed a rendering of the façade changes. Gross moved to approve the 50/50 matching grant up to the amount of \$1,000.00, Dirkse seconded, and the motion was unanimously approved by the Board.

C. Mural Applications

1. Folio Offices (2)

Carmody showed renderings of the two murals Folio was applying to install, one on their rear wall and one on their garage. Both were brightly colored tropical motifs. Both artists involved signed the applications.

2. Neighbor's Shoppe

The Neighbor's Shoppe mural includes a dinosaur image and is also brightly colored.

3. The Wedding Shoppe

Their mural has a floral motif on a purple or black background.

All three applications had been approved by the Public Art Committee. Baumgarten asked if there were any copyright issues with the Godzilla depiction in the Neighbor's mural, and Dirkse responded that it's not actually Godzilla, just a generic dinosaur. Baumgarten moved to approve the applications from Folio, the Neighbor's Shoppe, and The Wedding Shoppe, Agbay seconded, and the motion was unanimously approved by the Board.

D. Strategic Plan Update (July 13)

- 1. Master Plan Matrix**
- 2. Strategic Plan Matrix**

Both matrices were included in the Board packet sent prior to the meeting, and Carmody asked Board members to fill them out and return them prior to the July 13 meeting with Lakota or bring them to Saturday's meeting.

E. Executive Director's Resignation and next E.D. Hiring Process

Gilbert said he was disappointed and sad to see Carmody leave as the downtown had a lot more life since she took over. Carmody outlined a procedure for moving forward in the hiring process for the next Director. The Organization Committee should put together the job description and send it to Board members for input. Then the Board could choose an interview/hiring committee that might also include a Council member. Ideally, a new Director would be hired by the end of her term (end of August). The DDA can get assistance from MSOC posting the position.

Gilbert asked why they couldn't use the job description created when Carmody was hired, but she noted that the scope of the position has grown since then. Passalacqua would like to see a transition matrix as he was sure there would be some gap, and that would include an outline of where the various current projects stand. Carmody expressed confidence that the various committees are fully functioning and able to step up.

F. Retail Marijuana Subcommittee Discussion

Carmody reported that investors are already investigating locations along 12 Mile for retail marijuana businesses and trying to purchase buildings. She suggested forming a subcommittee to review the City's draft of the ordinance(s) that will be governing businesses that apply for licenses to operate in the city. Baumgarten noted that the State has already added new kinds of licenses it will be offering, so Berkley needs to continue tweaking its ordinance.

Carmody suggested that the DDA sub-committee review that draft and make suggestions that apply to the district. Finney, Miller (of the Chamber), and Gilbert volunteered, and Passalacqua said he may also like to be on the committee. Baumgarten said that the MML would be broadcasting a Webinar on July 16 that he would be virtually attending and invited Board members to watch with him if they're interested.

VII. Student Board Member Updates: Absent – On summer hiatus.

VIII. Standing Committee Updates

A. Business Development Committee: Vivian Carmody

Carmody reported video snippets from the current business-to-business media campaign are already out there showcasing how some Berkley businesses are expanding their businesses and making improvements, a good sign for potential investors that Berkley is a good location to be. Another session is scheduled for Thursday, 7/11, with the on-the-ground reporter who's meeting with various stakeholders. The campaign runs two more weeks.

B. Design Committee: Vivian Carmody

Carmody reported the committee did not meet.

C. Marketing and Promotions: Jennifer Finney

Finney reported they're getting ready for a re-branded Couples Night Out on July 18. Fox 2 News will be reporting on the event the Tuesday before (7/16). Eight restaurants and 31 retail outlets will be participating (8-9 new). Art and About will be cancelled for this year with more of a focus on an evening event next year in May and September.

D. Organization Committee: Larry Gallagher

In Gallagher's absence Carmody reported the committee had been focused on vetting applicants for Board vacancies and making their recommendations, and now was turning to the draft of the narrative for the 501c3 application. The Berkley video is back on the front burner with committee chairs practicing for their segments.

IX. Staff & Community Updates:

A. Executive Director

Carmody stressed that she's not leaving her position because of any negative feedback from residents who are opposed to the things the DDA is doing. She's leaving because the City Manager broke a promise made to the Board two years ago and because of the disrespect shown to the Organization Committee process, and the Board's approach to bringing up new Board members, by not sharing the information that there was a candidate the Board wasn't aware of. She felt that disrespect was grievous and that the broken promise from two years ago was incredibly discouraging to her, and she felt like she couldn't continue as Executive Director and a partner to the City where such blatant disrespect had taken place. She reiterated that she loved this job and the Board was the best she's ever worked with. What happened to Amanda Ramirez, one of the three candidates the Board unanimously approved in June, was shameful. She couldn't understand how a city could have treated a volunteer who has given hundreds of hours of her time so badly and be so casual about it.

The City Manager had not shared the application of the candidate subsequently approved by Council (but not the DDA Board) with the Board.

Dirkse said she must have missed something. From the last Board meeting in June to the City Council meeting July 1 to today (July 10), what happened? She just wanted to understand. Baumgarten responded that it had nothing to do with Ramirez and he felt she had done fantastic work. Zifkin had met with several Council members who were impressed by him. Baumgarten noted that ultimately the decision is Council's to approve DDA Board members. Council submits their preferences for installation on the different boards to the City Manager, who ultimately thought Zifkin was better suited to serve on the Board. On a Council vote, Zifkin received four votes to Ramirez' three.

Agbay welcomed Zifkin aboard and said it had nothing to do with him personally but it did impact him. He described the situation as a complete communication breakdown, flawed, and totally unacceptable. It was unfair to Ramirez, Zifkin, and the whole Board. Moving forward, he hoped this never happened again. The people of Berkley deserve better. They deserve better communication, better partnership, better synchronization, and more transparency. Moving forward, he hoped that's the way to operate as a team. It makes the whole process look bad as well as the City and the DDA Board. You couldn't run a business like that without it reflecting on the bottom line. It felt like someone's application was slipped in in the dark of night and like he, Agbay, had wasted his time. It smelled bad and felt bad. All those communications took place behind the scenes.

Baumgarten said he really hated that Ramirez was present at the Council meeting. Agbay countered that with communication and a proper process, that wouldn't have happened.

Passalacqua wondered why, at the discovery of an additional application, that couldn't be pushed to the next meeting. Why was time an enemy, as the Board had operated with vacancies before, and if he were making a decision like the City Manager had made, he would have postponed action on the third vacancy. Was there a reason why that couldn't have been done? Baumgarten allowed as how that could be done in the future. Passalacqua countered that putting off the decision for six weeks would have made a lot less damage control to be done. Baumgarten noted that they very well may do that in the future. Finney took issue with that, asking for "will be done" rather than "may be done." Agbay stated that they need to perform at a higher standard.

B. City Council – Steve Baker

Baker said he appreciated the frank and open discussion as it's very important that they understand one another and where they're coming from. He didn't understand there was an issue until late Friday. Council certainly could have deferred the appointment to the subsequent meeting on August 19. The DDA is the only volunteer City organization with a strategic approach for vetting applicants for vacancies. He thanked Carmody and the DDA Board for their tremendous work in a relatively short amount of time and the excitement that it's brought to the City. Council continues to work on the recreational marijuana issue, and he welcomed the DDA's input into fine tuning the ordinance.

C. Planning Commission – Matt Trotto:

Trotto reported that it's a slow time for the Commission. They are reviewing verbiage to cover special land use for day care operations. The LaSalette development information was postponed until the next meeting. Their meeting times have been changed.

D. Chamber of Commerce – Nicole Miller

Miller reported that the Coolidge Street Art Fest will take place July 13 from 11 to 5, with 29 chalk artists, food trucks, several vendors, music at two locations, Jef Mallett, the "Frazz" cartoonist, and street performers performing at 3:30. The next Chamber Chat will be July 19 at Zalman's Treasures. The 80's Themed Pub Crawl will run from 1 PM to 6 PM on August 24 (first time on a Saturday), with part of the proceeds going to the Holiday Lights Parade.

X. Board of Directors Comments:

Gilbert thanked Board members for their Street Art Fest support, that being one of the boards that he also sits on, noting these events are bringing people into Berkley. One of the biggest challenges the DDA faces in coming years is addressing the west end of 12 Mile and getting those businesses more support. He also welcomed the three new Board members hoping the Board works well together. Baumgarten announced that the City has hired a new Community Development Director.

XI. Public Comments:

Tyrrell commented that the Board had not voted to accept the termination of the agreement with Carmody, as she was not an employee but a consultant.

Zabramski said she was sorry about the communication breakdown but that it wasn't the first time, and reiterated some of her previous comments about codes not being followed. She was not sorry to see Carmody leave.

XII. Adjournment:

The meeting was adjourned at 9:55 AM on motion by Baumgarten and second by Agbay.